

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In Re:) Chapter 11
)
INTEGRATED HEALTH SERVICES, INC., et al.,) Case No. 00 - 389 (MFW)
)
Debtors.) Jointly Administered

**FINAL FEE APPLICATION OF PANZA, MAURER,
MAYNARD & NEEL, P.A. AS SPECIAL CORPORATE
AND REGULATORY COUNSEL TO THE DEBTORS AND
DEBTORS IN POSSESSION FOR ALLOWANCE
OF COMPENSATION AND REIMBURSEMENT OF
EXPENSES FOR THE PERIOD APRIL 1, 2000
THROUGH DECEMBER 31, 2002**

SUMMARY SHEET - PART I

Name of Applicant: PANZA, MAURER, MAYNARD & NEEL, P.A.

Authorized to Provide
Professional Services to: Debtors

Date of Retention: February 2, 2000¹

Period for which Compensation and
reimbursement is sought: April 1, 2000 through December 31, 2002

Amount of compensation
sought as actual,
reasonable and necessary: \$1,958,141.50

Amount of reimbursement
sought as actual,
reasonable and necessary: \$ 164,101.31

This is an ___ interim .X_ final application

¹ Date of retention as Ordinary Course Counsel; Panza, Maurer, Maynard & Neel, P.A. was subsequently appointed Special Corporate and Regulatory Counsel for Debtors and Debtors in Possession.

The time expended for the preparation of this application through December 31, 2002, is approximately 0 hours.¹ If this is not the first application filed, disclose the following for each prior application:

| DATE FILED | PERIOD COVERED | REQUESTED FEES/EXPENSES | APPROVED FEES/EXPENSES |
|------------|--------------------|---|--|
| 9/29/00 | 4/1/00 - 8/31/00 | \$627,472.50 Fees <u>64,515.43</u> Expenses <u>\$691,987.93</u> | \$627,472.50 Fees <u>64,515.43</u> Exps. <u>\$691,987.93</u> |
| 10/27/00 | 9/1/00 - 9/30/00 | \$234,910.00 Fees <u>24,140.65</u> Expenses <u>\$259,050.65</u> | \$234,910.00 Fees <u>24,140.65</u> Exps. <u>\$259,050.65</u> |
| 11/22/00 | 10/1/00 - 10/31/00 | \$160,313.00 Fees <u>6,324.16</u> Expenses <u>\$166,637.16</u> | \$160,313.00 Fees <u>6,324.16</u> Exps. <u>\$166,637.16</u> |
| 12/21/00 | 11/1/00 - 11/30/00 | \$132,812.50 Fees <u>5,032.70</u> Expenses <u>\$137,845.20</u> | \$132,812.50 Fees <u>5,032.70</u> Exps. <u>\$137,845.20</u> |
| 1/23/01 | 12/1/00 - 12/31/00 | \$158,913.50 Fees <u>3,778.24</u> Expenses <u>\$162,691.74</u> | \$158,913.50 Fees <u>3,778.24</u> Exps. <u>\$162,691.74</u> |
| 2/20/01 | 1/1/01 - 1/31/01 | \$128,510.50 Fees <u>11,106.06</u> Expenses <u>\$139,616.56</u> | \$128,510.50 Fees <u>11,106.06</u> Exps. <u>\$139,616.56</u> |
| 3/19/01 | 2/1/01 - 2/28/01 | \$ 99,594.50 Fees <u>5,581.72</u> Expenses <u>\$105,176.22</u> | \$ 99,594.50 Fees <u>5,581.72</u> Exps. <u>\$105,176.22</u> |
| 4/23/01 | 3/1/01 - 3/31/01 | \$ 50,711.00 Fees <u>8,349.00</u> Expenses <u>\$ 59,060.00</u> | \$ 50,711.00 Fees <u>8,349.00</u> Exps. <u>\$ 59,060.00</u> |
| 5/16/01 | 4/1/01 - 4/30/01 | \$ 84,182.50 Fees <u>13,858.48</u> Expenses <u>\$ 98,040.98</u> | \$ 84,182.50 Fees <u>13,858.48</u> Exps. <u>\$ 98,040.98</u> |
| 6/22/01 | 5/1/01 - 5/31/01 | \$ 79,240.00 Fees <u>7,168.37</u> Expenses <u>\$ 86,408.37</u> | \$ 79,240.00 Fees <u>7,168.37</u> Exps. <u>\$ 86,408.37</u> |

Continued . . .

¹ Panza, Maurer, Maynard & Neel, P.A. does not bill for the preparation of compensation applications.

| | | | |
|----------|--------------------|---|--|
| 7/23/01 | 6/1/01 - 6/30/01 | \$ 36,537.50 Fees \$ <u>2,475.38</u> Expenses \$ <u>39,012.88</u> | \$ 36,537.50 Fees \$ <u>2,475.38</u> Exps. \$ <u>39,012.88</u> |
| 08/22/01 | 7/1/01 - 7/31/01 | \$ 56,437.00 Fees \$ <u>1,781.73</u> Expenses \$ <u>58,218.73</u> | \$ 56,437.00 Fees \$ <u>1,781.73</u> Exps. \$ <u>58,218.73</u> |
| 09/21/01 | 8/1/01 - 8/31/01 | \$ 48,401.00 Fees \$ <u>892.72</u> Expenses \$ <u>49,293.72</u> | \$ 48,401.00 Fees \$ <u>802.72</u> Exps. \$ <u>49,293.72</u> |
| 10/24/01 | 9/1/01 - 9/30/01 | \$ 21,478.50 Fees \$ <u>1,724.94</u> Expenses \$ <u>23,203.44</u> | \$ 21,478.50 Fees \$ <u>1,724.94</u> Exps. \$ <u>23,203.44</u> |
| 11/21/01 | 10/1/01 - 10/31/01 | \$ 25,195.00 Fees \$ <u>3,563.43</u> Expenses \$ <u>28,758.43</u> | \$ 25,195.00 Fees \$ <u>3,563.43</u> Exps. \$ <u>28,758.43</u> |
| 12/21/01 | 11/1/01 - 11/30/01 | \$ 7,710.00 Fees \$ <u>2,281.68</u> Expenses \$ <u>9,991.68</u> | \$ 7,710.00 Fees \$ <u>2,281.68</u> Exps. \$ <u>9,991.68</u> |
| 11/13/02 | 10/1/02 - 10/31/02 | \$ 4,837.50 Fees \$ <u>1,526.62</u> Expenses \$ <u>6,364.12</u> | \$ 4,837.50 Fees \$ <u>1,526.62</u> Exps. \$ <u>6,364.12</u> |
| 01/27/03 | 12/1/02 - 12/31/02 | \$ 885.00 Fees \$ <u>0.00</u> Expenses \$ <u>885.00</u> | \$ 885.00 Fees \$ <u>0.00</u> Exps. \$ <u>885.00</u> |

SUMMARY SHEET - PART II
In re Integrated Health Services, Inc., et al.
 Summary of Time Recorded in Connection
 with the Rendition of Services to the Debtors for the
Period from April 1, 2000 through December 31, 2002

| <u>PARTNERS</u> | <u>YEAR OF ADMISSION</u> | <u>HOURS</u> | <u>RATE</u> | <u>FEE AMOUNT</u> |
|--|------------------------------|---------------------|-------------|---------------------------|
| THOMAS F. PANZA ¹ | 1971 | 1,237.50 | \$300.00 | \$ 371,250.00 |
| THOMAS F. PANZA | | 762.60 | \$250.00 | 190,650.00 |
| SUSAN H. MAURER ¹ | 1980 | 835.30 | \$275.00 | 229,707.50 |
| SUSAN H. MAURER | | 168.60 | \$200.00 | 33,720.00 |
| MARK A. EMANUELE ¹ | 1986 | 100.30 | \$250.00 | 25,075.00 |
| MARK A. EMANUELE | | 77.60 | \$200.00 | 15,520.00 |
| JULIEANN R. ALLISON | 1981 | 37.50 | \$200.00 | 7,500.00 |
| <u>ASSOCIATES</u> | | | | |
| MARK A. HENDRICKS | 1988 | 2.70 | \$200.00 | 540.00 |
| DEBORAH F. RUGG | 1985 | 667.60 | \$200.00 | 133,520.00 |
| DEBORAH S. PLATZ ¹ | 1995 | 1,483.30 | \$190.00 | 281,827.00 |
| DEBORAH S. PLATZ | | 229.10 | \$175.00 | 40,092.50 |
| DANIEL J. FOX | 1995 | 194.40 | \$190.00 | 36,936.00 |
| MICHAEL H. JOHNSON ¹ | 1998 | 832.80 | \$190.00 | 158,232.00 |
| MICHAEL H. JOHNSON | | 42.50 | \$150.00 | 6,375.00 |
| MELISSA M. NEGRON | 1995 | 22.00 | \$190.00 | 4,180.00 |
| LYDIA B. CHAMBERLIN | 1999 | 970.40 | \$175.00 | 169,820.00 |
| JONATHAN A. YELLIN | 2000 | 158.50 | \$150.00 | 23,775.00 |
| MELISSA L. SONNE | 2002 | 7.90 | \$150.00 | 1,185.00 |
| <u>PARAPROFESSIONAL</u> | | | | |
| NICHOLAS CAMUCCIO | | 143.80 | \$150.00 | 21,570.00 |
| TERRY GOODSHALL | | 95.50 | \$150.00 | 14,325.00 |
| CHRYSTINA CATSICAS | | 317.00 | \$150.00 | 47,550.00 |
| SANDRA HARRIS | | 849.40 | \$150.00 | 127,410.00 |
| SHANNON EMMEL | | 27.50 | \$ 75.00 | 2,062.50 |
| KIM GUENTHER | | 86.00 | \$ 75.00 | 6,450.00 |
| JODY JONES | | 102.90 | \$ 75.00 | 7,717.50 |
| CASSANDRA REDMOND | | .40 | \$ 75.00 | 34.00 |
| RICHARD ROSENBLUM | | 1.00 | \$ 75.00 | 75.00 |
| TYRA MEIGHEN | | 13.90 | \$ 75.00 | 1,042.50 |
| TOTAL ATTORNEY/ PARAPROFESSIONAL TIME | | <u>9,468.00</u> | | <u>\$1,958,141.50</u> |

BLENDING HOURLY RATE FOR PROFESSIONALS AND
 PARAPROFESSIONALS: \$206.82

EXPENSE REIMBURSEMENTS REQUESTED: \$164,101.31

¹ Federal & State regulatory and compliance rate for partners providing legal counsel and expertise in this specialized practice area.

EXHIBIT A

SUMMARY OF PRINCIPAL SERVICES PERFORMED DURING THE PERIOD APRIL 1, 2000 THROUGH DECEMBER 31, 2002

Regulatory Review & Systemic Evaluation

Includes time spent on Phase I and Phase II location system reviews. Coordinated with in-house counsel for IHS and RoTech and IHS and RoTech regulatory officers to provide necessary legal evaluation and counsel in compliance and regulatory matters.

Regulatory, Administrative Agencies & Governmental

Legal representation of Debtor before regulatory agencies dealing with licensure of facilities, Certificate of Need, Quality of Care surveys (HCFA), Medicaid reimbursement, FDA compliance, HCFA compliance, Medicare issues, nursing home budget and reimbursement issues for Florida facilities.

EXHIBIT B

Detailed time records attached to all previously submitted interim applications which contained logs which showed on a daily basis the professionals recording time for these matters, how much time was recorded by each professional, descriptions of the services provided, and the breakdown of disbursements by Panza Maurer. These records are available upon request.

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In Re:) Chapter 11
)
INTEGRATED HEALTH SERVICES, INC., et al.,) Case No. 00 - 389 (MFW)
)
Debtors.) Jointly Administered

**FINAL FEE APPLICATION OF PANZA, MAURER,
MAYNARD & NEEL, P.A. AS SPECIAL CORPORATE
AND REGULATORY COUNSEL TO THE DEBTORS AND
DEBTORS IN POSSESSION FOR ALLOWANCE
OF COMPENSATION AND REIMBURSEMENT OF EXPENSES
FOR THE PERIOD APRIL 1, 2000 THROUGH DECEMBER 31, 2002**

Panza, Maurer, Maynard & Neel, P.A. ("Panza Maurer") respectfully represents
as follows:

1. Panza Maurer has been appointed Special Corporate and Regulatory counsel for
Integrated Health Services, Inc., debtors and debtors in possession herein (collectively, the
"Debtors") in these Chapter 11 cases.

2. On February 2, 2000 (the "Filing Date"), each of the Debtors filed a voluntary
petition for reorganization under Chapter 11 of Title 11 the United States Bankruptcy Code (the
"Bankruptcy Code").

3. By its Administrative Order Establishing Procedures for Interim Compensation
and Reimbursement of Expenses of Professionals (the "Interim Compensation Order") dated
February 2, 2000, the Court established a procedure for compensation and reimbursement of
expenses for all professionals in these cases. In particular, the Court authorized the
submission on negative notice of monthly fee applications by professionals employed
under Section 327, 328(a) or 1103 of the Bankruptcy Code (which includes professionals
employed by the Debtors) and a procedure by which, in the absence of any objection to the

fee application, the Debtors could pay 100% of the fees requested and 100% of the disbursements requested. Pursuant to the Interim Compensation Order, Panza Maurer submits this fee application (the "Final Fee Application") for the period April 1, 2000 through December 31, 2002. This is Panza Maurer's final fee application pursuant to its appointment as Special Corporate Compliance and Regulatory Counsel for the Debtors and Debtors in Possession.

4. Panza Maurer submits this Final Fee Application (i) for allowance of reasonable compensation for actual and necessary professional services performed by Panza Maurer for the period from April 1, 2000 through December 31, 2002, and (ii) for reimbursement of actual and necessary expenses incurred by Panza Maurer in connection with its representation of the Debtors during that same period. This Application is made pursuant to the provisions of Sections 327, 330 and 331 of the Bankruptcy Code, Rule 2016 of the Federal Rules of Bankruptcy Procedure, and the Interim Compensation Order.

5. Professional services and expenses for which compensation and reimbursement are sought were rendered and expended on behalf of the Debtors pursuant to Chapter 11 of the Bankruptcy Code. Panza Maurer believes it is appropriate that it be compensated for the time spent and reimbursed for the expenses incurred in connection with these matters.

6. For the period covered by this Final Fee Application, Panza Maurer has provided a total of 9,468.00 hours of attorney and paraprofessional time and incurred fees for such services totaling \$1,958,141.50. For the same period, Panza Maurer has incurred actual and necessary expenses in connection therewith totaling \$164,101.31. With respect to these amounts, as of the date of this Application, Panza Maurer has received all payments for this Application.

7. Panza Maurer maintains daily records of the time spent in the rendering of

professional services during the period covered by the Final Fee Application. Panza Maurer will not burden the Court and interested parties with a detailed or lengthy recitation of each and every item of service performed on behalf of the Debtors. Accordingly, a summary description of the primary services performed by Panza Maurer for the period covered by the Final Fee Application is attached hereto as Exhibit "A". The full scope of and breadth of Panza Maurer's services are reflected in the detailed time records attached to all previously submitted interim applications as Exhibit "B" as referenced herein and available upon request.

8. Exhibit "B" of all previously submitted interim applications as referenced herein and available upon request contained logs which showed on a daily basis the professionals recording time for these matters, how much time was recorded by each professional and descriptions of the services provided. These time entries are separated into matters as follows:

AREA OF WORK PERFORMED

Regulatory, Administrative Agencies & Governmental
Regulatory Review & Systemic Evaluation

9. Exhibit "B" attached to all previously submitted interim applications as referenced herein and available upon request contained a breakdown of disbursements by Panza Maurer for the period covered by the Final Fee Application.²

10. Panza Maurer has endeavored to represent the Debtors in the most expeditious and economical manner possible. Tasks have been assigned to attorneys and paraprofessionals at Panza Maurer so that work has been performed by those most familiar with the particular matter or task and by the lowest hourly rate professional appropriate for a particular matter.

11. As stated in the Affidavit of Thomas F. Panza, annexed hereto as Exhibit "C", no agreement or understanding exists between Panza Maurer and any other person for the sharing of compensation received or to be received for services rendered in or in connection with these cases.

² Panza Maurer's reimbursement sum is broken down into categories of charges, including, among other things, telephone/telecopier toll and related charges, mail and express mail charges, special or hand delivery charges, photocopying charges, transportation, expenses for "working meals," computerized research, transcription costs, as well as non-ordinary overhead expenses such as secretarial and other overtime. Costs incurred for extraordinary overtime and computer research are not included in Panza Maurer's normal hourly billing rates and, therefore, are itemized and included in Panza Maurer's disbursements/reimbursement.

Pursuant to DEL. BANKR. L. R. 2016-2 of the United States District Court for the District of Delaware, Panza Maurer represents that it charges for expenses in the following manner:

- (a) Duplicating: Billed at \$.10 per page.
- (b) Telecommunications: Long distance calls are billed at actual cost. Outgoing facsimile transmittals are billed at \$.50 per page. There is no charge for incoming facsimile transmittals.
- (c) Records Storage: Storage of client's records are billed at a flat rate of \$50.00 per month.
- (d) Delivery Services: Panza Maurer's practice is to charge postal, overnight delivery and courier services at actual cost.
- (e) Travel and Lodging: Panza Maurer's practice is to charge travel, meals and lodging at actual cost.
- (f) Working Meals: Panza Maurer's practice is to charge actual cost for

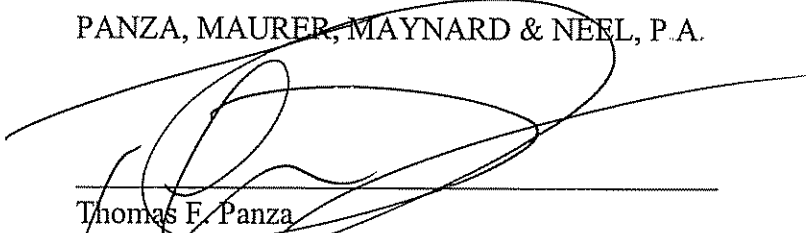
working meals at its principal office only when authorized as essential and necessary by a partner in advance.

12. The undersigned has reviewed the requirements of DEL.BANKR. L R 2016-2 of the United States District Court for the District of Delaware and certifies to the best of his information, knowledge and belief that this Application complies with DEL.BANKR. L R 2016-2.

WHEREFORE, Panza, Maurer, Maynard & Neel, P.A. respectfully requests that this Court allow Panza Maurer (i) compensation in the sum of \$1,958,141.50 for actual and necessary professional services rendered on behalf of the Debtors during the period April 1, 2000 through December 31, 2002; and (ii) reimbursement in the amount of \$164,101.31 for actual and necessary expenses incurred during that period.

Dated: Fort Lauderdale, Florida
October 29, 2003

PANZA, MAURER, MAYNARD & NEEL, P.A.



Thomas F. Panza
Florida Bar No. 138551
Susan H. Maurer
Florida Bar No. 307750
3600 North Federal Highway
Fort Lauderdale, Florida 33308
(954) 390-0100

Attorneys For Debtor

EXHIBIT C

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

| | | |
|---|---|-------------------------|
| In Re: |) | Chapter 11 |
| |) | |
| INTEGRATED HEALTH SERVICES, INC., et al., |) | Case No. 00 - 389 (MFW) |
| |) | |
| Debtors. |) | Jointly Administered |


**AFFIDAVIT OF THOMAS F.
PANZA PURSUANT TO
11 U.S.C. § 504 AND RULE 2016
OF THE FEDERAL RULES
OF BANKRUPTCY PROCEDURE**

STATE OF FLORIDA)
 ss:
COUNTY OF BROWARD)

Thomas F. Panza, being duly sworn, deposes and states:

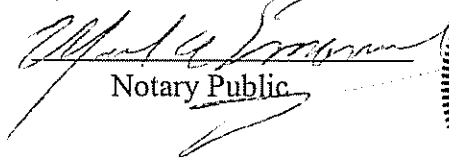
1. I am a member of the firm of Panza, Maurer, Maynard & Neel, P.A., (“Panza Maurer”), attorneys for the above-captioned Debtors.
2. In accordance with Rule 2016 of the Federal Rules of Bankruptcy Procedure and Section 504 of Title 11 of the United States Code, no agreement or understanding exists between Panza Maurer and any other person for a division of compensation or reimbursement received or to be received herein or in connection with the Chapter 11 cases.
3. This affidavit certifies that I have reviewed the requirements of DEL.BANKR. L R 2016-2 and that the Final Fee Application of Panza, Maurer, Maynard & Neel, P.A. as Counsel to the Debtors and Debtors in Possession for Allowance of Compensation and Reimbursement of Expenses for the Period April 1, 2000

through December 31, 2002, complies with DEL.BANKR. L R 2016-2 of the United States District Court for the District of Delaware.

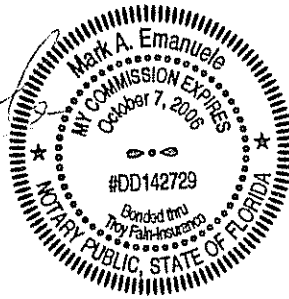


Thomas F. Panza

Sworn to before me this
10/27 day of October, 2003



Notary Public



IN THE UNITED STATES BANKRUPTCY COURT

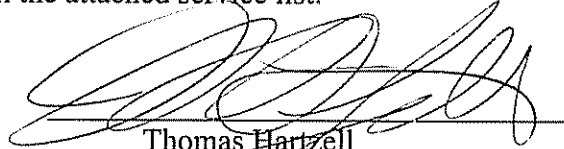
FOR THE DISTRICT OF DELAWARE

| | | |
|---|---|------------------------|
| In re |) | Chapter 11 |
| |) | |
| INTEGRATED HEALTH SERVICES, INC., et al., |) | Case No. 00 -389 (MFW) |
| |) | |
| Debtors. |) | Jointly Administered |

AFFIDAVIT OF SERVICE

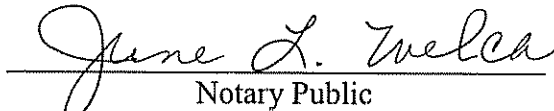
STATE OF DELAWARE)
) SS
 NEW CASTLE COUNTY)

Thomas Hartzell, being duly sworn according to law, deposes and says that he is employed by the law firm of Young Conaway Stargatt & Taylor, LLP, attorneys for the Debtors in the within captioned matter, and that on the 30th day of October 2003, he caused a copy of the attached pleading to be served, as indicated, on the parties on the attached service list.



 Thomas Hartzell

SWORN TO AND SUBSCRIBED before me this 30th day of October 2003.



 Notary Public

JUNE L. WELCH
NOTARY PUBLIC
STATE OF DELAWARE
 My Commission Expires Aug. 23, 2007

CORE GROUP SERVICE LIST
Integrated Health Services, Inc.
10/30/2003

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(of the Premiere Associates' Debtors)
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