

**UNITED STATES BANKRUPTCY COURT  
DISTRICT OF DELAWARE**

----- X  
In re: : Chapter 11  
: :  
VERASUN ENERGY CORPORATION, et al., : Case No. 08-12606 (BLS)  
: :  
Debtors. : Jointly Administered  
: :  
: **Objection Deadline: April 2, 2009 at 4:00 p.m.**  
: **Hearing Date: To Be Determined.**  
----- X

**NOTICE OF FIRST INTERIM FEE APPLICATION REQUEST OF  
HOULIHAN LOKEY HOWARD & ZUKIN CAPITAL, INC. AS INVESTMENT  
BANKERS AND FINANCIAL ADVISORS TO THE OFFICIAL COMMITTEE OF  
UNSECURED CREDITORS OF VERASUN ENERGY CORPORATION, ET AL.  
FOR THE PERIOD FROM NOVEMBER 18, 2008 THROUGH JANUARY 31, 2009**

Name of Applicant: Houlihan Lokey Howard & Zukin Capital, Inc.

Authorized to Provide Professional Services to: Official Committee of Unsecured Creditors of VeraSun Energy Corporation, et al. (the "Committee")

Date of Retention: January 7, 2009, *nunc pro tunc* to November 18, 2008

Compensation Period: November 18, 2008 through January 31, 2009

Compensation Sought: \$ 486,666.66 (80%)  
\$ 121,666.67 (20%) Holdback  
\$ 608,333.33

Expense Reimbursement Sought: \$15,790.92 (100%)

This is a(n): \_\_\_\_\_ Monthly  X  Interim Application \_\_\_\_\_ Final Application

Summary of Monthly Fee Applications for Interim Period:

Date Filed and Docket No.	Period Covered	Total Amount Requested		Total Amount Approved to Date via Certification of No Objection		Holdback Fees Requested
		Fees	Expenses	Fees (@ 80%)	Expenses (@ 100%)	Fees (@20%)
2/2/09 [598]	11/18/08 through 12/31/08	\$358,333.33	\$ 7,447.80	\$266,666.66	\$ 7,447.80	\$ 71,666.67
2/27/09 [732]	1/1/09 through 1/31/09	\$250,000.00	\$ 8,343.12	\$N/A	\$N/A	\$ 50,000.00
<b>Total:</b>		<b>\$608,333.33</b>	<b>\$15,790.92</b>	<b>\$266,666.66</b>	<b>\$7,447.80</b>	<b>\$121,666.67</b>

Summary of Objections to Monthly Fee Applications:

Date of Fee Application	Date of Objection	Total Fees Subject to Objection	Total Expenses Subject to Objection
		\$	\$
<b>Total:</b>		<b>\$</b>	<b>\$</b>

PLEASE TAKE NOTICE that, pursuant to the *Administrative Order Under Bankruptcy Code Sections 105(a) and 331 Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Professionals* [Docket No. 128], dated December 2, 2008 (the “Administrative Order”), Houlihan Lokey Howard & Zukin Capital, Inc. as investment banker and financial advisor to the Committee hereby files its Notice of First Interim Fee Application Request for the Period of November 18, 2008 through January 31, 2009 (the “Interim Fee

Application”) with the United States Bankruptcy Court for the District of Delaware, 824 Market Street, 3<sup>rd</sup> Floor, Wilmington, Delaware 19801 (the “Bankruptcy Court”).

PLEASE TAKE FURTHER NOTICE that, pursuant to the Motion, objections, if any, to the Interim Fee Application must be in writing, filed with the Clerk of the Bankruptcy Court, 824 Market Street, 3rd Floor, Wilmington, Delaware 19801, and served upon the applicant and the Notice Parties (as such term is defined in the Administrative Order) so as to be received by **March 31, 2009 at 4:00 p.m. (Eastern Time)** (the “Objection Deadline”).

PLEASE TAKE FURTHER NOTICE THAT IF NO OBJECTION IS TIMELY FILED AND SERVED WITH RESPECT TO THE INTERIM FEE APPLICATION BY THE OBJECTION DEADLINE, THE BANKRUPTCY COURT MAY ENTER AN ORDER GRANTING THE RELIEF SOUGHT IN THE INTERIM FEE APPLICATION WITHOUT A HEARING. If any timely objections are received to the Interim Fee Application, a hearing will be scheduled before the Honorable Brendan L. Shannon, 624 North Market Street, Wilmington, Delaware 19801.

Dated: Los Angeles, California  
March 13, 2009

HOULIHAN LOKEY HOWARD & ZUKIN  
CAPITAL, INC.

/s/ Andrew R. Morrow \_\_\_\_\_

Andrew R. Morrow  
Senior Vice President  
1930 Century Park West  
Los Angeles, CA 90067  
Telephone: (310) 553-8871  
Facsimile: (310) 553-2273

*Financial Advisor to the Official Committee of  
Unsecured Creditors of Verasun Energy  
Corporation, et al.*

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

----- In re:	)	Case No. 08-12606 (BLS)
	)	
VERASUN ENERGY CORPORATION,	)	Chapter 11
<u>et al.</u> ,	)	Jointly Administered
	)	
Debtors.	)	<b>Objection Deadline: April 2, 2009 at 4:00 p.m.</b>
-----	)	<b>Hearing Date: To be determined.</b>

**NOTICE OF FEE APPLICATION**

PLEASE TAKE NOTICE that the Official Committee of Unsecured Creditors appointed in these cases (the “Committee”) filed the *First Interim Fee Application Request of Houlihan Lokey Howard & Zukin Capital, Inc. for the Period of November 18, 2008 through January 31, 2009* (the “Application”) with the United States Bankruptcy Court for the District of Delaware (the “Bankruptcy Court”).

PLEASE TAKE FURTHER NOTICE that any responses or objections to the Application must be filed with the Bankruptcy Court, 824 Market Street, 3rd Floor, Wilmington, Delaware 19801 on or before **April 2, 2009 at 4:00 p.m.** and served upon the following: (i) the Debtors, Verasun Energy Corporation, 110 N Minnesota Ave Ste 300, Sioux Falls, Sd 57104, Attn: Mark Dickey; (ii) counsel to the Debtors, Skadden Arps Slate Meagher & Flom, One Rodney Square, P.O. Box 636, Wilmington, DE 19899, Attn: Mark S Chehi and 333 W Wacker Drive, Chicago, IL 60606, Attn: Peter Krebs; (iii) counsel to the Committee, Akin Gump Strauss Hauer & Feld LLP, One Bryant Park, New York, New York 10036, Attn: Michael S. Stamer and Greenberg Traurig, LLP, The Nemours Bldg., 1007 North Orange Street, Suite 1200, Wilmington, DE 19801, Attn: Donald J. Detweiler; (iv) counsel to the pre-petition lenders, Chadbourne & Park LLP, 1200 New Hampshire Ave NW, Washington, DC 20036, Attn: Rohit Chaudhry and Dougherty Funding, 45 S 7th St, Plaza VII Ste 3300, Minneapolis, MN 55402, Attn: David Gale and Gray Plant Mooty, 810 S 8th St, 500 IDS Ctr., Minneapolis, MN 55402, Attn: Phillip Bohl & Adam Nathe; (v) counsel to the indenture trustee, Kelley Drye & Warren LLP, 101 Park Ave, New York, NY 10178, Attn: David E. Retter & Jason R. Adams; and (vi) the United States Trustee, Office of the United States Trustee, 844 King St., Ste. 2207, Lockbox 35, Wilmington, DE 19801; Attn: Mark Kenney.

PLEASE TAKE FURTHER NOTICE THAT A HEARING ON THE APPLICATION WILL BE HELD ON A DATE TO BE DETERMINED BEFORE THE HONORABLE BRENDAN L. SHANNON, UNITED STATES BANKRUPTCY COURT FOR THE DISTRICT OF DELAWARE, 824 N. MARKET STREET, WILMINGTON, DELAWARE 19801.

Dated: March 13, 2009

/s/ Dennis A. Meloro

Donald J. Detweiler (No. 3087)

Sandra G.M. Selzer (No. 4283)

Dennis A. Meloro (No. 4435)

**GREENBERG TRAUIG, LLP**

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- and -

Michael S. Stamer (admitted *pro hac vice*)

David H. Botter (admitted *pro hac vice*)

**AKIN GUMP STRAUSS HAUER & FELD LLP**

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New York, New York 10036

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Co-Counsel for the Official Committee of

Unsecured Creditors of VeraSun Energy Corporation, et

al.