

9069

IN THE UNITED STATES BANKRUPTCY COURT

FOR THE DISTRICT OF DELAWARE

MNAT ORIGINAL

In re: : Jointly Administered
: Case No. 99-001244 (PJW)
LOEWEN GROUP INTERNATIONAL, : Chapter 11
INC., a Delaware corporation, et al., :
: **Objection Deadline: April 2, 2002**
Debtors. : **at 4:00 p.m.**
: **Hearing Date: May 10, 2002 at 2:00 p.m.**

THIRTIETH AND FINAL APPLICATION OF MORRIS, NICHOLS, ARSHT & TUNNELL, AS BANKRUPTCY COUNSEL FOR THE DEBTORS AND DEBTORS-IN-POSSESSION, FOR ALLOWANCE OF COMPENSATION FOR ACTUAL, REASONABLE AND NECESSARY SERVICES RENDERED AND FOR REIMBURSEMENT OF ALL ACTUAL, REASONABLE AND NECESSARY EXPENSES INCURRED (FOR THE PERIOD JUNE 1, 1999 THROUGH JANUARY 1, 2002)

Name of Applicant: MORRIS, NICHOLS, ARSHT & TUNNELL

Authorized to Provide Professional Services to: Debtors

Date of Retention: June 1, 1999

Period for which Compensation and Reimbursement is sought: June 1, 1999 Through January 1, 2002

Amount of interim compensation sought as actual, reasonable and necessary: \$38,477.00

Amount of interim reimbursement sought as actual, reasonable and necessary: \$53,479.57

Amount of compensation sought as actual, reasonable and necessary: \$1,344,618.00

Amount of reimbursement sought as actual, reasonable and necessary: \$1,841,883.33

This is an interim x final application

9069

2-28-02

The total time expended for preparation of this fee application is approximately 15.0 and the corresponding compensation requested is approximately \$2,175.00¹

If this is not the first application filed, disclose the following for each prior application:

Date Application Filed	Period Covered	Docket No.	Amount Of Fees Requested	Amount Compensation Requested	Method Of Approval for Payment ²	Amount Fees Paid	Amount Expenses Paid	Balance Due
10/6/99	6/1/99-7/31/99	827	\$49,715.00	\$44,993.87	Order D.I. 2945	\$49,715.00	\$44,993.87	nil
11/5/99	8/1/99-8/31/99	2650	\$38,873.00	\$41,293.05	Order D.I. 2947	\$38,873.00	\$41,293.05	nil
12/22/99	9/1/99-9/30/99	2899	\$39,537.00	\$34,399.73	Order D.I. 3676	\$39,537.00	\$34,399.73	nil
2/1/00	10/2/99-10/31/00	3121	\$24,606.00	\$27,576.62	Order D.I. 3416	\$24,606.00	\$27,576.62	nil
2/14/00	11/1/99-11/30/99	3164	\$21,336.00	\$16,064.68	Order D.I. 3365	\$21,336.00	\$16,064.68	nil
2/22/00	12/1/99-12/31/99	3258	\$27,054.00	\$32,767.16	Order D.I. 4791	\$27,054.00	\$32,767.16	nil
4/7/00	1/1/01-1/31/01	3514	\$28,341.00	\$36,985.19	Order D.I. 4901	\$28,341.00	\$36,985.19	nil
4/20/00	2/1/00-2/29/00	3624	\$31,931.50	\$37,090.90	Order D.I. 4902	\$31,931.50	\$37,090.90	nil
5/12/00	3/1/00-3/31/00	3736	\$30,991.00	\$23,957.94	Order D.I. 4903	\$30,991.00	\$23,957.94	nil
5/26/00	4/1/00-4/30/00	3789	\$31,181.50	\$40,680.74	Order D.I. 5117	\$31,181.50	\$40,680.74	nil
7/10/00	5/1/00-5/31/00	4747 4760 Amendment	\$27,182.00	\$46,250.30	Order 5510	\$27,182.00	\$46,250.30	nil
8/16/00	6/1/00-6/30/00	4964	\$28,029.00	\$28,185.63	CNO D.I. 5092	\$22,423.20	\$28,185.63	\$5,605.80
8/30/00	7/1/00-7/31/00	4999	\$18,453.50	\$24,567.95	CNO D.I. 5571	\$14,762.80	\$24,567.95	\$3,690.70
10/5/00	8/1/00-8/30/00	5326	\$31,653.00	\$50,881.70	CNO D.I. 5561	\$25,322.40	\$50,881.70	\$6,330.60
12/20/00	9/1/00-9/30/00	5916	\$55,209.50	\$68,220.92	CNO D.I. 6422	\$44,167.60	\$68,220.92	\$11,041.90
1/9/01	10/1/00-10/31/00	6031	\$56,982.00	\$116,837.78	CNO D.I. 6423	\$45,585.60	\$116,837.78	\$11,396.40
2/8/01	11/1/00-11/30/00	6429	\$34,022.00	\$76,044.41	Order D.I. 8832	\$27,217.60	\$76,044.41	nil
2/16/01	12/1/00-12/31/00	6460	\$49,270.00	\$44,293.73	Order D.I. 8832	\$39,416.00	\$44,293.73	nil
2/26/01	1/1/01-1/31/01	6505	\$65,646.00	\$121,616.26	Order D.I. 8832	\$52,516.80	\$121,616.26	nil
3/29/01	2/1/01-2/28/01	6766	\$70,936.00	\$16,927.54	Order D.I. 8832	\$56,748.80	\$16,927.54	nil

¹ Although Morris, Nichols, Arsht & Tunnell's representation of the Debtors is generally concluded, there may be fees and expenses periodically charged by attorneys, paralegals and other staff pursuant to the completion of Morris, Nichols, Arsht & Tunnell's responsibilities to the Debtors. Morris, Nichols, Arsht & Tunnell reserves the right to seek payment of such items by further application, as appropriate.

² The Method of Approval for Payment will be either by Court Order, if the Court has signed an order approving the fees and expenses, or by Certificate of No Objection as provided under the amended interim fee procedure whereby there is automatic payment of 80% of the fees and 100% of the expenses upon the filing of such a Certificate of No Objection.

4/25/01	3/1/01-3/31/01	6854	\$61,699.00	\$47,104.63	Order D.I. 8832	\$49,359.20	\$47,104.63	nil
5/29/01	4/1/01-4/30/01	7089	\$42,169.50	\$91,860.10	Order D.I. 8832	\$33,735.60	\$91,860.10	nil
6/26/01	5/1/01-5/31/01	7262	\$66,661.50	\$138,906.50	CNO D.I. 7454	\$53,329.20	\$138,906.50	\$13,332.30
7/27/01	6/1/01-6/30/01	7596	\$57,950.00	\$59,270.18	CNO D.I.8120.	\$46,360.00	\$59,270.18	\$11,590.00
8/27/01	7/1/01-7/31/01	7816	\$52,657.50	\$132,651.98	CNO D.I. 8120	\$42,126.00	\$132,651.98	\$10,531.50
9/25/01	8/1/01-8/30/01	8037	\$75,007.50	\$70,794.44	CNO D.I. 8208	\$60,006.00	\$70,794.44	\$15,001.50
11/21/01	9/1/01-9/30/01	8545	\$57,462.00	\$54,041.27	CNO D.I. 8739	\$45,969.60	\$54,041.27	\$11,492.40
12/4/01	10/1/01-10/31/01	8669	\$64,608.00	\$163,302.62	CNO D.I. 8791	\$0.00	\$0.00	\$227,910.62
1/9/02	11/1/01-11/30/01	8836	\$66,977.00	\$90,835.94	CNO D.I. 8975	\$0.00	\$0.00	\$157,812.94
2/18/02	12/1/01-1/1/02	TBD	\$38,477.00	\$53,479.57	CNO TBD	\$0.00	\$0.00	\$91,956.57
TOTAL	6/1/99-1/1/02		\$1,344,618.00	\$1,841,883.33		\$1,009,794.40	\$1,534,265.20	\$577,693.23

ATTACHMENT TO FEE APPLICATION

(For The Period December 1, 2001 Through January 1, 2002)

Name of Professional Person	Position of the Applicant, Number of Years in that Position, Year of Obtaining License to Practice, Area of Expertise	Hourly Billing Rate (including changes)	Total Billed Hours	Total Compensation
Eric D. Schwartz	partner/1/1992/Bankruptcy	\$290	32.60	\$ 9,454.00
Michael G. Busenkell	associate/4/1995/Bankruptcy	250	34.90	8,725.00
Michael G. Wilson	associate/1/2001/Bankruptcy	180	16.30	2,934.00
Donna L. Harris	associate/1/1998/Bankruptcy	200	1.40	280.00
Jason W. Harbour	associate/6 mo/Admission pending/Bankruptcy	160	6.00	960.00
Elaine J. McFarlane	Paralegal	145	69.10	10,019.50
Emma J. Campbell	Paralegal	145	1.50	217.50
Jason W. Smith	Paralegal	145	7.50	1,087.50
Thomas D. Bielli	Paralegal	145	14.90	2,160.50
Sonja P. Tate	case clerk	70	3.00	210.00
Trudy A. Apple	case clerk	70	30.90	2,163.00
Adam B Lavinski	case clerk	70	3.80	266.00
Total			221.90	\$38,477.00
GRAND TOTAL:	\$38,477.00			
BLENDED RATE:	\$173.39			

COMPENSATION BY PROJECT CATEGORY

- LOEWEN GROUP INTERNATIONAL, INC.
(Case No. 99-01244/PJW)
(December 1, 2001 through January 1, 2002)

Project Category	Total Hours	Total Fees
Case Administration	172.50	\$ 30,506.50
Asset Disposition	3.20	576.00
Meetings of & Communications with Creditors	0.80	193.00
Fee/Employment Applications	7.90	1,443.00
Other Contested Matters	3.00	562.00
Business Operations	6.00	960.00
Claims And Plans	2.30	414.00
Claims Administration and Objections	7.40	1,367.00
General Bankruptcy	18.80	2,455.50
TOTAL	221.90	\$38,477.00

EXPENSE SUMMARY

- LOEWEN GROUP INTERNATIONAL, INC.
(Case No. 99-01244/PJW)
(December 1, 2001 through December 31, 2001)

Expense Category	Service Provider (if applicable)	Total Expenses
Court Cost		\$ 42.88
Transcripts	Wilcox & Fetzer	8,538.83
Photos/Art/Spec'l Dupl.	IKON Office Solutions	19,112.46
Out-Of-Town Travel	Eagle Limousine Service	629.90
Meals/Business Ent.	The Greenery/Moveable Feast/Queen Bean Cafe	5,920.83
Doc Service/Filing/Delivery		60.00
Courier Service	Parcels, Inc./Tri-State Courier/Federal Express	3,833.58
Computer Research - Westlaw		29.66
Secretarial OT/Expense		423.34
Support Staff OT/Expense		2,884.16
Paralegal OT/Expense		43.26
Case Clerk OT/Expense		34.77
Special Supplies		917.28
In-house Duplicating (\$.15/page)		2,491.98
Telephone		314.74
Telecopy (\$1.00/page)		8,181.90
Miscellaneous		20.00
Grand Total Expenses		\$53,479.57

ATTACHMENT TO FEE APPLICATION

(For The Period June 1, 1999 Through January 1, 2002)

Name of Professional Person	Position of the Applicant, Number of Years in that Position, Year of Obtaining License to Practice, Area of Expertise	Hourly Billing Rate (including changes)	Total Billed Hours	Total Compensation
William O. LaMotte III	partner/26/1968/Corporate	\$450	10.90	\$ 4,905.00
William H. Sudell	partner/24/1971/Bankruptcy	365/375 440/450	51.60	27,936.00
Frederick H. Alexander	partner/5/1988/Corporate	380	0.40	152.00
Robert J. Dehney	partner/3/1990/Bankruptcy	255/290 300/385	171.10	45,147.00
Eric D. Schwartz	partner/3 mo/1992/Bankruptcy	210/225/290	1,640.30	388,898.00
Rodger D. Smith	partner/3 mo/1993/Patent law	225	0.20	45.00
Derek C. Abbott	associate/6/1995/Bankruptcy	190/200 260/275	105.60	20,231.50
Gregory W. Werkheiser	associate/5/1996/Bankruptcy	170/190 235/250	5.00	941.00
Michael G. Busenkell	associate/4/1995/Bankruptcy	170/180/190 235/250	1,871.40	409,193.00
Jason W. Staib	associate/2/1998/Bankruptcy	160	2.90	464.00
Donna L. Harris	associate/1/1998/Bankruptcy	200	72.70	14,536.00
Matt Neiderman	associate/1/2000/Litigation	180	25.00	4,700.00
Jay McMillan	associate/1/2000/Litigation	110	2.20	242.00
Michael G. Wilson	associate/1/2000/Bankruptcy	130/170/180	262.00	46,926.00
Christopher Winter	associate/6 mo/2001/Bankruptcy	160	22.30	3,624.00
Jason W. Harbour	associate/6 mo/Admission pending/Bankruptcy	160	48.70	7,792.00
Elaine J. McFarlane	paralegal	95/110 125/145	2,439.30	283,204.00
Emma J. Campbell	paralegal	145	1.50	217.50
Karen A. Gimbutas	paralegal	125	0.50	62.50
Barbara Pietruczenia	paralegal	110/125	165.90	19,653.50
Angela R. Conway	paralegal	110	0.60	66.00
Bonnie Anemone	paralegal	105	82.50	8,661.50
Laura L. Balik	paralegal	95	54.40	5,168.00
Jason W. Smith	paralegal	145	33.20	4,814.00
Thomas D. Bielli	paralegal	145	87.70	12,716.50

Eric H. Hahn	paralegal	145	2.60	377.00
Elizabeth Stack	paralegal	105/110/145	0.80	97.50
Christine H. Ingram	paralegal	105/110	26.40	2,777.50
Sonja P. Tate	case clerk	70	26.50	1,855.00
Trudy A. Apple	case clerk	50/70	363.70	22,223.00
Dion Wynn	case clerk	50/70	79.70	4,885.00
Adam B Lavinski	case clerk	70	5.00	350.00
Adam D. Peacock	case clerk	70	14.10	987.00
Marisa J. Mead	case clerk	70	6.70	469.00
Sara P. Tumey	case clerk	70	12.40	301.00
Total			7,695.80	\$ 1,344,618.00
GRAND TOTAL:	\$1,344,618.00			
BLENDED RATE:	\$174.71			

COMPENSATION BY PROJECT CATEGORY

- LOEWEN GROUP INTERNATIONAL, INC.
 (Case No. 99-01244/PJW)
 (For The Period June 1, 1999 Through January 1, 2002)³

Project Category	Total Hours	Total Fees
Case Administration	3,640.20	\$ 684,350.00
Asset Disposition	28.00	5,162.00
Relief From Stay/ Adequate Protection	9.20	1,605.00
Meetings of & Communications with Creditors	27.70	6,482.00
Fee/Employment Applications	130.20	16,377.50
Assumption/Rejection of Leases/Contracts	35.00	8,448.50
Avoidance Action Analysis	0.70	140.00
Other Contested Matters	96.20	19,730.50
Business Operations	33.40	5,106.00
Financing/Cash Collections	1.30	234.00
Claims And Plans	23.40	3,907.50
Claims Administration and Objections	30.20	5,814.00
Plan And Disclosure Statement	12.40	4,791.00
General Bankruptcy	161.20	28,909.00
Miscellaneous	64.70	7,996.00
Case Records Management	89.80	4,490.00
TOTAL	4,383.60	\$803,543.00

³ Exhibit C contains the summaries by project category of services rendered by MNAT previously submitted to the Court. MNAT has not kept a permanent record of this information for these cases prior to January 2001.

EXPENSE SUMMARY

LOEWEN GROUP INTERNATIONAL, INC.
 (Case No. 99-01244/PJW)
 (June 1, 2001 through January 1, 2001)

Expense Category	Service Provider (if applicable)	Total Expenses
Certification Costs		\$ 5.00
Secretary of State Services		6.00
Court Cost	U.S. Bankruptcy Court	23,574.19
Corp Doc Filing/Retrieval	Delaware Corporate Organizers	35.00
Transcripts	Wilcox & Fetzer	38,851.44
Photos/Art/Spec'l Dupl.	IKON Office Solutions	1,265,356.98
Out-Of-Town Travel	Eagle Limousine Service	8,851.22
Meals/Business Ent.	The Greenery/Moveable Feast/Queen Bean Café	38,370.25
Doc Service/Filing/Delivery		2,283.00
Courier Service	Parcels, Inc./Tri-State Courier/Federal Express	186,166.78
Computer Research - Westlaw		5,352.89
Computer Research - Lexis		108.50
Secretarial OT/Expense		13,643.19
Support Staff OT/Expense		12,679.69
Paralegal OT/Expense		1,228.45
Case Clerk OT/Expense		70.04
Special Supplies		9,647.80
In-house Duplicating (\$.15/page)		82,663.22
Postage		140.66
Telephone		7,964.82
Telecopy (\$1.00/page)		138,500.89
Miscellaneous		6,383.32
Grand Total Expenses		\$1,841,883.33

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

In re: : Jointly Administered
: Case No. 99-01244 (PJW)
LOEWEN GROUP INTERNATIONAL, : Chapter 11
INC., a Delaware corporation, et al., :
: **Objection Deadline: April 2, 2002**
Debtors. : **at 4:00 p.m.**
: **Hearing Date: May 10, 2002 at 2:00 p.m.**

THIRTIETH AND FINAL APPLICATION OF MORRIS, NICHOLS, ARSHT & TUNNELL, AS BANKRUPTCY COUNSEL FOR THE DEBTORS AND DEBTORS-IN-POSSESSION, FOR ALLOWANCE OF COMPENSATION FOR ACTUAL, REASONABLE AND NECESSARY SERVICES RENDERED AND FOR REIMBURSEMENT OF ALL ACTUAL, REASONABLE AND NECESSARY EXPENSES INCURRED (FOR THE PERIOD JUNE 1, 1999 THROUGH JANUARY 1, 2002)

Morris, Nichols, Arsht & Tunnell ("MNAT") respectfully represents as follows:

1. MNAT is bankruptcy co-counsel for the above-captioned debtors and debtors-in-possession (the "Debtors").
2. On June 1, 1999, the Debtors filed voluntary petitions for reorganization under chapter 11 of title 11 the United States Code (the "Bankruptcy Code").
3. By its Order Approving Retention Of Morris, Nichols, Arsht & Tunnell As Co-Counsel For The Debtors In Possession (the "MNAT Retention Order")(D.I. 48) dated July 1, 1999, the Court authorized the Debtors to retain MNAT as bankruptcy counsel to the Debtors in these cases. MNAT has acted as bankruptcy counsel for the Debtors since June 1, 1999.
4. By its Administrative Order, Pursuant To Sections 105(a) And 331 Of The Bankruptcy Code, Establishing Procedures For Interim Compensation And Reimbursement Of Expenses Of Professionals (the "Interim Compensation Order") (D.I. 569) dated August 24, 1999, the Court established a procedure for interim compensation and reimbursement of expenses for all

professionals in these cases. In particular, the Court authorized the submission on negative notice of monthly interim fee applications by professionals employed under sections 327, 328 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 interim fee application, the Debtors could pay 100% of the fees requested and 100% of the disbursements requested.

5. By its 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 (D.I. 5859) (the "Amended Administrative Order") dated December 12, 2000, the Court established revisions to the procedures for interim compensation and reimbursement of expenses for all professionals in these cases. In particular, the Court authorized that, upon the expiration of twenty (20) days after the service (the "Objection Deadline"), the Professional may file a Certificate Of No Objection with the Court, after which the Debtors are authorized to pay each Professional an amount (the "Actual Interim Payment") equal to the lesser of (i) 80 percent of the fees and 100 percent of the expenses requested in such monthly interim fee application and (ii) 80 percent of the fees and 100 percent of the expenses not subject to an objection.

6. On December 4, 2001, this Court entered the Findings Of Fact , Conclusions Of Law And Order Confirming Fourth Amended Joint Plan Of Reorganization Of Loewen Group International, Inc., Its Parent Corporation And Certain Of Their Debtor Subsidiaries, As Modified (D.I. 8671) (the "Confirmation Order") confirming the Fourth Amended Joint Plan Of Reorganization Of Loewen Group International, Inc., Its Parent Corporation And Certain Of Their Debtor Subsidiaries, As Modified (the "Plan"). Under the Plan and the Confirmation Order, the Court retained jurisdiction to consider final applications by retained professionals. These

applications had to be filed within sixty days of January 2, 2002, the Plan's effective date. Pursuant to the Confirmation Order, MNAT submits this fee application for a final order (the "Thirtieth And Final Fee Application") for final allowance of compensation for actual and necessary professional services by it as counsel for the Debtors in the amount of \$1,344,618.00 (of which the sum of \$1,179,810.90 was previously paid pursuant to prior orders of this Court), together with reimbursement for actual and necessary expenses incurred in the amount of \$1,841,883.33 (of which the sum of \$1,534,265.20 was previously paid pursuant to prior orders of this Court) for the period June 1, 1999 through and hereby January 1, 2002 (the "Application Period"). This is MNAT's Thirtieth And Final fee application. As indicated above, MNAT has filed twenty-nine prior applications setting forth in detail actual and necessary professional services rendered on behalf of the Debtors, together with actual and necessary expenses incurred on behalf of the Debtors, for the period from June 1, 1999 to November 30, 2001.⁴

7. Any payment made pursuant to the interim monthly fee applications under either procedure is subject to final approval of all fees and expenses. Upon approval of a professional's final fee application, the Debtors will be authorized to pay the 20% holdback and any other amounts remaining unpaid that are approved.

8. Accordingly, MNAT has effectively ceased its representation of the Debtors and is now representing the reorganized Debtors. Although MNAT and the Debtors believe that substantially all transition work has been accomplished, there may be discrete tasks or discussions regarding the prior conduct of the cases for which MNAT may later seek compensation.

9. MNAT submits the Thirtieth Interim Fee Application (i) for allowance of reasonable compensation for actual, reasonable and necessary professional services by it as counsel

⁴ These applications and the orders approving them are available upon reasonable request.

for the Debtors in these cases for the period from December 1, 2001 Through January 1, 2002, and (ii) for reimbursement of actual, reasonable and necessary expenses incurred in representing 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, the MNAT Retention Order and the Interim Compensation Order.

10. 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. MNAT believes it is appropriate that it be compensated for the time spent and be reimbursed for the expenses incurred in connection with these matters.

Fee Statements

11. This is MNAT's thirtieth and final fee application. as indicated above, MNAT has filed twenty-nine prior applications setting forth in detail actual and necessary professional services rendered on behalf of the Debtors, together with actual and necessary expenses incurred on behalf of the Debtors, for the period from June 1, 1999 to January 1, 2002. These interim monthly applications are listed in the chart as Exhibit A along with the amounts of fees and expenses requested, the amounts MNAT has been paid, the balance remaining due and the docket number of each monthly application.

12. The attorneys and paraprofessionals with MNAT who rendered services for the Debtors are listed in Exhibit B, attached, on a monthly basis. In addition, MNAT has maintained daily records of the time spent in the rendering of professional services during the period December 1, 2001 through January 1, 2002. Statements of services and summaries of the value of services provided to the Debtors along with logs, sorted by date, which show how much time was recorded

by each professional and descriptions of the services provided during the period from December 1, 2001 through January 1, 2002 are also contained in Exhibit B attached hereto.

13. MNAT's attorneys and paraprofessional expended a total of 7,695.80 hours rendering services to the Debtors during the period of MNAT's employment in these cases. The blended rate for these services over Application Period is \$174.71.

14. The summaries of the services rendered by MNAT by project category during the Application Period are attached hereto as Exhibit C.⁵

Disbursements

15. MNAT has incurred actual, reasonable and necessary out-of-pocket disbursements during the Application Period in the amount of \$1,841,883.33. This disbursement sum is broken down into categories of charges and the monthly summaries of the expenses incurred by MNAT is included in Exhibit D attached hereto. In addition Exhibit D contains a breakdown of disbursements incurred by MNAT over the period from December 1, 2001 through January 1, 2002 and logs, sorted by category, which show the date and charges incurred. MNAT believes these expenses are reasonable and fair in light of the magnitude of these cases, the number of pleadings filed therein and the number of persons who filed requests for service.

16. MNAT charges \$.15 per page for photocopying.

17. MNAT charges \$1.00 per page for outgoing facsimiles and nothing for incoming facsimiles.

18. MNAT has endeavored to represent the Debtors in the most expeditious and economical manner possible. Tasks have been assigned to attorneys, paralegals, and secretaries at

⁵ Exhibit C contains the summaries by project category of services rendered by MNAT previously submitted to the Court. MNAT has not kept a permanent record of this information for these cases prior to January 2001.

MNAT so that work has been performed by those most familiar with the particular matter or task and, where attorney or paralegal involvement was required, by the lowest hourly rate professional appropriate for a particular matter. Moreover, MNAT has sought to coordinate with other professionals involved in these cases so as to minimize any duplication of effort and to minimize attorneys' fees and expenses to the Debtors. We believe we have been successful in this regard.

19. MNAT is holding \$166,346.07 as an advance against services and disbursements from the Debtors.

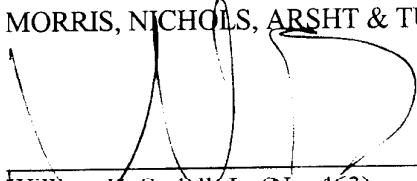
20. No agreement or understanding exists between MNAT and any other person for the sharing of compensation received or to be received for services rendered in or in connection with these cases.

21. The undersigned has reviewed the requirements of Local Rule 2016-2 of the United States Bankruptcy Court for the District of Delaware and certifies to the best of his information, knowledge and belief that this application complies with Local Rule 2016-2.

WHEREFORE, Morris, Nichols, Arsht & Tunnell respectfully requests that this Court enter an order substantially in the form attached hereto (i) approving final compensation in the sum of \$1,344,618.00 for actual, reasonable and necessary professional services rendered on behalf of the Debtors during the Application Period and actual costs and expenses incurred during the Application Period in the amount of \$1,841,883.33, and (ii) authorizing and directing the Debtors to pay the outstanding balance of the fees and expenses as set forth in Exhibit A, less any amounts paid after the filing of this Thirtieth And Final Application; and granting such other relief as the Court may deem just and proper.

Dated: Wilmington, Delaware
February 28, 2002

MORRIS, NICHOLS, ARSHT & TUNNELL



William H. Sudell, Jr. (No. 463)
Robert J. Dehney (No. 3578)
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