

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF FLORIDA
WEST PALM BEACH DIVISION
www.flsb.uscourts.gov

In re:

CHAPTER 11

PALM BEACH FINANCE PARTNERS, L.P.,
PALM BEACH FINANCE II, L.P.,

Case No. 09-36379-PGH
Case No. 09-36396-PGH
(Jointly Administered)

Debtors.

**TRUSTEE'S APPLICATION TO EMPLOY DANIEL N. ROSEN, ESQ.
AND KLUGER, KAPLAN, SILVERMAN, KATZEN & LEVINE, P.L. AS LOCAL
COUNSEL IN MINNESOTA *NUNC PRO TUNC* TO MAY 9, 2017.**

Barry E. Mukamal, in his capacity as liquidating trustee (the "*Trustee*") for the Palm Beach Finance Partners Liquidating Trust ("*PBF I Trust*") and Palm Beach Finance II Liquidating Trust ("*PBF II Trust*," and together, the "*PBF Trusts*"), pursuant to 11 U.S.C. § 327(a) and *Fed. R. Bank. P.* 2014(a), respectfully requests that this Court enter an Order authorizing the employment of Daniel N. Rosen, Esq. and the law firm of Kluger, Kaplan, Silverman, Katzen & Levine, P.L. (together, "*KKSKL*" or the "*Applicant*") as local counsel in Minnesota *Nunc Pro Tunc* to May 9, 2017. In support, the Trustee states as follows:

1. On November 30, 2009, the Debtors filed voluntary petitions under Chapter 11 of the United States Bankruptcy Code [ECF No. 1]. By subsequent Order of this Court, the cases are jointly administered.

2. On January 28, 2010, the Court entered the Agreed Order Directing Appointment of Chapter 11 Trustee and Denying United States Trustee's Motion to Convert Cases to Cases under Chapter 7 [ECF No. 100].

3. On January 29, 2010, the United States Trustee appointed the Liquidating Trustee as Chapter 11 Trustee in both of the Debtors' estates [ECF No. 107].

4. On October 19, 2010, the Court confirmed the Second Amended Joint Plan of Liquidation of Barry Mukamal, as Chapter 11 Trustee of Palm Beach Finance Partners, LP and Palm Beach Finance II, LP, and Geoffrey Varga, as Joint Official Liquidator of Palm Beach Offshore, Ltd., and Palm Beach Offshore II, Ltd. [ECF No. 245] (the "*Plan*").

5. The Trustee is the liquidating trustee by virtue of this Court's Order Confirming Second Amended Joint Plan of Liquidation dated October 21, 2010 [ECF No. 444].

6. Article 7.1.11 of the Plan states, among other things, that professionals retained shall: (i) be entitled to monthly interim compensation for fees and expenses incurred and; (ii) professionals shall, no less frequently than once every four (4) months, submit applications to the Bankruptcy Court for final approval of same.

7. Article 1.76 of the Plan, entitled "Pro Rata Allocation Formula", provides for a *pro rata* allocation formula supporting an 18%/82% allocation between the PBF I Trust and PBF II Trust, respectively, based upon the total assets of each entity. The Trustee believes that this formula is the proper methodology to allocate certain fees and expenses between the two estates.

8. Previously, the Trustee retained Mr. Rosen and his former firm, Parker Rosen, as his local counsel in Minnesota. The application for that retention was filed on May 27, 2010 [ECF No. 161] and approved by Court Order dated June 24, 2010 [ECF No. 182].

9. Mr. Rosen now serves as Partner-in-Charge of KKS KL's Minneapolis office.

10. The Trustee desires to continue to employ Mr. Rosen, and now the law firm of KKS KL, as his local counsel. The hourly KKS KL rate for Mr. Rosen is \$480.00 hour. The hourly rates for paralegals at KKS KL are approximately \$175 per hour.

11. The Trustee believes that the Applicant is qualified to practice in the Minnesota Courts and to advise the Trustee and serve as local counsel in connection various bankruptcy, litigation and receivership matters related to a number of Thomas Petters-affiliated entities. In support, Mr. Rosens's *curriculum vitae* is attached as Exhibit 1.

12. The Applicant will apply for compensation for professional services rendered and reimbursement of expenses incurred in compliance with the Bankruptcy Code, the Bankruptcy Rules, the Local Rules, guidelines established by the Office of the United States Trustee for the Southern District of Florida, the Plan and related documents, including the Liquidating Trust Agreements, and any other applicable procedures and orders of the Court.

13. Attached as Exhibit 2 is the Applicant's fully executed and notarized affidavit demonstrating that the Applicant is disinterested as required by 11 U.S.C. § 327(a) and a verified statement as required under *Fed. R. Bank. P. 2014*. To the best of the Trustee's knowledge and other than as set forth in Exhibit 2, the Applicant does not (i) have any connection with the PBF Trusts, the Debtors or the Debtors' estates; and (ii) represent any interest adverse to the Trustee, the PBF Trusts, the Debtors or the Debtors' estates.

14. The Trustee believes that the employment of the Applicant is in the best interests of the PBF Trusts, the Debtors' estates and their creditors.

WHEREFORE, the Trustee respectfully requests the Court enter an Order (similar in form to Exhibit 3) (i) authorizing the retention of the Applicant; and (ii) for all other relief this Court deems just and proper.

CERTIFICATE OF SERVICE

I **HEREBY CERTIFY** that a true and correct copy of the foregoing was served on June 20, 2017, via the Court’s Notice of Electronic Filing upon the Registered Users listed on the attached Exhibit 4, via Regular U.S. Mail upon the parties listed on the Court’s Manual Notice List attached as Composite Exhibit 5, the Court’s Matrices in Case No. 09-36379-BKC-PGH and Case No. 09-36396-BKC-PGH attached as Composite Exhibit 6¹, and those additional addresses set forth on Composite Exhibit 7; and via electronic mail to Daniel N. Rosen, Esq., Kluger, Kaplan, P.L. 80 South 8th Street, Suite 960, Minneapolis, MN 55402 [drosen@klugerkaplan; krosen@klugerkaplan; skaiser@klugerkaplan and blivick@klugerkaplan].

s/ Solomon Genet
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Counsel for the Liquidating Trustee

¹ “ADDL” means these additional parties served as a courtesy. See Composite Exhibit 4.

“BAD” means that it is a known bad address; hence, no service by mail.

“DUP” means that the address appears more than once on this exhibit and is only being served one time by mail.

“NEF” means that service was made by Notice of Electronic Filing as set forth on Exhibit 1 and is not being additionally served by mail.

“NNR” means no notice is required.

“PBF” means that entity appears on both matrices and only being served once.

“N-WD” means no notice required as such party has filed a Notice of Withdrawal with this Court.

CURRICULUM VITAE

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ADMITTED TO PRACTICE IN THE FOLLOWING COURTS:

- United States Supreme Court
- United States Court of Appeals for the 8th Circuit
- United States District Court for the District of Minnesota
- Minnesota Supreme Court
- Wisconsin Supreme Court

EDUCATION:

- University of Minnesota Law School, J.D., cum laude, 1994
- University of Wisconsin, B.A., 1987

MILITARY SERVICE:

- United States Navy (USNR), 1988 to 1994, Lieutenant

LAW PRACTICE:

- Rosen & Rosen, Partner/Member, 1994 to 2005
- Parker Rosen, LLC, Founding Partner, 2005 to 2017
- Kluger Kaplan Silverman Katzen and Levine, PL, Partner, 2017

6/19/2017

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In re: CHAPTER 11

PALM BEACH FINANCE PARTNERS, L.P., Case No. 09-36379-PGH
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(Jointly Administered)

Debtors.

_____ /

AFFIDAVIT OF DANIEL N. ROSEN


STATE OF MINNESOTA,)
 Hennepin)ss.
COUNTY OF MINNEAPOLIS)

Daniel N. Rosen, being duly sworn, says:

1. I am over the age of eighteen and of sound mind.
2. I am a Partner with the law firm of Kluger, Kaplan, Silverman, Katzen & Levine, P.L. with offices located at 80 South 8th Street, Minneapolis, MN 55402.
3. I am an attorney admitted to practice in the State of Minnesota, in the United States District Court, District of Minnesota and the United States Bankruptcy Court, District of Minnesota.
4. Neither I nor the Firm represents any interest adverse to the Liquidating Trustee, the Debtors or the estate with respect to the matters for which I am to be employed. Further, we are “disinterested” as that term is used in 11 U.S.C. § 327(a).
5. Except for the performance of services for the Liquidating Trustee, and except for the potential representation of the Trustee of the PCI Liquidating Trust as local counsel in certain matters in which the interests of the Liquidating Trustee and the Trustee of the PCI Liquidating


Trust are identical, neither I nor the firm has or will represent any other entity in connection with this case, and neither I nor the Firm will accept any fee from any other party or parties in this case in connection with the Firm's work in the instant case.

FURTHER YOUR AFFIANT SAYETH NOT.



DANIEL N. ROSEN

Sworn to and Subscribed before me
this 16 day of June, 2017.



Notary Public, State of Minnesota

My Commission Expires: 1-31-2020



UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF FLORIDA
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PALM BEACH FINANCE PARTNERS, L.P., Case No. 09-36379-PGH
PALM BEACH FINANCE II, L.P., Case No. 09-36396-PGH
(Jointly Administered)
Debtors.

ORDER APPROVING TRUSTEE'S APPLICATION TO EMPLOY OF DANIEL N. ROSEN, ESQ. AND KLUGER, KAPLAN, SILVERMAN, KATZEN & LEVINE, P.L. AS LOCAL COUNSEL IN MINNESOTA NUNC PRO TUNC TO MAY 9, 2017

This cause came before the Court on _____, 2017 at _____.m., on the Liquidating Trustee, Barry E. Mukamal (the "*Trustee*") Application for Employment of Daniel N. Rosen and Esq. Kluger, Kaplan, Silverman, Katzen & Levine, P.L. ("*KKSKL*") as local counsel in Minnesota *Nunc Pro Tunc* to May 9, 2017, for the Trustee in both estates ("*Application*") [ECF No. _____]¹, and upon the Affidavit of Daniel N. Rosen, Esq. Upon the representations that the Applicant (i) is duly qualified to practice in the Minnesota Courts, and (ii) holds no interest adverse to the Liquidating Trustee or the Debtor's Estates in the matters upon which the

¹ Capitalized terms not defined herein shall have the meaning ascribed to them in the Motion.

Applicant is engaged, (iii) is disinterested as required by 11 U.S.C. § 327(a), (iv) has disclosed any connections that parties set forth in F.R.B.P. 2014, and (v) the Applicant's employment is necessary and would be in the best interest of the Debtor's estates and their creditors, it is

ORDERED as follows:

1. The Application is **GRANTED**.
2. The Liquidating Trustee is authorized to retain Daniel N. Rosen and KKSCL as local counsel in the Minnesota Courts regarding the proceedings set forth in the Application pursuant to 11 U.S.C. §§ 327, 330 and 331, and the terms set forth in the Application.
3. The Applicant is entitled to monthly interim compensation for fees and expenses incurred and shall, no less frequently than once every 4 months, submit applications to the Bankruptcy Court for final approval of same.
4. The "Pro Rata Allocation Formula" is the proper methodology to allocate Applicant's fees and expenses between the two estates.

###

Submitted By:

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Copies Furnished To:

Solomon Genet, Esquire is directed to serve copies of this order on all interested parties and to file a certificate of service.

Mailing Information for Case 09-36379-PGH**Electronic Mail Notice List**

The following is the list of **parties** who are currently on the list to receive email notice/service for this case.

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Blackpool Absolute Return Fund, LLC c/o Douglas Ralston 3633 Driftwood Drive Long Grove, IL 60047-5235	Blackpool Partners, LLC c/o Douglas Ralston 3633 Driftwood Drive Long Grove, IL 60047-5235	Calhoun Multi-Series Fund, L.P. c/o Transcontinental Fund Administrator 11 South LaSalle #1730 Suite 300 Chicago, IL 60603-1204
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