

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF COLORADO**

In re:)	
)	
ADAM AIRCRAFT INDUSTRIES, INC.)	Case No. 08-11751 MER
EIN: 161643299,)	Chapter 7
)	
Debtor.)	

**APPLICATION TO EMPLOY LINDQUIST & VENNUM P.L.L.P.
AS COUNSEL FOR THE TRUSTEE**

Jeffrey A. Weinman, as Chapter 7 Trustee for the Adam Aircraft Industries, Inc. bankruptcy estate (the "Trustee"), for his Application to Employ Lindquist & Vennum P.L.L.P. as Counsel for the Trustee (this "Application"), states:

1. On February 15, 2008 (the "Petition Date"), Adam Aircraft Industries, Inc. (the "Debtor"), filed its voluntary petition for relief under Chapter 7 of title 11, U.S.C. (the "Bankruptcy Code"). The Trustee is the duly appointed Chapter 7 Trustee in the Debtor's bankruptcy case.

2. On the Petition Date, the Trustee retained, subject to Court approval pursuant to § 327 of the Bankruptcy Code, the law firm of Lindquist & Vennum P.L.L.P. ("L&V"), to represent him in the Debtor's bankruptcy case.

3. The Trustee engaged L&V because it has experience in bankruptcy matters and the Trustee believes that the firm is qualified to represent him in carrying out his duties under the Bankruptcy Code. The Trustee is informed and believes that there will be assets available for distribution in the Debtor's case. The Verified Statement of John C. Smiley in support of this Application is attached hereto as **Exhibit A**.

4. The professional services contemplated for the Trustee include: (a) investigation and prosecution of adversary proceedings and contested matters to collect assets for distribution under, among other things, §§ 510 and 541 through 552 of the Bankruptcy Code; (b) investigation of the Debtor's financial affairs and transactions prior to the Petition Date; (c) assessment and advice concerning creditors' claims in the bankruptcy case; (d) liquidation of property of the estate; and (e) any and all other services necessary to assist the Trustee in fulfilling its duties under the Bankruptcy Code and pursuant to applicable law.

5. The Trustee requires counsel for professional services because of the nature and extent of the Debtor's business assets and the anticipated benefit to creditors from collection, liquidation and distribution of those assets.

6. At this preliminary stage, and in light of the fact that the Debtor has not filed statements and schedules, L&V has not yet completed a review of all potential conflicts in the Debtor's case. That review is ongoing and L&V anticipates supplementing this Application with additional disclosures and notice as necessary and appropriate. At this time, L&V believes that it is a disinterested person under the Bankruptcy Code for purposes of representing the Trustee in the Debtor's case.

7. The Trustee's prompt engagement of counsel to assist in preserving and maximizing the value of the Debtor's assets for the estate is in the best interest of the estate. To the extent that conflicts with creditors or parties in interest are discovered upon further investigation, L&V will make additional disclosures and the Trustee will retain special counsel pursuant to § 327(e) of the Bankruptcy Code to pursue those matters.

8. Compensation for services provided by L&V will be paid at the customary hourly rates charged by its attorneys and is subject to Court approval after notice and a hearing under

the Bankruptcy Code. L&V anticipates that the following attorneys will assist the Trustee in the Debtor's case at the hourly rates noted: (a) John C. Smiley, \$390.00; (b) Harold G. Morris, \$365.00; and (c) Theodore J. Hartl, \$275.00. L&V's paralegals charge hourly rates ranging from \$150.00 to \$170.00 per hour.

9. Given the necessity for prompt attention to the Debtor's case and the engagement of counsel on the Petition Date, L&V and the Trustee respectfully request that the Court grant this Application authorizing the Trustee to retain L&V, effective *nunc pro tunc* to the Petition Date.

WHEREFORE, for the foregoing reasons the Trustee requests that the Court grant the relief requested in this Application and order such other relief as deemed appropriate.

Dated this 21st day of February, 2008.

LINDQUIST & VENNUM P.L.L.P.

By: /s/ John C. Smiley
John C. Smiley, #16210
Theodore J. Hartl, #32409
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thartl@lindquist.com

Proposed counsel for Jeffrey A. Weinman, Chapter 7
Trustee

CERTIFICATE OF SERVICE

I hereby certify that on February 21, 2008, the foregoing **APPLICATION TO EMPLOY LINDQUIST & VENNUM P.L.L.P. AS COUNSEL FOR THE TRUSTEE**, was served by U.S. Mail, first class postage prepaid, on the following:

M. Frances Cetrulo
370 17th Street, Suite 4800
Denver, CO 80202

U.S. Trustee
999 18th Street, Suite 1551
Denver, CO 80202

Lawrence Bass
1700 Lincoln Street, Suite 4100
Denver, CO 80203

Jeffrey A. Krause
Robert A. Greenfield
Stutman, Treister & Glatt, P.C.
1901 Avenue of the Stars, 12th Floor
Los Angeles, CA 90067

/s/ Sue Toms

EXHIBIT A

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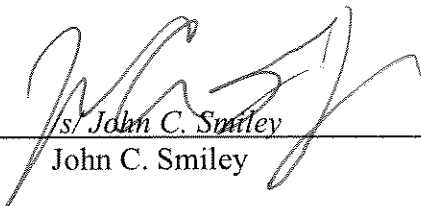
**VERIFIED STATEMENT OF JOHN C. SMILEY IN SUPPORT OF
APPLICATION TO EMPLOY LINDQUIST & VENNUM P.L.L.P.
AS COUNSEL FOR THE TRUSTEE**

I, John C. Smiley, hereby declare under penalty of perjury:

1. I am partner with the law firm of Lindquist & Vennum P.L.L.P. (“L&V”).
2. L&V are attorneys duly admitted to practice law in the State of Colorado and before this Court.
3. L&V’s Denver office is located at 600 Seventeenth Street, Suite 1800 South, Denver, Colorado 80202.
4. As set forth in the Application to Employ L&V as Counsel for the Trustee (the “Application”), L&V has not yet completed its conflict review, but will supplement the Application with additional disclosures. At this point, L&V is unaware of any material connections with the Debtor, creditors, or any other party in interest in this case, or their respective attorneys or accountants, or the United States Trustee or any person employed in the Office of the United States Trustee, nor represents any interest adverse to the estate.
5. When further information from the Debtor is available, L&V will complete its examination, using the firm’s internal conflict checking procedures, of all of the entities listed on the Debtor’s schedules to determine if L&V has represented any of them in this case or on other matters.
6. At this point in the Debtor’s case, L&V and the Trustee believe that L&V is a disinterested person as that term is used in the Bankruptcy Code. L&V holds no interest adverse to the Trustee with respect to the matters for which L&V has been retained to represent the Trustee in the Debtor’s bankruptcy case.
7. L&V’s fees and requests for reimbursement of expenses will be submitted to the Bankruptcy Court for approval under applicable law.

8. L&V has not received a retainer or other compensation in connection with this case.

Dated this 20th day of February, 2008.



s/ John C. Smiley
John C. Smiley