

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

-----X	:	
	:	Chapter 11
IN RE:	:	
	:	Case No. 05-10104 (PJW)
ULTIMATE ELECTRONICS, INC., et al.,	:	
	:	(Jointly Administered)
Debtors.	:	
	:	Related Docket No. 1014
-----X	:	

**VERIFIED STATEMENT OF ROBERT F. TROISIO OF MORRIS
ANDERSON & ASSOCIATES, LTD. PURSUANT TO RULE 2014(a) OF THE
FEDERAL RULES OF BANKRUPTCY PROCEDURE**

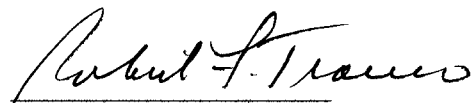
I, Robert F. Troisio, declare, under penalty of perjury, pursuant to Rule 2014(a) of the Federal Rules of Bankruptcy Procedure and in accordance with 28 U.S.C. § 1746, that the foregoing is true and correct:

1. On September 14, 2005, the United States Bankruptcy Court for the District of Delaware appointed Robert F. Troisio ("Troisio") as fee auditor in the above-captioned bankruptcy cases.
2. Troisio is affiliated with Morris Anderson & Associates, Ltd. ("Morris Anderson").
3. At the present time, neither I nor Morris Anderson is affiliated with or representing the Debtors or any person or entity with claims against, or any other interest in, the Debtors' estates.
4. To the best of my knowledge, neither I nor Morris Anderson has any connection to the Debtors, their creditors, any other party in interest, their respective attorneys and accountants, the United States Trustee or any person employed in the office of the United States Trustee except for the following:
 - (a) Morris Anderson has worked on matters in the past involving virtually all the secured lenders in this matter by representing clients of the banks in workout

or turnaround assignments and/or representing the Debtor's in Chapter 11 proceedings where the various banks were lenders. Morris Anderson obtained its introduction to these clients in many cases through these lenders. Morris Anderson conducts a marketing program which involves regular calls on these institutions at various locations around the country.

- (b) Morris Anderson and I have been engaged in the past by, or to work with, a number of law firms who are representing creditors and other interested parties in these cases, and Morris Anderson and I also have been engaged in the past by clients of a number of those same law firms.
 - (c) In the event that additional information that may become available reveals any other connections, this Verified Statement will be amended or supplemented.
5. I do not believe that serving as the fee auditor in these cases presents any conflict of interest.
6. No agreement or understanding exists between me or Morris Anderson and any other person for the sharing of compensation received or to be received for services rendered by me in connection with this proceeding.
7. I have not received compensation in this case as part of Morris Anderson, nor has any agreement been made as to compensation to be paid except as set forth in the Order Appointing Fee Auditor and Directing Related Procedures Concerning the Payment of Compensation and Consideration of Fee Applications (the "Order") and as outlined below.
- (a) I have agreed to charge rates of \$225 - \$275 per hour for services rendered as fee auditor plus reimbursement of expenses subject to annual increases.
 - (b) I have reviewed the Order and 11 U.S.C. §§ 330 and 503(b)(2), and I agree to comply with the provisions thereof.

Dated: September __, 2005



Robert F. Troisio
Morris Anderson & Associates, Ltd.

#2 Pettinaro Drive
Millville, DE 19970

Sworn to and subscribed before me
this 20 day of September, 2005.


Notary Public

