

**UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF MISSOURI
EASTERN DIVISION**

In re:)	Case No.:
)	Honorable Kathy A. Surratt-States
)	Chapter 11 Proceeding
)	
Debtor.)	Hearing Date:
)	Hearing Time:
)	Hearing Location:
)	
)	Robert E. Eggmann, Esq.
)	Thomas H. Riske, Esq.
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)	Carmody MacDonald P.C.
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**APPLICATION TO EMPLOY DEBTOR’S COUNSEL AND FOR
APPROVAL OF COMPENSATION ARRANGEMENT RELATED THERETO**

COMES NOW _____, as Debtor and Debtor in Possession (“**Debtor**”), pursuant to 11 U.S.C. §§ 327(a) and 1107, and Rule 2014(a) of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”), and requests the entry of an Order authorizing the employment of Carmody MacDonald P.C. (the “**Firm**”) as bankruptcy counsel in connection with Debtor’s chapter 11 case (the “**Chapter 11 Case**”). In support of this Application, Debtor respectfully states as follows:

BACKGROUND AND JURISDICTION

1. On December 9, 2022 (the “**Petition Date**”), Debtor filed its voluntary petition for relief under chapter 11 of title 11 of the United States Code (the “**Bankruptcy Code**”) in the United States Bankruptcy Court for the Eastern District of Missouri.

2. Pursuant to sections 1107(a) and 1108 of the Bankruptcy Code, Debtor is continuing to operate its business as debtor in possession. No trustee or examiner has been appointed, and no official committee of creditors or equity interest holders has been established in this Chapter 11 Case.

3. This Court has jurisdiction over this Application pursuant to 28 U.S.C. § 1334. This is a core proceeding pursuant to 28 U.S.C. § 157(b)(2). Venue of this Chapter 11 Case and Application in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409.

RELIEF REQUESTED

4. By this Application, Debtor seeks to retain the Firm as their counsel in this Chapter 11 Case and all related matters, effective as of the Petition Date. Debtor respectfully requests an Order pursuant to 11 U.S.C. § 327(a) and Bankruptcy Rule 2014(a) authorizing Debtor to employ the Firm as their attorneys to perform the legal services that will be necessary during this Chapter 11 Case, as well as to provide advice and counsel regarding such other matters as may be appropriate.

5. Debtor has selected said attorneys as their restructuring counsel because they have considerable experience in matters under the Bankruptcy Laws of the United States and are well qualified to represent Debtor in this proceeding. The Firm has experience and knowledge in chapter 11 restructurings, as well as bankruptcy litigation, corporate governance, financing transactions, and other complementary areas of law.

SERVICES TO BE PROVIDED

6. The professional services that the Firm is to render are:
- a. Advising Debtor with respect to its rights, power, and duties in this Chapter 11 Case;
 - b. Assisting and advising Debtor in its consultations with any appointed committee related to the administration of this Chapter 11 Case;

- c. Assisting Debtor in analyzing the claims of creditors and negotiating with such creditors;
- d. Assisting Debtor with investigation of the assets, liabilities, and financial condition of Debtor and reorganizing Debtor's business in order to maximize the value of Debtor's assets for the benefit of all creditors;
- e. Advising Debtor in connection with the sale of assets or business;
- f. Assisting Debtor in its analysis of and negotiation with any appointed committee or any third-party concerning matters related to, among other things, the terms of a plan of reorganization;
- g. Assisting and advising Debtor with respect to any communications with the general creditor body regarding significant matters in this Chapter 11 Case;
- h. Commencing and prosecuting necessary and appropriate actions and/or proceedings on behalf of Debtor;
- i. Reviewing, analyzing, or preparing, on behalf of Debtor, all necessary applications, motions, answers, orders, reports, schedules, pleadings, and other documents;
- j. Representing Debtor at all hearings and other proceedings;
- k. Conferring with other professional advisors retained by Debtor in providing advice to Debtor;
- l. Performing all other necessary legal services in this Chapter 11 Case as may be requested by Debtor; and
- m. Assisting and advising Debtor regarding pending arbitration and litigation matters in which Debtor may be involved, including continued prosecution or defense of actions and/or negotiations on Debtor's behalf.

7. Debtor states that the employment of the Firm and its attorneys would be in the best interest of the bankruptcy estate.

TERMS OF RETENTION

8. The Firm intends to apply for compensation for its services rendered in connection with this Chapter 11 Case subject to this Court's approval and in compliance with the Bankruptcy Code on an hourly basis plus the reimbursement of actual and necessary expenses that the Firm customarily bills to its clients.

9. The range of hourly billing rates of the Firm's partners for this matter will be \$305.00 to \$475.00 per hour, associates \$225.00 to \$295.00 per hour, and paralegals/law clerks \$150.00 to \$195.00 per hour. The Firm's hourly billing rates are subject to periodic adjustments to reflect annual increases and economic and other conditions. Prior to any increases in the rates set forth herein, the Firm will give ten (10) business days' notice to Debtor, the U.S. Trustee, any committee appointed in this Chapter 11 Case, and as otherwise ordered by the Court, which adjustments will be filed with the Court.

10. The Firm will maintain detailed and contemporaneous time records in six-minute intervals and apply to the Court for payment of compensation and reimbursement of expenses in accordance with applicable provisions of the Bankruptcy Code, the Bankruptcy Rules, and any additional procedures established by this Court for this Chapter 11 Case. The Firm will use billing categories that substantially conform to the categories set forth in the United States Trustee Guidelines when applying to the Court for payment of compensation and reimbursement of expenses.

11. The Firm's hourly fees are comparable to, or less than, those charged by attorneys of similar experience and expertise for engagements of similar scope and complexity to this Chapter 11 Case. Debtor has agreed to compensate the Firm for professional services at its normal and customary hourly rates for bankruptcy matters.

12. As of the Petition Date, the Firm has been paid the sum of \$14,281.50 for services performed prior to the Petition Date. The Firm is currently holding the sum of \$15,718.50 as a retainer.

THE FIRM IS DISINTERESTED

13. To the best of Debtor's knowledge, based on the accompanying *Declaration of Robert E. Eggmann in Support of Debtor's Application of Counsel and Approval of Compensation Arrangement Related Thereto* (the "**Eggmann Declaration**"), which is attached hereto as **Exhibit A** and incorporated herein by reference, the Firm does not hold or represent any interest adverse to Debtor's estate, and the Firm is a "disinterested person" as that phrase is defined in section 101(14) of the Bankruptcy Code, as modified by section 1107(b) of the Bankruptcy Code.

14. To the best of Debtor's knowledge, the Firm does not have any connection with Debtor, its creditors, other parties-in-interest, its respective attorneys and accountants, the United States Trustee, or any person employed in the office of the United States Trustee, other than as set forth in the Eggmann Declaration. As disclosed in the Eggmann Declaration, the Firm has not represented Debtor's administrative agents, lenders, banks, customers, and other parties-in-interest in matters unrelated to this Chapter 11 Case. However, the Firm is a full-service law firm with active real estate, corporate, and litigation practices. As part of its practice, the Firm appears in cases, proceedings, and transactions involving many different attorneys, accountants, financial consultants, and investment bankers, some of which now or may in the future represent potential parties-in-interest.

15. Debtor submits that the information disclosed in the Eggmann Declaration does not preclude the Firm from representing Debtor under applicable law and ethics rules.

16. The Firm does not and will not represent in this Chapter 11 Case any other entity that has an interest adverse to Debtor's estate.

WHEREFORE, Debtor _____ prays that it be authorized to employ the law firm of Carmody MacDonald P.C. to represent them in the Chapter 11 Case, effective as of the Petition Date, together with such other and further relief as this Court deems just and proper.

/s/ _____

Respectfully submitted,

CARMODY MACDONALD P.C.

By: /s/ Robert E. Eggmann
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PROPOSED ATTORNEYS FOR DEBTOR