

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF GEORGIA
ATLANTA DIVISION**

In re)	Chapter 7
)	
PIKE NURSERY HOLDING LLC)	Case No. 07-79129-MGD
)	
Debtor.)	Judge Mary Grace Diehl
)	

**FINAL APPLICATION OF AURORA MANAGEMENT
PARTNERS, INC. FOR ALLOWANCE OF COMPENSATION AND
REIMBURSEMENT OF EXPENSES AS FINANCIAL ADVISOR
TO OFFICIAL COMMITTEE OF UNSECURED CREDITORS
(NOVEMBER 28, 2007 – MARCH 24 2008)**

TO: THE HONORABLE MARY GRACE DIEHL
UNITED STATES BANKRUPTCY JUDGE:

Aurora Management Partners, Inc. (“Applicant,” “Aurora,” or the “Firm”), as financial advisor to the Official Committee of Unsecured Creditors of Pike Nursery Holding LLC (the “Committee”), respectfully applies to the Court for final allowance of compensation for services rendered and reimbursement of expenses pursuant to Fed. R. Bankr. P. 2016 and 11 U.S.C. § § 328 and 330. The Firm does not seek an order requiring payment of the outstanding unpaid fees at this time, but reserves the right to do so in the future. Applicant shows the Court as follows:

1. Pike Nursery Holding LLC (the “Debtor”) filed a voluntary petition for relief under chapter 11 title 11 of the United States Code, 11 U.S.C. §§101 et seq. (the “Bankruptcy Code”) on November 14, 2007. The Debtor continued operating its business and managing its affairs as a debtor in possession until the appointment of a chapter 11 trustee on March 24, 2008.

2. On or about November 19, 2007, pursuant to section 1102 of the Bankruptcy Code, the United States Trustee appointed seven (7) creditors to serve on the Committee.

3. At a meeting of the Committee on November 21, 2007, the Committee voted to retain Applicant as its financial advisor, along with Pachulski Stang Ziehl & Jones LLP.

4. By order entered on December 3, 2007, the Court approved the retention of Applicant as financial advisor to the Committee.

5. On December 17, 2007, the Court entered the Interim Compensation Order (the "Compensation Order") establishing procedures for interim compensation and reimbursement of expenses of professionals. Pursuant to the Compensation Order, at the end of each month, Applicant served a monthly statement (the "Monthly Statement") on Debtor's financial advisor, the Office of the United States Trustee and counsel for the Debtor's post-petition secured lenders. As no objections were made by any interested parties within ten (10) days from the date of Applicant's request, the Debtor was authorized to pay each professional eighty percent (80%) of the fees and one hundred percent (100%) of the expenses identified in each Monthly Statement. However, at the hearing on the Compensation Order, it was agreed that the financial advisor to the Debtor and Aurora would receive one hundred percent (100%) of their fees because they were a fixed monthly amount. As a consequence of the foregoing, such financial advisors, unlike counsel to the Debtor and the Committee, did not receive or carve out for their financial advisory services.

6. On March 6, 2008, the Committee filed an emergency motion for the appointment of a chapter 11 trustee. By order dated March 17, 2008, the Court ordered the appointment of a chapter 11 trustee. The Office of the United States Trustee appointed Marcus A. Watson as the chapter 11 trustee.

7. On March 19, 2008, Marcus A. Watson filed a Motion to Convert Case to Chapter 7 seeking authority to convert the Chapter 11 bankruptcy case to a Chapter 7 case. On March 24, 2008, the Court entered an order converting the case to chapter 7.

8. On or about April 1, 2008, the Office of the United States Trustee appointed Marcus A. Watson as chapter 7 Trustee (the "Chapter 7 Trustee"). On April 14, 2008, the Court entered its order authorizing the Chapter 7 Trustee to retain Applicant as special litigation financial advisor.

9. As the financial advisor for the Committee, Applicant incurred fees and expenses totaling \$113,706.48 for the period November 18, 2007 through March 24, 2008 (the "Application Period"), consisting of fees of \$110,000, and expenses of \$3,706.48. Applicant is entitled to monthly compensation of \$25,000 a month (\$35,000 for the first month) plus expenses. A breakdown of such fees and expenses is set forth in Exhibit "A." By this Application, Applicant seeks final approval of its fees and expense for the Application Period. Applicant does not seek an order requiring the payment of such fees and expenses at this time, but reserves the right to do so in the future.

10. At the Committee's request, the Firm played an active role during the chapter 11 case to render a variety of services to the Committee which were of benefit to the Committee and

the Debtor's general unsecured creditors, including, but not limited to, services relating to (a) monitoring the Debtor's postpetition operations; (b) reporting to the Committee on postpetition cash flow and budgets; (c) developing various financial analyses; (d) reviewing and reporting on the status of each of the sale transactions related to the sale of Debtor's assets; (e) investigating the Debtor's business operations, prepetition business activities, and related matters; (f) investigating the terms and conditions under which the Debtor was to obtain debtor-in-possession financing from PDIP, LLC ("PDIP") and PNC Bank, National Association ("PNC"); and (g) closely communicating with the Committee regarding all facets of the case.

11. Pursuant to Rule 2016 of the Federal Rules of Bankruptcy Procedure, (a) all services for which compensation is requested were performed on behalf of the Committee and not on behalf of any other person or entity; (b) Applicant has received no allowance or payment for services for which compensation is requested except for payments received pursuant to the Compensation Order; and (c) compensation awarded by the Court will not be shared except among the members and associates of the Firm.

The Time and Labor Required

12. The case was fast paced from its commencement, and the Applicant, working cooperatively with its counsel, was required to evaluate quickly the Debtor's business operations, its prospects for reorganization and potential claims the estate had against third parties.

The Novelty and Difficulty of the Questions Presented

13. While the case did not present any novel or difficult issues to address, the economic realities of the case, the absence of certain financial information about the Debtor's

operations and the relationship between the major constituents presented challenges for Applicant and counsel during the course of the representation.

The Skill Requisite to Perform the Services Properly

14. Applicant staffed its representation of the Committee with experienced professionals.

The Preclusion of Other Employment

15. Representation of the Committee did not preclude Applicant from other employment.

The Customary Fee

16. The rates charged by Aurora for this engagement are equal to or less than the rates for comparable firms for a comparable engagement.

Whether the Fee is Fixed or Contingent

17. Applicant's fees in this case are fixed monthly amounts.

Time Limitations Imposed by the Client or the Circumstances

18. As discussed above, the Debtor's case was fast paced from its commencement. As a result, upon appointment, the Firm was required to address immediately issues concerning the terms and conditions upon which postpetition financing would be extended to the Debtor. Thereafter, due principally to liquidity concerns, the marketing and sale of the Debtor occurred rapidly. As a result, the Firm spent substantial time and effort assisting the Debtor in devising a strategy to maximize value for the Debtor's assets.

The Amount Involved and the Results Obtained

19. At the Committee's request, the Firm played an active role during the chapter 11 case to safeguard the interests of general unsecured creditors and maximize their recovery. While the sale of substantially all of the Debtor's assets produced disappointing results, the efforts of the Firm and counsel produced tangible benefits for the estate and its creditors. First, the Committee substantially improved the terms under which postpetition financing was provided to the Debtor by, among other things: (a) eliminating a waiver of the Debtor's surcharge rights under Section 506(c); (b) obtaining more time to investigate claims against PNC; (c) obtaining increased liquidity from PNC in the form of increased advance rates during certain periods; and (d) watering down substantially the rights and remedies granted to insider PDIP in connection with the financing it provided to the Debtor. Second, the Committee aggressively pursued information from the Debtor to enable the Committee (and now the Trustee) to evaluate claims the Debtor's estate has against third parties including directors, officers and equity holders. Such efforts included successful litigation with the Debtor regarding its obligation under Rule 2004 and insuring that safeguards were put in place with respect to the preservation of books and records after the consummation of the going concern sales. Third, the Committee played a role in devising the process by which the Debtor's assets were marketed and ultimately sold.

The Experience, Reputation, and Abilities of the Professionals

20. Applicant is an established financial advisory firm having substantial experience in bankruptcy and other matters. The experience, reputation and ability of the Firm generally are well-known. The complexity of the pending matters has required legal experience and ability commensurate with that of the attorneys in the Firm whose services form the basis for this Application.

The Nature and Length of the Relationship with the Client

21. Applicant had not represented the Committee, nor any of its members, prior to the filing of its chapter 11 case.

The "Undesirability" of the Case

22. As the case progressed, it became apparent that unless the marketing of the Debtor's assets produced competitive bidding, the estate might be administratively insolvent. Accordingly, virtually from the outset there was a material risk of non-payment of the fees and expenses incurred by the Committee's professionals. Nevertheless, the Committee and its professionals dedicated substantial time and effort designed to benefit the estate and its unsecured creditors. Moreover, Applicant invested such time in this case even though its monthly fees are fixed. If Aurora had billed at its customary hourly rates, its fees would have exceeded its fixed monthly fees by approximately thirty percent (30%).

Awards in Similar Cases

23. The amounts sought herein are reasonable and in the range of awards in similar cases.

WHEREFORE, Aurora Management Partners, Inc., as financial advisor for the Committee, prays that the Court allow, on a final basis, fees and costs in the total amount of \$113,706.48 consisting of \$110,000.00 in fees, and \$3,706.48 in costs for the period November 16, 2007 through March 24, 2008 and for such other and further relief as the Court may deem appropriate. While the Firm does not seek immediate payment of any unpaid sums at the present time, it reserves its right to do so in the future.

This 30th day of May 2008.

Very respectfully,

/s/ Robert M.D. Mercer

Robert M.D. Mercer (Ga. Bar No. 502317)

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EXHIBIT A

Itemization of Services and Expenses

Aurora Management Partners, Inc.

EXHIBIT A**Itemization of Fees and Expenses
Aurora Management Partners, Inc.****(NOVEMBER 28, 2007 – MARCH 24, 2008)**

<u>Date</u>	<u>Fees</u>	<u>Expenses</u>	<u>Total</u>
December 2007	\$35,000	\$1,427.56	\$36,427.56
January 2008	\$25,000	\$1,125.72	\$26,125.72
February 2008	\$25,000	\$1,010.21	\$26,010.21
March 2008	<u>\$25,000</u>	<u>\$142.99</u>	<u>\$25,142.99</u>
	\$110,000	\$3,706.48	
		Grand Total:	<u>\$113,706.48</u>