

ORIGINAL

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF FLORIDA  
WEST PALM BEACH DIVISION  
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COMMISSION  
CLERK

IN RE:

EPICUS COMMUNICATIONS  
GROUP, INC., and EPICUS, INC.,

CASE NO. 04-34915-BKC-PGH  
CHAPTER 11  
Jointly Administered

Debtor.

**APPLICATION TO EMPLOY SPECIAL COUNSEL TO DEBTOR-IN-POSSESSION**  
**(Law Firm of Capell & Howard, P.C.)**

The Debtors-in-Possession, EPICUS COMMUNICATIONS GROUP, INC. and EPICUS, INC. ("Debtors"), by and through undersigned counsel, hereby move this Court for an Order approving special counsel to the Debtor to assist the Debtors in the transfer of their Alabama telecommunications licenses in furtherance of the pending plan of reorganization and would state as follows:

1. On October 25, 2004, the Debtors filed voluntary petitions under Chapter 11 of the United States Bankruptcy Code.

2. It is necessary that the Debtors employ special counsel to assist the Debtors in the transfer

CMP \_\_\_\_\_ of their Alabama telecommunications licenses in furtherance of the pending plan of reorganization.

COM \_\_\_\_\_ 4. Debtors wish to employ JAMES H. McLEMORE and the law firm of CAPELL &

CTR \_\_\_\_\_ HOWARD, P.C., whose address is 150 South Perry Street, Montgomery, Alabama 36104. JAMES

GCL \_\_\_\_\_ H. McLEMORE has considerable experience in rendering legal services in matters of this kind and

OPC \_\_\_\_\_ is well qualified to perform the services required by the Debtors.

RCA \_\_\_\_\_ 5. That to the best of your Applicants' knowledge and belief, the said JAMES H.

SCR \_\_\_\_\_ SGA \_\_\_\_\_ McLEMORE and the law firm of CAPELL & HOWARD, P.C. are disinterested persons within the

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meaning of 11 U.S.C. §327(a), and represent no interest adverse to this estate. An Affidavit of Special Counsel is attached hereto as required under Bankruptcy Rule 2014.

6. JAMES H. McLEMORE and the law firm of CAPELL & HOWARD, P.C. have considerable experience in rendering legal services in the matters in which they are to be employed and are well qualified to perform the services required by the Debtors.

7. Said JAMES H. McLEMORE and the law firm of CAPELL & HOWARD, P.C. have agreed to be compensated in accordance with 11 U.S.C. §330.

8. JAMES H. McLEMORE shall charge \$260.00 per hour for representation in connection with these matters, plus reimbursement of actual and necessary costs.

WHEREFORE, the Debtor moves that this Court consider the Application and enter an Order authorizing the employment of JAMES H. McLEMORE and the law firm of CAPELL & HOWARD, P.C. as special counsel to assist the Debtors in the transfer of their Alabama telecommunications licenses in furtherance of the pending plan of reorganization on a general retainer basis at the hourly rate of \$260.00 per hour plus reimbursement for actual and necessary costs, after proper application and hearing.

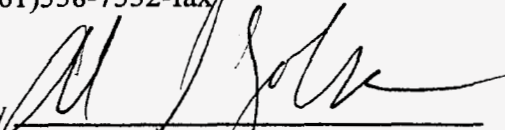
I HEREBY CERTIFY that a true and correct copy of the foregoing was sent via U.S. Mail this 12<sup>th</sup> day of August, 2005, to all parties listed on the attached matrix.

I HEREBY CERTIFY that I am admitted to the Bar of the United States District Court for the Southern District of Florida and I am in compliance with the additional qualifications to practice

in this Court set forth in Local Rule 2090-1(A).

FURR AND COHEN, P.A.  
Attorney for Debtor  
2255 Glades Road  
One Boca Place, Suite 337W  
Boca Raton, FL 33431  
(561) 395-0500  
(561)338-7532-fax

By



ALVIN S. GOLDSTEIN  
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**AFFIDAVIT OF SPECIAL COUNSEL**  
(JAMES H. McLEMORE)

STATE OF ALABAMA

COUNTY OF MONTGOMERY

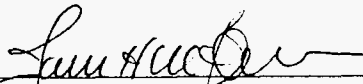
JAMES H. McLEMORE, being duly sworn, upon his oath deposes and says:

1. Affiant is a member of the Alabama Bar, is a member of the law firm of CAPELL & HOWARD, P.C., 150 South Perry Street, Montgomery, Alabama 36102, and is authorized to make and execute this Affidavit on behalf of CAPELL & HOWARD, P.C.


2. Affiant makes this Affidavit in support of the Application by the Debtor-In-Possession to employ special local counsel to assist the Debtors in the transfer of their Alabama telecommunications licenses in furtherance of the pending plan of reorganization.

3. Neither JAMES H. McLEMORE and the law firm of CAPELL & HOWARD, P.C., nor any partner or associate thereof, has any connection with the Debtor or any other party in interest and their respective attorneys and accountants and represents no interest adverse to the Debtor.

AFFIANT FURTHER SAYETH NAUGHT.

  
\_\_\_\_\_  
JAMES H. McLEMORE  
CAPPELL & HOWARD, P.C.  
150 South Perry Street  
Montgomery, Alabama 36102  
(334) 241-8058  
(334) 241-8258 (fax)

The foregoing instrument was acknowledged before me this 11 day of August, 2005, by James H. McLemore, who is personally known to me or who has produced \_\_\_\_\_ as ~~identification~~ and who did/did not take an oath.

  
NOTARY PUBLIC  
My Commission Expires: 12/29/08