

**UNITED STATES BANKRUPTCY COURT  
WESTERN DISTRICT OF LOUISIANA  
LAFAYETTE DIVISION**

**IN RE:**

**PICCADILLY RESTAURANTS, LLC,  
*ET AL.*,**

**DEBTORS.**

\* **CASE NO. 12-51127**  
\*  
\* **(JOINT ADMINISTRATION)<sup>1</sup>**  
\*  
\* **CHAPTER 11**  
\*  
\* **JUDGE ROBERT SUMMERHAYS**

**FINAL APPLICATION FOR COMPENSATION  
AND REIMBURSEMENT OF EXPENSES, BY THE LAW FIRM OF JONES WALKER LLP  
AS COUNSEL TO THE DEBTORS AND DEBTORS-IN-POSSESSION**

NOW INTO COURT, through undersigned counsel, comes the law firm of Jones Walker LLP (“Jones Walker,” the “Firm,” or the “Applicant”), counsel herein to the debtors and debtors-in-possession (collectively, the “Debtors”)<sup>2</sup> and, pursuant to 11 U.S.C. §§ 327 and 330, FED. R. BANKR. P. 2016, LBR 2016-1, and the *Order Granting Motion for an Administrative Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Professionals and Committee Members* (P-231), submits this final application (the “Application”) for entry of an order granting to it allowance and payment of compensation on account of the Firm’s representation of the Debtors during the period from September 18, 2012 through April 30, 2014 (the “Fee Period”). The amount of this Application is One Million Four Hundred Ninety-Nine Thousand Eight Hundred Sixty-Six Dollars and 50/100 (\$1,499,866.50), for a total of 4,661.27 hours expended, and reimbursement of expenses in the aggregate amount of Sixty-Five Thousand Nine Hundred Seventy-Eight Dollars and 04/100 (\$65,978.04).

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<sup>1</sup> Jointly administered with *In re Piccadilly Food Service, LLC*, 12-51128 (Bankr. W.D. La. 2012), and *In re Piccadilly Investments, LLC*, 12-51129 (Bankr. W.D. La. 2012).

<sup>2</sup> The debtors in these Chapter 11 cases include Piccadilly Restaurants, LLC, Piccadilly Food Service, LLC, and Piccadilly Investments, LLC.

In support of this Application, Jones Walker represents as follows:

**BACKGROUND**

1. On September 11, 2012 (the “Petition Date”), the Debtors filed for relief under Chapter 11 of the Bankruptcy Code. The Debtors are operating their businesses and managing their properties as debtors-in-possession pursuant to Bankruptcy Code §§ 1107 and 1108.

2. The Debtors are jointly administrated pursuant to Bankruptcy Code § 105(a) and Bankruptcy Rule 1015(b) (collectively, this “Chapter 11 Case”).

3. No trustee or examiner has been appointed. An Official Committee of Unsecured Creditors (the “Unsecured Creditors’ Committee”) was appointed in this Chapter 11 Case on October 23, 2012.

4. This Court has jurisdiction over this Motion pursuant to 28 U.S.C. § 1334. Venue is proper in this district pursuant to 28 U.S.C. §§ 1408 and 1409. This is a core matter within the meaning of 28 U.S.C. § 157(b)(2).

**THE ADMINISTRATIVE ORDER AND THE RETENTION OF JONES WALKER**

5. On September 21, 2012, Jones Walker filed an *Application to Employ Jones, Walker, Waechter, Poitevent, Carrere & Denegre, LLP as Counsel for the Debtors Nunc Pro Tunc to September 19, 2012* (P-104) (the “Retention Application”). This Court granted the Retention Application on an interim basis on the same day (P-111) and entered a final order approving the Retention Application on October 24, 2012 (P-245).

6. On October 22, 2012, this Court entered an *Order Granting Motion for an Administrative Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Professionals and Committee Members* (P-231) (the “Administrative Order”).

7. Pursuant to the Administrative Order, on or before the fifteenth day of each month, a professional may submit a Fee Statement to the Service Parties. If no objection is  
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made to the Fee Statement, the Debtors will be authorized to pay eighty percent (80%) of the fees and one hundred percent (100%) of the costs.

8. The Administrative Order further provides that approximately every four months, each of the Professionals will file an application for interim court approval and allowance of the compensation and reimbursement of expenses requested for the prior 4 months.

### **PREVIOUS FEE APPLICATIONS**

9. This is the Final Fee Application filed by Jones Walker. On December 14, 2012, Jones Walker filed its *First Application for Compensation for the Period of September 18, 2012 Through October 31, 2012, and Reimbursement of Expenses by the Law Firm of Jones Walker Waechter Poitevent Carrere and Denegre, LLP as Counsel to the Debtors and Debtors-in-Possession* (P-400)(the “First Fee Application”). This Court granted the First Fee Application on January 11, 2013 (P-457). Pursuant to that Order, Jones Walker, on account of their representation of the Debtors and Debtors-in-Possession for the time period from September 19, 2012 through October 31, 2012, was allowed compensation in the total amount of \$268,944.00 for a total of 855.1 hours expended, and the reimbursement of expenses in the aggregate amount of \$14,079.55 for a total of \$283,023.55. The First Fee Application is attached as **Exhibit A**.

10. On March 4, 2013, Jones Walker filed its *Second Interim Application for compensation for the Period of November 1, 2012 through January 31, 2013, and Reimbursement of Expenses, by the Law Firm of Jones, Walker, Waechter, Poitevent, Carrere and Denegre, L.L.P. as Counsel to the Debtors and Debtors-in-Possession* (P-528)(the “Second Fee Application”). This Court granted the Second Fee Application on April 10, 2013. (P-714). Pursuant to that Order, Jones Walker, on account of their representation of the Debtors and Debtors-in-Possession for the time period from November 1, 2012 through January 31, 2013, {N2871640.1}

was allowed compensation in the total amount of \$261,846.00 for a total of 756 hours expended, and the reimbursement of expenses in the aggregate amount of \$26,642.54 for a total of \$288,488.54. The Second Fee Application is attached as **Exhibit B**.

11. On June 14, 2013, Jones Walker filed its *Third Interim Application for Compensation for the Period of February 1, 2013 through April 30, 2013, and Reimbursement of Expenses by the Law Firm of Jones Walker LLP as Counsel to the Debtors and Debtors-in-Possession* (P-875)(the “Third Fee Application”). This Court granted the Third Fee Application on July 16, 2013 (P-936). Pursuant to that Order, Jones Walker, on account of their representation of the Debtors and Debtors-in-Possession for the time period from February 1, 2013 through April 30, 2013, was allowed compensation in the total amount of \$312,150.50 for a total of 1,009.17 hours expended, and the reimbursement of expenses in the aggregate amount of \$7,176.57 for a total of \$319,327.07. The Third Fee Application is attached as **Exhibit C**.

12. On November 13, 2013, Jones Walker filed its *Fourth Interim Application for Compensation for the Period of May 1, 2013 through September 30, 2013, and Reimbursement of Expenses by the Law Firm of Jones Walker LLP as Counsel to the Debtors and Debtors-in-Possession* (P-1235)(the “Fourth Fee Application”). This Court granted the Fourth Fee Application on December 20, 2013 (P-1311). Pursuant to that Order, Jones Walker, on account of their representation of the Debtors and Debtors-in-Possession for the time period from May 1, 2013 through September 30, 2013, was allowed compensation in the total amount of \$424,786.50 for a total of 1,301.2 hours expended and the reimbursement of expenses in the aggregate amount of \$9,825.01 for a total of \$434,611.51. The Fourth Fee Application is attached as **Exhibit D**.

13. On June 4, 2014, Jones Walker filed its *Fifth Interim Application for Compensation for the Period of October 1, 2013 through April 30, 2014, and Reimbursement of Expenses by the Law Firm of Jones Walker LLP as Counsel to the Debtors and Debtors – In – Possession* (P-1560)(the “Fifth Fee Application”). The Court granted the Fifth Fee Application on June 27, 2014 (P-1574). Pursuant to that Order, Jones Walker, on account of their representation of the Debtors and Debtors-in-Possession for the time period from October 1, 2013 through April 30, 2014 was allowed compensation in the total amount of \$232,139.50 for a total of 739.8 hours expended and the reimbursement of expenses in the aggregate amount of \$8,254.37 for a total of \$240,393.87. The Fifth Fee Application is attached as **Exhibit E**.

**RELIEF SOUGHT**

14. By this Application, Jones Walker seeks entry of an order granting to it allowance of the Firm’s representation of the Debtors in the aggregate amount of \$1,499,866.50 (sometimes referred to as the “Compensation Sought”), and reimbursement of expenses in the aggregate amount of \$65,978.04, as detailed in the attached exhibits.

**COMPENSATION SOUGHT**

15. The Compensation Sought aggregates to \$1,499,866.50 for 4,661.27 hours expended of legal services.

16. Below is a breakdown of the work performed by each attorney and paraprofessional and the rates charged by each.

<b>Attorney/Paralegal</b>	<b>Hours</b>	<b>Rate</b>	<b>Total Fee</b>
Kathryn S. Friel	<b>4.5</b>	<b>275.00</b>	<b>\$1,237.50</b>
Elizabeth J. Futrell	<b>1,739.00</b>	<b>400.00</b>	<b>695,600.00</b>
Keith M. Landry	<b>.4</b>	<b>335.00</b>	<b>134.00</b>

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<b>Attorney/Paralegal</b>	<b>Hours</b>	<b>Rate</b>	<b>Total Fee</b>
Chad J. Hammons	2.7	285.00	769.50
Sidney F. Lewis, V	4.2	400.00	1,676.50
Joseph J. Lowenthal	.5	420.00	210.00
Kevin O. Ainsworth	.4	295.00	118.00
Rudolph R. Ramelli	2.3	465.00	1,069.50
A. Justin Ourso, III	6.2	415.00	2,573.00
Jared G. Trauth	2.5	355.00	887.50
R. Lewis McHenry	.3	440.00	132.00
R. Patrick Vance	783.4	425.00	332,945.00
Patrick R. Byrd	1.9	285.00	541.50
Celeste L. McNulty	2.3	230.00	529.00
Matthew A. Mantle	2.3	285.00	655.50
Heather Kirk	8.4	215.00	1,806.00
Patrick L. McCune	449.55	230.00	103,396.50
Mark A. Mintz	894.2	240.00	214,608.00
Tyler J. Rench	157.0	230.00	36,110.00
Brittany M. Simpson	439.0	200.00	10,100.00
April R. Freeman	.5	270.00	135.00
Bonnie Boudreaux	61.6	100.00	6,160.00
Benjamin Casten	9.5	100.00	950.00
Constance Demesme	2.4	100.00	240.00
Ryan P. Smith	.4	100.00	40.00

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<b>Attorney/Paralegal</b>	<b>Hours</b>	<b>Rate</b>	<b>Total Fee</b>
Lisa S. James	<b>14.7</b>	<b>100.00</b>	<b>1,470.00</b>
Susan Major	<b>9.5</b>	<b>100.00</b>	<b>950.00</b>
Nicole Viator	<b>7.4</b>	<b>100.00</b>	<b>740.00</b>
Mary E. Rolland	<b>39.9</b>	<b>100.00</b>	<b>3,990.00</b>

17. The expenses and advances incurred in the representation of the Debtors for which the Firm seeks allowance aggregate \$65,978.04 as follows:

<b>Cost Category</b>	<b>Total Costs</b>
Copying @ .20 per page	<b>\$3,554.20</b>
Choice Copy (for service)	<b>29,168.14</b>
Color Printing	<b>90.00</b>
Facsimile Service	<b>45.00</b>
Long Distance	<b>4,559.76</b>
Computer Legal Research	<b>15,143.20</b>
Delivery Services	<b>498.25</b>
Court Fees	<b>1,866.90</b>
Litigation Support (Discovery Expenses)	<b>7,573.82</b>
Deposition Transcripts	<b>555.30</b>
Other Professionals	<b>521.79</b>
Meals	<b>542.65</b>
Travel Expenses	<b>1,859.63</b>

**EXHIBITS TO THE APPLICATION**

18. **Exhibits A through E** to this Application consist of the Firm's Interim Fee Applications. The Fee Applications set forth for each task for which compensation is sought, the date on which the Firm performed the task, the person or persons who performed it, the activity that occurred, the time required to perform the task, the compensation rate at which it was billed, and the fee billed. The Fee Applications also describe each cost incurred by the Firm, and the date on which each was incurred.

19. For the purposes of this Application, the time devoted by the Firm to the representation has been categorized among 11 project categories as follows:

<b>Task Code</b>	<b>Summary</b>	<b>Hours</b>	<b>Fees</b>
AAAR	<b>Asset Analysis and Recovery</b>	<b>6.6</b>	<b>\$2,306.50</b>
AD	<b>Asset Disposition</b>	<b>126.4</b>	<b>45,477.00</b>
BO	<b>Business Operations</b>	<b>296.95</b>	<b>120,092.00</b>
CA	<b>Case Administration</b>	<b>1,624.5</b>	<b>479,264.50</b>
CAAO	<b>Claims Administration and Objections</b>	<b>869.7</b>	<b>239,055.00</b>
EBP	<b>Employee Benefits/Pensions</b>	<b>21.8</b>	<b>8,757.50</b>
FEA	<b>Fee/Employment Applications</b>	<b>309.7</b>	<b>98,750.50</b>
FEO	<b>Fee/Employment Objections</b>	<b>16</b>	<b>6340.00</b>
FIN	<b>Financing</b>	<b>207.4</b>	<b>84,757.50</b>
LIT	<b>Litigation</b>	<b>265.0</b>	<b>84,213.00</b>

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<b>Task Code</b>	<b>Summary</b>	<b>Hours</b>	<b>Fees</b>
MOC	<b>Meeting of Creditors</b>	<b>37.3</b>	<b>9,716.50</b>
PADS	<b>Plan and Disclosure Statement</b>	<b>714.7</b>	<b>272,450.50</b>
RFSP	<b>Relief from Stay Proceedings</b>	<b>10.6</b>	<b>3,258.00</b>
TRVL	<b>Travel</b>	<b>154.75</b>	<b>45,226.00</b>

**THE JOHNSON FACTORS AND SECTION 330 CRITERIA**

20. Jones Walker submits that the services rendered by the Firm to the Debtors were of substantial benefit to the estate and satisfy the factors set forth in *Johnson v. Ga. Highway Express*, 488 F.2d 714 (5th Cir. 1974), and at 11 U.S.C. § 330, as explained below.

**i. The time and labor required**

The professional fees for services rendered herein by Jones Walker to the Debtors total \$1,499,866.50 for a total of 4,661.27 hours expended, calculated at the hourly rates that have been approved by this Court, which are equal to or below the rates that the Firm typically charges its clients.

**ii. The novelty and difficulty of the questions presented**

The issues presented during this Fee Period were difficult as they required attorneys at Jones Walker to continue to implement actions on behalf of the Debtors in a very short time period. Jones Walker was faced with potentially novel questions related to the Debtors' leases, business operations, and plan issues.

**iii. The skill required to perform the legal services properly**

Jones Walker implemented a number of complex actions over a diversified field of activities to maintain and improve the Debtors' business position. Each of these steps required a

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high to moderate degree of skill.

**iv. The preclusion of other employment**

Jones Walker spent significant amount of time on the Chapter 11 Case, which time could not be spent on other files or other matters.

**v. The customary fee**

The rates at which Jones Walker seeks compensation are equal to or lower, with respect to some timekeepers, than the rates charged by the Firm to many of its clients. The Firm submits that the rates sought in this Fee Application are fair and reasonable and compare favorably to the rates charged by attorneys with similar expertise in comparable matters.

**vi. Whether the fee is fixed or contingent**

Jones Walker's rates are fixed by the hour, but are always subject to this Court's review for reasonableness under the Bankruptcy Code.

**vii. Time limitation imposed by the client or circumstances**

Jones Walker has had to implement a number of actions, often on a very short deadline.

**viii. The amount involved and the results obtained**

As a result of the Firm's efforts, the Debtors have concluded a DIP financing order, completed a deal with Merchants, the largest vendor of the Debtors, closed underperforming cafeterias, assumed leases, objected to 503(b)(9) claims, and begun the claims reconciliation process. The Debtors did file a plan of reorganization and a plan was ultimately confirmed.

**ix. The experience, reputation and ability of the professionals**

Jones Walker believes and respectfully submits that its attorney are highly regarded as experts in the areas of bankruptcy, insolvency and corporate reorganization in the State of Louisiana. The Firm has extensive experience in handling bankruptcy and insolvency matters.

x. **The undesirability of the Chapter 11 Case**

This matter was not particularly undesirable for Jones Walker.

xi. **The nature and length of the professional relationship**

Except as disclosed in the Affidavit of R. Patrick Vance that accompanied the Application to employ the Firm, Jones Walker had no relationship with the Debtors or their creditors before the Firm's retention to represent the Debtors.

xii. **Awards in similar cases**

Jones Walker submits that an order of compensation on the basis prayed for is consistent with awards made in similar cases in this district. Jones Walker further submits that the rates charged will reasonably compensate the Firm for the services provided, given the experience and expertise of its attorneys and paraprofessionals. The rates charged are typical of and, in some instances, are less than those that the Firm charges to other clients.

21. In addition, 11 U.S.C. § 330 provides that a court may award to a professional person pursuant to section 327 of the Bankruptcy Code the "reasonably compensation for actual, necessary services rendered by the . . . attorney and by any paraprofessional person employed by [him]; and . . . reimbursement for actual, necessary expenses."

22. Under 11 U.S.C. § 330, relevant factors that the courts are to consider in determining reasonable awards of compensation include: (a) the time devoted to the services; (b) the rates charged for them; (c) whether or not the services were necessary to the administration of the case, or, when rendered, were beneficial towards completing it; (d) whether the services were performed in a reasonable amount of time in keeping with the complexity, important, and nature of the problem, issue or task addressed; (e) whether the professional is board certified or otherwise is demonstrably skilled and experienced bankruptcy

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practitioner; and (f) whether the compensation is reasonable in light of the compensation customarily charged by comparable practitioners in non-bankruptcy cases. *Id.*

### **CONCLUSION**

23. The Firm submits that the services it has provided to the Debtors and Debtors-in-Possession were of direct benefit to the estates and the administration of the Chapter 11 Case. For these reasons and those set forth above, the Compensation Sought is reasonable in light of professional services provided.

**WHEREFORE**, Jones Walker LLP, as counsel to the Debtors and Debtors in Possession, prays that an Order be entered:

- (a) Granting to Jones Walker allowance of compensation on account of their representation herein of the Debtors in the total amount of \$1,499,866.50 for a total of 4,661.27 hours expended, and the reimbursement of expenses in the aggregate amount of \$65,978.04; and
- (b) For all other relief to which they are entitled in law and equity.

Respectfully Submitted

/s/ Mark A. Mintz

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**Attorneys for Piccadilly Restaurants, LLC  
Piccadilly Food Service, LLC and  
Piccadilly Investments, LLC**

**CERTIFICATE OF SERVICE**

I HEREBY CERTIFY that a copy of the of the foregoing *Final Application for Compensation and Reimbursement of Expenses, by the Law Firm of Jones Walker LLP as Counsel to the Debtors and Debtors-In-Possession* was served this 25<sup>th</sup> day of August, 2014, on those parties entitled to receive service through this Court's CM/ECF System.

/s/ Mark A. Mintz

Mark A. Mintz