

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF TEXAS
GALVESTON DIVISION**

IN RE:

EAGLE BROADBAND, INC.,

Debtor.

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**CASE NO. 07- 80605
CHAPTER 11**

**STATEMENT OF BETTISON, DOYLE, APFFEL & GUARINO, P.C. AND
DECLARATION OF JEFF ADAMS PURSUANT TO
LOCAL BANKRUPTCY RULE 2014**

Jeff Adams declares, under penalty of perjury pursuant to 28 U.S.C. § 1746, and pursuant FED. R. BANKR. P. 2014, as follows:

1. I am an associate of Bettison, Doyle, Apffel & Guarino, P.C. (“BDAG” or the “Firm”), proposed special corporate counsel for Eagle Broadband, Inc. (the “Debtor”) and present this Statement and Declaration to respectfully represent to the best of my knowledge that BDAG represents no interest adverse to the Debtor, or its estate in the matters upon which the Firm may be engaged by the Debtor and that the employment of the Firm would be in the best interests of the Debtor and its estate.

2. Pursuant to rule 2014 of the Federal Rules of Bankruptcy Procedure (“Bankruptcy Rules”), the Firm will provide the Court with any supplemental information regarding the Firm’s connections with the parties-in-interest in the case, as that information becomes available.

3. I have supervised the review of the Debtor’s list of its significant unsecured creditors. In addition, a search has been made of the Firm’s computer records concerning substantially all of the Firm’s currently known contacts with the following: (1) the Debtor, (2) the Debtor’s directors, (3) its officers (as so designated by the Debtor), (4) its known secured creditors, and (5) the known unsecured creditors of the Debtor.

4. As far as I have been able to ascertain, after exercising due diligence, neither I, BDAG, nor any partner, associate or counsel thereof (i) holds or represents any interest adverse to the Debtor or fails to be a disinterested person so as to render BDAG ineligible to serve as counsel for the Debtor under sections 1103 or 328 of the Bankruptcy Code, or (ii) presently has any connection with the Debtor, or its creditors, its equity interest holders or any party in interest herein, or with the respective attorneys or accountants of the foregoing, or with the United States Trustee or any person employed in the office of the United States Trustee (to the extent known) (collectively, the "Parties-in-Interest"), except as set forth herein.

5. I, the Firm, its partners, associates and counsel (i) may have appeared in the past, and may appear in the future, in cases under the Bankruptcy Code or otherwise in which one or more of the Parties-in-Interest may be involved, and (ii) may have represented in the past, and may represent in the future, certain Parties-in-Interest in matters unrelated to these cases.

6. In the course of its representation of clients, BDAG has dealt with professionals who may represent parties in interest in this case in wholly unrelated matters.

7. BDAG has no agreement with any entity to share with such entity any compensation received by the Firm in this engagement, except to the extent such compensation may be shared among members of the Firm.

8. Neither I, BDAG, nor any partner, associate or counsel thereof, insofar as I have been able to ascertain, represents any interest materially adverse to the Debtor, or its estate on the matters upon which the Firm is to be employed. I believe that BDAG is a "disinterested person" as that term is defined in section 101(14) of the Bankruptcy Code. To the best of my knowledge, BDAG has no prior connections with any Parties-in-Interest, except as set forth herein.


9. No promises have been received by the Firm or by its members or associates as to compensation in connection with this case, other than in accordance with the provisions of the Bankruptcy Code. To the extent this circumstance may change, supplemental disclosure will be filed. In addition, of course, all BDAG fees and expenses will be subject to Bankruptcy Court approval.

I declare under penalty of perjury that the foregoing is true and correct.

Executed this 29th day of October 2007.

Respectfully submitted,

BETTISON, DOYLE, APFFEL & GUARINO, P.C.



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