Robert J. Moore (CA State Bar No. 77495)
David B. Zolkin (CA State Bar No. 155410)
MILBANK, TWEED, HADLEY & McCLOY LLP
601 South Figueroa Street, 30th Floor
Los Angeles, California 90017
Telephone: (213) 892-4000
Facsimile: (213) 629-5063

Counsel for
Chapter 11 Trustee

Lenard E. Schwartzer, Nevada Bar No. 0399
Jeanette E. McPherson, Nevada Bar No. 5423
Schwartzer & McPherson Law Firm
2850 South Jones Boulevard, Suite 1
Las Vegas, Nevada 89146-5308
Telephone: (702) 228-7590
Facsimile: (702) 892-0122
E-Mail: bkfilings@s-mlaw.com

Local Counsel for
Chapter 11 Trustee

UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEVADA

In re:	Chapter 11
SOUTH EDGE, LLC,	Case No. BK-10-32968
Debtor.	**DECLARATION OF CYNTHIA NELSON IN SUPPORT OF FIRST INTERIM FEE APPLICATIONS OF: (1) MILBANK, TWEED, HADLEY &McCLOY LLP; (2) FTI CONSULTING, INC.; (3) SCHWARTZER & MCPHERSON LAW FIRM; AND (4) JONES VARGAS** **Date: September 28, 2011** **Hearing Time: 9:30 a.m.** **Courtroom: Courtroom #3** **Foley Federal Building** **300 Las Vegas Boulevard** **Las Vegas, Nevada 89101**

I, Cynthia Nelson, state as follows:

1. I am the Court-appointed chapter 11 trustee ("Trustee") of the chapter 11 bankruptcy estate (the "Estate") of South Edge, LLC (the "Debtor" or "South Edge"). The Court approved my appointment as Trustee to the Estate on February 23, 2011. In this role I have become familiar with the Estate and the Debtor in the above-captioned chapter 11 case (the "Chapter 11 Case").

2. I make this declaration in support of the following interim applications for allowance and payment of final compensation and reimbursement of expenses (collectively, the "First Interim

Applications"):

a. the *First Interim Fee Application of Milbank, Tweed, Hadley & McCloy LLP for Entry of an Order for Allowance of Fees and Reimbursement of Expenses Incurred During the Period February 25, 2011 through June 30, 2011 Pursuant to 11 U.S.C. § 330 and Bankruptcy Rule 2016*;

b. the *First Interim Fee Application of FTI Consulting, Inc. for Entry of an Order for Allowance of Fees and Reimbursement of Expenses Incurred During the Period February 21, 2011 up to and through June 30, 2011 Pursuant to 11 U.S.C. §§105(a) and 331 and Fed. R. Bankr. P. 2016*;

c. the *First Interim Fee Application of Schwartzer & McPherson Law Firm for Entry of an Order for Allowance of Fees and Reimbursement of Expenses Incurred During the Period April 12, 2011 up to and through June 30, 2011 Pursuant to 11 U.S.C. §§105(a) and 331 and Fed. R. Bankr. P. 2016;* and

d. the *First Application for Compensation of Jones Vargas For The Interim Fee Period Ending June 30, 2011.*

3. I have reviewed the First Interim Applications and I believe that the interim fees and expenses requested by Milbank, Tweed, Hadley & McCloy LLP ("Milbank"), FTI Consulting, Inc. ("FTI"), Schwartzer & McPherson Law Firm ("S&M"), and Jones Vargas ("JV") pursuant to such applications are reasonable and appropriate.

4. I further believe that the services provided by Milbank, FTI, S&M, and JV (as detailed in the applicable First Interim Applications) were necessary and appropriate, and conferred a substantial benefit on the Estate. I further confirm that I do not object to the fees or expenses requested by the First Interim Applications and support the award and allowance of the

///

///

///

compensation sought and the reimbursement of expenses set forth in the First Interim Applications.

I declare under penalty of perjury under the laws of the United States that the foregoing is true and correct.

Executed this 31st day of August, 2011 at Los Angeles, California.

By: _____
Cynthia Nelson