

1 Lawrence E. Wilk, #006510
2 **JABURG & WILK, P.C.**
3 3200 North Central Avenue, Suite 2000
4 Phoenix, Arizona 85012
5 (602) 248-1000

6 Attorneys for James C. Sell, Receiver

7 SUPERIOR COURT OF ARIZONA

8 MARICOPA COUNTY

9 ARIZONA CORPORATION COMMISSION,

Case No: CV2003-005724

10 Plaintiff,

**SECOND APPLICATION FOR INTERIM
COMPENSATION BY MICHAEL W.
CARMEL, SPECIAL COUNSEL FOR
DEBTOR AND DEBTOR IN
POSSESSION**

11 v.

12 AMERICAN NATIONAL MORTGAGE
13 PARTNERS, L.L.C., et al.

(Assigned to the Honorable J. Richard Gama)

14 Defendants.

15 Michael W. Carmel and staff, the duly appointed Special Counsel for Debtor and Debtor
16 in Possession (hereinafter "Carmel"), hereby makes his Second Application for Interim
17 Compensation as follows:

18 1. By order of the Court, on June 5, 2003, Michael W. Carmel and staff were
19 appointed to serve as Special Counsel for Debtor and Debtor in Possession in this case. Carmel
20 has been retained to represent the debtor ANMP entities.

21 2. Attached hereto as **Exhibit "A"** is a detailed statement of the services, which
22 Carmel has performed and the clerical expense incurred in connection herewith. All of the
23 services performed were necessary and proper and were charged at hourly rates approved by the
24 Court.

25 3. This Application covers the period from July 16, 2003 through October 14, 2003
26 (the "Application Period"). Applicant's Second Application for Interim Compensation requests
27 fees in the amount of \$50,085.00.
28

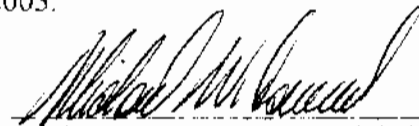
1 4. Pursuant to a previous order of the Court, which allowed Applicant to be paid
2 eighty percent (80%) of his fees, or \$40,068.00. Applicant has not been paid any fees during the
3 Application Period, leaving a current unpaid balance due Applicant of \$50,085.00.

4 WHEREFORE, Applicant requests that the Court enter an Order:

5 A. Approving Michael W. Carmel's fees for the period from July 16, 2003 through
6 October 14, 2003 in the total amount of \$50,085.00.


7 B. Authorizing and directing the Receiver to pay the unpaid balance of fees and
8 clerical expenses in the amount of \$50,085.00 to the Special Counsel for Debtor and Debtor in
9 Possession at such time as the Receivership Estate has sufficient funds.

10 DATED this 9th day of December, 2003.

11 

12 Michael W. Carmel, Special Counsel for Debtor in
13 Possession

14 **JABURG & WILK, P.C.**

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16 Lawrence E. Wilk
17 3200 North Central, Suite 2000
18 Phoenix, Arizona 85012
19 Attorneys for Receiver
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FEES/COSTS SUMMARY

August 25, 2003

Michael W. Carmel, Ltd.
80 East Columbus Avenue
Phoenix, Arizona 85012
(602) 264-4965

Re: Period covered July 16, 2003 through August 15, 2003

<u>TOTAL FEES:</u>	<u>\$9,945.00</u>
TOTAL 80% Fees	\$7,956.00

RECEIVED

MICHAEL W. CARMEL, LTD.

80 East Columbus Avenue
Phoenix, Arizona 85012
(602) 264-4965

Employer I.D. No. 86-0538615

Submitted to:
ANMP 74th ST LLC/ANMP
c/o JABURG & WILK P.C.
Attn: Lawrence E. Wilk
3200 N. Central Ave., #2000
Phoenix AZ 85012-2440

August 15, 2003

Invoice #: 14330

File #: 860

In Reference To: ANMP 74TH ST. LLC; ANMP
Bankruptcy Proceedings

Professional services

			<u>Hrs/Rate</u>	
08/15/03	MWC	Review documents re: Friends/M&M&M claims	1.40 300.00/hr	
			_____	<u>Amount</u>
SUBTOTAL:			[1.40	420.00]
<u>ASSET ANALYSIS & RECOVERY:</u>				
07/24/03	MWC	Review schedules on avoidance actions ASSET ANALYSIS & RECOVERY:	1.70 300.00/hr	
08/06/03	MWC	Telephone call from Mike Newman re: Friends' Investors' payment ASSET ANALYSIS & RECOVERY:	0.20 300.00/hr	
08/15/03	MWC	Telephone call from Vern re: status of settlement ASSET ANALYSIS & RECOVERY:	0.40 300.00/hr	
SUBTOTAL:			[2.30	690.00]

			<u>Hrs/Rate</u>	
<u>CASE ADMINISTRATION</u>				
07/16/03	MWC	Review pleadings in Dexter case CASE ADMINISTRATION	1.50 300.00/hr	
07/17/03	MWC	Review Plan and Disclosure Statement in Dexter CASE ADMINISTRATION	2.00 300.00/hr	
07/28/03	MWC	Review Dexter motions on executory contracts CASE ADMINISTRATION	0.70 300.00/hr	
08/03/03	MWC	Review pleadings filed in Dexter CASE ADMINISTRATION	1.20 300.00/hr	
08/06/03	MWC	Review documents on Friends Investors CASE ADMINISTRATION	0.40 300.00/hr	
			_____	<u>Amount</u>
SUBTOTAL:			[5.80	1,740.00]
<u>LITIGATION</u>				
07/18/03	MWC	Continue review of Plan by Dexter/Castle LITIGATION	1.50 300.00/hr	
07/21/03	MWC	Meet with Larry and Jim re: strategy on Castle Plan LITIGATION	2.25 300.00/hr	
	MWC	Review documents and schedules on loans LITIGATION	1.80 300.00/hr	
	MWC	Research on Plan issues presented in Castle Plan LITIGATION	1.50 300.00/hr	
07/22/03	MWC	Meet with Jim to go over schedules re: Dexter Plan issues LITIGATION	0.50 300.00/hr	
	MWC	Meet with Jim, Taylor Ashworth, Alan Meda and Vern re: negotiation on Dexter Plan LITIGATION	2.00 300.00/hr	

			<u>Hrs/Rate</u>
07/23/03	MWC	Review schedules on Dexter Plan LITIGATION	1.70 300.00/hr
07/24/03	MWC	Review Dexter pleadings LITIGATION	1.00 300.00/hr
08/04/03	MWC	Review drafts of revisions to Dexter Plan LITIGATION	1.50 300.00/hr
08/05/03	MWC	E-mails to/from Hebert re: potential buyer in Dexter LITIGATION	0.30 300.00/hr
	MWC	Telephone call from Taylor re: Dexter Plan revisions LITIGATION	0.40 300.00/hr
08/06/03	MWC	Review pleadings filed in Dexter LITIGATION	1.20 300.00/hr
08/07/03	MWC	Telephone call from Taylor Ashworth re: Dexter Plan LITIGATION	0.30 300.00/hr
08/08/03	MWC	Telephone call from Dale Schian re: Lerch pleadings LITIGATION	0.30 300.00/hr
	MWC	Review Dexter Plan Stipulation and work on revisions LITIGATION	0.80 300.00/hr
08/11/03	MWC	Review pleadings filed by Lerch LITIGATION	0.20 300.00/hr
	MWC	Telephone call from Taylor re: Dexter Plan LITIGATION	0.25 300.00/hr
	MWC	Conference call with Wilk & Taylor re: Stipulation LITIGATION	0.80 300.00/hr
08/12/03	MWC	Attend hearings on Dexter case re: several miscellaneous issues LITIGATION	1.75 300.00/hr
08/14/03	MWC	Work on pleadings re: Dexter case LITIGATION	2.40 300.00/hr

			<u>Hrs/Rate</u>	
08/14/03	MWC	Telephone call from Taylor Ashworth re: revisions to settlement LITIGATION	0.70 300.00/hr	
	MWC	Review letters from Gramlisch re: Dexter LITIGATION	0.20 300.00/hr	
			<hr/>	<u>Amount</u>
SUBTOTAL:			[23.35	7,005.00]
<u>RELIEF FROM STAY PROCEEDINGS</u>				
07/18/03	MWC	Work on lift stay response RELIEF FROM STAY PROCEEDINGS	0.30 300.00/hr	
SUBTOTAL:			[0.30	90.00]
For professional services rendered			<hr/> 33.15	<hr/> \$9,945.00
Previous balance				\$6,594.00
Balance due				<hr/> <hr/> \$16,539.00

FEES/COSTS SUMMARY

October 1, 2003

Michael W. Carmel, Ltd.
80 East Columbus Avenue
Phoenix, Arizona 85012
(602) 264-4965

Re: Period covered August 16, 2003 through September 15, 2003

<u>TOTAL FEES:</u>	\$15,030.00
TOTAL 80% Fees	\$12,024.00

FEES/COSTS SUMMARY

October 27, 2003

Michael W. Carmel, Ltd.
80 East Columbus Avenue
Phoenix, Arizona 85012
(602) 264-4965

Re: Period covered September 15, 2003 through October 14, 2003

<u>TOTAL FEES:</u>	<u>\$25,110.00</u>
TOTAL 80% Fees	\$20,088.80

CE
MICHAEL W. CARMEL, LTD.

80 East Columbus Avenue
Phoenix, Arizona 85012
(602) 264-4965

Employer I.D. No. 86-0538615

Submitted to:
ANMP 74th ST LLC/ANMP
c/o JABURG & WILK P.C.
Attn: Lawrence E. Wilk
3200 N. Central Ave., #2000
Phoenix AZ 85012-2440

October 15, 2003

Invoice #: 14412

File #: 860

In Reference To: ANMP 74TH ST. LLC; ANMP
Bankruptcy Proceedings

Professional services

Hrs/Rate

ASSET ANALYSIS & RECOVERY:

09/16/03	MWC	Draft of notice re: settlement	0.20	
		ASSET ANALYSIS & RECOVERY:	300.00/hr	

Amount

SUBTOTAL:	[0.20	60.00]
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CASE ADMINISTRATION

09/15/03	MWC	Attend hearing re: status	0.75	
		CASE ADMINISTRATION	300.00/hr	

09/17/03	MWC	Telephone calls from various investors throughout day re: status	0.75	
		CASE ADMINISTRATION	300.00/hr	

SUBTOTAL:	[1.50	450.00]
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			<u>Hrs/Rate</u>	
<u>CLAIMS ADMIN. & OBJECTIONS</u>				
10/02/03	MWC	Work on M&M&M claim CLAIMS ADMIN. & OBJECTIONS	2.80 300.00/hr	
			<u> </u>	<u>Amount</u>
SUBTOTAL:			[2.80	840.00]
<u>LITIGATION</u>				
09/11/03	MWC	Meet with Taylor re: status of filings and strategy LITIGATION	0.50 300.00/hr	
	MWC	Prepare Debtor's Motion to Approve Settlement with Castle LITIGATION	0.40 300.00/hr	
	MWC	Telephone call from Taylor re: bar date issue LITIGATION	0.60 300.00/hr	
	MWC	Telephone call from Jack Hebert re: Rule 2004 request and bar date issue LITIGATION	0.30 300.00/hr	
09/12/03	MWC	Review pleadings re: claims date; research authority and discussions with Larry re: same LITIGATION	1.75 300.00/hr	
09/15/03	MWC	Meet with Larry and Taylor re: strategy LITIGATION	1.00 300.00/hr	
	MWC	Review pleadings filed for claim extension hearing LITIGATION	0.80 300.00/hr	
	MWC	Attend hearing on claims bar date and meet with parties re: 9/30 trial LITIGATION	2.50 300.00/hr	
	MWC	Start work on settlement trial LITIGATION	1.75 300.00/hr	
09/16/03	MWC	Telephone calls from Alan Meda re: provisions in Stipulation LITIGATION	0.80 300.00/hr	

			<u>Hrs/Rate</u>
09/17/03	MWC	Telephone call from Alan Meda re: coordinating on settlement LITIGATION	0.20 300.00/hr
	MWC	Prepare for settlement trial LITIGATION	1.25 300.00/hr
09/18/03	MWC	Telephone call from Larry re: strategy LITIGATION	0.30 300.00/hr
	MWC	Telephone call from Taylor re: Disclosure Statement pleadings LITIGATION	0.30 300.00/hr
	MWC	Review e-mails re: settlement trial LITIGATION	0.40 300.00/hr
	MWC	Review pleadings re: Disclosure Statement on Castle case and exclusivity LITIGATION	1.20 300.00/hr
09/19/03	MWC	Telephone call to Bob Miller re: Castle Plan/settlement LITIGATION	0.70 300.00/hr
	MWC	E-mails to/from attorneys throughout day re: settlement trial LITIGATION	0.40 300.00/hr
	MWC	Telephone call to Taylor Ashworth re: settlement LITIGATION	0.30 300.00/hr
09/22/03	MWC	Review additional pleadings re Disclosure Statement in Castle and exclusivity LITIGATION	2.70 300.00/hr
	MWC	E-mails to/from counsel throughout day on various Castle issues LITIGATION	1.25 300.00/hr
	MWC	Meet with Larry and Jim re: 9/23 hearing and strategy on Castle Plan LITIGATION	1.25 300.00/hr

			<u>Hrs/Rate</u>
09/23/03	MWC	Prepare for hearing on Disclosure Statement objections and exclusivity re: Castle LITIGATION	1.70 300.00/hr
	MWC	Attend hearing on Disclosure Statement Objections and exclusivity re: Castle case LITIGATION	3.75 300.00/hr
09/24/03	MWC	Work on settlement issues LITIGATION	3.25 300.00/hr
	MWC	Work on draft of statement to investors for Castle Plan LITIGATION	0.75 300.00/hr
09/25/03	MWC	Meet with Dale Schian and Taylor Ashworth re: settlement trial LITIGATION	2.00 300.00/hr
	MWC	Prepare draft of Disclosure Statement Addendum for Castle case LITIGATION	0.70 300.00/hr
	MWC	Telephone call from Alan Meda re: exhibits LITIGATION	0.20 300.00/hr
	MWC	Review series of Objections filed to settlement LITIGATION	0.40 300.00/hr
	MWC	Letter from investor re: proposal LITIGATION	0.20 300.00/hr
	MWC	Continue preparation for settlement hearing LITIGATION	3.75 300.00/hr
09/26/03	MWC	Telephone call from Dale Schian re: miscellaneous issues on Stipulation LITIGATION	0.25 300.00/hr
	MWC	Work on documents for 9/30 trial LITIGATION	2.50 300.00/hr
09/29/03	MWC	Attend pre-trial conference on settlement LITIGATION	0.70 300.00/hr

			<u>Hrs/Rate</u>
09/29/03	MWC	Meet with Jim re: testimony on settlement LITIGATION	1.00 300.00/hr
	MWC	Prepare for settlement hearing LITIGATION	3.75 300.00/hr
09/30/03	MWC	Attend settlement trial and meet with Jim and Larry re: post-hearing issues LITIGATION	5.25 300.00/hr
10/02/03	MWC	Review pleadings to prepare for Castle Plan hearing LITIGATION	1.80 300.00/hr
10/03/03	MWC	Review Disclosure Statement draft LITIGATION	1.20 300.00/hr
	MWC	Review and revise settlement Order LITIGATION	0.30 300.00/hr
10/05/03	MWC	Review Castle's revised Disclosure Statement and Exhibits/Supplements LITIGATION	2.80 300.00/hr
10/06/03	MWC	Review changes to Settlement Order LITIGATION	0.20 300.00/hr
10/07/03	MWC	Review proposed changes to Settlement Order from various counsel LITIGATION	0.50 300.00/hr
10/08/03	MWC	Review Amended Plan and Disclosure Statement with exhibits on Castle LITIGATION	2.25 300.00/hr
10/09/03	MWC	Attend continued Disclosure Statement hearing re: Castle case LITIGATION	3.00 300.00/hr
	MWC	Review pleadings filed by Gramlich re: new Committee LITIGATION	0.30 300.00/hr
10/10/03	MWC	Meet with Larry and Jim re: strategy on Dexter case LITIGATION	1.00 300.00/hr

			<u>Hrs/Rate</u>	
10/13/03	MWC	Work on document review re: M&M&M claim in Castle LITIGATION	3.50 300.00/hr	
	MWC	Review pleadings re: Committee appointment motion in Castle LITIGATION	0.70 300.00/hr	
10/14/03	MWC	Attend hearing on Committee appointment motion and settlement offer in Castle LITIGATION	1.60 300.00/hr	
	MWC	Review documents on Friends' matter re: Castle LITIGATION	2.70 300.00/hr	
			_____	<u>Amount</u>
SUBTOTAL:			[72.65	21,795.00]
<u>PLAN AND DISCLOSURE STATEMENT</u>				
09/12/03	MWC	Work on Plan issues PLAN AND DISCLOSURE STATEMENT	2.75 300.00/hr	
SUBTOTAL:			[2.75	825.00]
<u>RELIEF FROM STAY PROCEEDINGS</u>				
09/24/03	MWC	Letter from Cochran re: La Familia lift stay motion and documents RELIEF FROM STAY PROCEEDINGS	0.30 300.00/hr	
10/01/03	MWC	Work on lift stay filed by Cochran RELIEF FROM STAY PROCEEDINGS	1.00 300.00/hr	
	MWC	Review Lift Stay Motion filed by Nevada counsel and prepare Response RELIEF FROM STAY PROCEEDINGS	0.75 300.00/hr	
10/07/03	MWC	Meet with Bill King and Castle counsel re: his claim RELIEF FROM STAY PROCEEDINGS	1.75 300.00/hr	
SUBTOTAL:			[3.80	1,140.00]

	<u>Hours</u>	<u>Amount</u>
For professional services rendered	83.70	\$25,110.00
Previous balance		\$31,569.00
Balance due		<u>\$56,679.00</u>

