

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

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:
In re: : Chapter 11
:
POLAROID CORPORATION, : Case No. 01-10864 (PJW)
:
 et al., : Jointly Administered
:
 Debtors. :
: Obj. Due: 4/01/02 @ 4:00 p.m.
:
- - - - - X

**NOTICE OF FILING OF MONTHLY APPLICATION FOR ALLOWANCE OF
COMPENSATION AND REIMBURSEMENT OF EXPENSES OF BINGHAM
DANA LLP AS INTERNATIONAL COUNSEL TO THE DEBTORS FOR THE
PERIOD FROM JANUARY 1, 2002 THROUGH JANUARY 31, 2002**

PLEASE TAKE NOTICE that on March 11, 2002, the
above-captioned debtors and debtors-in-possession (the
"Debtors") filed the attached **Notice of Filing of
Monthly Application for Allowance of Compensation and
Reimbursement of Expenses of Bingham Dana LLP as Inter-
national Counsel to the Debtors for the Period from
January 1, 2002 through January 31, 2002** (the "Applica-
tion").

PLEASE TAKE FURTHER NOTICE that objections, if
any, to the Application or the relief requested therein
must be made in writing, filed with the United States
Bankruptcy Court for the District of Delaware (the
"Bankruptcy Court"), 824 Market Street, Wilmington,

Delaware 19801, and served so as to be received by: (i) the undersigned counsel to the Debtors; (ii) counsel for the Debtors' prepetition lenders, Davis, Polk & Wardwell, 450 Lexington Avenue, New York, New York 10017 (Attn: John Fouhey, Esq.); (iii) counsel for the Debtors' postpetition lenders, Morgan, Lewis & Brockius, 101 Park Avenue, New York, NY 10178 (Attn: Robert Scheibe, Esq.); (iv) counsel to the Committee, Young Conaway Stargatt & Taylor LLP, The Brandywine Building, 17th Floor, 1000 West Street, P.O. Box 391, Wilmington, DE 19899 (Attn: Brendan Linehan Shannon, Esq.) and Akin, Gump, Strauss, Hauer & Feld, L.L.P., 590 Madison Avenue, New York, NY 10022 (Attn: David H. Botter, Esq.); (v) Bingham Dana LLP, One State Street, Hartford, CT 06103 (Attn: Evan D. Flaschen, Esq. and Anthony J. Smits, Esq.); and (vi) the Office of the United States Trustee, J. Caleb Boggs Federal Office Building, 844 King Street, Suite 2313, Wilmington, DE 19801 (Attn: Mark S. Kenney, Esq.) (collectively, the "Notice Parties") no later than **4:00 p.m. Eastern time on April 1, 2002.**

PLEASE TAKE FURTHER NOTICE that if no objections to the Application are timely filed and served in accordance with the above procedures, an order may be entered granting the relief requested in the Application

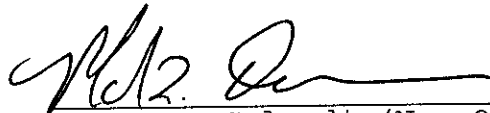
without further notice or a hearing. If an objection is properly filed and served in accordance with the above procedures, a hearing to consider the Application will be held before the Honorable Peter J. Walsh in the United States Bankruptcy Court, 824 Market Street, Wilmington, Delaware 19801 on a date and at a time to be determined. Only those objections made in writing and timely filed with the Bankruptcy Court and received by the Notice Parties will be considered by the Bankruptcy Court at such hearing.

IF YOU FAIL TO RESPOND IN ACCORDANCE WITH THIS
NOTICE, THE COURT MAY GRANT THE RELIEF REQUESTED IN THE
APPLICATION WITHOUT FURTHER NOTICE OR HEARING.

Dated: Wilmington, Delaware
March 11, 2002

David S. Kurtz
Eric W. Kaup
SKADDEN, ARPS, SLATE, MEAGHER
& FLOM (ILLINOIS)
333 West Wacker Drive
Chicago, Illinois 60606
(312) 407-0700

- and -



Gregg M. Galardi (No. 2991)
Mark L. Desgrosseilliers (No. 4083)
SKADDEN, ARPS, SLATE, MEAGHER
& FLOM LLP
One Rodney Square
P.O. Box 636
Wilmington, Delaware 19899
(302) 651-3000

Attorneys for Debtors and
Debtors-in-Possession

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re: :
POLAROID CORPORATION, et al., : Chapter 11
 :
 : Case No. 01-10864 (PJW)
 :
 Debtors. : Jointly Administered
 :
 : Hrg. Date: TBD
 : Obj. Due: 4/1/02 at 4:00 p.m.

**MONTHLY APPLICATION FOR ALLOWANCE OF COMPENSATION
AND REIMBURSEMENT OF EXPENSES OF BINGHAM DANA LLP
AS INTERNATIONAL COUNSEL TO THE DEBTORS FOR
THE PERIOD FROM JANUARY 1, 2002 THROUGH JANUARY 31, 2001**

Name of Applicant: BINGHAM DANA LLP
Authorized to Provide Professional Services to: Debtors
Date of Retention: November 5, 2001
Period for which Compensation and Reimbursement is sought: 1/1/02 through 1/31/02
Total Amount of Compensation sought as actual, reasonable and necessary for applicable period: \$20,218.50
Total Amount of Expense Reimbursement sought as actual, reasonable and necessary for applicable period: \$ 146.22
Total Amount of Compensation Paid as actual, reasonable and necessary for applicable period: \$ 0.00
Total Amount of Expense Reimbursement Paid as actual, reasonable and necessary for applicable period: \$ 0.00

This is a monthly application.

ATTACHMENT B TO FEE APPLICATION

[See attached Summary of Timekeepers]

COMPENSATION BY PROJECT CATEGORY

Project Category	Total Hours	Total Fees
Case Administration	5.1	\$ 803.50
General Review of Pleadings	1.4	490.00
International Planning	20.4	7,340.00
U.K.	19.8	7,455.00
Netherlands	11.8	4,130.00
TOTAL	58.5	\$20,218.50

EXPENSE SUMMARY

Expense Category	Total Expenses
Fax	\$ 4.00
Photocopy	58.20
Toll Calls	84.02
Total	\$146.22

Dated: Hartford, Connecticut
March 8, 2002

BINGHAM DANA LLP



Evan D. Flaschen (ct10660)
Anthony J. Smits (ct19901)
One State Street
Hartford, CT 06103
(860) 240-2700

INTERNATIONAL COUNSEL TO DEBTORS

Polaroid Corporation, et al.

Chapter 11 Case No. 01-10864 (PJW) (Jointly Administered)

Fees for the Period January 1, 2002 through January 31, 2002

SUMMARY OF TIMEKEEPERS

<u>Timekeeper Name</u>	<u>Position</u>	<u>Yr Admitted</u>	<u>Expertise</u>	<u>Hourly Rate</u>	<u>Hours Billed</u>	<u>Total</u>
Boelitz, Anna M.	Associate	1997	020	\$350.00	42.3	\$14,805.00
Smits, Anthony J.	Partner	1994	020	\$450.00	7.3	\$3,285.00
Terry, James	Associate	1997	020	\$340.00	0.5	\$170.00
Urizar, Oscar	Associate	1996	020	\$350.00	4.1	\$1,435.00
TOTAL FOR ATTORNEYS					54.2	\$19,695.00
BLENDED RATE				\$363.38		
Gary, Stephanie Y.	Docket Clerk	n/a	020	\$120.00	4.0	\$480.00
Miller, Linda J.	Paralegal	n/a	020	\$145.00	0.3	\$43.50
TOTAL FOR NON-ATTORNEYS					4.3	\$523.50
Grand Total					58.5	\$20,218.50

Legend:

001 Library Research Staff
020 Business/Project Finance/Restructuring
030 Litigation
050 Tax

Bingham Dana LLP