

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

IN RE:) Chapter 11
MOLL INDUSTRIES, INC., *et al.*,¹) Case No. 10-11371 (MFW)
) Jointly Administered
)
Debtors.) **Objection Deadline: May 5, 2011 at 4:00 p.m.**
) **Hearing Date: Only if Objections filed**

NOTICE OF APPLICATION

PLEASE TAKE NOTICE THAT on April 15, 2011, the Debtors filed the attached *Eleventh Monthly Application of Sullivan Hazeltine Allinson LLC for Compensation for Services Rendered and Reimbursement of Expenses as Counsel to the Debtors for the Period from March 1, 2011 Through March 31, 2011* (the "Application") with the United States Bankruptcy Court for the District of Delaware (the "Bankruptcy Court").

PLEASE TAKE FURTHER NOTICE that any objections to the Application must be made in writing, filed with the Bankruptcy Court, 824 Market Street, Wilmington, Delaware 19801 and served so as to actually be received by the undersigned counsel for the Debtors on or before **May 5, 2011 at 4:00 p.m. Prevailing Eastern Time.**

PLEASE TAKE FURTHER NOTICE that, pursuant to the Administrative Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals (D.I. 78), if no Objection is filed and served in accordance with the above procedure, the Debtors will be authorized to pay 80% of the requested fees and 100% of the requested expenses without further order of the Court.

Dated: April 15, 2011
Wilmington, Delaware

SULLIVAN • HAZELTINE • ALLINSON LLC

/s/ William A. Hazeltine

William A. Hazeltine (No. 3294)
901 North Market Street, Suite 1300
Wilmington, DE 19801
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Attorneys for the Debtors and Debtors-in-Possession

¹ The Debtors in these cases are as follows: Moll Industries, Inc., Case No. 10-11371 (MFW); Moll Holdings, Inc., Case No. 10-11372 (MFW); Moll Europe Holdings, LLC, Case No. 10-11373 (MFW); and Moll Latin America Holdings, LLC, Case No. 10-11374 (MFW).

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**SUMMARY OF ELEVENTH MONTHLY APPLICATION OF SULLIVAN HAZELTINE
ALLINSON LLC FOR COMPENSATION FOR SERVICES RENDERED AND
REIMBURSEMENT OF EXPENSES AS COUNSEL TO THE DEBTORS
FOR THE PERIOD FROM MARCH 1, 2011 THROUGH MARCH 31, 2011**

Name of Applicant: Sullivan Hazeltine Allinson LLC ("SHA-LLC")

Authorized to Provide
Professional Services to: Debtors Moll Industries, Inc., et al.

Date of Retention: April 27, 2010 (*nunc pro tunc*)

Period for which compensation and
reimbursement is sought: March 1, 2011 through March 31, 2011 (the "Compensation
Period")

Amount of Compensation sought
as actual, reasonable and necessary: \$22,086.00

Amount of Expense Reimbursement sought
as actual, reasonable and necessary: \$43.12

This is an: X interim ___ final application.

The total time expended for preparation of this fee application is approximately 1.60 hours and the corresponding compensation of approximately \$345.00 will be requested in a subsequent fee application.

This is SHA-LLC's thirteenth fee application and eleventh monthly fee application in this case.

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COMPENSATION BY PROJECT CATEGORY

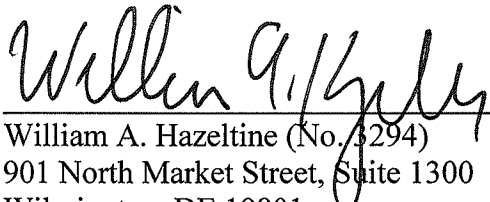
Project Category	Total Hours Billed	Total Compensation
Asset Analysis and Recovery	9.00	\$1,350.00
Asset Disposition	50.60	\$16,452.00
Claim Administration	0.20	\$72.00
Financing and Cash Collateral	3.40	\$1,224.00
Litigation	1.30	\$468.00
Omnibus Hearings	3.20	\$543.00
Pension and Retirement Plan Issues	0.50	\$180.00
Professional Fees	9.60	\$1,797.00
TOTAL	77.80	\$22,086.00

This interim fee application also seeks the reimbursement of the following expenses advanced on behalf of the Debtors in this matter.

<u>Description</u>	<u>Amount</u>
Case Administration	
Federal Express	\$43.12
TOTAL	\$43.12

Dated: April 15, 2011
Wilmington, Delaware

SULLIVAN • HAZELTINE • ALLINSON LLC


 William A. Hazeltine (No. 3294)
 901 North Market Street, Suite 1300
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Attorneys for the Debtor and Debtor in Possession

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

IN RE:) Chapter 11
MOLL INDUSTRIES, INC., *et al.*,¹) Case No. 10-11371 (MFW)
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**ELEVENTH MONTHLY APPLICATION OF SULLIVAN HAZELTINE ALLINSON
LLC FOR COMPENSATION FOR SERVICES RENDERED AND REIMBURSEMENT
OF EXPENSES AS COUNSEL TO THE DEBTORS FOR THE PERIOD
FROM MARCH 1, 2011 THROUGH MARCH 31, 2011**

Sullivan Hazeltine Allinson LLC (“SHA-LLC” or “Applicant”), counsel to Moll Industries, Inc. and its affiliated debtors (the “Debtors”), hereby submits its application, pursuant to 11 U.S.C. §§ 330, 331 and 503(b)(4), Rule 2016 of the Federal Rules of Bankruptcy Procedure and Del. Bankr. L.R. 2016-2, for interim allowance of compensation for services rendered and for reimbursement of expenses incurred solely for the Debtors, and in further explanation respectfully represents:

I. INTRODUCTION

1. By this application, SHA-LLC seeks, with regard to the Debtors, (i) an interim allowance and award of compensation (i) for professional services rendered by SHA-LLC, as counsel for the Debtors, for the period from March 1, 2011 through and including March 31, 2011 (the “Compensation Period”) in the amount of \$22,086.00 representing 77.80 hours in professional services; and (ii) reimbursement of actual and necessary expenses incurred by

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SHA-LLC during the Compensation Period in connection with the rendition of such professional services in the amount of \$43.12 (the "Application").

2. This Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334. This is a core proceeding pursuant to 28 U.S.C. § 157(b)(2). Venue of this proceeding and this application is proper in this district pursuant to 28 U.S.C. §§1408 and 1409. The statutory predicates for the relief sought herein are 11 U.S.C. §§ 330, 331, 503(b)(4), Federal Rule of Bankruptcy Procedure 2016 and Del. Bankr. L.R. 2016-2.

II. BACKGROUND

3. On April 27, 2010 (the "Petition Date"), the Debtors each filed with this Court a voluntary petition for relief under Chapter 11 of Title 11 of the United States Code (the "Bankruptcy Code"). Pursuant to sections 1107 and 1108 of the Bankruptcy Code, the Debtors are continuing to operate their businesses and manage their properties as debtors-in-possession. The Office of the United States Trustee appointed the Official Committee of Unsecured Creditors on May 10, 2010.

4. Prior to the Petition Date, the Debtors retained SHA-LLC as bankruptcy counsel to represent them in these proceedings. This Court approved the retention of SHA-LLC as counsel to the Debtors *nunc pro tunc* to April 27, 2010 (the "Retention Date") by order dated May 20, 2010 (Docket No. 81).

5. Applicant has received no payments or promises of payment from any source other than the Debtors for services rendered or to be rendered in any capacity whatsoever in these cases. There is no agreement or understanding between SHA-LLC and any other person for the sharing of compensation in connection with this case other than in accordance with the provisions of the Bankruptcy Code.

6. The services for which compensation is being sought by SHA-LLC were rendered for and on behalf of the Debtors and not for or on the behalf of any other interested party in this bankruptcy proceeding.

III. TIME RECORDS AND HOURLY RATES

7. William A. Hazeltine and Heidi Coleman of SHA-LLC provided services for the Debtors during the Compensation Period. Mr. Hazeltine was admitted to the Bar of the Supreme Court of Delaware in 1994. Mr. Hazeltine became an associate with the Wilmington, Delaware law firm of Potter Anderson & Corroon LLP on August 15, 1994 and became a partner at Potter Anderson & Corroon LLP effective January 1, 2003. Mr. Hazeltine left Potter Anderson & Corroon LLP in 2004 and began his own practice in 2005. On January 1, 2008, Mr. Hazeltine became a member of SHA-LLC. Applicant charged \$360.00 per hour for services rendered by Mr. Hazeltine during the Compensation Period.

5. Ms. Coleman is a paralegal with SHA-LLC and has 13 years of experience as a paralegal. Applicant charged \$150.00 per hour for services rendered by Ms. Coleman during the period covered by this Application.

6. The total time spent by SHA-LLC representing the Debtors during the Compensation Period was 77.80 hours and the compensation sought for the Compensation Period is \$22,086.00. This equates to a blended rate of \$283.88 per hour.

7. Attached hereto as Exhibit A and incorporated herein by reference are SHA-LLC's time records showing a daily log of all time spent by SHA-LLC providing services for the Debtors during the Compensation Period by Project Category. The attached time records provide a detailed, day-by-day explanation of the services rendered by SHA-LLC in connection

with this matter during that time. Applicant certifies that Applicant has reviewed Del. Bankr. L.R. 2016-2 and believes that the Application complies therewith.

8. Also included in Exhibit A, and incorporated herein by reference, is a summary of the expenses incurred by SHA-LLC during the Compensation Period on behalf of the Debtors. Expenses that SHA-LLC bills to its clients include charges for long distance telephone calls, photocopying, postage, courier services, Federal Express, court costs and transcript fees. The total expense for which reimbursement is sought in the Application is \$43.12. In a future fee application, SHA-LLC may seek reimbursement of additional expenses advanced or incurred on behalf of the Debtors during this Compensation Period that do not appear on Exhibit A.

IV. GENERAL DESCRIPTION OF SERVICES RENDERED

9 The services rendered by SHA-LLC that are the subject of this Application include the following:

(a) Asset Analysis and Recovery. During the compensation period, SHA-LLC professionals (1) reviewed and revised patent sale procedures; (2) drafted cure notice and (3) corresponded with parties in interest status of sale motions and procedures orders

(b) Asset Disposition. During the compensation period, SHA-LLC professionals (1) reviewed and commented on real estate purchase agreement; (2) communicated with parties in interest regarding sale procedures for Intellectual Property and Real Property sales; (3) reviewed and revised intellectual property and real property sale motions; and (4) reviewed and commented on motion to shorten notice; revised asset purchase agreements.

(c) Claim Administration. During the Compensation period, SHA-LLC professionals reviewed motion of Moll France regarding late filed claim.

(d) Financing and Cash Collateral. During the compensation period, SHA-LLC professionals reviewed and commented on the cash collateral budget and drafted a motion for extension of use of cash collateral.

(e) Litigation. During the compensation period, SHA-LLC professionals reviewed pleadings in committee adversary proceeding and commented on proposed stipulation.

(f) Omnibus Hearings. During the Compensation period, SHA-LLC professionals (i) prepared agendas, hearing binders and certificates of no objection for applicable documents for all hearings, (ii) communicated with the Court and parties in interest regarding omnibus hearings, and (iii) prepared for upcoming omnibus hearings in these cases.

(g) Pension and Retirement Plan Issues. During the compensation period, SHA-LLC professionals communicated with parties in interest regarding benefit plan issues.

(h) Professional Fees. During the Compensation period, SHA-LLC professionals prepared and filed monthly and quarterly fee applications for SHA-LLC, Merritt Sadler Group, LLP, and TurnPoint Advisors LLC and reviewed fee applications filed by other professionals.

V. CONCLUSION

16. The compensation sought by Applicant is based on the normal hourly rates charged by Applicant for work of this character. The services rendered by Applicant to the Debtors were necessary and appropriate and to date have benefited the Debtors, their creditors, and estates. The amount of compensation sought by SHA-LLC is consistent with the factors enumerated in 11 U.S.C. §330, in that the amount sought is reasonable compensation for actual, necessary services rendered by the Applicant taking into account all relevant factors, including time spent on such services; the rates charged for such services; the complexity, importance, and

nature of the problem, issue or task addressed; and the customary compensation charged by comparably skilled practitioners in cases other than cases under the Bankruptcy Code.

WHEREFORE, Applicant respectfully requests that this Court enter an order:

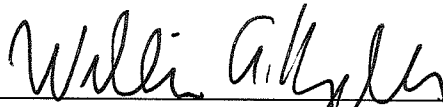
(a) approving the allowance of compensation for professional services that were rendered by SHA-LLC to the Debtors during the period from March 1, 2011 through and including March 31, 2011 in the amount of \$22,086.00;

(b) approving the reimbursement of SHA-LLC's expenses incurred in connection with the rendering of such services in the amount of \$43.12; and

(c) granting to SHA-LLC such other relief as this Court may deem just and proper.

Dated: April 15, 2011
Wilmington, Delaware

SULLIVAN • HAZELTINE • ALLINSON LLC



William A. Hazeltine (No. 3294)
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Wilmington, DE 19801
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Attorneys for the Debtor and Debtor-in-Possession

Exhibit A

SULLIVAN HAZELTINE ALLINSON LLC

**Attorneys and Counselors at Law
901 North Market Street, Suite 1300
Wilmington, DE 19801
Tax ID # 20-5238500**

Tel: (302) 428-8191

Fax:(302) 428-8195

April 11, 2011

Invoice # 13232

Moll Industries, Inc.
c/o Jeffrey Merritt
Moll Industries, Inc.
13455 Noel Road, Suite 1310
Dallas, TX 75240

In Reference To: Moll Industries, Inc.

Professional Services

	<u>Hours</u>	<u>Amount</u>
<u>Asset Analysis and Recovery</u>		
3/11/2011 HMC Review and revise patent sale procedures	0.80	120.00
3/15/2011 HMC Draft cure notice for the patent sale motion and revise notice of patent sale	1.20	180.00
3/16/2011 HMC Draft notices for approval of patent and real property sales; draft motion to extend cash collateral and motion to shorten regarding Settlement Agreement; review and revise motions to shorten regarding sale procedures motions	2.20	330.00
3/22/2011 HMC Correspondence with Jeff Merritt; correspondence with WAH and members of the Board regarding sale motions; revise motions to shorten; file and coordinate service of sale procedures motions, motions to shorten and sale approval motions; correspondence with Mark Mullen	2.50	375.00
3/23/2011 HMC Review of docket entries; correspondence with WAH and Jeff Merritt; draft, file and serve notices of procedures motions; coordinate serve of orders approving motions to shorten	0.90	135.00
3/31/2011 HMC Review of docket entries; prepare notices for the auction and sales, cure and sale approval motions; correspondence with WAH; file and coordinate service of same	1.40	210.00
SUBTOTAL:	[9.00	1,350.00]
<u>Asset Disposition</u>		
3/3/2011 WAH Review real estate purchase agreement and discussion with J. Merritt re: same	0.50	180.00

			<u>Hours</u>	<u>Amount</u>
3/3/2011	WAH	Revise asset purchase agreement for brush wire patent received from purchaser	1.70	612.00
3/4/2011	WAH	Discussion with H. Coleman re: motion for sale of real property	0.20	72.00
	WAH	Communications with prospective bidder re: patent sale	0.20	72.00
	WAH	Wrap up damage deposit issue re: Branford sale	0.20	72.00
3/7/2011	WAH	Communications re: sale of real property	0.20	72.00
	HMC	Prepare motions, notices, draft asset purchase agreement and orders for sale of real property and related procedures	4.80	720.00
3/8/2011	HMC	Review of correspondence regarding patent registration	0.20	30.00
	WAH	Discussion with J. Merritt re: sale motions and status of patent asset purchase agreement	0.20	72.00
	WAH	Review and comment on real estate purchase agreement	0.40	144.00
	WAH	Discussion with Berkenhoff's counsel re: sale of patent	0.20	72.00
3/9/2011	WAH	Communications with Berkenhoff's counsel re: sale of patent	0.20	72.00
	WAH	Discussion with J. Merritt re: sales of patent and real estate	0.20	72.00
3/11/2011	WAH	Discussion with J. Merritt re: sale issues	0.20	72.00
	WAH	Review revised real estate purchase agreement	0.30	108.00
	WAH	Review and comment on Berkenhoff asset purchase agreement	2.90	1,044.00
3/13/2011	HMC	Review and revise sale procedures motion and order for IP	0.70	105.00
3/14/2011	WAH	Revise procedures motion re: real property sale, procedures, notice and proposed order	3.80	1,368.00
	WAH	Review and comment on revised patent asset purchase agreement. and communications re: same	0.60	216.00
	WAH	Revise real property sale agreement	0.80	288.00
	HMC	Revise sale procedures motion, order, notice and procedure for patent sale; draft motions to shorten notice for the patent and real property sale motions;	2.60	390.00
	WAH	Revise procedures motion re: intellectual property sale, procedures, notice and proposed order	2.70	972.00
3/15/2011	WAH	Revise real estate sales procedure motion and related documents and prepare for filing	0.60	216.00
	WAH	Review and comment on revised IP APA	0.70	252.00
	WAH	Discussion with M. Mullin re: sale motions	0.20	72.00
	WAH	Revise real property sale motion	1.40	504.00

		<u>Hours</u>	<u>Amount</u>
3/15/2011	WAH Draft proposed orders for real estate and IP sales	1.80	648.00
	WAH Review and further revise revised procedures motions, sale procedures, notices and proposed orders	2.30	828.00
	WAH Draft motion re: sale of intellectual property and proposed order	3.90	1,404.00
	WAH Discussion with potential real estate purchaser	0.20	72.00
3/16/2011	WAH Review IP procedures motion and communications re: same	0.40	144.00
	WAH Revise real property procedures and sale motions and proposed orders and prepare for filing	2.20	792.00
	WAH Review and comment on motions to shorten re: procedures motion	0.80	288.00
	WAH Discussions with M. Mullin and J. Merritt re: status of sales	0.30	108.00
	WAH Revise IP sale procedures motion, procedures, proposed order and notices and communications re: same	2.90	1,044.00
3/17/2011	WAH Communications with Berkenhoff's counsel re: payment of pre-closing royalties	0.20	72.00
	WAH Discussion with D. Werb re: IP bid procedures	0.20	72.00
3/18/2011	WAH Revise sale procedure motions, sale motions and proposed orders	1.90	684.00
	WAH Communications re: IP sale procedures	0.30	108.00
	WAH Revise motions to shorten notice re: procedures motions	0.80	288.00
3/22/2011	WAH Communications re: preparation and filing of sale motions	0.60	216.00
3/29/2011	WAH Review and comment on Berkenhoff's revisions to IP sale procedures (.6); discussion with D. Werb re: same (.3); revise procedures (1.1)	2.00	720.00
3/30/2011	WAH Prepare for sale procedures hearing (.8); meet with J. Merritt re: same (.9); attend hearing (.7)	2.40	864.00
	HMC Review of sale procedure orders	0.10	15.00
3/31/2011	WAH Prepare sale notices for filing and service	0.60	216.00
	SUBTOTAL:	[50.60	16,452.00]
	<u>Claim Administration</u>		
3/9/2011	WAH Review Moll France motion re: late claim and email to J. Merritt re: same	0.20	72.00
	SUBTOTAL:	[0.20	72.00]
	<u>Financing and Cash Collateral</u>		
3/1/2011	WAH Communications re: line item amounts for budget	0.20	72.00

	<u>Hours</u>	<u>Amount</u>
3/4/2011 WAH Review and comment on draft cash collateral budget	0.40	144.00
3/7/2011 WAH Communications re: cash collateral budget	0.20	72.00
3/8/2011 WAH Discussion with M. Busenkell re: cash collateral budget	0.20	72.00
3/14/2011 WAH Review A/P list for budget and communications re: same	0.20	72.00
3/18/2011 WAH Revise motion re: extension of cash collateral use	1.60	576.00
3/29/2011 WAH Email to J. Merritt re: cash collateral issues	0.60	216.00
 SUBTOTAL:	 [3.40	 1,224.00]
<u>Litigation</u>		
3/9/2011 WAH Review pleadings in committee adversary proceeding	0.80	288.00
3/16/2011 WAH Review and comment on proposed stipulation re: advancements for defense costs from insurance company to former officers and directors and communications re: same	0.30	108.00
3/29/2011 WAH Review adversary pleadings	0.20	72.00
 SUBTOTAL:	 [1.30	 468.00]
<u>Omnibus Hearings</u>		
3/24/2011 HMC Review of docket entries; draft agenda for March 30th hearing; prepare hearing binders for same	1.60	240.00
3/28/2011 WAH Agenda for March 30 hearing	0.30	108.00
HMC File and coordinate service of March 30th agenda (.3); review of docket entries and coordinate service of order regarding late filed claim (.3); correspondence with claims agent (.1)	0.70	105.00
3/30/2011 HMC Hearing preparation	0.60	90.00
 SUBTOTAL:	 [3.20	 543.00]
<u>Pension and Retirement Plan Issues</u>		
3/3/2011 WAH Communications re: pension plan	0.20	72.00
3/17/2011 WAH Review pension plan documents and communications re: same	0.30	108.00
 SUBTOTAL:	 [0.50	 180.00]
<u>Professional Fees</u>		
3/2/2011 WAH Discussion with J. Daniel re: committee professional fees	0.20	72.00
3/4/2011 HMC Review of docket entries; draft certificate of no objection for SHA ninth fee application	0.30	45.00

	<u>Hours</u>	<u>Amount</u>
3/4/2011 WAH Certificate of No Objection for SHA January fee application	0.20	72.00
3/7/2011 HMC Review of revise TurnPoint's fifth fee application; correspondence with Jon Daniel	1.20	180.00
3/10/2011 HMC Correspondence with Jon Daniel; revise TurnPoint's fifth fee application; file and coordinate service of same	0.60	90.00
HMC Review and Revise Merritt Sadler's December 2010 fee application and notice; draft Merritt Sadler's January fee application notice	0.40	60.00
3/11/2011 HMC Draft January fee application for Merritt Sadler	0.70	105.00
HMC Draft SHA February 2011 fee application, summary and notice	1.30	195.00
HMC Draft, file and coordinate service of certificates of no objection for TurnPoint's third and fourth fee applications	1.10	165.00
3/18/2011 WAH Review Womble Carlyle February fee application	0.20	72.00
WAH Revise SHA February fee application	0.60	216.00
WAH Review and comment on Merritt Sadler December and January fee applications	0.30	108.00
3/21/2011 HMC File and coordinate service of SHA February fee application (.4); correspondence with Jeff Merritt; revise, file and coordinate service of December and January staffing reports (.7)	1.10	165.00
3/29/2011 HMC Draft TurnPoint's sixth fee application	0.60	90.00
WAH Review and comment on TurnPoint 6th fee application	0.20	72.00
3/30/2011 HMC Correspondence with Jon Daniel regarding sixth monthly staffing report; revise; file and coordinate same	0.60	90.00
 SUBTOTAL:	 [9.60	 1,797.00]
For professional services rendered	77.80	\$22,086.00
Additional Charges :		
<u>Case Administration</u>		
2/28/2011 Federal Express		43.12
 SUBTOTAL:		 [43.12]
Total additional charges		\$43.12
 Total amount of this bill		 \$22,129.12