

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

<hr/> In re: TRANS WORLD AIRLINES, INC., et al., Debtors.	: : : : : : :	Chapter 11 Case No. 01-00056 (PJW) (Jointly Administered) Hearing Date: Only if necessary Objection Deadline: June 17, 2002, at 4:00 p.m.
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**SIXTEENTH MONTHLY INTERIM APPLICATION OF BLANK ROME COMISKY &
MCCAULEY LLP FOR COMPENSATION FOR SERVICES RENDERED AND
REIMBURSEMENT OF EXPENSES AS COUNSEL TO THE STATUTORY
COMMITTEE OF UNSECURED CREDITORS OF TRANS WORLD AIRLINES, INC.,
ET AL. FOR THE PERIOD FROM APRIL 1, 2002 THROUGH APRIL 30, 2002**

Name of Applicant:	Blank Rome Comisky and McCauley LLP
Authorized to Provide Professional Services to:	Statutory Committee of Unsecured Creditors of Trans World Airlines, Inc., et al.
Date of Retention:	January 19, 2001
Period for which compensation and reimbursement is sought:	April 1, 2002 through April 30, 2002
Amount of Compensation sought as actual, reasonable and necessary:	\$23,107.50
Amount of Expense Reimbursement sought as actual, reasonable and necessary:	\$667.75
This is an: <u>y</u> interim ___ final application	

The total time expended for fee application preparation is approximately 10.3 hours and the corresponding compensation requested is approximately \$2,311.50 (for the time period from March 1, 2002 through March 31, 2002).

If this is not the first application filed, disclose the following for each prior application:

		Requested		Approved	
Date Filed	Period Covered	Fees	Expenses	Fees	Expenses
2/26/01	1/19/01-1/31/01	\$183,201.00	\$2,067.00	\$183,201.00	\$2,067.00
3/26/01	2/1/01-2/28/01	\$335,046.50	\$32,948.52	\$335,046.50	\$32,948.52
4/25/01	3/1/01-3/31/01	\$668,832.00	\$71,442.85	\$668,832.00	\$71,442.85
5/25/01	4/1/01-4/30/01	\$378,820.00	\$29,956.47		
6/25/01	5/1/01-5/31/01	\$260,491.50	\$21,654.40		
7/25/01	6/1/01-6/30/01	\$206,291.00	\$23,753.49		
8/27/01	7/1/01-7/31/01	\$249,128.50	\$14,594.96		
9/25/01	8/1/01-8/31/01	\$92,743.50	\$10,155.48		
10/25/01	9/1/01-9/30/01	\$60,418.50	\$2,250.04		
11/26/01	10/1/01-10/31/01	\$49,620.50	\$4,381.56		
12/28/01	11/1/01-11/30/01	\$45,214.00	\$2,595.85		
1/25/02	12/1/01-12/31/01	\$47,584.50	\$1,578.93		
2/25/02	1/1/02-1/31/02	\$57,055.00	\$4,023.97		
3/25/02	2/1/02-2/28/02	\$38,856.50	\$1,600.69		
4/25/02	3/1/02-3/31/02	\$57,556.50	\$4,265.97		

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

	:	Chapter 11
In re:	:	
	:	Case No. 01-00056 (PJW)
TRANS WORLD AIRLINES, INC., et al.,	:	(Jointly Administered)
	:	
Debtors.	:	Hearing Date: Only if necessary
	:	Objection Deadline: June 17, 2002, at 4:00 p.m.

**SIXTEENTH MONTHLY INTERIM APPLICATION OF BLANK ROME
COMISKY & McCAULEY LLP FOR COMPENSATION FOR
SERVICES RENDERED AND REIMBURSEMENT OF EXPENSES
AS COUNSEL TO THE STATUTORY COMMITTEE OF UNSECURED
CREDITORS OF TRANS WORLD AIRLINES, INC., ET AL. FOR THE
PERIOD FROM APRIL 1, 2002 THROUGH APRIL 30, 2002**

This Sixteenth Monthly Interim Application for Compensation for Services Rendered and Reimbursement of Expenses (the "Fee Application") is filed by Blank Rome Comisky & McCauley LLP ("BRCM"), requesting payment for services rendered and costs charged on behalf of the Statutory Committee of Unsecured Creditors ("Committee") of Trans World Airlines, Inc., et al., for the period from April 1, 2002 through and including April 30, 2002 (the "Sixteenth Interim Period").

INTRODUCTION AND BACKGROUND

1. On January 10, 2001, Trans World Airlines, Inc., et al. (the "Debtors") filed voluntary petitions for relief under Chapter 11 of Title 11 of the United States Code (the "Bankruptcy Code"). Pursuant to §§ 1107 and 1108 of the Bankruptcy Code, the Debtors continue in the management and operation of their businesses and properties as debtors-in-possession. No trustee or examiner has been appointed in these cases.

2. On January 18, 2001, the Office of the United States Trustee, pursuant to § 1102(a)(1) of the Bankruptcy Code, appointed the following members to the Committee: Pepsi

Cola General Bottlers, First Security Bank, N.A., Moses Marx c/o United Equities Commodities Company, Air Line Pilots Association, International Association of Machinists & Aerospace Workers, and United Technologies Corporation. On March 1, 2001, the United States Trustee appointed HSBC Bank USA to become a member of the Committee, replacing First Security Bank, N.A. On April 14, 2001, United Technologies Corporation resigned from the Committee.

3. Following the Committee organizational meeting on March 19, 2001, the Committee selected BRCM to serve as its counsel. By Order of this Court dated April 2, 2001, the Court approved BRCM's employment by the Committee nunc pro tunc to March 19, 2001.

4. This Fee Application is submitted in accordance with this Court's administrative order establishing procedures for interim compensation and reimbursement of expenses for professionals and committee members dated January 10, 2001, and is made pursuant to the provisions of §§ 330 and 331 of the Bankruptcy Code for a sixteenth interim allowance of compensation and reimbursement of actual and necessary costs and expenses paid or incurred by BRCM in its representation of the Committee during the Sixteenth Interim Period. BRCM has reviewed the requirements of Del. Bankr. LR 2016-2, and submits that this Fee Application complies with Del. Bankr. LR 2016-2.

5. BRCM, with offices in Wilmington, New York, Philadelphia, and other locations, is a nationally recognized law firm with extensive experience in bankruptcy and reorganization proceedings, including with respect to the representation of creditors' committees.

6. The core team at BRCM having primary responsibility for representation of the Committee during the Sixteenth Interim Period in these Chapter 11 cases was Thomas E. Biron, Michael Z. Brownstein, Michael D. DeBaecke, and Alyson M. Fath. BRCM also draws upon the knowledge and skills of other firm attorneys to provide services as the needs arise.

7. During the Sixteenth Interim Period, BRCM performed services to assist the Committee in carrying out its duties under § 1103 of the Bankruptcy Code as described more fully in this Fee Application.

8. During the Sixteenth Interim Period, BRCM incurred professional fees of \$23,107.50, computed at its usual and customary hourly rates, and actual and necessary costs of \$667.75.

9. It is intended that this Fee Application present in a concise, summary fashion, the nature and extent of the services performed by BRCM during the Sixteenth Interim Period. Additional information and explanations are available upon request.

10. This Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334. This is a core proceeding pursuant to 28 U.S.C. § 157(b)(2).

COMPENSATION PAID AND ITS SOURCE

11. All services for which BRCM requests compensation were performed for or on behalf of the Committee.

12. BRCM has received no payment and no promise for payment from any source for services rendered or to be rendered in any capacity whatsoever in connection with the matters covered by this Fee Application. There is no agreement or understanding between BRCM and any other person for the sharing of compensation to be received for services rendered in these cases.

FEES AND DISBURSEMENTS

13. In accordance with Del. Bankr. LR 2016-2, a summary schedule of hours and fees for each attorney and paraprofessional, and a summary schedule of hours and fees categorized by project code are set forth in Attachment B in the beginning of this Fee Application. A detailed

chronological itemization of the services rendered by each attorney and paraprofessional during the Sixteenth Interim Period, calculated by tenths of an hour and categorized in accordance with the appropriate project code, is attached hereto as Exhibit "A." Every effort has been made by BRCM to categorize daily time entries in accordance with the correct project code. However, in some instances, services overlap between project codes. Thus, some services may appear under more than one code, although in no instance is a specific time entry recorded more than once.

Time entries are edited for accuracy and for clarity. The project codes used by BRCM in connection with its representation of the Committee in this case are as follows:

- Code #1: BRCM Fee/Employment Applications
- Code #2: Other Professionals' Fee/Employment Issues
- Code #3: American Airlines DIP Financing
- Code #4: Asset Sale and Bid Procedures
- Code #5: Debtors' Business Operations and Administrative Matters
- Code #6: Committee Business
- Code #7: Secured Claim Analysis, Administrative and Objections and Secured Claim Stay Relief Issues and Litigation
- Code #8: Non Secured Claims Stay Relief Issues and Litigation
- Code #9: Unsecured Claims Analysis, Administrative and Objections
- Code #10: Executory Contracts, Including Section 110 and Collective Bargaining Agreement Issues
- Code #11: Plan and Disclosure Statements
- Code #12: Exclusivity
- Code #13: Tax Issues
- Code #14: Other Asset Disposition

- Code #15: Asset Recovery Avoidance Power Litigation – General
- Code #16: Karabu Ticket Program Contract Rejection and Rejection Damages
- Code #17: Employee KERP and Deal Bonus Program
- Code #18: Equity Committee, Motion to Appoint, Negotiations and Other Issues

To the best of BRCM's knowledge, this Fee Application complies with §§ 330 and 331 of the Bankruptcy Code and the Bankruptcy Rules. BRCM's charges for its professional services are based upon the time, nature, extent and value of such services and the cost of comparable services other than in a case under the Bankruptcy Code.

14. A categorized summary of the actual and necessary costs and expenses incurred by BRCM for the Sixteenth Interim Period, and an itemization of each expense within each category, is attached hereto as Exhibit "B." BRCM customarily charges \$0.22 per page for photocopying expenses. For purposes of this Fee Application, BRCM has charged \$0.15 per page for photocopying expenses in accordance with the local rules. Whenever feasible, BRCM sends large copying projects to an outside copy service.

15. BRCM charges \$1.00 per page for out-going facsimile transmissions. The charge for outgoing facsimile transmissions reflects BRCM's calculation of the actual costs incurred by BRCM for the machines, supplies and labor expense associated with sending telecopies and is reasonable in relation to the amount charged by outside vendors who provide similar services. BRCM does not charge for incoming facsimile transmissions.

SUMMARY OF SERVICES BY PROJECT CODE

16. The members and associates of BRCM who rendered professional services in these cases during the Sixteenth Interim Period for which BRCM seeks compensation are as follows: Thomas E. Biron, George J. Krueger, Michael D. DeBaecke, Michael Z. Brownstein,

Kira F. Spaman, and Alyson M. Fath. The paraprofessionals of BRCM who provided services to these attorneys during the Sixteenth Interim Period are Michelle Harwood, Jo Ann K. Recchuiti, Phyllis M. Cawley, and Kathleen Senese.

17. The services rendered by BRCM during the Sixteenth Interim Period can be grouped into the project codes set forth below:

Project Code #1: BRCM Fee/Employment Applications

During the Sixteenth Interim Period, BRCM reviewed its billing records for services rendered to the Committee during the prior application period, and prepared and filed its fifteenth monthly interim fee application for March. BRCM categorized daily time entries in accordance with the correct project codes. Time entries were edited for accuracy, to eliminate and correct errors, and for clarity. BRCM also prepared a summary schedule of hours and fees for each attorney and paraprofessional, a summary schedule of hours and fees categorized by project code, and a summary schedule of expenses.

Fees: \$2,795.00; Total Hours: 12.1

Project Code #2: Other Professionals' Fee/Employment Issues

BRCM reviewed a motion filed by the Debtors to extend employment agreements for Mr. Lichty and Ms. Farmer, and prepared a memorandum to the Committee describing the motion.

BRCM also reviewed fee applications for Debtors' co-counsel.

Fees: \$446.00; Total Hours: 1.8

Project Code #4: Asset Sale and Bid Procedures

During the Sixteenth Interim Period, BRCM reviewed briefs filed by the EEOC and American Airlines related to the sale appeal.

Fees: \$831.00; Total Hours: 1.8

Project Code #5: Debtors' Business Operations and Administrative Matters

BRCM continually reviews pertinent pleadings and papers filed in these Chapter 11 cases. During the Sixteenth Interim Period, BRCM has attempted to insure that the Committee be kept abreast of pertinent facts through a free flow of information between the various parties in interest and other persons.

BRCM also prepared for and attended hearings held on April 2, 2002, and April 10, 2002.

Fees: \$7,011.50; Total Hours: 26.1

Project Code #6: Committee Business

BRCM is in contact with the Committee members through meetings, telephone calls and written correspondence (including electronic mail), with respect to the ongoing activities of the Debtors and BRCM, and the issues arising in these cases.

Fees: \$896.00; Total Hours: 2.6

Project Code #8: Non Secured Claims Stay Relief Issues and Litigation

BRCM reviewed various pleadings relating to the litigation involving MBNA America Bank, N.A., ("MBNA"). BRCM also studied Judge Walrath's opinion addressing certain issues with respect to the MBNA litigation, and prepared a memorandum to the Committee describing the opinion.

Fees: \$1,832.50; Total Hours: 6.4

Project Code #10: Executory Contracts Including Section 1110 and Collective Bargaining Agreement Issues

During these bankruptcy cases, the Court entered an order approving the Debtors' motion to assume and reject its executory contracts and unexpired leases. During the Sixteenth Interim

Period, BRCM reviewed notices of intent to disburse funds from the executory contract cure reserve.

Fees: \$43.00; Total Hours: 0.2

Project Code #11: Plan and Disclosure Statements

During the Sixteenth Interim Period, BRCM prepared for the confirmation hearing which was later adjourned, although it did attend a hearing on April 10, 2002, involving, *inter alia*, the confirmation status of the proposed liquidating plan (the "Plan").

BRCM reviewed several stipulations entered into between the Debtors and objectors to the Plan, and prepared a memorandum to the Committee describing the settlements. BRCM also reviewed and prepared a memorandum to the Committee describing the Debtors' motion to extend the exclusive periods.

During these bankruptcy cases, MBNA served discovery upon the Committee in connection with the confirmation of the Plan. During the Sixteenth Interim Period, BRCM prepared indices of the documents produced and a privilege log.

Fees: \$6,894.50; Total Hours: 31.1

Project Code #14: Other Asset Disposition

BRCM reviewed a motion and order to sell aircraft.

Fees: \$145.00; Total Hours: 0.4

Project Code #15: Asset Recovery Avoidance Power Litigation – General

During the Sixteenth Interim Period, BRCM continued to prepare an action memorandum on issues related to potential claims against officers and directors.

Fees: \$2,213.00; Total Hours: 10.4

VALUATION OF SERVICES

18. Attorneys and paraprofessionals of BRCM expended a total of 92.9 hours in connection with these cases during the Sixteenth Interim Period. The reasonable value of the services rendered by BRCM to the Committee during the Sixteenth Interim Period is \$23,107.50.

19. In accordance with the factors enumerated in § 330 of the Bankruptcy Code, it is respectfully submitted that the amount requested by BRCM is fair and reasonable given: (a) the complexity of these cases, (b) the time expended, (c) the nature and extent of the services rendered, (d) the value of such services, and (e) the costs of comparable services other than in a case under this title.

WHEREFORE, BRCM respectfully requests that the Court enter an order providing that, for the period from April 1, 2002 through April 30, 2002, a sixteenth interim allowance be made to BRCM in the sum of \$23,107.50, as compensation for necessary professional services rendered, and the sum of \$667.75 for reimbursement of actual necessary costs and expenses, for a total of \$23,775.25, that such sums be authorized for payment, and for such other and further relief and this Court may deem just and proper.

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Dated: May 28, 2002

BLANK ROME COMISKY & MCCAULEY LLP

By: /s/ Michael D. DeBaecke

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