

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF INDIANA
INDIANAPOLIS DIVISION

IN RE:)
)
RED TOP RENTALS, INC.,) CAUSE NO: 09-05229-JKC-11
)
)
DEBTOR.)
_____)

**MOTION FOR THE
ESTABLISHMENT OF PROCEDURES
FOR THE INTERIM COMPENSATION
AND REIMBURSEMENT OF
EXPENSES OF PROFESSIONALS**

TO THE HONORABLE UNITED STATES BANKRUPTCY JUDGE

Red Top Rentals, Inc., debtor and debtor-in-possession (the “Debtor”), by counsel, in support of the above-entitled motion (this “Motion”), states as follows:

1. The above-captioned case was commenced by the filing of a voluntary petition (the “Petition”) for relief under Title 11, Chapter 11 of the United States Bankruptcy Code on April 20, 2009 (the “Petition Date”). Since the Petition Date, the Debtor has continued in the possession of its property pursuant to 11 U.S.C. §§1107 and 1108.

2. The Debtor has sought approval of the employment of Tucker | Hester, LLC as bankruptcy counsel and Richey, Mills & Associates, LLP as financial advisors. A statutory committee of unsecured creditors may be appointed and may retain counsel and other professionals as well (all together, the “Professionals”).

3. Under Bankruptcy Code §331, unless the court orders otherwise, Professionals may only submit applications for interim compensation and reimbursement of expenses every one hundred twenty (120) days. Pursuant to Local Rule B-2014-1(e), Professionals may be paid

eighty percent (80%) of requested fees and one hundred percent (100%) of expenses periodically.

4. By means of this Motion, Debtor is requesting the Court to authorize and establish procedures for compensating and reimbursing all court-appointed Professionals on a **monthly** basis, pursuant to Local Rule B-2014-1(e). Such an order will permit the Court, the U.S. Trustee, and all other parties to effectively monitor the professional fees being incurred in this case. Furthermore, the procedure will alleviate the financial burden on the Professionals of waiting more than one hundred twenty (120) days for payment.

5. As set forth below, the requested procedures would work as follows:

A. each professional firm would submit a detailed statement of services rendered and expenses incurred by that firm during the prior month to: the Debtor, U.S. Trustee, counsel to the Creditors' Committee, if any, and counsel to any other interested party as ordered by the Court;

B. if there is no timely objection to the invoice, the Debtor would be authorized to pay eighty percent (80%) of the amount of fees incurred each month and one hundred percent (100%) of expenses for that month. The twenty percent (20%) hold-back on fees will be accrued until the hearing on final fee applications, and held by the Debtor in trust; and

C. all such interim payments will be subject to the Court's later approval as part of the normal interim fee application process, which will occur approximately every four months.

6. In the event that any party disputes any portion of an invoice, the undisputed portion will still be paid, in accordance with the above-described procedures. In the event that

the objecting party and the subject professional firm are unable to resolve the objection to compensation or reimbursement sought in a particular invoice by agreement within ten (10) days, the objecting party shall send to the subject professional firm, file and serve a written “Notice of Objection to Fee Statement,” setting forth: the professional firm, the invoice at issue, the precise nature of the objection, and the amount at issue. Such objection will be considered and disposed of by the Court at the next hearing on interim fee applications.

7. Debtor’s counsel shall coordinate with other professional firms to consolidate notices of interim fee applications and hearings thereon, to the maximum extent possible; however, if one or more professional firms are unable to prepare the application in a timely manner, the other professionals should not be required to wait any undue period for filing their own respective applications.

8. The Debtor is proposing that the first interim fee application be filed on or before August 20, 2009, and cover the period from the commencement of this case through July 31, 2009, or the end of the professionals’ monthly billing cycle.

9. The procedures described above will enable all parties to closely monitor the administrative expenses in this case, maintain a more level demand on the Debtor’s cash flow, and assist in efficient cash management for the estate.

10. Nothing herein shall be deemed to prejudice any parties rights, or act as any sort of waiver, of the requirements imposed by 11 U.S.C. §§330 or 331, Fed.R.Bankr.P. 2016, or the S.D. Ind. Local Bankruptcy Rules.

REQUEST FOR RELIEF

Debtor respectfully requests the Court grant the relief requested and all other just and proper relief.

Respectfully submitted,

TUCKER | HESTER, LLC

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