

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

In re:) Chapter 11
) Case No. 09-13412 (MG)
Metaldyne Corporation, et al.) (Jointly Administered)
)
Debtors.)

**SECOND MONTHLY PROFESSIONAL FEE STATEMENT OF FOLEY & LARDNER
LLP, CONFLICTS AND SPECIAL COUNSEL FOR THE DEBTORS**

Fee Statement No. 2
Reporting Period: July 1, 2009 through July 31, 2009
Total Fees For Period \$34,836.50
80% of Total Fees \$27,869.20
100% of Expenses \$972.49

Total Fees/Expenses Requested for Fee Statement: \$28,841.69

A. Background Information

1. Name of Professional making request: **Foley & Lardner LLP**
2. Date of Filing of Chapter 11 Petition: **May 28, 2009**
3. Date of entry of Order approving employment of professional: **June 22, 2009** (*nunc pro tunc to Petition Date*)

B. Summary of Fees and Expenses for Period

Fees:

Asset Disposition	27.5 hours	\$13,266.50
Business Operations	18.8 hours	\$7,707.50
Case Administration	4.2 hours	\$1,523.00
Fee/Employment Applications	10.9 hours	\$2,348.50
Relief from Stay Proceedings	18.9 hours	\$8,028.50
Repudiating Vendor Issues	4.4 hours	\$1,962.50
Total Fees	84.7 hours	\$34,836.50
Expenses:	\$972.49	

C. Professional Billing Summary

Timekeeper	Initials	Title	Hours	Rate	Dollars
Judy A. O'Neill	JAO	Partner	23.00	\$595.00	\$13,685.00
Adam J. Wiener	AJWI	Associate	3.20	\$275.00	\$880.00
Jennifer Hayes	JH	Associate	0.30	\$295.00	\$88.50
Joanne Lee	JLEE	Associate	42.40	\$400.00	\$16,960.00
Omar A. Lucia	OML	Associate	1.30	\$275.00	\$357.50
Robert Nederhood	RN	Associate	2.60	\$295.00	\$767.00
Katherine E. Hall	KEHA	Paralegal	0.80	\$195.00	\$156.00
Veronica L. Crabtree	VLC	Paralegal	11.10	\$175.00	\$1,942.50
Totals			84.70	Blended Rate: \$411.29	\$34,836.50

Prior Fee Applications Filed:

Date	Period Covered	Requested		Status
		Fees	Expenses	
July 9, 2009	05/27/09-06/30/09	\$115,948.50	\$2,687.17	Payment received for 80% fees and 100% expenses

Dated: August 11, 2009

FOLEY & LARDNER LLP

/s/ Judy A. O'Neill
 Judy A. O'Neill
 500 Woodward Ave., Suite 2700
 Detroit, MI 48226-3489
 (313) 234-7100 (Telephone)
 (313) 234-2800 (Facsimile)
joneill@foley.com

Conflicts and Special Counsel to the Debtors

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

In re:) Chapter 11
) Case No. 09-13412 (MG)
Metaldyne Corporation, et al.) (Jointly Administered)
)
Debtors.)

**SECOND MONTHLY PROFESSIONAL FEE STATEMENT OF FOLEY & LARDNER
LLP, CONFLICTS AND SPECIAL COUNSEL FOR THE DEBTORS**

In accordance with this Court's Order, Pursuant to Section 105(a) and 331 of the Bankruptcy Code, Bankruptcy Rule 2016(a) and Local Bankruptcy Rule 2016-1, Establishing Procedures for Interim Monthly Compensation for Professionals (Docket No. 287) (the "Interim Compensation Order"), Foley & Lardner LLP ("Foley & Lardner"), conflicts counsel to the above-captioned debtors and debtors in possession (collectively, the "Debtors"), hereby submits its Second Monthly Statement of Services Rendered and Expenses Incurred for the Period July 1, 2009 Through July 31, 2009 (the "Statement Period").

Itemization of Services Rendered and Disbursements Incurred

1. Attached hereto as Exhibit A are the time records of Foley & Lardner, which provide a daily summary of the time spent by each Foley & Lardner Professional during the Statement Period by project category, as well as a summary of the types of expenses for which reimbursement is sought.

Total Fees and Expenses Sought for the Statement Period

2. The total amount sought for fees for professional services rendered is \$34,836.50 and for reimbursement of expenses incurred for the Statement Period is \$972.49.

3. Pursuant to the Interim Compensation Order, Foley & Lardner seeks payment of \$28,841.69 from the Debtors for the Statement Period (the "Interim Amount"), representing 80% of Foley & Lardner's total fees for services rendered and 100% of the total disbursements incurred.

Notice and Objection Procedures

4. In accordance with the Interim Compensation Order, this Statement has been served upon the following parties (collectively, as further defined in the Interim Compensation Order, the "Notice Parties"): (a) the Debtors, c/o Metaldyne Legal Department 47603 Halyard Drive, Plymouth, Michigan 48170 (Attn: David McKee, Gen. Counsel); (ii) Jones Day, 222 East 41st Street, New York, New York 10017 (Attn: Richard Engman, Esq.); and (iii) Jones Day, North Point, 901 Lakeside Avenue, Cleveland, Ohio 44114 (Attn: Heather Lennox, Esq.); (iv) Reed Smith LLP, 499 Lexington Avenue, New York, New York 10022 (Attn: Kurt F. Gwynne, Esq.); (v) the Office of the United States Trustee for the Southern District of New York, 33 Whitehall Street, 21st Floor, New York, New York 10004 (Attn: Paul Schwartzberg, Esq. and Richard Morrissey, Esq.); (vi) Fried, Frank, Harris, Shriver & Jacobson LLP, One New York Plaza, New York, New York 10004 (Attn: Benjamin Lewis, Esq.); and (vii) White & Case, 1155 Avenue of the Americas, New York, New York 10036 (Attn: Scott Greissman, Esq.). The Debtors submit that no further notice is required.

5. Pursuant to the Interim Compensation Order, objections to this Statement, if any, must be served upon the Notice Parties, including Foley & Lardner, within fifteen days after

service of this Statement (the "Objection Deadline"), setting forth the nature of the objection and the specific amount of fees or expenses at issue.

6. If no objections to the Statement are received on or before the Objection Deadline, the Debtors will pay to Foley & Lardner 80% of the fees and 100% of the expenses identified in the Statement.

7. To the extent an objection to the Statement is received on or before the Objection Deadline, the Debtors will withhold payment of that portion of the Statement to which the objection is directed and will promptly pay the remainder of the fees and disbursements in the percentages set forth above. To the extent such objection is not resolved, it shall be preserved and scheduled for consideration at the next interim fee application hearing.

Dated: August 11, 2009

FOLEY & LARDNER LLP

/s/ Judy A. O'Neill
Judy A. O'Neill
500 Woodward Ave., Suite 2700
Detroit, MI 48226-3489
(313) 234-7100 (Telephone)
(313) 234-2800 (Facsimile)
joneill@foley.com

Conflicts and Special Counsel to the Debtors