

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-EPK
Case No. 09-36396-EPK
(Jointly Administered)

Debtors.

**SUMMARY OF FINAL POST CONFIRMATION FEE APPLICATION FOR
CAROLYN ROBBINS MANLEY AND THE FIRM OF CAROLYN ROBBINS JURY
SIMULATIONS, INC., AS EXPERT TO CHAPTER 11 LIQUIDATING TRUSTEE**

1.	Name of Applicant:	Carolyn Robbins Jury Simulations, Inc.
2.	Role of Applicant:	Liquidating Trustee's Expert
3.	Name of Certifying Professional:	Carolyn Robbins Manley
4.	Date case filed:	November 30, 2009
5.	Date of order approving employment:	September 25, 2014 [ECF No. 2453]
IF INTERIM APPLICATION, COMPLETE 6, 7 AND 8 BELOW:		
6.	Period for this Application:	N/A
7.	Amount of Compensation Sought:	N/A
8.	Amount of Expense Reimbursement Sought:	N/A
IF FINAL APPLICATION, COMPLETE 9 AND 10 BELOW:		
9.	Total Amount of Compensation Sought during case:	\$55,250.00
10.	Total Amount of Expense Reimbursement Sought during case:	\$0.00
11.	Amount of Original Retainer(s) Please disclose both Fee Retainer and Cost Retainer if such a Retainer has been received:	\$0.00
12.	Current Balance of Retainer(s) remaining:	\$0.00
13.	Last monthly operating report filed (Month/Year and ECF No.):	PBF March 2019 [ECF No. 3591]; PBF II March 2019 [ECF No. 127 in 09-36396]
14.	If case is Chapter 11, current funds in the Chapter 11 estate:	PBF \$11,514,395.48 a/o 03/31/19 PBFII \$12,295,688.83 a/o 03/31/19
15.	If case is Chapter 7, current funds held by Chapter 7 trustee:	N/A

Fee Application

Carolyn Robbins Manley (“**Dr. Manley**”) and the firm of Carolyn Robbins Jury Simulations, Inc., (“**CRJS**”, and together with Dr. Manley, the “**Applicant**”) having been approved by this Court as expert consultants for the Chapter 11 Liquidating Trustee, Barry E. Mukamal (“**Trustee**”), applies for allowance of final compensation for professional services rendered in this Chapter 11 proceeding between September 25, 2014 through March 31, 2017. This application is filed pursuant to 11 U.S.C. § 330 and Bankruptcy Rule 2016, and meets all of the requirements set forth in the Guidelines incorporated in Local Rule 2016-1(B)(1). The exhibits attached to this application, pursuant to the Guidelines, are:

Exhibits “1” - Fee Application Summary Chart;

Exhibit “2A” and “2B” - Summary of Professional and Paraprofessional Time;

Exhibit “3” – Summary of Requested Reimbursements of Expenses; and

Exhibit “4” – The applicant's complete time records, in chronological order, by activity code category, for the time period covered by this application. The requested fees are itemized to the tenth of an hour.

Background

1. On November 30, 2009, Palm Beach Finance Partners, L.P. (together with Palm Beach Finance II, L.P., the “**Debtors**”) filed its Voluntary Petition for relief under chapter 11 of the United States Bankruptcy Code [ECF No. 1]. On December 1, 2009, this case was jointly administered with the estate of *In re: Palm Beach Finance II, L.P.*, Case No. 09-36396-PGH [ECF No. 19].

2. On January 28, 2010, the Court entered the Agreed Order Directing Appointment of Chapter 11 Trustee and denying the 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 Trustee in both estates [ECF No. 107].

4. On September 25, 2014, this Court entered an Order (“*Employment Order*”) [ECF No. 2453] authorizing the Liquidating Trustee’s retention of Carolyn Robbins Manley and Carolyn Robbins Jury Simulations, Inc., as expert consultants to the Liquidating Trustee.

5. At the confirmation hearing held on October 19, 2010, the Court confirmed the Second Amended Joint Plan of Liquidation of Barry Mukamal, as Chapter 11 Trustee of Palm Beach Finance Partners, L.P. and Palm Beach Finance II, L.P. and Geoffrey Varga, as Joint Official Liquidator of Palm Beach Offshore, Ltd. and Palm Beach Offshore II, Ltd., dated September 3, 2010 [ECF No. 245] (“*Plan*”) in the above referenced jointly administered bankruptcy proceeding. The Plan defines Confirmation Date as “the date on which the Bankruptcy Court enters the Confirmation Order on its docket.” The Order Confirming Second Amended Joint Liquidating Chapter 11 Plan [ECF No. 444] (“*Confirmation Order*”) was entered on the Court’s docket on October 21, 2010.

6. Article 7 of the Plan provides in pertinent part:

7.1.4 *PBF Liquidating Trust Management.* Barry Mukamal shall be PBF Liquidating Trustee with the power and authority set forth in the PBF Liquidating Trust Agreement.

7.1.5 *PBF Liquidating Trust Structure.* As more fully set forth in the PBF Liquidating Trust Agreement, the PBF Liquidating Trustee shall oversee and direct the PBF Liquidating Trust’s operations and activities, including the retention of counsel.

7.1.7 *PBF II Liquidating Trust Monitor.* Geoffrey Varga, as Joint Official Liquidator for Offshore Funds shall be the PBF II Liquidating Trust Monitor with the power and authority set forth in the PBF II Liquidating Trust Agreement.

7.1.11 *Compensation of Professionals Retained by the Liquidating Trustees and the PBF II Liquidating Trust Monitor.* Professionals retained by the PBF II Liquidating Trust Monitor and the Liquidating Trustee shall be entitled to monthly interim compensation for fees and expenses

incurred in carrying out their duties consistent with the Plan and the Liquidating Trust Agreements; provided, however, that the PBF II Liquidating Trust Monitor or the Liquidating Trustee shall provide to the other, and the United States Trustee, notice of such requested fees and expenses on a monthly basis. Following such notice, if no objections to the fees and expenses set forth in the monthly statement are received in writing within 10 business days, 100% of such professional's fees and expenses shall be paid. Notice of objections to such fees and expenses shall be made via e-mail and/or facsimile. If objections to the fees and expenses are made and cannot be resolved, such objections will be heard and resolved by the Bankruptcy Court. Any such fees and expenses shall be payable from the Trust Asset of the Liquidating Trusts. The PBF II Liquidating Trust Monitor and the Liquidating Trustee shall, no less frequently than once every four (4) months, submit applications to the Bankruptcy Court for final approval of reimbursement of fees and expenses paid to their professionals.

7. This application is submitted pursuant to 11 U.S.C. § 330 for the allowance and payment to Dr. Manley and CRJS in the total amount of \$55,250.00 for fees between September 25, 2014 and March 31, 2017.

8. Applicant submitted invoices through March 31, 2017, which were paid in 2017 pursuant to the terms outlined in Article 7.1.11 of the Plan and the terms of the Employment Order.

9. Pursuant to Employment Order, Applicant shall file a final fee application only upon conclusion of her work.

10. Accordingly, because Applicant has concluded her employment for services performed on behalf of the Trustee, Applicant now submits this final fee application.

11. All of the services rendered by Applicant were performed for and on behalf of the Liquidating Trustee.

Summary of Services Rendered

12. Applicant served as one of the Liquidating Trustee's two jury consultants, providing its particular services during the period of September 25, 2014 through March 31,

2017. Applicant is requesting \$55,250.00 in professional fees for services rendered.

13. The Applicant offers jury simulations and focus groups, as well as assistance with *voir dire* strategy, opening statement themes, demonstratives, witness preparation and other matters.

14. Dr. Manley devoted 37 hours at a rate of \$250 per hour, for a fee request of \$9,250.00 plus additional non-hourly billed fees of \$46,000.00. The total fee request of \$55,250.00 were for professional services rendered in connection with the Trustee's action against GECC (Adv. Case No. 12-1979-EPK).

15. Applicant believes that the requested fees of \$55,250.00 is reasonable considering the nature, extent, and the value of such services, taking into account all relevant factors, including:

The time spent on such services.

16. The transcribed time records and details of services rendered by Applicant are attached as Exhibit 4. To preserve work product and maintain confidentiality, the records are redacted. Unredacted records have been shared with the Office of the U.S. Trustee and if the Court so requests, may be filed under seal. Applicant has provided invoices for fees totaling \$55,250.00 in providing services to the Liquidating Trustee between September 25, 2014 through March 31, 2017.

17. Applicant recorded the time expended in the rendition of professional services for the Liquidating Trustee by recording a detailed description of such professional services rendered.

The rates charged for such services.

18. The Applicant's ordinary and customary rates charged for a full-day focus group

session, which includes multiple mock jury panels, is a flat rate of \$20,000. Moreover, the Applicant charges \$3,500 per day in court, plus expenses, for jury selection and trial monitoring, as well as an hourly rate of \$250 for witness preparation and other non-trial services.

19. The rates charged during the time period for which fees were required in this fee application are Applicant's customary fees for services of the type rendered herein.

20. The applicant represents that the fees applied for are in conformity with the fees allowed in similar proceedings for similar services rendered and results obtained. Dr. Manley respectfully requests that the Court take notice of the awards which have been made in similar proceedings.

Whether the services were necessary to the administration of, or beneficial at the time at which the service was rendered toward the completion of the case.

21. The Applicant was retained by the Liquidating Trustee as an advisor providing consulting services with the organization and analysis of jury simulations and focus groups in connection with certain pending adversary proceedings, and with other related litigation and trial matters. The services provided by Applicant were necessary to the administration of, and beneficial to the estates at the time at which the services were rendered as well as towards the completion of the case.

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.

22. Applicant submits that the services were performed within a reasonable amount of time commensurate with the complexity, importance, and nature of the problem, issue and tasks addressed.

With respect to a professional person, whether the person is board certified or otherwise has demonstrated skill and experience in the bankruptcy field.

23. Dr. Manley has substantial experience in the type of services required under this

engagement. The quality of work performed by Applicant in this proceeding attests to its experience, reputation and ability.

24. A copy of Dr. Manley's *curricula vitae* is attached to the Liquidating Trustee's Amended Application to Employ Carolyn Robbins Manley and Carolyn Robbins Jury Simulations, Inc. [ECF No. 2414] and is incorporated herein by reference.

25. Dr. Manley submits that she has the requisite experience, seniority and skills necessary to effectively and efficiently meet the requirements of the tasks required. Dr. Manley believes she has demonstrated the requisite, substantial expertise to skillfully provide her services.

Whether the compensation is reasonable based on the customary compensation charged by comparably skilled practitioners in cases other than cases under title 11.

26. The amount requested by Applicant is reasonable in terms of awards in cases of similar magnitude and complexity. The compensation which Applicant is requesting comports with the mandate of the Bankruptcy Code, which directs that services be evaluated in light of comparable services performed in non-bankruptcy cases in the community. The fees requested by Applicant in the amount of \$55,250.00 are entirely appropriate.

27. Applicant considers the reasonable value of services rendered to this estate to be not less than \$55,250.00 for services rendered for the Fee Period.

Allocation Between Debtors' Estates

28. The Liquidating Trustee requests that 18% of the fee awarded be allocated to Palm Beach Finance Partners, L.P. ("**PBF**") and 82% of the fee awarded be allocated to Palm Beach Finance II, L.P. ("**PBF II**"). Section 1.76, entitled "Pro Rata Allocation Formula," of the Second Amended Joint Plan of Liquidation dated September 3, 2010 [ECF No. 245] provides for a *pro rata* allocation formula derived from the Compiled Financial Statements, dated April 30,

2008, for each of the Debtors by Kaufman Rossin & Co. The data contained therein supports an 18%/82% allocation between PBF and PBF II, respectively, based upon the total assets of each entity as of the date of such compilations. Based on the circumstances and since the services provided by Applicant were performed on behalf of and benefitted both estates, the Liquidating Trustee believes that this formula is the proper methodology to allocate certain fees and expenses between the two estates and respectfully requests the Court approve the allocation of fees requested in this Application as follows:

Estate / Percentage	Fees	Costs
Palm Beach Finance Partners, L.P. (18%)	\$ 9,945.00	\$ 0.00
Palm Beach Finance II. L.P. (82%)	\$ 45,305.00	\$ 0.00
TOTAL FEES AND COSTS:	\$ 55,250.00	\$ 0.00

Request for Final Approval

29. Applicant submits this application for final approval of reimbursement of fees paid.

WHEREFORE, Dr. Manley and CRJS respectfully request the allowance of full compensation sought under this application as a final award in the sum of \$55,250.00 for fees incurred between September 25, 2014 and March 31, 2017, approve the allocation of fees between the estates and for such other and further relief this Court deems just and proper.

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]

CERTIFICATION

1. I (the “***Applicant***”) am the professional with responsibility in this case for compliance with the “Guidelines for Fee Applications for Professionals in the Southern District of Florida in Bankruptcy Cases” (“***Guidelines***”).

2. I have read the Applicant's application for compensation and reimbursement of expenses (“***Application***”). The application complies with the Guidelines, and the fees and expenses sought fall within the Guidelines, except as specifically noted in this certification and described in the application.

3. The fees and expenses sought are billed at rates and in accordance with practices customarily employed by the Applicant and generally accepted by the Applicant's clients.

4. In seeking reimbursement for the expenditures described on Exhibit 4, the Applicant is seeking reimbursement only for the actual expenditure and has not marked up the actual cost to provide a profit or to recover the amortized cost of investment in staff time or equipment or capital outlay (except to the extent that the Applicant has elected to charge for in-house photocopies and outgoing facsimile transmissions at the maximum rates permitted by the Guidelines).

5. In seeking reimbursement for any service provided by a third party, the Applicant is seeking reimbursement only for the amount actually paid by the Applicant to the third party.

6. The following are the variances with the provisions of the Guidelines, the date of each court order approving the variance, and the justification for the variance: none.

I HEREBY CERTIFY that the foregoing is true and correct.

Carolyn Robbins Jury Simulations, Inc.
1933 S. Oak Haven Circle
Miami, FL 33179

By: Carolyn Robbins Manley (e-filed w/consent)
Carolyn Robbins Manley

I HEREBY CERTIFY that, pursuant to that certain Order Authorizing Professionals Employed by the Liquidating Trustee and Monitor to Provide Notice of their Post Confirmation Fee Applications for Compensation in Summary Form [ECF No. 648], a Notice of Filing, which will include a Certificate of Service for the foregoing, will be filed at a later date.

Dated: May 6, 2019.

s/ Michael S. Budwick
Michael S. Budwick, Esquire
Florida Bar No. 938777
mbudwick@melandrussin.com
MELAND RUSSIN & BUDWICK, P.A.
200 South Biscayne Boulevard
Suite 3200
Miami, Florida 33131
Phone: (305) 358-6363
Facsimile: (305) 358-1221

Attorneys for the Liquidating Trustee

Exhibit 1 - FEE APPLICATION SUMMARY CHART

REQUEST						APPROVAL			PAID		HOLDBACK	
Date Filed	ECF #	Period Covered	Fees Requested	Expenses Requested	Date Order Entered	ECF #	Fees Approved	Expenses Approved	Fees Paid	Expenses Paid	Fees Holdback	Expenses Holdback
N/A												
TOTALS:			\$ -	\$ -			\$ -	\$ -	\$ -	\$ -	\$ -	\$ -

Invoicing Date:	Billing Period:	Fees and expenses requested:		Amount paid absent objection:	
10/30/2014	September 25, 2014 through October 31, 2014	\$	10,000.00	\$	10,000.00
8/24/2016	August 1, 2014 through August 24, 2016	\$	12,000.00	\$	12,000.00
2/19/2017	November 1, 2016 through January 31, 2017	\$	21,250.00	\$	21,250.00
3/2/2017	February 1, 2017 through February 28, 2017	\$	12,000.00	\$	12,000.00

Summary of Professional and Paraprofessional Time Total
per Individual for this Period Only
(EXHIBIT "2-A")

[If this is a final application, and does not cumulate fee details from prior interim applications, then a separate Exhibit 2-A showing cumulative time summary from all applications is attached as well]

Name	Partner, Associate or Paraprofessional	Year Licensed	Total Hours*	Hourly Rate	Fee
Carolyn Robbins Manley			37.0	\$250.00	\$9,250.00

* Total fees billed by Applicant equal \$55,250.00. Of those fees, Applicant billed 37 hours at \$250/hour totaling \$9,250.00 in hourly fees.

CUMULATIVE

N/A

Summary of Professional and Paraprofessional Time by
Activity Code Category for this Time Period Only
(EXHIBIT "2-B")

CATEGORY: Mukamal v. GE Capital				
<u>Title</u>	<u>Name</u>	<u>Rate</u>	<u>Hours</u>	<u>Fees</u>
	Carolyn Robbins Manley	\$250.00	37.00	\$ 9,250.00
CATEGORY SUBTOTAL:			37.00	\$ 9,250.00

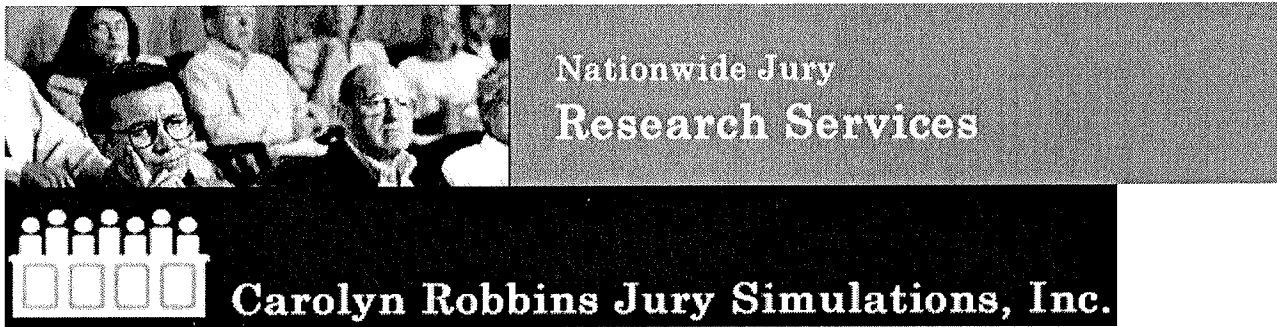
Summary of Requested Reimbursement Of Expenses
for this Time Period Only
"EXHIBIT 3"

[If this is a final application which does not cumulate prior interim applications, a separate summary showing cumulative expenses for all applications is attached as well]

1. Filing Fees	\$0.00
2. Process Service Fees	\$0.00
3. Witness Fees	\$0.00
4. Court Reporter Fees and Transcripts	\$0.00
5. Lien and Title Searches:	\$0.00
6. Photocopies:	
(a) In-house copies (\$ at \$0.15/page)	\$0.00
(b) Outside copies (\$)	\$0.00
7. Postage	\$0.00
8. Overnight Delivery Charges	\$0.00
9. Outside Courier/Messenger Services	\$0.00
10. Long Distance Telephone Charges	\$0.00
11. Long Distance Fax Transmissions (@ \$1/page)	\$0.00
12. Computerized Research	\$0.00
13. Out-of-Southern-District-of-Florida Travel:	
(a) Transportation	\$0.00
(b) Lodging	\$0.00
(c) Meals	\$0.00
TOTAL:	\$0.00

CUMULATIVE

N/A



October 30, 2014

Meland, Russin, Budwick
200 South Biscayne Blvd.
Miami, FL 33131

S E R V I C E A G R E E M E N T

Re: Palm Beach Finance v. GE Capital

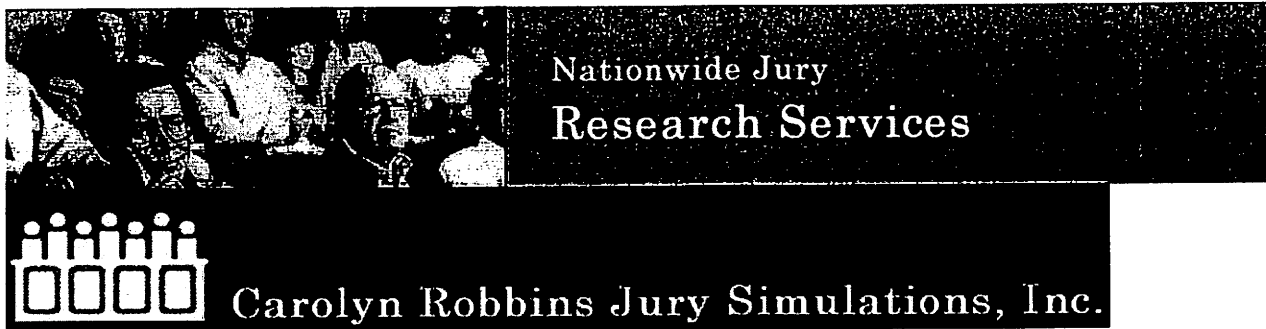
Focus Group Session (11/23/14) Deposit: \$ 10,000.00

TOTAL BALANCE DUE UPON RECEIPT: \$ 10,000.00

Please make check payable to CAROLYN ROBBINS JURY SIMULATIONS, INC.

TAX ID# 65-0086834

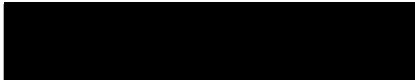
1933 S. Oak Haven Circle Miami, FL 33179 800.880.JURY www.crjury.com



August 24, 2016

Meland, Russin, Budwick
200 South Biscayne Blvd.
Miami, FL 33131

SERVICE AGREEMENT



\$ 12,000.00

TOTAL BALANCE DUE UPON RECEIPT: \$ 12,000.00

Please make check payable to CAROLYN ROBBINS JURY SIMULATIONS, INC.

TAX ID# 65-0086834



February 19, 2017

Meland, Russin, Budwick
200 South Biscayne Blvd.
Miami, FL 33131

SERVICE AGREEMENT

Re: [REDACTED]

1. [REDACTED] \$ 12,000.00

2. Hourly Consultation:

11/29/16:	4hrs@\$250/hour:	1,000.00
11/30/16:	4hrs@\$250/hour:	1,000.00
12/05/16:	2hrs@\$250/hour:	500.00
12/06/16:	5hrs@\$250/hour:	1,250.00
12/16/16:	4hrs@\$250/hour:	1,000.00
12/19/16:	5hrs@\$250/hour:	1,250.00
12/22/16:	2hrs@\$250/hour:	500.00
01/03/17:	11hrs@\$250/hour:	<u>2,750.00</u>

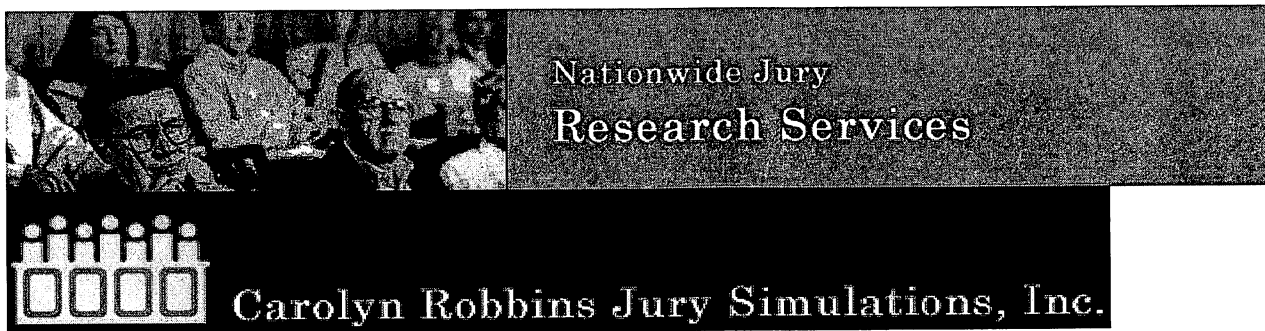
Total for Hourly Consultation: \$ 9,250.00

TOTAL BALANCE DUE UPON RECEIPT: \$ 21,250.00

Please make check payable to CAROLYN ROBBINS JURY SIMULATIONS, INC.

TAX ID# 65-0086834

1933 S. Oak Haven Circle Miami, FL 33179 800.880.JURY www.crjury.com

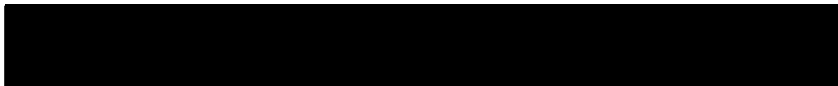


March 2, 2017

Meland, Russin, Budwick
200 South Biscayne Blvd.
Miami, FL 33131

SERVICE AGREEMENT

Re: Mukamal v. GECC

1.		\$ 12,000.00
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TOTAL BALANCE DUE UPON RECEIPT:	\$ 12,000.00
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Please make check payable to CAROLYN ROBBINS JURY SIMULATIONS, INC.

TAX ID# 65-0086834

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