

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION

In re:) Chapter 11
)
HARTFORD COMPUTER HARDWARE,) Case No. 11-49744 (PSH)
INC., *et al.*,¹) (Jointly Administered)
)
Debtors.) Hon. Pamela S. Hollis

**ADMINISTRATIVE ORDER ESTABLISHING PROCEDURES FOR
INTERIM COMPENSATION AND REIMBURSEMENT OF PROFESSIONALS**

This matter coming before the Court on the Motion of the Debtors for an Order Establishing Procedures For Interim Compensation and Reimbursement of Professionals (the “Motion”)²; the Court having reviewed the Motion and the Declaration in Support of First Day Relief; the Court having found that (a) the Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334, (b) venue is proper in this district pursuant to 28 U.S.C. § 1408 and 1409, (c) this is a core proceeding pursuant to 28 U.S.C. § 157(b), (d) notice of the Motion having been sufficient under the circumstances; and the Court having determined that the legal and factual basis set forth in the Motion establish just cause for the relief granted herein;

IT IS HEREBY ORDERED as follows:

1. The Motion is GRANTED.
2. All objections to the Motion or the relief requested therein that have not been made, withdrawn, waived, or settled, and all reservations of rights included therein, hereby are overruled on the merits.

¹ The Debtors are Hartford Computer Hardware, Inc. (FEIN 27-4297525), Nexicore Services, LLC (FEIN 03-0489686), Hartford Computer Group, Inc. (FEIN 36-2973523), and Hartford Computer Government, Inc (FEIN 20-0845960).

² Capitalized terms not defined herein shall have the meaning given to them in the Motion.



3. Notice of the Motion was proper, timely, adequate and sufficient under the particular circumstances.

4. Except as may otherwise be provided in Court orders authorizing the retention of specific professionals, all Professionals may seek interim compensation in accordance with the following procedure:

a. No earlier than the 20th day of each calendar month, each Professional seeking interim compensation and expense reimbursement shall file with the Court and serve a copy of its monthly invoice (the "Monthly Statement") for the prior month (the "Compensation Period") on: (i) the Office of the United States Trustee, United States Trustee Patrick S. Layng, 219 S. Dearborn St. Room 873, Chicago, Illinois, 60604, Attn: Denise DeLaurent, Esq.; (ii) counsel to the Debtors, Katten Muchin Rosenman LLP, 525 W. Monroe Street, Chicago, Illinois, 60661, Attn: John P. Sieger, Esq.; (iii) counsel to the Debtors' prepetition secured lender and proposed post-petition secured lender, Delaware Street Capital Master Fund, L.P.; and (iv) counsel to any Committee appointed in the Debtors' cases (collectively, the "Notice Parties"). All Monthly Statements shall comply with the timekeeping and detail requirements of the Bankruptcy Code, the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules"), the Local Bankruptcy Rules of this Court (the "Local Rules"), the "United States Trustee Fee Guidelines - Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. § 330 (Appendix A to 28 C.F.R. § 58) (the "U.S. Trustee Fee Guidelines") and other applicable law. Each Notice Party will have ten (10) days after service and filing of a Monthly Statement to object thereto (the "Objection Deadline"). Upon the expiration of the Objection Deadline, the Debtors shall be authorized to pay each Professional an amount (the "Actual Monthly Payment") equal to the lesser of (i) ninety percent (90%) of the

fees and one-hundred percent (100%) of the expenses requested in the Monthly Statement (the "Maximum Monthly Payment"); and (ii) ninety percent (90%) of the fees and one-hundred percent (100%) of the expenses not subject to an objection pursuant to subparagraph (b) below.

b. If any Notice Party objects to a Professional's Monthly Statement, it must file with the Court and serve on the affected Professional and each of the Notice Parties, a written objection (the "Objection"), which must be received by the affected Professional and the Notice Parties on or before the Objection Deadline. Thereafter, the objecting party and the affected Professional may attempt to resolve the Objection on a consensual basis. If the parties are unable to reach a resolution of the Objection within twenty (20) days after service of the Objection, the affected Professional may either: (i) file a motion seeking resolution of the Objection with the Court, together with a request for payment of the difference, if any, between the Maximum Monthly Payment and the Actual Monthly Payment made to the affected Professional (the "Incremental Amount"); or (ii) forego payment of the Incremental Amount until the next interim or final fee application hearing, at which time the Court will consider and dispose of the Objection if requested by the parties.

c. Commencing with the period beginning on the Petition Date and ending on December 31, 2011, and at four-month intervals thereafter, or at such other intervals convenient to the Court, each of the Professionals must file with the Court and serve upon the Notice Parties an interim application ("Interim Fee Application") for Court approval and allowance, pursuant to section 331 of the Bankruptcy Code, of the compensation and reimbursement of expenses sought in the Monthly Applications filed in respect of such four-month period (the "Interim Fee Period"). Each Professional must file its Interim Fee Application within thirty (30) days after the end of the Interim Fee Period for which the application seeks

allowance of fees and reimbursement of expenses. Each Professional must file its first Interim Fee Application on or before January 31, 2011, and the first Interim Fee Application should cover the Interim Fee Period from the commencement of this cases through and including December 31, 2011. Any Professional that fails to file an Interim Fee Application when due will be ineligible to receive further interim payments of fees or expenses under the compensation procedures until such time as the Interim Fee Application is submitted by the Professional or such requirement is waived by the Court after notice and hearing.

5. The Debtors shall request that the Court schedule a hearing on the outstanding Interim Fee Applications at least once every four months, or at such other intervals as the Court deems appropriate.

6. The pendency of an Objection to payment of compensation or reimbursement of expenses will not disqualify a Professional from the future payment of compensation or reimbursement of expenses under the procedures set forth in this Order.

7. Neither: (a) the payment of or the failure to pay, in whole or in part, monthly interim compensation and reimbursement of expenses, nor (b) the filing of or failure to file an Objection will bind any party in interest or the Court with respect to the allowance of interim or final applications for compensation and reimbursement of expenses of Professionals.

8. Each member of the Committee or any other Court-appointed committee in this cases is permitted to submit statements of out-of-pocket expenses (excluding Committee member counsel expenses) and supporting vouchers to Court-approved counsel to such Committee, which shall collect and submit such members' requests for reimbursement in accordance with the procedures established in this Order.

9. Notice to consider interim and final fee applications shall be considered sufficient

if it is sent to: (a) the Notice Parties; (b) all parties who have filed a notice of appearance with the Clerk of this Court and requested such notice; and (c) all creditors listed on Debtors' creditor matrix.

10. All time periods referenced in this Order shall be calculated in accordance with Bankruptcy Rule 9006(a).

11. The terms and conditions of this order shall be immediately effective and enforceable upon its entry.

12. The Court retains jurisdiction with respect to all matters arising from or related to the implementation of this order.

Dated: JAN 26 2012, 2012


UNITED STATES BANKRUPTCY JUDGE