



U.S. BANKRUPTCY COURT
NORTHERN DISTRICT OF TEXAS

ENTERED

TAWANA C. MARSHALL, CLERK
THE DATE OF ENTRY IS
ON THE COURT'S DOCKET

The following constitutes the ruling of the court and has the force and effect therein described.

Signed February 19, 2014


United States Bankruptcy Judge

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF TEXAS
FORT WORTH DIVISION**

In re: § Chapter 11
§
FIBERTOWER NETWORK SERVICES § Case No. 12-44027-DML-11
CORP., *et al.*, §
§ Jointly Administered
Debtors. §

AMENDED OMNIBUS ORDER APPROVING INTERIM FEE APPLICATIONS¹

Upon consideration of the (i) *Fourth Interim Application of Andrews Kurth LLP* (“AK”), *Counsel to the Debtors, for Allowance of Compensation, Reimbursement of Expenses and Payment of Holdbacks* [Docket No. 1004] (the “AK Application”), (ii) *Third Interim Application of Latham & Watkins LLP* (“Latham”) as *Special Regulatory Counsel to the Debtors for Compensation and Reimbursement of Expenses for the Period July 1, 2013 through October 31, 2013* [Docket No. 1006] (the “Latham Application”), (iii) *Fourth Interim Application for Compensation and Reimbursement of Expenses of Otterbourg P.C.* (“Otterbourg”), as *Co-Counsel for the Official Committee of Unsecured Creditors* (the “Committee”) for the Period of

¹ This Order hereby amends and restates in full that certain *Omnibus Order Approving Interim Fee Applications* [Docket No. 1071] entered on February 5, 2014.

July 1, 2013 through October 31, 2013 [Docket 1001] (the “Otterbourg Application”), and (iv) Fourth Interim Application for Compensation and Reimbursement of Expenses of Goldin Associates, LLC (“Goldin,” and together with AK, Latham, and Otterbourg, the “Applicants”), as Financial Advisor for the Official Committee of Unsecured Creditors for the Period of July 1, 2013 through October 31, 2013 [Docket No. 1002] (the “Goldin Application,” and, together with the AK Application, Latham Application, and Otterbourg Application, the “Fee Applications”), for allowance of compensation and reimbursement of expenses on an interim basis for the period of July 1, 2013 through October 31, 2013 (the “Application Period”); and all of the requirements of sections 327, 238, 330, 331, and 503(b) of title 11 of the United States Code, as well as Rule 2016 of the Federal Rules of Bankruptcy Procedure and the Local Bankruptcy Rules of the United States Bankruptcy Court for the Northern District of Texas having been satisfied; and it further appearing that the expenses incurred were reasonable and necessary; and that the notices of the Fee Applications were appropriate; and after due deliberation and sufficient good cause appearing therefore,

IT IS HEREBY ORDERED THAT:

1. The Fee Applications are hereby GRANTED to the extent set forth herein.
2. The fees and expenses incurred by the Applicants during the Application Period are reasonable and necessary and are hereby approved.
3. Payment of \$311,862.00 in fees, which includes all fee holdbacks totaling \$62,372.40 during the Application Period (100% of the requested amount), and \$8,650.82 in expenses to AK for AK’s legal services rendered to the Debtors during the Application Period, is hereby allowed.
4. Payment of \$191,126.50 in fees, which includes all fee holdbacks totaling

\$38,225.30 during the Application Period (100% of the requested amount), and \$49.72 in expenses to Latham for Latham's legal services rendered to the Debtors during the Application Period, is hereby allowed.

5. Payment of \$105,198.30 in fees, which includes all fee holdbacks totaling \$21,039.66 during the Application Period (100% of the requested amount), and \$1,084.05 in expenses to Otterbourg for Otterbourg's legal services rendered to the Committee during the Application Period, is hereby allowed.

6. Payment of \$27,400 in fees, which includes all fee holdbacks totaling \$5,480.00 during the Application Period (100% of the requested amount), and \$13.69 in expenses to Goldin for Goldin's financial advisory services rendered to the Committee during the Application Period, is hereby allowed.

7. The Debtors shall pay the amounts set forth above to each respective Applicant within five (5) calendar days from the date of this Order.

END OF ORDER

ORDER SUBMITTED BY:

ANDREWS KURTH LLP

By: /s/ Jeremy B. Reckmeyer
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