

FILED

JUL 6 1999

**BANKRUPTCY COURT
OAKLAND, CALIFORNIA**

Marc A. Reardon (admitted *pro hac vice*), and
Martin J. Pasqualini (admitted *pro hac vice*)
BINGHAM DANA LLP
150 Federal Street
Boston, Massachusetts 02110
Telephone: (617) 951-8000

Special Corporate Counsel for
Debtor and Debtor in Possession

Debtor's Mailing Address:
Kenetech Windpower, Inc.
6952 Preston Avenue
Livermore, California 94550

**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF CALIFORNIA**

In re	) Case No. 96 44426 T
	) Chapter 11
)
KENETECH WINDPOWER, INC., fka	) ORDER GRANTING FINAL FEE
	) APPLICATION COMBINED WITH
U.S. WINDPOWER, INC.,	) SEVENTH INTERIM APPLICATION
	) OF BINGHAM DANA LLP FOR
	) ALLOWANCE AND
	) PAYMENT OF
Debtor.	) COMPENSATION AND
	) REIMBURSEMENT OF EXPENSES
	) (FOR THE PERIOD FROM
	) JUNE 1, 1998 THROUGH
	) APRIL 7, 1999)
)
	) <u>Hearing</u>
)
	) Date: June 14, 1998
	) Time: 10:00 a.m.
	) Place: Courtroom 201
	) 1300 Clay Street
	) Oakland, CA 94612

On June 14, 1999, a hearing was held in the above-captioned case before the undersigned United States Bankruptcy Judge on the "Final Fee Application Combined With

Order Granting Final Fee Application Combined With Seventh Interim Fee Application Of Bingham Dana LLP For Allowance And Payment Of Compensation And Reimbursement Of Expenses (For The Period From June 1, 1998, Through April 7, 1999)

2552

Seventh Interim Application Of Bingham Dana LLP For Allowance And Payment Of Interim Compensation And Reimbursement Of Expenses (For The Period From June 1, 1998, Through April 7, 1999)" (the "Application"), filed by Bingham Dana LLP ("BD"), special corporate counsel to Kenetech Windpower, Inc. ("KWI"), debtor and debtor in possession, with appearances made as reflected in the transcript of the hearing.

Upon review and consideration of the Application, the Certification of Martin J. Pasqualini in support of the Application, the Declaration of Robin C. Gass in support of the Application, the other pleadings filed in connection with the Application, the arguments of counsel, and the record in this case, the Court hereby finds that (i) notice of the Application and the hearing on the Application, which was provided to all entities who properly filed and served a request for special notice pursuant to this Court's "Order Limiting Notice, Establishing Notice Procedures, And Approving Form Of Notice Of § 341(a) Meeting Of Creditors," fully and adequately described the relief requested in the Application and was reasonable and appropriate under the circumstances, and (ii) the payment and allowance on a final basis of the fees and expenses of BD, in the amounts set forth below, is reasonable and appropriate under the circumstances of this case.

NOW, THEREFORE, IT HEREBY IS ORDERED THAT:

1. The relief requested in the Application is granted.
2. BD's fees in the amount of \$498,696.50 and expenses in the amount of \$98,939.31, which were previously awarded by orders of this Court on an interim basis, are hereby confirmed and awarded as final fee and cost awards for the period from May 29, 1996, through May 31, 1999, as an expense of administration in KWI's chapter 11 case.
3. BD's fees in the amount of \$3,939.00, and expenses in the amount of \$998.59 are hereby awarded as final fee and cost awards for the period from June 1, 1998, through April 7, 1999, as an expense of administration of KWI's chapter 11 case.

total fee = 999,37.9
fee = 502,635.50
+ 4425

507,060.50

4. The Estate Manager is authorized and directed to pay BD all of the fees allowed pursuant to this Order for which BD has not yet been compensated by exhaustion of its retainer or by interim payment pursuant to this Court's "Order Establishing Procedures From Interim Payment Of Fees And Reimbursement of Expenses For Professionals And Committee Members"; such amount to be paid totaling \$5,212.80 as set forth in the Application and as reduced by this Court at the hearing to reflect a reduction in the amount of post April 7, 1999 fees incurred in the preparation of the Application from \$5,900.00 to \$4,425.00. ①

5. The Estate Manager is hereby authorized to review and pay, consistent with the practices of this Court, any additional costs attributable to the period June 1, 1998 through April 7, 1999, but which have not yet been billed by BD to the KWI billing file, including costs related to the service and filing of the Application.

DATED: July 6, 1999

Leslie Tchajkovsky
THE HONORABLE LESLIE TCHAIKOVSKY
UNITED STATES BANKRUPTCY JUDGE

Presented By:

Martin J. Pasqualini
Martin J. Pasqualini, Esq.
Special Corporate Counsel for the
Debtor and Debtor in Possession

DECLARATION OF SERVICE

I am over the age of eighteen years and not a party to the within action. I have been admitted as a member of the bar of this Court *pro hac vice*. My business address is Bingham Dana LLP, 150 Federal Street, Boston, Massachusetts 02110.

On June 28, 1999 I served the following pleading:

"ORDER GRANTING FINAL FEE APPLICATION COMBINED WITH SEVENTH INTERIM APPLICATION OF BINGHAM DANA LLP FOR ALLOWANCE AND PAYMENT OF COMPENSATION AND REIMBURSEMENT OF EXPENSES (JUNE 1, 1998 – APRIL 7, 1999)"

on the interested parties in this action by placing true copies thereof, enclosed in sealed envelopes, with first-class postage thereon fully prepaid, in the United States mail at Boston, Massachusetts addressed as follows:

Robin C. Gass
Vice President
KENETECH Windpower, Inc.
6952 Preston Avenue
Livermore, CA 94550

Minnie Loo, Esq.
Office of the United States Trustee
1301 Clay Street, Suite 690N
Oakland, CA 94612-5217

Margaret Sheneman, Esq.
Murphy, Sheneman, Julian & Rogers
101 California Street
39th Floor
San Francisco, CA 94111


F. Wayne Elggren
Managing Partner
Neilson, Elggren, Durkin & Co.
American Plaza One
77 West 200 South, 3rd Floor
Salt Lake City, UT 84101

Alan Pedlar, Esq.
Stutman, Treister & Glatt PC
3699 Wilshire Boulevard, Suite 900
Los Angeles, CA 90010

Neilson, Elggren, Durkin & Co.
Attn: Michael Cohan
5424/10 Sunol Blvd., Suite 237
Pleasanton, CA 94566

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

EXECUTED on June 28, 1999 at Boston, Massachusetts.



Martin J. Pasqualini, Declarant