

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

IN RE:	)	Chapter 11
)	
MOLL INDUSTRIES, INC., <i>et al.</i> , 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 and Debtors in Possession for Authorization to Employ Professionals Used in the Ordinary Course of the Debtors' Business* (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. prevailing Eastern time.**

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 2010 at 3:00 p.m. prevailing Eastern time.**

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. 45
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. 4448)

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

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

IN RE:	)	Chapter 11
)	
MOLL INDUSTRIES, INC., <i>et al.</i> , 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.

**MOTION OF THE DEBTORS AND DEBTORS IN POSSESSION
FOR AUTHORIZATION TO EMPLOY PROFESSIONALS USED
IN THE ORDINARY COURSE OF THE DEBTORS' BUSINESS**

Moll Industries, Inc. and its affiliated debtors (the “Debtors”), debtors and debtors-in-possession in the above captioned Chapter 11 cases, file this motion (the “Motion”) for entry of an order authorizing the Debtors to retain and compensate certain professionals utilized in the ordinary course of the Debtors’ business *nunc pro tunc* to the Petition Date (as defined herein). In support of this Motion, the Debtors respectfully state as follows:

JURISDICTION

1. This Court has jurisdiction to consider this matter pursuant to 28 U.S.C. §§ 157 and 1334. This is a core proceeding pursuant to 28 U.S.C. § 157(b). Venue is proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409. The statutory predicates for the requested relief are Sections 105, 327, 328, and 330 of the Bankruptcy Code.

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).

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. By this Motion, the Debtors request authority, pursuant to sections 105(a), 327, 328 and 330 of the Bankruptcy Code, to retain and compensate certain professionals that the Debtors employ in the ordinary course of business without the submission of separate employment applications and the issuance of separate retention orders for each individual professional.

3. Specifically, the Debtors retain various attorneys and other professionals in the ordinary course of their business operations (each an "Ordinary Course Professional" and collectively, the "Ordinary Course Professionals"). The Ordinary Course Professionals provide services to the Debtors in a variety of discrete matters unrelated to these cases. The Debtors submit that the Ordinary Course Professionals' familiarity with the Debtors' issues makes their

continued service especially valuable to the Debtors' continued operations. A list of the Debtors current Ordinary Course Professionals is attached hereto as Exhibit A; however, the Debtors may also employ additional Ordinary Course Professionals as necessary in the course of these chapter 11 cases, subject to the procedures set for herein.

4. It would be costly, time consuming, and administratively cumbersome to require each Ordinary Course Professional to apply for approval of its employment and compensation.

5. The Debtors request authorization to employ and pay the Ordinary Course Professionals, effective as of the Petition Date, on terms substantially similar to those in effect prior to the Petition Date, subject to the terms described below (the "Compensation Procedures"):²

- a. Each Ordinary Course Professional on the list attached hereto as Exhibit A shall file with the Court an affidavit of disinterestedness (the "Affidavit of Disinterestedness"), substantially similar to the form attached hereto as Exhibit B, at least fourteen (14) days prior to submitting an invoice to the Debtors. Each ordinary Course Professional shall serve the Affidavit of Disinterestedness upon (i) the Office of the United States Trustee for the District of Delaware (Attn: David L. Buchbinder, Esq.); (ii) Sullivan Hazeltine Allinson LLC, counsel to the Debtors; (iii) counsel for NexBank, SSB, as Administrative Agent and Collateral Agent for the Debtors' pre-petition secured lenders; and (iv) Counsel for the Committee (collectively, the "Notice Parties").
- b. The Notice Parties shall have twenty (20) days after the service of each Ordinary Course Professional's Affidavit of Disinterestedness (the "Objection Deadline") to object to the retention of such Ordinary Course Professional. The objecting party shall serve any such objection upon the Notice Parties and the respective Ordinary Course Professional on or before the Objection Deadline. If any such objection cannot be resolved within ten (10) days of its receipt, the matter shall be scheduled for hearing before the Court at the next regularly scheduled omnibus hearing date or other date otherwise agreeable to the parties thereto. If no objection is received from any of the Notice Parties by the Objection Deadline with respect to any particular Ordinary Course Professional, the Debtors shall be

² The Debtors also propose to reserve the right to retain additional Ordinary Course Professionals from time to time during these cases, as the need arises, by filing a list or lists of such additional professionals with the Court and serving the same on the Notice Parties (defined below).

authorized to retain and pay such Ordinary Course Professionals to whom an objection was not filed without further order of the Court.

- c. The Debtors reserve the right to supplement the list of Ordinary Course Professionals as necessary to add or remove Ordinary Course Professionals, from time to time in their sole discretion. In such event, the Debtors propose to file a notice with the Court listing the additional Ordinary Course Professionals that the Debtors intend to employ (each, an “OCP Notice”) and to serve notice on the Notice Parties. Additionally, each additional Ordinary Course Professional listed in the OCP Notice shall serve an Affidavit of Disinterestedness on the Notice Parties. If, within twenty (20) days after service of the Affidavit of Disinterestedness, no objections are filed to any such additional Ordinary Course Professional, then retention of the Ordinary Course Professionals shall be deemed approved by the Court without a hearing or further order.
- d. The Debtors shall be authorized to pay, without formal application to the Court by any Ordinary Course Professional, 100% of fees and expenses to each of the Ordinary Course Professionals retained by the Debtors upon (i) each Ordinary Course Professional’s submission of an Affidavit of Disinterestedness and (ii) upon the submission of an appropriate invoice setting forth in reasonable detail the nature of the services rendered after the Petition Date; provided; however, that each Ordinary Course Professional’s fees, excluding costs and disbursements, do not exceed \$25,000 on average over a rolling three-month period while these chapter 11 cases are pending (the “Fee Limit”).
- e. In the event that an Ordinary Course Professional seeks more than the Fee Limit, the Debtors shall submit a statement for the additional compensation sought (a “Fee Statement”) to the Notice Parties. The Fee Statement shall include all of the fees for the Ordinary Course Professional for the relevant three calendar month period. The Notice Parties will have fifteen (15) days following the date of the Fee Statement to notify Debtors’ counsel, in writing, of any objection to payment to such Ordinary Course Professional in excess of the Fee Limit (the “Fee Statement Objection Deadline”). Service of any such objection must be made to Sullivan Hazeltine Allinson LLC, so that it is actually received by the Fee Statement Objection Deadline. If no timely objection is received, then the Debtors are authorized to pay those amounts set forth in the Fee Statement. If, however, a timely objection is received, the Debtors may not pay that Ordinary Course Professional any fees or expenses for such month without Court approval, and that Ordinary Course Professional will be required to file a fee application for the full amount of its fees and expenses incurred in such month in accordance with sections 330 and 331 of the Bankruptcy Code, the Federal Rules of Bankruptcy Procedure, the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware, the Fee Guidelines promulgated by the Executive Office of the United States Trustee and any applicable orders of the Court.

- f. Beginning on July 31, 2010 (i.e. the last day of the subsequent month following the end of the prior quarter), and on the last day of the subsequent month following the end of each quarter thereafter in which these chapter 11 cases are pending, the Debtors shall file with the Court and serve on the Notice Parties a statement with respect to each Ordinary Course Professional paid during the immediately preceding three-month period. Each Ordinary Course Professional's statement shall include the following information: (i) the name of the Ordinary Course Professional; (ii) the aggregate amounts paid as compensation for services rendered and reimbursement of expenses incurred by that Ordinary Course Professional during the reported quarter; and (iii) a general description of the services rendered by that Ordinary Course Professional.

BASIS FOR RELIEF

6. Section 327(a) of the Bankruptcy Code provides as follows:

Except as otherwise provided in this section, the trustee, with the court's approval, may employ one or more attorneys, accountants, appraisers, auctioneers, or other professional persons that do not hold or represent an interest adverse to the estate, and that are disinterested persons to represent or assist the trustee in carrying out the trustee's duties under this title.

7. Section 327(e) of the Bankruptcy Code further provides that "with the court's approval":

for a specified special purpose other than to represent the trustee in conducting the case, an attorney that has represented the debtor, if in the best interest of the estate, and if such attorney does not represent or hold any interest adverse to the debtor or to the estate with respect to the matter on which such attorney is to be employed.

8. Section 328(a) of the Bankruptcy Code provides, in pertinent part, that the trustee "with the court's approval, may employ or authorize the employment of a professional person under section 327 or 1103 of this title, as the case may be, on any reasonable terms and conditions of employment".

9. Section 330 of the Bankruptcy Code further provides, in pertinent part, that

[a]fter notice to the parties in interest and the United States Trustee and a hearing, and subject to sections 326, 328, and 329, the court may award to a . . . professional person employed under section 327 or 1103 –

(a) Reasonable compensation for actual, necessary services rendered by . . . the professional person, or attorney and by any paraprofessional person employed by any such person; and

(b) Reimbursement for actual, necessary expenses.

10. Section 105(a) of the Bankruptcy Code provides,

The court may issue any order, process, or judgment that is necessary or appropriate to carry out the provisions of this title. No provision of this title providing for the raising of an issue by a party in interest shall be construed to preclude the court from *sua sponte*, taking any action or making any determination necessary or appropriate to enforce or implement court orders or rules, or to prevent an abuse of process.

11. The Debtors submit that the continued employment and payment of compensation to the Ordinary Course Professionals is in the best interests of their estates and creditors. If the Debtors cannot employ and pay necessary Ordinary Course Professionals on a consistent basis, one or more of such professionals may be unwilling to continue serving the Debtors. If the expertise and background knowledge of any Ordinary Course Professional is lost, the employment of replacement professionals (if such can be found) with the requisite background and expertise would impose unnecessary expense and delay. Accordingly, it is in the best interest of the Debtors, their estates and creditors to employ Ordinary Course Professional on the terms set forth herein to avoid any disruption in professional services required in the day-to-day operations of their business.

12. Courts in this district and other districts consider the following factors in determining whether an entity is a “professional” within the meaning of section 327 of the Bankruptcy Code and therefore, must be retained by express approval of the court:

- a. Whether the entity controls, manages, administers, invests, purchases or sells assets that are significant to the debtor’s reorganization;
- b. whether the entity is involved in negotiating the terms of a plan of reorganization;

- c. whether the entity is directly related to the type or work carried out by the debtor or to the routine maintenance of the debtor's business operations;
- d. whether the entity is given discretion or autonomy to exercise his or her own professional judgment in some part of the administration of the debtor's estate;
- e. the extent of the entity's involvement in the administration of the debtor's estate; and
- f. whether the entity's services involve some degree of special knowledge or skill, such that it can be considered a "professional" within the ordinary meaning of the term.

See, e.g., In re First Merchs. Acceptance Corp., No. 97-1500, 1997 WL 973551, at *2 (Bankr. D. Del. Dec. 15, 1997) (noting that while not exclusive, the foregoing list reflects many of the considerations that have impacted judicial decisions in this area and embraces both qualitative and quantitative approaches); In re Johns-Manville Corp., 60 B.R. 612, 619 (Bankr. S.D.N.Y. 1986) (only those professionals involved in the actual reorganization effort rather than the debtor's ongoing business, require approval under section 327); see also In re That's Entm't Mktg.Group, Inc., 168 B.R. 226, 230 (N.D. Cal. 1994) (only the retention of professionals whose duties are central to the administration of the estate require prior court approval under section 327).

13. The foregoing factors must be considered in their totality (*i.e.*, none of the factors alone is dispositive). See First Merchs., 1997 WL 873551, at *3 ("In applying these factors, the Court stresses that no one factor is dispositive and that the factors should be weighed against the other and considered *in toto*."). Considering all of the factors, the Debtors do not believe that the Ordinary Course Professionals are "professionals" within the meaning of section 327 of the Bankruptcy Code. Specifically, the Ordinary Course Professionals will not be involved in the administration of these chapter 11 cases, but, instead, will provide services in connection with the Debtors' ongoing business operations, which services are ordinarily provided by non-

bankruptcy professionals. Nevertheless, out of an abundance of caution, the Debtors seek the relief requested in this motion to establish clear mechanisms for the retention and payment of Ordinary Course Professionals and thereby avoid any subsequent controversy with respect thereto.

14. Although certain of the Ordinary Course Professionals may hold unsecured claims against the Debtors for prepetition services rendered to the Debtors, the Debtors do not believe that any of the Ordinary Course Professionals have an interest adverse to the Debtors, their creditors, or other parties in interest on the matters for which they would be employed.

NOTICE

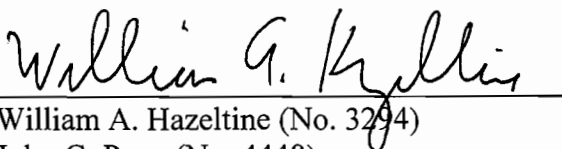
15. Notice of this Motion has been served on (i) the Office of the United States Trustee for the District of Delaware; (ii) each of the Debtors' twenty largest unsecured creditors and/or their counsel; (iii) counsel for NexBank, SSB, as Administrative Agent and Collateral Agent for the Debtors' pre-petition secured lenders; and (iv) all parties that have requested special notice pursuant to Bankruptcy Rule 2002. Notice of the Motion and any order entered hereon will be served on all parties required by Local Rule 9013-1(m).

CONCLUSION

WHEREFORE, the Debtors respectfully request that the Court enter an order, substantially in the form attached hereto as Exhibit C, (a) authorizing the Debtors to retain and compensate certain professionals utilized in the ordinary course of the Debtors' business without each Professional having to file formal applications for employment or compensation pursuant to Sections 327, 328, 329 or 330 of the Bankruptcy Code but subject to the Compensation Procedures set forth herein and (b) granting such other and further relief as the Court deems appropriate.

Date: May 3, 2010
Wilmington, DE

SULLIVAN • HAZELTINE • ALLINSON LLC



William A. Hazeltine (No. 3294)
John G. Pope (No. 4448)
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

EXHIBIT A

ORDINARY COURSE PROFESSIONALS

Professional	Role
Retirement Plan Administrative Service, Ltd. 1503 Santa Rosa Road, Suite 120 Richmond, VA 23229	Pension Plan Administrator
Malnory, McNeal & Company, P.C. 1711 Clarksville Street P.O. Box 6028 Paris, Texas 75461	Accountant for Pension Plan

EXHIBIT B

**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

AFFIDAVIT OF DISINTERESTEDNESS

STATE OF _____)
) SS:
COUNTY OF _____)

[Affiant], being duly sworn, upon his/her oath, deposes and says:

1. I am a [position] of [Law Firm/Service Provider] (the “Professional”), located at [Street, City, State, Zip Code].

2. The above captioned debtors and debtors-in possession (collectively, the “Debtors”) have requested that the Professional provide [_____] services to the Debtors, and the Professional has consented to provide such services.

3. The Professional may have performed services in the past, may currently perform services and may perform services in the future in matters unrelated to the Debtors’ chapter 11 cases for persons that are parties in interest in the Debtor’s chapter 11 cases. The Professional does not perform services for any such person in connection with these chapter 11 cases, nor has any relationship with any such person, that person’s attorney or accountant that would be adverse to the Debtors or their estate.

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).

4. As part of its customary practice, the Professional is retained in cases, proceedings and transactions involving many different parties, some of whom may represent or be employed by the Debtors, claimants, and parties in interest in these chapter 11 cases.

5. Neither I nor **[any principal, partner, director, office, etc.]** of, or professional employed by, the Professional has agreed to share or will share any portion of the compensation to be received from the Debtors with any other person other than the principal and regular employees of the Professional.

6. Neither I nor **[any principal, partner, director, office, etc.]** of, or professional employed by, the Professional, insofar as I have been able to ascertain, holds, or represents any interest adverse to the Debtors or their estates with respect to the matter(s) on which this Professional is to be employed.

7. The Debtors owe the Professional \$ for pre-petition services.

8. As of the Petition Date the Professional **[was/was not]** party to an agreement for indemnification with the Debtors. **[A copy of such agreement is attached hereto].**

9. The professional is conducting further inquiries regarding its retention by any creditors of the Debtors, and upon conclusion of that inquiry, or at any time during the period of its employment, if the Professional should discover any facts bearing on the matters described herein, the Professional will supplement the information contained in this Affidavit.

Executed on _____, 2010.

AFFIANT

SWORN TO AND SUSCRIBED before
Me this ___ day of _____, 2010.

Notary Public

[SEAL]

EXHIBIT C

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

IN RE:	)	Chapter 11
)	
MOLL INDUSTRIES, INC., <i>et al.</i> , ¹	)	Case No. 10-10-11371 (MFW)
)	
Debtors.	)	Jointly Administered
)	
	)	Related Docket Item: ____

**ORDER AUTHORIZING DEBTORS AND DEBTORS IN POSSESSION
TO EMPLOY PROFESSIONALS USED IN THE
ORDINARY COURSE OF THE DEBTORS' BUSINESS**

Upon Consideration of the *Motion of the Debtors and Debtors In Possession for Authorization to Employ Professionals Used in the Ordinary Course of the Debtors' Business* (the "Motion"), filed by the above captioned debtors and debtors-in-possession (the "Debtors"); the Court finding that (i) the Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334, (ii) this is a core proceeding pursuant to 28 U.S.C. §§ 157(b)(2)(A), (iii) notice of the Motion was sufficient under the circumstance and that no other or further notice need be provided, and (iv) capitalized items not otherwise defined herein have the meaning given to them in the Motion; and the Court having determined that the legal and factual bases set forth in the Motion establish just cause for the relief granted herein; and the Court having determined that the relief sought in the Motion is in the best interests of the Debtors and their estates; and after due deliberation and sufficient cause appearing therefore,

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).

IT IS HEREBY ORDERED THAT:

1. The Motion is GRANTED.
2. The Debtors are authorize to employ the professionals listed on Exhibit A to the Motion (attached hereto as Exhibit 1) (the “Ordinary Course Professionals”) in the ordinary course of their business, effective as of the Petition Date of the Debtors’ chapter 11 cases.
3. The following procedures for the retention of Ordinary Course Professionals are hereby approved:
 - a. Each Ordinary Course Professional on the list attached hereto as Exhibit 1 shall file with the Court an affidavit of disinterestedness (the “Affidavit of Disinterestedness”), substantially similar to the form attached as Exhibit 2, at least fourteen (14) days prior to submitting an invoice to the Debtors. Each ordinary Course Professional shall serve the Affidavit of Disinterestedness upon (i) the Office of the United States Trustee for the District of Delaware (Attn: David L. Buchbinder, Esq.); (ii) Sullivan Hazeltine Allinson LLC, counsel to the Debtors; (iii) NexBank, as Administrative Agent and Collateral Agent for the Debtors’ pre-petition secured lenders; and (iv) Counsel for the Committee (collectively, the “Notice Parties”).
 - b. The Notice Parties shall have twenty (20) days after the service of each Ordinary Course Professional’s Affidavit of Disinterestedness (the “Objection Deadline”) to object to the retention of such Ordinary Course Professional. The objecting party shall serve any such objection upon the Notice Parties and the respective Ordinary Course Professional on or before the Objection Deadline. If any such objection cannot be resolved within ten (10) days after its receipt, the matter shall be scheduled for hearing before the Court at the next regularly scheduled omnibus hearing date or other date otherwise agreeable to the parties thereto. If no objection is received from any of the Notice Parties by the Objection Deadline with respect to any particular Ordinary Course Professional, the Debtors shall be authorized to retain and pay such Ordinary Course Professionals to whom an objection was not filed without further order of the Court.
 - c. The Debtors may supplement the list of Ordinary Course Professionals as necessary to add or remove Ordinary Course Professionals, from time to time in their sole discretion. In such event, the Debtors shall file a notice with the Court listing the additional Ordinary Course Professionals that the Debtors intend to employ (each, an “OCP Notice”) and shall serve the OPC Notice on the Notice Parties. Additionally, each additional Ordinary Course Professional listed in the OCP Notice shall serve an Affidavit of Disinterestedness on the Notice Parties. If, within twenty (20) days after service of the Affidavit of Disinterestedness, no

objections are filed to any such additional Ordinary Course Professional, then retention of the Ordinary Course Professionals shall be deemed approved by the Court without a hearing or further order.

- d. The Debtors shall be authorized to pay, without formal application to the Court by any Ordinary Course Professional, 100% of fees and expenses to each of the Ordinary Course Professionals retained by the Debtors upon (i) each Ordinary Course Professional's submission of an Affidavit of Disinterestedness and (ii) upon the submission of an appropriate invoice setting forth in reasonable detail the nature of the services rendered after the Petition Date; provided; however, that each Ordinary Course Professional's fees, excluding costs and disbursements, do not exceed \$25,000 on average over a rolling three-month period while these chapter 11 cases are pending (the "Fee Limit").
- e. In the event that an Ordinary Course Professional seeks more than the Fee Limit, the Debtors shall submit a statement for the additional compensation sought (a "Fee Statement") to the Notice Parties. The Fee Statement shall include all of the fees for the Ordinary Course Professional for the relevant three calendar month period. The Notice Parties will have fifteen (15) days following the date of the Fee Statement to notify Debtors' counsel, in writing, of any objection to payment to such Ordinary Course Professional in excess of the Fee Limit (the "Fee Statement Objection Deadline"). Service of any such objection must be made on the applicable Ordinary Course Professional and Sullivan Hazeltine Allinson LLC, so that it is actually received by the Fee Statement Objection Deadline. If no timely objection is received, then the Debtors are authorized to pay those amounts set forth in the Fee Statement. If, however, a timely objection is received, the Debtors may not pay that Ordinary Course Professional any fees or expenses for such month without Court approval, and that Ordinary Course Professional will be required to file a fee application for the full amount of its fees and expenses incurred in such month in accordance with sections 330 and 331 of the Bankruptcy Code, the Federal Rules of Bankruptcy Procedure, the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware, the Fee Guidelines promulgated by the Executive Office of the United States Trustee and any applicable orders of the Court.
- f. Beginning on July 31, 2010 (i.e. the last day of the subsequent month following the end of the prior quarter), and on the last day of the subsequent month following the end of each quarter thereafter in which these chapter 11 cases are pending, the Debtors shall file with the Court and serve on the Notice Parties a statement with respect to each Ordinary Course Professional paid during the immediately preceding three-month period. Each Ordinary Course Professional's statement shall include the following information: (i) the name of the Ordinary Course Professional; (ii) the aggregate amounts paid as compensation for services rendered and reimbursement of expenses incurred by that Ordinary Course

Professional during the reported quarter; and (iii) a general description of the services rendered by that Ordinary Course Professional.

4. The Debtor's right to dispute any invoices shall not be affected or prejudiced in any manner by the relief granted in this Order.

5. The Debtors are authorized to supplement the list of Ordinary Course Professionals from time to time as necessary in accordance with paragraph 3(c) above.

6. This Order shall not apply to any professional person retained or employed by the Debtor pursuant to a separate order of the Court.

7. This Court shall retain jurisdiction over any and all matters arising from the interpretation or implementation of this Order.

Dated: May ___, 2010
Wilmington, Delaware

THE HONORABLE MARY F. WALRATH
UNITED STATES BANKRUPTCY JUDGE

EXHIBIT 1

ORDINARY COURSE PROFESSIONALS

Professional	Role
Retirement Plan Administrative Service, Ltd. 1503 Santa Rosa Road, Suite 120 Richmond, VA 23229	Pension Plan Administrator
Malnory, McNeal & Company, P.C. 1711 Clarksville Street P.O. Box 6028 Paris, Texas 75461	Accountant for Pension Plan

EXHIBIT 2

4. As part of its customary practice, the Professional is retained in cases, proceedings and transactions involving many different parties, some of whom may represent or be employed by the Debtors, claimants, and parties in interest in these chapter 11 cases.

5. Neither I nor **[any principal, partner, director, office, etc.]** of, or professional employed by, the Professional has agreed to share or will share any portion of the compensation to be received from the Debtors with any other person other than the principal and regular employees of the Professional.

6. Neither I nor **[any principal, partner, director, office, etc.]** of, or professional employed by, the Professional, insofar as I have been able to ascertain, holds, or represents any interest adverse to the Debtors or their estates with respect to the matter(s) on which this Professional is to be employed.

7. The Debtors owe the Professional \$[_____] for pre-petition services.

8. As of the Petition Date the Professional **[was/was not]** party to an agreement for indemnification with the Debtors. **[A copy of such agreement is attached hereto].**

9. The professional is conducting further inquiries regarding its retention by any creditors of the Debtors, and upon conclusion of that inquiry, or at any time during the period of its employment, if the Professional should discover any facts bearing on the matters described herein, the Professional will supplement the information contained in this Affidavit.

Executed on _____, 2010.

AFFIANT

SWORN TO AND SUSCRIBED before
Me this ____ day of _____, 2010.

Notary Public [SEAL]

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 4:57 PM EDT and filed on 5/3/2010

Case Name: Moll Industries, Inc.**Case Number:** 10-11371-MFW**Document Number:** 45**Docket Text:**

Motion to Authorize *to Employ Professionals Used in the Ordinary Course of the Debtors Business* 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. Objections due by 5/13/2010. (Attachments: # (1) Notice # (2) Exhibit A# (3) Exhibit B# (4) Exhibit C) (Hazeltine, William)

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

Document description:Main Document**Original filename:**C:\fakepath\Ordinary Course Professionals Motion.pdf**Electronic document Stamp:**

[STAMP bkecfStamp_ID=983460418 [Date=5/3/2010] [FileNumber=8415105-0]
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Document description:Notice**Original filename:**C:\fakepath\Ordinary Course Professionals Motion - Notice.pdf**Electronic document Stamp:**

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Document description:Exhibit A**Original filename:**C:\fakepath\Ordinary Course Professionals Motion - Ex A.pdf**Electronic document Stamp:**

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Document description:Exhibit B**Original filename:**C:\fakepath\Ordinary Course Professionals Motion - Ex B.pdf**Electronic document Stamp:**

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