

**UNITED STATES BANKRUPTCY COURT
FOR THE MIDDLE DISTRICT OF LOUISIANA**

IN RE: THINKSTREAM	*	CASE NO. 15-10553
INCORPORATED OF DELAWARE	*	
	*	CHAPTER 11 (Involuntary)
	*	
	*	JUDGE DOUGLAS D. DODD

**THINKSTREAM INCORPORATED OF DELAWARE'S
APPLICATION FOR EMPLOYMENT OF TAGGART MORTON, L.L.C.
AS ADDITIONAL COUNSEL OF RECORD**

NOW INTO COURT comes Thinkstream Incorporated of Delaware, debtor in this involuntary Chapter 11 proceeding, who respectfully moves pursuant to 11 U.S.C. § 327, Rule 2014 of the Federal Rules of Bankruptcy Procedure, and Local Rule 2014-1 for the employment of Taggart Morton, L.L.C. as additional counsel of record.

1. On May 11, 2015, petitioning creditors commenced this involuntary Chapter 11 action against Thinkstream Incorporated of Delaware.
2. Thinkstream applies and moves to employ Taggart Morton, L.L.C. as additional counsel of record in this proceeding. Taggart Morton, L.L.C. was contacted on July 3, 2015, for this representation.
3. Taggart Morton's retention by Thinkstream is necessary and critical. Thinkstream's current counsel has moved to withdraw from its representation, and the court has taken that motion under advisement. Unless this application is granted, Thinkstream may be without counsel to assist it in managing its affairs.
4. Disclosure of Compensation under Local Rule 2016-2: Thinkstream has selected Taggart Morton, L.L.C. for its expertise in bankruptcy law and experience in assisting debtors in bankrupt entities. Taggart Morton will render any appropriate professional services in connection

with its engagement as counsel. It is anticipated that the principal attorneys that will appear on Thinkstream's behalf will be Barry H. Grodsky (Louisiana Bar Roll Number 1388) and Donald J. Miester Jr. (Louisiana Bar Roll Number 20294). Taggart Morton, L.L.C. will be compensated on an hourly basis, and will be paid by Barry Bellue. Mr. Grodsky's hourly rate for this retention is \$250.00 per hour, and Mr. Miester's hourly rate is \$225.00 per hour. No compensation has previously been paid.

5. Other than as set forth in paragraph 6, pursuant to § 327(a), Taggart Morton avers that it does not hold or represent a known interest adverse to the estate, and is a disinterested person within the meaning of 11 U.S.C. § 101(14) qualified to represent or assist the debtor in possession.

6. Taggart Morton currently represents First NBC Bank, a secured creditor of the estate, in other matters. § 327(a) states that Taggart Morton "is not disqualified for employment under this section" solely because of this representation. Further, Taggart Morton has obtained informed consents from both Thinkstream and First NBC Bank waiving all actual and potential conflicts of interest.

7. A copy of this application is being transmitted to the United States trustee pursuant to Rule 2014.

8. Other than as set forth above in paragraphs 5 and 6, Taggart Morton, L.L.C. has no other formal connections with the debtor, creditors, any other party in interest, their respective attorneys and accountants, the United States trustee, or any person employed in the office of the United States trustee.

9. This application is accompanied by an unsworn declaration under penalty of perjury, pursuant to 28 U.S.C. § 1746, of Taggart Morton, L.L.C. in accordance with Rule 2014 and Local Rule 2014-1.

Dated: July 8, 2015.

TAGGART MORTON, LLC

/s/ Barry Grodsky

Barry H. Grodsky, La. Bar Roll # 1388

Donald J. Miester Jr., La. Bar Roll # 20294

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**UNSWORN DECLARATION UNDER PENALTY OF PERJURY
PURSUANT TO 28 U.S.C. § 1746
VERIFYING THINKSTREAM INCORPORATED OF DELAWARE'S
APPLICATION FOR EMPLOYMENT OF TAGGART MORTON, L.L.C.**

NOW INTO COURT comes Taggart Morton, L.L.C., appearing through Barry H. Grodsky, a member of the firm, which hereby submits this unsworn declaration under penalty of perjury under 28 U.S.C. § 1746, which verifies Thinkstream Incorporated of Delaware's Application for Employment of Taggart Morton, L.L.C. under Rule 2014 of the Federal Rules of Bankruptcy Procedure and Local Rule 2014-1 to be its additional counsel of record.

1. Thinkstream Incorporated of Delaware seeks to employ Taggart Morton, L.L.C. as its additional counsel of record in this involuntary Chapter 11 proceeding. Taggart Morton, L.L.C. was contacted on July 3, 2015, for this representation.

2. Rule 2014 requires "a verified statement of the person to be employed setting forth the person's connections with the debtor, creditors, any other party in interest, their respective attorneys and accountants, the United States trustee, or any person employed in the office of the United States trustee."

3. Taggart Morton's only connection to the debtor is that the debtor seeks to employ Taggart Morton as counsel of record, to be compensated on an hourly basis. The source of this compensation will be Barry Bellue.

4. Taggart Morton's only connection to any known creditor is that Taggart Morton currently represents First NBC Bank, a secured creditor of the estate, in other matters. Taggart Morton has obtained informed consents from both Thinkstream and First NBC Bank waiving all actual and potential conflicts of interest.

5. Taggart Morton has no known formal connection to any other party in interest, their respective attorneys and accountants, the United States Trustee, or any person employed in the office of the United States trustee.

6. Pursuant to Local Rule 2014-1, the undersigned certifies that he has read the application; that it is true and correct; that Taggart Morton has no connections with the debtor, creditor, insiders, or other parties in interest other than as described in this declaration; that Taggart Morton holds no interest adverse to the estate; and that Taggart Morton has not received any retainer.

7. The undersigned has personal knowledge of the above facts.

8. The undersigned declares under penalty of perjury under the laws of the United States of American that the foregoing is true and correct. Executed on July 8, 2015.

/s Barry H. Grodsky
Barry H. Grodsky
Member – Taggart Morton, L.L.C.

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**INTERIM ORDER AUTHORIZING RETENTION
OF ADDITIONAL COUNSEL FOR DEBTOR-IN-POSSESSION**

Considering the application of the debtor-in-possession for authority to employ Taggart Morton, L.L.C. as additional counsel to represent the debtor-in-possession and applicable law,

IT IS ORDERED that the debtor-in-possession is authorized to retain Taggart Morton, L.L.C., as its additional counsel in all matters relating to the performance of its duties as debtor-in-possession on an interim basis pending final hearing.

IT IS FURTHER ORDERED that counsel shall:

1. Advise the debtor-in-possession of the requirements of the Bankruptcy Code, the Federal Rules of Bankruptcy Procedure, and the Local Rules, including without limitation Local Rules 2081-1.
2. Advise the debtor-in-possession of its duty to file monthly reports required by applicable law, rule or regulation; and shall specifically advise the debtor of the potential consequences of non-compliance.
3. Promptly inform the debtor that it may not pay any debt or obligation owed by the debtor on the date of the filing of the petition.
4. Advise the debtor-in-possession of the prohibition against the sale of any of its assets outside the ordinary course of business without leave of court.
5. Advise the debtor-in-possession of the debtor's obligation to comply with the Internal Revenue Code and Internal Revenue Service regulations, including in particular the depository receipt requirements, and applicable state and local taxation laws.
6. Advise the debtor-in-possession of the Operating Guidelines established by the Office of the U.S. Trustee.

IT IS FURTHER ORDERED that counsel within fourteen days of the entry of this order file the statement regarding compensation required by 11 U.S.C. §329 and Fed. R. Bankr. P. 2016(b).

IT IS FURTHER ORDERED that this order does not approve specific hourly rates for the applicant(s). Counsel shall be entitled to receive reasonable compensation and reimbursement of actual, necessary expenses only after application to the court and on notice and a hearing.

IT IS FURTHER ORDERED that the court will hold a final hearing on the application on the ____ day of _____, 2015 at 11:00 a.m., but that if no party in interest timely objects to the application, the court may grant it on a final basis without a hearing.

IT IS FURTHER ORDERED that counsel give notice of this order to all parties entitled to notice⁴ no later than the ____ day of _____, 2015.

Baton Rouge, Louisiana, _____, 2015.

UNITED STATES BANKRUPTCY JUDGE

[Signatures continued on following page]

I agree to the provisions of this order authorizing my employment.

New Orleans, Louisiana, this ____ day of July, 2015.

Taggart Morton, L.L.C.
1100 Poydras Street, Suite 2100
New Orleans, Louisiana 70163
(504) 599-8500
Counsel for the Debtor-in-Possession

Signed: _____
Barry H. Grodsky, Bar Roll No. 1388
Donald J. Miester, Jr., Bar Roll No. 20294

I have read and understand the foregoing order.

_____, Louisiana, this ____ day of July, 2015.

Signed: _____
Thinkstream Incorporated of Delaware,
Debtor-in-Possession