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UNITED STATES BANKRUPTCY COURT
 SOUTHERN DISTRICT OF NEW YORK

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In re:	:
	:
	: Chapter 11
SUNBEAM CORPORATION,	:
	:
	: 01-40291 (AJG)
Debtor.	:
	:
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**COVER SHEET PURSUANT TO UNITED STATES TRUSTEE
 GUIDELINES FOR REVIEWING APPLICATIONS FOR COMPENSATION
 AND REIMBURSEMENT OF EXPENSES FILED UNDER 11 U.S.C. § 330**

FIRST AND FINAL FEE APPLICATION

NAME OF APPLICANT:	Greenberg Traurig, P.A.
ROLE IN THE CASE:	Ordinary Course Professional
ALLOWANCE OF FEES AND EXPENSES SOUGHT BY APPLICATION:	Fees and Expenses Requested: \$99,655.33
PRIOR APPLICATION:	Not applicable
TOTAL FEES AND EXPENSES INCURRED BY APPLICANT AND INVOICED TO DEBTOR DURING DEBTOR'S CHAPTER 11 CASE	Total Fees: \$288,118.00
	Total Expenses: \$87,424.29
(February 6, 2001 through December 17, 2002):	

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UNITED STATES BANKRUPTCY COURT
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In re: :
: Chapter 11
SUNBEAM CORPORATION, :
: 01-40291 (AJG)
Debtor. :
:
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**FIRST AND FINAL APPLICATION OF GREENBERG TRAUIG, P.A.
FOR ALLOWANCE OF COMPENSATION AND REIMBURSEMENT
OF EXPENSES THAT EXCEEDED MONTHLY CAP FOR
ATTORNEYS EMPLOYED BY DEBTOR IN THE ORDINARY
COURSE OF BUSINESS DURING THE DEBTOR’S CHAPTER 11 CASE**

TO THE HONORABLE ARTHUR J. GONZALEZ,
UNITED STATES BANKRUPTCY JUDGE

Greenberg Traurig (“**Applicant**”), attorneys employed in the ordinary course of business by Sunbeam Corporation the debtor and debtor-in-possession in this Chapter 11 case (the “**Debtor**”), presents this application (the “**Final Application**”) for allowance of compensation and reimbursement of expenses incurred during the Debtor’s Chapter 11 case (the “**Case**”) that exceeded the \$20,000 monthly cap (the “**Fee Cap**”) for professionals employed by the Debtor in the ordinary course of business pursuant to this Court’s Order Pursuant to Sections 327 and 328 of the Bankruptcy Code Authorizing Employment of Professionals Utilized in the Ordinary Course of Business, dated February 6, 2001 (the “**Fee Order**”). Applicant submits the Final Application pursuant to sections 330(a) and 331 of title 11 of the United States Code (the

“**Bankruptcy Code**”), Rule 2016 of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”) and the Fee Order. In support of this Final Application, Applicant represents and shows as follows:

BACKGROUND

1. On February 6, 2001 (the “**Petition Date**”), Sunbeam Corporation and substantially all of its direct and indirect domestic operating subsidiaries (the “**Subsidiaries**”) commenced cases under Chapter 11 of the Bankruptcy Code. The Chapter 11 cases of the Subsidiaries are being administered separately from the Chapter 11 cases of Sunbeam Corporation. Sunbeam Corporation continues to operate its business and manage its properties as debtor in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code.

2. On February 13, 2001, the Official Committee of Unsecured Creditors (the “**Creditors’ Committee**”) was appointed by the United States Trustee and thereafter reconstituted on February 16, 2001.

3. On February 6, 2001, the Court entered the Fee Order. On March 1, 2001, this Court entered an Amended Order pursuant to sections 327 and 328 of the Bankruptcy Code authorizing the Debtor to employ Applicant as an ordinary course professional to handle certain matters relating to 10b-5 litigation, director and officer insurance liability litigation and other pending litigation matters (the “**Ordinary Course Order**”).

4. The Ordinary Course Order provided that Debtor was “authorized and empowered to pay compensation and reimburse expenses to each Ordinary Course Professional retained pursuant to this Order in the customary manner in the full amount billed by each such professional . . . up to \$20,000 per month per such professional.”

5. The Ordinary Course Order further provided that any payments made in excess of the Fee Cap shall be subject to prior approval of the Court. Applicant now seeks such approval of payment to Applicant for fees and expenses incurred during the case which exceeded the Fee Cap in the aggregate amount of \$99,655.33.

**SUMMARY OF PROFESSIONAL COMPENSATION
AND REIMBURSEMENT OF EXPENSES REQUESTED**

6. This Final Application has been prepared in accordance with the Fee Order, the Ordinary Course Order, the Amended Guidelines for Fees and Disbursements for Professionals in Southern District of New York Bankruptcy Cases adopted by the Court on April 19, 1995 (the “**Local Guidelines**”), the United States Trustee Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. Section 330 adopted on January 30, 1996 (the “**UST Guidelines**”), and the Order Pursuant to Sections 105(a) and 331 of the Bankruptcy Code Establishing Procedures for Monthly Compensation and Reimbursement of Expenses of Professionals (the “**Administrative Order**” and, collectively with the Local Guidelines, UST Guidelines and Ordinary Course Order, the “**Guidelines**”). Pursuant to the Local Guidelines, a certification regarding compliance with the same is attached hereto as Exhibit A.

7. During the Case Applicant provided professional legal services to the Debtor in the ordinary course of the Debtor’s business in the amount of \$288,118.00 and incurred reimbursable out-of-pocket expenses on the Debtor’s behalf in the amount of \$87,424.29. During the Case, Applicant’s attorneys and paraprofessionals expended a total of 1,425.25 hours for which compensation is sought.

8. Applicant provided the Debtor with detailed monthly invoices for compensation and reimbursement of expenses for payment up to the Fee Cap in accordance with the Fee Order and Ordinary Course Order.

9. Following is a summary of the monthly fees and expenses sought by Applicant during the Case, the total monthly amount billed and the total amount for each month exceeding the \$20,000 Fee Cap, for which Applicant now seeks allowance, award, and payment on a final basis:

MONTH	FEES BILLED	EXPENSES BILLED	TOTAL BILLED	AMOUNT OF CAP	AMOUNT EXCEEDING CAP
February-01	25,065.50	28,576.67	53,642.17	20,000.00	33,642.17
March-01	11,642.50	13,413.03	25,055.53	20,000.00	5,055.53
April-01	26,238.50	3,880.04	30,118.54	20,000.00	10,118.54
May-01	46,382.00	5,421.03	51,803.03	20,000.00	31,803.03
June-01	34,470.50	4,418.30	38,888.80	20,000.00	18,888.80
July-01	12,941.50	2,306.10	15,247.60	20,000.00	0.00
August-01	2,395.50	1,217.65	3,613.15	20,000.00	0.00
September-01	1,108.00	810.47	1,918.47	20,000.00	0.00
October-01	3,839.50	595.61	4,435.11	20,000.00	0.00
November-01	4,918.50	335.47	5,253.97	20,000.00	0.00
December-01	5,491.50	3,908.68	9,400.18	20,000.00	0.00
January-02	16,455.75	7,368.75	23,824.50	20,000.00	0.00
February-02	10,755.00	495.71	11,250.71	20,000.00	0.00
March-02	6,128.00	1,216.93	7,344.93	20,000.00	0.00
April-02	11,743.50	3,112.37	14,855.87	20,000.00	0.00
May-02	11,604.50	23.44	11,627.94	20,000.00	0.00
June-02	5,022.50	982.50	6,005.00	20,000.00	0.00

MONTH	FEES BILLED	EXPENSES BILLED	TOTAL BILLED	AMOUNT OF CAP	AMOUNT EXCEEDING CAP
July-02	8,947.75	469.15	9,416.90	20,000.00	0.00
August-02	17,172.00	2,975.26	20,147.26	20,000.00	147.26
September-02	2,482.50	1,767.95	4,250.45	20,000.00	0.00
October-02	2,189.50	77.55	2,267.05	20,000.00	0.00
November-02	6,614.00	153.22	6,767.22	20,000.00	0.00
Dec-02	14,509.50	3,898.41	18,407.91	20,000.00	0.00
TOTALS:	\$288,118.00	\$87,424.29	\$375,542.29		\$99,655.33

10. In accordance with the Ordinary Course Order, Applicant has submitted reasonably detailed monthly invoices to the Debtor for payment. To date, Applicant has received compensation and reimbursement of expenses incurred in the amount of \$231,505.05 on account of the matters described herein.

11. During the pendency of this Case, Applicant has not received any payments from any source for services rendered or to be rendered in any capacity whatsoever in connection with the matters covered by this Final Application, save for the payment of compensation and reimbursement of expenses in the aggregate amount of \$231,505.05 as authorized by this Court's Ordinary Course Order.

12. Pursuant to this Final Application, Applicant seeks a total award of compensation and reimbursement of expenses in the amount of \$99,655.33, representing the total amount of fees and expenses during the Case which exceed the Fee Cap.

13. The fees charged by Applicant in this case were billed in accordance with its existing billing rates and procedures in effect during the Case. The rates Applicant charged for the services rendered by its professionals and paraprofessionals in the Case are the same rates

Applicant charges for professional and paraprofessional services in comparable related matters. Such fees are reasonable based upon the customary compensation charges by comparably skilled practitioners in comparable cases in a competitive national legal market.

14. Pursuant to UST Guidelines, attached hereto as Exhibit “B” is a schedule setting forth Applicant’s professionals and paraprofessionals who performed services in the Case, the capacities in which each individual is employed, the department in which each individual practices, the hourly billing rate charged by each individual, the aggregate number of hours expended and fees billed by each individual, and the year in which each individual was first licensed to practice law.

15. Attached hereto as Exhibit “C” is a summary of the expenses for which Applicant is seeking reimbursement and the total amount for each such expense category. A summary of the disbursements incurred is provided for each matter category described below.

16. Pursuant to Section II.D. of the UST Guidelines, the services performed by Applicant during the Case have been categorized into five (5) separate projects which are described below. Each project summary refers to a specific subsection of Exhibit D which is attached to the Final Application and incorporated herein by reference. Exhibit D includes detailed time entries showing the services provided in the category, the attorney providing the service, the date the service was provided, the time incurred and the value of such time. Exhibit D also includes a summary of each expense incurred during the Case. A summary breakdown of Applicant’s professionals and paraprofessionals who provided services in each category during the Case, the hourly billing rate charged by each individual, the aggregate number of hours expended and fees billed by each individual is included in Exhibit D.

17. Some of the services performed by Applicant involved confidential matters not of public record. Pursuant to Paragraph C of the UST Guidelines, Applicant states that there is a need to redact certain information from this Final Application because it is protected by the attorney-client privilege. Applicant requests that the Court accept the redacted version of the attached invoices.

18. To the extent that fees or disbursements were incurred during the Case but were not processed prior to the preparation of this Final Application, Applicant reserves the right to supplement this Final Application to request additional compensation for such services and reimbursement of such expenses in the future.

SUMMARY OF SERVICES

19. The following summaries describe certain of the Applicant's major accomplishments and completed or on-going tasks undertaken during the Case. Certain relevant summaries reflect the major areas in which services, as of the date of this Final Application, have been provided during the Case. By way of summary, the services rendered by Applicant in connection with each category, as more fully described in the exhibits hereto, include, but are not limited to, the following:

Exhibit D-1. Sunbeam v. National Union Fire Insurance Co.

20. Sunbeam Corporation v. National Union Fire Insurance Company, et al. Case No. 99-8288-CIV-MIDDLEBROOKS. Applicant, as co-counsel with Jenner & Block represented the Debtor in connection with this action brought against the three insurance companies providing the first \$30,000,000 of directors' and officers' liability insurance to the Debtor during the period covered by the litigation initiated by both the shareholders and bondholders. Applicant was involved in all aspects of this matter, including, but not limited to, drafting and

reviewing pleadings and motions, interviewing witnesses, evaluating the insurance policies at issue, and coordinating all filings in this case. Applicant also coordinated and attended discovery depositions which were conducted jointly with the shareholders' litigation and assisted in preparing witnesses for those depositions. Finally, Applicant was instrumental in the negotiation and review of the Settlement Agreement and attended conferences with the Special Master assigned to evaluate and distribute payments under the liquidating Trust that was established from the insurance proceeds obtained as the settlement.

21. Applicant expended a total of 20.40 hours of professional services with a value of \$5,143.50 in connection with this matter during the Case. Expenses in the amount of \$2,366.27 were incurred in connection with these services. As ordinary course professionals, Applicant has received payments totaling \$7,509.77 on account of the services provided and expenses incurred in connection with this matter during the Case. There is no outstanding balance due on account of this matter. See Exhibit D-1 for a detailed description of the services provided, expenses incurred and payments received.

Exhibit D-2. Eric Watson v. Sunbeam Corporation

22. Eric Watson v. Sunbeam Corporation and The Coleman Companies, Inc. Case No. 00-015130 (11) CACE. Applicant has had a continuing involvement in this employment litigation initiated by Plaintiff, Eric Watson, who claims he was wrongfully terminated. The stay in this matter was lifted by the United States Bankruptcy Court and Applicant proceeded to aggressively defend the Debtor in connection with this matter. This category includes time expended during the Case in connection with preparation and finalization of a motion for summary judgment on behalf of the Debtor and The Coleman Companies, Inc. ("Coleman") seeking the entry of summary judgment in favor of the Debtor and Coleman. Applicant

participated in numerous conference calls, attended hearings relating to the effort to obtain summary judgment, and reviewed a substantial number of documents from the Debtor and interviewed several witnesses in preparation of the Motion for Summary Judgment and affidavits thereto. Coleman and Watson have stipulated to the voluntary dismissal, with prejudice, of the complaint as to Coleman. The complaint as to the Debtor remains pending.

23. Applicant expended at total of 93.9 hours of professional services with a value of \$24,782.50 in connection with this matter during the Case. Out-of-pocket expenses in the amount of \$1,378.67 were incurred in connection with these services. As ordinary course professionals, Applicant has received payments totaling \$2,726.13 on account of the services provided and expenses incurred in connection with this matter during the Case. Applicant requests approval and payment of the outstanding balance of the fees and expenses incurred on account of this matter in the amount of \$23,435.04. See Exhibit D-2 for a detailed description of the services provided, expenses incurred, payments received and balance due.

Exhibit D-3 General Investigative Matters

24. The Debtor is currently engaged in litigation against PriceWaterhouseCoopers LLP (“PwC”) arising out of consulting services performed by PwC for the Debtor during the years Albert Dunlap was its Chairman and Chief Executive Officer. While Applicant is not counsel to the Debtor in that case, based on knowledge gained as counsel to the Debtor in the Shareholders’ lawsuit and the SEC proceeding, the Debtor and its counsel has relied upon Applicant to assist in the prosecution of that action. Applicant has provided assistance, including the location and distribution of documents and discovery materials, review of pleadings and affidavits and consultation.

25. Applicant expended at total of 146.6 hours of professional services with a value of \$18,302.50 in connection with this matter during the Case. Out-of-pocket expenses in the amount of \$7,585.21 were incurred connection with these services. As ordinary course professionals, Applicant has received payments totaling \$17,847.79 on account of the services provided and expenses incurred in connection with this matter during the Case. Applicant requests approval and payment of the outstanding balance of the fees and expenses incurred on account of this matter in the amount of \$8,039.92. See Exhibit D-3 for a detailed description of the services provided, expenses incurred, payments received and balance due.

Exhibit D-4 Securities Litigation

26. In re: Sunbeam Securities Litigation. Case No. 98-8258-CIV- MIDDLEBROOKS. Applicant was retained prior to the Petition Date to represent the Debtor in connection with the securities litigation initiated by the shareholders and the bondholders in this action. While the matter was stayed as to the Debtor post-petition, Applicant was retained by the Debtor as an ordinary course professional to represent many of the Debtor's employees in depositions conducted by counsel for the shareholders, bondholders, attorneys with the Securities and Exchange Commission and attorneys with the United States Justice Department. Applicant's representation involved meeting with various witnesses, reviewing extensive documentation and files, preparing the witnesses for their depositions and/or testimony and representing the witnesses in those proceedings. In addition, at the Debtor's request, Applicant monitored certain activities in the shareholders' and bondholders' lawsuit in order to ensure that the Debtor's interests were protected. Applicant also continued to assist Debtor's counsel in the PwC litigation by providing information concerning documents or witnesses developed in the ongoing shareholders' litigation and to protect the Debtor's interests in connection with existing litigation

between MacAndrews and Forbes and Arthur Andersen. Various subpoenas have been issued to the Debtor and to its employees concerning that litigation and Applicant has diligently assisted those employees and the Debtor in responding to the subpoenas.

27. Further, during the Case, Applicant met with and prepared Deborah McDonald for a meeting with the United States Attorney's Office and the FBI relating to the ongoing investigation regarding the Debtor. In connection with the FBI meeting, Applicant reviewed Ms. McDonald's prior testimony before the Securities and Exchange Commission as well as her testimony in various litigation matters in which she testified on behalf of the Debtor. In addition, there were substantial documents to be analyzed which were reviewed with Ms. McDonald. Applicant accompanied Ms. McDonald to the meeting.

28. Finally, Applicant assisted the Debtor with locating and analyzing the various settlement agreements entered in connection with the shareholders and bondholder lawsuits and provided the Debtor with documentation needed for certain filings with the court.

29. Applicant expended at total of 1,016.25 hours of professional services with a value of \$218,159.00 in connection with this matter during the Case. Out-of-pocket expenses in the amount of \$26,456.18 were incurred in connection with these services. As ordinary course professionals, Applicant has received payments totaling \$136,646.61 on account of the services provided and expenses incurred in connection with this matter during the Case. Applicant requests approval and payment of the outstanding balance of the fees and expenses incurred on account of this matter in the amount of \$107,968.57. See Exhibit D-4 for a detailed description of the services provided, expenses incurred, payments received and balance due.

Exhibit D-5 Dunlap & Kersh v. Sunbeam Corporation

30. Dunlap v. Sunbeam Corporation; Arbitration Case No. 32-160-00088-99 and Kersh v. Sunbeam Corporation; Arbitration Case No. 32-160-00091-99. Applicant has been involved in representing the Debtor in the employment arbitration initiated by Dunlap and Kersh. Applicant handled the arbitration up to the filing of the Petition. Various post-petition activities were undertaken to protect the Debtor's rights in this action.

31. Applicant expended at total of 148.10 hours of professional services with a value of \$21,730.50 in connection with this matter during the Case. Out-of-pocket expenses in the amount of \$49,637.96 were incurred connection with these services. As ordinary course professionals, Applicant has received payments totaling \$66,774.75 on account of the services provided and expenses incurred in connection with this matter during the Case. Applicant requests approval and payment of the outstanding balance of the fees and expenses incurred on account of this matter in the amount of \$4,593.71. See Exhibit D-5 for a detailed description of the services provided, expenses incurred, payments received and balance due.

**SERVICES PERFORMED BY APPLICANT
WERE NECESSARY AND APPROPRIATE**

32. The foregoing professional services performed by Applicant were necessary and appropriate to the administration of the Debtor's chapter 11 case. The professional services performed by Applicant were in the best interest of the Debtor and other parties in interest. Compensation for the foregoing services as requested is commensurate with the complexity, importance and nature of the problems, issues or tasks involved. The professional services were performed with expedition and in an efficient manner.

33. Applicant is an established commercial law firm having substantial experience in the areas of bankruptcy law and creditor rights, corporate law, commercial law, litigation law, securities law and tax law required of counsel in this case.

34. The professional services performed by Applicant on behalf of the Debtor during the Case required an aggregate expenditure of 1,425.25 recorded hours by Applicant's professionals and paraprofessionals. Of the aggregate time expended, 377.35 recorded hours were expended by shareholders, 346.55 recorded hours were expended by associates, and 701.35 recorded hours were expended by paraprofessionals and research assistants of Applicant.

35. During the Case, Applicant's hourly billing rates for attorneys ranged from \$190 to \$485 per hour. Allowance of compensation in the amount requested would result in a blended hourly billing rate for attorneys of approximately \$299.72 (based on 723.9 recorded hours for attorneys at Applicant's regular billing rates in effect at the time of the performance of services). Such fees are reasonable based on the customary compensation charged by comparably skilled practitioners in comparable bankruptcy cases in a competitive national legal market. As noted, attached hereto is a schedule listing each professional and paraprofessional who performed services in this case during the Case, the hourly rate charged for services performed by each such individual and the aggregate number of hours and charges by each such individual.

ACTUAL AND NECESSARY DISBURSEMENTS

36. As set forth in Exhibit C, Applicant has disbursed \$87,424.29 as expenses incurred in providing professional services during the Case. With respect photocopying expenses, Applicant charges all of its client \$.15 per page. With respect to facsimile expenses, in compliance with the Guidelines, Applicant does not charge for facsimile transmissions, other than the cost of long distance facsimiles at applicable toll charge rates, which invariably are less

than \$1.25 per page as permitted by the Guidelines. Each of these categories of expenses does not exceed the maximum rate set by the Guidelines. These charges are intended to cover Applicant's direct operating costs, which costs are not incorporated into the Applicant's hourly billing rates. Only clients who actually use services of the types set forth in Exhibit C are separately charged for such services. The effect of including such expenses as part of the hourly billing rates would impose that cost upon clients who do not require extensive photocopying and other facilities and services. The amount of the standard photocopying charge is intended to allow Applicant to cover the related expenses of its photocopying service. A determination of the actual expenses per page for photocopying, however, is dependent on both the volume of copies and the total expenses attributable to photocopying on an annual basis.

37. The time constraints imposed by certain matters required Applicants attorneys and other employees to devote time after regular business hours to the performance of legal services on behalf of the Debtor. These extraordinary services were essential to meet deadlines, and effectively administer this estate. Applicant submits that the overtime expenses requested herein were necessary and paid to employees of Applicant who worked after hours. In addition, consistent with firm policy, attorneys and other employees of Applicant who worked after hours were reimbursed for their reasonable meal costs and their cost for transportation from the office to home. Applicant's regular practice is not to include components for those charges in overhead when establishing billing rates and to charge its clients for these and all other out-of-pocket disbursements incurred during the regular course of the rendition of services. The reimbursement amounts do not exceed those set forth in the Guidelines.

38. Applicant has made every effort to minimize its disbursements in this case. The actual expenses incurred in providing professional services were absolutely necessary,

reasonable, and justified under the circumstances to serve the needs of the Debtor, its estate, and creditors.

REQUESTED COMPENSATION SHOULD BE ALLOWED

39. Section 330 provides that a court may award a professional employed under section 327 of the Bankruptcy Code “reasonable compensation for actual necessary services rendered...and reimbursement for actual, necessary expenses.” 11 U.S.C. § 330 (a)(1). Section 330 further sets forth the criteria for the award of such compensation and reimbursement, and provides:

In determining the amount of reasonable compensation to be awarded, the court shall consider the nature, the extent, and the value of such services, taking into account all relevant factors, including-

- (A) the time spent on such services;
- (B) the rates charged for such services;
- (C) whether the services were necessary to the administration of, or beneficial at the time at which the service was rendered toward the completion of, a case under this title;
- (D) whether the services were performed within a reasonable amount of time commensurate with the complexity, importance, and nature of the problem, issue or task addressed; and
- (E) whether the compensation is reasonable based upon the customary compensation charged by comparably skilled practitioners in cases other than cases under this title.

11 U.S.C. § 330(a)(3).

40. In the instant case, Applicant respectfully submits that the services for which it seeks compensation in this Final Application were, at the time rendered, believed to be necessary for, beneficial to, and in the best interest of the Debtor’s estate. Applicant further submits that

the compensation requested herein is reasonable in light of the nature, extent, and value of such services to the Debtor, its estate, and all parties in interest.

41. The rates charged by the participating attorneys and paralegals as set forth in Exhibit B are well within the range charged by such professionals in their respective jurisdictions of similar skill and reputation. Applicant submits that the billable rates for the professionals and paraprofessionals working in this case compares favorably with rates customarily charged for similar cases. In those instances where it was necessary to consult the services of a more senior attorney billing at a higher rate, extreme care was taken to avoid duplication of effort and maintain a low blended hourly rate for this case.

42. Applicant respectfully submits that the services for which it seeks compensation were necessary and appropriate and consistently performed in a timely manner commensurate with the complexity, importance, and nature of the issues involved, and the approval of the compensation sought herein is warranted.

STATEMENTS OF GREENBERG TRAURIG

43. As set forth in the certification of Mark Bideau, attached hereto as Exhibit "A", the compensation requested by Applicant is based upon the customary compensation charged by comparably skilled practitioners in cases under the Bankruptcy Code.

44. No agreement or understanding exists between Applicant and any other person for sharing compensation which has been or will be received, except such sharing as is customary and generally accepted among attorneys within a law firm.

45. No agreement or understanding, express or implied, has been or will be entered into for the purpose of fixing the fees or other compensation to be paid to any other attorney for any party in interest, to any other party in interest, or to any person for services rendered in

connection with this case.

46. A copy of this Final Application is being sent to Steven R. Isko, Sunbeam Corporation, 2381 Executive Drive, Boca Raton, Florida 33431, the authorized representative of the Debtor. Monthly bills were submitted to Mr. Isko during the Case and he has raised no objection to the amounts requested herein.

MEMORANDUM OF LAW

47. Applicant submits that the relevant legal authorities are set forth herein and that the requirement pursuant to Local Bankruptcy Rule 9013-1 that the Applicant file a memorandum of law in support of this Final Application is satisfied.

NOTICE

48. In accordance with the Administrative Order, notice of this Final Application has been provided to: (i) the United States Trustee; (ii) counsel for the Debtor; (iii) counsel for Sunbeam Corporation's pre-petition and post-petition lenders; and (iv) counsel for the Creditors' Committee. Applicant submits that no other or further notice need be provided.

CONCLUSION

WHEREFORE, Greenberg Traurig respectfully requests that the Court enter the Proposed Order:

- (i) granting Applicant final allowance of compensation for services and reimbursement of expenses as an ordinary course professional;
- (ii) authorizing Applicant to seek additional compensation for services performed and expenses incurred during the Case, which were not processed at the time of this Final Application;

