

**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)
))
Debtors.) Jointly Administered
))
) **Objection deadline: May 13, 2010 at 4:00 p.m.**
) **Hearing Date: May 20, 2010 at 3:00 p.m.**

NOTICE OF MOTION

PLEASE TAKE NOTICE THAT on May 3, 2010, the Debtors filed their attached *Motion of the Debtors for an Order Pursuant to 11 U.S.C. §§ 101(a) and 331 Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professions* (the “Motion”) with the United States Bankruptcy Court for the District of Delaware (the “Bankruptcy Court”).

PLEASE TAKE FURTHER NOTICE that any objections to the Motion 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 13, 2010 at 4:00 p.m. EDT.**

PLEASE TAKE FURTHER NOTICE that a hearing on the Motion will be held before the Honorable Mary F. Walrath at the Bankruptcy Court, 5th Floor, Courtroom 4, on **May 20, 2009 at 3:00 p.m. EDT.**

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).

Docket No. 43
Date 5.3.10

PLEASE TAKE FURTHER NOTICE THAT IF NO OBJECTION OR OTHER RESPONSE TO THE MOTION IS TIMELY FILED IN ACCORDANCE WITH THE PROCEDURES SET FORTH ABOVE, THE BANKRUPTCY COURT MAY ENTER AN ORDER GRANTING THE RELIEF SOUGHT IN THE MOTION WITHOUT FURTHER NOTICE OR A HEARING.

Dated: May 3, 2010
Wilmington, Delaware

SULLIVAN • HAZELTINE • ALLINSON LLC

/s/ William A. Hazeltine

William A. Hazeltine (No. 3294)

John G. Pope (No. 4888)

4 East 8th Street, Suite 400

Wilmington, DE 19801

Tel: (302) 428-8191

Fax: (302) 428-8195

*Proposed Attorneys for the Debtors and
Debtors-in-Possession*

**IN THE UNITED STATES BANKRUPTCY COURT
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) **Objection deadline: May 13, 2010 at 4:00 p.m.**
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**MOTION OF THE DEBTORS FOR AN ORDER PURSUANT TO
11 U.S.C. §§ 105(a) AND 331 ESTABLISHING PROCEDURES FOR INTERIM
COMPENSATION AND REIMBURSEMENT OF EXPENSES OF PROFESSIONALS**

Moll Industries, Inc. and its affiliated debtors (the “Debtors”), debtors and debtors-in-possession in the above captioned Chapter 11 cases, hereby move this Honorable Court (the “Motion”) for the entry of an order, pursuant to sections 105(a) and 331 of title 11 of the United States Code, 11 U.S.C. §§ 101 *et seq.* (the “Bankruptcy Code”), establishing procedures for interim compensation for services rendered and reimbursement of expenses incurred by professionals retained by the Debtors and the official committee of unsecured creditors appointed in these chapter 11 cases (the “Committee”). In support of this Motion, the Debtors state the following:

JURISDICTION

1. 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 is proper in this Court

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).

pursuant to 28 U.S.C. §§ 1408 and 1409. The statutory and legal predicates for the relief sought herein are sections 105(a) and 331 of the Bankruptcy Code.

BACKGROUND

1. On April 27, 2010 (the “Petition Date”), each of the Debtors filed a voluntary petition pursuant to Chapter 11 of the Bankruptcy Code commencing the above captioned cases, which are being jointly administered for procedural purposes only. The Debtors are operating as debtors-in-possession pursuant to Sections 1107 and 1108 of the Bankruptcy Code.

2. No committee has yet been appointed or designated.

3. The Debtors are a significant provider of global injection molding and full-service contract manufacturing solutions for the medical, appliance, industrial, consumer and automotive markets. They are also specialists in drug delivery, surgical devices, enclosures and fluid delivery products, and are considered one of the most experienced full-service contract manufacturer of custom injection molded components and assemblies to the appliance industry in North America. They have registered medical device establishment with the FDA in their manufacturing facilities in Seagrove, North Carolina and Donegal, Ireland.

RELIEF REQUESTED

2. Pursuant to sections 105(a) and 331 of the Bankruptcy Code and Rule 2016(a) of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), the Debtors seek entry of an administrative order establishing certain procedures by which professionals retained pursuant to Sections 327, 328 and 331 of the Bankruptcy Code in these chapter 11 cases (collectively, the “Professionals”) may obtain interim compensation and reimbursement of expenses on a monthly basis, on terms that satisfy the requirements of Rule 2016-2 of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware (the

“Local Rules”). Such an order will streamline the professional compensation process and enable the court and all parties in interest to more effectively monitor the fees incurred by the Professionals. Such procedures will also avoid forcing the Professionals to finance these chapter 11 cases while awaiting final approval of their fees and expenses.

RETENTION OF PROFESSIONALS

3. The Debtors have filed, are filing contemporaneously herewith or anticipate filing in the near future, applications to retain Sullivan Hazeltine Allinson LLC as counsel to the Debtors. The Debtors may seek to retain other estate professionals in these chapter 11 cases as the need arises. In addition, the Debtors anticipate that the Committee will seek to retain professionals.

PROPOSED INTERIM COMPENSATION PROCEDURES

4. The Debtors propose that the Court adopt the following procedures (the “Compensation Procedures”) for the allowance of interim compensation for services rendered and reimbursement of expenses incurred by the Professionals:

(a) On or before the 25th day of each calendar month (the “Application Due Date”) following the month for which compensation is sought, each Professional seeking interim approval and allowance of its fees and expenses may file an application (the “Monthly Fee Application”) with the Court for interim allowance of compensation for services rendered and reimbursement of expenses incurred during the preceding month (the “Compensation Period”) and serve a copy of such Monthly Fee Application on each of the following parties (the “Notice Parties”) by hand delivery, overnight mail or electronic mail:

- (i) Moll Industries, Inc., c/o Jeffrey C. Meritt, CRO,
13455 Noel Road, Suite 1310, Dallas, TX 75240, Tel: (214) 226-0794
(jeff@merrittsadlergroup.com);
- (ii) Counsel to the Debtors, Sullivan Hazeltine Allinson LLC, 4 East 8th Street,
Suite 400, Wilmington, DE 19801, Attn: William A. Hazeltine, Esquire
(whazeltine@sha-llc.com);

- (iii) Counsel to Highland Capital Management LP, Michael R. Lastowski, Esquire (MLastowski@duanemorris.com), Duane Morris, LLP, fax number 302-397-0801, 1100 North Market Street, Suite 1200, Wilmington, DE 19801; and Mark X. Mullin, Esquire (mark.mullin@haynesboone.com), fax number 214-651-5940, Haynes and Boone, LLP, 2323 Victory Avenue, Suite 700, Dallas, TX 75219;
- (iv) The Office of the United States Trustee for the District of Delaware, J. Caleb Boggs Federal Building, 844 N. King Street, Room 2207, Lockbox 35, Wilmington, Delaware 19801, Attn: David L. Buchbinder, Esquire; and
- (v) Counsel for any statutory committee filed in these cases.

(b) All Monthly Fee Applications shall comply with the Bankruptcy Code, the Bankruptcy Rules and the Local Rules, and shall include, as an exhibit, time records that itemize services.

(c) Each Notice Party will have twenty (20) days after service of a Monthly Fee Application to object thereto (the "Objection Deadline"). If no objections are raised prior to the expiration of the Objection Deadline, the Professional submitting the Monthly Fee Application may file a certificate of no objection with the Court, after which the Debtors shall be authorized to pay such Professional an amount equal to 80% of the fees and 100% of the expenses requested in its Monthly Fee Application (the "Maximum Interim Payment"). If an objection is properly filed pursuant to subparagraph (d) below, the Debtors shall be authorized to pay the Professional 80% of the fees and 100% of the expenses not subject to an objection (the "Actual Interim Payment"). The first Monthly Fee Application submitted by each Professional, which shall be due on or before June 25, 2010, shall cover the period from the Petition Date through and including May 31, 2010.

(d) If any Notice Party objects to a Professional's Monthly Fee Application, it must, on or before the expiration of the Objection Deadline, file with the Court and serve on such Professional and each Notice Party a written objection (the "Objection") so as to be received on or before the Objection Deadline. Any such Objection shall identify with specificity the objectionable fees and/or expenses, including the amount of such objected to fees and/or expenses, and the basis for such Objection. Thereafter, the objecting party and the affected Professional may attempt to resolve the Objection on a consensual basis. If the parties are unable to reach a resolution, the affected Professional may either: (i) file a response to the Objection with the Court, together with a request for payment of the difference, if any, between the Maximum Interim Payment and the Actual Interim Payment made to such Professional (the "Incremental Amount"); or (ii) forego payment of the Incremental Amount until the next quarterly fee application request hearing or final fee application hearing, at which time the Court will consider and rule on the Objection if requested by the parties.

(e) Beginning with the three month period from the Petition Date and ending on July 31, 2010, and at the end of each three month period thereafter, each Professional must file with the Court and serve on the Notice Parties a request (a "Quarterly Fee")

Application Request”) pursuant to Section 331 of the Bankruptcy Code, for interim Court approval and allowance of compensation for services rendered and reimbursement of expenses sought in the Monthly Fee Applications filed during such period (the “Interim Fee Period”). The Quarterly Fee Application Request will include a summary of the Monthly Fee Applications that are the subject of the request and any other information requested by the Court or required by the local rules. Each Quarterly Fee Application Request shall be filed with the Court and served on the Notice Parties by no later than 45 days after the end of the applicable Interim Fee Period (the “Interim Fee Application Deadline”). The first Interim Fee Application Deadline shall be September 15, 2010, and the first Quarterly Fee Application Request shall cover the Interim Fee Period from the Petition Date through and including July 31, 2010. Any Professional who fails to file a Quarterly Fee Application Request when due shall be ineligible to receive further interim payments of fees or expenses as provided herein until such time as the Quarterly Fee Application Request is submitted.

(f) The Debtors shall request that the Court schedule a hearing on Quarterly Fee Application Requests at least once every three (3) months or at such other intervals as the Court deems appropriate. If no Objections are pending, the Court may grant a Quarterly Fee Application without a hearing.

(g) The pendency of an Objection to payment of compensation or reimbursement of expenses shall not disqualify a Professional from the future payment of compensation or reimbursement of expenses pursuant to the Compensation Procedures.

(h) Neither (i) the payment of or the failure to pay, in whole or in part, monthly interim compensation and reimbursement of expenses under the Compensation Procedures, nor (ii) the filing of or the failure to file an Objection to any Monthly Fee Application or Quarterly Fee Application Request will bind any party in interest or the Court with respect to the allowance of interim or final applications for compensation for services rendered and reimbursement of expenses of Professionals. All fees and expenses paid to Professionals in accordance with the Compensation Procedures are subject to disgorgement until final allowance by the Court.

5. The Debtors further request that the Court limit service of the Monthly Fee Applications, Quarterly Fee Application Requests, final fee applications and Hearing Notices (as defined herein) as follows: (i) the Notice Parties shall be entitled to receive the Monthly Fee Applications, Quarterly Fee Application Requests, final fee applications, and notices of any hearing thereon (the “Hearing Notices”) and (ii) parties in interest requesting notice pursuant to Bankruptcy Rule 2002 shall be entitled to receive only the Quarterly Fee Application Requests, final fee applications, and Hearing Notices. Providing notice of fee applications and requests in

this manner will permit the parties most active in this chapter 11 case to monitor the fees and expenses incurred by Professionals and will avoid unnecessary duplication and mailing expenses.

6. Based on the foregoing, the Debtors respectfully submit that the proposed Compensation Procedures will (i) enable the Debtors, the Court and other parties in interest to closely monitor the costs of administering these chapter 11 cases, and (ii) reduce the financial burdens imposed on the Professionals.

BASIS FOR RELIEF

7. Section 331 of the Bankruptcy Code provides, in relevant part, as follows:

A trustee, an examiner, a debtor’s attorney, or any professional person employed under section 327 or 1103 of this title may apply to the court no more than once every 120 days after an order for relief in a case under this title, or more often if the Court permits, for such compensation for services rendered before the date of such an application or reimbursement for expenses incurred before such date as provided under section 330 of this title. After notice and a hearing, the court may allow and disburse to such applicant such compensation or reimbursement.

11 U.S.C. §331.

8. Congress’ intent in enacting section 331 is expressed unequivocally in the House and Senate Reports accompanying enactment of the Bankruptcy Code:

The court may permit more frequent applications if the circumstances warrant, such as in very large cases where the legal work is extensive and merits more frequent payments. The court is authorized to allow and order disbursement to the applicant of compensation and reimbursement that is otherwise allowable under section 330.

H.R. Rep. No. 595, 95th Cong. 1st Sess. 330 (1977); S. Rep. No. 989, 95th Cong., 2d Sess. 41-42(1978).

9. Section 105(a) of the Bankruptcy Code provides, in pertinent part, that “[t]he court may issue any order, process, or judgment that is necessary or appropriate to carry out the provisions of this title.” 11 U.S.C. §105(a). This Court has regularly entered orders, pursuant to

sections 105(a) and 331 of the Bankruptcy Code, establishing procedures providing for the interim compensation and expense reimbursement of professionals on a monthly basis.

10. The Debtors submit that the Compensation Procedures are appropriate and consistent with interim compensation procedures established in other chapter 11 cases in this District. *See, e.g., In re Tweeter Home Entertainment*, Ch. 11 Case No. 07-10787 (PJW) (Bankr. D. Del. Jul. 12, 2007).

11. The Debtors further submit that the efficient administration of this chapter 11 case will be significantly aided by implementing the Compensation Procedures. Accordingly, the Debtors submit that the relief requested herein is in the best interests of the Debtors, their estate and creditors, and therefore should be granted.

NOTICE

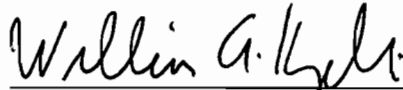
12. Notice of this Motion has been served on (i) the Office of the United States Trustee for the District of Delaware; (ii) the Debtors' twenty largest creditors; (iii) Counsel for NexBank, as Administrative Agent and Collateral Agent for the Debtors' pre-petition secured lenders; and (v) all parties that have requested special notice pursuant to Bankruptcy Rule 2002.

CONCLUSION

WHEREFORE, the Debtors respectfully request that this Court enter an order, in substantially the form attached hereto as Exhibit A, granting the relief requested herein and granting such other and further relief as the Court deems just and proper.

Dated: May 3, 2010
Wilmington, Delaware

SULLIVAN • HAZELTINE • ALLINSON LLC



William A. Hazeltine (No. 3294)
John G. Pope (No. 4888)
4 East 8th Street, Suite 400
Wilmington, DE 19801
Tel: (302) 428-8191
Fax: (302) 428-8195
whazeltine@sha-llc.com

*Proposed Attorneys for the Debtors and
Debtors-in-Possession*

Exhibit A

**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)
))
 Debtors.) Jointly Administered
))
) **Related Docket No. _____**

**ORDER AUTHORIZING PROCEDURES FOR INTERIM COMPENSATION
AND REIMBURSEMENT OF EXPENSES OF PROFESSIONALS**

Upon the Motion of Nexpak Corporation and its affiliated debtors (the "Debtors"), debtors and debtors-in-possession for entry of an order pursuant to sections 105(a) and 331 of the United State Code, 11 U.S.C. §§101 *et seq.* (the "Bankruptcy Code") establishing procedures for the interim compensation and reimbursement of expenses of professionals; and due and proper notice of this Motion having been given; and it appearing that no other or further notice is required; and it appearing that the Court has jurisdiction to consider the Motion in accordance with 28 U.S.C. §§157 and 1334; and it appearing that venue of this proceeding and this Motion is proper pursuant to 28 U.S.C. §§1408 and 1409; and it appearing that the relief requested is in the best interest of the Debtors, their estates, and creditors and after due deliberation, and sufficient cause appearing therefore, it is hereby Ordered as follows:

1. The relief requested in the Motion is GRANTED.
2. Except as otherwise provided in an order of the Court authorizing the retention of a particular professional, the professionals specifically retained pursuant to an order of the Court

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in these cases (each a “Professional” and collectively, the “Professionals”) may seek interim payment of compensation and reimbursement of expenses in accordance with the following procedures (collectively, the “Compensation Procedures”):

(a) On or before the 25th day of each calendar month (the “Application Due Date”) following the month for which compensation is sought, each Professional seeking interim approval and allowance of its fees and expenses may file an application (the “Monthly Fee Application”) with the Court for interim allowance of compensation for services rendered and reimbursement of expenses incurred during the preceding month (the “Compensation Period”) and serve a copy of such Monthly Fee Application on each of the following parties (the “Notice Parties”) by hand delivery, overnight mail or electronic mail:

- (i) Moll Industries, Inc., c/o Jeffrey C. Meritt, CRO, Jeffrey Merritt
13455 Noel Road, Suite 1310, Dallas, TX 75240, Tel: (214) 226-0794
(jeff@merrittsadlergroup.com);
- (ii) Counsel to the Debtors, Sullivan Hazeltine Allinson LLC, 4 East 8th Street,
Suite 400, Wilmington, DE 19801, Attn: William A. Hazeltine, Esquire
(whazeltine@sha-llc.com);
- (iii) Counsel to Highland Capital Management LP, Michael R. Lastowski,
Esquire (MLastowski@duanemorris.com), Duane Morris, LLP, fax number
302-397-0801, 1100 North Market Street, Suite 1200, Wilmington, DE
19801; and Mark X. Mullin, Esquire (mark.mullin@haynesboone.com), fax
number 214-651-5940, Haynes and Boone, LLP, 2323 Victory Avenue,
Suite 700, Dallas, TX 75219;
- (iv) The Office of the United States Trustee for the District of Delaware, J.
Caleb Boggs Federal Building, 844 N. King Street, Room 2207, Lockbox
35, Wilmington, Delaware 19801, Attn: David L. Buchbinder, Esquire; and
- (v) Counsel to any official committee appointed in these cases.

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(e) Beginning with the three month period from the Petition Date and ending on July 31, 2010, and at the end of each three month period thereafter, each Professional must file with the Court and serve on the Notice Parties a request (a "Quarterly Fee Application Request") pursuant to Section 331 of the Bankruptcy Code, for interim Court approval and allowance of compensation for services rendered and reimbursement of expenses sought in the Monthly Fee Applications filed during such period (the "Interim Fee Period"). The Quarterly Fee Application Request will include a summary of the Monthly Fee Applications that are the subject of the request and any other information requested by the Court or required by the local rules. Each Quarterly Fee Application Request shall be filed with the Court and served on the Notice Parties by no later than 45 days after the end of the applicable Interim Fee Period (the "Interim Fee Application Deadline"). The first Interim Fee Application Deadline shall be September 15, 2010, and the first Quarterly Fee Application Request shall cover the Interim Fee Period from the Petition Date through and including July 31, 2010. Any Professional who fails to file a Quarterly Fee Application Request when due shall be ineligible to receive further interim payments of fees or expenses as provided herein until such time as the Quarterly Fee Application Request is submitted.

(f) The Debtors shall request that the Court schedule a hearing on Quarterly Fee Application Requests at least once every three (3) months or at such other intervals as the Court deems appropriate. If no Objections are pending, the Court may grant a Quarterly Fee Application without a hearing.

(g) The pendency of an Objection to payment of compensation or reimbursement of expenses shall not disqualify a Professional from the future payment of compensation or reimbursement of expenses pursuant to the Compensation Procedures.

(h) Neither (i) the payment of or the failure to pay, in whole or in part, monthly interim compensation and reimbursement of expenses under the Compensation Procedures, nor (ii) the filing of or the failure to file an Objection to any Monthly Fee Application or Quarterly Fee Application Request will bind any party in interest or the Court with respect to the allowance of interim or final applications for compensation for services rendered and reimbursement of expenses of Professionals. All fees and expenses paid to Professionals in accordance with the Compensation Procedures are subject to disgorgement until final allowance by the Court.

3. Service of the Monthly Fee Applications, Quarterly Fee Application Requests, final fee applications and Hearing Notices (as defined herein) shall be limited as follows: (i) the Notice Parties shall be entitled to receive the Monthly Fee Applications, Quarterly Fee Application Requests, final fee applications, and notices of any hearing thereon (the "Hearing Notices") and (ii) parties in interest requesting notice pursuant to Bankruptcy Rule 2002 shall be entitled to receive only the Quarterly Fee Application Requests, final fee applications, and Hearing Notices

4. This Court shall retain jurisdiction to hear and determine all matters arising from or related to the implementation and/or interpretation of this Order.

Dated: May ____, 2010
Wilmington, Delaware

THE HONORABLE MARY F. WALRATH
UNITED STATES BANKRUPTCY JUDGE

File a Motion:10-11371-MFW Moll Industries, Inc.

Type: bk

Chapter: 11 v

Office: 1 (Delaware)

Assets: y

Judge: MFW

Case Flag: PlnDue, DsclsDue

U.S. Bankruptcy Court**District of Delaware**

Notice of Electronic Filing

The following transaction was received from William A. Hazeltine entered on 5/3/2010 at 4:52 PM EDT and filed on 5/3/2010

Case Name: Moll Industries, Inc.**Case Number:** 10-11371-MFW**Document Number:** 43**Docket Text:**

Motion for Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals Filed by Moll Industries, Inc.. Hearing scheduled for 5/20/2010 at 03:00 PM at US Bankruptcy Court, 824 Market St., 5th Fl., Courtroom #4, Wilmington, Delaware. (Hazeltine, William)

The following document(s) are associated with this transaction:

Document description:Main Document**Original filename:**C:\fakepath\Interim Compensation Motion.pdf**Electronic document Stamp:**

[STAMP bkecfStamp_ID=983460418 [Date=5/3/2010] [FileNumber=8415075-0]
[2a1e37a833e1bea9f4e6859664551e886ee2a5226e5d42c11b40df0c27d6d9a4128be
f92f08585c6195111140341a087ddcbf77195d270b25a88e28effa6c059]]

10-11371-MFW Notice will be electronically mailed to:

William A. Hazeltine on behalf of Debtor Moll Industries, Inc.
Bankruptcy001@sha-llc.com

Richard W. Riley on behalf of Creditor NexBank, SSB
rwiley@duanemorris.com

Sommer Leigh Ross on behalf of Creditor NexBank, SSB
sross@duanemorris.com

United States Trustee
USTPREGION03.WL.ECF@USDOJ.GOV

10-11371-MFW Notice will not be electronically mailed to:

Delaware Claims Agency, LLC
230 North Market Street
Wilmington, DE 19801