

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:

WELDED CONSTRUCTION, L.P., *et al.*¹

Debtors.

Chapter 11

Case No. 18-12378 (CSS)

(Jointly Administered)

Objection Deadline: September 9, 2020 at 4:00 p.m. (ET)
Hearing Date: TBD

**THIRTEENTH MONTHLY AND FINAL APPLICATION OF LANDIS RATH & COBB
LLP, SPECIAL COUNSEL TO THE DEBTORS AND DEBTORS-IN-POSSESSION, FOR
COMPENSATION AND REIMBURSEMENT OF EXPENSES PURSUANT TO 11 U.S.C.
§§ 330 AND 331 FOR THE PERIOD FROM OCTOBER 22, 2018
THROUGH AND INCLUDING JULY 31, 2020**

Name of Applicant:

Landis Rath & Cobb LLP

Authorized to Provide Professional
Services to:

Special Counsel for the Debtors and Debtors-In-
Possession

Date of Retention:

Nunc Pro Tunc to October 22, 2018

Period for which monthly compensation
and reimbursement sought:

July 1, 2020 through July 31, 2020

Amount of monthly fees to be approved
as actual, reasonable and necessary:

\$1,621.00 (80%= \$1,296.80)

Period for which final compensation
and reimbursement sought:

October 22, 2018 through July 31, 2020

Amount of final fees to be approved
as actual, reasonable and necessary:

\$392,061.50²

Amount of final expenses sought
as actual, reasonable and necessary:

\$9,172.10

This is a(n) x monthly interim x final application

¹ 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 P.O. Box 470, Perrysburg, OH 43552-0470.

² Amount of final fees includes \$5,000 for estimated fees and expense incurred between the Effective Date and the Final Fee Hearing.
{1220.002-W0062591.}



181237820082600000000001

This application includes 4.50 hours with a value of \$1,507.50 for time incurred in the preparation of the eleventh monthly, twelfth monthly and seventh interim applications.

Prior Applications:

Dated Filed	Period Covered	Requested		Approved	
		Fees	Expenses	Fees	Expenses
12/5/18	10/22/18 – 11/30/18	\$141,548.50	\$5,989.81	\$113,238.80	\$5,989.81
1/22/19	12/1/18 – 12/31/18	\$87,400.00	\$689.79	\$69,920.00	\$689.79
1st Interim 2/14/19	10/22/18 – 12/31/18	\$228,948.50	\$6,679.60	\$228,948.50	\$6,679.60
2/26/19	1/1/19 – 1/31/19	\$11,978.00	\$334.67	\$9,582.40	\$334.67
3/15/19	2/1/19 – 2/28/19	\$20,332.00	\$102.30	\$16,265.60	\$102.30
5/15/19	3/1/19 – 3/31/19	\$1,618.50	\$7.50	\$1,294.80	\$7.50
2nd Interim 5/15/19	1/1/19 – 3/31/19	\$33,928.50	\$444.47	\$33,928.50	\$444.47
3rd Interim 8/15/19	4/1/19 – 6/30/19	\$2,403.00	\$1.30	\$2,403.00	\$1.30
11/8/19	7/1/19 – 9/30/19	\$29,588.00	\$75.09	\$23,670.40	\$75.09
4th Interim 8/15/19	7/1/19 – 9/30/19	\$29,588.00	\$75.09	\$29,588.00	\$75.09
12/6/19	10/1/19 – 11/30/19	\$31,929.00	\$237.45	\$25,543.20	\$237.45
5th Interim 2/14/20	10/1/19 – 12/31/19	\$36,747.50	\$237.45	\$36,747.50	\$237.45
5/1/20	1/1/20 – 3/31/20	\$35,371.50	\$1,691.48	\$28,297.20	\$1,691.48
6th Interim 5/14/20	1/1/20 – 3/31/20	\$35,371.50	\$1,691.48	\$35,371.50	\$1,691.48
6/15/20	4/1/20 – 5/31/20	\$16,135.50	\$42.71	\$16,135.50	\$42.71
7/20/20	6/1/20 – 6/30/20	\$2,318.00	\$0.00	\$1,854.40	\$0.00

MONTHLY COMPENSATION BY INDIVIDUAL

Name of Professional	Position w/LRC and Year of Admission	Year of Law School Graduation	Hourly Billing Rate³	Total Billed Hours	Total Compensation
Jennifer L. Cree	Associate; admitted DE 2013, PA 2014	May, 2013	\$440.00	2.00	\$880.00
Anthony C. Dellose	Paralegal	N/A	\$265.00	2.70	\$715.50
Darcey Snyder	Paralegal	N/A	\$255.00	0.10	\$25.50
Total				4.80	\$1,621.00

Blended Hourly Rate: \$337.70

³ LRC's billing rates have not changed during this Application Period (defined below).
{1220.002-W0062591.}

MONTHLY COMPENSATION BY PROJECT CATEGORY

Project Category	Total Hours	Total Fees
B136 – LRC Retention & Fee Matters	4.50	\$1,507.50
B146 – Plan and Disclosure Statement (including Business Plan)	0.30	\$113.50
TOTAL	4.80	\$1,621.00

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LLP, SPECIAL COUNSEL TO THE DEBTORS AND DEBTORS-IN-POSSESSION, FOR
COMPENSATION AND REIMBURSEMENT OF EXPENSES PURSUANT TO 11 U.S.C.
§§ 330 AND 331 FOR THE PERIOD FROM OCTOBER 22, 2018
THROUGH AND INCLUDING JULY 31, 2020**

Landis Rath & Cobb LLP (“LRC”), Special Counsel to the above-captioned debtors and debtors-in-possession (the “Debtors”), submits this *Thirteenth Monthly and Final Application of Landis Rath & Cobb LLP, Special Counsel to the Debtors and Debtors-In-Possession, for Compensation and Reimbursement of Expenses Pursuant to 11 U.S.C. §§ 330 and 331 for the Period from October 22, 2018 Through and Including July 31, 2020* (the “Application”) for legal services performed during the monthly period commencing July 1, 2020 through and including July 31, 2020 (the “Monthly Application Period”); and for final approval of compensation for legal services performed during the period commencing October 22, 2018 through and including July 31, 2020 (the “Final Application Period”), together with the Monthly Application Period, (the “Application Periods”). In support of the Application, LRC respectfully states as follows:

JURISDICTION AND VENUE

1. The United States Bankruptcy Court for the District of Delaware (the “Court”) has jurisdiction over this Application pursuant to 28 U.S.C. §§ 157 and 1334 and the *Amended*

¹ 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 P.O. Box 470, Perrysburg, OH 43552-0470.

Standing Order of Reference from the United States District Court for the District of Delaware, dated February 29, 2012. This is a core proceeding within the meaning of 28 U.S.C. § 157(b)(2)(A) and (M), and the Court may enter a final order consistent with Article III of the United States Constitution.² Venue in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409.

2. The statutory predicates for the relief sought herein are sections 105(a), 330 and 331 of chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101 *et seq.* (as amended or modified, the “Bankruptcy Code”).

BACKGROUND

3. On October 22, 2018 (the “Petition Date”), the Debtors commenced the above-captioned chapter 11 cases (the “Chapter 11 Cases”) by filing voluntary petitions for relief under chapter 11 of title 11 of the Bankruptcy Code.

4. The Debtors continue to operate their business and manage their properties as debtors-in-possession pursuant to Bankruptcy Code sections 1107(a) and 1108.

5. No trustee or examiner has been appointed in these Chapter 11 Cases.

6. On October 30, 2018, the United States Trustee for the District of Delaware (the “U.S. Trustee”) appointed an official committee of unsecured creditors consisting of the following seven members: (i) Ohio Machinery Co.; (ii) Cleveland Brothers Equipment Co., Inc.; (iii) United Piping, Inc.; (iv) PipeLine Machinery International, LP; (v) Earth Pipeline Services, Inc.; (vi) IUOE and Pipe Line Employers Health & Welfare Fund; and (vii) Schmid Pipeline (the “Committee”) [D.I. 128].

² Pursuant to rule 9013-1(f) of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware (the “Local Rules”), LRC hereby confirms its consent to entry of a final order by the Bankruptcy Court in connection with this Application if it is later determined that the Bankruptcy Court, absent consent of the parties, cannot enter final orders or judgments consistent with Article III of the United States Constitution.

7. The factual background relating to the Debtors' commencement of the Chapter 11 Cases is set forth in detail in the *Declaration of Frank Pometti in Support of Debtors' Chapter 11 Petitions and First-Day Motions* [D.I. 4] filed on the Petition Date.

8. On November 15, 2018, the Court entered the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Retained Professionals* (the "Interim Compensation Order") [D.I. 230]. The Interim Compensation Order sets forth the procedures for interim compensation and reimbursement of expenses for all professionals in these Chapter 11 Cases.

9. On November 15, 2018, the Court also entered the *Order Authorizing the Employment and Retention of Landis Rath & Cobb LLP as Special Counsel Nunc Pro Tunc to the Retention Date* [D.I. 232].

10. On June 25, 2020, the Court entered the *Findings of Fact, Conclusions of Law and Order Confirming the Amended Chapter 11 Plan of Welded Construction, L.P. and Welded Construction Michigan, LLC* [D.I. 1505] (the "Confirmation Order").

11. On July 31, 2020 (the "Effective Date"), the Debtors filed the *Notice of (I) Confirmation and Effective Date of the Amended Chapter 11 Plan of Welded Construction, L.P. and Welded Construction Michigan, LLC and (II) Deadline Under the Plan and Confirmation Order to File Professional Fee Claims, Administrative Claims and Rejection Claims* [D.I. 1555].

TERMS AND CONDITIONS OF COMPENSATION OF LRC

12. Subject to Court approval, LRC seeks payment for compensation on an hourly basis, plus reimbursement of actual, necessary expenses incurred by LRC during the Application Period. With the exception of copy charges (which are charged at a lower rate), the rates charged by LRC in these Chapter 11 Cases do not differ from the rates charged to LRC's non-bankruptcy clients.

13. A summary of the hours spent, the names of each professional and paraprofessional rendering services to the Debtors during the Application Period, the regular customary billing rates and the total value of time incurred by each of the LRC professionals rendering services to the Debtors are attached hereto as **Exhibit A**. A copy of the computer-generated time entries reflecting the time recorded for these services, organized in project billing categories in accordance with the *Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. § 330* (the “U.S. Trustee Guidelines”) is attached hereto as **Exhibit B**. All time entries are in compliance with rule 2016-2 of the Local Rules.³

14. Pursuant to the Interim Compensation Order, LRC and other professionals retained in these Chapter 11 Cases are authorized to file and to serve upon the parties identified in the Interim Compensation Order monthly fee applications (a “Monthly Fee Application”) of their fees and expenses. After the expiration of a twenty (20) day objection period, the Debtors are authorized to promptly pay eighty percent (80%) of the fees and one hundred percent (100%) of the expenses requested in the Monthly Fee Application, unless an objection has been lodged against specific fees and/or expenses, or the Court orders otherwise.

15. In accordance with the Interim Compensation Order, LRC has filed and served upon the parties identified in the Interim Compensation Order this Application with respect to fees and expenses incurred during the Application Period; to wit, fees in the amount of \$1,621.00.

³ LRC has also made reasonable efforts to submit this Application in a manner consistent with the U.S. Trustee Guidelines. To the extent that the U.S. Trustee Guidelines conflict with the Local Rules, in particular, Local Rule 2016-2, LRC has chosen to comply with such Local Rule. LRC will supplement this Application with additional detail or information upon request.

16. All services and costs for which compensation is requested by LRC in this Application were reasonable and necessary and were performed for and on behalf of the Debtors during the Application Period.

CASE STATUS

17. The Debtors' monthly operating reports contain up-to-date information regarding the amount of cash on hand or on deposit in the Debtors' estates, the amount and nature of accrued unpaid administrative expenses, the Debtors' operating profits or losses, and the amount of unencumbered funds in the Debtors' estates.

18. To the best of LRC's knowledge, the Debtors have paid or will pay to the U.S. Trustee its initial quarterly fees and have filed or will file its monthly operating reports.

NARRATIVE SUMMARY OF SERVICES RENDERED ON A PROJECT SUMMARY BASIS

19. All of the professional services that LRC rendered to the Debtors during the Application Period are set forth in detail in **Exhibit B**, segregated according to project billing categories in accordance with the U.S. Trustee Guidelines. A brief description of certain services deserving specific mention are highlighted below, by project category:

(A) LRC Retention/Fee Matters: (Total Hours: 4.50; Total Fees: \$1,507.50)

20. Among other services provided under this category during the Application Period, LRC prepared and filed the *Twelfth Monthly and Seventh Interim Application of Landis Rath & Cobb LLP, Special Counsel to the Debtors and Debtors-In-Possession, for Compensation and Reimbursement of Expenses Pursuant to 11 U.S.C. §§ 330 and 331 for the Period from April 1, 2020 Through and Including June 30, 2020* [D.I. 1537] in accordance with the Local Rules and U.S. Trustee Guidelines.

COMPENSATION REQUESTED

21. LRC expended 4.80 hours during the Monthly Application Period in furtherance of its efforts on behalf of the Debtors. LRC requests allowance of compensation in the amount of \$1,621.00 for legal services rendered during the Monthly Application Period at a blended hourly rate of \$337.70. Pursuant to the Interim Compensation Order, LRC requests interim payment of 80% of the total fees requested, or \$1,296.80. None of the requested fees detailed herein have been paid previously.

FINAL FEE PERIOD

22. In accordance with the Interim Compensation Order, LRC has filed and served upon the parties identified in the Interim Compensation Order this Application with respect to fees and expenses incurred during the Final Application Period; to wit, fees in the amount of up to \$392,061.50 (which includes the 20% “holdback” of all prior monthly fee applications)⁴ and expenses in the amount of \$9,172.10.

23. In accordance with the Interim Compensation Order and Confirmation Order, LRC seeks final approval of fees in the amount of up to \$392,061.50 and expenses in the amount of \$9,172.10.

24. Pursuant to and consistent with the relevant requirements of the U.S. Trustee’s Guidelines, as applicable, the following additional exhibits pertaining to the Final Application Period are annexed hereto: **Exhibit C**, which is a summary of compensation by each professional of LRC that worked on the above-captioned Chapter 11 Cases; **Exhibit D**, which is a summary of compensation by project category; **Exhibit E**, which is an expense summary; **Exhibit F**, which contains LRC’s customary and comparable compensation disclosures; **Exhibit G**, which is the estimated budget for Landis Rath & Cobb LLP as Special Counsel to the Debtors for the

⁴ Copies of the Monthly Fee Applications may be obtained by written request to the undersigned counsel.

period October 22, 2018 through July 31, 2020, and Exhibit H, the Certification of Matthew B. McGuire.

LEGAL STANDARD

25. Bankruptcy Code section 330(a)(1) allows the payment of:

(A) reasonable compensation for actual, necessary services rendered by the trustee, examiner, ombudsman, professional person, or attorney and by any paraprofessional person employed by any such person; and

(B) reimbursement for actual, necessary expenses.

11 U.S.C. § 330(a)(1). Reasonableness of compensation is informed by the “market-driven approach,” which considers the nature, extent and value of services provided by the professional and the cost of comparable services in non-bankruptcy contexts. *See Zolfo Cooper & Co. v. Sunbeam-Oster Co.*, 50 F.3d 253, 258 (3d Cir. 1995); *In re Busy Beaver Building Ctr., Inc.*, 19 F.3d 833, 849 (3d Cir. 1994). Thus, the “baseline rule is for firms to receive their customary rates.” *Zolfo Cooper*, 50 F.3d at 259.

26. In accordance with its practices in non-bankruptcy matters, LRC has calculated its compensation requested in the Monthly Application Period by applying its standard hourly rates. LRC’s calculation is based upon hourly rates that are well within the range of rates that are charged by comparable firms in similar bankruptcy cases. Accordingly, LRC’s rates should be determined to be reasonable under Bankruptcy Code section 330.

27. LRC’s fees during the Monthly Application Period are also reasonable under the prevailing legal standard and should be allowed. The amount of these fees is not unusual given the complexity and size of the Chapter 11 Cases and the amount of work required to represent the Debtors as Special Counsel. LRC’s fees are commensurate with fees that other attorneys of comparable experience and expertise have charged and been awarded in similar chapter 11 cases. Accordingly, LRC’s fees are reasonable pursuant to Bankruptcy Code section 330.

28. Bankruptcy Code section 330(a)(1)(B) permits reimbursement for actual and necessary expenses. LRC's legal services and expenses incurred during the Monthly Application Period are set forth in this Application and constitute only those necessary expenses that were incurred for the benefit of the Debtors' estates. LRC has properly requested reimbursement of only actual, necessary and appropriate legal expenses.

29. Except as permitted by Bankruptcy Rule 2016, no agreement or understanding exists between LRC and/or any third person for the sharing or division of compensation. All of the services for which compensation is requested in this Monthly Application Period were rendered at the request of and solely on behalf of the Debtors.

30. Pursuant to the standards set forth in Bankruptcy Code sections 330 and 331, LRC submits that the compensation requested is for actual and necessary services and expenses, and is reasonable, based upon the nature, extent and value of such services, the time spent thereon, and the costs of comparable services in cases under the Bankruptcy Code.

31. The time records annexed to this Monthly Application constitute only a general statement of the services rendered and time expended without description of the pressure and constraints under which LRC actually rendered these services. The considerable challenges of these Chapter 11 Cases have been attended to and managed by LRC at all levels promptly, expertly, and often to the exclusion of other matters in LRC's office. LRC submits, therefore, that its fees and expenses were actually necessary, reasonable and justified, and should be allowed in full.

NOTICE AND PRIOR REQUEST

32. Notice of this Application has been given to the following parties or, in lieu of, to their counsel, if known: (a) the Debtors; (b) the U.S. Trustee; (c) the DIP Lenders (d) the

Committee; and (e) all parties required to be given notice in the Interim Compensation Order. LRC submits that no other or further notice is necessary.

33. No prior request for the relief sought in this Application has been made to this or any other Court.

WHEREFORE, LRC respectfully requests that the Court enter an order approving the following:

(i) Monthly allowance in the sum of \$1,621.00 as compensation for necessary professional services rendered to the Debtors during the Monthly Application Period; and

(ii) Final Allowance in the sum of \$392,061.50 as compensation for necessary professional services rendered to the Debtors, and in the sum of \$9,172.10 for reimbursement of actual necessary costs and expenses incurred during the Final Application Period; and such other and further relief as this Court may deem just and proper.

Dated: August 26, 2020
Wilmington, Delaware

LANDIS RATH & COBB LLP

/s/ Matthew B. McGuire

Adam G. Landis (No. 3407)
Matthew B. McGuire (No. 4366)
Jennifer L. Cree (No. 5919)
919 Market Street, Suite 1800
Wilmington, Delaware 19801
Telephone: (302) 467-4400
Facsimile: (302) 467-4450
Email: landis@lrclaw.com
mcguire@lrclaw.com
cree@lrclaw.com

*Special Counsel to the Debtors and
Debtors-In-Possession*

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

In re:

WELDED CONSTRUCTION, L.P., *et al.*¹

Debtors.

Chapter 11

Case No. 18-12378 (CSS)

(Jointly Administered)

Objection Deadline: September 9, 2020 at 4:00 p.m. (ET)
Hearing Date: TBD

**NOTICE OF THIRTEENTH MONTHLY AND FINAL APPLICATION OF LANDIS
RATH & COBB LLP, SPECIAL COUNSEL TO THE DEBTORS AND DEBTORS-IN-
POSSESSION, FOR COMPENSATION AND REIMBURSEMENT OF EXPENSES
PURSUANT TO 11 U.S.C. §§ 330 AND 331 FOR THE PERIOD FROM OCTOBER 22,
2018 THROUGH AND INCLUDING JULY 31, 2020**

TO: The above-captioned Debtors; Counsel to the Debtors; the Office of the United States Trustee for the District of Delaware; Counsel to the Committee; Counsel to the DIP Lender; and all parties required to be given notice in the Interim Compensation Order.

Landis Rath & Cobb LLP, Conflict Counsel to the above-captioned debtor and debtor-in-possession (the “Debtor”), has filed the *Thirteenth Monthly and Final Application of Landis Rath & Cobb LLP, Special Counsel to the Debtors and Debtors-In-Possession, for Compensation and Reimbursement of Expenses Pursuant to 11 U.S.C. §§ 330 and 331 for the Period from October 22, 2018 Through and Including July 31, 2020* (the “Application”). The Application seeks monthly fees in the amount of \$1,621.00 for the period from July 1, 2020 through July 31, 2020 and final fees in the amount of up to \$392,061.50 and expenses in the amount of \$9,172.10 for the period from October 22, 2020 through July 31, 2020.

Objections, if any, to the relief requested in the Application must be filed with the United States Bankruptcy Court, 824 N. Market Street, 3rd Floor, Wilmington, Delaware 19801, on or before **September 9, 2020 at 4:00 p.m. (ET)**.

At the same time, you must also serve a copy of the objection upon the following parties so as to be **received no later than 4:00 p.m. (ET) on September 9, 2020**:

(i) Welded Construction, L.P., P.O. Box 470, Perrysburg, OH 43552-0470 (Attn: Frank A. Pometti, Chief Restructuring Officer); (ii) counsel to the Debtors, Young Conaway Stargatt & Taylor, LLP, Rodney Square, 1000 North King Street, Wilmington, DE 19801 (Attn: Tara C. Pakrouh, Esq.); (iii) the Office of the United States Trustee for the District of Delaware, J. Caleb Boggs Federal Building, Room 2207, 844 North King Street,

¹ 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 P.O. Box 470, Perrysburg, OH 43552-0470.

Wilmington, DE 19801, (Attn: Jane M. Leamy, Esq.); (iv) counsel for the DIP Lender, Gibson, Dunn & Crutcher LLP, 200 Park Avenue, New York, NY 10166 (Attn: Michael A. Rosenthal, Esq. and Matthew K. Kelsey, Esq.); (v) special counsel to the Debtors, Landis Rath & Cobb LLP, 919 Market Street, Suite 1800, Wilmington, DE 19801 (Attn: Matthew B. McGuire, Esq. and Jennifer L. Cree, Esq.); and (vi) counsel for the Committee, Blank Rome LLP, 130 North 18th Street, Philadelphia, PA 19103 (Attn: John E. Lucian, Esq. and Michael B. Schaedle, Esq.).

A HEARING ON THE APPLICATION WILL BE HELD ON A **DATE TO BE DETERMINED** BEFORE THE HONORABLE CHRISTOPHER S. SONTCHI, UNITED STATES BANKRUPTCY JUDGE, IN THE UNITED STATES BANKRUPTCY COURT FOR THE DISTRICT OF DELAWARE, 824 NORTH MARKET STREET, 5th FLOOR, COURTROOM 6, WILMINGTON, DELAWARE 19801.

IF YOU FAIL TO RESPOND IN ACCORDANCE WITH THIS NOTICE, THE COURT MAY GRANT THE RELIEF REQUESTED IN THE APPLICATION WITHOUT FURTHER NOTICE OR HEARING.

Dated: August 26, 2020
Wilmington, Delaware

LANDIS RATH & COBB LLP

/s/ Matthew B. McGuire

Adam G. Landis (No. 3407)
Matthew B. McGuire (No. 4366)
Jennifer L. Cree (No. 5919)
919 Market Street, Suite 1800
Wilmington, Delaware 19801
Telephone: (302) 467-4400
Facsimile: (302) 467-4450
Email: landis@lrclaw.com
mcguire@lrclaw.com
cree@lrclaw.com

*Special Counsel to the Debtors and
Debtors-In-Possession*

EXHIBIT A

MONTHLY COMPENSATION BY INDIVIDUAL

Name of Professional	Position w/LRC and Year of Admission	Year of Law School Graduation	Hourly Billing Rate¹	Total Billed Hours	Total Compensation
Jennifer L. Cree	Associate; admitted DE 2013, PA 2014	May, 2013	\$440.00	2.00	\$880.00
Anthony C. Dellose	Paralegal	N/A	\$265.00	2.70	\$715.50
Darcey Snyder	Paralegal	N/A	\$255.00	0.10	\$25.50
Total				4.80	\$1,621.00

¹ LRC's billing rates have not changed during this Application Period (defined below).
{1220.002-W0062591.}

EXHIBIT B

MONTHLY COMPENSATION BY PROJECT CATEGORY

Project Category	Total Hours	Total Fees
B136 – LRC Retention & Fee Matters	4.50	\$1,507.50
B146 – Plan and Disclosure Statement (including Business Plan)	0.30	\$113.50
TOTAL	4.80	\$1,621.00

Date: 08/19/2020

Detail Fee Task Code Billing Report
Landis Rath & Cobb LLP

Page: 1

Client	Trans Date	Tmkr	Hours to Bill	Amount	
Phase ID B136 LRC Retention & Fee Matters					
1220.002	07/07/2020	ACD	0.60	159.00	Draft Certificate of No Objection re: LRC's combined 11th fee app (0.2); emails with J. Cree re: same (0.1); finalize and e-file same (0.3)
1220.002	07/07/2020	JLC	0.10	44.00	emails with ACD, MBM re: Certificate of No Objection for LRC 11th monthly fee app
1220.002	07/07/2020	JLC	0.10	44.00	review and revise Certificate of No Objection for LRC 11th monthly fee app
1220.002	07/20/2020	ACD	2.10	556.50	Emails with J. Cree re: LRC's 12th and 7th interim fee app (0.3); draft same (1.5); finalize and e-file same (0.6)
1220.002	07/20/2020	JLC	0.20	88.00	review and revise June pre-bills for compliance with UST guidelines and local rules
1220.002	07/20/2020	JLC	0.10	44.00	emails with A. Mielke re: interim fee app
1220.002	07/20/2020	JLC	0.20	88.00	multiple communications with LRC team re: interim fee app
1220.002	07/20/2020	JLC	0.70	308.00	review and revise LRC 12th monthly and 6th interim fee app
1220.002	07/20/2020	JLC	0.10	44.00	emails with MBM Re: fee app
1220.002	07/20/2020	JLC	0.10	44.00	finalize for filing 12th monthly and 6th interim fee app
1220.002	07/20/2020	JLC	0.10	44.00	review and comment on interim fee order
1220.002	07/20/2020	JLC	0.10	44.00	emails with A. Mielke re: interim fee order
Total for Phase ID B136		Billable	4.50	1,507.50	LRC Retention & Fee Matters
Phase ID B146 Plan and Disclosure Statement (including Business Plan)					
1220.002	07/31/2020	DS	0.10	25.50	email with JLC re: Effective Date Notice
1220.002	07/31/2020	JLC	0.20	88.00	review notice of effective date (.1) and emails with LRC team re: same (.1)
Total for Phase ID B146		Billable	0.30	113.50	Plan and Disclosure Statement (including Business Plan)
GRAND TOTALS					
		Billable	4.80	1,621.00	

EXHIBIT C

SUMMARY OF FEES BY INDIVIDUAL FOR THE APPLICATION PERIOD
(October 22, 2018 – July 31, 2020)

Name of Professional	Position w/LRC and Year of Admission	Year of Law School Graduation	Hourly Billing Rate²	Total Billed Hours	Total Compensation
Adam G. Landis	Partner; admitted NY 1992, MA 1992, DE 1996	May, 1991	\$860.00 (2018)	22.90	\$19,694.00
Rebecca L. Butcher	Partner; admitted DE 1999, PA 2000	May, 1999	\$610.00 (2018)	3.40	\$2,074.00
Matthew B. McGuire	Partner; admitted PA 2001, DE 2003	May, 2000	\$715.00 (2020) \$650.00 (2019) \$610.00 (2018)	69.80 91.00 259.10	\$44,902.00 \$59,150.00 \$158,051.00
Jennifer L. Cree	Associate; admitted DE 2013, PA 2014	May, 2013	\$440.00 (2020) \$365.00 (2019) \$315.00 (2018)	12.90 90.70 99.90	\$5,676.00 \$33,105.50 \$31,468.50
Nicolas E. Jenner	Associate; admitted DE 2018	May, 2018	\$295.00 (2018)	12.60	\$3,717.00
Holly M. Smith	Associate; admitted DE 2018	May, 2017	\$295.00 (2019)	11.30	\$3,333.50
Howard R. Robertson	Law Clerk	January, 2020	\$295.00 (2020)	2.30	\$678.50
Anthony C. Dellose	Paralegal	N/A	\$265.00 (2020) \$250.00 (2019) \$240.00 (2018)	11.10 19.00 50.50	\$2,941.50 \$4,750.00 \$12,120.00
Melissa Ramirez	Paralegal	N/A	\$265.00 (2020) \$250.00 (2019)	0.70 4.00	\$185.50 \$928.00
Darcey Snyder	Paralegal	N/A	\$255.00 (2020)	3.90	\$994.50

² LRC's billing rates have not changed during this Application Period (defined below).
 {1220.002-W0062591.}

Victoria M. Butler	Paralegal	N/A	\$250.00 (2019)	3.20	\$800.00
Frances A. Panchak	Paralegal	N/A	\$250.00 (2019)	2.40	\$600.00
Jared F. Schierbaum	Paralegal	N/A	\$240.00 (2018)	7.60	\$1,824.00
Total				780.00	\$387,529.00³

³ Of the \$387,529.00 billed amount, LRC is only seeking final approval of \$387,061.50, which includes only amounts approved in prior interim fee applications and the amount sought in the Monthly Application. The additional \$467.80 reflected in the amount billed will be written off. LRC also seeks final approval of up to \$5,000 for estimated fees and expenses incurred between the Effective Date and the Final Fee Hearing, for a total of up to \$392,061.50 in fees plus \$9,172.10 in expenses.
{1220.002-W0062591.}

EXHIBIT D

COMPENSATION BY PROJECT CATEGORY
(October 22, 2018 – July 31, 2020)

Project Category	Total Hours	Total Fees
B112 – Asset Disposition	1.50	\$975.00
B114 – Assumption/Rejection of Leases and Contracts	1.60	\$519.00
B118 – Board of Directors Matters	4.90	\$2,989.00
B122 – Case Administration	12.60	\$3,730.00
B124 – Claims Administration & Objections	233.20	\$136,018.50
B134 – Hearings	22.30	\$11,118.00
B135 – Litigation	350.30	\$173,222.00
B136 – LRC Retention & Fee Matters	107.10	\$34,230.00
B138 – Committee Meetings/Communications	0.40	\$344.00
B140 – Creditor Inquiries	0.20	\$63.00
B142 – Non-Working Travel	44.30	\$23,488.00
B146 – Plan and Disclosure Statement (including Business Plan)	0.30	\$113.50
B151 – Schedules/Operating Reports	1.30	\$719.00
TOTAL	780.00	\$387,529.00⁴

⁴ Of the \$387,529.00 billed amount, LRC is only seeking final approval of \$387,061.50, which includes only amounts approved in prior interim fee applications and the amount sought in the Monthly Application. The additional \$467.80 reflected in the amount billed will be written off. LRC also seeks final approval of up to \$5,000 for estimated fees and expenses incurred between the Effective Date and the Final Fee Hearing, for a total of up to \$392,061.50 in fees plus \$9,172.10 in expenses.
{1220.002-W0062591.}

EXHIBIT E

SUMMARY EXPENSE SUMMARY FOR THE APPLICATION PERIOD
(October 22, 2018 – July 31, 2020)

Expenses Category	Total Expenses
Inhouse Copying	\$204.70
Outside printing	\$41.92
Online research	\$1,309.13
Delivery services/messengers	\$209.00
Out-of-town travel	\$6,336.25
Meals	\$370.50
Document Retrieval	\$61.95
Filing Fee	\$350.00
Conference Call Service	\$288.65
TOTAL	\$9,172.10

EXHIBIT F

CUSTOMARY AND COMPARABLE COMPENSATION DISCLOSURES
(October 22, 2018 – July 31, 2020)

Category of Timekeeper	Blended Hourly Rate	
	Billed Firm-wide for Fiscal year (FY 2018, 2019 & 2020)	Billed October 22, 2018 – July 31, 2020
Partner	\$777.86 (2020) \$667.86 (2019) \$689.28 (2018)	\$715.00 (2020) \$650.00 (2019) \$693.33 (2018)
Associate	\$406.67 (2020) \$373.00 (2019) \$381.66 (2018)	\$440.00 (2020) \$330.00 (2019) \$305.00 (2018)
Law Clerk	\$295.00 (2020)	\$295.00 (2020)
Paralegal	\$262.50 (2020) \$250.00 (2019) \$237.50 (2018)	\$261.66 (2020) \$250.00 (2019) \$240.00 (2018)
Aggregated	\$435.50 (2020) \$430.28 (2019) \$436.14 (2018)	\$427.91 (2020) \$410.00 (2019) \$412.77 (2018)

EXHIBIT G

ESTIMATED BUDGET FOR LANDIS RATH & COBB LLP
AS CONFLICT COUNSEL TO THE DEBTOR
(October 22, 2018 – July 31 30, 2020)

Month	LRC Budget	LRC Actual Amount
October/November 2018	\$150,000.00	\$147,538.61
December 2018	\$100,000.00	\$88,089.79
January 2019	\$115,000.00	\$12,312.67
February 2019 – July 2020	\$450,000.00	\$148,760.03
Total	\$815,000.00	\$396,701.10

EXHIBIT H

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

In re:

WELDED CONSTRUCTION, L.P., *et al.*¹

Debtors.

Chapter 11

Case No. 18-12378 (CSS)

(Jointly Administered)

CERTIFICATION OF MATTHEW B. MCGUIRE

Matthew B. McGuire, an attorney-at-law, duly admitted in good standing to practice in the State of Delaware hereby certifies that:

1. I am a partner in the firm of Landis Rath & Cobb LLP (“LRC”), and I am duly authorized to make this certification on behalf of LRC. LRC was retained by the Debtors as special counsel pursuant to an order of the Bankruptcy Court. This certification is made in support of the *Thirteenth Monthly and Final Application of Landis Rath & Cobb LLP, Special Counsel to the Debtors and Debtors-In-Possession, for Compensation and Reimbursement of Expenses Pursuant to 11 U.S.C. §§ 330 and 331 for the Period from October 22, 2018 Through and Including July 31, 2020* (the “Application”) and in compliance with rule 2016-2 of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware (“Rule 2016-2”) of the Bankruptcy Court, and with the United States Trustee’s *Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. § 330 by Attorneys in Larger Chapter 11 Cases* (the “Guidelines”).

¹ 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 P.O. Box 470, Perrysburg, OH 43552-0470.

2. To that end, the following is provided in response to the request for additional information set forth in ¶ C.5 of the Guidelines:

Question: Did you agree to any variations from, or alternatives to, your standard or customary billing rates, fees or terms for services pertaining to this engagement that were provided during the application period?

Response: No.

Question: If the fees sought in this fee application as compared to the fees budgeted for the time period covered by this fee application are higher by 10% or more, did you discuss the reasons for the variation with the client?

Response: The fees sought in this Application are less than the fees budgeted for the time period covered by this Application.

Question: Have any of the professionals included in this fee application varied their hourly rate based on the geographic location of the bankruptcy case?

Response: No.

Question: Does the fee application include time or fees related to reviewing or revising time records or preparing, reviewing, or revising invoices? (This is limited to work involved in preparing and editing billing records that would not be compensable outside of bankruptcy and does not include reasonable fees for preparing a fee application).

Response: This Application includes time and fees related to reviewing or revising time records or preparing, reviewing or revising invoices in connection with the preparation of the Monthly Fee Applications.

Question: Does this fee application include time or fees for reviewing time records to redact any privileged or other confidential information?

Response: No.

Question: Does this fee application include any rate increases since retention?

Response: Effective January 1, 2019 and January 1, 2020, LRC implemented annual step increases in its hourly rates consistent with LRC's ordinary practice due to advancing seniority and promotion.

Question: Did the client agree when retaining LRC to accept all future rate increases? If not, did LRC inform the client that they need not agree to modified

rates or terms in order to have you continue the representation, consistent with ABA Formal Ethics Opinion 11-458?

Response: The client was notified at the outset of the engagement that LRC's hourly rates are reviewed and revised from time to time.

3. I have read the Application and I certify that the Application substantially complies with Rule 2016-2 and the Revised UST Guidelines.

Dated: August 26, 2020
Wilmington, Delaware

LANDIS RATH & COBB LLP

/s/ Matthew B. McGuire

Matthew B. McGuire (No. 4366)
919 Market Street, Suite 1800
Wilmington, DE 19801
Telephone: (302) 467-4400
Facsimile: (302) 467-4450
Email: mcguire@lrclaw.com

*Special Counsel to the Debtors and Debtors-
In-Possession*