

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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:
In re : Chapter 11
: Case No. 07-11448 (MG)
THE 1031 TAX GROUP, LLC, *et al.*, : Jointly Administered
:
Debtors :
-----X

**ORDER GRANTING, IN PART, APPLICATION
FOR ALLOWANCE OF COMPENSATION
AND REIMBURSEMENT FOR MAKING
A SUBSTANTIAL CONTRIBUTION**

Upon consideration of the Application for Compensation and Reimbursement of Expenses of Thompson & Knight LLP for Making a Substantial Contribution as counsel for and on behalf of Sharon Dale Smith f/k/a Sharon Dale Snyder and The Willie Limited Partnership, and upon the Notice (the “Notice”) regarding the Application (the “Application”); and upon the objections (the “Objections”) to the Application filed with the Court as reflected on the electronic docket; and the Court having jurisdiction to consider the Application and the relief requested therein pursuant to 28 U.S.C. §§ 157 and 1334, and the Standing Order of Referral of Cases to Bankruptcy Court Judges of the District Court for the Southern District of New York, dated July 19, 1984 (Ward, Acting C.J.); and consideration of the Application and the relief requested therein being a core proceeding pursuant to 28 U.S.C. § 157(b); and venue being proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and due and proper notice of the Application having been provided pursuant to Bankruptcy Rule 2002(a)(6) and (c)(2) and Local Bankruptcy Rule 2002-1, to the United States Trustee, all creditors or their counsel, and all parties who have filed a notice of appearance in this case; and upon consideration of the Objections; and a hearing having been held by this Court on February 2, 2010 (the “Hearing”);

and upon the record of the hearing; and upon due deliberation; and sufficient cause having been shown therefor, it is hereby

ORDERED, that the Application is granted to the extent and in the amount set forth in Schedule A attached hereto, and the Trustee is authorized and directed to pay the “Fee To Be Paid” amount, which includes the reduction agreed to by the Trustee and the Official Committee of Unsecured Creditors, on one hand, and Thompson & Knight LLP, on the other, as counsel to and on behalf of Sharon Dale Smith f/k/a Sharon Dale Snyder and The Willie Limited Partnership.

Dated: New York, New York
February 3, 2010

/s/ Martin Glenn
UNITED STATES BANKRUPTCY JUDGE

SCHEDULE A

CASE NUMBER: 07-114488 (MG) Jointly Administered

CASE NAME: In re The 1031 Tax Group, LLC, *et al*

CURRENT AND ALL FEE PERIODS

Applicant	Fee Period Covered by Application	Fees Requested for Fee Period	Holdback Requested	Reduction for Fee Period	Fees to be Paid	Expenses Requested for Fee Period	Expenses to be Paid
Thompson & Knight LLP, Counsel to and on behalf of Sharon Dale Smith f/k/a Sharon Dale Snyder, and The Willie Limited Partnership	May 31, 2007 through September 2, 2009	\$203,078.40	--	\$149,078.40	\$54,000	\$89.44	--

SCHEDULE A

DATE: February 3, 2010

INITIALS: MG USBJ