

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

-----X
 In re: : Chapter 11 Cases Nos.
 :
 AI REALTY MARKETING OF NEW YORK, : 01-40252 (AJG) through
 INC., LASER ACQUISITION CORP., DDG I, : 01-40290 (AJG)
 INC., SUNBEAM AMERICAS HOLDINGS, LTD.:
 et al. :
 : (Jointly Administered)
 Debtors. :
 -----X

COVER SHEET PURSUANT TO UNITED STATES TRUSTEE
GUIDELINES FOR REVIEWING APPLICATIONS FOR COMPENSATION
AND REIMBURSEMENT OF EXPENSES FILED UNDER 11 U.S.C. § 330

THIRD AND FINAL APPLICATION

NAME OF APPLICANT:	Morrison & Hecker, L.L.P., n/k/a Stinson Morrison Hecker LLP	
ROLE IN THE CASE:	Litigation Attorneys for the Debtors	
CURRENT APPLICATON: (March 1, 2002 to March 31, 2002)	Fees Requested:	\$29,638.50
	Expenses Requested:	\$ 7,364.56
PRIOR APPLICATIONS: (April 1, 2001 to April 30, 2002)	1 st App. Fees Requested:	\$28,952.50
	1 st App. Fees Awarded:	\$27,504.88
(Nov. 1, 2002 to February 28, 2002)	2 nd App. Fees Requested:	\$153,219.50
	2 nd App. Fees Awarded:	\$145,558.52
	Total Fees Previously Requested:	\$182,172.00
	Total Fees Previously Awarded:	\$173,063.40
	1 st & 2 nd App. Expenses Previously Requested:	\$21,898.29
	1 st & 2 nd App. Expenses Previously Awarded:	\$21,898.29
FINAL APPLICATON:	Total Fees Requested:	\$211,810.50
	Total Expenses Requested:	\$ 29,262.85

Hours Billed

Name/Timekeeper	Year Admitted	Department	Hourly Rate	Total Hours Billed in Current Application	Total Fees Sought in Application
Partners					
Lang, Ken	1977	Litigation	\$115.00	5.2	\$598.00
			\$160.00	6.5	\$1,040.00
			\$175.00	91.5	\$16,012.50
			\$205.00	9.5	\$1,947.50
Bengtson, David	1984	Litigation	\$115.00	1.0	\$115.00
			\$150.00	1.2	\$180.00
			\$165.00	11.7	\$1,930.50
Preheim, Lynn	1987	Litigation	\$145.00	0.4	\$58.00
			\$165.00	2.6	\$429.00
Arnell, Norman	1954	Litigation	\$265.00	0.5	\$132.50
Total Partner Hours				130.1	\$22,443.00
Associates					
Decker, Amy	1998	Litigation	\$90.00	1.1	\$99.00
			\$100.00	1.4	\$140.00
			\$115.00	10.3	\$1,184.50
			\$130.00	0.0	\$0.00
Bird, Geron	2001	Litigation	\$115.00	0.0	\$0.00
McPheeters, Mary	1999	Litigation	\$90.00	6.0	\$540.00
			\$115.00	7.3	\$839.50
Robb, Sandy	1995	Litigation	\$135.00	0.8	\$108.00
Elsa, Kelly	1996	Litigation	\$115.00	5.6	\$644.00
Total Associate Hours				32.5	\$3,555.00
Legal Assistants and Others					
Fortner, Karen		Litigation	\$55.00	11.8	\$649.00
			\$65.00	37.1	\$2,411.50
			\$70.00	3.7	\$259.00
Strong, Susan		Litigation	\$100.00	1.6	\$160.00
Baldwin, Amy		Litigation	\$35.00	4.6	\$161.00
Total Other Hours				58.8	\$3,640.50
Total				221.4	\$29,638.50

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

-----X
In re: : Chapter 11 Cases Nos.
: :
AI REALTY MARKETING OF NEW YORK, : 01-40252 (AJG) through
INC., LASER ACQUISITION CORP., DDG I, : 01-40290 (AJG)
INC., SUNBEAM AMERICAS HOLDINGS, LTD.:
et al. :
: (Jointly Administered)
Debtors. :
-----X

APPLICATION OF MORRISON & HECKER L.L.P., AS
ATTORNEYS FOR DEBTORS, FOR FINAL ALLOWANCE OF
COMPENSATION FOR PROFESSIONAL SERVICES RENDERED AND
FOR REIMBURSEMENT OF ACTUAL AND NECESSARY EXPENSES

TO THE HONORABLE ARTHUR J. GONZALEZ
UNITED STATES BANKRUPTCY JUDGE:

Morrison & Hecker L.L.P., n/k/a Stinson Morrison Hecker LLP, (“SMH”), attorneys for the Debtors submits this final application (the “Application”), pursuant to sections 330(a) and 331 of title 11 of the United States Code (the “Bankruptcy Code”) and Rule 2016 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”) for: (1) the final allowance of compensation for professional services performed by SMH for the period commencing February 6, 2001 through December 18, 2002 (the “Final Compensation Period”); (2) allowance of interim compensation for professional services performed by SMH from March 1, 2002 through March 31, 2002; (3) reimbursement of expenses incurred in connection with such services for the final interim period SMH provided services for the Debtor, March 1, 2002 through March 31, 2002, pursuant to that certain Amended Order Pursuant to 11 U.S.C. Sections 105(a) and 331 Establishing Procedures for Monthly Compensation and Reimbursement of Expenses of Professionals, dated August 31, 2001; (4) final approval of the previous two fee applications filed by this Applicant during the course of the Applicant’s service as an ordinary course

professional; and, (5) approval of the payment of the five percent (5%) “holdback” that was applied to all requests for compensation and reimbursement made by professionals throughout the chapter 11 cases. In support of the Application, SMH respectfully represents:

Summary of Application

1. SMH requests a final total award for the Final Compensation Period of \$240,073.32, of which \$211,810.50 is for Total Fees and \$29,262.85 is for Total Expenses.
2. SMH seeks allowance of interim compensation for professional services rendered to the Debtors during the period from March 1, 2002 through March 31, 2002 (the Compensation Period), in the aggregate amount of \$29,638.50, and for reimbursement of expenses incurred in connection with the rendition of such services in the aggregate amount of \$7,364.56.
3. SMH has represented Debtors in litigation matters related to products manufactured by Debtors. Specifically, SMH served as National Trial Counsel for some of Debtors' domestic operating subsidiaries and defended product liability actions brought against those entities. The services represented by the fees sought by this application were preformed by Litigation Section attorneys at SMH. The majority of fees to which this application pertains were generated due to litigation and appellate activities in cases for which this Court has lifted the Section 362 stays and permitted these cases to proceed.
4. SMH has previously submitted monthly fee statements (the "Fee Statements") to the Debtors, The United States Trustee for the Southern District of New York, counsel for the Debtors Weil, Gotshal & Manges, LLP, Sunbeam Corporation, and counsel for the pre-petition and post-petition lenders Wachtell, Lipton, Rosen & Katz and Simpson, Thacher & Bartlett in accordance with the Administrative Order. On April 30, 2002, SMH submitted a Fee Statement for the period from and including March 1, 2002 through March 31, 2002. For the period of

March 1, 2002 through March 31, 2002, SMH provided services in the amount of \$29,638.50 for attorneys' fees, less a 20% hold back of \$5,927.70 for a total of \$23,710.80 and disbursements in the amount of \$7,364.56. Pursuant to the Administrative Order, unless an objection is served, the Debtors will pay 80% of the fees for services performed and 100% of the disbursements to SMH.

5. This Application has been prepared in accordance with the Amended Guidelines for Fees and Disbursements for Professionals in Southern District of New York Bankruptcy Cases adopted by the Court on April 19, 1985 (the "Local Guidelines), the United States Trustee Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. § 330 adopted on January 30, 1996 (the "UST Guidelines" and, collectively with the Local Guidelines, the "Guidelines"), and this Court's Administrative Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals, dated November 12, 1999 (the "Administrative Order). Pursuant to the Local Guidelines, a certification regarding compliance with same is attached hereto as Exhibit A.

6. By this Application, SMH seeks the court's confirmation of all prior amounts paid to SMH pursuant to the Administrative Order, as well as the allowance of the remainder of the fees and disbursement requested.

7. During the compensation Period, SMH attorneys and paraprofessionals expended a total of 221.4 hours for which compensation is requested. A schedule setting forth the number of hours expended by each of the partners, associates and paraprofessionals of SMH who rendered services to the Debtors and their respective hourly rates and the year of bar admission for each SMH attorney is attached hereto as Exhibit B. A schedule specifying the categories of

expenses for which SMH is seeking reimbursement and the total amount for each such expense category is attached hereto as Exhibit C.

8. SMH maintains computerized records of the time spent by all SMH attorneys and paraprofessionals in connection with its representation of the Debtors during the pendency of the Debtors' Chapter 11 cases. Subject to redaction for the attorney-client privilege where necessary to protect the Debtors and the Debtors' estates, copies of these computerized records were previously furnished in the form of the monthly fee statement to the Court, The United States Trustee for the Southern District of New York, counsel for the Debtors Weil, Gotshal & Manges, LLP, Sunbeam Corporation, and counsel for the pre-petition and post-petition lenders Wachtell, Lipton, Rosen & Katz and Simpson, Thacher & Bartlett, in the format specified by the UST Guidelines.

9. While it believes that all applicable time and disbursement charges have been included herein, to the extent that time or disbursement charges for services rendered or disbursements incurred relate to the Compensation Period, but were not processed prior to the preparation of this Application, SMH reserves the right to request additional compensation for such services and reimbursement of such expenses in a future application.

Background

10. On February 5, 2001 (the "Filing Date"), the Debtors filed a Chapter 11 voluntary bankruptcy petition.

11. On or about February 6, 2001 this Court entered the Order Pursuant to Sections 327 and 328 of the Bankruptcy Code Authorizing Employment of Professionals Utilized in the Ordinary Course of Business.

12. On or about March 12, 2001, Kenneth R. Lang, a partner of SMH, filed his affidavit under 11 U.S.C. § 327(e) consenting on behalf of SMH to provide legal services to Debtors.

Jurisdiction and Venue

13. The Court has jurisdiction to consider the Application pursuant to 28 U.S.C. §§ 157 and 1334, and the Standing Order of Referral of Cases to Bankruptcy Court Judges of the District Court for the Southern District of New York, dated July 10, 1984 (Ward, Acting C.J.). Consideration of the Application is a core proceeding pursuant to 28 U.S.C. § 157(b). Venue is proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409.

Retention and Compensation of SMH

14. Pursuant to order of the Court dated February 6, 2001, and amended March 1, 2001, the Court approved SMH's retention as counsel for Debtors to render legal services. A true and complete copy of the Amended Retention Order is attached hereto as Exhibit D. As set forth more fully in the Debtor's application to employ SMH at the outset of these cases, SMH, possesses expertise in various specialized areas of the law including product liability defense and litigation.

15. This is SMH's third application for allowance of interim compensation for services rendered and for reimbursement of expenses. As noted above pursuant to the Fee Statements and the Administrative Order, SMH has received an aggregate of \$25,000.00 per monthly billing period in respect of services rendered during these Chapter 11 cases, and will be receiving further payment shortly after the filing of this Application.

Services Rendered by SMH During the Compensation Period

16. SMH does not wish to burden this Court with an overly detailed or lengthy recitation of each and every matter with respect to which it has rendered services to the Debtors. Further, some of the services performed were in connection with matters that are confidential, privileged or otherwise protected in nature and not a matter of public record. Accordingly, the

following is intended to serve only as a summary description of the primary services rendered by SMH during the Compensation Period on behalf of the Debtors:

DEFENSE OF PRODUCT LIABILITY CASES

17. SMH expended considerable time and effort in discovery, briefings, and hearings in pursuit of the defense of Debtors in two wrongful death actions where the Section 362 stay was lifted. In addition to the above, a portion of the services rendered in the time period from March 1, 2002 through March 31, 2002, involved defense of products liability lawsuits filed against the Debtor. Another portion of the services rendered involved preparation and filing of briefs in cases on appeal, supervision and investigation for preparation of pleadings.

Disbursements

18. As set forth in Exhibit C hereto, SMH has disbursed \$7,364.56 as expenses incurred in providing professional services during the Compensation Period. With respect to photocopying expenses, SMH charges all of its clients \$0.20 per page. With respect to facsimile expenses, in compliance with the Guidelines, SMH does not charge for facsimile transmissions, other than the cost of long distance facsimiles at applicable toll charge rates. Each of these categories of expenses does not exceed the maximum rate set by the Guidelines. These charges are intended to cover SMH's direct operating costs, which costs are not incorporated into the SMH hourly billing rates. Only clients who actually use services of the types set forth in Exhibit C are separately charged for such service. The effect of including such expenses as part of the hourly billing rates would impose that cost upon clients who do not require extensive photocopying and other facilities and services. The amount of the standard photocopying charge is intended to allow SMH to cover the related expenses of its photocopying service. A

determination of the actual expense per page for photocopying, however, is dependent on both the volume of copies and the total expenses attributable to photocopying on an annual basis.

19. In addition, due to the national nature of the Debtors' business, frequent long distance telephone calls have been required. On several occasions, overnight delivery of documents and other materials was required as a result of urgent needs necessitating the use of such express services. These disbursements were not included in SMH's overhead for the purpose of setting billing rates. SMH has made every effort to minimize its disbursements in this case. The actual expenses incurred in providing professional services were necessary, reasonable, and justified under the circumstances to service the needs of the Debtors in fulfilling their statutory obligations.

The Requested Compensation Should Be Allowed

20. Section 331 of the Bankruptcy Code provides for interim compensation of professionals and incorporates the substantive standards of section 330 to govern the Court's award of such compensation. 11 U.S.C. § 331. Section 330 provides that a court may award a professional employed by the Debtors under section 1103 of the Bankruptcy Code "reasonable compensation for actual necessary services rendered . . . and reimbursement for actual, necessary expenses." 11 U.S.C. § 339(a)(1). Section 330 also sets forth the criteria for the award of such compensation and reimbursement:

In determining the amount of reasonable compensation to be awarded, the court should consider the nature, extent, and the value of such services, taking into account all relevant factors, including ---

- (A) the time spent on such services;
- (B) the rates charged for such services;

- (C) whether the services were necessary to the administration of, or beneficial at the time at which the service was rendered toward the completion of a case under this title;
- (D) whether the services were performed within a reasonable amount of time commensurate with the complexity, importance, and nature of the problem, issue, or task addressed; and
- (E) whether the compensation is reasonable based on the customary compensation charged by comparably skilled practitioners in cases other than cases under this title.

11 U.S.C. § 330(a)(3).

21. In the instant case, SMH respectfully submits that the services for which it seeks compensation in this Application were necessary for and beneficial to the Debtors at the time at which such services were rendered. These services were performed without duplication of effort or expense incurred by professionals and paraprofessionals employed by SMH. SMH submits that its request for compensation for the foregoing services is reflective of a reasonable and appropriate amount of time expended in performing such services commensurate with the complexity, importance and nature of the problem, issue, or task involved.

22. In sum, the services rendered by SMH were necessary and beneficial to the Debtors and were consistently performed in a timely manner commensurate with the complexity, importance, and nature of the issues involved, and approval of the compensation sought herein is warranted.

Statements of SMH

23. As set forth in the certification of David E. Bengtson annexed hereto as Exhibit A, the compensation requested by SMH is based on the customary compensation charged by comparably skilled practitioners in cases other than cases under the Bankruptcy Code.

24. No agreement or understanding exists between SMH and any other person for a sharing of compensation received or to be received for services rendered in or in connection with these Chapter 11 cases, nor shall SMH share or agree to share the compensation paid or allowed from the Debtors' estates for such services with any other person. The foregoing constitutes the statement of SMH pursuant to section 504 of the Bankruptcy Code and Bankruptcy Rule 2016(a).

25. No agreement or understanding prohibited by 18 U.S.C. § 155 has been or will be made by SMH.

26. A copy of this Application has previously been provided to Marc P. Clements of the Sunbeam Corporation, the Debtor in Possession. He has reviewed this Application and approved it.

Waiver of Memorandum of Law

27. Pursuant to Local Bankruptcy Rule for the Southern District of New York 9013-1(b) because there are no novel issues of law presented by this Application, SMH respectfully requests that the Court waive the requirement that SMH file a memorandum of law in support of this Application.

Notice

28. Pursuant to the Administrative Order, copies of this Application have been given to the Debtors, The United States Trustee for the Southern District of New York, counsel for the Debtors Weil, Gotshal & Manges, LLP, Sunbeam Corporation, and counsel for the pre-petition and post-petition lenders Wachtell, Lipton, Rosen & Katz and Simpson, Thacher & Bartlett. Pursuant to paragraph 4 of the Administrative Order, a notice of the hearing, when set by the Court, to consider this and other professionals', if any, third and final application for interim

compensation will be served on the United States Trustee, counsel to the Debtors, counsel to the Agent, and all parties who have filed a notice of appearance with the Clerk of the Court and requested such notice. SMH submits that this is good and sufficient notice and no other or further notice is necessary.

WHEREFORE, SMH respectfully requests (1) the allowance of compensation for professional services rendered for the Compensation Period described above, and for reimbursement of expenses incurred in connection with such services for the final interim period SMH provided services for the Debtor, March 1, 2002 through March 31, 2002, pursuant to that certain Amended Order Pursuant to 11 U.S.C. Sections 105(a) and 331 Establishing Procedures for Monthly Compensation and Reimbursement of Expenses of Professionals, dated August 31, 2001; (2) for final approval of the previous two fee applications filed by this Applicant during the course of the Applicant's service as an ordinary course professional; and (3) for approval of the payment of the five percent (%5) "holdback" that was applied to all requests for compensation and reimbursement made by professionals throughout the chapter 11 cases.

Dated: Wichita, Kansas
February 3, 2003

s/David E. Bengtson

David E. Bengtson (Kansas Bar #12184)
STINSON MORRISON HECKER LLP
600 Commerce Bank Center
150 N. Main
Wichita, Kansas 67202-1320
(316) 265-8800

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

EXHIBIT A

-----X
In re: : Chapter 11 Cases Nos.
: :
AI REALTY MARKETING OF NEW YORK, : 01-40252 (AJG) through
INC., LASER ACQUISITION CORP., DDG I, : 01-40290 (AJG)
INC., SUNBEAM AMERICAS HOLDINGS, LTD.:
et al. :
: (Jointly Administered)
Debtors. :
-----X

CERTIFICATION UNDER GUIDELINES FOR FEES
AND DISBURSEMENTS FOR PROFESSIONALS
IN RESPECT OF APPLICATION OF
MORRISON & HECKER L.L.P. FOR FINAL
COMPENSATION AND REIMBURSEMENT OF EXPENSES

I, David E. Bengtson, hereby certify that:

1. I am an attorney at law and the professional designated by the applicant, Morrison & Hecker L.L.P. n/k/a Stinson Morrison Hecker LLP (“SMH”), with responsibility for the Debtors in respect of compliance with the Amended Guidelines for Fees and Disbursements for Professionals in Southern District of New York Bankruptcy Cases adopted by the Court on April 19, 1995 (the “Local Guidelines”) and the United States Trustee Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. § 330, adopted on January 30, 1996 (the “UST Guidelines”).

2. This certification is made in respect of SMH’s final application dated February 3, 2003 (the “Application”), for compensation and reimbursement of expenses for the period commencing April 1, 2001 through March 31, 2002 (the “Final Compensation Period”) in accordance with the Local Guidelines.

3. In respect of section B.1. of the Local Guidelines, I certify that:

(a) I have read the Application;

- (b) to the best of my knowledge, information, and belief formed after reasonable inquiry, the fees and disbursements sought fall within the Local Guidelines;
- (c) the fees and disbursements sought are billed at rates in accordance with practices customarily employed by SMH and generally accepted by SMH's clients; and
- (d) in providing a reimbursable service, SMH does not make a profit on that service, whether the service is performed by SMH in-house or through a third party.

4. In respect of section B.2. of the Local Guidelines, I certify that:

- (a) The United States Trustee, the Debtors, counsel for the Debtors Weil, Gotshal & Manges, LLP, Sunbeam Corporation, and counsel for the pre-petition and post-petition lenders Wachtell, Lipton, Rosen & Katz and Simpson, Thacher & Bartlett have each been provided on a monthly basis with a statement of SMH's fees and disbursements accrued during the previous month; and
- (b) the statement contained lists of professionals and paraprofessionals providing services, their respective billing rates, the aggregate hours spent by each professional and paraprofessional, a general description of the services rendered, a reasonably detailed breakdown of the disbursements incurred, and an explanation of billing practices.

5. In respect of section B.3. of the Local Guidelines, I certify that the United States Trustee, the Debtors, counsel for the Debtors Weil, Gotshal & Manges, LLP, Sunbeam

Corporation, and counsel for the pre-petition and post-petition lenders Wachtell, Lipton, Rosen & Katz and Simpson, Thacher & Bartlett are each being provided with a copy of the Application in accordance with the Court's Administrative Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals, dated November 12, 1999.

6. By this certification, SMH does not waive or release any rights or entitlements it has under the order of this Court, dated February 6, 2001, approving, under sections 327 and 328 of the Bankruptcy Code, SMH's retention as counsel to the Debtors pursuant to SMH's normal billing rates and customary reimbursement and disbursement practices.

Dated: Wichita, Kansas
February 3, 2003

s/David E. Bengtson
David E. Bengtson (Kansas Bar #12184)
STINSON MORRISON HECKER LLP
600 Commerce Bank Center
150 N. Main
Wichita, Kansas 67202-1320
(316) 265-8800

EXHIBIT B

March 1, 2002 through March 31, 2002

Partners

<u>Timekeeper</u>	<u>Admitted</u>	<u>Department</u>	<u>Hourly Rate</u>	<u>Total Hours</u>	<u>Total Amount</u>
Lang, Ken	1977	Litigation	\$115.00	5.2	\$ 598.00
			\$160.00	6.5	\$ 1,040.00
			\$175.00	91.5	\$16,012.50
			\$205.00	9.5	\$ 1,947.50
Bengtson, David	1984	Litigation	\$115.00	1.0	\$ 115.00
			\$150.00	1.2	\$ 180.00
			\$165.00	11.7	\$ 1,930.50
Preheim, Lynn	1987	Litigation	\$145.00	0.4	\$ 58.00
			\$165.00	2.6	\$ 429.00
Norman Arnell	1954	Litigation	\$265.00	0.5	\$ 132.50
Total Partner Hours				130.1	\$ 22,443.00

EXHIBIT B

March 1, 2002 through March 31, 2002

Associates

<u>Timekeeper</u>	<u>Admitted</u>	<u>Department</u>	<u>Hourly Rate</u>	<u>Total Hours</u>	<u>Total Amount</u>
Decker, Amy	1998	Litigation	\$90.00	1.1	\$ 99.00
			\$100.00	1.4	\$ 140.00
			\$115.00	10.3	\$1,184.50
			\$130.00	0.0	\$ 0.00
Bird, Geron	2001	Litigation	\$115.00	0.0	\$ 0.00
McPheeters, Mary	1999	Litigation	\$90.00	6.0	\$ 540.00
			\$115.00	7.3	\$ 839.50
Robb, Sandy	1995	Litigation	\$135.00	0.8	\$ 108.00
Elsea, Kelly	1996	Litigation	\$115.00	5.6	\$ 644.00
Total Associate Hours				32.5	\$3,555.00

EXHIBIT B

March 1, 2002 through March 31, 2002

Legal Assistants and Others

<u>Timekeeper</u>	<u>Admitted</u>	<u>Department</u>	<u>Hourly Rate</u>	<u>Total Hours</u>	<u>Total Amount</u>
Fortner, Karen		Litigation	\$55.00	11.8	\$ 649.00
			\$65.00	37.1	\$2,411.50
			\$70.00	3.7	\$ 259.00
Strong, Susan		Litigation	\$100.00	1.6	\$ 160.00
Baldwin, Amy		Litigation	\$35.00	4.6	\$ 161.00
Total Other Hours				58.8	\$3,640.50

EXHIBIT B

March 1, 2002 through March 31, 2002

Total for All Timekeepers

Timekeepers	Total Hours	Total Amount
Total Partner Charges	130.1	\$22,443.00
Total Associate Charges	32.5	\$ 3,555.00
<u>Total Legal Assistant and Other Charges</u>	<u>58.8</u>	<u>\$ 3,640.50</u>
TOTAL DUE	221.4	\$29,638.50

EXHIBIT C

March 1, 2002 through March 31, 2002

Disbursements

	TOTAL
Travel	\$5,384.86
Outside Copy Service	36.48
Copying	345.00
Long Distance	177.17
Mileage	27.95
Federal Express	352.43
Postage	5.69
Medical Records	0.00
Phone Charges	30.01
Facsimile	68.50
On-Line Research	714.54
Conference Call Charges	0.00
Storage fee for evidence	0.00
Meeting Expense	0.00
Witness Fees	0.00
Miscellaneous	221.93
TOTAL	\$7,364.56

EXHIBIT D

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

-----X
In re: : **Chapter 11 Cases Nos.**
: :
AI REALTY MARKETING OF NEW YORK, : **01-40252 (AJG) through**
INC., LASER ACQUISITION CORP., DDG I, : **01-40290 (AJG)**
INC., SUNBEAM AMERICAS HOLDINGS, LTD. :
et al. :
: **(Jointly Administered)**
: **Debtors.** :
-----X

**AMENDED ORDER PURSUANT TO SECTIONS 327 AND 328
OF THE BANKRUPTCY CODE AUTHORIZING EMPLOYMENT OF
PROFESSIONALS UTILIZED IN THE ORDINARY COURSE OF BUSINESS**

Upon the motion dated February 6, 2001 (the "Motion") of AI Realty Marketing of New York, Inc., Laser Acquisition Corporation, DDG I, Inc., Sunbeam Americas Holdings, Ltd. and substantially all of their direct and indirect domestic operating subsidiaries (collectively, the "Debtors"), as debtors in possession, for an order pursuant to sections 327 and 328 of title 11 of the United States Code (the "Bankruptcy Code"), approving the employment of certain professionals utilized by the Debtors in the ordinary course of their business (excluding professionals for whom the debtors have filed separate retention applications with this Court) (collectively, the "Ordinary Course Professionals"), all as more fully set forth in the Motion; and it appearing that the Court has jurisdiction over this matter; and it appearing that due notice of the Motion has been provided to the United States Trustee for the Southern District of New York, attorneys for the Debtors' prepetition senior lenders and attorneys for the Debtors' proposed postpetition lenders, and that no other or further notice need be provided; and it further appearing that the relief requested in the Motion is in the best interests of the Debtors and their estates and creditors; and the Court having entered an order on February 6, 2001 authorizing the

employment of professionals utilized in the ordinary course of business; and upon all of the proceedings had before the Court; and after due deliberation and sufficient cause appearing therefor, it is

ORDERED that, pursuant to sections 327 and 328 of the Bankruptcy Code, to the extent deemed necessary or appropriate by the Debtors, the Debtors are authorized to employ the Ordinary Course Professionals listed on Exhibit A to the Motion in the ordinary course of their business, effective as of the date of the commencement of the Debtors' chapter 11 cases; and it is further

ORDERED that each law firm retained as an Ordinary Course Professional shall file with the Court, within the later of (i) March 31, 2001 and (ii) the date of the law firm's engagement by the Debtors, an affidavit pursuant to section 327(e) of the Bankruptcy Code setting forth that such law firm does not represent or hold any interest adverse to the Debtors or to their respective estates; and it is further

ORDERED that the Debtors are authorized to supplement the list of Ordinary Course Professionals from time to time during these cases, as the need arises, and file such supplemental lists with the Court and serve same on the United States Trustee, the attorneys for the Debtors' prepetition senior lenders and the statutory committee of unsecured creditors, once appointed, and if no objections to any such supplemental lists are filed within 15 days after service thereof, the retention of such Ordinary Course Professionals shall be deemed approved by the Court pursuant to sections 327 and 328 of the Bankruptcy Code without the need for a hearing; and it is further

ORDERED that the Debtors are authorized and empowered to pay compensation and reimburse expenses to each of the Ordinary Course Professionals retained pursuant to this Order

in the customary manner in the full amount billed by each such professional upon receipt of reasonably detailed invoices indicating the nature of the services rendered and calculated in accordance with such professional's standard billing practices (without prejudice to the Debtors' right to dispute any such invoices), up to \$25,000 per month per such professional; and it is further

ORDERED that any payments made in excess of the fee cap set forth in the decretal paragraph immediately preceding this decretal paragraph to any Ordinary Course Professional shall be subject to the prior approval of the Court in accordance with sections 330 and 331 of the Bankruptcy Code, the Federal Rules of Bankruptcy Procedure, the Local Rules of the Bankruptcy Court for the Southern District of New York, the Fee Guidelines promulgated by the Executive Office of the United States Trustee and any applicable orders of the Court; and it is further

ORDERED that this Order shall not apply to any professional retained by the Debtors pursuant to a separate order of this Court.

Dated: New York, New York
March 1, 2001

s/Arthur J. Gonzalez
HONORABLE ARTHUR J. GONZALEZ
UNITED STATES BANKRUPTCY JUDGE

WICDOCS 84633v1