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UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEVADA

In re: SOUTH EDGE, LLC, Debtor.	Chapter 11 Case No. BK-10-32968 BAM **DECLARATION OF MICHAEL KERN IN SUPPORT OF FIRST AND FINAL APPLICATION FOR COMPENSATION OF PIERCY BOWLER TAYLOR & KERN PURSUANT TO 11 U.S.C. §§105(a) AND 330 AND FED. R. BANKR. P. 2016** Date: February 6, 2012 Hearing Time: 1:30 p.m.

I, Michael Kern, hereby declare as follows:

1. I am over the age of 18, am mentally competent, have knowledge of the facts in this matter, and if called upon to do so, could and would testify.

2. I am a shareholder of Piercy Bowler Taylor & Kern ("PBT&K") which maintains an office at 6100 Elton Avenue, Suite 1000, Las Vegas, Nevada 89107.

3. I make this declaration in support of the *First and Final Application for Compensation of Piercy Bowler Taylor & Kern Pursuant to 11 U.S.C. §§105(a) and 330 and Fed. R. Bankr. P. 2016* (the "Application").

4. I have personally reviewed the information contained in the Application and the same is true and correct to the best of my knowledge, information and belief.

5. The list of fees and expenses incurred from July 1, 2011 through November 30, 2011 attached as Exhibit "1" to the Application are the computerized records of the time

expended by PBT&K professionals in the rendition of the professional services required. These records are maintained in the ordinary course of PBT&K's practice and include a detailed list of all time for which compensation is sought, including the date the services were rendered, the person performing the services, the nature of the services performed and the time spent on each service.

6. PBT&K believes that every professional employed on behalf of a trustee in a Chapter 11 case has a responsibility to control fees and expenses by providing services in an efficient and effective manner. To this end, PBT&K diligently works to coordinate and facilitate the efficient prosecution of the matters for which it is employed. PBT&K reviews all client billings for reasonableness and makes adjustments so that the charges are consistent with the value of the services provided.

7. PBT&K has charged its customary hourly rates for services rendered for which compensation is sought in the Application. PBT&K's hourly rates are comparable to, if not lower than, those charged by other professional persons with similar levels of expertise in the Las Vegas, Nevada area.

8. PBT&K has not been employed on a contingency basis and is aware that the fees charged by PBT&K are subject to allowance at the discretion of the Court.

9. To the best of PBT&K's knowledge, the Application complies with the applicable provisions of the Bankruptcy Code, the Bankruptcy Rules, any guidelines promulgated by the US Trustee, the Local Bankruptcy Rules of the United States Bankruptcy Court of the District of Nevada.

10. To date, PBT&K has received $8,000.00 for services during the Chapter 11 Period.

11. All services for which compensation is requested were performed for, or on behalf of, the Trustee.

12. PBT&K believes that the services rendered for which compensation is sought in the Application have been beneficial to the Trustee and the bankruptcy estate and that the sums requested for the services rendered are fair and reasonable.

13. No agreement or understanding of any kind or nature exists between PBT&K and

any other person or entity for the sharing, division, or payment of any portion of the compensation awarded to PBT&K for services rendered or expenses incurred in connection with PBT&K's services in this case, except as among the partners, associates and employees of PBT&K.

DATED: January 4, 2012

MICHAEL KERN