

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re Chapter 11
:
PINNACLE TOWERS III INC., *et al.*, Case Nos. 02-12477 (BRL) and
: 02-12482 through 02-12484 (BRL)
Debtors. : Jointly Administered
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**ORDER APPROVING FINAL FEE APPLICATION OF KRAMER
LEVIN NAFTALIS & FRANKEL, LLP, AS ATTORNEYS FOR THE OFFICIAL
COMMITTEE OF UNSECURED CREDITORS, FOR ALLOWANCE OF
COMPENSATION FOR PROFESSIONAL SERVICES RENDERED AND FOR
REIMBURSEMENT OF ACTUAL AND NECESSARY EXPENSES INCURRED
(THE “FINAL FEE APPLICATION”)**

Upon consideration of the Final Fee Application of Kramer Levin Naftalis & Frankel
LLP (“**Kramer Levin**”) as counsel to the Official Committee of Unsecured Creditors of
Pinnacle Holdings, Inc., and certain of its subsidiaries, as debtors and debtors in possession in
these chapter 11 cases (collectively, the “**Debtors**”) for:

- **Initial allowance**, for the period October 1 through November 14, 2002 (the “**Last Fee Period**”), of \$50,702.50 in compensation for professional services rendered and for reimbursement of \$2,229.47 in actual and necessary expenses, totaling \$52,931.97, in fees and disbursements not yet paid; and
- **Final allowance**, for the period of the entire case from May 21, 2002 through November 14, 2002, of compensation for \$224,707.00 in professional services rendered and for reimbursement of \$10,186.83 in actual and necessary disbursements, inclusive in each case of the amounts set forth in the preceding paragraph, totaling \$234,893.83.

and upon consideration of the Supplement to the Final Fee Application for Compensation and Reimbursement of Expenses (the “**Supplemental Application**”) and adequate notice of the Final Fee Application and the Supplemental Application having been given and it appearing that no

other notice need be given, and this Court having jurisdiction, and after any proceedings in respect of this matter, and sufficient cause appearing thereof, it is ORDERED that:

1. The Final Fee Application is approved.
2. Kramer Levin is allowed, with respect to the Last Fee Period, \$50,702.50 in compensation for professional services and \$2,229.47 in reimbursement of actual and necessary expenses, totaling \$52,931.97, and the Debtors are hereby ordered and directed to pay such sum to Kramer Levin forthwith.
3. Kramer Levin is finally allowed, with respect to the entire chapter 11 case, \$224,707.00 in compensation for professional services and \$10,186.83 for reimbursement of actual and necessary expenses, for a total of \$234,893.83.

Dated: New York, New York
December 23, 2002

/s/Burton R. Lifland
Honorable Burton R. Lifland
United States Bankruptcy Court Judge