

Marc W. Taubenfeld  
State Bar No. 19679800  
McGuire, Craddock & Strother, P.C.  
3550 Lincoln Plaza  
500 N. Akard  
Dallas, Texas 75201  
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**PROPOSED ATTORNEYS FOR THE  
OFFICIAL CREDITORS COMMITTEE**

**UNITED STATES BANKRUPTCY COURT  
NORTHERN DISTRICT OF TEXAS  
FORT WORTH DIVISION**

<b>IN RE</b>	§	
	§	
<b>LORAX CORPORATION</b>	§	<b>CASE NO. 02-48396-DML-11</b>
	§	
<b>DEBTOR.</b>	§	<b>CHAPTER 11</b>

**APPLICATION TO EMPLOY COUNSEL  
FOR OFFICIAL COMMITTEE OF UNSECURED CREDITORS**

The Official Committee of Unsecured Creditors ("Applicant" and "Committee") files this Application to Employ Counsel, and would show the Court:

1. An Involuntary Bankruptcy Petition under Chapter 11, Title 11 of the U.S. Code on or about October 31, 2002. An Order of Relief Under Chapter 11 was granted by this Court on or about December 9, 2002.
2. Shawn Brown was appointed Chapter 11 Trustee by Order of this Court on or about December 31, 2002.
3. The Committee was first formed on February 10, 2003, and wishes to employ counsel at this time to perform the duties as Committee, and Applicant requires the services of attorneys for the following purposes:

- (a) Furnish legal advice to the Committee with regard to its powers, duties and responsibilities as a Committee;
- (b) Prepare, for and on behalf of Committee, all necessary applications, motions, answers, orders, reports and other legal papers;
- (c) Review and advise the Committee regarding any disclosure statement and plan of reorganization filed in the case and other services incident thereto;
- (d) Investigate and prosecute preference and fraudulent transfer actions arising under the avoidance powers of the Bankruptcy Code and any other litigation, if not pursued by the Debtor or Chapter 11 Trustee; and
- (e) Perform all other legal services for the Committee which may be necessary herein.

4. For the foregoing and all other necessary and proper purposes, the Applicant desires to retain the law firm of McGuire, Craddock & Strother, P.C. (the "Firm") as its counsel. The Firm already has some knowledge of the case, having done some counseling of the Debtor pre-petition and having attended the hearing to appoint a chapter 11 trustee, as possible counsel.

5. The Firm practices extensively in bankruptcy, corporate reorganization, and Committee/creditor matters, and because of its experience in those fields, Applicants feel that said law firm is well qualified to render the foregoing services.

6. The Firm has not received a retainer.

7. Based upon the Affidavit of Marc W. Taubenfeld attached hereto as Exhibit "A", the Applicant believes that the Firm, and its members and associates, do not hold or represent any interest adverse to that of Applicant or the Estate, and that the Firm is a disinterested party within the

meaning of 11 U.S.C. Sec. 101(13). There is an outstanding balance owed to the Firm, which is merely an unsecured claim. To the extent required, the Firm is willing to waive said pre-petition claim. Furthermore, the Firm and its members and associates do not hold or represent or have any connection with the United States Trustee or any person employed in the office of the United States Trustee. The Applicant is informed that the normal hourly billing rates of said firm at the time of this Application range from \$200 to \$295 per hour for partners and \$185.00 per hour for associates. The rates for paralegals vary, but are considerably less than the mentioned charges. It is contemplated that said attorneys will seek compensation based upon normal and usual hourly billing rates not exceeding \$295 per hour for attorneys and \$100 per hour for legal assistants. It is further contemplated that said attorneys will seek interim compensation during the case as permitted by 11 U.S.C. Sec. 331.

WHEREFORE, the Applicant respectfully prays that it be authorized to employ McGuire, Craddock & Strother, P.C. as its attorneys to render services in the areas described above, with compensation to be paid as an administrative expense in such amounts as this Court may hereinafter determine and allow.

DATED this 10 day of April, 2003.

**OFFICIAL COMMITTEE OF  
UNSECURED CREDITORS**

By: Keith A. Langenbeck  
Keith A. Langenbeck,  
Committee Chairperson

**CERTIFICATE OF SERVICE**

The undersigned hereby certifies that on the 10<sup>th</sup> day of April, 2003, the foregoing Application to Employ Counsel was served via first class regular mail, postage prepaid, on the parties listed below:

Lorax Corporation  
5912 End O'Trail  
Fort Worth, Texas 76112  
***Debtor***

William S. Parkinson  
Office of the U. S. Trustee  
1100 Commerce St., Room 9C60  
Dallas, Texas 75242

Shawn Brown  
P. O. Box 93749  
Southlake, Texas 76092  
***Chapter 11 Trustee***

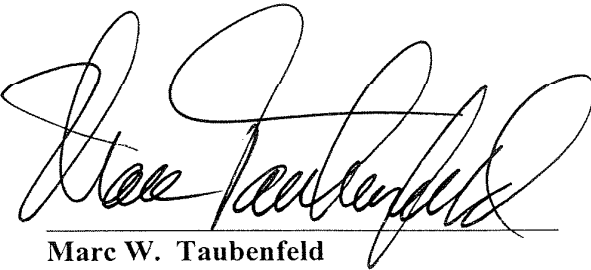
Peter A. Franklin, III  
Locke, Liddell & Sapp  
2200 Ross Ave., Suite 2200  
Dallas, Texas 75201-6776  
***Attorneys for Chapter 11 Trustee***

John H. Carney  
One Meadows Bldg.  
6700 N. Central Expressway  
Dallas, Texas 75206  
***Attorneys for Lorax Investors***

D. Wade Carvell  
Winstead, Sechrest & Minick  
5400 Renaissance Tower  
1201 Elm Street  
Dallas, Texas 75270  
***Attorneys for Henderson County Property Corp.***

Arley D. Finley, III  
Diamond, McCarthy, Taylor, Finley, et. al.  
1201 Elm Street, Suite 3400  
Dallas, Texas 75270  
*Attorneys for Greenwall Liquidating Trust*

Arthur E. Leerskov, Jr.  
729 East Corsicana Street  
Suite 528  
Athens, Texas 75751-2610  
*Pro Se*



Marc W. Taubenfeld

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CASE NO. 02-48396-DML-11

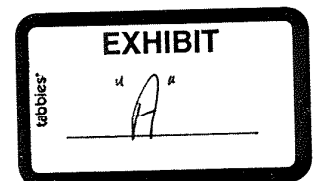
CHAPTER 11

AFFIDAVIT OF MARC W. TAUBENFELD AND  
DISCLOSURE OF COMPENSATION PURSUANT TO RULE 2016

STATE OF TEXAS           §  
  §  
COUNTY OF DALLAS       §

Marc W. Taubenfeld, upon first being duly sworn, and pursuant to Rule 2016 of the Bankruptcy Rules, deposes and says:

1. I am over the age of eighteen (18) years, and am competent to testify to the matters set forth herein.
2. I am an attorney duly admitted to practice before the courts of the State of Texas and the United States District Court for the Northern District of Texas.
3. I am a member of the law firm of MCGUIRE, CRADDOCK & STROTHER, P.C. (the "Firm"), which the Official Committee of Unsecured Creditors is seeking to employ as Counsel by Application. All of the members and associates of this Firm are admitted to practice in Texas.



4. The Firm and members of the Firm are well qualified to represent the Applicant as counsel and are willing to accept employment on the basis set forth in the Application.

5. The Firm already has some knowledge of the case, having done some counseling of the Debtor pre-petition and having attended the hearing to appoint a chapter 11 trustee, as possible counsel.

6. The Firm and its members and associates do not hold or represent or have any connection with the United States Trustee or any person employed in the office of the United States Trustee.

7. The Firm has not received a retainer. There is an outstanding balance owed to the Firm, which is merely an unsecured claim. To the extent required, the Firm is willing to waive said pre-petition claim. The Firm intends to and has charged the following rates for representation of the Committee in this case. Attorneys, \$295.00 per hour or less and legal assistants at \$100.00 per hour. These rates are equal to or less than those normally charged by the firm for corporate representation outside of bankruptcy proceedings.

8. McGuire, Craddock & Strother, P.C., its members, and its associates do not hold any interest adverse to the above-entitled Estate.

EXECUTED this 10 th day of April, 2003.



Marc W. Taubenfeld

SWORN TO AND SUBSCRIBED BEFORE ME, THIS 10<sup>th</sup> day of April, 2003 to certify which witness my hand and seal of office.



Cathy D. Pohoreske  
Notary Public in and for the  
State of Texas

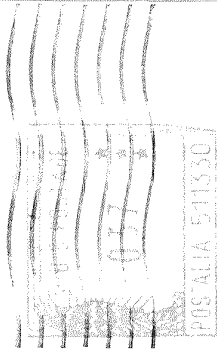
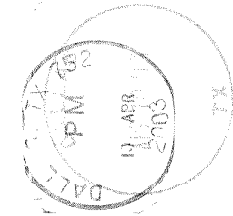
Cathy D. Pohoreske  
Notary's name printed

Notary's commission expires:

11-19-2004



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ATTORNEYS  
3350 LINCOLN PLAZA  
500 N. AKARD  
DALLAS, TEXAS 75201

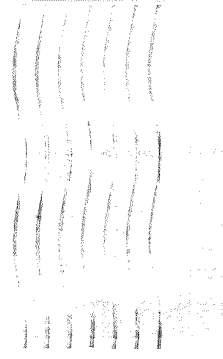


Arthur E. Leerskov, Jr.  
729 East Corsicana Street  
Suite 528  
Athens, Texas 75751-2610  
|||

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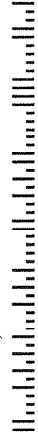
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April 16-85  
took on 15:45*



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