

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

In re:  WELDED CONSTRUCTION, L.P., <i>et al.</i> , <sup>1</sup>  Debtors.	) ) ) ) ) ) )	Chapter 11  Case No. 18-12378 (KG)  (Jointly Administered)  Ref. Docket No. 729
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**SUPPLEMENT TO SECOND INTERIM FEE REQUEST OF  
YOUNG CONAWAY STARGATT & TAYLOR, LLP**

Young Conaway Stargatt & Taylor, LLP (“**Young Conaway**” or the “**Firm**”), counsel to the above-captioned debtors and debtors in possession (the “**Debtors**”), hereby supplements the *Second Interim Fee Request of Young Conaway Stargatt & Taylor, LLP* [Docket No. 729] (the “**Second Interim Request**”) for the period from January 1, 2019, through and including March 31, 2019 (the “**Interim Period**”), by attaching, as **Exhibits A** through **E** hereto, certain schedules requested by the *Appendix B Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under United States Code by Attorneys in Larger Chapter 11 Cases* (the “**UST Guidelines**”). In addition, Young Conaway respectfully states as follows to address the questions set forth under section C.5 of the UST Guidelines:

- a. During the Interim Period, Young Conaway did not agree to any variations from, or alternatives to, its standard or customary billing rates, fees, or terms.
- b. The fees sought by Young Conaway in the Second Interim Request are not more than 10% of the fees budgeted pursuant to the original budget provided by Young Conaway to the Debtors.

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<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are: Welded Construction, L.P. (5008) and Welded Construction Michigan, LLC (9830). The mailing address for each of the Debtors is 26933 Eckel Road, Perrysburg, OH 43551.



c. The professionals included in the Second Interim Request did not vary their hourly rate based on the geographic location of the bankruptcy case.

d. The Second Interim Request did not include any fees dedicated to reviewing or revising time records, or, preparing, reviewing, and revising invoices that would not normally be compensable outside of bankruptcy.

e. The time period covered by the Second Interim Request includes approximately 3.80 hours with a value of \$2,567.00 spent by Young Conaway to ensure that the time entries subject to the Second Interim Request comply with the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware and do not disclose privileged or confidential information. This review and any revisions associated therewith are a necessary component of Young Conaway's preparation of each monthly fee application.

f. The Second Interim Request reflects Young Conaway's annual rate increase, which took effect on January 1, 2019.

Dated: May 15, 2019  
Wilmington, Delaware

YOUNG CONAWAY STARGATT & TAYLOR, LLP

/s/ Allison S. Mielke

Sean M. Beach (No. 4070)  
Robert F. Poppiti, Jr., (No. 5052)  
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*Counsel to the Debtors*

**EXHIBIT A****CUSTOMARY AND COMPARABLE  
COMPENSATION DISCLOSURES**

Young Conaway's hourly rates for bankruptcy services are comparable to the hourly rates charged in complex chapter 11 cases by comparably skilled bankruptcy attorneys. In addition, Young Conaway's hourly rates for bankruptcy services are comparable to the rates charged by the Firm, and by comparably skilled practitioners in other firms, for complex corporate and litigation matters, whether in court or otherwise, regardless of whether a fee application is required. By way of example, Young Conaway's blended hourly rates for attorneys and paraprofessionals in the Corporate Counseling and Litigation, Business Planning, and Intellectual Property Litigation sections of the Firm for the prior calendar year were as set forth below. Young Conaway believes that the services performed by those three sections of the Firm are comparable to the services performed in the Bankruptcy and Corporate Restructuring section. Also included below is 2018 blended hourly rate information for all sections of the Firm, excluding the Bankruptcy and Corporate Restructuring section and the Personal Injury and Workers' Compensation section.

<b>Category of Timekeeper</b>	<b>Blended Hourly Rate</b>		
	<b>Billed</b> In comparable practice areas for preceding calendar year <sup>1</sup>	<b>Billed</b> Firm-wide for preceding calendar year <sup>2</sup>	<b>Billed</b> This Application
Partner	\$800	\$667	\$715.30
Counsel	\$514	\$465	\$525.00
Associate	\$417	\$414	\$380.01
Paralegal	\$240	\$195	\$278.21
<b>Aggregated:</b>	\$542	\$487	\$523.16

<sup>1</sup> This column reflects the blended 2018 rates charge by the firm for complex corporate and litigation matters in the following sections of the firm: Corporate Counseling and Litigation, Business Planning and Tax, and Intellectual Property Litigation.

<sup>2</sup> This column excludes blended hourly rates for the Bankruptcy and Corporate Restructuring section and the Personal Injury and Workers' Compensation section.

**EXHIBIT B****BUDGET AND STAFFING PLAN**

	<b>BUDGETED AMOUNT</b>			
	<b><u>January</u></b>	<b><u>February</u></b>	<b><u>March</u></b>	<b><u>Application Period</u></b>
<b>Total Budgeted Fees/Expenses</b>	<b>\$510,000.00</b>	<b>\$510,000.00</b>	<b>\$360,000.00</b>	<b>\$1,380,000.00</b>
	<b>PROFESSIONAL RATES</b>			
<b><u>Professional</u></b>	<b><u>January</u></b>	<b><u>February</u></b>	<b><u>March</u></b>	<b><u>Application Period</u></b>
John T. Dorsey	\$935.00	\$935.00	\$935.00	\$935.00
Michael R. Nestor	\$905.00	\$905.00	\$905.00	\$905.00
M. Blake Cleary	\$890.00	\$890.00	\$890.00	\$890.00
Sean M. Beach	\$785.00	\$785.00	\$785.00	\$785.00
Matthew B. Lunn	\$745.00	\$745.00	\$745.00	\$745.00
Robert F. Poppiti, Jr.	\$625.00	\$625.00	\$625.00	\$625.00
Erin D. Edwards	\$655.00	\$655.00	\$655.00	\$655.00
Michael S. Neiburg	\$600.00	\$600.00	\$600.00	\$600.00
Travis G. Buchanan	\$530.00	\$530.00	\$530.00	\$530.00
Allison S. Mielke	\$415.00	\$415.00	\$415.00	\$415.00
Tara C. Pakrouh	\$400.00	\$400.00	\$400.00	\$400.00
Betsy L. Feldman	\$340.00	\$340.00	\$340.00	\$340.00
Beth Olivere (paralegal)	\$285.00	\$285.00	\$285.00	\$285.00
	<b>BUDGETED HOURS</b>			
<b><u>Professional</u></b>	<b><u>January</u></b>	<b><u>February</u></b>	<b><u>March</u></b>	<b><u>Application Period</u></b>
John T. Dorsey	25	25	25	75
Michael R. Nestor	10	10	5	25
M. Blake Cleary	0	0	0	0
Sean M. Beach	150	150	100	400
Matthew B. Lunn	50	50	45	145
Robert F. Poppiti, Jr.	75	75	30	180
Erin D. Edwards	50	50	25	125
Michael S. Neiburg	75	75	50	200
Travis G. Buchanan	75	75	50	200
Allison S. Mielke	125	125	100	350
Tara C. Pakrouh	125	125	100	350
Betsy L. Feldman	125	125	100	350
Beth Olivere (paralegal)	30	30	30	90
<b>TOTAL BUDGETED HOURS</b>	<b>915</b>	<b>915</b>	<b>660</b>	<b>2490</b>

	<b>BUDGETED FEES</b>			
<b><u>Professional</u></b>	<b><u>January</u></b>	<b><u>February</u></b>	<b><u>March</u></b>	<b><u>Application Period</u></b>
John T. Dorsey	\$23,375.00	\$23,375.00	\$23,375.00	\$70,125.00
Michael R. Nestor	\$9,050.00	\$9,050.00	\$4,525.00	\$22,625.00
M. Blake Cleary	\$0.00	\$0.00	\$0.00	\$0.00
Sean M. Beach	\$117,750.00	\$117,750.00	\$78,500.00	\$314,000.00
Matthew B. Lunn	\$37,250.00	\$37,250.00	\$33,525.00	\$108,025.00
Robert F. Poppiti, Jr.	\$46,875.00	\$46,875.00	\$18,750.00	\$112,500.00
Erin D. Edwards	\$32,750.00	\$32,750.00	\$16,375.00	\$81,875.00
Michael S. Neiburg	\$45,000.00	\$45,000.00	\$30,000.00	\$120,000.00
Travis G. Buchanan	\$39,750.00	\$39,750.00	\$26,500.00	\$106,000.00
Allison S. Mielke	\$51,875.00	\$51,875.00	\$41,500.00	\$145,250.00
Tara C. Pakrouh	\$50,000.00	\$50,000.00	\$40,000.00	\$140,000.00
Betsy L. Feldman	\$42,500.00	\$42,500.00	\$34,000.00	\$119,000.00
Beth Olivere (paralegal)	\$8,550.00	\$8,550.00	\$8,550.00	\$25,650.00
<b>TOTAL BUDGETED FEES</b>	<b>\$504,725.00</b>	<b>\$504,725.00</b>	<b>\$355,600.00</b>	<b>\$1,365,050.00</b>
	<b>BUDGETED EXPENSES</b>			
	<b><u>January</u></b>	<b><u>February</u></b>	<b><u>March</u></b>	<b><u>Application Period</u></b>
<b>TOTAL BUDGETED EXPENSES</b>	<b>\$5,000.00</b>	<b>\$5,000.00</b>	<b>\$2,000.00</b>	<b>\$12,000.00</b>

Professional	Position of the Professional; Number of Years in that Position; Year Obtaining License to Practice, if Applicable
John T. Dorsey	Partner since 2004. Joined firm as special counsel in 2003. Member of DE bar since 1991.
Michael R. Nestor	Partner since 2003. Joined firm as an associate in 2001. Member of DE bar since 1996.
M. Blake Cleary	Partner since 2005. Joined firm as an associate in 1998. Member of DE and PA bars since 1997.
Sean M. Beach	Partner since 2009. Joined firm as an associate in 2000. Member of DE bar since 2001 and NY bar since 2007.
Matthew B. Lunn	Partner since 2010. Joined firm as an associate in 2001. Member of DE bar since 2001 and NY bar since 2009.
Robert F. Poppiti, Jr.	Partner since 2018. Joined firm as an associate in 2007. Member of DE bar since 2007 and NY bar since 2015.
Erin D. Edwards	Partner since 2014. Joined firm as an associate in 2003. Member of DE bar since 2003.
Michael S. Neiburg	Partner since 2019. Joined firm as an associate in 2008. Member of DE bar since 2009 and PA bar since 2006.
Travis G. Buchanan	Joined firm as an associate in 2011. Member of DE and NY bars since 2011.
Allison S. Mielke	Joined firm as an associate in 2017. Member of DE bar since 2013.
Tara C. Pakrouh	Joined firm as an associate in 2017. Member of DE bar since 2015.
Betsy L. Feldman	Joined firm as an associate in 2017. Member of DE bar since 2017.
Beth Olivere	Paralegal

**EXHIBIT C****SUMMARY OF TIMEKEEPERS INCLUDED  
IN THE SECOND INTERIM REQUEST**

<b>Name</b>	<b>Title</b>	<b>Department</b>	<b>Date of First Admission</b>	<b>Fees Billed in the Application Period</b>	<b>Hours Billed in the Application Period</b>	<b>Hourly Rate Billed in the Application Period</b>
John T. Dorsey	Partner	Bankruptcy	1991	\$15,147.00	16.20	\$935
Michael R. Nestor	Partner	Bankruptcy	1996	\$1,719.50	1.90	\$905
M. Blake Cleary	Partner	Bankruptcy	1981	\$712.00	0.80	\$890
Sean M. Beach	Partner	Bankruptcy	2001	\$447,136.00	569.60	\$785
Matthew B. Lunn	Partner	Bankruptcy	2001	\$118,082.50	158.50	\$745
Vincent C. Thomas	Partner	Business Planning	2003	\$3,577.50	5.30	\$675
Anthony G. Flynn	Partner	Complex and Special Litigation	1977	\$600.00	1.00	\$600
Erin Edwards	Partner	Bankruptcy	2003	\$35,370.00	54.00	\$655
Robert F. Poppiti, Jr.	Partner	Bankruptcy	2007	\$196,000.00	313.60	\$625
Timothy Snyder	Partner	Employment Law	1985	\$2,090.00	3.80	\$550
Michael S. Neiburg	Associate	Bankruptcy	2009	\$832.50	1.50	\$555
Michael S. Neiburg	Partner	Bankruptcy	2009	\$74,460.00	124.10	\$600
Travis G. Buchanan	Associate	Bankruptcy	2011	\$76,055.00	143.50	\$530
Curtis J. Crowther	Special Counsel	Bankruptcy	1994	\$1,785.00	3.40	\$525
Brent C. Shaffer	Partner	Commercial Real Estate	1995	\$2,601.00	5.10	\$510
John C. Kuffel	Partner	Commercial Real Estate	2004	\$1,428.00	2.80	\$510
Ian J. Bambrick	Associate	Bankruptcy	2010	\$218.00	0.40	\$545
Allison S. Mielke	Associate	Bankruptcy	2013	\$127,073.00	306.20	\$415

Tara C. Pakrouh	Associate	Bankruptcy	2015	\$116,520.00	291.30	\$400
Betsy L. Feldman	Associate	Bankruptcy	2017	\$175,678.00	516.70	\$340
Ryan D. Hart	Associate	Business Planning	2017	\$204.00	0.60	\$340
Brittani Gordon	Associate	Bankruptcy	-	\$39,848.00	117.20	\$340
Matthew Milana	Law Clerk	Bankruptcy	-	\$34,045.00	123.80	\$275
Brenda Walters	Paralegal	Bankruptcy	-	\$944.00	3.20	\$295
Debbie Laskin	Paralegal	Bankruptcy	-	\$442.50	1.50	\$295
Mike Girello	Paralegal	Bankruptcy	-	\$383.50	1.30	\$295
Beth Olivere	Paralegal	Bankruptcy	-	\$510.00	2.00	\$255
Beth Olivere	Paralegal	Bankruptcy	-	\$26,049.00	91.40	\$285
Troy Bollman	Paralegal	Bankruptcy	-	\$313.50	1.10	\$285
Chad Corazza	Paralegal	Bankruptcy	-	\$427.50	1.50	\$285
Monica Fratticci	Paralegal	Litigation Support	-	\$752.50	4.30	\$175
Patrick M. Foss	Paralegal	Litigation Support	-	\$363.00	2.20	\$165
<b>TOTAL</b>				<b>\$1,501,367.50</b>	<b>2869.80</b>	



**EXHIBIT D****SUMMARY OF COMPENSATION AND EXPENSE REIMBURSEMENT**

<b>SUMMARY OF COMPENSATION BY PROJECT CATEGORY</b>			
<b>Project Category</b>		<b>Hours Billed</b>	<b>Fees Sought</b>
B001	Case Administration	79.50	\$30,083.00
B002	Court Hearings	58.80	\$28,729.00
B003	Cash Collateral/DIP Financing	69.50	\$44,248.00
B004	Schedules & Statements, U.S. Trustee Reports	8.10	\$3,736.50
B005	Lease/Executory Contract Issues	207.90	\$116,877.50
B006	Use, Sale or Lease of Property (363 issues)	1245.80	\$559,420.00
B007	Claims Analysis, Objections and Resolutions	354.70	\$240,248.50
B008	Meetings	199.10	\$133,741.50
B009	Stay Relief Matters	10.90	\$5,605.00
B010	Reclamation and Adversaries	0.20	\$80.00
B011	Other Adversary Proceedings	431.50	\$231,206.50
B012	Plan and Disclosure Statement	9.40	\$4,823.50
B013	Creditor Inquiries	8.60	\$3,765.00
B014	General Corporate Matters	30.40	\$19,258.00
B015	Employee Matters	79.90	\$45,469.00
B016	Asset Analysis	7.50	\$3,112.50
B017	Retention of Professionals/Fee Issues	15.70	\$6,225.50
B018	Fee Application Preparation	30.90	\$11,791.50
B019	Travel	21.40	\$12,947.00
<b>Total</b>		<b>2869.80</b>	<b>\$1,501,367.50</b>

<b>SUMMARY OF EXPENSE REIMBURSEMENT BY CATEGORY</b>	
<b>Category</b>	<b>Amount</b>
Air/Rail Travel	\$8,978.62
Car/Bus/Subway Travel	\$919.62
Client Requested Food and Support	\$294.49
Computerized Legal Research	\$1,849.88
Court Reporter	\$404.25
Delivery / Courier	\$275.00
Docket Retrieval/Search	\$53.20
Facsimile	\$6.00
Federal Express	\$370.48
Filing Fee	\$8.00
Hotel/Lodging	\$2,461.52
Miscellaneous	\$18.09
Outside Litigation Support	\$1,217.42
Parking	\$84.00
Postage	\$15.08
Reproduction Charges	\$2,065.90
Teleconference/Video Conference	\$623.95
Working Meals	\$1,980.05
<b>TOTAL</b>	<b>\$21,625.55</b>

**EXHIBIT E**

<b>SUMMARY OF SECOND INTERIM APPLICATION</b>	
Name of Applicant	Young Conaway Stargatt & Taylor, LLP
Name of Client	Debtors
Time period covered by Second Interim Application	January 1, 2019 through March 31, 2019
Total compensation sought during the Application Period	\$1,501,367.50
Total expenses sought during the Application Period	\$21,625.55
Petition Date	October 22, 2018
Retention Date	October 22, 2018
Date of order approving employment	November 15, 2018
Total compensation approved by interim order to date	\$1,073,168.50
Total expenses approved by interim order to date	\$20,361.03
Total allowed compensation paid to date	\$2,274,262.50
Total allowed expenses paid to date	\$21,625.55
Blended rate in the Second Interim Application for all attorneys	\$532.82
Blended rate in the Second Interim Application for all timekeepers	\$523.16
Compensation sought in the Second Interim Application already paid pursuant to a monthly compensation order but not yet allowed	\$1,201,094.00
Expenses sought in the Second Interim Application already paid pursuant to a monthly compensation order but not yet allowed	\$21,625.55
Number of professionals included in the Second Interim Application	30
If applicable, number of professionals in the Second Interim Application not included in staffing plan approved by client	17
If applicable, difference between fees budgeted and compensation sought during the Application Period	Amt. Budgeted: \$1,380,000.00 Amt. Sought: \$1,501,367.50
Number of professionals billing fewer than 15 hours to the case during the Application Period	19
Are any rates higher than those approved or disclosed at retention?	No