

**UNITED STATES BANKRUPTCY COURT  
DISTRICT OF MINNESOTA**

**In Re:**

**Case No. 04-31444**

**Helical Dynamics, Inc.**

**Chapter 11 Case**

**Debtor.**

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**Notice of Hearing and  
Application for Allowance of Interim Compensation  
and Reimbursement of Expenses of Hamilton Associates, Inc.,  
Consultant for Debtor-In-Possession**

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**PLEASE TAKE NOTICE** that the Court will hold a hearing on the following Application on Monday, November 8, 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 thereafter as counsel can be heard. Any response to this motion shall be filed and delivered no later than November 1, 2004, which is seven days before the date set for the hearing on this Application, or filed and served by mailed no later than October 28, 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.

Hamilton Associates, Inc., 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 states in support thereof as follows:

1. Applicant is the Consultant to the Debtor-in-Possession in the above-referenced case. Applicant's employment was approved by the Court on March 19, 2004. The Petitions commencing this case was filed with the Clerk of Bankruptcy Court on March 11, 2004.
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 406.
3. The terms of the employment and compensation sought therefor are on an hourly basis at a rate of \$185.00 per hour for services performed by F.G.

"Bud" Hamilton; and \$125.00 per hour for services performed by Ray Joyal, as more completely described in the attached exhibit.

4. The services rendered by Applicant during this period, as set forth in the attached Exhibit A and include the following:
  - a. Business Operations - 38.0 hours.
  - b. Bankruptcy Reports/Court Hearings - 31.7 hours.
5. In addition, your Applicant has incurred expenses in the amount of \$0.00 as described in the attached Exhibit A.
6. As indicated in the attached exhibit, the total value for the unpaid fees for representation of the Debtor herein is the sum of \$9,204.50.
7. Pursuant to the Court's Order Authorizing the Payment of Fees & Costs under the paydown provisions of 11 U.S.C. §330, Applicant has been paid \$4,931.00 by the Debtor.
8. This is the Third Application for Interim Compensation and Reimbursement of Expenses. The Application covers the period from August 1, 2004 through September 30, 2004.
9. Applicant is not aware of any unpaid administrative expenses in favor of creditors of the debtor-in-possession.
10. Under penalty of perjury, the undersigned hereby verifies that the foregoing is true and correct.

WHEREFORE, Applicant requests:

1. Allowance of interim compensation in the amount of \$9,204.50.
2. Applicant is permitted to apply the pay down amounts received against the allowed fees, and the balance is permitted to be paid by the Debtor as an administrative expense herein in the amount of \$4,273.50.

Dated: October 19, 2004.

/e/ F.G. "Bud" Hamilton  
F.G. "Bud" Hamilton  
**Hamilton Associates, Inc.**  
**Consultant for Debtor**

**Hamilton Associates, Inc.  
Summary of Helical Dynamics, Inc.  
August 1, 2004 – September 30, 2004**

	<u>Hours</u>	<u>Rate</u>	<u>Billed</u>	
1.	<b><u>Business Operations.</u> Time spent on activities related to maintaining and auditing books of account, preparation of financial statements and account analysis, providing work direction to accounting staff, preparation of appropriate reports and other duties typical of a CFO.</b>			
	a. Ray Joyal			29.8
		\$125.00	\$3,725.00	
	b. F.G. Hamilton			8.2
		\$185.00	\$1,517.00	
2.	<b><u>Bankruptcy Reports or Court Hearings.</u> Time spent preparing reports or meeting with trustee, preparing cash collateral reports for court or in court, meeting with or talking to attorneys for creditors.</b>			
	a. Ray Joyal			31.7
		\$125.00	\$3,962.50	
	b. F.G. Hamilton			-0-
		\$185.00	-0-	
			Total	
				<u>\$9,204.50</u>

A  
~~EXHIBIT~~

**F.G. Hamilton**  
**#1 -- Business Operations**

<u>Date</u>	<u>Description</u>	<u>Time Spent</u>
8/2/04	Meet at Helical on cash flow issues.	.8
8/9/04	Meet at Helical on cash flow options.	.4
8/9/04	Meet Jerry Finkelstein on new funding.	.9
8/10/04	Talk to Jerry Finkelstein on funding issues.	.4
8/18/04	Talk to attorney on cash flow issues.	.3
8/19/04	Talk to CEO on new contracts.	.3
8/24/04	Meet at Helical on cash flow issues and new P.O.'s.	1.6
8/30/04	Talk to Jerry Finkelstein on new funding.	.4
9/14/04	Talk to attorney on P.O. financing.	.4
9/14/04	Talk to Helical on P.O. financing.	.3
9/21/04	Work on cash flow report.	.9
9/22/04	Meet at Helical on P.O. financing.	.7
9/27/04	Meet Jerry Finkelstein on P.O. financing.	.8
	<b>Total</b>	
	<b>8.2 hours</b>	

**Ray Joyal**  
**#1 - Business Operations**

<u>Date</u>	<u>Description</u>	<u>Time Spent</u>
8/3/04	Talk to Helical on month end financials.	.3
8/9/04	Meet at Helical on monthly financials.	1.1
8/10/04	Work on report for new cash requirements.	1.3
8/10/04	Work on monthly financial statements.	3.2
8/11/04	Work on monthly financial statements.	4.2
8/19/04	Work on financials.	2.6
8/20/04	Work on accounting issues.	1.4
8/27/04	Work on accounting issues.	.5
9/8/04	Meet at Helical on month end financials.	1.3
9/10/04	Work on financial statements.	2.4
9/13/04	Work on computer files.	.5
9/13/04	Talk to attorney for Helical.	.2
9/15/04	Work on financial statements.	9.9
9/27/04	Work on accounting files.	.9
	<b>Total</b>	
	29.8 hours	

**Ray Joyal**  
**#2 - Bankruptcy Reports or Court Hearings**

<u>Date</u>	<u>Description</u>	<u>Time Spent</u>	
8/11/04	Work on trustee reports.	5.1	
8/12/04	Work on trustee reports.	7.6	
8/17/04	Work on trustee reports.	4.6	
9/8/04	Work on trustee reports.	1.2	
9/9/04	Work on trustee reports.	3.9	
9/16/04	Work on trustee reports.	7.4	
9/19/04	Talk to attorney on court hearing reports.	.9	
9/20/04	Work on trustee reports.	.8	
9/21/04	Talk to attorney on court hearing reports.	.2	
			Total
		31.7 hours	

**UNITED STATES BANKRUPTCY COURT  
DISTRICT OF MINNESOTA**

**In Re:**

**Case No. 04-31444**

**Helical Dynamics, Inc.,**

**ORDER**

**Debtor.**

**Chapter 11 Case.**

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The Application for Allowance of Interim Compensation and reimbursement of Expenses of Hamilton Associates, Inc. came on for hearing before the undersigned on November 8, 2004. Appearances were noted in the record.

The court having considered the record in this case and the Application hereby ORDERS:

1. The Application for Allowance of Interim Compensation and Reimbursement of Expenses filed by Hamilton Associates, Inc. is allowed and Hamilton Associates, Inc. is allowed Interim Compensation in the amount of \$9,204.50;

2. Hamilton Associates, Inc. is allowed to apply the paid out amounts received against the allowed Interim Compensation and the balance due in the amount of \$4,273.50 is allowed and the Debtor is authorized to pay the same as an administrative expense.

Dated: \_\_\_\_\_, 2004.

**BY THE COURT:**

\_\_\_\_\_  
Gregory F. Kishel  
Judge of the United States Bankruptcy Court

UNSWORN CERTIFICATE OF SERVICE

I, Lori A. Adamson, declare under penalty of perjury that on October 19, 2004, I mailed by U.S. Mail, a copy of the following document:

1. Notice of Hearing and Application for Allowance of Interim Compensation and Reimbursement of Expenses of Hamilton Associates, Inc., Consultant for Debtor-In-Possession; and
2. Proposed Order.

to each entity named below at the stated address:

Helical Dynamics, Inc.  
3600 Holly Lane North  
Suite 10  
Plymouth, MN 55447

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. Enfnt  
551 BKY Section  
PO Box 64447  
St. Paul, MN 55164

IRS  
Special Procedures Branch  
316 N Robert Street 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 Jackson Blvd Suite 900  
Chicago, IL 60604

James A. Rubenstein  
Moss & Barnett  
90 South 7th Street Suite 4800  
Minneapolis, MN 55402-4129

GCI Capital Inc  
Joseph Lawver  
150 South 5th Street, Suite 1800  
Minneapolis, MN 55402

Citicorp Del Lease Inc.  
450 Mamaroneck Avenue  
Harrison, NY 10528

Expert Leasing  
4319 Cedarwood Road  
St. Louis Park, MN 55416

Minnesota Revenue  
600 North Robert Street  
Mail Station 6553  
St. Paul, MN 55146

Small Business Administration  
Ms. Royce Nelligan  
100 North 6th Street, Suite 210C  
Minneapolis, MN 55403

Commercial Services Group, Inc.  
Attn: Mike Berry  
11603 Shelbyville Road, Suite 3  
Louisville, KY 40243

Ruth E. Honkanen  
Foley & Mansfield  
250 Marquette Avenue, suite 1200  
Minneapolis, MN 55401

Executed on: October 19, 2004.

Signed: \_\_\_\_\_ /e/ Lori A. Adamson  
Steven B. Nosek Law Office  
Attorney for Debtor  
701 Fourth Avenue South  
Suite 300  
Minneapolis, MN 55415  
(612) 335-9171