



**ORDERED in the Southern District of Florida on January 28, 2010.**

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

UNITED STATES BANKRUPTCY COURT FOR THE  
SOUTHERN DISTRICT OF FLORIDA  
WEST PALM BEACH DIVISION

IN RE:	:	CHAPTER 11
	:	
PALM BEACH FINANCE PARTNERS, LP ,	:	CASE NO.09-36379-BKC-PGH
PALM BEACH FINANCE II, LP,	:	CASE NO. 09-36396-BKC-PGH
	:	(Jointly Administered)
Debtors	:	

**AGREED ORDER DENYING AS MOOT DEBTORS' APPLICATION  
FOR APPROVAL ON A FINAL BASIS THOMAS, ALEXANDER & FORRESTER, LLP  
AS SPECIAL COUNSEL FOR THE DEBTORS (DE #7)**

This matter came before the Court on the Debtors' Application for Approval of Employment of Thomas, Alexander & Forrester, LLP ("TAF") as Special Counsel for the Debtors ("Application") (DE #7) and the objections filed by Geoff Varga, as Joint Official Liquidator for Palm Beach Offshore Ltd. and Palm Beach Offshore II Ltd. (DE #66). Upon review and consideration of the file and upon agreement of the parties, it is hereby

**ORDERED** that the approval of the Application on a final basis is **DENIED AS MOOT**; provided however that TAF shall continue to represent the Debtors as special litigation counsel

pursuant to 11 U.S.C. §327(e) in connection with pending litigation against (i) Kaufman, Rossin & Co. and (ii) U.S. Bank, N.A. and M & I Marshall and Iseley Bank on the same terms and conditions of the interim order authorizing the employment of TAF previously entered by the Court pending further order of the Court; it is further

**ORDERED** that TAF is authorized to file an application for compensation and reimbursement of expenses for services rendered and costs incurred from and after the petition date on the terms and conditions of the interim order authorizing the retention previously entered by the Court, which will be set for hearing in the ordinary course; it is further

**ORDERED** that the hearing scheduled before the Court on February 3, 2010 on the Application is hereby cancelled.

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**Debtors' counsel shall serve a copy of this Order on appropriate parties and filed a certificate of service.**