

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

In re:)	
)	Chapter 11
Aventine Renewable Energy Holdings, Inc., a Delaware Corporation, et al.)	CASE NO. 09-11214 (KG)
)	
Debtors. ¹)	(Jointly Administered)

**FINAL FEE APPLICATION OF
WESTERVELT, JOHNSON, NICOLL & KELLER, LLC, AS SPECIAL
COUNSEL FOR THE DEBTORS AND DEBTORS-IN-POSSESSION FOR ALLOWANCE
OF COMPENSATION AND REIMBURSEMENT OF EXPENSES INCURRED
FOR THE INTERIM PERIOD APRIL 7, 2009 THROUGH MARCH 15, 2010**

Name of Applicant:	Westervelt, Johnson, Nicoll & Keller, LLC
Authorized to Provide Professional Services to:	Debtors-in-Possession as Special Counsel
Date of Retention:	Effective as of April 8, 2009 (Doc. #88)
Period for which compensation and reimbursement is sought:	April 7, 2009 through March 15, 2010
Amount of Interim Compensation sought as actual, reasonable and necessary:	\$182,187.50
Amount of Interim Expense Reimbursement sought as actual, reasonable and necessary:	\$3,099.38

This is an: interim final application

This application includes no hours incurred in connection with the preparation of Fee Applications.

¹ The Debtors in these Chapter 11 Cases, along with the last four digits of each Debtor's federal tax identification number, are: Aventine Renewable Energy Holdings, Inc. (9368), Aventine Renewable Energy, LLC (0195), Aventine Renewable Energy, Inc. (8352), Aventine Renewable Energy-Aurora West, LLC (9245), Aventine Renewable Energy-Mt. Vernon, LLC (8144), Aventine Power, LLC (9343), and Nebraska Energy L.L.C.872). The address for the Debtors is 120 North Parkway Drive, Pekin, Illinois 61555-1800.

Prior applications:

Date Filed / Docket No.	Period Covered	Requested		Approved	
		Fees	Expenses	Fees	Expenses
206	April 7, 2009 To April 31, 2009	\$39,412.50	\$494.62	\$39,412.50	\$494.62
303	May 1, 2009 To May 31, 2009	\$29,700.00	\$60.54	\$29,700.00	\$60.54
384	June 1, 2009 To June 30, 2009	\$23,500.00	\$199.50	\$23,500.00	\$199.50
426	July 1, 2009 To July 31, 2009	\$41,825.00	\$721.69	\$41,825.00	\$721.60
501	August 1, 2009 To August 31, 2009	\$33,475.00	\$1,104.73	\$33,475.00	\$1,104.73
501	September 1, 2009 To September 30, 2009	\$1,825.00	\$1.49	\$1,825.00	\$1.49
753	October 1, 2009 To December 31, 2009	\$11,225.00	\$442.06	\$11,225.00	\$442.06
898	January 1, 2010 To February 24, 2010	\$1,225.00	\$74.75	\$980.00	\$74.75

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Debtors. ¹)	(Jointly Administered)
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)	Objection Deadline: May 19, 2010 at 4:00 p. m.
)	Hearing Date: July 15, 2010 at 10:00 a.m.
)	

**FINAL APPLICATION OF
WESTERVELT, JOHNSON, NICOLL & KELLER, LLC, AS SPECIAL
COUNSEL FOR THE DEBTORS AND DEBTORS-IN-POSSESSION FOR ALLOWANCE
OF COMPENSATION AND REIMBURSEMENT OF EXPENSES INCURRED
FOR THE FINAL PERIOD APRIL 7, 2009 THROUGH MARCH 15, 2010**

Pursuant to 11 U.S.C. §§ 330 and 331 and Rule 2016 of the Federal Rules of Bankruptcy Procedure, the law firm of Westervelt, Johnson, Nicoll & Keller, LLC (hereinafter “WJNK”) hereby moves this Court for reasonable compensation for professional legal services rendered as special counsel to Aventine Renewable Energy Holdings, Inc., a Delaware Corporation, *et al.*, the debtors-in-possession in the above-captioned cases (the “Debtors”), in the amount of \$182,187.50 for the final period April 7, 2009 through March 15, 2010 together with reimbursement for actual and necessary expenses incurred in the amount of \$3,099.38 for the final period April 7, 2009 through March 15, 2010 (the “Final Fee Period”). In support of its Application, WJNK respectfully represents as follows:

1. This court authorized Debtors to employ WJNK as the Debtors’ special counsel in connection with general corporate advisement, commercial transactions and litigation, and labor and ERISA matters, *nunc pro tunc* to April 7, 2009 (the “Petition Date”) by its Order

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entered May 1, 2009 (Doc. #88). The Order authorized WJNK to be compensated on an hourly basis and to be reimbursed for actual and necessary out-of-pocket expenses.

2. All services for which compensation is requested by WJNK were performed for or on behalf of the Debtor.

COMPENSATION PREVIOUSLY PAID

3. WJNK represented the Debtors in preparing for the filing of these chapter 11 cases and in other matters and was paid pre-petition for those services.

REQUEST FOR FINAL APPROVAL

4. By this Application, WJNK seeks final approval of all fees and expenses incurred from in this case from April 7, 2009 through March 15, 2010.

5. Young Conaway Stargatt & Taylor, LLP has previously filed the (i) First Interim Quarterly Fee Requests of Debtors' Professionals for the period April 7, 2009 through June 30, 2009 [D.I. 387] (the "First Quarterly Application"); (ii) Second Interim Quarterly Fee Requests of Debtors' Professional for the Period July 1, 2009 through September 30, 2009 [D.I. 553] (the "Second Quarterly Application"); and (iii) Third Interim Quarterly Fee Requests of Debtors' Professional for the Period October 1, 2009 to December 31, 2009 [D.I. 765] (the "Third Quarterly Application"). Through the First Quarterly Application, Second Quarterly Application and Third Quarterly Application WJNK obtained interim approval of fees in the aggregate amount of \$180,962.50 and expenses in the aggregate amount of \$3,024.63.

6 WJNK filed its Seventh Monthly Application on March 26, 2010 requesting approval for fees in the amount of \$1,225.00 and expenses in the amount of \$74.75 for the period January 1, 2010 through February 24, 2010 which said Seventh Monthly Application remains pending before the Court and for which WJNK has received no payment.

7. By this application, WJNK is requesting final approval of its fees and

expenses allowed by the First, Second and Third Quarterly Applications in the amounts previously approved and approval of its fees and expenses in the Seventh Monthly Application filed on March 26, 2010. Accordingly, WJNK is seeking final approval of fees in the amount of \$182,187.50 and expenses in the amount of \$3,099.38.

WHEREFORE, WJNK requests that allowance be made to it in the sum of \$182,187.50 as compensation for necessary professional services rendered to the Debtors for the months of Final Fee Period, and the sum of \$3,099.38 for reimbursement of actual necessary costs and expenses incurred for the Final Fee Period, and further requests such other and further relief as this Court may deem just and proper.

Dated: April 29, 2010
Wilmington, Delaware

Fee Applicant:
**WESTERVELT, JOHNSON, NICOLL & KELLER,
LLC**

/s/ Thomas W. O'Neal
Thomas W. O'Neal (Bar No. 03127563)
411 Hamilton Blvd., 14th Floor
Peoria, IL 61602
Telephone: (309) 671-3550
Facsimile: (309) 671-3588

VERIFICATION

STATE OF ILLINOIS)
) SS:
PEORIA COUNTY

Thomas W. O’Neal, Esquire, after being duly sworn according to law, deposes and says:

1. I am a Member in the applicant firm, Westervelt, Johnson, Nicoll & Keller, LLC, and have been admitted to the bar of the Supreme Court of the State of Illinois since 1980.

2. I have personally performed many of the legal services rendered by Westervelt, Johnson, Nicoll & Keller LLC, as special counsel to the Debtors and am familiar with all other work performed on behalf of the lawyers and paraprofessionals in the firm.

3. The facts set forth in the foregoing Application are true and correct to the best of my knowledge, information and belief.

/s/ Thomas W. O’Neal
THOMAS W. O’NEAL

SWORN TO AND SUBSCRIBED before me this 29th day of April, 2010.

/s/ Linda K. Willis
Notary Public
My Commission Expires: 12/3/2012

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Inc., a Delaware Corporation, et al.) CASE NO. 09-11214 (KG)
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Debtors.¹) (Jointly Administered)
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) Objection Deadline: May 19, 2010 at 4:00 p. m.
) Hearing Date: July 15, 2010 at 10:00 a.m.

NOTICE OF APPLICATION

TO: The Debtors, the United States Trustee and Counsel for the Official Committee of Unsecured Creditors.

The **Final Application of Westervelt, Johnson, Nicoll & Keller LLC, as Special Counsel for the Debtors and Debtors-in-Possession for Allowance of Compensation and Reimbursement of Expenses Incurred for the Final Period April 7, 2009 through March 15, 2010** (the "Final Application") has been filed with the Bankruptcy Court. The Application seeks allowance of final fees in the amount of \$182,187.50 and final expenses in the amount of \$3,099.38.

Objections to the Application, if any, are required to be filed on or before **May 19, 2010 at 4:00 p.m. (ET)** (the "Objection Deadline") with the Clerk of the United States Bankruptcy Court for the District of Delaware, 3rd Floor, 824 Market Street, Wilmington, Delaware 19801.

At the same time, you must also serve a copy of the response so as to be received by the following on or before the Objection Deadline: At the same time, you must also serve a copy of the response so as to be received by the following on or before the Objection Deadline: (i) the Debtors, c/o Aventine Renewable Energy Holdings, Inc., 120 North Parkway Drive, P.O. Box 1800, Pekin, IL 61555-1800 (Attn: Chris Nichols); (ii) counsel to the Debtors, Young Conaway Stargatt & Taylor, LLP, The Brandywine Building, 17th Floor, 1000 West Street, PO Box 391, Wilmington, Delaware 19899 (Attn. Matthew B. Lunn); (iii) counsel to the Official Committee of Unsecured Creditors, Greenberg Traurig, LLP, 1007 North Orange Street, The Nemours Building, Wilmington, Delaware 19801 (Attn. Donald J. Detweiler); (iv) counsel to the administrative agent for the Debtors' prepetition secured lenders, Vinson & Elkins L.L.P., Trammell Crow Center, 2001 Ross Avenue, Suite 3700, Dallas, Texas 75201 (Attn: William Wallander); (v) counsel to the administrative agent to the Debtors' postpetition secured lenders, Akin Gump Stauss Hauer & Feld LLP, One Bryant Park, New York, New York 10036 (Attn: Michael S. Stamer and Shaya

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Rochester); and (vi) the Office of the United States Trustee, 844 King St., Suite 2313, Wilmington, DE 19801 (Attn: Mark Kenney).

PLEASE TAKE FURTHER NOTICE that a hearing to consider approval of the Application will be held at a date and time to be determined before the United States Bankruptcy Court for the District of Delaware, 824 Market Street, Wilmington, Delaware 19801.

PLEASE TAKE FURTHER NOTICE that a hearing to consider approval of the Application will be held on July 15, 2010 at 10:00 a.m. before the United States Bankruptcy Court for the District of Delaware, 824 Market Street, Wilmington, Delaware 19801.

Dated: April 29, 2010
Wilmington, Delaware

YOUNG, CONAWAY, STARGATT & TAYLOR

/s/ Ryan M. Bartley
Matthew B. Lunn (No. 4119)
Ryan M. Bartley (No. 4985)
Young, Conaway, Stargatt & Taylor
The Brandywine Bldg.
1000 West Street, 17th Floor
P.O. Box 391
Wilmington, DE 19899-0391

Counsel for Debtors in Possession

Fee Applicant:
**WESTERVELT, JOHNSON, NICOLL & KELLER,
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