

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:)	Chapter 11
)	
BCBG MAX AZRIA GLOBAL HOLDINGS, LLC, <i>et al.</i> , ¹)	Case No. 17- 10466 (SCC)
)	
Debtors.)	(Jointly Administered)

**SECOND MONTHLY FEE STATEMENT OF DONLIN, RECANO & COMPANY, INC.,
AS ADMINISTRATIVE ADVISOR FOR THE DEBTORS FOR COMPENSATION FOR
SERVICES AND REIMBURSEMENT OF EXPENSES INCURRED FOR THE PERIOD
FROM APRIL 1, 2017 THROUGH APRIL 30, 2017**

Name of Professional:	Donlin, Recano & Company, Inc.
Authorized to Provide Services to:	Debtors and Debtors in Possession
Date of Retention:	March 29, 2017, <i>nunc pro tunc</i> to February 28, 2017
Period for which compensation and reimbursement is sought:	April 1, 2017 through April 30, 2017
Amount of compensation sought as actual, reasonable and necessary:	\$903.00
80% of compensation sought as actual, reasonable and necessary:	\$722.40
Amount of expense reimbursement sought as actual, reasonable and necessary:	\$0.00
Total Fees and Expenses Due:	\$722.40

¹The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, include: BCBG Max Azria Global Holdings, LLC (6857); BCBG Max Azria Group, LLC (5942); BCBG Max Azria Intermediate Holdings, LLC (3673); Max Rave, LLC (9200); and MLA Multibrand Holdings, LLC (3854). The location of the Debtors' service address is: 2761 Fruitland Avenue, Vernon, California 90058.

By this monthly fee statement (the “**Statement**”), pursuant to sections 327, 330 and 331 of title 11 of the United States Code (the “**Bankruptcy Code**”), Rule 2016 of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”) and Rule 2016-1 of the Local Rules of the United States Bankruptcy Court for the Southern District of New York (the “**Local Bankruptcy Rules**”), Donlin, Recano & Company, Inc. (“**DRC**” or the “**Applicant**”) administrative advisor to the above captioned debtors and debtors in possession (the “**Debtors**”), hereby seeks compensation for reasonable and necessary fees incurred for the period commencing on April 1, 2017 through and including April 30, 2017 (the “**Statement Period**”). In accordance with the *Order (I) Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Professionals and (II) Granting Related Relief* [Docket No. 231] (the “**Compensation Order**”), DRC seeks (i) allowance of reasonable and necessary fees incurred during the Statement Period in a total amount equal to \$903.00 and payment of \$722.40, or 80% of the total amount, and (ii) reimbursement of actual, reasonable and necessary expenses incurred during the Statement Period in an amount equal to \$0.00. In support of the Statement, DRC respectfully represents as follows:

Summary of Total Amounts Requested

Monthly Interim Period	Total Interim Fees Requested	Less 20% Holdback	Total Fees to be Paid	Interim Expenses Requested	Total Expenses to be Paid
April 1, 2017 –April 30, 2017	\$903.00	\$180.60	\$722.40	\$0.00	\$0.00
TOTALS	\$903.00	\$180.60	\$722.40	\$0.00	\$0.00

Summary of Total Hours and Fees by Professionals During the Statement Period

Professional	Position	Rates	April 1, 2017 – April 30, 2017 Hours	April 1, 2017 – April 30, 2017 Fees
Jung Sung	Senior Bankruptcy Consultant	\$175.00	2.0	\$350.00
Nora Morales	Case Manager	\$140.00	2.6	\$364.00
Ted Tokuda	Consultant/Analyst	\$90.00	2.1	\$189.00
TOTALS			6.70	\$903.00

Jurisdiction

1. This Court has jurisdiction over this matter pursuant to 28 U.S.C. § 1334 and the Amended Standing Order of Reference of the United States District Court for the Southern District of New York, dated January 31, 2012 (Preska, C.J.). This is a core proceeding pursuant to 28 U.S.C. § 157(b)(2)(A). Venue is proper in this District pursuant to 28 U.S.C. §§ 1408 and 1409. The statutory predicates for the relief sought herein are sections 327, 330 and 331 of the Bankruptcy Code, Bankruptcy Rule 2016 and Local Rule 2016-1.

Background

2. On February 28, 2017 (the “**Petition Date**”), the Debtors each filed a voluntary petition for relief under chapter 11 of the Bankruptcy Code with the United States Bankruptcy Court for the Southern District of New York.

3. The Debtors have continued in the possession of their property and have continued to operate and manage their businesses as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. On March 9, 2017, the Office of the United States Trustee for the Southern District of New York appointed the official committee of unsecured

creditors. No request for the appointment of a trustee or examiner has been made in these chapter 11 cases.

Retention of DRC

4. On March 29, 2017, the Court entered the *Order Approving the Employment and Retention of Donlin, Recano & Company, Inc., as the Administrative Advisor for the Debtors, Effective Nunc Pro Tunc to the Petition Date* [Docket No. 229].

5. DRC has assisted the Debtors in numerous areas. DRC separates its entries into two project categories: (i) Preparation of Fee Statements/Applications, and (ii) Voting and Solicitation. The following is a summary of hours and fees by task code incurred by the professionals during the Statement Period:

Summary of Hours and Fees by Task Code

Task Code Descriptions	April 1, 2017 – April 30, 2017 Hours	April 1, 2017 – April 30, 2017 Fees
Fee Statement and Application Preparation	2.6	\$364.00
Voting and Solicitation	4.1	\$539.00
TOTALS	6.7	\$903.00

6. The following project categories include summary descriptions of each of the Applicant’s principal activities, including the hours and amounts incurred.

A. Fee Statement and Application Preparation:

The total number of hours billed for this project was 2.6 The total fees related to this project were \$364.00.

This category includes the Applicant's work, guidance and assistance in preparing DRC's first monthly fee statement for the period of March 1, 2017 through and including March 31, 2017.

B. Voting and Solicitation:

The total number of hours billed for this project was 4.1. The total fees related to this project were \$539.00.

This category includes the Applicant's work in connection with reviewing drafts of the Disclosure Statement and its corresponding exhibits.

Relief Requested

7. DRC submits this Statement in accordance with the Compensation Order. All services for which DRC requests compensation were performed for, or on behalf of, the Debtors.

8. DRC seeks (i) allowance of reasonable and necessary fees incurred during the Statement Period in the total amount of \$903.00 and payment of \$722.40 which represents 80% of the total amount, and (ii) reimbursement of actual, reasonable and necessary expenses incurred during the Statement Period in the amount of \$0.00.

9. DRC has maintained detailed records of the time spent in the rendition of professional services to the Debtors during the Statement Period. Attached hereto as Exhibit A and incorporated herein by reference is a true and correct copy of the monthly billing statement prepared for the services rendered in these cases by DRC. The billing statement is in the same form regularly used by DRC to bill its clients for services rendered and includes the date that the services were rendered, a detailed, contemporaneous narrative description of the services provided, the amount of time spent for each service and the designation of the professional who performed the service in each task category.

10. In accordance with the factors enumerated in section 330 of the Bankruptcy Code, the amount of fees requested is fair and reasonable given (i) the complexity of these cases; (ii) the time expended; (iii) the nature and extent of the services rendered; (iv) the value of such services; and (v) the costs of comparable services charged elsewhere.

Notice

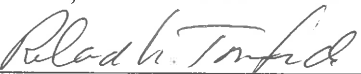
11. Pursuant to the Compensation Order, this Statement will be served upon the Application Recipients (as defined in the Compensation Order) and notice of this Statement will be served upon any party that has requested notice pursuant to Bankruptcy Rule 2002. DRC submits that, in light of the relief requested, no other or further notice is necessary.

WHEREFORE, pursuant to the Compensation Order, DRC respectfully requests (a) allowance of its fees for services rendered during the Statement Period in the total amount of \$903.00, (b) payment for services rendered during the Statement Period in the amount of \$722.40, which represents 80% of the total amount, and (c) allowance and reimbursement of \$0.00 in actual and necessary expenses incurred during the Statement Period.

Dated: Brooklyn, New York
May 22, 2017

Respectfully submitted,

DONLIN, RECANO & COMPANY, INC.

By: 

Roland Tomforde
Chief Operating Officer
Donlin, Recano & Company, Inc.
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Brooklyn, NY 11219
Telephone: (212) 481-1411
Facsimile: (212) 481-1416
E-mail: rtomforde@donlinrecano.com

EXHIBIT A

DONLIN RECANO

An AST Company

May 15, 2017

BCBG Max Azria Global Holdings, LLC
Deborah C. Rieger-Paganis
2761 Fruitland Avenue
Vernon, CA 90058

Re: BCBG Max Azria Global Holdings, LLC, et al. ("BCBG") – 11 U.S.C. § 327 Fees and Expenses

Invoice # : 2362 – 002

For Professional Services: April 1, through April 30, 2017

Current Charges:		Hours	Rate	Amount
Jung Song	Senior Bankruptcy Consultant	2.0	175.00	\$350.00
Nora Morales	Case Manager	2.6	140.00	364.00
Ted Tokuda	Consultant/Analyst	2.1	90.00	189.00
Total Hours & Fees		<u>6.70</u>		<u>\$903.00</u>
Less 20% Holdback on Fees				<180.60>
Subtotal of Fees				\$722.40
Expenses				0.00
Total Amount Due				<u>\$722.40</u>

You may make your check payable to Donlin, Recano & Company, Inc. and forward it to the address below or, if you prefer, you may wire payment as per the following instructions:

Account Name: Donlin, Recano & Company, Inc.
Account #: 590872834
Bank Name: HSBC Bank USA
452 Fifth Avenue
New York, NY 10038
ABA #: 021 001 088
Contact: James F. Conti
Telephone #: (212)525-6677
E-MAIL: james.f.conti@us.hsbc.com

Feel free to call if you have any questions or are in need of further information. Best regards.

Sincerely,

Alexander T. Leventhal
President & Chief Executive Officer

Enclosures
2362

cc:

email: Kirkland & Ellis, LLP
James H.M. Sprayregen, P.C.
300 North LaSalle
Chicago, IL 60654
Kirkland & Ellis, LLP
Benjamin M. Rhode.
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601 Lexington Avenue
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Kirkland & Ellis, LLP
Christopher J. Marcus
601 Lexington Avenue
New York, NY 10022

DONLIN, RECANO & COMPANY, INC. ("DRC")
BCBG Vote/SOFA ("BCBG")
Invoice # 2 – April 1, through April 30, 2017

I. CONSULTING FEES (SEE EXHIBIT A FOR DETAILS)

2.0 hours @ \$175.00/hour	\$350.00
2.6 hours @ \$140.00/hour	364.00
2.1 hours @ \$90.00/hour	<u>189.00</u>
SUB TOTAL - Consulting Fees	903.00

II. OUT OF POCKET EXPENSES

none required April 1, through April 30, 2017	<u>0.00</u>
SUB TOTAL - Out of Pocket Expenses	<u>0.00</u>
TOTAL CHARGES – April 1, through April 30, 2017	\$903.00
Less: 20% Holdback on Fees	<u><180.60></u>
AMOUNT DUE	\$722.40

DONLIN, RECANO & COMPANY, INC. ("DRC")
BCBG Vote/SOFA ("BCBG")
Invoice # 2 – April 1, through April 30, 2017

Summary of Charges by Activity

Fee Statement and Application Preparation	2.6	hours	\$364.00
Voting and Solicitation	<u>4.1</u>	hours	<u>539.00</u>
Total	6.7		\$903.00

DONLIN, RECANO & COMPANY, INC. ("DRC")

Exhibit A

Invoice # : 2362 - 002 - April 1, through April 30, 2017

<u>Date</u>	<u>User</u>	<u>Activity - Voting and Solicitation</u>	<u>Hours</u>	<u>Rate</u>	<u>Charges</u>
4-23	J. Song	Review draft of Disclosure Statement ("DS") and motion to approve DS (1.6) and comment on the same and follow up with KE (0.4).	2.0	175.0	350.00
4-24	T. Tokuda	Review draft versions of the Disclosure Statement, Motion to Approve Disclosure Statement and exhibits per request of Kirkland Ellis for comments and suggestions.	<u>2.1</u>	90.0	189.00
TOTAL HOURS – April 1, through April 30, 2017					<u>4.1</u>
TOTAL CHARGES					<u>\$539.00</u>

DONLIN, RECANO & COMPANY, INC. ("DRC")

Exhibit A

Invoice # : 2362 - 002 - April 1, through April 30, 2017

<u>Date</u>	<u>User</u>	<u>Activity - Fee Statement and Application Preparation</u>	<u>Hours</u>	<u>Rate</u>	<u>Charges</u>
4-25	N. Morales	Prepare first monthly fee application.	1.1	140.0	154.00
4-28	N. Morales	Draft first monthly fee statement for the month of March.	<u>1.5</u>	140.0	210.00
TOTAL HOURS – April 1, through April 30, 2017					<u>2.6</u>
TOTAL CHARGES					<u>\$364.00</u>