



ORDERED in the Southern District of Florida on June 09, 2010.

**Paul G. Hyman, Chief Judge
United States Bankruptcy Court**

**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.,
a Delaware limited partnership, *et al.*,¹

Case No. 09-36379-BKC-PGH

Debtors.

Jointly Administered

**ORDER GRANTING FIRST AND FINAL APPLICATION FOR ALLOWANCE AND
PAYMENT OF COMPENSATION AND REIMBURSEMENT OF EXPENSES TO
TRUSTEE SERVICES, INC., AS INTERIM MANAGEMENT TO DEBTORS-IN-
POSSESSION**

THIS MATTER came before the Court on the 8th day of June, 2010 at 9:30 a.m. in West Palm Beach, Florida, upon the *First and Final Application for Allowance and Payment of Compensation and Reimbursement of Expenses to Trustee Services, Inc., ("TSI") as Interim Management to the Debtors-in-Possession* (D.E. 145) (the "TSI Application").

¹ The address and last four digits of the taxpayer identification number for each of the Debtors follows in parenthesis: (i) Palm Beach Finance Partners, L.P., 3601 PGA Blvd, Suite 301, Palm Beach Gardens, FL 33410 (TIN 9943); and (ii) Palm Beach Finance II, L.P., 3601 PGA Blvd, Suite 301, Palm Beach Gardens, FL 33410 (TIN 0680).

In the TSI Application, TSI seeks final compensation in the amount of \$8,469.50, and reimbursement of expenses in the amount of \$0.00, for a total final award in the amount of \$8,469.50 for the period of November 30, 2009 through April 5, 2010. In addition, TSI seeks approval to apply its \$22,026.00 remaining retainer in payment of the fees and expenses awarded by this Order and return and remaining funds to the Chapter 11 Trustee.

Good and adequate notice of the TSI Application and of the hearing thereon has been provided, and the Court, having reviewed the TSI Application, having heard the presentation of counsel, and being otherwise fully advised in the premises, does

ORDER as follows:

1. Trustee Services, Inc. is awarded: (a) final fees in the amount of \$8,469.50, which amount represents 100% of the fees requested in the TSI Application; and (b) expenses in the amount of \$0.00, which amount represents 100% of the expenses requested in the TSI Application, for a total final award in the amount of \$8,469.50. TSI is authorized to apply its remaining retainer in the amount of \$22,026.00 in payment of the fees and expenses awarded by this Order and return all remaining retainer funds to the Chapter 11 Trustee.

2. In making the foregoing award, the Court has evaluated the factors set forth in *Matter of First Colonial Corp.*, 544 F.2d 1291 (5th Cir. 1977); and *Johnson v. Georgia Highway Express, Inc.*, 488 F.2d 714 (5th Cir. 1974), and finds that the amounts awarded herein represent reasonable compensation for actual and necessary services rendered and expenses incurred by Applicant on a final basis.

3. The amounts awarded herein shall be on a final basis and shall be paid forthwith.

4. Nothing in this Order, including the approval of the requested fees and expenses, shall

impact, impair or alter the Chapter 11 Trustee's right or ability to challenge the validity of any and all prepetition settlement agreement(s) entered into by or on behalf of the Debtors, including but not limited to that certain "Settlement Agreement and Release" dated on or about November 6, 2009 as among Bruce Prevost; David Harrold; Palm Beach Capital Management, LP.; Palm Beach Capital Management L.L.C.; Palm Beach Capital Corporation; Palm Beach Finance Partners, L.P.; and Palm Beach Finance II, L.P..

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Submitted by:

Kenneth A. Welt
TRUSTEE SERVICES, INC.
8255 West Sunrise Blvd., #177
Plantation, FL 33322
Telephone: (954) 889-3403
Facsimile: (866) 625-6136
kaw@kawpa.com

Copy furnished to:

Kenneth A. Welt
(Welt is directed to serve this Order to all parties of interest and to file a Certificate of Service.)