

The relief described hereinbelow is SO ORDERED

Done this 14th day of September, 2012.



**William R. Sawyer**  
**United States Bankruptcy Judge**

---

**IN THE UNITED STATES BANKRUPTCY COURT  
MIDDLE DISTRICT OF ALABAMA  
SOUTHERN DIVISION**

**In re:** )  
 )  
**SMALL LOANS, INC., et al.,** ) **Case No. 11-12254-WRS-11**  
 ) **Jointly Administered**  
**Debtors.** )  
 )

---

**ORDER GRANTING, IN PART, FIRST AND FINAL APPLICATION FOR  
PAYMENT OF COMPENSATION SUBMITTED BY BAKER DONELSON  
BEARMAN CALDWELL & BERKOWITZ, PC, AS COUNSEL FOR SMALL  
LOANS, INC., et al., DEBTORS AND DEBTORS-IN-POSSESSION**

This matter came on for hearing before the Court on the First And Final Application for Payment of Compensation Submitted by Baker Donelson Bearman Caldwell & Berkowitz, PC, as Counsel for Small Loans, Inc., et al., Debtors and Debtors-In-Possession [Docket No. 459] (the "Application").

The Court, having considered the relief requested in the Application, the objections filed to the Application, the announcement by the Applicant of a reduction of \$76,461.57 in the fees requested, and it appearing that the Application, as modified by the announced reduction, conforms with the provisions of the Bankruptcy Code, the Federal

Rules of Bankruptcy Procedure, the local rules of practice of this Court, and applicable case law regarding allowance and payment of professional fees and expenses in bankruptcy cases, it is

**ORDERED** that the Application is **APPROVED and GRANTED**, in part, on the terms set forth herein, and it is **FURTHER ORDERED**, that pursuant to 11 U.S.C. §§ 330 and 331, Baker Donelson Bearman Caldwell & Berkowitz, PC (the “Applicant”) is awarded final compensation in the amount of \$433,282.18 in fees and \$29,393.91 in expenses, for a total award of \$462,676.09 (the “Award”), incurred relating to its duties as attorneys for the Debtors for the period December 16, 2011 through April 30, 2012; and it is further

**ORDERED** that the Applicant shall be permitted to draw on its prepetition retainer, and the Chapter 11 Trustee is directed to pay the remaining balance of the Award; and it is further

**ORDERED** that the objections to the Application are overruled; and it is further

**ORDERED** that the entry of this Order and payment of the Award shall not waive, release or otherwise prejudice any claims that these estates or holders of claims against the Debtors may have against the Applicant which arose prior to the filing of the petition for relief herein or arising under Chapter 5 of the Bankruptcy Code except relating to the payment of fees under this order.

### END OF DOCUMENT ###

This order was reviewed and agreed to by counsel for the committee and counsel for Trustee.

Order drafted by:  
Max A. Moseley  
Baker Donelson Bearman Caldwell  
& Berkowitz, PC  
420 20th Street North, Suite 1400  
Birmingham, Alabama 35203  
(205)244-3817  
[mmoseley@bakerdonelson.com](mailto:mmoseley@bakerdonelson.com)

Daniel D. Sparks  
Christian & Small, LLP  
1800 Financial Center  
505 North 20th Street, Ste 1800  
Birmingham, AL 35203

John D. Elrod  
Greenberg Traurig, LLP  
3290 Northside Parkway  
Suite 400  
Atlanta, GA 30327