

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:

SEA CONTAINERS LTD., et al.,¹

Debtors.

Chapter 11

Case No. 06-11156 (KJC)

Jointly Administered

**TWENTY-THIRD INTERIM APPLICATION OF YOUNG CONAWAY
STARGATT & TAYLOR, LLP FOR COMPENSATION FOR SERVICES
RENDERED AND REIMBURSEMENT OF EXPENSES AS COUNSEL
TO THE DEBTORS AND DEBTORS IN POSSESSION FOR THE
PERIOD FROM AUGUST 1, 2008 THROUGH AUGUST 31, 2008**

Name of Applicant:

Young Conaway Stargatt & Taylor, LLP

Authorized to Provide
Professional Services to:

Debtor and Debtor in Possession

Date of Retention:

Order dated November 7, 2006,
nunc pro tunc to October 15, 2006

Period for which interim
compensation and
reimbursement is sought:

August 1, 2008 through August 31, 2008

Amount of interim compensation
sought as actual, reasonable and
necessary:

\$21,548.00

Amount of interim expense
reimbursement sought as actual,
reasonable and necessary:

\$6,862.07

This application includes 3.60 hours of time with a valuation of \$1,122.00 in connection with the preparation of interim fee applications.

¹ The Debtors are the following three entities (the last four digits of their respective taxpayer identification numbers follow in parentheses): Sea Containers Ltd. (8412); Sea Containers Services Ltd. (9667); and Sea Containers Caribbean Inc. (4881). The address of Sea Containers Ltd. is 22 Victoria Street, P.O. Box HM 1179, Hamilton HMEX, Bermuda. The address of Sea Containers Services Ltd. is 20 Upper Ground, London SE1 9PF, United Kingdom. The address of Sea Containers Caribbean, Inc. is 1114 Avenue of the Americas, New York, NY 10036.

PREVIOUS APPLICATIONS FILED

| | | | Requested | | Approved | |
|----|------------|---------------------|--------------|-------------|--------------------------|--------------------------|
| | Date Filed | Period Covered | Fees | Expenses | Fees | Expenses |
| 1 | 01/12/07 | 10/15/06 – 10/31/06 | \$61,864.00 | \$2,253.82 | \$61,864.00 | \$2,253.82 |
| 2 | 02/08/07 | 11/01/06 – 11/30/06 | \$47,638.50 | \$3,885.87 | \$47,638.50 | \$3,885.87 |
| 3 | 02/08/07 | 12/01/06 – 12/31/06 | \$93,016.00 | \$6,899.76 | \$93,016.00 | \$6,866.76 |
| 4 | 03/29/07 | 01/01/07 – 01/31/07 | \$60,092.50 | \$3,684.09 | \$59,980.50 ¹ | \$3,684.09 |
| 5 | 03/29/07 | 02/01/07 – 02/28/07 | \$40,280.00 | \$3,473.06 | \$40,280.00 | \$3,473.06 |
| 6 | 05/15/07 | 03/01/07 – 03/31/07 | \$71,058.50 | \$5,027.09 | \$71,020.50 ¹ | \$5,027.09 |
| 7 | 07/10/07 | 04/01/07 – 04/30/07 | \$54,393.50 | \$3,431.85 | \$54,393.50 | \$3,431.85 |
| 8 | 07/10/07 | 05/01/07 – 05/31/07 | \$100,417.00 | \$12,356.41 | \$100,417.00 | \$12,356.41 |
| 9 | 08/17/07 | 06/01/07 – 06/30/07 | \$123,776.50 | \$17,360.44 | \$99,021.20 | \$17,360.44 |
| 10 | 10/02/07 | 07/01/07 – 07/31/07 | \$65,724.50 | \$15,037.24 | \$52,579.60 | \$14,953.24 ¹ |
| 11 | 11/16/07 | 08/01/07 – 08/31/07 | \$78,805.50 | \$8,842.34 | \$63,044.40 | \$8,842.34 |
| 12 | 11/26/07 | 09/01/07 – 09/30/07 | \$52,908.00 | \$10,844.22 | \$42,326.40 ¹ | \$10,844.22 |
| 13 | 12/20/07 | 10/1/07 – 10/31/07 | \$35,578.50 | \$10,511.46 | \$28,462.80 | \$10,511.46 |
| 14 | 1/16/08 | 11/1/07 – 11/30/07 | \$28,987.00 | \$6,284.26 | \$23,189.60 | \$6,284.26 |
| 15 | 1/12/08 | 12/1/07 – 12/31/07 | \$33,182.50 | \$5,393.75 | \$26,546.00 | \$5,393.75 |
| 16 | 2/28/08 | 1/1/08 – 1/31/08 | \$49,251.50 | \$4,955.03 | \$39,401.20 | \$4,955.03 |
| 17 | 5/15/08 | 2/1/08 – 2/29/08 | \$59,461.00 | \$10,455.80 | \$47,568.80 | \$10,455.80 |
| 18 | 5/15/08 | 3/1/08 – 3/31/08 | \$49,818.50 | \$10,277.44 | \$39,854.80 | \$10,277.44 |
| 19 | 7/24/08 | 4/1/08 – 4/30/08 | \$38,285.00 | \$3,556.37 | \$30,628.00 ² | \$3,556.37 |
| 20 | 7/24/08 | 5/1/08 – 5/31/08 | \$103,982.00 | \$41,821.15 | \$83,185.72 ² | \$41,821.15 |
| 21 | 8/13/08 | 6/1/08 – 6/30/08 | \$60,414.50 | \$13,867.31 | \$48,334.60 ² | \$13,867.31 |
| 22 | 9/24/08 | 7/1/08 – 7/31/08 | \$28,624.50 | \$11,426.84 | \$22,899.60 ² | \$11,426.84 |

This is the Twenty-Third Interim Application.

¹ Reflects voluntary reductions taken by YCS&T.

² Remaining 20% holdback subject to approval at a fee hearing to held on February 4, 2009 at 10:00 a.m.

**SUMMARY OF PROFESSIONALS AND
PARAPROFESSIONALS RENDERING SERVICES
FROM AUGUST 1, 2008 THROUGH AUGUST 31, 2008**

| Name of Professional Person | Position of the Applicant, Number of Years in that Position, Prior Relevant Experience, Year of Obtaining License to Practice | Hourly Billing Rate (including changes) | Total Billed Hours | Total Compensation |
|------------------------------------|--|--|---------------------------|---------------------------|
| Robert S. Brady | Partner since 1998. Joined firm as an associate in 1990. Member of DE Bar since 1990. Member of the NY Bar since 2007. | \$560.00 | 3.60 | \$2,016.00 |
| Edmon L. Morton | Partner since 2008. Joined firm as an associate in 1999. Member of DE Bar since 1999. | \$430.00 | 19.30 | \$8,299.00 |
| Sean T. Greecher | Joined firm as an associate in 2003. Member of DE Bar since 2004. | \$305.00 | 28.60 | \$8,723.00 |
| Casey Cathcart | Paralegal | \$145.00 | 5.50 | \$797.50 |
| Anastasia Joseck | Paralegal | \$115.00 | 13.50 | \$1,552.50 |
| Troy Bollman | Paralegal | \$80.00 | 2.00 | \$160.00 |
| Grand Total: | | | 72.50 | \$21,548.00 |
| Blended Rate: | | | \$297.21/ hour | |

**SUMMARY OF COMPENSATION BY PROJECT CATEGORY
FOR THE PERIOD AUGUST 1, 2008 THROUGH AUGUST 31, 2008**

| Project Category | Total Hours | Total Fees |
|---|--------------------|--------------------|
| Case Administration (1001) | 3.60 | \$368.50 |
| Court Hearings (1002) | 3.40 | \$562.00 |
| Schedules & Statements, U.S. Trustee Reports (1004) | 1.40 | \$395.00 |
| Claims Analysis, Objections and Resolutions (1007) | 14.10 | \$4,695.50 |
| Plan and Disclosure Statement (1012) | 21.30 | \$8,486.00 |
| Creditor Inquiries (1013) | 0.60 | \$145.00 |
| Retention of Professionals/Fee Issues (1017) | 24.50 | \$5,774.00 |
| Fee Application Preparation (1018) | 3.60 | \$1,122.00 |
| TOTAL | 72.50 | \$21,548.00 |

**EXPENSE SUMMARY FOR THE PERIOD
AUGUST 1, 2008 THROUGH AUGUST 31, 2008**

| Expenses Category | Total Expenses |
|---------------------------------|-----------------------|
| Delivery/Courier | \$105.00 |
| Deposition/Transcript | \$33.95 |
| Facsimile | \$189.00 |
| Filing Fee | \$52.00 |
| Long Distance Telephone | \$102.04 |
| Postage | \$1,234.88 |
| Reproduction Charges | \$5,062.70 |
| Teleconference/Video Conference | \$82.50 |
| TOTAL | \$6,862.07 |

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:

SEA CONTAINERS LTD., et al.,¹

Debtors.

Chapter 11

Case No. 06-11156 (KJC)

Jointly Administered

**TWENTY-THIRD INTERIM APPLICATION OF YOUNG CONAWAY
STARGATT & TAYLOR, LLP FOR COMPENSATION FOR SERVICES
RENDERED AND REIMBURSEMENT OF EXPENSES AS COUNSEL
TO THE DEBTORS AND DEBTORS IN POSSESSION FOR THE
PERIOD FROM AUGUST 1, 2008 THROUGH AUGUST 31, 2008**

Pursuant to 11 U.S.C. §§ 330 and 331 and Rule 2016 of the Federal Rules of Bankruptcy Procedure, the law firm of Young Conaway Stargatt & Taylor, LLP (hereinafter “YCS&T”) hereby seeks reasonable compensation for professional legal services rendered as counsel to the above-captioned debtors and debtors in possession (the “Debtors”) in the amount of \$21,548.00 together with reimbursement for actual and necessary expenses incurred in the amount of \$6,862.07 for the period commencing August 1, 2008 through and including August 31, 2008 (the “Fee Period”). In support of its Application, YCS&T respectfully represents as follows:

1. YCS&T was employed under a general retainer to represent the Debtors as bankruptcy counsel in connection with these chapter 11 cases, pursuant to an Order entered by this Court on November 7, 2006. The Order authorized YCS&T to be

¹ The Debtors are the following three entities (the last four digits of their respective taxpayer identification numbers follow in parentheses): Sea Containers Ltd. (8412); Sea Containers Services Ltd. (9667); and Sea Containers Caribbean Inc. (4881). The address of Sea Containers Ltd. is 22 Victoria Street, P.O. Box HM 1179, Hamilton HMEX, Bermuda. The address of Sea Containers Services Ltd. is 20 Upper Ground, London SE1 9PF, United Kingdom. The address of Sea Containers Caribbean, Inc. is 1114 Avenue of the Americas, New York, NY 10036.

compensated on an hourly basis and to be reimbursed for actual and necessary out-of-pocket expenses.

COMPENSATION PAID AND ITS SOURCE

2. All services for which compensation is requested by YCS&T were performed for or on behalf of the Debtors.

3. Attached hereto as Exhibits A and B are detailed statements of fees and expenses incurred during the period of August 1, 2008 through August 31, 2008 showing the amount of \$21,548.00 due for fees and \$6,862.07 for reimbursement of expenses.

SUMMARY OF SERVICES RENDERED

4. The attorneys of YCS&T who have rendered professional services in these cases during the Fee Period are Robert S. Brady, Edmon L. Morton, and Sean T. Greecher. Paraprofessional services were provided by Casey Cathcart, Anastasia Joseck and Troy Bollman.

5. The services rendered by YCS&T during the Fee Period are grouped into the categories set forth in Exhibit A. The attorneys, paralegals and paraprofessionals who rendered services relating to each category are identified, along with the number of hours for each individual and the total compensation sought for each category, in the attachments hereto.

DISBURSEMENTS

6. YCS&T has incurred out-of-pocket disbursements during the Fee Period in the amount of \$6,862.07. This disbursement sum is broken down into categories of charges, including, among other things, telephone and telecopier toll and other charges, mail or express mail charges, special or hand delivery charges, document processing, photocopying charges, charges for mailing supplies (including, without limitation, envelopes

and labels) provided by YCS&T to outside copying services for use in mass mailings, transcription costs, as well as non-ordinary overhead expenses such as secretarial and other overtime. A complete review by category of the expenses incurred for the Fee Period may be found in the attachments hereto as Exhibit B.

7. Costs incurred for overtime and computer assisted research are not included in YCS&T's normal hourly billing rates, and therefore, are itemized and included in YCS&T's disbursements. Pursuant to Del. Bankr. L.R. 2016-2(e), YCS&T represents that its rate for duplication is \$.10 per page, its rate for outgoing telecopier transmissions is \$1.00 per page (excluding related long distance transmission charges), there is no charge for incoming telecopier transmissions and there is no surcharge for computerized research.

VALUATION OF SERVICES

8. Attorneys, paralegals and paraprofessionals of YCS&T have expended a total of 72.50 hours in connection with this matter during the Fee Period.

9. The amount of time spent by each of these persons providing services to the Debtors for the Fee Period is fully set forth in the summary attached hereto as Exhibit A. These are YCS&T's normal hourly rates of compensation for work of this character. The reasonable value of the services rendered by YCS&T for the Period as counsel for the Debtors in this case under Chapter 11 is \$21,548.00.

10. YCS&T believes that the time entries included in Exhibit A attached hereto are in compliance with the requirements of Del. Bankr. L.R. 2016-2(d).

11. In accordance with the factors enumerated in 11 U.S.C. § 330, the amount requested is fair and reasonable given (a) the complexity of this case, (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.

12. This Application covers the period August 1, 2008 through and including August 31, 2008. YCS&T has and will continue to perform additional necessary services subsequent to August 31, 2008, for which YCS&T will file subsequent fee applications.

WHEREFORE, YCS&T requests that allowance be made to it in the sum of \$21,548.00 as compensation for necessary professional services rendered to the Debtors for the Fee Period, and the sum of \$6,862.07 for reimbursement of actual necessary costs and expenses incurred during that period, and further requests such other and further relief as this Court may deem just and proper.

Dated: November 4, 2008
Wilmington, Delaware

YOUNG CONAWAY STARGATT & TAYLOR, LLP



Robert S. Brady (No. 2847)
Edmon L. Morton (No. 3856)
Sean T. Greecher (No. 4484)
The Brandywine Building
1000 West Street, 17th Floor
Wilmington, Delaware 19801
Telephone: (302) 571-6600
Facsimile: (302) 571-1253

Counsel to the Debtors and Debtors in Possession

VERIFICATION


STATE OF DELAWARE)
)
NEW CASTLE COUNTY) SS:

Edmon L. Morton, Esquire, after being duly sworn according to law, deposes and says:

1. I am a Partner in the applicant firm, Young Conaway Stargatt & Taylor, LLP, and have been admitted to the bar of the Supreme Court of Delaware since 1999.
2. I have personally performed many of the legal services rendered by Young Conaway Stargatt & Taylor, LLP, as Counsel for the Debtors and am thoroughly familiar with all other work performed on behalf of the Debtors by the lawyers and paraprofessionals in the firm.
3. The facts set forth in the foregoing Application are true and correct to the best of my knowledge, information and belief.


EDMON L. MORTON

SWORN TO AND SUBSCRIBED before me this 4th day of November, 2008.


Notary Public

ANGELA M. COLSON
NOTARY PUBLIC
STATE OF DELAWARE
My commission expires Aug. 31, 2011