IN THE UNITED STATES BANKRUPTCY COURT
FOR THE WESTERN DISTRICT OF MISSOURI
KANSAS CITY DIVISION

In re:	)	
	)	
ARROW SPEED WAREHOUSE, INC.,	)	**Case No. 08-50698-jwv11**
***et al.*,**	)	**Jointly Administered**
	)	
Debtor.	)	**Chapter 11**

SECOND INTERIM APPLICATION BY KANE RUSSELL COLEMAN & LOGAN, PC, AND HUSCH BLACKWELL SANDERS LLP, AS COUNSEL FOR OFFICIAL UNSECURED CREDITORS' COMMITTEE, FOR ALLOWANCE OF COMPENSATION FOR SERVICES RENDERED AND FOR REIMBURSEMENT OF ACTUAL AND NECESSARY EXPENSES

COMES NOW, Kane Russell Coleman & Logan PC ("KRCL") and Husch Blackwell Sanders LLP ("HBS"), local counsel for the Official Unsecured Creditors' Committee in the above-captioned proceeding, and pursuant to Standing Order No. 2 Establishing Procedures for Interim Compensation and Establishing Fee and Expense Guidelines ("Standing Order #2"), entered October 14, 2008, submits their Second Interim Application for Allowance of Compensation for Services Rendered and for Reimbursement of Actual and Necessary Expenses incurred for the period January 1, 2009 through March 31, 2009, respectfully states as follows:

BACKGROUND

1. On September 21, 2008, Debtor filed a voluntary petition for relief under Chapter 11 of Title 11 of the United States Code.

2. On November 17, 2008, the Court entered its Order Granting Application to Employ Kane Russell Coleman & Logan PC and Husch Blackwell Sanders LLP as Counsel for the Official Unsecured Creditors' Committee.

3. On January 30, 2009, counsel for the Unsecured Creditors' Committee timely filed its First Interim Application for Allowance of Compensation for Services REndered and for

Reimbursement of Actual and Necessary Costs (Docket No. 210). That application was approved by the Court on April 8, 2009 (Docket No. 284).

SECOND INTERIM APPLICATION

4. This Second Interim Application covers the period of time from January 1, 2009, through March 31, 2009.

5. Six attorneys at KRCL billed time on this matter: Joseph M. Coleman ($495.00 per hour), George H. Barber ($395.00 per hour), Gregory M. Zarin ($225.00 per hour), Robert J. Taylor ($310.00 per hour), Michael L. Scanlon ($295.00 per hour), and Kelli Vecera ($175.00 per hour).

6. KRCL has incurred fees for the period of January 1, 2009 through March 31, 2009, in the amount of $27,044.00 and expenses in the amount of $390.13 for total fees and expenses of $27,434.13. KRCL has received no payments on account of its fees and expenses.

7. One attorney at HBS billed time on this matter: Michael D. Fielding ($270.00 per hour).

8. HBS has incurred fees for the period of January 1, 2009 through March 31, 2009, in the amount of $4,875.00 and expenses in the amount of $12.60 for total fees and expenses of $4,887.60. HBS has received no payments on account of its fees and expenses.

9. Exhibit A to this document contains summaries of fees and expenses of KRCL and HBS for the particular billing periods.

10. Exhibit B to this document identifies detailed monthly statements showing time incurred by each member of KRCL and HBS for the particular billing periods.

11. The total attorney hours for the Debtor's case reflected in this Application for KRCL and HBS are 96.7 which results in an average hourly fee of $330.08 ($31,919 ÷ 96.7 = $330.08).

12. No agreement exists for the sharing of requested compensation with any person other than members of KRCL or HBS.

13. KRCL and HBS have timely filed Notices of Submission of Fees for this Second Interim Period and have served all parties as required by Standing Order No. 2. To date, KRCL and HBS have not received any objections and/or responses thereto.

14. During the Second Interim Period, KRCL and HBS have diligently worked to represent the interests of the Unsecured Creditors Committee. These efforts include (but are not limited to) the following:

- Discussions with counsel for the Debtor and PNC Bank;
- Preparation and submission of subpoena to PNC Bank and review of documents produced;
- Research of potential claims and defenses thereto;
- Preparation and filing of certain pleadings;
- Review of fees submitted by other professionals in these proceedings;
- Attendance at hearing;
- Preparations for 2004 examination of Tom Berger;
- Extensive negotiations with the Debtors and PNC Bank regarding complex matters regarding these proceedings;
- Advising the Unsecured Creditors Committee regarding the bankruptcy proceedings.

The efforts KRCL and HBS are specifically detailed in itemized fee statements accompanying this motion.

15. KRCL and HBS requests the Court approve the fees and expenses summarized above. Furthermore, KRCL and HBS request that the Debtors be authorized and directed to pay KRCL and HBS all amounts allowed by the Court for compensation for services provided to and expenses incurred on behalf of the Unsecured Creditors Committee by KRCL and HBS and remaining unpaid for this Second Interim Period.

WHEREFORE, Kane Russell Coleman & Logan PC and Husch Blackwell Sanders LLP, counsel for the Official Unsecured Creditors' Committee, respectfully requests that this Court enter an Order, pursuant to 11 U.S.C. § 303 and Federal Rule of Bankruptcy procedure 2016, granting its Second Interim Application for Allowance of Compensation for Services Rendered and Reimbursement of Actual Necessary Expenses Incurred from January 1, 2009 through March 31, 2009, in the total sum of $32,321.73 consisting of $31,919 as compensation for professional legal services rendered and actual and necessary out-or-pocket costs and expenses incurred during that period of $402.73; authorizing and directing Debtors to immediately pay all allowed fees and expenses for which KRCL and HBS have not received a payment for the Second Interim Period; and for such other and further relief as the court deems just and proper.

Date: May 5, 2009

Respectfully submitted,

KANE RUSSELL COLEMAN & LOGAN PC

Joseph M. Coleman
Texas State Bar No. 04566100
Gregory M. Zarin
Texas State Bar No. 24060871

3700 Thanksgiving Tower
1601 Elm Street
Dallas, TX 75201
Telephone: (214) 777-4200
Facsimile: (214) 777-4299
Email: jcoleman@krcl.com
Email: gzarin@krcl.com

-and-

HUSCH BLACKWELL SANDERS LLP

By: /s/ Michael D. Fielding
Christopher J. Redmond
Missouri State Bar No. 48072
Michael D. Fielding
Missouri State Bar No. 53124

4801 Main Street, Suite 1000
Kansas City, MO 64112
Telephone: (816) 983-8000
Telecopier: (816) 983-8080
christopher.redmond@huschblackwell.com
michael.fielding@huschblackwell.com
ATTORNEYS FOR THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE WESTERN DISTRICT OF MISSOURI
KANSAS CITY DIVISION

In re:	)	
	)	
ARROW SPEED WAREHOUSE, INC.,	)	**Case No. 08-50698-jwv11**
***et al*.,**	)	**Jointly Administered**
	)	
Debtor.	)	**Chapter 11**

SUMMARY OF EXHIBITS OF SECOND INTERIM FEE APPLICATION FOR ATTORNEYS PURSUANT TO 11 U.S.C. §§ 330 AND 331

The following exhibits in reference to the Second Interim Fee Application for Attorneys for the Official Unsecured Creditors' Committee Pursuant to 11 U.S.C. §§ 330 and 331, are available upon request, as follows:

1. Exhibit A: Notices of Submission of Fees and Expenses of Kane Russell Coleman & Logan PC and Husch Blackwell Sanders LLP, for the particular billing periods;

2. Exhibit B: Monthly statements showing time incurred by each member of KRCL and HBS for the particular billing periods.

Dated: May 5, 2009

Respectfully submitted,

KANE RUSSELL COLEMAN & LOGAN PC

Joseph M. Coleman
Texas State Bar No. 04566100
Gregory M. Zarin
Texas State Bar No. 24060871

3700 Thanksgiving Tower
1601 Elm Street
Dallas, TX 75201
Telephone: (214) 777-4200
Facsimile: (214) 777-4299
Email: jcoleman@krcl.com
Email: gzarin@krcl.com

-and-

HUSCH BLACKWELL SANDERS LLP

By: /s/ Michael D. Fielding
Christopher J. Redmond
Missouri State Bar No. 48072
Michael D. Fielding
Missouri State Bar No. 53124

4801 Main Street, Suite 1000
Kansas City, MO 64112
Telephone: (816) 983-8000
Telecopier: (816) 983-8080
christopher.redmond@huschblackwell.com
michael.fielding@huschblackwell.com
ATTORNEYS FOR THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS

CERTIFICATE OF SERVICE

I herby certify that on this 5th day of May 2009, a true and correct copy of the foregoing Notice of Submission of Fees and Expenses was served by the method or methods specified below:

__X__ by **electronically** filing it with the Court using the CM/ECF system, which sent notification to all parties of interest participating in the CM/ECF system.

__X__ **electronically**, along with a copy of the invoices, to the parties listed on Exhibit A attached hereto.

__X__ via **U.S. mail**, first class, postage prepaid and properly addressed to the parties and/or counsel not receiving electronic notification, as set forth below:

Financial Services IKON
Bankruptcy Administration
1738 Bass Road
P.O. Box 13708
Macon, GA 31208-3708

_____ by **hand-delivery** to the parties set forth below or on the attached.

_____ via **overnight courier service** in a sealed prepaid envelope.

_____ via **facsimile** to the parties at the fax number set forth below or on the attached.

/s/ Michael D. Fielding
Michael D. Fielding

EXHIBIT A

Lisa A. Epps
Spencer Fane Britt & Browne LLP
1000 Walnut Street, Suite 1400
Kansas City, MO 64106
lepps@spencerfane.com

Adam Miller
Office of the U.S. Trustee
Room 3440
400 East 9th Street
Kansas City, MO 64106-1910
Adam.e.miller@usdoj.gov

Douglas J. Lipke
Vedder Price PC
222 N. LaSalle St., Ste. 2600
Chicago, IL 60601-1003
dlipke@vedderprice.com