

UNITED STATES BANKRUPTCY COURT  
EASTERN DISTRICT OF NORTH CAROLINA  
RALEIGH DIVISION

FILED

MAR 12 2003

PEGGY B. DEANS, CLERK  
U.S. BANKRUPTCY COURT  
EASTERN DISTRICT OF N.C.

In the Matter of:  
SPECTRASITE HOLDINGS, INC.,  
Debtor.

Case No.:  
02-03631-5-ATS  
Chapter 11

**APPLICATION FOR ALLOWANCE OF COMPENSATION  
AND REIMBURSEMENT OF EXPENSES TO ATTORNEYS  
FOR EQUITY SECURITY HOLDERS UNDER SECTION 503(b)**

Pursuant to the provisions of the Bankruptcy Code, the undersigned, Trawick H. Stubbs, Jr. of Stubbs & Perdue, P.A., and Vincent F. O'Flaherty of Niewald, Waldeck & Brown, as counsel for J. Doug Tribe, Gordon Selley, Alfred DiMarco, William B. Yeomans, and Stephen DiMarco (collectively referred to as "Equity Security Holders") respectfully apply to this Court for an Order authorizing and approving the payment of compensation and reimbursement of expenses pursuant to Section 503(b) of the Bankruptcy Code, in connection with services rendered as counsel for the Equity Security Holders who made a substantial contribution to this Chapter 11 case; and, in support of this application, shows the Court as follows:

1. On November 15, 2002, the Debtor filed with this court its petition for relief under Chapter 11 of the Bankruptcy Code and continued to operate its business and manage its property as a Debtor in possession pursuant to sections 1107 and 1108 of the Bankruptcy Code.
2. Following the Debtor's filing for relief under Chapter 11 of the Bankruptcy Code, the above-listed Equity Security Holders retained undersigned counsel to represent them in connection with the financial difficulties and proposed rehabilitation of the Debtor.
3. On November 18, 2002, the Debtor filed its Plan of Reorganization, which provided for, *inter alia*, the cancellation of all shares held by the Debtor's equity security holders. The Debtor proposed warrants under its Plan to equity security holders, which may be exercised in the future.
4. At the behest of Equity Security Holders, counsel investigated the background of the Debtor, including the facts and circumstances surrounding the Debtor's request for relief under Chapter 11 of the Bankruptcy Code, as well as the Debtor's Plan and Disclosure Statement.
5. Based on the Debtor's proposed treatment of its equity security holders, on December 4, 2002, counsel filed a Motion for Appointment of Equity Security Holders'

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Committee (“Motion”), pursuant to 11 U.S.C. § 1102.<sup>1</sup> The Motion alleged that the interests of the equity security holders were not adequately represented in the Chapter 11 case and that a committee of equity security holders was needed to examine the Debtor’s Plan and protect their interest in the Debtor. The Motion further identified certain transactions by the Debtor and its management that needed to be investigated by an Equity Security Holders’ Committee.

6. The Official Committee of Unsecured Creditors and the Debtor filed objections to the Motion for Appointment of Equity Security Holders’ Committee on December 11, 2002, and December 12, 2002, respectively.

7. On January 6, 2003, the Equity Security Holders, through undersigned counsel, filed their Memorandum in Support of Motion for Appointment of Equity Security Holders’ Committee (“Memorandum”). In the Memorandum, counsel identified nine (9) specific areas of transactions involving the Debtor that required further examination prior to confirmation of the Debtor’s Plan of Reorganization. The Memorandum also highlighted provisions of the Debtor’s Plan that warranted further scrutiny.

8. At the hearing on the Motion, which was held on January 7, 2003, your undersigned requested that either an Equity Security Holders’ Committee or an Examiner be appointed to investigate the nine (9) specific areas of transactions and certain questionable Plan provisions identified in the Equity Security Holders’ Memorandum.

9. On January 8, 2003, this Court entered an Order denying the Motion for Appointment of Equity Security Holders’ Committee and appointing an Examiner. In the Order, this Court stated:

[T]he movants have identified a number of transactions and plan provisions that warrant scrutiny. The court does not want to unnecessarily delay the confirmation process, but does want an examiner to review the assertions made by the movants and to determine which issues need further review.

The Court appointed David W. Boone as Examiner and requested a preliminary report from the Examiner to be filed on January 13, 2003. The Court also scheduled a hearing on that date to determine whether the Examiner could file a final report on the issues raised by the Equity Security Holders by January 24, 2003.

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<sup>1</sup> Initially, the Motion for Appointment of Equity Security Holders’ Committee (“Motion”) was filed on behalf of Peter R. Orr and Peter R. Orr Revocable Trust. On December 13, 2002, Doug Tribe and Gordon Selley filed Declarations in Support of the Motion. By Order of this Court dated January 3, 2003, Doug Tribe and Gordon Selley were substituted in the place of Peter R. Orr and Peter R. Orr Revocable Trust as the Movants under the Motion. Thereafter, on December 16, 2002, Peter R. Orr and Peter R. Orr Revocable Trust withdrew their support for the Motion. On January 7, 2003, Alfred DiMarco, William B. Yeomans, and Stephen DiMarco, equity security holders of the Debtor, filed their Declarations in Support of the Motion for Appointment of Equity Security Holders’ Committee.

10. On January 13, 2003, the Examiner filed his preliminary report. In his report, the Examiner stated that he had “conducted a review of the assertions of the movants” and identified five (5) issues that needed further review with Court authority. The Examiner also opined that a final report could be filed on or before January 24, 2003, allowing the confirmation hearing to be conducted as scheduled on January 28, 2003.<sup>2</sup>

11. On January 24, 2003, the Examiner filed his final report on the five (5) issues raised by the Equity Security Holders. As set forth in the final report, the Examiner interviewed and discussed the issues with counsel for Equity Security Holders and reviewed, among other things, the memorandum filed by counsel for Equity Security Holders on January 7, 2003, and other materials prepared by counsel for Equity Security Holders. As noted by the Examiner, all requests for information from counsel for Equity Security Holders were responded to in a diligent and timely manner.

12. Following the timely submission of the final report by the Examiner, the Debtor’s confirmation hearing was conducted on January 28, 2003, and this Court entered an Order Confirming the Debtor’s Plan on that same date.

13. Your undersigned submits that the services rendered by them on behalf of Equity Security Holders constituted a substantial contribution to this Chapter 11 case and, thus, that they are entitled to compensation from the estate, pursuant to section 503(b) of the Bankruptcy Code. The professional services rendered by undersigned counsel have required the expenditure of substantial time and effort. As more fully described above, the efforts of undersigned counsel on behalf of Equity Security Holders involved extensive investigation into the operations of the Debtor, as well as in depth analysis of the Debtor’s Plan and Disclosure Statement. The extensive efforts by counsel resulted in the identification of specific issues and Plan provisions which this Court determined warranted scrutiny. As a result of counsel’s efforts on behalf of Equity Security Holders, this Court appointed an Examiner and requested that the transactions and Plan provisions identified by Equity Security Holders be reviewed and reported on by the Examiner prior to confirmation. The Examiner relied on the efforts of undersigned counsel to conduct his examination and used the Memorandum submitted by undersigned counsel as a basis for his examination. Ultimately, and most importantly, the efforts of undersigned counsel resulted in a more efficient and timely examination process and enabled the Examiner to complete his duty without delaying confirmation, which assisted the Debtor’s reorganization effort. Counsel have performed necessary services for Equity Security Holders in this Chapter 11 case. Detailed time records of undersigned counsel and their associates and staff are more specifically itemized on the attached **Exhibit A**. Exhibit A also includes a listing of the reasonable and necessary costs and expenses which have been incurred by undersigned counsel and disbursed in this case, including the date and nature of expenses, costs or disbursements.

14. Undersigned counsel represents to the Court that all professional persons

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<sup>2</sup> At the hearing on the Motion, which was held on January 7, 2003, counsel for the Debtor emphasized the importance of maintaining the hearing date for confirmation, explaining that the timing of confirmation had a direct impact on the feasibility of the Debtor’s reorganization effort.

who provided services to Equity Security Holders are duly qualified to render such services. The professional services described in this application were performed by attorneys with broad expertise and skills in the areas in which they rendered services. A biographical summary of each person who provided service in this case is attached as **Exhibit B**.

15. The professional services rendered by undersigned counsel have demanded a high degree of professional competence. The services rendered by counsel were not duplicative in nature but, rather, were services provided in an organized and cooperative approach to the problems raised by this case. The complexity of the financial evaluations in this case required extensive legal analysis and interpretation. Specifically, this case involved factually and financially complex issues particular to the telecommunications industry, which undersigned counsel were qualified to investigate and analyze.

WHEREFORE, Trawick H. Stubbs, Jr. of Stubbs & Perdue, P.A. respectfully requests that he be allowed the sum of TWENTY-TWO THOUSAND ONE HUNDRED ELEVEN AND 00/100 (\$22,111.00) as compensation for professional services rendered as counsel for Equity Security Holders who have made substantial contributions to this Chapter 11 case, and for reimbursement for actual and necessary disbursements of ONE THOUSAND EIGHT HUNDRED THIRTY-SIX AND 18/100 (\$1,836.18), for a total of TWENTY-THREE THOUSAND NINE HUNDRED FORTY-SEVEN AND 18/100 (\$23,947.18), pursuant to Section 503(b) for the period from November 25, 2002 to March 12, 2003. Moreover, Vincent F. O'Flaherty of Niewald, Waldeck & Brown respectfully requests that he be allowed the sum of TWENTY-SEVEN THOUSAND, FIVE HUNDRED EIGHTY-SEVEN AND 50/100 (\$27,587.50), as compensation for professional services rendered as counsel for Equity Security Holders who have made substantial contributions to this Chapter 11 case, and for reimbursement for actual and necessary disbursements of ONE THOUSAND NINE HUNDRED NINETY-TWO AND 42/100 (\$1,992.42), for a total of TWENTY-NINE THOUSAND FIVE HUNDRED SEVENTY-NINE AND 92/100 (\$29,579.92), pursuant to Section 503(b) for the period from November 25, 2002 to January 8, 2003.

DATED: March 12, 2003

  
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Trawick H. Stubbs, Jr.  
N.C. State Bar No. 4221  
Jason L. Hendren  
N.C. State Bar No. 26869  
STUBBS & PERDUE, P.A.  
Post Office Box 1630  
Raleigh, North Carolina 27602-1630

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(919) 856-9400  
(919) 856-9300 (Facsimile)

Vincent O'Flaherty  
MO State Bar No.: 34693  
KS State Bar No.: 16954  
NIEWALD, WALDECK & BROWN  
Twelve Wyandotte Plaza  
120 West 12<sup>th</sup>, Suite 1300  
Kansas City, MO 64105  
(816) 471-7000  
(816) 474-0872

*Counsel for J. Doug Tribe, Gordon Selley Alfred  
DiMarco, William B. Yeomans, and  
Stephen DiMarco,*

cc: Bankruptcy Administrator  
Terri L. Gardner, Esq.  
Andrew N. Rosenberg, Esq.  
James O. Johnston, Esq.  
Gregory B. Crampton, Esq.

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# **Exhibit A**

## Chapter 11 - Equity Committee

Draft Statement

Fees

	Rate	Hours		
11/25/02				
JLH Phone conference with Vince O'Flaherty regarding new case; Review initial material on press release	175.00	0.40	70.00	8
11/26/02				
JLH Review pleadings filed in bankruptcy court	175.00	1.50	262.50	9
11/27/02				
JLH Analysis of Disclosure Statement and Plan; Review press releases; conduct legal research on formation of equity security holders' committee	175.00	3.50	612.50	10
JLH Phone conference with Vince Re: status of fast track case; stock holders supporting motion; issues for preparation of application to employ equity security holders committee; Pro Hac Vice motions	175.00	1.20	210.00	11
THS Phone conference with Vince O'Flaherty Re: issues and strategy	250.00	0.60	150.00	93
11/30/02				
JLH Legal Research for preparation of Application for appointment of equity security holders committee; employment application; Analysis of plan and disclosure statement documents	175.00	4.00	700.00	12
12/02/02				
THS Review status and documents needed; Review schedule of parties	250.00	0.80	200.00	7
JLH Preparation of Motion for Appointment of Equity Security Holders' Committee and Motion to Appear Pro Hac Vice	175.00	3.50	612.50	14
JLH Phone conference with O'Flaherty and Schoenfeld Re: motions to be filed; revisions to pleadings and case status	175.00	1.10	192.50	15
12/03/02				
JLH Phone conference with V. O'Flaherty				

## Chapter 11 - Equity Committee

	Rate	Hours		
Re: Motion for Equity Committee	175.00	0.10	17.50	94
12/04/02				
CAP Preparation of fax to Rosenberg, O'Flaherty and Terri Gardner	65.00	0.20	13.00	3
THS Review Motion for Appointment of Committee of Equity Security Holders; Review court schedule	250.00	1.20	300.00	6
JLH Conference calls with O'Flaherty/Schoenfeld Re: status of efforts to have equity security holders' committee appointed; finalization of motions and filing	175.00	3.50	612.50	16
12/06/02				
CAP Preparation of fax to Steven Schoenfeld	65.00	0.20	13.00	4
JLH Review issues to be briefed with co-counsel	175.00	1.30	227.50	17
JLH Review status of executed Pro Hac Vice motions	175.00	0.40	70.00	18
JLH Review case law on appointment of committee	175.00	0.50	87.50	19
JLH Phone conference with O'Flaherty	175.00	0.30	52.50	20
JLH Review status of response to Equity Committee Motion	175.00	0.30	52.50	21
12/09/02				
THS Review of Motions; Preparation for Equity Committee Hearing; Review caselaw	250.00	1.50	375.00	5
12/10/02				
JLH Review status of responses to motions and hearing	175.00	0.30	52.50	22
JLH Phone conference with O'Flaherty Re: status of motions; content	175.00	0.40	70.00	23
12/11/02				
JLH Analysis of Creditors' Committee brief in response to motion for equity security holders' committee	175.00	2.00	350.00	24
JLH Phone conference with O'Flaherty and Schoenfeld Re: Case status	175.00	0.50	87.50	25
JLH Preparation of brief in support of motion	175.00	1.50	262.50	26
JLH Phone conference with Terry Gardner and co-counsel Re: continuance of hearing on motion for appointment of equity security holders committee	175.00	0.50	87.50	27
12/12/02				
JLH Analysis of Brief filed by Debtor in response to motion for				



## Chapter 11 - Equity Committee

	Rate	Hours		
committee	175.00	1.30	227.50	28
JLH Review issues with respect to Debtor's intent to depose Peter Orr, phone conferences with Terri Gardner	175.00	1.50	262.50	29
JLH Phone conferences with Vince and Schoenfeld Re: case law set out in briefs, response brief, proposed deposition	175.00	1.20	210.00	30
JLH Analysis of application section of brief Re: allegations of wrongdoing by management	175.00	0.90	157.50	31
12/13/02				
THS Review Declaration of Gordon Selley faxed from Vince O'Flaherty	250.00	0.20	50.00	2
JLH Phone conference with THS and O'Flaherty Re: issues for 341 meeting; proposed deposition	175.00	0.50	87.50	32
JLH Preparation for 341 meeting	175.00	0.80	140.00	33
JLH Attendance at 341 meeting; discussions with Terry Re: intention to depose Peter Orr	175.00	1.20	210.00	34
JLH Phone conference with Vince Re: proposed deposition; analysis of bankruptcy rules and federal rules; status of declarations from additional shareholders	175.00	0.80	140.00	35
JLH Brief preparation	175.00	0.50	87.50	36
12/15/02				
JLH Review information from Vince O'Flaherty and prepared Motion to Quash Subpoena served upon Peter R. Orr	175.00	1.40	245.00	39
12/16/02				
THS Review status of subpoena for deposition of Peter Orr scheduled for Tuesday, Dec. 17; Follow-up from discussions with Terry Gardner and hearing with Judge Small; Review strategy; Review notice of deposition faxed from T. Gardner; Review draft motion to quash subpoena	250.00	2.10	525.00	13
JLH Review New York co-counsel's comments to motion to quash	175.00	0.30	52.50	40
JLH Phone conferences with Terri Gardner Re: motion to quash subpoena; compliance with subpoena	175.00	0.50	87.50	41
JLH Phone conference with Judge Small Re: motion to quash subpoena	175.00	0.30	52.50	42
JLH Phone conferences with Vince and Terri Re: reschedule deposition				

## Chapter 11 - Equity Committee

	Rate	Hours		
of Peter R. Orr and re-schedule hearing on motion to appoint committee	175.00	0.50	87.50	43
JLH Phone conference with Vince O'Flaherty				
Re: rescheduled deposition of Peter Orr and preparation for hearing	175.00	1.00	175.00	95
12/17/02				
JLH Review consent order prepared by Terri Gardner, continuing hearing and setting deposition	175.00	0.30	52.50	44
12/18/02				
WPK Left VM for Terry Gardner regarding confirmation of today's conference call	85.00	0.20	17.00	37
THS Preparation for conference call with court; phone conference with Terry Gardner, Vince O'Flaherty and review of Delaware complaint and O'Flaherty's synopsis	250.00	2.40	600.00	38
JLH Phone conference with Vince O'Flaherty Re: case status; conference call with Judge Small	175.00	0.50	87.50	45
JLH Preparation for telephonic conference with Judge Small	175.00	1.50	262.50	46
JLH Phone conference with Judge Small Re: case status	175.00	0.40	70.00	47
12/23/02				
JLH Phone conference with Vince O'Flaherty Re; case status	175.00	0.40	70.00	48
JLH Additional analysis of 10Q & 10K for preparation of brief	175.00	2.00	350.00	49
12/27/02				
JLH Phone conference with Terri Re: case status; new movants	175.00	0.30	52.50	50
JLH Phone conference with Vince Re: New client, Yeoman; replacement of Peter R. Orr as movant; videoconferencing capability; inside vs. outside equity;	175.00	0.60	105.00	51
12/28/02				
JLH Review case strategy for going forward with Equity Committee Motion	175.00	0.40	70.00	52
12/30/02				
JLH Phone conference with Vince Re: substitution issues - replacement movant	175.00	0.70	122.50	62
JLH Preparation of Motion for				

## Chapter 11 - Equity Committee

	Rate	Hours		
inquiry from Spectrasite counsel; review with Vince	175.00	1.30	227.50	63
JLH Phone conference with Terry Re: concerns regarding procedure for replacement movant	175.00	0.40	70.00	64
JLH Phone conference with forensic accountant; sent documents to review for hearing	175.00	0.30	52.50	65
01/02/03				
JLH Phone conference with Terry and Vince O'Flaherty Re: case status, status of brief, procedural issues related to new movants	175.00	0.50	87.50	66
JLH Phone conference with Yeoman Re: history of relationship with Spectrasite, ownership of stock, execution of client agreement, attendance at hearing	175.00	0.90	157.50	67
JLH Preparation for phone conference with Vince and Yeoman Re: additional support for motion, hearing status	175.00	0.80	140.00	68
JLH Hearing strategy review and preparation for hearing, witnesses, investigation status with factual support for hearing	175.00	2.50	437.50	69
JLH Brief preparation, legal research, review of factual record	175.00	3.50	612.50	70
01/03/03				
THS Review status and preparation for telephonic hearing	250.00	0.80	200.00	57
JLH Preparation for telephonic hearing with Judge Small Re: dismissal of motion for equity committee based on alleged procedural problems related to substitution of movant	175.00	1.20	210.00	71
JLH Telephonic hearing with Judge Small, Margie Lynch, Terry Gardner, Jim Johnston (creditor's committee), Andrew Rosenberg, Jim Miller Re: substitution of movant, depositions to be conducted, brief filing	175.00	0.60	105.00	72
JLH Phone conferences with Vince O'Flaherty Re: case status, result of hearing with Small	175.00	0.70	122.50	73
JLH Preparation for hearing	175.00	1.80	315.00	74
JLH Phone conferences with Terry Re: proposed telephonic hearing with Judge Small	175.00	0.40	70.00	75
JLH Review and analysis of Spectrasite response to Motion				

## Chapter 11 - Equity Committee

		Rate	Hours		
	for substitution of movants	175.00	0.60	105.00	76
JLH	Scheduling of depositions with Terry Gardner	175.00	0.40	70.00	77
01/05/03					
JLH	Preparation of Brief for Spectrasite hearing	175.00	8.50	1,487.50	78
01/06/03					
WPK	Research current stock prices and status, Review status of stock prices in 2002	85.00	0.50	42.50	53
THS	Conference with O'Flaherty, Gordon Selley in preparation for hearing	250.00	3.00	750.00	56
JLH	Conference with Vince and other witnesses Re: preparation for hearing	175.00	2.30	402.50	79
JLH	Finalized brief and filed with court	175.00	3.50	612.50	80
THS	Preparation for hearing	250.00	1.50	375.00	97
01/07/03					
THS	Conference with witnesses and experts in preparation for hearing on Committee Appointment motion; hearing strategy	250.00	3.80	950.00	1
THS	Attendance at hearing on motion for appointment of committee	250.00	2.50	625.00	55
JLH	Conference with witnesses and experts in preparation for hearing on Committee Appointment motion; hearing strategy	175.00	3.80	665.00	81
JLH	Attendance at hearing on motion for appointment of Equity Security Holders' Committee	175.00	2.50	437.50	82
01/08/03					
JLH	Phone conference with Gospaderek Re: participation in case status conference	175.00	0.30	52.50	83
JLH	Phone conference with Vince, THS & Boone Re: assistance with examination of Debtor	175.00	0.40	70.00	84
JLH	Phone conference with Vince Re: follow-up from hearing appointing examiner, review of 503(b) issues	175.00	0.60	105.00	85
JLH	Phone conference with News & Observer Re: case status	175.00	0.30	52.50	86
JLH	Review status of involvement in case following appointment of Examiner	175.00	0.60	105.00	87
THS	Preparation for and phone conference with Vince O'Flaherty and examiner Re: Examination of Debtor's records	250.00	1.00	250.00	86

## Chapter 11 - Equity Committee

	Rate	Hours		
01/09/03				
THS Review letter from Vince O'Flaherty and draft letter to shareholders	250.00	0.30	75.00	60
JLH Phone conference with Vince O'Flaherty Re: status of Examiner's efforts, materials for examiner's review; payment from estate	175.00	0.50	87.50	88
JLH Legal Research Re: Sections 330, 327, and 503(b); payment of fees based on benefit to estate in assisting in appointment of examiner	175.00	0.90	157.50	89
01/10/03				
THS Review Order Allowing Motion for Substitution of Movant	250.00	0.10	25.00	58
JLH Review letter from Vince to Examiner	175.00	0.30	52.50	90
01/13/03				
THS Review order appointing Examiner; Review Preliminary Report of Examiner	250.00	0.30	75.00	61
JLH Preparation and attendance at hearing on Examiner's status report; spoke with David Boone Re: our availability to assist	175.00	0.80	140.00	91
01/27/03				
JLH Review case law regarding 503(b) fee application; review status of fee application	175.00	0.50	87.50	92
03/05/03				
WPK Review draft fee application and exhibits	85.00	0.80	68.00	98
03/07/03				
JLH Review Order related to administrative claim forms and review fees submitted by co-counsel	175.00	0.60	105.00	99
03/10/03				
JLH Review of docket and related pleadings for preparation of fee application	175.00	0.70	122.50	100
03/11/03				
JLH Preparation of fee application; review all fees and expenses; review rules related to fees of counsel for equity security holders; review all motions and orders related to services for equity security holders	175.00	3.50	612.50	101

## Chapter 11 - Equity Committee

	Rate	Hours		
03/12/03				
JLH Finalize fee application for filing and service	175.00	0.80	140.00	102
For Current Services Rendered		117.90	22,111.00	

## Recapitulation

Timekeeper	Hours	Rate	Total
TRAWICK H. STUBBS, JR.	22.10	\$250.00	\$5,525.00
JASON L. HENDREN	93.90	175.00	16,432.50
WENDY KARAM	1.50	85.00	127.50
Caddy Pahl	0.40	65.00	26.00

Expenses

12/04/02	Copy expense: Application & Order to Shorten Time to File Response to Movants Motion (4 pp x 3 = 12 pp x .20) (2 pp x .20)	2.80	11
12/04/02	Postage: Application & Order to Shorten Time to File Response to Movants Motion (4 x .37)	1.48	12
12/04/02	Copy expense: Motion & Order for Appointment of Equity Security Holders Committee (4 pp x 3 = 12 pp x .20) (6 pp x 2 = 12 pp x .20) (2 pp x .20)	5.20	13
12/04/02	Copy expense: Notice of Motion (2 pp x 3 = 6 pp x .20)	1.20	14
12/04/02	Outgoing fax cost: Motion for Appointment of Equity Security Holders' Committee to Andrew N. Rosenberg and Terri L. Gardner (7 pp x 2 = 14 pp x 1.00)	14.00	15
12/04/02	Outgoing fax cost: Application to Shorten Time and Motion for Appointment of Equity Security Holders' Committee to Vincent O'Flaherty (11 pp x 1.00)	11.00	16
12/04/02	Incoming fax cost: Pro hoc vice applications (10 pp x .20 )	2.00	18
12/06/02	Outgoing fax cost: Application to Shorten Time and Motion for Appointment of Equity Security Holders' Committee to Steven R. Schoenfeld (13 pp x 1.00)	13.00	17
12/10/02	Copy expense: Application to Appear Pro Hac Vice for Steven Shoenfeld (3pp x 5 = 15 x .20)		
	Order to Appear Pro Hac Vice (1p x 2 = 2 x .20)	3.40	3
12/10/02	Copy expense: Application to Appear Pro Hac Vice for William Gray (3pp x 5 = 15 x .20)		
	Order to Appear Pro Hac Vice (1 x 2 = 2 x .20)	3.40	4
12/10/02	Copy expense: Application to Appear Pro Hac Vice for Vincent O'Flaherty (3pp x 5 = 15 x .20)		
	Order to Appear Pro Hac Vice (1p x 2 = 2 x .20)	3.40	5
12/10/02	Postage:		

## Chapter 11 - Equity Committee

12/10/02	Incoming fax cost: Objection to the Motion for Appointment of Equity Security Holders' Committee ( 27 pp x .20 )	5.40	7
12/10/02	Outgoing fax cost: Applications to Appear Pro Hac Vice to Torys LLP (7 pp x 1.00)	7.00	8
12/10/02	Outgoing fax cost: Application to Appear Pro Hac Vice to O'Flaherty (4 pp x 1.00)	4.00	9
12/12/02	Incoming fax cost: Objection by Debtor to Motion for Appointment of Equity Security Holders' Committee (21 pp x .20 )	4.20	1
12/12/02	Incoming fax cost: Amended Complaint ( 52 pp x .20 )	10.40	2
12/13/02	Incoming fax cost: Vince O'Flaherty (2 pp x .20 )	0.40	10
12/13/02	Incoming fax cost: Declaration of Gordon Selley ( 2 pp x .20 )	0.40	19
12/13/02	Incoming fax cost: Declaration of Doug Tribe ( 3 pp x .20 )	0.60	20
12/16/02	Incoming fax cost: Peter Orr Deposition documents from Vincent O'Flaherty (16 pp x .20 )	3.20	21
12/16/02	Incoming fax cost: Peter Orr deposition documents from Terri Gardner ( 7 pp x .20 )	1.40	22
12/16/02	Outgoing fax cost: Declarations (4 pp x 1.00)	4.00	23
12/16/02	Incoming fax cost: Terri Gardner (7 pp x .20 )	1.40	24
12/20/02	Incoming fax cost: Newspaper Article ( 4 pp x .20 )	0.80	25
12/24/02	Incoming fax cost: Letter from Vince O'Flaherty ( 4 pp x .20 )	0.80	26
12/30/02	Copy expense: Motion for Order Allowing Substitution of Movant (4pp x 5 = 20 x .20)		
	Order Allowing Motion (1pp x 2 = 2 x .20)	4.40	27
12/30/02	Postage: ( Motion for Order Allowing Substitution of Movant )	0.74	28
12/30/02	Copy expense: Disclosure Statement to Dave Gospodarek	72.60	29
01/02/03	Outgoing fax cost: Motion to Substitute Movant ( 5pp x 1.00)	5.00	31
01/03/03	Outgoing fax cost: Debtor's Response to Motion to Substitute Movant ( 7pp x 1.00)	7.00	30
01/03/03	Incoming fax cost: Memorandum (8 pp x .20 )	1.60	34
01/06/03	Copy expense: Memo in support of Motion for Appointment of Equity Security Holders Committee (43 pp x 7 = 301 pp x .20)	60.20	32
01/06/03	Postage: Memo in support of Motion for Appointment of Equity Security Holders Committee	8.88	33
01/06/03	Incoming fax cost: Article (8 pp x .20 )	1.60	35
01/06/03	Outgoing fax cost: Memorandum in Support of		

Chapter 11 - Equity Committee

	Holders' Committee to James O. Johnston; Greg Crampton; Terri Gardner; Andrew N. Rosenberg (24 pp x 4 = 96 pp x 1.00)	96.00	37
01/07/03	Incoming fax cost: Letter from Dave Gospodarek (2 pp x .20 )	0.40	36
01/09/03	Incoming fax cost: Vince O'Flaherty (4 pp x .20 )	0.80	38
01/10/03	Incoming fax cost: Preliminary Report of Examiner (3 pp x .20 )	0.60	40
	<b>Total Expenses</b>	<u>366.18</u>	

Advances

02/10/03	Gospodarek, Lunsford & Strickland CPA, Certified Public Accountants Re: Services December 16, 2002 to January 15, 2003 Conferences, discussions regarding Spectrasite Holdings Inc and attendance at Bankruptcy Court (Dave Gospodarek)	1,470.00	41
	<b>Total Advances</b>	<u>1,470.00</u>	
	<b>Total Current Work</b>	23,947.18	
	<b>Balance Due</b>	<u><u>\$23,947.18</u></u>	



LAW OFFICES

# NI EWALD, WALDECK & BROWN

A PROFESSIONAL CORPORATION

TWELVE WYANDOTTE PLAZA  
120 WEST 12TH STREET, SUITE 1300  
KANSAS CITY, MISSOURI 64105-1932

TELEPHONE: (816) 471-7000

FAX: (816) 474-0872

WEBSITE: <http://www.nwb.com>

FEDERAL ID NO. 43-1063434

February 12, 2003

Ms. Marjorie Lynch  
U.S. Administrator  
P.O. Box 3039 - Century Station  
300 Fayetteville St. Mall, Room 416  
Raleigh, NC 27602-3039

VFO  
Invoice No: 150338  
Client No: 5010  
Matter No: 30403  
Page Number: 1

DUE: NET 30 DAYS

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For Professional Services Rendered  
Through January 31, 2003

Re: Spectrasite Holdings Bankruptcy

11/25/02	VFO	3.00	Telephone conference with counsel for Raleigh re serving on the case (.40); telephone conference with potential clients re representation (.60); evaluate pleadings for appointment of special equity committee (1.00); work on theories (1.00).
11/26/02	VFO	1.00	Examine e-mail from Mr. Schoenfeld of Torys re CIBC and respond to same (.50); telephone conference with Mr. Schoenfeld re CIBC (.20); finalize correspondence to prospective clients (.30).
11/27/02	VFO	4.60	Prepare for conference call with co-counsel to develop strategy for equity committee application (1.50); telephone conference with Mr. Stubbs re case strategy (.60); draft transactions to be investigated (.50); evaluate bankruptcy filings for items to further investigate on behalf of equity holders (2.00).
11/27/02	KJH	.50	Internet research via Pacer re docket report for Spectrasite Holdings bankruptcy (.50).
11/29/02	VFO	7.50	Examine Spectrasite 10k and 10q in greater detail for explanations of transactions that need further investigation (5.50); evaluate bankruptcy plan for treatment of various classes (2.00).
12/02/02	VFO	5.10	Telephone conference with North Carolina counsel Jason Hendren re strategy questions for equity committee motion and general factual information

(.50); telephone conference with Mr. Schoenfeld re application with bankruptcy court (.20); telephone conference with Mr. Orr re confirmation of representation (.30); examine various pleadings from Mr. Hendren including Mr. O'Flaherty's application for pro hac vice and application for equity committee (1.50); telephone conference with Mr. Hendren re revisions to pleadings and additional strategy decisions as to the equity committee (.60); examine case law on equity committee (2.00).

12/03/02 VFO .30 Telephone conference with Mr. Gray & Mr. Schoenfeld re Motion for Equity Committee (.30).

12/03/02 VFO .10 Telephone conference with Mr. Hendren re same (.10).

12/03/02 VFO 3.00 Research and draft additional section for Motion to include further description of SBC/Cingular Transaction (3.00).

12/03/02 VFO .20 Telephone conference with additional shareholder clients re representation (.20)

12/04/02 VFO 9.00 Travel to Warrenton, Missouri and attend meeting with client Peter Orr (9.00).

12/04/02 CD .30 Create hot documents notebook (.30).

12/05/02 VFO .50 Telephone conference with Mr. Tribe re representation (.50).

12/05/02 VFO .50 Telephone conference with Mr. Selley re representation (.50).

12/05/02 VFO .50 Telephone conference with Mr. Orr re filing of Application for Appointment of Equity Committee (.50).

12/06/02 VFO 6.20 Draft correspondence to Mr. Orr re status of Motions (.40); examine Fee Contract from Mr. Tribe and respond to his questions about share certificates (.30); identify top 40 shareholders (1.00); plan for and organize hot documents and pleadings for equity committee motion (3.00); research re appointment of equity committee (1.50).

12/11/02 VFO 2.00 Evaluate position taken by debtor towards equity motion (1.50); telephone conference with all counsel re continuance of hearing (.50)

12/12/02 VFO 8.80 Examine Opposition Briefs of debtor and creditor's committee re Equity Committee Motion (1.00); outline response (1.50); examine case law submitted by debtor and creditor's committee (2.50); draft additional factual information on other transactions that need investigation (3.50); telephone conference with Mr. Hendren re same (.30).

12/13/02 VFO 4.50 Telephone conference with North Carolina counsel re 341 examination and strategy for responding to opposition to equity committee (.50); examine

Oaktree lawsuit pleadings (1.50); examine documents from public domain relating to SpectraSite Press Releases, Financial Statements and other matters (2.00); telephone conference with attorney Engle re notification of notice for Orr deposition (.30); examine correspondence from clients re supporting equity committee application (.20).

12/14/02 VFO 4.50 Draft Motion for Protective Order (1.50); draft additional sections for Reply (2.00); evaluate theories on "Goodwill" adjustment (1.00).

12/16/02 VFO 5.50 Telephone conference with Mr. Hendren re depositions ad Equity Committee Motion (1.50); correspondence to Mr. Hendren re Motion to Quash (.50); examine Motion to Quash (.30); telephone conference with Mr. Gray re SEC (.20); telephone conference with Mr. Schoenfeld re various Motions (1.00); work on Reply Brief (2.00).

12/28/02 VFO 5.00 Prepare for equity holders hearing by developing theories on unfair discrimination by plan towards inside equity holders (5.00).

12/29/02 VFO 3.00 Legal research on equity committees' objections to plan (3.00).

12/30/02 VFO 4.50 Drafting preliminary objections to Reorganization Plan (3.50); telephone conference with Mr. Stubbs and Mr. Hendren re forensic accountant and strategy for hearing (.50); telephone conference with Mr. Schoenfeld re CIBC support for equity motion (.20); telephone conference with CIBC representative re position on Motion (.10); telephone conference with Mr. Hendren re Motion to substitute movant (.20).

12/31/02 VFO 5.30 Telephone conference with Mr. Yeomans and Mr. Thornton re details of Vertical Properties transaction (.50); telephone conference with Mr. Flyer of CIBC re retention (.20); telephone conference with Whitney attorney re retention (.10); work on strategy for equity committee hearing (1.00); investigate Press Releases of Spectrasite from 2000 - present (1.00); legal research on objections to plan (2.50).

1/02/03 VFO 5.70 Telephone conference with Mr. Stubbs, Mr. Yeomans and Mr. Hendren re testimony by Yocum at hearing (.50); telephone conference with Whitney's attorney re position on equity motion (.40); telephone conference with Mr. Hense re areas of questioning for valuation (.30); drafting objections to Plan (3.00); examine documentation on sale of Network Services Division (1.50).

1/03/03 VFO 8.30 Telephone conference with Mr. Stubbs re debtor's objections to substitution (.40); telephone conference with clients Sundias and Yeomans re

		strategy (.60); examine debtor's objections to substitution (.30); drafting reply sections for brief in support of Equity Committee (5.50); evaluate information from Mr. Hense for reply (.50); examine Nextel's connections to Spectrasite (1.00).
1/03/03	CD .80	Print selected documents from docket sheet via Pacer (.80).
1/04/03	VFO 2.00	Drafting sections for Reply motion for Equity Committee (2.00).
1/05/03	VFO 3.80	Drafting of additional Memorandum in Support Equity Holders Committee (3.80).
1/06/03	VFO 8.00	Attend meetings in Raleigh, North Carolina for Equity Committee Motion with Mr. Stubbs, Mr. Hendren and Mr. Selley (3.00); prepare for hearing (4.00); finalize brief (1.00).
1/07/03	VFO 8.50	Attend hearing in Raleigh, North Carolina on Equity Committee Motion including depositions of Gordon Selley and Steve DiMarco (8.50).
1/08/03	VFO 1.00	Telephone conference with Mr. Stubbs and examiner re areas to investigate (1.00).

SUMMARY OF PROFESSIONAL SERVICES

	RATE	HOURS	AMOUNT
VINCENT F. O'FLAHERTY	225.00	121.90	27,427.50
Kyle J. Hommes	100.00	.50	50.00
Carla Downs	100.00	1.10	110.00
TOTAL PROFESSIONAL FEES		123.50	27,587.50

COSTS (\*Combined)

12/02/02	Long distance telephone charges *		1.60
12/02/02	Long distance telephone charges *		3.20
12/03/02	Long distance telephone charges *		1.20
12/03/02	Long distance telephone charges *		2.00
12/03/02	Long distance telephone charges *		1.00
12/03/02	Copying @ \$.10/page. Total pages copied:	53	5.30
12/03/02	Copying @ \$.10/page. Total pages copied:	7	.70
12/03/02	Airfare Expense-Trip to Charlotte, NC for hearing-cancelled 1/2 way through trip.		187.50
12/04/02	Mileage @ \$.365/mile. Total miles: 400, travel to and from Warrenton, MO for meeting with Peter Orr.	400	146.00
12/05/02	Long distance telephone charges *		4.60
12/05/02	Long distance telephone charges *		1.40

12/05/02	Long distance telephone charges *		1.80
12/05/02	Long distance telephone charges *		1.60
12/06/02	Long distance telephone charges *		1.00
12/06/02	Federal Express		12.25
12/10/02	Long distance telephone charges *		2.80
12/11/02	Meal Expense-In St. Louis, MO during trip to Charlotte, NC for hearing-cancelled 1/2 way through flight.		9.41
12/11/02	Parking Expense-At KCI Airport during trip to Charlotte, NC for hearing-cancelled 1/2 way through flight.		16.00
12/12/02	Westlaw usage & printing		16.75
12/12/02	Postage expense *		2.21
12/12/02	Copying @ \$.10/page. Total pages copied:	33	3.30
12/12/02	Copying @ \$.10/page. Total pages copied:	12	1.20
12/12/02	Copying @ \$.10/page. Total pages copied:	48	4.80
12/13/02	Long distance telephone charges *		3.20
12/13/02	Long distance telephone charges *		1.60
12/16/02	Long distance telephone charges *		2.80
12/16/02	Long distance telephone charges *		3.20
12/16/02	Long distance telephone charges *		2.40
12/16/02	Long distance telephone charges *		1.40
12/17/02	Long distance telephone charges *		1.80
12/20/02	Long distance telephone charges *		2.40
12/20/02	Long distance telephone charges *		1.40
12/22/02	Long distance telephone charges		4.20
12/23/02	Federal Express		12.25
12/24/02	Long distance telephone charges *		1.00
12/27/02	Long distance telephone charges *		3.20
12/29/02	Westlaw usage & printing		6.34
12/31/02	Long distance telephone charges *		1.60
1/02/03	Airfare Expense-Trip to Raleigh, NC for Depositions of Gordon Selley and Steve DiMarco.		424.50
1/02/03	Airfare Expense-Return trip from Raleigh, NC for Depositions of Gordon Selley and Steve DiMarco (Airfare for Mr. Selley).		128.00
1/02/03	Airfare Expense-Trip to Raleigh, NC for Depositions of Gordon Selley and Steve DiMarco (Airfare for Mr. Selley).		487.00
1/03/03	Westlaw usage & printing		1.22
1/03/03	Long distance telephone charges *		2.00
1/03/03	Long distance telephone charges *		5.60
1/06/03	Long distance telephone charges *		2.20
1/06/03	Long distance telephone charges *		1.60
1/06/03	Long distance telephone charges *		2.60
1/07/03	Parking Expense-At KCI Airport during trip to Raleigh, NC for Depositions of Gordon Selley and Steve DiMarco.		10.00

1/07/03	Car Rental Expense-In Raleigh, NC during Depositions of Gordon Selley and Steve DiMarco.		66.73
1/08/03	Lodging Expense-In Raleigh, NC during Deposition of Gordon Selley (Lodging for Mr. Selley).		157.07
1/08/03	Lodging Expense-In Raleigh, NC during Depositions of Gordon Selley and Steve DiMarco.		167.07
1/09/03	Long distance telephone charges *		1.80
1/09/03	Long distance telephone charges *		4.00
1/09/03	Long distance telephone charges *		1.60
1/09/03	Copying @ \$.10/page. Total pages copied:	43	4.30
1/09/03	Copying @ \$.10/page. Total pages copied:	12	1.20
1/09/03	Copying @ \$.10/page. Total pages copied:	66	6.60
1/13/03	Westlaw usage & printing		6.72
1/14/03	Copying @ \$.10/page. Total pages copied:	173	17.30
1/21/03	Copying @ \$.10/page. Total pages copied:	169	16.90
	TOTAL COSTS ADVANCED		1,992.42
	INVOICE TOTAL (DUE - NET 30 DAYS)		29,579.92

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## **Exhibit B**

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## **BIOGRAPHICAL INFORMATION**

### **TRAWICK H. STUBBS, JR.**

Trawick H. Stubbs, Jr. is the senior partner at Stubbs & Perdue and was admitted to the North Carolina Bar in 1967. He graduated from the University of North Carolina, Chapel Hill with an A.B. with honors in History in 1964. He obtained his J.D. from Duke University Law School in 1967. His academic honors include: Member of the Order of the Coif, Morehead Scholar and Member of the Editorial Board, Duke Law Journal. His experience includes: Law Clerk to U.S. District Judge John D. Larkins, Jr., 1969-1970; Chapter 13 Trustee, U.S. Bankruptcy Court, Eastern District of North Carolina since 1972; North Carolina State Bar Certified Bankruptcy Specialist; North Carolina State Bar Board of Specialization - Bankruptcy Specialization Committee (Member 1984-1990); North Carolina Bar Association - Bankruptcy Section Council (1986-1989); Organizer, founder and speaker of Eastern Bankruptcy Institute; Fourth Circuit Judicial conference (1971 to present); He is a member of the American Academy of Trial Lawyers, National Association of Chapter 13 Trustees, North Carolina Academy of Trial Lawyers and the Craven County Bar Association. He practices law in the firm of Stubbs & Perdue, P.A. focusing in the area of Bankruptcy. The firm has represented Debtors, Creditors, Trustees and Unsecured Creditors' Committees. Selected by peers, as a member of the Legal Elite in the area of bankruptcy, *The Legal Elite*, Business North Carolina, January 2002.

### **JASON L. HENDREN**

Jason L. Hendren was admitted to the North Carolina Bar in 1999. He attended Lee University where he earned a Bachelor of Arts degree, *magna cum laude*, in History. He received his J.D., *magna cum laude*, from the University of Tennessee School of Law in 1999. He served on the Tennessee Law Review, as an Editor of Student Materials from 1997 through 1999 and was admitted as a Member of the Order of the Coif. Prior to joining Stubbs & Perdue, P.A., in June, 2001, Mr. Hendren served as Research Assistant to Justices Mark D. Martin and George L. Wainwright, Jr. of the Supreme Court of North Carolina.

### **WENDY KARAM**

Wendy Karam is a Bankruptcy Paralegal and has worked with Trawick H. Stubbs, Jr. since August, 1980. She began her employment in the Chapter 13 Trustee's office and continues to manage that operation. In addition, she assists Trawick H. Stubbs, Jr. in his general bankruptcy practice as a legal assistant. Ms. Karam studied business administration at Craven Community College and regularly attends continuing education seminars at regional and national bankruptcy conferences including the Eastern Bankruptcy Institute, National Bankruptcy Judges Conference, and the National Association of Chapter 13 Trustees.

### **CATHERINE A. PAHL**

Catherine A. Pahl graduated from Peace College in Raleigh, North Carolina, in May of 2002, with a Bachelor Degree in Communications. Catherine has worked for Stubbs & Perdue, P.A. since April, 2001, and works as a Legal Assistant in the areas of Personal Injury, Toxic Torts, Civil Litigation and Bankruptcy.



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## **BIOGRAPHICAL INFORMATION**

### **VINCENT F. O'FLAHERTY**

Vincent F. O'Flaherty is a shareholder in Niewald, Waldeck & Brown in Kansas City, Missouri. He was admitted to the Missouri Bar in 1987 and the Kansas Bar in 1995. He graduated from Creighton University, Omaha, Nebraska in 1984 and received his J.D. from the University of Missouri - Columbia in 1987. From 1987 through to the present he has practiced with Niewald, Waldeck & Brown which is a firm specializing in a broad range of practice areas, including trial practice, class action and complex litigation and other areas. Mr. O'Flaherty has over fifteen years experience representing clients in the communication tower industry across the United States. He leads the firm's tower litigation practice group and has led investigations on behalf of several clients following collapses of 2,000 ft. broadcast towers. He has experience in tower accident prevention and tower collapse causation analysis throughout the United States and internationally. He has also represented secured and unsecured creditors in various bankruptcy matters related to the tower industry.

### **KYLE J. HOMMES**

Mr. Hommes was employed as a Legal Assistant in the areas of bankruptcy and commercial litigation throughout 2002. He left employment at Niewald, Waldeck & Brown in February, 2003.

### **CARLA DOWNS**

Carla Downs has worked for Niewald, Waldeck & Brown since April, 1997 and works as a Secretary and Legal Assistant to Vincent F. O'Flaherty.

**UNITED STATES BANKRUPTCY COURT  
EASTERN DISTRICT OF NORTH CAROLINA  
RALEIGH DIVISION**

**In the Matter of:**  
**SPECTRASITE HOLDINGS, INC.,**  
**Debtor.**

**Case No.:**  
**02-03631-5-ATS**  
**Chapter 11**

**NOTICE OF APPLICATION FOR ALLOWANCE OF  
COMPENSATION AND REIMBURSEMENT OF EXPENSES TO  
ATTORNEYS FOR EQUITY SECURITY HOLDERS UNDER SECTION 503(b)**

**NOTICE IS HEREBY GIVEN** that Trawick H. Stubbs, Jr. of Stubbs & Perdue, P.A. and Vincent F. O'Flaherty of Niewald, Waldeck & Brown, as counsel for J. Doug Tribe, Gordon Selley, Alfred DiMarco, William B. Yeomans, and Stephen DiMarco, equity security holders of the Debtor, have filed an Application for Allowance of Compensation and Reimbursement of Expenses to Attorneys for Equity Security Holders under Section 503(b) of the Bankruptcy Code; and

**FURTHER NOTICE IS HEREBY GIVEN**, that Trawick H. Stubbs, Jr. of Stubbs & Perdue, counsel for the above-referenced equity security holders has applied for compensation in the amount of TWENTY-TWO THOUSAND ONE HUNDRED ELEVEN AND 00/100 (\$22,111.00) and for reimbursement for actual and necessary disbursements of ONE THOUSAND EIGHT HUNDRED THIRTY-SIX AND 18/100 (\$1,836.18), for a total of TWENTY-THREE THOUSAND NINE HUNDRED FORTY-SEVEN AND 18/100 (\$23,947.18), pursuant to Section 503(b) for the period from November 25, 2002 to March 12, 2003; and

**FURTHER NOTICE IS HEREBY GIVEN** that Vincent F. O'Flaherty of Niewald, Waldeck & Brown, counsel for the above-referenced equity security holders has applied for compensation in the amount of TWENTY-SEVEN THOUSAND, FIVE HUNDRED EIGHTY-SEVEN AND 50/100 (\$27,587.50) and for reimbursement for actual and necessary disbursements of ONE THOUSAND NINE HUNDRED NINETY-TWO AND 42/100 (\$1,992.42), for a total of TWENTY-NINE THOUSAND FIVE HUNDRED SEVENTY-NINE AND 92/100 (\$29,579.92), pursuant to Section 503(b) for the period from November 25, 2002 to January 8, 2003; and

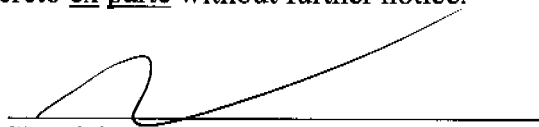
**FURTHER NOTICE IS HEREBY GIVEN** that the Application for Allowance of Compensation and Reimbursement of Expenses to Attorneys for Equity Security Holders under Section 503(b) filed by Trawick H. Stubbs, Jr. of Stubbs & Perdue, P.A. and Vincent F. O'Flaherty of Niewald, Waldeck & Brown may be allowed provided no response and request for a hearing is made by a party in interest in writing to the Clerk of this Court within TWENTY (20) DAYS from the date of this notice; and

**FURTHER NOTICE IS HEREBY GIVEN** that if a response and a request for a hearing is filed by a party in interest in writing within the time indicated, a hearing will

be conducted on this Application for Allowance of Compensation and Reimbursement of Expenses to Attorneys for Equity Security Holders under Section 503(b) and Response thereto at a date, time and place to be later set by the Court and all interested parties will be notified accordingly. If no request for a hearing is timely filed, the Court may rule on the Report and Application and Response thereto ex parte without further notice.

**DATE OF NOTICE:**

March 12, 2003



---

Trawick H. Stubbs, Jr.  
N.C. State Bar No. 4221  
Jason L. Hendren  
N.C. State Bar No. 26869  
STUBBS & PERDUE, P.A.  
Post Office Box 1630  
Raleigh, North Carolina 27602-1630  
(919) 856-9400  
(919) 856-9300 (Facsimile)

Vincent O'Flaherty  
MO State Bar No.: 34693  
KS State Bar No.: 16954  
NIEWALD, WALDECK & BROWN  
Twelve Wyandotte Plaza  
120 West 12<sup>th</sup>, Suite 1300  
Kansas City, MO 64105  
(816) 471-7000  
(816) 474-0872

*Counsel for J. Doug Tribe, Gordon Selley  
Alfred DiMarco, William B. Yeomans, and  
Stephen DiMarco,*

CERTIFICATE OF SERVICE

I, Jason L. Hendren, P.O. Box 1630, Raleigh, NC 27602-1630 certify:

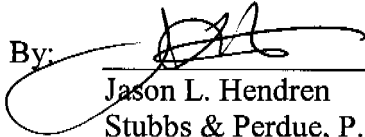
That I am, and at all times hereinafter mentioned was, more than eighteen (18) years of age;

That on the 12<sup>th</sup> day of March, 2003, I served copies of the foregoing **Notice of Application for Allowance of Compensation and Reimbursement of Expenses to Attorneys for Equity Security Holders under Section 503(b)** on the parties listed on **Exhibit "A"**, attached hereto, by depositing a copy of the same in the United States mail bearing sufficient postage.

I certify under penalty of perjury that the foregoing is true and correct.

DATED: March 12, 2003

By: \_\_\_\_\_

  
Jason L. Hendren  
Stubbs & Perdue, P. A.  
P. O. Box 1630  
Raleigh, North Carolina 27602-1630  
(919) 856-9400  
(919) 856-9300 (facsimile)

# **Exhibit A**

Terri L. Gardner  
Poyner & Spruill  
3600 Glenwood Ave.  
Raleigh, NC 27612

James O. Johnston  
Hennigan, Bennett & Dorman LLP  
601 South Figueroa St., Ste. 3300  
Los Angeles, CA 90017

Rob Katz  
Apollo Management  
1301 Ave. of Americas, 38th Fl.  
New York, NY 10009

Robert A. Conrad  
HSBC Bank USA/Issuer Services  
452 5th Avenue  
New York, NY 10018-2706

James Godke  
P.O. Box 94  
Joy, IL 61260

Regina Stango Kelbon  
Blank Rome Comisky & McCauley  
One Logan Square  
Philadelphia, PA 19103

Daily Insights  
Bill Angelowitz  
JAF Box 3127  
New York, NY 10116

Jesse Austin  
Paul Hastings Janofsky & Walker  
600 Peachtree St., NE, Suite 2400  
Atlanta, GA 30308

Joseph W. Madden  
SpectraSite Communications, Inc.  
100 Regency Forest Dr., Ste. 400  
Cary, NC 27511

Gregg Orr  
918 Dielman Rd.  
St. Louis, MO 63132

Andrew N. Rosenberg  
James H. Millar  
Paul Weiss Rifkind Wharton & Garrison  
1285 Avenue of the Americas  
New York, NY 10019-6064

Joshua D. Morse  
Hennigan, Bennett & Dorman LLP  
601 South Figueroa St., Ste. 3300  
Los Angeles, CA 90017

Nate Van Duzer  
Fidelity Investments  
82 Devonshire St., E20G  
Boston, MA 02109

Marshall Wolf  
Box 566 Chusrh St. Station  
New York, NY 10008

Michael Weinstock  
Quadrangle Group, LLC  
375 Park Ave., 14<sup>th</sup> Floor  
New York, NY 10152

Bryan Cave LLP  
c/o Mark S. Lichtenstein  
1290 Avenue of the Americas  
New York, NY 10104

Jeffrey D. Miller  
Alston & Bird, LLP  
3201 Beechleaf Ct., Ste. 600  
Raleigh, NC 27604

Tower Parent Corp.  
c/o Susan Z. Haller  
2001 Edmund Halley Dr.  
Reston, VA 20191

V. Allen Bender, III  
Jean B. Bender  
520 Mill Creek Rd.  
Pollocksville, NC 28573

Mark N. Berman  
Hutchins Wheeler & Dittmar  
101 Federal St.  
Boston, MA 02110

Claudia R. Tobler  
Alexander V. Rohan  
Paul Weiss Rifkind Wharton & Garrison  
1285 Avenue of the Americas  
New York, NY 10019-6064

Kenneth Liang  
Oaktree Capital Management  
333 S. Grand Ave., 28th Floor  
Los Angeles, CA 90071

Eric R. Johnson  
Conseco Capital Management, Inc.  
11825 N. Pennsylvania St.  
P.O. Box 1925  
Carmel, IN 46032

Bankruptcy Administration  
IOS Capital, LLC  
P.O. Box 13708  
Macon, GA 31208

Bernadette Faiella  
Verizon Wireless  
180 Washington Valley Rd.  
Bedminster, NJ 07521

SpectraSite Holdings, Inc.  
100 Regency Forest Dr., Ste. 400  
Cary, NC 27511

Debra SuDook  
James A. Goodman  
Kelley Drye & Warren  
101 Park Ave.  
New York, NY 10178

Edward A. Marue  
7570 N. Calle Sin Controversia  
Tucson, AZ 85718

Gary J. Kohler  
995 Papaya Lane  
Winter Springs, FL 32708

02-3631(reduced)

Joan S. Griffin  
CIBC World Markets  
425 Lexington Ave., 8th Fl.  
New York, NY 10017

Caroline weldon  
CIBC World Markets  
425 Lexington Ave., 8th Fl.  
New York, NY 10017

Chris Molen  
Paul, Hastings, Janofsky & walker  
600 Peachtree St., N.E., 24th Fl.  
Atlanta, GA 30308

Gretchen von Dwingelo  
Paul, Hastings, Janofsky & walker  
600 Peachtree St., N.E., 24th Fl.  
Atlanta, GA 30308

Melissa C. Schwartz  
Paul, Hastings, Janofsky & walker  
1299 Pennsylvania Ave., 10th Fl.  
Washington, DC, N.W. 20004-2400