

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

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In re: : Chapter 11
: :
RG Liquidation, Inc. f/k/a RathGibson, Inc., : Case No. 09-12452 (CSS)
et al.¹ : :
: (Jointly Administered)
: :
Debtors. : **Hearing: TBD**
: **Objection Deadline: July 6, 2010 at 4:00 p.m.**
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**SEVENTH APPLICATION OF PEPPER HAMILTON LLP FOR
COMPENSATION AND REIMBURSEMENT OF EXPENSES INCURRED FOR THE
PERIOD MAY 1, 2010 THROUGH MAY 31, 2010 AS DELAWARE COUNSEL TO THE
OFFICIAL COMMITTEE OF UNSECURED CREDITORS**

Name of Applicant: Pepper Hamilton LLP

Authorized to provide professional services to: Counsel to the Official Committee of Unsecured Creditors

Date of Retention: Effective as of July 22, 2009

Period for which compensation and reimbursement are sought: May 1, 2010 through May 31, 2010

Amount of compensation sought as actual, reasonable, and necessary: \$7,498.50

Amount of expense reimbursement sought as actual, reasonable, and necessary: \$448.70

This is an: X monthly interim final application.

¹ The last four digits of the taxpayer identification numbers of the Debtors follow in parentheses: (i) RG Liquidation III, Inc. f/k/a Greenville Tub Company (2689); (ii) RG Liquidation, Inc. f/k/a RathGibson, Inc. (3283); RG Liquidation IV, LLC f/k/a RG Tube Holdings LLC (4080); and (iv) RG Liquidation II, Inc. f/k/a RGCH Holdings Corp. (9683). Prior to the consummation of the sale of substantially all of the Debtors' assets, the Debtors' executive headquarters' address was 475 Half Day Road, Suite 210, Lincolnshire, Illinois 60069. The Plan Administrator's address is c/o Amper Politziner & Mattia LLP, 101 West Avenue, P.O. Box 458, Jenkintown, PA 19046.

The Application does not request compensation at this time for services rendered in preparing this Application. The Applicant intends to seek compensation in connection with this Application at a later date.

<u>Date Filed</u>	<u>Period Covered</u>	<u>Requested Fees, Expenses</u>	<u>Approved Fees, Expenses</u>
October 16, 2009 (Docket No. 349)	July 22, 2009 through August 31, 2009	Fees \$28,701.50 Expenses \$428.13	Fees \$22,961.20 Expenses \$428.13
October 16, 2009 (Docket No. 347)	September 1, 2009 through September 30, 2009	Fees \$16,648.50 Expenses \$160.33	Fees \$13,318.80 Expenses \$160.33
November 20, 2009 (Docket No. 419)	October 1, 2009 through October 31, 2009	Fees \$12,376.00 Expenses \$533.14	Fees \$9,900.80 Expenses \$533.14
December 28, 2009 (Docket No. 465)	November 1, 2009 through November 30, 2009	Fees \$10,015.00 Expenses \$313.48	Fees \$8,012.00 Expenses \$313.48
April 27, 2010 (Docket No. 702)	December 1, 2009 through March 31, 2010	Fees \$26,531.50 Expenses \$1,228.55	Fees \$21,225.20 Expenses \$1,228.55
May 14, 2010 (Docket No. 742)	April 1, 2010 through April 30, 2010	Fees \$8,789.00 Expenses \$407.97	

COMPENSATION BY TIMEKEEPER

<u>Name of Professional Person</u>	<u>Position With the Applicant and Number of Years in That Position</u>	<u>Hourly Billing Rate</u>	<u>Total Billed Hours</u>	<u>Total Compensation</u>
Henry J. Jaffe	Partner (9 years) J.D. 1991	\$540.00	6.10	\$3,294.00
Evelyn J. Meltzer	Associate (9 years) J.D. 2001	\$395.00	3.90	\$1,540.50
John H. Schanne, II	Associate (2 years) J.D. 2008	\$275.00	0.90	\$247.50
Christopher Lano	Paralegal	\$205.00	8.90	\$1,824.50
Mary-Ellen Alexsy	Paralegal	\$200.00	1.40	\$280.00
Cynthia Vernon	Document Clerk	\$150.00	0.70	\$105.00
David Smith	Document Clerk	\$50.00	7.30	\$365.00

COMPENSATION BY PROJECT CATEGORY

<u>Project Category</u>	<u>Total Hours</u>	<u>Total Fees</u>
Case Administration	5.60	\$439.00
Court Hearings	8.40	\$2,382.00
Fees	8.40	\$2,116.50
Fees/Objections	2.60	\$587.00
Employment of Professionals	0.60	\$127.50
Plan and Disclosure Statement	3.50	\$1,846.50
TOTAL HOURS:	29.20	
TOTAL FEES:	\$7,498.50	
BLENDED RATE:	\$262.21	

EXPENSE SUMMARY

<u>Expense Category</u>	<u>Service Provider</u>	<u>Total Expenses</u>
Duplicating and Reproduction	(Internal)	\$102.70
Parcels Copy Work	PARCELS, Inc.	\$5253.07
Postage		\$55.73
Reference Service		\$37.20
TOTAL EXPENSES:		\$448.70

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**SEVENTH APPLICATION OF PEPPER HAMILTON LLP FOR
COMPENSATION AND REIMBURSEMENT OF EXPENSES INCURRED FOR THE
PERIOD MAY 1, 2010 THROUGH MAY 31, 2010 AS DELAWARE COUNSEL TO THE
OFFICIAL COMMITTEE OF UNSECURED CREDITORS**

For its Seventh Interim Application for Compensation and Reimbursement of Expenses (the “Application”) Pepper Hamilton LLP (the “Applicant”), Delaware counsel to the Official Committee of Unsecured Creditors (the “Committee”) appointed in the Chapter 11 cases of the above-captioned debtors and debtors-in-possession herein (the “Debtors”), respectfully represents as follows:

A. BACKGROUND

1. On July 13, 2009 (the “Petition Date”), the Debtors filed voluntary petitions for relief under chapter 11 of title 11 of the United States Code (11 U.S.C. § 101 et. seq.

¹ The last four digits of the taxpayer identification numbers of the Debtors follow in parentheses: (i) RG Liquidation III, Inc. f/k/a Greenville Tub Company (2689); (ii) RG Liquidation, Inc. f/k/a RathGibson, Inc. (3283); RG Liquidation IV, LLC f/k/a RG Tube Holdings LLC (4080); and (iv) RG Liquidation II, Inc. f/k/a RGCH Holdings Corp. (9683). Prior to the consummation of the sale of substantially all of the Debtors’ assets, the Debtors’ executive headquarters’ address was 475 Half Day Road, Suite 210, Lincolnshire, Illinois 60069. The Plan Administrator’s address is c/o Amper Politziner & Mattia LLP, 101 West Avenue, P.O. Box 458, Jenkintown, PA 19046.

as amended, the “Bankruptcy Code”). The Debtors have continued to manage and operate their businesses as debtors-in-possession pursuant to sections 1107 and 1108 of the Bankruptcy Code.

2. On July 23, 2009, the Office of the United States Trustee appointed the Committee pursuant to 11 U.S.C. § 1102.

3. Pursuant to an order entered on September 11, 2009 (the “Applicant Retention Order”) (D.I. 279), the employment of Applicant as Delaware counsel to the Committee was authorized effective as of July 22, 2009. A copy of the Applicant Retention Order is attached hereto as Exhibit A.

4. Applicant has rendered services on behalf of the Committee from May 1, 2010 through May 31, 2010, totaling 29.20 hours, and in connection therewith requests allowance of interim compensation in the amount of \$7,498.50 and reimbursement of expenses in the amount of \$448.70.

5. Applicant maintains contemporaneous records of the time expended for the professional services and expenses related thereto performed in connection with these Chapter 11 cases and such records are maintained in the ordinary course of its business. These records provide a detailed description of the services rendered and expenses incurred during the period for which this Application is being made. Applicant's time records in the sum of \$7,498.50 regarding these Chapter 11 proceedings are annexed hereto as Exhibit B.

B. DESCRIPTION OF SERVICES AND EXPENSES AND RELIEF REQUESTED

6. Applicant’s services on behalf of the Committee are described in detail in Exhibit B. In general, Applicant represented the Committee in routine bankruptcy proceeding matters, including all hearings before this Court. In summary, Applicant’s activities included, without limitation, the following:

- a. Communicating with co-counsel and Committee members, and participating in Committee telephone conferences;
- b. Reviewing, investigating and responding to various pleadings filed in these cases;
- c. Preparing for and attending meetings and hearings; and
- d. Preparing and filing pleadings.

7. To assist the Court in its review of the fees sought by Applicant, the time entries in Exhibit B are separated into the following categories:

- a. Case Administration. This category includes time spent by Applicant in connection with the performance of its duties as co-counsel for the Committee which do not fall within any of the more specific categories discussed below. Time in this category was incurred (i) maintaining pleadings files and (ii) updating the critical dates calendar. The total fees sought under this category for the period May 1, 2010 through May 31, 2010 are \$439.00. The detailed time entries of Applicant's professionals which fall within this category are attached as Exhibit B.1.

- b. Court Hearings. This category includes time spent by Applicant preparing for and attending the May 21, 2010 hearing, and preparing for the June 1, 2010 hearing. The total fees sought under this category for the period May 1, 2010 through May 31, 2010 are \$2,382.00. The detailed time entry of Applicant's professionals which fall within this category are attached as Exhibit B.2.

- c. Fees. This category includes time spent by Applicant (i) preparing and filing Otterbourg Steindler's and Huron Consulting's Ninth Interim Fee Applications; (ii) preparing and filing Pepper Hamilton's Sixth Interim Fee Application; and (iii) updating the fee

application chart. Applicant also spent 1.8 hours in the coordination of the filing and service of the applications for compensation of the Committee's other retained professionals, which fees totaled \$445.00. The total fees sought under this category for the period May 1, 2010 through May 31, 2010 are \$2,116.50. The detailed time entries of Applicant's professionals which fall within this category are attached as Exhibit B.3.

d. Fees/Objections. This category includes time spent by Applicant preparing and filing certificates of no objection regarding the fee applications of Otterbourg Steindler, Huron Consulting, and Pepper Hamilton. The total fees sought under this category for the period May 1, 2010 through May 31, 2010 are \$587.00. The detailed time entries of Applicant's professionals which fall within this category are attached as Exhibit B.4.

e. Employment of Professionals. This category includes time spent by Applicant reviewing the docket regarding potential supplemental retention disclosures. The total fees sought under this category for the period May 1, 2010 through May 31, 2010 are \$127.50. The detailed time entries of Applicant's professionals which fall within this category are attached as Exhibit B.5.

f. Plan and Disclosure Statement. This category includes time spent by Applicant (i) reviewing materials related to the selection of the liquidating trustee and discussing same with the Creditors' committee; and (ii) reviewing critical dates related to the confirmation deadlines. The total fees sought under this category for the period May 1, 2010 through May 31, 2010 are \$1,846.50. The detailed time of Applicant's professionals which fall within this category are attached as Exhibit B.6.

The foregoing general description of services rendered in specific areas is not intended to be exhaustive of the scope of Applicants activities on behalf of the Committee in

these cases. The time records attached as Exhibit B present more completely the work performed by Applicant in each billing category during the period covered by this Application.

8. Applicant believes that the post-petition services rendered during the period May 1, 2010 through May 31, 2010 on behalf of the Committee are reasonably worth the sum of \$7,498.50 and Applicant requests the allowance of such sum. The blended hourly rate for all services rendered by Applicant during the period covered by this Application is \$262.21.

9. Applicant further requests reimbursement of costs expended on behalf of the Committee for the period ending April 30, 2010 in connection with these Chapter 11 proceedings in the sum of \$448.70 as set forth in the summary attached as Exhibit C.

10. The expenses incurred by Applicant may include long distance telephone calls, over-night delivery, travel expenses, local messenger service, meals, facsimiles, postage, duplicating, and computerized legal research charges, all of which Applicant normally bills to its non-bankruptcy clients at rates calculated to compensate Applicant for only the actual cost of the expense. The rate Applicant charges for photocopying is \$0.10 per page and out-going facsimile transmission charges are \$1.00 per page. Applicant does not charge for incoming facsimiles. Consistent with Applicant's charges to non-bankruptcy clients, where Applicant's Court Liaison Department handles electronic filings with the Court, Applicant charges a \$10.00 filing fee.

11. As outlined above, the attorneys who worked on these cases from May 1, 2010 through May 31, 2010 have various levels of expertise. From time to time these attorneys consulted with each other and other attorneys on different aspects of the case. It is submitted that this is a more efficient way to run a case than to expect a single attorney to be an expert in all applicable areas of law. If a single attorney were to attempt to run a case such as this, the attorney would have to learn through research what other attorneys know and can tell him based

on their years of knowledge and experience. The primary attorneys and their areas of expertise are listed on Exhibit D attached hereto.

12. Applicant has reviewed the requirements of Del.Bankr.LR 2016-2 and believes that this Application complies with the requirements of the same.

WHEREFORE, Applicant prays this Court enter an Order (i) allowing Applicant interim compensation in the sum of \$7,498.50 and reimbursement of costs expended from May 1, 2010 through May 31, 2010 in the sum of \$448.70; (ii) directing prompt payment of the same by the Debtors to the extent not previously paid; and (iii) granting such other and further relief as may be just.

Dated: June 15, 2010
Wilmington, Delaware

PEPPER HAMILTON LLP



/s/ Henry J. Jaffe

David B. Stratton (DE No. 960)

Henry J. Jaffe (DE No. 2987)

Evelyn J. Meltzer (DE No. 4581)

John H. Schanne II (DE No. 5260)

Hercules Plaza, Suite 5100

1313 Market Street

P.O. Box 1709

Wilmington, DE 19899-1709

Telephone: (302) 777-6500

Facsimile: (302) 421-8390

*Counsel for the Official Committee of Unsecured
Creditors*

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF DELAWARE**

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In re: : Chapter 11
: :
RG Liquidation, Inc. f/k/a RathGibson, Inc., : Case No. 09-12452 (CSS)
et al.¹ : :
: (Jointly Administered)
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Debtors. : **Hearing Date: TBD**
: **Objection Deadline: July 6, 2010 at 4:00 p.m.**
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**NOTICE OF SEVENTH INTERIM APPLICATION OF PEPPER HAMILTON LLP FOR
COMPENSATION AND REIMBURSEMENT OF EXPENSES INCURRED FOR THE
PERIOD MAY 1, 2010 THROUGH MAY 31, 2010 AS DELAWARE COUNSEL TO THE
OFFICIAL COMMITTEE OF UNSECURED CREDITORS**

Pepper Hamilton LLP, Delaware counsel to the Official Committee of Unsecured Creditors (hereinafter referred to as “Applicant”) has filed its **Seventh Interim Application of Pepper Hamilton LLP for Compensation and Reimbursement of Expenses Incurred for the Period May 1, 2010 through May 31, 2010 as Delaware Counsel to the Official Committee of Unsecured Creditors** (the “Application”).

All objections and other responses (collectively, “Objections”) to the Application must be: (i) filed with the Clerk of the United States Bankruptcy Court for the District of Delaware, 824 Market Street, 3rd Floor, Wilmington, Delaware 19801, on or before **July 6, 2010 at 4:00 p.m. (ET) (the “Objection Deadline”)** and (ii) served so as to be actually received no later than the Objection Deadline by the following entities:

Debtors
RathGibson, Inc.
475 Half Day Road
Suite 210
Lincolnshire, IL 60069
Attn: Jon M. Smith

Willkie Farr & Gallagher LLP
787 Seventh Avenue
New York, NY 10019-6099
Attn: Robin Spigel, Esq.

¹ The last four digits of the taxpayer identification numbers of the Debtors follow in parentheses: (i) RG Liquidation III, Inc. f/k/a Greenville Tub Company (2689); (ii) RG Liquidation, Inc. f/k/a RathGibson, Inc. (3283); RG Liquidation IV, LLC f/k/a RG Tube Holdings LLC (4080); and (iv) RG Liquidation II, Inc. f/k/a RGCH Holdings Corp. (9683). Prior to the consummation of the sale of substantially all of the Debtors’ assets, the Debtors’ executive headquarters’ address was 475 Half Day Road, Suite 210, Lincolnshire, Illinois 60069. The Plan Administrator’s address is c/o Amper Politziner & Mattia LLP, 101 West Avenue, P.O. Box 458, Jenkintown, PA 19046.

Young Conaway Stargatt & Taylor, LLP
The Brandywine Building
1000 West Street
17th Floor
Wilmington, DE 19801
Attn: Mattherw B. Lunn, Esq.

Office of the United States Trustee
844 King Street
Room 2313
Wilmington, DE 19801
Attn: Jane Leamy, Esq.

Otterbourg, Steindler, Houston & Rosen, P.C.
230 Park Avenue,
New York, NY 10169
Attn: William M. Silverman, Esq.
Jenette Barrow-Bosshart, Esq.

Pepper Hamilton LLP
Hercules Plaza, Suite 5100
1313 N. Market Street, P.O. Box 1709
Wilmington, DE 19899-1709
Attn: Henry J. Jaffe, Esq.

A HEARING ON THE APPLICATION WILL BE SCHEDULED at the Court's convenience before the Honorable Christopher S. Sontchi, United States Bankruptcy Court for the District of Delaware, 824 Market Street, Wilmington, Delaware 19801.

IF YOU FAIL TO RESPOND IN ACCORDANCE WITH THIS NOTICE, THE COURT MAY GRANT THE RELIEF DEMANDED IN THE APPLICATION WITHOUT FURTHER NOTICE OR HEARING.

Dated: June 15, 2010
Wilmington, Delaware

PEPPER HAMILTON LLP

/s/ Evelyn J. Meltzer
David B. Stratton (DE No. 960)
Henry J. Jaffe (DE No. 2987)
Evelyn J. Meltzer (DE No. 4581)
John H. Schanne II (DE No. 5260)
Hercules Plaza, Suite 5100
1313 Market Street
P.O. Box 1709
Wilmington, DE 19899-1709
Telephone: (302) 777-6500
Facsimile: (302) 421-8390

-and-

OTTERBOURG, STEINDLER, HOUSTON
& ROSEN, P.C.

William M. Silverman, Esq.
Jenette A. Barrow-Bosshart, Esq.
Jessica M. Ward, Esq.
Scott L. Hazan, Esq.
230 Park Avenue
New York, New York 10169
Telephone: (212) 661-9100
Facsimile: (212) 682-6104

*Counsel for the Official Committee of Unsecured
Creditors*

EXHIBIT A

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:

RATHGIBSON, INC. *et al.*,¹

Debtors.

Chapter 11

Case No. 09-12452 (CSS)

Jointly Administered

Re: 181

**ORDER PURSUANT TO 11 U.S.C. §§ 328(A) AND 1103 AUTHORIZING AND
APPROVING THE EMPLOYMENT AND RETENTION OF PEPPER HAMILTON LLP
AS DELAWARE COUNSEL TO THE OFFICIAL COMMITTEE
OF UNSECURED CREDITORS**

UPON CONSIDERATION OF the Application (the "Application") of the Official Committee of Unsecured Creditors (the "Committee") of the above-captioned debtors and debtors-in-possession (the "Debtors"), for an order, pursuant to 11 U.S.C. §§ 328(a) and 1103 and Federal Rules of Bankruptcy Procedure 2014(a) and 2016, authorizing the Committee to employ and retain the law firm of Pepper Hamilton LLP ("Pepper Hamilton") as its Delaware counsel *nunc pro tunc* to July 22, 2009; and upon the affidavit of Henry Jaffe, Esquire, a partner of the firm of Pepper Hamilton (the "Affidavit"); and the Court finding based on the representations made in the Application and the Affidavit that Pepper Hamilton is a disinterested person as that term is defined under section 101(14) of the Bankruptcy Code, Pepper Hamilton does not hold or represent an interest adverse to the Debtors' estates with respect to the matters on which Pepper Hamilton is retained, and the employment of Pepper Hamilton as co-counsel to the Committee is appropriate; and after due deliberation and sufficient cause appearing therefore, it is hereby

¹ The Debtors are the following entities (last four digits of EIN in parentheses): (i) Greenville Tube Company (2689); (ii) RathGibson, Inc. (3283); (iii) RG Tube Holdings LLC (4080); and (iv) RGCH Holdings Corp. (9683). The mailing address for the Debtors is 475 Half Day Road, Suite 210, Lincolnshire, Illinois 60069.

ORDERED, ADJUDGED AND DECREED THAT:

1. The Application is GRANTED.
2. Pursuant to §§ 328 and 1103 of the Bankruptcy Code, the Committee is hereby authorized and empowered to employ the firm of Pepper Hamilton, *nunc pro tunc* to July 22, 2009, as its co-counsel in this Chapter 11 case, and Pepper Hamilton is authorized to perform the services set forth in the Application.
3. Pepper Hamilton shall be compensated in accordance with the procedures set forth in §§ 330 and 331 of the Bankruptcy Code and such Bankruptcy Rules, the Local Rules and U.S. Trustee Guidelines and such other procedures as may be fixed by order of this Court.
4. This Court shall retain jurisdiction to hear and determine all matters arising from the implementation of this Order.
5. Notwithstanding any Bankruptcy Rule to the contrary, this Order shall take effect immediately upon its entry.

Dated: 9/11, 2009
Wilmington, Delaware



THE HONORABLE CHRISTOPHER S. SONTCHI
UNITED STATES BANKRUPTCY JUDGE

EXHIBIT B.1

Time Detail by Task Code

TASK CODE: B110 Case Administration

<u>Date</u>	<u>Name</u>	<u>Services</u>	<u>Time</u>	<u>Rate</u>	<u>Fees</u>
05/04/10	D. Smith	Review docket and organize pleadings file.	0.50	50.00	25.00
05/06/10	C. Lano	Review critical dates calendar re upcoming deadlines.	0.20	205.00	41.00
05/07/10	J.H. Schanne, II	Update critical dates calendar.	0.10	275.00	27.50
05/07/10	C. Lano	Revise critical dates calendar	0.10	205.00	20.50
05/07/10	D. Smith	Review and organize pleadings file.	0.20	50.00	10.00
05/12/10	D. Smith	Review and organize pleadings file.	0.20	50.00	10.00
05/14/10	J.H. Schanne, II	Update cricital dates calendar.	0.20	275.00	55.00
05/14/10	D. Smith	Review and organize pleadings file.	0.40	50.00	20.00
05/19/10	D. Smith	Review and pull documents from pleadings file and claims filings.	1.50	50.00	75.00
05/21/10	J.H. Schanne, II	Update critical dates calendar.	0.10	275.00	27.50
05/21/10	D. Smith	Review docket and organize pleadings file.	0.50	50.00	25.00
05/24/10	D. Smith	Review docket and organize pleadings file.	1.00	50.00	50.00
05/25/10	D. Smith	Review docket and organize pleadings file.	0.50	50.00	25.00
05/27/10	J.H. Schanne, II	Update critical dates calendar.	0.10	275.00	27.50

RathGibson, Inc., Official Committee of Unsecured Creditors
Client/Matter Number: 136568.00002
June 15, 2010

Invoice: 10625950
Page 4

Total B110 Case Administration

5.60

439.00

EXHIBIT B.2

TASK CODE: B155 Court Hearings

<u>Date</u>	<u>Name</u>	<u>Services</u>	<u>Time</u>	<u>Rate</u>	<u>Fees</u>
05/07/10	C. Lano	Receipt and review of Order Scheduling Omnibus Hearing Dates.	0.10	205.00	20.50
05/19/10	E. Meltzer	Reviewing 5/21/10 hearing agenda.	0.10	395.00	39.50
05/19/10	C. Lano	Coordinate with CourtCall re J.Ward's telephonic appearance for 5/21/10 hearing (.2); Review confirmation and forward same to J.Ward (.1); Receipt and review of 5/21/10 Agenda (.1).	0.40	205.00	82.00
05/20/10	H. Jaffe	Coordinate with C. Lano re preparation of materials for plan confirmation hearing.	0.20	540.00	108.00
05/20/10	C. Lano	Receipt and review of Amended 5/21/10 Agenda (.1); Confer with D.Smith re hearing documents (.1); Prepare and organize supplement 5/21/10 hearing documents (1.0).	1.20	205.00	246.00
05/20/10	D. Smith	Review and print documents from online docketing system then assemble agenda binders for court hearing per C. Lano.	2.50	50.00	125.00
05/21/10	H. Jaffe	Prepare for Rath Gibson confirmation hearing, including extensive review of confirmation materials (1.0); attendance at confirmation hearing and confer with co-counsel at	2.60	540.00	1,404.00

		same (1.6).			
05/21/10	E. Meltzer	Retrieving 5/21/10 hearing agenda for H. Jaffe.	0.10	395.00	39.50
05/21/10	C. Lano	Revise 5/21/10 hearing binders.	0.50	205.00	102.50
05/27/10	H. Jaffe	Coordinate with E. Meltzer re issues regarding upcoming omnibus hearing.	0.10	540.00	54.00
05/27/10	E. Meltzer	Reviweing 6/1/10 hearing agenda (.1); e-mails to H. Jaffe re attendance at 6/1/10 hearing (.1).	0.20	395.00	79.00
05/27/10	C. Lano	Receipt and review of 6/1/10 Agenda (.1); Confer with CourtCall re J.Ward's 6/1/10 telephonic appearance (.1); Receipt and review of telephonic appearance and forward same (.1); Confer with D.Smith re 6/1/10 Agenda (.1).	0.40	205.00	82.00
Total B155 Court Hearings			8.40		2,382.00

EXHIBIT B.3

TASK CODE: B160 Fees

<u>Date</u>	<u>Name</u>	<u>Services</u>	<u>Time</u>	<u>Rate</u>	<u>Fees</u>
05/05/10	C. Lano	Update Fee Application chart.	0.30	205.00	61.50
05/07/10	E. Meltzer	Reviewing and revising Pepper Hamilton's April time entries re Pepper Hamilton's April fee application.	0.30	395.00	118.50
05/10/10	E. Meltzer	Reviewing and revising Pepper Hamilton's April time entries (.1); e-mail to J. Barrow-Bosshart, J. Ward. R. Caruso, N. Zaccagnini and B. Mann re filing of April fee applications (.1).	0.20	395.00	79.00
05/10/10	C. Lano	Confer with E.Meltzer re PH Sixth Interim Fee Application (.1); Prepare PH Sixth Interim Fee Application (2.0).	2.10	205.00	430.50
05/11/10	E. Meltzer	Updating fee application chart (.2); preparing Pepper Hamilton's 5th fee application (.3).	0.50	395.00	197.50
05/12/10	E. Meltzer	Conferring with D. Willauer re revisions to Pepper Hamilton's April fee application (.2); e-mail to N. Zaccagnini re Huron's April fee application (.1); conferring with H. Jaffe re Pepper Hamilton's April fee application (.1).	0.40	395.00	158.00
05/13/10	E. Meltzer	Conferring with C. Lano re service of April fee application.	0.10	395.00	39.50

05/13/10	C. Lano	Prepare Notices to Fee Applications for Pepper Hamilton (.5); Prepare Notices to Fee Applications for Otterbourg (.4); Prepare Notices to Fee Applications for Huron (.4); confer with T. Bollman, E. Meltzer and Garden City Group re service of fee applicatinos (.4).	1.70	205.00	348.50
05/14/10	E. Meltzer	Reviewing and executing notices re Pepper Hamilton's April fee application (.1); reviewing and executing notices re Huron's April fee application (.1).	0.30	395.00	118.50
05/14/10	C. Lano	Email J.Ward re Otterbourg Fee Application (.1); Prepare supplemental Notices to Committee's Professionals' Fee Application n(.6); confer same with E.Meltzer (.1).	0.80	205.00	164.00
05/15/10	C. Lano	Prepare and file Otterbourg Steindler Ninth Fee Application (.3); Prepare and file Notice of Filing Otterbourg Steindler Ninth Fee Application (.2).	0.50	205.00	102.50
05/17/10	E. Meltzer	Updating fee application chart.	0.20	395.00	79.00
05/21/10	E. Meltzer	E-mail to H. Jaffe, C. Lano and J. Schanne re final fee applications (.1); updating fee application chart (.2).	0.30	395.00	118.50
05/24/10	C. Lano	Revise Fee Application Chart.	0.30	205.00	61.50
05/28/10	E. Meltzer	Email to N. Zaccagnini re final fee applications.	0.10	395.00	39.50

RathGibson, Inc., Official Committee of Unsecured Creditors
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Total B160 Fees

8.10

2,116.50

EXHIBIT B.4

TASK CODE: B161 Fees/Objections

<u>Date</u>	<u>Name</u>	<u>Services</u>	<u>Time</u>	<u>Rate</u>	<u>Fees</u>
05/06/10	C. Lano	Review docket and prepare CNO to Otterbourg Steindler's Eighth Fee Application.	0.30	205.00	61.50
05/10/10	E. Meltzer	Reviewing and executing certificate of no objection re Otterbourg's March fee application.	0.10	395.00	39.50
05/10/10	C.M. Vernon	Prepare and file Certificate Of No Objection Regarding Eighth Interim Application Of Otterbourg, Steindler.	0.20	150.00	30.00
05/10/10	C.M. Vernon	Prepare and serve Certificate Of No Objection Regarding Eighth Interim Application Of Otterbourg, Steindler.	0.20	150.00	30.00
05/17/10	E. Meltzer	E-mail to C. Lano re CNO for Pepper Hamilton's 5th fee application and Huron's 8th fee application.	0.10	395.00	39.50
05/18/10	M. Alexsy	Review court docket re possible objections to Pepper Hamilton Fifth Fee Application (.1); preparation of Certificate of No Objection re same (.2).	0.30	200.00	60.00
05/18/10	M. Alexsy	Review court docket re possible objections to Huron Consulting Eighth Fee Application (.1); preparation of Certificate of No Objection re same (.2).	0.30	200.00	60.00
05/19/10	E. Meltzer	Reviewing and executing CNO re Pepper Hamilton's	0.20	395.00	79.00

		5th fee application (.1); reviewing and executing CNO re Huron's 8th fee application (.1).			
05/19/10	J.H. Schanne, II	Email to M. Alexy re CNO's to committee professionals fee applications.	0.10	275.00	27.50
05/20/10	M. Alexsy	Revise and finalize Certificate of No Objection re Pepper Hamilton Fifth Interim Application (.3); Revise and finalize Certificate of No Objection re Huron Consulting Eighth Interim Application (.3); arrange for service of same (.2).	0.80	200.00	160.00
Total B161 Fees/Objections			<u>2.60</u>	<u>587.00</u>	

EXHIBIT B.5

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TASK CODE: B170 Employment of Professionals

<u>Date</u>	<u>Name</u>	<u>Services</u>	<u>Time</u>	<u>Rate</u>	<u>Fees</u>
05/06/10	C.M. Vernon	Review docket on continued retention matters.	0.30	150.00	45.00
05/19/10	J.H. Schanne, II	Review conflicts for supplemental retention disclosures.	0.30	275.00	82.50
Total B170 Employment of Professionals			0.60		127.50

EXHIBIT B.6

TASK CODE: B320 Plan and Disclosure Statement

<u>Date</u>	<u>Name</u>	<u>Services</u>	<u>Time</u>	<u>Rate</u>	<u>Fees</u>
05/05/10	H. Jaffe	Review various materials submitted by potential Trustee for remaining Trust.	0.20	540.00	108.00
05/10/10	H. Jaffe	Prepare for conference call re choice of liquidating trustee and review materials re same (1.0); review plan and disclosure statement in connection with requirements for liquidating trustee (.3); participate in creditor's committee conference call to select trustee (1.5).	2.80	540.00	1,512.00
05/17/10	H. Jaffe	Review upcoming deadlines and determine next steps re: plan of reorganization.	0.20	540.00	108.00
05/21/10	E. Meltzer	Reviewing confirmation order re upcoming deadlines.	0.30	395.00	118.50
Total B320 Plan and Disclosure Statement			3.50		1,846.50

EXHIBIT C

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Summary of Expenses

<u>Expenses</u>	<u>Value</u>
Duplicating	102.70
PARCELS COPY WORK	253.07
Postage	55.73
Reference Service	37.20
Total	<hr/> 448.70

Detail of Expenses

<u>Date</u>	<u>Code</u>	<u>Description</u>	<u>Units</u>	<u>Cost</u>	<u>Value</u>
05/10/10	DUP	DUP - Vernon Cynthia M. - 05/10/2010	3	0.10	0.30
05/19/10	DUP	DUP - Smith David A. - 05/19/2010	627	0.10	62.70
05/20/10	DUP	DUP - Kusch Janet O. - 05/20/2010	100	0.10	10.00
05/20/10	DUP	DUP - Smith David A. - 05/20/2010	297	0.10	29.70
05/20/10	DUP4	LANO 042610 - PARCELS COPY WORK	1	41.00	41.00
05/20/10	DUP4	VERNON 042710 - PARCELS COPY WORK	1	25.38	25.38
05/20/10	DUP4	VERNON 042710 - PARCELS COPY WORK	1	151.25	151.25
05/21/10	POS	Postage - 04/27/10	1	29.48	29.48
05/26/10	POS	Postage - 05/20/10 - ALEXY	1	26.25	26.25
05/27/10	DUP4	VERNON 051010 - PARCELS COPY WORK	1	35.44	35.44
05/27/10	REF3	PACER REFERENCE SERVICE 010110 - 033110	1	37.20	37.20
		Total			<hr/> 448.70

EXHIBIT D

BIOGRAPHIES

Henry J. Jaffe – Mr. Jaffe is a Partner in the Corporate Restructuring and Bankruptcy Practice Group of Pepper Hamilton LLP and has been practicing law since 1991. He is a member of the bars of Delaware and Pennsylvania.

Evelyn J. Meltzer – Ms. Meltzer is an Associate in the Corporate Restructuring and Bankruptcy Practice Group of Pepper Hamilton LLP and has been practicing law since 2001. She is a member of the bars of Delaware and Pennsylvania.

John H. Schanne, II – Mr. Schanne is an Associate in the Corporate Restructuring and Bankruptcy Practice Group of Pepper Hamilton LLP and has been practicing law since 2008. He is a member of the bar of Delaware.

CERTIFICATE OF SERVICE

I, Evelyn J. Meltzer, hereby certify that on the 15th day of June, 2010, I caused the foregoing **Seventh Interim Application of Pepper Hamilton LLP for Compensation and Reimbursement of Expenses Incurred for the Period May 1, 2010 through May 31, 2010 as Delaware Counsel to the Official Committee of Unsecured Creditors** to be served upon the following individuals by first-class mail, postage prepaid.

Debtors
RathGibson, Inc.
475 Half Day Road
Suite 210
Lincolnshire, IL 60069
Attn: Jon M. Smith

Willkie Farr & Gallagher LLP
787 Seventh Avenue
New York, NY 10019-6099
Attn: Robin Spigel, Esq.

Young Conaway Stargatt & Taylor, LLP
The Brandywine Building
1000 West Street
17th Floor
Wilmington, DE 19801
Attn: Matthew B. Lunn, Esq.

Office of the United States Trustee
844 King Street
Room 2313
Wilmington, Delaware 19801
Attn: Jane Leamy, Esq.

Otterbourg, Steindler, Houston & Rosen, P.C.
230 Park Avenue,
New York, NY 10169
Attn: William M. Silverman, Esq.
Jenette Barrow-Bosshart, Esq.

/s/ Evelyn J. Meltzer
Evelyn J. Meltzer (DE No. 4581)