UNITED STATES BANKRUPTCY COURT FOR THE EASTERN DISTRICT OF KENTUCKY ASHLAND DIVISION

IN RE:)	CHAPTER 11
SPECIAL METALS CORPORATION, et al.)))	CASE NOS. 02-10335- 02-10338
DEBTORS)	JOINTLY ADMINISTERED
)	JUDGE WILLIAM S. HOWARD

FINAL FEE APPLICATION REQUEST OF GREENEBAUM DOLL & MCDONALD PLLC FOR ALLOWANCE OF COMPENSATION AND REIMBURSEMENT OF EXPENSES THROUGH THE EFFECTIVE DATE

TO: THE HONORABLE WILLIAM S. HOWARD

Greenebaum Doll & McDonald PLLC ("Greenebaum"), attorneys for the above-captioned debtors and debtors-in-possession ("Debtors") and pursuant to Bankruptcy Code Sections 330(a) and 331, Bankruptcy Rule 2016 and this Court's Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals entered May 2, 2002 ("Interim Fee Order"), respectfully applies to the Court for final allowance of its fees and expenses through November 26, 2003 ("Effective Date"). In support thereof, Greenebaum respectfully provides:

- 1. **TIME PERIOD COVERED.** The time period covered in this "Final Fee Application" is from March 27, 2002 ("Petition Date"), up to and including the Effective Date for final approval of all fees and expenses incurred in this case.
- 2. **EMPLOYMENT OF FIRM**. Pursuant to the Order entered May 6, 2002, a copy of which is attached hereto as Exhibit A, the Debtors were authorized to retain Greenebaum as counsel nunc pro tunc to the Petition Date, under a general retainer of \$50,000.00. Greenebaum was

retained to render necessary professional services in connection with the Debtors' Chapter 11 proceeding. Greenebaum has worked in that capacity since the Petition Date.

- 3. **SERVICES COVERED**. All services for which compensation is requested were performed pursuant to orders of this Court or in representation of the Debtors.
- 4. **NO COMPENSATION SHARING.** No agreement or understanding has existed or does exist between Greenebaum and any other person for the sharing of compensation received or to be received by it in connection with the services rendered in this Case. Greenebaum is cocounsel with the firm of McGuireWoods LLP, but both parties maintain separate time and expense records and file separate applications. Both firms have worked diligently to minimize unnecessary duplication in responsibilities and workload.
- "Interim Fee Application Requests," as that term is defined in the Interim Fee Order, during this case. Greenebaum filed its First Interim Fee Application Request on September 11, 2002, requesting fees in the amount of \$79,216.50 and expenses in the amount of \$3,716.02 for the period from the Petition Date through July 31, 2002. An Order allowing the First Interim Fee Application was entered by this Court on October 24, 2002. These fees and expenses have been paid. Greenebaum filed its Second Interim Fee Application Request on January 21, 2003, requesting fees in the amount of \$40,721.50 and expenses in the amount of \$1,541.13 for the period from August 1, 2002, through November 30, 2002. An Order allowing the Second Interim Fee Application was entered by this Court on February 14, 2003. These fees and expenses have been paid. Greenebaum filed its Third Interim Fee Application Request on May 13, 2003, requesting fees in the amount of \$30,004.00 and expenses in the amount of \$6,564.65, less adjustments set forth therein, for the period from

December 1, 2002, through March 31, 2003. An Order allowing the Third Interim Fee Application was entered by this Court on June 24, 2003. These fees and expenses have been paid. Greenebaum filed its Fourth Interim Fee Application Request on September 15, 2003, requesting fees in the amount of \$39,248.50 and expenses in the amount of \$3,710.36 for the period from April 1, 2003, through July 31, 2003. An Order allowing the Fourth Interim Fee Application was entered by this Court on October 20, 2003. These fees and expenses have been paid. Greenebaum erroneously reduced the holdback amounts due under the Fourth Interim Fee Application. As a result, Greenebaum has undercharged the Debtors by \$2,672.57.

In addition to the foregoing Interim Fee Application Requests, Greenebaum filed its seventeenth monthly "Fee Application," as that term is defined in the Interim Fee Order, on October 1, 2003, for the period from August 1, 2003, through August 31, 2003, requesting (i) approval of fees in the amount of \$11,753.50 and expenses in the amount of \$1,009.55 and (ii) payment of fees in the amount of \$9,402.80 and expenses in the amount of \$1,009.55. An Order allowing the Seventeenth Fee Application was entered on October 20, 2003. These fees and expenses have been paid, less the 20% holdback. On October 30, 2003, Greenebaum filed its Eighteenth Fee Application for the period from September 1, 2003, through September 30, 2003, requesting (i) approval of fees in the amount of \$23,995.50 and expenses in the amount of \$2,417.57 and (ii) payment of fees in the amount of \$19,196.40 and expenses in the amount of \$2,417.57. An Order allowing the Eighteenth Fee Application was entered on November 25, 2003. These fees and expenses have been paid, less the 20% holdback. Greenebaum filed its Nineteenth Fee Application on December 1, 2003, for the period from October 1, 2003, through October 31, 2003, requesting (i) approval of fees in the amount of \$19,428.50 and expenses in the amount of \$3,003.64 and (ii) payment of fees in

the amount of \$15,542.80 and expenses in the amount of \$3,003.64. An Order allowing the Nineteenth Fee Application was entered on December 24, 2003. These fees and expenses have not been paid. Greenebaum filed its Twentieth Fee Application for the period for November 1, 2003, through November 30, 2003, requesting (i) approval of fees in the amount of \$8,755.50 and expenses in the amount of \$342.70 and (ii) payment of fees in the amount of \$7,004.40 and expenses in the amount of \$342.70. The objection period for the Twentieth Fee Application has not yet run and these fees and expenses have not been paid. The Retainer has been fully withdrawn to make the payments referenced herein, so Greenebaum currently has no retainer.

6. **SUMMARY AND BACKGROUND OF WORK PERFORMED**.

a. <u>Time and Labor Expended</u>. Along with the Fee Applications, Greenebaum submitted monthly time sheets to this Court listing the hours spent representing the Debtors and the dates upon which, and the professional by whom, the services were rendered ("Invoices"). The Invoices include descriptions of the services provided, including the subject matter of all conferences and telephone calls, the parties involved and the identity of all documents drafted, reviewed, filed or served, as well as the nature, purpose and necessity of all legal research. The Invoices are voluminous and have not changed since they were submitted with the Fee Application, so they are not attached to this Final Fee Application. A summary of the time costs by task/category number and the reimbursable expenses incurred from the Petition Date through the Effective Date is set forth

¹In this Final Fee Application, Greenebaum requests final approval of all fees and expenses incurred from the Petition Date through the Effective Date. For purposes of convenience and due to the small amount of fees and expenses incurred from the Effective Date through November 30, 2003, those amounts were also included in the Twentieth Fee Application.

on <u>Schedule 1</u> attached hereto. A summary of the total time expended by each professional in this case from the Petition Date through the Effective Date is set forth on <u>Schedule 2</u> attached hereto.

- b. <u>Novelty and Difficulty of the Questions Involved</u>. This Case involves complex bankruptcy issues as well as bankruptcy court litigation matters. The Debtors and this Court have addressed numerous complicated and time-sensitive issues, including debtor-in-possession financing, the use of cash collateral, retention of professionals, numerous operational matters, pension plan termination, rejection of union contracts, plan confirmation and appeals of various related orders.
- c. <u>Administration of Case</u>. Greenebaum is co-counsel with McGuireWoods LLP. Greenebaum and McGuireWoods LLP have worked together to avoid unnecessary duplication of efforts and work has been assigned between the firms based on individual and firm knowledge of issues and as instructed by the Debtors.
- d. Skill Requisite to Perform the Legal Services Properly. Greenebaum has attorneys who are knowledgeable in the areas of the law for the legal issues already described and many others facing the Debtors. These skilled attorneys can address the complex issues and coordinate the most efficient resolution for the Debtors' specific circumstances. Greenebaum believes its ability to tap a large number of attorneys with particular areas of concentration has allowed accurate and fast analysis of issues, and thus an overall cost savings to the Debtors. Greenebaum has previously submitted to this Court the biography sheets for each attorney working on this matter and a summary of pertinent information for each paralegal. Greenebaum believes that these summaries demonstrate the high quality and caliber of the individuals working on this case.

- e. <u>Preclusion of Other Employment</u>. Greenebaum's representation of the Debtors precluded its representation, at minimum, of creditors of the Debtors.
- f. <u>Customary Fee</u>. The rates charged by Greenebaum as set forth in the Invoices represent its regular hourly rates in cases of this nature. The rates of attorneys and paralegals are shown on the Invoices. Greenebaum increased its per-professional hourly rates charged to all clients during the billing period.
- g. <u>Fee Is Not Fixed or Contingent</u>. The fee requested by Greenebaum herein is neither fixed nor contingent, but is based upon its regular hourly rates in cases of this nature.
- h. <u>Time Limitation Imposed</u>. This case so far has involved a number of deadlines and hearings, including deadlines to file a disclosure statement and plan and to seek votes thereon. Greenebaum has worked diligently to meet all such deadlines.
- i. <u>Amount of Time Involved and Results Obtained</u>. Greenebaum has previously described the complexity of the issues involved in this case. Greenebaum submits that the time expended has produced positive results and met the expectations of the Debtors.
- j. <u>Experience, Reputation and Ability of Applicant</u>. Greenebaum is generally recognized as one of the major law firms in the region and has extensive experience representing Chapter 11 debtors.
- k. <u>Nature and Length of Professional Relationship With the Client.</u>

 Greenebaum had no contact with the Debtors prior to the commencement of this case, other than in the routine consultation and preparation of document necessary to the commencement of the case.

- 1. <u>Awards in Similar Cases</u>. Greenebaum believes that the fees requested herein are fair, reasonable and commensurate with those charged by other law firms in this District for cases similar in size and nature.
- m. <u>Plan and Disclosure Statement.</u> Debtors filed their Second Amended Disclosure Statement to Accompany Joint Amended Plan of Reorganization on August 7, 2003. Debtors filed their Second Amended Joint Plan of Reorganization on August 7, 2003. This Court entered the Order Confirming Second Amended Chapter 11 Plan on September 29, 2003.
- n. <u>United State Trustee Fees & Monthly Reports.</u> The Debtors have reported to Greenebaum that all quarterly fees due have been paid to the United States Trustee. All monthly operating reports through the period ending November 30, 2003, have been filed.
- 7. **ITEMIZATION OF FEES**. The total fees for professional services rendered in this matter from the Petition Date through the Effective Date are \$253,123.50, as shown on Schedule 1. Greenebaum believes that all fees are reasonable and necessary.
- 8. **PROJECTED CATEGORIES**. Pursuant to the fee application guidelines of Region 10 of the United States Trustee's office, the Applicant has divided the services it performs for the Debtors into twenty seven (27) project categories. Below is a description of these categories.

<u>Code</u> <u>Description</u>

- B00 <u>INITIAL DEBTOR CONFERENCE</u>: Initial interview with clients, explanation of U.S. Trustee Guidelines, first day matters, setting of overall goals, etc.
- B01 <u>PETITION AND SCHEDULES</u>: Preparation of Petition, amendments and modifications thereof and schedules, exhibits and supplements thereto.
- B02 <u>CASE ADMINISTRATION</u>: Coordination and compliance activities, including preparation of filings with the United States Trustee's Office and meetings and court appearances in connection therewith as well as general (as contrasted to specific) creditors' inquiries.

- B03 <u>BUSINESS OPERATIONS</u>: Issues related to debtor-in-possession operating in a Chapter 11 such as employee, vendor, tenant issues and similar problems.
- B04 <u>FINANCING</u>: Matters under §§ 361, 363 and 364, including cash collateral, secured claims and loan documentation.
- B05 <u>MEETINGS OF CREDITORS/CREDITOR COMMITTEE ACTIVITIES</u>: Preparation for and attendance at meetings of creditors and their committees, including the § 341(a) meeting.
- B06 <u>CLAIMS ADMINISTRATION AND OBJECTIONS</u>: Specific claim inquiries; bar date motions; analyses, objections and allowances of claims.
- B07 <u>RELIEF FROM STAY/ADEQUATE PROTECTION PROCEEDINGS</u>: Matters relating to termination or continuation of automatic stay under § 362.
- B08 <u>ASSET ANALYSIS AND RECOVERY</u>: Identification and review of potential assets including causes of action and non-litigation recoveries.
- B09 <u>ASSET DISPOSITION</u>: Sales, leases, assumption/rejection of leases and contacts, abandonment and related transaction work.
- B10 <u>VALUATION</u>: Secure and/or review appraisals of assets.
- B11 <u>BUSINESS ANALYSIS</u>: Preparation and review of company business plan; development and review of strategies; preparation and review of cash flow forecasts and feasibility studies.
- B12 <u>CORPORATE FINANCE</u>: Review financial aspects of potential mergers, acquisitions and disposition of company or subsidiaries.
- B13 TAX ISSUES: Analysis of tax issues and preparation of state and federal tax returns.
- B14 <u>EMPLOYEE BENEFITS/PENSIONS</u>: Review issues such as severance, retention, 401K coverage and continuance of pension plan.
- B15 <u>PLAN AND DISCLOSURE STATEMENT</u>: Formulation, presentation and confirmation; compliance with the plan confirmation order; related orders and rules; disbursement and case closing activities, except those related to the allowance and objections to allowance of claims.
- B16 <u>FEE/EMPLOYMENT APPLICATIONS</u>: Preparation of employment and fee applications for self or others; motions to establish interim procedures.
- B17 <u>FEE/EMPLOYMENTS OBJECTIONS</u>: Review of and objections to the employment and fee applications of others.
- B18 <u>POST-CONFIRMATION ISSUES</u>: Work on issues related to post-confirmation matters which may arise in this Case.
- B19 <u>MEDIATION/ARBITRATION ISSUES:</u> Preparation for, development of and/or participation in mediation, arbitration or other ADR procedures related to claims against the Debtors' estate.

- B20 <u>PREFERENCE RECOVERY/AVOIDANCE ACTIONS:</u> Identification, review, research and litigation of actions under 11 U.S.C. §544, 547 and 548.
- B21 <u>REMOVAL/TRANSFER/REMAND ACTIONS:</u> Matters related to transfer or removal of cases to Bankruptcy Court.
- B22 <u>LITIGATION OTHER THAN ADVERSARY PROCEEDINGS:</u> Preparation for and participation in litigation outside of the Bankruptcy Court.
- B23 <u>ADVERSARY PROCEEDINGS:</u> Preparation for and participation in litigation brought in adversary proceedings in this bankruptcy case not covered by another specific category.
- B24 <u>OTHER CONTESTED MATTERS:</u> Preparation for and participation in litigation of contested matters in this bankruptcy case and not covered by another specific category.
- B25 OTHER: Legal services provided to the Debtors which are not covered by another category.
- B26 NON-WORKING TRAVEL: Travel to and/or from meetings or hearings during which the Professionals do not work on this case. Greenebaum will charge the estate one half (½) or fifty percent (50%) of their normal hourly rate for time spent in non-working travel.
- 9. **ITEMIZATION OF COSTS**. In addition to the professional fees, Greenebaum has expended at least \$22,305.62 in the aggregate as reasonable and necessary out of pocket expenses in this action, as itemized at the end of the Invoices. Final approval of such expenses is hereby sought.

WHEREFORE, Applicant prays that this Court (i) finally approve the total fees charged from the Petition Date through the Effective Date in the amount of \$253,123.50; (ii) finally approve the total expenses charged for the same period of \$22,305.62; and (iii) approve and direct the Debtors to pay Greenebaum its unpaid fees and expenses incurred in this case from the Petition Date through the Effective Date in the amount of at least \$41,352.71.

NOTICE OF HEARING

PLEASE TAKE NOTICE that the foregoing Final Fee Application Request of Greenebaum

Doll & McDonald PLLC for Interim Allowance of Compensation and Reimbursement of Expenses
through the Effective Date will be brought on for hearing before the United States Bankruptcy Court,

Eastern District of Kentucky, 100 East Vine Street, Lexington, Kentucky 40507, on February 5, 2004, at the hour of 2:00 p.m., or as soon thereafter as counsel may be heard.

Respectfully submitted,

	/s/ Gregory R. Schaaf Gregory R. Schaaf Kimberly H. Bryant GREENEBAUM DOLL & McDONALD PLLC 300 West Vine Street, Suite 1100 Lexington, Kentucky 40507 Telephone: (859) 231-8500 Facsimile: (859) 255-2742
COMMONWEALTH OF KENTUCKY	COUNSEL FOR THE DEBTORS)
COUNTY OF FAYETTE))
Subscribed and sworn to before me b	y Gregory R. Schaaf Member, this 12th day of Januar

Subscribed and sworn to before me by Gregory R. Schaaf, Member, this 12th day of January, 2004, for Greenebaum.

My commission expires: //-2-2005

NOTARY PUBLIC, STATE AT LARGE

CERTIFICATE OF SERVICE

The undersigned certifies that a copy of the foregoing was served this 12th day of January, 2004, by regular United States mail, postage prepaid, upon the following:

Special Metals Corporation Attn: Dennis Wanlass 3200 Riverside Drive Huntington, WV 25705-1771

Blank Rome Tenzer & Greenblatt, LLP Attn: Marc E. Richards Chrysler Building 405 Lexington Avenue New York, NY 10174-0208

Credit Lyonnais c/o Latham & Watkins Attn: Robert Rosenberg Shari Siegel 885 Third Avenue, Suite 1000 New York, NY 10022

Office of the United States Trustee 100 East Vine Street, Suite 803 Lexington, Kentucky 40507 McGuireWoods LLP Attn: Robert G. Sable Mark E. Freedlander 625 Liberty Avenue

Dominion Tower, 23rd Floor Pittsburgh, PA 15222

Stoll, Keenon & Park, LLP Attn: Gregoroy D. Pavey 300 West Vine Street Suite 2100 Lexington, KY 40507

Wise & DelCotto PLLC Attn: Tracey N. Wise 219 North Upper Street Lexington, KY 40507

/s/ Gregory R. Schaaf

LEX:633233.1

EXHIBIT A

UNITED STATES BANKRUPTCY COURT FOR THE EASTERN DISTRICT OF KENTUCKY ASHLAND DIVISION

FILED

MAY 0 6 2002

IN RE: SPECIAL METALS CORPORATION, et al.) CHAPTER 11 AT LEXINGTON JERRY D. TRUITT, CLEAD CASE NOS. 02-10338 O2-10338
DEBTORS.) JOINTLY ADMINISTERED
) JUDGE WILLIAM S. HOWARD

ORDER GRANTING EMERGENCY APPLICATION FOR ORDER UNDER 11 U.S.C. §§ 327(a) AND 329 AUTHORIZING THE EMPLOYMENT OF GREENEBAUM DOLL & MCDONALD PLLC AS CO-COUNSEL FOR THE DEBTOR NUNC PRO TUNC

Upon application of the above-captioned debtors and debtors-in-possession (the "Debtors").

for authority to retain the law firm of Greenebaum Doll & McDonald PLLC (the "Firm") as counsel to represent them herein; and upon the annexed affidavit of Gregory R. Schaaf; and this Court finding no materially adverse interest; and it further appearing that the Firm has considerable experience in matters of this legal character, is considered experienced in bankruptcy law practice, that their employment as counsel is necessary and would be in the best interest of the estate, its creditors and all other parties in interest; and the Court being otherwise sufficiently advised, it is hereby,

ORDERED that the Debtors are hereby authorized to employ the Firm on a nunc pro tunc basis effective March 27, 2002, under a general retainer of \$50,000.00, as counsel to represent it in the matters set forth in the application filed in this case; and it is further

ORDERED that any legal fees and necessary expenses allowed by this Court to the Firm are costs of administration allowable under 11 U.S.C. § 503(b) and shall be given a priority of payment under 11 U.S.C. § 507(a)(1).

DATED: MAY Q 6 2002

UNITED STATES BANKRUPTCY JUDGE

Tendered by:

Kimberly H. Bryant

GREENEBAUM DOLL & McDONALD PLLC

333 West Vine Street, Suite 1400

Lexington, Kentucky 40507 Telephone: (859) 231-8500 Facsimile: (859) 255-2742

- and -

McGUIREWOODS LLP

Robert G. Sable Mark E. Freedlander Dominion Tower, 23rd Floor 325 Liberty Avenue Pittsburgh, PA 15222 (412) 667-6000

Telephone: (412) 667-6050

Facsimile:

COUNSEL FOR THE DEBTORS

Pursuant to Local Rule 9022-1(c), counsel for the Debtors shall serve this Order on the parties listed on the attached service list, and shall file with the Court a certificate of service within five (5) days hereof.

LEX:586834.1

		INTER	IM FEE APPL	INTERIM FEE APPLICATION REQUEST	UEST	Mon	MONTHLY FEE APPLICATION REQUEST	ICATION REQU	EST	TOTAL
		FIRST	SECOND	THIRD	FOURTH	SEVENTEENTH	EIGHTEENTH	NINETEENTH	TWENTIETH*	
B00	Initial Debtor Conference	6,988.00			119.00					7,107.00
B01	Petition and Schedules	4,430.00	323.00							4,753.00
B02	Case Administration	14,568.50	13,935.00	15,415.00	14,876.00	5,364.50	7,465.00	6,036.00	4,344.00	82,004.00
B03	Business Operations	9,869.50	1,102.00	1,237.00	26.00	487.00	444.00	279.00	316.00	13,760.50
B04	Financing	6,068.50	772.00	616.00	968.00	670.50		46.00		9,141.00
B05	Meetings of Creditors/Creditors Committee Activities	1,290.00	1,702.00							2,992.00
B06	Claims Administration and Objections	4,920.00	2,278.50	1,087.50	1,003.00	108.50	184.00	1,297.00	256.50	11,135.00
B07	Relief From Stay/Adequate Protection	1,078.00	2,749.00	514.00	2,320.00		00.6			6,670.00
B08	Asset Analysis and Recovery	63.00	65.00							128.00
B09	Asset Disposition	3,181.00	2,764.00	1,045.00	500.00		345.00	276.00		8,111.00
B10	Valuation	315.00								315.00
B11	Business Analysis									0.00
B13	Tax Issues	16.00			115.00	46.00			83.00	260.00
B14	Employee Benefits/Pensions		941.00		44.00	1,751.00	6,302.00	506.00	92.00	9,636.00
B15	Plan and Disclosure Statement	637.00	547.00	1,160.00	8,950.00	805.00	4,867.00	72.50		17,038.50
B16	Fee/Employment Applications	19,022.00	9,723.50	7,632.50	7,941.50	1,803.00	1,886.50	4,113.00	746.00	52,868.00
B17	Fee/Employment Objections	337.00	566.00	1,271.00	242.00	580.00	159.50	138.00		3,293.50

B18 Post Confirmation Issues First Second Third Fourish Seventeevth Se			INTER	INTERIM FEE APPLICATION REQUEST	ICATION REC	UEST	Mon	Monthly Fee Application Request	ICATION REQU	EST	TOTAL
Modification/Arbitration Modification/Arbitration Arbitration/Arbitration Arbitration/Arbitration 66.00 Preference/Recovery/Arbitration Preference/Recovery/Arbitration 704.00 408.00 7 <			FIRST	SECOND	THIRD	FOURTH	SEVENTEENTH	EIGHTEENTH	NINETEENTH	TWENTIETH*	
Mediation/Arbitration Mediation/Arbitration Preference/Recovery/ Avoidance Actions Avoidance Action	B18	Post Confirmation Issues								00:99	00.99
Preference Recovery/ Avoidance Actions 704.00 408.00 Preference Recovery/ Remard Issues 704.00 408.00 70 704.00 704.00 408.00 70 704.00 704	B19	Meditation/Arbitration Issues									0.00
Remand Issues 704.00 408.00 408.00 408.00 408.00 7. Adversary Proceedings 5,519.00 2,845.50 26.00 971.00 1,150.00 55,379.00 1,672.00 7, Adversary Proceedings 5,519.00 2,845.50 26.00 971.00 1,183.00 1,150.00 8854.00 12 Other Contested Matters 5,519.00 2,845.50 26.00 971.00 138.00 1,150.00 207.00 854.00 12 Other Contested Matters 5,519.00 2,845.50 26.00 971.00 1,183.50 187.00 299.00 2 Other Contested Matters 5 502.50 502.50 502.50 502.50 207.00 299.00 2 Claims Resolution 5 5 5 5,50.50 39,448.50 11,753.50 23,995.50 19,428.50 27.00 Appeal 7 5 5 3,710.36 1,099.55 24,17.57 3,003.64 342.70 27.55 Total Fees 7	B20										0.00
Litigation Other Than Adversary Proceedings Adversary Proceedings Adversary Proceedings S,519.00 1,672.00 7,79.00 1,672.00 7,79.00 1,672.00 7,79.00 1,672.00 7,79.00 7,79.00 1,672.00 7,79.00 7,79.00 1,672.00 7,79.00 7,670.00 7,10.00 7,10.00 7,570.00 7,670.00 7,10.00 7,10.00 7,670.00 7,10.00 <th< td=""><td>B21</td><td>Removal/Transfer/ Remand Issues</td><td>704.00</td><td></td><td></td><td></td><td></td><td></td><td></td><td></td><td>704.00</td></th<>	B21	Removal/Transfer/ Remand Issues	704.00								704.00
Adversary Proceedings 5,519.00 2,845.50 26.00 971.00 138.00 1,150.00 505.00 854.00 12 Other Contested Matters Appeal 528.00 971.00 1,183.50 187.00 299.00 2 Other Contested Matters Appeal 528.00 528.00 1,183.50 187.00 299.00 2 Non Working Travel^^ Appeal 76.50 Appeal 76.50 Appeal 27.00 27.00 Appeal 79,216.50 40,721.50 30,004.00 39,248.50 11,753.50 23,995.50 19,428.50 8,755.50 253, Plus: Expenses 3,716.02 1,541.13 6,564.65 3,710.36 1,009,55 24,17.57 3,003.64 342.70 27,55 TOTAL FRES AND 82,932.52 42,262.63 42,958.66 12,763.05 26,413.07 22,432.14 9,098.20 27,55	B22	Litigation Other Than Adversary Proceedings	210.00	408.00					5,379.00	1,672.00	7,669.00
Other Contested Matters 66.00 66.00 1,183.50 1,183.50 207.00 299.00 2 Other Non Working Travel^ Soc.50 502.50 1,183.50 187.00 299.00 2 Non Working Travel^ Soc.50 Soc.50 1,183.50 187.00 299.00 2 Appeal Appeal 76.50 Soc.50 1,183.50 387.00 27.00 27.00 Total Fees 79,216.50 40,721.50 30,004.00 39,248.50 11,753.50 23,995.50 19,428.50 8,755.50 253 Plus: Expenses 3.716.02 1.541.13 6.564.65 3.710.36 1,009.55 2,417.57 3.003.64 342.70 275 TOTAL FEES AND 82,932.52 42,262.63 36,568.65 42,958.66 12,763.05 26,413.07 22,432.14 9,098.20 275	B23	Adversary Proceedings	5,519.00	2,845.50	26.00	971.00	138.00	1,150.00	505.00	854.00	12,008.50
Other Other 528.00 528.00 1,183.50 187.00 299.00 2 Non Working Travel^ Non Working Travel^ Total Resolution 76.50 Total Resolution 387.00 27.00 27.00 Appeal Total Ressolution 79,216.50 40,721.50 30,004.00 39,248.50 11,753.50 23,995.50 19,428.50 8,755.50 253 Allowed/Requested Allowed/Requested Substances 3,716.02 1,541.13 6,564.65 3,710.36 10,009.55 2,417.57 3,003.64 342.70 22 TOTAL FEES AND 82,932.52 42,262.63 36,568.65 42,958.86 12,763.05 26,413.07 22,432.14 9,098.20 275	B24	Other Contested Matters				00.99			207.00		273.00
Non Working Travel^ Non Working Travel^ 502.50 502.50 76.50 Processor 76.50 76	B25	Other				528.00		1,183.50	187.00	299.00	2,197.50
Claims Resolution Appeal 76.50 76.50 76.50 76.50 27.00 27.00 Appeal Total Fees 79,216.50 40,721.50 30,004.00 39,248.50 11,753.50 23,995.50 19,428.50 8,755.50 253 Allowed/Requested 3,716.02 1,541.13 6,564.65 3,710.36 1,009.55 2,417.57 3,003.64 342.70 22 TOTAL FEES AND 82,932.52 42,262.63 36,568.65 42,958.86 12,763.05 26,413.07 22,432.14 9,098.20 275	B26					502.50					502.50
Appeal Total Fees 79,216.50 40,721.50 30,004.00 39,248.50 11,753.50 23,995.50 19,428.50 8,755.50 253. Allowed/Requested Allowed/Requested 3,716.02 1,541.13 6,564.65 3,710.36 1,009.55 2,417.57 3,003.64 342.70 2,253. TOTAL FEES AND 82,932.52 42,262.63 36,568.65 42,958.86 12,763.05 26,413.07 22,432.14 9,098.20 275	B28					76.50					76.50
sted 3.716.02 1.541.13 6.564.65 3.710.36 12,763.05 26,413.07 22,432.14 9,098.20 2	B35	Appeal							387.00	27.00	414.00
3.716.02 1.541.13 6.564.65 3.710.36 1.009.55 2.417.57 3.003.64 342.70 ID 82,932.52 42,262.63 36,568.65 42,958.86 12,763.05 26,413.07 22,432.14 9,098.20 2		Total Fees Allowed/Requested	79,216.50	40,721.50	30,004.00	39,248.50	11,753.50	23,995.50	19,428.50	8,755.50	253,123.50
82,932.52 42,262.63 36,568.65 42,958.86 12,763.05 26,413.07 22,432.14 9,098.20		Plus: Expenses	3,716.02	1,541.13	6,564.65	3,710.36	1,009.55	2,417.57	3,003.64	342.70	22,305.62
		TOTAL FEES AND EXPENSES	82,932.52	42,262.63	36,568.65	42,958.86	12,763.05	26,413.07	22,432.14	9,098.20	275,429.12

[^] Fees shown for B26 Non Working Travel represent 50% of the normal hourly billing rate.

LEX:633502.1

^{*} For the reasons set forth in Section 5 of the Final Fee Application, fees and expenses incurred from the Effective Date through November 30, 2003, were included in the Twentieth Monthly Fee Application Request.

ATTORNEY/	INTER	INTERIM FEE APPLICATION REQUEST	CATION REQ	UEST		MONTHLY FEE	MONTHLY FEE APPLICATION		Total
PARALEGAL	FIRST	SECOND	THIRD	FOURTH	SEVENTEENTH	EIGHTEENTH	NINETEENTH	TWENTIETH	
J.W. Ames	5,135.00	408.00							5,543.00
M.G. Shaikun	2,112.50								2,112.50
W.P. Wiseman	512.00								512.00
I.M. Diamond	140.00								140.00
C.R. Bowles	2,664.00			75.00					2,739.00
M.A. Miller	1,606.00	70.50					125.00		1,801.50
G.R. Schaaf	32,681.00	13,244.00	6,930.00	10,957.00	3,243.00	12,466.00	7,613.00	2,507.00	89,641.00
M.P. McGraw				2,100.00					2,100.00
B.M. Johnson	80.00		204.00	34.00			37.00		355.00
A.D. Stosberg		315.00	105.00	3,288.00	742.50			313.50	4,764.00
T.R. Martin		42.00							42.00
K.H. Bryant	14,414.00	12,311.00	5,629.00	4,460.50	2,233.00	1,073.00	3,958.50	00.799	44,746.00
V.E. Wright	826.50	,							826.50
S.H. Mays				88.00		336.00	72.00	84.00	580.00
C.K. Wedding			į			769.50			769.50
C.L. Voll	90.00								90.00
S.V. Jones	18,845.00	8,789.00	1,861.50	1,983.00	i	1,224.00	594.00	180.00	33,476.50
К.G. Сипу				240.50		252.00	540.00	198.00	1,230.50
K.D. Wilson		5,542.00	15,274.50	16,022.50	5,535.00	7,875.00	6,489.00	4,806.00	61,544.00
D.L. Fogle	102.00								102.00

ATTORNEY/	INTE	INTERIM FEE APPLICATION REQUEST	ICATION REQ	UEST		MONTHLY FEE	MONTHLY FEE APPLICATION		Total
PARALEGAL	First	SECOND	THIRD	FOURTH	FOURTH SEVENTEENTH	EIGHTEENTH	NINETEENTH	TWENTIETH	
M. Hackworth	8.50								8.50
Total Fees	79,216.50	79,216.50 40,721.50 30,004.00	30,004.00	39,248.50	11,753.50	23,995.50	19,428.50	8,755.50	253,123.50

LEX:633501.1