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BANKRUPTCY COURT  
OAKLAND, CALIFORNIA

1 ALAN PEDLAR (State Bar No. 72216), and  
2 GEORGE C. WEBSTER II (State Bar No. 82870)  
3 Members of STUTMAN, TREISTER & GLATT  
4 PROFESSIONAL CORPORATION  
5 3699 Wilshire Boulevard, Suite 900  
6 Los Angeles, California 90010  
7 Telephone: (213) 251-5100

8 Reorganization Counsel for  
9 Debtor and Debtor in Possession

10 Debtor's Mailing Address:  
11 KENETECH Windpower, Inc.  
12 6952 Preston Avenue  
13 Livermore, California 94550

14 UNITED STATES BANKRUPTCY COURT

15 NORTHERN DISTRICT OF CALIFORNIA

16 In re ) Case No. 96 44426 T  
17 )  
18 KENETECH WINDPOWER, INC., fka ) Chapter 11  
19 U.S. WINDPOWER, INC., )  
20 Debtor. )  
21 ) FINAL FEE APPLICATION COMBINED  
22 ) WITH EIGHTH INTERIM APPLICATION  
23 ) OF STUTMAN, TREISTER & GLATT  
24 ) PROFESSIONAL CORPORATION FOR  
25 ) ALLOWANCE AND PAYMENT OF  
26 ) COMPENSATION AND REIMBURSEMENT  
27 ) OF EXPENSES (FOR THE PERIOD FROM  
28 ) OCTOBER 1, 1998, THROUGH  
29 ) APRIL 7, 1999)

Hearing

Date: June 14, 1999  
Time: 10:00 a.m.  
Place: Courtroom 201  
1300 Clay Street  
Oakland, CA 94612

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1 TO THE HONORABLE LESLIE TCHAIKOVSKY, UNITED STATES BANKRUPTCY  
2 JUDGE, THE UNITED STATES TRUSTEE, AND PARTIES ENTITLED TO  
3 NOTICE:

4  
5 I.

6 **FINAL FEE APPLICATION AND REQUEST FOR  
7 REIMBURSEMENT OF COSTS AND EXPENSES**

8 Stutman, Treister & Glatt Professional Corporation  
9 ("ST&G"), counsel to KENETECH Windpower, Inc. ("KWI"), requests  
10 that this Court, for the period from May 29, 1996, through  
11 April 7, 1999 (the "Final Fee Application Period"), (a) allow on  
12 a final basis, as an expense of administration in KWI's chapter  
13 11 case, ST&G's fees in the amount of \$3,418,695.00, comprised  
14 of (i) \$2,933,204.50 in previously awarded and paid fees on  
15 account of prior interim fee applications, (ii) \$472,933.50<sup>1</sup> in  
16 fees for the period from October 1, 1998 through April 7, 1999,  
17 and (iii) \$12,557.00 in fees for post-April 7, 1999 time spent  
18 (x) in preparing the monthly fees statement for the period March  
19 1, 1999, through April 7, 1999, (y) in preparing this final fee  
20 application, including a three hour time estimate for completion  
21 of the fee application and its service and filing, and (z) a  
22 \$1,000 estimate for attendance at the hearing on this  
23 Application and preparation of the order with respect thereto,  
24 (b) allow on a final basis, as an expense of administration in  
KWI's chapter 11 case, ST&G's costs in the amount of

25  
26  
27 <sup>1</sup> This amount includes a credit of \$1,251.00 for a \$10/hr  
28 reduction in Mr. Fein's hourly rate to \$395/hr based on the  
125.1 hours billed to the case since October 1, 1998. Similar  
reductions have voluntarily been made in connection with prior  
interim fee applications and awards.

1 \$374,021.40, comprised of (i) \$307,948.95 in previously awarded  
 2 and paid costs on account of prior interim fee applications, and  
 3 (ii) \$66,072.45 in costs for the period from October 1, 1998  
 4 through April 7, 1999, (c) authorize F. Wayne Elggren, Estate  
 5 Manager (the "Estate Manager") under the "Debtor's and  
 6 Creditors' Committee's First Amended Plan of Reorganization  
 7 (October 22, 1998)" (the "Plan") confirmed January 27, 1999, the  
 8 Effective Date of which occurred on April 8, 1999, to pay any  
 9 unpaid amounts in respect thereof, and (d) authorize the Estate  
 10 Manager to review and pay, consistent with the practices of this  
 11 Court, any additional costs attributable to the Final Fee  
 12 Application Period but which have not yet been paid by ST&G and  
 13 billed to the KWI billing file.

14 Pursuant to the Court's "Order Establishing Procedures  
 15 For Interim Payment Of Fees And Reimbursement Of Expenses For  
 16 Professionals And Committee Members" (the "Interim Payment  
 17 Order") and the court orders set forth below, ST&G has been  
 18 heretofore compensated in full for its fees and costs incurred  
 19 from May 29, 1996, through September 30, 1998 as follows:

Title of Order	Date of Entry	Fees Allowed and Paid	Costs Allowed and Paid
"Order Granting First Interim Application Of Stutman, Treister & Glatt Professional Corporation For Allowance And Payment Of Compensation And Reimbursement Of Expenses (For The Period From May 29, 1996, Through September 30, 1996)"	4/10/97	\$373,358.50	\$61,261.49
"Order Granting Second Interim Application Of Stutman, Treister & Glatt Professional Corporation For Allowance And Payment Of Compensation And Reimbursement Of Expenses (For The Period From October 1, 1996, Through January 31, 1997)"	4/14/97	\$390,550.50	\$42,202.60

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Title of Order	Date of Entry	Fees Allowed and Paid	Costs Allowed and Paid
"Order Granting Third Interim Application Of Stutman, Treister & Glatt Professional Corporation For Allowance And Payment Of Compensation And Reimbursement Of Expenses (For The Period From February 1, 1997, Through May 31, 1997)"	9/2/97	\$437,117.00	\$32,817.27
"Order Granting Fourth Interim Application Of Stutman, Treister & Glatt Professional Corporation For Allowance And Payment Of Compensation And Reimbursement Of Expenses (For The Period From June 1, 1997, Through September 30, 1997)"	12/23/97	\$463,404.00	\$36,785.72
"Order Granting Fifth Interim Application Of Stutman, Treister & Glatt Professional Corporation For Allowance And Payment Of Compensation And Reimbursement Of Expenses (For The Period From October 1, 1997, Through January 31, 1998)"	4/21/98	\$545,020.50	\$68,652.57
"Order Granting Sixth Interim Application Of Stutman, Treister & Glatt Professional Corporation For Allowance And Payment Of Compensation And Reimbursement Of Expenses (For The Period From February 1, 1998, Through May 31, 1998),"	8/17/98	\$286,264.00	\$28,282.74
"Order Granting Seventh Interim Application Of Stutman, Treister & Glatt Professional Corporation For Allowance And Payment Of Compensation And Reimbursement Of Expenses (For The Period From June 1, 1998, Through September 30, 1998)"	1/8/99	\$437,490.00	\$37,946.56
<b>TOTAL INTERIM AWARDS TO DATE</b>		<b>\$2,933,204.50</b>	<b>\$307,948.95</b>

In addition, for the Eighth Interim period, pursuant to this Court's "Order Establishing Procedures For Interim Payment Of Fees And Reimbursement Of Expenses For Professionals And Committee Members" (the "Interim Payment Order"), ST&G has been heretofore compensated, subject to final court approval, for 80% of its fees incurred and 100% costs incurred from September 30, 1998, through April 7, 1999 (the "Interim Application Period") as follows:

Month	Interim Fees Paid	Interim Costs Paid
October, 98	\$90,736.00	\$18,470.25
November, 98	\$64,823.20	\$20,425.98
December 98	\$69,746.40	\$13,105.38
January 99	\$42,562.00	\$6,611.25
February 99	\$45,098.00	\$4,780.96
3/1/99-4/7/99	\$58,127.20	\$3,375.62
<b>TOTALS</b>	<b>\$371,092.80</b>	<b>\$66,769.44</b>

Accordingly, ST&G's final fees and costs incurred in this case, and for which it seeks final allowance are:

Interim Period	Fees Requested	Costs Requested
5/29/96-9/30/98	\$2,933,204.50	\$307,948.95
Eighth Interim Period	\$472,933.50 <sup>2</sup>	\$66,072.45 <sup>3</sup>
Final Fee Application Preparation	\$12,557.00 <sup>4</sup>	\$0.00 <sup>5</sup>
<b>TOTAL REQUEST</b>	<b>\$3,418,695.00</b>	<b>\$374,021.40</b>

<sup>2</sup> This figure includes a voluntary reduction of \$10/hour on the 125.10 hours billed by Ronald L. Fein to the KWI case in the last interim period. Prior fee awards already reflect such a reduction in Mr. Fein's billing rate.

<sup>3</sup> These costs reflect an adjustment of \$162.00 to reverse an airfare charge erroneously billed to the KWI file during the Eighth Interim Period and paid by KWI. This figure is lower than interim costs paid as a result of a final review of costs charged to KWI and reversal of certain entries.

<sup>4</sup> See discussion set forth in Paragraph 4 below.

<sup>5</sup> Subject to court approval, additional costs incurred which are attributable to the Final Fee Application Period, but which have not yet been paid by ST&G and billed to the KWI billing file, including filing and service costs affiliated with this Application, are to be reviewed and paid by the Estate Manager consistent with the practices of this Court.

1 II.

2 EIGHTH INTERIM APPLICATION FOR ALLOWANCE  
3 AND PAYMENT OF COMPENSATION AND REIMBURSEMENT  
4 OF EXPENSES (OCTOBER 1, 1998-APRIL 7, 1999)

5 The following portion of this Application sets forth a  
6 narrative description of the services rendered and costs  
7 incurred by ST&G during the Interim Application Period, from  
8 October 1, 1998 through April 7, 1999, the day prior to the  
9 Effective Date of the Plan. The fees and costs of the Eighth  
10 Interim Period are the only fees and costs not previously  
11 reviewed by this Court and paid in full on an interim basis. By  
12 this portion of the Application, ST&G requests that this Court,  
13 as part of its final award of fees and costs allow, as an  
14 expense of administration in KWI's chapter 11 case, ST&G's fees  
15 in the amount of \$472,933.50 and expenses in the amount  
16 \$66,072.45 for the period from October 1, 1998, through April 7,  
17 1999 (the "Interim Application Period").

18 ST&G has prepared this portion of the Application (and  
19 all prior applications) pursuant to the Interim Payment Order  
20 and the Court's generally-applicable "Guidelines For Compensa-  
21 tion And Expense Reimbursement Of Professionals And Trustees"  
(the "Compensation Guidelines").

22 A. Introduction.

23 1. KWI filed a voluntary petition under chapter 11  
24 of the Bankruptcy Code (the "Code") on May 29, 1996 (the "Peti-  
25 tion Date"). On May 30, 1996, this Court entered an order  
26 authorizing KWI's employment of ST&G as reorganization counsel.  
27 On January 27, 1999, the Plan was confirmed in the above-  
28 captioned case. On April 8, 1999, the Effective Date of the