

UNITED STATES BANKRUPTCY COURT
DISTRICT OF MASSACHUSETTS
EASTERN DIVISION

----- x
:

In re : **Chapter 11**
:

OSCIENT PHARMACEUTICALS : **Case No. 09-_____ ()**
CORPORATION, et al., :
: **(Jointly Administered)**
: **Debtors.**
:

:

----- x

DISCLOSURE OF COMPENSATION OF ATTORNEY FOR DEBTOR(S)

1. Pursuant to 11 U.S.C. § 329(a) and Bankruptcy Rule 2016(b), I certify that I am the attorney for the above-named debtors and that compensation paid to me within one year before the filing of the petition in bankruptcy, or agreed to be paid to me, for services rendered or to be rendered on behalf of the debtor(s) in contemplation of or in connection with the bankruptcy case is as follows:

K&L Gates LLP has agreed to be compensated in accordance with the Engagement Letter dated May 12, 2009. Within one year prior to the petition date, K&L Gates LLP has received \$83,528.94 for services rendered. A retainer of \$112,656.29 was on deposit with the firm on the petition date.

2. The source of the compensation paid to me was:

Debtor Other (specify):

3. The source of compensation to be paid to me is:

Debtor Other (specify):

4. I have not agreed to share the above-disclosed compensation with any other person unless they are members and associates of my law firm.

I have agreed to share the above-disclosed compensation with a person or persons who are not members or associates of my law firm. A copy of the agreement, together with a list of the names of the people sharing in the compensation is attached.

5. Subject to further order of the Court and consistent with the Engagement Letter, K&L will, among other things:

a) advise the Debtors with respect to their powers and duties as debtors in possession in the continued management and operation of their business and properties;

b) advise the Debtors on the conduct of the chapter 11 cases, including all of the legal and administrative requirements of operating in chapter 11;

c) attend meetings and negotiate with representatives of the creditors and other parties in interest;

DISCLOSURE OF COMPENSATION OF ATTORNEY FOR DEBTOR(S)
(Continuation Sheet)

- d) prosecute actions on the Debtors' behalf, defend any action commenced against the Debtors and represent the Debtors' interests in negotiations concerning litigation in which the Debtors are involved, including objections to claims filed against the Debtors' estates;
- e) prepare pleadings in connection with these chapter 11 cases, including motions, applications, answers, orders, reports and papers necessary or otherwise beneficial to the administration of the Debtors' estates;
- f) appear before the Court and any appellate courts to represent the interests of the Debtors' estates;
- g) assist the Debtors in conducting sales of assets and obtaining approval of a disclosure statement and confirmation of a chapter 11 plan and all documents related thereto; and
- h) perform all other necessary legal services for the Debtors in connection with the prosecution of these chapter 11 cases, including (i) analyzing the Debtors' leases and contracts and the assumptions, rejections or assignments thereof, (ii) analyzing the validity of liens against the Debtors and (iii) advising the Debtors on corporate and litigation matters (to the extent that such matters are not being handled by other counsel).

CERTIFICATION

I certify that the foregoing is a complete statement of any agreement or arrangement for payment to me for representation of the debtors in this bankruptcy proceeding.

Dated July 13, 2009

/s/ Charles A. Dale III
Charles A. Dale III (BBO #558839)
Mackenzie L. Shea (BBO #666241)
K&L Gates LLP
State Street Financial Center
One Lincoln Street
Boston, MA 02111
Telephone: (617) 261-3112
Facsimile: (617) 261-3175
chad.dale@klgates.com
mackenzie.shea@klgates.com