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**FILED**  
**JUN 29 1999**  
BANKRUPTCY COURT  
OAKLAND, CALIFORNIA

**ORIGINAL**

5 Counsel for the Official  
6 Unsecured Creditors' Committee

7 UNITED STATES BANKRUPTCY COURT  
8 NORTHERN DISTRICT OF CALIFORNIA  
9

10 In re ) Case No. 96-44426 T  
11 ) Chapter 11  
KENETECH WINDPOWER, INC., )  
12 ) **ORDER GRANTING EIGHTH AND**  
Debtor. ) **FINAL APPLICATION FOR FEES AND**  
13 ) **REIMBURSEMENT OF COSTS FOR**  
14 ) **ACCOUNTANTS TO THE UNSECURED**  
15 ) **CREDITORS' COMMITTEE FOR**  
16 ) **UNSEALED APPLICATION (FOR THE**  
17 ) **PERIOD OF OCTOBER 1, 1998**  
18 ) **THROUGH APRIL 7, 1999)**  
19 )  
Date: June 14, 1999  
Time: 10:00 a.m.  
Place: Courtroom 201  
1300 Clay Street  
Oakland, CA 94612

20 On June 14, 1999, a hearing was held in the above-  
21 captioned case before the undersigned United States Bankruptcy Judge  
22 on the "Eighth and Final Application for Fees and Reimbursement of  
23 Costs for Accountants to the Unsecured Creditors Committee (For the  
24 Period of October 1, 1998 Through September 30, 1998) for the  
25 unsealed time (the "Final Unsealed Application"), filed by Neilson,  
26 Elggren, Durkin & Co., a unit of Arthur Anderson LLP ("NED"),

27 ORDER GRANTING EIGHTH AND FINAL APPLICATION  
FOR FEES AND REIMBURSEMENT OF COSTS FOR  
ACCOUNTANTS TO CREDITORS' COMMITTEE FOR  
UNSEALED APPLICATION (FOR THE PERIOD OF  
10/1/98 THROUGH 4/7/99)

1 accountants for the Official Unsecured Creditors' Committee (the  
2 "Committee") of Kenetech Windpower, Inc. ("KWI"), debtor and debtor  
3 in possession, there appearing Margaret Sheneman, a member of Murphy  
4 Sheneman Julian & Rogers ("MSJR"), and other parties as indicated in  
5 the recorded transcript of the hearing.

6 Upon review and consideration of the Final Unsealed  
7 Application, the Declaration of F. Wayne Elggren in Support of the  
8 Final Unsealed Application, the Declaration of George Basinger in  
9 Support of the Final Unsealed Application, the arguments of counsel,  
10 and the record in this case, the Court hereby finds that:

11 (i) notice of the Final Unsealed Application and the hearing  
12 on the Final Unsealed Application was provided to all entities  
13 who properly filed and served a request for special notice  
14 pursuant to this Court's "Order Limiting Notice, Establishing  
15 Notice Procedures, And Approving Form Of Notice Of § 341(a)  
16 Meeting Of Creditors," and such notice fully and adequately  
17 described the relief requested in the Application and was  
18 reasonable and appropriate under the circumstances; and

19 (ii) the payment and allowance on a final basis of the fees  
20 and expenses of NED, in the amounts set forth below, is  
21 reasonable and appropriate under the circumstances.

22 **NOW, THEREFORE, IT HEREBY IS ORDERED THAT:**

23 1. NED's fees in the amount of \$77,578.50 in fees and  
24 \$9,476.77 in expenses incurred during the period of October 1, 1998  
25 through April 7, 1999 is allowed as an expense of administration in  
26 KWI's Chapter 11 case;

1           2.    KWI is authorized and directed to pay NED \$15,515.50,  
2 which sum represents the amount of fees attributable to the period  
3 of October 1, 1998 to April 7, 1999 covered by the Final Unsealed  
4 Application for which NED has not yet been compensated by interim  
5 payment pursuant to this Court's "Order Establishing Procedures For  
6 Interim Payment Of Fees And Reimbursement Of Expenses For  
7 Professionals And Committee Members";

8           3.    KWI is authorized and directed to pay NED \$4,700.00  
9 (Per the Court's request, this amount has been reduced from the  
10 original amount requested of \$7,040.00) for the estimated fees for  
11 preparing the final applications (unsealed and sealed); and

12           4.    NED's final application for the period of July 12,  
13 1996 to April 7, 1999, in the final amount of \$1,423,606.00, (in  
14 total unsealed fees), plus \$33,364.00 (in total expenses), which  
15 application includes the amounts allowed under Paragraphs 1, 2 and 3  
16 of this Order is finally allowed as an expense of administration in  
17 KWI's Chapter 11 Case under 11 U.S.C. Section 330(a) and 503(b)(2).

18  
19 DATED: *June 29, 1999*

*Leslie Tcharkovsky*  
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THE HONORABLE LESLIE TCHARKOVSKY  
UNITED STATES BANKRUPTCY JUDGE