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9 Healthcare Corporation

FILED

APR 21 1999

KEVIN E. O'BRIEN CLERK
UNITED STATES
BANKRUPTCY COURT
FOR THE DISTRICT OF ARIZONA

10 **IN THE UNITED STATES BANKRUPTCY COURT**
11 **FOR THE DISTRICT OF ARIZONA**

12 In re:

13 UNISON HEALTHCARE CORPORATION,
14 and related proceedings,

15 Federal I.D. No. 86-0684011

16 Debtors.

Case 98-6583-PHX-GBN
Cause No. CV-97-241

**ORDER APPROVING GALLAGHER
& KENNEDY, P.A.'S THIRD
INTERIM AND FINAL
FEE/EXPENSE APPLICATION**

**(This Pleading Relates To Debtors:
Unison Healthcare Corporation;
Britwill Investments-I, Inc.; Britwill
Investments-II, Inc.; and Britwill
Indiana Partnership)**

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19 APPLICABLE DEBTOR(S) (Check)
20 UNISON HEALTHCARE CORPORATION
21 (Case No. 98-06583-PHX-RGM) [X]
22 SUNQUEST SPC, INC. []
23 (Case No. 98-06584-PHX-SSC) []
24 BRITWILL HEALTHCARE COMPANY []
25 (Case No. 98-06585-PHX-SSC) []
26 BRITWILL FUNDING CORPORATION []
27 (Case No. 98-06602-PHX-SSC) []
28 MEMPHIS CLINICAL LABORATORY,
INC.
(Case No. 98-06588-PHX-CGC) []
AMERICAN PROFESSIONAL
HOLDINGS, INC.
(Case No. 98-06587-PHX-GBN) []
AMPRO MEDICAL SERVICES, INC.

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1	(Case No. 98-06609-PHX-GBN)	[]
	GAMMA LABORATORIES, INC.	
2	(Case No. 98-06611-PHX-SSC)	[]
3	SIGNATURE HEALTH CARE	
	CORPORATION	
4	(Case No. 98-06591-PHX-SSC)	[]
	BROOKSHIRE HOUSE INC.	
5	(Case No. 98-06608-PHX-RGM)	[]
6	CHRISTOPHER NURSING CENTER,	
	INC.	
7	(Case No. 98-06596-PHX-JMM)	[]
	AMBERWOOD COURT, INC.	
8	(Case No. 98-06597-PHX-RGM)	[]
9	THE ARBORS HEALTH CARE	
	CORPORATION	
10	(Case No. 98-06598-PHX-CGC)	[]
	LOS ARCOS, INC.	
11	(Case No. 98-06603-PHX-RGM)	[]
12	PUEBLO NORTE, INC.	
	(Case No. 98-06604-PHX-RTB)	[]
13	RIO VERDE NURSING CENTER	
	(Case No. 98-06606-PHX-CGC)	[]
14	SIGNATURE MANAGEMENT	
15	GROUP, INC.	
	(Case No. 98-06605-PHX-GBN)	[]
16	CORNERSTONE CARE CENTER	
	(Case No. 98-06595-PHX-RTB)	[]
17	ARKANSAS, INC.	
	(Case No. 98-06590-PHX-GBN)	[]
18	DOUGLAS MANOR, INC.	
	(Case No. 98-06589-PHX-CGC)	[]
19	SAFFORD CARE, INC.	
	(Case No. 98-06593-PHX-RTB)	[]
20	REHABWEST, INC.	
	(Case No. 98-06594-PHX-CGC)	[]
21	QUEST PHARMACIES, INC.	
	(Case No. 98-06586-PHX-RGM)	[]
22	SUNBELT THERAPY MANAGEMENT	
23	SERVICES, INC. (ALABAMA)	
	(Case No. 98-06607-PHX-RTB)	[]
24	DECATUR SPORTS FIT & WELLNESS	
25	CENTER, INC.	
	(Case No. 98-06601-PHX-SSC)	[]
26	THERAPY HEALTH SYSTEMS, INC.	
	(Case No. 98-06600-PHX-GBN)	[]
27	HENDERSON & ASSOCIATES	
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1	REHABILITATION, INC.	
2	(Case No. 98-06599-PHX-SSC)	[]
3	SUNBELT THERAPY MANAGEMENT SERVICES, INC. (ARIZONA)	
4	(Case No. 98-06592-PHX-RGM)	[]
5	CEDAR CARE, INC.	
6	(Case No. 98-06612-PHX-GBN)	[]
7	SHERWOOD HEALTHCARE CORP.	
8	(Case No. 98-06610-PHX-SSC)	[]
9	BRITWILL INVESTMENTS-I, INC.	
10	(Case No. 98-0173-PHX-GBN)	[X]
11	BRITWILL INVESTMENTS-II, INC.	
12	(Case No. 98-0174-PHX-GBN)	[X]
13	BRITWILL INDIANA PARTNERSHIP	
14	(Case No. 98-0175-PHX-GBN)	[X]

15 THIS MATTER came before the Court on the "Third Interim and Final Application for
16 Allowance and Payment of Fees and Expenses for Services Rendered by Gallagher & Kennedy,
17 P.A., as Attorneys for the Britwill Debtors and as Special Counsel to Unison Healthcare
18 Corporation" filed on March 19, 1999 ("Application"), in the above captioned matter. The
19 Court having reviewed the Application and the entire record with respect thereto, hereby
20 FINDS:

21 A. The Application constitutes a "core" matter under 28 U.S.C. §§ 1334 and
22 157(b)(2)(A).

23 B. The Application was duly noticed to the interested parties, pursuant to the "Order
24 Confirming Debtors' First Amended Joint Plan of Reorganization dated October 15, 1998 (As
25 Modified)" dated January 29, 1999. Further notice of the Application was given to the
26 interested parties pursuant to applicable bankruptcy law.

27 C. The fees and costs under the Application have been allocated among the Britwill
28 Debtors and the Unison Debtor as follows:

DEBTORS	FEEES	COSTS
Unison Healthcare Corporation	\$ 20,510.00	\$ 355.41
Britwill Investments-I, Inc.	\$ -0-	\$ -0-
Britwill Investments-II, Inc.	\$ 57,303.00	\$2,772.77
Britwill Indiana Partnership	\$ 51,087.00	\$2,683.02
TOTALS:	\$128,900.00 ✓	\$5,811.20 ✓

D. In addition to approval and allowance of the above interim fees and costs, the Application requests final approval and allowance of all fees and costs of Gallagher & Kennedy, P.A. in the above captioned case.

E. The relief requested under the Application is reasonable in light of the circumstances of this case.

WHEREFORE, the Court hereby ORDERS:

1. The Application shall be, and hereby is, approved as set forth in this Order.
2. Interim fees in the amount of One Hundred Eight Thousand Three Hundred Ninety Dollars (\$108,390.00) and interim costs of Five Thousand Four Hundred Fifty-Five Dollars and Seventy-Nine Cents (\$5,455.79) for the Britwill Debtors, and interim fees of Twenty Thousand Five Hundred Ten Dollars (\$20,510.00) and interim costs of Three Hundred Fifty-Five Dollars and Forty-One Cents (\$355.41) for the Unison Debtor, requested under the Application, are approved and allowed.
3. Debtors shall immediately pay the approved and allowed fees and costs to Gallagher & Kennedy, P.A.
4. Final approval and allowance is granted for the total fees and costs of Gallagher & Kennedy, P.A., in the above captioned case. The total fees and costs are:

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APPLICATION	FEES	COSTS
First Interim Fee and Expense Application of Gallagher & Kennedy, P.A.	\$112,693.00	\$19,120.35
Second Interim Fee and Expense Application of Gallagher & Kennedy, P.A.	\$ 79,868.00	\$ 6,342.91
Third Interim and Final Fee and Expense Application of Gallagher & Kennedy, P.A.	\$128,900.00	\$ 5,811.20
GRAND TOTAL ALL FEES AND COSTS	\$321,461.00	\$31,274.46

5. The fees and costs approved under this Order are approved on a final basis, and are not subject to further Court Order.

DATED: April 21, 1999.


UNITED STATES BANKRUPTCY JUDGE

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