

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

In re:	)	Chapter 11
	)	
DHP HOLDINGS II CORPORATION, <u>et al.</u> , <sup>1</sup>	)	Case No. 08-13422 (MFW)
	)	(Jointly Administered)
Debtors.	)	

Objection Deadline: January 22, 2009

**DISCLOSURE AFFIDAVIT OF ORDINARY COURSE PROFESSIONAL**

STATE OF Nebraska     )  
                                  ) ss:  
COUNTY OF Douglas    )

I, Sean Suiter, hereby declare that the following is true to the best of my  
knowledge, information and belief:

I am a patent attorney of Suiter Swantz (the "Firm") which maintains offices at  
14301 FNB Parkway, Suite 220, Omaha, NE 68154.

This Affidavit is submitted in connection with an order of the United States  
Bankruptcy Court for the District of Delaware dated 29 Dec., 2008, authorizing the above-  
captioned debtors and debtors in possession (collectively, the "Debtors") to retain certain  
professionals in the ordinary course of business during the pendency of the Debtors' chapter 11  
cases (the "Chapter 11 Cases").

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<sup>1</sup> The Debtors in these cases, along with the last four digits of each Debtor's federal tax identification number, are  
DHP Holdings II Corporation (5945); DESA LLC (5717); DESA Heating LLC (8137); DESA Specialty LLC  
(8143); DESA FMI LLC (8146); and DESA IP LLC (8149). The address for each of the Debtors is 2701 Industrial  
Drive, Bowling Green, KY 42101.

The Firm, through me, and members of the firm, have represented and advised the Debtors as patent counsel with respect to a broad range of aspects of the Debtors' businesses, including intellectual property, i.e. patents, since February 2007.

The Debtors have requested, and the Firm has agreed, to continue to provide services to the Debtors pursuant to section 327 of chapter 11 of title 11 of the United States Code (the "Bankruptcy Code") with respect to such matters. Additionally, the Debtors have requested, and the Firm proposes to render, the following services to the Debtors: preparation and prosecution of patent applications.

The Firm's current customary [hourly] rates, subject to change from time to time, are \$ 250 - 400. In the normal course of business, the Firm revises its regular [hourly] rates on January 1 of each year and requests that, effective April 1 of each year, the aforementioned rates be revised to the regular [hourly] rates which will be in effect at that time.

To the best of my knowledge, formed after due inquiry, neither I, the Firm, nor any employee thereof has any connection with the Debtors or currently represents any of their creditors, other parties-in-interest, the Office of the United States Trustee or any person employed by the Office of the United States Trustee with respect to the matters upon which it is to be engaged, and the Firm does not, by reason of any direct or indirect relationship to, connection with, or interest in the Debtors, hold or represent any interest adverse to the Debtors, their estates or any class of creditors or equity interest holders, except [ N/A ].

Thus, I believe that the Firm's representation of such entities in matters entirely unrelated to the Debtors is not adverse to the Debtors' interests, or the interests of their creditors or estates in respect of the matters for which the Firm will be engaged, nor will such services

impair the Firm's ability to represent the Debtors in the ordinary course in these Chapter 11 Cases.

In addition, although unascertainable at this time after due inquiry, due to the magnitude of the Debtors' potential universe of creditors and the Firm's clients, the Firm may have in the past represented, currently represent, and may in the future represent entities that are claimants of the Debtors in matters entirely unrelated to the Debtors and their estates. The Firm does not and will not represent any such entity in connection with these pending Chapter 11 Cases and does not have any relationship with any such entity, attorneys or accountants that would be adverse to the Debtors or their estates.

The Firm's process of ascertaining what, if any, connection it may have with any interest adverse to the Debtors, their estates or any class of creditors or equity interest holders, consists of the following: examination of schedules of creditors and equity interest holders within court documents.

In the past year, the Firm has rendered services that have not yet been billed or that have been billed but with respect to which payment has not yet been received. The Firm is currently owed \$ 23,860.50 on account of such prepetition services.

In light of the foregoing, I believe that the Firm does not hold or represent any interest materially adverse to the Debtors, their estates, creditors, or equity interest holders, as identified to the Firm, with respect to the matters in which the firm will be engaged.

Except as set forth herein, no promises have been received by the Firm or any partner, associate or other professional thereof as to compensation in connection with these Chapter 11 Cases other than in accordance with the provisions of the Bankruptcy Code, the

Federal Rules of Bankruptcy Procedure, the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware, and orders of this Court.

The Firm further states that it has not shared, nor agreed to share any compensation received in connection with these Chapter 11 Cases with another party or person, other than as permitted by section 504(b) of the Bankruptcy Code and Bankruptcy Rule 2016.


The foregoing constitutes the statement of the Firm pursuant to sections 329 and 504 of the Bankruptcy Code and Federal Rules of Bankruptcy Procedure 2014 and 2016(b).

*I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct.*



Sean Suiter  
Suiter Swantz pc llo  
14301 FNB Parkway, Suite 220  
Omaha, NE 68154

Sworn to before me  
this 12<sup>th</sup> day of January, 2009

  
Notary Public