

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In Re:) Chapter 11
)
TAYLOR-WHARTON) Case No. 09-14089 (BLS)
INTERNATIONAL LLC,¹ et al.) (Jointly Administered)

AFFIDAVIT

COMMONWEALTH OF PENNSYLVANIA)
) ss:
COUNTY OF ALLEGHENY)

I, David C. Jenkins, depose and say under oath as follows:

1. I am member with Eckert Seamans Cherin & Mellott, LLC (the “Firm”), having an office located at 44th Floor, 600 Grant Street, Pittsburgh, PA 15219. The Firm has been employed by Taylor-Wharton International LLC (“TWI”), TWI-Holding LLC (“TWI-Holding”); Taylor-Wharton Intermediate Holdings LLC (“TW Intermediate”), Alpha One Inc. (“Alpha”), Beta Two Inc. (“Beta”), Gamma Three Inc. (“Gamma”), Delta Four Inc. (“Delta”), Epsilon Five Inc. (“Epsilon”), TW Cryogenics LLC (“TW Cryogenics”), TW Cylinders LLC (TW Cylinders), Sherwood Valve LLC (“Sherwood”), American Welding & Tank LLC (“American Welding”), and TW Express LLC (“TW Express”) and collectively with TWI, TWI-Holding, TW Intermediate, Alpha, Beta, Gamma, Delta, Epsilon, TW Cryogenics, TW Cylinders, Sherwood and American Welding, the (“Debtors”) in the ordinary course of their business.

2. I am familiar with and have personal knowledge of the facts set forth below.

¹ The Debtors in these cases, along with the last four digits of each Debtor’s federal tax identification number are: Taylor-Wharton International LLC (1577); TWI-Holding LLC (8154); Taylor-Wharton Intermediate Holdings LLC (6890); Alpha One Inc. (1392); Beta Two Inc. (1408); Gamma Three Inc. (1367); Delta Four Inc. (1320); Epsilon Five Inc. (1344); TW Cryogenics LLC (1713); TW Cylinders LLC (1665); Sherwood Valve LLC (1781); (1890); American Welding & Tank LLC (1945); and TW Express LLC (6414).

3. This Affidavit is submitted pursuant to Sections 105(a), 327 and 328 of the Bankruptcy Code and the Order Pursuant to Section 105(a), 327 and 328 of the Bankruptcy Code and Bankruptcy Rule 2014 Authorizing the Debtors to Employ and Compensate Professionals Utilized by the Debtors in the Ordinary Course of Business *Nunc Pro Tunc* to the Petition Date (the "Ordinary Course Order").

4. The professional services the Firm will render to the Debtors, include, but are not limited to legal services.

5. Prior to the Petition Date, the Firm did provide professional services to the Debtors.

6. As of the Petition Date, the Debtors owe the Firm \$17,521.80 for professional services rendered to the Debtors.

7. The Firm does not hold any interest adverse to the Debtors or their estates regarding any matters for which the Firm is retained. In addition, the Firm has not provided services in the past for persons that are parties in interest in the Debtors' Chapter 11 cases in matters related or unrelated to these Chapter 11 cases, except as set forth herein:

(a) In various matters, unrelated to the above-captioned case and Debtors, the Firm has represented creditors of the Debtors including Audax et al., GE Capital, CIT, Harsco and SunGard Availability Services LP.

8. Neither I nor any principal of or professional employed by the Firm holds or represents any interest adverse to the Debtors or their estates with respect to the matters for which the Firm has been retained, except as set forth herein.

9. The Firm has read the proposed Ordinary Course Order and understands the limitations on compensation allowed to be paid without an order of the Court.

10. The Firm will supplement the information in this affidavit if it discovers any facts related to the matters on which it has been retained by Debtors.

11. The Firm will apply directly to the Debtors for compensation for professional services rendered and reimbursement of actual and necessary expenses incurred by the Firm in accordance with the Ordinary Course Order. The hourly rates for the members, associates and/or employees that will be primarily responsible for the Firm's representation of the Debtors, are as follows.

Paralegals: \$125 to \$155

Associates: \$200 to \$240

Partners: \$290 to 330

12. The Firm periodically raises its hourly rates, usually in January.

13. The hourly rates set forth above are the Firm's regular hourly rates billed to and paid by existing bankruptcy and non-bankruptcy clients for work of this nature. These rates are set at a level designed to fairly compensate the Firm for the work of its members, associates and/or employees and to cover fixed and routine overhead expenses. In addition to the hourly rates, it is the Firm's policy to charge its clients in all areas of practice for all other expenses incurred in connection with the client's cases, including, among other things, long-distance telephone charges, telecopier and other charges, mass mailing postage, messenger and express mail charges, special or hand delivery charges, document processing, photocopying charges, filing fees, travel expenses, expenses for "working meals," the catering of meetings and business meetings, computerized research, transcription costs, as well as non-ordinary overhead expenses

CERTIFICATE OF SERVICE

It is hereby certified that a true and correct copy of the foregoing AFFIDAVIT was served this 11th day of May, 2010 on the parties listed the Service List attached hereto as Exhibit "A" by U.S. First Class Mail, postage prepaid.

/s/ Brya M. Keilson
Brya M. Keilson

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