



Signed: August 11, 2006

A handwritten signature in black ink that reads "Randall J. Newsome".

RANDALL J. NEWSOME  
U.S. Bankruptcy Judge

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14 **UNITED STATES BANKRUPTCY COURT**  
15 **NORTHERN DISTRICT OF CALIFORNIA**  
16 **OAKLAND DIVISION**

17  
18 In re  
19 **PREDI WAVE CORPORATION,**  
20 a California Corporation,  
21 Debtor.

22  
23 Fed. Tax I.D. No. 77-0494328  
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Case No.: 06-40547-RJN

Chapter 11

**ORDER RE MOTION FOR  
AUTHORITY TO EMPLOY AND  
COMPENSATE CERTAIN FOREIGN  
NON-RESTRUCTURING  
PROFESSIONALS IN THE  
ORDINARY COURSE**

**Hearing**

Date: July 27, 2006  
Time: 10:00 am  
Place: Courtroom 220  
1300 Clay Street  
Oakland, CA 94612

1 PrediWave Corporation, a California corporation, the debtor and debtor in possession in  
2 the above-captioned case ("PrediWave" or the "Debtor"), has filed its "Motion For Authority To  
3 Employ And Compensate Certain Foreign Non-Restructuring Professionals In The Ordinary  
4 Course Nunc Pro Tunc (As Of The Petition Date) And To Establish Guidelines And Procedures  
5 With Respect Thereto" [Docket # 214] (the "Motion"). Pursuant to the Motion, PrediWave  
6 sought entry of an order (i) authorizing the Debtor to employ and compensate Meisei  
7 International Patent Firm; East IP; NTD Patent & Trademark Agency; Semi IP International  
8 Patent & Trademark Law Firm; Lee and Li; Anderson Mori & Tomotsune; and other foreign  
9 attorneys, accountants and service providers to be determined later by the Debtor  
10 (collectively, the "Foreign Non-Restructuring Professionals" and each a "Foreign Non-  
11 Restructuring Professional") in the ordinary course nunc pro tunc (as of the petition date) and  
12 (ii) establishing procedures and guidelines with respect thereto.

13 The Office of the United States Trustee filed an objection to the Motion [Docket # 238]  
14 (the "UST Objection"). There were no other objections filed.

15 The Court conducted a hearing (the "Hearing") on the Motion on July 27, 2006.  
16 Appearances were made as reflected in the record. The Court has reviewed and considered the  
17 Motion, the Memorandum of Points and Authorities in Support of the Motion [Docket # 216],  
18 the Declaration of Vincent Lin in Support of the July 27 Motions [Docket # 217], the UST  
19 Objection, the Debtor's Supplement to the Motion [Docket # 225], and all other pleadings,  
20 exhibits, documents and evidence submitted in conjunction with the Motion; the arguments and  
21 representations of counsel; and the record in this case. Based on that review and consideration,  
22 the Court finds that:

23 A. The Court has jurisdiction over the Motion pursuant to 28 U.S.C. §§ 157 and  
24 1334. Venue is proper pursuant to 28 U.S.C. §§ 1408 and 1409. The matter is a core  
25 proceeding pursuant to 28 U.S.C. § 157(b)(2).

26 B. Notice of the Motion and the Hearing was adequate and appropriate under the  
27 particular circumstances and complies with the applicable provisions of the Bankruptcy Code,  
28 the Federal Rules of Bankruptcy Procedure, and the Bankruptcy Local Rules for the Northern

1 District of California, and no other notice need be given.

2 C. The legal and factual bases set forth in the Motion establish good and sufficient  
3 cause for the Court to grant the relief herein.

4 **NOW, THEREFORE, IT HEREBY IS ORDERED THAT:**

5 1. The Motion is GRANTED in part and DENIED in part, as set forth below.

6 2. Any Foreign Non-Restructuring Professional shall be employed through  
7 application pursuant to section 327 of the Bankruptcy Code (the "Employment Application"),  
8 together with a verified statement pursuant to rule 2014 of the Federal Rules of Bankruptcy  
9 Procedure; provided, however, that as part of any Employment Application, the Debtor shall  
10 be, and is hereby, authorized to employ such Foreign Non-Restructuring Professional  
11 effective as of April 14, 2006, pursuant to section 328 of the Bankruptcy Code and  
12 compensate such Professional in an amount not to exceed \$24,000 per year (the "Annual  
13 Limit") without further application to or order from the Court.

14 3. Any Foreign Non-Restructuring Professional who seeks compensation from  
15 the Debtor's estate in an amount in excess of the Annual Limit shall be required to seek  
16 Court approval of such excess compensation by way of application, pursuant to sections 330  
17 and/or 331 of the Bankruptcy Code, consistent with any orders of this Court and applicable  
18 procedures established by the Office of the United States Trustee including, without  
19 limitation, the Guidelines for Compensation and Reimbursement of Professionals and  
20 Trustees.

21 **PRESENTED BY:**

22 /s/ Jonathan S. Shenson  
23 JONATHAN S. SHENSON, a Member of  
24 KLEE, TUCHIN, BOGDANOFF & STERN LLP  
25 Reorganization Counsel for the Debtor  
26 and Debtor in Possession

27 **NO OBJECTION AS TO FORM:**

28 /s/ Minnie Loo  
MINNIE LOO, Assistant United States Trustee  
OFFICE OF THE UNITED STATES TRUSTEE  
Attorneys for Acting United States Trustee, Sara Kistler

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/s/ Karol K. Denniston  
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/s/ John Fiero  
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**\*\* END OF ORDER \*\***

## COURT SERVICE LIST

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