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U.S. BANKRUPTCY COURT  
DISTRICT OF DELAWARE

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

In re: ) Chapter 11  
)  
PRIME SUCCESSION, INC., et al. ) Case No. 00-2969 (PJW)  
) Jointly Administered  
Debtors. )

**FINAL FEE APPLICATION FOR  
COMPENSATION AND FOR REIMBURSEMENT OF  
EXPENSES FOR JULY 26, 2000 THROUGH NOVEMBER 8, 2000**

Name of Applicant: Pachulski, Stang, Ziehl, Young & Jones P.C. ("PSZY & J")

Authorized to Provide Professional Services to: The Official Committee of  
Unsecured Creditors of Prime Succession, Inc.

Date of Retention: July 26, 2000.

Period for which compensation and reimbursement is sought: July 26, 2000  
through November 8, 2000.

Amount of Compensation sought as actual, reasonable and necessary: \$25,974.25.

Amount of Expense Reimbursement sought as actual, reasonable, and necessary:  
\$2,706.55.

This is a:    \_\_ monthly            \_\_ interim            XX final

application.

*331*

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FOR THE DISTRICT OF DELAWARE**

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PRIME SUCCESSION, INC., et al. ) Case No. 00-2969 (PJW)  
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COMPENSATION AND FOR REIMBURSEMENT OF  
EXPENSES FOR JULY 26, 2000 THROUGH NOVEMBER 8, 2000**

Pursuant to sections 330 and 331 of title 11 of the United States Code (the "Bankruptcy Code"), Rule 2016 of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules"), Pachulski, Stang, Ziehl, Young & Jones P.C. ("PSZY & J") hereby files this Final Fee Application for Allowance of Compensation and Reimbursement of Expenses for July 26, 2000 through November 8, 2000 (the "Application"). By this Application PSZY&J seeks an allowance of compensation in the amount of \$25,974.25 and reimbursement of actual and necessary expenses in the amount of \$2,706.55 for a total of \$28,680.80 for the period July 26, 2000 through November 8, 2000 (the "Fee Period"). In support of this Application, PSZY&J respectfully represents as follows:

Background

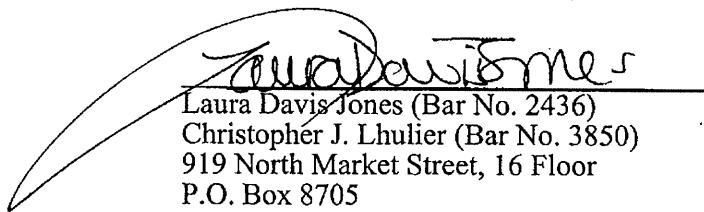
1. On July 12, 2000 (the "Petition Date"), each of the Debtors filed a voluntary petition for relief under chapter 11 of the Bankruptcy Code with this Court. The Debtors have been operating their businesses and managing their properties as debtors in possession pursuant to Sections 1107 (a) and 1108 of the Bankruptcy Code.

2. The Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334. This is a core proceeding pursuant to 28 U.S.C. § 157(b)(2).

15. WHEREFORE, PSZY&J respectfully requests that the Court enter an order, in the form attached hereto, providing that, for the period July 26, 2000 through November 8, 2000, an allowance be made to PSZY&J in the sum of \$25,974.25 as compensation for necessary professional services rendered, and the sum of \$2,706.55 for reimbursement of actual necessary costs and expenses, for a total of \$28,680.80, that such sums be authorized for payment, and for such other and further relief as this Court may deem just and proper.

Dated: January 12, 2001

PACHULSKI, STANG, ZIEHL, YOUNG & JONES, P.C.



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of Prime Succession, Inc.