

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF MINNESOTA**

In re:)	Case No. 03-37759
)	Chapter 11
SHARK INDUSTRIES, LTD.)	
)	
Debtor.)	
)	
)	

**Notice of Hearing and Application for Allowance
of Interim Compensation and Reimbursement of Expenses
of Attorney for Debtor-In-Possession**

PLEASE TAKE NOTICE that the Court will hold a hearing on the following Application on Tuesday, September 7, 2004 at 9:30 a.m. in Courtroom 228B, 200 Warren E. Burger Federal Building, 316 North Robert Street, St. Paul, MN 55101, or as soon hereafter as counsel can be heard. Any response to this motion shall be filed and delivered no later than August 31, 2004, which is seven days before the date set for the hearing on this Application, or filed and served by mail no later than August 27, 2004, which is ten days before the date set for the hearing on this Application.

IF NO RESPONSE OPPOSING THE MOTION IS TIMELY FILED, THE COURT MAY GRANT THE MOTION WITHOUT A HEARING.

Steven B. Nosek, the Applicant herein, hereby applies to the Court, pursuant to 11 U.S.C. §§ 328, 330 and 331, for an Order allowing interim compensation and reimbursement of expenses and state in support thereof as follows:

1. Applicant is the attorney for the Debtor-in-Possession in the above-referenced case. Applicant's employment was approved by the Court on November 21,

2003. The Petition commencing this case was filed with the Clerk of Bankruptcy Court on November 14, 2003.

2. This Court has jurisdiction over this application under Sections 157 and 1334. This application is filed pursuant to Bankruptcy Rules 2016 and 9013 and Local Rule 2016-1.

3. The terms of the employment and compensation sought therefore are on an hourly basis at a rate of \$225.00 per hour for services performed by Steven B. Nosek, as more completely described in the attached Exhibit A.

4. The services rendered by Applicant during this period, as set forth in the attached Exhibit A includes the following:

- a. General representation and advice provided to the Debtor concerning case matters involved in the Chapter 11 proceeding, including dealing with creditors, employees, vendors, service providers, etc. – 15.8 hours;
- b. Dealing with motions and hearings involving post-petition financing – 5.00 hours;
- c. Handling adequate protection issues – 0.00 hours.
- d. Plan of Reorganization – 24.6 hours.

5. In addition, your Applicant has incurred expenses in the total amount of \$91.21 described on Exhibit A.

6. As indicated in the attached exhibit, the total value for the unpaid attorney's fees for representation of the Debtor herein is the sum of \$10,215.00.

7. Applicant Steven B. Nosek, pursuant to the Court's Order Authorizing Payment of Fees and Costs under the pay down provisions of 11 U.S.C. Section 330 has received payment from the Debtor totaling \$8,263.21.

STEVEN B. NOSEK
Attorney at Law
701 Fourth Avenue South, Suite 300
Minneapolis, Minnesota 55415
(612) 335-9171

Shark Industries Ltd.
6700 Bleck Drive
Rockford MN 55373

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ACCOUNT NO: 5320-002M

General Administration

	HOURS	
06/01/04 SBN Telephone conference(s) with Fadlovich.	0.20	45.00
SBN Telephone conference(s) with client.	0.20	45.00
SBN Telephone conference(s) with Lawver.	0.20	45.00
06/02/04 SBN Telephone conference(s) with client.	0.20	45.00
SBN Telephone conference(s) with client.	0.20	45.00
SBN Telephone conference(s) with client; letter to client.	0.20	45.00
06/03/04 SBN Telephone conference(s) with client.	0.20	45.00
SBN Telephone conference(s) with Burton.	0.20	45.00
SBN Prepare motion.	0.80	180.00
SBN Telephone conference(s) with Bankruptcy Court.	0.20	45.00
06/07/04 SBN Telephone conference(s) with Lawver.	0.20	45.00
SBN Telephone conference(s) with client.	0.20	45.00
06/09/04 SBN Telephone conference(s) with Burton (unpaid fees).	0.20	45.00
SBN Letter to Lawver.	0.20	45.00
06/14/04 SBN Letter to Lawver.	0.20	45.00
SBN Review file and serve U.S. Trustee report.	0.80	180.00
06/16/04 SBN Telephone conference(s) with client (fees).	0.20	45.00
06/21/04 SBN Telephone conference(s) with Northland Capital.	0.20	45.00
SBN Telephone conference(s) with client.	0.20	45.00
06/24/04 SBN Conference with client.	2.00	450.00
SBN Letter to Lawver.	0.20	45.00
06/29/04 SBN Telephone conference(s) with client.	0.20	45.00
06/30/04 SBN Telephone conference(s) with client.	0.20	45.00

Exhibit A

Shark Industries Ltd.

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General Administration

	HOURS	
07/01/04 SBN Telephone conference(s) with client (offsets and cash flow projections).	0.20	45.00
SBN Letter to Lawver.	0.20	45.00
07/06/04 SBN Telephone conference(s) with client (U.S. Trustee).	0.20	45.00
SBN Review material received (bank statements); letter to U.S. Trustee.	0.40	90.00
07/07/04 SBN Review court orders received; letters to client.	0.40	90.00
SBN Telephone conference(s) with client (real estate taxes).	0.20	45.00
07/09/04 SBN Review material received; letter to client (payables).	0.20	45.00
SBN Review financial documents requested by Burton.	1.00	225.00
07/15/04 SBN Review file and serve U.S. Trustee report.	1.60	360.00
SBN Review material received (Burton request).	0.80	180.00
07/16/04 SBN Telephone conference(s) with client (Burton document request).	0.20	45.00
07/19/04 SBN Telephone conference(s) with client (Bruce Pkg.).	0.20	45.00
SBN Letter to Burton with documents requested.	1.00	225.00
SBN Telephone conference(s) with Burton.	0.20	45.00
SBN Telephone conference(s) with client.	0.20	45.00
07/21/04 SBN Telephone conference(s) with client; letter to Lawver.	0.20	45.00
07/23/04 SBN Telephone conference(s) with Fogel.	0.20	45.00
07/26/04 SBN Telephone conference(s) with Bankruptcy Court.	0.20	45.00
07/27/04 SBN Telephone conference(s) with Burton.	0.20	45.00
07/29/04 SBN Telephone conference(s) with client (Rels).	0.20	45.00
SBN Telephone conference(s) with Burton.	0.20	45.00
FOR CURRENT SERVICES RENDERED	15.80	3,555.00
TOTAL CURRENT WORK		3,555.00
BALANCE DUE		<u>\$3,555.00</u>

DUE UPON RECEIPT

STEVEN B. NOSEK
Attorney at Law
701 Fourth Avenue South, Suite 300
Minneapolis, Minnesota 55415
(612) 335-9171

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Shark Industries Ltd.
6700 Bleck Drive
Rockford MN 55373

Plan

	HOURS	
06/03/04 SBN Review material received.	0.20	45.00
SBN Telephone conference(s) with client.	0.20	45.00
06/04/04 SBN Telephone conference(s) with client.	0.20	45.00
SBN Telephone conference(s) with client.	0.20	45.00
06/07/04 SBN Review material received.	0.40	90.00
06/08/04 SBN Telephone conference(s) with client regarding Crestmark term sheet.	0.20	45.00
SBN Prepare liquidation analysis.	1.00	225.00
06/09/04 SBN Telephone conference(s) with client (Crestmark).	0.20	45.00
SBN Telephone conference(s) with client (disclosure statement exhibit).	0.20	45.00
06/10/04 SBN Telephone conference(s) with client (Crestmark).	0.20	45.00
SBN Telephone conference(s) with client (plan).	0.20	45.00
SBN Telephone conference(s) with client (real estate taxes).	0.20	45.00
SBN Telephone conference(s) with client (plan).	0.20	45.00
06/11/04 SBN File plan and disclosure statement.	0.40	90.00
SBN Telephone conference(s) with client (plan).	0.20	45.00
06/14/04 SBN Letter to client (plan).	0.20	45.00
SBN Telephone conference(s) with Bankruptcy Court.	0.20	45.00
SBN Telephone conference(s) with client (investor status).	0.20	45.00
06/15/04 SBN Review material received; serve plan and disclosure statement.	0.60	135.00
06/16/04 SBN Telephone conference(s) with client (investors).	0.20	45.00
SBN Telephone conference(s) with Burton (plan).	0.20	45.00

Plan

	HOURS	
SBN Telephone conference(s) with client.	0.20	45.00
06/21/04 SBN Telephone conference(s) with client (investors).	0.20	45.00
06/22/04 SBN Telephone conference(s) with client regarding financial information request from Burton.	0.20	45.00
SBN Telephone conference(s) with Barzen (Mid-America).	0.20	45.00
06/23/04 SBN Telephone conference(s) with client (plan).	0.20	45.00
SBN Telephone conference(s) with Larison (plan).	0.20	45.00
SBN Letter to Larison (with appraisal).	0.20	45.00
06/25/04 SBN Review material received; letter to client (investors).	0.20	45.00
06/28/04 SBN Telephone conference(s) with client (investors).	0.20	45.00
06/30/04 SBN Telephone conference(s) with client (financing).	0.20	45.00
SBN Telephone conference(s) with client (IRS).	0.20	45.00
SBN Review material received (IRS).	0.20	45.00
SBN Letter to Kalla (financing).	0.20	45.00
SBN Telephone conference(s) with client (projections for financing).	0.20	45.00
07/01/04 SBN Conference with Hellpern.	1.40	315.00
SBN Telephone conference(s) with client (investor).	0.20	45.00
SBN Conference with client.	1.00	225.00
07/02/04 SBN Review records requested by Burton.	1.00	225.00
07/06/04 SBN Telephone conference(s) with client (committee document request).	0.20	45.00
07/08/04 SBN Letter to client (plan).	0.20	45.00
SBN Telephone conference(s) with client (investors).	0.20	45.00
SBN Telephone conference(s) with client (taxes).	0.20	45.00
07/09/04 SBN Telephone conference(s) with client (investors).	0.20	45.00
07/12/04 SBN Telephone conference(s) with Barzer (Mid-America Bank).	0.20	45.00
07/13/04 SBN Telephone conference(s) with client (plan).	0.20	45.00
07/14/04 SBN Telephone conference(s) with client (investor).	0.20	45.00
07/15/04 SBN Telephone conference(s) with client (investors).	0.20	45.00
SBN Review material received; telephone conference(s) with client - projections.	0.40	90.00

Plan

	HOURS	
07/16/04 SBN Letter to client (Wright County).	0.20	45.00
SBN Review U.S. Trustee objections.	0.60	135.00
SBN Telephone conference(s) with Nelligan.	0.20	45.00
SBN Telephone conference(s) with client (investors).	0.20	45.00
07/20/04 SBN Telephone conference(s) with client (investors).	0.20	45.00
SBN Telephone conference(s) with client (disclosure statement objections).	0.20	45.00
SBN Telephone conference(s) with Burton (disclosure statement).	0.20	45.00
SBN Telephone conference(s) with Nelligan.	0.20	45.00
SBN Telephone conference(s) with client (SBA).	0.20	45.00
SBN Letter to SBA.	0.20	45.00
07/21/04 SBN Revise disclosure statement.	2.00	450.00
SBN Telephone conference(s) with client (SBA).	0.20	45.00
SBN Telephone conference(s) with client (investors).	0.20	45.00
SBN Telephone conference(s) with Pearson (IRS).	0.20	45.00
07/22/04 SBN Review material received (IRS and Larison).	0.60	135.00
SBN Telephone conference(s) with Burton.	0.20	45.00
07/23/04 SBN Telephone conference(s) with Fadlovich (disclosure statement).	0.20	45.00
SBN Review material received (Wells Fargo objection); letter to client.	0.80	180.00
SBN Telephone conference(s) with client (Wells Fargo).	0.20	45.00
SBN Telephone conference(s) with Larison.	0.20	45.00
07/27/04 SBN Telephone conference(s) with Heim.	0.20	45.00
SBN Attend disclosure statement court hearing.	1.40	315.00
SBN Revise disclosure statement.	0.40	90.00
07/28/04 SBN Telephone conference(s) with client (SBA).	0.20	45.00
SBN Telephone conference(s) with Nelligan (SBA).	0.20	45.00
07/29/04 SBN Telephone conference(s) with client (Wells Fargo).	0.20	45.00
SBN Telephone conference(s) with Hein.	0.20	45.00
SBN Telephone conference(s) with Pearson (IRS).	0.20	45.00
FOR CURRENT SERVICES RENDERED	24.60	5,535.00
TOTAL CURRENT WORK		5,535.00
BALANCE DUE		<u>\$5,535.00</u>

DUE UPON RECEIPT

STEVEN B. NOSEK
Attorney at Law
701 Fourth Avenue South, Suite 300
Minneapolis, Minnesota 55415
(612) 335-9171

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ACCOUNT NO: 5320-006M

Shark Industries Ltd.
6700 Bleck Drive
Rockford MN 55373

Expenses

06/29/04	Sir Speedy - Photocopy of Appraisal.	54.31
07/27/04	Delivery Charges.	11.13
07/27/04	Photocopy Charges - Sir Speedy.	25.77
	TOTAL EXPENSES	<u>91.21</u>
	TOTAL CURRENT WORK	91.21
	BALANCE DUE	<u><u>\$91.21</u></u>

DUE UPON RECEIPT

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Attorney at Law
701 Fourth Avenue South, Suite 300
Minneapolis, Minnesota 55415
(612) 335-9171

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Rockford MN 55373

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Post Petition Financing

	HOURS	
06/16/04 SBN Telephone conference(s) with Kalla.	0.20	45.00
06/17/04 SBN Telephone conference(s) with client (Wells Fargo).	0.20	45.00
06/21/04 SBN Review financing orders.	0.20	45.00
SBN Review Burton letter; telephone conference(s) with client.	0.40	90.00
06/22/04 SBN Letter to Kalla (post-petition financing).	0.20	45.00
SBN Telephone conference(s) with client regarding Wells Fargo.	0.20	45.00
06/24/04 SBN Telephone conference(s) with client (Wells Fargo).	0.20	45.00
06/25/04 SBN Telephone conference(s) with client (Wells Fargo).	0.20	45.00
SBN Telephone conference(s) with Kalla (Wells Fargo).	0.20	45.00
07/01/04 SBN Letter to Kalla with projections.	0.20	45.00
07/02/04 SBN Telephone conference(s) with Fadlovich.	0.20	45.00
SBN Telephone conference(s) with Kalla (Wells Fargo).	0.20	45.00
SBN Telephone conference(s) with Leonard (Wells Fargo order).	0.20	45.00
SBN Telephone conference(s) with Bankruptcy Court (with Fargo order).	0.20	45.00
SBN Telephone conference(s) with client (financing).	0.20	45.00
07/06/04 SBN Telephone conference(s) with Heim (Wells Fargo).	0.20	45.00
SBN Telephone conference(s) with Heim (with Fargo order).	0.20	45.00
SBN Telephone conference(s) with Bankruptcy Court (with Fargo hearing).	0.20	45.00
SBN Review stipulated financing order.	0.80	180.00
SBN File stipulated order (Wells Fargo).	0.20	45.00
SBN Telephone conference(s) with client (Wells Fargo).	0.20	45.00

Shark Industries Ltd.

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Post Petition Financing

FOR CURRENT SERVICES RENDERED	5.00	<u>1,125.00</u>
TOTAL CURRENT WORK		1,125.00
BALANCE DUE		<u><u>\$1,125.00</u></u>

DUE UPON RECEIPT

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF MINNESOTA**

In re)	Case No. 03-37759
)	Chapter 11
SHARK INDUSTRIES, INC.)	
)	ORDER
Debtor.)	
)	

The Application for Allowance of Interim Compensation and reimbursement of Expenses of Attorney for Debtor-In-Possession came on for hearing before the undersigned on September 7, 2004 at 9:30 a.m. Appearances of counsel were noted in the record.

The court having considered the arguments of counsel and reviewed the Application hereby ORDERS:

1. Steven B. Nosek is allowed interim compensation in the amount of \$10,215.00, and reimbursement of expenses in the amount of \$91.21;
2. Steven B. Nosek is allowed to apply the paid-out amounts received against the allowed fees and expenses, and the balance due Steven B. Nosek in the amount of \$2,043.00 is permitted to be paid by the Debtor as an administrative expense.

Dated: _____, 2004.

The Honorable Gregory F. Kishel
Chief Judge, United States Bankruptcy Court

UNSWORN CERTIFICATE OF SERVICE

I, Lori A. Adamson, declare under penalty of perjury that on August 12, 2004, I mailed by U.S. Mail, copies of the following documents:

1. Notice of Hearing and Application for Allowance of Interim Compensation and Reimbursement of Expenses of Attorney for Debtor-In-Possession; and
2. Proposed Order.

to each entity named below at the stated address:

Shark Industries, Ltd.
6700 Bleck Drive
Rockford, MN 55373

US Trustee
1015 US Courthouse
300 South 4th Street
Minneapolis, MN 55415

US Attorney
600 US Courthouse
300 South 4th Street
Minneapolis, MN 55415

MN Dept of Revenue-Coll Enf.
551 BKY Section
PO Box 64447
St. Paul, MN 55164

IRS
Special Procedures Branch
316 N Robert St Stop 5700
St. Paul, MN 55101

IRS Office of Chief Counsel
650 Galtier Plaza
380 Jackson Street
St. Paul, MN 55101

Securities & Exchange Comm
BKY Section
175 W Jackson Blvd Suite 900
Chicago, IL 60604

