



**ORDERED in the Southern District of Florida on March 18, 2014.**

A handwritten signature in black ink that reads "Paul 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.,  
PALM BEACH FINANCE II, L.P.,

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

Debtors.

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**ORDER GRANTING LIQUIDATING TRUSTEE'S (I) MOTION TO MODIFY  
COMPENSATION STRUCTURE FOR MELAND RUSSIN & BUDWICK, P.A.  
AS TO TWO LITIGATION MATTERS AND (II) APPLICATION  
TO EMPLOY DAVID S. MANDEL AND MANDEL & MANDEL LLP,  
NUNC PRO TUNC TO FEBRUARY 17, 2014**

THIS CAUSE came before the Court on March 18, 2014 at 9:30 a.m. upon the Liquidating Trustee's (I) Motion to Modify Compensation Structure for Meland Russin & Budwick, P.A. as to Two Litigation Matters and (II) Application to Employ David S. Mandel and Mandel & Mandel LLP, *nunc pro tunc* to February 17, 2014 [ECF No. 2167] ("***Motion and***

*Application*”). Upon the representations that Mr. Mandel<sup>1</sup> and the Firm (i) are duly qualified, (ii) hold no interest adverse to the Debtors’ estates in the matters upon which they are engaged, (iii) are disinterested persons as required by 11 U.S.C. § 327(a), (iv) have disclosed any connections with parties set forth in *Fed. R. Bankr. P.* 2014, and (v) their employment is necessary and would be in the best interests of the Debtors’ estates and their creditors, and the Court having reviewed the Court file and based upon the reasons set forth on the record which are incorporated here by reference, it is

**ORDERED** as follows:

1. The Motion and Application is **GRANTED**, *nunc pro tunc* to February 17, 2014.
2. The Liquidating Trustee is authorized to retain Mr. Mandel and the Firm as special co-counsel with respect to the GECC Litigation and M&I Litigation, pursuant to 11 U.S.C. §§ 327, 330 and 331, and the terms set forth in the Motion and Application.
3. With respect to the GECC Litigation, MR&B and the Applicant will be compensated as follows:
  - A. As to MRB, prior to the adjudication of all summary judgment motions, MR&B shall receive 27% of any affirmative recovery obtained. After the adjudication of all summary judgment motions, MR&B shall receive 24.75% of any affirmative recovery. In the event of an appeal, MR&B shall receive an additional 5% of any affirmative recovery.
  - B. As to the Applicant, prior to the adjudication of all summary judgment motions, Applicant shall receive 6% of any affirmative recovery. After the adjudication of

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

all summary judgment motions, Applicant shall receive 8.25% of any affirmative recovery.

4. With respect to the M&I Litigation, MR&B and the Applicant will be compensated as follows:

A. MR&B and the Applicant will charge 75% of their respective hourly rates, without imposition of a holdback per the monthly invoicing procedures established by this Court in this proceeding.

B. MR&B's contingency fee shall be reduced to 8% of any affirmative recovery.

C. Applicant shall receive a contingency fee of 2% of any affirmative recovery.

5. With respect to the M&I and GECC Litigations, the estates shall continue to pay any associated costs or expenses, including those of experts and consultants. MR&B and the Applicant shall be reimbursed for any such costs or expenses which they advance or incur.

6. The 18%/82% Pro Rata Allocation Formula shall apply to the monthly reduced rate invoices submitted by MR&B and Applicant with respect to the M&I Litigation as well as to costs in both the M&I and GECC litigation.

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**Submitted By:**

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**Copies Furnished To:**

Michael S. Budwick, Esquire, is directed to serve copies of this Order on all parties in interest and to file a Certificate of Service.