

ORIGINAL

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PROFESSIONAL CORPORATION  
COUNSELLORS AT LAW

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0/0000

December 20, 2001

**BY HAND**

Clerk's Office  
United States Bankruptcy Court  
Thomas P. O'Neill Federal Building  
10 Causeway Street  
Boston, MA 02222-1074

**Re: Essential.com, Inc.  
Chapter 11 Case No. 01-15339-WCH**

Dear Sir or Madam:

Enclosed for filing in the above referenced case please find the following document:

1. Supplemental Fee Application To First Application For Compensation And Reimbursement of Expenses By Harold B. Murphy and Hanify & King Professional Corporation; and
2. Certificate of Service.

Kindly file this document and return a time-stamped copy to the awaiting messenger. Thank you in advance for your assistance.

Very truly yours,

C. Nathan Dee

AMR:sas  
Enclosure  
319018

APP \_\_\_\_\_  
CAF \_\_\_\_\_  
CMP \_\_\_\_\_  
COM \_\_\_\_\_  
CTR \_\_\_\_\_  
ECR \_\_\_\_\_  
LEG \_\_\_\_\_  
OPC \_\_\_\_\_  
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OTH \_\_\_\_\_

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Date 12/28/01

DOCUMENT NUMBER-DATE  
16046 DEC 26 01  
FPSC-COMMISSION CLERK

UNITED STATES BANKRUPTCY COURT  
DISTRICT OF MASSACHUSETTS  
EASTERN DIVISION

<b>In re:</b>  <b>ESSENTIAL.COM, INC.,</b>  <p style="text-align:center"><b>Debtor.</b></p>	) ) ) ) ) ) )	<b>Chapter 11</b> <b>Case No. 01-15339-WCH</b>
---------------------------------------------------------------------------------------------------------	---------------------------------	---------------------------------------------------

**SUPPLEMENTAL FEE APPLICATION TO FIRST APPLICATION FOR  
COMPENSATION AND REIMBURSEMENT OF EXPENSES BY  
HAROLD B. MURPHY AND HANIFY & KING PROFESSIONAL CORPORATION**

To the Honorable William C. Hillman, Chief United States Bankruptcy Judge:

Pursuant to 11 U.S.C. §§ 328, 330 and 331, Fed. R. Bankr. P. 2016 and MLBR 2016-1, Hanify & King Professional Corporation (“H&K”), counsel to the debtor and debtor-in-possession, Essential.com, Inc. (“Debtor”), respectfully submits this Supplemental Fee Application (“Supplemental Fee Application”) to the First Application for Compensation and Reimbursement of Expenses in connection with the above-referenced proceeding. By this Supplemental Fee Application, H&K seeks an award of its actual fees of \$9,240.00 and actual expenses of \$9,544.00 for the period from December 3, 2001 through December 19, 2001 (“Supplemental Application Period”)<sup>1</sup>. In support of this Application, H&K states as follows:

1. On June 29, 2001 (the “Petition Date”), the Debtor filed a voluntary petition for relief under chapter 11 of the Bankruptcy Code (“Code”) in this Court. The Debtor continues to operate as a debtor-in-possession pursuant to Sections 1107 and 1108 of the Code.

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<sup>1</sup> Although every effort has been made to include all fees and expenses for the Application Period in this Supplemental Fee Application, some fees and expenses may not have be included and H&K expressly reserves the right to make further application for fees and services not included herein or requests for payment to the Plan Trustee as provided for in the Plan.

2. On July 10, 2001, the Debtor filed an application to employ H&K as its counsel. On July 19, 2001, the Court entered an Order approving the Debtor's retention of H&K. A copy of the Court's Order authorizing H&K's continued employment is attached as an exhibit to the First Fee Application. H&K received a retainer of \$50,000 from the Debtor for its services in this case.

3. On December 11, 2001, H&K filed its First Fee Application requesting an Order approving the sum of \$193,396.50 on account of services rendered and \$26,842.05 on account of expenses incurred for the period between June 8, 2001 through November 31, 2001.

#### **SUPPLEMENTAL FEE APPLICATION BY H&K**

4. In accordance with the Court's order establishing, among other things, the hearing ("Confirmation Hearing") on confirmation of the Joint Plan of Liquidation ("Plan"), H&K has filed this Supplemental Fee Application.

##### **A. ACTUAL FEES AND EXPENSES FOR DECEMBER 3 THROUGH DECEMBER 19, 2001**

5. A detailed summary of the services rendered by H&K as counsel to the Debtor during the Supplemental Application Period is attached as Exhibit A. In general, these services related to:

- A. Responding to administrative claims issues regarding various contracts and leases between the Debtor and third parties;
- B. Responding to inquiries from State Attorney Generals and Public Utilities Commissions regarding the sale of the Debtor's Customer Base and its impact on the Debtor's Telecommunications Licenses and other Regulatory Concerns;
- C. Attending to issues with respect to the service of the Plan and Disclosure Statement
- D. Negotiating a settlement agreement ("Settlement Agreement") between the Debtor and United Systems Access, Inc. regarding certain disputes between the parties related to the acquisition of the Customer Base. H&K also dedicated

efforts to draft and file a Motion to Approve the Settlement Agreement which was filed and served on December 14, 2001; and

E. Preparation of the First Fee Application.

6. During the period covered by the Supplemental Fee Application, H&K has expended a total of 47.20 hours in this matter for total requested compensation of \$9,240.00 at its customary and usual hourly rates. The compensation sought by H&K reflects an average hourly rate of approximately \$195.76 per hour.

7. In accordance with MLBR 2016-1(a), a statement containing the full names, initials, rates and total amount of services provided by each attorney or paraprofessional who provided services in this matter is incorporated as part of Exhibit B. A biographical description of each H&K attorney who provided services is attached as an exhibit to the First Fee Application.

8. During the Application Period, H&K has incurred actual expenses totaling \$9,544.00. These expenses are almost entirely related to the copying and service on all creditors of the Debtor and parties entitled to notice the following (a) the Plan and Disclosure Statement and (b) the Settlement Agreement and Motion for Approval. A summary of the expenses incurred for which reimbursement is herein sought is attached as Exhibit C. Reimbursement for expenses and all other disbursements in this case is sought in accordance with MLBR 2016-1 and In re Bank of New England, 134 B.R. 450 (Bankr. D. Mass. 1991).

B. ANTICIPATED FEES AND EXPENSES THROUGH CONFIRMATION

9. By this Supplemental Fee Application, H&K also seeks an award of its anticipated fees and expenses through confirmation of the Plan up to the amount of \$5,000.

10. H&K submits that the compensation for the services and reimbursement of expenses both actual and anticipated incurred in this matter is reasonable based on (i) the time and labor required, (ii) the complexity of the legal questions presented, (iii) the skill required to perform the legal services, (iv) the customary compensation in this District, (v) the experience and ability of the attorneys providing services and (vi) the results achieved.

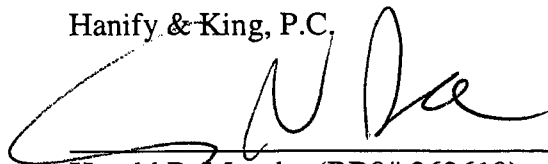
11. A hearing on confirmation of the Plan is scheduled for December 21, 2001. The Plan provides that the Effective Date is the first business day after which the Confirmation Order becomes a Final Order. Under the Plan, after the Effective Date, a Plan Trustee will assume control of the Debtor's estate. H&K requests authority to deliver an invoice for payment to the Plan Trustee for its services and, provided that such invoice does not exceed \$5,000, the Plan Trustee be authorized to pay such invoice without the requirement of further Court approval.

WHEREFORE, Hanify & King Professional Corporation respectfully moves this Court for an Order:

- (i) Approving payment to H&K in actual fees of \$9,240.00 and actual expenses of \$9,544.00 for the period from December 3, 2001 through December 19, 2001;
- (ii) Authorizing and Compelling the Debtor to pay H&K such amounts;
- (iii) Authorizing the Plan Trustee under the Plan to pay H&K's fees through the Effective Date of the Plan without further approval of the Court provided that such fees do not exceed \$5,000; and

(iv) Providing such other and further relief as is just and appropriate.

Hanify & King, P.C.

A handwritten signature in black ink, appearing to be "H. B. Murphy", written over a horizontal line.

~~Harold B. Murphy (BBO# 363610)~~

~~Alex M. Rodolakis (BBO#567781)~~

~~C. Nathan Dee (BBO#646261)~~

HANIFY & KING

Professional Corporation

One Federal Street

Boston, MA 02110

(617) 423-0400

Telefax: (617) 556-8985

Dated: December 20, 2001

320363

EXHIBIT A

Essential

Re: General Advice

Services:

Date	Atty	Description	Hours
12/03/01	MAS	Obtained updated docket sheet	.10
12/03/01	MAS	Prepared list with biographies of attorneys and paralegals who have worked on this case	1.90
12/03/01	AMR	Attention to settlement w/ USA; revise same; e-mail to client	.80
12/03/01	AMR	Telephone call w/ L. Connolly re: customer complaint; telephone call w/ B. Hubbard re: same	.30
12/03/01	AMR	Attention to service of plan & disclosure draft affidavit of service for same	.40
12/03/01	AMR	Telephone call w/ N. Rasati re: Exodus Communications and rejection of contract; draft letter re: same	.40
12/04/01	AMR	Attention to D&O policy and consideration of policy tail	.10
12/04/01	AMR	Attention to review of fee application & edit & comments to C. Nathan Dee	1.00
12/04/01	AMR	Attention to e-mail from USA; respond to same	.20
12/04/01	AMR	Telephone call w/ B. Bailey re: Araya lease; review files, telephone call w/ B. Pallone re: same; conference w/ C. Nathan Dee re: same; review UCC filings	1.00
12/04/01	AMR	Telephone call w/ B. Pallone re: Verizon issues	.10
12/04/01	AMR	Telephone call w/ D. Swanson re: software issues	.10
12/04/01	AMR	Attention to USA settlement; reviews to agreement; telephone call w/ K. Hawa re: same	.70
12/05/01	AMR	Attention to revised USA agreement; review same; telephone call w/ K. Hawa re: same; follow up call w/ K. Hawa	.70
12/06/01	AMR	Telephone call w/ B. Pallone re: USA agreement; telephone call w/ D. Swanson re: same	.40

Services:

Date	Atty	Description	Hours
12/06/01	AMR	Telephone call w/ B. Pallone re: winddown issues	.20
12/06/01	AMR	Attention to ballots; conference w/ M. Casperson re: same	.10
12/06/01	AMR	Attention to fee application; review & edit same	2.10
12/06/01	AMR	Telephone call w/ R. Silver re: stock holder issues	.10
12/06/01	AMR	Draft letter to B. Lemansky re: Araya lease; assemble attachments	.30
12/06/01	AMR	Telephone call w/ E. Cratzwell re: administrative claim; telephone call w/ Guardian Storage re: claim	.20
12/07/01	AMR	Telephone call w/ D. Lassman re: Smart Energy administrative claim; memo to client re: same; telephone call w/ B. Pallone re: same	.30
12/07/01	AMR	Attention to review of fee application, further edits to same	1.30
12/07/01	AMR	Attention to e-mails w/ K. Hawa; respond to same; telephone call w/ B. Pallone re: same	.60
12/08/01	CND	Attention to P.V.C. issue; review six letters to various commissions	.90
12/08/01	AMR	Attention to fee application; further reviews & edits to same	1.40
12/09/01	CND	Review and revise narrative per AMR comments; review exhibits re: categories of time and revise same	8.00
12/09/01	CND	Review and revise exhibits	.30
12/10/01	CND	Review draft narrative of Fee Application	1.10
12/10/01	CND	Revise Essential Fee Application narrative per AMR comments	1.20
12/10/01	CND	Revise Essential Fee Application narrative per AMR comments	.90
12/10/01	CND	Review categories re: sale, auction, miscellaneous, employees re: calculations	3.00
12/10/01	MAS	Obtained updated docket sheet	.10
12/10/01	AMR	Telephone call w/ B. Pallone re: Araya lease	.10
12/10/01	AMR	Telephone call w/ A. Mattera re: Smart Energy claim	.10
12/10/01	AMR	Attention to fee applicaiton; revise same; conference w/ C. nathan Dee re: same; finalize same	2.10



Services:

Date	Atty	Description	Hours
12/11/01	CND	Review category amounts; review Fee Application; prepare for filing; attention to final review of Fee Application, exhibits	4.00
12/11/01	AMR	Attention to inquiry by creditor	.10
12/11/01	AMR	Finalization of fee application; service issues	.40
12/11/01	AMR	Attention to motion to approve settlement agreement w/ USA; conference w/ J. Moynihan re: same	.20
12/12/01	AMR	Attention to hearing notice re: Pallone claim, telephone call w/ C. Dale re: same	.10
12/12/01	AMR	Telephone call w/ C. Jalbert re: fees; telephone call w/ A. Mattera re: same	.20
12/12/01	AMR	Telephone call w/ M. Day of Mass Telecom Commission re: customer complaint, revise letter to FCC re: same	.30
12/12/01	AMR	Attention to settlement w/ USA; telephone call w/ A. Mattera re: same; conference w/ J. Moynihan re: same	.30
12/13/01	AMR	Telephone call w/ J. Gross re: payment of administrative fee	.10
12/13/01	AMR	Attention to settlement agreement w/ USA; revise motion for approval of same; conference w/ J. Moynihan re: same; draft review to same	1.70
12/13/01	AMR	Attention to confirmation issues; conference w/ C. Nathan Dee re: affidavit in support of confirmation	.10
12/14/01	AMR	Attention to motion to approve USA settlement; reviews to same; telephone call w/ K. Hawa re: same (multiple)	1.30
12/14/01	AMR	Attention to miscellaneous payments; e-mail to D. Swanson re: same	.20
12/14/01	AMR	Telephone call w/ H. Nerick re: customer complaint	.10
12/14/01	AMR	Telephone call w/ A. Mattera re: employment agreement	.10
12/14/01	AMR	Attention to hearing on fee application; telephone call w/ C. Foret re: same	.10
12/17/01	AMR	Attention to confirmation issues; prepare affidavit of voting	.10
12/17/01	AMR	Telephone call w/ C. Kallaher re: status and ballot	.10

Services:

Date	Atty	Description	Hours
12/17/01	AMR	Attention to confirmation issues; review objection to plan by Pallone	.30
12/18/01	CND	Prepare Pallone Affidavit in Support of Plan Confirmation	1.30
12/18/01	CND	Attention to New York phone account; review amounts paid; attention to Notice and payment issues	.60
12/19/01	CND	Prepare Ballot on Plan voting; review Plan and Disclosure Statement re: same	1.60
12/19/01	CND	Review Objection by B. Pallone to Joint Plan; and associated pleadings	.40
12/19/01	CND	Revise Report of Ballot on Plan Voting and Affidavit of B. Pallone; attention to Notice and service issues	.90
Total Services			9,240.00

Attorney	Hours	Rate	Amount
ALEX M. RODOLAKIS	20.90	240.00	5,016.00
CRAIG NATHAN DEE	24.20	165.00	3,993.00
MARY ANN SAMSON	2.10	110.00	231.00

EXHIBIT B

**SUPPLEMENTAL APPLICATION PERIOD FOR ATTORNEYS AND PARALEGALS**

<b>Attorney</b>	<b>Hours</b>	<b>Rate</b>	<b>Amount</b>
ALEX M. RODOLAKIS (AMR)	20.90	240.00	\$5,016.00
C. NATHAN DEE (CND)	24.20	165.00	\$3,993.00
<b>Paralegal</b>	<b>Hours</b>	<b>Rate</b>	<b>Amount</b>
MARY ANN F. SAMSON (MAS)	2.10	110.00	\$231.00
<b>TOTALS:</b>	<b>47.20</b>	<b>195.76</b>	<b>\$9,240.00</b>

## EXHIBIT C

During the period subject to the Supplemental Fee Application, H&K has incurred the following expenses in connection with the Debtor's proceedings:

<u>Category</u>	<u>Amount</u>
Duplicating (In-House)	\$ 8,147.10
Westlaw Research	37.21
Telephone	3.06
Postage	1,261.32
Courier/Federal Express	58.39
Telecopier	37.00
TOTAL	\$9,544.08

**A. Duplicating (In-House)**

H&K requests reimbursement in the amount of \$8,147.10, representing in-house copying charges at a rate of 15¢ per page as provided for in Appendix 2 of the MLBR.

**B. Westlaw Research**

H&K requests reimbursement in the amount of \$37.21 related to Westlaw charges actually paid by H&K in connection with the Debtor's proceedings. H&K and the legal community in general consider such legal research tools to be effective and efficient research tool.

**C. Telephone**

H&K requests reimbursement in the amount of \$3.06 for long-distance telephone charges actually paid by H&K. H&K's request does not include any base telephone charges incurred by H&K.

**D. Postage**

H&K requests reimbursement in the amount of \$1,261.32, representing postage actually paid by H&K in connection with correspondence and service of pleadings.

**E. Courier Service/Federal Express**

H&K requests reimbursement in the amount of \$58.39 related to courier and Federal Express service charges actually paid by H&K in connection with the Debtor's proceedings. H&K sought during the Debtor's proceedings to deliver correspondence and serve pleadings by first-class mail. In some situations, however, H&K found it necessary to deliver correspondence or pleadings by hand or by Federal Express.

**F. Telecopier**

H&K requests reimbursement in the amount of \$37.00, representing telecopier charges incurred in connection with the Debtor's proceedings. H&K does not charge any long-distance expenses with respect to telecopies nor does it charge for incoming telecopies. H&K charges \$.50 for each outgoing page transmission.

**H. PACER Charges**

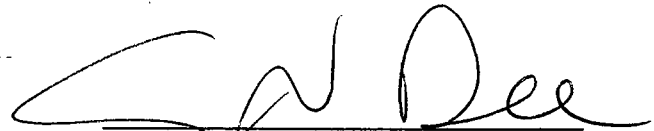
H&K requests reimbursement in the amount of \$33.16 related to charges actually paid by H&K in access the PACER electronic court docket related to the Debtor's proceedings.

UNITED STATES BANKRUPTCY COURT  
DISTRICT OF MASSACHUSETTS  
EASTERN DIVISION

_____ )	
In re: )	
)	
ESSENTIAL.COM, INC. )	Chapter 11
)	Case No. 01-15339-WCH
Debtor. )	
)	
_____ )	

CERTIFICATE OF SERVICE

I, C. Nathan Dee, hereby certify that on December 20, 2001, I served a copy of the *Supplemental Fee Application To First Application For Compensation And Reimbursement of Expenses By Harold B. Murphy and Hanify & King Professional Corporation* via first class mail, postage prepaid, to the parties listed on the attached list.



C. Nathan Dee  
HANIFY & KING  
Professional Corporation  
One Federal Street  
Boston, MA 02110  
(617) 423-0400

Dated: December 20, 2001  
316720

**ESSENTIAL.COM, INC.  
SHORT SERVICE LIST  
310128**

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Storage Networks, Inc.  
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Smart Energy, Inc.  
Rep: Anna Blumkin, Esq.  
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Info Directions, Inc.  
Rep: Susan Sharp  
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Secretary to the Commission  
New York State Public Service Commission  
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