



**ORDERED in the Southern District of Florida on July 24, 2013.**

A handwritten signature in cursive script that reads "Paul G. Hyman".

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

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UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF FLORIDA  
WEST PALM BEACH DIVISION  
[www.flsb.uscourts.gov](http://www.flsb.uscourts.gov)

In re: Chapter 11  
PALM BEACH FINANCE PARTNERS, L.P., Case No.: 09-36379-PGH  
PAL BEACH FINANCE II, L.P., Case No.: 09-36396-PGH  
(Jointly Administered)  
Debtors.

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**ORDER AUTHORIZING THE EMPLOYMENT AND  
RETENTION OF JAY P. TARSHIS AND ARNSTEIN & LEHR LLP**

THIS MATTER came before the Court on July 23, 2013, upon the Liquidating Trustee's Application to Employ Jay P. Tarshis ("**Mr. Tarshis**") and the firm of Arnstein & Lehr LLP ("**Arnstein**" and collectively with Mr. Tarshis, the "**Applicant**") [ECF No. 1896] ("**Application**"). The Application seeks entry of an Order, pursuant to 11 U.S.C. §327(e), *Fed. R. Bankr. P.* 2014 and Local Rule 2014-1, authorizing the Liquidating Trustee<sup>1</sup> to employ and

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<sup>1</sup> All capitalized terms utilized but not otherwise defined herein shall have the meaning ascribed to such terms in the Application.

retain the Applicant as special counsel and an expert to the Liquidating Trustee, *nunc pro tunc* to the date of filing of the Application; and upon the Declaration of Jay P. Tarshis (the “*Tarshis Declaration*”); and it appearing to the Court that representations have been made in the Application and in the Tarshis Declaration sufficient to demonstrate that the Applicant neither holds nor represents any interest adverse to the Debtors, the Liquidating Trustee, the Trusts, or their estates or interest holders, or other parties in interest with respect to the matters on which the Applicant is to be engaged as required by section 327(e), that the Applicant’s employment is in the best interests of the Debtors’ estates, the Trusts, their creditors, and all parties in interest, that all connections to the Debtors, the Liquidating Trustee, the Trusts, or their estates, or any other parties in interest have been sufficiently disclosed, that proper and adequate notice has been given and that no other or further notice is necessary; upon the record herein and after due deliberation thereon, the relief should be granted as set forth below. Accordingly, it is

ORDERED as follows:

1. The Application is **GRANTED**;
2. Pursuant to Section 327(e) of the Bankruptcy Code, the Liquidating Trustee is authorized to employ and retain the Applicant as its special counsel and expert for purposes of charitable giving, non-profit corporate governance and tax controversy matters as well as such other related or similar services that the Liquidating Trustee may request *nunc pro tunc* to the date of filing of the Application in accordance with the terms and conditions set forth in the Application.
3. The Applicant is authorized to render professional services to the Liquidating Trustee as set forth in the Application.

4. The Applicant shall apply for compensation for professional services rendered and reimbursement of expenses incurred in compliance with the applicable provisions of 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 Debtors' confirmed Plan and related documents, including the Liquidating Trust Agreements, and any other applicable procedures and orders of the Court.

5. This Court retains jurisdiction with respect to all matters arising from or related to the implementation of this Order.

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**Submitted by:**

s/ Jonathan S. Feldman

Jonathan S. Feldman, Esquire

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**Copies Furnished To:**

Jonathan S. Feldman is directed to serve copies of this Order on all parties in interest and to file a Certificate of Service.