

**UNITED STATES BANKRUPTCY COURT
THE SOUTHERN DISTRICT OF NEW YORK**

In re:

JENNIFER CONVERTIBLES, INC.,¹

Debtors.

Chapter 11

Case No. 10-13779 (ALG)

(Jointly Administered)

**ORDER APPROVING FINAL APPLICATION FOR ALLOWANCE OF
COMPENSATION FOR SERVICES RENDERED AND EXPENSES
INCURRED BY OLSHAN GRUNDMAN FROME ROSENZWEIG & WOLOSKY LLP,
TM CAPITAL CORP., KELLEY DRYE & WARREN LLP, DELOITTE
FINANCIAL ADVISORY SERVICES LLP, KGS LLP, AND EISNERAMPER LLP
FOR THE PERIOD FROM JULY 18, 2010 THROUGH FEBRUARY 22, 2011**

Upon the applications (the “Final Fee Applications”) of Olshan Grundman Frome Rosenzweig & Wolosky LLP, TM Capital Corp., Kelley Drye & Warren LLP, Deloitte Financial Advisory Services LLP, KGS LLP, And EisnerAmper LLP (collectively, the “Applicants”) in the above-captioned cases for final allowance of compensation for services rendered and reimbursement of expenses incurred from July 18, 2010 through February 22, 2011; 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 Procedure (the “Bankruptcy Rules”); and a hearing (the “Hearing”) having been held before this Court to consider the Final Fee Applications; and it appearing that sufficient notice has been given, and no other notice being necessary; and in consideration of the Statement of the United States Trustee Regarding Final

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, if applicable, are: (i) Jennifer Convertibles, Inc. (4646); (ii) Jennifer Convertibles Boylston MA, Inc. (7904); (iii) Jennifer Chicago Ltd. (0505); (iv) Elegant Living Management, Ltd. (5049); (v) Hartsdale Convertibles, Inc. (1681); (vi) Jennifer Management III Corp. (3552); (vii) Jennifer Purchasing Corp. (7319); (viii) Jennifer Management II Corp. (9177); (ix) Jennifer Management V Ltd. (9876); (x) Jennifer Convertibles Natick, Inc. (2227); (xi) Nicole Convertibles, Inc. (5985); (xii) Washington Heights Convertibles, Inc. (0783).

Fee Applications; 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, ADJUDGED AND DECREED that;

1. The Final Fee Applications are granted to the extent set forth herein.
2. All capitalized terms used but not defined herein shall have the same meaning ascribed to them in the Final Fee Applications.
3. The fees and expenses of the Applicants requested for services rendered and expenses incurred during the Compensation Period are approved on a final basis, in the amounts and to the extent provided in Schedule A annexed hereto.
4. The Debtors are authorized to take all actions necessary to effectuate the relief granted pursuant to this Order.
5. Notwithstanding the possible applicability of Rules 6004(h), 7062 and 9014 of the Federal Rules of Bankruptcy Procedure 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.

Dated: New York, New York
April __, 2011

HONORABLE ALLAN L. GROPPER
UNITED STATES BANKRUPTCY JUDGE

CASE NAME: Jennifer Convertibles, Inc., et al.
CASE NUMBER: 10-13779 (ALG) (Jointly Administered)

SCHEDULE A

FEES AND EXPENSES APPROVED ON AN FINAL BASIS

<u>Applicant</u>	<u>Capacity</u>	<u>Final Compensation Approved</u>	<u>Final Reimbursement of Expenses Approved</u>	<u>Total Holdback Amount, Other Fees, and Expenses Owed</u>	<u>Total Holdback Amount, Other Fees, and Expenses to Be Paid¹</u>
Olshan Grundman Frome Rosenzweig & Wolosky LLP	Attorneys for the Debtors	\$1,436,806.50	\$37,633.57	\$778,210.41	\$700,000.00
TM Capital Corp.	Financial Advisor to the Debtors	\$678,830.65	\$10,307.30	\$580,706.39	\$547,706.39
Kelley Drye & Warren LLP	Counsel for the Official Committee of Unsecured Creditors	\$620,222.50	\$9,238.84	\$287,588.09	\$258,888.09
Deloitte Financial Advisory Services LLP	Financial Advisor to the Official Committee of Unsecured Creditors	\$257,062.50	\$3,802.76	\$62,812.50	\$56,612.50
KGS LLP	Tax Professionals to the Debtors	\$53,440.10	\$0	\$12,592.50	\$12,435.00
EisnerAmper LLP	Auditors to the Debtors	\$255,000.00	\$0	\$5,000.00	\$5,000.00

¹ These amounts represent voluntary reductions as to the amount of fees to be paid by the Debtors to the respective Applicant as agreed to by the Debtors, the Applicant, and the United States Trustee.