

WILLIAMS & CONNOLLY LLP
725 – 12th St., N.W.
Washington, DC 20005
(202) 434-5000
Heidi K. Hubbard

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re)	
)	Chapter 11 Case No.
SUNBEAM CORPORATION,)	
)	01-40291 (AJG)
Debtor.)	
)	

**APPLICATION OF WILLIAMS & CONNOLLY LLP, ATTORNEYS
EMPLOYED BY DEBTOR, FOR FINAL ALLOWANCE OF
COMPENSATION FOR SERVICES RENDERED
AND REIMBURSEMENT OF EXPENSES**

SUMMARY SHEET

Name of Applicant: Williams & Connolly LLP
Role in the Case: Litigation counsel employed by debtor

Current Application:

Fees Requested: \$105,644.00
(Sept. 1 – Oct. 31, 2002)

Expenses Requested: \$ 7,948.84
(Sept. 1 – Oct. 31, 2002)

Prior Applications:

**First Interim Application
(Dec. 1, 2001 – Mar. 31, 2002)**

Fees Requested: \$230,619.50

Fees Awarded: \$219,088.52

Expenses Requested: \$ 18,606.34

Expenses Awarded: \$ 18,606.34

**Second Interim Application
(Apr. 1 – July 31, 2002)**

Fees Requested:	\$179,298.50
Fees Awarded:	\$170,333.57
Expenses Requested:	\$ 17,441.89
Expenses Awarded:	\$ 17,441.89

Final Application:

Total Fees Requested:	\$515,562.00
Total Expenses Requested:	\$ 43,997.07

See Exhibits B.1 through B.3 for list of professionals and paraprofessionals, rates, hours, and fees for each period.

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**APPLICATION OF WILLIAMS & CONNOLLY LLP,
ATTORNEYS EMPLOYED BY DEBTOR, FOR FINAL
ALLOWANCE OF COMPENSATION FOR SERVICES
RENDERED AND REIMBURSEMENT OF EXPENSES**

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

Williams & Connolly LLP, counsel for Debtor, submits this final application (“the Final Application”), pursuant to sections 330(a) and 331 of title 11 of the United States Code (the “Bankruptcy Code”) for the allowance of compensation for professional services rendered from December 31, 2001 through and including October 31, 2002 (“the Total Compensation Period”), and for reimbursement of expenses incurred in connection with services provided, and in support thereof, respectfully states:

Summary of Application

1. Williams & Connolly LLP seeks allowance of compensation for professional services rendered to Debtor during the period from December 31, 2001 through and including October 31, 2002 in the aggregate amount of \$515,562.00,

and for reimbursement of expenses incurred in connection with the rendition of services in the aggregate amount of \$43,997.07.

2. Williams & Connolly LLP is counsel for Debtor in the case captioned In re Chemetron Corp., Chemetron Investments, Inc., Sunbeam Corp., Sprinkler Corp. of Milwaukee, Inc., and Grucon Corp., CPSC Docket No. 02-1, administrative litigation filed against Debtor before the United States Consumer Product Safety Commission (“CPSC”) on October 10, 2001 (“the Litigation”). Williams & Connolly LLP has had day-to-day responsibility for the conduct of the Litigation, including conducting factual and legal research and analysis, propounding and responding to discovery, drafting and filing pleadings, negotiating with opposing counsel, participating in conferences and hearings with the court, participating in depositions, working with witnesses, and developing case strategy.

3. Williams & Connolly LLP has previously submitted monthly fee statements to Debtor, counsel for Debtor, counsel for the lenders, counsel for the creditors’ committee, and the United States Trustee. These statements, which include daily descriptions of the services provided and expenses incurred, have also been filed with the Court. For the Total Compensation Period, Williams & Connolly LLP has received a total of \$370,300.29 in fees, representing 73% of Williams & Connolly LLP’s total fees for the period, plus \$39,682.32 in expenses, representing 90.2% of the expenses billed during the period.

4. 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, 1995; 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; and this Court's administrative order dated February 27, 2001 establishing procedures for interim compensation and reimbursement of expenses of professionals. A certification regarding compliance with the foregoing is attached hereto as **Exhibit A**.

5. By this Application, Williams & Connolly LLP seeks the Court's confirmation of all prior amounts paid to Williams & Connolly LLP pursuant to the administrative order, as well as the allowance of the remainder of the fees and disbursements requested for the Total Compensation Period, including the 5% hold-back in fees awarded in response to Williams & Connolly LLP's First and Second Interim Applications, as well as fees and expenses for the period September 1 – October 31, 2002, for which Williams & Connolly LLP has not previously submitted an application.

Jurisdiction and Venue

6. This 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. 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.

Fees

7. During the period for which the First Interim Application was submitted (December 31, 2001 through March 31, 2002) (“First Period”), Williams & Connolly LLP attorneys and paraprofessionals expended a total of 913.35 hours for which compensation was requested. By order dated June 18, 2002, the Court awarded those fees less the 5% hold-back (for a total award of \$219,088.52 out of \$230,619.50 in fees for the First Period). A schedule setting forth the number of hours expended by each of the partners, associates, and paraprofessionals of Williams & Connolly LLP who rendered services to Debtor during the First Period, their respective hourly rates, and the year of bar admission for each of the attorneys, is attached hereto as **Exhibit B.1**.

8. During the period for which the Second Interim Application was submitted (April 1, 2002 – July 31, 2002) (“the Second Period”), Williams & Connolly LLP attorneys and paraprofessionals expended a total of 690.40 hours for which compensation was requested. By order dated October 30, 2002, the Court awarded those fees less the 5% hold-back (for a total award of \$170,333.57 out of \$179,298.50 in fees for the Second Period). A schedule setting forth the number of hours expended by each of the partners, associates, and paraprofessionals of Williams & Connolly LLP who rendered services to Debtor during the Second Period, their respective hourly rates, and the year of bar admission for each of the attorneys is attached hereto as **Exhibit B.2**.

9. During the current period included in this Final Application (September 1, 2002 – October 31, 2002) (“Current Period”), Williams & Connolly

LLP attorneys and paraprofessionals expended a total of 400.30 hours for which compensation is requested. A schedule setting forth the number of hours expended by each of the partners, associates, and paraprofessionals of Williams & Connolly LLP who rendered services to Debtor during the Current Period, their respective hourly rates, and the year of bar admission for each of the attorneys is attached hereto as **Exhibit B.3**.

10. Williams & Connolly LLP respectfully requests that the Court allow the 5% hold-back for each of the First and Second Periods and allow the fees for which reimbursement is requested in the Current Period, and that the Court confirm all prior amounts paid to Williams & Connolly LLP, for a total amount in the Total Compensation Period of \$515,562.00.

11. A schedule setting forth a description of the project categories and the number of hours expended by the partners, associates and paraprofessionals of Williams & Connolly LLP by project category, and the aggregate fees associated with each project category, is attached hereto as **Exhibit D**.

12. Williams & Connolly LLP maintains computerized records of time spent by all Williams & Connolly LLP attorneys and paraprofessionals in connection with its representation of Debtor in the Litigation. These records have been furnished to the Court, the United States Trustee, the Debtor, counsel for the Debtor, counsel for the lenders, and counsel for the creditors' committee in the form of monthly fee statements during the Total Compensation Period. These monthly

fee statements, which were filed with the Court, were redacted as necessary to protect attorney-client privileged and attorney-work-product-protected information.

Disbursements

13. Williams & Connolly LLP disbursed \$18,606.34 during the First Period for expenses incurred in providing professional services, and the court allowed reimbursement of those expenses by order dated June 18, 2002. A schedule specifying the categories of expenses during the First Period and the total amount for each such expense category is attached hereto as **Exhibit C.1**.

14. Williams & Connolly LLP disbursed \$17,441.89 during the Second Period for expenses incurred in providing professional services, and the Court allowed reimbursement of those expenses by order dated October 30, 2002. A schedule specifying the categories of expenses during the Second Period and the total amount for each category is attached hereto as **Exhibit C.2**.

15. Williams & Connolly LLP disbursed \$7,948.84 during the Current Period for expenses incurred in providing professional services. A schedule specifying the categories of expenses during the Current Period for which Williams & Connolly LLP is seeking reimbursement and the total amount for each category is attached hereto as **Exhibit C.3**.

16. Thus, Williams & Connolly LLP disbursed a total of \$43,997.07 during the Total Compensation Period for expenses incurred in providing professional services.

17. With respect to expenses for photocopying done at Williams & Connolly LLP, the firm's standard charge is \$.15 per page. Where the deadlines for

court filings or discovery responses require photocopying to be done on a rush basis by an outside vendor, Williams & Connolly LLP charges the amount charged by the outside vendor. With respect to facsimile expenses, Williams & Connolly LLP does not charge for facsimile transmissions other than the cost of long distance facsimiles, which are charged at applicable telephone rates. The foregoing charges are intended to cover Williams & Connolly LLP's direct operating costs, which costs are not incorporated into Williams & Connolly LLP's hourly billing rates. Only clients who actually use services of the type set forth in **Exhibits C.1 – C.3** are separately charged for such services. The effect of including such expenses in hourly billing rates would impose that cost upon clients who did not require extensive photocopying and other facilities and services. The amounts requested for reimbursement of expenses do not exceed those set forth in the guidelines.

18. Due to the requirements imposed in the Litigation for filing and service of pleadings and other documents, messenger charges have been required. In addition, due to the location of the Debtor personnel who are overseeing this Litigation and the location of co-counsel, overnight delivery of documents has been required in certain circumstances. These and the other expenses set forth in **Exhibits C.1 – C.3** were necessary, reasonable, and justified under the circumstances to serve the needs of Debtor in the Litigation. Williams & Connolly LLP has made every effort to minimize disbursements in the Litigation.

The Requested Compensation Should be Allowed

19. Section 331 of the Bankruptcy Code provides for compensation of professionals and incorporates the substantive standards of section 330 to govern

the court's award of such compensation. See 11 U.S.C. § 331. Section 330 provides that a court may award a professional with "reasonable compensation for actual necessary services rendered . . . and reimbursement for actual, necessary expenses."

11 U.S.C. § 330(a)(1). Section 330 further provides:

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 in 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).

20. In the instant case, Williams & Connolly LLP respectfully submits that the services for which it seeks compensation were necessary and beneficial to Debtor at the time at which such services were rendered. As set forth in the certification attached hereto as **Exhibit A**, the compensation requested is reasonable in relation to the customary compensation charged by comparably skilled practitioners in cases other than cases under the Bankruptcy Code.

21. A copy of this Application has previously been provided to Marc P. Clements, Esq., American Household, Inc. (formerly, Sunbeam Corp.), who

supervises the Litigation on behalf of Debtor. He has reviewed this Application and approved it.

Waiver of Memorandum of Law

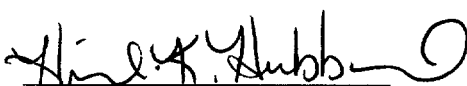
22. Pursuant to Local Bankruptcy Rule 9013-1(b), because there are no novel issues of law presented by this Application, Williams & Connolly LLP respectfully requests that the Court waive the requirement that Williams & Connolly LLP file a memorandum of law to support this Application.

Notice

23. Copies of this Application have been provided to Debtor, the United States Trustee, bankruptcy counsel for Debtor, and counsel for lenders.

WHEREFORE, Williams & Connolly LLP respectfully requests (i) an allowance of compensation (and confirmation of compensation previously allowed) for professional services rendered during the Total Compensation Period in the total amount of \$515,562.00 in fees (which includes the amounts allowed in response to the First and Second Interim Applications, the 5% hold-backs from the First and Second Periods, and the amount requested for the Current Period), (ii) reimbursement of actual and necessary disbursements during the Total Compensation Period in the total amount of \$43,997.07 (which includes the amounts allowed in response to the First and Second Interim Applications and the amount requested for the Current Period), and (iii) such other and further relief as the Court deems just.

Respectfully submitted,

By: 
Heidi K. Hubbard

WILLIAMS & CONNOLLY LLP
725 – 12th Street, N.W.
Washington, DC 20005
(202) 434-5000

Dated: February ^{CH}1, 2003

CERTIFICATE OF SERVICE

I hereby certify that a true and correct copy of the foregoing
Application of Williams & Connolly LLP, Attorneys Employed by Debtor, for Final
Allowance of Compensation for Services Rendered and Reimbursement of Expenses
was served this 4th day of February, 2003, by overnight mail on:

American Household, Inc.
(formerly known as Sunbeam Corporation)
2381 Executive Center Drive
Boca Raton, Florida 33431
Attn: Steven R. Isko, Esq.

Weil Gotshal & Manges LLP
767 Fifth Avenue
New York, NY 10153
Attn: George A. Davis, Esq.

The Office of the United States Trustee
33 Whitehall Street, 21st Floor
New York, NY 10004
Attn: Paul K. Schwartzberg, Esq.

Simpson Thacher & Bartlett
425 Lexington Avenue
New York, NY 10017
Attn: Peter V. Pantaleo, Esq.
Alice B. Eaton, Esq.

Alice B. Eaton

EXHIBIT A

WILLIAMS & CONNOLLY LLP
725 – 12th St., N.W.
Washington, DC 20005
(202) 434-5000
Heidi K. Hubbard

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re)	
)	Chapter 11 Case No.
SUNBEAM CORPORATION,)	
)	01-40291 (AJG)
Debtor.)	

**CERTIFICATION UNDER GUIDELINES FOR FEES AND
DISBURSEMENTS FOR PROFESSIONALS WITH RESPECT TO
WILLIAMS & CONNOLLY LLP'S APPLICATION FOR FINAL ALLOWANCE
OF COMPENSATION AND REIMBURSEMENT OF EXPENSES**

I, Heidi K. Hubbard, hereby certify that:

1. I am an attorney at law and the professional designated by the applicant, Williams & Connolly LLP, with responsibility for 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 with respect to the Application of Williams & Connolly LLP, Attorneys Employed by Debtor, for Final Allowance of Compensation for Services Rendered and Reimbursement of Expenses.

3. With respect to § 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 and the UST Guidelines;
- (c) The fees and disbursements sought are billed at rates in accordance with practices customarily employed by Williams & Connolly LLP and generally accepted by Williams & Connolly LLP's clients; and
- (d) In providing a reimbursable service (i.e., expense disbursement), Williams & Connolly LLP does not make a profit on that service, whether the service is performed by Williams & Connolly LLP in-house or through a third party.

4. With respect to § B.2 of the Local Guidelines, I certify that:

- (a) The United States Trustee, the Debtor, counsel for the Debtor, counsel for the lenders, and counsel for the creditors' committee have each been provided with monthly statements of Williams & Connolly LLP's fees and disbursements during the Total Compensation Period; and
- (b) The monthly statements contain lists of professionals and paraprofessionals providing services, their respective billing rates, the aggregate hours spent by each professional and paraprofessional, a description of the services rendered (with redactions as necessary to protect attorney-client-privileged and work-product-protected information), a reasonably detailed breakdown of the disbursements incurred, and an explanation of the billing practices.

5. With respect to § B.3 of the Local Guidelines, I certify that the United States Trustee, the Debtor, counsel for the Debtor, and counsel for the lenders have each been provided by express mail sent February 4, 2003 with a copy of this Application in substantial compliance with § B.3.



Heidi K. Hubbard, Esq.
Williams & Connolly LLP

Dated: February ^{4th}, 2003

EXHIBIT B.1

Fees - First Period

December 1, 2001 through March 31, 2002

Names of Professionals/ this <u>Paraprofessionals</u>	<u>Year Admitted</u> <u>to Practice</u>	<u>Hourly</u> <u>Rate</u>	<u>Hours</u> <u>Billed</u>	<u>Total for</u> <u>Application</u>
<u>Partners</u>				
Barnett, Robert B.	1971	\$600	5.00	\$ 3,000.00
Hubbard, Heidi K.	1986	\$400 (2002)	191.60	\$ 76,640.00
		\$375 (2001)	22.00	\$ 8,250.00
Partner Totals:			218.60	\$ 87,890.00
 <u>Associates</u>				
Temple, Karyn A.	1998	\$270 (2002)	326.40	\$ 88,128.00
		\$240 (2001)	96.00	\$ 23,040.00
Associate Totals:			422.40	\$111,168.00
 <u>Paraprofessionals</u>				
Miller, Robert E.		\$115 (2002)	201.90	\$ 23,218.50
		\$100 (2001)	23.50	\$ 2,350.00
Winstead, Sarah, J.		\$115	13.40	\$ 1,541.00
Paraprofessionals billing fewer than 10 hours each		\$ 80-190	33.55	\$ 4,452.00
Paraprofessionals Totals:			272.35	\$ 31,561.50
TOTAL HOURS:			913.35	
(Dec. 1, 2001 - Mar. 31, 2002)				
TOTAL FEES:				\$230,619.50
(Dec. 1, 2001 - Mar. 31, 2002)				

EXHIBIT B.2

Fees - Second Period

April 1, 2002 through July 31, 2002

<u>Names of Professionals/ Paraprofessionals</u>	<u>Year Admitted to Practice</u>	<u>Hourly Rate</u>	<u>Hours Billed</u>	<u>Total for this Application</u>
<u>Partners</u>				
Hubbard, Heidi K.	1986	\$400	249.80	\$ 99,920.00
Partner Totals:			249.80	\$ 99,920.00
 <u>Associates</u>				
Temple, Karyn A.	1998	\$270	191.50	\$ 51,705.00
Associate Totals:			191.50	\$ 51,705.00
 <u>Paraprofessionals</u>				
Blackburn, Jessica M.		\$110	194.60	\$ 21,406.00
Miller, Robert E.		\$115	54.50	\$ 6,267.50
Paraprofessionals Totals:			249.10	\$ 27,673.50
TOTAL HOURS:			690.40	
(Apr. 1 - July 31, 2002)				
TOTAL FEES:				\$179,298.50
(Apr. 1 - July 31, 2002)				

EXHIBIT B.3

Fees - Current Period

September 1, 2002 through October 31, 2002

<u>Names of Professionals/ Paraprofessionals</u>	<u>Year Admitted to Practice</u>	<u>Hourly Rate</u>	<u>Hours Billed</u>	<u>Total for this Application</u>
<u>Partners</u>				
Hubbard, Heidi K.	1986	\$400	150.10	\$60,040.00
Partner Totals:			150.10	\$60,040.00
<u>Associates</u>				
Temple, Karyn A.	1998	\$270	78.70	\$21,249.00
Andelman, Matthew	2001	\$200	61.00	\$12,200.00
Associate Totals:			139.70	\$33,449.00
<u>Paraprofessionals</u>				
Blackburn, Jessica		\$110	110.50	\$12,155.00
Paraprofessionals Totals:			110.50	\$12,155.00
TOTAL HOURS:			400.30	
(Sept. 1 - Oct. 31, 2002)				
TOTAL FEES:				\$105,644.00
(Sept. 1 - Oct. 31, 2002)				

EXHIBIT C.1

Disbursements – First Period

December 1, 2001 through March 31, 2002

<u>Disbursement Category</u>	<u>Amount</u>
Overnight Service – Federal Express	\$ 526.08
On-Line Legal Research – Lexis, Westlaw, Dunn & Bradstreet	\$1,832.14
Messenger/Hand-Delivery Services	\$ 443.15
Telephone	\$ 174.73
Photocopying Costs – In-House	\$6,484.65
Outside Copying Services	\$8,681.78
Meals – Business Dinner with Client and Team	\$ 226.94
Postage	\$ 16.87
Transcript Cost	\$ 220.00
TOTAL DISBURSEMENTS: (Dec. 1, 2001 – Mar. 31, 2002)	\$18,606.34

EXHIBIT C.2

Disbursements – Second Period

April 1, 2002 through July 31, 2002

<u>Disbursement Category</u>	<u>Amount</u>
Overnight Service – Federal Express	\$ 1,353.43
On-Line Legal Research – Lexis, Westlaw, Dunn & Bradstreet	\$ 2,204.32
Messenger/Hand-Delivery Services	\$ 497.94
Telephone	\$ 564.21
Photocopying Costs – In-House	\$ 4,306.80
Outside Copying Services	\$ 4,766.75
Postage	\$ 32.08
Transcript Cost	\$ 83.00
Hotel Costs During Travel	\$ 712.32
Travel (rental cars, parking, cabs)	\$ 446.59
Airfare	\$ 2,226.00
Publications/Document Retrieval	\$ 248.45
TOTAL DISBURSEMENTS: (Apr. 1 – July 31, 2002)	\$ 17,441.89

EXHIBIT C.3

Disbursements - Current Period

September 1, 2002 through October 31, 2002

<u>Disbursement Category</u>	<u>Amount</u>
Overnight Service – Federal Express	\$ 408.63
Messenger/Hand-Delivery Services	\$ 58.71
Telephone	\$ 70.49
Photocopying Costs – In-House	\$ 2,913.30
Outside Copying Services	\$ 2,269.85
Postage	\$ 14.64
Transcript Cost	\$ 1,516.72
Airfare	\$ 696.50
TOTAL DISBURSEMENTS: (Sept. 1 – Oct. 31, 2002)	\$7,948.84

EXHIBIT D

<u>Project Category/ Description</u>	<u>Total Hours</u>	<u>Total Amount</u>
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Litigation: Day-to-day handling of litigation against Debtor in the case of In re Chemetron Corp., Chemetron Investments, Inc., Sunbeam Corp., Star Sprinkler Corp. of Milwaukee, Inc., and Grucon Corp., CPSC Docket No. 02-1 (U.S. Consumer Product Safety Commission), including factual and legal research and analysis, propounding and responding to discovery, drafting and filing pleadings, negotiating with opposing counsel, participating in conferences and hearings with the court, participating in depositions, working with witnesses, and developing case strategy.

Current Period	400.30	\$105,644.00
Total Compensation Period	2004.05	\$515,562.00