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6 Attorneys for ML Manager LLC

7 IN THE UNITED STATES BANKRUPTCY COURT
8 FOR THE DISTRICT OF ARIZONA

9 In re
10 MORTGAGES LTD.,
11 Debtor.

Chapter 11

Case No. 2:08-bk-07465-RJH

**DECLARATION IN SUPPORT OF ML
MANAGER LLC'S MOTION FOR
ATTORNEYS' FEES AND COSTS RE
REV OP GROUP'S MOTION FOR
CLARIFICATION AND RELATED
JOINDERS**

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16 CATHY L. REECE, being first duly sworn, deposes and states as follows:

17 1. This Declaration is submitted in support of the Motion for Attorneys' Fees
18 and Costs submitted by ML Manager LLC.

19 2. I am an attorney with Fennemore Craig, P.C and primarily responsible for
20 representing the ML Manager.

21 3. I am a director and shareholder of Fennemore Craig, P.C. I have received
22 my Juris Doctor from the Arizona State University College of Law in 1979 and was
23 admitted to practice in Arizona the same year. I am board certified in business bankruptcy
24 law. My discounted hourly rate for this matter is \$445.50. I devoted 19.1 hours in
25 opposition to the Rev Op Group Motion.

26 4. Keith L. Hendricks, a director and shareholder attorney with Fennemore

1 Craig P.C., received his J.D. from J. Reuben Clark Law School at Brigham Young
2 University in 1989 and has been admitted to practice law in Arizona since 1989. Keith
3 Hendricks has practiced in the areas of complex civil and business litigation. His
4 discounted hourly rate for this matter is \$360. Mr. Hendricks devoted 45.1 hours in
5 opposition to the Rev Op Group Motion.

6 5. Of my own personal knowledge, attached hereto as **Exhibit A** is a summary
7 of the fees and costs for the legal services incurred in responding and objecting to the Rev
8 Op Group's Motion.

9 6. Of my own personal knowledge, the rates set forth above are within the
10 range of rates reasonably charged by attorneys, paralegals, and document clerks in
11 Phoenix with the same or similar experience and expertise for work of this nature.

12 7. As reflected in the attached itemized statement of fees and summary thereof,
13 the total charge for legal services and costs incurred in responding and objecting to the
14 Rev Op Group's Motion is \$26,758.25. I believe this charge is reasonable when taking
15 into consideration the fees customarily charged in the community for similar services and
16 the requirements set forth in the Arizona Rules of Professional Conduct.

17 Respectfully dated November 18, 2009.

18 FENNEMORE CRAIG, P.C.

19

20 By /s/ Cathy L. Reece
21 Cathy L. Reece
Attorneys for ML Manager LLC

22 COPY of the foregoing
23 transmitted electronically this
24 18th day of November, 2009,
to the parties on the Service List.

25

26 By /s/ Nikki Nolund

EXHIBIT

A

FENNEMORE CRAIG

ML MANAGER LLC Invoice For Services Rendered From 9/15/09 – 10/08/09

<u>Date</u>	<u>Professional Services</u>	<u>Hours</u>	<u>Amount</u>
09/15/09	Keith L. Hendricks – Review Rev-Op Emergency Motion; office conference with C. Reece regarding same and issues; outline response to issues to give to ML Board.	3.5	1,260.00
09/16/09	Keith L. Hendricks – Review Rev-Op Emergency Motion and outline issues.	1.2	432.00
09/17/09	Keith L. Hendricks – Work on response to Rev-Op Emergency Motion and legal research regarding same.	2.1	756.00
09/19/09	Cathy L. Reece – Strategy session about Motion to Clarify.	.6	267.30
09/21/09	Keith L. Hendricks – Work on response to Rev-Op Motion	6.2	2,232.00
09/22/09	Keith L. Hendricks – Work on motion by reviewing transcripts, legal research and drafting.	8.9	3,204.00
09/23/09	Keith L. Hendricks – Work on response to the Rev-Op Emergency Motion including drafting, review of transcripts and pleadings and legal research.	3.9	1,404.00
09/24/09	Keith L. Hendricks – Work on response to the Emergency Motion by reviewing prior pleadings, transcripts and exhibits and draft procedural arguments.	4.2	1,512.00
09/25/09	Keith L. Hendricks – Work on response to Rev-Op Emergency Motion by reviewing transcripts and obtaining citations to the record.	2.4	864.00
09/27/09	Cathy L. Reece – Work on response to Motion to Clarify.	2.3	1,024.65
09/28/09	Keith L. Hendricks – Review transcripts of various hearings for use in the response to Rev-Op Motion.	.3	108.00
09/28/09	Cathy L. Reece – Work on response to Motion to Clarify.	1.4	623.70
09/29/09	Cathy L. Reece – Edit and review issues in Motion to Clarify.	1.8	801.90

09/30/09	Keith L. Hendricks – Work on response to the Rev-Op Emergency Motion.	.3	108.00
10/01/09	Cathy L. Reece - Edit language for response to Motion to Clarify; teleconference with various attorneys about joinder.	7.2	3,207.60
10/02/09	Cathy L. Reece – Revise and edit Response to Motion to Clarify for filing.	1.8	801.90
10/05/09	Keith L. Hendricks – Review joinder to Rev-Op Motion and begin work on supplement to address new issues.	2.9	1,044.00
10/06/09	Keith L. Hendricks – Conference with C. Reece regarding supplement to response to Rev-Op Emergency Motion and addressing additional issues from the Lewis Trust joinder; work on supplement; response to Lewis and Sternberg joinder.	3.9	1,404.00
10/07/09	Cathy L. Reece – Review and edit response to Lewis & Sternberg on Motion to Clarify and prepare for hearing.	1.2	534.60
10/07/09	Keith L. Hendricks – Prepare for hearing on Rev-Op Motion.	1.2	432.00
10/08/09	Cathy L. Reece – Preparation for and attend hearing on Motion to Clarify.	2.8	1,247.40
10/08/09	Keith L. Hendricks – Prepare for hearing on Rev-Op motion and organize all transcripts and source material; office conference with C. Reece regarding same; attend hearing.	4.1	1,476.00

SUBTOTAL \$ 24,745.05

COSTS:

Transcript	\$1,721.20
Transcript	\$ 292.00

TOTAL \$ 26,758.25

45.1 Hours Total for Keith L. Hendricks (\$360.00/hr)	\$ 16,236.00
19.1 Hours Total for Cathy L. Reece (\$445.50/hr)	\$ 8,509.05

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