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Attorneys for Warren J. Martin Jr., Assignee for the
Benefit of Creditors of Fleer/SkyBox International LP

In the Matter of the General Assignment for
the Benefit of Creditors of FLEER/SKYBOX
INTERNATIONAL LP,

Assignor,

to

WARREN J. MARTIN JR.,

Assignee.

SUPERIOR COURT OF NEW JERSEY
CHANCERY DIVISION, PROBATE PART
BURLINGTON COUNTY

DOCKET NO:

**PETITION TO APPOINT STETZ, BELGIOVINE AND MANWARREN, P.C., AS
ACCOUNTANTS FOR THE ASSIGNEE, PURSUANT TO R. 4:53-3 AND 4:54**

TO: THE HONORABLE RONALD E. BOOKBINDER
SUPERIOR COURT JUDGE

The Petition of Warren J. Martin Jr., Assignee for the Benefit of Creditors herein,
respectfully shows unto Your Honor:

Background

1. The within Assignor corporation ("Assignor") executed a Deed of Assignment for
the Benefit of Creditors (the "Assignment") on June 8, 2005 (the "Assignment Date"), naming
your Petitioner as Assignee.

2. Your Petitioner shows that the Assignor was primarily in the business of
producing a wide variety of sport and entertainment trading cards.

3. On the Assignment Date, the Assignee selected Stetz, Belgiovine and Manwarren, P.C. (the "Stetz Firm"), as his accountant.

4. Due to the circumstances of this case and the tasks that were necessary to complete prior to filing the Notice of Assignment, the Stetz firm began work at once at the direction of the Assignee.

Relief Requested and Reasons Therefore

5. In light of the consultation provided and the services rendered immediately upon the selection of the Stetz Firm, the Assignee seeks *nunc pro tunc* approval and authorization, pursuant to New Jersey Court Rules 4:53-3 and 4:54, giving full effect to the Assignee's retention of the Stetz Firm as of June 8, 2005.

Services to be Performed

6. The Assignee is the statutory representative of the interests of creditors pursuant to the Assignment. To this end, the Assignee desires to retain accountants with respect to all aspects of the proper and expeditious administration of the Assignment and distribution to creditors. The Stetz Firm, as accountants to the Assignee, shall perform services for the Assignee in relation to, but not limited to, the following:

- a. Review of the Assignor's books and records;
- b. Provide litigation support;
- c. Provide a valuation of the Assignor's business; and
- d. Such other duties as may be required or requested by the Assignee.

7. The Assignee believes that the Stetz Firm is well-qualified to act as his accountants, and possesses extensive knowledge and expertise in the requisite areas.

Compensation

8. The proposed arrangements for compensation is that the Stetz Firm will bill the Assignee at the normal hourly rates charged by the firm as set forth on the Affidavit of Gary Stetz submitted herewith:

Gary S. Stetz, CPA--\$325 per hour
Alex Belgiovine, CPA--\$275 per hour
Larry Stetz, CPA--\$275 per hour
Robert Manwarren, CPA--\$275 per hour
Christopher Wallis, CPA--\$195 per hour
Christine Koziol--\$45 per hour

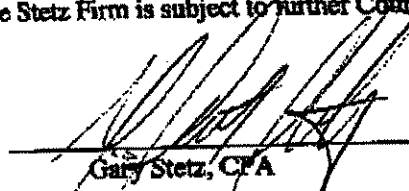
WHEREFORE, your Petitioner respectfully prays for the entry of the annexed Order Authorizing the employment of Stetz, Belgiovine and Manwarren, P.C., pursuant to R. 4:53-3 and 4:54, *nunc pro tunc* June 8, 2005.

/s/ Warren J. Martin Jr. _____
WARREN J. MARTIN JR., ASSIGNEE

DATED: June 17, 2005

as his accountant, and hereby re-affirm the information regarding the Stetz Firm, the scope of its retention, and the cost of its services, as set forth therein.

3. I understand that compensation to the Stetz Firm is subject to further Court approval and Order.



Gary Stetz, CFA

Sworn and subscribed to
before me this 17 day
of June, 2005

Elizabeth A. Martin
~~Notary Public of the State of New Jersey~~
Attorney-at-Law of
The State of New Jersey

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SUPERIOR COURT OF NEW JERSEY
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DOCKET NO:

I, Elizabeth A. Martin, of full age, hereby certify:

1. I am an attorney-at-law of the State of New Jersey, and am an associate of the law firm of Porzio, Bromberg & Newman, P.C., attorneys for defendants. I am fully familiar with the facts set forth herein.

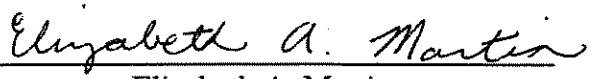
2. I submit this certification in support of the Affidavit of Gary Stetz, CPA (the "Affidavit"). This certification is also submitted pursuant to Rule 1:4-4(c).

3. Gary Stetz has affixed his signature to the Affidavit and has transmitted the signed Affidavit to our office via facsimile.

5. Gary Stetz has acknowledged the genuineness of his signature.

6. Gary Stetz's affidavit with an original signature affixed thereto will be filed if requested by the Court or any party to this action.

I hereby certify that the foregoing statements made by me are true. I am aware that if any of the foregoing statements made by me are willfully false, I am subject to punishment.


Elizabeth A. Martin

Dated: June 17, 2005

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BURLINGTON COUNTY

DOCKET NO:

**ORDER AUTHORIZING RETENTION OF STETZ, BELGIOVINE AND
MANWARREN, P.C. AS ACCOUNTANTS TO THE ASSIGNEE *NUNC
PRO TUNC***

THIS MATTER, being brought before the Court by Warren J. Martin Jr., Assignee for the Benefit of Creditors herein (the "Assignee"), upon the Petition to appoint and retain Stetz, Belgiovine and Manwarren, P.C. (the "Stetz Firm"), with offices located at 45 Park Place, Montclair, New Jersey, as accountants to the Assignee, pursuant to New Jersey Court Rules 4:53-3 and 4:54, *nunc pro tunc* June 8, 2005; and for good cause shown;

IT IS on this day of , 2005;

ORDERED that the appointment and retention of the Stetz Firm, *nunc pro tunc*, be and the same is hereby approved; and it is further

ORDERED that the Stetz Firm shall apply to this Court for the allowance and payment for services rendered.

HONORABLE RONALD E. BOOKBINDER, J.S.C.