



SO ORDERED.

SIGNED this 18th day of March, 2013.

Dale L. Somers

Dale L. Somers
United States Bankruptcy Judge

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

In re:

Dickinson Theaters, Inc.,

Reorganized Debtor.

Chapter 11

Case No. 12-22602 (DLS)

AGREED ORDER APPROVING FINAL FEE APPLICATION OF KELLEY DRYE & WARREN LLP, AS COUNSEL TO THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS, FOR COMPENSATION FOR SERVICES RENDERED AND EXPENSES INCURRED FOR THE PERIOD OCTOBER 4, 2012 THROUGH JANUARY 15, 2013

Upon the application (the "Final Fee Application") of Kelley Drye & Warren LLP (the "Kelley Drye") in the above-captioned case for final allowance of compensation for services rendered and reimbursement of expenses incurred from October 4, 2012 through January 15, 2013; and pursuant to sections 330(a) and 331 of title 11 of the United States Code (the "Bankruptcy Code") and Rule 2016 of the Federal Rules of Bankruptcy Procedures (the "Bankruptcy Rules"); and a hearing (the "Hearing") having been held before this Court to consider the Final Fee Application; and it appearing that sufficient notice has been given, and no

other notice being necessary; and upon the full record of the Hearing and all prior proceedings in these cases; and after due deliberation and sufficient cause appearing therefore, it is hereby

ORDERED, ADJUDGE AND DECREED that;

1. The Final Fee Application is granted.
2. All capitalized terms used but not defined herein shall have the same meaning ascribed to them in the Final Fee Application.
3. The fees and expenses of the Kelley Drye requested for services rendered and expenses incurred during the Application Period are approved on a final basis.
4. The Debtor is authorized and required to pay Kelley Drye the sum of \$80,976.95, as the adjusted and reduced outstanding amount owed to Kelley Drye, as agreed among the Debtor, Peoples Bank and Kelley Drye, in three installments as follows: (i) by April 30, 2013: \$ 24,976.95; (ii) by May 31, 2013: \$30,000.00; and (iii) by June 30, 2013: \$26,000.00.
5. Notwithstanding the possible applicability of Rules 6004(h), 7062 and 9014 of the Bankruptcy Rules or otherwise, the terms and conditions of this Order shall be immediately effective and enforceable upon its entry.
6. The Court retains jurisdiction with respect to all matters arising from or related to the implementation of this Order.

###

Order Prepared By:

GRIMES & REBEIN, L.C.

By: s/ Steven R. Rebein
Steven R. Rebein KS#12958/MO#36083
15301 West 87th Street Parkway, Suite 200
Lenexa, Kansas 66219
Tel: (913) 888-4800

Fax: (913) 888-0570
srebein@grimesandrebein.com

-and-

KELLEY DRYE & WARREN LLP

By: s/ Eric R. Wilson
Eric R. Wilson
Benjamin Blaustein
Jennifer D. Raviele
101 Park Avenue
New York, New York 10178
Tel: (212) 808-7800
Fax: (212) 808-7897
*Counsel to the Official Committee of
Unsecured Creditors of Dickinson Theatres, Inc.*

Approved by:

STINSON MORRISON HECKER LLP

s/ Sharon L. Stolte
Sharon L. Stolte, KS #14302
Paul M. Hoffmann, KS Fed. Bar No. 70170
1201 Walnut, Ste. 2900
Kansas City, MO 64106
Tel.: (816) 691-2456
Fax: (816) 412-9325
sstolte@stinson.com
phoffmann@stinson.com
tswanson@stinson.com
Reorganization Counsel for the Reorganized Debtor

and

STEVENS & BRAND, LLP

s/ Wesley F. Smith
Wesley F. Smith, KS #18517
900 Massachusetts, Suite 500
P.O. Box 189
Lawrence, Kansas 66044
Tel.: (785) 843-0811
Fax: (785) 843-0341
Counsel for Peoples Bank