

This order is **SIGNED**.

Dated: January 30, 2019

Kevin R. Anderson
KEVIN R. ANDERSON
U.S. Bankruptcy Judge



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**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF UTAH, CENTRAL DIVISION**

In re: VIDANGEL, INC., Debtor.	Case No. 17-29073 Chapter 11 Judge Kevin R. Anderson
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**ORDER APPROVING SECOND INTERIM
APPLICATION OF PARSONS BEHLE & LATIMER,
COUNSEL TO DEBTOR VIDANGEL, INC., FOR
ALLOWANCE OF COMPENSATION AND
REIMBURSEMENT OF EXPENSES**

Parsons Behle & Latimer (“Parsons Behle”), counsel to the above-captioned debtor and debtor in possession (the “Debtor”), having filed the second interim application (the “Application”) pursuant to sections 328, 330, and 331 of title of the United States Code (the “Bankruptcy Code”), Rules 2002(c)(3) and 2016 of the Federal Rules of Bankruptcy Procedures (the “Bankruptcy Rules”); the Application having been properly noticed; and an opposition having been filed by certain objectors (the “Studios”), and the Court having considered the opposition and having held a hearing on January 29, 2019 at which the Debtor was represented by Brian M. Rothschild and J. Thomas Beckett, and the Studios were represented by Michael Johnson and Rose Ehler; and the Court having considered the pleadings and papers, including the objection, and the objection is hereby overruled to the extent stated in the hearing, on file herein, having stated its

findings of fact and conclusions of law on the record pursuant to Federal Rule of Civil Procedure 52, made applicable by Federal Rule of Bankruptcy Procedure 7052; and good cause appearing,

IT IS HEREBY ORDERED that:

1. The Application is hereby **APPROVED**;
2. Parsons Behle's request for (i) fees earned in the amount of \$224,912.00 and (ii) reimbursement for actual and necessary expenses for expenses incurred in the amount of \$5,512.09, for a total of \$230,424.09 for the period between March 1, 2018 to November 30, 2018, are hereby **ALLOWED** on an interim basis;
3. The Debtor is authorized and directed to pay the balance of compensation and reimbursement for the balance of fees and expenses incurred to Parsons Behle immediately upon entry of this order.
4. The Application is approved without prejudice to Parsons Behle's right to seek further compensation and reimbursement under any subsequent fee application.

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DESIGNATION OF PARTIES TO RECEIVE NOTICE

Service of the foregoing **ORDER APPROVING SECOND INTERIM APPLICATION OF PARSONS BEHLE & LATIMER, COUNSEL TO DEBTOR VIDANGEL, INC., FOR ALLOWANCE OF COMPENSATION AND REIMBURSEMENT OF EXPENSES** shall be served to the parties and in the manner designated below:

By Electronic Service – I certify that the parties of record in this case as identified below, are registered CM/ECF users.

- J. Thomas Beckett tbeckett@parsonsbehle.com, ecf@parsonsbehle.com;brothschild@parsonsbehle.com;kstankevitz@parsonsbehle.com
- Michael Ronald Brown mbrown@parsonsbehle.com
- Laurie A. Cayton tr laurie.cayton@usdoj.gov, James.Gee@usdoj.gov;Lindsey.Huston@usdoj.gov;Suzanne.Verhaal@usdoj.gov
- Rose Leda Ehler rose.ehler@mto.com, cynthia.soden@mto.com
- Michael R. Johnson mjohnson@rqn.com, docket@rqn.com;dburton@rqn.com
- Kelly M. Klaus kelly.klaus@mto.com
- David H. Leigh dleigh@rqn.com, dburton@rqn.com;docket@rqn.com
- Grace S. Pusavat gpusavat@parsonsbehle.com
- Brian M. Rothschild brothschild@parsonsbehle.com, ecf@parsonsbehle.com
- United States Trustee USTPRegion19.SK.ECF@usdoj.gov

By U.S. Mail – In addition to the parties of record receiving notice through the CM/ECF system, the following parties should be served notice pursuant to Fed R. Civ. P. 5(b).

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Salt Lake City, UT 84111-1400

Dated this 29th day of January, 2019.

PARSONS BEHLE & LATIMER

By: /s/ Brian M. Rothschild

Brian M. Rothschild
Attorneys for VidAngel, Inc.