

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:	:	
	:	Jointly Administered
LOEWEN GROUP INTERNATIONAL, INC.,	:	Case No. 99-1244 (PJW)
a Delaware Corporation, <u>et al.</u>,	:	
	:	Chapter 11
Debtors.	:	
	:	

**APPLICATION FOR TWENTY-SIXTH AND FINAL ALLOWANCE OF
COMPENSATION OF BINGHAM DANA LLP FOR SERVICES RENDERED
AND REIMBURSEMENT OF EXPENSES AS ATTORNEYS FOR
THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS**

**TO THE HONORABLE PETER J. WALSH,
UNITED STATES BANKRUPTCY JUDGE:**

Bingham Dana LLP (“**Bingham**”) hereby submits this application (the “**Application**”) for final allowance of compensation for professional services rendered and reimbursement of expenses incurred as attorneys for the Official Committee of Unsecured Creditors (the “**Committee**”) in the within Chapter 11 cases (the “**Chapter 11 Cases**”). In support of its Application, Bingham respectfully represents as follows:

INTRODUCTION

1. By this Application, Bingham requests an order of this Court pursuant to Sections 330 and 331 of the United States Bankruptcy Code, 11 U.S.C. § 101, et seq. (as amended, the “**Bankruptcy Code**”) and Rule 2016 of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”) (i) awarding an allowance of compensation in the amount of \$154,252.50 (the “**Current Period Fees**”) for professional services rendered by Bingham on behalf of the Committee from November 1, 2001 through February 27, 2002 (the “**Current Application**”

Period”), (ii) awarding an allowance of reimbursement of actual and necessary expenses incurred by Bingham during the Application Period in connection with the rendition of such professional services in the amount of \$6,556.10 (the “**Current Period Expenses**”), (iii) awarding \$3,706,593.50 as a final award of compensation for professional services rendered by Bingham on behalf of the Committee with respect to the period June 11, 1999 through and including February 27, 2002 (the “**Final Application Period**”), (iv) awarding \$201,075.57 as a final allowance of reimbursement of expenses incurred by Bingham during the Final Application Period in the ordinary course of rendering such services, and (v) determining that the aggregate final allowance of compensation and reimbursement of expenses of Bingham in the amount of \$3,907,669.07 constitutes a final award.

2. Pursuant to an Order of this Court dated August 5, 1999 (the “**Retention Order**”), Bingham was employed under a general retainer to serve as counsel to the Committee, nunc pro tunc to June 11, 1999, in connection with these Chapter 11 Cases. The Retention Order authorized Bingham to be compensated on an hourly basis and to be reimbursed for the actual and necessary out-of-pocket expenses incurred in this representation. At all relevant times, Bingham has been a disinterested person as that term is defined in section 101(14) of the Bankruptcy Code and has not represented nor held any interest adverse to the interests of the Debtors.

3. All services for which compensation is requested by Bingham were performed for or on behalf of the Committee.

4. Bingham has complied with (i) the United States Trustee Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under Section 330 of the Bankruptcy Code, dated January 30, 1996 (the “**U.S. Trustee’s Guidelines**”), (ii) this Court’s “Administrative Order, Pursuant to Sections 105(a) and 331 of the Bankruptcy Code, Establishing

Procedures for Interim Compensation and Reimbursement of Expenses of Professionals” dated August 24, 1999 (the “**Administrative Order**”) and (iii) this Court’s Amended Administrative Order, Pursuant to Sections 105(a) and 331 of the Bankruptcy Code, Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals, dated December 12, 2001 (the “**Amended Administrative Order**”).

5. Attached hereto as Exhibit A is a detailed statement of fees incurred and services rendered during the Current Application Period showing the amount of \$154,252.50 due as the Current Period Fees. Attached hereto as Exhibit B is a detailed statement of expenses incurred during the Current Application Period showing the amount of \$6,556.10 due as the Current Period Expenses.

SUMMARY OF SERVICES RENDERED

6. The Bingham attorneys who have rendered professional services in these cases during the Current Application Period are Evan D. Flaschen, Anthony J. Smits, Patrick J. Trostle, Ronald J. Silverman, Donald-Bruce Abrams, Anna M. Boelitz, Renee M. Dailey, Dawn E. Duncan, William F. Govier, Brent L. Hoffman, Michael P. O’Brien, and Rupal Shah Palanki. Paraprofessional services were provided by Linda J. Miller and Stephanie Y. Gary.

7. Bingham, during the course of the Final Application Period and by and through the above-named persons, has assisted in the analysis and evaluation of numerous pleadings filed on behalf of or against the Debtors, and in the investigation and assessment of property of the Debtors, evaluation of claims asserted against the Debtors, including further analysis and evaluation of Collateral Trust Agreement issues and extensive negotiations leading to the settlement thereof in the plan, review of sales of the Debtors' property, review and analyses of lease issues, analyses and evaluation of potential preference claims, review of the Debtors' proposed disclosure

statement and identification of issues relating thereto, review and analyses of numerous plan issues, including preparation of the Liquidating Trust Agreement, and has advised the Committee with respect to various other legal matters in connection with these chapter 11 proceedings. Further, Bingham has prepared and/or assisted in the preparation of various other motions, applications, orders, complaints and other documents submitted to the Court for consideration, has attended and participated at hearings before this Court and has performed all necessary professional services, which are described and narrated in detail in the Exhibits annexed hereto in connection with the Current Application Period, and in prior submissions to the Court with respect to earlier applications.

SUMMARY OF SERVICES BY PROJECT

8. The time spent and fees incurred during the Current Application Period are categorized as follows:

Project Category	Total Hours for the Period 11/1/01 through 02/27/02	Total Fees for the Period 11/1/01 through 02/27/01
Case Administration	41.3	\$10,115.50
Fee/Employment Applications	54.0	8,754.00
Meeting of Creditors	9.7	5,109.00
Business Operations	2.4	1,300.00
Litigation	25.2	8,927.00
Plan and Disclosure Statement	253.4	102,630.00
General Review of Pleadings	38.1	10,697.00
Non-Working Travel Time	13.8	6,120.00
Taxation Issues	1.0	600.00
TOTAL	438.9	\$154,252.50

DISBURSEMENTS

9. Bingham has incurred out-of-pocket disbursements during the Current Application Period in the amount of \$6,556.10. This disbursement sum includes, among other things, telephone

toll and other charges, mail and express mail charges, special or hand delivery charges, photocopying charges, travel expenses, expenses for “working meals,” and computerized research. A complete review by category of the expenses incurred for the Current Application Period may be found in Exhibit B attached hereto.

10. Costs incurred for computer assisted research are not included in Bingham’s normal hourly billing rates and, therefore, are itemized and included in Bingham’s disbursements. Pursuant to General Order No. 32, Bingham represents that its rate for duplication is \$.15 per page, its effective rate for outgoing telecopier transmissions is approximately \$1.00 per page (excluding related long distance transmission charges), there is no charge for incoming telecopier transmissions and there is no surcharge for computerized research. The effective telecopier rate charged to the Debtors by Bingham is considerably lower than the rate customarily charged by the firm to its non-bankruptcy clients.

VALUATION OF SERVICES

11. Attorneys at Bingham expended 363.9 hours on the within Chapter 11 Cases during the Current Application Period, while legal assistants expended 75.0 hours, producing an aggregate lodestar rate (excluding legal assistants) of \$396.12 per hour.

12. The nature of the work performed by these persons is fully set forth in the attachments hereto. These are Bingham’s normal hourly rates for work of this character. The reasonable value of the services rendered by Bingham during the Current Application Period is \$154,252.50.

13. In accordance with the factors enumerated in section 330 of the Bankruptcy Code, the amount requested is fair and reasonable given (a) the complexity of these cases, (b) the time expended, (c) the nature and extent of the services rendered, (d) the value of such services and

(e) the costs of comparable services other than in a case under this title.

CERTIFICATE OF COMPLIANCE AND WAIVER

14. The undersigned representative of Bingham certifies that he has reviewed the requirements of Del. Bankr. LR 2016-2 and that the application substantially complies with that Local Rule. To the extent that the Application does not comply in all respects with the requirements of Del. Bankr. LR 2016-2, Bingham believes such deviations are not material and respectfully requests that any such requirement be waived.

WHEREFORE, Bingham respectfully requests that this Court enter an order: (i) awarding Bingham an allowance of \$154,252.50 as compensation for necessary professional services rendered to the Committee for the Current Application Period, (ii) awarding Bingham an allowance of \$6,556.10 for reimbursement of actual and necessary costs and expenses incurred during the Current Application Period, (iii) awarding \$3,706,593.50 as a final allowance of compensation for services rendered by Bingham with respect to the Final Application Period, (iv) awarding \$201,075.57 as a final allowance of reimbursement of expenses for the Final Application Period, (v) determining that the aggregate award of compensation and expenses of Bingham in the Chapter 11 Cases in the amount of \$3,907,669.07 constitutes a final award, and (vi) granting such other and further relief to Bingham as this Court may deem just and equitable.

Dated: Wilmington, Delaware
February 28, 2002

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