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THE KIM LAW FIRM

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700 Louisiana, 40th Floor
Houston, Texas 77002-2731
(713) 222-8080 Facsimile (713) 238-7710

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JERRY M. YOUNG

COMMISSION
CLERK

January 15, 2004

Michael Milby
United States District Clerk
Houston Division
515 Rusk Street, Room 1217
Houston, Texas 77002

RE: **CASE NO. 00-34799-H1-7**; Chapter 7; In Re: *Twister Communications Network, Inc., Debtor*; In the United States Bankruptcy Court, Southern District of Texas, Houston Division

Dear Mr. Milby:

Enclosed for filing is the original and two copies of the following document(s):

APPLICATION FOR PAYMENT OF ADMINISTRATIVE EXPENSES OF GALLAGHER, LEWIS, DOWNEY & KIM, FORMER SPECIAL COUNSEL FOR TRUSTEE IN MCI WORLD COM NETWORK SERVICES, INC. MATTER; and ORDER

Please acknowledge receipt and filing by returning a file-stamped copy of this letter and document(s) to our messenger.

By copy of this letter, all known counsel of record are being provided a copy of the enclosed document(s) by U.S. First Class Mail.

Thank you for your assistance in this matter.

Very truly yours,

THE KIM LAW FIRM

Jerry M. Young
Jerry M. Young

- AUS _____
- CAF _____
- CMP _____
- COM _____
- CTR _____
- ECR _____
- GCL _____
- OPC _____
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- SEC _____
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cc: See Service List

JAN 20 AM 10:24

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DOCUMENT NUMBER-DATE

00742 JAN 20 03

FPSC-COMMISSION CLERK

ORIGINAL

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

IN RE: § **CASE NO. 00-34799-H1-7**
§
TWISTER COMMUNICATIONS §
NETWORK, INC. § **(Chapter 7)**
§
DEBTOR §

**APPLICATION FOR PAYMENT OF ADMINISTRATIVE EXPENSES OF
GALLAGHER, LEWIS, DOWNEY & KIM,
FORMER SPECIAL COUNSEL FOR TRUSTEE IN
MCI WORLDCOM NETWORK SERVICES, INC. MATTER**

NOTICE PURSUANT TO LOCAL RULE 9013

IF YOU WANT A HEARING, YOU MUST REQUEST ONE IN WRITING AND YOU MUST RESPOND SPECIFICALLY TO EACH PARAGRAPH OF THIS PLEADING. YOU MUST FILE YOUR RESPONSE WITH THE CLERK OF THE BANKRUPTCY COURT WITHIN TWENTY DAYS FROM THE DATE YOU WERE SERVED AND GIVE A COPY TO THE PERSON WHO SENT YOU THE NOTICE; OTHERWISE THE COURT MAY TREAT THE PLEADING AS UNOPPOSED AND GRANT THE RELIEF.

IF A PARTY REQUESTS EMERGENCY CONSIDERATION, THE COURT MAY ACT EXPEDITIOUSLY ON THE MATTER. IF THE COURT ALLOWS A SHORTER RESPONSE TIME THAN TWENTY DAYS, YOU MUST RESPOND WITHIN THAT TIME. IF THE COURT SETS AN EMERGENCY HEARING BEFORE THE RESPONSE TIME WILL EXPIRE, ONLY ATTENDANCE AT THE HEARING IS NECESSARY TO PRESERVE YOUR RIGHTS. IF AN EMERGENCY HEARING IS NOT SET, YOU MUST RESPOND BEFORE THE RESPONSE TIME EXPIRES.

TO THE HONORABLE UNITED STATES BANKRUPTCY JUDGE:

Gallagher, Lewis, Downey & Kim ("Applicant"), in support of its Application for Payment of Administrative Expenses as Former Special Counsel for Trustee, in the MCI Wordcom Network Services, Inc. ("Worldcom") matter represents as follows:

DOCUMENT NUMBER-DATE
00742 JAN 20 08
FPSC-COMMISSION CLERK

1. Joseph M. Hill was appointed Trustee of this estate on May 31, 2000. Applicant was initially employed as co-special counsel for Trustee by order entered January 30, 2002. A true and correct copy of the Order Approving Employment of Special Counsel is attached hereto as Exhibit "A". This order approved the Trustee's retention of Applicant along with Cage, Hill & Niehaus, LLP as co-special counsel.

2. This is Applicant's only application for reimbursement of expenses as special counsel for the Trustee.

3. In the course of performing the legal services, Applicant incurred expenses in the amount of \$39,452.30. The itemization of the expenses incurred is attached hereto as Exhibit "B".

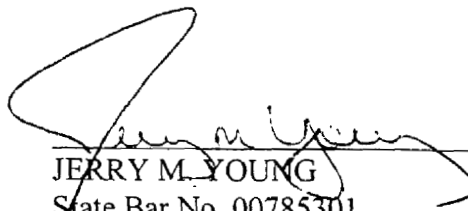
4. Applicant's services as special counsel assisted in the successful prosecution of claims against MCI WorldCom Network Services, Inc. that will result in a benefit to the Debtor's unsecured creditors, after fees and expenses, of approximately \$5,000,000.00, which represents 100% payment of all claims in this estate.

5. There is no agreement or understanding between Applicant and any other person for the sharing of compensation except as allowed by Bankruptcy Rule 2016. All services for which compensation is requested were performed for and on behalf of the Trustee and not on behalf of any committee, creditor or other person.

6. The Trustee presently has funds on deposit of approximately \$1.9 million which is available to pay the expenses requested herein.

WHEREFORE, Applicant prays that after notice and a hearing pursuant to Local Rule 9013 of this Court, reimbursement be awarded Applicant for expenses incurred as the Trustee's former special counsel in connection with the estate's claims against MCI WorldCom Network Services, Inc.; and that Trustee be authorized to make payment of said sum to Applicant.

Respectfully submitted,



JERRY M. YOUNG

State Bar No. 00785301

GALLGHER, LEWIS, DOWNEY & KIM

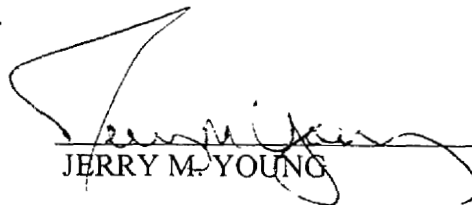
700 Louisiana, 40th Floor

Houston, TX 77002-2731

(713) 222-8080

CERTIFICATE OF SERVICE

I hereby certify that on the 15th day of January, 2004, pursuant to Local Bankruptcy Rules 2002 and 9013, a true and correct copy of the attached Application for Payment of Administrative Expenses by Gallagher, Lewis, Downey & Kim as Former Special Counsel for Trustee in the MCI Worldcom Network Services matter was sent via electronic filing and/or United States mail, to the parties listed on the attached service list.



JERRY M. YOUNG

JAN 30 2002

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION

Michael N. Milby, Clerk of Court

IN RE:

TWISTER COMMUNICATIONS
NETWORK, INC.,

DEBTOR

§
§
§
§
§
§

CASE NO. 00-34799-H1-7

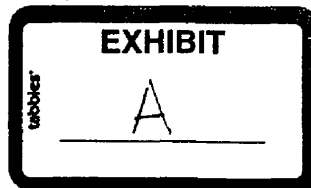
(Chapter 7)

ORDER APPROVING SUBSTITUTION OF SPECIAL COUNSEL

Came on for consideration the Application of Joseph M. Hill, Trustee ("Trustee"), for an order authorizing him to substitute and employ Gallagher, Lewis, Downey & Kim in place of Jerry W. Gunn and Slusser & Frost, L.L.P. as special counsel to represent the estate herein in claims asserted by and against MCI WorldCom Network Services, Inc. ("WorldCom") in connection with the lawsuit styled *MCI WorldCom Network Services, Inc. v. Twister Communications Network, Inc.* pending in the 221st Judicial District Court of Montgomery County, Texas under Cause No. 00-05-03124-CV; and it appearing to the Court that Notice has been given and no objections have been filed, and that the application is well-founded and should be granted; it is therefore:

ORDERED that Joseph M. Hill, Trustee is authorized to retain and substitute Gallagher, Lewis, Downey & Kim for Jerry W. Gunn and Slusser & Frost, L.L.P., to represent him as special counsel to pursue on behalf of the estate the above-referenced cause of action against WorldCom; it is further

ORDERED that the retention of Gallagher, Lewis, Downey & Kim as special counsel is authorized on a contingency fee basis pursuant to 11 U.S.C. § 328 as follows:



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a. 40% of any gross recovery, plus reimbursement of expenses out of such monetary recovery, prior to any appeal thereafter; and

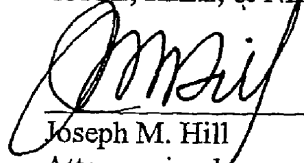
b. 45% of any gross recovery, plus reimbursement of expenses out of such monetary recovery, after appeal by any party;

with the term "gross recovery" including any non-monetary recovery resulting from a reduction or elimination of the claim filed by WorldCom, defined as the amount which the unsecured creditors of the estate benefit from such reduction or elimination.

DATED: JAN 29 2002, 2001.


UNITED STATES BANKRUPTCY JUDGE

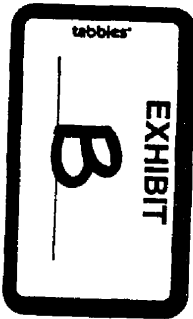
APPROVED:
CAGE, HILL, & NIEHAUS L.L.P.


Joseph M. Hill
Attorney-in-charge
Timothy L. Wentworth
5851 San Felipe, Suite 950
Houston, Texas 77057
(713) 789-0500

John H. Kim & Associates, P.C.

Twister
All Transactions

Date	Source Name	Memo	Amount	Balance
1300 · A/R - Case Costs				
12/31/2001	ROAD RUNNER COURIERS,INC.	Cust#3190	10.75	10.75
12/31/2001	ROAD RUNNER COURIERS,INC.	Cust#3190	64.50	75.25
12/31/2001	ROAD RUNNER COURIERS,INC.	Cust#3190	10.75	86.00
01/31/2002	John E. Choate	Twister 20-167	1,819.13	1,905.13
02/01/2002	Lexis Nexis CourtLink, Inc.	Twister 20-167	16.78	1,921.91
02/25/2002	American Express	Acct#xxxx-xxxxxx-x2008	603.89	2,525.80
02/25/2002	American Express	Acct#xxxx-xxxxxx-x2008	297.00	2,822.80
02/25/2002	American Express	Acct#xxxx-xxxxxx-x2008	15.00	2,837.80
03/01/2002	Lexis Nexis CourtLink, Inc.	Twister 20-167	7.97	2,845.77
03/07/2002	Arnie & Company	Twister 20-167	16,450.00	19,295.77
03/07/2002	Arnie & Company	Twister 20-167	2,827.50	22,123.27
03/07/2002	John E. Choate	Jim Foran Depo	387.50	22,510.77
03/11/2002	M.A. Rutledge Inc.	Twister 20-167	36.61	22,547.38
03/15/2002	John E. Choate	Depos Hugh Robertson, Jason Long	1,198.18	23,745.56
03/28/2002	Houston Video Service	Twister 20-167	316.84	24,062.40
03/28/2002	Houston Reporting Service	Depo of Joseph Hill	239.80	24,302.20
04/04/2002	Houston Reporting Service	Depo of Kamal Alavi	521.41	24,823.61
04/08/2002	Arnie & Company	Twister 20-167	3,480.00	28,303.61
04/09/2002	Houston Reporting Service	Twister 20-167	2,026.51	30,330.12
04/18/2002	Chaplin & Associates	Twister 20-167	3,747.90	34,078.02
04/22/2002	Houston Reporting Service	Twister 20-167	1,889.84	35,967.86
04/23/2002	Houston Reporting Service	Depo od Kamal Alavi Vol II	851.00	36,818.86
04/26/2002	American Express	Acct#xxxx-xxxxxx-x2008	12.61	36,831.47
04/26/2002	American Express	Acct#xxxx-xxxxxx-x2008	193.00	37,024.47
04/26/2002	American Express	Acct#xxxx-xxxxxx-x2008	15.00	37,039.47
04/26/2002	American Express	Acct#xxxx-xxxxxx-x2008	12.00	37,051.47
04/26/2002	American Express	Acct#xxxx-xxxxxx-x2008	29.33	37,080.80
05/02/2002	RRC, Inc.	Twister 20-167	2,325.00	39,405.80
05/15/2002	ROAD RUNNER COURIERS,INC.	Cust#3190	9.25	39,415.05
05/15/2002	ROAD RUNNER COURIERS,INC.	Cust#3190	22.00	39,437.05
07/15/2002	ROAD RUNNER COURIERS,INC.	Cust#3190	15.25	39,452.30
			<u>39,452.30</u>	<u>39,452.30</u>
			<u>39,452.30</u>	<u>39,452.30</u>



Total 1300 · A/R - Case Costs

TOTAL