



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 July 16, 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 §
CORP., *et al.*, § Case No. 12-44027-DML-11
§
Debtors. § Jointly Administered
§

**ORDER GRANTING FIFTH INTERIM AND FINAL APPLICATION OF
ANDREWS KURTH LLP, COUNSEL TO THE DEBTORS, FOR
ALLOWANCE OF COMPENSATION, REIMBURSEMENT
OF EXPENSES AND PAYMENT OF HOLDBACKS**

Upon the Fifth Interim and Final Application (the "Application") [Docket No. 1103] of Andrews Kurth LLP (the "Applicant") for Allowance of Compensation, Reimbursement of Expenses and Payment of Holdbacks, filed on May 15, 2014;¹ and upon the hearing on the Application held on June 26, 2014; and the Court having jurisdiction over the Application

¹ Capitalized terms used but not defined herein have the meanings ascribed to such terms in the Application.

pursuant to 28 U.S.C. §§ 157 and 1334, and the Application presenting a core proceeding under 28 U.S.C. § 157(b)(2); and the Court finding that notice of the Application and the hearing thereon was good and sufficient under the circumstances and that no other or further notice is or was required; and after due consideration and good cause appearing therefor, it is

ORDERED AS FOLLOWS:

1. The Application is hereby GRANTED to the extent set forth herein.
2. The fees and expenses incurred by Applicant during the Fifth Interim Application Period and Total Application Period are hereby approved.
3. Payment of \$434,841.00 in fees (100% of the requested amount), representing all fees outstanding as of the date of this Order,² to Applicant for Applicant's legal services rendered to the Debtors during the Fifth Interim Application Period, is hereby allowed.
4. Payment of and \$17,230.81 in expenses (100% of the requested amount), representing all expenses outstanding as of the date of this Order,³ to Applicant for reimbursement of Applicant's expenses incurred in representing the Debtors during the Fifth Interim Application Period, is hereby allowed.
5. The Debtors shall pay the amounts set forth above to Applicant within five (5) calendar days from the date of this Order.

END OF ORDER

² In the Application, the Applicant incorrectly stated that 80% of its monthly fees for December, 2013 and January and February, 2014, had been paid by the Debtors.

³ In the Application, the Applicant incorrectly stated that 100% of its expenses incurred in December, 2013 and January and February, 2014, had been paid by the Debtors.

ORDER SUBMITTED BY:

ANDREWS KURTH LLP

Paul N. Silverstein (admitted *pro hac vice*)
Jonathan I. Levine (admitted *pro hac vice*)
Jeremy B. Reckmeyer (admitted *pro hac vice*)
Michelle V. Larson
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Counsel for the Debtors

United States Bankruptcy Court
Northern District of TexasIn re:
FiberTower Network Services Corp., et al
DebtorCase No. 12-44027-dml
Chapter 11**CERTIFICATE OF NOTICE**

District/off: 0539-4

User: dhuffman
Form ID: pdf012Page 1 of 3
Total Noticed: 1

Date Rcvd: Jul 21, 2014

Notice by first class mail was sent to the following persons/entities by the Bankruptcy Noticing Center on Jul 23, 2014.

aty +Jeremy B. Reckmeyer, Andrews Kurth LLP, 450 Lexington Ave., 15th Floor,
New York, NY 10017-3939Notice by electronic transmission was sent to the following persons/entities by the Bankruptcy Noticing Center.
NONE. TOTAL: 0

***** BYPASSED RECIPIENTS *****

NONE.

TOTAL: 0

Addresses marked '+' were corrected by inserting the ZIP or replacing an incorrect ZIP.
USPS regulations require that automation-compatible mail display the correct ZIP.**I, Joseph Speetjens, declare under the penalty of perjury that I have sent the attached document to the above listed entities in the manner shown, and prepared the Certificate of Notice and that it is true and correct to the best of my information and belief.****Meeting of Creditor Notices only (Official Form 9): Pursuant to Fed. R. Bank. P. 2002(a)(1), a notice containing the complete Social Security Number (SSN) of the debtor(s) was furnished to all parties listed. This official court copy contains the redacted SSN as required by the bankruptcy rules and the Judiciary's privacy policies.**

Date: Jul 23, 2014

Signature: /s/Joseph Speetjens**CM/ECF NOTICE OF ELECTRONIC FILING**

The following persons/entities were sent notice through the court's CM/ECF electronic mail (Email) system on July 21, 2014 at the address(es) listed below:

Andrew B. Russell on behalf of Creditor Markley Boston, LLC Andrew.Russell@klgates.com,
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Commission dodda@sec.gov, polishj@sec.gov, leimant@sec.gov

Belkys Escobar on behalf of Creditor Assistant County Attorney County of Loudoun, c/o Belkys
Escobar belkys.escobar@loudoun.gov, Courtney.Sydmor@loudoun.gov

Christine E. Devine on behalf of Creditor 191 Spring Street Trust cedevine@modl.com,
bankrupt@modl.com

City of Denton KFORSON@DENTONLAWYER.COM

City of Lake Dallas KFORSON@DENTONLAWYER.COM

Courtney Franchelle Harris on behalf of Creditor Aldine Independent School District
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Courtney Lynn Gilbert on behalf of Creditor T-Mobile USA, Inc. courtney.gilbert@alston.com,
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Diane W. Sanders on behalf of Creditor San Marcos CISD austin.bankruptcy@publicans.com

Diane W. Sanders on behalf of Creditor McLennan County austin.bankruptcy@publicans.com

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Gregory A. Lowry on behalf of Creditor American Towers LLC glowry@lockelord.com

Gregory Michael Wilkes on behalf of Creditor AT&T Services, Inc. and its Affiliates
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The following persons/entities were sent notice through the court's CM/ECF electronic mail (Email) system (continued)

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Jason Napoleon Thelen on behalf of Consolidated debtor FiberTower Spectrum Holdings LLC jthelen294@yahoo.com, susanholley@andrewskurth.com;jeremyreckmeyer@andrewskurth.com;paulsilverstein@andrewskurth.com

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John P. Dillman on behalf of Creditor Harris County et al houston_bankruptcy@publicans.com

John P. Dillman on behalf of Creditor Hays CISD houston_bankruptcy@publicans.com

John P. Dillman on behalf of Creditor Galveston County houston_bankruptcy@publicans.com

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The following persons/entities were sent notice through the court's CM/ECF electronic mail (Email) system (continued)

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TOTAL: 110