

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,

**SIXTH 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 Sixth 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, 2004 through October 15, 2004
26 (the "Application Period"). Applicant's Sixth Application for Interim Compensation requests fees
27 in the amount of \$31,680.00.
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JABURG & WILK, P.C.
ATTORNEY AT LAW
3200 NORTH CENTRAL AVENUE
SUITE 2000
PHOENIX, ARIZONA 85012

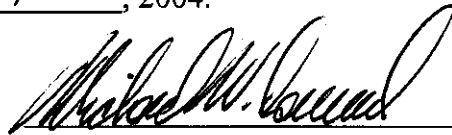
1 4. Pursuant to a previous order of the Court, which allowed Applicant to be paid
2 eighty percent (80%) of his fees, or \$25,344.00, Applicant was entitled to be paid fees from the
3 Receivership Estate during the Application Period, leaving a current unpaid balance due
4 Applicant of \$6,336.00.

5
6 WHEREFORE, Applicant requests that the Court enter an Order:

7 A. Approving Michael W. Carmel's fees for the period from July 16, 2004 through
8 October 15, 2004 in the total amount of \$31,680.00.

9 B. Authorizing and directing the Receiver to pay the unpaid balance of fees set forth
10 in Paragraph A above to the Special Counsel for Debtor and Debtor in Possession at such time as
11 the Receivership Estate has sufficient funds.

12 DATED this 10th day of November, 2004.

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16 Michael W. Carmel,
17 Special Counsel for Debtor in Possession

18 JABURG & WILK, P.C.

19 

20 Lawrence E. Wilk
21 3200 North Central, Suite 2000
22 Phoenix, Arizona 85012
23 Attorneys for Receiver

EXHIBIT 'A'

FEES/COSTS SUMMARY

October 29, 2004

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

Re: Period covered September 16, 2004 through October 15, 2004

<u>TOTAL FEES:</u>	<u>\$20,505.00</u>
TOTAL 80% Fees	\$16,404.00

MICHAEL W. CARMEL, LTD.

80 East Columbus Avenue

Phoenix, AZ 85012-2334

Fax: (602) 264-4965

(602) 277-0144

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, 2004

Invoice 14769

#:

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

Professional Services

Hrs/Rate Amount

ASSET ANALYSIS & RECOVERY:

9/23/2004 Work on consolidation issues

3.40 1,020.00
300.00/hr

SUBTOTAL:

[3.40 1,020.00]

BUSINESS OPERATIONS

9/29/2004 Review drafts of Receiver's Report

0.30 90.00
300.00/hr

SUBTOTAL:

[0.30 90.00]

CASE ADMINISTRATION

9/21/2004 Work on Schedules

3.80 1,140.00
300.00/hr

9/22/2004 Meet with parties re: status

2.50 750.00
300.00/hr

9/29/2004 Meet with Jim and Larry re: status of matters

1.50 450.00
300.00/hr

	<u>Hrs/Rate</u>	<u>Amount</u>
10/13/2004 Meet with Larry re: status	0.60 300.00/hr	180.00
SUBTOTAL:	[8.40	2,520.00]
<u>LITIGATION</u>		
10/4/2004 Review documents re: Shule issue	1.80 300.00/hr	540.00
10/6/2004 Conference call re: Schule	0.70 300.00/hr	210.00
10/11/2004 Attend Flora Schule's deposition	1.75 300.00/hr	525.00
SUBTOTAL:	[4.25	1,275.00]
<u>PLAN AND DISCLOSURE STATEMENT</u>		
9/22/2004 Work on Disclosure Statement	2.20 300.00/hr	660.00
9/24/2004 Work on Disclosure Statement	4.50 300.00/hr	1,350.00
9/27/2004 Work on Disclosure Statement	4.60 300.00/hr	1,380.00
9/29/2004 Work on Plan	2.25 300.00/hr	675.00
9/30/2004 Work on Plan	8.50 300.00/hr	2,550.00
10/1/2004 Continue work on Plan	4.75 300.00/hr	1,425.00
10/2/2004 Continue work on Plan	3.50 300.00/hr	1,050.00

	<u>Hrs/Rate</u>	<u>Amount</u>
10/5/2004 Work on Disclosure Statement	4.00 300.00/hr	1,200.00
10/6/2004 Continue Disclosure Statement work	4.50 300.00/hr	1,350.00
10/7/2004 Continue work on Disclosure Statement	5.25 300.00/hr	1,575.00
10/8/2004 Work on Disclosure Statement	3.70 300.00/hr	1,110.00
10/12/2004 Work on Disclosure Statement	4.25 300.00/hr	1,275.00
SUBTOTAL:	[52.00	15,600.00]
For professional services rendered	68.35	\$20,505.00
Previous balance		\$61,544.13
9/22/2004 Payment - thank you. Check No. 4652		(\$40,425.85)
10/14/2004 Payment - thank you. Check No. 4707		(\$10,584.00)
Total payments and adjustments		(\$51,009.85)
Balance due		<u><u>\$31,039.28</u></u>

FEES/COSTS SUMMARY

September 28, 2004

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

Re: Period covered August 16, 2004 through September 15, 2004

<u>TOTAL FEES:</u>	<u>\$ 3,435.00</u>
TOTAL 80% Fees	\$ 2,748.00

MICHAEL W. CARMEL, LTD.

80 East Columbus Avenue

Phoenix, AZ 85012-2334

Fax: (602) 264-4965

(602) 277-0144

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

September 15, 2004

Invoice 14750

#:

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

Professional Services

Hrs/Rate Amount

ASSET ANALYSIS & RECOVERY:

8/19/2004 Continue work on consolidation items	3.40 300.00/hr	1,020.00
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SUBTOTAL:	[3.40	1,020.00]
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ASSET DISPOSITION

8/19/2004 Attend Secluded Lane hearing	0.50 300.00/hr	150.00
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8/24/2004 Review Secluded Lane formal Order	0.20 300.00/hr	60.00
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SUBTOTAL:	[0.70	210.00]
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CASE ADMINISTRATION

8/16/2004 Work on Schedules	1.75 300.00/hr	525.00
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8/20/2004 Work on Schedules	2.80 300.00/hr	840.00
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	<u>Hrs/Rate</u>	<u>Amount</u>
8/23/2004 Work on Schedules	2.80 300.00/hr	840.00
8/31/2004 Meet with Larry and Jim re: status of matters	1.00 300.00/hr	300.00
9/8/2004 Work on issues re: schedules	2.80 300.00/hr	840.00
Telephone call from creditor re: status	0.20 300.00/hr	60.00
 SUBTOTAL:	 [11.35	 3,405.00]
 <u>FEE/EMPLOYMENT APPLICATIONS</u>		
8/18/2004 Attend state court hearing re: fee applications	1.00 300.00/hr	300.00
 SUBTOTAL:	 [1.00	 300.00]
 <u>LITIGATION</u>		
8/17/2004 Work on consolidation issues	2.00 300.00/hr	600.00
8/24/2004 Work on consolidation issues	3.30 300.00/hr	990.00
8/31/2004 Work on consolidation issue	2.00 300.00/hr	600.00
9/9/2004 Work on issues re: consolidation	2.50 300.00/hr	750.00
9/13/2004 Work on consolidation issues	3.80 300.00/hr	1,140.00
 SUBTOTAL:	 [13.60	 4,080.00]

	<u>Hrs/Rate</u>	<u>Amount</u>
<u>RELIEF FROM STAY PROCEEDINGS</u>		
8/25/2004 Review Schule documents and research issue	2.70 300.00/hr	810.00
Meet with Larry re: Flora Schule claim	1.50 300.00/hr	450.00
8/31/2004 Review documents on Shule matter and research issues	2.75 300.00/hr	825.00
9/7/2004 Review documents on Schule lift stay	1.70 300.00/hr	510.00
9/10/2004 Review pleadings re: Schule matter	0.80 300.00/hr	240.00
9/14/2004 Work on Shule matter	2.00 300.00/hr	600.00
SUBTOTAL:	[11.45	3,435.00]
For professional services rendered	41.50	\$12,450.00
Previous balance		\$49,094.13
Balance due		<u><u>\$61,544.13</u></u>

MICHAEL W. CARMEL, LTD.

80 East Columbus Avenue
Phoenix, AZ 85012-2334

Fax: (602) 264-4965
(602) 277-0144

Employer I.D. No. 86-0538615

Submitted to:

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

September 15, 2004

Invoice
#:

In Reference To: In re: Dexter Distributing Corporation, et al.
In re: Castle Megastore Corporation

	<u>Amount</u>
Previous balance	\$13,230.00
 	<hr/>
Balance due	<u><u>\$13,230.00</u></u>

FEES/COSTS SUMMARY

August 30, 2004

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

Re: Period covered July 16, 2004 through August 15, 2004

<u>TOTAL FEES:</u>	<u>\$ 7,740.00</u>
TOTAL 80% Fees	\$ 6,192.00

MICHAEL W. CARMEL, LTD.

80 East Columbus Avenue

Phoenix, AZ 85012-2334

Fax: (602) 264-4965

(602) 277-0144

Employer I.D. No. 86-0538615

Submitted to:

ANMP 74TH ST LLC - CASTLE/DEXTER

c/o JABURG & WILK P.C.

Attn: Lawrence E. Wilk, Esq.

3200 N. Central Ave., #2000

Phoenix AZ 85012-2440

August 15, 2004

Invoice

#:

In Reference To: In re: Dexter Distributing Corporation, et al.
In re: Castle Megastore Corporation

	<u>Amount</u>
Previous balance	\$32,915.00
8/13/2004 Payment - thank you	(\$19,685.00)
Total payments and adjustments	(\$19,685.00)
Balance due	<u><u>\$13,230.00</u></u>

MICHAEL W. CARMEL, LTD.

80 East Columbus Avenue

Phoenix, AZ 85012-2334

Fax: (602) 264-4965

(602) 277-0144

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, 2004

Invoice 14715

#:

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

Professional Services

	<u>Hrs/Rate</u>	<u>Amount</u>
<u>CASE ADMINISTRATION</u>		
7/26/2004 Work on documents re Schedules	3.70 300.00/hr	1,110.00
7/27/2004 Meet with Bob Hubbard and Jim re: Schedules and Statement of Financial Affairs	1.50 300.00/hr	450.00
Analyze documents for consolidation issue	3.20 300.00/hr	960.00
7/29/2004 Work on documents for Schedules	2.70 300.00/hr	810.00
 SUBTOTAL:	 [11.10	 3,330.00]
<u>PLAN AND DISCLOSURE STATEMENT</u>		
7/19/2004 Work on Disclosure Statement	4.70 300.00/hr	1,410.00
7/21/2004 Continue work on documents re: Disclosure Statement	3.75 300.00/hr	1,125.00
7/30/2004 Work on Disclosure Statement items	3.50 300.00/hr	1,050.00

	<u>Hrs/Rate</u>	<u>Amount</u>
8/2/2004 Work on documents for analysis in Disclosure Statement	2.75 300.00/hr	825.00
SUBTOTAL:	[14.70	4,410.00]
For professional services rendered	<u>25.80</u>	<u>\$7,740.00</u>
Previous balance		\$41,354.13
Balance due		<u><u>\$49,094.13</u></u>

1 Lawrence E. Wilk, #006510
2 **JABURG & WILK, P.C.**
3 3200 North Central Avenue, Suite 2000
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5 (602) 248-1000
6 Attorneys for James C. Sell, Receiver

6 SUPERIOR COURT OF ARIZONA
7 MARICOPA COUNTY

8 ARIZONA CORPORATION COMMISSION,
9 Plaintiff,
10 v.
11 AMERICAN NATIONAL MORTGAGE
12 PARTNERS, L.L.C., et al.
13 Defendants.

Case No: CV2003-005724
**AFFIDAVIT IN SUPPORT OF SIXTH
APPLICATION FOR INTERIM
COMPENSATION BY MICHAEL W.
CARMEL SPECIAL COUNSEL FOR
DEBTOR AND DEBTOR IN POSSESSION**
(Assigned to the Honorable J. Richard Gama)

JABURG & WILK, P.C.
ATTORNEY AT LAW
3200 NORTH CENTRAL AVENUE
SUITE 2000
PHOENIX, ARIZONA 85012

15 State of Arizona)
16 County of Maricopa) ss.

17 MICHAEL W. CARMEL, being duly sworn upon his oath deposes and says:

- 18 1. Affiant is more than eighteen years of age, is competent to testify and has personal
19 knowledge of the facts set forth herein.
20
21 2. Affiant is a principal of the law firm of Michael W. Carmel, Ltd.
22
23 3. Affiant is the duly appointed Special Counsel for Debtor and Debtor in Possession
24 for the Receiver in this case.
25
26 4. Affiant has the primary responsibility for Special Counsel for Debtor and Debtor
27 in Possession to be rendered to the Receiver in this case, and is thoroughly familiar with the work
28 performed on behalf of the Receiver.

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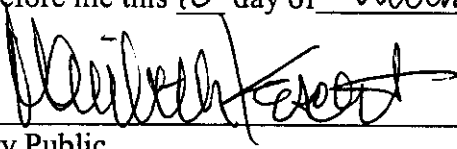
5. All of the services performed on behalf of the Receiver were necessary and proper services and have been billed at the rates approved by this Court.

6. Affiant believes that the sum of \$31,680.00, the amount actually charged by, Special Counsel for Debtor and Debtor in Possession, represents the reasonable and fair value of the legal services performed from July 16, 2004 through October 15, 2004.

FURTHER AFFIANT SAYETH NAUGHT.


MICHAEL W. CARMEL

SUBSCRIBED AND SWORN to before me this 10th day of November, 2004, by Michael W. Carmel.


Notary Public
My Commission Expires: 1-13-07



JABURG & WILK, P.C.
ATTORNEY AT LAW
3200 NORTH CENTRAL AVENUE
SUITE 2000
PHOENIX, ARIZONA 85012