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11 UNITED STATES BANKRUPTCY COURT
12 DISTRICT OF ARIZONA

13 In re:
14 MATHON FUND, L.L.C., et al,
15 Debtors.

Chapter 11 Proceedings
Case No: 05-27993 PHX GBN
(Jointly Administered with Case Nos.
05-27994 PHX-SSC and
05-27995 PHX- JMM)

16 THIS FILING APPLIES TO:

- 17 ALL DEBTORS
- 18 SPECIFIED DEBTORS

**AFFIDAVIT OF LAWRENCE E. WILK
ON BEHALF OF JABURG & WILK, P.C.,
COUNSEL FOR THE CONSERVATOR
AND SPECIAL COUNSEL FOR THE
DEBTORS IN SUPPORT OF THE FIRST
APPLICATION FOR PAYMENT OF FEES
AND COSTS FOR THE PERIOD OF MAY
1, 2005 THROUGH MARCH 31, 2006**

22 STATE OF ARIZONA)
23) ss.
24 County of Maricopa)

24 LAWRENCE E. WILK being first duly sworn, deposes and says:

25 1. I am a member in good standing of the State Bar of Arizona and a partner in the
26 law firm of Jaburg & Wilk, P.C. (the "Law Firm"), the attorneys of record for Conservator, James
27 C. Sell and Special Counsel for the Debtors. This Affidavit is made of my own personal
28 knowledge.

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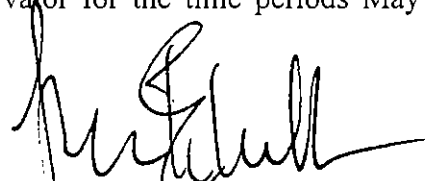
2. By Operating Order dated July 6, 2005, the Superior Court authorized the payment of 80% of the monthly fees and 100% of the costs of the Conservatorship Estate.

3. By Order Establishing Procedures for Interim Compensation and Reimbursement of Professionals dated February 17, 2006, this Court authorized the payment of 80% of the monthly fees and 100% of the costs of the Conservatorship Estate.

4. Attached as **Exhibit "A"** to the *First Application of Jaburg & Wilk, P.C. for Payment of Reimbursement of Fees and Expenses* is a detailed statement of the services which Jaburg & Wilk has performed and the expenses incurred in connection herewith. All of the services performed were necessary and proper and were charged at hourly rates approved by the Court.

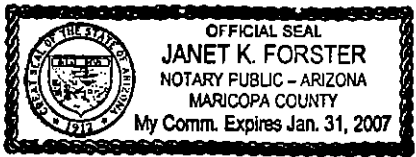
5. This Application covers the period from May 1, 2005 through March 31, 2006 (the "Application Period"). Applicant's First Application for Interim Compensation requests fees and disbursements in the amount of \$363,855.82.

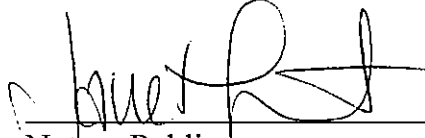
6. I further believe that the sum of \$339,554.60 for fees and \$24,301.32 for reimbursement of costs, for a total of \$363,855.82 represents reasonable and fair value of the services performed by counsel for the Conservator for the time periods May 1, 2005 through March 31, 2006.



Lawrence E. Wilk

SUBSCRIBED AND SWORN to before me this 9th day of June, 2006, by Lawrence E. Wilk personally known to me or proved to me on the basis of satisfactory evidence to be the person who appeared before me.





Notary Public
My Commission Expires: