

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

In re : Chapter 11
POLAROID CORPORATION, et al., :
Debtors : (Jointly Administered)
: **Objection Deadline: November 14, 2002 @ 4:00 p.m.**
: **Hearing: November 19, 2002 @ 9:30 a.m.**

**FINAL FEE APPLICATION OF GREENBERG
TRAURIG, LLP FOR ALLOWANCE OF COMPENSATION AND
FOR REIMBURSEMENT OF DISBURSEMENTS**

Name of Applicant: Greenberg Traurig, LLP

Authorized to Provide
Professional Services to: Official Committee of Retirees

Date of Retention: Retention order entered March 1, 2002
Nunc Pro Tunc to December 20, 2001

Period for which compensation
and reimbursement is sought: December 20, 2001 through October 24,
2002

Amount of Compensation sought
as actual, reasonable and necessary \$1,060,633.50

Amount of Expense Reimbursement
sought as actual, reasonable and necessary \$59,469.96

This is a ___ interim ___ monthly X final fee application.

COMPENSATION BY PROJECT CATEGORY

Project Category	Total Hours	Total Fees
Case Administration (804)	371.1	100,457.00
Employee Benefits/Pensions (806)	24.5	86,724.50
Litigation/Adversary Proceedings (810)	1,392.85	464,194.25
Fee/Employment Applications (813)	171.1	44,177.00
Legislative Issues (824)	207.2	81,076.50
Retiree Committee Meetings (831)	336.8	113,738.50
Creditor Inquiries (832)	53.55	12,890.25
Court Hearings (833)	234.9	83,635.00
Sale Matters (838)	98.9	36,757.00
Travel (922)	107.5	37,108.50 billed/18,554.25 requested*
Totals	3,216.0	1,060,633.50

**This amount reflects 1/2 of the normal hourly rate for travel time.*

FEE EXPENSES

EXPENSE CATEGORY	TOTAL EXPENSES
Conference Calls	\$2,023.17
Copies	\$18,089.03
Depositions/Court Reports	\$4,546.85
Exhibits	\$1000.00
Facsimile Charges	\$549.00
Federal Express	\$671.32
GT Imaging	\$99.00
Local Travel	\$1,012.25
Messenger Services	\$656.57
Other Charges	\$1,326.58
Postage	\$3,207.33
Off-Site Printing Charges	\$483.99
Service Company Charges	\$733.83
Special Clerical Services	\$462.50
Subpoenas	\$128.35
Telephone Expenses	\$685.69
Transcript Charges	\$3,957.23
Business Meals	\$1,013.21
Information & Research	\$7,657.78
Travel and Lodging Out of Town	\$14,541.89

TOTAL : \$59,469.96

Timekeeper Summary

Timekeeper	Position with Firm, Years in That Position, Year of Obtaining Relevant License, Area of Expertise	Hourly Rate	Total Hours Billed	Total Compensation
George R. Warner, Esq.	Of Counsel, joined firm in 1999; Member of Bar of IL since 1982 and the GA Bar since 1980; Area of Expertise: Bankruptcy and Corporate Transactions	\$550.00	8.3	\$4,895.00
Mark D. Bloom, Esq.	Joined firm as Shareholder; Member of Bars of FL, DC, MD; Area of Expertise: Bankruptcy & Restructuring	\$495.00	.7	\$346.50
Steve Mastbaum, Esq.	Joined firm as Shareholder; Member of Bar of NY; Area of Expertise: Tax	\$475.00	1.1	\$522.50
Steven B. Lapidus, Esq.	Joined firm as Shareholder; Member of Bar of FL; Area of Expertise: Tax, Trusts & Estates	\$475.00	2.5	\$1,187.50
Robert T. Honeywell, Esq.	Joined firm as Of Counsel, Member of Bars of State of NY and TX; Area of Expertise: Bankruptcy	\$460.00	.3	\$138.00
David B. Spanier	Joined firm as Of Counsel in 2000; Member of the NY	\$455.00	18.1	\$8,235.50

	Bar since 1970; Area of Expertise: Erisa			
Alfred A. Gray, Jr., Esq.	Joined firm as Of Counsel in 2000; Member of Bar of Mass. since 1983; Areas of Expertise: Litigation	\$280.00 \$325.00 as of Jan. 1, 2002	10.2 694.3	\$2,856.00 \$225,647.50
Gary R. Greenberg	Joined firm as a Shareholder in 2000; Member of the NY Bar since 1975; MA Bar since 1975; Area of Expertise: Commercial Litigation	\$425.00 \$450.00 as of Jan. 1, 2002	2.2 165.4	\$935.00 \$74,430.00
Jeffrey D. Mamorsky	Joined firm as a Shareholder in 2000; Member of the NY Bar since 1972; DC Bar since 1978; Areas of Expertise: Employee Benefits and Compensation Law	\$550.00	189.0	\$103,950.00
Jeffrey A. Hirsch, Esq.	Joined firm as Shareholder; Member of Bar of FL; Area of Expertise: Litigation	\$385.00	.4	\$154.00
Robert A. Sherman, Esq.	Joined firm as Shareholder in 1999; Member of the Mass. Bar since 1978; Area	\$365.00	16.0	\$5,840.00

	of Expertise: Litigation; Governmental & Administrative			
Howard A. Vine, Esq.	Joined firm as Shareholder; Member of the Bar of VA and DC Bar since; Areas of Expertise: Governmental & Administrative Law	\$485.00	5.5	\$2,667.50
Scott D. Cousins, Esq.	Joined firm as Shareholder in 1999; Member of the DE Bar since 1992; Areas of Expertise: Bankruptcy and Corporate Transactions	\$400.00 \$440.00 as of Jan. 1, 2002	4.7 466.8	\$1,880.00 \$205,392.00
Jack B. Helitzer	Joined firm as an Associate in 2000; Member of the NY Bar since 1958; Area of Expertise: Employee Benefits	\$390.00	3.5	\$1,365.00
Luis Salazar, Esq.	Joined firm as shareholder in 2002; Member of Bars of FL, NY, NJ	\$320.00	9.7	\$3,104.00
Laurie A. Krepto, Esq.	Joined firm as associate in 2001; Member of PA Bar since 1995, NJ Bar since 1996, DE Bar since 2001; Area of Expertise: Bankruptcy	\$300.00	.4	\$120.00

Jonathan D. Cohen, Esq.	Joined firm as Associate in 2000; Member of Mass. Bar since 1994; Areas of Expertise: Litigation	\$300.00	1.5	\$450.00
Michael R. Costa, Esq.	Joined firm as Associate in 2001; Member of Mass. Bar since 1997; Areas of Expertise: Health Law	\$260.00	27.8	\$7,228.00
Victoria Watson Counihan, Esq.	Joined firm as associate in 1999; Member of DE Bar since 1996; Area of Expertise: Bankruptcy	\$285.00	1.0	\$285.00
Deanna H. Nino	Joined firm as an Associate in 2000; Member of the MA Bar since 1996; CT Bar since 1997; D.C. Bar since 1998; Area of Expertise: Employee Benefits	\$295.00	158.6	\$46,787.00
Annapoorni R. Sankaran	Joined firm as an Associate in 2001; Member of the MA Bar since 1980; Area of Expertise: Business Litigation	\$280.00 as of Jan. 1, 2002 \$300.00 as of Sept. 1, 2002	325.1 20.2	\$91,028.00 \$6,060.00
Jeffrey M. Wolf	Joined firm as Of Counsel in 2000; Member of the MA Bar since 1987; Areas of Expertise:	\$340.00 \$375.00 as of Jan. 1, 2002	2.3	\$782.00

	Bankruptcy, Corporate and Securities			
James P. Hughes, Esq.	Joined firm as Of Counsel in 2001; Member of DE Bar since 1992; Area of Expertise: Corporate & Securities, Intellectual Property	\$360.00	215.9	\$77,724.00
Jack B. Helitzer	Joined firm as an Associate in 2000; Member of the NY Bar since 1958; Area of Expertise: Employee Benefits	\$390.00	15.5	\$6,045.00
Daniel V. Bakinowski	Joined firm as an Associate in 2001; Member of the MA Bar since 1980; Area of Expertise: Tax and Corporate	\$340.00	19.4	\$6,596.00
Marc Middleton, Esq.	Joined firm as Associate in 1999; Member of MD Bar 2000 and Bar of Mass. 1999; Areas of Expertise: Real Estate	\$260.00	2.1	\$546.00
Todd E. Duffy, Esq.	Joined firm as associate in 2001; Member of NY Bar since 2000 and NJ Bar since 1999; Area of Expertise: Bankruptcy	\$280.00	4.7	\$1,316.00
Ivy J. Lapedes, Esq.	Joined firm as associate in 2001; Member of the FL and NY Bars since	\$255.00	7.5	\$1,912.50

	2000; Area of Expertise is Tax Law			
William E. Chipman, Jr., Esq.	Joined firm as associate in 1999; Member of DE Bar since 1999; Area of Expertise: Bankruptcy	\$235.00	15.6	\$3,666.00
Ivy J. Lapides, Esq.	Joined firm as Associate; Member of Bars of State of NY and FL; Area of Expertise: Tax	\$255.00	7.5	\$1,912.50
Scott Salerni, Esq.	Joined firm as associate in 2001; Member of DE Bar since 2001; Area of Expertise: Bankruptcy	\$215.00 \$230.00 as of Jan. 1, 2002	4.8 629.4	\$1,032.00 \$144,762.00
C. Michael Terribile	Joined firm in 2000 as Law Clerk, became Associate in 2002	\$140.00 \$210.00 as of Sept. 1, 2002	1.0 2.6	\$140.00 \$546.00
Cynthia A. Groszkiewicz	Joined firm as Director of the Employee Benefits Admin. Dept. in AT in 2002; Area of Expertise: Employee Benefits – ERISA	\$290.00	.3	\$87.00
Ronald L. Platt, Director	Joined firm as Senior Director of Government Affairs	\$495.00	3.0	\$1,485.00
Diane Blagman, Director	Joined firm as Director of Legislative & Regulatory Affairs	\$330.00	1.0	\$330.00
Helena Lai, Librarian		\$150.00	1.4	\$210.00
Linda F. Therien, Paralegal		\$170.00	1.0	\$170.00

Wendy C. Champagne, Paralegal	Joined firm in 2000; Area of Expertise: Litigation	\$170.00	2.6	\$442.00
Angela H. Chua, Paralegal	Joined firm in 2000; Area of Expertise: Litigation	\$135.00	2.6	\$351.00
Anthony Barbara, Paralegal		\$90.00	8.7	\$783.00
Allyson Lantolf, Paralegal	Joined firm in 1999; Paralegal for 6 years; Area of Expertise: Bankruptcy	\$130.00	.6	\$78.00
		\$140.00 as of Jan. 1, 2002	57.7	\$8,078.00
Yettive C. Buntin	Joined firm as a Paralegal in 2000; Area of Expertise: Employee Benefits – ERISA	\$50.00	25.5	\$1,275.00
Elizabeth C. Thomas	Joined firm as Paralegal in 2001; Area of Expertise: Bankruptcy	\$105.00	10.6	\$1,113.00
Dennis Meloro, Clerk	Summer Associate for 2002	\$100.00	29.7	\$2,970.00
Justin Cooper	Joined firm as Legal Assistant in the Legal Systems Dept.	\$150.00	8.4	\$1,260.00
Michael A. Ambrose		\$120.00	.8	\$96.00
Stacy Evans, Docket Clerk	Joined firm in 2000	\$50.00	3.0	\$150.00
		\$55.00 as of Jan. 1, 2002	5.5	\$302.50
Totals			3,216.0	\$1,060,633.50

Blended Rate: \$ 329.61