

ORIGINAL  
2001 AUG 16 AM 8  
DISTRIBUTION CENTER

UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF COLORADO

IN RE: )  
)  
INTERNET COMMERCE & )  
COMMUNICATIONS, INC., )  
f/k/a RMLNET, Inc., )  
a/k/a [see list attached as the )  
last page to this pleading], )  
)  
EIN 84-1322326, )  
)  
Debtor. )

Case No.01-21097-DEC  
Chapter 11

IN RE: )  
)  
APPLICATION METHODS, INC., )  
a/k/a E-SELL COMMERCE )  
SYSTEMS, )  
)  
EIN \_\_\_\_\_ )  
)  
Debtor. )

Case No.01-21098-SBB  
Chapter 11

IN RE: )  
)  
IDEALDIAL CORPORATION, )  
a/k/a ROCKY MOUNTAIN )  
BROADBAND, INC , and )  
a/k/a CNS, )  
)  
EIN 84-1027910, )  
)  
Debtor. )

Case No.01-21099-SBB  
Chapter 11  

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Jointly Administered Under  
Case No. 01-21097-DEC

RULE 202 NOTICE TO INTERESTED PARTIES

\_\_\_\_ Please be advised that the above Debtors filed their Chapter 11 petitions on July 31, 2001;  
\_\_\_\_ and that an order has been entered providing for the joint administration of the three estates. Also,  
\_\_\_\_ please be advised that the Debtors have filed an Application seeking to employ the law firm of  
\_\_\_\_ Rubner Padjen and Laufer LLC as general bankruptcy counsel. A copy of the Application and a  
\_\_\_\_ copy of the Affidavit of Joel Laufer are enclosed herewith.

JP \_\_\_\_\_  
AF \_\_\_\_\_  
WP \_\_\_\_\_  
OM \_\_\_\_\_  
TR \_\_\_\_\_  
CR \_\_\_\_\_  
EG \_\_\_\_\_  
IPC \_\_\_\_\_  
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GO \_\_\_\_\_  
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ER \_\_\_\_\_  
JTH \_\_\_\_\_  
*Hong & Nonhye*

DOCUMENT NUMBER-DATE  
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FPSC-COMMISSION CLERK

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FILED IN CASE NO. 01-27-1005

Pursuant to Rule 202 of the Local Bankruptcy Rules, if you desire to oppose the relief sought in the Application, you must file a written objection and request for a hearing with the Court on or before August 30, 2001, and serve a copy on the undersigned attorney. Objections and requests for hearing shall clearly specify the grounds upon which they are based, including the citation of supporting legal authority, if any. General objections will not be considered by the Court.

In the absence of a timely and substantiated objection and request for hearing by an interested party, the Court may enter its Order approving the Application without further notice to creditors and other interested parties.

Dated: August 10, 2001.

Respectfully submitted,

Rubner Padjen and Laufer LLC



Joel Laufer, Esq. #7728

Attorneys for Debtors

1600 Broadway

Suite 1600

Denver, Colorado 80202

Telephone (303) 830-3172

Facsimile (303) 830-3135

UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF COLORADO

IN RE: )  
)  
INTERNET COMMERCE & ) Case No.01-21097-DEC  
COMMUNICATIONS, INC., )  
f/k/a RMI.NET, Inc., )  
a/k/a [see list attached as the )  
last page to this pleading], )  
)  
EIN 84-1322326, ) Chapter 11  
)  
Debtor. )

APPLICATION TO EMPLOY RUBNER PADJEN AND LAUFER LLC  
AS GENERAL BANKRUPTCY COUNSEL FOR THE DEBTOR

The Application of the Debtor ("Debtor") respectfully represents:

1. On July 31, 2001, a voluntary petition under Chapter 11 of the Bankruptcy Code was filed by the Debtor.
2. Debtor wishes to employ the law firm of Rubner Padjen and Laufer LLC ("Law Firm"), 1600 Broadway, Suite 2600, Denver, Colorado 80202 as general bankruptcy counsel in this proceeding.
3. Debtor has selected the Law Firm for the reason that it has had considerable experience in matters of this character, and believes that it is well qualified to act as general bankruptcy counsel in this proceeding.
4. The professional services the Law Firm is to render are:
  - (a) Prepare all schedules, reports, plans, disclosure statements, pleadings, motions and other documents as may be required in this Chapter 11 case;
  - (b) To assist the Debtor in negotiating and obtaining confirmation of a Plan Of Reorganization; and
  - (c) To perform all other legal services for Debtor which may be necessary herein.

5. The proposed arrangements for the Law Firm's compensation are as follows:

(a) On July 27, 2001, the Debtor paid the Law Firm a pre-petition retainer in the amount of \$100,000.00. Prior to the Chapter 11 filing date, the Law Firm applied \$8,978.80 of the retainer toward its pre-petition fees and expenses, including chapter 11 filing fees totaling \$2,490.00. The balance of the retainer (\$91,021.20) is being held in a separate interest bearing trust account. The retainer shall be applied against the Law Firm's post-petition fees and expenses only after prior Court approval of such fees and expenses. The Law Firm asserts a pre-petition, first and prior retaining lien and security interest on the retainer. The Law Firm believes that no other party asserts any lien, claim or security interest in and to the retainer.

(b) The Law Firm shall provide monthly statements to the Debtor for (i) legal services rendered at the normal hourly rate charged by each attorney as set forth below, and (ii) paralegal services rendered at the rate of \$60.00 per hour and law clerk services rendered at the rate of \$75.00 per hour, and (iii) reimbursement of all reasonable and necessary costs and expenses incurred by the Law Firm in connection with this proceeding.

Paul Rubner	\$260
Joel Laufer	\$240
Robert Padjen	\$175

(c) The Law Firm shall file the appropriate fee applications seeking Court approval of all post-petition fees and expenses to be paid by the Debtor after the filing date.

(d) The Firm is seeking Court approval to represent the Debtor and two of its subsidiaries each of which has filed a Chapter 11 petition on the same date. The debtors shortly will file motions seeking to jointly administer the three Chapter 11 cases. The wholly owned subsidiaries are Idealdial Corporation and Application Methods, Inc. Because of the interrelated nature of the three debtors, the Firm will not allocate fees and expenses between the Debtor and either of the two subsidiaries. Fees and expenses incurred by the Firm on behalf of the Debtor and the two subsidiaries will be paid from the retainer described above.

6. To the best of the Debtor's knowledge and except as stated in the Affidavit Of Joel Laufer filed with the Court, the Law Firm has no connections which would result in a conflict of interest with the above Debtor, its creditors, any other party in interest, their respective attorneys and accountants, the United States Trustee or any person employed in the Office of the United States Trustee.

UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF COLORADO

IN RE: )  
)  
INTERNET COMMERCE & ) Case No.01-21097-DEC  
COMMUNICATIONS, INC., )  
f/k/a RMI.NET, Inc., )  
a/k/a [see list attached as the )  
last page to this pleading], )  
)  
EIN 84-1322326, ) Chapter 11  
)  
Debtor. )

VERIFIED STATEMENT OF JOEL LAUFER

I, Joel Laufer, make solemn oath:

1. I am a member of the law firm of Rubner Padjen and Laufer LLC ("Firm") which maintains an office at 1600 Broadway, Suite 2600, Denver, Colorado 80202.

2. To the best of my knowledge, information and belief, the Firm has no connections with the above-named Debtor, its creditors, or any other party in interest herein, or their respective attorneys and accountants, the United States Trustee or any person employed in the office of the United States Trustee.

3. The Firm represents no interest adverse to the Debtor herein or this estate in the matters for which it shall be engaged and it is a disinterested person within the meaning of 11 U.S.C. Section 101(14).

4. The Firm discloses the following:

a. WorldCom, Inc., and/or its subsidiaries (hereafter "Worldcom") is a creditor of the Debtor. The Firm, as local counsel, represented WorldCom as a creditor in a pending Chapter 11 case filed in this Court by Convergent Communications, Inc. and Convergent Communications Services, Inc., jointly administered under Case No. 01-15488-EEB (hereafter the "Convergent Cases"). The Firm's representation consisted of serving as local counsel for the law firm of Lewis and Roca LLP, 40 North Central Avenue, Phoenix, Arizona 85004, who served as primary counsel for Worldcom in the Convergent Cases. The Firm has advised the Debtor of its representation of WorldCom and the Debtor has waived any potential conflict arising on account of such representation. The Firm also has advised Worldcom of its representation of the Debtor in this case. The Firm believes its representation of WorldCom does not create an actual conflict of interest.

b. The Firm seeks Court approval to represent the Debtor and two of its subsidiaries each of which has filed a voluntary Chapter 11 petition in this Court on the same date. The wholly owned subsidiaries are Idealdial Corporation and Application Methods, Inc. There are no inter-company debts by and between the Debtor and the foregoing subsidiaries nor are there any inter-company debts by and between the two subsidiaries. The Firm is unaware of any claims which the Debtor and/or the two subsidiaries may hold against each other. The Firm believes its representation of the Debtor and its two subsidiaries does not create an actual conflict of interest.

7. To the best of the Debtor's knowledge, the Law Firm represents no interest adverse to the above Debtor or the Debtor's estate relating to the matters for which it shall be engaged and the Law Firm is a disinterested person as required by the Bankruptcy Code as evidenced by the Affidavit Of Joel Laufer filed with the Court.

8. Debtor believes the Law Firm's employment would be in the best interest of this estate.

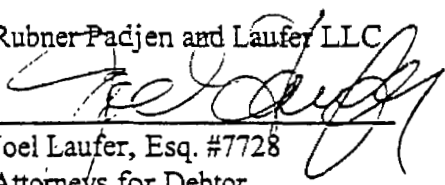
9. Notice of this Application is being given to all creditors. A Certificate of Mailing will be filed with the Court shortly. The Debtor seeks entry of the order approving retention of the Law Firm nunc pro tunc to July 31, 2001.

WHEREFORE, Debtor prays this Court enter its Order nunc pro tunc to July 31, 2001, authorizing Debtor to employ and appoint the Law Firm as general bankruptcy counsel for the Debtor, and for such other and further relief as the Court deems just.

Dated: August 1, 2001.

Respectfully submitted,


Rubner Padjen and Laufer LLC

  
Joel Laufer, Esq. #7728  
Attorneys for Debtor  
1600 Broadway, Suite 2600  
Denver, Colorado 80202  
Telephone (303) 830-3172  
Facsimile (303) 830-3135

#### CERTIFICATE OF MAILING

I hereby certify that on the 1<sup>st</sup> day of August, 2001, I deposited a true and correct copy of the Debtor's Application to retain the law firm of Rubner Padjen and Laufer LLC and the Affidavit of Joel Laufer in the ~~United States mail, first class postage prepaid~~ and properly addressed to:

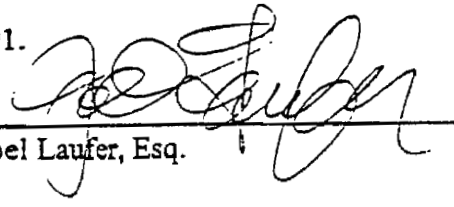
U.S. Trustee  
721 19th Street  
Fourth Floor  
Denver, Colorado 80202



c. Earthlink is a potential creditor and party in interest in the Debtor's Chapter 11 case. The Firm and/or some members of the Firm use Earthlink and Mindspring as internet service providers. The Firm believes that the usage of Earthlink and Mindspring as internet service providers does not create a potential or actual conflict of interest.

Under penalty of perjury and pursuant to 28 U.S.C. 1746, the undersigned hereby certifies that the foregoing statements are true and correct to the best of my knowledge, information and belief.

Dated this 1st day of August, 2001.

  
\_\_\_\_\_  
Joel Laufer, Esq.

Internet Commerce & Communications, Inc.,  
a Delaware Corporation,  
formerly known as RML.NET, Inc., and Rocky Mountain Internet, Inc.

Also known as:

1. Aces Research, Inc.
2. Application Methods, Inc.
3. E-SELL Commerce Systems, Inc
4. E-Sell
5. Colorado Mountain Net, Inc.
6. Commercegate Corporation
7. Communications Network Services
8. Cyberdesic Communications Corporation, Inc.
9. Interaction OnLine
10. DataXchange Network, Inc.
11. Dave's World
12. IdealDial Corporation
13. Ideal Dial Agent Commissions
14. Infortiway, Inc.
15. Internet Connect, Inc.
16. Internet Now, Inc.
17. Net One Communications Corporation
18. Novo MediaGroup, Inc.
19. Stonehenge Business Systems Corporation
20. Unicom Communications
21. WebZone
22. Wolfe Net
23. Sterling Online Services, Inc.
24. CompuNerd, Inc.
25. VR-One, Inc.
26. Online Network Enterprises, Inc.
27. ServerCom, Inc.
28. AIS Network Corporation
29. FutureOne
30. Western Regional Networks, Inc.
31. ImageNet, Inc.
32. B&B Computers
33. Internet Communications Corporation
34. LanMinds, Inc.
35. InterWest Communications Corp.
36. USTelephonics



Internet Commerce & Communications, Inc.,  
a Delaware Corporation,  
formerly known as RMLNET, Inc., and Rocky Mountain Internet, Inc.

37. UST
38. August 5<sup>th</sup> Corporation
39. Cyberdave
40. Interweb Design & Hosting, Inc.
41. RMI Subsidiary, Inc.
42. Rocky Mountain Broadband, Inc.
43. RMI-INT, Inc.
44. Rocky Mountain Internet Subsidiary (Colorado), Inc.
45. Application Methods, Incorporated
46. Nerworld.com, Inc.
47. Trad Resources
48. Wolfe Internet Access
49. Internet Communications, Inc.
50. The Information Exchange
51. Online Network Enterprises
52. Mountain Area Exchange
53. CNS
54. Imageware