

UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF TEXAS
TYLER DIVISION

FILED
U.S. BANKRUPTCY COURT
EASTERN DISTRICT OF TX
03 FEB 19 PM 4:00
U.S. BANKRUPTCY COURT
BY _____ DEPUTY

IN RE:
SOUTHERN STATES EQUIPMENT CORP.

§ CASE NO. 98-61086
§
§
§
§ CHAPTER 7
§

DEBTOR(S)

TRUSTEE'S FINAL REPORT, APPLICATION FOR COMPENSATION,
AND REPORT OF PROPOSED DISTRIBUTION

JASON R. SEARCY, Trustee of the estate of the above-named Debtor(s), certifies to the Court and United States Trustee, that the trustee has faithfully and properly fulfilled the duties of the office of the trustee, that the trustee has examined all proofs of claim as appropriate under the proposed distribution, and that the proposed distribution, attached hereto, is proper, and consistent with the law and rules of the court. The trustee applies for commissions and expenses set forth herein and states that they are reasonable and proper.

Therefore, the trustee requests that the Final Report, Application for Compensation, and Report of Proposed Distribution be approved.

Date: 11/11/02

J R S
Trustee

REVIEWED BY THE UNITED STATES TRUSTEE

I have reviewed the Trustee's Final Report, Application for Compensation, and Report of Proposed Distribution.

United States Trustee

Date: 12-27-02

By: [Signature]

[Handwritten Signature]

**UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF TEXAS
TYLER DIVISION**

IN RE: § CASE NO. 98-61086
SOUTHERN STATES EQUIPMENT CORP. §
§
§
§ CHAPTER 7
DEBTOR(S) §

**TRUSTEE'S FINAL REPORT, APPLICATION FOR COMPENSATION AND
APPLICATION TO CLOSE CASE AND DISCHARGE TRUSTEE**

The Trustee of the estate presents the following final report:

1. The Trustee applies for commission and expenses set forth in Schedule A and states: that they are reasonable and proper; that in the course of the performance of duties, the Trustee has advanced monies from personal funds for expenses, and that the Trustee has not ben reimbursed or indemnified.
2. The Trustee submits Form I as a summary of the assets and an estate property record. Any property scheduled under 11 U.S.C. §521 (1) and not administered shall be deemed abandoned pursuant to 11 U.S.C. §554 (c).
3. The Trustee has reduced all assets of this estate to cash or otherwise lawfully disposed of them and the estate is ready to be closed.
4. The Trustee submits Form II as the account of estate cash receipts and disbursements.
5. There is no agreement or understanding between the Trustee and any other person for a division of the compensation sought by this application except as permitted by the Bankruptcy Code.
6. The Trustee requests approval of this final Report.
7. The Trustee (has) (XXXXXXX) examined each and every claim filed and noted his approval of claims filed, or he has filed objections to allowance or requests for reclassification.
8. The Trustee further requests that after final distribution of all monies have been made in accordance with the Trustee's Report of Final Distribution, and upon filing of a Supplemental Final Report and Account and certification by the U.S. Trustee, the trustee be discharged from office and that the case be closed.

I declare under penalty of perjury that this Report and attached Schedules are true and correct to the best of my knowledge and belief.

Dated: 11/11/02



JASON R. SEARCY, TRUSTEE

SCHEDULE A-1

FINAL ACCOUNT AS OF:

A.	RECEIPTS	\$603,467.57
B.	DISBURSEMENTS	
	(1) Secured Creditors	489,708.76
	(2) Administrative Expenses	87,952.57
	(3) Priority Creditors	0.00
	(4) Other	0.00
	TOTAL DISBURSEMENTS	<u>\$577,661.33</u>
C.	BALANCE ON HAND	\$25,806.24

TRUSTEE'S FINAL REPORT CASE SUMMARY

TRUSTEE: SEARCY

CASE NAME: SOUTHERN STATES EQUIPMENT CORP.

COMMENTS:

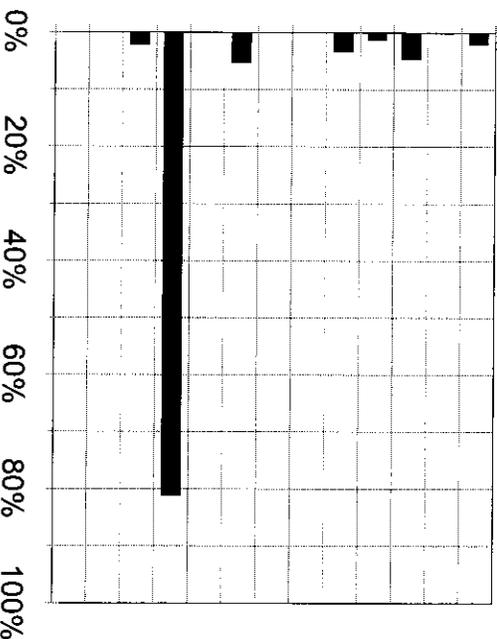
CASE NUMBER: 98-61086

DATE UST APPROVED: 12-27-02

ESTATE INCOME: TOTAL RECEIPTS: \$602,931.57 100.00%

ESTATE EXPENSES:

TRUSTEE'S COMMISSION	12,001.06	1.99%
TRUSTEE'S EXPENSES	537.33	0.09%
FIRM'S PROFESSIONAL FEES	27,690.00	4.59%
FIRM'S PROFESSIONAL EXPENSES	7,434.85	1.23%
OTHER ATTORNEY FEES	20,037.33	3.32%
COURT COSTS	0.00	0.00%
ESTATE EXPENSES(TAXES, ETC)	150.00	0.02%
PRIOR CHAPTER COSTS	32,354.39	5.37%
SECURED CLAIMS PAID	0.00	0.00%
PRIORITY CLAIMS PAID	489,708.76	81.22%
UNSECURED CLAIMS PAID	13,017.85	2.16%
OTHER(RETURN TO DEBTOR, ETC)	0.00	0.00%



UNSECURED CLAIMS ALLOWED

8,457,553.35

UNSECURED CLAIMS PAID

0.00

PERCENT RECOVERED FOR UNSECURED

0.00%

Form 1
Individual Estate Property Record and Report
Asset Cases

Case Number: 98-61086 DS Trustee: (631670) JASON R. SEARCHY
Case Name: SOUTHERN STATES EQUIPMENT CORP. Filed (f) or Converted (c): 05/28/98 (c)
Period Ending: 11/07/02 \$341(a) Meeting Date: 06/22/98
Claims Bar Date: 09/21/98

1 Ref. #	2 Asset Description (Scheduled And Unscheduled (u) Property)	3 Petition/ Unscheduled Values	4 Estimated Net Value (Value Determined By Trustee, Less Liens, Exemptions, and Other Costs)	5 Property Abandoned OA=\$554(a) abandon. DA=\$554(c) abandon.	6 Sales/Funds Received by the Estate	7 Asset Fully Administered (FA)/ Gross Value of Remaining Assets
1	AT & T THRIFTY BILLER REFUND (u) Refund check found among records	0.00	20.54		20.54	FA
2	RETAINAGE PMT ON CONTRACT 11971004 (u) WORK PERFORMED 4-1-98 TO 4-30-98 ON 2709 W. FRONT ST., TYLER, TX	Unknown	1,902.02		1,902.02	FA
3	COBRA PAYMENT FROM JAMES A. EMERY Check returned to estate as insufficient - uncollectible	0.00	0.00		0.00	FA
4	CASH ON HAND	0.00	0.00		0.00	FA
5	(3) SOUTHWEST BANK OF TEXAS ACCOUNTS Agreed Order on Compromise Settlement Agreement dated 2-24-99	Unknown	57,563.73		57,563.73	FA
6	ACCOUNTS RECEIVABLE Agreed Order Compromise Settlement Agreement dated 2-24-99	768,922.50	428,446.45		428,446.45	FA
7	NOTE RECEIVABLE FROM VAN ZANDT ASPHALT	405,225.74	0.00		0.00	FA
8	NOTE RECEIVABLE FROM VAN ZANDT ROCK	453,037.93	0.00		0.00	FA
9	CLAIM VS. TX. DEPT. OF TRANSPORTATION RE: FM-36 Agreed Order on Compromise Settlement Agreement dated 2-24-99	Unknown	0.00		0.00	FA
10	CLAIM VS. MCKINNEY CRUSHING	80,000.00	0.00	DA	0.00	FA

Form 1
Individual Estate Property Record and Report
Asset Cases

Case Number: 98-61086 DS
Case Name: SOUTHERN STATES EQUIPMENT CORP.
Period Ending: 11/07/02

Trustee: (631670) JASON R. SEARCHY
Filed (f) or Converted (c): 05/28/98 (c)
\$341(a) Meeting Date: 06/22/98
Claims Bar Date: 09/21/98

Ref #	Asset Description (Scheduled And Unscheduled (u) Property)	Petition/ Unscheduled Values	Estimated Net Value (Value Determined By Trustee, Less Liens, Exemptions, and Other Costs)	Property Abandoned OA=\$554(a) abandon. DA=\$554(c) abandon.	Sale/Funds Received by the Estate	Asset Fully Administered (FA)/ Gross Value of Remaining Assets
1	2	3	4	5	6	
11	CLAIM VS. MERIDIAN AGGREGATE	Unknown	0.00	DA	0.00	FA
12	CLAIM VS. TEXAS LIME	Unknown	0.00	DA	0.00	FA
13	CLAIM VS. TX. DEPT. OF TRANSPORTATION-LOOP 571 Agreed Order on Compromise Settlement Agreement dated 2-24-99	150,000.00	0.00		0.00	FA
14	AUTOMOBILES AND OTHER VEHICLES	Unknown	0.00		0.00	FA
15	COMPUTER EQUIPMENT - LEASE MANIFEST GRP.	40,184.43	0.00		0.00	FA
16	LEASED COMPUTER EQUIPMENT	57,887.00	0.00		0.00	FA
17	MODULAR OFFICE - SPACEMASTER INTERNL	Unknown	0.00		0.00	FA
18	MODULAR OFFICES - SPACEMASTER INTERNL	10,740.15	0.00		0.00	FA
19	OFFICE EQUIPMENT - DANA COMMERCIAL LEASE	11,680.55	0.00		0.00	FA
20	OFFICE EQUIPMENT - IKON OFFICE CAPITAL LEASE	10,560.96	0.00		0.00	FA
21	OFFICE EQUIPMENT, FURNISHINGS, AND SUPPLIES	23,218.00	0.00		0.00	FA
22	MACHINERY, FIXTURES, AND BUSINESS EQUIPMENT	Unknown	0.00		0.00	FA
23	EQUIPMENT - FROST NAT'L BANK LEASE	16,653.68	0.00		0.00	FA
24	EQUIPMENT - ASSOCIATES EQUIPMENT LEASE Lease rejected by Order dated 6-24-98	Unknown	0.00		0.00	FA
25	EQUIPMENT - ASSOCIATES COMMERCIAL LEASE	3,803,060.00	0.00		0.00	FA

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Period Ending: 11/07/02

Trustee: (631670) JASON R. SEARCY
Filed (f) or Converted (c): 05/28/98 (c)
\$341(a) Meeting Date: 06/22/98
Claims Bar Date: 09/21/98

1	2	3	4	5	6	
Ref. #	Asset Description (Scheduled And Unscheduled (u) Property)	Petition/ Unscheduled Values	Estimated Net Value (Value Determined By Trustee, Less Liens, Exemptions, and Other Costs)	Property Abandoned OA=\$554(a) abandon. DA=\$554(c) abandon.	Sale/Funds Received by the Estate	Asset Fully Administered (FA)/ Gross Value of Remaining Assets
	Stay lifted by Order dated 7-1-98 and Order dated 8-14-98					
26	EQUIPMENT - A & M INVESTMENTS FINANCED	Unknown	0.00		0.00	FA
27	EQUIPMENT - BANK ONE FINANCED	24,460.30	0.00		0.00	FA
28	EQUIPMENT - CHASE MANHATTAN FINANCED Order for Relief from Stay entered on 8-31-98	12,486.58	0.00		0.00	FA
29	EQUIPMENT - CIT GROUP EQUIPMENT FINANCED	280,066.16	0.00		0.00	FA
30	EQUIPMENT - FARMERS STATE BANK FINANCED Stay lifted by Order dated 7-29-98	22,447.98	0.00		0.00	FA
31	EQUIPMENT - FIRST SOURCE BANK FINANCED Stay lifted by Order dated 7-1-98	431,968.59	0.00		0.00	FA
32	EQUIPMENT - FORD MOTOR CREDIT CO - FINANCED Stay lifted on 7-29-98	105,434.83	0.00		0.00	FA
33	EQUIPMENT - FORKE CREDIT FINANCED Order for Relief from Stay entered on 9-1-98	103,269.73	0.00		0.00	FA
34	EQUIPMENT - ORIX CREDIT ALLIANCE	18,306.56	0.00		0.00	FA
35	EQUIPMENT - SOUTHSIDE BANK FINANCED Stay lifted by Order -8-7-98	48,751.27	0.00		0.00	FA
36	EQUIPMENT - STEARNS BANK FINANCED Order for Relief from Stay entered on 10-30-98	27,373.93	0.00		0.00	FA

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Asset Cases

Case Number: 98-61086 DS
 Case Name: SOUTHERN STATES EQUIPMENT CORP.
 Period Ending: 11/07/02

Trustee: (631670) JASON R. SEARCHY
 Filed (f) or Converted (c): 05/28/98 (c)
 \$341(a) Meeting Date: 06/22/98
 Claims Bar Date: 09/21/98

Ref. #	Asset Description (Scheduled And Unscheduled (u) Property)	Petition/ Unscheduled Values	Estimated Net Value (Value Determined By Trustee, Less Liens, Exemptions, and Other Costs)	Property Abandoned OA=\$554(a) abandon. DA=\$554(c) abandon.	Sale/Funds Received by the Estate	Asset Fully Administered (FA) Gross Value of Remaining Assets
37	EQUIPMENT - TEXAS COMMERCE BANK FINANCED	23,067.92	0.00		0.00	FA
38	EQUIPMENT - ACTON MOBIL IND. LEASE	22,993.00	0.00		0.00	FA
39	EQUIPMENT - GE CAPITAL DEPT. 252 LEASE	Unknown	0.00		0.00	FA
40	EQUIPMENT - ORIX CREDIT ALLIANCE LEASE	3,731.59	0.00		0.00	FA
41	INVENTORY - VAN ZANDT YARD, FM 36	Unknown	0.00		0.00	FA
42	UNCRUSHED IRON ORE - STOCKPILED GRAVEL Located on FM 1564, Hunt County, Texas and 5498 Private Road 2227, Caddo Mills, Texas (See Footnote)	50,000.00	20,000.00		12,000.00	FA
45	REFUND OF RETAINER FROM MARK CHEVALLIER (u)	0.00	21,339.30		21,339.30	FA
46	REFUND OF RETAINER HELD BY CANTERBURY, STUBER (u)	0.00	47,135.39		47,135.39	FA
47	SETTLEMENT FROM RELIANCE, ET AL VS. BLJ CONSTRUC (u)	0.00	25,000.00		25,000.00	FA
48	PREFERENCE SUIT VS. WILLIS COROON CORP. (u) Adversary dismissed by Order dated 8-12-99	0.00	0.00		0.00	FA
50	EQUIPMENT FINANCED BY SOUTHWEST BANK OF TEXAS Order for Relief from Stay entered on 7-1-98	88,232.33	0.00		0.00	FA
Int	INTEREST (u)	Unknown	N/A		9,524.14	Unknown
48	Assets Totals (Excluding unknown values)	\$7,093,761.71	\$601,407.43		\$602,931.57	\$0.00

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Trustee: (631670) JASON R. SEARCY
Filed (f) or Converted (c): 05/28/98 (c)
\$341(a) Meeting Date: 06/22/98
Claims Bar Date: 09/21/98

1	2	3	4	5	6
Ref. #	Petition/ Unscheduled Values	Estimated Net Value (Value Determined By Trustee, Less Liens, Exemptions, and Other Costs)	Property Abandoned	Sale/Funds Received by the Estate	Asset Fully Administered (FA)/ Gross Value of Remaining Assets
			OA=\$554(a) abandon. DA=\$554(c) abandon.		

RE PROP# 42 SCHEDULED / APPRAISED

Major Activities Affecting Case Closing:

Form I and II are out of balance in the amount of \$536.00. This amount is reflected in Form II as a refund on unused portion of surety bond. Such refund is NOT an asset of the estate and is therefore not reflected on Form I.

Initial Projected Date Of Final Report (TFR): December 31, 1999

Current Projected Date Of Final Report (TFR): December 31, 2002

Form 2 Cash Receipts And Disbursements Record

Case Number: 98-61086 DS
Case Name: SOUTHERN STATES EQUIPMENT CORP.
Taxpayer ID #: 76-0175282
Period Ending: 11/07/02

Trustee: JASON R. SEARCY (631670)
Bank Name: JPMORGAN CHASE BANK
Account: 312-7548819-65 - Money Market Account
Blanket Bond: \$300,000.00 (per case limit)
Separate Bond: N/A

1 Trans. Date	2 {Ref #}/ Check #	3 Paid To / Received From	4 Description of Transaction	5 T-Code	6 Receipts \$	7 Disbursements \$	8 Money Market Account Balance
06/24/98	{3}	JAMES A. & CORAZON EMERY	Cobra payment	1121-000	526.13		526.13
06/24/98	{2}	STATE COMPTROLLER OF PUBLIC ACCOUNTS	RETAINAGE PAYMENT ON CONTRACT WORK	1229-000	1,902.02		2,428.15
06/24/98	{1}	A T & T		1229-000	20.54		2,448.69
06/30/98	Int	THE CHASE MANHATTAN BANK	Interest posting at 2.37%	1270-000	0.28		2,448.97
07/13/98	{3}	James A. Emery	Insufficient Check - uncollectible	1121-000	-526.13		1,922.84
07/31/98	Int	THE CHASE MANHATTAN BANK	Interest posting at 2.23%	1270-000	4.32		1,927.16
08/31/98	Int	THE CHASE MANHATTAN BANK	Interest posting at 2.23%	1270-000	3.68		1,930.84
09/30/98	Int	THE CHASE MANHATTAN BANK	Interest posting at 2.23%	1270-000	3.54		1,934.38
10/20/98	{45}	Hale, Pronske, Trust, Aston, et al	Refund of retainer from Debtor's counsel	1229-000	21,339.30		23,273.68
10/30/98	Int	THE CHASE MANHATTAN BANK	Interest posting at 2.0%	1270-000	15.22		23,288.90
11/11/98	{5}	Southwest Bank of Texas, N.A.	Close out of Debtor's accounts	1129-000	36,744.93		60,033.83
11/11/98	{5}	Southwest Bank of Texas, N.A.	Close out of Debtor bank account	1129-000	13,245.23		73,279.06
1/11/98	{5}	Southwest Bank of Texas, N.A.	Close out Debtor bank account	1129-000	7,573.57		80,852.63
11/20/98	{46}	Canterbury, Stuber, Eider, Gooch & Surratt, P.C.	Refund of Retainer Fee	1229-000	47,135.39		127,988.02
11/20/98	{47}	Reliance Surety	1/2 payment of settlement of Reliance litigation	1249-000	12,500.00		140,488.02
11/30/98	{47}	The Hartford Fidelity & Bonding Company	Settlement Agreement - Reliance litigation	1249-000	12,500.00		152,988.02
11/30/98	Int	THE CHASE MANHATTAN BANK	Interest posting at 2.0%	1270-000	117.99		153,106.01
12/31/98	Int	THE CHASE MANHATTAN BANK	Interest posting at 2.00000%	1270-000	259.60		153,365.61
01/29/99	Int	THE CHASE MANHATTAN BANK	Interest posting at 2.00000%	1270-000	260.73		153,626.34
02/26/99	Int	THE CHASE MANHATTAN BANK	Interest posting at 2.00000%	1270-000	235.88		153,862.22
03/02/99	101	Langley & Branch, P.C.	Settlement Agreement Order dated 2-24-99	3991-000		56,909.40	96,952.82
03/02/99	102	United States Bankruptcy Court	Adversary Filing Fee	2990-800		150.00	96,802.82

Subtotals : \$153,862.22 \$57,059.40

Form 2

Cash Receipts And Disbursements Record

Case Number: 98-61086 DS
 Case Name: SOUTHERN STATES EQUIPMENT CORP.
 Taxpayer ID #: 76-0175282
 Period Ending: 11/07/02

Trustee: JASON R. SEARCY (631670)
 Bank Name: JPMORGAN CHASE BANK
 Account: 312-7548819-65 - Money Market Account
 Blanket Bond: \$300,000.00 (per case limit)
 Separate Bond: N/A

1 Trans. Date	2 {Ref #} / Check #	3 Paid To / Received From	4 Description of Transaction	5 T-Code	6 Receipts \$	7 Disbursements \$	8 Money Market Account Balance
03/30/99	103	Ware, Snow, Fogel, Jackson & Greene, P.C.	Special Counsel Atty Fees - Order dated 3-22-99	3210-600		18,442.50	78,360.32
03/31/99	Int	THE CHASE MANHATTAN BANK	Interest posting at 2.0000%	1270-000	177.12		78,537.44
04/01/99	104	Ware, Snow, Fogel, Jackson & Greene, P.C.	Special Counsel Atty Expenses - Order dated 3-22-99	3220-610		1,594.83	76,942.61
04/06/99	105	Jason R. Searcy, P.C.	Order dated 4-1-99 - Reimbursement of Surety Bond	2200-000		949.00	75,993.61
04/30/99	Int	THE CHASE MANHATTAN BANK	Interest posting at 2.0000%	1270-000	132.19		76,125.80
05/28/99	Int	THE CHASE MANHATTAN BANK	Interest posting at 2.0000%	1270-000	129.42		76,255.22
06/25/99	{42}	C.E. Baldrige	Sale of stockpiled gravel	1129-000	12,000.00		88,255.22
06/30/99	Int	THE CHASE MANHATTAN BANK	Interest posting at 1.9000%	1270-000	124.17		88,379.39
07/30/99	Int	THE CHASE MANHATTAN BANK	Interest posting at 1.9000%	1270-000	142.73		88,522.12
08/31/99	Int	THE CHASE MANHATTAN BANK	Interest posting at 1.9000%	1270-000	142.96		88,665.08
09/09/99		Maxson-Mahoney-Turner, Inc.	Refund on unused portion of Surety Bond	1229-000	536.00		89,201.08
09/30/99	Int	THE CHASE MANHATTAN BANK	Interest posting at 1.9000%	1270-000	139.07		89,340.15
10/29/99	Int	THE CHASE MANHATTAN BANK	Interest posting at 2.0000%	1270-000	147.47		89,487.62
11/30/99	Int	THE CHASE MANHATTAN BANK	Interest posting at 2.0000%	1270-000	147.22		89,634.84
12/31/99	Int	THE CHASE MANHATTAN BANK	Interest posting at 2.0000%	1270-000	152.38		89,787.22
01/31/00	Int	THE CHASE MANHATTAN BANK	Interest posting at 2.0000%	1270-000	152.22		89,939.44
02/29/00	Int	THE CHASE MANHATTAN BANK	Interest posting at 2.1000%	1270-000	142.64		90,082.08
03/31/00	Int	THE CHASE MANHATTAN BANK	Interest posting at 2.1000%	1270-000	152.72		90,234.80
04/12/00	106	INTERNAL REVENUE SERVICE	Form 1120 for 1998 - Order to pay dated 4-5-00; EIN #75-0175282	2810-000		21,775.37	68,459.43
04/28/00	Int	THE CHASE MANHATTAN BANK	Interest posting at 2.2000%	1270-000	142.21		68,601.64
05/18/00	107	INTERNAL REVENUE SERVICE	Penalty & interest on Form 1120 for 1998; EIN	2810-000		9,501.92	59,099.72

Subtotals : \$14,560.52

\$52,263.62

Form 2

Cash Receipts And Disbursements Record

Case Number: 98-61086 DS
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Taxpayer ID #: 76-0175282
Period Ending: 11/07/02

Trustee: JASON R. SEARCY (631670)
Bank Name: JPMORGAN CHASE BANK
Account: 312-7548819-65 - Money Market Account
Blanket Bond: \$300,000.00 (per case limit)
Separate Bond: N/A

Trans. Date	1	2	3	4	5	6	7
	{Ref #} / Check #	Paid To / Received From	Description of Transaction	T-Code	Receipts \$	Disbursements \$	Money Market Account Balance
05/31/00	Int	THE CHASE MANHATTAN BANK	Interest posting at 2.30000%	1270-000	124.27		59,223.99
06/30/00	Int	THE CHASE MANHATTAN BANK	Interest posting at 2.30000%	1270-000	111.75		59,335.74
07/31/00	Int	THE CHASE MANHATTAN BANK	Interest posting at 2.30000%	1270-000	115.70		59,451.44
08/31/00	Int	THE CHASE MANHATTAN BANK	Interest posting at 2.30000%	1270-000	115.93		59,567.37
09/29/00	Int	THE CHASE MANHATTAN BANK	Interest posting at 2.30000%	1270-000	112.40		59,679.77
10/31/00	Int	THE CHASE MANHATTAN BANK	Interest posting at 2.30000%	1270-000	116.37		59,796.14
11/30/00	Int	THE CHASE MANHATTAN BANK	Interest posting at 2.30000%	1270-000	112.83		59,908.97
12/29/00	Int	THE CHASE MANHATTAN BANK	Interest posting at 2.15000%	1270-000	111.90		60,020.87
01/31/01	Int	THE CHASE MANHATTAN BANK	Interest posting at 2.00000%	1270-000	104.01		60,124.88
02/28/01	Int	THE CHASE MANHATTAN BANK	Interest posting at 1.80000%	1270-000	84.73		60,209.61
03/30/01	Int	THE CHASE MANHATTAN BANK	Interest posting at 1.70000%	1270-000	87.82		60,297.43
04/30/01	Int	THE CHASE MANHATTAN BANK	Interest posting at 1.60000%	1270-000	83.15		60,380.58
5/03/01	108	INTERNAL REVENUE SERVICE	Form 1120 for tax year 2000; EIN #76-0175282	2810-000		258.25	60,122.33
05/31/01	Int	THE CHASE MANHATTAN BANK	Interest posting at 1.60000%	1270-000	81.84		60,204.17
06/29/01	Int	THE CHASE MANHATTAN BANK	Interest posting at 1.50000%	1270-000	76.08		60,280.25
07/31/01	Int	THE CHASE MANHATTAN BANK	Interest posting at 1.50000%	1270-000	76.84		60,357.09
08/31/01	Int	THE CHASE MANHATTAN BANK	Interest posting at 1.50000%	1270-000	76.94		60,434.03
09/28/01	Int	THE CHASE MANHATTAN BANK	Interest posting at 1.30000%	1270-000	70.24		60,504.27
10/31/01	Int	THE CHASE MANHATTAN BANK	Interest posting at 1.15000%	1270-000	61.11		60,565.38
11/30/01	Int	THE CHASE MANHATTAN BANK	Interest posting at 1.05000%	1270-000	53.45		60,618.83
12/31/01	Int	THE CHASE MANHATTAN BANK	Interest posting at 1.05000%	1270-000	54.08		60,672.91
01/31/02	Int	THE CHASE MANHATTAN BANK	Interest posting at 0.95000%	1270-000	51.30		60,724.21
02/28/02	Int	THE CHASE MANHATTAN BANK	Interest posting at 0.85000%	1270-000	41.61		60,765.82
Subtotals :					\$1,924.35	\$258.25	

Asset reference(s)

Form 2

Cash Receipts And Disbursements Record

Case Number: 98-61086 DS
Case Name: SOUTHERN STATES EQUIPMENT CORP.
Taxpayer ID #: 76-0175282
Period Ending: 11/07/02

Trustee: JASON R. SEARCY (631670)
Bank Name: JPMORGAN CHASE BANK
Account: 312-7548819-65 - Money Market Account
Blanket Bond: \$300,000.00 (per case limit)
Separate Bond: N/A

Trans. Date	{Ref #} / Check #	Paid To / Received From	Description of Transaction	T-Code	Receipts \$	Disbursements \$	Money Market Account Balance
03/29/02	Int	JPMORGAN CHASE BANK	Interest posting at 0.8500%	1270-000	43.88		60,809.70
04/30/02	Int	JPMORGAN CHASE BANK	Interest posting at 0.8500%	1270-000	42.50		60,852.20
05/23/02	109	INTERNAL REVENUE SERVICE	Form 1120 for 2001; EIN 76-0175282	2810-000		155.85	60,696.35
05/31/02	Int	JPMORGAN CHASE BANK	Interest posting at 0.8000%	1270-000	42.44		60,738.79
06/28/02	Int	JPMORGAN CHASE BANK	Interest posting at 0.8000%	1270-000	39.95		60,778.74
07/31/02	Int	JPMORGAN CHASE BANK	Interest posting at 0.8000%	1270-000	41.31		60,820.05
08/30/02	Int	JPMORGAN CHASE BANK	Interest posting at 0.7500%	1270-000	38.75		60,858.80
09/30/02	Int	JPMORGAN CHASE BANK	Interest posting at 0.7500%	1270-000	37.53		60,896.33
10/14/02	110	JASON R. SEARCY, P.C.	Attorneys fees - Order dated 10-04-02	3110-000		27,690.00	33,206.33
10/14/02	111	JASON R. SEARCY, P.C.	Attorneys expenses - Order dated 10-04-02	3120-000		7,434.85	25,771.48
10/31/02	Int	JPMORGAN CHASE BANK	Interest posting at 0.7500%	1270-000	31.58		25,803.06
11/07/02	Int	JPMORGAN CHASE BANK	Current Interest Rate is 0.7500%	1270-000	3.18		25,806.24
11/07/02		To Account #312754881966	Transfer of estate funds	9999-000		25,806.24	0.00
ACCOUNT TOTALS					170,668.21	170,668.21	\$0.00
					Less: Bank Transfers	25,806.24	
					Subtotal	144,861.97	
					Less: Payments to Debtors	0.00	
					NET Receipts / Disbursements	\$170,668.21	\$144,861.97

Form 2

Cash Receipts And Disbursements Record

Case Number: 98-61086 DS
 Case Name: SOUTHERN STATES EQUIPMENT CORP.
 Taxpayer ID #: 76-0175282
 Period Ending: 11/07/02

Trustee: JASON R. SEARCY (631670)
 Bank Name: JPMORGAN CHASE BANK
 Account: 312-7548819-66 - Checking Account
 Blanket Bond: \$300,000.00 (per case limit)
 Separate Bond: N/A

1 Trans. Date	2 {Ref #} / Check #	3 Paid To / Received From	4 Description of Transaction	T-Code	5 Receipts \$	6 Disbursements \$	7 Checking Account Balance
03/10/99		From Account #312754881967	Close out per settlement agreement	9999-000	432,799.36		432,799.36
03/10/99	101	Langley & Branch, P.C.	Settlement Agreement Order dated 2-24-99	1149-000	-432,799.36		0.00
11/07/02		From Account #312754881965	Transfer of estate funds	9999-000	25,806.24		25,806.24

ACCOUNT TOTALS
 Less: Bank Transfers 25,806.24 0.00
 458,605.60 0.00
Subtotal -432,799.36 0.00
 Less: Payments to Debtors 0.00
NET Receipts / Disbursements \$-432,799.36 \$0.00

Form 2

Cash Receipts And Disbursements Record

Case Number: 98-61086 DS
Case Name: SOUTHERN STATES EQUIPMENT CORP.
Taxpayer ID #: 76-0175282
Period Ending: 11/07/02

Trustee: JASON R. SEARCY (631670)
Bank Name: JPMORGAN CHASE BANK
Account: 312-7548819-67 - Money Market Account
Blanket Bond: \$300,000.00 (per case limit)
Separate Bond: N/A

1 Trans. Date	2 {Ref #} / Check #	3 Paid To / Received From	4 Description of Transaction	T-Code	5 Receipts \$	6 Disbursements \$	7 Money Market Account Balance
09/09/98	{6}	First National Bank of Anderson	District Ct. Order dated 9-8-98	1149-000	30,000.00		30,000.00
09/09/98	{6}	First National Bank of Anderson	District Court Order dated 9-8-98	1149-000	30,000.00		60,000.00
09/09/98	{6}	First National Bank of Anderson	District Court Order dated 9-8-98	1149-000	30,000.00		90,000.00
09/09/98	{6}	Southwest Bank of Texas	District Court Order dated 9-8-98	1149-000	110,584.96		200,584.96
09/09/98	{6}	Southwest Bank of Texas	District Court Order dated 9-8-98	1149-000	87,861.49		288,446.45
09/09/98	{6}	Southwest Bank of Texas	District Court Order dated 9-8-98	1149-000	120,000.00		408,446.45
09/09/98	{6}	Southwest Bank of Texas	District Court Order dated 9-8-98	1149-000	20,000.00		428,446.45
09/30/98	Int	THE CHASE MANHATTAN BANK	Interest posting at 2.23%	1270-000	523.83		428,970.28
10/30/98	Int	THE CHASE MANHATTAN BANK	Interest posting at 2.0%	1270-000	780.71		429,750.99
11/30/98	Int	THE CHASE MANHATTAN BANK	Interest posting at 2.0%	1270-000	707.00		430,457.99
12/31/98	Int	THE CHASE MANHATTAN BANK	Interest posting at 2.0000%	1270-000	731.79		431,189.78
01/29/99	Int	THE CHASE MANHATTAN BANK	Interest posting at 2.0000%	1270-000	733.03		431,922.81
02/26/99	Int	THE CHASE MANHATTAN BANK	Interest posting at 2.0000%	1270-000	663.17		432,585.98
03/10/99	Int	Interest Posting	Current Interest Rate is 2.0000%	1270-000	213.38		432,799.36
03/10/99		To Account #312754881966	Close out per settlement agreement	9999-000		432,799.36	0.00

ACCOUNT TOTALS	432,799.36		432,799.36		\$0.00
Less: Bank Transfers	0.00		432,799.36		0.00
Subtotal	432,799.36		0.00		0.00
Less: Payments to Debtors					0.00
NET Receipts / Disbursements	\$432,799.36				\$0.00

Form 2

Cash Receipts And Disbursements Record

Case Number: 98-61086 DS
Case Name: SOUTHERN STATES EQUIPMENT CORP.
Taxpayer ID #: 76-0175282
Period Ending: 11/07/02

Trustee: JASON R. SEARCY (631670)
Bank Name: JPMORGAN CHASE BANK
Account: 312-7548819-67 - Money Market Account
Blanket Bond: \$300,000.00 (per case limit)
Separate Bond: N/A

1 Trans. Date	2 {Ref #} / Check #	3 Paid To / Received From	4 Description of Transaction	T-Code	5 Receipts \$	6 Disbursements \$	7 Money Market Account Balance
---------------------	---------------------------	------------------------------	---------------------------------	--------	---------------------	--------------------------	--------------------------------------

	Net Receipts	Net Disbursements	Account Balances
TOTAL - ALL ACCOUNTS			
MMA # 312-7548819-65	170,668.21	144,861.97	0.00
Checking # 312-7548819-66	-432,799.36	0.00	25,806.24
MMA # 312-7548819-67	432,799.36	0.00	0.00
	\$170,668.21	\$144,861.97	\$25,806.24

UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF TEXAS
TYLER DIVISION

EOD FEB 25 '99
FILED
U.S. BANKRUPTCY COURT
EASTERN DISTRICT OF TEXAS
FEB 24 1999
CASE NO. 98-61086
CHAPTER 7

IN RE: §
§
SOUTHERN STATES EQUIPMENT CORP. §
§
DEBTOR §

**AGREED ORDER GRANTING MOTION TO APPROVE
COMPROMISE AND SETTLEMENT BETWEEN JASON R. SEARCY, TRUSTEE,
RELIANCE NATIONAL INDEMNITY COMPANY AND HARTFORD FIRE
INSURANCE COMPANY IN CIVIL ACTION NO. H-98-1569**

On this date, came on to be considered the Motion to Approve Compromise and Settlement Between Jason R. Searcy, Trustee, Reliance National Indemnity Company and Hartford Fire Insurance Company (the "Motion") filed by Jason R. Searcy, Chapter 7 Trustee, on November 17, 1998. One objection to the Motion was filed by Southwest Bank of Texas, N.A. As set out below, the parties announced that they have reached an agreement as to all matters in dispute herein and in the Interpleader Adversary No. 98-6042 and their agreement is incorporated in this Order and in the Agreed Judgment submitted to this Court for entry in Adversary No. 98-6042. It appearing to the Court that the agreement of the parties as set out is in the best interest of the estate and its creditors and that relief should be granted as modified herein. It is therefore

ORDERED that the compromise and settlement of the issues and disputes existing between the Trustee, Reliance National Indemnity Company and Hartford Fire Insurance Company asserted in or arising from the facts made the basis of Civil Action No. H-98-1569, pending in the United States District Court, Southern District of Texas, and styled *Reliance National Indemnity Co., et al. v. BLJ Construction Services Group, Inc., et al*, is approved on the terms and conditions as set out in the Motion and the Trustee is authorized and directed to take any and all actions necessary or

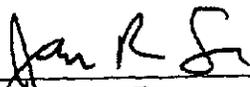
185

appropriate to consummate the settlement, including the execution of any and all documents; provided, however, that those certain funds in the amount of \$56,563.73 which were previously held by Southwest Bank of Texas, N.A. in its account numbers 473033, 701136 and 701144 (the "Funds") have been turned over to and delivered to the Trustee herein and, notwithstanding any other provision of the Settlement Agreement, (i) Southwest Bank of Texas, N.A. shall have no further obligation with respect to such Funds and the Trustee shall deliver such Funds, together with any interest earned thereon, to the trust account of Langley & Branch, P.C. for the benefit of Reliance National Indemnity Company and/or Hartford Fire Insurance Company, and (ii) the Agreed Order attached as Exhibit A shall be entered in Interpleader Adversary No. 98-6042.

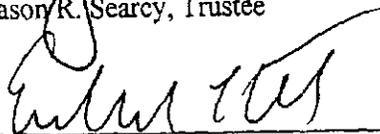
Signed this 24th day of February, 1999.


JUDGE PRESIDING

AGREED:



Jason R. Searcy, Trustee



Edward L. Rothberg
Attorney for Southwest Bank of Texas, N.A.

Thomas D. Graber
Attorney for Reliance National Indemnity Co.

David M. Moore
Attorney for Hartford Fire Insurance Co.

appropriate to consummate the settlement, including the execution of any and all documents; provided, however, that those certain funds in the amount of \$56,563.73 which were previously held by Southwest Bank of Texas, N.A. in its account numbers 473033, 701136 and 701144 (the "Funds") have been turned over to and delivered to the Trustee herein and, notwithstanding any other provision of the Settlement Agreement, (i) Southwest Bank of Texas, N.A. shall have no further obligation with respect to such Funds and the Trustee shall deliver such Funds, together with any interest earned thereon, to the trust account of Langley & Branch, P.C. for the benefit of Reliance National Indemnity Company and/or Hartford Fire Insurance Company, and (ii) the Agreed Order attached as Exhibit A shall be entered in Interpleader Adversary No. 98-6042.

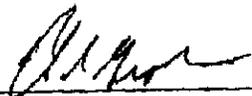
Signed this ____ day of _____, 1999.

JUDGE PRESIDING

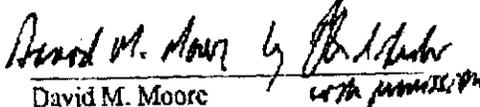
AGREED:

Jason R. Searcy, Trustee

Edward L. Rothberg
Attorney for Southwest Bank of Texas, N.A.



Thomas D. Graber
Attorney for Reliance National Indemnity Co.



David M. Moore *with permission*
Attorney for Hartford Fire Insurance Co.

IN THE UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF TEXAS
TYLER DIVISION

OCT 04 2002

CLERK OF BANKRUPTCY COURT
28
DEPUTY

IN RE: §
§
SOUTHERN STATES EQUIPMENT CORP. § CASE NO. 98-61086
§
§
DEBTOR. § CHAPTER 7

APPROVED
OCT 1 2002
BY: [Signature]

**ORDER GRANTING APPLICATION OF COUNSEL FOR TRUSTEE,
JASON R. SEARCY, P.C., FOR COMPENSATION OF ATTORNEYS FEES
AND REIMBURSEMENT OF EXPENSES**

On September 4, 2002, the Application of Counsel for Trustee for Allowance of Compensation of Attorneys Fees and Reimbursement of Expenses ("Application") was filed by the law firm of Jason R. Searcy, P.C. ("Applicant") in the above-referenced case. The Court finds that the Application was properly served pursuant to the Federal and Local Rules of Bankruptcy Procedure and that it contained the appropriate twenty (20) day negative notice language, pursuant to Local Rule of Bankruptcy Procedure 9007, which directed any party opposed to the granting of the relief sought by the Application to file a written response within twenty days or the Application would be deemed by the Court to be unopposed. The Court finds that no objection or other written response to the Application has been timely filed by any party. Due to failure of any party to file a timely written response, and the Court's review of the Application as to whether services were reasonable and necessary, the allegations contained in the Motion stand unopposed and, therefore, the Court finds that good cause exists for the entry of the following order:

IT IS THEREFORE ORDERED that the Application of Counsel for Trustee for Compensation of Attorneys Fees and Reimbursement of Expenses filed by the law firm of Jason R. Searcy, P.C. is hereby GRANTED; and

BE IT FURTHER ORDERED that the law firm of Jason R. Searcy, P.C. be allowed its compensation in the sum of \$27,690.00 for legal services rendered; and the sum of \$7,434.85 for

out-of-pocket expenses incurred and that the same shall be paid from available estate funds upon the execution hereof.

DATED this the 30th day of September, 2002.


DONALD R. SHARP
UNITED STATES BANKRUPTCY JUDGE

Prepared in the law offices of:
JASON R. SEARCY, P.C.
P. O. Box 3929
Longview, TX 75606
903/757-3399
903/757-9559 FAX

RECEIVED
OCT 10 2002
JASON R. SEARCY, P.C.

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF TEXAS
TYLER DIVISION

FILED
BANKRUPTCY COURT
EASTERN DISTRICT OF TX.
2002 MAR 25 PM 5:27

IN RE:

SOUTHERN STATES EQUIPMENT CORP.

DEBTOR.

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CASE NO. TY-98-61086

CHAPTER 7

CLERK OF BANKRUPTCY COURT

DEPUTY

EOD

MAR 30 2002

ORDER GRANTING MOTION FOR PAYMENT OF POST-PETITION TAXES FOR 2001 TO INTERNAL REVENUE SERVICE FILED BY JASON R. SEARCY, TRUSTEE

On February 26, 2002, a Motion for Payment of Post-Petition Taxes for 2001 to Internal Revenue Service (the "Motion") was filed by Jason R. Searcy, Trustee (the "Movant") in the above-referenced case. The Court finds that the Motion was properly served pursuant to the Federal and Local Rules of Bankruptcy Procedure and that it contained the appropriate twenty (20) day negative notice language, pursuant to Local Rule of Bankruptcy Procedure 9007, which directed any party opposed to the granting of the relief sought by the Motion to file a written response within twenty days or the Motion would be deemed by the Court to be unopposed. The Court finds that no objection or other written response to the Motion has been timely filed by any party. Due to the failure of any party to file a timely written response, the allegations contained in the Motion stand unopposed and, therefore, the Court finds that good cause exists for the entry of the following order.

IT IS THEREFORE ORDERED that the Motion for Payment of Post-Petition Taxes for 2001 to Internal Revenue Service filed by Jason R. Searcy, Trustee on February 26, 2002 is hereby granted; and;

BE IT FURTHER ORDERED that Jason R. Searcy, Trustee for the estate of Southern States Equipment Corp. is hereby authorized to pay to the Internal Revenue Service the amount of

\$137.00 plus future assessment of penalty and interest, for delayed payment of the Debtor's 2001 post-petition corporation tax assessment/obligation.

SIGNED this 25th day of March, 2002.


DONALD SHARP
UNITED STATES BANKRUPTCY JUDGE

PREPARED IN THE LAW OFFICE OF:
JASON R. SEARCY, P.C.
P.O. BOX 3929
LONGVIEW, TEXAS 75606
(903) 757-3399
FAX (903) 757-9559

RECEIVED
APR - 9 2002
JASON R. SEARCY, P.C.

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF TEXAS
TYLER DIVISION

FILED
U.S. BANKRUPTCY COURT
EASTERN DISTRICT OF TX

01 APR -9 PH 4:14

CLERK, U.S. BANKRUPTCY
COURT

IN RE:

SOUTHERN STATES EQUIPMENT CORP.

DEBTOR.

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CASE NO. TY-98-61086

CHAPTER 7

BY *[Signature]* DEPUTY

EOD

APR 10 2001

ORDER GRANTING MOTION FOR PAYMENT OF POST-PETITION
TAXES TO INTERNAL REVENUE SERVICE
FILED BY JASON R. SEARCY, TRUSTEE

On March 12, 2000, a Motion for Payment of Post-Petition Taxes to Internal Revenue Service (the "Motion") was filed by Jason R. Searcy, Trustee (the "Movant") in the above-referenced case. The Court finds that the Motion was properly served pursuant to the Federal and Local Rules of Bankruptcy Procedure and that it contained the appropriate twenty (20) day negative notice language, pursuant to Local Rule of Bankruptcy Procedure 9007, which directed any party opposed to the granting of the relief sought by the Motion to file a written response within twenty days or the Motion would be deemed by the Court to be unopposed. The Court finds that no objection or other written response to the Motion has been timely filed by any party. Due to the failure of any party to file a timely written response, the allegations contained in the Motion stand unopposed and, therefore, the Court finds that good cause exists for the entry of the following order.

IT IS THEREFORE ORDERED that the Motion for Payment of Post-Petition Taxes to Internal Revenue Service filed by Jason R. Searcy, Trustee on March 12, 2000 is hereby granted; and;

BE IT FURTHER ORDERED that Jason R. Searcy, Trustee for the estate of Southern States Equipment Corp. is hereby authorized to pay to the Internal Revenue Service the amount of

\$227.00 plus future assessment of penalty and interest, for delayed payment of the Debtor's 2000 post-petition corporation tax assessment/obligation.

SIGNED this 9th day of April, 2001.


~~DEI PARTER~~
UNITED STATES BANKRUPTCY JUDGE

PREPARED IN THE LAW OFFICE OF:
JASON R. SEARCY, P.C.
P.O. BOX 3929
LONGVIEW, TEXAS 75606
(903) 757-3399
FAX (903) 757-9559

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF TEXAS
TYLER DIVISION

FILED
BANKRUPTCY COURT
EASTERN DISTRICT OF TX
00 APR -5 PM 12:10

IN RE:

SOUTHERN STATES EQUIPMENT CORP.

DEBTOR.

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CASE NO. TY-98-61086

CHAPTER 7

EOD APR 05 '00

Mh

ORDER GRANTING MOTION FOR PAYMENT OF POST-PETITION
TAXES TO INTERNAL REVENUE SERVICE
FILED BY JASON R. SEARCY, TRUSTEE

On March 13, 2000, a Motion for Payment of Post-Petition Taxes to Internal Revenue Service (the "Motion") was filed by Jason R. Searcy, Trustee (the "Movant") in the above-referenced case. The Court finds that the Motion was properly served pursuant to the Federal and Local Rules of Bankruptcy Procedure and that it contained the appropriate twenty (20) day negative notice language, pursuant to Local Rule of Bankruptcy Procedure 9007, which directed any party opposed to the granting of the relief sought by the Motion to file a written response within twenty days or the Motion would be deemed by the Court to be unopposed. The Court finds that no objection or other written response to the Motion has been timely filed by any party. Due to the failure of any party to file a timely written response, the allegations contained in the Motion stand unopposed and, therefore, the Court finds that good cause exists for the entry of the following order.

IT IS THEREFORE ORDERED that the Motion for Payment of Post-Petition Taxes to Internal Revenue Service filed by Jason R. Searcy, Trustee on March 13, 2000 is hereby granted; and;

BE IT FURTHER ORDERED that Jason R. Searcy, Trustee for the estate of Southern States Equipment Corp. is hereby authorized to pay to the Internal Revenue Service the amount of

\$21,775.37 plus future assessment of penalty and interest, for delayed payment of the Debtor's 1998
post-petition corporation tax assessment/obligation.

SIGNED this 4th day of April, 2000.


BILL PARKER
UNITED STATES BANKRUPTCY JUDGE

PREPARED IN THE LAW OFFICE OF:
JASON R. SEARCY, P.C.
P.O. BOX 3929
LONGVIEW, TEXAS 75606
(903) 757-3399
FAX (903) 757-9559

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF TEXAS
TYLER DIVISION

FILED
U.S. BANKRUPTCY COURT
EASTERN DISTRICT OF TX

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CLERK, U.S. BANKRUPTCY
COURT

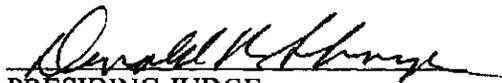
IN RE: §
SOUTHERN STATES EQUIPMENT CORP. § CASE NO. TY-98-61086
DEBTOR. §
EOD APR 01'99 § CHAPTER 7

ORDER AUTHORIZING REIMBURSEMENT OF PAYMENT OF SURETY BOND

ON THIS DAY CAME ON TO BE CONSIDERED, the Motion of Jason R. Searcy, Trustee for the estate of Southern States Equipment Corp. for Reimbursement of Payment of Surety Bond; and it appearing to the Court that the Motion is well taken and in the best interest of the estate, it is therefore

ORDERED, ADJUDGED AND DECREED that Jason R. Searcy, Trustee for the estate of Southern States Equipment Corp. in above styled and numbered cause, is hereby authorized to be reimbursed in the sum of \$949.00 being the original premium for his surety bond in the amount of \$600,000; in addition to such amounts as are required for necessary renewals and extensions of the Trustee's bond.

SIGNED this 31st day of March, 1999.


PRESIDING JUDGE

PREPARED IN THE LAW OFFICE OF:
JASON R. SEARCY, P.C.
P.O. BOX 3929
LONGVIEW, TEXAS 75606
(903) 757-3399
FAX (903) 757-9559

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF TEXAS
TYLER DIVISION

97 MAR 19 PM 4:26

IN RE:

SOUTHERN STATES EQUIPMENT
CORPORATION

DEBTOR.

§
§
§
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§

CASE NO. TY-98-61086

CHAPTER 7

EOD MAR 22"99

**ORDER GRANTING
FIRST AND FINAL APPLICATION FOR ALLOWANCE
OF COMPENSATION AND REIMBURSEMENT OF EXPENSES
OF SPECIAL COUNSEL FOR THE TRUSTEE FOR THE PERIOD
JUNE 25, 1998 THROUGH FEBRUARY 15, 1999**

Came on for consideration the First and Final Application for Allowance of Compensation and Reimbursement of Expenses of Special Counsel for the Trustee for the Period June 25, 1998 Through February 15, 1999 (hereinafter "Application") filed herein by Ware, Snow, Fogel, Jackson & Greene, P.C. ("Applicant"), seeking compensation for services rendered in the amount of \$18,442.50, and the reimbursement of expenses of \$1,594.83; and

IT APPEARING that notice of the Application was properly served upon the U.S. Trustee, the Dallas office of the Internal Revenue Service, Debtor's counsel, the Official Creditors' Committee, those creditors and parties-in-interest requesting notice pursuant to Rule 2002 of the Rules of Bankruptcy Procedure, and all other creditors and parties-in-interest appearing on the master mailing list maintained in the Office of the clerk pursuant to Local Bankruptcy Rule 9007(c); and

IT FURTHER APPEARING that this Court is able to determine the facts regarding the Application with respect to the following factors: (1) the time and labor required of Applicant; (2) the novelty and difficulty of the questions involved; (3) the skill required of Applicant to

188

perform the services involved; (4) the preclusion of other employment due to involvement in the instant proceeding; (5) Applicant's customary fees for such work; (6) contingency of the fees, if any; (7) the time limitations and pressures borne upon Applicant; (8) the amounts involved and the results obtained to date; (9) Applicant's experience, reputation, and ability; (10) the undesirability of the case and the matters upon which Applicant has been employed; (11) the length and nature of the relationship of Applicant to the client; and (12) awards in like circumstances; and

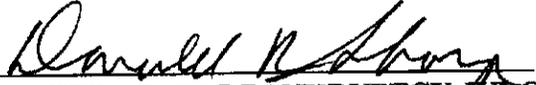
IT FURTHER APPEARING to the Court that, upon consideration of these factors, the relief requested in the Application is reasonable and appropriate; it is therefore

ORDERED that Applicant is awarded final compensation in the amount of \$18,442.50 for services rendered in connection with this case, and that Applicant be reimbursed for out-of-pocket expenses in the amount of \$1,594.83, for a total of \$20,037.33; and it is further

ORDERED that the Trustee is authorized and directed to pay Applicant the sum of \$20,037.33. The total sum of \$20,037.33 has hereby been approved as final compensation for fees and expenses; and it is further

ORDERED that the above-stated amounts awarded to Ware, Snow, Fogel, Jackson & Greene, P.C. should be paid by the Trustee, out of funds belonging to the estate, to the law firm of Ware, Snow, Fogel, Jackson & Greene, P.C.

SIGNED this 19th day of March, 1999.


UNITED STATES BANKRUPTCY JUDGE

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF TEXAS
TYLER DIVISION

FILED
U.S. BANKRUPTCY COURT
EASTERN DISTRICT OF TEXAS
SEP 29 1998

IN RE: §
§
SOUTHERN STATES EQUIPMENT § CASE NO. 98-61086-7
CORP., §
§
DEBTOR § CHAPTER 7
§

EOD OCT 1 '98

ORDER GRANTING FIRST AND FINAL APPLICATION FOR
COMPENSATION AND FOR REIMBURSEMENT OF EXPENSES
OF HALE, ASTON, SECKEL & TAUBENFELD, P.C.
NOW KNOWN AS MCGUIRE, CRADDOCK, STROTHER & HALE, P.C.

On this day in the above-entitled and numbered bankruptcy proceedings came on for consideration the First and Final Application of Hale, Aston, Seckel & Taubenfeld, P.C., now known as McGuire, Craddock, Strother & Hale, P.C. ("Applicant") for Allowance of Compensation and Reimbursement of Expenses in Their Capacity as Attorneys for Southern States Equipment, Corp. ("Application"), and the Court, after considering the Application, the objection to the Application filed by the United States Trustee ("Objection") and being advised that the Objection was resolved in accordance with the terms of this Order finds that the Application should be granted as set forth herein; it is therefore

ORDERED that Applicant shall be and hereby is awarded \$13,319.01 for allowance of compensation for the period of May 4, 1998 through July 31, 1998, and \$2,118.58 for reimbursement of

ORDER GRANTING FEE APPLICATION
SKD/CLIENTS/SOUTHERN/O-FEEAPP

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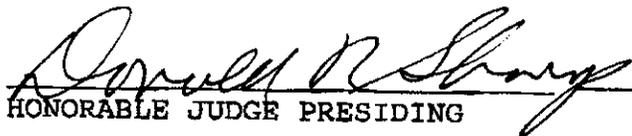
expenses for the period of May 4, 1998 through July 31, 1998; it is further

ORDERED that Applicant is allowed to draw down the sum of \$15,437.59 from its retainer for payment of the fees and expenses awarded herein; it is further

ORDERED that Applicant shall forward the balance of its retainer to Jason R. Searcy, the Chapter 7 Trustee, following payment of the fees and expenses awarded herein; it is further

ORDERED that in the event the Chapter 7 estate of Debtor proves to be administratively insolvent, Applicant shall be required to disgorge the allowed fees to the extent necessary to provide an appropriate pro-rata distribution of administrative expenses in connection with the Debtor's estate.

DATED this 29th day of September, 1998.


HONORABLE JUDGE PRESIDING

PREPARED BY:

J. Mark Chevallier *by permission to sign*

J. Mark Chevallier
State Bar No. 04189170
MCGUIRE, CRADDOCK, STROTHER
& HALE, P.C.
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(214) 954-6800 - Telephone
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COUNSEL FOR DEBTOR

APPROVED BY:

T. W. O'Neal

Timothy W. O'Neal
Assistant U.S. Trustee
U.S. Dept. of Justice
Office of the U.S. Trustee
300 Plaza Tower
110 N. College
Tyler, TX 75702
(903) 590-1450 - Telephone
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SCHEDULE B

APPLICATION FOR COMPENSATION

COMPUTATION OF COMMISSIONS (cases filed after 10/22/95)

Total Receipts	<u>\$175,021.12</u>	25% of First \$5,000	\$ <u>1,250.00</u>
Less	(5,000.00)		
Balance	<u>170,021.12</u>	10% of next \$45,000	\$ <u>4,500.00</u>
Less	(45,000.00)		
Balance	<u>125,021.12</u>	5% of next \$950,000	\$ <u>6,251.06</u>
Less	(950,000.00)		
Balance	<u>0.00</u>	3% of Remaining Balance	\$ <u>0.00</u>

TOTAL COMMISSIONS \$ 12,001.06

Calculation = \$170,668.21 + \$4,352.91(interest on secured creditor's money deposit)

UNREIMBURSED EXPENSES

Recording Fees	\$ <u>0.00</u>
Premium on Trustee's Bond	\$ <u>0.00</u>
Necessary Travel	\$ <u>0.00</u>
Paraprofessional	\$ <u>0.00</u>
Clerical and Stenographic	\$ <u>0.00</u>
Photocopy	\$ <u>373.50</u>
Supplies/Stationery	\$ <u>0.00</u>
Delivery Costs (actual)	\$ <u>163.83</u>
Distribution Expenses	\$ <u>0.00</u>
Long Distance Telephone Charges	\$ <u>0.00</u>
Parking and Toll	\$ <u>0.00</u>
Other Expenses - Intranet	\$ <u>0.00</u>
TOTAL UNREIMBURSED EXPENSES	\$ <u>537.33</u>

Records:

Trustee did take possession of business or personal records of the debtor.

 X

Notice given debtor on _____ to pick up business or personal records in hands of Trustee.

Expenses Worksheet
Period: 09/01/02 - 11/11/02
Trustee: JASON R. SEARCY (631670)

Case Number: 98-61086**Case Name:** SOUTHERN STATES EQUIPMENT CORP.**Case Type:** Assets**Judge:** DONALD SHARP**Petition Date:** 05/14/98**341a Meeting:** 07/13/98 13:00**Category: COPIES**

<u>Date</u>	<u>Description</u>	<u>Hours/Unit</u>	<u>Rate</u>	<u>Total</u>
09/03/02	Summary Sheet with Application for Compensation of Attorneys Fees	172.00	\$0.250	\$43.00
09/03/02	Summary Notice of Filing of Application for Compensation of Attorneys Fees	426.00	\$0.250	\$106.50
11/11/02	Supplemental Final Report *Note: Volume of report is due to number of bank statements, checks, etc.)	600.00	\$0.250	\$150.00
11/11/02	Final Report	296.00	\$0.250	\$74.00
Total for category COPIES:		1,494.00		\$373.50

Category: POSTAGE

<u>Date</u>	<u>Description</u>	<u>Hours/Unit</u>	<u>Rate</u>	<u>Total</u>
09/03/02	Summary Notice of Filing of Application for Compensation of Attorneys Fees	356.00	\$0.370	\$131.72
09/03/02	Summary Sheet with Application for Compensation of Attorneys Fees	1.00	\$9.010	\$9.01
11/11/02	Supplemental Final Report	1.00	\$13.600	\$13.60
11/11/02	Final Report	1.00	\$9.500	\$9.50
Total for category POSTAGE:		359.00		\$163.83

Total for case 98-61086: \$537.33

Grand Total:	\$537.33
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Time Sheet Report

Trustee: JASON R. SEARCY (631670)
 Period: 01/01/98 - 11/11/02

Case No: 98-61086	Case Name: SOUTHERN STATES EQUIPMENT CORP.	Petition Date: 05/14/98
Case Type: Assets	Judge: DONALD SHARP	341a Meeting: 07/13/98 13:00

Category	Staff Name	Date	Description	Hours	Rate	Total
ASSET ANALYSIS AND RECOVERY	Jason R. Searcy, TRUSTEE	10/06/98	Conference with Gary Ashmore regarding equipment, Draft memorandum to Tim O'Neal regarding same	1.00		0.00
		10/13/98	Draft of letter to Mark Chevallier regarding turnover of escrowed funds	0.30		0.00
		11/02/98	Review deposition outline from Adam Voyles and letter from Associates counsel, Dewey Dalton	0.30		0.00
		02/03/99	Review responses to preference demand letters from Cass Co. Crushing and Structural and Steel Products	0.30		0.00
		02/25/99	Review various responses to preference demand letters	0.60		0.00
Subtotal for Category: ASSET ANALYSIS AND RECOVERY				2.50		\$0.00

ASSET DISPOSITION	Jason R. Searcy, TRUSTEE	08/06/98	Draft letter to Scott Richeson regarding sale of gravel	0.30		0.00
		09/16/98	Telephone Conference with Gary Ashmore regarding prompt removal of miscellaneous equipment assets; Review status of pending actions	0.50		0.00
Subtotal for Category: ASSET DISPOSITION				0.80		\$0.00

Category	Staff Name	Date	Description	Hours	Rate	Total
ADMINISTRATION	Jason R. Searcy, TRUSTEE	05/28/98	TC with Keith Langley, atty for Reliance National Indemnity Co.	0.10		0.00
		06/23/98	TC with Bob Glaze regarding City of Gilmer project	0.30		0.00
		06/25/98	Draft letter to Mark Chevallier, atty for Debtor	0.30		0.00
		07/07/98	TC with Mark Chevallier	0.20		0.00
		07/21/98	TC with Tracy Pirtle regarding location of collateral of Southside Bank; Draft letter to D. Surratt regarding return of funds	0.40		0.00
		07/22/98	TC with C. Ettinger regarding rejection	0.20		0.00
		09/07/98	Conference with Gary Ashmore regarding equipment on property and lien claims	1.00		0.00
		02/03/99	Telephone Conference with Sam Baker regarding bond	0.20		0.00
Subtotal for Category: CASE ADMINISTRATION				2.70		\$0.00

Subtotal for Category: CASE ADMINISTRATION

2.70 **\$0.00**

Time Sheet Report

Trustee: JASON R. SEARCY (631670)
 Period: 01/01/98 - 11/11/02

Case No: 98-61086	Case Name: SOUTHERN STATES EQUIPMENT CORP.	Petition Date: 05/14/98
Case Type: Assets	Judge: DONALD SHARP	341a Meeting: 07/13/98 13:00

Category	Staff Name	Date	Description	Hours	Rate	Total
ASSET ANALYSIS AND RECOVERY	Vivian K. Guy, CASE ADMIN.	06/03/98	Conference with Randy Terry, John Glassel and Mark Chevallier regarding status of monies frozen in case, equipment location, etc.	1.50		0.00
		10/05/98	Telephone Conference with Gary Ashmore regarding property removed from site by Alex Harhtcavage on Saturday, 10-3-98 and procedure for sale	0.20		0.00
				1.70		\$0.00
Subtotal for Category: ASSET ANALYSIS AND RECOVERY						\$0.00
ASSET DISPOSITION	Vivian K. Guy, CASE ADMIN.	05/29/98	Conference call with Hal Morris and Katherine Kasten, AG's office regarding penalties accruing on contracts and possible abandonment of same	0.20		0.00
Subtotal for Category: ASSET DISPOSITION						\$0.00

CASE ADMINISTRATION	Staff Name	Date	Description	Hours	Rate	Total
	Vivian K. Guy, CASE ADMIN.	05/29/98	TC with Keith Langley	0.10		0.00
		06/01/98	(2) TC with Mark Chevallier, attorney for Debtor regarding money held and meeting on 6-3-98; TC with various creditors and employees	0.10		0.00
		06/09/98	TC with Mike Campbell; (10) TC's with various creditors and parties in interest	1.00		0.00
		07/30/98	TC with Charles Lauffer regarding Ford Motor Credit collateral; TC with Katherine Kastern, AG's office regarding Order on M/s/Reject Executor K's	0.20		0.00
		08/20/98	Telephone Conference with Teresa Jefferies regarding Ford truck; Telephone Conference with Randy Terry regarding same	0.10		0.00
		09/22/98	Telephone conference with Ken Tolliver @ Orix Credit Corp.; Telephone Conference with Charles Lauffer; Preparation and draft of letter to Jacob Gold, attorney for Forke Credit Corp.; Telephone Conference with Wes Mangum, Spacemaster	0.30		0.00
		09/24/98	Telephone Conference with Kelly Rainwater; Telephone Conference with Tim Glassel regarding money owed to Van Zandt Rock but to be paid to Trustee; Telephone Conference with Mike Culpepper	0.20		0.00
		11/17/98	Preparation and draft of letter to Maxson Mahoney Turner to cancel proposed Trustee's surety bond	0.10		0.00
		02/10/99	Telephone Conference with Jeff Trentham regarding \$600,000 bond coverage	0.10		0.00
		08/10/99	Preparation and draft of letter to Maxson-Mahoney-Turner, Inc. to cancel bond	0.10		0.00
		01/25/00	Review and respond to letter from Daniel Jones regarding GE modular unit	0.10		0.00

Time Sheet Report

Trustee: JASON R. SEARCY (631670)
 Period: 01/01/98 - 11/11/02

Case No: 98-61086	Case Name: SOUTHERN STATES EQUIPMENT CORP.	Petition Date: 05/14/98
Case Type: Assets	Judge: DONALD SHARP	341a Meeting: 07/13/98 13:00

Category	Staff Name	Date	Description	Hours	Rate	Total
CASE ADMINISTRATION	Vivian K. Guy, CASE ADMIN.	06/20/01	Preparation & Draft of response to Mark Browning, Attorney General's Office, regarding status of case	0.10		0.00
				2.50		\$0.00

Subtotal for Category: CASE ADMINISTRATION 2.50 \$0.00

CLAIMS ADMINISTRATION AND OBJECTIONS	Vivian K. Guy, CASE ADMIN.	09/24/02	Telephone Conference with Michael Deeds regarding Rusk County Proof of Claim	0.10		0.00
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Subtotal for Category: CLAIMS ADMINISTRATION AND OBJECTIONS 0.10 \$0.00

Total for Case: 98-61086 4.50 \$0.00

Total for Trustee: JASON R. SEARCY 4.50 \$0.00

Grand Total:	4.50	\$0.00
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SCHEDULE C

EXPENSES OF ADMINISTRATION

	(1) Amount Claimed	(2) Amount Allowed	(3) Previously Paid	(4) Due
1. 11 U.S.C. Sec. 507(a) (1) <u>Court Costs and Fees</u>	\$ 150.00	\$ 150.00	\$ 150.00	\$ 0.00
2. 11 U.S.C. Sec. 503(b) (1) (A) <u>Preservation of Estate</u>				
A. Transportation	0.00	0.00	0.00	0.00
B. Storage	0.00	0.00	0.00	0.00
C. Wages	26,008.48	4,910.00	0.00	4,910.00
D. Estates share FICA	0.00	0.00	0.00	0.00
E. Insurance	0.00	0.00	0.00	0.00
F. Upkeep	0.00	0.00	0.00	0.00
G. Other (itemize)	0.00	0.00	0.00	0.00
3. 11 U.S.C. Sec. 503(b) (2) <u>Post-Petition taxes and related penalties</u>	32,482.55	31,691.39	31,691.39	0.00
4. 11 U.S.C. Sec. 503(b) (2) <u>Compensation and Reimbursement</u>				
A. Compensation of Trustee	12,001.06	12,001.06	0.00	12,001.06
B. Expenses of Trustee	537.33	537.33	0.00	537.33
C. Compensation of Attorney to Trustee	27,690.00	27,690.00	27,690.00	0.00
D. Expenses of Attorney to Trustee	7,434.85	7,434.85	7,434.85	0.00
E. Compensation of Special Counsel	18,442.50	18,442.50	18,442.50	0.00
F. Expenses of Special Counsel	1,594.83	1,594.83	1,594.83	0.00
5. Court Special Charges (Excess Notices)	0.00	0.00	0.00	0.00
6. U.S. Trustee fees	250.00	250.00	0.00	250.00
7. Other (itemize) Trustee's Surety Bond (\$949.00 less refund of unused portion \$536.00)	413.00	413.00	413.00	0.00
Totals:	<u>127,004.60</u>	<u>105,115.26</u>	<u>\$87,416.57</u>	<u>\$17,698.39</u>

SCHEDULE D

SECURED CLAIMS

Claim No.	Amount Claimed	Amount Not Determined	Amount Allowed	Previously Paid	Due
20	84,552.67	84,552.67	0.00	0.00	0.00
35	7,062.33	7,062.33	0.00	0.00	0.00
47	35,244.84	35,244.84	0.00	0.00	0.00
70	7,827.47	7,827.47	0.00	0.00	0.00
74	10,259.92	10,259.92	0.00	0.00	0.00
75	17,506.81	17,506.81	0.00	0.00	0.00
86	4,872.45	4,872.45	0.00	0.00	0.00
87	9,636.74	9,636.74	0.00	0.00	0.00
108	71,931.39	71,931.39	0.00	0.00	0.00
116	7,111.12	7,111.12	0.00	0.00	0.00
126	12,171.54	12,171.54	0.00	0.00	0.00
127	33,956.19	33,956.19	0.00	0.00	0.00
128	759.94	759.94	0.00	0.00	0.00
129	1,168.28	1,168.28	0.00	0.00	0.00
130	48,212.68	48,212.68	0.00	0.00	0.00
145	823.76	823.76	0.00	0.00	0.00
148	81,842.22	81,842.22	0.00	0.00	0.00
160	1,536,554.00	1,536,554.00	0.00	0.00	0.00
161	0.00	0.00	0.00	0.00	0.00
162	0.00	0.00	0.00	0.00	0.00
	<u>1,971,494.35</u>	<u>1,971,494.35</u>	<u>0.00</u>	<u>0.00</u>	<u>0.00</u>

IDENTIFICATION OF SECURED PARTIES AFFECTED:

Claim No.	Name of Creditor	Claim No.	Name of Creditor
20	McKinney Crushing		Bank
35	R.B. Everett & Co.	127	Orix Credit Alliance, Inc.
47	Ford Motor Credit Co.		
70	Buster Concrete & Materials	128	Harris Co./City of Houston, c/o Linebarger, Heard, et al
74	Stearns Bank		
75	Stearns Bank		
86	Rusk County, c/o Linebarger, Heard, et al	129	Houston I.S.D., c/o Linebarger, Heard, et al
87	Henderson I.S.D., c/o Linebarger, Heard, et al	130	Southside Bank
		145	Montgomery County, c/o Linebarger, Heard, et al
108	Mike Culpepper Construction Company	148	Southwest Bank of Texas, c/o Edward L. Rothberg
116	Waterview Resolution Corp.		
126	The Frost National	160	Travelers as

161 Administrator -
Reliance National
Indemnity Co.
Travelers as
Administrator -
Reliance National
Indemnity Co.

162 Travelers as
Administrator -
Reliance National
Indemnity Co.

SCHEDULE E

PRIORITY CLAIMS OTHER THAN ADMINISTRATIVE EXPENSES IN THE
FOLLOWING ORDER OF PRIORITY

	(1) Amount Claimed	(2) Amount Allowed	(3) Amount Paid	(4) Due
1. For Credit extended Sec. 364(e) (1)	\$0.00	\$0.00	\$0.00	\$0.00
2. Claims for failure of "adequate protection" Sec. 307(a) (b)	0.00	0.00	0.00	0.00
3. "Gap Claims" Sec. 507(a) (2)	221,326.00	0.00	0.00	0.00
4. Wages, etc. Sec. 507(a) (3)	26,008.48	4,910.00	0.00	4,910.00
5. Contributions to benefit plans Sec. 507(a) (4)	0.00	0.00	0.00	0.00
6. Consumer deposits Sec. 507(a) (6)	0.00	0.00	0.00	0.00
7. Taxes Sec. 507(a) (7)	1,927,080. 98	1,024,160. 48	0.00	1,024,160.4 8
8. Depository Institutions Sec. 507(a) (8)	0.00	0.00	0.00	0.00
9. Other: No Basis	0.00	0.00	0.00	0.00
Totals:	2,174,415. 46	1,029,070. 48	0.00	1,029,070.4 8

PARTIES AFFECTED:

Claim No.	Name of Creditor	Claim No.	Name of Creditor
1A	IOS Capital, f/k/a	94	David Martin
	IKON Capital	102	Marcus Lopez
2	CNA Insurance Co.	103	Kenny Ray Willis
3	Wayne Eaton	104	Antonio Lopez
4	TEXAS COMPTROLLER OF	105	Atanacio Lugo
	PUBLIC ACT	107	Donald J. Brady
5	Joseph Beckham	124	Bruce Jeffres
39	Wayne Eaton	125	David C. Culpepper
66	David Beckham	132	Ricky Garton
71	Michael Culpepper	137	TEXAS COMPTROLLER OF
92	David Davis		PUBLIC ACT
93	Jason Murphy	141	Donald W. Wise

143 TEXAS COMPTROLLER OF
PUBLIC ACT
147 TEXAS WORKFORCE
COMMISSION
149 TEXAS WORKFORCE
COMMISSION
173 INTERNAL REVENUE
SERVICE
177 TEXAS WORKFORCE
COMMISSION
184 Van Zandt Co.
Appraisal District

FILED UNSECURED CLAIMS TOTAL: \$8,457,553.35

SUBORDINATED UNSECURED CLAIMS: \$ 10,127.25