

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

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In re : Chapter 11
Laboratory Partners, Inc., *et al.*,¹ : Case No. 13-12769 (PJW)
Debtors. : (Jointly Administered)
: **Hearing Date: March 6, 2014 at 11:00 a.m. (ET)**
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**FIRST INTERIM FEE APPLICATION REQUEST
OF PILLSBURY WINTHROP SHAW PITTMAN LLP
FOR ALLOWANCE OF INTERIM COMPENSATION AND
FOR INTERIM REIMBURSEMENT OF ALL ACTUAL AND
NECESSARY EXPENSES INCURRED FOR THE PERIOD
OCTOBER 25, 2013 THROUGH DECEMBER 31, 2013**

In accordance with the *Order Pursuant to Bankruptcy Code Sections 105(a) and 331, Bankruptcy Rule 2016 and Local Rule 2016-2 Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals*, dated November 26, 2013 [Dkt. No. 145] (the “Interim Compensation Order”), Pillsbury Winthrop Shaw Pittman LLP (“Pillsbury”), attorneys for the above-captioned debtors and debtors in possession (collectively, the “Debtors”), hereby submits its First Interim Fee Application Request (the “Request”) for the period October 25, 2013 through and including December 31, 2013 (the “Application Period”).²

Pillsbury seeks approval for the following fee applications that were filed during the Application Period:

¹ The Debtors and the last four digits of their taxpayer identification numbers are as follows: Laboratory Partners, Inc. (3376), Kilbourne Medical Laboratories, Inc. (9849), MedLab Ohio, Inc. (9072), Suburban Medical Laboratory, Inc. (0859), Biological Technology Laboratory, Inc. (4370), Terre Haute Medical Laboratory, Inc. (1809), and Pathology Associates of Terre Haute, Inc. (6485). Certain of the Debtors do business as Medlab. The Debtors’ mailing address for notice in these cases is: 671 Ohio Pike, Suite K, Cincinnati, OH 45245.

² Exhibits A and B attached to the monthly applications (Dkt. Nos. 222 and 289) contain detailed listings of Pillsbury’s requested fees and expenses for the Application Period.

Summary of Monthly Fee Applications for Interim Period:

Date Filed, Docket No.	Period Covered By Application	Total Fees Requested	Total Expenses Requested	Certification of No Objection Filing Date, Docket No.	Amount of Fees Allowed (80%)	Amount of Expenses Allowed (100%)	Amount of Holdback Fees Sought
12/26/13, Dkt. No. 222	10/25/13 – 11/30/13	\$375,564.40	\$13,261.71	1/17/14; Dkt. No. 268	\$300,451.52	\$13,261.71	\$75,112.88
1/29/14, Dkt. No. 289	12/1/13 - 12/31/13	\$213,148.09	\$2,501.52	Pending	\$170,518.47	\$2,501.52	\$42,629.62
TOTAL		\$588,712.49	\$15,763.23		\$470,969.99	\$15,763.23	\$117,742.50

In accordance with the Interim Compensation Order, Pillsbury seeks interim approval of the full amount of the fees and expenses requested in the above-referenced fee applications and payment by the Debtors of the amount requested in such fee applications in full.

Dated: January 31, 2014

Respectfully submitted,

/s/ Leo T. Crowley

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CUMULATIVE COMPENSATION SUMMARY BY PROFESSIONAL

Name of Professional	Year First Admitted	Department	Hourly Rate*	Total Billed Hours	Total Compensation
Partners and Counsel					
Russo, Jonathan J.	1986	C&S	\$675.75	274.7	\$185,628.53
Crowley, Leo T.	1981	I&R	\$841.50	104.7	\$88,105.05
Erlich, Margot P.	1998	I&R	\$658.75	105.4	\$69,432.25
Green, Eric M.	2001	C&S	\$569.50	45.9	\$26,140.05
Chudy, James T.	1985	T	\$879.75	7.1	\$6,246.23
Landau, Scott E.	1996	EC&B	\$675.75	10	\$6,757.50
Kelly, James L.	2000	C&S	\$671.50	4.2	\$2,820.30
Brennan, Kerry A.	1990	L	\$726.75	2	\$1,453.50
Briskin, Allen	1983	PP	\$595.00	1.4	\$833.00
Whitney, Jonathan B.	1982	F	\$892.50	0.7	\$624.75
Kober, Timothy P.	2006	F	\$658.75	0.4	\$263.50
Judish, Julia E.	1997	E&L	\$573.75	0.9	\$516.38
Makris, Thomas N.	1982	E&L	\$620.50	11.4	\$7,073.70
Weber, Paula M.	1985	E&L	\$637.50	1.2	\$765.00
McTavish, Karen-Faye	2001	L	\$569.50	1.5	\$854.25
Paddock, Michael	2000	PP	\$552.50	0.7	\$386.75
Konvisser, Joshua	1997	GS	\$684.25	4.9	\$3,352.83
Alfano, Peter J.	1994	F	\$688.50	13.7	\$9,432.45
Total Partners & Counsel				590.80	\$410,686.02

* The rates charged by Pillsbury for services rendered to the Debtors have been discounted by 15% from Pillsbury's standard rates.

Name of Professional	Year First Admitted	Department	Hourly Rate*	Total Hours	Total Compensation
Associates					
Dutta, Ria	2013	C&S	\$365.50	140.1	\$51,206.55
Mueller, Michael J.	2008	C&S	\$612.00	15.6	\$9,547.20
Reichuber, Courtney A.	2008	C&S	\$612.00	4.00	\$2,448.00
Ervine, Meredith	2009	C&S	\$582.25	2.10	\$1,222.72
Clevenot, Adrian	Pending	C&S	\$365.50	3.50	\$1,279.25
Bardunias, Kathleen D.	2009	EC&B	\$582.25	26.30	\$15,313.17
Cho, Maria	2011	F	\$437.75	6.00	\$2,626.50
Kung, Kristi V.	2008	PP	\$476.00	110.00	\$52,360.00
Oliver, Matthew J.	2010	I&R	\$437.75	87.50	\$38,303.13
Palsson, Ulrika E.	2010	F	\$514.25	5.00	\$2,571.25
Total Associates				400.10	\$176,877.77

Name of Professional	Year First Admitted	Department	Hourly Rate*	Total Hours	Total Compensation
Patent Specialists					
Trader, Susan L.	N/A	IP	\$199.80	0.1	\$19.98
Paralegals					
Miller, Steven W.	N/A	L	\$272.00	3.70	\$1,006.40
Librarians					
Kasny, Karen	N/A	N/A	\$204.00	0.60	\$122.40
Total				4.40	\$1,148.78

C&S – Corporate and Securities; EC&B – Executive Compensation & Benefits; EL&N – Environment, Land Use & Natural Resources; E&L – Employment & Labor; F – Finance; GS – Global Sourcing; I&R – Insolvency and Restructuring; IP – Intellectual Property; L - Litigation; PP – Public Practices; T – Tax

* The rates charged by Pillsbury for services rendered to the Debtors have been discounted by 15% from Pillsbury's standard rates.

Professionals	Blended Rate	Total Hours	Total Compensation
Partners & Counsel	\$695.14	590.80	\$410,686.02
Associates	\$442.08	400.10	\$176,877.77
Other	\$261.09	4.40	\$1,148.78
Grand Total	\$591.49	995.30	\$588,712.57³

CUMULATIVE COMPENSATION BY PROJECT CATEGORY

Project Category	Total Hours	Total Compensation
Case Administration	115.90	\$69,079.92
Talon POB Asset Sale	101.00	\$53,906.57
Asset Disposition / Sales	26.00	\$16,574.99
Assumption / Rejection of Executory Contracts	53.50	\$28,154.97
Corporate Governance / Board Matters	32.70	\$21,055.34
LTC Asset Sale	493.80	\$288,749.67
Employee Benefits / Pensions	62.00	\$42,572.24
DIP / Cash Collateral	57.40	\$37,617.60
Plan and Disclosure Statement	0.30	\$252.45
Retention Applications	19.50	\$13,104.87
Fee Applications	33.20	\$17,643.87
Total	995.30	\$588,712.49

³ The \$0.08 difference between the total compensation (as broken down per professional) and the total fees requested is due to rounding issues caused by the 15% discount from Pillsbury's standard rates.

CUMULATIVE EXPENSE SUMMARY

Expense Category	Total Expenses
Computerized Research	\$2,231.56
Copying and Scanning	\$242.70
Document Processing	\$1,327.01
Express Courier Service	\$128.26
Meals – Working	\$238.02
Travel / Local Transportation	\$1,986.33
UCC Searches	\$9,609.35
Total	\$15,763.23