

Debtors' Application for an Order Authorizing the Employment and Retention of Deloitte Financial Advisory Services LLP to Provide Bankruptcy Claims Administration and Emergence Accounting Services for the Debtors and Debtors in Possession *Nunc Pro Tunc* to September 9, 2009 (the "Deloitte FAS Application").

By the Deloitte FAS Application, the Debtors seek entry of an order authorizing the Debtors to retain and employ Deloitte Financial Advisory Services LLP ("Deloitte FAS") to provide bankruptcy claims administration and emergence accounting services to the Debtors *nunc pro tunc* to September 9, 2009.

As set forth in the Deloitte FAS Application, Deloitte FAS will assist the Debtors in (i) the development of a project plan to address their emergence accounting requirements, as well as assist the Debtors with assessment, readiness, implementation and reporting requirements related to such plan (collectively, the "Emergence Accounting Services") and (ii) the management of claims data as part of the Debtors' ongoing claims reconciliation effort, including the development of data for inclusion in the plan of reorganization, disclosure statement and any claims objections (collectively, the "Bankruptcy Claims Administration Services").

Specifically, Deloitte FAS will provide Emergence Accounting Services in two phases of Fresh-Start Accounting. In the initial phase, Deloitte FAS will provide Emergency Accounting Services whereby Deloitte FAS will work with the Debtors' management to develop a project plan and timetable. If necessary, in the second phase, Deloitte FAS will provide advice and assistance with respect to financial reporting and the plan of reorganization.

Pursuant to the Deloitte FAS Application, Deloitte FAS will provide the following Bankruptcy Claims Administration Services including, but not limited to, (i) assisting management in creating and administering a claims database, (ii) assisting management in merging the official claims agent's "filed claim" information into the management claims database, (iii) formatting the scheduled and the official filed claim information, (iv) assisting management in comparing the Debtors' scheduled claim information to the official filed claim information, (v) assisting management in completing the individual claim packets, (vi) assisting management in updating the Debtors' claims database to incorporate evaluation of individual claims, (vii) assisting management in transferring the updated claim information to formats prescribed by the Bankruptcy Code, and (viii) providing status reports produced from the claims database that summarize the Debtors' evaluations of the claim liabilities by type and by class. The Debtors believe that Deloitte FAS is well-qualified to provide such services because of Deloitte FAS's extensive experience in providing similar services to other large and complex businesses. The Debtors also assert that the accounting and bankruptcy claim services to be provided by Deloitte FAS will not be duplicative of services provided by the Debtors' other professionals.

The Debtors propose to compensate Deloitte FAS in accordance with Deloitte FAS's customary hourly rates. By category, Deloitte FAS's hourly rates are as follows: (i) partners – \$600-\$725; (ii) senior managers – \$480-\$580; (iii) managers – \$380-\$500; (iv) senior associates – \$275-\$375; and (v) associates and junior staff – \$175-\$250. Notwithstanding the foregoing hourly rate structure, Deloitte FAS has agreed to reduce its fees with respect to the Bankruptcy Claims Administration Services to a blended hourly rate of no more than \$350 per hour. The Debtors also propose to reimburse Deloitte FAS for expenses incurred in connection with the provision of

accounting and bankruptcy claim services to the Debtors. Deloitte FAS will apply to the bankruptcy court (the "Court") for allowance of compensation and reimbursement of expenses in accordance with the applicable provisions of the Bankruptcy Code, the Bankruptcy Rules, the Local Bankruptcy Rules and any additional procedures established by the Court.

The Debtors assert that they did not retain or employ Deloitte FAS prior to the commencement of the chapter 11 cases, and Deloitte FAS does not hold a prepetition claim against the Debtors. The Debtors believe that Deloitte FAS has no disqualifying connections to the Debtors, their creditors or any other parties in interest in these chapter 11 cases, and that Deloitte FAS does not hold or represent any interest adverse to the Debtors or their estates with respect to the matters on which they are to be engaged.

A hearing will be held on the Deloitte FAS Application on November 18, 2009 at 9:45 a.m. (ET), with a corresponding objection deadline of November 5, 2009 at 11:30 a.m. (ET).