

**IN THE UNITED STATES BANKRUPTCY COURT IN THE UNITED STATES
BANKRUPTCY COURT
EASTERN DISTRICT OF MICHIGAN
SOUTHERN DIVISION**

In re:) Chapter 11
)
COLLINS & AIKMAN CORPORATION, et al.¹) Case No. 05-55927 (SWR)
) (Jointly Administered)
Debtors.)
) (Tax Identification #13-3489233)
)
) Honorable Steven W. Rhodes
)
)

**FINAL FEE APPLICATION OF HALEY & ALDRICH, INC. FOR COMPENSATION
AND REIMBURSEMENT OF EXPENSES FOR ENVIRONMENTAL CONSULTING
SERVICES PROVIDED TO THE DEBTORS FOR
THE PERIOD MAY 1, 2006 TO OCTOBER 12, 2007**

For its Final Fee Application for allowance of fees and reimbursement of expenses for services rendered as environmental consultants to Collins & Aikman Corporation and certain of its direct and indirect subsidiaries Haley & Aldrich, Inc. respectfully represents:

1 The Debtors in the jointly administered cases include: Collins & Aikman Corporation; Amco Convertible Fabrics, Inc., Case No. 05-55949; Becker Group, LLC (d/b/a/ Collins & Aikman Premier Mold), Case No. 05-55977; Brut Plastics, Inc., Case No. 05-55957; Collins & Aikman (Gibraltar) Limited, Case No. 05-55989; Collins & Aikman Accessory Mats, Inc. (f/k/a the Akro Corporation), Case No. 05-55952; Collins & Aikman Asset Services, Inc., Case No. 05-55959; Collins & Aikman Automotive (Argentina), Inc. (f/k/a Textron Automotive (Argentina), Inc.), Case No. 05-55965; Collins & Aikman Automotive (Asia), Inc. (f/k/a Textron Automotive (Asia), Inc.), Case No. 05-55991; Collins & Aikman Automotive Exteriors, Inc. (f/k/a Textron Automotive Exteriors, Inc.), Case No. 05-55958; Collins & Aikman Automotive Interiors, Inc. (f/k/a Textron Automotive Interiors, Inc.), Case No. 05-55956; Collins & Aikman Automotive International, Inc., Case No. 05-55980; Collins & Aikman Automotive International Services, Inc. (f/k/a Textron Automotive International Services, Inc.), Case No. 05-55985; Collins & Aikman Automotive Mats, LLC, Case No. 05-55969; Collins & Aikman Automotive Overseas Investment, Inc. (f/k/a Textron Automotive Overseas Investment, Inc.), Case No. 05-55978; Collins & Aikman Automotive Services, LLC, Case No. 05-55981; Collins & Aikman Canada Domestic Holding Company, Case No. 05-55930; Collins & Aikman Carpet & Acoustics (MI), Inc., Case No. 05-55982; Collins & Aikman Carpet & Acoustics (TN), Inc., Case No. 05-55984; Collins & Aikman Development Company, Case No. 05-55943; Collins & Aikman Europe, Inc., Case No. 05-55971; Collins & Aikman Fabrics, Inc. (d/b/a Joan Automotive Industries, Inc.), Case No. 05-55963; Collins & Aikman Intellimold, Inc. (d/b/a M&C Advanced Processes, Inc.), Case No. 05-55976; Collins & Aikman Interiors, Inc., Case No. 05-55970; Collins & Aikman International Corporation, Case No. 05-55951; Collins & Aikman Plastics, Inc., Case No. 05-55960; Collins & Aikman Products Co., Case No. 05-55932; Collins & Aikman Properties, Inc., Case No. 05-55964; Comet Acoustics, Inc., Case No. 05-55972; CW Management Corporation, Case No. 05-55979; Dura Convertible Systems, Inc., Case No. 05-55942; Gamble Development Company, Case No. 05-55974; JPS Automotive, Inc. (d/b/a PACJ, Inc.), Case No. 05-55935; New Baltimore Holdings, LLC, Case No. 05-55992; Owosso Thermal Forming, LLC, Case No. 05-55946; Southwest Laminates, Inc. (d/b/a Southwest Fabric Laminators Inc.), Case No. 05-55948; Wickes Asset Management, Inc., Case No. 05-55962; and Wickes Manufacturing Company, Case No. 05-55968.

Jurisdiction

1. This Court has jurisdiction to consider this matter pursuant to 28 U.S.C. §§ 157 and 1334. Venue is proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409.

Background

2. On May 17, 2005 (the “Petition Date”), the Debtors filed their voluntary petitions for relief under chapter 11 of the Bankruptcy Code. The Debtors are operating their businesses and managing their properties as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. No trustee or examiner has been appointed in these cases. On the Petition Date, the Court entered an order jointly administering these cases pursuant to Bankruptcy Rule 1015(b).

3. On May 24, 2005, the United States trustee appointed an official committee of unsecured creditors pursuant to section 1102 of the Bankruptcy Code (the “Committee”).

4. The Debtors and their non-debtor affiliates are leading global suppliers of automotive components, systems and modules to all of the world’s largest vehicle manufacturers, including DaimlerChrysler AG, Ford Motor Company, General Motors Corporation, Honda Motor Company, Inc., Nissan Motor Company Unlimited, Porsche Cars GB, Renault Créateur D’Automobiles, Toyota SA and Volkswagen AG.

5. By order dated July 10, 2006 [Docket No. 2936] (the “Retention Order”), Haley & Aldrich was retained by the Debtors as an environmental consultant. A copy of the Retention Order is attached hereto as **Exhibit A**.

6. In accordance with the Retention Order and as set forth in greater detail in the engagement letters (collectively, the “Agreements”) between Haley & Aldrich and the Debtors, Haley & Aldrich was to be paid pursuant to the terms of the Engagement Letters. Copies of the

Agreements are attached hereto as **Exhibit B**.

7. Haley & Aldrich previously submitted three interim fee applications which covered the period from May 1, 2006 through April 30, 2007, and Haley & Aldrich was awarded 100% of the fees and 100% of the expenses requested in the interim applications.

8. By this application, Haley & Aldrich is seeking final approval of fees in the total amount of \$413,571.75 and total expenses of \$146,417.31 for Haley & Aldrich's services during this case.

9. Haley & Aldrich is seeking final approval of compensation paid for services rendered from May 1, 2006 through April 30, 2007.

10. During the Application Period, in accordance with, and as more specifically set forth in the Agreements, Haley & Aldrich performed the following services:

(a) Cardinal Landfill Site:

- Performed groundwater and soil gas sampling in the months of May 2006 and November 2006 under the site's Groundwater Management Permit (GMP).
- Developed and submitted to the New Hampshire Department of Environmental Services (NHDES) a Work Plan for Monitored Shutdown of the Soil Vapor Management System (May 8, 2006)
- Developed and submitted to NHDES a data report summarizing May 2006 groundwater sampling data (July 19, 2006).
- Developed and submitted to NHDES the 2006 Soil Vapor Management System Annual Report (July 31, 2006).
- Developed and submitted to NHDES the 2006 Annual Report required by the GMP (January 31, 2007).
- Corresponded with NHDES on several occasions via telephone, email and letters regarding the Work Plan for Monitored Shutdown of the SVMS.

- Developed and submitted to NHDES a summary report transmitting the results from the November 2006 Soil Vapor Management System sampling (January 25, 2007).
- Performed landfill cap survey and provided letter report summarizing the findings (January 9, 2007).
- Consulted with Collins & Aikman on several occasions relative to groundwater remediation strategies.

(b) Farmington Plant Site:

- Performed groundwater sampling in the months of July and November 2006 under the site's GMP.
- Performed groundwater sampling (in addition to that required by the GMP) to support modifications to the remedial action plan (August/September 2006).
- Developed and submitted to NHDES data reports summarizing the April 2006 and July 2006 groundwater sampling data (June 8, 2006 and September 11, 2006).
- Developed and submitted to NHDES the report "Phase I Investigations in Support of a Revised Remedial Action Plan" (October 6, 2006).
- Developed and submitted to NHDES the 2006 Annual Report required by the Groundwater Management Permit (GMP) issued by NHDES (January 31, 2007)
- Assisted Collins & Aikman with operation and maintenance of the groundwater treatment system (April 2006 – May 2007).
- Performed field investigations to support modifications to the remedial action plan. Field investigations included: installation of monitoring wells, soil sampling, groundwater sampling, bedrock/geophysical surveys, and topographic surveying (May – September 2006)
- Assisted Collins & Aikman with development of responses to letters issued by the NHDES regarding progress of remediation at the site (May – July 2006)
- Assisted Collins & Aikman with obtaining access to off-site properties.
- Attended site meetings with Collins & Aikman and NHDES.

- Assisted Collins & Aikman with procuring funding from New Hampshire's petroleum fund for reimbursement of work performed by Haley & Aldrich in connection with a historical fuel oil release.

(c) Beardstown Site

- Assisted Collins & Aikman and its outside attorney in developing strategy for response to Illinois Environmental Protection Agency and the Illinois Attorney General's office. Work included input on several key letter exchanges between State and C&A on settlement, focusing on narrowing technical differences.
- Developed and submitted "Remediation System Expansion Work Plan" for the site. The Work Plan was developed in accordance with the Notice to Perform Additional Response Actions (Notice) issued by the State of Illinois Senior Assistant Attorney General (December 20, 2006).

(d) Williamston Sites:

- Conducted Phase I Environmental Site Assessments and completed draft Phase I reports for the Collins & Aikman Progress Court and Noble Road facilities in Williamston, MI (June 26, 2006).
- Assisted Collins & Aikman in developing responses to inquiries by parties interested in acquiring the Williamston property (February/March 2007)

(e) TEG Site:

- Consulted with Collins & Aikman on several occasions relative to required additional investigations and remedial strategies for the site.
- Developed and submitted to NHDES the Supplemental Site Investigation Workplan Addendum (June 7, 2006).
- Assisted Collins & Aikman with developing an access agreement between Collins & Aikman and neighboring property owners. The access agreement is required prior to implementing additional field investigations.

11. Prior Applications for fees:

Interim Fee No.	Statement No.	Period Covered		Amount Requested			Amount Paid	
		From	To	Fees 100%	Fees 80%	Expenses 100%	Fees	Expenses
1	1	5/1/06	5/31/06	18,061.50	14,449.20	971.84	18,061.50	971.84
	2	6/1/06	6/30/06	49,754.50	39,803.60	14,419.97	49,754.50	14,419.97
	3	7/1/06	7/31/06	75,880.25	60,704.20	10,607.55	75,880.25	10,607.55
	4	8/1/06	8/31/06	30,287.25	24,229.80	87,238.52	30,287.25	87,238.52
2	5	9/1/06	9/30/06	47,327.25	37,861.80	6,209.57	47,327.25	6,209.57
	6	10/1/06	10/31/06	24,577.25	19,661.80	2,590.97	24,577.25	2,590.97
	7	11/1/06	11/30/06	45,292.00	36,233.60	1,886.79	45,292.00	1,886.79
	8	12/1/06	12/31/06	21,505.25	17,204.20	14,039.71	21,505.25	14,039.71
3	9	1/1/07	1/31/07	73,117.50	58,494.00	7,459.63	73,117.50	7,459.63
	10	2/1/07	2/28/07	6,095.50	4,876.40	125.82	6,095.50	125.82
	11	3/1/07	3/31/07	15,397.00	12,317.60	615.88	15,397.00	615.88
	12	4/1/07	4/30/07	6,276.50	5,021.20	251.06	6,276.50	251.06
TOTAL:				413,571.75		146,417.31	413,571.75	146,417.31

12. Summaries and detailed statements of disbursements for which Haley & Aldrich seeks final approval for reimbursement are provided in **Exhibit C**.

13. As of the date of this filing, Haley & Aldrich has received \$146,417.31 for expenses (representing 100% of the expenses incurred) and \$413,571.75 for fees (representing 100% of the fees incurred) applied for by Haley & Aldrich pursuant to Haley & Aldrich's first, second and third interim fee applications and Haley & Aldrich's June - December 2006 and January - May 2007 monthly fee statements. Accordingly, by this final Application, Haley & Aldrich is seeking final approval of total fees in the amount of \$413,571.75 and \$146,417.31 in expenses.

14. All services performed and expenses incurred by Haley & Aldrich for which fees and reimbursement is requested herein were performed or incurred for and on behalf of the Debtors and were not for any other person or entity.

15. Haley & Aldrich has not shared nor agreed to share compensation or reimbursement to be awarded in these cases with any other person.

WHEREFORE, Haley & Aldrich respectfully requests this court enter a Final Order approving and allowing, on a final basis, fees in the amount of \$413,571.75 and expenses in the amount of \$146,417.31 in connection with services rendered as environmental consultant to the Debtors during the period May 1, 2006 through April 30, 2007.

Dated: November 9, 2007

Respectfully Submitted,

HALEY & ALDRICH, INC.

/s/ John C. Berry
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