

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF FLORIDA
WEST PALM BEACH DIVISION
www.flsb.uscourts.gov

In re:

Chapter 11

PALM BEACH FINANCE PARTNERS, L.P.,
PALM BEACH FINANCE II, L.P.,

Case No.: 09-36379-PGH
Case No.: 09-36396-PGH
(Jointly Administered)

Debtors.

**LIQUIDATING TRUSTEE'S APPLICATION TO EMPLOY
GERARD A. MCHALE, JR. AND GERARD A. MCHALE, JR., P.A.**

Barry E. Mukamal, in his capacity as liquidating trustee (the “*Liquidating Trustee*”) for the Palm Beach Finance Partners Liquidating Trust and Palm Beach Finance II Liquidating Trust, by and through undersigned counsel and pursuant to 11 U.S.C. § 327(a) and *Fed. R. Bank. P.* 2014(a), respectfully requests an Order of the Court authorizing the employment of Gerard A. McHale, Jr. (“*Mr. McHale*”) and Gerard A. McHale, Jr., P.A. (“*McHale P.A.*” and together with Mr. McHale, the “*Applicant*”). In support, the Liquidating Trustee states as follows:

1. On November 30, 2009, the Debtors filed voluntary petitions under Chapter 11 of the United States Bankruptcy Code [ECF No. 1]. By subsequent Order of this Court, the cases are jointly administered.
2. On January 28, 2010, the Court entered the Agreed Order Directing Appointment of Chapter 11 Trustee and Denying United States Trustee's Motion to Convert Cases to Cases under Chapter 7 [ECF No. 100].
3. On January 29, 2010, the United States Trustee appointed the Liquidating Trustee as Chapter 11 Trustee in both of the Debtors' estates [ECF No. 107].

4. The Liquidating Trustee is the Liquidating Trustee by virtue of this Court's Order Confirming Second Amended Joint Plan of Liquidation dated October 21, 2010 [ECF No. 444].

5. The Liquidating Trustee desires to employ the Applicant as a consultant (expert) for the purposes of preparing an insolvency report and advising the Liquidating Trustee on related issues.

6. The Liquidating Trustee believes that the Applicant is qualified to advise the Liquidating Trustee on certain issues relating to litigation and financial forensic services in the above referenced matter. This will include consulting services, and may include expert testifying services, in contested matters or one or more adversary proceedings commenced by the Liquidating Trustee. In support, the Applicant's list of applicable representative case experience is attached as Exhibit 1.

7. To the best of the Liquidating Trustee's knowledge, the Applicant does not (i) have any other connection with the Debtors or the Debtors' estates; and (ii) represent any interest adverse to the Liquidating Trustee, the Debtors, or the Debtors' estates.

8. Attached as Exhibit 2 is Mr. McHale's fully executed and notarized affidavit demonstrating that he and McHale P.A. are disinterested as required by 11 U.S.C. § 327(a) and a verified statement as required under *Fed. R. Bank. P. 2014*.

9. Attached as Exhibit 3 is the engagement letter between the Liquidating Trustee, undersigned counsel and the Applicant (the "**Agreement**"). As more specifically set forth therein, the Applicant will provide services at hourly rates ranging from \$125 to \$385 for accounting professionals, and \$75 for clerical services.

10. The Liquidating Trustee believes that the employment of the Applicant is in the best interests of the Debtors' estates and their creditors.

11. Article 7.1.11 of the Plan states, among other things, that professionals retained shall: (i) be entitled to monthly interim compensation for fees and expenses incurred and; (ii) professionals shall, no less frequently than once every four (4) months, submit applications to the Bankruptcy Court for final approval of same.

12. Article 1.76 of the Plan, entitled “Pro Rata Allocation Formula”, provides for a *pro rata* allocation formula supporting an 18% / 82% allocation between the PBF and PBF II estates, respectively, based upon the total assets of each entity. The Trustee believes that this formula is the proper methodology to allocate certain fees and expenses between the two estates.

WHEREFORE, the Liquidating Trustee respectfully requests the Court enter an Order (substantially similar in form to the attached Exhibit 4) (i) authorizing the retention of the Applicant as his expert upon the terms and conditions set forth above; and (ii) for all other relief this Court deems just and proper.

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CERTIFICATE OF SERVICE

I **HEREBY CERTIFY** that a true and correct copy of the foregoing was served on April 14, 2015, via the Court's Notice of Electronic Filing upon the Registered Users listed on the attached Exhibit 5 and via U.S. Mail to those parties listed on the attached Composite Exhibit 6.¹

s/ Joshua A. Marcus
Solomon B. Genet, Esquire
Florida Bar No. 617911
sgenet@melandrussin.com
Joshua A. Marcus, Esquire
Florida Bar No. 92857
jmarcus@melandrussin.com
MELAND RUSSIN & BUDWICK, P.A.
3200 Southeast Financial Center
200 South Biscayne Boulevard
Miami, Florida 33131
Telephone: (305) 358-6363
Telecopy: (305) 358-1221

Attorneys for Liquidating Trustee

¹ "NEF" means that service was made by Notice of Electronic Filing as set forth on Exhibit 5 and is not being additionally served by mail.

"DUP" means that the address appears more than once on this exhibit and is only being served one time by mail.

"INC" means that the Matrix contains an incomplete addresses; hence, no service by mail.

"NNR" means no notice is required. Examples are professionals retained.

"ADDL" means these additional parties served as a courtesy. See Exhibit 6.

Gerard A. McHale, Jr., CPA

Various Frauds, Ponzi Schemes and Investment Scams

Lancer Partners, LP

<u>Year:</u>	2009
<u>Position:</u>	Chapter 11 Liquidating Trustee
<u>Location:</u>	New York City; World-wide
<u>Amount Involved:</u>	\$1 Billion
<u>Number of Investors:</u>	2,000+
<u>Typical Investor:</u>	Sophisticated investors; high net worth individuals, and funds seeking high returns.
<u>Nature of Scheme:</u>	This was the first major hedge fund disaster. Value of hedge funds holdings at the end of each quarter was artificially inflated by buying small blocks of thinly stock in "pink sheet" type companies which had been purchased in large blocks for substantially less and then revalued based on excess price paid for small end of quarter purchases.
<u>Red Flags:</u>	In some respects, similar to Madoff in that financial statements, difficult to understand; apparently withstood SEC scrutiny for a number of years (first discovered in 2000); use of international tax havens for investments with limited financial reporting.

Ultrawtt Energy Corp.

Year: 2008

Position: Court-appointed Receiver

Location: Fort Myers, Florida

Amount Involved: \$20-30 Million

Number of Investors: 200-300

Typical Investor: High net worth individual looking for unusual investment opportunities

Nature of Scheme: Investment scheme based on invention of product that would reduce electricity usage. Scheme actually ran 4-5 years without funds ever being returned to investors. Management life style and continually made promises based on non-existent contracts for a yet-to-be proven technology.

AmeriFirst Funding

Year: 2007

Position: Court-appointed Receiver

Location: Fort Myers, Florida and Sarasota, Florida

Amount Involved: \$20 Million

Number of Investors: 250

Nature of Scheme: Investment in “fully-secured notes” – actual investments, if and when made, were in used cars in Dallas, Texas.

Typical Investor: Blue-collar retiree

Red Flags: No financial statements; above-average interest promised; hard-core lunch solicitation process.

Capital First Financial

Year: 2007

Position: Court-appointed Receiver

Location: Roatan, Central America

Amount Involved: \$5-10 Million

Number of Investors: 25-30

Typical Investor: Blue-collar retirees

Nature of Scheme: Pump & Dump pink sheet stock fraud based on investment in real estate in Roatan. Real estate never purchased; description of real estate by locals – “Go to the dump and make a right turn”; no financial statements; investments by blue-collar retirees, most of whom had no idea that they had purchased stock and not an interest in the real estate.

Red Flags: No financial statements; misleading offering circular; prior securities violations by offeror.

CitiFirst Trust

Year: 2007

Position: Court-appointed Receiver

Location: Fort Myers, Florida

Amount Involved: \$5-10 Million

Number of Investors: 25-30

Typical Investor: Blue-collar retirees

Nature of Scheme: Fraud scheme based on viatical insurance investments. Investments sold to blue-collar retirees, usually unsophisticated in viatical investing.

Red Flags: Same doctor on all medical examinations; company offering viaticals audited by a company in the East China Sea; no offering circulars; no funds ever returned in that the company selling the viaticals to the Fort Myers company was also a fraud.

Trans Continental Airlines, Inc.

Year: 2007

Position: Court-appointed Receiver

Location: Orlando, Florida

Amount Involved: \$500 Million

Number of Investors: 1,800-2,000

Nature of Scheme: This is better known as the “Lou Pearlman, Back Street Boys, “ N’ Sync” Fraud”.

Two investment vehicles were used, one being the sale of securities in Trans Continental Airlines; the second being investments in supposed retirement accounts. Such investments were allegedly insured by AIG and/or Lloyds carriers.

Typical Investor: Ranged from blue-collar retirees to high net worth individuals with no financial acumen.

Red Flags: Consistent late payments, desire to have investments rolled over and interest rolled into existing investment, fraudulent financial statements by non-existent accounting firm; no visible sources of repayment.

Brasota Mortgage Company

Year: 2005

Position: Chapter 11 Bankruptcy Trustee

Location: Bradenton, Florida

Amount Involved: \$125 Million

Number of Investors: 1,800+

Typical Investor: Blue-collar retiree

Nature of Scheme: Fractionalized mortgages based on sub-prime loans to individuals who were otherwise “unbankable”.

Red Flags: No financial statements; a public record check would have revealed that mortgages were not properly recorded; no offering circular despite this being a security; interest rates being collected from borrowers were less than interest rates being paid to investors; of the \$125 million in funds taken in, \$20 million was deposited in Demand Deposit Account earning no interest and making the spread even more negative. At best, mortgages were under-secured; at worst, cash was never invested.

AiO Technologies, Inc.

Year: 2001

Position: Court-appointed Receiver

Location: Naples, Florida

Amount Involved: \$6 Million

Number of Investors: 120

Typical Investor: Blue collar retirees

Nature of Scheme: \$6 Million investment scheme structured in new technology which would allow one to dial a 1-800 number and be placed with a pizza parlor in one's immediate area for quick delivery.

Red Flags: Prior investment fraud by company personnel; no financial statements; no product; investments sold by non-registered sales people; bogus offering circular with false information regarding principals' backgrounds; implausible expectations.

**Waterford Mortgage
Bank Corporation**

Year: 2000

Position: Court-appointed Receiver

Location: Naples, Florida

Amount Involved: \$ 15 Million

Number of Investors: 1

<u>Nature of Scheme:</u>	A Ponzi scheme wherein this investor was continually approached for money, allegedly supported by mortgages to be sold in the secondary market. Mortgages actually were sold in the secondary market with no proceeds going to the single investor.
<u>Typical Investor:</u>	As indicated, only one investor, and each time he had an interest payment due, they would borrow more money from him and then about one week later, pay him the interest that was due on the old note.
<u>Red Flags:</u>	Above-average interest rates, a check of public records would have revealed that mortgages had been sold; fraudulent financial statements, appearing fraudulent on their face; no due-diligence by investor with either financial advisors/bankers/attorneys.

Channel 46

<u>Year:</u>	1989
<u>Position:</u>	Court-appointed Receiver
<u>Location:</u>	Naples, Florida
<u>Amount Involved:</u>	\$5-7 Million
<u>Number of Investors:</u>	100
<u>Typical Investor:</u>	Blue-collar retiree
<u>Nature of Scheme:</u>	Funds raised for an investment in a television station proposed for Naples, Florida.
<u>Red Flags:</u>	No financial statements; at least 7 types of notes, bonds, preferred stocks, Class A, B, C, etc. common stocks depending which "pitch" could be made to attract an investor. Substantially all funds used to support lifestyles; very little actually went to television station development (less than \$750,000). No visible means for repayment.

Inland Restoration Funding, Inc.

Year: 1988

Position: Trustee

Location: Fort Myers, Florida

Amount Involved: \$10 Million

Number of Investors: 50-75

Typical Investor: High net worth individuals seeking higher fixed income returns.

Nature of Scheme: Investors promised unusually high return for providing bridge financing until state of Florida paid for environmental clean up allegedly done by Inland Restoration.

Red Flags: No financial statement; no offering circulars; no permits pulled for alleged clean up sites; no submissions made to the State Department of Environmental Protection for payments.

Ashley Financial Corporation

Year: 1987

Position: Court-appointed Receiver

Location: Naples, Florida

Amount Involved: \$20 Million

Number of Investors: 400

Nature of Scheme: Fractionalized mortgages based on full values of improved properties when all that existed was undeveloped land.

Typical Investor: Blue-collar retiree

Red Flags: No financial statements; a public records check would have revealed no buildings constructed; driving by the property would have revealed no buildings built; no offering circular despite this being a security; interest rates well above average with continued late payments. No visible means for repayment.

Commercial Property Management Corporation

Year: 1986

Position: Court-appointed Receiver

Location: Various

Amount Involved: \$6.5-7 Million

Number of Investors: 250

Typical Investor: Retirees seeking above-average interest returns

Nature of Scheme: Small office buildings constructed throughout state of Florida and North Carolina. Virtually all buildings exceeded cost projections and pay back to investors in early buildings were made from offerings in newer buildings with funds from newer offerings "lent" to earlier buildings.

Red Flags: No financial statements; late payments; other than annual K-1, no financial reporting.

Michigan Baptist Foundation

Year: 1978

Position: Court-appointed Receiver

Location: Estero, Florida

Amount Involved: \$6 Million

Number of Investors: 200+

Typical Investor: Church-going middle-class, blue-collar retirees

Nature of Scheme: This was an affinity scam where in "church bonds" were sold to various Baptist organizations under the auspices of providing shelter for the elderly. While the shelter was, in fact, built, perpetrators skimmed millions of dollars for their own personal use, lavish life styles, including building a home in an exclusive Fort Myers area neighborhood.

Red Flags: No financial statements; no offering circulars; treasurer later became treasurer for Jim & Tammy Baker.

Other Frauds and Investment Scams

In addition to the Ponzi and investment schemes covered above, Mr. McHale has been involved with a large number of frauds and/or investment schemes which generally affected investors, lenders or parties who, while not investors, became entrapped because of the schemes. They are as follows, along with a brief description:

The 1031 Tax Group, LLC

Year: 2007

Position: Chapter 11 Bankruptcy Trustee

Location: New York City

Amount Involved: \$150 Million+ involved; funds removed from escrow of 1031 Exchange company.

Land America 1031 Exchange Services

Year: 2008

Position: Chapter 11 Liquidating Trustee

Location: Richmond, Virginia

Amount Involved: \$400 Million involved in failure of a 1031 Exchange company forcing bankruptcy of a major New York Stock Exchange company.

Mayers Chiorpractic

Year: 1987

Position: Court-appointed Receiver

Location: Fort Myers, Florida

Amount Involved: \$100 Million

Nature of Scheme: Medicare fraud of over \$100 Million.

Gulf National Title Systems, Inc.

Year: 1988

Position: Court-appointed Receiver

Location: Fort Myers, Florida

Amount Involved: \$100 Million

Nature of Scheme: Check kiting scheme.

Medical Lane Building

Year: 1987

Position: Court-appointed Receiver

Location: Fort Myers, Florida

Amount Involved: \$7 Million

Nature of Scheme: Construction fraud for over \$7 million; involved inadequate construction and falsified draws.

Equa Water Investors, LLC

Year: 2010

Position: Court-appointed Receiver

Location: Naples, Florida; Brazil

Amount Involved: \$5 Million

Nature of Scheme: Scam involving pure water from the Amazon River to be bottled and sold in South America.

Quadgraphics

Year: 2009

Position: Court-appointed Receiver

Location: Bonita Springs, Florida

Amount Involved: \$12 Million

Nature of Scheme: Fraudulent billing scheme.

Fleetwood Title Corporation

Year: 2001

Position: Court-appointed Receiver

Location: Lehigh Acres, Florida

Amount Involved: \$20 Million

Nature of Scheme: Check kiting scheme.

Pacific Harbor Capital Corp.

Year: 1993

Position: Court-appointed Receiver

Location: Fort Myers, Florida

Amount Involved: \$7-10 Million

Nature of Scheme: Fraudulent lending scheme involving local bank officers and developers.

Goldberg Trusts

Year: 1997

Position: Successor Trustee

Location: Fort Myers, Florida

Amount Involved: \$80-90 Million

Number of Investors: 20-30

Nature of Scheme: Investments in 7 separate trusts made by local physicians in a property flipping scheme

Francisco Trusts

<u>Year:</u>	1996
<u>Position:</u>	Successor Trustee
<u>Location:</u>	Fort Myers, Florida
<u>Amount Involved:</u>	\$7-10 Million
<u>Number of Investors:</u>	30-40
<u>Nature of Scheme:</u>	Investments in 14 separate trusts made by local physicians in a property-flipping scheme.

In both of the last two instances, individuals would buy land and, unbeknownst to investors, would sell that land to the investors at an inflated price.

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF FLORIDA
PALM BEACH DIVISION
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In re:

Chapter 11

PALM BEACH FINANCE PARTNERS, L.P.,
PALM BEACH FINANCE II, L.P.,

Case No.: 09-36379-PGH
Case No.: 09-36396-PGH
(Jointly Administered)

Debtors.

AFFIDAVIT OF GERARD A. MCHALE, JR.

STATE OF FLORIDA)
) ss:
COUNTY OF LEE)

Gerard A. McHale, Jr., being duly sworn, says:

1. I am over the age of eighteen and of sound mind.
2. I am the owner and president of the firm of Gerard A. McHale, Jr., P.A. with offices located at 1601 Jackson Street, Suite 200, Fort Myers, Florida ("***Firm***").
3. Neither I nor the Firm represents any interest adverse to the Liquidating Trustee, the Liquidating Trusts, the Debtors or their estates with respect to the matters for which I am to be employed. Further, I am "disinterested" as that term is used in 11 U.S.C. § 327(a).


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4. Except for the performance of services for the Liquidating Trustee, neither I nor the Firm has or will represent any other entity in connection with this case, and neither I nor the Firm will accept any fee from any other party or parties in this case in connection with the Firm's work in the instant case.

FURTHER AFFIANT SAYETH NAUGHT.


GERARD A. MCHALE, JR.

Sworn to and Subscribed before me
MARCH 27, 2015:


Notary Public, State of Florida

My Commission Expires:



Gerard A. McHale, Jr., P.A.

1601 Jackson Street, Suite 200
Fort Myers, Florida 33901

Telephone: (239) 337-0808
Fax: (239) 337-1178

March 27, 2015

Solomon B. Genet, Esq.
Meland Russin & Budwick, P.A.
3200 Southeast Financial Center
200 South Biscayne Boulevard
Miami, FL 33131

**Re: In re: Palm Beach Finance Partners, LP,
In re: Palm Beach Finance II, LP**

Dear Mr. Genet:

The purpose of this letter is to confirm the engagement of our firm, Gerard A. McHale, Jr., P.A., by Barry E. Mukamal, as Liquidating Trustee ("**Liquidating Trustee**") of the Palm Beach Finance Partners Liquidating Trust and Palm Beach Finance II Liquidating Trust. It is understood that we are engaged to assist the Liquidating Trustee in the matter of the jointly administered bankruptcy cases of *In re Palm Beach Finance Partners, LP*, Case No. 09-36379-BKC-PGH and *In re Palm Beach Finance II, LP*, Case No. 09-36396-BKC-PGH, including certain related adversary proceedings (collectively, "**Bankruptcy Cases**"). As such, we have been retained by the Liquidating Trustee, and all reports, communications and work product will be submitted to the Liquidating Trustee (or his counsel). We understand it may be necessary for the Liquidating Trustee (or his counsel) to share with us their theories of the case, strategy considerations, mental impressions, conclusions and other thought processes that relate to the Liquidating Trustee's preparation of this matter for trial. Consequently, we understand that the work performed by us will be confidential. Any written reports or documents we prepare are to be used only for the purpose of this project and may not be published or used for any other purpose without our written consent.

We understand that the Liquidating Trustee may also wish to engage us to assist him by providing expert witness services concerning business methods or trade practices, accounting, or finance in this or other matters. Should the Liquidating Trustee wish to engage our firm, the Liquidating Trustee's decision will be made in full knowledge of the nature of the information previously disclosed to us. In such cases, we understand that any work performed in an expert witness engagement, as well as any other information disclosed to us, may be subject to the rules of discovery as appropriate for expert witnesses. It is the policy of this firm not to retain "draft" copies of our work product.

We also understand that any information, documents, reports, or other renderings provided to us by the Liquidating Trustee (or his counsel) were obtained through the customary discovery processes and that the Liquidating Trustee (or his counsel) is entitled to the information. All documents, reports, notes, and other renderings provided to us by the Liquidating Trustee (or his counsel) will be subject to the governing rules of discovery.

Gerard A. McHale, Jr., CPA
E-mail: jerry@thereceiver.net

R. David Isley, CPA, CFE
E-mail: david@thereceiver.net

Susan M. Sprehn
E-mail: sues@thereceiver.net

Solomon B. Genet
March 26, 2015
Page 2

We have performed an internal search of any potential client conflicts based on the names of the parties you provided. We have not found any client conflicts with respect to any of the parties. Should any possible conflict come to our attention in the future, we will advise you immediately.

I will be responsible for the performance of our engagement with the Liquidating Trustee. Professionals working for the firm may assist me to the extent appropriate.

We are certain that the Liquidating Trustee (and his counsel) recognize that it is difficult to estimate the amount of time that this engagement will require. As the Liquidating Trustee (and his counsel) are aware, the time involved depends on the extent and nature of the information available. It also depends on the developments that occur as work progresses. It is our intention to work closely with the Liquidating Trustee (and his counsel) to structure our work so the appropriate levels of personnel from our staff are assigned to the various tasks in order to keep our fees at a minimum. We will keep the Liquidating Trustee (or his counsel) apprised of the billings to date.

Fees for our services are based on actual time expended on the engagement at the standard hourly rates for the individuals assigned. In addition to our professional fees, we are reimbursed the cost of any travel and out-of-pocket expenses. **Our fees are in no way contingent on the outcome of the case.**

Billings are rendered monthly with the understanding that they will be paid in full within thirty (30) days, subject to Bankruptcy Court approval and the Orders regarding payment of fees in these Bankruptcy Cases. The obligation for payment of our fees is the direct responsibility of the Liquidating Trustee and we agree that you individually are not liable for our fees on this engagement. You agree that you will make every effort to assist us in collecting our fees from the Liquidating Trustee.

Fees for our services are based on actual time expended on the engagement at the standard hourly rates for the individuals assigned. Our standard hourly rates range from \$125 to \$385 for accounting professionals, \$75 for clerical, plus any out-of-pocket expenses that may be incurred on your behalf. Travel time is charged only if required during normal business hours of 8 AM to 5 PM, and charged at one-half regular per diem rates. Services such as hearings, trials and depositions are billed at our regular rates. Our hourly rates are subject to change from time to time. We will advise you immediately if a rate adjustment is being made by our firm.

Furthermore, the Liquidating Trustee and Gerard A. McHale, Jr. P.A. agree that disputes arising under this agreement, including the scope, nature and quality of services to be performed by us, our fees and other terms of the engagement shall be submitted to mediation. A competent and impartial third-party, acceptable to both parties, shall be appointed to mediate, and each disputing party shall pay an equal percentage of the mediator's fees and expenses. No suit or mediation proceeding shall be commenced under this agreement until at least sixty (60) days after the mediator's first meeting with the involved parties. If the dispute requires litigation, the court shall be authorized to impose all defense costs against any non-prevailing party found not to have participated in the

Solomon B. Genet

March 26, 2015

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mediation process in good faith.

We will be provided by the Liquidating Trustee, his counsel, or the court itself will advise us, with sufficient notice, of the work to be performed by us and the requirement for appearance in court.

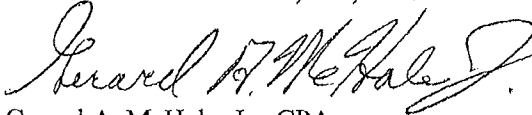
Should information become known that would make our continued involvement in this engagement inappropriate or should the attorneys or parties involved in the litigation change, we reserve the right to withdraw from the engagement damages.

If the arrangements in this letter are acceptable to the Liquidating Trustee and the services outlined are in accordance with the Liquidating Trustee's requirements, please sign and return a copy of this letter. We request that an authorized person for the Liquidating Trustee also sign and acknowledge a copy of this letter.

We look forward to working with you and the Liquidating Trustee in this matter. If I can provide you with any additional information, please do not hesitate to contact me at (239) 337-0808.

Very truly yours,

GERARD A. McHALE, JR., P.A.

A handwritten signature in cursive script, reading "Gerard A. McHale, Jr.", written in dark ink.

Gerard A. McHale, Jr., CPA


Solomon B. Genet

March 26, 2015

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The services described in this letter are in accordance with our requirements and are acceptable to us.

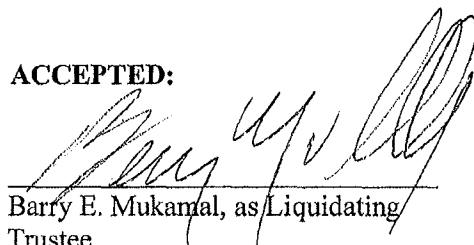
ACCEPTED:



Solomon B. Genet, Esq., Meland Russin
& Budwick, P.A., as counsel to the
Liquidating Trustee

3/13/15
Date

ACCEPTED:



Barry E. Mukamal, as Liquidating
Trustee

4/13/15
Date

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF FLORIDA
WEST PALM BEACH DIVISION
www.flsb.uscourts.gov

In re:

Chapter 11

PALM BEACH FINANCE PARTNERS, L.P.,
PAL BEACH FINANCE II, L.P.,

Case No.: 09-36379-PGH
Case No.: 09-36396-PGH
(Jointly Administered)

Debtors.

**ORDER AUTHORIZING THE EMPLOYMENT AND RETENTION
OF GERARD A. MCHALE, JR. AND GERARD A. MCHALE, JR., P.A.**

THIS CAUSE came before the Court on _____ at _____ a.m./p.m. upon the Liquidating Trustee's *Application to Employ Gerard A. McHale, Jr. ("Mr. McHale") and Gerard A. McHale, Jr., P.A.* [ECF No. ____] ("**Application**"). Upon the representations that the Applicant (i) is duly qualified, (ii) holds no interest adverse to the Liquidating Trustee or the Debtors' estates in the matters upon which the Applicant is engaged, (iii) is disinterested as required by 11 U.S.C. § 327(a), (iv) has disclosed any connections with parties set forth in Fed.

R. Bankr. P. 2014, and (v) the Applicant's employment is necessary and would be in the best interests of the Debtors' estates and their creditors, it is

ORDERED as follows:

1. The Application is **GRANTED**.
2. The Liquidating Trustee is authorized to retain the Applicant as a consultant (expert) pursuant to 11 U.S.C. §§ 327, 330 and 331, and the terms set forth in the Application.
3. The Applicant is entitled to monthly interim compensation for fees and expenses incurred and shall, no less frequently than once every 4 months, submit applications to the Bankruptcy Court for final approval of same.
4. The "Pro Rata Allocation Formula" is the proper methodology to allocate Applicant's fees and expenses between the two estates.

###

Submitted By:

Joshua A. Marcus, Esquire
Florida Bar No. 92857
jmarcus@melandrussin.com
MELAND RUSSIN & BUDWICK, P.A.
Counsel for Liquidating Trustee
3200 Southeast Financial Center
200 South Biscayne Boulevard
Miami, Florida 33131
Telephone: (305) 358-6363
Telefax: (305) 358-1221

Copies Furnished To:

Attorney Joshua A. Marcus is directed to serve copies of this Order on all parties in interest and to file a Certificate of Service.

Mailing Information for Case 09-36379-PGH

Electronic Mail Notice List

The following is the list of parties who are currently on the list to receive email notice/service for this case.

- Geoffrey S. Aaronson gaaronson@aspalaw.com, jevans@aspalaw.com
- Melissa Alagna mma@segallgordich.com, jxp@segallgordich.com
- Vincent F Alexander vfa@kittlaw.com, ll@kittlaw.com
- Keith T Appleby kappleby@bankerlopez.com, lbecker@bankerlopez.com
- Paul A Avron pavron@bergersingerman.com, efile@bergersingerman.com, efile@ecf.inforuptcy.com
- Scott L. Baena sbaena@bilzin.com, eservice@bilzin.com, lflores@bilzin.com
- Marc P Barmat ndixon@furrcohen.com, mbarmat@furrcohen.com, atty_furrcohen@bluestylus.com
- Rachel K Beige rachel.beige@csklegal.com, joseph.valdivia@csklegal.com
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Label Matrix for local noticing
113C-9

Case 09-36396-PGH

Southern District of Florida

West Palm Beach

Mon Mar 23 14:56:09 EDT 2015

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(u)Geoff Varga, as Liquidator of Palm Beach O
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