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Fee Examiner for the Bankruptcy Court

**UNITED STATES BANKRUPTCY COURT  
DISTRICT OF NEVADA**

In re:

STATION CASINOS, INC.,  
Debtors and Debtors in Possession.

- ☒ Affects all debtors listed in footnote 1.<sup>1</sup>  
☒ Affects all debtors listed in  
footnote 2.<sup>2</sup>

Chapter 11

Case No. BK-09-52477-gwz  
Jointly Administered  
BK 09-52470 through BK 09-52487

**FEE EXAMINER'S SECOND REPORT**  
(relates to Docket Nos. 2740, 3017, and 3647)

Hearing Date: November 3, 2011  
Hearing Time: 10:00 a.m.  
Place: Judge Zive's courtroom

**PURSUANT TO** the Order Pursuant to 11 U.S.C. §§ 105 and 330 and Fed. R. Bankr. P.  
2014 Authorizing Employment and Retention of Nancy B. Rapoport as Fee Examiner for the

<sup>1</sup> The debtors in these jointly administered chapter 11 cases are: (i) Station Casinos, Inc.; Northern NV Acquisitions, LLC; Reno Land Holdings, LLC; River Central, LLC; Tropicana Station, LLC; FCP Holding, Inc.; FCP Voteco, LLC; Fertitta Partners LLC; FCP MezzCo Parent, LLC; FCP MezzCo Parent Sub, LLC; FCP MezzCo Borrower VII, LLC; FCP MezzCo Borrower VI, LLC; FCP MezzCo Borrower V, LLC; FCP MezzCo Borrower IV, LLC; FCP MezzCo Borrower III, LLC; FCP MezzCo Borrower II, LLC; FCP MezzCo Borrower I, LLC; and FCP PropCo, LLC (collectively, the "SCI Debtors"), (ii) Auburn Development, LLC; Boulder Station, Inc.; Centerline Holdings, LLC; Charleston Station, LLC; CV HoldCo, LLC; Durango Station, Inc.; Fiesta Station, Inc.; Fresno Land Acquisitions, LLC; Gold Rush Station, LLC; Green Valley Station, Inc.; GV Ranch Station, Inc.; Inspirada Station, LLC; Lake Mead Station, Inc.; LML Station, LLC; Magic Star Station, LLC; Palace Station Hotel & Casino, Inc.; Past Enterprises, Inc.; Rancho Station, LLC; Santa Fe Station, Inc.; SC Durango Development LLC; Sonoma Land Holdings, LLC; Station Holdings, Inc.; STN Aviation, Inc.; Sunset Station, Inc.; Texas Station, LLC; Town Center Station, LLC; Tropicana Acquisitions, LLC; and Vista Holdings, LLC (collectively, the "Subsidiary Debtors"), (iii) Aliante Gaming, LLC, Aliante Holding, LLC, and Aliante Station, LLC (collectively, the "Aliante Debtors"), and (iv) Green Valley Ranch Gaming, LLC ("GVR").

<sup>2</sup> These debtors consist of the Subsidiary Debtors, the Aliante Debtors, and GVR.

SECOND REPORT OF FEE EXAMINER



1 Court [Docket No. 2740] (the “Fee Examiner Order”) and the Order Pursuant to 11 U.S.C. §§  
 2 105 and 330 and Fed. R. Bankr. P. 2014, Expanding the Duties of Nancy B. Rapoport as Fee  
 3 Examiner for the Court (the “Expanded Fee Examiner Order”) [Docket No. 3017], the Fee  
 4 Examiner reports as follows:

5 1. *Procedure for examining the fees and expenses of the relevant professionals.* The  
 6 Fee Examiner and her team followed the same procedure for the second round of reviews as in  
 7 the first round. (See Docket No. 3647: First Fee Examiner Report.) For each month’s review, a  
 8 Team Member drafted a memorandum to the Fee Examiner with the following information:

- 9 a. The docket number of the order appointing the professional.
- 10 b. A general description of the scope of the appointment; in other words, for  
 11 what purposes the professional was appointed.<sup>3</sup>
- 12 c. The amount of fees and expenses that the professional requested in the  
 13 application.
- 14 d. The proportion of fees that the professional incurred in preparing the fee  
 15 application.
- 16 e. Whether the professional charged for a conflicts check during that period,  
 17 and if so, the amount of fees associated with the conflicts check.
- 18 f. A review of the fees and expenses associated with each project billing  
 19 category, including who worked on each project, his or her status as a senior or junior  
 20 professional, how many hours he or she worked on the project,<sup>4</sup> and his or her hourly  
 21 rate.<sup>5</sup> For each project category, if the task billed took more than 20 hours to do and was  
 22 available on PACER, the Team Member added the resulting work product to his or her  
 23 report. If the work product was not available on PACER, the Team Member indicated

24 <sup>3</sup> The reason for reviewing the scope of the order each month was to make sure that the work that the professional  
 25 was doing was within the limits of the appointment—that there was no “mission creep.”

26 <sup>4</sup> The Team Members also alerted the Fee Examiner whenever a professional billed more than 14 hours in a day, not  
 because such a long day is, in itself, problematic (or, for that matter, unusual), but because several such days in a  
 row may indicate a decrease in efficiency or questions about appropriate workload allocation.

27 <sup>5</sup> The purpose of this part of each report was to get a sense of whether the work was appropriately leveraged among  
 28 senior and junior professionals. Some work is more efficiently done by more experienced, senior professionals;  
 other work is more appropriately done by a junior professional or a support staff person.

1 that the work was unavailable so that the Fee Examiner could request it from the  
2 professional.<sup>6</sup>

3 g. A grouping of each application's expenses into categories, such as travel  
4 and meals, highlighting any expenses that appeared unusual. For some of these expenses,  
5 Team Members did spot-checks on, e.g., hotel prices, rental car prices, and the like to be  
6 able to compare them to the reported expenses, and the Team Members highlighted  
7 specified issues that the Fee Examiner always studies when she is appointed: the rate at  
8 which travel time was billed, whether the per-meal cost appeared higher than one might  
9 expect; whether the air travel or the hotels were considered "luxury" travel;<sup>7</sup> and whether  
10 the professional expensed in-room movies, hotel laundry, or mini-bar food or drink. The  
11 Fee Examiner always reviews these specified categories based on her experiences in  
12 other cases.

13 h. For those professionals paid a monthly flat fee, the Team Members  
14 focused on the professionals' expenses.

15 i. After the Team Member prepared a memorandum with the professional's  
16 review, the Fee Examiner reviewed and revised it and then highlighted particular  
17 questions that she had for the professional. She sent the revised memorandum by email  
18 to the representative of the professional.

19 j. After the professional had reviewed the memorandum, the professional  
20 and the Fee Examiner communicated either by telephone or by email to resolve any  
21 outstanding issues. Some issues were resolved by a simple explanation of the  
22 professional's choices (e.g., why a higher billing professional performed certain types of  
23 work); some issues were resolved after back-up documentation or more detailed records  
24 were provided, and some issues were resolved by compromise. Every professional with

25 <sup>6</sup> The point of requesting work that took over 20 hours of billable time was to perform a spot-check to see whether  
26 the amount of time billed for the work related well to the quality of that work and its difficulty of preparation. The  
27 Fee Examiner did not review all of the work product that took 20 hours or more, but she did review some of those  
28 projects—again, as a spot check.

<sup>7</sup> For example, whether professionals charged first-class travel to the estates or when they stayed at hotels that were  
significantly more expensive than, say, a Marriott, Hilton, or Hyatt.

whom the Fee Examiner has communicated has been extremely cooperative about the inquiries.

2. A summary of the status of the fee reviews is set forth below.

3. Copies of the memoranda sent to the various professionals whose fees have been reviewed from July 25, 2011, to October 18, 2011, are set forth as Exhibits A - P. Copies of certain attachments to the memoranda have not been included due to their volume but are available from the Fee Examiner upon written request. The Fee Examiner strongly suggests that each professional review only the exhibit pertaining to the review of that professional's fees and expenses. Each professional should not expect compensation for time billed for reviewing every other professional's fee reviews attached to this Report, given the fact that all fee applications have already been served on all professionals, and every professional has already had an opportunity to object to other professionals' fee applications. Any such reviews, therefore, will be at the professional's own expense.

5. *General observations.* For the most part, the professionals provided useful and thorough bills with their fee applications. Some of the same themes mentioned in the first report, however, still appeared in the second set of reviews—mainly, some non-compliance with the U.S. Trustee Guidelines, along with some leverage<sup>8</sup> issues and the reasonableness of some expenses—and others appeared for the first time. Those new themes include billing for the time of summer associates (whose work product is likely of no benefit to the estate)<sup>9</sup> and raising hourly rates without providing justification for the increase in rates, other than that the professionals' firm happened to have raised its rates generally at that time. From the reviews conducted so far, the bulk of each professional's fees and expenses have appeared reasonable; the questions and proposed reductions for most of the professionals represent a fairly small proportion of each professional's overall bills.

<sup>8</sup> "Leverage" meaning a misallocation of work among categories of billers, such as a high-billing professional doing low-level work without a reasonable explanation.

<sup>9</sup> Although the work of very junior associates has been claimed to be of no value in some other circumstances, *see* Ashby Jones & Joseph Palazzolo, *What's a First-Year Worth?*, WALL ST. J. (October 17, 2011), available at [http://online.wsj.com/article/SB10001424052970204774604576631360989675324.html?mod=ITP\\_marketplace\\_0](http://online.wsj.com/article/SB10001424052970204774604576631360989675324.html?mod=ITP_marketplace_0), the Fee Examiner did not go that far in terms of "reasonableness."



6. *Summary of reviews to date.*

a. Final fee applications. The following professionals' fees have been reviewed through the final fee application, thus completing the remaining reviews of the "footnote 1" cases and finishing all but the Aliante reviews in the "footnote 2" cases. The Fee Examiner's recommendations are set forth below:

<b>Professional</b>	<b>General observations about fee applications</b>	<b>Amount of voluntary reductions, if any.</b>	<b>Recommendations about final fees.</b>
Brown Rudnick	Overstaffing questions; leverage questions; other billing questions; some expense questions.	Agreed to reduce by \$201,703.50.	<b>Approve with reduction.</b>
Downey Brand	Lack of detailed explanation for some fees and expenses.	Agreed to reduce by \$3,986.56.	<b>Approve with reduction.</b>
E&Y	Questions about staffing, block-billing, and hourly rate increases.	Agreed to reduce by \$32,446.00.	<b>Approve with reduction.</b>
Fried Frank	Some block-billing and vague entries; some overhead charged as expenses.	In addition to \$58,628.92 in agreed-upon reductions, agreed to voluntary additional reductions of \$89,340.50, for a total of \$147,969.42.	<b>Approve with reduction.</b>
FTI-Debtors (not GVR)	Questions about leverage (work allocated to professionals at the appropriate level) and expenses.	Reductions through Oct 2009 review were approximately \$18,500. Emailed Walt Brown on 10/17/11 w/most recent reviews; <b>still in discussions about proposed reductions.</b>	<b>Attempt to resolve before hearing or report objections to fees to the Court at hearing.</b>

Gibson Dunn	Just a few issues re fees; we discussed the proportion of fees from the fee review itself, and given the voluntary deductions that GD&C took, no more issues.	Responses were sufficient; reduction of \$10,542 through Nov. 2010; no further reductions.	<b>Approve with reduction.</b>
GLC	Some issues about expenses not being itemized, but they've been resolved.	Responses were sufficient.	<b>Approve.</b>
Gordon Silver as counsel for Sea Port and Oppenheimer	No issues.	n/a.	<b>Approve.</b>
Jones Vargas	No issues.	n/a	<b>Approve.</b>
Kirkland & Ellis (GVR)	Only a few issues on billing and expenses.	<b>Just sent review on 10/17/11, so K&amp;E needs some time to respond: discussions pending.</b>	<b>Depending on timing of reviews produced to K&amp;E, either (1) attempt to resolve before hearing or report objections to fees to the Court at hearing or (2) continue hearing on final fee application.</b>
Lazard	Several questions on expenses (fees not reviewable).	Agreed to reduce expenses by \$25,000.	<b>Approve with reduction.</b>
Lewis & Roca	Some questions about block-billing; some questions about expenses.	Explanations accepted; \$3,216.43 agreed-upon reduction for some minor discrepancies. Earlier deduction of \$7,506 already taken in final fee application.	<b>Approve with reduction.</b>

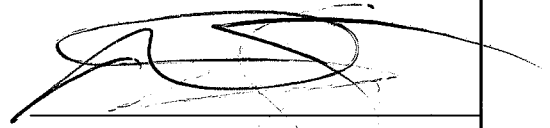
Milbank	Concerns include significant block-billing, excessive expenses, and unusual hourly rate increases. Still waiting for final response to inquiries.	<b>Still trying to resolve reviews as of 10/17/11; magnitude of issues raised is approximately \$500,000.</b>	<b>Attempt to resolve before hearing or report objections to fees to the Court at hearing.</b>
Oppenheimer (GVR)	Just a few expenses that needed additional explanation.	Responses were sufficient.	<b>Approve.</b>
Quinn Emanuel	A small amount of block-billing and expense questions.	Reached agreement for an additional \$475.05 reduction (on top of the reduction that Judge Zive already made), given the amount of incurred but unbilled time that the firm has provided.	<b>Approve with reduction.</b>
Sea Port (GVR)	Just a few expenses that needed additional explanation.	Responses were sufficient.	<b>Approve.</b>
Shea & Carlyon	A few minor questions about billing.	<b>Sent on 10/11/11; response pending as of 10/18/11.</b>	<b>Attempt to resolve before hearing or report objections to fees to the Court at hearing.</b>
Sierra	Some questions, primarily about block-billing.	Agreed to reduction of \$2,862.11.	<b>Approve with reduction.</b>

7. The Fee Examiner recommends that, to the extent that any professional disagrees with her summary of the status of the reviews, the resolution of any questions, or the recommendations regarding either the Fee Examiner's recommendations or the Fee Examiner's suggestion of continuances for some fee application hearings, the most expeditious method of handling such disagreement is by contacting the Fee Examiner directly and informally before the November 3, 2011 hearing. If the Fee Examiner determines that supplements or amendments to this First Report are appropriate, she will file such supplements or amendments (including only

those attachments that she revises) up until October 31, 2011; after that, she will supplement or

1 amend or update her report on the record at the November 3, 2011 hearing.

2 Respectfully submitted this 18<sup>th</sup> day of October, 2011.

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EXHIBIT A—BROWN RUDNICK REVIEWS

## MEMORANDUM

TO: Nancy Rapoport

FROM: Michelle Alarie

DATE: October 9, 2011

RE: Brown Rudnick: First and Final Fee Application (May 2 – June 10, 2011)

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**1. Order Approving Appointment:**

Docket no. 3602 entered on July 15, 2011. Order authorizes the retention and employment of Brown Rudnick LLP as co-counsel for the Official Committee of Unsecured Creditors *nunc pro tunc* to May 2, 2011. Brown Rudnick was authorized to perform the following services and functions for the Official Committee—

- (a) assisting and advising the Official Committee in its discussions with GVR and other parties in interest regarding the overall administration of this case;
- (b) representing the Official Committee at hearings to be held before this Court and communicating with the Official Committee regarding the matters heard and the issues raised as well as the decision and considerations of this Court;
- (c) assisting and advising the Official Committee in its examination and analysis of the conduct of GVR's affairs;
- (d) reviewing and analyzing pleadings, orders, schedules, and other documents filed and to be filed with this Court by interested parties in these cases; advising the Official Committee as to the necessity, propriety, and impact of the foregoing upon this case; and consenting or objecting to pleadings or orders on behalf of the Official Committee, as appropriate;
- (e) assisting the Official Committee in preparing such applications, motions, memoranda, proposed orders, and other pleadings as may be required in support of positions taken by the Official Committee, including all trial preparation as may be necessary;
- (f) conferring with the professionals retained by GVR and other parties in interest, as well as with such other professionals as may be selected and employed by the Official Committee;
- (g) coordinating the receipt and dissemination of information prepared by and received from GVR's professionals, as well as such information as may be received from professionals engaged by the Official Committee or other parties in interest in these cases;
- (h) participating in such examinations of GVR and other witnesses as may be necessary in order to analyze and determine, among other things, GVR's assets and financial condition, whether GVR has made any avoidable transfers of property, or whether causes of action exist on behalf of the GVR's estate;
- (i) assisting the Official Committee generally in performing such other services as may be desirable or required for the discharge of the Official Committee's duties pursuant to Bankruptcy Code Section 1103.



**2. Fee Application:**

Docket No.: 3734; filed August 16, 2011  
 Title: First and Final Application of Brown Rudnick LLP as Counsel for the Official Committee of Unsecured Creditors, for the Allowance and Payment of Compensation and for Reimbursement of Expenses Incurred for the Period May 2, 2011 through June 10, 2011.

Brown Rudnick seeks payment of (1) \$1,055,413.50 for legal services rendered, and (2) \$103,223.98 for expenses incurred during the fee period. As of the drafting of this memo, October 9, 2011, no written objections were on file; however, a notice of non-opposition was not filed.

	Amount
Total Fees:	\$ 1,055,413.50
Total Hours:	1,862.20 hours
Total Expenses:	\$ 103,223.98
Overall Blended Rate:	\$ 567.00 / hour
Blended Rate (Professionals Only)	\$ 583.00 / hour
Blended Rate (Paraprofessionals Only)	\$ 284.00 / hour

Brown Rudnick's employment was effectively terminated on June 10, 2011 when the Bankruptcy Court issued its "Order Directing the US Trustee to Remove the Second Lien Lenders from GVR Committee" [Docket No. 3443]. The Removal Order and the related findings of fact and conclusions of law [Docket No. 3444] determined that the three Committee members could not adequately represent the unsecured creditors' interests in light of the Intercreditor Agreement. The Court found that the Intercreditor Agreement prevented the second lien lenders, like the Committee members, from contesting, protesting, or objecting to the First Lien Lenders' exercise of their rights. The Court determined that these limitations prevented the current committee members from adequately representing the unsecured creditors. Following the Removal Order, Brown Rudnick ceased all substantive case-related work and the Debtor's plan was ultimately confirmed without substantive objection from the Committee.

Brown Rudnick billed fees subsequent to the Removal Order for work related to its employment and the preparation and filing of this fee application. In support of its request for payment in full, Brown Rudnick states that, during the time when the Committee was active, it performed legal services faithfully and competently to oppose the plan—including discovery regarding the sale of all assets to "insiders"—therefore, Brown Rudnick requests that its fees be allowed in their entirety.

Preparation of Fee Application:

*This section of the fee review memo will address only fees billed for the preparation of the first and final fee application. All other employment matters (i.e. conflict check, employment application and order, etc.) will be addressed in other portions of this memo.*

Total Hours: 119.3 hours  
 Total Fees: \$ 49,693.00  
 % of Fees: 4.7 %  
 Blended Rate: \$ 417.00 / hour

Name (Title)	Hourly Rate (\$)	Hours Billed	Amount Billed (\$)
Coffey (Professional)	740/785	6.0	4598
Steel (Professional)	620	4.5	2790
Welch (Professional)	600	1.1	660
Riffin (Professional)	455/530	1.0	530
Singer (Professional)	440/520	48.9	23796
Babul (Professional)	385/450	10.6	3871
Beiswenger (Summer Associate)	275	0.5	138
LauKamg (Paraprofessional)	285	32.2	9177
Savage (Paraprofessional)	270/285	14.5	4133

The above calculations represent the time Brown Rudnick billed for the preparation of its own fee application; however, Brown Rudnick also billed 2.5 hours / \$1,295.00 for tasks associated with the preparation of GLC's final fee application.

## Questions/Concerns/Comments—

- (1) Leverage Issues—the majority of this work was performed by attorneys billing at more than \$400/hour for tasks such as “review fees and revise pro forma,” “review billing records,” and “review time entries and coordinate fee application preparation.” For example—J. Coffey, billing at \$740 per hour, billed 2.3 hours / \$1,702.00 for “reviewing bills and mark-ups of pro formas.” Please explain why lower paid paraprofessionals were not used for the majority of fee application tasks.
- (2) Brown Rudnick's paralegals and paraprofessional staff bill at \$250 - \$295 per hour. Some summer associate time was also included in the bill. Please explain the appropriateness of these high hourly rates with regard to the simplicity of the tasks performed. For example—Summer Associate, billing at \$275.00 per hour, billed 0.5 hours / \$138.00 to “create a fee table summarizing Brown Rudnick fees by amount per task.” This table appears to be exhibit A of the fee application, and while the table is a good visual, the creation of this table does not require any legal knowledge, therefore, this task should not have been performed by a professional billing at \$275/hour.

Nancy Rapoport 10/11/11 4:32 PM

**Comment [1]:** Jeremy, that total seems high to me. Was the fee app particularly complex to do?

Nancy Rapoport 10/11/11 4:35 PM

**Comment [2]:** Jeremy, typically summer associate time is non-compensable, on the theory that they don't really know enough to do anything that secretaries can't do just as well. Is there any reason to vary from this no-summer-associate time rule? (Yours isn't the only firm in which we've raised that issue.)

- (3) Why were nine employees used for tasks related to the preparation of the fee application? Was it necessary and/or cost effective for so many people to be involved in this task? Could the high number of employees used have led to the performance of duplicate work?
- (4) Brown Rudnick billed over 100.0 hours and approximately \$50,000 to prepare its fee application. While this amount is only 4.7% of the total fees requests, it seems excessive in light of the fact that this fee application covers only about one month of billing records. Please explain the reasonableness of this amount.
- (5) C. LauKamg (Paralegal, \$285/hr) billed 32.2 hours / \$ 9,177.00 for tasks related to the single task of “prepare fee application cost inquires.” Please explain this task and the reason so much time was required.
- (6) J. Singer (Associate, \$520/hour) billed more than 37.6 hours / \$ 18,416.00 to draft and revise the fee application. This seems like a lot of time to draft the 17-page fee application; please explain.
- (7) J. Singer (Associate, \$520/hour) billed 0.5 hours/ \$260.00 for “review costs and analyze opportunities to reduce fees and expenses.” Though “cost saving” tasks are commendable, is this something for which the estate should be paying? Further, there is no indication that any fees were actually written-off. Please explain.
- (8) Singer billed 1.5 hours / \$660.00 for “strategize with J. Coffey and H. Steel re: filing of final fee application” and “email and correspond with local counsel re: timing of fee application,” “strategize internally and with local counsel re: fee application filing date, “communication with local counsel re: filing orders on retention applications.” Please explain these tasks as they appear to be duplicative, and therefore not allowable.

### 3. Conflict Checks:

Only 4.3 hours / \$1,869.00 were directly billed for conflict checks. However, due to the many vague billing entries in the Fee/Employment Applications billing category—“retention issues,” “prepare employment application,” etc—conflict check tasks may have been performed, but not directly declared.

### 4. Project Billing Category:

#### Fee/Employment Application—

Total Hours:	229.1 hours
Total Fees:	\$ 105,631.50
% of Fees:	10.0 %
Blended Rate:	\$ 461.00
Tasks Performed:	employment application (Brown Rudnick and GLC); conflict checks; fee application (Brown Rudnick and GLC); interview and employment of local counsel and financial advisor

## Questions/Concerns/Comments—

- (1) Ten percent of Brown Rudnick's fees—over \$100,000—relate to its employment and getting paid. This seems like a lot.

*The following section of the memo deals with retention/employment matters only. Fees billed for conflicts checks and preparation of the fee application can be found in the section above.*

Total Hours: 92.0 hours  
 Total Fees: \$ 47,399.00  
 % of Fees: 4.5 %  
 Blended Rate: \$ 515.00  
 Tasks Performed: prepare pro hac vice applications; interview for local counsel and financial advisor; conflict checks; research re: propriety of Brown Rudnick's employment as Committee counsel; research and prepare employment/retention application; prepare retention application for GLC.

Name (Title)	Hourly Rate	Hours Billed	Amount Billed (\$)
R. Stark (Member)	960	1.5	1440
M. Siegel (Member)	950	3.0	2850
J. Coffey (Member)	740	10.6	7844
H. Steel (Associate)	620	7.9	4898
T. Riffin (Associate)	455	57.5	26163
J. Singer (Associate)	440	6.6	2904
I. Bubel (Associate)	385	8.0	1440
A. Savage (Associate)	270	2.1	567

## Concerns/Questions/Comments—

- (1) Please explain why Debtor should be billed for research tasks regarding the propriety of Brown Rudnick representing the Committee when Brown Rudnick previously represented committee members in an ad hoc lender consortium—total billed 2.1 hours / \$944.00.
- a. 5-9-11: Riffin billed 0.7 hours / \$319.00 for “research re: prior representation of ad hoc lender consortium.”
  - b. 5-11-11: Riffin billed 0.6 hours / \$273.00 for “research re conflict waiver issues in connection with retention as committee counsel.”
  - c. 5-24-11: Riffin billed 0.8 hours / \$352.00 for “research re: prior ad hoc consortium representation of second lien lenders (.6); phone call with G. Novod re: same (.1); email correspondence with B. Cossitt re: same (.1).”
- (2) Brown Rudnick used four professionals and billed 33.1 hours / \$15,839.00 for tasks related to researching, drafting, and reviewing GLC's Retention Application [Dkt #3327]. Please

explain why (1) four professionals were used to perform this task; and (2) why there were so many billing entries for “review and revise.”

- (3) Brown Rudnick Employment—Brown Rudnick used six professionals and billed 49.9 hours / \$25,229.00 for all matters related to research, correspondence, and drafting of the employment/retention application.
1. Research and other related tasks— 18.3 hours / \$8,469.00
  2. Drafting, reviewing, and revising Employment Application [Dkt #3220]—27.1 hours / \$15,015.00
  3. Drafting, reviewing, revising pro hac vice applications—8.8 hours / \$3,352.00 (4.3 hours of the total were billed in the Case Administration billing category)

Please explain:

- (a) Why were six professionals used to draft, review, and revise the employment application—there seem to have been unnecessary and/or duplicate reviews/revisions.
  - (b) Leverage issues—with billing rates for the professionals used range from \$440 - \$960 per hour, why weren’t less expensive professionals used to research and draft, with the more experienced professionals taking only a supervisory role?
  - (c) Excessive cost—please explain why it was reasonable to expend 49.9 hours / \$25,229.00 in order to be hired?
- (4) Employment of Local Counsel and Financial Advisor—within the Fee/Employment billing category, Brown Rudnick billed 9.5 hours / \$6,701.00 for interviewing and other tasks related to the employment of GLC and local counsel. In addition, Brown Rudnick billed 4.4 hours / \$2,278.00 in the Case Administration billing category for similar employment tasks.
- o 5-3-11: Coffey, Steel, and Stark billed 3.1 hours / \$1,728 to “interview candidates for local counsel.” Why was it necessary for three senior professionals to attend this interview?
  - o 5-5-11: Coffey, Steel, and Singer billed 7.5 hours / \$4,572.00 to “meet with prospective financial advisor re: case strategy.” Why was it necessary for three professionals to attend this interview?

#### Asset Analysis & Recovery—

Total Hours:	40.1 hours
Total Fees:	\$ 17,425.50
% of Fees:	1.7 %
Blended Rate:	\$ 435.00 / hour
Tasks Performed:	review and analyze operating agreement, credit documents, default notices, first lien docs; correspondence with various parties re: credit documents; research and draft memo re: investigation report; research and analyze re: SOFA; draft memo re: perfection of first lien lenders; research and draft memo re: causes of action; research and draft memo re: secured lien lender status; draft documents to release liens for secured lenders; analyze issues and correspondence re: 2008 note distribution

Name (Title)	Hourly Rate	Hours Billed	Amount Billed (\$)
S. De La Guardia (Associate)	540	5.1	2754
A. Elias (Associate)	455	2.1	956
T. Riffin (Associate)	455	8.6	3913
J. Singer (Associate)	440	4.5	1980
J. Recht (Associate)	405	10.0	4050
I. Bubel (Associate)	385	9.8	3773

## Questions/Concerns/Comments—

- (1) 5-6-11: De La Guardia billed 0.3 hours / \$162.00 for “correspondence re: credit documents.” Please explain whom the correspondence was with.
- (2) 5-26-11: J. Singer and I. Bubel billed a combined 13.8 hours / \$5,560.00 for research and drafting a memo re: potential causes of action stemming from debt forgiveness. Please explain why it was necessary for two professionals to perform this task.
- (3) 5-26-11: Recht billed 10.0 hours / \$4,050.00 for “review and analyze case law re: secured lender status (5.0); draft and prepare release of lien secured status instrument (5.0).” Please explain what the research and release is in reference to? *Does this research have to do with the Committee members attempt to release their second liens in order to become “unsecured” creditors? If yes, should the Debtors be responsible for this expense?*
- (4) Block-billing— please assign a time increment to each task performed, and/or describe each task—or allow a 3% reduction in the amount of \$132.30.
  - 5-15-11: De La Guardia billed 4.5 hours / \$2,430.00 for “analyze financing documents in FTP site re: perfection of first liens lenders lien, and draft email memo re: same.”
  - 5-26-11: Singer billed 4.5 hours / \$1,980.00 for “research and memo re: causes of action.”

**Case Administration—**

Total Hours: 189.8 hours  
 Total Fees: \$ 116,743.00  
 % of Fees: 11.1 %  
 Blended Rate: \$ 615.00 / hour  
 Tasks Performed: download, organize and review discovery documents; strategize case; prepare pro hac vice applications; review bylaws; conference with BR professionals, GLC, and local counsel; prepare for hearings and depositions; review first day and May 25, 2011 hearing transcript; review documents in SCI BK case

Name (Title)	Hourly Rate	Hours Billed	Amount Billed (\$)
R. Stark (Member)	960	30.7	29472
M. Siegel (Member)	950	16.2	15390
S. Levine (Member)	925	0.4	370
H. Siegel (Member)	915	4.5	4118
J. Coffey (Member)	740	30.1	22274
G. Novod (Member)	695	1.5	1043
H. Steel (Associate)	620	11.3	7006
A. Lauchheimer (Associate)	575	2.9	1668
B. Welch (Associate)	570	0.9	513
N. D'Amato (Associate)	550	0.3	165
T. Durken (Associate)	540	0.3	162
T. Riffin (Associate)	455	12.6	5733
J. Singer (Associate)	440	36.2	15928
C. Rivera (Associate)	405	1.3	527
I. Bubel (Associate)	385	5.9	2272
J. Vigliotti (Associate)	355	0.1	36
J. Conte (Associate)	355	0.2	71
E. Montoni (E-Discovery Project Manager)	350	8.8	3080
K. Schultz (Application Development Manager)	295	0.4	118
C. LauKamg (Paralegal)	270	6.6	1782
J. McCown (Paralegal)	270	1.0	270
A. Savage (Paralegal)	270	17.4	4698
K. Brisbois (Paraprofessional)	250	0.2	50

**Questions/Concerns/Comments—**

- (1) Paraprofessional Leverage Issues: please explain why these tasks were performed by a paraprofessional billing between \$250 - \$350 per hour instead of a secretary.



a. A. Savage, \$270 per hour—why couldn't a secretary perform these tasks, at no cost to the estate?

1. 5-2-11: 0.8 hours / \$216.00 for "review docket and retrieve pleadings for distribution to team (.3); obtain first day hearing transcript (.2); correspondence re: same (.3)"
2. 5-3-11: 0.5 hours / \$135.00 for "review docket and retrieve pleadings (.2); correspondence re: same (.3)"
3. 5-4-11: 0.2 hours / \$54.00 for "review docket and retrieve pleadings (.1); correspondence re: same (.1)"
4. 5-17-11: billed for "preparing packages to Nevada, reviewing documents and labels, etc. Please explain.
5. 5-24-11: billed 0.6 hours / \$162.00 for "correspondence with courtcall re: telephonic hearing appearances (.2); review docket and retrieve pleadings for distribution to team (.2); correspondence re: same (.2)." Specifically, with regard to the Courtcall correspondence, please explain why this should not be considered an administrative task.
6. 5-25-11: 0.1 hours / \$27.00 for "review docket and retrieve pleadings."
7. 5-26-11: 0.9 hours / \$243.00 for "order transcript and distribute to team (.2); review docket (.1); retrieve loan documents (.3); review document databases and coding (.2); correspondence re: same (.1)"

b. K. Brisbois, \$250 per hour—same issue.

1. 5-4-11: 0.2 hours / \$50.00 for "print documents off USDC Pacer website"

c. C. LauKamg, \$270 per hour—same issue.

1. 5-9-11: 1.6 hours / \$432.00 for "retrieve docket and pleadings online and circulate same to attorneys"
2. 5-10-11: 5.0 hours / \$1,350.00 for "retrieve objections to bidding procedures and sales motion and circulate same to attorneys (3.5); prepare May 25, 2011 hearing binder (1.5)."

d. E. Montoni, \$350 per hour—were these tasks necessary for this person to do, or could a secretary have done them?

1. 5-12-11: 3.0 hours / \$1,050.00 for "Discussion with B Welch; download documents from FTP site to Boston server; download documents from Merrill dataroom; review images, send email to B. Welch re: confidential – identifier watermark included in images."
2. 5-13-11: 4.5 hours / \$1,575 for "discussions with B. Welch (.3); finalize downloading documents from Merrill data room; view documents in FTP site; create summation data base; prepare and send email to evidox requesting data load from ftp site and documents..."

(2) Block-billing or vague entries— please provide time increments for each task and/or explain the task(s) performed; or allow 3% reduction for block-billed time and 25% reduction for vague entries.

- 5-2-11: Coffey billed 1.0 hours / \$740.00
- 5-4-11: Coffey billed 12.3 hours / \$9,102.00 for the single task "substantial attention to strategy development." Please explain the vague entry.

- 5-6-11: Stark billed 5.0 hours / \$4,800.0 for “focus on litigation issues.” Please explain the vague entry.
- 5-13-11: Coffey billed 9.5 hours / \$7,030.00 for “develop case strategy.” Please explain the vague entry.
- 5-17-11: Stark billed 5.0 hours / \$4,800.00 for “focus on litigation issues.” Please explain the vague entry.
- 5-24-11: Stark billed 8.0 hours / \$7,680.00 for “prep for trial.” Please explain the vague entry.

(3) On 5-2-11 and 5-3-11, J. Singer billed 7.0 hours / \$3,080.00 for “update/construct case contact list.” Please explain this task and why it was necessary to use a professional billing at \$440.00 per hour.

(4) 5-5-11: Riffin billed 0.4 hours / \$182.00 for “correspondence with J. Coffey re: scheduling and assignment allocation.” This appears to be an administrative task, and therefore, not allowable. Please explain.

(5) 5-7-11: Coffey billed 0.2 hours / \$148.00 for “memo to team re: timekeeping.” This appears to be an administrative task, and therefore, not allowable. Please explain.

(6) 5-9-11: Singer billed 1.9 hours / \$836.00 for “coordinate filing with local counsel.” Did it really need to take almost two hours to coordinate this filing?

(7) 5-10-11: Singer billed 2.5 hours / \$1,100.00 for “prepare preliminary hearing binder (2.0); EFC filing documents (.5).” Please explain these tasks as they appear to be overhead, and therefore, not allowable.

(8) 5-11-11: Rivera billed 0.2 hours / \$81.00 for “registration with datasite.” Please explain this task.

(9) 5-23-11: Singer billed 0.6 hours / \$264.00 for “prepare hearing binders.” Could a secretary have done this?

**Cash Collateral/DIP Financing—**

Total Hours: 25.4 hours  
 Total Fees: \$ 14,336.50  
 % of Fees: 1.4 %  
 Blended Rate: \$ 564.00 / hour  
 Tasks Performed: communication with BR professionals; research re: cash collateral; draft and revise motion for reconsideration of cash collateral order; draft and revise OST; review committee

Name (Title)	Hourly Rate	Hours Billed	Amount Billed (\$)
Novod (Member)	695	1.2	834
M. Siegel (Member)	950	0.8	760
H. Siegel (Member)	915	1.0	915
Bubel (Associate)	385	7.5	2888
D'Amato (Associate)	550	3.0	1650
De La Guardia (Associate)	540	1.1	594
Steel (Member)	620	10.8	6696

**Questions/Concerns/Comments—**

- (1) 5-16-11: Bubel billed 0.4 hours / \$154.00 for "Coordinate filing of same [motion for reconsideration of cash collateral order]." Please explain this task as it appears to be administrative, and therefore, not allowable.
- (2) Motion for Reconsideration of Use of Cash Collateral and Ex-Parte Application and Order Shortening Time [Dkt #3131; 3132]—please explain why it was necessary or practical to use five professionals to research, draft, revise and review this single document. Total time expended:
  - (1) Research: 5.4 hours / \$2,549.00
  - (2) Draft/Revise/Review: 18.4 hours / \$10,557.00
- (3) Please explain why H. Steel, billing at \$620.00 per hour, was used to perform "research" for the motion to reconsider cash collateral order. Could a less expensive professional have been used for this task? — 2.0 hours / \$1,240.00.

**Litigation / Adversary Proceedings—**

Total Hours: 423.0 hours  
 Total Fees: \$ 244,680.00  
 % of Fees: 23.2%  
 Blended Rate: \$ 578.00 / hour

Tasks Performed: document review; research re: derivative liability, discovery problems/issues, potential causes of action/fraudulent conveyance; draft document request and subpoenas; draft motion to compel; draft opposition to motion for protective order; answer discovery requests; strategize litigation plan; prepare for and attend depositions (Nave/Bible); correspondence with fellow BR professionals, local counsel, Debtor's counsel, GLC

Name (Title)	Hourly Rate	Hours Billed	Amount Billed (\$)
R. Stark (Member)	960	9.0	8640
M. Siegel (Member)	950	25.1	23845
J. Coffey (Member)	740	81.0	59940
H. Steel (Associate)	620	1.0	620
R. Alperin (Associate)	600	2.1	1260
A. Lauchheimer (Associate)	575	14.6	8395
B. Welch (Associate)	570	144.1	82137
C. Piron (Associate)	550	0.3	165
J. Rothenberg (Associate)	550	0.4	220
T. Durken (Associate)	540	5.1	2754
A. Elias (Associate)	455	1.6	728
T. Riffin (Associate)	455	23.6	10738
A. Thalassinios (Associate)	455	0.9	410
J. Singer (Associate)	440	61.7	27148
I. Bubel (Associate)	385	7.9	3042
S. Poddar (Associate)	385	0.3	116
J. Willis (Associate)	385	0.3	116
R. Zweibel (Associate)	385	0.4	154
A. Condon (Associate)	355	14.1	5005
J. Conte (Associate)	355	2.5	888
J. Marshall (Associate)	355	1.6	568
E. Mirabella (Associate)	355	0.3	107
K. Sliney (Associate)	355	3.2	1136
J. Vigliotti (Associate)	355	7.5	2663
A. Savage (Paralegal)	270	14.4	3888

Questions/Concerns/Comments—

- (1) 13 out of the 25 professionals/paraprofessionals who billed fees in this category billed 5.0 hours or less—total billed 14.9 hours / \$6,485.00. Was it efficient and/or cost-effective to use these professionals for such a little amount of work? What role did these professionals/paraprofessionals play?
  - o Many of these employees billed for a 5-11-11 conference call re: document review. Why were these employees necessary for the conference call?

- (2) 5-11-11: Conference call re: document review attended by eleven professionals—4.4 hours / \$2,132.00. Please explain (1) why it was necessary for eleven professionals to be a part of this conference call, and (2) inconsistencies in the billing rates—1.2/.4/.3/.6.
- (3) Paraprofessional Leverage Issues: please explain why these tasks were performed by paraprofessionals billing between \$250 - \$350 per hour.
- a. A. Savage, \$270 per hour—
    1. 5-18-11: 0.9 hours / \$243.00 for “review and retrieve discovery from summation and distribute to team (.4); review docket and retrieve pleadings for distribution to team (.2); correspondence re: same (.3).”
    2. 5-19-11: 0.6 hours / \$162.00 for “review docket and retrieve pleadings (.2); correspondence re: same (.4).”
- (4) Leverage Issues—
- a. 5-3-11: Coffey billed 2.2 hours / \$1,628.00 for “follow-up research re: [potential LLC-related claims].” Please explain why a senior professional billing at \$740/hr is performing research.
  - b. 5-9-11: Welch billed 7.6 hours / \$4,332 for “draft subpoenas for service on [Debtors and their representatives] (2.4); draft cover letters to each of same (1.2); finish drafting schedules to subpoenas for service on same (3.0); draft notice of deposition on station casinos (.6); attend to service of document requests and deposition notice on station casinos (.2).” Please explain why a professional billing at \$570.00 per hour drafted routine documents such as subpoenas, cover letters, and notices. Further, please explain the “attend to service” task.
  - c. 5-10-11: Welch billed 1.9 hours / \$1,083.00 for “draft subpoenas, schedules, and cover letter for service on Timothy Wright (1.1); strategize on effectuating service of subpoena on Seaport Group and Eben Perison, including alternate addresses (.8).” Please explain why a professional billing at \$570.00 per hour drafted routine documents such as subpoenas, cover letters, and notices.
  - d. 5-15-11: Vigliotti billed 2.3 hours / \$817.00 “preliminary background research on W. Bible and J. Nave [persons to be deposed].” Please explain this task. Was this a background check or substantive legal work?
  - e. 5-16-11 and 5-17-11: Vigliotti billed 1.8 hours / \$639.00 and 0.2 hours / \$71.00 for “background research for depositions in connection with plan confirmation.” Please explain this task.
  - f. 5-17-11: Conte billed 1.0 hours / \$355.00 for “compile background reports on individuals to be deposed (.4); review background reports and drafted email summarizing findings on individuals (.6).” Please explain this task. Was this a background check or was substantive legal work performed?
  - g. 5-22-11: Coffey billed 0.2 hours / \$148.00 for “correspond with team re: deposition hearing coverage.” Please explain this task as it appear to be an administrative task, and therefore, not allowable.
- (5) Block-billing— please provide time increments for each task and/or explain the task(s) performed; or allow 3% reduction for block-billing and 25% reduction for vague billing.
- 5-3-11: Coffey billed 5.9 hours / \$4,366.00 for “attention to case strategy.” Please explain this vague task.

- 5-4-11: Stark billed 5.0 hours / \$4,800.00 for “develop plan litigation strategy.” Please explain this vague task.
- 5-12-11: Coffey billed 3.0 hours / \$2,220.00 for “attention to discovery.” Please explain this vague task.
- 5-12-11: Singer billed 4.0 hours / \$ 1,760.00 for “research and draft insert for motion to compel.” Please explain.
- 5-13-11: Condon billed 3.4 hours / \$1,207.00 for “review documents produced by the Debtor.” What type of documents? Please explain the specific tasks performed to account for 3.4 hours.
- 5-17-11: Stark billed 3.5 hours / \$ 3,360.00 for “prepare for discovery hearing and related litigation work.” Please explain further.
- 5-18-11: Welch billed 10.4 hours / \$5,928.00 for “further work on outline for deposition of James Nave, including incorporation of analysis of documents produced by Debtor.” Please explain the specific tasks performed to account for 10.4 hours.
- 5-19-11: Singer billed 5.0 hours / \$2,200.00 for “prepare deposition outline.” Please explain the specific tasks performed to account for 5.0 hours.
- 5-23-11: Coffey billed 6.9 hours / \$5,106.00 for “continue preparing for Bible deposition.” Please explain the specific tasks performed to account for 6.9 hours.

(6) 5-8-11: A. Savage, paralegal billed 2.0 hours / \$540.00 for “research information for subpoenas and draft and revise chart to reflect research (1.9) correspondence re: same (1).” Please explain this task. What information was required?

(7) 5-23-11: Marshall billed 1.6 hours / \$ 568.00 for “analyze motion to adjourn proceedings, as filed by Official Creditors’ Committee, in preparation for participating in discovery.” Please explain the reasonableness of this billing entry as this is the only time entry for J. Marshall during the entire case. What was J. Marshall’s role in this case, and why did he begin participating so late in the game?

(8) Time directly billed for document review: 18.9 hours / \$9,329.00.

(9) Depositions—

- a. Nave deposition (5-19-11): Brown Rudnick billed 40.4 hours / \$23,912.00 for preparation and 10.6 hours / \$6,943.00 for two professionals to attend the deposition. In addition to the above, Brown Rudnick billed 12.7 hours / \$3,960.00 for non-working travel in order to attend the Nave deposition in Nevada. Please explain why it was necessary for two professionals to attend this deposition—the second professional cost the Debtor an additional \$5,402.00 for travel and attendance.
- b. Bible deposition (5-24-11): Brown Rudnick billed 45.3 hours / \$28,460.00 for preparation and attendance at the deposition. There are no time entries for non-working travel with regard to this deposition; however, Coffey traveled to Las Vegas on 5-23-11, billing 6.0 hours / \$2,220.00, and then traveled to Reno on 5-24-11 for

the May 25, 2011 hearing. Possibly, the 5-23-11 travel was for the Bible deposition, which was held on 5-24-11. Please explain the following—

- The time entry for attending the deposition was block-billed—“prepare for and conduct Bible deposition (10.6)”; therefore, the exact amount of time expended to prepare for the deposition is unknown. Assuming that the deposition was 5.0 hours, why was it necessary for J. Coffey to expend 24.2 hours / \$17,908.00 to prepare for the deposition? This seems like a lot of time for a single deposition, especially because he was assisted by J. Singer and A. Savage (billed 15.4 hours / \$6,453.00 for preparation).
- c. Perison deposition (unknown): Lauchheimer billed 13.9 hours / \$7,993.00 for preparation for this deposition. Did this deposition take place, as there is no time entry for “attendance at deposition”? If not, when was the deposition called off, and should any of the time billed for preparation be discounted? (6.4 hours / \$3,680.00 of the above amount were billed on 5-18-11 as “prepare outline for Ebison deposition and review documents for same.” I am assuming the name “Ebison” is a typo and supposed to say “Eben Perison.”)

(10) Discovery Requests—Brown Rudnick billed 53.0 hours / \$30,916.00 to draft discovery requests and related documents directed at the Debtors and various other entities. Five professionals were used to perform this task, all billing from \$440 – \$950 per hour. Please explain the following:

- (a) Why did B. Welch, billing at \$570 per hour, perform the majority of the drafting—41.1 hours / \$23,427.00? Please explain why a less expensive professional was not used to draft the documents, with the higher paid professionals, like Welch, taking a more supervisory role? Further, as asked above, why was Welch used to draft routine documents, such as, subpoenas, cover letters, and notices?
- (b) Why did Brown Rudnick use five professionals—Riffin, Welch, Singer, Coffey, and Siegel—to perform this task? Could this have resulted in duplicate “reviews” of the document requests?

In addition to the above, Brown Rudnick billed another 14.1 hours / \$9,456.00 for drafting and reviewing “revised discovery requests” that became necessary following the discovery/adjournment hearing on May 18, 2011. With regard to billing for the revised discovery requests, the same questions apply—why did Welch perform the majority of the drafting tasks—9.0 hours / \$5,130.00—when a less expensive professional could have been used? Why were four professionals (billing between \$570 - \$950 per hour) used, when this will result in duplicate reviews?

(11) Motion to Compel [Dkt #3078]—Brown Rudnick billed 28.3 hours / \$16,014.00 to draft, review and revise the motion to compel. Five professionals were used to perform this task, all billing from \$355 – \$950 per hour. Please explain the following:

- (a) Why did Brown Rudnick use five professionals—Welch, Coffey, Condon, Singer, and Siegel—to perform this single task. Could this have resulted in duplicate “review” and “revise” tasks?
- (b) Why did B. Welch, billing at \$570 per hour, perform the majority of the drafting—20.8 hours / \$11,856.00. Please explain why a less expensive professional was not



used to draft the documents, with the higher paid professionals, like Welch, taking a more supervisory role?

- (c) 5-14-11: Riffin billed 0.5 hours / \$228.00 for “review pleadings in connection with motion to compel.” In light of the fact that Riffin did not bill any time with regard to drafting the motion to compel, please explain why it was necessary for Riffin to “review” these pleadings?

- (12) Response/Opposition to Motion for Protective Order [Dkt #3110; 3148]—Brown Rudnick billed 26.3 hours / \$17,401.00 to draft, review and revise the Response/Opposition to Motion for Protective Order, and an additional 8.3 hours / \$4,837.00 for research, strategizing, and conferencing regarding this motion. Four professionals were used to perform these tasks, all billing from \$355 – \$950 per hour. Please explain the following:

- (a) Why did Brown Rudnick use four professionals—Welch, Singer, Condon and Siegel—to perform these tasks? Could this have resulted in duplicate “review” and “revise” tasks?
- (b) 5-16-11: Riffin billed 0.4 hours / \$182.00 for “review response to protective order.” In light of the fact that Riffin did not bill any time with regard to research or drafting the response to the protective order, please explain why it was necessary for Riffin to “review” this document—editing purposes?

#### **Plan and Disclosure Statement—**

Total Hours: 453.1 hours  
 Total Fees: \$ 265,003.00  
 % of Fees: 25.1 %  
 Blended Rate: \$ 585.00 / hour  
 Tasks Performed: research for and draft motion to adjourn confirmation hearing and related document; review disclosure statements and plan of reorganization; research for and draft objection to plan confirmation; conferences with various BR, GLC, and K&E professionals and local counsel; analyze cash collateral order; draft and review order re: adjournment

Name (Title)	Hourly Rate	Hours Billed	Amount Billed (\$)
R. Stark (Member)	960	10.1	9696
M. Siegel (Member)	950	27.7	26315
J. Coffey (Member)	740	54.0	39960
H. Steel (Associate)	620	176.4	109368
A. Lauchheimer (Associate)	575	13.0	7475
B. Welch (Associate)	570	1.7	969
N. D’Amato (Associate)	550	0.5	275
T. Riffin (Associate)	455	43.7	19883
A. Thalassinios (Associate)	455	1.5	683
J. Singer (Associate)	440	48.9	21516

I. Bubel (Associate)	385	69.8	26873
J. Willis (Associate)	385	2.0	770
A. Condon (Associate)	355	1.3	462
J. Conte (Associate)	355	0.8	284
E. Mirabella (Associate)	355	0.3	107
C. Ennis (Paralegal)	295	0.4	118
C. Alberigi (Paraprofessional)	250	1.0	250

## Questions/Concerns/Comments—

- (1) Leverage Issues—H. Steel, billing at \$620.00 per hour, billed approximately 65.1 hours / \$40,362.00 for drafting the Motion to Adjourn the Confirmation Hearing [Dkt #2986] and related research. Please explain why a professional with a high billing rate was used to perform the majority of the research on this issue and the majority of the initial drafting of this motion.
- (2) Excessive billing w/r/t the Motion to Adjourn the Confirmation Hearing [Dkt #2986]—Brown Rudnick used eight professionals and billed approximately 88.1 hours / \$54,876.00 for research, drafting, reviewing, and revising this single motion. Further, Brown Rudnick also expended 6.5 hours / \$3,924.00 drafting the OST and related documents for this motion. Please explain why it was necessary to use eight professionals for this task (the majority of the professionals were senior level billing \$620 - \$960 per hour). Numerous professionals billed for tasks such as “review, revise, and edit” the motion, therefore, was duplicate work performed? Also, please explain why \$54,876.00 is reasonable for this single task.
- Motion to Adjourn was filed on 5-9-11; however, there are six task entries for “reviewing the motion and related documents” billed on 5-10-11 and 5-11-11. Total amount billed—3.4 hours / \$2,287.00. Please explain the purpose of these tasks and why they were billed after the motion was filed.
  - Related tasks, both of which seem high:
    - Reviewing GVR’s objection to the Motion to Adjourn—4.0 hours / \$1,870.00
    - Draft/Review/Revise Order to Adjourn—3.3 hours / \$2,772.00
- (3) 5-23-11: J. Singer billed 0.5 hours / \$220.00 for “file plan objection.” Is this ECF filing, and could it have been done by a secretary? Please explain.
- (4) The majority of fees billed in this billing category were generated from research related to the Committee’s objection to plan confirmation and the drafting of the Objection to Plan Confirmation [filed on 5-16-11; Dkt #3127]—approximately 297.6 hours / \$165,180.00.
- The time expended for researching the various issues appears to be reasonable; however, the fees billed for drafting, reviewing, revising and editing the Objection and Amended/Revised Objection appear to be high—167.3 hours / \$102,993.00. Also, was it necessary and/or efficient for BR to have used ten professionals to draft/review/revise/edit this Objection? Numerous billing entries were extremely

vague—"draft and revise confirmation objection," "attention to confirmation objection," "review revised draft of confirmation objection," etc.; therefore, it is unknown what particular part of the Objection each professional was reviewing, or whether each professional reviewed each other's reviews and revisions. Please explain the reasonableness of the high number of professionals used and the expense incurred.

- o Further, H. Steel, billing at \$620.00 per hour, billed the vast majority of hours for drafting, revising and editing the Objection—78.0 hours / \$48,360.00. Please explain why a less expensive professional (junior associate) was not used for the initial drafting of the Objection.

(5) Block-billing— please provide time increments for each task; or allow 3% reduction for block-billing.

- 5-11-11: Coffey billed 7.3 hours / \$5,402.00 for "attention to confirmation objection, motion to compel, and declaration in support of motion to adjourn."
- 5-12-11: Siegel billed 1.2 hours / \$1,140.00 for "office conference with H. Steel and review draft of confirmation objection."
- 5-14-11: Siegel billed 1.8 hours / \$1,710.00 for "memos with R. Stark re: revisions to draft confirmation objection and review revised drafts."
- 5-16-11: Coffey billed 10.0 hours / \$7,400.00 for "revise confirmation objection, discovery motions / responses."
- 5-16-11: Siegel billed 1.6 hours / \$1,520.00 for "review revised drafts of confirmation objection and telephone conferences, memo with R. Stark, S. Armstrong, J. Coffey, H. Steel re: same."
- 5-18-11: Siegel billed 0.8 hours / \$760.00 for "memos with J. Coffey, H. Steel re: 25 page confirmation brief and review revised draft."

**General Committee Matters—**

Total Hours: 180.4 hours  
 Total Fees: \$ 101,330.00  
 % of Fees: 9.6 %  
 Blended Rate: \$ 562.00  
 Tasks Performed: develop case strategy; interview to hire local counsel and financial advisor; conferences with various BR professionals, local counsel, and GLC; review and respond to K&E letter and request to reconstitute committee; draft committee bylaws; review Intercreditor Agreement; communication with client (Committee); prepare confidentiality agreements; respond and plan for appeal re: removal order; research re: committee member immunity

Name (Title)	Hourly Rate	Hours Billed	Amount Billed (\$)
R. Stark (Member)	960	11.2	10752
M. Siegel (Member)	950	9.1	8645
S. Levine (Member)	925	2.0	1850
H. Siegel (Member)	915	2.0	1830

J. Coffey (Member)	740	20.5	15170
H. Steel (Associate)	620	22.3	13826
A. Lachheimer (Associate)	575	2.0	1150
B. Welch (Associate)	570	1.4	798
N. D'Amato (Associate)	550	4.6	2530
T. Durken (Associate)	540	0.8	432
T. Riffin (Associate)	455	18.4	8372
J. Singer (Associate)	440	50.3	22132
J. Recht (Associate)	405	3.0	1215
I. Bubel (Associate)	385	32.8	12628

## Concerns/Questions/Comments—

- (1) 5-2-11 Committee conference call: seven professionals participated in this call and billed 6.2 hours / \$3,775.50. Further, time entries were inconsistent—.8/1.0/.7/.9. Please explain (1) why it was necessary for seven professionals to attend the conference call; and (2) the time discrepancies.
- (2) In addition to the billing entries in the General Motion Practice billing category, Brown Rudnick billed an additional 16.9 hours / \$8,876.00 reviewing and responding to K&E's letter to the UST regarding reconstitution of the Committee. This seems like an inordinate amount of time.
- (3) 5-13-11: four Brown Rudnick professionals billed 2.8 hours / \$1,311.00 for "committee call." Please explain (1) why it was necessary for four professionals to be a part of this conference call, (2) the reason for the conference call, and (3) inconsistencies in the billing rates--8/.7/.6.
- (4) 5-19-11: five Brown Rudnick professional billed hours 3.3 hours / \$2,245 for "committee call re: May 18, 2011 hearing." Please explain (1) why it was necessary for five professionals to be a part of this conference call, and (2) inconsistencies in the billing rates--4/.5/.8/.7/.9.
- (5) 5-26-11: seven Brown Rudnick professional billed hours 8.3 hours / \$6,003.00 for "committee call re: next steps/going forward." Please explain (1) why it was necessary for seven professionals to be a part of this conference call, and (2) inconsistencies in the billing rates—1.0/2.0/.8/1.6/.9/1.1.
- (6) 5-31-11: six Brown Rudnick professional billed 5.3 hours / \$3,818.00 for "committee call re: strategy/response to Court." Please explain (1) why it was necessary for six professionals to be a part of this conference call, and (2) inconsistencies in the billing rates—.5/.8/.9/.4/1.9.
- (7) Brown Rudnick used five professional and billed 11.0 hours / \$7,557.00 to draft, review, and correspond with the client re: confidentiality agreements. Please explain the

reasonableness of using five professionals for this single task? Further, J. Singer billed 0.3 hours / \$132.00 for “collect comments and signatures on confidentiality agreements.” Please explain this task and the reason a professional billing at \$440.00 per hour was used to “collect signatures.”

(8) Block-billing— please provide time increments for each task and/or describe each task, or allow a 3% reduction in the amount of \$305.28.

- 5-2-11: Stark billed 3.4 hours / \$3,264.00 for “prepare for and conduct initial committee call.”
- 5-5-11: Stark billed 2.3 hours / \$2,208.00 for “prepare for and conduct committee call.”
- 5-15-11: Bubel billed 0.9 hours / \$346.00 for “review and analyze motion to reconstitute committee and applications to employ Seaport and Oppenheimer.”
- 5-26-11: Siegel billed 2.0 hours / \$1,830.00 for “telephone conference and correspondence and document review re: alternative remedies for committee members to respond to removal.”
- 5-31-11: Stark billed 1.9 hours / \$1,824.00 for “prepare for and conduct committee call.”

#### General Motion Practice—

Total Hours: 178.9 hours  
 Total Fees: \$ 115,009.00  
 % of Fees: 10.9 %  
 Blended Rate: \$ 643.00 / hour  
 Tasks Performed: review first day orders; correspondence with various Brown Rudnick professionals; research re: rights of second lien creditors, reconstitution, removal; draft various memos re: second line creditor rights, etc; read and review objection to removal, joinders, objection by UST; draft objection to motion for reconstitution/removal; review, revise, and object to proposed findings of fact and conclusions of law for Removal Order.

Name (Title)	Hourly Rate	Hours Billed	Amount Billed (\$)
R. Stark (Member)	960	0.8	768
M. Siegel (Member)	950	15.7	14915
S. Levine (Member)	925	3.0	2775
H. Siegel (Member)	915	54.3	49684
J. Coffey (Member)	5.4	740	3996
H. Steel (Member)	620	10.8	6696
T. Riffin (Associate)	455	3.7	1684
J. Singer (Associate)	440	24.0	10560
I. Bubel (Associate)	385	32.6	12551
J. Willis (Associate)	385	26.2	10087
C. Ennis (Paralegal)	295	0.6	177

Questions/Concerns/Comments—

- (1) With the exception of 3.7 hours / \$1,628.00 billed by J. Singer on 5-2-11, all other billing entries in this billing category relate to Brown Rudnick's Objection to GVR's Motion to Reconstitute [Dkt # 3210] which sought to remove the second lien creditors from the Committee. Brown Rudnick used eleven professionals and billed 175.2 hours / \$113,381.00 for research, drafting various memos, communication between BR professionals, drafting the objection to the removal motion, and objecting to the proposed language of the Removal Order.
- The amount of time expended on this single issue appears to be excessive. Please explain why eleven professionals were used. Many of the billing entries were vague and listed similar research and drafting tasks; therefore, the use of this many professionals could have led to duplicate work. Further, please explain the reasonableness of expending approximately 200.0 hours and over \$100,000 for this single task—objecting to the motion for removal/reconstitute Committee.
    - Research/Reviewing Pleadings: 69.0 hours / \$41,144.00
    - Drafting Objection (and relevant memos): 72.2 hours / \$51,792.00
- (2) Please explain why H. Siegel, billing at \$915.00 per hour, billed the majority of time in this billing category—54.3 hours / \$49,684.50. Further, the majority of tasks H. Siegel performed were for research, document review, and the preparation of responses to the request to remove committee. Could Brown Rudnick have used less expensive professionals for these tasks, specifically, tasks like research and drafting?
- (3) Block-billing— please provide time increments for each task and/or describe each task, or allow a 3% reduction in the amount of \$1,268.19.
- 5-10-11: Siegel billed 5.5 hours / \$5,032.50 for “research, document review and preparation of response to request to remove members and reconstitute committee, and correspondence re: same.”
  - 5-11-11: Siegel billed 5.0 hours / \$4,575.00 for “research and prepare draft response to request to remove members / reconstitute committee, and correspondence and telephone conferences and document review re: same.”
  - 5-12-11: Siegel billed 6.5 hours / \$5,947.50 for “research, document review and preparation of response to motion to remove committee members, and correspondence and telephone conferences re: same.”
  - 5-13-11: Siegel billed 6.5 hours / \$5,947.50 for “prepare response to motion to remove committee members, research re: same, document review re: same, and correspondence responding to same.”
  - 5-14-11: Siegel billed 2.0 hours / \$1,830.00 for “review first lien joinder in motion opposing discovery on intercreditor agreement conflict basis and internal correspondence responding to same.”
  - 5-16-11: Siegel billed 5.5 hours / \$5,032.50 for “prepare response to GVR motion to remove committee members and research and correspondence re: same.”
  - 5-17-11: Siegel billed 4.8 hours / \$4,392.00 for “prepare response to GVR motion to remove committee members and research and correspondence re: same.”

- 5-18-11: Siegel billed 4.5 hours / \$4,117.50 for “prepare final draft of response to GVR motion to remove committee members and correspondence re: same.”
- 5-19-11: Siegel billed 2.0 hours / \$1,830.00 for “review response to GVR motion to remove committee members and telephone conferences and correspondence re: same and re: overall case status.”
- 5-23-11: Siegel billed 2.9 hours / \$2,755.00 for “review, revise and finalize objection to motion to remove committee members, office conferences with R. Stark, H. Steel, J. Singer, and telephone conferences, memos with H. Siegel re: same.”

(4) Proposed Removal Order—Brown Rudnick used five professionals and billed 12.6 hours / \$6,094.00 objecting to and “marking-up” the proposed findings of fact and conclusions of law for the Removal Order. Why were so many professionals used for this single task?

#### **Miscellaneous—**

(Billing categories that billed 10.0 hours or less: *Claims & Analysis/Objections/Resolutions; Valuation Matters; Creditor Inquiries; Schedules & Statements*)

Total Hours: 10.6 hours  
 Total Fees: \$ 5,873.00  
 % of Fees: 0.6 %  
 Blended Rate: \$ 554.00 / hour  
 Tasks Performed: review and draft memo re: SOFA ; conference with creditors; research and draft memo re: valuation issues; analyze admin claims

Name (Title)	Hourly Rate	Hours Billed	Amount Billed (\$)
J. Coffey (Member)	740	0.4	296
H. Steel (Associate)	620	1.1	682
A. Lauchheimer (Associate)	575	6.6	3795
J. Singer (Associate)	440	2.5	1100

Concerns/Questions/Comments—

(1) Valuation Matters: 5-3-11: Please explain why A. Lauchheimer, billing at \$575.00 per hour, was used to perform “research re: valuation issues.” Could a less expensive professional have been used for this task?— 5.3 hours / \$3,048.00.

#### **Non-Working Travel—**

Total Hours: 89.2 hours  
 Total Fees: \$ 36,124.50 (billed at 50%)  
 % of Fees: 3.4 %  
 Blended Rate: \$ 405.00 / hour



Tasks Performed: travel to various hearings/depositions—(1) motion for protective order/compel, (2) motion to adjourn; and (3) motion to remove; travel to deposition of James Nave

Name (Title)	Hourly Rate (reduced by 50%)	Hours Billed	Amount Billed (\$)
R. Stark (Member)	960 (480)	34.0	32640
M. Siegel (Member)	950 (475)	8.0	7600
J. Coffey (Member)	740 (370)	26.5	19610
H. Steel (Associate)	620 (310)	12.0	7440
B. Welch (Associate)	570 (285)	8.7	4959

Questions/Concerns/Comments—

- (1) Non-working travel time was properly billed at 50% normal billing rate.
- (2) 5-18-11: R. Stark billed 16.0 hours / \$7,680.00 for “non-working travel.” Please explain the purpose of the travel and the departure and destination locations; also, 16.0 hours seems excessive for travel between the East Coast and Nevada.
- (3) 5-25-11: R. Stark billed 13.0 hours / \$6,240.00 for “non-working travel.” Please explain why R. Stark’s return travel (from the removal hearing) was more than double the non-working travel time billed going to the removal hearing, which was only 5.0 hours. Further, 13.0 hours seems excessive for travel from Nevada to the East Coast.
- (4) 5-25-11 and 5-26-11: H. Steel billed 2.5, 4.0, and 4.0 hours for “return travel from [removal] hearing.” Please explain (1) why there are three entries for H. Steel’s return travel, and (2) whether one of the 4.0 hour entries is a duplicate entry—potential over-billing of \$1,240.00.

#### Court Hearings—

Total Hours: 42.6 hours  
 Total Fees: \$ 33,257.50  
 % of Fees: 3.2 %  
 Blended Rate: \$ 781.00 / hour  
 Tasks Performed: prepare for and attend various meetings—(1) discovery hearing; (2) motion to adjourn; (3) removal hearing; (4) 5-31-11 status check; and (5) 6-1-11 scheduling conference

Name (Title)	Hourly Rate	Hours Billed	Amount Billed (\$)
R. Stark (Member)	960	14.0	13440
M. Siegel (Member)	950	5.2	4940

J. Coffey (Member)	740	11.4	8436
H. Steel (Associate)	620	6.5	4030
T. Riffin (Associate)	570	4.2	1911
I. Bubel (Associate)	385	1.3	501

## Questions/Concerns/Comments—

- (1) Block-billing— please provide time increments for each task, and/or describe the tasks, or allow 3% reduction in the amount of \$593.88.
- o 5-18-11: Stark billed 10.0 hours / \$9,600.00 for “prepare for and conduct discovery hearing and related litigation work.”
  - o 5-18-11: Coffey billed 4.0 hours / \$2,960.00 for “prepare for and attend hearing on discovery motions.”
  - o 5-25-11: Coffey billed 4.0 hours / \$2,960.00 for “prepare for and attend hearing on motion to reconstitute committee.”
  - o 5-31-11: Siegel billed 0.6 hours / \$570.00 for “appear telephonically for court hearing and office conference with R. Stark to prepare.”
  - o 5-31-11: Coffey billed 1.2 hours / \$888.00 for “prepare for and participate on telephonic status conference.”
  - o 6-1-11: Coffey billed 2.2 hours / \$1,628.00 for “prepare for and participate on telephonic status / discovery conference.”
  - o 6-1-11: Siegel billed 0.6 hours / \$570.00 for “attend court hearing by teleconference and office conference with R. Stark to prepare.”
  - o 6-8-11: Steel billed 1.0 hours / \$620.00 for “prepare for hearing and attend hearing.”
- (2) Hearings—why was it necessary for more than one or two professionals to attend each court hearing?
- (a) 5-18-11 Discovery/Adjourn Hearing: attended by four professionals—Steel (by telephone) and Stark, Coffey, Siegel (in person). Brown Rudnick billed 6.0 hours / \$4,905 for attendance, and in order for the three professionals to appear in person, there was an additional 32.5 hours / \$14,625.00 billed for non-working travel.
  - (b) 5-25-11 Removal Hearing: attended by five professionals— Siegel, Riffin (by telephone) and Coffey, Steel, Stark (in person). Brown Rudnick billed 18.1 hours / \$13,116.00 for attendance, and in order for the three professionals to appear in person, there was an additional 44.0 hours / \$17,540.00 billed for non-working travel.
  - (c) 5-31-11 Status Conference: attended by three professionals—Bubel, Siegel, Coffey (by telephone). Brown Rudnick billed 1.7 hours / \$1,206.00 for attendance.
  - (d) 6-1-11 Scheduling Conference: attended by four professionals—Bubel, Coffey, Siegel, Steel (by telephone). Brown Rudnick billed 3.2 hours / \$2,090.00 for attendance.

## 5. Expenses:

*Please refer to additional memo.*

**6. “Write Down” of Fees and/or Expenses (Reasonableness):**

Nothing indicated as written down or “no charge”; however, there was a billing entry for “Review costs and analyze opportunities to reduce fees and expenses.” Please explain if there were any write-downs or write-offs with regard to fees.

**7. Additional Questions/Concerns/Comments:**

- (1) The hourly billing rates for six professionals increased on August 1, 2011. While increased billing rates are permitted by the employment application and retention order, these increases do not seem to be appropriate in light of the brief time period Brown Rudnick was employed. And further, all of hours billed at the increased rates were for fee application preparation, not substantive legal work.

Name (Title)	Old Hourly Rate (\$ / hr)	New Hourly Rate (\$ / hr)	Rate Increase (\$)	Hours Billed at New Rate (hr)	Additional Fees Billed (\$)
J. Coffey (Professional)	740	785	45	3.5	158
I. Babul (Professional)	385	450	65	1.5	98
J. Singer (Professional)	440	520	80	28.5	2280
T. Riffin (Professional)	455	530	75	3.5	263
A. Savage (Paraprofessional)	270	285	15	14.5	218
C. LauKamg (Paraprofessional)	270	285	15	32.2	483
<b>TOTAL:</b>				83.7	3,500.00

- (2) Of the 43 professionals/paraprofessionals used by Brown Rudnick in this case, 24 of the professionals/paraprofessionals billed 10.0 hours or less. Was it efficient and cost-effective to use these professionals for such little work?—59.7 hours (3.2%) / \$30,173.00 (2.9%).
- (3) Brown Rudnick used an excessive number of professionals and paraprofessional for each task. It seems like there could have been a lot of duplicate work performed. Please explain.

**MEMORANDUM**

To: Nancy Rapoport  
 From: Lia Allen  
 Date: October 6, 2011  
 Re: Brown Rudnick LLP ("BR")  
 First and Final Fee Application – May 2, 2011 through June 10, 2011 (the "Fee Period")

*BR's First and Final Application as Counsel For The Official Committee of Unsecured Creditors, For the Allowance and Payment of Compensation and For Reimbursement of Expenses Incurred for the Period May 2, 2011 through June 10, 2011* (the "Final Application") [Dkt# 3734] requests final allowance of BR's fees and costs for services rendered during the Fee Period. The review of the fees within the Final Application will be done by separate review. This memo covers the review and analysis of the expenses incurred by BR during the Fee Period and requested reimbursement for in the Final Application.

The Fee Application sought reimbursement for the following expenses during the Fee Period:

<b>EXPENSE</b>	<b>VALUE</b>
AIRFARE	\$ 12,451.00
CONSULTING	\$ 646.00
COPIES	\$ 25,565.25
DOCUMENT PRODUCTION	\$ 30.00
FILING FEE	\$ 7.00
GARBER TRAVEL	\$ 196.00
HOTEL	\$ 2,442.64
MEALS	\$ 957.34
MESSENGER AND OVERNIGHT DELIVERY	\$ 989.60
MILEAGE	\$ 86.57
PARKING AND TOLLS	\$ 581.00
SECRETARY OVERTIME	\$ 315.00
SERVICES OF PROCESS	\$ 253.60
SPECIALIZED ONLINE RESEARCH SERVICES	\$ 48,966.33
TAXI	\$ 1,538.41
TELEPHONE AND TELECONFERENCING	\$ 2,074.79
TRANSCRIPTS	\$ 6,105.45
TRAVEL	\$ 18.00
<b>TOTAL</b>	<b>\$ 103,223.98</b>

Nancy Rapoport 10/9/11 11:58 AM  
**Comment [1]:** Non-compensable per Guidelines.

The following chart itemizes the issues/concerns found within the request for reimbursement of expenses:

ITEM	DATE	EXPENSE	PROFESSIONAL	DESCRIPTION	AMOUNT	COMMENTS
1	5/19/2011	AIRFARE	COFFEY	5/17/2011 - ALLOWANCE FOR TRAVEL TO NY TO MEET WITH R. STARK AND M. SIEGEL TO PREPARE FOR MAY 18, 2011 HEARING	\$2,106.10	Excessive airfare charge - amount of expense is not reasonable/economical per Guidelines
2	7/11/2011	AIRFARE	STARK	5/17/2011 - ALLOWANCE FOR TRAVEL TO ATTEND HEARING	\$1,864.40	Excessive airfare charge - amount of expense is not reasonable/economical per Guidelines
3	6/28/2011	AIRFARE	DINERS CLUB	5/18/2011 - ALLOWANCE FOR TRAVEL TO RENO FOR HEARING ON MOTION TO ADJ. CONFIRMATION HEARING	\$ 915.40	Excessive airfare charge  Please provide name of professional incurring this charge
4	6/28/2011	AIRFARE	DINERS CLUB	5/18/2011 - ALLOWANCE FOR TRAVEL TO RENO FOR HEARING ON MOTION TO ADJ. CONFIRMATION HEARING	\$1,864.40	Excessive airfare charge - amount of expense is not reasonable/economical per Guidelines  Please provide name of professional incurring this charge
5	6/28/2011	AIRFARE	DINERS CLUB	5/18/2011 - ALLOWANCE ASSOCIATED WITH TRAVELING TO ATTEND JAMES NAVE DEPOSITION	\$ 458.70	Please provide name of professional incurring this charge. The description is "allowance associated with traveling." Please explain whether this is indeed a charge for airfare or a charge incidental to airfare
6	7/11/2011	AIRFARE	STARK	5/18/2011 - ALLOWANCE FOR TRAVEL TO ATTEND HEARING	\$ 915.40	Excessive airfare charge

Nancy Rapoport 10/9/11 11:59 AM

**Comment [2]:** Let's discuss the details of these charges.

ITEM	DATE	EXPENSE	PROFESSIONAL	DESCRIPTION	AMOUNT	COMMENTS
7	7/11/2011	AIRFARE	STARK	5/18/2011 - ALLOWANCE FOR TRAVEL TO ATTEND HEARING	\$ 49.00	Is this expense a travel fee? There is an expense billed for airfare in the amount of \$915.40. Please explain the nature of this expense and why the estate is being billed for it.
8	5/31/2011	AIRFARE - PLANE FEE	COFFEY	5/19/2011 - PLANE FEE - EXPENSE ALLOWANCE FOR TRAVEL FROM NAVE DEPOSITION	\$ 50.00	Is this expense a travel fee? Please explain the nature of this expense and why the estate is being billed for it.
9	6/28/2011	AIRFARE	DINERS CLUB	5/19/2011 - ALLOWANCE ASSOCIATED WITH TRAVELING TO ATTEND JAMES NAVE DEPOSITION	\$ 458.70	Please provide name of professional incurring this charge. The description is "allowance associated with traveling." Please explain whether this is indeed a charge for airfare or a charge incidental to airfare
10	5/31/2011	AIRFARE	COFFEY	5/23/2011 - EXPENSE ALLOWANCE FOR TRAVEL TO LAS VEGAS TO CONDUCT WILLIAM BIBLE DEPOSITION	\$1,597.40	Excessive airfare charge - amount of expense is not reasonable/economical per Guidelines
11	6/9/2011	AIRFARE	COFFEY	5/23/2011 - ALLOWANCE ASSOCIATED WITH WILLIAM BIBLE DEPOSITION	\$ 54.00	Is this expense a travel fee? Please explain the nature of this expense and why the estate is being billed for it.
12	5/31/2011	AIRFARE	COFFEY	5/24/2011 - ALLOWANCE FOR TRAVEL TO LAS VEGAS TO CONDUCT WILLIAM BIBLE DEPOSITION	\$ 205.70	Is this expense a travel fee? There is an expense billed for airfare in the amount of \$1,215.40. Please explain the nature of this expense and why the estate is being billed for it.
13	5/31/2011	AIRFARE	COFFEY	5/24/2011 - ALLOWANCE FOR TRAVEL FROM LAS VEGAS FROM WILLIAM BIBLE DEPOSITION	\$1,215.40	Excessive airfare charge - amount of expense is not reasonable/economical per Guidelines

Nancy Rapoport 10/9/11 11:59 AM

**Comment [3]:** Ditto. Are the high-price tickets coach class or something else?

ITEM	DATE	EXPENSE	PROFESSIONAL	DESCRIPTION	AMOUNT	COMMENTS
14	6/14/2011	CONSULTING	EVIDOX CORPORATION	UPLOAD DOCUMENTS RECEIVED FROM DEBTORS ONTO SUMMATION DOCUMENT REVIEW SYSTEM	\$ 498.00	Was a consulting fee for uploading documents onto a server actually necessary and could it have been done in-house without charging the estate?
15	6/20/2011	CONSULTING	EVIDOX CORPORATION	UPLOAD DOCUMENTS RECEIVED FROM DEBTORS ONTO SUMMATION DOCUMENT REVIEW SYSTEM	\$ 148.00	Was a consulting fee for uploading documents onto a server actually necessary and could it have been done in-house without charging the estate?
16	6/28/2011	GARBER TRAVEL	DINERS CLUB	5/17/2011 - EXPENSE ALLOWANCE FOR TRAVEL TO RENO FOR HEARING ON MOTION TO ADJ. CONFIRMATION HEARING	\$ 18.00	Please provide name of professional incurring this charge. The description is "allowance for travel." Please explain whether this is a charge for airfare/meals/hotel or an charge incidental to such an expense (fee?)
17	6/28/2011	GARBER TRAVEL	DINERS CLUB	5/17/2011 - EXPENSE ALLOWANCE FOR TRAVEL TO RENO FOR HEARING ON MOTION TO ADJ. CONFIRMATION HEARING	\$ 32.00	Please provide name of professional incurring this charge. The description is "allowance for travel." Please explain whether this is a charge for airfare/meals/hotel or an charge incidental to such an expense (fee?)
18	6/28/2011	GARBER TRAVEL	DINERS CLUB	6/10/2011 - EXPENSE ALLOWANCE FOR TRAVEL TO RENO FOR HEARING ON MOTION TO ADJ. CONFIRMATION HEARING	\$ 32.00	Please provide name of professional incurring this charge. The description is "allowance for travel." Please explain whether this is a charge for airfare/meals/hotel or an charge incidental to such an expense (fee?)

Nancy Rapoport 10/9/11 12:00 PM

**Comment [4]:** Need to get a feel why these two entries aren't non-compensable overhead.

ITEM	DATE	EXPENSE	PROFESSIONAL	DESCRIPTION	AMOUNT	COMMENTS
19	6/28/2011	GARBER TRAVEL	DINERS CLUB	5/17/2011 - EXPENSE ALLOWANCE ASSOCIATED WITH TRAVELING TO ATTEND JAMES NAVE DEPOSITION	\$ 32.00	Please provide name of professional incurring this charge. The description is "allowance for travel." Please explain whether this is a charge for airfare/meals/hotel or an charge incidental to such an expense (fee?)
20	7/11/2011	GARBER TRAVEL	ROBERT STARK	5/17/2011 - EXPENSE ALLOWANCE FOR TRAVEL TO ATTEND HEARING.	\$ 18.00	The description is "allowance for travel." Please explain whether this is a charge for airfare/meals/hotel or an charge incidental to such an expense (fee?)
21	7/11/2011	GARBER TRAVEL	ROBERT STARK	5/17/2011 - EXPENSE ALLOWANCE FOR TRAVEL TO ATTEND HEARING	\$ 32.00	The description is "allowance for travel." Please explain whether this is a charge for airfare/meals/hotel or an charge incidental to such an expense (fee?)
22	7/11/2011	GARBER TRAVEL	ROBERT STARK	5/17/2011 - EXPENSE ALLOWANCE FOR TRAVEL TO ATTEND HEARING	\$ 32.00	The description is "allowance for travel." Please explain whether this is a charge for airfare/meals/hotel or an charge incidental to such an expense (fee?)
23	5/19/2011	HOTEL	JEREMY COFFEY	5/4/2011- 5/5/11 - EXPENSE ALLOWANCE FOR NY HOTEL STAY IN PREPARATION FOR AND PARTICIPATION ON INTERVIEW CALL WITH FINANCIAL ADVISOR CANDIDATES	\$ 576.11	Excessive hotel charge for one-night hotel stay - amount of expense is not reasonable/economical per Guidelines



ITEM	DATE	EXPENSE	PROFESSIONAL	DESCRIPTION	AMOUNT	COMMENTS
24	6/28/2011	HOTEL	DINERS CLUB	5/17/2011 - EXPENSE ALLOWANCE ASSOCIATED WITH TRAVELING TO ATTEND JAMES NAVE DEPOSITION	\$ 166.88	Please provide name of professional incurring this charge. The description is "allowance for travel." Please explain whether this is a charge for hotel or an charge incidental to such an expense (fee?) If hotel, please provide city in which expense was incurred.
25	5/20/2011	MEALS	CARRERAS	5/17/2011	\$ 35.54	Meal charge exceeds reasonable amount for one-person meal - amount of expense is not reasonable/economical per Guidelines
26	5/31/2011	MEALS	COFFEY	5/19/2011	\$ 156.21	Meal charge exceeds reasonable amount for one-person meal - amount of expense is not reasonable/economical per Guidelines
27	6/9/2011	MEALS	COFFEY	5/19/2011	\$ 31.51	Meal charge exceeds reasonable amount for one-person meal - amount of expense is not reasonable/economical per Guidelines
28	6/15/2011	MEALS	COFFEY	5/25/2011	\$ 62.34	Meal charge exceeds reasonable amount for one-person meal - amount of expense is not reasonable/economical per Guidelines
29	6/15/2011	MEALS	COFFEY	5/27/2011	\$ 37.00	Meal charge exceeds reasonable amount for one-person meal - amount of expense is not reasonable/economical per Guidelines

Nancy Rapoport 10/9/11 12:02 PM

**Comment [5]:** I'm not too bothered by the meal cost if we're talking about dinner; if we're talking about b'fast or lunch, that's too high.

Nancy Rapoport 10/9/11 12:02 PM

**Comment [6]:** Same question: was this a dinner?

Nancy Rapoport 10/9/11 12:02 PM

**Comment [7]:** Was this a dinner?

ITEM	DATE	EXPENSE	PROFESSIONAL	DESCRIPTION	AMOUNT	COMMENTS
30	7/18/2011	MILEAGE	STEEL	5/25/2011	\$ 86.57	This is the only mileage charge in the expense request. Why is mileage being reimbursed for this professional and not for others?
31	5/20/2011	OVERNIGHT DELIVERY: FED EX	Coffey, Palazzo Resort Hotel		\$ 100.57	These appear to be three separate overnight delivery charges to same recipient on the same day. Were these necessary expenses? The delivery charge is high.
32	5/20/2011	OVERNIGHT DELIVERY: FED EX	Coffey, Palazzo Resort Hotel		\$ 92.38	These appear to be three separate overnight delivery charges to same recipient on the same day. Were these necessary expenses? The delivery charge is high.
33	5/20/2011	OVERNIGHT DELIVERY: FED EX	Coffey, Palazzo Resort Hotel		\$ 85.44	These appear to be three separate overnight delivery charges to same recipient on the same day. Were these necessary expenses? The delivery charge is high.
34	5/31/2011	PARKING AND TOLLS	COFFEY	5/20/2011	\$ 101.00	Excessive Parking and Tolls charge - amount of expense is not reasonable/economical per Guidelines
35	7/7/2011	PARKING AND TOLLS	SIEGEL	5/31/2011	\$ 87.25	Excessive Parking and Tolls charge - amount of expense is not reasonable/economical per Guidelines
36	5/5/2011	SECRETARY OT			\$ 15.00	Non-reimbursable overhead expense per Guidelines
37	5/6/2011	SECRETARY OT			\$ 15.00	Non-reimbursable overhead expense per Guidelines
38	5/7/2011	SECRETARY OT			\$ 15.00	Non-reimbursable overhead expense per Guidelines
39	5/9/2011	SECRETARY OT			\$ 30.00	Non-reimbursable overhead expense per Guidelines
40	6/14/2011	SECRETARY OT			\$ 15.00	Non-reimbursable overhead expense per Guidelines

ITEM	DATE	EXPENSE	PROFESSIONAL	DESCRIPTION	AMOUNT	COMMENTS
41	6/14/2011	SECRETARY OT			\$ 60.00	Non-reimbursable overhead expense per Guidelines
42	6/14/2011	SECRETARY OT			\$ 105.00	Non-reimbursable overhead expense per Guidelines
43	6/14/2011	SECRETARY OT			\$ 60.00	Non-reimbursable overhead expense per Guidelines
44	6/24/2011	TAXI	GOLD SEAL CAR & LIMO	5/17/2011	\$ 117.81	Excessive Taxi charge - amount of expense is not reasonable/economical per Guidelines
45	6/29/2011	TAXI	BOSTON CARS/CTS	5/23/2011	\$ 114.20	Excessive Taxi charge - amount of expense is not reasonable/economical per Guidelines
46	7/28/2011	TAXI	GOLD SEAL CAR & LIMO	5/11/2011	\$ 105.35	Excessive Taxi charge - amount of expense is not reasonable/economical per Guidelines
47	6/7/2011	TRAVEL	COFFEY	5/26/2011 - TRAVEL FEE	<del>\$ 18.00</del>	Please explain why a "travel fee" is being billed to the estate.
48	06/01/11	MAY 2011 SPECIALIZED ONLINE RESEARCH SERVICES -RETRIEVE DOCKET AND PLEADINGS ONLINE			\$ 4.96	Were these docket pleadings not available online via <a href="http://www.kccllc.net/stati">http://www.kccllc.net/stati</a> oncasinos at no charge?
49	06/01/11	MAY 2011 SPECIALIZED ONLINE RESEARCH SERVICES -RETRIEVE DOCKET AND PLEADINGS ONLINE			\$ 9.68	Were these docket pleadings not available online via <a href="http://www.kccllc.net/stati">http://www.kccllc.net/stati</a> oncasinos at no charge?
50	06/01/11	MAY 2011 SPECIALIZED ONLINE RESEARCH SERVICES -RETRIEVE DOCKET AND PLEADINGS ONLINE			\$ 11.04	Were these docket pleadings not available online via <a href="http://www.kccllc.net/stati">http://www.kccllc.net/stati</a> oncasinos at no charge?
51	06/01/11	MAY 2011 SPECIALIZED ONLINE RESEARCH SERVICES -RETRIEVE DOCKET AND PLEADINGS ONLINE			\$ 111.12	Were these docket pleadings not available online via <a href="http://www.kccllc.net/stati">http://www.kccllc.net/stati</a> oncasinos at no charge?
52	06/01/11	MAY 2011 SPECIALIZED ONLINE RESEARCH SERVICES -RETRIEVE DOCKET AND PLEADINGS ONLINE			\$ 18.16	Were these docket pleadings not available online via <a href="http://www.kccllc.net/stati">http://www.kccllc.net/stati</a> oncasinos at no charge?

Nancy Rapoport 10/9/11 12:03 PM

**Comment [8]:** Cost for these three entries may be reasonable, depending on the city in which the charges were incurred. Where were they incurred?

ITEM	DATE	EXPENSE	PROFESSIONAL	DESCRIPTION	AMOUNT	COMMENTS
53	06/01/11	MAY 2011 SPECIALIZED ONLINE RESEARCH SERVICES -RETRIEVE DOCKET AND PLEADINGS ONLINE			\$ 350.32	Were these docket pleadings not available online via <a href="http://www.kccllc.net/stati">http://www.kccllc.net/stati</a> oncasinos at no charge?
54	06/01/11	MAY 2011 SPECIALIZED ONLINE RESEARCH SERVICES -RETRIEVE DOCKET AND PLEADINGS ONLINE			\$ 241.60	Were these docket pleadings not available online via <a href="http://www.kccllc.net/stati">http://www.kccllc.net/stati</a> oncasinos at no charge?
55	06/01/11	MAY 2011 SPECIALIZED ONLINE RESEARCH SERVICES -RETRIEVE DOCKET AND PLEADINGS ONLINE			\$ 534.48	Were these docket pleadings not available online via <a href="http://www.kccllc.net/stati">http://www.kccllc.net/stati</a> oncasinos at no charge?
56	06/01/11	MAY 2011 SPECIALIZED ONLINE RESEARCH SERVICES -RETRIEVE DOCKET AND PLEADINGS ONLINE			\$ 1.84	Were these docket pleadings not available online via <a href="http://www.kccllc.net/stati">http://www.kccllc.net/stati</a> oncasinos at no charge?
57	06/01/11	MAY 2011 SPECIALIZED ONLINE RESEARCH SERVICES -RETRIEVE DOCKET AND PLEADINGS ONLINE			\$ 6.16	Were these docket pleadings not available online via <a href="http://www.kccllc.net/stati">http://www.kccllc.net/stati</a> oncasinos at no charge?
58	06/01/11	MAY 2011 SPECIALIZED ONLINE RESEARCH SERVICES -RETRIEVE DOCKET AND PLEADINGS ONLINE			\$ 7.84	Were these docket pleadings not available online via <a href="http://www.kccllc.net/stati">http://www.kccllc.net/stati</a> oncasinos at no charge?

EXHIBIT B—DOWNEY BRAND REVIEWS

**MEMORANDUM**

To: Nancy B. Rapoport

From: Blake F. Quackenbush

Date: August 27, 2011

Re: Case No. 09-52477-GWZ, Dkt. 3708, Aug 12, 2011; Downey Brand LLP's First and Final Application for Compensation and Reimbursement of Expenses

**DOWNEY BRAND, LLP**  
**AUTHORIZED DUTIES**

Downey Brand LLP ("**Downey Brand**") has submitted its First and Final Application for compensation and reimbursement of expense (the "**Application**") and requests entry of a final order approving the allowance and authorizing payment of compensation totaling \$70,442.41. No. 09-52477-GWZ, Dkt. 3708, 2:14-23, Aug 12, 2011. This Court has approved the employment of Downey Brand, LLP as Local Counsel for the Official Committee of Unsecured Creditors of Green Valley Ranch Gaming, LLC ("**Committee**") on July 15, 2011. Dkt. 3603, 2-3.

This Court granted the application to employ Downey Brand, dated May 27, 2011, and authorized Downey Brand to render professional services to the Committee as set forth in the Committee's application. *Id.* The Committee's application to employ Downey Brand states the scope of Downey Brand's employment as follows:

- a. Advise on Nevada law and local practice;
- b. Representation before the United States Bankruptcy Court for the District of Nevada;
- c. Assistance with preparation and filing of Bankruptcy Court documents; and
- d. Performing any other services which may be appropriate in Downey Brand's representation of the Committee, as directed by the Committee which may be required of local counsel ethically or by Local Rule.

Dkt. 3291, 2:23-28, May 27, 2011.

Downey Brand performed professional services to the Committee and this memorandum will review professional fees and expenses related to those services rendered.

## **I. REVIEW OF PROFESSIONAL FEES AND EXPENSES**

The Guidelines for Reviewing Applications for Compensation & Reimbursement of Expenses Filed under 11 U.S.C. § 330 (“**U.S. Trustee Guidelines**”) provide that All applications should include sufficient detail to demonstrate compliance with 11 U.S.C. 330.” 28 C.F.R. § 58 app. A. Section 330 of the Bankruptcy Code provides:

(a)(1) After notice to the parties in interest and the United States Trustee and a hearing [. . .] the court may award to a [. . .] professional person employed under section 327 or 1103—

(A) reasonable compensation for actual, necessary services rendered by the trustee, examiner, ombudsman, professional person, or attorney and by any paraprofessional person employed by any such person; and

(B) reimbursement for actual, necessary expenses.

According to section 330, Downey Brand’s professional fees and expense must be reasonable and necessary in order for this Court to grant a request for compensation.

The Fee Examiner helps the court determine the reasonableness and necessity of fees and expenses. *Id.* In order for a Fee Examiner to do her job, applications must submit sufficient information in a clear, understandable manner for a determination to be properly made. The fee application should “contain sufficient information about the case and the applicant so that the Court, the creditors, and the United States Trustee can review it without searching for relevant information in other documents.” 28 C.F.R. § 58 app. A. Moreover, each project category should contain a narrative summary of the following information:

(A) a description of the project, its necessity and benefit to the estate, and the status of the project including all pending litigation for which compensation and reimbursement are requested;

(B) identification of each person providing services on the project; and

(C) a statement of the number of hours spent and the amount of compensation requested for each professional and paraprofessional on the project.

*Id.*

Accordingly, Downey Brand must provide enough detailed information to prevent a Fee Examiner from searching for relevant information in other documents, in order to satisfy (A), (B) and (C). *Id.*

This memorandum will review both the professional fees and expenses requested in the Application pursuant to 11 U.S.C. §§ 328, 330 and 331, as well as the U.S. Trustee Guidelines, codified at 28 C.F.R. § 58 app. A. Any questions raised as a result of this review will be highlighted in yellow, and these questions will be directed to Downey Brand for clarification.

## II. SUMMARY OF PROFESSIONAL FEES

Downey Brand requests final approval of the following professional services rendered to the Committee and reimbursement of actual and necessary expenses incurred:

Professional Fees	\$	64,458.50
Expenses	\$	5,893.91
Total fees and expenses requested	\$	70,352.41

Dkt. 3708, 3:18-20.

Prior to filing this application, Downey Brand has not requested any fees specified above from the Committee, and the Committee has paid no fees to Downey Brand. *Id.* at 7:17-20.

Downey Brand has agreed to undertake representation of the Committee at its standard hourly rates in accordance with 11 U.S.C. §§ 327, 330 and 331 of the Bankr. Code, the Fed. R. of Bankr. Proc. and the Local Bankruptcy Rules of this Court. *Id.* at 3:8-15. Downey Brand will be reimbursed for “all reasonable and necessary expenses incurred herein pursuant to the local guidelines for compensation of professionals.” *Id.* The Application Downey Brand submitted to the court for services rendered to Station Casinos provided the following rate schedule and fees:

Attorney	Hourly Rate	Effective Hourly Rate	Application Hours	Total Fees
Sallie B. Armstrong (“SBA”)	\$400.00	\$400.00	78.00	31,520.00
Jamie P. Dreher (“JPD”)	\$360.00	\$199.80	20.00	\$3,996.00
Michelle N. Kazmar (“MK”)	\$255.00	\$255.00	60.40	\$15,402.00
			Total	\$50,918.00

Paraprofessional	Hourly Rate	Effective Hourly Rate	Application Hours	Total Fees
Donna Ellis (“DE”)	\$135.00	\$135.00	\$100.30	\$13,540.50
			Total	<b>\$64,458.50</b>

*Id.* at 4:18-26.

Apart from the totals provided for rate schedules and total fees, the Application provides no specific information related to professional fees. Instead, Downey Brand compiled an itemization of fees requested and attached such information as Exhibit A to the *Declaration of Michelle N. Kazmar in Support of Downey Brand LLP’s First and Final Application for Compensation and Reimbursement of Expenses* (“**Invoice**”).



**A. QUESTIONS RELATED TO DOWNEY BRAND'S REQUEST FOR COMPENSATION FOR PROFESSIONAL SERVICES**

This section provides questions, highlighted in yellow, that require a response from Downey Brand in order for the Fee Examiner to determine whether the fees requested in the Application and provided in the Invoice are necessary and reasonable.

**1. CONFLICT CHECK**

Downey Brand billed a total of 259.50 hours for professional services and 36.5 of those involved conflicts checks. Dkt. 3709. This resulted in a cost of \$6,602.00 to the estate. *Id.* The Invoice generally refers to the work done on conflicts checks as "disclosure of connections." Although, a few items refer to conflicts checks as "conflict reports." *Id.*

Are 36.5 hours a reasonable and necessary amount of time to spend on conflicts checks?

**2. FEE APPLICATION PREPARATION**

Downey Brand billed a total of 259.50 hours for professional services and 8.7 of those involved fee application preparation. Dkt. 3709. Are 8.7 hours a reasonable and necessary amount of time to spend on fee application preparation?

**3. BLOCK BILLING**

The U.S. Trustee Guidelines provide:

(v) Time entries should be kept contemporaneously with the services rendered in time periods of tenths of an hour. Services should be noted in detail and not combined or "lumped" together, with each service showing a separate time entry; however, tasks performed in a project which total a de minimis amount of time can be combined or lumped together if they do not exceed .5 hours on a daily aggregate. Time entries for telephone calls, letters, and other communications should give sufficient detail to identify the parties to and the nature of the communication. Time entries for court hearings and conferences should identify the subject of the hearing or conference. If more than one professional from the applicant firm attends a hearing or conference, the applicant should explain the need for multiple attendees.

28 C.F.R. § 58 app. A.

Multiple entries in the Invoice provide a record of tasks performed, but some entries contain a number of different tasks and provide only one total for hours spent on all of the tasks performed in a particular entry. This results in "lumping" the amount of time spent on multiple tasks. The following is a list of entries which fail to distinguish between tasks and lump hours together:

Date	Billing Description	Name	Hours	Rate	Total
5/9/2011	Work with team counsel on locations for depositions, court reporters, process servers, witness fee checks, assembly of notices of deposition and subpoenas, and letters of instructions to process servers.	Donna Ellis	5.3	\$ 135.00	\$ 715.50
5/9/2011	Assist counsel with finalizing, assembling and efilng Ex parte Motion to Exceed Page Limit, Notice of Intent to Serve Subpoenas, Ex Parte Motion to Seal, Ex Parte Motion for OST and supporting documents.	Donna Ellis	2.5	\$ 135.00	\$ 337.50
5/10/2011	Continue work on subpoenas and notices: 1) location of additional witnesses and corrections to previous subpoenas, 2) preparation of subpoenas for service in California, 3) arrange for witness fee checks, 4) contacts with process servers, court reporters to add/change witness appearances, 5) letters of instructions to process servers, and 6) preparation of exhibits for additional Notice of Intent.	Donna Ellis	4.5	\$ 135.00	\$ 607.50
5/10/2011	Prepare documents filed for Proposed Committee in Stations matter and other relevant filings. What were these other filings?	Donna Ellis	1.5	\$ 135.00	\$ 202.50

5/10/2011	Conference with attorneys Armstrong and Kazmar regarding ECF notices and begin preparation of registration forms for Attorneys Steel, Coffey, Riffin and Singer.	Sallie B. Armstrong	1.3	\$ 135.00	\$ 175.50
5/10/2011	Review currently filed pleadings and work with Legal Assistant and Attorney Kazmar on downloading of same and distribution to Committee team (1.1 ).	Donna Ellis	1.1	\$ 400.00	\$ 440.00
5/11/2011	Work on Notice of Intent and exhibits for additional subpoenas and notices, and assist with chart of subpoenas. notices, status of service and locations for depositions.	Donna Ellis	1.5	\$ 135.00	\$ 202.50
5/11/2011	Conference with Attorney Armstrong regarding documents filed In Re Stations today, update docket downloads, and email Brown Rudnick team certain	Sallie B. Armstrong	1.2	\$ 135.00	\$ 162.00
05112/11	Review current docket and continue review of currently filed pleadings. <b>Which ones?</b>	Donna Ellis	1.9	\$ 400.00	\$ 760.00
5/6/2011	Review CM/ECF documents from Brown Rudnick, email C. Laukamg regarding efilng, scan and email D. Gallagher regarding registrations, and work with M. Kazmar regarding pro hac applications and status.	Donna Ellis	1.5	\$ 135.00	\$ 202.50

5/16/2011	Follow-up on status of depositions: telephone conference with Instant Process regarding status of service on T. Wright, email counsel regarding address and telephone conference with Litigation Services and Atkinson Baker regarding cancellation of depositions.	Donna Ellis	0.8	\$ 135.00	\$ 108.00
5/17/2011	Email correspondence with counsel regarding updates to deposition requirements. and follow-up on same with telephone conference with Amber of Sunshine Litigation Services regarding deposition of James Nave and boxes of exhibits.	Donna Ellis	0.3	\$ 135.00	\$ 40.50
5/18/2011	Conference with Attorney Armstrong regarding events of hearing, and follow-up on same with email to B. Welch regarding deposition status, and email to Sunshine Litigation Services regarding deposition changes.	Sallie B. Armstrong	0.8	\$ 135.00	\$ 108.00
5/24/2011	Work with Attorney Armstrong on Brown Rudnick's application for retention and employment, revise application for order shortening time, order and attorney information sheet.	Donna Ellis	0.6	\$ 135.00	\$ 81.00
5/25/2011	Work with Attorneys Armstrong and Dreher to finalize employment application, create Schedule of related parties as Exhibit to Declaration of S. Armstrong in support of Application, and work on Declaration and Application.	Jamie P. Dreher	6.5	\$ 135.00	\$ 877.50

5/26/2011	Work on conflict check review and disclosures, employment application and declaration, and outstanding case issues.	Sallie B. Armstrong	4.5	\$ 360.00	\$ 1,620.00
5/27/2011	Finalize Downey Brand Application and Armstrong Declaration, and work on Order Shortening Time issues (2.7).	Donna Ellis	2.7	\$ 400.00	\$ 1,080.00
5/31/2011	Work with Attorney Kazmar on Order Shortening Time and prepare Order Shortening Time to hear Downey Brand's application.	Donna Ellis	0.6	\$ 135.00	\$ 81.00
6/2/2011	Follow-up on entry of OST on Application to Employ GLC, and work on Notice of Entry and Notice of Hearing.	Donna Ellis	1	\$ 135.00	\$ 135.00
6/6/2011	Work on and finalize Supplement to Application to Employ GLC, Order and Affidavit of J. Reynertson.	Sallie B. Armstrong	1.2	\$ 135.00	\$ 162.00
6/6/2011	Telephone conference with Brown Rudnick regarding continuing hearing and follow-up on same, including telephone conference with court clerk (.6).	Sallie B. Armstrong	0.6	\$ 400.00	\$ 240.00
06/07/11	Follow-up with Attorney Carlyon on continuance and work on notice (.3).	Sallie B. Armstrong	0.3	\$ 400.00	\$ 120.00
06/08/11	Review email correspondence regarding fee estimates for purposes of plan confirmation, work on same, and prepare email correspondence regarding same.	Sallie B. Armstrong	0.5	\$ 400.00	\$ 200.00
7/10/2011	Continue review of Green Valley Ranch billing and task coding.	Donna Ellis	1.4	\$ 400.00	\$ 560.00

Will Downey Brand please review the aforementioned entries and provide times for each project so that a proper review of the necessity and reasonableness of each task can be performed? Alternatively, it could accept the same 3% reductions for block-billing that other professionals have taken.

#### 4. UNCLEAR OR VAGUE ENTRIES

The U.S. Trustee Guidelines provide:

(iii) Each project category should contain a narrative summary of the following information:

- (A) a description of the project, its necessity and benefit to the estate, and the status of the project including all pending litigation for which compensation and reimbursement are requested;
- (B) identification of each person providing services on the project; and
- (C) a statement of the number of hours spent and the amount of compensation requested for each professional and paraprofessional on the project.

28 C.F.R. § 58 app. A.

The following entry fails to provide sufficient information under the U.S. Trustee Guidelines to make available either a description of the project, the project's necessity/benefit to the estate, or identification of each person providing services on the project:

5/5/2011	Work with Brown Rudnick on various case management issues (.4).	SBA	0.4	\$ 400.00	\$ 160.00
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#### CONCLUSION

This review of Downey Brand's Application raises the following issues that require a response in order to determine the reasonableness and necessity of the fees and expenses requested in the Application through the Invoice:

1. Whether 36.5 hours is a reasonable and necessary amount of time to spend on conflicts checks;
2. Whether times for certain professional services were properly recorded so as to provide information relating to each project recorded in the invoice for professional services rendered; and
3. Whether certain descriptions of items listed adequately provided narrative summaries of the projects performed including the project's necessity, benefit to the estate, and identification of each professional on the project.

Date	Conflict Check Work	Professional	Hours Spent	Hourly Rate	Total Billed
5/12/2011	Begin review of Downey Brand Conflict Report for	Donna Ellis	5.2	\$135.00	\$702.00
5/12/2011	Continue work on employment application and disclosure of connections (.8).	Sallie B. Armstrong	0.8	\$400.00	\$320.00
05113/11	Continue to work through disclosure of connections.	Donna Ellis	3.8	\$135.00	\$513.00
5/16/2011	Continue work on disclosures.	Donna Ellis	2	\$135.00	\$270.00
5/17/2011	Continue to work on disclosures.	Donna Ellis	3	\$135.00	\$405.00
5/18/2011	Continue work on disclosures.	Donna Ellis	3	\$135.00	\$405.00
5/19/2011	Continue work on disclosures.	Donna Ellis	4	\$135.00	\$540.00
05/20/11	Continue work on disclosures.	Donna Ellis	3.7	\$135.00	\$499.50
5/23/2011	Continue work on disclosures.	Donna Ellis	3.5	\$135.00	\$472.50
5/24/2011	Continue work on disclosures.	Donna Ellis	1	\$135.00	\$135.00
5/25/2011	Work on GVR Committee retention issues, including disclosures pursuant to conflict review check report, employment application and supporting documents.	Jamie P. Dreher	2	\$360.00	\$720.00
5/26/2011	Work on conflict check review and disclosures,	Jamie P. Dreher	4.5	\$360.00	\$1,620.00
			<b>36.5</b>		<b>\$6,602.00</b>

Date	Fee Application Description	Name	Hours	Rate	Total
6/15/2011	Review and respond to email from H. Steel regarding time for filing final fee applications (.2); work with J.	Michelle N. Kazmar	0.4	\$255.00	\$102.00
6/29/2011	Begin work on fee application and review guidelines for fee applications regarding same.	Michelle N. Kazmar	0.3	\$255.00	\$76.50
6/30/2011	Continue work on and analysis of fee guidelines for compensation (.6), review and analyze fee statements for fee application (1.0).	Michelle N. Kazmar	1.6	\$255.00	\$408.00
7/5/2011	Review and analyze revisions to bill (.2); continue drafting fee application (.4).	Michelle N. Kazmar	0.6	\$255.00	\$153.00
7/6/2011	Continue review of and analyze timing of filing fee application (.2); draft email to J. Singer regarding the	Michelle N. Kazmar	0.3	\$255.00	\$76.50
7/8/2011	Work with Attorney Dreher on issues related to employment and fee applications.	Sallie B. Armstrong	0.3	\$400.00	\$120.00
7/11/2011	Work on issues related to fee application (.4);	Michelle N. Kazmar	0.4	\$255.00	\$331.50
7/15/2011	Work on fee application issues.	Michelle N. Kazmar	0.2	\$255.00	\$51.00
7/19/2011	Follow-up with Attorney Kazmar on timing of fee application.	Sallie B. Armstrong	0.1	\$400.00	\$40.00
7/26/2011	Continue to work on final fee application.	Michelle N. Kazmar	1.2	\$255.00	\$306.00

7/28/2011	Finish drafting final fee application (.5); draft declaration of J. Dreher in support of the same (.7).	Michelle N. Kazmar	1.2	\$255.00	\$306.00
7/29/2011	Review and revise final fee application (.4); review and revise declaration in support of the same (.4); research service issues related to final fee applications (1.0)	Michelle N. Kazmar	1.8	\$255.00	\$459.00
7/29/2011	Work on fee application, notice of same, and submission	Sallie B. Armstrong	0.3	\$400.00	\$120.00
			<b>8.7</b>		<b>\$2,549.50</b>
Date	Billing Description	Name	Hours	Rate	Total
5/9/2011	Work with team counsel on locations for depositions, court reporters, process servers, witness fee checks, assembly of notices of deposition and subpoenas, and letters of instructions to process servers.	Donna Ellis	5.3	\$ 135.00	\$ 715.50
5/9/2011	Assist counsel with finalizing, assembling and efilng Ex parte Motion to Exceed Page Limit, Notice of Intent to Serve Subpoenas, Ex Parte Motion to Seal, Ex Parte Motion for OST and supporting documents.	Donna Ellis	2.5	\$ 135.00	\$ 337.50
5/10/2011	Continue work on subpoenas and notices: 1) location of additional witnesses and corrections to previous subpoenas, 2) preparation of subpoenas for service in California, 3) arrange for witness fee checks, 4) contacts with process servers, court reporters to add/change witness appearances, 5) letters of instructions to process servers, and 6) preparation of exhibits for additional Notice of Intent.	Donna Ellis	4.5	\$ 135.00	\$ 607.50
5/10/2011	Prepare documents filed for Proposed Committee in Stations matter and other relevant filings.	Donna Ellis	1.5	\$ 135.00	\$ 202.50
5/10/2011	Conference With Attorneys Armstrong and Kazmar regarding ECF notices and begin preparation of registration forms for Attorneys Steel, Coffey, Riffin and Singer.	Sallie B. Armstrong	1.3	\$ 135.00	\$ 175.50
5/10/2011	Review currently filed pleadings and work with Legal Assistant and Attorney Kazmar on downloading of same and distribution to Committee team (1.1 ).	Donna Ellis	1.1	\$ 400.00	\$ 440.00
5/11/2011	Work on Notice of Intent and exhibits for additional subpoenas and notices, and assist with chart of subpoenas. notices, status of service and locations for depositions.	Donna Ellis	1.5	\$ 135.00	\$ 202.50
5/11/2011	Conference with Attorney Armstrong regarding documents filed In Re Stations today, update docket downloads, and email Brown Rudnick team certain	Sallie B. Armstrong	1.2	\$ 135.00	\$ 162.00
05112/11	Review current docket and continue review of currently filed pleadings.	Donna Ellis	1.9	\$ 400.00	\$ 760.00
5/6/2011	Review CM/ECF documents from Brown Rudnick, email C. Laukamg regarding efilng, scan and email D. Gallagher regarding registrations, and work with M. Kazmar regarding pro hac applications and status.	Donna Ellis	1.5	\$ 135.00	\$ 202.50
5/16/2011	Follow-up on status of depositions: telephone conference with Instant Process regarding	Donna Ellis	0.8	\$ 135.00	\$ 108.00



	status of service on T. Wright, email counsel regarding address•. and telephone conference with Litigation Services and Atkinson Baker regarding cancellation of depositions.				
5/17/2011	Email correspondence with counsel regarding updates to deposition requirements. and follow-up on same with telephone conference with Amber of Sunshine Litigation Services regarding deposition of James Nave and boxes of exhibits.	Donna Ellis	0.3	\$ 135.00	\$ 40.50
5/18/2011	Conference with Attorney Armstrong regarding events of hearing, and follow-up on same with email to B. Welch regarding deposition status, and email to Sunshine Litigation Services regarding deposition changes.	Sallie B. Armstrong	0.8	\$ 135.00	\$ 108.00
	Continue review of Bankruptcy Court dockets and work on disclosures in connection with Employment Application (1.5); work on Verified Petitions and Notices of Appearance (.4); telephone conference with Attorney Singer (.3).	Donna Ellis	2.2	\$ 400.00	\$ 880.00
5/24/2011	Work with Attorney Armstrong on Brown Rudnick's application for retention and employment, revise application for order shortening time, order and attorney information sheet.	Donna Ellis	0.6	\$ 135.00	\$ 81.00
5/25/2011	Work with Attorneys Armstrong and Dreher to finalize employment application, create Schedule of related parties as Exhibit to Declaration of S. Armstrong in support of Application, and work on Declaration and Application.	Jamie P. Dreher	6.5	\$ 135.00	\$ 877.50
5/26/2011	Work on conflict check review and disclosures, employment application and declaration, and outstanding case issues.	Sallie B. Armstrong	4.5	\$ 360.00	\$ 1,620.00
5/27/2011	Finalize Downey Brand Application and Armstrong Declaration, and work on Order Shortening Time issues (2.7).	Donna Ellis	2.7	\$ 400.00	\$ 1,080.00
5/31/2011	Work with Attorney Kazmar on Order Shortening Time and prepare Order Shortening Time to hear Downey Brand's application.	Donna Ellis	0.6	\$ 135.00	\$ 81.00
6/2/2011	Follow-up on entry of OST on Application to Employ GLC, and work on Notice of Entry and Notice of Hearing.	Donna Ellis	1	\$ 135.00	\$ 135.00
6/6/2011	Work on and finalize Supplement to Application to Employ GLC, Order and Affidavit of J. Reynertson.	Sallie B. Armstrong	1.2	\$ 135.00	\$ 162.00
6/6/2011	Telephone conference with Brown Rudnick regarding continuing hearing and follow-up on same, including telephone conference with court clerk (.6).	Sallie B. Armstrong	0.6	\$ 400.00	\$ 240.00
06/07/11	Follow-up with Attorney Carlyon on continuance and work on notice (.3).	Sallie B. Armstrong	0.3	\$ 400.00	\$ 120.00
06/08/11	Review email correspondence regarding fee estimates for purposes of plan confirmation, work on same, and prepare email correspondence regarding same.	Sallie B. Armstrong	0.5	\$ 400.00	\$ 200.00
7/10/2011	Continue review of Green Valley Ranch billing and task coding.	Donna Ellis	1.4	\$ 400.00	\$ 560.00

5/4/2011	Work with M. Riffin regarding documents needed for	MK	0.4	\$ 255.00	\$ 102.00
5/5/2011	Begin work on Employment Application and disclosures	SBA	1.1	\$ 400.00	\$ 440.00
5/5/2011	Work with Brown Rudnick on various case management issues (.4).	SBA	0.4	\$ 400.00	\$ 160.00
What do "various case management issues" relate to?					
5/12/2011	Continue work on employment application and disclosure of connections (.8)	SBA	0.8	\$400.00	\$320
What does the "employment application" seek to employ?					
05/23/11	Review and analyze application to employ (.6)	MK	0.6	\$ 255.00	\$ 153.00
06/07/11	Follow-up with Attorney Carlyon on continuance and work on notice (.3).	SBA	0.3	\$ 400.00	\$ 120.00
What is SBA following up on, and what does the notice relate to?					

## Filing Fees:

5/6/2011	PAYEE: U.S. Bankruptcy Court; REQUEST#: 168552; DATE: 6/17/2011. - Filing fee for verified petition for permission to practice - Howard S. Steel	U.S. Bankruptcy Court	K	175
5/6/2011	PAYEE: U.S. Bankruptcy Court; REQUEST#: 168553; DATE: 6/17/2011. - Filing fee for verified petition for permission to practice - Jeremy B. Coffey	U.S. Bankruptcy Court	K	175
5/6/2011	PAYEE: U.S. Bankruptcy Court; REQUEST#: 168554; DATE: 6/17/2011. - Filing fee for verified petition for permission to practice - Robert J. Stark	U.S. Bankruptcy Court	K	

## Witness and mileage fee

5/9/2011	PAYEE: Dewey & LeBoeuf LLP; REQUEST#: 168569; DATE: 6/17/2011.	Dewey & LeBoeuf LLP	SBA	\$53.00
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5/9/2011	PAYEE: The Seaport Group; REQUEST#: 168571; DATE: 6/17/2011. - Witness fees and mileage for deposition	The Seaport Group	SBA	\$42.00
5/9/2011	PAYEE: James Nave, D.V.M.; REQUEST#: 168572; DATE: 6/17/2011. - Witness fees and mileage for deposition	James Nave, D.V.M.	SBA	\$45.00
5/9/2011	PAYEE: GCR Gaming LLC; REQUEST#: 168575; DATE: 6/17/2011. - Witness fees and mileage for deposition	GCR Gaming LLC	SBA	\$53.00
6/17/2011	PAYEE: Timothy Wright; REQUEST#: 168567; DATE: 6/17/2011.- Witness fees and mileage for deposition	Timothy Wright	SBA	\$55.00
6/17/2011	PAYEE: Eben Perison; REQUEST#: 168570; DATE: 6/17/2011.- Witness fees and mileage for deposition	Eben Perison	SBA	\$42.00
6/27/2011	Cancellation of: PAYEE: Larry Lindholm; REQUEST#: 168576; DATE: 6/17/2011. REQUEST#: 168575; DATE: 6/17/2011. - Witness fees and mileage for deposition		SBA	-\$53.00
6/27/2011	Cancellation of: PAYEE: GCR Gaming LLC; REQUEST#: 168575; DATE: 6/17/2011. - Witness fees and mileage for deposition		SBA	-\$53.00
6/27/2011	Cancellation of: PAYEE: Greenspun Corp.; REQUEST#: 168574; DATE: 6/17/2011. - Witness fees and mileage for deposition		SBA	-\$53.00

5/27/2011	PAYEE: CourtCall, LLC; REQUEST#: 168562; DATE: 6/17/2011. - Court Conference Calls; US Bankruptcy Court	CourtCall, LLC	BA	\$149.00
6/2/2011	PAYEE: CourtCall, LLC; REQUEST#: 168564; DATE: 6/17/2011.- Court Conference Calls; US Bankruptcy Court	CourtCall, LLC	BA	\$30.00

6/2/2011	PAYEE: CourtCall, LLC; REQUEST#: 168564; DATE: 6/17/2011.- Court Conference Calls; US Bankruptcy Court	Courteau, LLC	PD	\$30.00
6/2/2011	PAVEE: CourtCall, LLC; REQUEST#: 168564; DATE: 6/17/2011. - Court Conference Calls; US Bankruptcy Court	CourtCall, LLC	LS	\$30.00
6/2/2011	PAYEE: CourtCall, LLC; REQUEST#: 168564; DATE: 6/17/2011. - Court Conference Calls; US Bankruptcy Court	CourtCall, LLC	BA	\$30.00
6/3/2011	PAYEE: CourtCall, LLC; REQUEST#: 168565; DATE: 6/17/2011.- Court Conference Calls; US Bankruptcy Court	CourtCall, LLC	BA	\$37.00
6/10/2011	PAYEE: CourtCall, LLC; REQUEST#: 168565; DATE: 6/17/2011. -Court Conference Calls; US Bankruptcy Court	CourtCall, LLC	BA	\$44.00
7/12/2011	PAYEE: CourtCall, LLC; REQUEST#: 170106; DATE: 7/30/2011.- Court Conference Calls; US Bankruptcy Court	Courteau, LLC	BA	\$30.00
7/12/2011	PAYEE: CourtCall, LLC; REQUEST#: 170106; DATE: 7/30/2011. - Court Conference Calls; US Bankruptcy Court	Courteau, LLC	BA	\$30.00

EXHIBIT C—E&Y REVIEWS SINCE LAST REPORT

**MEMORANDUM**

TO: Nancy Rapoport

FROM: Michelle Alarie

DATE: July 26, 2011

RE: Ernst & Young: Third Interim Fee Application  
(August 1 through November 20, 2010)

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**1. Order Approving Appointment:**

Docket no. 495 entered on October 22, 2009. Order authorizes the retention and employment of Ernst & Young LLP ("E&Y") as the Debtor's independent auditor and tax advisor *nunc pro tunc* to the commencement of the chapter 11 case.

- Audit Services—(1) audit and report on the financial statement of the Stations Retirement Plan for the year ended December 31, 2008; (2) audit the financial statements of Stations Casinos, Inc, Green Valley Ranch Gaming LLC, Barley's Casino, and Aliante Gaming for year ended December 31, 2009 and issue financial statement pursuant to Nevada Gaming Control Board regulation 6.090; (3) perform quarterly review of financial information for form 10-Q.
- Tax Services—(1) perform limited review procedures for Station Casinos, Inc's 2008 federal tax return; (2) provide assistance and advice with the audit of Station Casinos, Inc's 2007 federal tax return; (3) answer general tax questions that do not involve significant tax planning.

On July 16, 2010, the Court authorized an expansion of the scope of E&Y employment. See Docket No. 1807: "Order Expanding the Scope of Employment and Retention of Ernst & Young LLP to Include Additional Quarterly Review Services and Tax Services, *nunc pro tunc* to May 3, 2010". The Order authorizes E&Y to perform additional (a) interim financial statement quarterly review services for 2010; (b) additional 401(k) retirement plan audit services for 2009; and (c) additional bankruptcy tax advisory services. The Order put a cap on fees—\$55,000 for quarterly review services and \$24,000 for retirement audit services.

## 2. Fee Application:

Docket No: 2503; filed January 20, 2011

Title: Third Interim Fee Application of Ernst & Young LLP as Independent Auditor and Tax Advisor to the Debtors for Entry of an Order for Allowance of Fees and Reimbursement of Expenses Incurred During the Period August 1, 2010 through November 30, 2010 Pursuant to 11 U.S.C. §§ 105(a) and 331 and FED. R. BANKR. P. 2016.

E&Y requests that the Court allow interim compensation for services rendered and expenses incurred from August 1, 2010 through November 30, 2010 in the amount of \$581,970.00. This amount is comprised of (1) fees in the amount of \$470,776 for services rendered during this fee period, (2) additional fees in the amount of \$111,194.00 that were previously billed from June through October, in error, at lower rates, and (3) no expenses. Pursuant to the Interim Compensation and Reimbursement Order (Docket #60), E&Y is to be paid 80% of its requested monthly fees and 100% of its requested monthly expenses, therefore, E&Y requests that the Court approve payment of the outstanding holdback amount—\$116,394.00.

The fee review memos for the eleventh through fourteenth monthly fee applications cover the fees and expenses requested in the Third Interim Fee Application; therefore a detailed review is not necessary.

On February 24, 2011, Judge Zive granted E&Y's requests for interim approval of its fees and expenses and ordered payment of the outstanding holdback amount. See Docket No. 2633: "Order Granting Third Interim Fee Application of Ernst & Young LLP for Entry of an Order for Allowance of Fee and Reimbursement of Expenses Incurred During the Period August 1, 2010 through November 30, 2010."

## 3. Questions/Concerns/Comments:

- (1) There are numerous employees who billed 5.0 hours or less during this four-month period— August 1, 2010 through November 30, 2010. Was it necessary for these individuals to work on Station matters? Or could any of these entries have been mistakenly billed to Station?

Name	Total Hours	Total Fees
L. Aharonian (Senior, \$359/hr)	3.5	753
C. Calcagno (Senior, \$297/hr)	4.5	1337
G. Choi (Senior Manager, \$490/hr)	1.0	490
D. Garlock (Partner, \$700/hr)	0.5	350
E. Hendricks (Partner, \$585/hr)	2.0	1170
D. Irvine (Senior, \$210/hr)	2.7	567
N. Krutop (Partner, \$610/hr)	0.8	488

S. Kumar (Senior, \$359/hr)	1.0	359
A. Leal (Staff, \$190/hr)	0.5	95
J. Longhurst (Staff, \$145/hr)	4.3	624
R. Masi (Manager, \$361/hr)	1.5	542
K. Owen (Staff, \$145/hr)	1.5	218
J. Panchapakesan (Staff, \$145/hr)	3.0	435
P. Rotroxa (Manager, \$330/hr)	4.5	1485
L. Rowsell (Senior Manager, \$420/hr)	1.0	420
A. Sargent (Executive Director, \$610/hr)	1.5	915
I. Slack (Manager, \$400/hr)	1.0	400
L. Southard (Staff, \$145/hr)	0.3	44
D. Sweet (Senior, \$359/hr)	0.8	119
<b>TOTAL:</b>		<b>\$ 10,811.00</b>

- (2) Overall, 5.3% of the fees were billed for employment matters. This percentage will be increased if any of T. Stein's hours are included.
- (3) From July through November, T. Stein billed 128.5 hours / \$64,040.00 for "review of engagement documents, including NDA conflict letters, and access letter." Please explain.

Nancy Rapoport 7/31/11 5:41 PM

**Comment [1]:** Lars, I'm assuming that this large bill was a mistake, right?



## MEMORANDUM

TO: Nancy Rapoport  
FROM: Michelle Alarie  
DATE: July 25, 2011  
RE: Ernst & Young: Fourteenth Fee Application (November 2010)

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### 1. Order Approving Appointment:

Docket no. 495 entered on October 22, 2009. Order authorizes the retention and employment of Ernst & Young LLP ("E&Y") as the Debtor's independent auditor and tax advisor *nunc pro tunc* to the commencement of the chapter 11 case.

- Audit Services—(1) audit and report on the financial statement of the Stations Retirement Plan for the year ended December 31, 2008; (2) audit the financial statements of Stations Casinos, Inc, Green Valley Ranch Gaming LLC, Barley's Casino, and Aliante Gaming for year ended December 31, 2009 and issue financial statement pursuant to Nevada Gaming Control Board regulation 6.090; (3) perform quarterly review of financial information for form 10-Q.
- Tax Services—(1) perform limited review procedures for Station Casinos, Inc's 2008 federal tax return; (2) provide assistance and advice with the audit of Station Casinos, Inc's 2007 federal tax return; (3) answer general tax questions that do not involve significant tax planning.

On July 16, 2010, the Court authorized an expansion of the scope of E&Y employment. See Docket No. 1807: "Order Expanding the Scope of Employment and Retention of Ernst & Young LLP to Include Additional Quarterly Review Services and Tax Services, *nunc pro tunc* to May 3, 2010". The Order authorizes E&Y to perform additional (a) interim financial statement quarterly review services for 2010; (b) additional 401(k) retirement plan audit services for 2009; and (c) additional bankruptcy tax advisory services. The Order put a cap on fees—\$55,000 for quarterly review services and \$24,000 for retirement audit services.

### 2. Fee Application:

Docket No.: 2507; filed January 20, 2011  
Title: Notice of Filing of Fourteenth Monthly Fee and Expense Statement for the Period November 1 through November 30, 2010 of Ernst & Young LLP, as Independent Auditor and Tax Advisor to the Debtors and Debtor in Possession

Docket No.: 2507-1; filed January 20, 2011  
 Title: Exhibit A

In the fourteenth fee application, E&Y seeks payment of (1) \$146,461.00 representing services rendered in the month of November 2010, (2) additional fees in the amount of \$111,194.00 representing tax services previously rendered from June 1 through October 31, 2010 but erroneously billed at lower rates, and (3) no expenses. No opposition to the requested fees and expenses was filed within the twenty day objection period. See docket no. 2577, filed on February 10, 2011 "Certificate of No Objection Regarding Ernst & Young LLP's Fourteenth Monthly Fee and Expense Statement for the Period from November 1 through November 30, 2010."

November 2010	
	Amount
Total Fees:	\$ 146,461.00
Total Hours:	437.6 hours
Total Expenses:	\$ 0.00
Blended Rate:	\$ 335.00 / hour

Additional Fees for Tax Services (June 1 – October 31)	
	Amount
Total Fees:	\$ 111,194.00
Hours:	948.0 hours

Preparation of Fee Application—

Total Hours: 6.3 hours  
 Total Fees: \$ 2,786.00  
 % of Fees: 1.9 %  
 Blended Rate: \$ 442.00  
 Tasks Performed: prepare October 2010 fee application; perform corrections to prior billing spreadsheets

Name (Title)	Hourly Rate (\$)	Hours Billed	Amount Billed (\$)
E. Kojane (Senior Manager)	490	2.0	980
J. Cuthbert (Senior Manager)	420	4.3	1806

## Questions/Concerns/Comments—

- (1) J. Cuthbert and E. Kojane were the only employees used to prepare the fee applications. Please explain why E&Y is not utilizing lower paid staff to do this task?
- (2) E&Y billed 2.0 hours / \$980.00 for "billing review over last six months, correction to allocation, correction to rates, review time and descriptions." Is it appropriate and/or reasonable for E&Y to bill additional hours and fees for the time it expended to correct its own billing errors?

Nancy Rapoport 7/31/11 5:35 PM

**Comment [1]:** Lars, I recommend that E&Y reduce the bill by this amount.

**3. Conflict Checks:**

None.

**4. Project Billing Category:**

In November 2010, approximately 55% of billing was for audit services and 45% was for tax advisory services with only a minor percentage of fees going towards employment matters. E&Y categorized its billing into the following four categories: (1) Audit Services; (2) Audit Services: Quarterly Review Services, (3) Employment Applications and Objections; and (4) Tax Advisory.

**Audit Services—**

Total Hours: 268.6 hours

Total Fees: \$ 64,919.00

% of Fees: 44.3 %

Blended Rate: \$ 242.00

Tasks Performed: perform quarterly testing procedures and review results; prepare for team planning event; prepare and review E&Y valuation memo; review workpapers; review Duff & Phelps report; review Q3 substantive audit procedures; discussion with client

Name (Title)	Hourly Rate	Hours Billed	Amount Billed (\$)
E. Hendricks (Partner)	585	2.0	1170
T. Roche (Partner)	554	5.0	2770
B. Gallagher (Senior Manager)	450	9.0	4050
S. Liang (Senior Manager)	420	1.0	420
J. Cuthbert (Senior Manager)	420	6.5	2730
J. Carroll (Senior Manager)	400	22.0	8800
R. Masi (Manager)	361	1.5	542
J. Neumann (Manager)	330	54.1	17853

P. Rotroxa (Manager)	330	2.0	660
C. Calcagno (Senior)	297	4.5	1337
L. Aharonian (Senior)	215	3.5	753
C. Zi (Senior)	210	8.0	1680
A. Leal (Staff)	190	0.5	95
M. Vidal (Staff)	160	0.3	63
M. Hester (Staff)	160	29.0	4640
J. Lietz (Staff)	145	56.0	8120
K. Griswold (Staff)	145	62.0	8990
M. Shin (Staff)	145	1.7	247

## Concerns/Questions/Comments—

- (1) M. Vidal's rank and billing rate increased in October 2010—first time entry at higher billing rate was October 6, 2010. M. Vidal formerly was ranked Staff billing at \$160.00 per hour, however, she is currently ranked a Senior, billing at \$210.00 per hour. Between October and November, M. Vidal billed 50.0 hours for an additional cost to the Debtor of \$1,000.00. Pursuant to the Engagement Letters, E&Y is permitted annual pay increases in July, but this increase occurred sometime in October. Please explain the increase.
- (2) A number of the billing entries in the Audit Services category appear to be matters that should have been billed in the Audit Services: Quarterly Review Services category—for example “performing quarterly review procedures,” “STN Qtrs Procedures: review of C-U workpapers,” “preparing Q3 workpapers,” “STN Qtr-review of native American testing procedures,” etc. Total hours/fees that appear to be improperly billed in this category equal 41.1 hours / \$11,251.00.
  - The fees in the Quarterly Review category are capped at \$55,000 so it is important that fees are not billed in the wrong category. If these fees are actually Quarterly Review fees, then E&Y has exceeded the fee cap by \$10,673.00.
- (3) Block billing of 4.0 hours or more in the same entry—hours/fees block billed in this category total 117.5 hours / \$24,418.00. Proposed 3% reduction for failure to follow Guidelines equals \$732.54.
  - 11-01: K. Griswold—5 hours
  - 11-02: J. Cuthbert—6.5 hours
  - 11-02: M. Hester—8 hours
  - 11-03: M. Hester—8 hours
  - 11-03: J. Neumann—6.5 hours
  - 11-05: B. Gallagher—4 hours
  - 11-08: J. Neumann—4 hours
  - 11-11: J. Lietz—4 hours
  - 11-12: J. Carroll—4 hours
  - 11-14: M. Hester—4 hours
  - 11-14: M. Hester—4 hours
  - 11-15: K. Griswold—6.5 hours
  - 11-16: K. Griswold—5 hours
  - 11-17: K. Griswold—7 hours
  - 11-17: K. Griswold—6 hours
  - 11-19: C. Zi—5 hours
  - 11-23: K. Griswold—6 hours
  - 11-29: K. Griswold—8 hours
  - 11-29: J. Lietz—7 hours
  - 11-30: K. Griswold—7 hours
  - 11-30: J. Lietz—7 hours

**Audit Services: Quarterly Review Services—**

Total Hours: 49.9 hours  
 Total Fees: \$ 15,081.00  
 % of Fees: 10.3 %  
 Blended Rate: \$ 302.00  
 Tasks Performed: prepare representation letter; perform and review Q3 testing; review Q3 filing with SEC; review press release; update audit committee presentation; review legal letter responses; draft and review 3Q Form 10-Q; archive procedures

Name (Title)	Hourly Rate	Hours Billed	Amount Billed (\$)
T. Roche (Partner)	554	3.0	1662
E. Kojane (Senior Manager)	490	4.0	1960
J. Cuthbert (Senior Manager)	420	11.8	4956
D. Urquhart (Manager)	390	2.0	780
J. Neumann (Manager)	330	7.8	2574
M. Hester (Staff)	160	4.0	640
K. Griswold (Staff)	145	2.0	290
J. Lietz (Staff)	145	11.0	1595
J. Longhurst (Staff)	145	4.3	624

**Concerns/Questions/Comments—**

(1) Block billing of 4.0 hours or more in the same entry—hours/fees block billed in this category total 117.5 hours / \$24,418.00. Proposed 3% reduction for failure to follow Guidelines equals \$732.54.

- 11-09: J. Cuthbert—6.2 hours
- 11-10: J. Longhurst—4.3 hours
- 11-17: Edward Kojane—4 hours

(2) With regard to the \$55,000 cap on Quarterly Review services, with the November 2010 fees, the total is \$54,422.00. However, *see comment 2 in the Audit Services category.*

**Employment Application and Objections—**

*(hours/fees for fee application preparation excluded, see above for this information)*

Total Hours: 1.0 hours  
 Total Fees: \$ 759.00  
 % of Fees: less than 1%  
 Blended Rate: \$ 759.00  
 Tasks Performed: GVR investigation review of workpapers provided

Name (Title)	Hourly Rate	Hours Billed	Amount Billed (\$)
A. Lakhani (National Partner)	759	1.0	759

## Concerns/Questions/Comments—

- (1) See *comments in the Tax Advisory category* for more potential billing for employment application/engagement letter matters. In November 2010, T. Stein billed 21.0 hours / \$10,290.00 for “review of engagement documents, including NDA, conflict letters, and access letters.” This is in addition to the \$44,325.00 billed in August, September, and October 2010 for the exact same tasks.
- (2) A. Lakhani’s rank and billing rate increased in November 2010. In previous months, he was ranked as a Partner, billing at \$554.00 per hour; however, in November, he is ranked a National Partner, billing at \$759.00 per hour—a billing rate increase of almost 40%. Please explain the rate and billing rate increase, specifically the substantial rate increase.
  - If the increase has anything to do with the billing at the correct “tax rate,” why is A. Lakhani billing at the higher tax rates for employment matters?

**Tax Advisory—**

Total Hours: 111.8 hours  
 Total Fees: \$ 62,917.00  
 % of Fees: 43 %  
 Blended Rate: \$ 563.00  
 Tasks Performed: review NDA; discussions with IRS, Deloitte, client/client counsel, etc; review representations and rulings; draft and revise representations; review management agreement; discuss Fillmore investment; prepare for calls with various parties; draft and revise talking points; review tax return; discuss restructuring with c

Name (Title)	Hourly Rate	Hours Billed	Amount Billed (\$)
K. Sowell (National Partner)	760	37.3	28348
E. Solomon (National Partner)	700	9.0	6300
R. Fung (Partner)	640	4.1	2624
T. Stein (Senior Manager)	490	21.0	10290
G. Choi (Senior Manager)	490	0.5	245
E. Kojane (Senior Manager)	490	6.0	2940
S. Agarwal (Senior)	359	13.9	4990
S. Kiggen (Senior)	359	20.0	7180

**Questions/Concerns/Comments—**

- (1) T. Stein billed 21.0 hours / \$10,290.00 for "review of engagement documents, including NDA, conflict letters, and access letter." If these tasks have to do with the Engagement Letters and other employment matters, then these tasks should have been billed in the Employment Applications and Objections category. In addition, T. Stein billed 98.5 hours / \$44,325.0 in August, September, and October for this exact same task. Please explain this task and why it was necessary to expend in excess of 119.5 hours / \$54,615.00 on this task.
- (2) Block billing of 4.0 hours or more in the same entry—hours/fees block billed in this category total 5.0 hours / \$1,795.00. Proposed 3% reduction for failure to follow Guidelines equals \$53.85.
  - 11-19: S. Kiggen—5 hours
- (3) K. Sowell billed the majority of the hours in this billing category, and she is the highest paid E&Y employee at \$760.00 per hour. Most of her time was spent on conference calls with the IRS and other parties, preparing for those calls, and discussion with fellow E&Y employees.
- (4) Numerous conference calls/discussion between E&Y employees—8.5 hours / \$4,536—all of which require explanation, per the Guidelines.

- a. 11-04-2010: S. Kiggen and K. Sowell billed 2.0 hours / \$1,059.00 for "discuss reps"
- b. 11-04-2010: S. Kiggen and E. Solomon billed 2.0 hours / \$1,119.00 for "discuss reps"
- c. 11-05-2010: S. Kiggen and K. Sowell billed 2.0 hours / \$1,059.00 for "discuss reps"
- d. 11-08-2010: S. Kiggen and K. Sowell billed 1.5 hours / \$739.00 for "rep issues"—in addition, please explain the billing discrepancy, 1.0 hours vs. 0.5 hours.
- e. 11-18-2010: S. Kiggen and K. Sowell billed 1.0 hours / \$560.00 for "discuss language possibilities"

(5) In this fee period, all of E&Y's employees billing rates increased to represent the "correct" billing rates for tax services that were previously billed, in error, at lower rates. The billing rates increased approximately \$50.00 - \$150.00 per hour.

## 5. Expenses:

No expenses were requested in this fee application.

## 6. "Write Down" of Fees and/or Expenses (Reasonableness):

None.

## 7. Additional Questions/Concerns/Comments:

- (1) Block Billing: approximately 31% of fees billed in this fee period were blocked billed—137.0 hours / \$31,401.00. A 3% reduction for failure to follow the Guidelines equals \$942.03.
- (2) About 50% of the E&Y fees were billed in half hour increments. The Guidelines require professionals to bill in one-tenth of an hour increments.

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## Additional Fees—

The Order Expanding Employment [Docket #1807] filed on July 16, 2010 provided for Tax Advisory billing rates in the following range—



	<u>Rate Per Hour Range</u>
National Partner Principal/Executive Director	\$610 - \$760
Partner and Principal	\$483 - \$585
Executive Director	\$420 - \$495
Senior Manager	\$420 - \$490
Manager	\$330 - \$400
Senior	\$210 - \$370
Staff	\$145 - \$190

As such, E&Y requested an adjustment to 948.0 hours, representing an additional \$111,194.00 in fees.

The following is a list of employees, title, old and new rates, and any questions regarding the employee billing rate. The employee's title is provided by E&Y's Third Interim Fee Application filed on January 20, 2011 [Docket # 2503].

Name	Title	Incorrect Rate	Correct Rate	Questions/Comments/Concerns
J. Blank	Partner	585	640	Rate exceeds \$483-585 range
G. Choi	Senior Manager	450	490	
A. Dubroff	Partner	585	684	Rate exceeds \$483-585 range
R. Fung	Partner	585	640	Rate exceeds \$483-585 range
S. Kiggen	Senior	210	342	
H. Lee	Senior Manager	420	490	
F. Ng	Executive Director	610	610	No change in rate
E. Solomon	National Partner	585	700	
K. Sowell	National Partner	585	760	
S. Agarwal	Senior	210	359	
T. Stein	Senior Manager	450	490	
D. Sweet	Senior	210	359	
K. Owen	Staff	145	145	No change in rate
G. Scanlon	Senior	210	359	
I. Slack	Manager	330	400	
D. Urquhart	Manager	390	390	No change in rate
K. Wells	Senior Manager	450	490	
L. Southard	Staff	145	145	No change in rate

R. Appleton	Staff	145	145	No change in rate
N. Gopalaiah	Senior	210	359	
S. Kumar	Senior	210	359	
J. Panchapakesan	Staff	145	145	No change in rate
A. Sargent	Executive Director	610	610	No change in rate

**MEMORANDUM**

TO: Nancy Rapoport  
FROM: Michelle Alarie  
DATE: July 26, 2011  
RE: Ernst & Young: Fifteenth Fee Application (December 2010)

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**1. Order Approving Appointment:**

Docket no. 495 entered on October 22, 2009. Order authorizes the retention and employment of Ernst & Young LLP ("E&Y") as the Debtor's independent auditor and tax advisor *nunc pro tunc* to the commencement of the chapter 11 case.

- Audit Services—(1) audit and report on the financial statement of the Stations Retirement Plan for the year ended December 31, 2008; (2) audit the financial statements of Stations Casinos, Inc, Green Valley Ranch Gaming LLC, Barley's Casino, and Aliante Gaming for year ended December 31, 2009 and issue financial statement pursuant to Nevada Gaming Control Board regulation 6.090; (3) perform quarterly review of financial information for form 10-Q.
- Tax Services—(1) perform limited review procedures for Station Casinos, Inc's 2008 federal tax return; (2) provide assistance and advice with the audit of Station Casinos, Inc's 2007 federal tax return; (3) answer general tax questions that do not involve significant tax planning.

On July 16, 2010, the Court authorized an expansion of the scope of E&Y employment. See Docket No. 1807: "Order Expanding the Scope of Employment and Retention of Ernst & Young LLP to Include Additional Quarterly Review Services and Tax Services, *nunc pro tunc* to May 3, 2010". The Order authorizes E&Y to perform additional (a) interim financial statement quarterly review services for 2010; (b) additional 401(k) retirement plan audit services for 2009; and (c) additional bankruptcy tax advisory services. The Order put a cap on fees—\$55,000 for quarterly review services and \$24,000 for retirement audit services.

**2. Fee Application:**

Docket No.: 2526; filed January 25, 2011  
 Title: Notice of Filing of Fifteenth Monthly Fee and Expense Statement for the Period December 1 through December 31, 2010 of Ernst & Young LLP, as Independent Auditor and Tax Advisor to the Debtors and Debtor in Possession

Docket No.: 2561; filed February 8, 2011  
 Title: Errata to Notice of Filing of Fifteenth Monthly Fee and Expense Statement for the Period December 1 through December 31, 2010 of Ernst & Young LLP, as Independent Auditor and Tax Advisor to the Debtors and Debtor in Possession

In the fifteenth fee application, E&Y seeks payment of (1) \$109,562.00 for services rendered, representing 80% of the \$136,953.00 total fees incurred, and (2) no expenses. E&Y did not attach the timekeeping spreadsheets to the fifteenth fee application; however, within two weeks, E&Y filed an errata containing the missing spreadsheets. There was no opposition to the requested fees and expenses filed within the twenty-day objection period. See docket no. 2666, filed on March 2, 2011 "Certificate of No Objection Regarding Ernst & Young LLP's Fifteenth Monthly Fee and Expense Statement for the Period from December 1 through December 31, 2010."

	<b>Amount</b>
Total Fees:	\$ 136,953.00
Total Hours:	460.4 hours
Total Expenses:	\$ 0.00
Blended Rate:	\$ 297.00 / hour

**Preparation of Fee Application—**

Total Hours: 12.8 hours  
 Total Fees: \$ 5,726.00  
 % of Fees: 4.2 %  
 Blended Rate: \$ 447.00  
 Tasks Performed: review last six months of billing to make corrections; prepare November 2010 fee application

<b>Name (Title)</b>	<b>Hourly Rate (\$)</b>	<b>Hours Billed</b>	<b>Amount Billed (\$)</b>
E. Kojane (Senior Manager)	490	5.0	2450
J. Cuthbert (Senior Manager)	420	7.8	3276

## Questions/Concerns/Comments—

- (1) J. Cuthbert and E. Kojane were the only employee used to prepare the fee applications and review previous billing. Please explain why E&Y is not using lower paid staff to do this task.
- (2) E&Y billed 5.0 hours / \$2,450.00 for “billing review over last six months to make correction to allocation and correction to rates” and “review tax billing rates included in fee application.” Is it appropriate and/or reasonable for E&Y to be billing additional hours/fees for the time it’s expending to correct the billing errors it made? In the prior fee period (November 2010), E. Kojane billed 2.0 hours / \$980.00, therefore, the total cost for these correction and adjustments is \$3,430.00.
- (3) Block billing of 4.0 hours or more in the same entry—hours/fees block billed in this category total 5.0 hours / \$1,806.00.00. Proposed 3% reduction for failure to follow Guidelines equals \$54.18.
- 12-06: J. Cuthbert—4.3 hours

Nancy Rapoport 7/31/11 5:42 PM

**Comment [1]:** Lars, we’re going to recommend that E^&Y write off this time.

**3. Conflict Checks:**

None.

**4. Project Billing Category:**

In December 2010, approximately 55% of billing was for audit services, 40% for tax advisory services and 5% for employment matters. E&Y categorized its billing into the following three categories: (1) Audit Services; (2) Employment Applications and Objections; and (3) Tax Advisory.

**Audit Services—**

Total Hours: 356.6 hours  
 Total Fees: \$ 76,823.50  
 % of Fees: 56.1 %  
 Blended Rate: \$ 215.00  
 Tasks Performed: attend meeting to prepare for team planning event; perform testing; draft SAS Review memo; review planning documents; review workpapers; discussion with client and client’s counsel; review response to SEC comments; back-up testing files

Name (Title)	Hourly Rate	Hours Billed	Amount Billed (\$)
T. Roche (Partner)	554	19.0	10526
E. Kojane (Senior Manager)	490	0.8	392
J. Cuthbert (Senior Manager)	420	20.8	8736
J. Neumann (Managers)	330	29.9	9867
P. Rotroxa (Manager)	330	4.0	1320
C. Zi (Senior)	210	17.0	3570
M. Vidal (Staff)	210	0.8	168
K. Umalkar (Client Servicing Contractor)	181	88.5	16019
M. Hester (Staff)	160	49.0	7840
J. Lietz (Staff)	145	47.3	6859
K. Griswold (Staff)	145	9.5	1378
M. Shin (Staff)	145	70.0	10150

## Concerns/Questions/Comments—

(1) 12-01-2010: Seven E&Y employees attended meeting to “discuss year end audit procedures and significant accounting matters.” Total hours/fees billed to the estate was 5.6 hours / \$1,874.00. Please explain why it was necessary for seven employees to attend meeting.

(2) Please explain the purpose of the tasks performed by K. Umalkar (Client Serving Contractor, \$181/hr). Total cost to the estate—88.5 hours / \$16,018.50. Some of the tasks seem like administrative services, not “audit”. For example—

- “Security Settings/Password Configuration”
- “Terminated user testing”
- “network domain review”
- “User Access Review-Infogenesis”
- “User Access Review- FAS, WIN, Kronos and CMS”
- “Program change testing: changes are authorized, changes are tested, changes are approved”
- “administrative access review”
- “network domain review”
- “application access review”
- “Documentation for WIN, Infogenesis and Machine Accounting admin access reviews”
- “Documentation for all admin access for JDE, LMS and Infogenesis”

(3) Block billing of 4.0 hours or more in the same entry—hours/fees block billed in this category total 222.3 hours / \$40,666.00. Proposed 3% reduction for failure to follow Guidelines equals \$1,219.98.

- |                       |                     |                    |
|-----------------------|---------------------|--------------------|
| ▪ 12-01: Hester/4     | ▪ 12-02: Umalkar/9  | ▪ 12-06: Umalkar/9 |
| ▪ 12-01: Lietz/6      | ▪ 12-02: Zi/5       | ▪ 12-07: Lietz/7   |
| ▪ 12-01: Umalkar/9    | ▪ 12-03: Cuthbert/4 | ▪ 12-07: Shin/5    |
| ▪ 12-02: Cuthbert/6   | ▪ 12-03: Hester/5   | ▪ 12-07: Umalkar/4 |
| ▪ 12-02: Griswold/6.5 | ▪ 12-03: Umalkar/9  | ▪ 12-08: Lietz/7.5 |
| ▪ 12-02: Lietz/7      | ▪ 12-06: Lietz/7    | ▪ 12-08: Shin/4    |

- 12-08: Umalkar/4
- 12-08: Umalkar/5
- 12-08: Zi/5
- 12-09: Neumann/4
- 12-09: Umalkar/9
- 12-09: Zi/5
- 12-10: Hester/4
- 12-10: Lietz/5
- 12-10: Shin/4
- 12-13: Hester/4
- 12-13: Hester/4
- 12-13: Neumann/4.3
- 12-13: Shin/6
- 12-15: Hester/4
- 12-15: Shin/8
- 12-16: Hester/4
- 12-17: Shin/6
- 12-20: Shin/6
- 12-20: Umalkar/9
- 12-21: Umalkar/9

**Tax Advisory—**

Total Hours: 91.0 hours  
 Total Fees: \$ 54,403.30  
 % of Fees: 39.7 %  
 Blended Rate: \$ 598.00  
 Tasks Performed: review tax return; discussion with client re: BK structure, tax decisions; discussions with IRS; review BK motions; draft and review sec 505 motion;

Name (Title)	Hourly Rate	Hours Billed	Amount Billed (\$)
K. Sowell (Partner)	760	26.3	19988
E. Solomon (Partner)	700	15.0	10500
R. Fung (Partner/Principal)	640	7.3	4672
E. Kojane (Senior Manager)	490	14.0	6860
T. Stein (Senior Manager)	490	8.0	3920
G. Choi (Senior Manager)	490	6.2	3283
L. Wellborn (Senior Manager)	490	2.0	980
S. Agarwal (Senior)	359	6.7	2405
S. Kiggen (Senior)	359	5.0	1795

**Questions/Concerns/Comments—**

- (1) Again, T. Stein billed 8.0 hours / \$3,920.00 for "review of engagement documents, including NDA, conflict letters, and access letter. In addition, T. Stein has billed 128.5 hours / \$64,040.00 between July and November 2010. Please explain this task and why it was necessary to expend this much time. Also, please address the reason why this vague time entry continues to be used.
- (2) 12-09-2010: D. Kojane billed 3.0 hours / \$1,470.00 to create an email "re IRS ruling and BK status of 50% ownership of Colony owners." This seems like a lot of time for an email. Who was the recipient of the email.
- (3) E. Solomon billed 5.0 hours / \$ 3,500.00 for "review cases." Why is a National Partner billing at \$700.00 per hour reviewing cases?

- (4) K. Sowell is the highest paid employee at \$760.00 per hour (also the highest rate allowed pursuant to the Engagement Letters). Why is she billing the most hours in this category---almost twice as many as the next highest biller? Could a lower paid employee be used for some of these tasks, especially since most of her time was spent on conference calls with the IRS, fellow employees and third parties?

**5. Expenses:**

No expenses were requested in this fee application.

**6. "Write Down" of Fees and/or Expenses (Reasonableness):**

None.

**7. Additional Questions/Concerns/Comments:**

- (1) Block Billing: approximately 49.2% of the hours billed in this fee period were blocked billed— 226.6 hours / \$42,472.00. A 3% reduction for failure to follow the Guidelines equals \$1,274.16.
- (2) About 80% of the E&Y fees were billed in half hour increments. The Guidelines require professionals to bill in one-tenth of an hour increments.
- (3) In this fee period, E&Y is billing tax advisory services at the "correct" higher rates. The highest paid employee is paid \$760.00 per hour (highest rate allowed pursuant to the Engagement Letters) and the lowest rate is \$359.00 per hour.



## MEMORANDUM

TO: Nancy Rapoport  
FROM: Michelle Alarie  
DATE: July 27, 2011  
RE: Ernst & Young: Sixteenth Fee Application (January 2011)

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### 1. Order Approving Appointment:

Docket no. 495 entered on October 22, 2009. Order authorizes the retention and employment of Ernst & Young LLP ("E&Y") as the Debtor's independent auditor and tax advisor *nunc pro tunc* to the commencement of the chapter 11 case.

- Audit Services—(1) audit and report on the financial statement of the Stations Retirement Plan for the year ended December 31, 2008; (2) audit the financial statements of Stations Casinos, Inc, Green Valley Ranch Gaming LLC, Barley's Casino, and Aliante Gaming for year ended December 31, 2009 and issue financial statement pursuant to Nevada Gaming Control Board regulation 6.090; (3) perform quarterly review of financial information for form 10-Q.
- Tax Services—(1) perform limited review procedures for Station Casinos, Inc's 2008 federal tax return; (2) provide assistance and advice with the audit of Station Casinos, Inc's 2007 federal tax return; (3) answer general tax questions that do not involve significant tax planning.

On July 16, 2010, the Court authorized an expansion of the scope of E&Y employment. See Docket No. 1807: "Order Expanding the Scope of Employment and Retention of Ernst & Young LLP to Include Additional Quarterly Review Services and Tax Services, *nunc pro tunc* to May 3, 2010". The Order authorizes E&Y to perform additional (a) interim financial statement quarterly review services for 2010; (b) additional 401(k) retirement plan audit services for 2009; and (c) additional bankruptcy tax advisory services. The Order put a cap on fees—\$55,000 for quarterly review services and \$24,000 for retirement audit services.

### 2. Fee Application:

Docket No.: 2580; filed February 11, 2011  
Title: Notice of Filing of Sixteenth Monthly Fee and Expense Statement for the Period January 1 through January 31, 2011 of Ernst & Young LLP, as Independent Auditor and Tax Advisor to the Debtors and Debtor in Possession

In the sixteenth fee application, E&Y seeks payment of (1) \$119,873.00 for services rendered, representing 80% of the \$149,841.00 total fees incurred, and (2) \$242.00 for actual expenses paid. There was no opposition to the requested fees and expenses filed within the twenty day objection period. See docket no. 2725, filed on March 11, 2011 "Certificate of No Objection Regarding Ernst & Young LLP's Sixteenth Monthly Fee and Expense Statement for the Period from January 1 through January 31, 2011."

	Amount
Total Fees:	\$ 149,841.00
Total Hours:	423.8 hours
Total Expenses:	\$ 242.00
Blended Rate:	\$ 354.00 / hour

Preparation of Fee Application—  
(Employment Applications and Objections)

Total Hours: 11.2 hours  
 Total Fees: \$ 4,704.00  
 % of Fees: 3.1 %  
 Blended Rate: \$ 420.00  
 Tasks Performed: prepare and create December 2010 fee application (5.0); create third interim fee app (6.2)

Name (Title)	Hourly Rate (\$)	Hours Billed	Amount Billed (\$)
J. Cuthbert (Senior Manager)	420	11.2	4704

Questions/Concerns/Comments—

- (1) J. Cuthbert was the only employee used to prepare the December fee application and interim fee application. Please explain why E&Y is not using lower paid staff to do this task.
- (2) Block billing of 4.0 hours or more in the same entry—hours/fees block billed in this category total 6.2 hours / \$2,604. Proposed 3% reduction for failure to follow Guidelines equals \$78.12.
  - 1-14: Cuthbert/6.2

**3. Conflict Checks:**

None.

**4. Project Billing Category:**

In January 2011, approximately 50% of billing was for audit services, 46% for tax advisory services and 4% for employment matters. E&Y categorized its billing into the following three categories: (1) Audit Services; (2) Employment Applications and Objections; and (3) Tax Advisory.

**Audit Services—**

Total Hours: 290.3 hours  
 Total Fees: \$ 75,432.00  
 % of Fees: 50.3 %  
 Blended Rate: \$ 260.00  
 Tasks Performed: review SEC comment letter; perform and review testing; review workpapers for all properties; plan for and attend post interim event meeting; review audit papers; discussions with client; prepare general audit procedures

Name (Title)	Hourly Rate	Hours Billed	Amount Billed (\$)
M. Gillmore (Partner)	568	1.0	568
T. Roche (Partner)	554	13.0	7202
J. Cuthbert (Senior Manager)	420	55.7	23394
S. Liang (Senior Manager)	420	2.5	1050
D. Urquhart (Senior Manager)	390	2.5	975
J. Neumann (Managers)	330	57.1	18843
M. Vidal (Staff)	210	2.5	525
M. Hester (Staff)	160	17.0	2720
J. Lietz (Staff)	145	49.0	7105
M. Kokaina (Staff)	145	41.5	6018
M. Shin (Staff)	145	30.0	4350
D. Waselenak (Staff)	145	18.5	2683

**Concerns/Questions/Comments—**

- (1) 01-11-2011: Ten E&Y employees attended meeting regarding post interim event meeting to "discuss results from interim substantive procedures, updates tests of controls an discuss planning issues for year end audit." Total hours/fees billed to the estate was 9.0 hours / \$2,937.00. Please explain why it was necessary for ten employees to attend the meeting, and please explain why some employees billed 1.0 hours and other employees billed 0.5 hours.

(2) Block billing of 4.0 hours or more in the same entry—hours/fees block billed in this category total 117.8 hours / \$30,329.00. Proposed 3% reduction for failure to follow Guidelines equals \$909.87.

- 01-04: Cuthbert/4
- 01-06: Neumann/4
- 01-07: Neumann/8
- 01-10: Cuthbert/4
- 01-15: Neumann/4
- 01-19: Cuthbert/5
- 01-21: Cuthbert/6.5
- 01-21: Shin/4
- 01-24: Kokaina/6
- 01-24: Shin/4
- 01-25: Waselenak/8
- 01-27: Hester/4
- 01-28: Cuthbert/11
- 01-28: Kokaina/9.5
- 01-28: Lietz/5
- 01-28: Lietz/5
- 01-28: Neumann/4
- 01-25: Waselenak/4
- 01-31: Cuthbert/4
- 01-31 Kokaina/7.8
- 01-31: Lietz/6

#### **Tax Advisory—**

Total Hours: 122.3 hours  
 Total Fees: \$ 69,704.90  
 % of Fees: 46.5 %  
 Blended Rate: \$ 570.00  
 Tasks Performed: prepare for and attend meeting with IRS; discussion between E&Y employees; review NDA; review confidentiality agreement; analyze voting issue; research re: valuation; review Station operating documents; discussion with E&Y counsel; review engagement documents

Name (Title)	Hourly Rate	Hours Billed	Amount Billed (\$)
K. Sowell (Partner)	760	36.5	27740
G. Marich (Partner)	760	1.5	1140
E. Solomon (Partner)	700	11.5	8050
N. Crouch (Executive Director)	670	2.0	1340
S. Teplinsky (Partner)	660	7.4	4884
R. Fung (Partner/Principal)	640	6.3	4032
T. Roche (Partner)	554	7.0	3878
T. Stein (Senior Manager)	490	5.0	2450
S. Agarwal (Senior)	359	7.1	2549
S. Kiggen (Senior)	359	38.0	13642

#### **Questions/Concerns/Comments—**

(1) T. Stein billed 5.0 hours / \$2,450.00 this fee period for “review of engagement documents, including NDA, conflict letters, and access letter. In addition, T. Stein has billed 136.5 hours / \$67,960.00 between July and December 2010. Please explain this task and why it was necessary to expend this much time. Also, please address the reason why this vague time entry continues to be used.

(2) Block billing of 4.0 hours or more in the same entry—hours/fees block billed in this category total 21.2 hours / \$7,611.00 Proposed 3% reduction for failure to follow Guidelines equals \$228.33.

- 1-10: Kiggen/5.5
- 1-11: Kiggen/4
- 1-17: Kiggen/5.7
- 1-20: Kiggen/6

(3) 01-12-2011: E. Solomon and K. Sowell both attended and IRS meeting—total billed 5.0 hours / \$3,650. Please explain why both Partners were required to attend this meeting.

(4) Approximately 25% of E&Y billing in this fee period was for eleven conference calls/discussions/meetings between multiple E&Y employees. Total billed 29.8 hours / \$19,178.00. Please explain why these conference were necessary.

- a. 10-05-2011: Sowell and Kiggen billed 1.0 hour / \$560.00 for "re: 267 issues"
- b. 01-07-2011: Solomon and Sowell billed 1.0 hour / \$730.00 for "re: confidentiality agreement"
- c. 01-11-2011: Solomon and Sowell billed 1.0 hour / \$730 for "prepare for IRS meeting"
- d. 01-12-2011: Solomon and Sowell billed 6.0 hours / \$4,380.00 for "preparatory call for meeting with IRS"
- e. 01-17-2011: Sowell and Kiggen billed 1.6 hours / \$895.00 for "valuation research"
- f. 01-17-2011: Fung and Sowell billed 1.4 hours / \$980.00 for "discuss NDA and PLR status and treatment of Voteco"
- g. 01-18-2011: Kiggen and Teplinsky billed 2.0 hours / \$1,019.00 for "re: stock ownership and attribution issues under 267"
- h. 01-19-2011: Crouch and Kiggen billed 4.0 hours / \$2,058.00 for "re: voting premium issues"
- i. 01-19-2011: Kiggen, Teplinsky, and Sowell billed 6.0 hours / \$3,558.00 for "re: stock ownership and attribution issues under 267"
- j. 01-19-2011: Sowell and Marich billed 3.0 hours / \$2,280.00 for "267 issues"
- k. 01-31-2011: Sowell and Teplinsky billed 2.8 hours / \$1,988.00 for "section 267 memo"

(5) Solomon and Sowell billed a combined 7.5 hours / \$5,490.00 for "confidentiality agreement review." What is the purpose of this document and why was it necessary to spend this much time reviewing this document?

## 5. Expenses:

Expense Description	Amount (\$)
Airfare	0.00
Lodging	0.00
Transportation (taxi, rental cars, etc.)	0.00
Meals	0.00
Mileage	0.00
Miscellaneous (printing, long distance, etc)	242.00
<b>TOTAL</b>	<b>242.00</b>

This \$242.00 expense was for "payment for use of confirmation.com as required for confirming the client bank account."

Nancy Rapoport 7/31/11 5:46 PM

**Comment [1]:** Shouldn't that be overhead and thus non-compensable?

**6. "Write Down" of Fees and/or Expenses (Reasonableness):**

None.

**7. Additional Questions/Concerns/Comments:**

- (1) Block Billing: approximately 34% of the hours billed in this fee period were blocked billed—145.2 hours / \$40,544.00. A 3% reduction for failure to follow the Guidelines equals \$1,216.32.
- (2) About 80% of the E&Y fees were billed in half hour increments. The Guidelines require professionals to bill in one-tenth of an hour increments.

## MEMORANDUM

TO: Nancy Rapoport

FROM: Michelle Alarie

DATE: July 28, 2011

RE: Ernst & Young: Seventeenth Fee Application (February 2011)

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### 1. Order Approving Appointment:

Docket no. 495 entered on October 22, 2009. Order authorizes the retention and employment of Ernst & Young LLP ("E&Y") as the Debtor's independent auditor and tax advisor *nunc pro tunc* to the commencement of the chapter 11 case.

- Audit Services—(1) audit and report on the financial statement of the Stations Retirement Plan for the year ended December 31, 2008; (2) audit the financial statements of Stations Casinos, Inc, Green Valley Ranch Gaming LLC, Barley's Casino, and Aliante Gaming for year ended December 31, 2009 and issue financial statement pursuant to Nevada Gaming Control Board regulation 6.090; (3) perform quarterly review of financial information for form 10-Q.
- Tax Services—(1) perform limited review procedures for Station Casinos, Inc's 2008 federal tax return; (2) provide assistance and advice with the audit of Station Casinos, Inc's 2007 federal tax return; (3) answer general tax questions that do not involve significant tax planning.

On July 16, 2010, the Court authorized an expansion of the scope of E&Y employment. See Docket No. 1807: "Order Expanding the Scope of Employment and Retention of Ernst & Young LLP to Include Additional Quarterly Review Services and Tax Services, *nunc pro tunc* to May 3, 2010". The Order authorizes E&Y to perform additional (a) interim financial statement quarterly review services for 2010; (b) additional 401(k) retirement plan audit services for 2009; and (c) additional bankruptcy tax advisory services. The Order put a cap on fees—\$55,000 for quarterly review services and \$24,000 for retirement audit services.

### 2. Fee Application:

Docket No.: 2724; filed March 11, 2011

Title: Notice of Filing of Seventeenth Monthly Fee and Expense Statement for the Period February 1 through February 28, 2011 of Ernst & Young LLP, as Independent Auditor and Tax Advisor to the Debtors and Debtor in Possession

In the seventeenth fee application, E&Y seeks payment of (1) \$156,544.00 for services rendered, representing 80% of the \$195,680.00 total fees incurred, and (2) no expenses. No opposition to the requested fees and expenses was filed within the twenty day objection period. See docket no. 2776, filed on April 8, 2011 "Certificate of No Objection Regarding Ernst & Young LLP's Seventeenth Monthly Fee and Expense Statement for the Period from February 1 through February 28, 2011."

	<b>Amount</b>
Total Fees:	\$ 195,680.00
Total Hours:	675.0 hours
Total Expenses:	\$ 0.00
Blended Rate:	\$ 290.00 / hour

**Preparation of Fee Application—  
(Employment Applications and Objections)**

Total Hours: 8.1 hours  
Total Fees: \$ 3,402.00  
% of Fees: 1.7 %  
Blended Rate: \$ 420.00  
Tasks Performed: prepare January 2011 fee application (6.5); attend court hearing re: approval of interim fees (1.6)

<b>Name (Title)</b>	<b>Hourly Rate (\$)</b>	<b>Hours Billed</b>	<b>Amount Billed (\$)</b>
J. Cuthbert (Senior Manager)	420	8.1	3402

**Questions/Concerns/Comments—**

- (1) J. Cuthbert was the only employee used to prepare the January fee application. Please explain why E&Y is not using lower paid staff to do this task.
- (2) Block billing of 4.0 hours or more in the same entry—hours/fees block billed in this category total 5.5 hours / \$2,310.00. Proposed 3% reduction for failure to follow Guidelines equals \$69.30.
  - 02-07: Cuthbert/5.5

**3. Conflict Checks:**

None.



#### 4. Project Billing Category:

In February 2011, approximately 60% of billing was for audit services and 40% was for tax advisory services, with a negligible percent for employment matters. E&Y categorized its billing into the following three categories: (1) Audit Services; (2) Employment Applications and Objections; and (3) Tax Advisory.

##### **Audit Services—**

Total Hours: 526.0 hours  
 Total Fees: \$ 117,706.00  
 % of Fees: 60 %  
 Blended Rate: \$ 224.00  
 Tasks Performed: perform and review testing and various properties; clear interim review notes; prepare workpapers; communication with client; prepare reconciliations for various property and categories; review responses to SEC comment letter

Name (Title)	Hourly Rate	Hours Billed	Amount Billed (\$)
T. Roche (Partner)	554	21.0	11634
J. Cuthbert (Senior Manager)	420	26.1	10962
D. Urquhart (Senior Manager)	390	14.5	5655
R. Masi (Manager)	361	1.0	361
J. Neumann (Managers)	330	73.3	24189
A. Sulyanto (Senior )	285	8.5	2423
D. Irvine (Senior)	210	0.8	168
M. Hester (Staff)	160	99.5	20895
B. Downs (Staff)	190	14.0	2660
A. Coad (Staff)	145	0.5	73
J. Lietz (Staff)	145	95.4	13833
M. Kokaina (Staff)	145	73.2	10614
J. Longhurst (Staff)	145	37.2	5394
M. Shin (Staff)	145	4.0	580
K. Griswold (Staff)	145	52.0	7540
MR, Balaji	145	5.0	725

##### **Concerns/Questions/Comments—**

(1) 02-01-2011: M. Hester billed 18.5 hours / \$3,885.00 in one day, where one of the time entries is block billed for 10.0 hours to perform "review NV regulatory testing." Is this time entry correct? Possibly, it is supposed to be 1.0 hours, which would result in a potential over-billing of 9.0 hours / \$1,890.00.

(2) M. Hester billed a combined 16.0 hours / \$3,360.00 for “clear interim review notes.” Please explain this task.

(3) Please explain the tasks performed by MR, Balaji (Client Serving Contractor-Staff, \$145/hr)—“perform JE CAAT.” Total fees/hours billed 5.0 hours / \$725.00.

(4) Block billing of 4.0 hours or more in the same entry—approximately 45% of the hours billed in February were block billed, hours/fees total 229.1 hours / \$48,407.00. Proposed 3% reduction for failure to follow Guidelines equals \$1,452.21.

- |                      |                       |                       |
|----------------------|-----------------------|-----------------------|
| ▪ 02-01: Hester/10   | ▪ 02-07 Hester/5      | ▪ 02-17 Longhurst/8.3 |
| ▪ 02-02 Hester/4     | ▪ 02-07 Kokaina/7.1   | ▪ 02-18 Downs/4       |
| ▪ 02-02 Hester/4     | ▪ 02-07 Lietz/4.5     | ▪ 02-18 Roche/4       |
| ▪ 02-02 Kokaina/5.5  | ▪ 02-08 Kokaina/7.2   | ▪ 02-23 Griswold/4    |
| ▪ 02-02 Kokaina/5    | ▪ 02-09 Hester/5      | ▪ 02-24 Griswold/4    |
| ▪ 02-02 Neumann/5    | ▪ 02-09 Kokaina/7.4   | ▪ 02-24 Hester/4      |
| ▪ 02-03 Cuthbert/4.2 | ▪ 02-09 Longhurst/6.7 | ▪ 02-24 Lietz/5       |
| ▪ 02-03 Hester/5     | ▪ 02-10 Hester/5      | ▪ 02-25 Hester/4      |
| ▪ 02-03 Hester/4     | ▪ 02-10 Hester/6      | ▪ 02-25 Sulyanto/8    |
| ▪ 02-03 Kokaina/10   | ▪ 02-11 Hester/5      | ▪ 02-26 Longhurst/5.2 |
| ▪ 02-04 Cuthbert/4   | ▪ 02-11 Neumann/5.3   | ▪ 02-28 Griswold/ 5   |
| ▪ 02-04 Kokaina/4    | ▪ 02-15 Downs/8       | ▪ 02-28 Hester/6      |
| ▪ 02-04 Neumann/4    | ▪ 02-15 Shin/4        | ▪ 02-28 Lietz/4.6     |
| ▪ 02-07 Cuthbert/5   | ▪ 02-16 Longhurst/6.3 | ▪ 02-28 Neumannn/6.8  |

### **Tax Advisory—**

Total Hours: 140.9 hours  
 Total Fees: \$ 78,496.00  
 % of Fees: 40 %  
 Blended Rate: \$ 557.00  
 Tasks Performed: communication w/ client, Deloitte, Milibank, and other parties; prepare and review voting stock memo; draft 267 memo; draft control write-up; draft and review IRS supplemental; research re: voting rights; review updated NDA; create summary matrix; review DOJ ruling on proposed structure

Name (Title)	Hourly Rate	Hours Billed	Amount Billed (\$)
K. Sowell (Partner)	760	35.0	26600
G. Marich (Partner)	760	3.0	2280
E. Solomon (Partner)	700	4.5	3150
S. Teplinsky (Partner)	660	20.2	13332
R. Fung (Partner/Principal)	640	8.4	5376
T. Stein (Senior Manager)	490	18.0	8820
G. Choi (Senior Manager)	490	1.2	588
E. Kojane (Senior Manager)	490	1.5	735

J. Cuthbert (Senior Manager)	420	0.5	210
E. Gould (Senior)	370	2.0	740
S. Agarwal (Senior)	359	13.4	4811
S. Kiggen (Senior)	359	19.0	6821
C. Stadelmann (Staff)	145	0.3	44

Questions/Concerns/Comments—

- (1) T. Stein did not bill any hours this fee period for “review of engagement documents, including NDA, conflict letters, and access letter”; however, he did bill a combined 18.0 hours / \$8,820.00 for the single task “review update NDA.” Does this task have anything to do with the previous work, and why did it take so long?
- (2) Block billing of 4.0 hours or more in the same entry—hours/fees block billed in this category total 5.5 hours / \$1,975.00. Proposed 3% reduction for failure to follow Guidelines equals \$59.25.
  - 02-02: Kiggen/5.5
- (3) 02-02-2011: K. Sowell billed 2.0 hours / \$1,520.00 for “review document.” Please provide more information for this billing entry—what documents, purpose, etc.
- (4) Sowell, Teplinsky, and Solomon billed a combined 7.5 hours / \$5,300.00 for attending two meeting re: voting premium issue. Was it necessary for three employees to attend meeting?
- (5) 02-08-2011: K Sowell billed 1.5 hours / \$1,140 to perform “research on voting rights.” K. Sowell bills at E&Y’s highest billing rate; therefore, couldn’t a lower-paid employee have done the research?

**5. Expenses:**

None.

**6. “Write Down” of Fees and/or Expenses (Reasonableness):**

None.

**7. Additional Questions/Concerns/Comments:**

- (1) Block Billing: approximately 36% of the hours billed in this fee period were blocked billed—240.1 hours / \$52,692.00. A 3% reduction for failure to follow the Guidelines equals \$1,580.76.

- (2) Approximately 75% of E&Y time entries are billed in half hours increments. The Guidelines require professionals to bill in one-tenth of an hour increments.

## MEMORANDUM

TO: Nancy Rapoport

FROM: Michelle Alarie

DATE: July 31, 2011

RE: Ernst & Young: Eighteenth Fee Application (March 2011)

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### 1. Order Approving Appointment:

Docket no. 495 entered on October 22, 2009. Order authorizes the retention and employment of Ernst & Young LLP (“E&Y”) as the Debtor’s independent auditor and tax advisor *nunc pro tunc* to the commencement of the chapter 11 case.

- Audit Services—(1) audit and report on the financial statement of the Stations Retirement Plan for the year ended December 31, 2008; (2) audit the financial statements of Stations Casinos, Inc, Green Valley Ranch Gaming LLC, Barley’s Casino, and Aliante Gaming for year ended December 31, 2009 and issue financial statement pursuant to Nevada Gaming Control Board regulation 6.090; (3) perform quarterly review of financial information for form 10-Q.
- Tax Services—(1) perform limited review procedures for Station Casinos, Inc’s 2008 federal tax return; (2) provide assistance and advice with the audit of Station Casinos, Inc’s 2007 federal tax return; (3) answer general tax questions that do not involve significant tax planning.

On July 16, 2010, the Court authorized an expansion of the scope of E&Y employment. See Docket No. 1807: “Order Expanding the Scope of Employment and Retention of Ernst & Young LLP to Include Additional Quarterly Review Services and Tax Services, *nunc pro tunc* to May 3, 2010”. The Order authorizes E&Y to perform additional (a) interim financial statement quarterly review services for 2010; (b) additional 401(k) retirement plan audit services for 2009; and (c) additional bankruptcy tax advisory services. The Order put a cap on fees—\$55,000 for quarterly review services and \$24,000 for retirement audit services.

### 2. Fee Application:

Docket No.: 2777; filed April 8, 2011

Title: Notice of Filing of Eighteenth Monthly Fee and Expense Statement for the Period March 1 through March 31, 2011 of Ernst & Young LLP, as Independent Auditor and Tax Advisor to the Debtors and Debtor in Possession

In the eighteenth fee application, E&Y seeks payment of (1) \$269,410.00 for services rendered, representing 80% of the \$336,762.00 total fees incurred, and (2) no expenses. No opposition to the requested fees and expenses was filed within the twenty day objection period. See docket no. 2953, filed on May 9, 2011 “Certificate of No Objection Regarding Ernst & Young LLP’s Eighteenth Monthly Fee and Expense Statement for the Period from March 1 through March 31, 2011.”

	Amount
Total Fees:	\$ 336,762.00
Total Hours:	1,270.7 hours
Total Expenses:	\$ 0.00
Blended Rate:	\$ 265.00 / hour

The number of hours billed in this fee period substantially increased from other months—more than doubled from any other period. The increase may be explained partially by five employees each billing 10.0 hours or more per day during the weeks of March 1 – March 4 and March 7 – March 11.

Preparation of Fee Application—  
(Employment Applications and Objections)

Total Hours: 4.5 hours  
 Total Fees: \$ 1,890.00  
 % of Fees: less than 1%  
 Blended Rate: \$ 420.00  
 Tasks Performed: create February 2011 fee application (4.5)

Name (Title)	Hourly Rate (\$)	Hours Billed	Amount Billed (\$)
J. Cuthbert (Senior Manager)	420	4.5	1890

Questions/Concerns/Comments—

- (1) J. Cuthbert was the only employee used to prepare the February fee application. Please explain why E&Y is not using lower paid staff to do this task.
- (2) In the tax advisory billing category, on 03-09-2011, S. Agrawal billed 1.5 hours / \$539.00 for “review SOW and TSA.” If SOW is short for “statement of work,” isn’t it more appropriate for this time entry to be in the employment matters category?
- (3) Block billing of 4.0 hours or more in the same entry—hours/fees block billed in this category total 4.5 hours / \$1,890.00. Proposed 3% reduction for failure to follow Guidelines equals \$56.70.

- 03-07: Cuthbert/4.5

### 3. Conflict Checks:

There are two entries in the tax advisory category that deal with a “conflict waiver,” however, it is unknown whether these time entries are for traditional conflict checking—

- (a) 03-08-2011: S. Agrawal billed 3.5 hours/ \$1,257.00 for “amend conflicts waiver template and access letters for purposes of attaching to subscription agreement.”
- (b) 03-08-2011: R. Fung billed 1.2 hours / \$768.00 for “clearinghouse—review changes to EY conflict waiver and access letter.”

### 4. Project Billing Category:

In March 2011, approximately 84% of billing was for audit services and 15% was for tax advisory services, with less than 1% for employment matters. E&Y categorized its billing into the following three categories: (1) Audit Services; (2) Employment Applications and Objections; and (3) Tax Advisory.

#### Audit Services—

Total Hours: 1,144.4 hours  
 Total Fees: \$ 283,557.00  
 % of Fees: 84 %  
 Blended Rate: \$ 248.00  
 Tasks Performed: perform and review testing; prepare and review leadsheets and workpapers; communication with client and others; populate SEC forms; review 10K required disclosures; review management comments on disclosures; prepare and review summary review and attachments; prepare summary of audit; prepare, review and update audit committee presentation; draft lease

Name (Title)	Hourly Rate	Hours Billed	Amount Billed (\$)
N. Krutop (Partner)	610	1.5	915
M. Gillmore (Partner)	568	7.0	3976
T. Jones (Partner)	558	2.0	1116
T. Roche (Partner)	554	28.0	15512
M. Kercher (Partner)	490	0.8	392
E. Kojane (Partner)	490	30.0	14700
J. Cuthbert (Senior Manager)	420	98.7	41454
L. Rowsell (Senior Manager)	420	0.5	210
S. Liang (Senior Manager)	420	9.0	3780
D. Urquhart (Senior Manager)	390	28.8	11232
R. Masi (Manager)	361	3.0	1083

J. Neumann (Managers)	330	156.1	51513
K. Hensel (Manager)	330	2.0	660
D. Irvine (Senior)	210	129.9	27279
M. Hester (Senior)	210	219.8	46158
M. Vidal (Senior)	210	24.9	5229
L. Bisht (Staff)	145	3.0	435
K. Griswold (Staff)	145	152.5	22113
J. Lietz (Staff)	145	140.0	20300
J. Longhurst (Staff)	145	8.1	1175
M. Shin (Staff)	145	3.0	435
D. Waselenak (Staff)	145	95.0	13775
K. Li (Staff)	145	0.8	116

## Concerns/Questions/Comments—

(1) Block billing of 4.0 hours or more in the same entry—approximately 45% of the hours billed in February were block billed, hours/fees total 551.8 hours / \$141,665.00. Proposed 3% reduction for failure to follow Guidelines equals \$4,249.95.

- |   |  |  |
|---|--|--|
| <ul style="list-style-type: none"> <li>▪ 03-01: Hester/6</li> <li>▪ 03-01: Lietz/4.3</li> <li>▪ 03-01: Neumann/4.5</li> <li>▪ 03-02: Griswold/4</li> <li>▪ 03-02: Griswold/4</li> <li>▪ 03-02: Hester/6</li> <li>▪ 03-03: Cuthbert/11</li> <li>▪ 03-04: Griswold/5</li> <li>▪ 03-04: Hester/6</li> <li>▪ 03-04: Lietz/4</li> <li>▪ 03-04: Neumann/4.9</li> <li>▪ 03-07: Cuthbert/4.5</li> <li>▪ 03-07: Griswold/5</li> <li>▪ 03-07: Hester/4</li> <li>▪ 03-07: Hester/4</li> <li>▪ 03-07: Lietz/6</li> <li>▪ 03-08: Cuthbert/11</li> <li>▪ 03-08: Hester/4</li> <li>▪ 03-08: Lietz/5.5</li> <li>▪ 03-08: Neumann/4</li> <li>▪ 03-09: Griswold/4</li> <li>▪ 03-09: Griswold/5</li> <li>▪ 03-09: Hester/4</li> <li>▪ 03-09: Hester/4</li> <li>▪ 03-09: Irvine/9.4</li> <li>▪ 03-09: Lietz/5.5</li> <li>▪ 03-09: Neumann/4.5</li> <li>▪ 03-10: Cuthbert/11</li> <li>▪ 03-10: Griswold/4</li> <li>▪ 03-10: Hester/5</li> <li>▪ 03-10: Irvine/6.3</li> </ul> | <ul style="list-style-type: none"> <li>▪ 03-10: Neumann/4</li> <li>▪ 03-11: Griswold/5</li> <li>▪ 03-11: Irvine/6.3</li> <li>▪ 03-11: Lietz/5</li> <li>▪ 03-12: Irvine/5.8</li> <li>▪ 03-14: Cuthbert/8</li> <li>▪ 03-14: Irvine/4.5</li> <li>▪ 03-15: Irvine/7</li> <li>▪ 03-15: Waselenak/8</li> <li>▪ 03-16: Hester/4</li> <li>▪ 03-16: Irvine/7.2</li> <li>▪ 03-16: Neumann/5.5</li> <li>▪ 03-16: Waselenak/11</li> <li>▪ 03-17: Cuthbert/6.5</li> <li>▪ 03-17: Hester/4</li> <li>▪ 03-17: Neumann/6.5</li> <li>▪ 03-18: Hester/4</li> <li>▪ 03-18: Waselenak/8</li> <li>▪ 03-21: Griswold/4</li> <li>▪ 03-21: Hester/5</li> <li>▪ 03-21: Irvine/8</li> <li>▪ 03-21: Neumann/6.8</li> <li>▪ 03-21: Waselenak/4</li> <li>▪ 03-21: Waselenak/7</li> <li>▪ 03-22: Hester/4</li> <li>▪ 03-22: Irvine/7</li> <li>▪ 03-22: Neumann/4.8</li> <li>▪ 03-23: Hester/5</li> <li>▪ 03-23: Irvine/10</li> <li>▪ 03-23: Liang/5</li> <li>▪ 03-23: Waselenak/4</li> </ul> | <ul style="list-style-type: none"> <li>▪ 03-24: Cuthbert/9</li> <li>▪ 03-24: Irvine/12</li> <li>▪ 03-24: Kojane/10</li> <li>▪ 03-24: Neumann/5.5</li> <li>▪ 03-24: Urquhart/6</li> <li>▪ 03-24: Waselenak/4</li> <li>▪ 03-25: Hester/6</li> <li>▪ 03-25: Irvine/8</li> <li>▪ 03-25: Kojane/10</li> <li>▪ 03-25: Waselenak/4</li> <li>▪ 03-25: Waselenak/6</li> <li>▪ 03-28: Gillmore/5</li> <li>▪ 03-28: Griswold/10</li> <li>▪ 03-28: Hester/4</li> <li>▪ 03-28: Irvine/10</li> <li>▪ 03-28: Neumann/4</li> <li>▪ 03-28: Neumann/4</li> <li>▪ 03-29: Griswold/10</li> <li>▪ 03-29: Hester/4.5</li> <li>▪ 03-29: Irvine/8</li> <li>▪ 03-29: Kojane/5</li> <li>▪ 03-29: Neumann/4</li> <li>▪ 03-30: Cuthbert/7</li> <li>▪ 03-30: Griswold/10</li> <li>▪ 03-30: Hester/4</li> <li>▪ 03-30: Hester/4</li> <li>▪ 03-30: Kojane/5</li> <li>▪ 03-31: Cuthbert/4.5</li> <li>▪ 03-31: Cuthbert/4</li> <li>▪ 03-31: Hester/4</li> <li>▪ 03-31: Vidal/5</li> </ul> |
|---|--|--|

**Tax Advisory—**

Total Hours: 121.8 hours  
Total Fees: \$ 50,659.90



% of Fees: 15 %  
 Blended Rate: \$ 416.00  
 Tasks Performed: review and revise NDA; communication with client and other parties; update testing matrix; review sec 1060/liquidation costs; amend conflicts waiver; update testing procedures

Name (Title)	Hourly Rate	Hours Billed	Amount Billed (\$)
R. Fung (Partner/Principal)	640	12.1	7744
A. Sargent (Executive Director)	495	1.0	495
T. Stein (Senior Manager)	490	26.0	12740
G. Choi (Senior Manager)	490	4.9	2401
E. Kojane (Senior Manager)	490	2.2	1078
S. Agarwal (Senior)	359	70.1	25166
R. Christie (Staff)	190	3.2	608
G. Jansen (Staff)	190	2.0	380
C. Stadelmann (Staff)	145	0.3	44

#### Questions/Concerns/Comments—

(1) T. Stein did not bill any hours this fee period for “review of engagement documents, including NDA, conflict letters, and access letter”; however, he did bill a combined 26.0 hours / \$12,740.00 for the single task “review NDA.” Does this task have anything to do with the previous work? Also, T. Stein billed 18 hours / \$8,820.00 in February 2011 for reviewing NDA. Please explain this task.

- In addition to the hours/fees billed by T. Stein for “review NDA,” S. Agrawal and R. Fung billed a combined 4.5 hours / \$1,580.00 for additional NDA matters.

(2) Unlike in previous months, in this fee period, E&Y used many lower paid staff for its tax advisory matters. The blended rate is \$416.00 per hour, which is on the lower end of E&Y’s fee ranger for tax matters—\$359 – \$760.

(3) Block billing of 4.0 hours or more in the same entry—hours/fees block billed in this category total 18.3 hours / \$6,570.00. Proposed 3% reduction for failure to follow Guidelines equals \$197.10.

- 03-14: Agrawal/6.1
- 03-22: Agrawal/7.1
- 03-23: Agrawal/5.1

## 5. Expenses:

None.

**6. “Write Down” of Fees and/or Expenses (Reasonableness):**

None.

**7. Additional Questions/Concerns/Comments:**

(1) Block Billing: approximately 45% of the hours billed in this fee period were blocked billed—574.6 hours / \$150,125.00. A 3% reduction for failure to follow the Guidelines equals \$4,503.75.

(2) Approximately 75% of E&Y time entries are billed in half hours increments. The Guidelines require professionals to bill in one-tenth of an hour increments.

**MEMORANDUM**

TO: Nancy Rapoport

FROM: Michelle Alarie

DATE: August 4, 2011

RE: Ernst & Young: Fourth Interim Fee Application  
(December 1, 2010 through March 31, 2011)

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**1. Order Approving Appointment:**

Docket no. 495 entered on October 22, 2009. Order authorizes the retention and employment of Ernst & Young LLP ("E&Y") as the Debtor's independent auditor and tax advisor *nunc pro tunc* to the commencement of the chapter 11 case.

- Audit Services—(1) audit and report on the financial statement of the Stations Retirement Plan for the year ended December 31, 2008; (2) audit the financial statements of Stations Casinos, Inc, Green Valley Ranch Gaming LLC, Barley's Casino, and Aliante Gaming for year ended December 31, 2009 and issue financial statement pursuant to Nevada Gaming Control Board regulation 6.090; (3) perform quarterly review of financial information for form 10-Q.
- Tax Services—(1) perform limited review procedures for Station Casinos, Inc's 2008 federal tax return; (2) provide assistance and advice with the audit of Station Casinos, Inc's 2007 federal tax return; (3) answer general tax questions that do not involve significant tax planning.

On July 16, 2010, the Court authorized an expansion of the scope of E&Y employment. See Docket No. 1807: "Order Expanding the Scope of Employment and Retention of Ernst & Young LLP to Include Additional Quarterly Review Services and Tax Services, *nunc pro tunc* to May 3, 2010". The Order authorizes E&Y to perform additional (a) interim financial statement quarterly review services for 2010; (b) additional 401(k) retirement plan audit services for 2009; and (c) additional bankruptcy tax advisory services. The Order put a cap on fees—\$55,000 for quarterly review services and \$24,000 for retirement audit services.

## 2. Fee Application:

Docket No: 3290; filed May 27, 2011

Title: Fourth Interim Fee Application of Ernst & Young LLP as Independent Auditor and Tax Advisor to the Debtors for Entry of an Order for Allowance of Fees and Reimbursement of Expenses Incurred During the Period December 1, 2010 through March 31, 2011 Pursuant to 11 U.S.C. §§ 105(a) and 331 and FED. R. BANKR. P. 2016.

E&Y requests that the Court allow interim compensation for services rendered and expenses incurred from December 1, 2010 through March 31, 2010 in the amount of \$819,478.00. This amount is comprised of (1) fees in the amount of \$819,236.00 for services rendered during this fee period, and (2) \$242.00 for expense actually incurred. Pursuant to the Interim Compensation and Reimbursement Order (Docket #60), E&Y is to be paid 80% of its requested monthly fees and 100% of its requested monthly expenses, therefore, E&Y requests that the Court approve payment of the outstanding holdback amount—\$163,847.00.

The fee review memos for the fifteenth through eighteenth monthly fee applications cover the fees and expenses requested in the Fourth Interim Fee Application; therefore a detailed review is not necessary.

As of August 4, 2011, although there was no objection to the fourth interim fee application, the Court has not granted the fourth interim fee application; therefore, the 20% holdback amount of \$163,847.00 is still outstanding.

## 3. Questions/Concerns/Comments:

- (1) There are numerous employees who billed 5.0 hours or less during this four month period— December 1, 2010 through March 31, 2011. Was it necessary for these individuals to work on Station matters? Or could any of these entries have been mistakenly billed to Station?

Name	Total Hours	Total Fees
L. Bisht (Staff, \$145/hr)	3.0	435
R. Christie (Staff, \$190/hr)	3.2	608
A. Coad (Staff, \$145/hr)	0.5	73
N. Crouch (Executive Director, \$670/hr)	2.0	1340
E. Gould (Senior, \$370/hr)	2.0	740
K. Hensel (Manager, \$330/hr)	2.0	660
G. Jansen (Staff, \$190/hr)	2.0	380
T. Jones (Partner, \$558/hr)	2.0	1116
M. Kercher (Partner, \$490/hr)	0.8	392
N. Krutop (Partner \$610/hr)	1.5	915

K. Li (Staff, \$145/hr)	0.8	116
G. Marich (Partner/\$760/hr)	4.5	3420
R. Masi (Manager, \$361/hr)	4.0	1444
MR, Balaji (Client Servicing Contractor-Staff, \$145/hr)	5.0	725
P. Rotroxsa (Manager, \$330/hr)	4.0	1320
L. Rowsell (Senior Manager, \$420/hr)	0.5	210
A. Sargent (Executive Director, \$495/hr)	1.0	495
C. Stadelmann (Staff, \$145/hr)	0.6	87
L. Welborn (Senior Manager, \$490/hr)	2.0	980
<b>TOTAL:</b>		<b>\$ 15,456.00</b>

- (2) Officially, fewer than 2% of the fees incurred were for preparation of the fee application and other employment matters; however, there were numerous tasks billed in the tax advisory category that seem to be employment related. See all of T. Stein's billing for "reviewing engagement letters/NDA"
- (3) From December 2010 through March 2011, T. Stein billed 57.0 hours / \$27,930.00 for "review of engagement documents, including NDA conflict letters, and access letter" and "review NDA." This is in addition to the 128.5 hours / \$64,040.00 billed between July and November 2011. Please explain this task and the reason T. Stein billed almost 200 hours / \$90,000.00.
- (4) As stated in the Fee Review Memos for the 14<sup>th</sup> and 15<sup>th</sup> Fee Applications, E&Y billed 7.0 hours / \$3,430.00 to correct its own billing errors. It is recommended that E&Y write off these fees.

Nancy Rapoport 8/8/11 5:03 PM

**Comment [1]:** Lars, do you have any problem with writing off this \$3,430?

## MEMORANDUM

TO: Nancy Rapoport

FROM: Michelle Alarie

DATE: August 5, 2011

RE: Ernst & Young: Nineteenth Fee Application (April 2011)

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### 1. Order Approving Appointment:

Docket no. 495 entered on October 22, 2009. Order authorizes the retention and employment of Ernst & Young LLP (“E&Y”) as the Debtor’s independent auditor and tax advisor *nunc pro tunc* to the commencement of the chapter 11 case.

- Audit Services—(1) audit and report on the financial statement of the Stations Retirement Plan for the year ended December 31, 2008; (2) audit the financial statements of Stations Casinos, Inc, Green Valley Ranch Gaming LLC, Barley’s Casino, and Aliante Gaming for year ended December 31, 2009 and issue financial statement pursuant to Nevada Gaming Control Board regulation 6.090; (3) perform quarterly review of financial information for form 10-Q.
- Tax Services—(1) perform limited review procedures for Station Casinos, Inc’s 2008 federal tax return; (2) provide assistance and advice with the audit of Station Casinos, Inc’s 2007 federal tax return; (3) answer general tax questions that do not involve significant tax planning.

On July 16, 2010, the Court authorized the first expansion in the scope of E&Y employment. See Docket No. 1807: “Order Expanding the Scope of Employment and Retention of Ernst & Young LLP to Include Additional Quarterly Review Services and Tax Services, *nunc pro tunc* to May 3, 2010”. The Order authorizes E&Y to perform additional (a) interim financial statement quarterly review services for 2010; (b) additional 401(k) retirement plan audit services for 2009; and (c) additional bankruptcy tax advisory services. The Order put a cap on fees—\$55,000 for quarterly review services and \$24,000 for retirement audit services.

On July 13, 2011, the Court authorized a second expansion in the scope of E&Y’s employment. See Docket No. 3586: “Order Expanding Scope of Employment and Retention of Ernst & Young LLP to Include Additional Quarterly Review Services *Nunc Pro Tunc* to April 5, 2011.” This Order authorizes E&Y to perform additional interim financial statement quarterly review services for the quarter ending March 31, 2011. Pursuant to the Engagement Letter and Order, these additional quarterly review services are capped at \$18,500.00.

## 2. Fee Application:

Docket No.: 2955; filed May 9, 2011  
 Title: Notice of Filing of Nineteenth Monthly Fee and Expense Statement for the Period April 1 through April 30, 2011 of Ernst & Young LLP, as Independent Auditor and Tax Advisor to the Debtors and Debtor in Possession

In the nineteenth fee application, E&Y seeks payment of (1) \$76,023.00 for services rendered, representing 80% of the \$95,029.00 total fees incurred, and (2) no expenses. No opposition to the requested fees and expenses was filed within the twenty-day objection period. See docket no. 3463, filed on June 15, 2011 "Certificate of No Objection Regarding Ernst & Young LLP's Nineteenth Monthly Fee and Expense Statement for the Period from April 1 through April 30, 2011."

	Amount
Total Fees:	\$ 95,029.00
Total Hours:	231.4 hours
Total Expenses:	\$ 0.00
Blended Rate:	\$ 411.00 / hour

### Preparation of Fee Application— (Employment Applications and Objections)

Total Hours: 5.2 hours  
 Total Fees: \$ 2,184.00  
 % of Fees: 2.3 %  
 Blended Rate: \$ 420.00  
 Tasks Performed: prepare March 2011 fee application

Name (Title)	Hourly Rate (\$)	Hours Billed	Amount Billed (\$)
J. Cuthbert (Senior Manager)	420	5.2	2184

### Questions/Concerns/Comments—

- (1) J. Cuthbert was the only employee used to prepare the March 2011 fee application—please explain why E&Y is not using lower paid staff for this task.
- (2) Block billing of 4.0 hours or more in the same entry—hours/fees block billed in this category total 5.2 hours / \$2,184.00. Proposed 3% reduction for failure to follow Guidelines equals \$65.52.
  - 04-04: Cuthbert/5.2

**3. Conflict Checks:**

None.

**4. Project Billing Category:**

In April 2011, approximately 65% of billing was for audit services and 32% was for tax advisory services, with about 3% for employment matters. E&Y categorized its billing into the following three categories: (1) Audit Services; (2) Employment Applications and Objections; and (3) Tax Advisory. The July 13, 2011 order expanding employment permitted E&Y to bill for 2011 Quarterly Review Service *nunc pro tunc* to include this fee period; however, no tasks were billed in this category.

**Audit Services—**

Total Hours: 105.8 hours  
 Total Fees: \$ 30,368.50  
 % of Fees: 32 %  
 Blended Rate: \$ 287.00  
 Tasks Performed: clear review notes, prepare and review binders for GCB review; review workpapers; communication with client; review SEC comment letters; perform and review testing; review files for archiving; review statutory reports; review press release; draft regulatory reports; coordinate staffing for audit

Name (Title)	Hourly Rate	Hours Billed	Amount Billed (\$)
M. Gillmore (Partner)	568	3.0	1704
T. Roche (Partner)	554	15.0	8310
J. Cuthbert (Senior Manager)	420	6.7	2814
D. Urquhart (Senior Manager)	390	1.0	390
J. Neumann (Managers)	330	23.6	7788
D. Irvine (Senior)	210	1.0	210
M. Hester (Senior)	210	17.0	3570
J. Lietz (Staff)	145	27.0	3915
M. Kokaina (Staff)	145	11.5	1668

**Concerns/Questions/Comments—**

- (1) Block billing of 4.0 hours or more in the same entry—approximately 37% of the hours billed in April were block billed, hours/fees total 39.0 hours / \$6,175.00. Proposed 3% reduction for failure to follow Guidelines equals \$185.25.

- 04-04: Kokaina/5
- 04-08: Kokaina/4
- 04-25: Loetz/5
- 04-26: Hester/8
- 04-26: Lietz/4
- 04-27: Lietz/5
- 04-28: Lietz/4
- 04-29: Lietz/4



- (2) M. Kokaina billed a combined 2.5 hours / \$363.00 for “prepared and reviewed the 2008 and 2009 binders for Aliante and Santa Fe for GCB review.” What did the “preparation” require—organization, printing, etc or drafting documents? If organization/printing, then why was this task performed by an employee billing at \$145 per hour?
- (3) 04-29-2011: J. Lietz billed 4.0 hours / \$580.00 for “archiving the engagement.” Is this an employment task? Please explain this task.
- (4) 04-25-2011: J. Neumann billed 0.2 hours / \$66.00 for “STN 2010 Audit-Coordination of staffing requirements for qtr 1 review.” Should this be overhead?
- (5) 04-28-2011: J. Neumann billed 0.3 hours / \$99.00 for “STN 2011 Audit- review of press release for inter-linked Galaxy table game and considerations for Reg 6.105 procedures for 2011.” Should this matter be included in the newly allowed 2011 Quarterly Review Services? The Engagement Letters and Employment Order puts a cap on the fees in this new category; therefore, proper category billing is important.

#### **Tax Advisory—**

Total Hours: 120.4 hours  
 Total Fees: \$ 62,476.50  
 % of Fees: 65.7 %  
 Blended Rate: \$ 519.00  
 Tasks Performed: prepare for and attend IRS meeting/presentation; prepare, update, and review matrix, information, model; communication with client, Deloitte, fellow E&Y employees, and other parties; prepare and review data (Silverpoint, Serengeti); review draft of rights offering memo; prepare 2-part supplemental submission

<b>Name (Title)</b>	<b>Hourly Rate</b>	<b>Hours Billed</b>	<b>Amount Billed (\$)</b>
K. Sowell (National Partner)	760	43.0	32680
E. Solomon (Partner)	700	1.5	1050
R. Fung (Partner/Principal)	640	4.4	2816
G. Choi (Senior Manager)	490	2.0	980
S. Agarwal (Senior)	359	28.0	10052
S. Kiggen (Senior)	359	41.5	14899

Questions/Concerns/Comments—

(1) Block billing of 4.0 hours or more in the same entry—hours/fees block billed in this category total 29.0 hours / \$10,411.00. Proposed 3% reduction for failure to follow Guidelines equals \$312.33.

- 04-13: Agrawal/5
- 04-20: Kiggen/8
- 04-21: Kiggen/4
- 04-22: Kiggen/6
- 04-26: Kiggen/6

(2) 04-07-2011: S. Agrawal billed 1.9 hours / \$682.00 for “email correspondence to various investors.” Please explain (1) how many emails, (2) who were the recipients of the emails, (3) purpose of the emails. Almost two hours seems to be a lot of time for emailing.

(3) Numerous conference calls between three or more E&Y employees—please explain why it was necessary for three E&Y employees to be in attendance at these meetings:

- Sowell, Solomon, Kiggen billed 1.5 hours / \$910.00 for “update on status”
- Sowell, Solomon, and Choi billed 3.0 hours / \$1,950.00 for “discuss recent developments.”

(4) S. Agrawal billed 16.2 hours / \$5,815.80 for “update matrix,” update edocs,” “update information” and “update model.” Please explain these tasks—what edocs, model, matrix?

(5) 04-25-2011—meeting with IRS attended by K. Sowell and S. Kiggen. Total billed to attend meeting 5.0 hours / \$2,798.00. Additionally, another 37.5 hours / \$18,475 was expended to prepare for IRS meeting and post-meeting matters. Was attendance by both people necessary? Why did the preparation and post-meeting work take 37.5 hours? That seems high.

**5. Expenses:**

None.

**6. “Write Down” of Fees and/or Expenses (Reasonableness):**

Nothing indicated.

**7. Additional Questions/Concerns/Comments:**

(1) Block Billing: approximately 32% of the hours billed in this fee period were blocked billed—73.2 hours / \$18,770.00. A 3% reduction for failure to follow the Guidelines equals \$563.10.

- (2) Approximately 90% of E&Y time entries are billed in half hour increments. The Guidelines require professionals to bill in one-tenth of an hour increments. Please explain.

## MEMORANDUM

TO: Nancy Rapoport

FROM: Michelle Alarie

DATE: August 6, 2011

RE: Ernst & Young: Twentieth Fee Application (May 2011)

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### 1. Order Approving Appointment:

Docket no. 495 entered on October 22, 2009. Order authorizes the retention and employment of Ernst & Young LLP (“E&Y”) as the Debtor’s independent auditor and tax advisor *nunc pro tunc* to the commencement of the chapter 11 case.

- Audit Services—(1) audit and report on the financial statement of the Stations Retirement Plan for the year ended December 31, 2008; (2) audit the financial statements of Stations Casinos, Inc, Green Valley Ranch Gaming LLC, Barley’s Casino, and Aliante Gaming for year ended December 31, 2009 and issue financial statement pursuant to Nevada Gaming Control Board regulation 6.090; (3) perform quarterly review of financial information for form 10-Q.
- Tax Services—(1) perform limited review procedures for Station Casinos, Inc’s 2008 federal tax return; (2) provide assistance and advice with the audit of Station Casinos, Inc’s 2007 federal tax return; (3) answer general tax questions that do not involve significant tax planning.

On July 16, 2010, the Court authorized the first expansion in the scope of E&Y employment. See Docket No. 1807: “Order Expanding the Scope of Employment and Retention of Ernst & Young LLP to Include Additional Quarterly Review Services and Tax Services, *nunc pro tunc* to May 3, 2010”. The Order authorizes E&Y to perform additional (a) interim financial statement quarterly review services for 2010; (b) additional 401(k) retirement plan audit services for 2009; and (c) additional bankruptcy tax advisory services. The Order put a cap on fees—\$55,000 for quarterly review services and \$24,000 for retirement audit services.

On July 13, 2011, the Court authorized a second expansion in the scope of E&Y’s employment. See Docket No. 3586: “Order Expanding Scope of Employment and Retention of Ernst & Young LLP to Include Additional Quarterly Review Services *Nunc Pro Tunc* to April 5, 2011.” This Order authorizes E&Y to perform additional interim financial statement quarterly review services for the quarter ending March 31, 2011. Pursuant to the Engagement Letter and Order, these additional quarterly review services are capped at \$18,500.00.

## 2. Fee Application:

Docket No.: 3464; filed June 15, 2011  
 Title: Notice of Filing of Twentieth Monthly Fee and Expense Statement for the Period May 1 through May 31, 2011 of Ernst & Young LLP, as Independent Auditor and Tax Advisor to the Debtors and Debtor in Possession

In the twentieth fee application, E&Y seeks payment of (1) \$60,459.00 for services rendered, representing 80% of the \$75,574.00 total fees incurred, and (2) no expenses. Following the 20-day objection period, E&Y should have filed a notice of non-opposition to its requested fees and expenses, but this document was not filed. No objection to E&Y fee and expenses was filed between June 15, 2011 (day application was filed) and August 6, 2011 (day this fee review was drafted).

	Amount
Total Fees:	\$ 75,574.00
Total Hours:	184.4 hours
Total Expenses:	\$ 0.00
Blended Rate:	\$ 410.00 / hour

### Preparation of Fee Application— (Employment Applications and Objections)

Total Hours: 4.0 hours  
 Total Fees: \$ 1,680.00  
 % of Fees: 2.2 %  
 Blended Rate: \$ 420.00  
 Tasks Performed: prepare April fee application

Name (Title)	Hourly Rate (\$)	Hours Billed	Amount Billed (\$)
J. Cuthbert (Senior Manager)	420	4.0	1680

### Questions/Concerns/Comments—

- (1) J. Cuthbert was the only employee used to prepare April's fee application—please explain why E&Y is not using lower paid staff for this administrative task.
- (2) Block billing of 4.0 hours or more in the same entry—hours/fees block billed in this category total 4.0 hours / \$1,680.00. Proposed 3% reduction for failure to follow Guidelines equals \$50.40.
  - 05-02: Cuthbert/4

**3. Conflict Checks:**

None indicated.

**4. Project Billing Category:**

In May 2011, approximately 25% of billing was for audit services and 73% was for tax advisory services, with about 2% for employment matters. E&Y categorized its billing into the following three categories: (1) Audit Services: Quarterly Review Services; (2) Employment Applications and Objections; and (3) Tax Advisory.

**Audit Services: Quarterly Review Services—**

Total Hours: 65.5 hours  
 Total Fees: \$ 18,519.50  
 % of Fees: 24.5 %  
 Blended Rate: \$ 283.00  
 Tasks Performed: prepare and review for 10-Q; perform quarterly review work; review tax files; prepare and review workpapers/legal letters; prepare and review tax summary report; prepare Wild Wild West prop memo

Name (Title)	Hourly Rate	Hours Billed	Amount Billed (\$)
M. Gillmore (Partner)	568	5.0	2840
T. Roche (Partner)	554	6.0	3324
E. Kojane (Senior Manager)	490	1.5	735
D. Urquhart (Senior Manager)	390	8.8	3432
J. Neumann (Managers)	330	4.7	1551
D. Irvine (Senior)	210	8.0	1680
M. Hester (Senior)	210	6.0	1260
J. Lietz (Staff)	145	23.5	3408
C. Packett (Staff)	145	2.0	290

**Concerns/Questions/Comments—**

(1) Block billing of 4.0 hours or more in the same entry—hours/fees block billed in this category total 13.0 hours / \$3,630.00. Proposed 3% reduction for failure to follow Guidelines equals \$108.90.

- 05-10: Urquhart/5
- 05-13: Irvine/8

(2) The Engagement Letter and Order expanding employment caps the fees for 2011 quarterly review services at \$18,500.00. While a relatively minor overage, E&Y billed \$22.00 in excess of the cap. Additionally, some of the audit services in April 2011 may be quarterly review services.

**Tax Advisory—**

Total Hours: 114.9 hours  
 Total Fees: \$ 55,374.00  
 % of Fees: 73.3 %  
 Blended Rate: \$ 482.00  
 Tasks Performed: sales tax review; communication with client, IRS, fellow E&Y employees; review 2-part facts; research; review restructuring tax issues; Filmore document review; subscriber review and testing; review document and investor information; discuss post-offering process; 267 overlap analysis; review notices to bondholders

Name (Title)	Hourly Rate	Hours Billed	Amount Billed (\$)
K. Sowell (National Partner)	760	19.3	14668
E. Solomon (Partner)	700	1.5	1050
R. Fung (Partner/Principal)	640	10.8	6912
W. O'Meara (Executive Director)	610	1.0	610
J. Lowy (Partner)	585	1.9	1112
S. Shiffrin (Senior Manager)	490	0.5	245
G. Choi (Senior Manager)	490	2.6	1274
E. Kojane (Senior Manager)	490	2.0	980
T. Stein (Senior Manager)	490	24.0	11760
C. Nilsen (Manager)	400	31.4	12560
S. Kiggen (Senior)	359	2.5	898
M. Schonholz (Staff)	190	17.4	3306

**Questions/Concerns/Comments—**

(1) Block billing of 4.0 hours or more in the same entry—hours/fees block billed in this category total 32.0 hours / \$10,220.00. Proposed 3% reduction for failure to follow Guidelines equals \$306.60.

- 05-18: Nilsen/4
- 05-19: Nilsen/5
- 05-19: Stein/4
- 05-25: Schonholz/7.3
- 05-25: Nilsen/5
- 05-26: Schonholz/6.7

(2) T. Stein billed a combined 24.0 hours / \$11,760.00 for “review documents and investor information related to the Clearinghouse process, as defined by the Put Party Agreement and the Colony Stations Memorandum of Understanding.” Please explain this task and the reason why the same task entry was used on eight occasions.

(3) C. Nilsen billed a combined 28.4 hours / \$11,360.00 for “subscriber review and testing.” Please explain this task and the reason why the same task entry was used on nine occasions.

- (4) M. Schonholz billed a combined 2.3 hours / \$437.00 for “prepared binders for submission.” What did “preparation” require—organization, printing, etc or drafting documents? If organization/printing, then why was this task performed by an employee billing at \$190 per hour.

**5. Expenses:**

None.

**6. “Write Down” of Fees and/or Expenses (Reasonableness):**

Nothing indicated.

**7. Additional Questions/Concerns/Comments:**

- (1) Block Billing: approximately 27% of the hours billed in this fee period were blocked billed—49.0 hours / \$15,530.00. A 3% reduction for failure to follow the Guidelines equals \$465.90.
- (2) Approximately 90% of E&Y time entries are billed in half hours increments. The Guidelines require professionals to bill in one-tenth of an hour increments. Please explain.



## MEMORANDUM

TO: Nancy Rapoport

FROM: Michelle Alarie

DATE: August 7, 2011

RE: Ernst & Young: Twenty-First Fee Application (June 2011)

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### 1. Order Approving Appointment:

Docket no. 495 entered on October 22, 2009. Order authorizes the retention and employment of Ernst & Young LLP (“E&Y”) as the Debtor’s independent auditor and tax advisor *nunc pro tunc* to the commencement of the chapter 11 case.

- Audit Services—(1) audit and report on the financial statement of the Stations Retirement Plan for the year ended December 31, 2008; (2) audit the financial statements of Stations Casinos, Inc, Green Valley Ranch Gaming LLC, Barley’s Casino, and Aliante Gaming for year ended December 31, 2009 and issue financial statement pursuant to Nevada Gaming Control Board regulation 6.090; (3) perform quarterly review of financial information for form 10-Q.
- Tax Services—(1) perform limited review procedures for Station Casinos, Inc’s 2008 federal tax return; (2) provide assistance and advice with the audit of Station Casinos, Inc’s 2007 federal tax return; (3) answer general tax questions that do not involve significant tax planning.

On July 16, 2010, the Court authorized the first expansion in the scope of E&Y employment. See Docket No. 1807: “Order Expanding the Scope of Employment and Retention of Ernst & Young LLP to Include Additional Quarterly Review Services and Tax Services, *nunc pro tunc* to May 3, 2010”. The Order authorizes E&Y to perform additional (a) interim financial statement quarterly review services for 2010; (b) additional 401(k) retirement plan audit services for 2009; and (c) additional bankruptcy tax advisory services. The Order put a cap on fees—\$55,000 for quarterly review services and \$24,000 for retirement audit services.

On July 13, 2011, the Court authorized a second expansion in the scope of E&Y’s employment. See Docket No. 3586: “Order Expanding Scope of Employment and Retention of Ernst & Young LLP to Include Additional Quarterly Review Services *Nunc Pro Tunc* to April 5, 2011.” This Order authorizes E&Y to perform additional interim financial statement quarterly review services for the quarter ending March 31, 2011. Pursuant to the Engagement Letter and Order, these additional quarterly review services are capped at \$18,500.00.

**2. Fee Application:**

Docket No.: 3505; filed July 5, 2011  
 Title: Notice of Filing of Twenty-First Monthly Fee and Expense  
 Statement for the Period June 1 through June 17, 2011 of Ernst &  
 Young LLP, as Independent Auditor and Tax Advisor to the Debtors  
 and Debtor in Possession

In the twenty-first fee application, E&Y seeks payment of (1) \$72,206.00 for services rendered, representing 80% of the \$90,258.00 total fees incurred, and (2) no expenses. Similar to the previous fee period, E&Y did not file a notice of non-opposition to its requested fees and expenses. However, there were no objections to E&Y's fee and expenses filed between July 5, 2011 (day application was filed) and August 7, 2011 (day this fee review was drafted).

The fees and expenses billed in this fee period are from June 1 through June 17, 2011 only. This represents that work performed until plan confirmation.

	<b>Amount</b>
Total Fees:	\$ 90,258.00
Total Hours:	167.5 hours
Total Expenses:	\$ 0.00
Blended Rate:	\$ 539.00 / hour

**Preparation of Fee Application—**

Nothing billed for fee application preparation or other employment matters.

**3. Conflict Checks:**

None indicated.

**4. Project Billing Category:**

In June 2011, E&Y billed solely for Tax Advisory matters—

**Tax Advisory—**

Total Hours: 167.5 hours  
 Total Fees: \$ 90,258.00  
 % of Fees: 100 %  
 Blended Rate: \$ 539.00  
 Tasks Performed: communication with client, IRS, creditors, and other parties;  
 prepare and finalize 2-part; review Jet, Filmore, and Fidelity; update

matrix; prepare and review PFA application; perform 267 overlap analysis; create caveat language; review documents and investor information; review non-compensatory option rules; review final drafting rules and comments; prepare and submit final ruling and perjury statement; file preparation

Name (Title)	Hourly Rate	Hours Billed	Amount Billed (\$)
K. Sowell (National Partner)	760	53.5	40660
E. Solomon (Partner)	700	13.0	9100
V. Canciello (Executive Director)	658	1.0	658
R. Fung (Partner/Principal)	640	11.7	7488
T. Stein (Senior Manager)	490	16.5	8085
C. Nilsen (Manager)	400	26.5	10600
D. Kim (Senior)	370	3.7	1369
S. Kiggen (Senior)	359	26.0	9334
M. Schonholz (Staff)	190	15.6	2964

Questions/Concerns/Comments—

(1) Block billing of 4.0 hours or more in the same entry—hours/fees block billed in this category total 39.5 hours / \$16,482.00. Proposed 3% reduction for failure to follow Guidelines equals \$494.46.

- 06-13: Kiggen/8
- 06-13: Nilsen/4
- 06-14: Kiggen/4
- 06-14: Nilsen/7
- 06-15: Kiggen/6.5
- 06-15: Nilsen/6
- 06-16: Sowell/4

(2) K. Sowell bills at the E&Y's highest rate; therefore, please explain why she billed approximately half of the fees in this fee period. Could more tasks have been performed by lower paid staff, as much of her time was spent on conference calls with fellow E&Y staff and the IRS?

(3) T. Stein billed a combined 16.5 hours / \$8,085.00 for "review documents and investor information related to the Clearinghouse process, as defined by the Put Party Agreement and the Colony Stations Memorandum of Understanding." This is in addition to the 24.0 / \$11,760.00 that T. Stein billed in May 2011 for the exact same task. Please explain this task and the reason why the same task entry continues to be used.

(4) D. Kim (Senior, \$370/hr) billed 3.7 hours / \$1,369.00 in this fee period—"research of IRS standards with respect to language regarding verification in PLRs." This was the only time that she was used in this entire bankruptcy case. Was there a reason she was used—such as being specialized for this task—otherwise, is this the time to bring "fresh eyes" into this case?

- (5) K. Sowell billed a combined 2.0 hours / \$1,520.00 for “file preparation” and “procedural file preparation.” Please explain this task and the reason the highest paid employee was used.
- (6) Numerous conference call between three or more E&Y employees—please explain why it was necessary for three E&Y employees to be in attendance at these meetings:
  - a. 06-01-2011: Solomon, Kiggen, and Sowell billed 3.0 hours / \$1,819.00 for “re: IRS feedback.”
  - b. 06-08-2011: Solomon, Sowell, and Nilsen billed 1.5 hours / \$930.00 for “relay IRS feedback.”

**5. Expenses:**

None.

**6. “Write Down” of Fees and/or Expenses (Reasonableness):**

Nothing indicated.

**7. Additional Questions/Concerns/Comments:**

- (1) Block Billing: approximately 24% of the hours billed in this fee period were blocked billed—39.5 hours / \$16,482.00. A 3% reduction for failure to follow the Guidelines equals \$494.46.
- (2) Approximately 90% of E&Y time entries are billed in half hours increments. The Guidelines require professionals to bill in one-tenth of an hour increments. Please explain.

## MEMORANDUM

TO: Nancy Rapoport

FROM: Michelle Alarie

DATE: August 7, 2011

RE: Ernst & Young: Final Fee Application

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### 1. Order Approving Appointment:

Docket no. 495 entered on October 22, 2009. Order authorizes the retention and employment of Ernst & Young LLP (“E&Y”) as the Debtor’s independent auditor and tax advisor *nunc pro tunc* to the commencement of the chapter 11 case.

- Audit Services—(1) audit and report on the financial statement of the Stations Retirement Plan for the year ended December 31, 2008; (2) audit the financial statements of Stations Casinos, Inc, Green Valley Ranch Gaming LLC, Barley’s Casino, and Aliante Gaming for year ended December 31, 2009 and issue financial statement pursuant to Nevada Gaming Control Board regulation 6.090; (3) perform quarterly review of financial information for form 10-Q.
- Tax Services—(1) perform limited review procedures for Station Casinos, Inc’s 2008 federal tax return; (2) provide assistance and advice with the audit of Station Casinos, Inc’s 2007 federal tax return; (3) answer general tax questions that do not involve significant tax planning.

On July 16, 2010, the Court authorized an expansion of the scope of E&Y employment. See Docket No. 1807: “Order Expanding the Scope of Employment and Retention of Ernst & Young LLP to Include Additional Quarterly Review Services and Tax Services, *nunc pro tunc* to May 3, 2010”. The Order authorizes E&Y to perform additional (a) interim financial statement quarterly review services for 2010; (b) additional 401(k) retirement plan audit services for 2009; and (c) additional bankruptcy tax advisory services. The Order put a cap on fees—\$55,000 for quarterly review services and \$24,000 for retirement audit services.

On July 13, 2011, the Court authorized a second expansion in the scope of E&Y’s employment. See Docket No. 3586: “Order Expanding Scope of Employment and Retention of Ernst & Young LLP to Include Additional Quarterly Review Services *Nunc Pro Tunc* to April 5, 2011.” This Order authorizes E&Y to perform additional interim financial statement quarterly review services for the quarter ending March 31, 2011. Pursuant to the Engagement Letter and Order, these additional quarterly review services are capped at \$18,500.00.

## **2. Fee Application:**

Docket No: 3597; filed July 14, 2011  
Title: Final Fee Application of Ernst & Young LLP as Independent Auditor and Tax Advisor to the Debtors for Allowance of Fee and Reimbursement of Expenses Incurred During the Period July 28, 2009 through June 17, 2011 Pursuant to 11 U.S.C. §§ 105(a) and 331 and FED. R. BANKR. P. 2016.

Hearing  
Date/Time: Tuesday, August 9, 2011 at 1:30 pm

In its Final Fee Application, E&Y requests final approval of (1) fees in the amount of \$2,958,095.85, and (2) expense reimbursement in the amount of \$4,037.04. E&Y has been paid 100% of fees and expenses from July 28, 2009 through November 30, 2010 in the amount of \$2,537,423.69. The outstanding payment due and owing is \$424,708.20—representing the 20% holdback amount for December 2010, January 2011, February 2011, March 2011 and the entire fees requested for the months of April 2011, May 2011 and June 2011.

Detailed reviews of the requested monthly fees and expenses are found in the fee review memos submitted for the first through twenty-first monthly fee applications; therefore, a comprehensive review will not be provided here. Rather, this review will highlight the issues spotted in the monthly fee applications.

**Questions/Concerns/Comments:****(1) Use of employees: (\$46,455.00 at issue)**

Category	# of Employees	Hours Fees
Employee Used	139	9,867.7 \$2,958,095.85
Billed 5.0 hours or less	61	128.7 <b>\$46,455.00</b>
Billed 100.0 hours or more	22	8,378 \$2,468,834.40
Billed 500.0 hours or more	6	5,148.6 \$1,334,972.90

Here, approximately half of the employees E&Y used for the Station case billed 5.0 hours or fewer during the entire two-year period that this case progressed—July 28, 2009 through June 17, 2011. Please explain why it was necessary and or reasonable to use these employees who performed such a little amount of work for the Debtor. Were any of these employees used to perform short-term specialized tasks?

For example—

- a. M. Countryman billed 1.0 hours / \$585.00 for a telephone conversation with S. Choi and A. Dubnoff re: analysis of -11/-28/-36. Why was he used for this matter?
- b. 10-11-2010; L. Rowsell billed 1.0 hours / \$420 for “PPD Consultation—call re equity compensation (options cancelled on emergence etc) with Jennifer et al, follow up with other re same.” Was this entry properly billed to the Debtor, as there is no corresponding time entry for “Jennifer,” and what is the significance of PPD?
- c. D. Kim (Senior, \$370/hr) billed 3.7 hours / \$1,369 for researching IRS standards with respect to language regarding verification-PLR. This was the only time billed by D. Kim, in the very last month of this case.

**(2) Block Billing: (\$24,314.55 at issue)**

Block billing was calculated when an employee billed 4.0 hours or more in a single time entry. E&Y block billed approximately 35% of its hours—

3,432.6 hours / \$810,485.00. A 3% reduction for failure to follow the Trustee Guidelines equals a reduction of **\$24,314.55**.

**(3) Overhead: (\$1,976.00 at issue)**

- a. 08-12-2009: B. Ingles billed 2.0 hours / \$290.00 for "Station Casinos preparation for and participation in training session call for connections check training. Recommendation: 100% reduction, reduce fees by **\$290.00**.
- b. 08-12-2009: J. LaFrance billed 3.0 hours / \$1,200.00 for "bankruptcy training for performance of connection checks." Recommendation: 100% reduction, reduce fees by **\$1,200.00**.
- c. 02-10-2010: L. Bautista billed 2.0 hours / \$420.00 for "prepare year end audit calendar to include identification of staffing for client review for remainder of audit procedures." Recommendation: Highlighted only; however, propose 100% reduction, reduce fees by **\$420.00**.
- d. 04-25-2011: J. Neumann billed 0.2 hours / \$66.00 for "coordination of staffing requirements for qtr 1 review." Recommendation: 100% reduction, reduce fees by **\$66.00**.

**(4) Call Out Comments Requesting Reductions: (\$77,301 at issue)**

- a. September 11, 2009 Team Planning Event—
  - Seven employees attended and billed 14.5 hours / \$5,390.50—
    - Recommendation: allow 2 billers, reduce fee by **\$3,903.50**.
  - J. Neumann billed 2.8 hours / \$868.00 for reviewing binders—
    - Recommendation: 50% reduction, reduce fee by **\$434.00**.
  - J. LaFrance billed 7.0 hours / \$2,800.00 for reviewing TPE docs—
    - Recommendation: 50% reduction, reduce fee by **\$1,400.00**.
- b. 09-17-2009 and 09-18-2009: L. Sun billed 7.0 hours / \$1,330.00 for "coaching new staff to perform." Recommendation: 50% reduction, reduce fee by **\$665.00**
- c. 11-03-2009: Meeting/conference attended by 3 employees—  
Recommendation: Highlighted only; however, propose to allow 2 billers, reduce fee by **\$406.00**.



- d. 11-03-2009: L. Bautista billed 1.5 hours / \$315.00 for “prepare transmittal of financial statements” and “financial statement pagination review.” Recommendation: Highlighted only; however, propose 50% reduction, reduce fee by **\$157.00**.
- e. 10-09-2009: L. Sun billed 10.0 hours / \$2,100.00 for “discussing open items with client regarding ITGC testing.” Total billed on this day was 19.5 hours, therefore, this entry likely should read 1.0 hours / \$210.00. Recommendation: Highlighted only; however, proposed remedy, deem it over-billing of 9.0 hours, reduce fees by **\$1,890.00**.
- f. 10-09-2009: L. Sun billed 1.5 hours / \$305.00 to draft two emails. Recommendation: Highlighted only; proposed 50% reduction, reduce fees by **\$152.00**.
- g. January 11, 2010 Team Planning meeting—
  - a. Attended by eleven employees, total billed 7.3 hours / \$2,851.50. Recommendation; Highlighted only, propose allowing 2 billers only, reduce by **\$2,304.00**
- h. 01-20-2010: L. Bautista billed 0.5 hours / \$105.00 for “print and deliver all Post Bankruptcy Engagement Letters for Catherine Ross.” Recommendation: Highlighted only; however, proposed 100% reduction due to administrative task/overhead, reduce by **\$105.00**.
- i. 01-19-2010: L. Sun billed 1.0 hours / \$210.00 for “email Brad Dinsmore...re: the SOX audit general information and this year’s audit status.” Recommendation: Highlighted only; however, propose 50% reduction due to excessive time, reduce fees by **\$105.00**.
- j. 01-07-2010: T. Yeates billed 1.0 hours / \$420.00 and L. Welborn billed 3.0 hours / \$1,470.00 for the same “conference call with clients to discuss proposed IRS adjustments.” Recommendation: Highlighted only; however, propose reduction of 2.0 hours billed by L. Welborn to avoid discrepancy in billing, reduce fees by **\$980.00**.
- k. 03-25-2010: Four employees attended meeting billing 4.0 hours / \$1,708.00 for “general and detail review of tax substantive review procedures and work paper conclusions.” Recommendation: Highlighted only; however, propose allowing 2 billers only, reduce fees by **\$854.00**.
- l. 02-26-2010: T. Dieguez billed 0.5 hours / \$ 284.00 and J. LaFrance billed 1.0 hours / \$420.00 for the same meeting they both attended. Recommendation: Highlighted only; however, propose reduction of 0.5 hours billed by J. LaFrance to avoid discrepancy in billing, reduce fees by **\$210.00**.

- m. In April 2010, Managers and Partners billed a combined 17.4 hours / \$8,294.00 for research related to 267 issues and swap termination payment. Recommendation: Highlighted only; however, propose 25% reduction for leverage issues, reduce fees by **\$2,073.00**.
- n. 05-26-2010: three employees billed 3.0 hours / \$1,562.00 for "meeting with tax attorneys to discuss Opco and liquidation issues." Recommendation: Highlighted only; however, propose allowing 2 billers only, reduce fees by **\$520.00**.
- o. In May 2010, Managers and Partners billed 14.0 hours / \$7,346.00 for research and reviewing legislative history. Recommendation: Highlighted only; however, propose 25% reduction for leverage issues, reduce fees by **\$1,836.00**.
- p. 06-22-2010: D. Shah billed 0.3 hours / \$63.00 for "determination of 2010 Bankruptcy fee application reporting requirements." Recommendation: 100% reduction, per NBR, "it's not something that I'd think E&Y should be billing for, given its level of expertise," reduce fees by **\$63.00**.
- q. June 2, 2010 Team Planning Event—
  - Attended by four employees, billed 4.0 hours / \$1,254.00. Recommendation: Highlighted only, propose allowing 2 billers only, reduce fees by **\$627.00**.
- r. In June 2010, E&Y billed 35.0 hours / \$20,085.00 for 12 conference calls and/or meeting with fellow E&Y employees. Recommendation: Provide explanation for such a high number of hours for conferences or reduce by 25% (**\$5,021.25**)
- s. S. Kiggen billed 7.0 hours / \$1,470.00 for "internal calls." Recommendation: Highlighted only; however, propose 50% reduction for failure to provide specificity, reduce fees by **\$735.00**.
- t. 08-13-2010: S. Agrawal billed 2.5 hours / \$525.00 for "draft signature pages and final template of agreement." Recommendation: Highlighted only; however, propose 50% reduction for leverage issues, reduce fees by **\$262.00**
- u. 08-13-2010: D. Urquhart billed two duplicate entries of 1.5 hours / \$585.00 for "assistance with respect to review of Form 1139." Recommendation: Highlighted only; however, if duplicate entry, propose deem over-billing of 1.5 hours at \$390/hr, reduce fees by **\$585.00**.
- v. 08-13-2010: S. Kiggen billed two duplicate entries of 1.0 hours / \$210.00 for "compiled supplemental ruling requests."

- Recommendation: Highlighted only; however, if duplicate, propose deem over-billing of 1.0 hours at \$210/hr, reduce fees by **\$210.00**.
- w. In August 2010, E&Y billed 10.3 hours / \$4,944.00 for 4 conference calls and/or meeting with fellow E&Y employees. Recommendation: reduce by 25% (**\$2,361**)
- x. In September 2010, E&Y billed 11.0 hours / \$5,875.00 for 6 conference calls and/or meeting with fellow E&Y employees. Recommendation: reduce by 25% (**\$1,468.75**)
- y. October 18, 2010—IT Team Planning Event attended by 3 employees billing 1.5 hours / \$448.00. Recommendation: Highlighted only; however, propose allowing 2 billers only, reduce fees by **\$149.00**.
- z. In November 2010, E&Y billed 8.5 hours / \$4,536 for 5 conference calls and/or meeting with fellow E&Y employees. Recommendation: none.
- aa. 12-01-2010: meeting attended by seven employees billing a combined 5.6 hours / \$1,874.00. Recommendation: Highlighted only; however, propose allowing 2 billers only, reduce fees by **\$1,336.00**.
- bb. In December 2010, K. Umalkar billed 88.5 hours / \$16,018.50 for what appeared to be administrative services. Recommendation: reduce by 100% (**\$16,018.50**)
- cc. 12-09-2010: D. Kojane billed 3.0 hours / \$1,470.00 to create an email. Recommendation: Highlighted only; however, propose 50% reduction for excessive time issue, reduce fees by **\$735.00**.
- dd. E. Solomon billed 5.0 hours / \$3,500.00 for "review cases." Recommendation: Highlighted only; however, propose 25% reduction for leverage issue, reduce fee by **\$875.00**.
- ee. 01-11-2011: meeting attended by ten employees billing 9.0 hours / \$2,937.00. Recommendation: Highlighted only; however, propose allowing 2 billers only, reduce fees by **\$2,349.00**.
- ff. 01-12-2011: Two partners attended IRS meeting billing 5.0 hours / \$3,650.00; Recommendation: none.
- gg. In January 2011, E&Y billed 29.8 hours / \$19,178 for 11 conference calls and/or meeting with fellow E&Y employees. Recommendation: reduce by 25% (**\$4,794.50**)
- hh. 02-01-2011: M. Hester billed 10.0 hours / \$1,600.00 for "review NV regulatory testing." Total billed on this day was 18.5 hours, therefore, this entry likely should read 1.0 hours / \$160.00.

- Recommendation: Highlighted only; however, proposed remedy is to deem it over-billing of 9.0 hours, reduce fees by **\$1,440.00**.
- ii. 02-02-2011: K. Sowell billed 2.0 hours / \$1,520.00 for "review documents." Recommendation: Highlighted only; however, propose 50% reduction for failure to specify, reduce fees by **\$760.00**.
- jj. In February 2011, three employees attended two meetings and billed 7.5 hours / \$5,300.00. Recommendation: Highlighted only; however, propose allowing 2 billers per meeting only, reduce fees by **\$1,770.00**.
- kk. M. Kokaina billed 2.5 hours / \$363.00 for "prepare and review binders." If task required drafting document, then allow; however, if task required printing and organizing already created documents, then disallow. Recommendation: Highlighted only; however, propose 100% reduction if printing and organization, reduce fees by **\$363.00**.
- ll. 04-07-2011: S. Agrawal billed 1.9 hours / \$682.00 for email correspondence to various investors. Recommendation: Highlighted only; however, propose 50% reduction for excessive time, reduce fees by **\$341.00**.
- mm. S. Agrawal billed a combined 16.2 hours / \$5,815.80 for "update matrix, information, model, and edocs." Recommendation: Highlighted only; however, propose 25% reduction for failure to specify, reduce fees by **\$1,453.00**.
- nn. 04-25-2011: meeting with IRS attended by Sowell and Kiggen as well as time expended preparing for meeting and post meeting discussion. Total billed 42.5 hours / \$21,273.00. Recommendation: per NBR, "that seems high." Recommend 50% reduction (**\$10,636.50**)
- oo. C. Nilsen used the same task entry on nine separate occasions, billing 28.4 hours / \$11,360 for "subscriber review and testing." Recommendation: vague entry; reduce by 25% (**\$2,840**)
- pp. M. Schonholz billed 2.3 hours / \$437.00 for "prepare and review binders for submission." If task required drafting document, then allow; however, if task required printing and organizing already created documents, then disallow. Recommendation: Highlighted only; however, propose 100% reduction if task was printing and organization, reduce fees by **\$437.00**.
- qq. K. Sowell billed 2.0 hours / \$1,520. for procedural file preparation. Recommendation: highlighted only; however, propose 50% reduction for leverage issues, reduce fees by **\$760.00**.

rr. 06-01-2011: three employees participate in a conference call billing 3.0 hours / \$1,819.00. Recommendation: Highlighted only; however, propose allowing 2 billers only, reduce fees by **\$606.00**.

ss.06-08-2011: three employees participate in a conference call billing 1.5 hours / \$930.00. Recommendation: Highlighted only; however, propose allowing 2 billers only, reduce fees by **\$310.00**.

**(5) Billing in excess of Engagement Letter Fee Cap: (\$122,642.00 at issue)**

Engagement Letter (Date)	Total Billed (\$)	Fee Cap (\$)	Amount in Excess (\$)
Benefit Plan Audit Service for 2008 (July 28, 2009)	42,229	30,440	<b>11,789</b>
Quarterly Review for quarters ending in 2009 (July 28, 2009)	113,799	20,350	<b>93,449</b>
Quarterly Review Services for quarters ending in 2010 (May 3, 2010)	65,935 (including \$11,251 that were improperly billed in Nov. 2011 Audit Services billing category)	55,000	<b>10,935</b>
Benefit Plan Audit Services for 2009 (May 3, 2010)	30,449	24,000	<b>6,449</b>
Quarterly Review Services for quarters ending in 2011 (April 5, 2011)	18,520	18,500	<b>20</b>
TOTAL AMOUNT IN EXCESS OF CAPS:			<b>\$122,642</b>

**(6) Expenses— (\$1,696.18 at issue)**

Require a statement that all expenses were billed at cost; reviewed for reasonableness and accuracy; and if expense is a meal, then that it was a working meal.

Date	Name	Description	Cost (\$)	Questions/Concerns
09-15-09	Welborn	Taxi from Red Rock to Monte Carlo for IRS	73.00	Why should this

		agent		expense be billed to the estate
08-27-09		Broadband connection—data card plan to enable wireless internet connection at client's site (no internet access provided)	266.18	Overhead
11-06-09		Proofreading of 401(k) financial statements by Jennifer Mitchell from the creative services dept at an hourly rate of \$72	89.00	Overhead
11-06-09		Proofreading of 401(k) financial statements by Jennifer Mitchell from the creative services dept at an hourly rate of \$72	107.00	Overhead
11-06-09		Bank Confirmation request fee	1.00	Overhead
11-09-09		Bank Confirmation request fee	137.00	Overhead
11-10-09		Required Internet connection for performing audit procedure as the corporate offices as network access is not provided	193.00	Overhead
11-12-09		Required Internet connection for performing audit procedure as the corporate offices as network access is not provided	209.00	Overhead
11-09-09		Required Internet connection for performing audit procedure as the corporate offices as network access is not provided	185.00	Overhead
11-12-09	Jernestaal	Overtime carbide, approved by pped Robert Oleksiuk ues – east 80 <sup>th</sup> street	23.00	On this day, Jernestaal billed 1.0 hours to Stations. Why was "overtime" cab necessary?
02-01-10		Bank Confirmation request fee—confirmation.com	28.00	Overhead
02-01-10		Bank Confirmation request fee—confirmation .com	143.00	Overhead
01-2011		Confirmation.com	242.00	Overhead
<b>TOTAL AMOUNT EXCEEDING GUIDELINES / QUESTIONABLE:</b>				<b>\$1,696.18</b>

**(7) Employees billing at rates that are higher than they should be and /or potentially improper rank and rate increases: (\$15,191.40 at issue)**

- a. In December 2009, M .Vidal (Staff, \$160/hr) billed 52.6 hours at \$374.00 per hour. She did not receive a promotion in rank and her billing rate returned to \$160.00 per hour in January 2010. Recommendation: Highlighted only; however, propose deem over-billing of \$214.00 per hour for 52.6 hours, reduce fees by **\$11,256.40**.
- b. In May 2010, J. Neumann (Manager, \$330/hr) billed 2.0 hours at \$605.00 per hours. He did not receive a promotion in rank and his billing rate continued at \$330.00 per hour for the rest of this case.

Recommendation: Highlighted only; however, propose deem over-billing of \$275.00 per hour for 2.0 hours, reduce fees by **\$550.00**

- c. In October 2010, P. Rotroxa's rank and billing rate increased from Senior at \$210/hr to Manager billing at \$330/hr. Pursuant to engagement letters, annual increases are in July. Potential over-billing in the amount of \$120.00 per hour for 8.0 hours, reduce fees by **\$960.00**.
- d. In October 2011, M. Vidal's rank and billing rate increased from Staff at \$160/hr to Senior at \$210/hr. Pursuant to the Engagement Letters, annual rate increases are in July. Potential over-billing in the amount of \$50.00 per hour for 48.5 hours, reduce fees by **\$2,425.00**.

**(8) Tasks that need explanation— (unknown)**

- a. **Drop and Count observation**—why did this require so much time where employees were billing numerous 8-12 hour days on this task?
- b. **T. Stein** billed a total of 141.5 hours / \$70,410 between July 2010 and January 2011 for the exact same task—"review of engagement documents, including NDA, conflict letters, and access letters." These tasks seem to be an employment matter, **if yes, this seems like a lot of time for employment matters.**
- In addition, T. Stein billed 44.0 hours / \$21,560.00 for the similar task "review NDA."
  - In addition, T. Stein billed 40.5 hours / \$19,845.00 for "review documents and investor information related to the Clearinghouse process, as defined by the Put Party Agreement and the Colony Stations Memorandum of Understanding."

**(9) Documents: (unknown)**

- a. Pre-submission Memo—billed a total of 64.0 hours / \$26,759.00 for drafting, reviewing, preparing, commenting on, creating, and updating this document.
- b. Ruling Request—billed a total of 23.0 hours / \$5,580.00 for researching and drafting this document.

**(10) Leverage issues throughout (unknown)**



Fee Application (Employment Matters)—E&Y used J. LaFrance/J. Cuthbert (Senior Manager, \$420/hr) to prepare almost every fee application. She billed a total of 104.8 hours / \$44,016.00, which is approximately 85% of the hours billed for fee application preparation.

Tax Advisory matters—blended rate was usually in between \$400 - \$600 per hour.

**(11) Billing Correction— (\$3,340.00 at issue)**

E&Y billed 7.0 hours / \$3,340.00 to review and correct billing error in fee applications. Recommendation: 100% write off, reduce fees by **\$3,340.00**.

E&Y retroactively billed fees in the amount of \$111,194.00 to correct its billing errors.

- J. Blank, A. Dubroff, and R. Fung are listed as “Partners”; therefore, their increased billing rates are in excess of the fee range for Partners (\$483-585).

**(12) Billing in half hour increments— (unknown)**

Throughout the course of this bankruptcy, E&Y consistently billed in half-hour increments in violation of the U.S. Trustee Fee Guidelines. The Guidelines provide that “[t]ime entries should be kept contemporaneously with the services rendered in time periods of tenths of an hour.” Here, it appears that E&Y’s entire staff billed in half-hour increments. Almost all of the timekeeping entries are in whole-hour or half-hours increments, and even when entries are billed in one-tenth of an hour increments in a single day, the time entries usually add up to a whole hour or half-hour. Billing in this fashion will lead to inaccurate billing.



EXHIBIT D—FRIED FRANK REVIEWS SINCE LAST REPORT

MEMORANDUM

To: Nancy Rapoport  
From: Andrew Hall  
Date: July 29, 2011  
Re: Fried, Frank, Harris, Shriver & Jacobson LLP Second Interim Fee Application for 12/01/2009-3/31/2010.

**Fried, Frank, Harris, Shriver & Jacobson LLP**

1. On October 8, 2009, the U.S. Bankruptcy Court, District of NV, approved the appointment of Fried, Frank, Harris, Shriver & Jacobson LLP (Fried Frank) as Counsel to the Creditors' Committee (Committee) effective as of August 19, 2009. Doc. 467 pg. 2. This application was made pursuant to section 328 and 1103 of title 11 of the U.S. Bankruptcy Code, Rule 2014 of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules"), and Rule 2014 of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Nevada (the "Local Rules"). Id.
2. The scope of Fried Frank's duties include advising the Committee of its rights and obligations during the administration of the Ch. 11 case, attending meetings and negotiations with the debtors and other parties-in-interest, taking necessary action to preserve the debtor's estates for the benefit of the Committee and unsecured creditors generally, negotiating and preparing on the committee's behalf, any revisions/objections to any proposed plans of reorganization, representing the committee in proceedings before the court, developing legal positions and strategies, providing such other counsel and advice as the committee may require.
3. Fried Frank requested \$1,533,227.25 in fees and \$128,582.33 in expenses for this period. Doc. 1462
4. Pursuant to the Amendment to Fried Frank's 2nd Interim Application, Fried Frank wrote down/billed half for the non-working travel time initially billed. The discount amounted

to \$38,844.75. Doc. 1462-1 pg. 1.

**WORKING TRAVEL TIME DURING THE SECOND INTERIM FEE PERIOD**

<b><u>TIMEKEEPER</u></b>	<b><u>DATE</u></b>	<b><u>FROM</u></b>	<b><u>TO</u></b>	<b><u>HOURLY RATE</u></b>	<b><u>HOURS EXPENDED</u></b>	<b><u>TOTAL FEES</u></b>
Marissa Soto	12/2/2009	New York	Los Angeles	\$500.00	5.00	\$2,500.00
Bonnie Steingart	12/10/2009	New York	Reno	\$880.00	9.70	\$8,536.00
Nathan Grow	12/10/2009	New York	Reno	\$500.00	13.00	\$6,500.00
Marissa Soto	12/10/2009	New York	Reno	\$500.00	7.00	\$3,500.00
Michael de Leeuw	1/24/2010	New York	Reno	\$800.00	1.00	\$800.00
Brad Eric Scheler	3/4/2010	New York	Las Vegas	\$1,100.00	5.00	\$5,500.00
Bonnie Steingart	3/4/2010	New York	Las Vegas	\$925.00	9.00	\$8,325.00
<b>TOTAL</b>						<b><u>\$35,661.00</u></b>

**NON-WORKING TRAVEL TIME DURING THE SECOND INTERIM FEE PERIOD**

<b><u>TIMEKEEPER</u></b>	<b><u>DATE</u></b>	<b><u>FROM</u></b>	<b><u>TO</u></b>	<b><u>HOURLY RATE</u></b>	<b><u>HOURS EXPENDED</u></b>	<b><u>TOTAL FEES</u></b>
Barri Kass	12/2/2009	New York	Los Angeles	\$470.00	9.00	\$4,230.00
Bonnie Steingart	12/4/2009	Los Angeles	New York	\$880.00	4.80	\$4,224.00
Marissa Soto	12/4/2009	Reno	New York	\$500.00	5.00	\$2,500.00
Barri Kass	12/5/2009	Los Angeles	New York	\$470.00	7.00	\$3,290.00
Marissa Soto	12/11/2009	Reno	New York	\$500.00	6.50	\$3,250.00
Bonnie Steingart	12/11/2009	Reno	New York	\$880.00	4.90	\$4,312.00
Nathan Grow	12/11/2009	Reno	New York	\$500.00	5.00	\$2,500.00
Bonnie Steingart	12/12/2009	Reno	New York	\$880.00	6.20	\$5,456.00
Nathan Grow	12/12/2009	Reno	New York	\$500.00	7.00	\$3,500.00
Michael de Leeuw	1/24/2010	New York	Reno	\$800.00	4.30	\$3,440.00
Marissa Soto	1/24/2010	New York	Reno	\$525.00	9.00	\$4,725.00
Michael de Leeuw	1/25/2010	Reno	Los Angeles	\$800.00	4.00	\$3,200.00
Marissa Soto	1/25/2010	Reno	New York	\$525.00	6.50	\$3,412.50
Michael de Leeuw	1/26/2010	Los Angeles	New York	\$800.00	8.50	\$6,800.00
Jeffrey Bagner	3/5/2010	New York	SFO via Las Vegas	\$925.00	5.00	\$4,625.00
Brad Eric Scheler	3/5/2010	Las Vegas	New York	\$1,100.00	9.00	\$9,900.00
Bonnie Steingart	3/5/2010	Las Vegas	New York	\$925.00	9.00	\$8,325.00
<b>SUBTOTAL</b>						<b><u>\$77,689.50</u></b>
Travel Fee Reduction						(\$38,844.75)
<b>ACTUAL BILLED</b>						<b><u>\$38,844.75</u></b>

5. Fried Frank did not conduct a conflict check for this application.
6. Billed hours by professional.
  - a. Partners and Of Counsel conducted ~20% of the work billed for this period.
  - b. Associates conducted ~71% of the work billed for this period.

c. Paraprofessionals conducted ~9% of the work billed for this period.

<b><u>SERVICES BY PERSONNEL<sup>1</sup></u></b>	<b><u>HOURLY RATE<sup>2</sup></u></b>	<b><u>HOURS EXPENDED</u></b>	<b><u>TOTAL FEES</u></b>
<b>PARTNERS</b>			
Brad Eric Scheler	\$1,100.00	82.00	\$90,200.00
Alan Kaden	\$970.00	0.60	\$582.00
Bonnie Steingart	\$925.00	426.20	\$384,924.50
Jeffrey Bagner	\$925.00	34.90	\$31,837.00
Michael de Leeuw	\$800.00	34.60	\$27,680.00
<b>OF COUNSEL</b>			
Alan Resnick	\$1,000.00	19.90	\$19,350.00
Kenneth Blackman	\$925.00	0.20	\$185.00
<b>SPECIAL COUNSEL</b>			
Kalman Ochs	\$665.00	0.30	\$199.50
<b>ASSOCIATES</b>			
Joseph Rebello	\$630.00	4.70	\$2,961.00
Nathan Grow	\$525.00	284.50	\$145,902.50
Aresh Homayoun	\$525.00	1.80	\$932.50
Joanna Kazakova	\$525.00	14.10	\$7,195.00
Catherine Meza	\$500.00	53.00	\$26,500.00
Marissa Soto	\$525.00	440.90	\$227,322.50
Barri Kass	\$470.00	116.90	\$54,943.00
Jonathan Smith	\$470.00	16.00	\$7,520.00
Alfred Fatale III	\$470.00	0.80	\$376.00
Melissa Guseynov	\$495.00	297.60	\$144,224.50
Richard Tisdale	\$495.00	78.60	\$35,584.50
Minyao Wang	\$440.00	499.40	\$216,034.00
Andrew Wogman	\$440.00	27.20	\$11,738.00
Michael Psathas	\$375.00	348.20	\$130,575.00
<b>DISCOVERY ATTORNEY</b>			
Danielle Ilacqua	\$190.00	47.90	\$9,101.00
Alexander Wall	\$190.00	33.00	\$6,270.00
<b>PARAPROFESSIONALS</b>			
Fernado Anderson*	\$280.00	6.40	\$1,702.00
Jeffrey Anderson	\$280.00	0.50	\$140.00
Filipina Balahadia	\$280.00	3.60	\$1,008.00
Michael Deguzman	\$280.00	1.40	\$392.00
Daniel Ferro	\$265.00	0.90	\$238.50

<u>SERVICES BY PERSONNEL</u> <sup>1</sup>	<u>HOURLY RATE</u> <sup>2</sup>	<u>HOURS EXPENDED</u>	<u>TOTAL FEES</u>
Patrick Foote	\$280.00	31.10	\$8,295.50
David Palmer	\$280.00	4.00	\$1,120.00
Steven Lomperis	\$235.00	4.00	\$940.00
Marcy Cabanas	\$220.00	3.30	\$705.00
Tom Moody	\$210.00	3.50	\$822.50
Megan Scanlon	\$210.00	5.10	\$1,198.50
Ann Sherman	\$220.00	1.90	\$408.00
Alan Wallen	\$220.00	5.30	\$1,179.50
Hannah Lee	\$190.00	133.10	\$24,760.00
Ian K. Sampson	\$190.00	2.80	\$532.00
Harvey Kilpatrick	\$180.00	23.00	\$4,140.00
<b>SUBTOTAL</b>		<b>3093.20</b>	<b>\$1,629,719.00</b>
Travel Fee Reduction			(\$38,844.75)
Retention and Fee Application Reduction			(\$57,647.00 )
<b>TOTAL</b>			<b>\$1,533,227.25</b>

a. Fried Frank wrote down \$57,647.00 for services conducted with regard to Fried Frank's Retention and Fee Applications.

7. Billed hours by service type.

<u>DESCRIPTION</u>	<u>HOURS</u>	<u>TOTAL FEES</u>
Chapter 11 General	1188.70	\$668,891.50
Committee Meetings and Communications	193.90	\$133,028.00
Financing Issues	20.00	\$12,297.50
Retention and Fee Applications	199.20	\$83,447.50
Litigation Efforts	1245.10	\$611,386.00
Labor and Employee Issues	28.50	\$12,214.50
Plan and Disclosure Statement	140.90	\$68,378.50
Claims Review	55.70	\$30,461.00
Tax	21.20	\$9,614.50
<b>SUBTOTAL TIME INCURRED</b>	<b>3093.20</b>	<b>\$1,629,719.00</b>
Travel Fee Reduction		(\$38,844.75)
Retention and Fee Application Reduction		(\$57,647.00 )
<b>TOTAL TIME BILLED</b>	<b>3093.20</b>	<b>\$1,533,227.25</b>

a. Fried Frank billed 199.2 hours for preparation of fee applications. The fee application bill amounted to \$83,447.5. This amount represents 5.12% of the total amount billed for the instant fee application. However, as noted previously, Fried Frank wrote down \$57,647.00 for this category. Factoring in the write-down, Fried Frank billed \$25,800.50

for conducting work on Retention and Fee Applications. This amount represents 1.6% of the total amount billed for the fee application.

8. Expenses

Disbursements	Expense Amount
Messenger Service and Postage	\$846.68
Telephone, Teleconferencing	\$12,986.71
Duplicating	\$22,557.00
Meals	\$2,940.81
Transportation	\$55,438.89
Out of Town Lodging	\$6,992.59
Data Research	\$16,989.10
Secretarial Services	\$2,574.41
Court Reporting	\$4,334.34
Lawyers & Consultants	\$2,921.80
<b>Total Disbursements</b>	<b>\$128,582.33</b>

- a. Fried Frank billed for secretarial services that include word processing, library charges, and general secretarial services amongst other services. (See Exhibit B) Appendix A to Part 58—Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. 330, section 5(vii) offers guidance as to which expenses should be disallowed. This section suggests determining:

“whether the expenses appear to be in the nature non-reimbursable overhead. Overhead consists of all continuous administrative or general costs incident to the operation of the applicant's office and not particularly attributable to an individual client or case. Overhead includes, but is not limited to, *word processing*, proofreading, *secretarial and other clerical services*, rent, utilities, office equipment and furnishings, insurance, taxes, *local telephones* and monthly car phone charges, lighting, heating and cooling, and *library and publication charges*.” (*emphasis added*)

- b. Fried Frank did not provide adequate detail for the entries of certain expenses. (see exhibit B) Appendix A to Part 58—Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. 330, section 5(iii) offers guidance as to which expenses should be disallowed. This section requires an applicant to:

“provide a detailed itemization of all expenses including *the date incurred, description of expense (e.g., type of travel, type of fare, rate, destination), method of computation*, and, where relevant, name of the person incurring the expense and purpose of the expense. Itemized expenses should be identified by their *nature* (e.g., long distance telephone, copy costs, messengers, computer research, airline travel, etc.) and by the *month incurred*. Unusual items require more detailed explanations and should be allocated, where practicable, to specific projects.” (emphasis added)

c. Fried Frank appears to have incurred a few meal expenses and hotel accommodations that are excessive or luxurious. (See Exhibit B) Appendix A to Part 58—Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. 330, section 5(i) offers guidance as to which expenses should be disallowed. Section 5(i) suggests determining “whether the expense is reasonable and economical. For example, first class and other luxurious travel mode or accommodations will normally be objectionable.”

d. Duplicating costs seem very high. Did Fried Frank charge actual cost for this service and expense?

#### 9. General Comments

a. Fried Frank used block-billing in numerous entries. Many professionals followed entered tasks with “and related follow up” or other melding phrases. The use of block billing made it difficult to determine which professionals were spending what amount of time in meetings or other related activities. Further, in some instances, Fried Frank provided vague bill entries and did not explain the need for numerous professionals in certain meetings. (see Exhibit A) Appendix A to Part 58—Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. 330, section 4(v) offers guidance as to which expenses should be disallowed. Section 4(v) suggests that:

“time entries should be kept contemporaneously with the services rendered in time periods of tenths of an hour. Services should be noted in detail and not combined or “lumped” together, with each service showing a separate time entry; however, tasks performed in a project which total a de minimis amount of time can be combined or lumped together if they do not exceed .5 hours on a daily aggregate. Time entries for telephone calls, letters, and other communications should give sufficient detail to identify the parties to and the nature of the communication. Time entries for court hearings and conferences should identify the subject of the hearing or conference. If more than one professional from the applicant firm attends a hearing or conference, the applicant should explain the need for multiple attendees.”

Nancy Rapoport 8/1/11 5:49 AM

**Comment [1]:** That comes to \$5,408.28, but some of these reductions could be eliminated w/proper documentation and explanations..

Nancy Rapoport 8/1/11 5:40 AM

**Comment [2]:** We're recommending a 3% reduction for block-billing (\$1,737.17).

Pg# blue	Date	Professional	Hours	Amount	Items to address
<b>Doc. 1462-2</b>					
1	12/1/09	Wang, M	1	\$420.00	Block billing: Please separate each task and assign a time for each
1	12/3/09	Grow, N	1.9	\$950.00	Vague: Please specify what correspondence regarded.
2	12/5/09	Steingart, B	1.9	\$1,672.00	Vague: Please specify what correspondence regarded.
2	12/6/09	Wang, M	1.5	\$630.00	Block billing: Please separate each task and assign a time for each
2	12/7/09	Steingart, B	1.2	\$1,056.00	Vague: Please specify what correspondence regarded.
3	12/8/09	Grow, N	5	\$2,500.00	Please specify what preparation entailed.
3	12/9/09	Steingart, B	4.9	\$4,312.00	Please specify what preparation entailed.
3	12/9/09	Grow, N	6.5	\$3,250.00	Please specify what preparation entailed.
3	12/9/09	Wang, M	1.5	\$630.00	Block billing: Please separate each task and assign a time for each
3	12/10/09	Steingart, B	3.5	\$3,080.00	Please specify what preparation entailed.
3	12/10/09	Grow, N	3	\$1,500.00	Please specify what preparation entailed.
4	12/10/09	Wang, M	2.5	\$1,050.00	Block billing: Please separate each task and assign a time for each
4	12/11/09	Grow, N	2	\$1,000.00	Please specify what preparation entailed.
4	12/11/09	Soto, M	6	\$3,000.00	Block billing: Please separate each task and assign a time for each
4	12/14/09	Steingart, B	1.2	\$1,056.00	Vague: Please specify what correspondence regarded.
5	12/15/09	Soto, M	1.9	\$950.00	Block billing: Please separate each task and assign a time for each
5	12/16/09	Scheler, B	1.2	\$1,320.00	Vague: Please specify what correspondence regarded.
8	12/2/09	Bagner, J	1	\$880.00	Block billing: Please separate each task and assign a time for each
8	12/2/09	Scheler, B	1	\$1,100.00	Block billing: Please separate each task and assign a time for each
8	12/2/09	Grow, N	1.5	\$750.00	Block billing: Please separate each task and assign a time for each
8	12/2/09	Kazakova, J	1	\$500.00	Block billing: Please separate each task and assign a time for each
8	12/2/09	Wang, M	1	\$420.00	Block billing: Please separate each task and assign a time for each
8	12/3/09	Bagner, J	1	\$880.00	Block billing: Please separate each task and assign a time for each
8	12/3/09	Scheler, B	1	\$1,100.00	Block billing: Please separate each task and assign a time for each
8	12/3/09	Grow, N	1	\$500.00	Block billing: Please separate each task and assign a time for each
8	12/3/09	Kazakova, J	1	\$500.00	Block billing: Please separate each task and assign a time for each
8	12/3/09	Soto, M	1.4	\$700.00	Block billing: Please separate each task and assign a time for each
8	12/3/09	Tisdale, R	1.3	\$546.00	Block billing: Please separate each task and assign a time for each



8	12/3/09	Wang, M	2	\$840.00	Block billing: Please separate each task and assign a time for each
8	12/13/09	Soto, M	2	\$1,000.00	\$1000 was billed for coordinating and arranging a meeting. Would this work have been better suited for a paralegal or assistant?
8	12/13/09	Wang, M	1	\$420.00	Please specify what preparation entailed.
8	12/14/09	Soto, M	2.1	\$1,050.00	Please specify what preparation entailed.
9	12/14/09	Scheler, B	2	\$2,200.00	Block billing: Please separate each task and assign a time for each
9	12/15/09	Grow, N	1.3	\$650.00	Block billing: Please separate each task and assign a time for each
9	12/15/09	Guseynov, M	1.2	\$564.00	Block billing: Please separate each task and assign a time for each
9	12/15/09	Wang, M	2	\$840.00	Block billing: Please separate each task and assign a time for each
13	12/1/09	Grow, N	2.1	\$1,050.00	Which docs were reviewed and revised? Vague.
13	12/1/09	Kass, B	7.5	\$3,525.00	Block billing: Please separate each task and assign a time for each
13	12/1/09	Smith, J	2.7	\$1,269.00	Could the prep of this binder been done by a paraprofessional so as to leverage work load more efficiently?
13	12/1/09	Soto, M	2.8	\$1,400.00	Block billing: Please separate each task and assign a time for each
14	12/2/09	Steingart, B	1.9	\$1,672.00	Please describe which documents were reviewed. Vague.
14	12/2/09	Grow, N	4.2	\$2,100.00	Please describe which documents were reviewed. Vague.
14	12/2/09	Meza, C	3.2	\$1,600.00	Please describe which documents were reviewed. Vague.
15	12/2/09	Soto, M	3.7	\$1,850.00	Block billing: Please separate each task and assign a time for each
16	12/3/09	Meza, C	3.6	\$1,800.00	Please describe which documents were reviewed. Vague.
18	12/4/09	Kass, B	1	\$470.00	What did emails regard? Vague.
18	12/4/09	Kass, B	2.9	\$1,363.00	Would the 2.9 hrs. spent searching for the document been more spent if allocated to a paraprofessional?
18	12/4/09	Meza, C	1.5	\$750.00	Could a paraprofessional prepared the hard copies of production?
18	12/4/09	Soto, M	3.1	\$1,550.00	Block billing: Please separate each task and assign a time for each
19	12/5/09	Kass, B	1	\$470.00	Which doc was searched for and could this search have been conducted by a paraprofessional?
19	12/5/09	Wang, M	1.2	\$504.00	Block billing: Please separate each task and assign a time for each
19	12/5/09	Wang, M	3	\$1,260.00	Please describe which documents were reviewed. Vague.
19	12/6/09	Guseynov, M	1.3	\$611.00	Block billing: Please separate each task and assign a time for each
19	12/6/09	Kass, B	1	\$470.00	Please detail what "talk" regarded. Vague.

19	12/6/09	Kass, B	5.7	\$2,679.00	Would the 5.7 hrs. spent searching for the document been more spent if allocated to a paraprofessional?
20	12/7/09	Guseynov, M	2	\$940.00	Could the creation of binders been done by a paraprofessional. Block billing used.
20	12/7/09	Meza, C	3.2	\$1,600.00	Block billing: Please separate each task and assign a time for each
20	12/7/09	Ilacqua, D	15.4	\$2,926.00	15.4 hours billed for this day.
22	12/8/09	Soto, M	8.1	\$4,050.00	Block billing: Please separate each task and assign a time for each
23	12/9/09	Guseynov, M	2	\$940.00	Block billing: Please separate each task and assign a time for each
23	12/9/09	Kass, B	17.8	\$8,366.00	Billed 17.8 hrs. this day.
24	12/9/09	Wang, M	1.5	\$630.00	Block billing: Please separate each task and assign a time for each
24	12/9/09	Wang, M	1.5	\$630.00	Block billing: Please separate each task and assign a time for each
24	12/9/09	Wang, M	2.5	\$1,050.00	Block billing: Please separate each task and assign a time for each
24	12/9/09	Wang, M	4	\$1,680.00	Billed 17.5 hrs. for this day. Block billing: Please separate each task and assign a time for each
24	12/9/09	Wall, A	16.9	\$3,211.00	16.9 hrs. billed this day and all in one block of doc prep for cross examination.
25	12/10/09	Kass, B	3.4	\$1,598.00	Block billing: Please separate each task and assign a time for each
26	12/16/09	Wang, M	2	\$840.00	Block billing: Please separate each task and assign a time for each
29	12/23/09	Steingart, B	1.6	\$1,408.00	Block billing: Please separate each task and assign a time for each
32	1/20/10	Scheler, B	1	\$1,100.00	Block billing: Please separate each task and assign a time for each
35	1/6/10	Wang, M	1	\$440.00	Block billing: Please separate each task and assign a time for each
35	1/21/10	Wang, M	1	\$440.00	Block billing: Please separate each task and assign a time for each
35	1/27/10	Soto, M	1	\$525.00	Block billing: Please separate each task and assign a time for each
35	1/27/10	Wang, M	1	\$440.00	Block billing: Please separate each task and assign a time for each
<b>DOC. 1462-3</b>					
3	2/4/10	Psathas, M	1.9	\$712.50	Block billing: Please separate each task and assign a time for each
3	2/4/10	Soto, M	1.1	\$577.50	Block billing: Please separate each task and assign a time for each
3	2/4/10	Tisdale, R	1	\$495.00	Block billing: Please separate each task and assign a time for each
4	2/10/10	Steingart, B	1.2	\$1,110.00	Please specify what documents were reviewed.
7	2/17/10	Steingart, B	1.6	\$1,480.00	Block billing: Please separate each task and assign a time for each

9	2/19/10	Scheler, B	1	\$1,100.00	Block billing: Please separate each task and assign a time for each
12	2/24/20	Scheler, B	2.3	\$2,530.00	Block billing: Please separate each task and assign a time for each
12	2/24/10	Psathas, M	1.5	\$562.50	Block billing: Please separate each task and assign a time for each
14	2/4/10	Scheler, B	2	\$2,200.00	Block billing: Please separate each task and assign a time for each
14	2/12/10	Scheler, B	3	\$3,300.00	Block billing: Please separate each task and assign a time for each
14	2/12/10	Psathas, M	1.8	\$675.00	Block billing: Please separate each task and assign a time for each
14	2/12/10	Soto, M	1	\$525.00	Block billing: Please separate each task and assign a time for each
14	2/12/10	Wang, M	1	\$440.00	Block billing: Please separate each task and assign a time for each
23	3/2/10	Steingart, B	1.3	\$1,202.50	Block billing: Please separate each task and assign a time for each
25	3/5/10	Wang, M	1	\$440.00	Block billing: Please separate each task and assign a time for each
25	3/5/10	Bagner, J	3	\$2,775.00	Block billing: Please separate each task and assign a time for each
25	3/5/10	Scheler, B	3.5	\$3,850.00	Block billing: Please separate each task and assign a time for each
25	3/5/10	Steingart, B	3.5	\$3,237.50	Block billing: Please separate each task and assign a time for each
25	3/5/10	Steingart, B	2.9	\$2,682.50	Prep materials for what? Vague.
25	3/5/10	Soto, M	3.2	\$1,680.00	Block billing: Please separate each task and assign a time for each
27	3/11/10	Scheler, B	2	\$2,200.00	Block billing: Please separate each task and assign a time for each
29	3/16/10	Scheler, B	2	\$2,200.00	Block billing: Please separate each task and assign a time for each
30	3/16/10	Psathas, M	2.3	\$862.50	Block billing: Please separate each task and assign a time for each
30	3/16/10	Soto, M	1.2	\$630.00	Block billing: Please separate each task and assign a time for each
30	3/16/10	Soto, M	1.3	\$682.50	Block billing: Please separate each task and assign a time for each
31	3/17/10	Soto, M	4.9	\$2,572.50	Block billing: Please separate each task and assign a time for each
31	3/18/10	Psathas, M	2.4	\$900.00	Block billing: Please separate each task and assign a time for each
32	3/18/10	Psathas, M	1.4	\$735.00	Block billing: Please separate each task and assign a time for each
33	3/25/10	Scheler, B	2	\$2,200.00	Block billing: Please separate each task and assign a time for each
34	3/26/10	Soto, M	2.9	\$1,522.50	Block billing: Please separate each task and assign a time for each
37	3/3/10	Soto, M	1.9	\$997.50	Block billing: Please separate each task and assign a time for each

38	3/22/10	Psathas, M	1.2	\$735.00	Block billing: Please separate each task and assign a time for each
38	3/22/10	Soto, M	1.4	\$735.00	Block billing: Please separate each task and assign a time for each
38	3/22/10	Wang, M	1	\$440.00	Block billing: Please separate each task and assign a time for each
38	3/24/10	Scheler, B	2	\$2,200.00	Block billing: Please separate each task and assign a time for each
38	3/24/10	Psathas, M	1.6	\$600.00	Block billing: Please separate each task and assign a time for each
38	3/24/10	Soto, M	1.7	\$892.50	Block billing: Please separate each task and assign a time for each
38	3/24/10	Wang, M	1	\$440.00	Block billing: Please separate each task and assign a time for each
38	3/25/10	Psathas, M	2.1	\$787.50	Block billing: Please separate each task and assign a time for each
39	3/25/10	Wang, M	1	\$440.00	Block billing: Please separate each task and assign a time for each
43	3/2/10	Psathas, M	1.5	\$562.50	Block billing: Please separate each task and assign a time for each
43	3/2/10	Wang, M	3	\$1,320.00	Block billing: Please separate each task and assign a time for each
43	3/11/10	Guseynov, M	1.2	\$594.00	Block billing: Please separate each task and assign a time for each
43	3/16/10	Psathas, M	1.3	\$487.50	Block billing: Please separate each task and assign a time for each
46	3/26/10	Guseynov, M	1.2	\$594.00	Block billing: Please separate each task and assign a time for each

<b>Total</b>		<b>\$57,905.50</b>
<b>Proposed 3% reduction</b>		<b>\$1,737.17</b>

Pg. #	Date	Professional	Expense	Cost	Recommended reduction	Comment
<b>DOC. 1001-2</b>						
2	11/30/09	Soto, M	Phone	\$30.00	\$30.00	Please explain whether this expense is overhead.
2	12/6/09	Steingart, B	Meals	\$90.53	\$45.27	This meal is a bit too expensive and may be considered luxurious.
2	12/10/09	Grow, N	Meals	\$63.62	\$31.81	This meal is a bit too expensive and may be considered luxurious.
2	12/11/09	Steingart, B	Meals	\$68.48	\$34.24	This meal is a bit too expensive and may be considered luxurious.
3	12/4/09	Soto, M	Lodging	\$1,007.69	\$755.77	How many nights does this expense cover? As listed, it only covers one and is too expensive.
3	12/6/09	Steingart, B	Lodging	\$2,403.35	\$1,802.51	How many nights does this expense cover? As listed, it only covers one and is too expensive.
15	11/30/09	Kass, B	Airfare	\$5,243.20	\$3,932.40	How many flights does this expense cover? It is impossible to determine which professional charged what because of the way the airfare expenses are grouped.
15	11/30/09	Steingart, B	Airfare	\$1,610.40	\$1,207.80	How many flights does this expense cover? It is impossible to determine which professional charged what because of the way the airfare expenses are grouped.
15	11/30/09	Steingart, B	Airfare	\$3,632.80	\$2,724.60	How many flights does this expense cover? It is impossible to determine which professional charged what because of the way the airfare expenses are grouped.
15	12/2/09	Steingart, B	Airfare	\$5,243.20	\$3,932.40	How many flights does this expense cover? It is impossible to determine which professional charged what because of the way the airfare expenses are grouped.
15	12/4/09	Steingart, B	Airfare	\$2,536.60	\$1,902.45	How many flights does this expense cover? It is impossible to determine which professional charged what because of the way the airfare expenses are grouped.
15	12/9/09	Grow, N	Airfare	\$3,799.59	\$2,849.69	How many flights does this expense cover? It is impossible to determine which professional charged what because of the way the airfare expenses are grouped.
15	12/8/09	Soto, M	Airfare	\$3,799.59	\$2,849.69	How many flights does this expense cover? It is impossible to determine which professional charged what because of the way the airfare expenses are grouped.
15	12/9/09	Steingart, B	Airfare	\$3,799.59	\$2,849.69	How many flights does this expense cover? It is impossible to determine which professional charged what because of the way the airfare expenses are grouped.
17	12/8-9/2009	Reznick, K	Secretarial Overtime	\$690.00	\$690.00	Secretarial overtime is generally not an allowed expense under the U.S. Trustee Guidelines if the overtime is deemed to be overhead.
21	12/6/09	Kass, B	Lodging	\$1,666.85	\$1,250.14	How many nights does this expense cover? As listed, it only covers one and is too expensive.
28-29	12/31/09	various	Secretarial Services	\$296.76	\$296.76	Secretarial services are generally not an allowed expense under the U.S. Trustee Guidelines if the service is deemed to be overhead.
31	12/31/09	Wogman, A	Secretarial Services	\$6.72	\$6.72	Secretarial services are generally not an allowed expense under the U.S. Trustee Guidelines if the service is deemed to be overhead.
<b>DOC. 1059</b>						
30	1/31/10	various	Secretarial Services	\$20.10	\$20.10	Secretarial services are generally not an allowed expense under the U.S. Trustee Guidelines if the service is deemed to be overhead.

32	1/31/10	various	Secretarial Services	\$4.08	\$4.08	Secretarial services are generally not an allowed expense under the U.S. Trustee Guidelines if the service is deemed to be overhead.
33	1/31/10	various	Secretarial Services	\$140.56	\$140.56	Secretarial services are generally not an allowed expense under the U.S. Trustee Guidelines if the service is deemed to be overhead.
35	1/31/10	various	Secretarial Services	\$65.36	\$65.36	Secretarial services are generally not an allowed expense under the U.S. Trustee Guidelines if the service is deemed to be overhead.
<b>DOC. 1143</b>						
31	1/29/10	Tisdale, R	Telephone	\$1,156.12	\$1,156.12	This series of telephone charges may be deemed non-reimbursable overhead.
35-36	2/28/10	various	Secretarial Services	\$214.07	\$214.07	Secretarial services are generally not an allowed expense under the U.S. Trustee Guidelines if the service is deemed to be overhead.
36	2/24/10	Cousar, L	Secretarial Overtime	\$40.00	\$40.00	Secretarial overtime is generally not an allowed expense under the U.S. Trustee Guidelines if the overtime is deemed to be overhead.
37	2/28/10	Wang, M	Secretarial Services	\$1.20	\$1.20	Secretarial services are generally not an allowed expense under the U.S. Trustee Guidelines if the service is deemed to be overhead.
38	2/28/10	various	Secretarial Services	\$27.65	\$27.65	Secretarial services are generally not an allowed expense under the U.S. Trustee Guidelines if the service is deemed to be overhead.
39	2/28/10	various	Secretarial Services	\$9.60	\$9.60	Secretarial services are generally not an allowed expense under the U.S. Trustee Guidelines if the service is deemed to be overhead.
<b>DOC. 1466-3</b>						
10	1/22/10	de Leeuw	Airfare	\$855.49	\$641.62	How many flights does this expense cover? It is impossible to determine which professional charged what because of the way the airfare expenses are grouped.
11	1/25/10	de Leeuw	Airfare	\$2,730.40	\$2,047.80	How many flights does this expense cover? It is impossible to determine which professional charged what because of the way the airfare expenses are grouped.
11	1/25/10	Soto, M	Airfare	\$2,730.40	\$2,047.80	How many flights does this expense cover? It is impossible to determine which professional charged what because of the way the airfare expenses are grouped.
14-16	3/31/10	various	Secretarial Services	\$601.18	\$601.18	Secretarial services are generally not an allowed expense under the U.S. Trustee Guidelines if the service is deemed to be overhead.
18	3/5/10	Bagner, J	Telephone	\$7.95	\$7.95	Telephone charges may be deemed non-reimbursable overhead.
18	3/31/10	various	Secretarial Services	\$1.92	\$1.92	Secretarial services are generally not an allowed expense under the U.S. Trustee Guidelines if the service is deemed to be overhead.
19	3/31/10	various	Secretarial Services	\$37.21	\$37.21	Secretarial services are generally not an allowed expense under the U.S. Trustee Guidelines if the service is deemed to be overhead.
20	3/31/10	various	Secretarial Services	\$14.52	\$14.52	Secretarial services are generally not an allowed expense under the U.S. Trustee Guidelines if the service is deemed to be overhead.

22	3/31/10	Soto, M	Secretarial Services	\$2.16	\$2.16	Secretarial services are generally not an allowed expense under the U.S. Trustee Guidelines if the service is deemed to be overhead.
23	3/31/10	Wogman, A	Secretarial Services	\$6.12	\$6.12	Secretarial services are generally not an allowed expense under the U.S. Trustee Guidelines if the service is deemed to be overhead.

Total	\$6,987.35	
<b>Recommended reduction</b>		<b>\$5,408.28</b>

MEMORANDUM

To: Nancy Rapoport  
From: Andrew Hall  
Date: August 11, 2011  
Re: Fried, Frank, Harris, Shriver & Jacobson LLP Third Interim Fee Application for 4/01/2010-7/31/2010.

**Fried, Frank, Harris, Shriver & Jacobson LLP**

1. On October 8, 2009, the U.S. Bankruptcy Court, District of NV, approved the appointment of Fried, Frank, Harris, Shriver & Jacobson LLP (Fried Frank) as Counsel to the Creditors' Committee (Committee) effective as of August 19, 2009. Doc. 467 pg. 2. This application was made pursuant to section 328 and 1103 of title 11 of the U.S. Bankruptcy Code, Rule 2014 of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules"), and Rule 2014 of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Nevada (the "Local Rules"). Id.
2. The scope of Fried Frank's duties include advising the Committee of its rights and obligations during the administration of the Ch. 11 case, attending meetings and negotiations with the debtors and other parties-in-interest, taking necessary action to preserve the debtor's estates for the benefit of the Committee and unsecured creditors generally, negotiating and preparing on the committee's behalf, any revisions/objections to any proposed plans of reorganization, representing the committee in proceedings before the court, developing legal positions and strategies, providing such other counsel and advice as the committee may require.
3. Fried Frank requested \$5,018,457.00 in fees and \$310,008.91 expenses for this period. Doc. 2113.
4. Pursuant to the Amendment to Fried Frank's 3d Interim Application, Fried Frank wrote down/billed half for the **non-working** travel time initially billed. The discount amounted to \$30,069.5. Fried Frank billed full time for working travel. Doc. 2113 pg. 225.



**WORKING TRAVEL TIME DURING THE THIRD INTERIM FEE PERIOD**

<u>TIMEKEEPER<sup>1</sup></u>	<u>DATE</u>	<u>FROM</u>	<u>TO</u>	<u>HOURLY RATE</u>	<u>HOURS EXPENDED</u>	<u>TOTAL FEES</u>
Bonnie Steingart	4/25/10	New York	Reno	\$925.00	10.50	\$9,712.50
Bonnie Steingart	4/26/10	Reno	Las Vegas	\$925.00	2.40	\$2,220.00
Barni Kass*	4/26/10	New York	Las Vegas	\$495.00	7.00	\$3,465.00
Johnathan Smith*	4/26/10	New York	Las Vegas	\$495.00	6.00	\$2,970.00
Bonnie Steingart	5/2/10	New York	Reno	\$925.00	9.50	\$8,787.50
Barni Kass*	5/2/10	New York	Reno	\$495.00	8.20	\$4,059.00
Peter Suroka	5/2/10	New York	Reno	\$525.00	9.00	\$4,725.00
Nathan Grow	5/3/10	New York	Reno	\$525.00	9.00	\$4,725.00
Peter Suroka	5/6/10	Reno	New York	\$525.00	9.00	\$4,725.00
Bonnie Steingart	5/26/10	New York	Reno	\$925.00	9.50	\$8,787.50
Peter Suroka	5/26/10	New York	Reno	\$525.00	9.00	\$4,725.00
Richard Tisdale	5/26/10	New York	Reno	\$495.00	9.00	\$4,455.00
Bonnie Steingart	7/14/10	New York	Reno	\$925.00	11.50	\$10,637.50
<b>TOTAL</b>						<b><u>\$73,994.00</u></b>

**NON-WORKING TRAVEL TIME DURING THE THIRD INTERIM FEE PERIOD**

<u>TIMEKEEPER</u>	<u>DATE</u>	<u>FROM</u>	<u>TO</u>	<u>HOURLY RATE</u>	<u>HOURS EXPENDED</u>	<u>TOTAL FEES</u>
Bonnie Steingart	4/29/10	Las Vegas	New York	\$925.00	6.50	\$6,012.50
Barni Kass*	4/28/10	Las Vegas	New York	\$495.00	8.00	\$3,960.00
Johnathan Smith*	4/29/10	Las Vegas	New York	\$495.00	6.20	\$3,069.00
Bonnie Steingart	5/6/10	Reno	New York	\$925.00	9.50	\$8,787.50
Nathan Grow	5/6/10	Reno	New York	\$525.00	6.00	\$3,150.00
Barni Kass*	5/6/10	Reno	New York	\$495.00	10.00	\$4,950.00
Bonnie Steingart	5/28/10	Reno	New York	\$925.00	10.70	\$9,897.50
Peter Suroka	5/28/10	Reno	New York	\$525.00	9.00	\$4,725.00
Richard Tisdale	5/28/10	Reno	New York	\$495.00	10.00	\$4,950.00
Bonnie Steingart	7/16/10	Reno	New York	\$925.00	11.50	\$10,637.50
<b>SUBTOTAL</b>						<b><u>\$60,139.00</u></b>
Travel Fee Reduction						<b><u>(\$30,069.50)</u></b>
<b>ACTUAL BILLED</b>						<b><u>\$30,069.50</u></b>

5. Fried Frank did not conduct a conflicts check for this application.
6. Billed hours by professional.
  - a. Partners and Of Counsel ~16% of the work billed for this period.
  - b. Associates ~74% of the work billed for this period.
  - c. Paraprofessionals ~10% of the work billed for this period.

<u>SERVICES BY PERSONNEL</u> <sup>1</sup>	<u>HOURLY RATE</u> <sup>2</sup>	<u>HOURS EXPENDED</u>	<u>TOTAL FEES</u>
<b>PARTNERS</b>			
Brad Eric Scheler	\$1,100.00	55.8	\$61,380.00
Alan Kaden	\$970.00	56.8	\$55,096.00
Jeffrey Bagner	\$925.00	69.1	\$63,917.50
Jean Hanson	\$925.00	438.3	\$405,427.50
Bonnie Steingart	\$925.00	798.6	\$738,705.00
Gary Kaplan	\$860.00	2.8	\$2,408.00
Jennifer Rodburg	\$775.00	9.5	\$7,362.50
Lisa Bechick	\$775.00	75.5	\$58,512.50
<b>OF COUNSEL</b>			
Alan Resnick	\$1,000.00	23.6	\$23,600.00
<b>SPECIAL COUNSEL</b>			
John Borek	\$725.00	0.8	\$580.00
John Brewer	\$700.00	47.3	\$33,110.00
<b>ASSOCIATES</b>			
Richard Slivinski	\$630.00	5.9	\$3,717.00
Joseph Rebello	\$630.00	2.8	\$1,764.00
Nathan Grow	\$525.00	845.6	\$443,940.00
Aresh Homayoun	\$525.00	1.6	\$840.00
Joanna Kazakova*	\$525.00	218.2	\$114,555.00
Peter Siroka	\$525.00	393	\$206,325.00
Marissa Soto	\$525.00	638.9	\$335,422.50
Matthew Roose	\$525.00	0.6	\$315.00
Melissa Guseynov	\$495.00	357.6	\$177,012.00
Barri Kass*	\$495.00	529	\$261,855.00
Johnathan Smith*	\$495.00	329.9	\$163,300.50
Richard Tisdale	\$495.00	582.7	\$288,436.50
Aaron Rothman	\$440.00	47.5	\$20,900.00
Carl Stapen	\$440.00	70.8	\$31,152.00
Minyao Wang	\$440.00	1,118.9	\$492,316.00
Andrew Wogman	\$440.00	198.1	\$87,164.00
Joseph Bueche	\$375.00	91.6	\$34,350.00
Sujata Jhaveri	\$375.00	504.4	\$189,150.00
Kelly Jo Karneeb	\$375.00	376.6	\$141,225.00
Michael Psathas	\$375.00	906.2	\$339,825.00

<u>SERVICES BY PERSONNEL</u> <sup>1</sup>	<u>HOURLY RATE</u> <sup>2</sup>	<u>HOURS EXPENDED</u>	<u>TOTAL FEES</u>
Aaron Kleinman	\$375.00	2.5	\$937.50
Jocelyn Ryan	\$375.00	4	\$1,500.00
Jin Young Kwak	\$200.00	14.7	\$2,940.00
Daniel Ilacqua	\$200.00	55.3	\$11,060.00

<b>SUMMER ASSOCIATES</b>			
Keita de Souza*	\$290.00	24.7	\$7,163.00
Kelly McNamee*	\$290.00	8.6	\$2,494.00
Lorin Wagner*	\$290.00	33.8	\$9,802.00
David Yellin*	\$290.00	44.9	\$13,021.00
<b>PARAPROFESSIONALS</b>			
Jeffrey Anderson	\$280.00	1	\$280.00
Daniel Ferro	\$280.00	0.7	\$196.00
Patrick Foote	\$280.00	295.3	\$82,684.00
David Palmer	\$280.00	95	\$26,600.00
Edward Strecker	\$280.00	1.9	\$532.00
Natalie Spano	\$255.00	46.7	\$11,908.50
Joseph Chan	\$255.00	13.5	\$3,442.50
Steven Lomperis	\$245.00	1.8	\$441.00
Shawn Ruffin	\$245.00	0.2	\$49.00
Tom Moody	\$245.00	2	\$490.00
Deena Subar	\$245.00	0.1	\$24.50
Craig Osbern	\$245.00	2.9	\$710.50
Alan Wallen	\$245.00	0.4	\$98.00
Hannah Lee*	\$190.00	319.7	\$60,743.00
Meryl Yang	\$190.00	10	\$1,900.00
<b>ADMINISTRATION</b>			
Megan Scanlon	\$235.00	8.3	\$1,950.50
Megan Von Behren*	\$235.00	1	\$235.00
Ann Sherman	\$220.00	15.3	\$3,366.00
Marcy Cabanas	\$220.00	3.9	\$858.00
Irene Wu	\$190.00	1.2	\$228.00
Harvey Kilpatrick	\$190.00	101.1	\$19,209.00
<b>SUBTOTAL</b>		<b>9,908.5</b>	<b>\$5,048,526.50</b>
Travel Fee Reduction			(\$30,069.50)
<b>TOTAL</b>			<b>\$5,018,457.00</b>

## 7. Billed hours by service type.

<b><u>DESCRIPTION</u></b>	<b><u>HOURS</u></b>	<b><u>TOTAL FEES</u></b>
Chapter 11 General	1,524.7	\$1,032,927.00
Committee Meetings and Communications	352.4	\$217,188.00
Retention and Fee Applications	207.5	\$78,342.00
Litigation Efforts	6,089.5	\$2,842,880.00
Labor and Employee Issues	25.1	\$12,302.50
Plan and Disclosure Statement	1,414.9	\$701,007.50
Claims Review	55.9	\$24,255.50



Tax	238.5	\$139,624.00
<b>SUBTOTAL TIME INCURRED</b>	<b><u>9,908.5</u></b>	<b><u>\$5,048,526.50</u></b>
Travel Fee Reduction		(\$30,069.50)
<b>TOTAL TIME BILLED</b>	<b><u>9,808.5</u></b>	<b><u>\$5,018,457.00</u></b>

a. Fried Frank billed 207.5 hours for preparation of fee applications. The fee application bill amounted to \$78,342.00. This amount represents 1.5% of the total amount billed for the instant fee application.

8. Expenses.

<b>DISBURSEMENTS</b>	<b>EXPENSE AMOUNT</b>
Messenger Service and Postage	\$8,572.69
Telephone, Teleconferencing	\$16,805.81
Duplicating	\$96,726.19
Meals	\$14,801.56
Transportation	\$57,243.56
Out of Town Lodging	\$12,409.23
Data Research	\$79,108.28
Secretarial Services	\$8,991.13
Court Reporting	\$9,134.74
Lawyers & Consultants	\$4,966.20
Miscellaneous	\$1,249.52
<b>TOTAL DISBURSEMENTS</b>	<b><u>\$310,008.91</u></b>

a. Fried Frank billed for secretarial services that include general secretarial services, secretarial overtime and cell phone charges, amongst other services. (see Exhibit B) Appendix A to Part 58—Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. 330, section 5(vii) offers guidance as to which expenses should be disallowed. This section suggests determining:

“whether the expenses appear to be in the nature non-reimbursable overhead. Overhead consists of all continuous administrative or general costs incident to the operation of the applicant's office and not particularly attributable to an individual client or case. Overhead includes, but is not limited to, *word processing*, proofreading, *secretarial and other clerical services*, rent, utilities, office equipment and furnishings, insurance, taxes, *local telephones* and monthly *car phone charges*, lighting, heating and cooling, and *library and publication charges*.” (*emphasis added*)

Nancy Rapoport 8/11/11 12:29 PM

**Comment [1]:** All secretarial services are overhead, and I'm recommending 100% disallowance. For the other recommended disallowances on fees and expenses, see Exhibits A & B.

b. Fried Frank did not provide adequate detail for the entries of certain expenses. (see exhibit B) Appendix A to Part 58—Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. 330, section 5(iii) offers guidance as to which expenses should be disallowed. This section requires an applicant to:

“provide a detailed itemization of all expenses including *the date incurred, description of expense (e.g., type of travel, type of fare, rate, destination), method of computation*, and, where relevant, name of the person incurring the expense and purpose of the expense. Itemized expenses should be identified by their *nature* (e.g., long distance telephone, copy costs, messengers, computer research, airline travel, etc.) and by the *month incurred*. Unusual items require more detailed explanations and should be allocated, where practicable, to specific projects.” (emphasis added)

c. Fried Frank appears to have incurred meal expenses, airfare costs, and hotel accommodation charges that are excessive or luxurious. (see Exhibit B) Appendix A to Part 58—Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. 330, section 5(i) offers guidance as to which expenses should be disallowed. Section 5(i) suggests determining “whether the expense is reasonable and economical. For example, first class and other luxurious travel mode or accommodations will normally be objectionable.”

d. Outside duplicating costs seem very high. Did Fried Frank charge at actual cost for this service and expense?

#### 9. General Comments

a. Fried Frank used block billing in numerous entries. Many professionals followed entered tasks with “and related follow up” or other melding phrases. The use of block billing made it difficult to determine which professionals were spending what amount of time in meetings or other related activities. Further, in some instances, Fried Frank provided vague bill entries and did not explain the need for numerous professionals in certain meetings. (see Exhibit A) Appendix A to Part 58—Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. 330, section 4(v) offers guidance as to which expenses should be disallowed. Section 4(v) suggests that:

“time entries should be kept contemporaneously with the services rendered in time periods of tenths of an hour. Services should be noted in detail and not combined or “lumped” together, with each service showing a separate time entry; however, tasks performed in a project which total a de minimis amount of time can be combined or lumped together if they do not exceed .5 hours on a daily aggregate. Time entries for telephone calls, letters, and other

communications should give sufficient detail to identify the parties to and the nature of the communication. Time entries for court hearings and conferences should identify the subject of the hearing or conference. If more than one professional from the applicant firm attends a hearing or conference, the applicant should explain the need for multiple attendees.”

b. For this period, Fried Frank spent over 150 hours conducting work on bidding procedure issues.

c. Fried Frank used a billing method that left many entries impermissibly vague. I spent a considerable amount of time using billing context to decipher what many entries pertained to. Exhibit A notes entries that I could not decipher what the work related to.

Pg. # blue	Date	Professional	Hours	Amount	Comments	Recommended reductions: 3% for block billing, 25% for vague entries, and 75% for improperly leveraged work
DOC. 2113						
16	4/2/10	Soto, M	1.3	\$ 682.50	Block billing: Please separate tasks and assign an individual time for each.	\$ 20.48
16	4/2/10	Wang, M	1	\$ 440.00	Please explain what constitutes "attention" to the GVR issues and what the issues were.	\$ 220.00
16	4/2/10	Wang, M	1	\$ 440.00	Block billing: Please separate tasks and assign an individual time for each.	\$ 13.20
17	4/7/10	Hanson, J	2.5	\$ 2,312.50	Block billing: Please separate tasks and assign an individual time for each.	\$ 69.38
18	4/8/10	Hanson, J	1.3	\$ 1,202.50	Neither Steingart nor Scheler billed for this conference.	0
18	4/9/10	Hanson, J	1.4	\$ 1,295.00	Please describe what "call" regarded and what "prep" entailed. Vague.	\$ 323.75
18	4/9/10	Scheler, B	2	\$ 2,200.00	Block billing: Please separate tasks and assign an individual time for each.	\$ 66.00
18	4/9/10	Grow, N	1	\$ 525.00	Block billing: Please separate tasks and assign an individual time for each.	\$ 15.75
19	4/9/10	Soto, M	2	\$ 1,050.00	Block billing: Please separate tasks and assign an individual time for each.	\$ 31.50
19	4/11/10	Hanson, J	2.5	\$ 2,312.50	Please describe which docs were reviewed and what emails regarded. Vague.	\$ 578.13
20	4/13/10	Scheler, B	1	\$ 1,100.00	Block billing: Please separate tasks and assign an individual time for each.	\$ 33.00
20	4/14/10	Psathas, M	1.2	\$ 450.00	Block billing: Please separate tasks and assign an individual time for each.	\$ 13.50
21	4/15/10	Hanson, J	1.8	\$ 1,665.00	What did emails regard and why was so much time dedicated to them?	\$ 416.25
21	4/15/10	Hanson, J	1.5	\$ 1,387.50	Block billing: Please separate tasks and assign an individual time for each.	\$ 41.63
21	4/15/10	Wang, M	1.5	\$ 660.00	Block billing: Please separate tasks and assign an individual time for each.	\$ 19.80
22	4/16/10	Wang, M	1	\$ 440.00	Block billing: Please separate tasks and assign an individual time for each.	\$ 13.20
22	4/19/10	Grow, N	1	\$ 525.00	Block billing: Please separate tasks and assign an individual time for each.	\$ 15.75
22	4/20/10	Hanson, J	1.3	\$ 1,202.50	Soto did not bill for this meeting.	0
22	4/20/10	Wang, M	1.5	\$ 660.00	No other team member billed for this team meeting.	0
23	4/25/10	Steingart, B	10.5	\$ 9,712.50	Is this entry block billed or did it take 10.5 hrs. to travel to Reno with work conducted during that time?	\$ 2,428.13
23	4/26/10	Hanson, J	3	\$ 2,775.00	Review which docs and proposals? Vague.	\$ 693.75
24	4/27/10	Kazakova, J	2.9	\$ 1,522.50	Block billing: Please separate tasks and assign an individual time for each.	\$ 45.68
25	4/28/10	Hanson, J	2.3	\$ 2,127.50	Block billing: Please separate tasks and assign an individual time for each.	\$ 63.83
25	4/30/10	Hanson, J	1	\$ 925.00	Block billing: Please separate tasks and assign an individual time for each.	\$ 27.75
25	4/30/10	Siroka, P	1	\$ 525.00	Block billing: Please separate tasks and assign an individual time for each.	\$ 15.75
27	4/5/10	Scheler, B	2	\$ 2,200.00	Block billing: Please separate tasks and assign an individual time for each.	\$ 66.00
27	4/5/10	Grow, N	1.3	\$ 682.00	Block billing: Please separate tasks and assign an individual time for each.	\$ 20.46
27	4/5/10	Psathas, M	1.6	\$ 600.00	Block billing: Please separate tasks and assign an individual time for each.	\$ 18.00
27	4/5/10	Wang, M	1	\$ 440.00	Block billing: Please separate tasks and assign an individual time for each.	\$ 13.20
28	4/15/10	Hanson, J	3	\$ 2,775.00	Block billing: Please separate tasks and assign an individual time for each.	\$ 83.25

28	4/14/10	Hanson, J	1	\$ 925.00	In the previous entry on 4/5, Hanson billed for "Committee call and related follow up tasks." In this entry, Hanson billed for "follow up from committee meeting." What is the difference between the follow up in the first and second entry?	0
28	4/15/10	Grow, N	1.5	\$ 787.50	Block billing: Please separate tasks and assign an individual time for each.	\$ 23.63
28	4/15/10	Kazakova, J	1.2	\$ 630.00	Block billing: Please separate tasks and assign an individual time for each.	\$ 18.90
28	4/19/10	Scheler, B	1	\$ 1,100.00	Block billing: Please separate tasks and assign an individual time for each.	\$ 33.00
28	4/20/10	Hanson, J	1.5	\$ 1,387.50	Block billing: Please separate tasks and assign an individual time for each.	\$ 41.63
29	4/20/10	Scheler, B	2	\$ 2,200.00	Block billing: Please separate tasks and assign an individual time for each.	\$ 66.00
29	4/20/10	Grow, N	1.5	\$ 787.50	Block billing: Please separate tasks and assign an individual time for each.	\$ 23.63
29	4/20/10	Psathas, M	2	\$ 750.00	Block billing: Please separate tasks and assign an individual time for each.	\$ 22.50
29	4/20/10	Wang, M	2	\$ 880.00	Block billing: Please separate tasks and assign an individual time for each.	\$ 26.40
29	4/26/10	Grow, N	1.3	\$ 682.50	Block billing: Please separate tasks and assign an individual time for each.	\$ 20.48
29	4/26/10	Kazakova, J	1.6	\$ 840.00	Block billing: Please separate tasks and assign an individual time for each.	\$ 25.20
29	4/26/10	Stapen, C	1.5	\$ 660.00	Block billing: Please separate tasks and assign an individual time for each.	\$ 19.80
29	4/26/10	Wang, M	1.3	\$ 572.00	Block billing: Please separate tasks and assign an individual time for each.	\$ 17.16
29	4/27/10	Scheler, B	2	\$ 2,200.00	Block billing: Please separate tasks and assign an individual time for each.	\$ 66.00
30	4/27/10	Bueche, J	1.4	\$ 525.00	Block billing: Please separate tasks and assign an individual time for each.	\$ 15.75
30	4/27/10	Guseynov, M	1.4	\$ 693.00	Block billing: Please separate tasks and assign an individual time for each.	\$ 20.79
30	4/27/10	Kazakova, J	1.4	\$ 735.00	Block billing: Please separate tasks and assign an individual time for each.	\$ 22.05
30	4/27/10	Psathas, M	1.5	\$ 562.00	Block billing: Please separate tasks and assign an individual time for each.	\$ 16.86
30	4/27/10	Soto, M	1.4	\$ 735.00	Block billing: Please separate tasks and assign an individual time for each.	\$ 22.05
30	4/27/10	Stapen, C	1.4	\$ 616.00	Block billing: Please separate tasks and assign an individual time for each.	\$ 18.48
30	4/27/10	Wang, M	1.5	\$ 660.00	Block billing: Please separate tasks and assign an individual time for each.	\$ 19.80
34	4/12/10	Soto, M	1.4	\$ 735.00	It does not appear that any other team member billed for this team meeting.	0
35	4/12/10	Tisdale, R	1.1	\$ 544.50	Block billing: Please separate tasks and assign an individual time for each.	\$ 16.34
41	4/20/11	Jhaveri, S	1	\$ 375.00	Block billing: Please separate tasks and assign an individual time for each.	\$ 11.25
44	4/21/10	Soto, M	2	\$ 1,050.00	Block billing: Please separate tasks and assign an individual time for each.	\$ 31.50
45	4/22/10	Jhaveri, S	3	\$ 1,125.00	Vague: Please explain what the "important documents" regarded.	\$ 281.25
45	4/22/10	Jhaveri, S	1.6	\$ 600.00	Could the compiling of hard copies been completed by a paraprofessional?	\$ 450.00
45	4/22/10	Smith, J	3.8	\$ 1,881.00	Vague: Which documents were reviewed?	\$ 470.25
47	4/23/10	Jhaveri, S	2	\$ 750.00	Block billing: Please separate tasks and assign an individual time for each.	\$ 22.50
47	4/23/10	Smith, J	5.2	\$ 2,574.00	Vague: Which documents were reviewed?	\$ 643.50
55	4/27/10	Guseynov, M	4	\$ 1,980.00	Vague: Please specify what the "various tasks regarded to litigation" were. Assign an individual time for each task.	\$ 495.00



56	4/27/10	Psathas, M	1.3	\$ 487.50	Block billing: Please separate tasks and assign an individual time for each.	\$ 14.63
64	4/29/10	Stapen, C	2.9	\$ 1,276.00	Block billing: Please separate tasks and assign an individual time for each.	\$ 38.28
64	4/29/10	Wang, M	4	\$ 1,760.00	Vague: Please specify which documents were reviewed.	\$ 440.00
65	4/30/10	Hanson, J	2.3	\$ 2,127.50	Vague: Please specify which documents were reviewed.	\$ 531.88
67	4/30/10	Karneeb, K	1.2	\$ 450.00	Block billing: Please separate tasks and assign an individual time for each.	\$ 13.50
67	4/30/10	Kass, B	5.5	\$ 2,722.00	Vague: Please specify which documents were reviewed.	
67	4/30/10	Psathas, M	1.5	\$ 562.50	Block billing: Please separate tasks and assign an individual time for each.	\$ 16.88
67	4/30/10	Smith, J	5.1	\$ 2,524.50	Block billing: Please separate tasks and assign an individual time for each.	\$ 75.74
76	5/10/10	Siroka, P	1	\$ 525.00	Block billing: Please separate tasks and assign an individual time for each.	\$ 15.75
76	5/14/10	Scheler, B	2	\$ 2,200.00	Block billing: Please separate tasks and assign an individual time for each.	\$ 66.00
77	5/17/10	Hanson, J	1	\$ 925.00	Steingart and Scheler did not bill for this conference call.	0
78	5/25/10	Hanson, J	1	\$ 925.00	Vague: Please specify which documents were reviewed.	\$ 231.25
78	5/25/10	Siroka, P	1.5	\$ 787.50	Block billing: Please separate tasks and assign an individual time for each.	\$ 27.75
78	5/26/10	Hanson, J	0.7	\$ 647.50	No other team member billed for this team meeting.	0
78	5/27/10	Hanson, J	1.4	\$ 1,295.00	Vague: Please specify which documents were reviewed.	\$ 323.75
78	5/27/10	Hanson, J	1.4	\$ 1,295.00	No other team member billed for this team meeting.	0
78	5/28/10	Hanson, J	1.3	\$ 1,202.50	No other team member billed for this team meeting.	0
78	5/28/10	Hanson, J	1	\$ 925.00	Vague: Please specify which documents were reviewed.	\$ 231.25
80	5/7/10	Hanson, J	1.5	\$ 1,387.50	Block billing: Please separate tasks and assign an individual time for each.	\$ 41.63
80	5/7/10	Scheler, B	2	\$ 2,200.00	Block billing: Please separate tasks and assign an individual time for each.	\$ 66.00
80	5/7/10	Psathas, M	1.5	\$ 562.50	Block billing: Please separate tasks and assign an individual time for each.	\$ 16.88
80	5/7/10	Wang, M	1.5	\$ 660.00	Block billing: Please separate tasks and assign an individual time for each.	\$ 19.80
80	5/14/10	Wang, M	1	\$ 440.00	Block billing: Please separate tasks and assign an individual time for each.	\$ 13.20
80	5/16/10	Hanson, J	1.1	\$ 1,017.50	Block billing: Please separate tasks and assign an individual time for each.	\$ 30.53
84	5/1/10	Jhaveri, S	1.5	\$ 562.50	Could a paraprofessional have created the indexes for the binders?	\$ 421.88
86	5/2/10	Bueche, J	3.3	\$ 1,237.50	Could a paraprofessional have shepardized the cases cited?	\$ 928.13
87	5/2/10	Steingart, B	2.1	\$ 1,039.50	Steingart did not bill for this meeting.	0
87	5/2/10	Smith, J	3	\$ 1,485.00	Vague: which docs were discussed with team?	\$ 371.25
87	5/2/10	Smith, J	5.4	\$ 2,673.00	Vague: Which docs were reviewed?	\$ 668.25
87	5/2/10	Wang, M	4	\$ 1,760.00	Block billing: Please separate tasks and assign an individual time for each.	\$ 52.80
88	5/3/10	Guseynov, M	1.2	\$ 594.00	Vague: Please explain what various tasks were conducted.	\$ 148.50
90	5/4/10	Hanson, J	3.2	\$ 2,960.00	Block billing: Please separate tasks and assign an individual time for each.	\$ 88.80
90	5/4/10	Grow, N	3.5	\$ 1,837.50	Block billing: Please separate tasks and assign an individual time for each.	\$ 55.13
91	5/4/10	Psathas, M	3.2	\$ 1,200.00	Block billing: Please separate tasks and assign an individual time for each.	\$ 36.00

91	5/4/10	Psathas, M	1	\$ 375.00	Block billing: Please separate tasks and assign an individual time for each.	\$ 11.25
92	5/6/10	Kaplan, G	1	\$ 860.00	What did the calls and emails with Steingart regard?	\$ 215.00
93	5/6/10	Wang, M	3.5	\$ 1,540.00	Vague: Please describe which docs were reviewed.	\$ 385.00
93	5/7/10	Steingart, B	1.8	\$ 1,665.00	Vague: Please describe which docs were reviewed.	\$ 416.25
94	5/7/10	Tisdale, R	2.2	\$ 1,089.00	Block billing: Please separate tasks and assign an individual time for each.	\$ 32.67
94	5/7/10	Wang, M	5.8	\$ 2,552.00	Vague: Please describe which docs were reviewed.	\$ 638.00
95	5/8/10	Smith, J	6.4	\$ 3,168.00	Vague: Please describe which docs were reviewed.	\$ 792.00
95	5/9/10	Kass, B	2.2	\$ 1,089.00	Could a paraprofessional have "pulled and copied" these docs?	\$ 816.75
96	5/10/10	Jhaveri, S	1.5	\$ 562.00	Could a paraprofessional have pulled these docs?	\$ 421.50
97	5/10/10	Wang, M	2.5	\$ 1,100.00	Vague: Please describe which docs were reviewed.	\$ 275.00
98	5/11/10	Grow, N	1.3	\$ 682.50	Block billing: Please separate tasks and assign an individual time for each.	\$ 20.48
99	5/11/10	Wang, M	3.5	\$ 1,540.00	Vague: Please describe which docs were reviewed.	\$ 385.00
101	5/12/10	Psathas, M	2.1	\$ 787.50	Could a paraprofessional coinducted the binder prep?	\$ 590.63
102	5/14/10	Jhaveri, S	4.3	\$ 1,612.50	Could a paraprofessional compiled the binder materials for review with the partner?	\$ 1,209.38
104	5/16/10	Steingart, B	1.8	\$ 1,665.00	Block billing: Please separate tasks and assign an individual time for each.	\$ 49.95
104	5/17/10	Steingart, B	1.9	\$ 1,757.50	Block billing: Please separate tasks and assign an individual time for each.	\$ 52.73
105	5/17/10	Psathas, M	1	\$ 375.00	Are blue book citations something that could be handled by a paraprofessional? Also block billing.	\$ 281.25
108	5/20/10	Tisdale, R	1.1	\$ 544.50	Block billing: Please separate tasks and assign an individual time for each.	\$ 16.34
109	5/21/10	Steingart, B	3.2	\$ 1,732.00	Vague: Please specify which documents were reviewed.	\$ 433.00
109	5/21/10	Jhaveri, S	2	\$ 750.00	Block billing: Please separate tasks and assign an individual time for each.	\$ 22.50
109	5/21/10	Jhaveri, S	2.5	\$ 937.50	Block billing: Please separate tasks and assign an individual time for each.	\$ 28.13
110	5/21/10	Tisdale, R	2.5	\$ 1,237.50	Block billing: Please separate tasks and assign an individual time for each.	\$ 37.13
111	5/22/10	Steingart, B	2.3	\$ 2,127.50	Vague: Please specify which documents were reviewed.	\$ 531.88
111	5/23/10	Steingart, B	1.9	\$ 1,757.50	Block billing: Please separate tasks and assign an individual time for each.	\$ 52.73
112	5/23/10	Jhaveri, S	2	\$ 750.00	Could a paraprofessional have compiled the hearing binders.	\$ 562.50
112	5/23/10	Jhaveri, S	1	\$ 375.00	Could a paraprofessional have updated the indexes?	\$ 281.25
112	5/23/10	Wang, M	4	\$ 1,760.00	Vague: Please specify which documents were reviewed.	\$ 440.00
113	5/24/10	Hanson, J	0.8	\$ 740.00	Vague: Please specify which documents were reviewed.	\$ 185.00
113	5/24/10	Steingart, B	4.3	\$ 3,977.50	Vague: Please specify which documents were reviewed.	\$ 994.38
114	5/24/10	Foote, P	1.5	\$ 420.00	Vague: Please specify which documents were reviewed.	\$ 105.00
114	5/25/10	Steingart, B	1.9	\$ 1,757.50	Vague: Please specify which documents were reviewed.	\$ 439.38

					Vague: What did "preparations for hearing" entail? What is the difference between this prep and all the tasks that specify type of prep listed below this entry?	
115	5/25/10	Grow, N	3.4	\$ 1,785.00		\$ 446.25
115	5/25/10	Karneeb, K	4	\$ 1,500.00	Could a paraprofessional have organized the documents to be shipped for the hearing?	\$ 1,125.00
115	5/25/10	Tisdale, R	2.8	\$ 1,386.00	What does "coordinating logistics in Reno" entail?	\$ 1,039.50
116	5/26/10	Jhaveri, S	1	\$ 375.00	Why did it take an hour to check if the correct exhibit was sent?	\$ 281.25
120	5/19/10	Tisdale, R	1.1	\$ 544.50	Block billing: Please separate tasks and assign an individual time for each.	\$ 16.34
122	5/13/10	Kaden, A	3.4	\$ 3,298.00	Block billing: Please separate tasks and assign an individual time for each.	\$ 98.94
124	6/1/10	Wang, M	1.5	\$ 660.00	Block billing: Please separate tasks and assign an individual time for each.	\$ 19.80
125	6/4/10	Soto, M	3.1	\$ 1,627.50	Block billing: Please separate tasks and assign an individual time for each.	\$ 48.83
126	6/11/10	Hanson, J	3.3	\$ 3,052.50	Vague: Please specify which documents were reviewed.	\$ 763.13
128	6/17/10	Psathas, M	2.4	\$ 900.00	Block billing: Please separate tasks and assign an individual time for each.	\$ 27.00
128	6/17/10	Soto, M	2	\$ 1,050.00	Block billing: Please separate tasks and assign an individual time for each.	\$ 31.50
129	6/18/10	Psathas, M	2.5	\$ 937.50	Block billing: Please separate tasks and assign an individual time for each.	\$ 28.13
131	6/23/10	Scheler, B	1	\$ 1,100.00	Block billing: Please separate tasks and assign an individual time for each.	\$ 33.00
132	6/24/10	Wang, M	1	\$ 440.00	Block billing: Please separate tasks and assign an individual time for each.	\$ 13.20
134	6/29/10	Scheler, B	1.5	\$ 1,650.00	Block billing: Please separate tasks and assign an individual time for each.	\$ 49.50
135	6/1/10	Soto, M	1.1	\$ 577.50	Block billing: Please separate tasks and assign an individual time for each.	\$ 17.33
135	6/2/10	Grow, N	1	\$ 525.00	Block billing: Please separate tasks and assign an individual time for each.	\$ 15.75
135	6/2/10	Psathas, M	1	\$ 375.00	Block billing: Please separate tasks and assign an individual time for each.	\$ 11.25
135	6/2/10	Soto, M	1	\$ 525.00	Block billing: Please separate tasks and assign an individual time for each.	\$ 15.75
135	6/2/10	Wang, M	1	\$ 440.00	Block billing: Please separate tasks and assign an individual time for each.	\$ 13.20
135	6/8/10	Scheler, B	1	\$ 1,100.00	Block billing: Please separate tasks and assign an individual time for each.	\$ 33.00
136	6/8/10	Siroka, P	1.5	\$ 787.50	Block billing: Please separate tasks and assign an individual time for each.	\$ 23.63
136	6/8/10	Soto, M	1.1	\$ 577.50	Block billing: Please separate tasks and assign an individual time for each.	\$ 17.33
136	6/9/10	Scheler, B	1	\$ 1,100.00	Block billing: Please separate tasks and assign an individual time for each.	\$ 33.00
136	6/18/10	Kazakova, J	2.4	\$ 1,260.00	Block billing: Please separate tasks and assign an individual time for each.	\$ 37.80
141	6/2/10	Tisdale, R	1.1	\$ 544.50	Block billing: Please separate tasks and assign an individual time for each.	\$ 16.34
141	6/2/10	Wang, M	1.5	\$ 660.00	Block billing: Please separate tasks and assign an individual time for each.	\$ 19.80
149	6/23/10	Wang, M	1.5	\$ 660.00	Block billing: Please separate tasks and assign an individual time for each.	\$ 19.80
149	6/25/10	Siroka, P	1	\$ 525.00	Block billing: Please separate tasks and assign an individual time for each.	\$ 15.75
158	6/22/10	Guseynov, M	1.3	\$ 643.50	Block billing: Please separate tasks and assign an individual time for each.	\$ 19.31
158	6/22/10	Soto, M	1.1	\$ 577.50	Block billing: Please separate tasks and assign an individual time for each.	\$ 17.33
161	6/25/10	Psathas, M	1.9	\$ 712.50	Block billing: Please separate tasks and assign an individual time for each.	\$ 21.38

165	6/23/10	Psathas, M	4.9	\$ 1,837.50	Block billing: Please separate tasks and assign an individual time for each.	\$ 55.13
170	7/1/10	Tisdale, R	1.2	\$ 594.00	Block billing: Please separate tasks and assign an individual time for each.	\$ 17.82
170	7/1/10	Wang, M	1	\$ 440.00	Block billing: Please separate tasks and assign an individual time for each.	\$ 13.20
172	7/8/10	Hanson, J	2.5	\$ 2,312.50	Vague: What were call and emails regarding? Block billing.	\$ 578.13
172	7/9/10	Hanson, J	2.8	\$ 2,590.00	Vague: What were call and emails regarding? Block billing.	\$ 647.50
175	7/14/10	Soto, M	2.5	\$ 1,312.50	Block billing: Please separate tasks and assign an individual time for each.	\$ 39.38
175	7/5/10	Bagner, J	3.5	\$ 3,237.50	Vague: Please explain what conferences regarded. Block billing.	\$ 809.38
175	7/15/10	Hanson, J	2.5	\$ 2,312.50	Block billing: Please separate tasks and assign an individual time for each.	\$ 69.38
176	7/16/10	Bagner, J	4.5	\$ 4,162.50	Vague: Who were the various calls to? Block billing.	\$ 1,040.63
176	7/16/10	Hanson, J	1.5	\$ 1,387.50	Vague: What were call and emails regarding? Block billing.	\$ 346.88
178	7/22/10	Bagner, J	1.5	\$ 1,387.50	Block billing: Please separate tasks and assign an individual time for each.	\$ 41.63
179	7/22/10	Hanson, J	2	\$ 1,850.00	Block billing: Please separate tasks and assign an individual time for each.	\$ 55.50
179	7/23/10	Hanson, J	2	\$ 1,850.00	Block billing: Please separate tasks and assign an individual time for each.	\$ 55.50
180	7/25/10	Steingart, B	1.4	\$ 1,295.00	Vague: Who were the various telephone conferences with and what were they regarding?	\$ 323.75
180	7/26/10	Hanson, J	3	\$ 2,775.00	Block billing: Please separate tasks and assign an individual time for each.	\$ 83.25
181	7/27/10	Hanson, J	2.3	\$ 2,127.50	Block billing: Please separate tasks and assign an individual time for each.	\$ 63.83
182	7/28/10	Kazakova, J	1.6	\$ 840.00	Block billing: Please separate tasks and assign an individual time for each.	\$ 25.20
182	7/28/10	Soto, M	1.1	\$ 577.50	Vague: Please specify what these communications regarded. Block Billing.	\$ 144.38
183	7/30/10	Hanson, J	2	\$ 1,850.00	Block billing: Please separate tasks and assign an individual time for each.	\$ 55.50
185	7/13/10	Psathas, M	1.5	\$ 562.50	Block billing: Please separate tasks and assign an individual time for each.	\$ 16.88
185	7/13/10	Soto, M	1.3	\$ 682.50	Block billing: Please separate tasks and assign an individual time for each.	\$ 20.48
185	7/19/10	Scheler, B	2	\$ 2,200.00	Block billing: Please separate tasks and assign an individual time for each.	\$ 66.00
185	7/19/10	Psathas, M	1.5	\$ 562.50	Block billing: Please separate tasks and assign an individual time for each.	\$ 16.88
186	7/22/10	Grow, N	1.5	\$ 787.50	Block billing: Please separate tasks and assign an individual time for each.	\$ 23.63
187	7/23/10	Grow, N	1.6	\$ 840.00	Block billing: Please separate tasks and assign an individual time for each.	\$ 25.20
187	7/23/10	Tisdale, R	1.5	\$ 742.50	Block billing: Please separate tasks and assign an individual time for each.	\$ 22.28
192	7/6/10	Psathas, M	2.6	\$ 975.00	Block billing: Please separate tasks and assign an individual time for each.	\$ 29.25
193	7/7/10	Psathas, M	1.6	\$ 600.00	Block billing: Please separate tasks and assign an individual time for each.	\$ 18.00
193	7/7/10	Psathas, M	2.5	\$ 937.50	Could a paraprofessional have searched for citations to the record?	\$ 703.13
196	7/9/10	Wang, M	2.5	\$ 1,100.00	Block billing: Please separate tasks and assign an individual time for each.	\$ 33.00
196	7/11/10	Psathas, M	1.5	\$ 562.50	Block billing: Please separate tasks and assign an individual time for each.	\$ 16.88
199	7/15/10	Siroka, P	2	\$ 1,050.00	Block billing: Please separate tasks and assign an individual time for each.	\$ 31.50



Page # blue	Date	Professional	Expense	Cost	Comment	Recommended reductions: 50% for meals or travel (hotel, air) items that weren't properly described; 100% for overhead; 25% for overly high expenses
<b>Doc. 1707-2</b>						
5	4/30/10	Psathas, M	Meals	\$ 138.07	Is this expense for one meal or numerous meals for the period? If this expense is for numerous meals, please provide a list of the cost of each individual meal.	\$ 69.04
5	4/30/10	Grow, N	Meals	\$ 65.92	Is this expense for one meal or numerous meals for the period? If this expense is for numerous meals, please provide a list of the cost of each individual meal.	\$ 32.96
5	3/30/10	Steingart, B	Local Transportation	\$ 384.21	This expense seems a bit high for local transportation that occurred within New York.	\$ 96.05
10	4/22/10	Steingart, B	Lodging	\$ 504.00	How many days of lodging does this expense cover?	\$ 252.00
10	4/26/10	Steingart, B	Lodging	\$ 352.26	How many days of lodging does this expense cover?	\$ 176.13
10	4/29/10	Steingart, B	Lodging	\$ 1,872.04	How many days of lodging does this expense cover?	\$ 936.02
11	4/29/10	Steingart, B	Miscellaneous	\$ 800.00	Was this deposit for the conference room returned to Steingart?	\$ -
14-16	4/30/10	various	Secretarial Services	\$ 775.51	Secretarial services are generally not allowable expenses under the U.S. Trustee Guidelines.	\$ 775.51
17	4/24/10	various	Secretarial Overtime	\$ 1,126.80	Secretarial overtime is are generally not allowable expenses under the U.S. Trustee Guidelines.	\$ 1,126.80
19	4/30/10	Soto, M	Duplicating	\$ 5,359.72	What was the rate (per page) charged for this external duplicating?	\$ -
20	4/24/10	Psathas, M	Meals	\$ 30.49	This expense seems a bit excessive for Starbucks.	\$ 7.62
20	4/25/10	Psathas, M	Meals	\$ 219.79	Does this meal expense cover more than one person?	\$ 54.95
21	4/26/10	Smith, J	Lodging	\$ 840.68	Although this covers 4/26-4/29, staying at the Wynn Encore may be considered a luxurious accomodation.	\$ 210.17
21	4/26/10	Kass, B	Lodging	\$ 742.96	Although this covers 4/26-4/28, staying at the Wynn Encore may be considered a luxurious accomodation.	\$ 185.74
23	4/29/10	Smith, J	Meals	\$ 74.70	Is this meal for one person?	\$ 37.35
24-27	4/30/10	various	Secretarial Services	\$ 1,112.59	Secretarial services are generally not allowable expenses under the U.S. Trustee Guidelines.	\$ 1,112.59
29	4/30/10	various	Secretarial Services	\$ 1.44	Secretarial services are generally not allowable expenses under the U.S. Trustee Guidelines.	\$ 1.44
30	4/30/10	various	Secretarial Services	\$ 11.28	Secretarial services are generally not allowable expenses under the U.S. Trustee Guidelines.	\$ 11.28
<b>Doc. 1876</b>						
62	5/2/10	Siroka, P	Internet	\$ 39.95	This airplane internet charge may be disallowed as nonreimbursable overhead.	\$ -
62	5/27/10	Steingart, B	Telephone	\$ 59.25	This cellphone charge may be disallowed as nonreimbursable overhead.	\$ -
62	5/27/10	Hanson, J	Telephone	\$ 12.00	This cellphone charge may be disallowed as nonreimbursable overhead.	\$ -
63	5/4/10	Grow, N	External Duplicating	\$ 213.15	Were extenal duplicating costs billed to the client at actual cost to FF?	\$ -
66	5/4/10	Psathas, M	Meals	\$ 136.52	Was this meal for more than one professional?	\$ 68.26
80	5/2/10	Siroka, P	Lodging	\$ 633.28	Where did this lodging take place and how many days does this expense cover?	\$ 316.64
80	5/28/10	Siroka, P	Lodging	\$ 367.42	Where did this lodging take place and how many days does this expense cover?	\$ 183.71
81	5/7/10	Siroka, P	Airfare	\$ 1,171.70	Why was this flight from JFK to SFO so expensive? A quick check on Orbitz.com has a last minute roundtrip flight around \$500.	\$ 585.85
81	5/7/10	Steingart, B	Airfare	\$ 1,571.70	Why was this flight from JFK to SFO so expensive? A quick check on Orbitz.com has a last minute roundtrip flight around \$500.	\$ 392.93
81	5/21/10	Siroka, P	Airfare	\$ 787.33	Why was this flight from SFO to RNO so expensive? A quick check on Orbitz.com has a last minute rountrip flight at ~300.	\$ 196.83
81	5/21/10	Steingart, B	Airfare	\$ 787.33	Why was this flight from SFO to RNO so expensive? A quick check on Orbitz.com has a last minute rountrip flight at ~300.	\$ 196.83

81	5/21/10	Steingart, B	Airfare	\$ 927.44	Why was this flight from LAS to JFK so expensive? Why was Siroka's flight on this same day nearly \$250 cheaper?	\$ 231.86
82	5/21/10	Tisdale, R	Airfare	\$ 787.33	Why was this flight from SFO to RNO so expensive? A quick check on Orbitz.com has a last minute roundtrip flight at ~\$300.	\$ 196.83
82	5/21/10	Tisdale, R	Airfare	\$ 957.44	Why was this flight from LAS to JFK so expensive? Why was Siroka's flight on this same day over \$250 cheaper?	\$ 239.36
82	5/2/10	Siroka, P	Out of town transportation	\$ 493.03	Why was this out of town transportation so expensive? What dates does this transportation cover?	\$ 246.52
82	5/28/10	Siroka, P	Out of town transportation	\$ 319.09	Why was this out of town transportation so expensive? What dates does this transportation cover?	\$ 159.55
82	5/6/10	Siroka, P	Tip? (Gratuity)	\$ 10.00	What was this tip for?	\$ 5.00
82	5/28/10	Siroka, P	Tip? (Gratuity)	\$ 20.00	Why did you tip the bellman \$20?	\$ 10.00
85	5/31/10	various	Secretarial Services	\$ 10.20	Secretarial services are generally not allowable expenses under the U.S. Trustee Guidelines.	\$ 10.20
86	5/31/10	various	Secretarial Services	\$ 156.89	Secretarial services are generally not allowable expenses under the U.S. Trustee Guidelines.	\$ 156.89
87	5/31/10	various	Secretarial Services	\$ 233.67	Secretarial services are generally not allowable expenses under the U.S. Trustee Guidelines.	\$ 233.67
88	5/1/10	various	Secretarial Overtime	\$ 733.20	Secretarial overtime is are generally not allowable expenses under the U.S. Trustee Guidelines.	\$ 733.20
89	5/31/10	Psathas, M	Secretarial Services	\$ 9.36	Secretarial services are generally not allowable expenses under the U.S. Trustee Guidelines.	\$ 9.36
90	5/31/10	various	Secretarial Services	\$ 35.86	Secretarial services are generally not allowable expenses under the U.S. Trustee Guidelines.	\$ 35.86
93	5/20/10	Soto, M	External Duplicating	\$ 2,765.21	Did FF charge the actual cost for this blowback external duplication?	\$ -
100	5/31/10	Psathas, M	Meals	\$ 135.71	Was this meal for more than one professional?	\$ 67.86
100	5/31/10	Jhaveri, S	Meals	\$ 207.90	Was this meal for more than one professional?	\$ 103.95
100	5/31/10	Foote, P	Meals	\$ 202.63	Was this meal for more than one professional?	\$ 101.32
100	5/31/10	Karneeb, K	Meals	\$ 94.09	Was this meal for more than one professional?	\$ 47.05
100	5/31/10	Tisdale, R	Meals	\$ 164.60	Was this meal for more than one professional?	\$ 82.30
118	4/22/10	Kass, B	Airfare	\$ 1,207.40	Why was this flight from EWR to LAS so expensive. A last minute flight for these destinations should be around \$500-\$800 according to Orbitz.com.	\$ 301.85
118	4/23/10	Smith, J	Airfare	\$ 1,168.40	Why was this flight from EWR to LAS so expensive. A last minute flight for these destinations should be around \$500-\$800 according to Orbitz.com.	\$ 292.10
123	5/1/10	various	Duplicating	\$ 236.50	What is duplicating "overtime?"	\$ 118.25
124	5/14/10	Tummings, Y	Duplicating	\$ 60.00	What is duplicating "overtime?"	\$ 30.00
124	5/31/10	various	Secretarial Services	\$ 246.26	Secretarial services are generally not allowable expenses under the U.S. Trustee Guidelines.	\$ 246.26
125	5/31/10	various	Secretarial Services	\$ 154.38	Secretarial services are generally not allowable expenses under the U.S. Trustee Guidelines.	\$ 154.38
126	5/31/10	various	Secretarial Services	\$ 517.52	Secretarial services are generally not allowable expenses under the U.S. Trustee Guidelines.	\$ 517.52
127	5/31/10	various	Secretarial Services	\$ 453.04	Secretarial services are generally not allowable expenses under the U.S. Trustee Guidelines.	\$ 453.04
128	5/2/10	various	Secretarial Overtime	\$ 1,516.80	Secretarial overtime is are generally not allowable expenses under the U.S. Trustee Guidelines.	\$ 1,516.80
129	5/23/10	various	Secretarial Overtime	\$ 870.00	Secretarial overtime is are generally not allowable expenses under the U.S. Trustee Guidelines.	\$ 870.00
131	5/31/10	Wogman, A	Secretarial Services	\$ 4.32	Secretarial services are generally not allowable expenses under the U.S. Trustee Guidelines.	\$ 4.32
<b>Doc. 1928</b>						
56	6/28/10	Steingart, B	Telephone	\$ 79.75	This cellphone charge may be disallowed as nonreimbursable overhead.	\$ -
56	6/28/10	Steingart, B	Telephone	\$ 40.25	This cellphone charge may be disallowed as nonreimbursable overhead.	\$ -
56	6/28/10	Steingart, B	Telephone	\$ 15.25	This cellphone charge may be disallowed as nonreimbursable overhead.	\$ -
68	6/30/10	various	Secretarial Services	\$ 508.35	Secretarial services are generally not allowable expenses under the U.S. Trustee Guidelines.	\$ 508.35
69	6/30/10	various	Secretarial Services	\$ 784.06	Secretarial services are generally not allowable expenses under the U.S. Trustee Guidelines.	\$ 784.06
71	6/30/10	Psathas, M	Secretarial Services	\$ 7.44	Secretarial services are generally not allowable expenses under the U.S. Trustee Guidelines.	\$ 7.44







MEMORANDUM

To: Nancy Rapoport

From: Andrew Hall

Date: August 16, 2011

Re: Fried, Frank, Harris, Shriver & Jacobson LLP Fourth Interim Fee Application for 8/01/2010-11/30/2010.

**Fried, Frank, Harris, Shriver & Jacobson LLP**

1. On October 8, 2009, the U.S. Bankruptcy Court, District of NV, approved the appointment of Fried, Frank, Harris, Shriver & Jacobson LLP (Fried Frank) as Counsel to the Creditors' Committee (Committee) effective as of August 19, 2009. Doc. 467 pg. 2. This application was made pursuant to section 328 and 1103 of title 11 of the U.S. Bankruptcy Code, Rule 2014 of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules"), and Rule 2014 of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Nevada (the "Local Rules"). *Id.*
2. The scope of Fried Frank's duties include advising the Committee of its rights and obligations during the administration of the Ch. 11 case, attending meetings and negotiations with the debtors and other parties-in-interest, taking necessary action to preserve the debtor's estates for the benefit of the Committee and unsecured creditors generally, negotiating and preparing on the committee's behalf, any revisions/objections to any proposed plans of reorganization, representing the committee in proceedings before the court, developing legal positions and strategies, providing such other counsel and advice as the committee may require.
3. Fried Frank requested \$789,718.5 in fees and \$20,067.49 expenses for this period. Doc. 2481.
4. Pursuant to Fried Frank's 4th Interim Application, Fried Frank wrote down/billed half for the **non-working** travel time initially billed. The discount amounted to \$10,822.5. Fried Frank billed full time for working travel. Doc. 2481 pg. 60.

**WORKING TRAVEL TIME DURING THE FOURTH INTERIM FEE PERIOD**

<u>TIMEKEEPER</u>	<u>DATE</u>	<u>FROM</u>	<u>TO</u>	<u>HOURLY RATE</u>	<u>HOURS EXPENDED</u>	<u>TOTAL FEES</u>
Bonnie Steingart	8/5/10	New York	Reno	\$925.00	11.5	\$10,637.50
Bonnie Steingart	8/26/10	New York	Reno	\$925.00	12.2	\$11,285.00
<b>TOTAL</b>						<b><u>\$21,922.50</u></b>

**NON-WORKING TRAVEL TIME DURING THE FOURTH INTERIM FEE PERIOD**

<u>TIMEKEEPER</u>	<u>DATE</u>	<u>FROM</u>	<u>TO</u>	<u>HOURLY RATE</u>	<u>HOURS EXPENDED</u>	<u>TOTAL FEES</u>
Bonnie Steingart	8/6/10	Reno	New York	\$925.00	11.9	\$11,007.50
Bonnie Steingart	8/27/10	Reno	New York	\$925.00	11.5	\$10,637.50
<b>Subtotal</b>						<b>\$21,645.00</b>
Travel Fee Reduction						<b>(\$10,822.50)</b>
<b>TOTAL</b>						<b><u>\$10,822.50</u></b>

5. Fried Frank did not conduct a conflict check for this application.
6. Billed hours by professional.
  - a. Partners and Of Counsel conducted 41% of the work billed for this period.
  - b. Associates conducted 55% of the work billed for this period.
  - c. Paraprofessionals conducted 4% of the work billed for this period.

<u>SERVICES BY PERSONNEL<sup>1</sup></u>	<u>HOURLY RATE<sup>2</sup></u>	<u>HOURS EXPENDED</u>	<u>TOTAL FEES</u>
<b>PARTNERS</b>			
Brad Eric Scheler	\$1,100.00	8	\$8,800.00
Alan Kaden	\$970.00	9	\$8,730.00
Jeffrey Bagner	\$925.00	0.9	\$832.50
Jean Hanson	\$925.00	233.7	\$216,172.50
Bonnie Steingart	\$925.00	234.8	\$217,190.00
<b>OF COUNSEL</b>			
Alan Resnick	\$1,000.00	2.1	\$2,100.00

<b>ASSOCIATES</b>			
Nathan Grow	\$525.00	46.6	\$24,755.00
Joanna Kazakova*	\$525.00	3.6	\$1,890.00
Peter Siroka	\$525.00	120.2	\$65,572.50
Marissa Soto	\$525.00	100.3	\$53,562.50
Richard Tisdale	\$495.00	90.6	\$47,319.00
Minyao Wang	\$440.00	243.5	\$114,477.00
Andrew Wogman	\$440.00	61.2	\$29,210.50
<b>PARAPROFESSIONALS</b>			
Tom Moody	\$245.00	2	\$490.00
Craig Osbern	\$245.00	2.7	\$661.50
Meryl Yang	\$190.00	46.1	\$8,759.00
Ian Sampson	\$190.00	0.1	\$19.00
<b>SUBTOTAL</b>		<b>1,205.4</b>	<b>\$800,541.00</b>
Travel Fee Reduction			(\$10,822.50)
<b>TOTAL</b>		<b>1,205.4</b>	<b>\$789,718.50</b>

## 7. Billed hours by service type.

<b>DESCRIPTION</b>	<b>HOURS</b>	<b>TOTAL FEES</b>
Chapter 11 General	779.1	\$557,386.50
Committee Meetings and Communications	39.6	\$29,413.50
Retention and Fee Applications	143.6	\$62,112.00
Litigation Efforts	4.8	\$2,895.00
Labor and Employee Issues	4.5	\$2,227.50
Plan and Disclosure Statement	161.3	\$108,019.50
Claims Review	2.4	\$1,090.00
Tax	70.1	\$37,397.00
<b>SUBTOTAL TIME INCURRED</b>	<b>1,205.4</b>	<b>\$800,541.00</b>
Travel Fee Reduction		(\$10,822.50)
<b>TOTAL TIME BILLED</b>	<b>1,205.4</b>	<b>\$789,718.50</b>

a. Fried Frank billed 143.6 hours for preparation of fee applications. The fee application bill amounted to \$62,112.00. This amount represents 7.8% of the total amount billed for the instant fee application.

## 8. Expenses.

a. Fried Frank did not provide a detailed description of its expenses for this period. Please provide a detailed description of expenses for this period.

## 9. General Comments

a. Fried Frank used block billing in numerous entries. Many professionals followed entered tasks with “and related follow up” or other melding phrases. The use of block billing made it difficult to determine which professionals were spending what amount of

Nancy Rapoport 8/17/11 8:48 AM

**Comment [1]:** That's a little high, but I'm not going to object to it.

Nancy Rapoport 8/17/11 8:48 AM

**Comment [2]:** Can you pls forward your detailed list of expenses? Thanks!

time in meetings or other related activities. Further, in some instances, Fried Frank provided vague bill entries and did not explain the need for numerous professionals in certain meetings. (See Exhibit A) Appendix A to Part 58—Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. 330, section 4(v) offers guidance as to which expenses should be disallowed. Section 4(v) suggests that:

“time entries should be kept contemporaneously with the services rendered in time periods of tenths of an hour. Services should be noted in detail and not combined or “lumped” together, with each service showing a separate time entry; however, tasks performed in a project which total a de minimis amount of time can be combined or lumped together if they do not exceed .5 hours on a daily aggregate. Time entries for telephone calls, letters, and other communications should give sufficient detail to identify the parties to and the nature of the communication. Time entries for court hearings and conferences should identify the subject of the hearing or conference. If more than one professional from the applicant firm attends a hearing or conference, the applicant should explain the need for multiple attendees.”

Nancy Rapoport 8/17/11 8:49 AM

**Comment [3]:** I've delineated the proposed reductions on Exhibit A.

PG # BLUE	DATE	PROFESSIONAL	HOURS	AMOUNT	ITEMS TO ADDRESS	Recommended reductions: 3% for block-billing, 25% for vague entries, and 75% for improperly leveraged work
DOC. 2481						
15	8/2/10	Hanson, J	2.3	\$ 2,127.50	Block Billing: Please separate tasks and assign an individual time for each.	\$ 63.83
15	8/2/10	Hanson, J	1.2	\$ 1,110.00	Block Billing: Please separate tasks and assign an individual time for each.	\$ 33.30
15	8/3/10	Hanson, J	1.6	\$ 1,480.00	Block Billing: Please separate tasks and assign an individual time for each.	\$ 44.40
16	8/4/10	Siroka, P	1	\$ 525.00	Block Billing: Please separate tasks and assign an individual time for each.	\$ 15.75
16	8/5/10	Hanson, J	1.3	\$ 1,202.50	Block Billing: Please separate tasks and assign an individual time for each.	\$ 36.08
16	8/5/10	Steingart, B	11.5	\$ 10,637.50	If claiming working travel time, the professional should still provide a description of the work they conducted while traveling. There are no such entries for this date.	\$ 2,659.38
16	8/6/10	Grow, N	2.3	\$ 1,207.50	Block Billing: Please separate tasks and assign an individual time for each.	\$ 36.23
18	8/13/10	Hanson, J	2.6	\$ 2,405.00	Block Billing: Please separate tasks and assign an individual time for each.	\$ 72.15
19	8/13/10	Wang, M	1	\$ 440.00	Block Billing: Please separate tasks and assign an individual time for each.	\$ 13.20
19	8/17/10	Wang, M	1	\$ 440.00	Vague: What did these meetings regard? Block billing.	\$ 110.00
19	8/18/10	Hanson, J	1.8	\$ 1,665.00	Block Billing: Please separate tasks and assign an individual time for each.	\$ 49.95
20	8/23/10	Steingart, B	1.7	\$ 1,572.50	<del>Vague: What were materials prepared for?</del>	\$ -
21	8/25/10	Soto, M	2.4	\$ 1,260.00	<del>Vague: What did hearing preparation consist of?</del>	\$ -
21	8/26/10	Steingart, B	12.2	\$ 11,285.00	Block Billing: Please separate tasks and assign an individual time for each.	\$ 338.55
21	8/27/10	Hanson, J	1.5	\$ 1,387.50	Block Billing: Please separate tasks and assign an individual time for each.	\$ 41.63
21	8/27/10	Soto, M	2.1	\$ 1,102.50	Block Billing: Please separate tasks and assign an individual time for each.	\$ 33.08
21	8/30/10	Siroka, P	1.5	\$ 787.50	Block Billing: Please separate tasks and assign an individual time for each.	\$ 23.63
22	8/31/10	Siroka, P	1.3	\$ 682.50	<del>Why does Hanson bill .3 hrs. less for this meeting between the two of you?</del>	\$ -
23	8/3/10	Soto, M	1.2	\$ 630.00	Block Billing: Please separate tasks and assign an individual time for each.	\$ 18.90
24	8/24/10	Wang, M	1	\$ 440.00	Block Billing: Please separate tasks and assign an individual time for each.	\$ 13.20
28	8/5/10	Grow, N	0.5	\$ 262.50	<del>Vague: What did hearing preparation consist of?</del>	\$ -
28	8/5/10	Wang, M	1.5	\$ 660.00	<del>Vague: What did hearing preparation consist of?</del>	\$ -
30	8/24/10	Soto, M	1	\$ 525.00	Block Billing: Please separate tasks and assign an individual time for each.	\$ 15.75
31	8/24/10	Wang, M	1	\$ 440.00	<del>Vague: What did hearing preparation consist of?</del>	\$ -
31	8/25/10	Hanson, J	1.4	\$ 1,295.00	<del>Vague: What did the conferences and calls regard? Block billing.</del>	\$ -
31	8/26/10	Wang, M	1	\$ 440.00	<del>Vague: What did hearing preparation consist of?</del>	\$ -
31	8/27/10	Wang, M	1.5	\$ 660.00	<del>Vague: What did hearing preparation consist of?</del>	\$ -
33	8/30/10	Kaden, A	1.3	\$ 1,261.00	Block Billing: Please separate tasks and assign an individual time for each.	\$ 37.83

35	9/7/10	Siroka, P	2	\$ 1,100.00	Vague: What documents were discussed at the meeting?	\$ 275.00
35	9/7/10	Siroka, P	2	\$ 1,100.00	Block Billing: Please separate tasks and assign an individual time for each.	\$ 33.00
36	9/11/10	Siroka, P	1	\$ 550.00	Block Billing: Please separate tasks and assign an individual time for each.	\$ 16.50
36	9/11/10	Tisdale, R	1.4	\$ 735.00	Block Billing: Please separate tasks and assign an individual time for each.	\$ 22.05
36	9/15/20210	Siroka, P	1	\$ 550.00	Vague: What did conference regard?	\$ 137.50
36	9/16/10	Hanson, J	2.5	\$ 2,312.50	Why does Tisdale only bill 2 hrs for the meeting this date?	\$ -
36	9/16/10	Siroka, P	5	\$ 2,750.00	When block billing is used, as demonstrated in this entry, it is impossible to determine how long the professional was in a meeting or was conducting "related follow-up." Further, "related follow-up" is too vague of an entry to determine what the professional was doing.	\$ 82.50
38	9/29/10	Hanson, J	1	\$ 925.00	Vague: Which documents were reviewed?	\$ -
38	9/29/10	Siroka, P	3.2	\$ 1,760.00	Block Billing: Please separate tasks and assign an individual time for each.	\$ 52.80
40	9/1/10	Wang, M	1	\$ 495.00	Block Billing: Please separate tasks and assign an individual time for each.	\$ 14.85
43	10/1/10	Hanson, J	0.8	\$ 740.00	Vague: What did calls and emails regard? Also, block billing used.	\$ 185.00
43	10/1/10	Siroka, P	2	\$ 1,100.00	Vague: What did call regard? Also, block billing.	\$ 275.00
43	10/5/10	Siroka, P	1.5	\$ 825.00	Block Billing: Please separate tasks and assign an individual time for each.	\$ 24.75
43	10/6/10	Hanson, J	0.8	\$ 740.00	Block Billing: Please separate tasks and assign an individual time for each.	\$ 22.20
43	10/7/10	Hanson, J	1	\$ 925.00	Block Billing: Please separate tasks and assign an individual time for each.	\$ 27.75
44	10/11/10	Hanson, J	1	\$ 925.00	Block Billing: Please separate tasks and assign an individual time for each.	\$ 27.75
45	10/27/10	Siroka, P	1	\$ 550.00	Block Billing: Please separate tasks and assign an individual time for each.	\$ 16.50
45	10/29/10	Steingart, B	1	\$ 925.00	Prep what materials and for what purpose?	\$ -
47	10/20/10	Wang, M	2	\$ 990.00	Vague: What did this hearing preparation entail?	\$ -
47	10/24/10	Wang, M	2.8	\$ 1,386.00	Vague: What did this hearing preparation entail?	\$ -
47	10/25/10	Soto, M	1.8	\$ 990.00	Block Billing: Please separate tasks and assign an individual time for each.	\$ 29.70
50	11/1/10	Siroka, P	1.5	\$ 825.00	Why does Hanson bill only .5 hrs. for this meeting between the two professionals?	\$ -
50	11/2/10	Wang, M	2	\$ 990.00	Vague: What did this legal research regard?	\$ 247.50
51	11/10/10	Siroka, P	2.5	\$ 1,375.00	Vague: Which documentation was reviewed?	\$ -
51	11/11/10	Hanson, J	1.8	\$ 1,665.00	Block Billing: Please separate tasks and assign an individual time for each.	\$ 49.95
51	11/11/10	Siroka, P	1	\$ 550.00	Vague: Which documents were reviewed?	\$ -
51	11/15/10	Siroka, P	1	\$ 925.00	Block Billing: Please separate tasks and assign an individual time for each.	\$ 27.75
53	11/18/10	Hanson, J	1	\$ 925.00	Block Billing: Please separate tasks and assign an individual time for each.	\$ 27.75
53	11/22/10	Hanson, J	1	\$ 925.00	Vague: Which documentation was reviewed?	\$ -
53	11/22/10	Hanson, J	1	\$ 925.00	Block Billing: Please separate tasks and assign an individual time for each.	\$ 27.75
53	11/23/10	Hanson, J	1	\$ 925.00	Block Billing: Please separate tasks and assign an individual time for each.	\$ 27.75
					<b>TOTAL PROPOSED REDUCTIONS</b>	<b>\$ 5,308.11</b>

PG # (pdf)	DATE	PROFESSIONAL	EXPENSE	COST	ITEM TO ADDRESS	NBR Proposed Reductions
DOC. 13 14 15 16 expenses						
2	8/24/10	Steingart, B	Telephone	113.75	Cellular telephone bills may be considered non-reimbursable overhead.	\$ -
2	8/24/10	Hanson, J	Telephone	3.6	Cellular telephone bills may be considered non-reimbursable overhead.	\$ -
3	8/26/10	Steingart, B	Meals	174.14	Please explain why this meal expense is so high.	\$ 87.07
8	8/2-8/31/2010	various	Secretarial Services	16.51	Secretarial services may be considered non-reimbursable overhead.	\$ 16.51
9	8/2-8/27/2010	various	Secretarial Services	0.72	Secretarial services may be considered non-reimbursable overhead.	\$ 0.72
10	8/3-8/31/2010	various	Secretarial Services	8.16	Secretarial services may be considered non-reimbursable overhead.	\$ 8.16
13	8/6-8/20/2010	various	Secretarial Services	13.52	Secretarial services may be considered non-reimbursable overhead.	\$ 13.52
13	8/11/10	Callegari, D	Overtime (Secretarial)	20	Secretarial services may be considered non-reimbursable overhead.	\$ 20.00
14	8/19-8/26/2010	various	Secretarial Services	19.38	Secretarial services may be considered non-reimbursable overhead.	\$ 19.38
17	9/29/10	Steingart, B	Telephone	11.25	Cellular telephone bills may be considered non-reimbursable overhead.	\$ -
17	9/30/10	Kaden, A	Telephone	8.01	Cellular telephone bills may be considered non-reimbursable overhead.	\$ -
19	7/16/10	Steingart, B	Lodging	583.89	Please describe the location and how many nights this out of town lodging expense covers.	\$ 145.97
21	9/1-9/30/2010	various	Secretarial Services	268.52	Secretarial services may be considered non-reimbursable overhead.	\$ 268.52
22	9/2-9/22/2010	various	Secretarial Services	73.23	Secretarial services may be considered non-reimbursable overhead.	\$ 73.23
25-26	10/1-10/29/2010	various	Secretarial Services	13.23	Secretarial services may be considered non-reimbursable overhead.	\$ 13.23
27	10/8-10/21/2010	various	Secretarial Services	64.43	Secretarial services may be considered non-reimbursable overhead.	\$ 64.43
33	8/16-10/21/2010	Wang, M	Telephone	197	Cellular telephone bills may be considered non-reimbursable overhead.	\$ -
35	8/6/10	Steingart, B	Lodging	346.22	Please describe the location and how many nights this out of town lodging expense covers.	\$ 173.11
35	8/28/10	Steingart, B	Lodging	401.98	Please describe the location and how many nights this out of town lodging expense covers.	\$ 200.99
37	9/27-10/28/2010	Steingart, B	Telephone	1.75	Cellular telephone bills may be considered non-reimbursable overhead.	\$ -
37	11/29-11/30/2010	Tisdale, R	Secretarial Services	6.48	Secretarial services may be considered non-reimbursable overhead.	\$ 6.48
39	10/30/10	Wang, M	Telephone	51	Cellular telephone bills may be considered non-reimbursable overhead.	\$ -
39	11/19/10	various	Secretarial Services	5.52	Secretarial services may be considered non-reimbursable overhead.	\$ 5.52
					<b>PROPOSED REDUCTIONS</b>	<b>\$ 1,116.84</b>



PG# Blue	Date	Professional	Hours	Amount	Item to Address	Recommended reductions: 3% for block-billing, 25% for vague entries, and 75% for improperly leveraged work
DOC. 3305						
14	12/2/10	Hanson, J	2	\$ 1,850.00	Block billing: Please separate tasks and assign a time for each.	\$ 55.50
14	12/3/10	Hanson, J	1	\$ 925.00	Block billing: Please separate tasks and assign a time for each.	\$ 27.75
15	12/10/10	Siroka, P	1	\$ 550.00	Vague: Please specify which documents were reviewed and what comments to team regarded.	\$ 137.50
19	1/9/11	Wang, M	2	\$ 1,040.00	Vague: What did hearing prep entail?	\$ 260.00
20	1/10/10	Wang, M	1	\$ 520.00	Block billing: Please separate tasks and assign a time for each.	\$ 15.60
20	1/20/10	Hanson, J	1	\$ 970.00	Vague: Which emails and docs were reviewed?	\$ 242.50
20	1/21/10	Wang, M	1	\$ 520.00	Vague: What did hearing prep entail?	\$ 130.00
24	2/9/11	Steingart, B	2.4	\$ 2,328.00	Block billing: Please separate tasks and assign a time for each.	\$ 69.84
24	2/14/10	Grow, N	2	\$ 1,160.00	Vague: What did hearing prep entail?	\$ 290.00
24	2/16/10	Grow, N	0.5	\$ 290.00	Vague: What did hearing prep entail?	\$ 72.50
24	2/17/10	Steingart, B	1.6	\$ 1,552.00	Vague: What did hearing prep entail?	\$ 388.00
24	2/17/10	Grow, N	1.5	\$ 870.00	Vague: What did hearing prep entail?	\$ 217.50
29	3/1/10	Hanson, J	3.5	\$ 3,395.00	Vague: Which docs were reviewed?	\$ 848.75
33	3/18/10	Hanson, J	1.1	\$ 1,067.00	Vague: Which docs were reviewed?	\$ 266.75
34	3/28/10	Steingart, B	1	\$ 970.00	Vague: Which docs were reviewed?	\$ 242.50
					<b>Proposed reductions</b>	<b>\$ 3,264.69</b>



PG# Blue	Date	Professional	Hours	Amount
DOC. 3305				
14	12/2/10	Hanson, J	2	\$ 1,850.00
14	12/3/10	Hanson, J	1	\$ 925.00
15	12/10/10	Siroka, P	1	\$ 550.00
19	1/9/11	Wang, M	2	\$ 1,040.00
20	1/10/10	Wang, M	1	\$ 520.00
20	1/20/10	Hanson, J	1	\$ 970.00
20	1/21/10	Wang, M	1	\$ 520.00
24	2/9/11	Steingart, B	2.4	\$ 2,328.00
24	2/14/10	Grow, N	2	\$ 1,160.00
24	2/16/10	Grow, N	0.5	\$ 290.00
24	2/17/10	Steingart, B	1.6	\$ 1,552.00
24	2/17/10	Grow, N	1.5	\$ 870.00
29	3/1/10	Hanson, J	3.5	\$ 3,395.00
33	3/18/10	Hanson, J	1.1	\$ 1,067.00
34	3/28/10	Steingart, B	1	\$ 970.00

Item to Address	Recommended reductions: 3% for block-billing, 25% for vague entries, and 75% for improperly leveraged work
Block billing: Please separate tasks and assign a time for each.	\$ 55.50
Block billing: Please separate tasks and assign a time for each.	\$ 27.75
Vague: Please specify which documents were reviewed and what comments to team regarded.	\$ 137.50
Vague: What did hearing prep entail?	\$ 260.00
Block billing: Please separate tasks and assign a time for each.	\$ 15.60
Vague: Which emails and docs were reviewed?	\$ 242.50
Vague: What did hearing prep entail?	\$ 130.00
Block billing: Please separate tasks and assign a time for each.	\$ 69.84
Vague: What did hearing prep entail?	\$ 290.00
Vague: What did hearing prep entail?	\$ 72.50
Vague: What did hearing prep entail?	\$ 388.00
Vague: What did hearing prep entail?	\$ 217.50
Vague: Which docs were reviewed?	\$ 848.75
Vague: Which docs were reviewed?	\$ 266.75
Vague: Which docs were reviewed?	\$ 242.50
<b>Proposed reductions</b>	<b>\$ 3,264.69</b>

<b>Pg</b>	<b>Date</b>	<b>Professional</b>	<b>Expense</b>	<b>Cost</b>
<b>Doc 2457</b>				
15-17	12/14-12/23/2010	various	Secretarial Services	\$ 3.94
<b>Doc 2604</b>				
16	1/31/11	Steingart, B	Telephone	\$ 1.50
16	1/6-1/26/2011	various	Secretarial Services	\$ 14.01
18	1/6-1/20/2011	various	Secretarial Services	\$ 7.69
19	1/19/11	Strecker, E	Secretarial Services	\$ 0.18
<b>DOC 2731</b>				
17	2/22/11	Hanson, J	Telephone	\$ 10.32
18	2/2-2/14/2011	various	Secretarial Services	\$ 1.56
20	2/9-2/14/2011	Grow, N	Secretarial Services	\$ 2.16
<b>DOC. 2820</b>				
21	2/21/11	Umayam, M	Telephone	\$ 121.00
22	3/15/11	Steingart, B	Telephone	\$ 31.50

Item to Address	Recommended reductions
Secretarial services may be disallowed under the U.S. Trustee Guidelines.	\$ 3.94
<del>Cell phone bills may be disallowed under the U.S. Trustee Guidelines.</del>	<del>\$ -</del>
Secretarial services may be disallowed under the U.S. Trustee Guidelines.	\$ 14.01
Secretarial services may be disallowed under the U.S. Trustee Guidelines.	\$ 7.69
Secretarial services may be disallowed under the U.S. Trustee Guidelines.	\$ 0.18
<del>Cell phone bills may be disallowed under the U.S. Trustee Guidelines.</del>	<del>\$ -</del>
Secretarial services may be disallowed under the U.S. Trustee Guidelines.	\$ 1.56
Secretarial services may be disallowed under the U.S. Trustee Guidelines.	\$ 2.16
<del>Cell phone bills may be disallowed under the U.S. Trustee Guidelines.</del>	<del>\$ -</del>
<del>Cell phone bills may be disallowed under the U.S. Trustee Guidelines.</del>	<del>\$ -</del>
<b>Recommended reductions</b>	<b>\$ 29.54</b>

MEMORANDUM

To: Nancy Rapoport  
From: Andrew Hall  
Date: September 7, 2011  
Re: Fried, Frank, Harris, Shriver & Jacobson LLP Sixth Interim Fee Application for 4/01/2011-6/17/2011.

**Fried, Frank, Harris, Shriver & Jacobson LLP**

1. On October 8, 2009, the U.S. Bankruptcy Court, District of NV, approved the appointment of Fried, Frank, Harris, Shriver & Jacobson LLP (Fried Frank) as Counsel to the Creditors' Committee (Committee) effective as of August 19, 2009. Doc. 467 pg. 2. This application was made pursuant to section 328 and 1103 of title 11 of the U.S. Bankruptcy Code, Rule 2014 of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules"), and Rule 2014 of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Nevada (the "Local Rules"). *Id.*
2. The scope of Fried Frank's duties include advising the Committee of its rights and obligations during the administration of the Ch. 11 case, attending meetings and negotiations with the debtors and other parties-in-interest, taking necessary action to preserve the debtor's estates for the benefit of the Committee and unsecured creditors generally, negotiating and preparing on the committee's behalf, any revisions/objections to any proposed plans of reorganization, representing the committee in proceedings before the court, developing legal positions and strategies, providing such other counsel and advice as the committee may require.
3. Fried Frank requested \$377,043.50 in fees and \$3,491.77 expenses for this period (April 1-June 17, 2011). Doc. 3557 pg. 5.
4. Fried Frank did not write down any fees or expenses for this period.
5. Fried Frank did not conduct a conflict check for this application.
6. Billed hours by professional (April-May, 2011).
  - a. Partners and Of Counsel conducted ~34% of the work billed for this period.
  - b. Associates conducted ~66% of the work billed for this period.
  - c. Paraprofessionals conducted 0% of the work billed for this period.

<u>SERVICES BY PERSONNEL</u>	<u>HOURLY RATE</u>	<u>HOURS EXPENDED</u>	<u>TOTAL FEES</u>
<b>PARTNERS</b>			
Alan Kaden	\$995.00	9.9	\$9850.50
Jean Hanson	\$970.00	37.4	\$36,278.00
Bonnie Steingart	\$970.00	48.1	\$46,657.00
<b>ASSOCIATES</b>			
Nathan Grow	\$580.00	84.8	\$49,184.00
Richard Tisdale	\$550.00	40.6	\$22,330.00
Andrew Wogman	\$520.00	36.3	\$18,876.00
Adam Brenner	\$395.00	46.2	\$18,249.00
<b>SUBTOTAL</b>			<b>\$201,424.50</b>
Travel Fee Reduction			(\$0.00)
<b>TOTAL</b>		<b>303.3</b>	<b>\$201,424.50</b>

<u>SERVICES BY PERSONNEL</u>	<u>HOURLY RATE</u>	<u>HOURS EXPENDED</u>	<u>TOTAL FEES</u>
<b>PARTNERS</b>			
Jean Hanson	\$970.00	22.0	\$21,340.00
Bonnie Steingart	\$970.00	47.6	\$46,172.00
<b>OF COUNSEL</b>			
Alan Resnick	\$1,000.00	1.0	\$1,000.00
<b>ASSOCIATES</b>			
Nathan Grow	\$580.00	79.3	\$45,994.00
Richard Tisdale	\$550.00	10.0	\$5,500.00
Andrew Wogman	\$520.00	4.7	\$2,444.00
Adam Brenner	\$395.00	27.6	\$10,902.00
<b>SUBTOTAL</b>			<b>\$133,352.00</b>
Travel Fee Reduction			(\$0.00)
<b>TOTAL</b>		<b>192.2</b>	<b>\$133,352.00</b>

## 7. Billed hours by service type (April-May, 2011).

<b>Description</b>	<b>Hours</b>	<b>Fees</b>
General	276.5	\$182,379.00
Committee Meetings and Communications	1.5	\$870.00
Retention and Fee Applications	5.1	\$2,754.50
Tax Matters	46.2	\$28,726.50
<b>TOTAL</b>	<b>329.3</b>	<b>\$214,730.00</b>

## 8. Expenses (April-May, 2011).

- a. See Exhibit B.

b. Fried Frank billed for secretarial services that include word processing, library charges, and general secretarial services amongst other services. (see Exhibit B) Appendix A to Part 58—Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. 330, section 5(vii) offers guidance as to which expenses should be disallowed. This section suggests determining:

“whether the expenses appear to be in the nature non-reimbursable overhead. Overhead consists of all continuous administrative or general costs incident to the operation of the applicant's office and not particularly attributable to an individual client or case. Overhead includes, but is not limited to, *word processing*, proofreading, *secretarial and other clerical services*, rent, utilities, office equipment and furnishings, insurance, taxes, *local telephones* and monthly car phone charges, lighting, heating and cooling, and *library and publication charges*.” (*emphasis added*)

#### 9. General Comments.

a. Fried Frank used block billing in numerous entries. Many professionals followed entered tasks with “and related follow up” or other melding phrases. The use of block billing made it difficult to determine which professionals were spending what amount of time in meetings or other related activities. Further, in some instances, Fried Frank provided vague bill entries and did not explain the need for numerous professionals in certain meetings. (see Exhibit A) Appendix A to Part 58—Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. 330, section 4(v) offers guidance as to which expenses should be disallowed. Section 4(v) suggests that:

“time entries should be kept contemporaneously with the services rendered in time periods of tenths of an hour. Services should be noted in detail and not combined or “lumped” together, with each service showing a separate time entry; however, tasks performed in a project which total a de minimis amount of time can be combined or lumped together if they do not exceed .5 hours on a daily aggregate. Time entries for telephone calls, letters, and other communications should give sufficient detail to identify the parties to and the nature of the communication. Time entries for court hearings and conferences should identify the subject of the hearing or conference. If more than one professional from the applicant firm attends a hearing or conference, the applicant should explain the need for multiple attendees.”

Nancy Rapoport 9/11/11 3:11 PM

**Comment [1]:** Secretarial time is overhead & not compensable under the Guidelines.

Nancy Rapoport 9/11/11 3:12 PM

**Comment [2]:** Please see my proposed reductions in Exhibit A.





Pg. # blue	Date	Professional	Expense	Cost	Item to Address	Proposed reductions
DOC. 3111						
24	4/27/11	Steingart, B	Telephone	\$ 2.75	Cell phone bills may be disallowed under the U.S. Trustee Guidelines.	\$ -
24	3/11/11	Rodriguez, A	Overtime	\$ 65.00	What is duplicating overtime?	\$ 65.00
24	4/14/11	Paloscio, M	Word Processing	\$ 34.40	Word processing may be disallowed under the U.S. Trustee Guidelines.	\$ 34.40
DOC. 3642						
17	4/13/11	Grow, N	Telephone	\$ 30.00	Phone bills may be disallowed under the U.S. Trustee Guidelines.	0
17	4/19/11	Grow, N	Telephone	\$ 100.00	Phone bills may be disallowed under the U.S. Trustee Guidelines.	0
18	5/17/11	Paloscio, M	Word Processing	\$ 16.40	Word processing may be disallowed under the U.S. Trustee Guidelines.	\$ 16.40
20	5/23/11	Leibowitz, P	Word Processing	\$ 4.40	Word processing may be disallowed under the U.S. Trustee Guidelines.	\$ 4.40
					<b>Proposed reductions</b>	<b>\$ 120.20</b>

EXHIBIT E—FTI (DEBTORS) REVIEWS

MEMORANDUM

To: Nancy Rapoport

From: Roman Borisov

Date: August 8, 2011

Re: FTI's (as Financial Advisor to Debtors) Third Interim Fee Application for April 1, 2010 through July 31, 2010

1. Order Approving Appointment under §327(a) was entered on September 18, 2009 [Dkt. No. 330]. FTI will be billing on an hourly basis, using its standard hourly rates.
2. The Debtors retained FTI as their financial advisor.
3. This is FTI's third interim fee application (Dkt. No. 2150). FTI produced \$1,061,931.00 in fees and incurred \$58,528.90 in expenses. FTI is requesting the unpaid balance of fees and expenses in the amount of \$693,099.97.

The amount of fees and expenses requested in this application matches that requested in the monthly fee applications from April through July 2010.

## MEMORANDUM

To: Nancy Rapoport  
 From: Roman Borisov  
 Date: August 8, 2011

Re: FTI (as Financial Advisor to Debtors – GVR Inc.) Monthly Fee Application for February 11 through May 31, 2010

1. Order Approving Appointment under §327(a) was entered on September 18, 2009 [Dkt. No. 330]. FTI will be billing on an hourly basis, using its standard hourly rates.
2. The Debtors retained FTI as their financial advisor.
3. This is FTI's first monthly fee application in its capacity as a financial advisor to GVR Inc. – one of the Debtors (Dkt. No. 1818). FTI is requesting \$72,302.40 in fees (80% of \$90,378.00 in total fees in accordance with the interim compensation order) and \$0 in expenses.

#### Fee Application Preparation

- a. FTI allocated 2.5 hours to the fee application preparation with a \$1,137.50 resulting charge to Estate. Thus according to the FTI's allocation, 1% of total fees billed to Station Casinos for the period are attributable to the fee application preparation.
- b. Professionals Involved in *Fee Application* Preparation

Lance Peterson (Director - \$455) billed 2.5 hours for the fee application preparation.

#### 4. Conflicts check

In preparation of FTI's employment application, Michael Ozawa (Sr Managing Director - \$750) billed 1.9 hours for conflicts check (\$1,425 charge).

#### 5. Tasks Performed During the Period

Task	Time Total	Fee Total
Fee Application	2.5	\$1,137.50
Non-working Travel	8.7	\$4,722.00
Monthly Operating Reports	11.4	\$5,539.00
15 Day Trustee Reporting	4.2	\$2,302.00
Employment Application	19.3	\$9,040.50
Schedules and Statements Development	118.1	\$62,390.00
Case Administration/Management	13.5	\$7,608.00

Nancy Rapoport 8/10/11 6:07 PM

**Comment [1]:** Walt, what triggered the check?

## a. Non-working Travel

Professionals Involved in *Non-working Travel*

Name	Position	Billing Rate	Hours
Kanafani, Travis	Sr Consultant	\$420	1.5
Peterson, Lance	Director	\$455	2.4
Brown, Walton	Managing Director	\$625	4.8

The professionals billed for non-working travel in February only. FTI reduced non-working travel fees by 50% - from \$4,722.00 to \$2,361.00.

## b. Monthly Operating Reports

Professionals Involved in *Monthly Operating Reports*

Name	Position	Billing Rate	Hours
Kanafani, Travis	Sr Consultant	\$420	1.6
Peterson, Lance	Director	\$455	7.4
Brown, Walton	Managing Director	\$625	2.4

No issues.

## c. 15 Day Trustee Reporting

Professionals Involved in *15 Day Trustee Reporting*<sup>1</sup>

Name	Position	Billing Rate	Hours
Peterson, Lance	Director	\$455	2.2
Brown, Walton	Managing Director	\$625	2.3

No issues.

## d. Employment Application

Professionals Involved in *Employment Application*<sup>2</sup>

Name	Position	Billing Rate	Hours
Heard, Rheba	Paraprofessional	\$105	6
Kanafani, Travis	Sr Consultant	\$420	1.9
Brown, Walton	Managing Director	\$625	6.2
Ozawa, Michael	Sr Managing Director	\$750	3.9

No issues.

<sup>1</sup> This review allocated 4.5 hours to the task; FTI allocated 4.2 hours.

<sup>2</sup> This review allocated 18 hours to the task; FTI allocated 19.3 hours.

## e. Schedules and Statements Development

Professionals Involved in *Schedules and Statements Development*<sup>3</sup>

Name	Position	Billing Rate	Hours
Kanafani, Travis	Sr Consultant	\$420	20.6
Peterson, Lance	Director	\$455	31.4
Brown, Walton	Managing Director	\$625	32.4
Swint, William	Director	\$550	27.4
Ozawa, Michael	Sr Managing Director	\$750	4.5

Between 2/23/10 and 2/24/10, Swint block-billed 8.8 hours loading new data, processing changes to certain documents, producing new exhibits, and distributing those exhibits (\$4,840.00 charge).<sup>4</sup>

Peterson's "prepare support binders" billing entries on 2/24/10 for 1.3 and 1.6 hours represent improper work allocation (\$1,319.50 charge).

## f. Case Administration/Management

Professionals Involved in *Case Administration/Management*<sup>5</sup>

Name	Position	Billing Rate	Hours
Kanafani, Travis	Sr Consultant	\$420	4.0
Peterson, Lance	Director	\$455	4.2
Brown, Walton	Managing Director	\$625	4.3
Ozawa, Michael	Sr Managing Director	\$750	3.5

No issues.

<sup>3</sup> This review allocated 116.3 hours to the task; FTI allocated 118.1 hours.

<sup>4</sup> 2.1 and 2.8 hours on 2/23/10; 1.5 and 2.4 hours on 2/24/10.

<sup>5</sup> This review allocated 18 hours to the task; FTI allocated 13.5 hours.

## MEMORANDUM

To: Nancy Rapoport

From: Roman Borisov

Date: July 22, 2011

Re: FTI (as Financial Advisor to Debtors) Monthly Fee Application for April 1 through April 30, 2010

1. Order Approving Appointment under §327(a) was entered on September 18, 2009 [Dkt. No. 330]. FTI will be billing on an hourly basis, using its standard hourly rates.
2. The Debtors retained FTI as their financial advisor.
3. This is FTI's ninth monthly fee application (Dkt. No. 1506). FTI is requesting \$160,642.40 in fees (80% of \$200,803.00 in total fees in accordance with the interim compensation order) and \$14,147.46 in expenses.

## Fee Application Preparation

- a. FTI allocated 26.2 hours to the fee application preparation with a \$14,289.50 resulting charge to Estate. Thus according to the FTI's allocation, 7% of total fees for the period are attributable to the fee application preparation. **It is worth pointing out that FTI's preparation of its third fee application managed to match the 7% of total fees in its previous applications—exactly.**
- b. Professionals Involved in *Fee Application* Preparation

Name	Position	Billing Rate	Hours
Kanafani, Travis	Sr Consultant	\$420	1.5
Peterson, Lance	Director	\$455	7.4
Brown, Walton	Managing Director	\$625	16.3
Heard, Rheba	Paraprofessional	\$105	1.0

Peterson has taken on an increasing role in the fee application preparation process, alleviating Brown's burden. However, a simple aggregation of billing and expense items is still an unsuitable task for a professional with a \$455 billing rate and a director title. Spending 1.5 hours on assembling fee and expense items, as Kanafani did, is understandable, but the other 5.9 hours<sup>1</sup> billed at Peterson's rate could have been performed by a paraprofessional with a \$105 billing rate (\$2,065.00 unnecessary expense to Estate).

Even though Brown billed the largest portion of the preparation hours, significant participation in the task of an individual with his rate is justified. The only entries raising work allocation issues are 3.1 hours on 4/26 and 3.6 and 1.3 hours billed on 4/29/10. **A professional with a much lower**

<sup>1</sup> 7.4 – 1.5 = 5.9

Nancy Rapoport 8/10/11 5:55 PM

**Comment [1]:** Walt, let's discuss this leverage issue.

rate and level of expertise could have performed the simple aggregation of monthly fee and expense amounts for the purposes of exhibit-creation<sup>2</sup> or assembled fee and expense information for the 2<sup>nd</sup> interim fee application.

Further, on 4/21/10, Brown block-billed 1.4 hours (\$825 charge) for continued review of support data and preparation of the draft of the application.

#### 4. Conflicts Check

No record of a conflict check.

#### 5. Tasks Performed During the Period

Task	Time Total	Fee Total
Fee Application	26.2	\$14,289.50
Plan of Reorganization/Disclosure Statement	21.2	\$10,129.50
2015 Reports	10.7	\$4,609.50
Monthly Operating Reports	44.7	\$22,751.00
Case Administration/Management	12.1	\$6,093.00
Claims Management	262.0	\$142,930.50

##### a. Plan of Reorganization/Disclosure Statement

##### Professionals Involved in Plan of Reorganization/Disclosure Statement<sup>3</sup>

Name	Position	Billing Rate	Hours
Kanafani, Travis	Sr Consultant	\$420	6.7
Peterson, Lance	Director	\$455	6.2
Brown, Walton	Managing Director	\$625	4.1

No issues.

##### b. 2015 Reports

##### Professionals Involved in 2015 Reports

Name	Position	Billing Rate	Hours
Kanafani, Travis	Sr Consultant	\$420	7.4
Peterson, Lance	Director	\$455	3.3

<sup>2</sup> The referred to exhibits are nothing more than simple tables with aggregated general data from monthly statements.

<sup>3</sup> This review has recovered only 17 out of 21.2 hours billed for the task. The breakdown below demonstrates the distribution of the recovered hours.



No issues.

c. Monthly Operating Reports

Professionals Involved in Monthly Operating Reports

Name	Position	Billing Rate	Hours
Kanafani, Travis	Sr Consultant	\$420	2.9
Peterson, Lance	Director	\$455	30.1
Brown, Walton	Managing Director	\$625	7.5
Ozawa, Michael	Sr Managing Director	\$750	4.2

On 4/19 and 4/21, Peterson billed 5.9 hours to prepare and update support binders.<sup>4</sup> Performance by Peterson of this seemingly basic work raises work allocation issues.

d. Case Management

On 4/2/10, Brown billed 1 hour for “review and response to various emails related to Station Casinos including discussion with Peterson.” This entry is not only vague but an example of block-billing. On 4/16/10, Brown made a vague 1 hour for “review and response to various emails related to Station Casinos engagement.”

e. Claims Management

Professionals Involved in *Claims Management*<sup>5</sup>

Name	Position	Billing Rate	Hours
Kanafani, Travis	Sr Consultant	\$420	46.0
Peterson, Lance	Director	\$455	62.7
Brown, Walton	Managing Director	\$625	141.3
Swint, William	Director	\$550	14.5

FTI’s work allocation is troubling. All but 46 hours of this 264.5-hour task have been billed by director-level employees, with the managing director billing over 50% of total hours for the task.

Specifically, between 4/26/10 and 4/28/10, Brown billed 20.7 hours (\$12,937.50) for “review, system input and scanning” of Station Casino’s professionals’ responses to various claims.<sup>6</sup> Work allocation issues arise within those block-billed entries. Arguably system input and definitely scanning should have been performed by professionals with a lower level of expertise.

Nancy Rapoport 8/10/11 5:56 PM

**Comment [2]:** Walt, let’s talk about leverage issues here, too.

<sup>4</sup> 1.8, 0.5, and 2.2 hours on 4/19 and 1.4 hours on 4/21.

<sup>5</sup> The review allocated 264.5 hours to the task, 2.5 hours more than the FTI allocation.

<sup>6</sup> 3.0 and 2.8 hours on 4/26; 3.2, 2.7, and 2.8 hours on 4/27, and 3.3 and 2.9 hours on 4/28.

## f. Issues Pertaining to All Tasks

Low daily billable hours while in Las Vegas

On 4/18/10, Brown expensed a dinner (\$15.10) and a hotel stay (\$89.60 daily rate) while billing 0 hours. Was it necessary to travel to Las Vegas on 4/18 rather than 4/19?

High daily billable hours

During several periods in April, Brown recorded extremely high billable hours. On 4/5, 4/7, 4/8, Brown billed combined 34.7 hours. Between 4/12 and 4/14, Brown billed 32.2 hours. Between 4/19 and 4/22, Brown billed 40.2 hours. Finally, Brown finished by billing 11.5 hours on 4/26 and 12.0 on 4/27. Such severe workloads may affect the quality of the work.

## 6. Expenses

Expense Category	Cost	Average Per Person Cost
Airfare/Train	\$6,571.36	\$285.71 – per one way flight
Hotel	\$2,806.60	\$90.54 – per one night stay
Transportation	\$2,178.98	N/A <sup>7</sup>
Meals	\$1,410.19	\$14.54 – per person per meal
Postage	\$165.50	\$11.82
PACER	\$158.16	N/A
Carry-forward expenses	\$806.40	N/A
Total	\$14,097.19 <sup>8</sup>	N/A

Airfare

On 4/1/10, Kanafani recorded a \$423.40 airfare expense for a roundtrip ticket between Las Vegas and Denver. Usually, Kanafani commutes between Las Vegas and Los Angeles. Historically and this month, Kanafani paid around \$347.40 for a roundtrip flight between Las Vegas and Los Angeles. ~~Should Estate incur additional expenses when Kanafani chooses to spend his free time outside of Los Angeles? Consider disallowing \$76 of the expense.~~

Further, on 4/8/10, Kanafani made another flight expense entry for the same \$423.40. However, this seems high for a roundtrip flight between Las Vegas and Los Angeles.

Historically, Brown's airfare has been \$799.40 for a roundtrip flight between Las Vegas and Dallas. This month, only one of Brown's flights cost that amount. His other flights expensed during the period ranged from \$677.42 to \$903.40, with 3 out of 5 flights exceeding the "normal" airfare.

<sup>7</sup> See FTI as FA to Debtor's April '10 Fee and Expense Tables.xlsx for average cost by subcategory.

<sup>8</sup> \$50.27 discrepancy with the FTI expense figure.

Nancy Rapoport 8/10/11 5:58 PM

**Comment [3]:** Walt, are there explanations for these higher-than-usual fares?

Hotel /Carryforward Expenses

This month's statement contained 3/8 – 3/11 (three night) hotel expenses omitted from the March statement incurred by Kanafani, Peterson, and Brown. With a \$806.40 total, the average daily rate calculates to \$89.60 per person.

Rental Car

Kanafani chose rental cars with better rates this month.

Meals

FTI professionals purchased 9 dinners this month exceeding \$25 per person.<sup>9</sup>

7. FTI made no record of write-downs.

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<sup>9</sup> \$41.79 on 4/5 – Peterson, \$39 on 4/5 – Kanafani, \$50 on 4/6 – Kanafani, \$38.43 on 4/7 – Kanafani, \$40.59 on 4/12 – Peterson, \$34.34 on 4/12 – Kanafani, \$40.59 on 4/19 – Peterson, \$36.32 on 4/19 – Kanafani, and \$40 on 4/20 – Brown,

## MEMORANDUM

To: Nancy Rapoport

From: Roman Borisov

Date: July 24, 2011

Re: FTI (as Financial Advisor to Debtors) Monthly Fee Application for May 1 through May 31, 2010

1. Order Approving Appointment under §327(a) was entered on September 18, 2009 [Dkt. No. 330]. FTI will be billing on an hourly basis, using its standard hourly rates.
2. The Debtors retained FTI as their financial advisor.
3. This is FTI's tenth monthly fee application (Dkt. No. 1809). FTI is requesting \$168,780.00 in fees (80% of \$210,975.00 in total fees in accordance with the interim compensation order) and \$11,487.67 in expenses.

## Fee Application Preparation

a. FTI allocated 26.9 hours to the fee application preparation with a \$15,856.50 resulting charge to Estate. Thus according to the FTI's allocation, 8% of total fees for the period are attributable to the fee application preparation.

b. Professionals Involved in *Fee Application* Preparation

Name	Position	Billing Rate	Hours
Kanafani, Travis	Sr Consultant	\$420	0.6
Peterson, Lance	Director	\$455	4.9
Brown, Walton	Managing Director	\$625	21.4

Brown billed most of the hours in preparation of April and Second Interim Fee Applications. Brown billed 80% of total hours spent on the task, which translated into 84% of the total task fees. No paraprofessional was involved in the preparation. Specific instances of work allocation issues include Brown billing 2.4 and 1.6 hours on 5/3/10 for Exhibit 4<sup>1</sup> creation and 1.4 hours billed for 2<sup>nd</sup> Interim Fee Application cover sheet modification. Arguably, both jobs could have been performed by a paraprofessional.

Further, Brown's 5/18/10 2.4 hours entry lumped "review of supporting information," "preparation of draft," and "forwarding" (\$1,500 charge).

4. FTI made no charge for conflicts check.

<sup>1</sup> As mentioned in preceding review memos, such exhibits are nothing more than simple monthly data aggregation.

Nancy Rapoport 8/10/11 6:09 PM

**Comment [1]:** Wait, let's talk about these issues.

## 5. Tasks Performed During the Period

Task	Time Total	Fee Total
Fee Application	26.9	\$15,856.50
Monthly Operating Reports	22.8	\$11,037.00
Plan of Reorganization/Disclosure Statement	55.5	\$27,914.00
Asset Purchase Agreement	2.1	\$1,278.50
Schedules and Statements Development	5.5	\$2,502.50
Case Administration/Management	9.1	\$4,235.00
Claims Management	262.0	\$142,930.50

## a. Monthly Operating Reports

Professionals Involved in *Monthly Operating Reports*

Name	Position	Billing Rate	Hours
Peterson, Lance	Director	\$455	18.9
Brown, Walton	Managing Director	\$625	3.9

On 5/18/10, Peterson block-billed 1.1 and 1.4 hours lumping “review and reconcile” work with “update support binders” work (\$1,137.50). Additionally, updating support binders seems more suitable for a paraprofessional rather than a director.

On 5/24/10, Peterson block-billed 1.9 hours for review of financial reports and monthly operating reports preparation (\$864.50 charge).

## b. Plan of Reorganization/Disclosure Statement

Professionals Involved in Plan of Reorganization/Disclosure Statement<sup>2</sup>

Name	Position	Billing Rate	Hours
Kanafani, Travis	Sr Consultant	\$420	17.7
Peterson, Lance	Director	\$455	13.0
Brown, Walton	Managing Director	\$625	18.5

On 5/10/10, Brown block-billed 2.1 and 1.6 hours for “review and preparation of support for Disclosure Statement” and “review of draft reports” intended for attorneys (\$2,312.50).

<sup>2</sup> This review has recovered only 49.2 out of 55.5 hours billed for the task. The breakdown below demonstrates the distribution of the recovered hours.

## c. Asset Purchase Agreement

## Professionals Involved in Asset Purchase Agreement

Name	Position	Billing Rate	Hours
Peterson, Lance	Director	\$455	0.2
Brown, Walton	Managing Director	\$625	1.9

No issues.

## d. Schedules and Statements Development

Peterson was the only FTI professional working on the task and billed 5.5 hours. No issues.

## e. Case Administration/Management

Even though it proved impossible to allocate with certainty billing entries to the task, no issues are present.

## f. Claims Management

Professionals Involved in *Claims Management*<sup>3</sup>

Name	Position	Billing Rate	Hours
Kanafani, Travis	Sr Consultant	\$420	106.0
Peterson, Lance	Director	\$455	94.1
Brown, Walton	Managing Director	\$625	87.9
Swint, William	Director	\$550	21.4

Misallocation of work is a major issue with Claims Management. Kanafani and Peterson billed 97 hours for inputting new claims data received from Station's management and *scanning* those responses in the database. While inputting data in the claims database may demand Kanafani's or Peterson's level of expertise, routine scanning of documents is best left for paraprofessionals. The professionals' block-billed entries for the task prevent separation of the data input and the scanning parts. Therefore, the table below represents cumulative weekly hours billed for the data input and scanning:

	5/5/10 – 5/7/10	5/12/10 – 5/14/10	5/17/10 – 5/21/10	5/24/10 – 5/25/10
Kanafani	14.3	13.7	23.0	10.9
Peterson	11.1	10.0	10.7	3.3

Cumulative charge for the entries is \$41,968.50.

<sup>3</sup> The review allocated 309.4 hours to the task - 13.0 hours more than the FTI allocation. The breakdown below follows the review allocation.

Nancy Rapoport 8/10/11 6:10 PM

Comment [2]: Walt, these, too.

## 6. Expenses

Expense Category	Cost	Average Per Person Cost
Airfare/Train	\$5,481.33	\$238.32 – per one way flight
Hotel	\$2,457.24	\$87.76 – per one night stay
Transportation	\$1,864.16	N/A <sup>4</sup>
Meals	\$1,602.37	\$14.06 – per person per meal
Postage	\$82.37	\$11.77
Total	\$11,487.47 <sup>5</sup>	N/A

Airfare

At \$1,219.20, Brown's airfare expense entered on 5/6/10 was considerably higher than the usual, around \$800, flight price.

Transportation

The work-week of 5/10/10 – 5/13/10, Brown used car service for his commute to and from the airport. At \$89, the fare to the airport considerably exceeded the \$50 fare from the airport. Why was there such a discrepancy? Also, \$89 car service expense might fall under "no luxury transportation" clause of the guidelines.

Meals

Kanafani and Peterson enjoyed 11 meals that exceeded \$25 per person mark. Estate paid as much as \$59.62 for Kanafani's dinners.

Low daily billable hours

On 5/12/10, while billing only 3 hours, Brown expensed \$89.60 in hotel stay and \$40.70 in meals.

On 5/18/10 – 5/19/10, while billing only 3.9 hours, Brown expensed \$199.36 in hotel stay and \$59.53 in meals.

## 7. FTI made no record of write-downs.

<sup>4</sup> See FTI as FA to Debtor's May '10 Fee and Expense Tables.xlsx for average cost by subcategory.

<sup>5</sup> \$0.20 discrepancy with the FTI expense figure.

## MEMORANDUM

To: Nancy Rapoport

From: Roman Borisov

Date: July 26, 2011

Re: FTI (as Financial Advisor to Debtors) Monthly Fee Application for June 1 through June 30, 2010

1. Order Approving Appointment under §327(a) was entered on September 18, 2009 [Dkt. No. 330]. FTI will be billing on an hourly basis, using its standard hourly rates.
2. The Debtors retained FTI as their financial advisor.
3. This is FTI's eleventh monthly fee application (Dkt. No. 1951). FTI is requesting \$268,913.60 in fees (80% of \$336,142.00 in total fees in accordance with the interim compensation order) and \$16,700.89 in expenses. FTI separated fees for the period according to clients. FTI billed Station Casinos, Inc. \$325,883.50 and GV Ranch Station Inc. \$10,258.50.

A. Station Casinos Fee Application Preparation

- a. FTI allocated 15.3 hours to the fee application preparation with a \$7,728.00 resulting charge to Estate. Thus according to the FTI's allocation, 2% of total fees billed to Station Casinos for the period are attributable to the fee application preparation.
- b. Professionals Involved in *Fee Application* Preparation

Name	Position	Billing Rate	Hours
Heard, Rheba	Paraprofessional	\$105	2.5
Kanafani, Travis	Sr Consultant	\$420	0.2
Peterson, Lance	Director	\$455	4.3
Brown, Walton	Managing Director	\$625	6.4
Ozawa, Michael	Sr Managing Director	\$750	1.9

On 6/10/10, Peterson block-billed 2.8 hours for review and updates to the fee application, preparation of the fee application, and sending it to Brown for review (\$1,274.00 charge).

B. GV Ranch Station Fee Application Preparation

- a. FTI allocated 7.0 hours to the fee application preparation with a \$3,508.50 resulting charge to Estate. Thus according to the FTI's allocation, 34% of total fees billed to GV Ranch Station for the period are attributable to the fee application preparation.

Nancy Rapoport 8/10/11 6:24 PM

Comment [1]: Walt, let's discuss.



b. Professionals Involved in *Fee Application* Preparation

Name	Position	Billing Rate	Hours
Heard, Rheba	Paraprofessional	\$105	1.0
Peterson, Lance	Director	\$455	2.7
Brown, Walton	Managing Director	\$625	2.4
Ozawa, Michael	Sr Managing Director	\$750	0.9

On 6/10/10, Peterson block-billed 1.3 hours for review and making updates to time entries and preparation of fee schedule (\$591.50 charge).

On 6/22/10, Brown block-billed 2.0 hours for data review and draft statement development (\$1,250.00 charge).

## 4. Conflicts check

FTI performed a conflicts check,<sup>1</sup> however, there is no specific entry illustrating who performed the conflicts check, how long it took, or how expensive it was.<sup>2</sup>

5. Tasks Performed During the Period for Station Casinos, Inc.<sup>3</sup>

Task	Time Total	Fee Total
Fee Application	15.3	\$7,728.00
Schedules and Statements Development	18.8	\$8,335.50
Monthly Operating Reports	19.9	\$10,152.00
Plan of Reorganization/Disclosure Statement	19.2	\$10,078.00
Asset Purchase Agreement	450.2	\$196,318.00
Preference Analysis	63.3	\$33,185.50
Case Administration/Management	7.0	\$3,514.50
Claims Management	99.1	\$56,572.00

Nancy Rapoport 8/10/11 6:24 PM

**Comment [2]:** Walt, let's discuss.

<sup>1</sup> See 6/22/10 Brown's 2.7 hours entry for *GV Ranch Station Inc., Professional Fees*

<sup>2</sup> Brown's entry delegates the conflicts check to Heard while she made no billing entry referencing the conflicts check.

<sup>3</sup> FTI allocation.

## a. Schedules and Statements Development

Professionals Involved in *Schedules and Statements Development*<sup>4</sup>

Name	Position	Billing Rate	Hours
Kanafani, Travis	Sr Consultant	\$420	7.7
Peterson, Lance	Director	\$455	13.5
Brown, Walton	Managing Director	\$625	0.3

No issues.

## b. Monthly Operating Reports

Professionals Involved in *Monthly Operating Reports*

Name	Position	Billing Rate	Hours
Johnson, Alexander	Consultant	\$350	5.0
Peterson, Lance	Director	\$455	9.4
Ozawa, Michael	Sr Managing Director	\$750	5.5

No issues.

## c. Plan of Reorganization/Disclosure Statement

Professionals Involved in *Plan of Reorganization/Disclosure Statement*<sup>5</sup>

Name	Position	Billing Rate	Hours
Peterson, Lance	Director	\$455	7.5
Brown, Walton	Managing Director	\$625	8.4

On 6/28/10, Peterson block-billed 2.3 hours for review, reconciliation, discussion with Station's professionals, and updating (\$1,046.50 charge).

## d. Asset Purchase Agreement

Professionals Involved in *Asset Purchase Agreement*<sup>6</sup>

Name	Position	Billing Rate	Hours
Johnson, Alexander	Consultant	\$350	101.4
Kanafani, Travis	Sr Consultant	\$420	147.2
Peterson, Lance	Director	\$455	159.3
Brown, Walton	Managing Director	\$625	33.6
Swint, William	Director	\$550	4.7
Ozawa, Michael	Sr Managing Director	\$750	3.5

<sup>4</sup> This review allocated 21.5 hours to the task, 2.7 hours higher than the FTI allocation

<sup>5</sup> Based on recovered 15.9 out of 19.2 hours allocated to the task by FTI.

<sup>6</sup> Based on recovered 449.7 out of 450.2 hours allocated to the task by FTI.

On 6/2/10, Brown block-billed 1.5 hours for preparation for, participation in, and follow-up activity with regards to a teleconference (\$937.50 charge).

e. Preference Analysis

Professionals Involved in *Preference Analysis*<sup>7</sup>

Name	Position	Billing Rate	Hours
Dorfman, Daniel	Consultant	\$255	0.8
Johnson, Alexander	Consultant	\$350	0.4
Kanafani, Travis	Sr Consultant	\$420	17.5
Peterson, Lance	Director	\$455	4.8
Brown, Walton	Managing Director	\$625	17.2
Swint, William	Director	\$550	20.9

No issues.

f. Case Administration/Management

Professionals Involved in *Case Administration/Management*<sup>8</sup>

Name	Position	Billing Rate	Hours
Johnson, Alexander	Consultant	\$350	1.1
Kanafani, Travis	Sr Consultant	\$420	1.4
Peterson, Lance	Director	\$455	2.8
Brown, Walton	Managing Director	\$625	3.3

On 6/4/10, Brown recorded a 0.3 hour vague entry for “review and response to email related to Station Casinos” (\$187.50 charge).

g. Claims Management

Professionals Involved in *Claims Management*<sup>9</sup>

Name	Position	Billing Rate	Hours
Kanafani, Travis	Sr Consultant	\$420	2.7
Peterson, Lance	Director	\$455	22.7
Brown, Walton	Managing Director	\$625	55.5
Swint, William	Director	\$550	15.3
Ozawa, Michael	Sr Managing Director	\$750	2.1

<sup>7</sup> Based on recovered 61.6 out of 63.3 hours allocated to the task by FTI.

<sup>8</sup> Based on 8.6 hours assigned to the task by this review. FTI allocated 7.0 hours to the task.

<sup>9</sup> Based on recovered 98.3 out of 99.1 hours allocated to the task by FTI.

Managing director billing 55.5 out of the recovered 98.3 hours for the task creates a presumption of improper work allocation. Besides that, Peterson's 1.1 hour entry on 6/1/10 is raises the issue of work misallocation (\$500.50 charge). A director-level professional's skills are not best applied at "scanning claim responses into database." Similarly, Swint's 6/9/10 2.3 hours loading missing claim images into Station's system should have been billed by a junior consultant (\$1,265.00 charge).

#### h. Issues Pertaining to All Tasks

##### High single day/short period billable hours

Although Peterson never billed in excess of 14 hours in a day, he recorded 34.4 hours between 6/1 and 6/3 and 46.4 hours between 6/14 and 6/17.

##### Block-billed amount

Total amount of block-billed entries adds up to \$5,099.50.

#### 6. Tasks Performed During the Period for GVR Inc.

Task	Time Total	Fee Total
Fee Application	7.0	\$3,508.50
Monthly Operating Reports	0.4	\$182.00
Case Administration/Management	0.6	\$273.00
Employment Application	13.3	\$6,295.00

##### a. Monthly Operating Reports

Director Peterson (\$455 billing rate) billed 0.4 hours (\$182 charge) to prepare May monthly operating report. No issues.

##### b. Case Administration/Management

Director Peterson (\$455 billing rate) billed 0.6 hours (\$273 charge) to review docket filings and provide them to Station management. No issues.

##### c. Employment Application

Name	Position	Billing Rate	Hours
Heard, Rheba	Paraprofessional	\$105	4.0
Brown, Walton	Managing Director	\$625	8.8
Ozawa, Michael	Sr Managing Director	\$750	0.5

No issues.

## 7. Expenses

Expense Category	Cost	Average Per Person Cost
Airfare/Train	\$6,370.46	\$227.52 – per one way flight
Hotel	\$3,960.40	\$90.01 – per one night stay
Transportation	\$3,126.74	N/A <sup>10</sup>
Meals	\$2,990.53	\$16.90 – per person per meal
Postage	\$252.56	\$12.03
Total	\$16,700.69 <sup>11</sup>	N/A

FTI's practice of expense carryover flourished during the period – more than \$730 of May expenses were presented in the June application. Kanafani's expenses accounted for most of the carryover.

Consider disallowing Kanafani's 5/31/10 expenses. Kanafani expensed \$29.66 dinner, \$25.00 lunch, incurred \$49 in prorated rental car expense and \$90.60 in prorated hotel charges, yet, recorded 0 billable hours on 5/31/10.<sup>12</sup>

Consider disallowing Kanafani's 6/27/10 expenses. Kanafani expensed \$9.74 lunch and \$18.85 dinner, yet, recorded 0 billable hours on 6/27 and only 4.9 hours on 6/28.<sup>13</sup>

Kanafani's 6/27/10 roundtrip airfare expense entry for \$523.40 greatly exceeds his normal fare of about \$347. Also, the entry is misleading – other expense entries suggest that Kanafani flew *from* and *to* Las Vegas on 6/24 and 6/27, rather than “to and from Las Vegas.” Was that a flight between Las Vegas and Kanafani's place of residence (LA) or some other destination?

Throughout the period, Kanafani's taxi fares cost around \$40, however, Kanafani's 6/6/10 cab ride resulted in \$110 expense.

The necessity of Johnson's presence in Las Vegas between 6/28 and 6/30 is questionable. While expensing about \$630 of transportation and food costs plus hotel room<sup>14</sup>, Johnson billed only 5.9 hours in the three working days.

Similarly, the necessity of Brown's presence in Las Vegas between on 6/8 – 6/9 and between 6/22 and 6/24 is questionable. Brown billed 3.6 hours between 6/8 and 6/9 and expensed \$50 in food costs and \$89.60 prorated single night room charge.<sup>15</sup>

<sup>10</sup> See FTI as FA to Debtor's (SC Inc) June '10 Fee and Expense Tables.xlsx for average cost by subcategory.

<sup>11</sup> \$0.20 discrepancy with the FTI expense figure.

<sup>12</sup> Transportation expenses are purposefully omitted above.

<sup>13</sup> Thus, there was no rush to get to Las Vegas on 6/27.

<sup>14</sup> Two night hotel stay averaged \$180 during the period. However, since Johnson remained in Las Vegas till 7/1, his 7/1 billable hours and expenses will be considered in the July '10 review memo.

During the period, FTI professionals allowed 29 meals over \$25 per person with a maximum single per person meal expense of \$49.50.

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<sup>15</sup> Brown billed normal amount of hours on 6/7 – the day of arrival to Las Vegas, therefore, transportation expenses and expenses attributable to 6/7 are not considered.

## MEMORANDUM

To: Nancy Rapoport

From: Roman Borisov

Date: August 1, 2011

Re: FTI (as Financial Advisor to Debtors) Monthly Fee Application for July 1 through July 31, 2010

1. Order Approving Appointment under §327(a) was entered on September 18, 2009 [Dkt. No. 330]. FTI will be billing on an hourly basis, using its standard hourly rates.
2. The Debtors retained FTI as their financial advisor.
3. This is FTI's twelfth monthly fee application (Dkt. No. 2127). FTI is requesting \$178,906.40 in fees (80% of \$223,633.00 in total fees in accordance with the interim compensation order) and \$16,192.88 in expenses. FTI separated fees for the period according to clients. FTI billed Station Casinos, Inc. \$222,129.50 and GV Ranch Station Inc. \$1,503.50.

## A. Station Casinos Fee Application Preparation

- a. FTI allocated 18.1 hours to the fee application preparation with an \$8,275.00 resulting charge to Estate. Thus, according to the FTI's allocation, 4% of total fees billed to Station Casinos for the period are attributable to the fee application preparation.
- b. Professionals Involved in *Fee Application Preparation*<sup>1</sup>

Name	Position	Billing Rate	Hours
Heard, Rheba	Paraprofessional	\$105	2.0
Peterson, Lance	Director	\$455	9.5
Brown, Walton	Managing Director	\$625	4.6
Ozawa, Michael	Sr Managing Director	\$750	1.1

No issues.

## B. GV Ranch Station Fee Application Preparation

- a. FTI allocated 3.5 hours to the fee application preparation, with a \$1,412.50 resulting charge to Estate. Thus, according to the FTI's allocation, 94% of total fees billed to GV Ranch Station for the period are attributable to the fee application preparation.

Nancy Rapoport 8/10/11 6:13 PM

Comment [1]: Walt, let's discuss.

<sup>1</sup> Based on recovered 17.2 out of 18.1 hours allocated to the task by FTI. The recovered 17.2 hours amount to \$8,232.50, and the FTI's 18.1 amount to \$8,275.00. It is likely that FTI made a minor mistake in charging for the task because the recovered hours can be attributed to the task with certainty and no FTI professional has a rate low enough to charge \$42.50 (\$8,275.00 - \$8,232.50) for 0.9 hours of work (18.1 - 17.2).

b. Professionals Involved in *Fee Application* Preparation

Name	Position	Billing Rate	Hours
Heard, Rheba	Paraprofessional	\$105	1.0
Peterson, Lance	Director	\$455	1.5
Brown, Walton	Managing Director	\$625	1.0

It is absurd for FTI to bill 10.5 hours<sup>2</sup> for preparation of the last two months' fee applications containing a total of 25 billable hours<sup>3</sup> in the last two months.

## 4. No record of a conflicts check

5. Tasks Performed During the Period for Station Casinos, Inc.<sup>4</sup>

Task	Time Total	Fee Total
Fee Application	18.1	\$8,275.00
Schedules and Statements Development	57.6	\$26,466.50
Monthly Operating Reports	29.4	\$11,658.50
Plan of Reorganization/Disclosure Statement	10.6	\$5,175.00
Asset Purchase Agreement	142.0	\$59,885.00
Preference Analysis	11.0	\$4,702.50
Case Administration/Management	15.0	\$7,308.50
Claims Management	177.5	\$98,658.50

## a. Schedules and Statements Development

Professionals Involved in *Schedules and Statements Development*<sup>5</sup>

Name	Position	Billing Rate	Hours
Kanafani, Travis	Sr Consultant	\$420	11.8
Peterson, Lance	Director	\$455	40.8
Brown, Walton	Managing Director	\$625	2.4
Swint, William	Director	\$550	3.9

No issues.

## b. Monthly Operating Reports

Professionals Involved in *Monthly Operating Reports*

<sup>2</sup> 7 hours for fee application preparation in June and 3.5 hours in July.

<sup>3</sup> 21.3 billable hours, including fee application preparation hours, in June and 3.7 in July.

<sup>4</sup> FTI allocation.

<sup>5</sup> This review allocated 59.1 hours to the task while FTI allocated 57.6 hours.



Name	Position	Billing Rate	Hours
Johnson, Alexander	Consultant	\$350	21.6
Peterson, Lance	Director	\$455	5.7
Ozawa, Michael	Sr Managing Director	\$750	2.1

Johnson block-billed 6.8 hours (\$2,380 charge) compiling updating support binder, review and reconciliation of financials in single entries.<sup>6</sup>

c. Plan of Reorganization/Disclosure Statement<sup>7</sup>

Professionals Involved in *Plan of Reorganization*

Name	Position	Billing Rate	Hours
Johnson, Alexander	Consultant	\$350	0.9
Peterson, Lance	Director	\$455	8.0
Ozawa, Michael	Sr Managing Director	\$750	3.6
Reiss, Freddie	Sr Managing Director	\$825	0.5

Peterson block-billed 2.6 hours (\$1,183.00 charge) for a discussion with a Station professional, a follow-up discussion with Station's management, review and analysis of professional fee filings.

d. Asset Purchase Agreement

Professionals Involved in Asset Purchase Agreement<sup>8</sup>

Name	Position	Billing Rate	Hours
Johnson, Alexander	Consultant	\$350	43.8
Kanafani, Travis	Sr Consultant	\$420	46.7
Peterson, Lance	Director	\$455	41.8
Swint, William	Director	\$550	9.4

On 7/12/10, Swint block-billed 1.8 hours for consolidation of contracts, loading them into the system, and preparing data for export into report format (\$990.00 charge). On 7/22/10, Swint block-billed 1.4 hours for processing changes to certain data, processing format changes, and production of final product for review (\$770.00 charge).

On 7/16/10, Johnson block-billed 1.9 hours for review of certain contracts, consolidation of lists of additional contracts, and application of consistent formatting (\$665.00 charge).

<sup>6</sup> 1.5 hours on 7/1; 2.2 hours on 7/6; 1.1 and 1.3 hours on 7/7; and 0.7 hour on 7/20.

<sup>7</sup> This review attributed 13 hours to the task while FTI allocated 10.6 hours to the task.

<sup>8</sup> This review allocated 141.7 hours to the task, and FTI allocated 142 hours.

## e. Preference Analysis

Professionals Involved in *Preference Analysis*

Name	Position	Billing Rate	Hours
Kanafani, Travis	Sr Consultant	\$420	10.1
Peterson, Lance	Director	\$455	0.6
Brown, Walton	Managing Director	\$625	0.3

No issues.

## f. Case Administration/Management

Professionals Involved in *Case Administration/Management*<sup>9</sup>

Name	Position	Billing Rate	Hours
Johnson, Alexander	Consultant	\$350	3.3
Kanafani, Travis	Sr Consultant	\$420	0.8
Peterson, Lance	Director	\$455	5.0
Brown, Walton	Managing Director	\$625	2.5
Freddie, Reiss	Sr Managing Director	\$825	0.5

On 7/6/10, Brown made 0.7 hour vague entry – “review and respond to emails and voicemails related to Station Casinos” (\$437.50 charge).

## g. Claims Management

Professionals Involved in *Claims Management*<sup>10</sup>

Name	Position	Billing Rate	Hours
Johnson, Alexander	Consultant	\$350	4.3
Kanafani, Travis	Sr Consultant	\$420	14.8
Peterson, Lance	Director	\$455	46.6
Brown, Walton	Managing Director	\$625	107.1
Swint, William	Director	\$550	3.6

Managing Director’s (Brown) billing 107.1 out of 176.4 hours for the task raises issue of improper leverage.

On 7/6/10, Johnson block-billed 1.8 hours compiling claims review, converting summaries into e-format, updating claims database, and correspondence in a single entry (\$700.00 charge).

<sup>9</sup> This review allocated 12.1 hours to the task, FTI allocation is 15 hours.

<sup>10</sup> This review allocated 176.4 hours to the task, FTI allocation is 177.5.

On 7/7/10, Peterson block-billed 1.8 and 2.9 hours for reviewing responses to claims, updating claims database, and uploading PDFs (\$2,138.50 charge). Additionally, if PDF uploads required significant amounts of time, the task should have been performed by lower billing rate professional.

h. Issues Pertaining to All Tasks

Block-billing

Total block-billed amount for the period is \$6,688.

6. Tasks Performed During the Period for GVR Inc.

Task	Time Total	Fee Total
Fee Application	3.5	\$1,412.50
Monthly Operating Reports	0.2	\$91.00

Peterson (Director - \$455) billed 0.2 hour to prepare Monthly Operating Reports. No issues.

7. Expenses

Expense Category	Cost	Average Per Person Cost
Airfare/Train	\$6,993.14	\$241.14 – per one way flight
Hotel	\$4,070.12	\$94.65 – per one night stay
Transportation	\$2,671.04	N/A <sup>11</sup>
Meals	\$2,094.21	\$15.75 – per person per meal
Postage	\$335.58	\$11.99
PACER	\$28.72	
Total	\$16,192.81 <sup>12</sup>	N/A

Transportation

It is unclear how Kanafani had incurred a parking expense dated 7/1/10 for \$24 when he had taken a taxi to the airport on 6/27/10.<sup>13</sup>

Meals

Kanafani enjoyed two breakfasts on 7/1/10: one for \$14.12 and the second for \$22.99.

FTI professionals enjoyed 14 meals with meal-per-person price in excess of \$25. Maximum per person meal price was \$48.00.

<sup>11</sup> See FTI as FA to Debtor's (SC Inc) July '10 Fee and Expense Tables.xlsx for average cost by subcategory.

<sup>12</sup> \$0.07 discrepancy with the FTI expense figure.

<sup>13</sup> Kanafani traveled to Las Vegas on 6/27 to return on 7/1.

Disallowing expenses due to low billable hours

Consider disallowing Johnson's 7/6/10 – 7/9/10 expenses. Johnson billed only 11.1 hours during the four working days while incurring \$966 in expenses. On 7/8/10, Johnson billed mere 1 hour. It is doubtful that Johnson's expenses were reasonable and necessary to perform such negligible amount of work.

Consider disallowing Johnson's 7/14 and 7/15 food and hotel expenses. Johnson billed only 8.3 hours during the two working days while expensing \$97 in meals and \$179.20 in hotel stay.

Consider disallowing Johnson's 7/20 food and hotel expenses. Johnson billed only 2 hours on that day while expensing \$11.50 breakfast and \$89.60 in hotel stay.

MEMORANDUM

To: Nancy Rapoport

From: Roman Borisov

Date: September 13, 2011

Re: FTI's (as Financial Advisor to Debtors) Third Interim Fee Application for August 1, 2010 through November 30, 2010

1. Order Approving Appointment under §327(a) was entered on September 18, 2009 [Dkt. No. 330]. FTI will be billing on an hourly basis, using its standard hourly rates.
2. The Debtors retained FTI as their financial advisor.
3. This is FTI's fourth interim fee application (Dkt. No. 2549). FTI produced \$1,183,688.50 in fees and incurred \$84,852.44 in expenses. FTI is requesting the unpaid balance of fees and expenses in the amount of \$300,805.71.

The amount of fees and expenses requested in this application matches that requested in the monthly fee applications from August through November 2010.

## MEMORANDUM

To: Nancy Rapoport

From: Roman Borisov

Date: August 9, 2011

Re: FTI's (as Financial Advisor to Debtors) Monthly Fee Application for August 1 through August 31, 2010

1. Order Approving Appointment under §327(a) was entered on September 18, 2009 [Dkt. No. 330]. FTI will be billing on an hourly basis, using its standard hourly rates.
2. The Debtors retained FTI as their financial advisor.
3. This is FTI's thirteenth monthly fee application (Dkt. No. 2221). FTI is requesting \$381,843.20 in fees (80% of \$477,304.00 in total fees in accordance with the interim compensation order) and \$31,579.26 in expenses. FTI separated fees for the period according to clients. FTI billed Station Casinos, Inc. \$477,090.00 and GV Ranch Station Inc. \$214.00.

A. Station Casinos Fee Application Preparation

- a. FTI allocated 23.0 hours to the fee application preparation with a \$13,181.00 resulting charge to Estate. Thus according to the FTI's allocation, 3% of total fees billed to Station Casinos for the period are attributable to the fee application preparation.
- b. Professionals Involved in *Fee Application* Preparation

Name	Position	Billing Rate	Hours
Heard, Rheba	Paraprofessional	\$105	1.0
Peterson, Lance	Director	\$545 <sup>1</sup>	10.3
Brown, Walton	Managing Director	\$625	10.5
Ozawa, Michael	Sr Managing Director	\$750	1.2

Director-level employees billed all but one hour spent on the fee application preparation. Most of the Peterson's billable hours represent reviewing and making changes to time and expense entries – a task a paraprofessional can perform.

B. GV Ranch Station Fee Application Preparation

- a. FTI allocated 1.2 hours to the fee application preparation with a \$214.00 resulting charge to Estate. Thus according to the FTI's allocation, 100% of total fees billed to GV Ranch Station for the period are attributable to the fee application preparation.

<sup>1</sup> Note Peterson's rate increase from \$455 to \$545.

Nancy Rapoport 9/18/11 12:36 PM

**Comment [1]:** Walt, this 3% is more along the lines that I consider reasonable. I'm NOT objecting to it—just wanted to give you a feel for what ratio passes through easily and what triggers more questions.

b. Professionals Involved in *Fee Application* Preparation

Name	Position	Billing Rate	Hours
Heard, Rheba	Paraprofessional	\$105	1.0
Peterson, Lance	Director	\$545	0.2

## 4. Conflicts check.

FTI produced no record of conflicts check.

## 5. Tasks Performed During the Period for Station Casinos Inc.

Task	Time Total	Fee Total
Fee Application	23.0	\$13,181.00
Schedules and Statements Development	615.7	\$270,318.50
Monthly Operating Reports	21.7	\$10,802.00
Plan of Reorganization/Disclosure Statement	2.7	\$1,900.00
Asset Purchase Agreement	61.9	\$23,673.50
Claims Management	246.0	\$138,454.00
Case Administration/Management	44.1	\$18,761.00

a. Schedules and Statements Development<sup>2</sup>Professionals Involved in *Schedules and Statements Development*

Name	Position	Billing Rate	Hours
Smith, Joshua	Consultant	\$270	45.8
Shah, Marisha	Consultant	\$305	52.8
Johnson, Alexander	Consultant	\$350	31.1
Lidji, Barrett	Sr Consultant	\$400	92.0
Kanafani, Travis	Sr Consultant	\$420	159.6
Chu, James	Sr Consultant	\$485	92.1
Peterson, Lance	Director	\$545	84.6
Swint, William	Director	\$550	14.7
Brown, Walton	Managing Director	\$625	39.8
Vallerie, James	Sr Managing Director	\$710	2.5
Ozawa, Michael	Sr Managing Director	\$750	13.3

Block-billing was the only issue with charging for the work on the task.

<sup>2</sup> This review allocated 628.3 hours to the task; FTI allocated 615.7 hours.

On 8/19/10, Peterson block-billed 2.7 hours for reviewing an exhibit capture template and preparing reconciliation of financial statements (\$1,471.50 charge).

On 8/24/10, Chu block-billed 2.3 hours for mapping a certain database and reviewing assets contained within the database and classifying those assets (\$1,115.50 charge).

On 8/26/10, Swint block-billed 2.1 hours for updating software and producing a draft using the software (\$1,155.00 charge).

b. Monthly Operating Reports

Professionals Involved in *Monthly Operating Reports*

Name	Position	Billing Rate	Hours
Johnson, Alexander	Consultant	\$350	10.7
Peterson, Lance	Director	\$545	4.6
Brown, Walton	Managing Director	\$625	2.0
Ozawa, Michael	Sr Managing Director	\$750	4.4

No issues.

c. Plan of Reorganization/Disclosure Statement

Professionals Involved in *Plan of Reorganization/Disclosure Statement*

Name	Position	Billing Rate	Hours
Brown, Walton	Managing Director	\$625	1.0
Ozawa, Michael	Sr Managing Director	\$750	1.7

.No issues.

d. Asset Purchase Agreement

Professionals Involved in *Asset Purchase Agreement*<sup>3</sup>

Name	Position	Billing Rate	Hours
Shah, Marisha	Consultant	\$305	5.3
Johnson, Alexander	Consultant	\$350	57.0
Peterson, Lance	Director	\$545	8.5

Block-billing is the only issue with the work performed on the task.

<sup>3</sup> This review allocated 70.8 hours to the task; FTI allocated 61.9 hours.



On 8/2/10, Johnson block-billed 1.5 and 2.1 hours for review of expired contracts and updating contract capture in one case and following up on new contracts in another case (\$1,260.00 combined charge).

On 8/11/10, Johnson block-billed 1.2 hours for review of certain contracts and a schedule update (\$420 charge).

e. Claims Management

Professionals Involved in *Claims Management*<sup>4</sup>

Name	Position	Billing Rate	Hours
Smith, Joshua	Consultant	\$270	13.2
Johnson, Alexander	Consultant	\$350	14.6
Kanafani, Travis	Sr Consultant	\$420	8.0
Peterson, Lance	Director	\$545	51.6
Swint, William	Director	\$550	40.7
Brown, Walton	Managing Director	\$625	95.1
Ozawa, Michael	Sr Managing Director	\$750	2.8

Director-level professionals billing the lion's share of hours attributed to the task raise a presumption of improper work allocation. Director-level professionals billed 190 out of 226 hours spent on the task.

Additionally, on 8/3/10, Peterson block-billed 2.9 hours for review of claims, preparing schedule identifying steps for processing claims, and sending instructions to FTI team (\$1,580.50 charge).

f. Case Administration/Management

Professionals Involved in *Case Administration/Management*<sup>5</sup>

Name	Position	Billing Rate	Hours
Shah, Marisha	Consultant	\$305	3.6
Johnson, Alexander	Consultant	\$350	2.1
Lidji, Barrett	Sr Consultant	\$400	6.5
Kanafani, Travis	Sr Consultant	\$420	1.3
Chu, James	Sr Consultant	\$485	1.8
Peterson, Lance	Director	\$545	1.3
Swint, William	Director	\$550	2.5
Brown, Walton	Managing Director	\$625	21.7

<sup>4</sup> This review allocated 226 hours to the task; FTI allocated 246 hours.

<sup>5</sup> This review allocated 40.8 hours to the task; FTI allocated 44.1 hours.

Block-billing is the only issue with the charges for the task. On 8/9/10, Johnson billed 1.5 hours for discussion in regards to work plan with FTI team members and working on getting security clearance for new FTI team members (\$525.00 charge).

g. Aggregate Block-billing

In aggregate, the fees for the block-billed hours amounted to \$7,527.50.

6. Expenses Associated with Work Performed for Station Casinos Inc.

Expense Category	Cost	Average Per Person Cost
Airfare/Train	\$13,031.84	\$271.50 – per one way flight
Hotel	\$8,465.52	\$98.44 – per one night stay
Transportation	\$4,656.87	N/A <sup>6</sup>
Meals	\$4,959.80	\$16.70 – per person per meal
Postage	\$0	N/A
PACER	\$100.72	
Total	\$31,214.75 <sup>7</sup>	N/A

Airfare

On 8/12/10, Johnson entered a flight expense “to and from Las Vegas” for \$631.59. As demonstrated by previous Johnson’s and Kanafani’s flight expenses, normal roundtrip airfare between LA and Las Vegas is around \$360.

Between 8/16 and 8/19, Kanafani travelled from Burbank to Las Vegas to Chicago with the resulting flight expense of \$470.40. Kanfani’s usual cost for flying to Las Vegas from his home in LA is \$367.40. Nothing suggests that Kanafani’s travel to Chicago related to Station’s bankruptcy. Therefore, consider reducing the expense to necessary and reasonable amount of \$367.40 (\$103 reduction). Similarly, Kanafani’s \$460.40 entry on 8/27 for travels to Las Vegas (presumably from Chicago) and to Burbank should be reduced by \$93 to \$367.40.

Hotel

Shah and Peterson recorded vastly different hotel expenses for the same period of 8/9 through 8/13. Shah recorded \$615.96 (\$153.99 per night), while Peterson recorded \$212.19 (\$53.05 per night). However, later in the month, Peterson expensed \$377.40 for a 2-night stay (\$188.70 per night), more than doubling the normal rate paid by FTI professionals of \$89.60 per night.

<sup>6</sup> See FTI as FA to Debtor’s (SC Inc) August ’10 Fee and Expense Tables.xlsx for average cost by subcategory.

<sup>7</sup> FTI totaled its expenses to \$31,574.70: \$359.95 discrepancy.

Transportation – rental cars

Kanafani made two rental car expense entries covering the same period - 8/9 through 8/13 - one for \$394.31 and the other for \$379.82. Also, FTI rented two vehicles between 8/16 and 8/19. It is quite possible that FTI required two rental vehicles at the same time to accommodate transportation needs of its 6 professionals working in Las Vegas during the relevant periods.

Meals

FTI professionals allowed themselves more than 50 meals with per person costs exceeding \$25 per meal.

Lidji had two dinners on 8/17: one with the company of 5 other FTI professionals (\$191.41) and one by himself (\$8.10).

Other/ Unreasonable or Unnecessary Expenses

Johnson entered a hotel charge for 8/9 through 8/13; however, according to Johnson's flight entry found in July app, he flew out on 8/12. Further, Johnson recorded only 3.5 hours on 8/9, 3.1 hours on 8/10, 1.2 hours on 8/11, 2.3 hours on 8/12, and 4.6 hours on 8/13. Thus, Johnson produced only 14.7 billable hours during the 5-day workweek. At the same time, Johnson billed Estate in excess of \$200 in meals, \$415 in airfare, \$45 in taxi services, and \$448 in hotel stay for a total of \$1,108.

Consider reducing reimbursement of Johnson's expenses incurred between 8/30 and 9/2. During the 4-day period, Johnson billed only 16 hours, yet incurred \$171 in food expenses, \$353 in airfares, \$32 in parking fees, and \$199 in hotel stay expenses for a total of \$755. On 9/2, Johnson billed 1.8 hours.

Consider disallowing Johnson's 9/13 – 9/17 flight expense for \$237.40. Johnson entered \$261.52 airfare expense for a roundtrip flight on 9/7 – 9/17; however, Johnson already had expensed 9/13 – 9/17 airfare in August (\$237.40). Furthermore, Johnson incurred car expenses for 9/7 – 9/17 rental period and airport parking expenses for the same period. Finally, Johnson checked in a hotel and expensed \$43.21 dinner on 9/12. Thus, it appears Johnson never used the flight for 9/13 – 9/17.

Consider disallowing/reducing reimbursement of Lidji's expenses incurred between 8/10 and 8/12. During the 3-day period, Lidji billed only 6.5 hours, yet incurred \$116 in food expenses, \$839 in airfare, \$254 in taxi expenses, and \$187 in hotel stay expenses for a total of \$1,396. On 8/11, Lidji billed 0 hours, and on 8/12, Lidji billed 1.5 hours.

Consider disallowing reimbursement of Lidji's 8/16 expenses. While billing 0 hours, Lidji expensed \$69 in meals, including \$34 dinner, and \$92 in prorated hotel stay.

Consider disallowing/reducing reimbursement of Shah's expenses incurred between 8/9 – 8/13. During the 5-day period, Shah billed only 5.9 hours, yet incurred \$139 in food expenses, \$370 in airfares, \$96 in taxi expenses, and \$615 in hotel stay expenses for a total of \$1,220. Between 8/10 and 8/12, Shah billed 0 hours.

Consider disallowing/reducing reimbursement of Shah's expenses incurred between 8/16 – 8/19. During the 4-day period, Shah billed only 11 hours, yet incurred \$102 in food, \$486 in airfare, \$158 in taxi, and \$267 in hotel expenses for a total of \$1,013. On 8/17 and 8/18, Shah billed 0 hours.

Consider disallowing/reducing reimbursement of Shah's expenses incurred between 8/31 – 9/2. During the 3-day period, Shah billed only 4.9 hours, yet incurred \$98 in food and \$226 in prorated hotel expenses for a total of \$324.<sup>8</sup>

Consider reducing reimbursement of Chu's expenses incurred between 8/9 and 8/13. During the 5-day period, Chu billed only 21.7 hours, yet incurred \$169 in food, \$184 in airfare, \$35 in taxi, and \$365 in hotel stay expenses for a total of \$753.

Consider disallowing reimbursement of Chu's expenses incurred on 8/14 and 8/15. During the 2-day period, Chu billed 0 hours, yet incurred \$104 in rental car and \$269 in hotel stay expenses.

~~Consider reducing reimbursement of Chu's expenses incurred between 8/31 and 9/2. During the 3-day period, Chu billed only 7.8 hours, yet incurred \$137 in food and \$136 in prorated hotel stay expenses.<sup>9</sup>~~

#### 7. Tasks Performed During the Period for GVR Station Inc.

Fee application preparation was the only task performed.

#### 8. Expenses Associated with Work Performed for GVR Station Inc.

PACER service charge of \$4.56 was the only expense.

<sup>8</sup> 9/1 – 9/2 expenses appear in FTI's September '10 fee app.

<sup>9</sup> 9/1 – 9/2 expenses appear in FTI's September '10 fee app.

## MEMORANDUM

To: Nancy Rapoport

From: Roman Borisov

Date: August 30, 2011

Re: FTI's (as Financial Advisor to Debtors) Monthly Fee Application for September 1 through September 30, 2010

1. Order Approving Appointment under §327(a) was entered on September 18, 2009 [Dkt. No. 330]. FTI will be billing on an hourly basis, using its standard hourly rates.
2. The Debtors retained FTI as their financial advisor.
3. This is FTI's fourteenth monthly fee application (Dkt. No. 2242). FTI is requesting \$312,470.40 in fees (80% of \$390,588.00 in total fees in accordance with the interim compensation order) and \$28,651.11 in expenses.

#### Fee Application Preparation

- a. FTI allocated 41.7 hours to the fee application preparation with a \$24,228.50 resulting charge to Estate. Thus according to the FTI's allocation, 6.2% of total fees billed to Station Casinos for the period are attributable to the fee application preparation.

Nancy Rapoport 9/17/11 3:42 PM

**Comment [1]:** Walt, why so many hours?

- b. Professionals Involved in *Fee Application* Preparation

Name	Position	Billing Rate	Hours
Heard, Rheba	Paraprofessional	\$105	2.0
Peterson, Lance	Director	\$545	11.8
Brown, Walton	Managing Director	\$625	26.7
Ozawa, Michael	Sr Managing Director	\$750	1.2

Work allocation continued to be an issue with the fee application preparation during the period. Director-level employees billed 39.7 out of 41.7 hours of preparation.

Preparation of 3<sup>rd</sup> interim fee application took 22.8 hours. Brown billed 13.5 hours creating exhibits which are nothing more than compilations of data presented in the relevant monthly fee applications. Creation of the exhibits requires minimum analytical process and are therefore best suited for an administrative professional, not a managing director billing the Estate \$8,437.50 for completion of such a basic task.

Nancy Rapoport 9/17/11 3:43 PM

**Comment [2]:** Walt, let's talk about the leverage issue here.

4. FTI produced no record of conflicts check.

Nancy Rapoport 9/17/11 3:43 PM

**Comment [3]:** Let's talk about this issue as well.

## 5. Tasks Performed During the Period

Task	Time Total	Fee Total
Fee Application	41.7	\$24,228.50
Schedules and Statements Development	668.8	\$324,105.50
Monthly Operating Reports	17.3	\$7,010.50
Asset Purchase Agreement	30.6	\$10,944.00
Claims Management	51.1	\$23,224.00
Case Administration/Management	1.9	\$1,075.50

## a. Schedules and Statements Development

Professionals Involved in *Schedules and Statements Development*<sup>1</sup>

Name	Position	Billing Rate	Hours
Shah, Manisha	Consultant	\$305	39.0
Smith, Joshua	Consultant	\$270	11.1
Johnson, Alexander	Consultant	\$350	58.5
Lidji, Barrett	Sr Consultant	\$400	52.0
Kanafani, Travis	Sr Consultant	\$420	146.2
Chu, James	Sr Consultant	\$485	88.3
Peterson, Lance	Director	\$545	107.2
Swint, William	Director	\$550	39.7
Brown, Walton	Managing Director	\$625	88.5
Vallerie, James	Sr Managing Director	\$710	8.1
Ozawa, Michael	Sr Managing Director	\$750	23.8

Chu block-billed on 9/7 and 9/14, 2.1 hours on each occasion (\$2,037.00 charge).

Swint block-billed on 9/11 and 9/15, 2.3 hours on each occasion (\$2,530.00 charge).

Nancy Rapoport 9/17/11 3:44 PM

**Comment [4]:** Walt, I'm going to propose a 3% reduction here, which comes out to \$61.11.

Nancy Rapoport 9/17/11 3:45 PM

**Comment [5]:** Walt, I'm proposing a 3% reduction here as well. That comes to \$75.90.

## b. Monthly Operating Reports

Professionals Involved in *Monthly Operating Reports*

Name	Position	Billing Rate	Hours
Johnson, Alexander	Consultant	\$350	12.4

<sup>1</sup> This review allocated 662.4 hours to the task; FTI allocated 668.8 hours.

Peterson, Lance	Director	\$545	4.9
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No issues.

c. Asset Purchase Agreement

Professionals Involved in *Asset Purchase Agreement*<sup>2</sup>

Name	Position	Billing Rate	Hours
Johnson, Alexander	Consultant	\$350	30.2
Kanafani, Travis	Sr Consultant	\$420	1.0

On 9/10/10, Johnson block-billed 2 hours to update APA contract list; format APA contract list, and remove expired contracts (\$700 charge). Johnson's entry on 9/17/10 billing 1.4 hours solely for "removing expired contracts" supports this allegation of block-billing.

d. Claims Management

Professionals Involved in *Claims Management*<sup>3</sup>

Name	Position	Billing Rate	Hours
Smith, Joshua	Consultant	\$270	23.6
Chu, James	Sr Consultant	\$485	1.1
Peterson, Lance	Director	\$545	4.9
Swint, William	Director	\$550	3.7
Brown, Walton	Managing Director	\$625	14.5
Vallerie, James	Sr Managing Director	\$710	1
Ozawa, Michael	Sr Managing Director	\$750	6.5

The only issue is Ozawa's block-billing of 6.5 hours on 9/20 (\$4,875.00 charge). Ozawa's entry – "review of intercompany claims and Schedule G for additional filing entities" – is an example of an entry that can either be a part of the Claims Management task or the Schedule and Statements Development task.

e. Case Administration/Management

Professionals Involved in *Case Administration/Management*

Name	Position	Billing Rate	Hours
Peterson, Lance	Director	\$545	1.4
Brown, Walton	Managing Director	\$625	0.5

<sup>2</sup> This review allocated 31.2 hours to the task; FTI allocated 30.6 hours.

<sup>3</sup> This review allocated 55.3 hours to the task; FTI allocated 51.1 hours. A good portion of the billing entries attributed to the task by this review are best guesses because FTI failed to provide clarity in its billing entries.

No issues.

f. Total block-billed amount for the period is \$10,142.00.

#### 6. Expenses

Expense Category	Cost	Average Per Person Cost
Airfare/Train	\$9,287.36	\$189.54 – per one way flight
Hotel	\$9,866.67	\$104.96 – per one night stay
Transportation	\$4,258.41	N/A <sup>4</sup>
Meals	\$4,841.71	\$17.11 – per person per meal
Postage	\$165.50	N/A
PACER	\$0	
Total	\$28,419.65 <sup>5</sup>	N/A

#### Airfare

Johnson entered \$261.52 airfare expense for a roundtrip flight on 9/7 – 9/17; however, Johnson already had expensed 9/13 – 9/17 airfare in August (\$237.40). Furthermore, Johnson incurred car expenses for 9/7 – 9/17 rental period and airport parking expenses for the same period. Finally, Johnson checked in a hotel and expensed \$43.21 dinner on 9/12. Thus, it appears Johnson never used the flight for 9/13 – 9/17. Consider disallowing \$237.40 expense that appears in August statement. Additionally, since Johnson billed 0 hours between 9/11 and 9/12, consider disallowing \$16.82 in parking expenses,<sup>6</sup> \$97.24<sup>7</sup> in prorated 1 night stay hotel expense, and \$43.21 dinner expense on 9/12.<sup>8</sup>

Lidji recorded an unusually high airfare on 9/3 for \$1,009.40 roundtrip flight. Ordinarily, Lidji's and Brown's flights between Las Vegas and Dallas cost around \$800.<sup>9</sup>

Chu has made duplicate flight expense entries for travel from Las Vegas to LA on 9/3 for \$128.54. Most likely, Chu meant to expense his flight to Las Vegas on 9/6 when he made a second duplicate entry for a flight out of Las Vegas on 9/3.

<sup>4</sup> See FTI as FA to Debtors Sep '10 Fee and Expense Tables.xlsx for average cost by subcategory.

<sup>5</sup> FTI totaled its expenses to \$28,651.11: \$231.46 discrepancy.

<sup>6</sup> \$92.50/11 days \* 2 days

<sup>7</sup> \$486.18/5

<sup>8</sup> Johnson billed only 4.8 hours on 9/13 and none of the work done that day appears time-sensitive. Thus, 9/12 hotel stay and 9/12 dinner were not necessary expenses. Johnson could have arrived in Las Vegas on 9/13 as the rest of the FTI team did. This review does not suggest reduction of the relevant car rental expenses because it is likely that Johnson obtained a low rental rate due to the extended rental period. Thus, the discounted rate obtained most likely offset the unnecessary rental expense incurred.

<sup>9</sup> During this period, Brown was able to obtain roundtrip flights for as low as \$391.



Transportation

At the end of the period, Kanafani, once again, used expensive rental cars. Throughout the month, other FTI professionals managed to rent cars with daily rates in the 30s and 40s, but Kanafani rented a car with \$85 per day rental rate between 9/27 and 9/30 (\$341.69 expense).

Meals

On 9/8, Brown enjoyed 2 lunches: \$12.55 solo lunch and \$28.65 lunch with Kanafani and Chu. Consider disallowing either \$12.55 or Brown's \$9.55 share of the group lunch.

Chu's 9/24 group lunch entry lists Peterson as one of the diners (\$104.29). However, hotel, flight, and taxi expense entries demonstrate that Peterson left Las Vegas on 9/23. Consider disallowing ¼ of the \$104.29 lunch expense - \$26.07.

FTI professionals enjoyed 45 meals with per person cost in excess of \$25.

Expenses that should be disallowed/reduced due to low billable hours

Consider disallowing Brown's expenses incurred on 9/1 – 9/2. Brown stayed in Las Vegas between 8/30 and 9/2. While Brown billed considerable number of hours on 8/30 and 8/31, he billed 0.6 hours on 9/1 and 0 hours on 9/2. Between 9/1 and 9/2, Brown incurred \$84 in meal, \$25 in prorated airport parking<sup>10</sup>, and \$66 in prorated 1 night hotel stay<sup>11</sup> expenses for a total of \$175.

Consider disallowing Brown's expenses incurred on 9/26 – 9/27. Brown stayed in Las Vegas between 9/26 and 9/30. Between 9/26 and 9/27, Brown billed 0 hours, while expensing \$36 in meals, \$37 in prorated airport parking<sup>12</sup>, and \$266 in prorated 2 nights hotel stay<sup>13</sup> for a total of \$339.

Consider disallowing 50% of \$265.22 Chu's hotel accommodations expense for 8/27 – 8/29. Chu billed 0 hours on 8/28 – 8/29. Thus, Chu's second night stay was not a necessary expense (\$132.61 reduction).

Consider reducing reimbursement of Chu's expenses incurred between 9/7 and 9/10. Chu billed only 18.3 hours during the 4 days in Las Vegas. During the period, Chu expensed \$153 in meals, \$52 in taxi rides, \$312 in hotel stay, and \$257 in airfares for a total of \$774.

Consider reducing reimbursement of Chu's expenses incurred between 9/13 and 9/17. Chu billed only 24 hours during the 5 days in Las Vegas. During the period, Chu expensed \$239 in meals, \$52 in taxi rides, \$424 in hotel stay, and \$257 in airfares for a total of \$972.

<sup>10</sup> \$50.32 total parking expense for 4 days

<sup>11</sup> \$198.91 total hotel stay expense for the 3 nights.

<sup>12</sup> \$138.38 total airport parking expense for 10 days.

<sup>13</sup> \$532.59 total hotel stay expense for 4 nights.

Consider disallowing/reducing reimbursement of Chu's expenses incurred between 9/20 and 9/24. Chu billed only 7.7 hours during his 5 days in Las Vegas. During the period, Chu expensed \$207 in meals, \$52 in taxi rides, \$498 in hotel stay, and \$257 in airfares for a total of \$1,014.

Consider disallowing Johnson's 9/8 meal and hotel expenses. Johnson billed 0 hours that day, yet expensed \$78 in meals and \$134 in prorated hotel stay.<sup>14</sup>

Consider reducing reimbursement of Johnson's expenses incurred between 9/20 and 9/24. Johnson billed only 25.1 hours during his 5 days in Las Vegas. During the period, Johnson expensed \$230 in meals, \$39 in airport parking, \$410 in hotel stay, and \$262 in airfares for a total of \$941.

Consider reducing reimbursement of Lidji's meal expenses incurred on 9/3. Three meals are not necessary and reasonable expense for a professional billing only 2 hours on a given day (\$31 meal expense).

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<sup>14</sup> \$403.34 total hotel stay expense for 9/7 – 9/10.

## MEMORANDUM

To: Nancy Rapoport

From: Roman Borisov

Date: September 4, 2011

Re: FTI's (as Financial Advisor to Debtors) Monthly Fee Application for October 1 through October 31, 2010

1. Order Approving Appointment under §327(a) was entered on September 18, 2009 [Dkt. No. 330]. FTI will be billing on an hourly basis, using its standard hourly rates.
2. The Debtors retained FTI as their financial advisor.
3. This is FTI's fifteenth monthly fee application (Dkt. No. 2358). FTI is requesting \$195,011.20 in fees (80% of \$243,764.00 in total fees in accordance with the interim compensation order) and \$18,180.06 in expenses.

#### Fee Application Preparation

- a. FTI allocated 25.3 hours to the fee application preparation with a \$13,444.00 resulting charge to Estate. Thus according to the FTI's allocation, 5.5% of total fees billed to Station Casinos for the period are attributable to the fee application preparation.
- b. Professionals Involved in *Fee Application* Preparation

Name	Position	Billing Rate	Hours
Heard, Rheba	Paraprofessional	\$105	2.0
Chu, James	Sr Consultant	\$485	4.3
Peterson, Lance	Director	\$545	11.0
Brown, Walton	Managing Director	\$625	7.1
Ozawa, Michael	Sr Managing Director	\$750	1.1

Despite director-level employees billing 19.2 out of 25.3 hours billed for the task, work allocation improved during the period. Managing directors pushed down more work to professionals with lower billing rates. However, the role of paraprofessionals in preparation of the application was still far from desired level of participation.

On 10/12, Peterson block-billed 1.4 hours (\$763 charge).

4. FTI made no record of conflicts check.

Nancy Rapoport 9/18/11 12:27 PM

Comment [1]: A bit high.

## 5. Tasks Performed During the Period

Task	Time Total	Fee Total
Fee Application	25.3	\$13,444.00
Schedules and Statements Development	383.9	\$199,269.00
Monthly Operating Reports	27.0	\$12,711.00
Asset Purchase Agreement	14.4	\$5,820.00
Claims Management	20.0	\$11,832.50
Case Administration/Management	1.1	\$687.50

## a. Schedules and Statements Development

Professionals Involved in *Schedules and Statements Development*<sup>1</sup>

Name	Position	Billing Rate	Hours
Smith, Joshua	Consultant	\$270	28.8
Johnson, Alexander	Consultant	\$350	23.6
Kanafani, Travis	Sr Consultant	\$420	28.2
Chu, James	Sr Consultant	\$485	80.7
Peterson, Lance	Director	\$545	66.7
Swint, William	Director	\$550	33.9
Brown, Walton	Managing Director	\$625	107.4
Ozawa, Michael	Sr Managing Director	\$750	10.2

Work allocation among FTI professionals remained an issue: director-level employees billed 218 out of 380 hours.

Smith block-billed 7.1 hours: 2.2 hours on 10/2, 2.2 hours on 10/8, and 2.7 hours on 10/15 (\$1,917 subject to block-billing).

Swint block-billed 7.1 hours: 2.7 hours on 10/7, 2.6 hours on 10/15, and 1.8 on 10/19 (\$3,905 subject to block-billing).

## b. Monthly Operating Reports

Professionals Involved in *Monthly Operating Reports*

Name	Position	Billing Rate	Hours
Johnson, Alexander	Consultant	\$350	14.5
Peterson, Lance	Director	\$545	8.3
Brown, Walton	Managing Director	\$625	0.3
Ozawa, Michael	Sr Managing Director	\$750	3.9

No issues

<sup>1</sup> This review discovered only 379.5 out of 383.5 hours FTI claims to have spent on the task.

## c. Asset Purchase Agreement

Professionals Involved in *Asset Purchase Agreement*

Name	Position	Billing Rate	Hours
Johnson, Alexander	Consultant	\$350	10.4
Peterson, Lance	Director	\$545	4.0

No issues.

## d. Claims Management

Professionals Involved in *Claims Management*

Name	Position	Billing Rate	Hours
Swint, William	Director	\$550	8.9
Brown, Walton	Managing Director	\$625	11.1

No issues.

## e. Case Administration/Management

Brown billed 1.1 hours for the task. Brown's 10/7 entry "review and response to various emails related to Station Casinos" is vague (0.8 hour - \$500).

f. The fees for all block-billed hours amount to \$6,585.00.

## 6. Expenses

Expense Category	Cost	Average Per Person Cost
Airfare/Train	\$6,538.10	\$172.06 – per one way flight
Hotel	\$6,129.33	\$97.29 – per one night stay
Transportation	\$2,644.06	N/A <sup>2</sup>
Meals	\$2,527.45	\$16.96 – per person per meal
Postage	\$269.06	N/A
PACER	\$71.72	
Total	\$18,179.72 <sup>3</sup>	N/A

<sup>2</sup> See FTI as FA to Debtors Oct '10 Fee and Expense Tables.xlsx for average cost by subcategory.

<sup>3</sup> \$0.34 discrepancy with the FTI expense figure.

Transportation

Chu's 10/1/10 taxi expense entry for an allegedly incurred cab ride between Burbank and Studio City on 9/30/10 should be disallowed. Chu was in Las Vegas between 9/27 and 10/1 according to other expense entries.

Consider disallowing/reducing second rental car expense for 10/11 – 10/15 (\$192.36). The use of two rental cars for a 3 person team is not necessary and reasonable and rather excessive.<sup>4</sup>

Meals

On 10/19, Smith enjoyed two breakfasts: one for \$6.08 and the second for \$8.10. Consider disallowing one of the expenses.

On 10/26, Smith enjoyed two dinners – one solo dinner for \$12.65 and a group dinner with Kanafani and Chu for \$149 (Smith's share \$49.66). Consider disallowing one of the expenses.

FTI professionals enjoyed 25 meals with per person cost in excess of \$25.

Expenses that should be reduced/disallowed due to 0 or low billable hours

Consider disallowing Johnson's 10/1 expenses. After billing only 3.8 hours on 9/30, it was not necessary and reasonable for Johnson to stay in Las Vegas another day to bill a mere hour on 10/1. Johnson's expenses attributable to 10/1 include \$96.35 in prorated 1 night hotel stay, \$27 in meals, and \$6.57 in additional airport parking (\$129.92).

Consider disallowing/reducing Johnson's expenses between 10/4 and 10/7. During the 4-day stay, Johnson billed only 10.2 hours, billing a mere 1.6 and 0.4 hours on 10/5 and 10/6, respectively. Johnson's time in Vegas cost Estate \$147 in meals, \$26 in parking, \$262 in airfare, and \$264 in hotel expenses (\$699).

Consider disallowing/reducing Johnson's expenses on 10/11 – 10/13. Johnson billed only 4.1 hours during the three days, billing 0 hours on 10/11 and 0.5 hour on 10/13. Estate paid for \$97 in meal and \$308 in prorated hotel expenses (\$405).

Consider disallowing Johnson's expenses on 10/18 – 10/22. Johnson billed only 6.6 hours during his 5-day trip, billing 0 hours on 10/18, 10/20, and 10/21. Estate paid for \$210 in meals, \$58 in airport parking, \$183 in rental car, \$404 in hotel accommodations, and \$225 in airfare expenses (\$1,080).

Consider disallowing/reducing Brown's expenses on 10/6 and 10/7. During the two days, Brown billed 0.8 hours, billing 0 hours on 10/6.<sup>5</sup> Brown incurred a \$32 meal, \$23 prorated parking, and \$132 prorated hotel stay expenses (\$187).

<sup>4</sup> Even though Brown was also in Las Vegas between 10/12 and 10/14, he relied on taxi services for his transportation needs.

Consider reducing Brown's 10/26 expenses. Brown billed a mere 1.2 hours that day. Estate paid for \$24 in meals and \$82 in prorated hotel expense (\$106).

Consider disallowing/reducing Chu's expenses resulting from 10/7 – 10/8 Las Vegas visit. During the stay, Chu billed 2.9 hours on 10/7 and 3.8 hours on 10/8.<sup>6</sup> Estate paid for \$24 in meals, \$85.76 in hotel accommodations, \$215 in airfare, \$43 in cab rides, and \$75 in rental car expenses (\$443).

Consider disallowing/reducing Chu's expenses on 10/11 and 10/12. Chu billed 1 hour on 10/11 and 2.3 hours on 10/12. Estate paid for \$45 in meal and \$208 in prorated hotel expenses (\$253).

Consider disallowing/reducing Chu's 10/26 – 10/29 expenses. Chu billed only 6 hours during his four out of five days in Las Vegas, billing 0 hours on 10/28 and 10/29. Estate paid for \$114 in meal, \$170 in rental car, and \$248 in prorated hotel expenses (\$532).

Consider disallowing Smith's 10/19 – 10/22 expenses. Smith billed a mere 2.8 hours during his four days in Las Vegas. Estate paid for \$189 in meal, \$74 in taxi, \$695 in airfare, and \$269 in hotel expenses (\$1,227).

Consider disallowing Smith's 10/25 – 10/28 expenses. Smith billed 0 hours during his 5 days in Las Vegas. Estate paid for \$107 in meals and \$634 in airfare expenses (\$741).<sup>7</sup>

Consider reducing reimbursement of Kanafani's 10/26 – 10/29 expenses. Kanafani billed only 10.5 hours during the 4 days in Las Vegas. Estate paid for \$160 in meals, \$96 in taxi, \$218 in airfare, and \$304 in hotel expenses.

Consider reducing reimbursement of Peterson's 10/26 – 10/29 expenses. Peterson billed only 10.8 hours during the 4 days in Las Vegas, billing a mere 0.3 hour on 10/28. Estate paid for \$92 in meals, \$31 in taxi, \$338 in hotel, and \$236 in airfare expenses.

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<sup>5</sup> During the two days, Brown billed 0.8 hour to review and response to email related to the engagement.

<sup>6</sup> None of the hours billed were for a meeting.

<sup>7</sup> Smith's \$153 hotel and \$17 taxi expense entries appear in November fee application and should in turn be disallowed.

## MEMORANDUM

To: Nancy Rapoport

From: Roman Borisov

Date: September 11, 2011

Re: FTI's (as Financial Advisor to Debtors) Monthly Fee Application for November 1 through November 30, 2010

1. Order Approving Appointment under §327(a) was entered on September 18, 2009 [Dkt. No. 330]. FTI will be billing on an hourly basis, using its standard hourly rates.
2. The Debtors retained FTI as their financial advisor.
3. This is FTI's sixteenth monthly fee application (Dkt. No. 2404). FTI is requesting \$57,626.00 in fees (80% of \$72,032.50 in total fees in accordance with the interim compensation order) and \$6,442.01 in expenses.<sup>1</sup>

## Fee Application Preparation

- a. FTI allocated 20.3 hours to the fee application preparation with an \$11,367.50 resulting charge to Estate. Thus according to the FTI's allocation, 16% of total fees billed to Station Casinos for the period are attributable to the fee application preparation.
- b. Professionals Involved in *Fee Application* Preparation

Name	Position	Billing Rate	Hours
Peterson, Lance	Director	\$545	16.5
Brown, Walton	Managing Director	\$625	3.8

Work allocation remained a problem with the application preparation. Director-level employees billed every single minute of the task, which requires simple aggregation of fees and expenses.

However, the fact that the professionals billed 16% of their total monthly fees preparing the application is misleading because most of the hours billed for task were in preparation of \$243,000 in fees for the October application. Thus, FTI professionals billed about 5% of total monthly fees preparing the application ( $\$11,367.50 / \$243,000 = 5\%$ ).

<sup>1</sup> Despite billing thousands of dollars for the production of its fee applications and countless hours of alleged review, FTI prepared another seriously flawed application. Even though 5 FTI professionals billed during the period, the application contains only Peterson's billable hours. Miraculously, Peterson's fees alone add up to the correct amount of \$72,032.50 billed by all 5 professionals. Fortunately, FTI's 4<sup>th</sup> interim fee application provides accurate billing statement for the period.

Nancy Rapoport 9/18/11 12:42 PM

Comment [1]: Walt, what happened?

Nancy Rapoport 9/18/11 12:42 PM

Comment [2]: Walt, did Roman provide the right explanation for the 16% ratio, or was there some other reason the fee app ratio was so high?



On 11/8, Peterson block-billed 1.8 hours for finalizing time and expense schedules, preparing the fee application, and submitting the work to Brown for review (\$981).

4. FTI produced no record of conflicts check.

5. Tasks Performed During the Period

Task	Time Total	Fee Total
Fee Application	20.3	\$11,367.50
Schedules and Statements Development	79.2	\$41,045.00
Monthly Operating Reports	15.9	\$7,507.50
Asset Purchase Agreement	28.0	\$11,262.50
Case Administration/Management	1.5	\$849.50

a. Schedules and Statements Development

Professionals Involved in *Schedules and Statements Development*<sup>2</sup>

Name	Position	Billing Rate	Hours
Johnson, Alexander	Consultant	\$350	14.7
Kanafani, Travis	Sr Consultant	\$420	4.8
Chu, James	Sr Consultant	\$485	8.3
Peterson, Lance	Director	\$545	24.2
Brown, Walton	Managing Director	\$625	26.0

No issues.

b. Monthly Operating Reports

Professionals Involved in *Monthly Operating Reports*

Name	Position	Billing Rate	Hours
Johnson, Alexander	Consultant	\$350	4.4
Kanafani, Travis	Sr Consultant	\$420	2.4
Peterson, Lance	Director	\$545	9.1

On 11/29, Peterson block-billed 2.2 hours for updating specific accounts, updating the final document, and submitting the document for review (\$1,199).

<sup>2</sup> This review allocated 78 hours to the task; FTI's allocation 79.2 hours.

## c. Asset Purchase Agreement

Professionals Involved in *Asset Purchase Agreement*

Name	Position	Billing Rate	Hours
Johnson, Alexander	Consultant	\$350	20.5
Peterson, Lance	Director	\$545	7.5

No issues.

## d. Case Administration/Management

Professionals Involved in *Case Administration/Management*

Name	Position	Billing Rate	Hours
Peterson, Lance	Director	\$545	1.1
Brown, Walton	Managing Director	\$625	0.4

No issues.

## e. Total block-billed fees amount to \$2,180.00.

## 6. Expenses

Expense Category	Cost	Average Per Person Cost
Airfare/Train	\$1,771.92	\$65.63 – per one way flight
Hotel	\$1,650.99	\$35.89 – per one night stay
Transportation	\$889.61	N/A <sup>3</sup>
Meals	\$1,963.07	\$17.22 – per person per meal
Postage	\$166.24	N/A
PACER	\$0	
Total	\$6,441.83 <sup>4</sup>	N/A

Average flight, hotel night, taxi ride, rental car rates, and parking rates were considerably lower than in any preceding period – 70% lower. For instance, it is unclear how, in prior periods, taxi cab rides from Las Vegas airport to Red Rock Hotel & Casino cost \$60 and in this period only \$18.

Transportation

Consider disallowing Johnson's \$19.20 taxi expense on 11/5 from office to Las Vegas airport. Johnson rented a car between 11/1 and 11/5, presumably from the airport location.

<sup>3</sup> See FTI as FA to Debtors Nov '10 Fee and Expense Tables.xlsx for average cost by subcategory.

<sup>4</sup> \$0.18 discrepancy with the FTI expense figure.

Meals

During the period, FTI professionals enjoyed 14 meals with per person cost exceeding \$25.

Expenses that should be disallowed/reduced due to insufficient billable hours<sup>5</sup>

Consider reducing Brown's 11/3 – 11/4 expense reimbursement. During the overnight visit, Brown billed only 3.6 hours, none of which were billed for meeting time. Brown incurred \$40 in food, \$41 in transportation, \$508 in airfare, and \$27 in hotel expenses for a total of \$616.

Consider reducing/disallowing Brown's 11/9 – 11/10 expense reimbursement. During the two days, Brown billed a mere 0.8 hour. Brown incurred \$47 in food, \$48 in prorated one night stay hotel, and \$11 in prorated two day airport parking expenses for a total of \$106.

Consider disallowing Chu's 11/1 – 11/5 expense reimbursement. ***During the 5-day trip, Chu billed 2.4 hours.*** Chu incurred \$189 in food, \$103 in transportation, \$106 in airfare, and \$143 in hotel expenses for a total of \$541.

Consider reducing/disallowing Chu's 11/8 – 11/10 expense reimbursement. During the 3-day trip, Chu billed 5.9 hours. Chu incurred \$132 in food, \$10 in transportation, \$106 in airfare, and \$82 in hotel expenses for a total of \$330.

Consider reducing/disallowing Johnson's 11/2 – 11/5 expense reimbursement. During the 4 days in Las Vegas, Johnson billed 5.6 hours. Johnson incurred \$174 in food, \$97 in prorated transportation, and \$80 in prorated hotel expenses for a total of \$351.

Consider reducing/disallowing Johnson's 11/8 – 11/12 expense reimbursement. During the 5-day trip, Johnson billed mere 6.9 hours. Johnson incurred \$170 in food, \$133 in transportation, \$177 in hotel, and \$109 in airfare expenses for a total of \$589.

Consider reducing Johnson's 11/16 – 11/18 expense reimbursement. During the 3-day period, Johnson billed only 5.9 hours. Johnson incurred \$79 in food, \$54 in prorated hotel, and \$60 in prorated transportation expenses for a total of \$193.

Consider reducing/disallowing Johnson's 11/28 – 11/30 expense reimbursement. During the 3-day period, Johnson billed only 4.2 hours. Johnson incurred \$48 in relevant expenses (food) appearing in this statement.

Consider disallowing/reducing Kanafani's 11/1 – 11/5 expense reimbursement. During the 5 day period, Kanafani billed only 6.9 hours. Kanafani incurred \$225 in food, \$24 in transportation, \$107 in airfare, and \$110 in hotel expenses for a total of \$466.

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<sup>5</sup> During the period, some of the FTI professionals, mainly Chu and Kanafani appear to have gone overboard regarding their expense reimbursements.

Consider disallowing Kanafani's 11/8 – 11/12 expense reimbursement. ***During the 5-day trip, Kanafani billed a mere 0.3 hour.*** Kanafani incurred \$211 in food, \$25 in transportation, \$110 in airfare, and \$161 in hotel expenses for a total of \$507.

Consider disallowing Kanafani's 11/15 – 11/18 expense reimbursement. ***During the 4-day trip, Kanafani billed 0 hours.*** Kanafani incurred \$189 in food, \$28 in transportation, \$105 in airfare, and \$82 in hotel expenses for a total of \$404.

Consider disallowing Peterson's 11/2 expense reimbursement. On 11/2, Peterson billed just 0.3 hour.<sup>6</sup> Peterson incurred \$27 in food and \$27 in prorated hotel expenses for a total of \$54.

Consider disallowing/reducing Peterson's 11/9 – 11/12 expense reimbursement. During the 4 days, Peterson billed 4.6 hours. Peterson incurred \$88 in food and \$146 in prorated hotel expenses for a total of \$234.

Consider reducing/disallowing Peterson's 11/14 – 11/18 expense reimbursement. During the 5-day trip, Peterson billed 10.1 hours. Peterson incurred \$143 in food, \$26 in transportation, \$108 in hotel, and \$114 in airfare expenses for a total of \$391.

Consider disallowing Smith's 10/25 – 10/28 expense reimbursement. During the 4-day period, Smith billed 0 hours. Smith incurred \$153 in hotel and \$17 in transportation expenses for a total of \$170.

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<sup>6</sup> Peterson's overall workload during the 4 day trip was light as well with less than 14 aggregate billable hours.

MEMORANDUM

To: Nancy Rapoport

From: Roman Borisov

Date: October 6, 2011

Re: FTI's (as Financial Advisor to Debtors) Fifth Interim Fee Application for December 1, 2010 through March 31, 2011

1. Order Approving Appointment under §327(a) was entered on September 18, 2009 [Dkt. No. 330]. FTI will be billing on an hourly basis, using its standard hourly rates.
2. The Debtors retained FTI as their financial advisor.
3. This is FTI's fifth interim fee application (Dkt. No. 3309). FTI produced \$392,824.50 in fees and incurred \$28,817.60 in expenses. FTI is requesting the unpaid balance of fees and expenses in the amount of \$270,666.98.

The amount of fees and expenses requested in this application matches that requested in the monthly fee applications from December 2010 through March 2011.

## MEMORANDUM

To: Nancy Rapoport

From: Roman Borisov

Date: September 14, 2011

Re: FTI's (as Financial Advisor to Debtors) Monthly Fee Application for December 1 through December 30, 2010

1. Order Approving Appointment under §327(a) was entered on September 18, 2009 [Dkt. No. 330]. FTI will be billing on an hourly basis, using its standard hourly rates.
2. The Debtors retained FTI as their financial advisor.
3. This is FTI's seventeenth monthly fee application (Dkt. No. 2534). FTI is requesting \$29,748.40 in fees (80% of \$37,185.50 in total fees in accordance with the interim compensation order) and \$3,109.56 in expenses.<sup>1</sup>

#### Fee Application Preparation

- a. FTI allocated 7.4 hours to the fee application preparation with a \$4,085.00 resulting charge to Estate. Thus according to the FTI's allocation, 11% of total fees billed to Station Casinos for the period are attributable to the fee application preparation.

- b. Professionals Involved in *Fee Application* Preparation

Name	Position	Billing Rate	Hours
Heard, Rheba	Paraprofessional	\$105	0.5
Peterson, Lance	Director	\$545	3.5
Brown, Walton	Managing Director	\$625	3.4

Work allocation issues remained: director-level professionals billed all but 0.5 hours for the largely routine and manual tasks.

Peterson block-billed 0.8 hour on 12/10 (\$436).

4. FTI produced no record of a conflicts check.

<sup>1</sup> Despite billing thousands of dollars for the production of its fee applications and countless hours of alleged review, FTI prepared another seriously flawed application. Even though 5 FTI professionals billed during the period, the application contains only Peterson's billable hours. Miraculously, Peterson's fees alone add up to the correct amount of \$72,032.50 billed by all 5 professionals. Fortunately, FTI's 4<sup>th</sup> interim fee application provides accurate billing statement for the period.

Nancy Rapoport 10/9/11 12:14 PM

**Comment [1]:** A little high.

Nancy Rapoport 10/9/11 12:14 PM

**Comment [2]:** Let's talk about work allocation decisions.

## 5. Tasks Performed During the Period

Task	Time Total	Fee Total
Fee Application	7.4	\$4,085.00
Schedules and Statements Development	34.0	\$20,111.00
Monthly Operating Reports	10.7	\$5,441.50
Asset Purchase Agreement	17.6	\$6,862.00
Case Administration/Management	1.2	\$686.00

## a. Schedules and Statements Development

Professionals Involved in *Schedules and Statements Development*<sup>2</sup>

Name	Position	Billing Rate	Hours
Johnson, Alexander	Consultant	\$350	1.3
Kanafani, Travis	Sr Consultant	\$420	0.3
Peterson, Lance	Director	\$545	9.0
Brown, Walton	Managing Director	\$625	23.4

Work allocation issues. Director-level employees billed 95% of all hours billed for the task.

## b. Monthly Operating Reports

Professionals Involved in *Monthly Operating Reports*

Name	Position	Billing Rate	Hours
Johnson, Alexander	Consultant	\$350	2.0
Peterson, Lance	Director	\$545	8.7

Work allocation issues. Director-level employee billed more than 80% of the hours billed for the task.

## c. Asset Purchase Agreement

Professionals Involved in *Asset Purchase Agreement*

Name	Position	Billing Rate	Hours
Johnson, Alexander	Consultant	\$350	14.0
Peterson, Lance	Director	\$545	3.6

Peterson block-billed 1.4 hours on 12/27 (\$763).

<sup>2</sup> This review allocated 78 hours to the task; FTI's allocation 79.2 hours.

## d. Case Administration/Management

Professionals Involved in *Case Administration/Management*

Name	Position	Billing Rate	Hours
Peterson, Lance	Director	\$545	0.8
Brown, Walton	Managing Director	\$625	0.4

No issues.

e. Fees for the block-billed hours amount to \$1,199.00.

## 6. Expenses

Expense Category	Cost	Average Per Person Cost
Airfare/Train	\$1,006.85	\$52.99 – per one way flight
Hotel	\$825.82	\$25.02 – per one night stay
Transportation	\$566.75	N/A <sup>3</sup>
Meals	\$626.83	\$5.31 – per person per meal
Postage	\$83.52	N/A
PACER	\$0	
Total	\$3,109.77 <sup>4</sup>	N/A

This is the second consecutive month in which FTI presents expense items at much lower cost than in prior periods. For instance, FTI recorded a \$0.51 breakfast, FTI's average nightly room rate was down from around \$100 to \$25, Brown's roundtrip airfares have gone down from \$800 to \$252. It appears FTI supplies discounted expense item data; however, the discount formula used has not been presented for the review.

Meals

FTI professionals had 3 meals with per person cost in excess of \$25.

Expenses that should be disallowed due to zero/low billable hours

Consider disallowing Brown's 11/29 – 11/30 expense reimbursement. During the two days, Brown billed 0 hours. Brown incurred \$17 in food, \$9.50 in prorated transportation, and \$33.60 in prorated hotel expenses for a total of \$60.10.

<sup>3</sup> See FTI as FA to Debtors Dec '10 Fee and Expense Tables.xlsx for average cost by subcategory.

<sup>4</sup> \$0.21 discrepancy with the FTI expense figure.

Nancy Rapoport 10/9/11 12:16 PM

**Comment [3]:** 3% reduction would be \$35.97.

Nancy Rapoport 10/9/11 12:17 PM

**Comment [4]:** I sure appreciate your keeping the expenses down – thanks.

Nancy Rapoport 10/9/11 12:17 PM

**Comment [5]:** Walt, were any of these meals dinner?



Consider reducing/disallowing Brown's 12/6 – 12/8 expense reimbursement. During the 3-day trip, Brown billed 3.7 hours. Brown incurred \$44 in food, \$17 in transportation, \$45 in hotel, and \$253 in airfare expenses for a total of \$359.

Consider reducing/disallowing Johnson's 11/29 – 12/2 expense reimbursement. During the 5-day trip, Johnson billed 5.8 hours. Johnson incurred \$23 in food, \$36 in transportation, \$99 in airfare, and \$90 in hotel expenses for a total of \$248.

Consider reducing/disallowing Johnson's 12/6 – 12/9 expense reimbursement. During the 4-day trip, Johnson billed 3.8 hours. Johnson incurred \$76 in food, \$92 in transportation, \$91 in airfare, and \$67 in hotel expenses for a total of \$326.

Consider reducing/disallowing Johnson's 12/13 – 12/16 expense reimbursement. During the 4-day trip, Johnson billed 4.6 hours. Johnson incurred \$72 in food, \$86 in hotel, \$80 in transportation, and \$90 in airfare expenses for a total of \$328.

Consider disallowing Kanafani's expense reimbursement for the entire period. ***During the month of December, Kanafani billed 0.3 hour.*** Kanafani incurred \$889 in expenses in the course of his 4 trips to Las Vegas. In addition to December expenses, Kanafani's end of November \$53 airfare and \$42 transportation expenses should be disallowed because Kanafani billed 0 hours between 11/28 and 11/30.

Consider disallowing/reducing Peterson's 12/6 – 12/9 expense reimbursement. During the 4-day trip, Peterson billed 2.9 hours. Peterson incurred \$53 in food, \$28 in transportation, \$95 in airfare, and \$68 in hotel expenses for a total of \$244.

Consider disallowing/reducing Peterson's 12/13 – 12/16 expense reimbursement. During the 4-day trip, Peterson billed 4.8 hours. Peterson incurred \$61 in food, \$28 in transportation, \$95 in airfare, and \$87 in hotel expenses for a total of \$271.

Nancy Rapoport 10/9/11 12:18 PM

**Comment [6]:** Walt, any reason NOT to disallow these?

## MEMORANDUM

To: Nancy Rapoport

From: Roman Borisov

Date: September 23, 2011

Re: FTI's (as Financial Advisor to Debtors) Monthly Fee Application for January 1 through January 31, 2011

1. Order Approving Appointment under §327(a) was entered on September 18, 2009 [Dkt. No. 330]. FTI will be billing on an hourly basis, using its standard hourly rates.
2. The Debtors retained FTI as their financial advisor.
3. This is FTI's eighteenth monthly fee application (Dkt. No. 2612). FTI is requesting \$48,246.40 in fees (80% of \$60,308.00 in total fees in accordance with the interim compensation order) and \$3,984.86 in expenses.

#### Fee Application Preparation

- a. FTI allocated 22.0 hours to the fee application preparation with a \$12,814.00 resulting charge to Estate. Thus according to the FTI's allocation, 21% of total fees billed to Station Casinos for the period are attributable to the fee application preparation.

- b. Professionals Involved in *Fee Application* Preparation

Name	Position	Billing Rate	Hours
Heard, Rheba	Paraprofessional	\$105	1.0
Peterson, Lance	Director	\$545	5.2
Brown, Walton	Managing Director	\$625	15.8

Nancy Rapoport 10/9/11 12:22 PM

**Comment [1]:** Walt, this is too high. Let's discuss.

Work allocation continued to be an issue with Fee Application preparation. Director-level employees billed 21 out of 22 hours attributed to the tasks.

Even though portion of fees billed for Fee Application preparation compared to the total fees billed for the period at 21% appears high and on its face amounts to the revenue generating job for FTI, it is worth noting that 13.7 out of the 22 hours were billed for Interim Fee Application preparation. Brown's billing 7.7 hours for exhibits preparation constitutes work misallocation. Basic and routine task of preparing the first draft of an interim fee application exhibits is best-suited for a lower-billing employee, not someone with Brown's level of expertise or billing rate.

On 1/05, Peterson block-billed 2.2 hours (\$1,199.00).

4. FTI produced no record of a conflicts check.

## 5. Tasks Performed During the Period

Task	Time Total	Fee Total
Fee Application	22.0	\$12,814.00
Schedules and Statements Development	60.4	\$30,029.50
Monthly Operating Reports	11.8	\$6,447.00
Asset Purchase Agreement	23.7	\$10,830.00
Case Administration/Management	0.3	\$187.50

## a. Schedules and Statements Development

Professionals Involved in *Schedules and Statements Development*

Name	Position	Billing Rate	Hours
Johnson, Alexander	Consultant	\$350	15.3
Peterson, Lance	Director	\$545	29.1
Swint, William	Director	\$550	15.8
Brown, Walton	Managing Director	\$625	0.2

Peterson block-billed 2.1 hours on 1/7, 1.7 hours on 1/11, and 1.3 hours on 1/12 (\$2,779.50).

## b. Monthly Operating Reports

Professionals Involved in *Monthly Operating Reports*

Name	Position	Billing Rate	Hours
Peterson, Lance	Director	\$545	11.6
Brown, Walton	Managing Director	\$625	0.2

Peterson block-billed 1.3 hours on 1/31 (\$708.50).

## c. Asset Purchase Agreement

Professionals Involved in *Asset Purchase Agreement*

Name	Position	Billing Rate	Hours
Johnson, Alexander	Consultant	\$350	10.7
Peterson, Lance	Director	\$545	13.0

No issues.

## d. Claim Administration/Management

Managing Director Brown billed 0.3 hour for the task. No issues.

e. Aggregate block-billed hours amounted to \$4,687.00.

## 6. Expenses

Expense Category	Cost	Average Per Person Cost
Airfare/Train	\$1,741.75	\$124.41 – per one way flight
Hotel	\$920.07	\$70.77 – per one night stay
Transportation	\$772.43	N/A <sup>1</sup>
Meals	\$456.83	\$9.14 – per person per meal
Postage	\$84.67	N/A
PACER	\$12	
Total	\$3,987.75 <sup>2</sup>	N/A

Peterson's expenses remained at depressed/discounted level. As in December 2010, Peterson continued to expense \$1.72 meals, \$11 cab rides,<sup>3</sup> and room rates half of those expensed by Johnson.<sup>4</sup>

### Expenses that should be reduced/disallowed due to insufficient billable hours

Consider reducing/disallowing Johnson's 1/04 – 1/07 expense reimbursement. During the 4-day period, Johnson billed 4.8 hours. Johnson incurred \$163 in food, \$277 in transportation, \$307 in airfare, and \$226 in hotel expenses for a total of \$973.

Consider reducing/disallowing Peterson's 1/05 food and hotel expense reimbursement. Peterson billed only 2.5 hours that day, yet expensed 3 meals and 1 night hotel stay (\$61).

Consider disallowing Brown's 1/26 – 1/27 expense reimbursement. During the 2-day trip, Brown billed 0.9 hour. Brown incurred \$16 in food, \$46 in transportation, \$416 in airfare, and \$78 in hotel expenses for a total of \$556.50.

Consider disallowing/reducing Peterson's 1/26 – 1/27 food and hotel expense reimbursement. During the 2 days, Peterson billed 2 hours, yet expensed 5 meals (\$41) and 1 night hotel stay (\$87).

Nancy Rapoport 10/9/11 12:24 PM

**Comment [2]:** Recommend reduction of \$140.61.

Nancy Rapoport 10/9/11 12:24 PM

**Comment [3]:** Walt, any reason NOT to disallow these?

<sup>1</sup> See FTI as FA to Debtors Jan '11 Fee and Expense Tables.xlsx for average cost by subcategory.

<sup>2</sup> \$2.89 discrepancy with the FTI expense figure.

<sup>3</sup> In all the periods preceding December '10, Peterson billed around \$25 for cab rides to and from Phoenix airport.

<sup>4</sup> Between 01/04 and 01/07, Johnson paid \$226 for hotel stay and Peterson paid \$125.

## MEMORANDUM

To: Nancy Rapoport

From: Roman Borisov

Date: September 25, 2011

Re: FTI's (as Financial Advisor to Debtors) Monthly Fee Application for February 1 through February 28, 2011

1. Order Approving Appointment under §327(a) was entered on September 18, 2009 [Dkt. No. 330]. FTI will be billing on an hourly basis, using its standard hourly rates.
2. The Debtors retained FTI as their financial advisor.
3. This is FTI's nineteenth monthly fee application (Dkt. No. 2736). FTI is requesting \$62,294.40 in fees (80% of \$77,868.00 in total fees in accordance with the interim compensation order) and \$3,591.50 in expenses.

#### Fee Application Preparation

- a. FTI allocated 15.8 hours to the fee application preparation with a \$9,075.00 resulting charge to Estate. Thus according to the FTI's allocation, 12% of total fees billed to Station Casinos for the period are attributable to the fee application preparation.
- b. Professionals Involved in *Fee Application* Preparation

Name	Position	Billing Rate	Hours
Heard, Rheba	Paraprofessional	\$105	1.0
Peterson, Lance	Director	\$545	3.5
Brown, Walton	Managing Director	\$625	11.3

Nancy Rapoport 10/9/11 12:19 PM

Comment [1]: Walt, why so high?

Work allocation remained an issue with the Fee Application preparation. Director-level professionals billed 14.8 out of 15.8 hours billed for the tasks.

Out of 15.8 hours billed for the task 6.4 hours were spent on activities related to the 4<sup>th</sup> Interim Fee Application preparation (\$4,000.00 in fees). However, even after discounting the hours billed for the preparation of the interim application, FTI billed 6.5% of its total fees for the Fee Application preparation.<sup>1</sup>

On 1/07, Peterson block-billed 1.2 and 1.8 hours (\$1,635.00).

Brown block-billed 1.4 hours on 1/16 and 2.5 hours on 1/22 (\$2,437.50).

<sup>1</sup> 8.4% would be a more accurate measure because FTI billed \$5,075 for the preparation of January '11 fee application, which requested \$60,308 in fees.

4. FTI produced no record of a conflicts check.

5. Tasks Performed During the Period

Task	Time Total	Fee Total
Fee Application	15.8	\$9,075.00
Schedules and Statements Development	113.3	\$64,085.00
Monthly Operating Reports	1.4	\$763.00
Asset Purchase Agreement	9.6	\$3,945.00

a. Schedules and Statements Development and Asset Purchase Agreement  
Professionals Involved in *Schedules and Statements Development and Asset Purchase Agreement*<sup>2</sup>

Name	Position	Billing Rate	Hours
Johnson, Alexander	Consultant	\$350	13.2
Kanafani, Travis	Sr Consultant	\$420	12.1
Peterson, Lance	Director	\$545	33.4
Brown, Walton	Managing Director	\$625	64.2

Director-level professionals billing 97.6 out of 122.9 hours for the tasks raise the question of work misallocation. Most billing entries show Brown and Peterson performing in consultant roles rather than directing or managing.

b. Monthly Operating Reports

Director Peterson billed 1.4 hours for the task. No issues.

c. Block-billed hours resulted in a \$4,072.50 charge to Estate.

6. Expenses

Expense Category	Cost	Average Per Person Cost
Airfare/Train	\$2,309.12	\$153.94 – per one way flight
Hotel	\$539.08	\$41.47 – per one night stay
Transportation	\$370.78	N/A <sup>3</sup>
Meals	\$267.25	\$5.04 – per person per meal
Postage	\$90.27	N/A
PACER	\$0	
Total	\$3,576.50 <sup>4</sup>	N/A

<sup>2</sup> FTI professionals' billing entries provided no way to distinguish between the tasks.

<sup>3</sup> See FTI as FA to Debtors Feb '11 Fee and Expense Tables.xlsx for average cost by subcategory.

<sup>4</sup> \$15.00 discrepancy with the FTI expense figure.

Nancy Rapoport 10/9/11 12:20 PM

**Comment [2]:** Propose 3% reduction, which is \$122.18.

Peterson and Kanafani continued to apply an unknown discount formula to most of their expenses, namely food and transportation.

Expenses that should be disallowed due to insufficient billable hours

Consider disallowing/reducing Peterson's 1/31 – 2/1 expense reimbursement. During the overnight trip, Peterson billed 2.5 hours. Peterson incurred \$22 food, \$45 transportation, \$181 airfare, and \$34 hotel expenses for a total of \$282.

Consider disallowing/reducing Peterson's 2/8 – 2/10 expense reimbursement. During the 3-day trip, Peterson billed 6.9 hours. Peterson incurred \$29 food, \$49 transportation, \$114 airfare, and \$109 hotel expenses for a total of \$301.

Consider reducing/disallowing Peterson's 2/22 – 2/24 expense reimbursement. During the 3-day trip, Peterson billed 9.5 hours. Peterson incurred \$37 food, \$79 transportation, \$119 airfare, and \$68 hotel expenses for a total of \$303.

Consider disallowing reducing Peterson's 2/28 – 3/3 expense reimbursement. During the 4-day trip, Peterson billed 3.8 hours. Out of \$435 in total trip expenses, \$125 are in February fee expense statement.<sup>5</sup>

Consider disallowing Kanafani's 2/6 – 2/10 expense reimbursement. **During the 5-day trip, Kanafani billed 0 hours**, yet incurred \$185 in expenses.

Nancy Rapoport 10/9/11 12:21 PM

**Comment [3]:** Walt, any reason NOT to disallow these?

<sup>5</sup> For a detailed expense breakdown by category consult March '11 Review memo.

## MEMORANDUM

To: Nancy Rapoport

From: Roman Borisov

Date: September 29, 2011

Re: FTI's (as Financial Advisor to Debtors) Monthly Fee Application for March 1 through March 31, 2011

1. Order Approving Appointment under §327(a) was entered on September 18, 2009 [Dkt. No. 330]. FTI will be billing on an hourly basis, using its standard hourly rates.
2. The Debtors retained FTI as their financial advisor.
3. This is FTI's twentieth monthly fee application (Dkt. No. 2945). FTI is requesting \$173,970.40 in fees (80% of \$217,463.00 in total fees in accordance with the interim compensation order) and \$18,131.68 in expenses.

#### Fee Application Preparation

- a. FTI allocated 11.5 hours to the fee application preparation with a \$4,561.50 resulting charge to Estate. Thus according to the FTI's allocation, 2.1% of total fees billed to Station Casinos for the period are attributable to the fee application preparation.<sup>1</sup>
- b. Professionals Involved in *Fee Application* Preparation

Name	Position	Billing Rate	Hours
Heard, Rheba	Paraprofessional	\$105	4.5
Peterson, Lance	Director	\$545	4.2
Brown, Walton	Managing Director	\$625	2.4
Ozawa, Michael	Sr Managing Director	\$750	0.4

Peterson block-billed 0.9 hour on 3/14 (\$490.50).

4. FTI produced no record of a conflicts check.

<sup>1</sup> Since in March FTI professionals billed exclusively for the preparation of \$77,868.00 February fee application, considering 5.9% of the total hours billed as attributable to the fee application preparation is a more meaningful number ( $\$4,561.5/\$77,868 = 5.9\%$ ).



## 5. Tasks Performed During the Period

Task	Time Total	Fee Total
Fee Application	11.5	\$4,561.50
Schedules and Statements Development	235.1	\$112,700.00
Monthly Operating Reports	1.3	\$708.50
Plan of Reorganization/Disclosure Statement	31.7	\$19,532.50
Asset Purchase Agreement	11.2	\$3,978.50
Claims/Unsecured Creditor List	184.1	\$73,664.50
Case Administration/Management	3.9	\$2,317.50

## a. Schedules and Statements Development

Professionals Involved in *Schedules and Statements Development*<sup>2</sup>

Name	Position	Billing Rate	Hours
Smith, Joshua	Consultant	\$270	13.9
Dorfman, Daniel	Consultant	\$315	8.8
Johnson, Alexander	Consultant	\$350	10.5
Kanafani, Travis	Sr Consultant	\$420	70.1
Peterson, Lance	Director	\$545	68.0
Swint, William	Director	\$550	39.7
Brown, Walton	Managing Director	\$625	22.8

Peterson block-billed 1 hour on 3/15 (\$545).

Swint block-billed 2.6 hours on 3/15 (\$1,430), 1.7 hours on 3/16 (\$935), and 2.6 hours on 3/30 (\$1,430).

## b. Monthly Operating Reports

Director Peterson (\$545 billing rate) billed 1.3 hours for the task. No issues.

## c. Plan of Reorganization/Disclosure Statement

Professionals Involved in *Plan of Reorganization/Disclosure Statement*

Name	Position	Billing Rate	Hours
Peterson, Lance	Director	\$545	3.5
Brown, Walton	Managing Director	\$625	28.2

<sup>2</sup> This review allocated 233.8 hours to the task; FTI allocated 235.1 hours.

Although director level employees billing exclusively for the task raise the question of improper work allocation, it is quite possible that the task required Brown's (and to Peterson's) level of expertise.

d. Asset Purchase Agreement

Professionals Involved in *Asset Purchase Agreement*<sup>3</sup>

Name	Position	Billing Rate	Hours
Johnson, Alexander	Consultant	\$350	11.9
Peterson, Lance	Director	\$545	0.3

No issues.

e. Claims/Unsecured Creditor List

Professionals Involved in *Claims/Unsecured Creditor List*<sup>4</sup>

Name	Position	Billing Rate	Hours
Smith, Joshua	Consultant	\$270	64.1
Dorfman, Daniel	Consultant	\$315	18.1
Kanafani, Travis	Sr Consultant	\$420	46.1
Peterson, Lance	Director	\$545	47.9
Swint, William	Director	\$550	7.1
Brown, Walton	Managing Director	\$625	1.4

On 3/25, Peterson block-billed 1.2 hours (\$654).

f. Case Administration/Management

Professionals Involved in *Case Administration/Management*

Name	Position	Billing Rate	Hours
Peterson, Lance	Director	\$545	0.2
Brown, Walton	Managing Director	\$625	3.4

On 3/2 and 3/8, Brown made vague entries for 0.6 and 0.7 hours (\$812.50). The entries described Brown's activities as review and response to various emails related to Station Casinos' engagement.

g. Aggregate fees for the block-billed time amounted to \$5,484.50.

<sup>3</sup> This review allocated 12.2 hours to the task; FTI allocated 11.2 hours with Peterson billing 0.3 hour and Johnson billing the rest.

<sup>4</sup> This review allocated 184.7 hours to the task; FTI allocated 184.1 hours to the task.

Nancy Rapoport 10/9/11 12:28 PM  
**Comment [1]:** Proposed reduction of \$164.54.

## 6. Expenses

Expense Category	Cost	Average Per Person Cost
Airfare/Train	\$9,470.67	\$215.24 – per one way flight
Hotel	\$4,100.16	\$71.93 – per one night stay
Transportation	\$2,458.42	N/A <sup>5</sup>
Meals	\$1,994.64	\$10.84 – per person per meal
Postage	\$91.10	N/A
PACER/Other	\$16.67	
Total	\$18,131.66 <sup>6</sup>	N/A

FTI professionals, particularly Brown, continued to apply an unknown discount formula to their expenses.

Airfare

Brown's roundtrip airfare on 3/15 and 3/17 was \$252, while Swint's roundtrip airfare on 3/14 and 3/17 was \$743. This is a almost \$500 discrepancy between flights leaving and arriving at the same destinations.

At \$753, Dorfman's 3/21 – 3/25 roundtrip airfare between Chicago and Las Vegas seemed high; in addition, Dorfman's 3/27 – 3/31 \$915 airfare requires an explanation.

Transportation

Kanafani continued obtaining rental rates far in excess of those available to other FTI professionals. While Johnson rented a car for \$158.62 between 2/28 and 3/3, Kanafani rented a car for \$218.93 during exactly the same period. Between 3/7 and 3/11, Kanafani rented a car with a daily rate of \$56.69 and Peterson with a daily rate of \$41.30. Between 3/14 and 3/17, Kanafani rented a car for \$271.63, and Peterson paid only \$158.47.

Meals

Consider disallowing expense reimbursement for one of Swint's 3/7 two dinners – one for \$6.82 and the other with Peterson for \$22.50 (\$11.28 Swint's half).

Consider disallowing expense reimbursement for Swint's breakfast on 3/18. Swint left Las Vegas on 3/17.

FTI professionals enjoyed 15 meals in excess of \$25 per person.

Nancy Rapoport 10/9/11 12:29 PM  
**Comment [2]:** Walt, were these dinners?

<sup>5</sup> See FTI as FA to Debtors Mar '11 Fee and Expense Tables.xlsx for average cost by subcategory.

<sup>6</sup> \$0.02 discrepancy with the FTI expense figure.

Expenses that should be disallowed due to insufficient billable hours

Consider disallowing/reducing Brown's 3/1 – 3/3 food, hotel, and airport parking expense reimbursement. During the 3 days, Brown billed 3 hours. Brown incurred \$72 in food, \$165 in prorated hotel, and \$28 in prorated airport parking expenses for a total of \$265.

Consider disallowing/reducing Brown's 3/8 – 3/10 food, hotel, and airport parking expense reimbursement. During the 3 days, Brown billed 3.1 hours. Brown incurred \$22 in food, \$64 in prorated hotel, and \$9 in prorated airport parking expenses for a total of \$95.

Consider disallowing Brown's 3/15 – 3/17 expense reimbursement. During the 3-day trip, Brown billed 2.1 hours. Brown incurred \$8 in food, \$252 in airfare, \$33 in transportation, and \$26 in hotel expenses for a total of \$319.<sup>7</sup>

Consider disallowing/reducing Johnson's 3/2 – 3/3 expense reimbursement. During the 2 days, Johnson billed 0.5 hour. Johnson incurred \$76 in food, \$91 in prorated transportation, and \$65 in prorated hotel expense for a total of \$232.

Consider disallowing Johnson's 3/9 – 3/11 expense reimbursement. **During the 3-day trip, Johnson billed 0 hours.** Johnson incurred \$108 in food, \$233 in airfare, \$20 in transportation, and \$135 in hotel expenses for a total of \$496.

Consider reducing Kanafani's 3/9 food expense reimbursement. **On 3/9, Kanafani billed 0 hours, yet enjoyed 3 meals resulting in \$54 expense.**

Consider disallowing/reducing Peterson's 2/28 – 3/3 expense reimbursement. During the 4-day trip, Peterson billed 3.8 hours. Peterson incurred \$108 in food, \$22 in transportation, \$102 in airfare, and \$203 in hotel expenses for a total of \$435, of which \$310 are in March expense statement and \$125 are in February expense statement.

Consider disallowing/reducing Peterson's 3/7 – 3/9 expense reimbursement. During the 3-day trip, Peterson billed 5.8 hours. Peterson incurred \$47 in food, \$251 in airfare, \$64 in transportation, and \$136 in hotel expenses for a total of \$498.

Consider disallowing Swint's 2/28 – 3/3 expense reimbursement. **During the 4-day trip, Swint billed 2.3 hours.** Swint incurred \$113 in food, \$488 in airfare, \$41 in transportation, and \$241 in hotel expenses for a total of \$883.

Consider disallowing Swint's 3/7 – 3/10 expense reimbursement. **During the 4-day trip, Swint billed 2.2 hours.** Swint incurred \$109 in food, \$475 in airfare, \$41 in transportation, and \$241 in hotel expenses for a total of \$866.

<sup>7</sup> All the expenses appear to be deeply discounted.

Nancy Rapoport 10/9/11 12:31 PM

**Comment [3]:** Walt, any reason NOT to disallow these?

Consider reducing/disallowing Swint's 3/21 – 3/24 expense reimbursement. During the 4-day trip, Swint billed 7.4 hours. Swint incurred \$86 in food, \$556 in airfare, \$41 in transportation, and \$146 in hotel expenses for a total of \$829.

Nancy Rapoport 10/9/11 12:31 PM

**Comment [4]:** Same question here.

## MEMORANDUM

To: Nancy Rapoport

From: Roman Borisov

Date: October 8, 2011

Re: FTI's (as Financial Advisor to Debtors) Monthly Fee Application for April 1 through April 30, 2011

1. Order Approving Appointment under §327(a) was entered on September 18, 2009 [Dkt. No. 330]. FTI will be billing on an hourly basis, using its standard hourly rates.
2. The Debtors retained FTI as their financial advisor.
3. This is FTI's twenty first monthly fee application (Dkt. No. 3207). FTI is requesting \$201,864.80 in fees (80% of \$252,331.00 in total fees in accordance with the interim compensation order) and \$16,057.56 in expenses. FTI's application contains fees and expenses for services rendered to Aliante and GVR (Prepack Debtors).<sup>1</sup> Prepack Debtors' fees are subject of a separate review. This review examines fees and expenses for services rendered to Station Casinos (Debtors and Debtors in Possession). FTI billed Station Casinos \$143,145.00 in fees and incurred \$9,833.50 in expenses. However, since the break-up of expenses incurred in providing services to all the Debtors above were difficult to construe, FTI's expenses are reviewed for reasonableness in their totality (\$16,057.56 of expenses) in light of the total billable hours produced by FTI during the period in providing services to all the Debtors. Examination of the propriety of expense allocation among the Debtors completes this review.

#### Fee Application Preparation

- a. FTI allocated 12.9 hours to the fee application preparation with a \$6,878.50 resulting charge to Estate. Thus according to the FTI's allocation, 4.8% of total fees billed to Station Casinos for the period are attributable to the fee application preparation.
- b. Professionals Involved in *Fee Application* Preparation

Name	Position	Billing Rate	Hours
Heard, Rheba	Paraprofessional	\$105	1.0
Peterson, Lance	Director	\$545	8.3
Brown, Walton	Managing Director	\$625	3.6

Work allocation issues remain. Director-level professionals billed all but one hour for the generally basic and routine task.

<sup>1</sup> Except for 4/12 fees and expenses.

## 4. Conflicts check

Professionals Involved in *Conflicts Check*

Name	Position	Billing Rate	Hours
Heard, Rheba	Paraprofessional	\$105	1.5
Ozawa, Michael	Sr Managing Director	\$750	0.2

FTI billed Estate \$307.50 for the conflicts check. Work allocation appears proper.

## 5. Tasks Performed During the Period

Task	Time Total	Fee Total
Fee Application	12.9	\$6,878.50
Schedules and Statements Development/First Day Filings	113.7	\$68,209.00
Monthly Operating Reports	9.0	\$4,993.00
Plan of Reorganization/Disclosure Statement	12.7	\$7,865.50
Asset Purchase Agreement/Executory Contracts	22.5	\$10,065.50
Claims/Unsecured Creditor List	67.5	\$31,625.50
Case Administration/Management	11.0	\$5,915.50
Employment Application	26.1	\$7,592.50

## a. Schedules and Statements Development

Professionals Involved in *Schedules and Statements Development*<sup>2</sup>

Name	Position	Billing Rate	Hours
Kanafani, Travis	Sr Consultant	\$420	14.3
Peterson, Lance	Director	\$545	33.3
Swint, William	Managing Director	\$675 <sup>3</sup>	25.1
Brown, Walton	Managing Director	\$625	51.4

Director-level professionals billing all but 14.3 hours of the 100+ hour task raises a presumption of work misallocation. According to FTI's records, the blended billing rate for the task is \$600.<sup>4</sup> Most of the work performed by directors and managing directors could have been and previously had been performed by consultant-level employees. For instance, Peterson and Swint made

<sup>2</sup> Although this review allocated 0.8 more hours to the task than FTI did (114.5 versus 113.7), the process of allocation is subjective due to lack of common convention, specificity in the reviewed billing entries, and compilation of work relevant to more than one task in a single billing entry..

<sup>3</sup> Swint's billing rate increased from \$550 to \$675 as a result of his promotion to Managing Director.

<sup>4</sup> \$68,209/113.7 = \$599.90.

Nancy Rapoport 10/15/11 11:54 AM

**Comment [1]:** Walt, let's add this to the list of leverage issues that we need to discuss. Thanks!

numerous billing entries for ongoing updates to existing schedules. Brown's reviews of Peterson's reviews seem to require much more time than preparation of actual drafts or Peterson's initial reviews..

b. Monthly Operating Reports

Professionals Involved in *Monthly Operating Reports*

Name	Position	Billing Rate	Hours
Peterson, Lance	Director	\$545	7.9
Brown, Walton	Managing Director	\$625	1.1

No issues.

c. Plan of Reorganization/Disclosure Statement

Professionals Involved in *Plan of Reorganization/Disclosure Statement*

Name	Position	Billing Rate	Hours
Peterson, Lance	Director	\$545	0.9
Brown, Walton	Managing Director	\$625	11.8

No issues.

d. Asset Purchase Agreement

Professionals Involved in *Asset Purchase Agreement*

Name	Position	Billing Rate	Hours
Johnson, Alexander	Consultant	\$350	11.8
Peterson, Lance	Director	\$545	9.4
Brown, Walton	Managing Director	\$625	1.3

On 4/28, Peterson block-billed 2.8 hours compiling work on three different tasks in a single entry (\$1,526 charge).



## e. Claims/Unsecured Creditor List

Professionals Involved in *Claims/Unsecured Creditor List*<sup>5</sup>

Name	Position	Billing Rate	Hours
Smith, Joshua	Consultant	\$270	2.1
Dorfman, Daniel	Consultant	\$315	6.0
Kanafani, Travis	Sr Consultant	\$420	32.5
Peterson, Lance	Director	\$545	14.2
Swint, William	Managing Director	\$675	2.1
Brown, Walton	Managing Director	\$625	11.7

Peterson block-billed 0.8 hour on 4/05 (\$436).

Brown block-billed/made vague entries 1.9 hours on 4/05, 3.3 hours on 4/06, and 1.2 hours on 4/09 (\$4,000 charge). In those entries, Brown compiled his work on Schedules and Statements Development and Claims/Creditor List.

## f. Case Administration/Management

Professionals Involved in *Case Administration/Management*<sup>6</sup>

Name	Position	Billing Rate	Hours
Kanafani, Travis	Sr Consultant	\$420	3.9
Peterson, Lance	Director	\$545	3.4
Brown, Walton	Managing Director	\$625	5.6

No issues.

## g. Employment Application

Professionals Involved in *Employment Application*

Name	Position	Billing Rate	Hours
Heard, Rheba	Paraprofessional	\$105	18.5
Brown, Walton	Managing Director	\$625	0.4
Ozawa, Michael	Sr Managing Director	\$750	7.2

No issues.

h. Total fees for the block-billed time amounted to \$5,962.00.

<sup>5</sup> This review allocated 67.7 hours to the task; FTI allocated 67.5 hours to the task.

<sup>6</sup> This review allocated 12.9 hours to the task; FTI allocated 11.0 hours.

## 6. Expenses

Expense Category	Cost	Average Per Person Cost
Airfare/Train	\$6,314.50	\$225.52 – per one way flight
Hotel	\$4,056.52	\$94.34 – per one night stay
Transportation	\$3,734.12	N/A <sup>7</sup>
Meals	\$1,729.86	Not Calculated <sup>8</sup>
Postage	\$185.51	N/A
PACER/Other	\$0	
Total	\$16,020.51 <sup>9</sup>	N/A

Airfare

Brown's 4/11 – 4/15 airfare expense at \$1,416.83 appears unusually high. Brown's normal roundtrip airfare is \$800.

Hotel

On 3/31, Smith submitted \$37.80 in "Additional charges for hotel accommodations from 3/28 to 3/31" expense. However, at \$314.97, Smith's original hotel expense for that stay is on par with or even in excess of what other FTI professionals were paying for hotel stay. What is the nature of the additional charges?

Meals

Consider disallowing reimbursement of \$82.56 of Kanafani's \$123.84 dinner expense on 3/23. Besides Kanafani, Dorfman and Smith were at the dinner. For Smith, that was a second dinner and fourth meal that day, and with Dorfman billing only 3.3 hours that day, necessity and reasonableness of paying for an expensive third meal for Dorfman that day seems doubtful.

Consider disallowing reimbursement of \$23.64 of Swint's \$70.93 dinner expense on 3/28. Dorfman was one of the three people at the dinner, yet he billed only 0.2 hours that day.

Consider disallowing reimbursement of \$62 of Peterson's \$83.02 dinner expense on 3/29. Peterson, Swint, Smith, and Dorfman were present at the dinner. Swint billed 0 hours that day, Peterson billed 3.6 hours but expensed two other meals that day, and for Smith, that was a second dinner and fourth meal that day.

<sup>7</sup> See FTI as FA to Debtors April '11 Fee and Expense Tables.xlsx for average cost by subcategory.

<sup>8</sup> Calculation would require unwarranted amount of time because meal expenses are spread over 3 different statements with costs of most meals allocated to the statements in specific proportions. General input of meal amounts to the Excel spreadsheet revealed average per person meal cost consistent with the prior periods.

<sup>9</sup> \$37 discrepancy with the FTI expense figure.

Consider disallowing reimbursement of Swint's 3/29 food expenses. Swint billed 0 hours that day, yet incurred \$14 in food expenses.<sup>10</sup>

Consider disallowing \$77 of Swint's \$115.53 dinner expense on 3/30. Smith and Dorfman were also present at the dinner. For Smith, that was a second dinner and fourth meal that day, and Dorfman billed only 3.7 hours that day and had already expensed two meals.

On 4/15, Kanafani expensed a \$38 lunch.

#### Transportation

Once again, Kanafani rented cars at rates far in excess of those available to other FTI professionals. While Peterson paid \$145 for a 4-day rental, Kanafani paid \$358. Between 4/4 and 4/7, Brown paid \$180, while Kanafani paid \$341.<sup>11</sup> Between 4/11 and 4/15, Brown paid \$252, while Kanafani paid \$705.<sup>12</sup> Between 4/19 and 4/21, Brown paid \$185, while Kanafani paid \$278. Furthermore, renting two cars to service 3 professionals raises question of necessity and reasonableness of the rental expenses.

#### Expenses that should be disallowed due to insufficient billable hours<sup>13</sup>

Consider reducing Dorfman's 3/21 – 3/25 hotel expense reimbursement. Dorfman billed only 17.3 hours during the 5-day trip. Dorfman's incurred \$364.40 in hotel expense.

Consider disallowing Brown's 10/15 expense reimbursement. Brown billed 0 hours on 10/15 and only 4.4 hours each day on 10/13 and 10/14. Thus, Brown incurred \$111 in unnecessary hotel,<sup>14</sup> \$15 in unnecessary food expenses, and \$48 in unnecessary rental car expenses for a total of \$174.

Consider disallowing Brown's 10/20 food and rental car expense reimbursement. Brown billed 0 hours that day, yet incurred \$25 food and \$62 transportation expenses for a total of \$87.

7. FTI produced no record of expense write-downs.
8. Allocation of expenses among the Debtors appears to be proper.

<sup>10</sup> Besides the dinner he enjoyed with Peterson.

<sup>11</sup> Kanafani's expense records alleges rental period from 4/4 to 4/8; however, Kanafani's rental period had to terminate on 4/7 because all the other expense entries conclusively point to his departure on 4/7.

<sup>12</sup> Kanafani's rental rate exceeded \$141 per day.

<sup>13</sup> This review considered FTI's Station Casinos, GVR, and Aliante billable hours for the foregoing recommendations.

<sup>14</sup> Since Brown billed only 4.4 hours in routine tasks the day preceding the departure, Brown could have left one day earlier than he did and not expose Estate to an unnecessary hotel stay expense.

## MEMORANDUM

To: Nancy Rapoport

From: Roman Borisov

Date: October 15, 2011

Re: FTI's (as Financial Advisor to Debtors) Monthly Fee Application for May 1 through May 31, 2011

1. Order Approving Appointment under §327(a) was entered on September 18, 2009 [Dkt. No. 330]. FTI will be billing on an hourly basis, using its standard hourly rates.
2. The Debtors retained FTI as their financial advisor.
3. This is FTI's twenty second monthly fee application (Dkt. No. 3486).<sup>1</sup> FTI is requesting \$163,258.00 in fees (80% of \$204,072.50 in total fees in accordance with the interim compensation order) and \$10,013.76 in expenses. FTI's application contains fees and expenses for services rendered to Aliante and GVR (Prepack Debtors). Prepack Debtors' fees are subject of a separate review. This review examines fees and expenses for services rendered to Station Casinos (Debtors and Debtors in Possession). FTI billed Station Casinos \$69,828.50 in fees and requested \$2,589.38 in expense reimbursement. FTI's expenses are reviewed for reasonableness in their totality (\$10,013.76 of expenses) in light of total billable hours produced by FTI during the period in servicing all the Debtors. Examination of propriety of expense allocation among the Debtors completes this review.

## Fee Application Preparation

- a. FTI allocated 26.9 hours to the fee application preparation with a \$13,620.50 resulting charge to Estate. Thus according to the FTI's allocation, 19.5% of total fees billed to Station Casinos for the period are attributable to the fee application preparation. However, 10.4 hours were billed for the preparation of the December '10 – March '11 interim fee application. Preparation of the interim fee application resulted in \$6,420 charge to Estate.
- b. Professionals Involved in *Fee Application* Preparation

Name	Position	Billing Rate	Hours
Heard, Rheba	Paraprofessional	\$105	5.0
Peterson, Lance	Director	\$545	7.4
Brown, Walton	Managing Director	\$625	14.5

<sup>1</sup> The application associated with this docket number contains only 5 pages and does not provide detailed fees and expenses breakdown. However, the Dropbox folder set up for these reviews contains expanded version of the application, which includes detailed break-down of fees and expenses but does not have a docket number.

Nancy Rapoport 10/17/11 8:49 AM

**Comment [1]:** Walt, 19.5% of the total fee app is high. Let's discuss.

On 5/24 and 5/25, Brown billed 2.3 and 2 hours, respectively, for interim fee application exhibits preparation – a basic task that justifies involvement of neither Brown’s expertise nor billing rate.

On 5/31, Brown billed 1 hour to modify captioning and redistribute the interim fee application. Was caption modification so extensive that it required nearly an hour of a managing director’s time?

Nancy Rapoport 10/17/11 8:49 AM

**Comment [2]:** Walt, let’s talk about this leverage issue.

On 5/25, Brown block-billed 2.8 hours to modify the interim application, assemble supporting documents, and send out the finished application (\$1,750.00 charge).

On 5/16, Peterson block-billed 0.6 hour (\$327 charge).

Nancy Rapoport 10/17/11 8:50 AM

**Comment [3]:** Same issue.

4. FTI produced no record of conflicts check.

#### 5. Tasks Performed During the Period

Task	Time Total	Fee Total
Fee Application	26.9	\$13,620.50
Schedules and Statements Development/Creditors Matrix	47.7	\$22,039.50
Asset Purchase Agreement/Executory Contracts	55.5	\$28,352.50
Case Administration/Management	5.3	\$2,598.50
Employment Application	5.2	\$3,217.50

#### a. Schedules and Statements Development and Asset Purchase Agreement<sup>2</sup>

Professionals Involved in *Schedules and Statements Development and Asset Purchase Agreement*

Name	Position	Billing Rate	Hours
Davis, Jeffrey	Consultant	\$280	22.8
Johnson, Alexander	Consultant	\$315	11.4
Peterson, Lance	Director	\$545	46.9
Swint, William	Managing Director	\$675	12.9
Brown, Walton	Managing Director	\$625	9.2

Peterson performed more in the role of consultant rather than director during the period. For instance, on 5/12, Peterson billed 1.1 and 0.4 hours to review and organize support documentation for the schedules and lists he worked on. Additionally, throughout the period,

<sup>2</sup> There was no practical way to attribute most billing entries with certainty to one task versus the other. Thus, this review examines billing entries attributable to either task as if they were billed for the same task. Similar blended billing rates of the tasks suggest that such approach will not lead to considerable distortions in assessing work allocation.

Peterson billed for updating various schedules with new data he had received from Station Casinos.

Peterson block-billed 1.5 hours on 5/2, 0.6 hour on 5/5, 2.5 hours on 5/17, 1.6 hours on 5/18, 2.8 hours on 5/19, 0.7 hour on 5/19, 2.3 hours on 5/24, and 0.6 hour on 5/24 for a total of 12.6 hours. The block-billed hours amount to \$6,867.00 in fees.

b. Case Administration/Management

Professionals Involved in *Case Administration/Management*

Name	Position	Billing Rate	Hours
Heard, Rheba	Paraprofessional	\$105	1.0
Kanafani, Travis	Sr Consultant	\$420	0.4
Peterson, Lance	Director	\$545	1.4
Brown, Walton	Managing Director	\$625	2.5

No issues.

c. Employment Application

Professionals Involved in *Employment Application*

Name	Position	Billing Rate	Hours
Heard, Rheba	Paraprofessional	\$105	1.0
Brown, Walton	Managing Director	\$625	0.3
Ozawa, Michael	Sr Managing Director	\$750	3.9

On 5/23, Ozawa block-billed 3.3 hours by compiling review of supporting documentation and preparation and submission of a final document into a single billing entry (\$2,475 charge).

d. Fees for the block-billed time add up to \$11,419.00.

Nancy Rapoport 10/17/11 8:52 AM

Comment [4]: 3% of this figure is \$342.57.

6. Expenses

Expense Category	Cost	Average Per Person Cost
Airfare/Train	\$5,462.60	\$303.48 – per one way flight
Hotel	\$1,774.13	\$110.88 – per one night stay
Transportation	\$1,855.00	N/A <sup>3</sup>
Meals	\$871.66	14.29
Postage	\$0	N/A
PACER/Other	\$50.17	

<sup>3</sup> See FTI as FA to Debtors May '11 Fee and Expense Tables.xlsx for average cost by subcategory.

Total	\$10,013.56 <sup>4</sup>	N/A
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### Airfare

Even though airfare expenses seem high this period, a spot check demonstrated the flight expenses are within the range for that period, albeit on the high end.

### Transportation

Kanafani continued to rent cars with rates exceeding those available to other FTI professionals. While Brown rented a car for \$173 between 5/3 and 5/5, Kanafani's rental expense during the same period exceeded \$255. While Brown rented a car for \$159 between 5/10 and 5/12, Kanafani's rental expense during the same period exceeded \$200.

Furthermore, renting two cars to service 3 FTI professionals raises the question of whether both cars were necessary. Reimbursement of rental expenses becomes even more questionable when Kanafani rented a car for 5/10 through 5/12, and left on 5/11, incurring a taxi expense for a ride to the airport, and as a result, both Peterson and Brown had one rental car each.

### Meals

FTI professionals billed for 5 meals in excess of \$25 per person. On 5/24, Peterson expensed a \$65 dinner.

### Expenses that should be disallowed due to insufficient billable hours<sup>5</sup>

Consider reducing Brown's 5/5 meal expense reimbursement. Brown billed only 2.5 hours that day, yet expensed 3 meals for a total of \$35.

Consider reducing Kanafani's 5/3 – 5/5 expense reimbursement. Kanafani billed only 13 hours during his 3-day trip. Kanafani incurred \$150 food, \$353 transportation, \$225 hotel, and \$405 airfare expenses for a total of \$1,133.

Consider reducing Brown's 5/17 meal expense reimbursement. Brown billed only 4.2 hours that day, yet expensed 3 meals for a total of \$38.

Consider reducing Brown's 5/18 meal expense reimbursement. Brown billed only 3.4 hours that day, yet expensed 3 meals for a total of \$33.

<sup>4</sup> \$0.20 discrepancy with the FTI expense figure.

<sup>5</sup> Review of expenses for reasonableness and necessity is based on the hours billed for all three Debtors (Station Casinos, GVR, and Aliante).

Nancy Rapoport 10/17/11 8:53 AM

**Comment [5]:** Walt, transportation seems to be a recurring theme. Let's discuss.

Nancy Rapoport 10/17/11 8:53 AM

**Comment [6]:** Was this for more than one person?

Consider disallowing Brown's 5/19 expense reimbursement. Brown billed 1 hour that day for responding to email queries. Brown incurred \$20 in food, \$111 in hotel, and \$19 in transportation expenses for a total of \$150.



## MEMORANDUM

To: Nancy Rapoport

From: Roman Borisov

Date: October 17, 2011

Re: FTI's (as Financial Advisor to Debtors) Final Fee Application for August 13, 2009 through June 17, 2011 (including review of June 2011 fees and expenses)

1. Order Approving Appointment under §327(a) was entered on September 18, 2009 [Dkt. No. 330]. FTI will be billing on an hourly basis, using its standard hourly rates.
  2. The Debtors retained FTI as their financial advisor.
  3. This is FTI's final fee application (Dkt. No. 3549). FTI is seeking an award of \$4,641,799.25 in fees and \$293,402.40 in expenses. Further, FTI is requesting the unpaid balance of fees in the amount of \$318,528.07. Additionally, FTI supplied fees and expense statements for June 1 – 17, 2011 in this application. Since FTI filed no separate fee application for June 2011, this review examines the propriety of fees produced and expense incurred by FTI in June 2011.
- I. Final Fee Application Review

The amount of fees and expenses sought in this final application matches that requested in the monthly and interim applications filed for August 2009 through June 2011.

II. June 2011 Fee and Expense Review

FTI produced \$21,788.00 in fees and incurred \$712.04 in expenses.

Fee Application Preparation

- a. FTI allocated 5.3 hours to the fee application preparation with a \$2,968.50 resulting charge to Estate. Thus according to the FTI's allocation, 13.6% of total fees billed to Station Casinos for the period are attributable to the fee application preparation. FTI billed 1.7 hours in connection with the unpaid post petition fees estimate and 3.6 hours for actual May fee application preparation.
- b. Professionals Involved in *Fee Application* Preparation

Name	Position	Billing Rate	Hours
Peterson, Lance	Director	\$545	4.3
Brown, Walton	Managing Director	\$625	1.0

Director Peterson billed most hours for the task preparing fee and expense schedules – a task perfectly suitable for a paraprofessional or a consultant.

Nancy Rapoport 10/17/11 8:45 AM

**Comment [1]:** Walt, why not a lower-billing person?

4. FTI produced no record of conflicts check.

5. Tasks Performed During the Period

Task	Time Total	Fee Total
Fee Application	5.3	\$2,968.50
Schedules and Statements Development/Creditors Matrix	0.2	\$109.00
Asset Purchase Agreement/Executory Contracts	9.7	\$5,286.50
Case Administration/Management	1.0	\$593.00
Claims Objections	20.2	\$12,831.00

a. Schedules and Statements Development

Director Peterson (billing rate \$545) billed sole 0.2 hour for the task. No issues.

b. Asset Purchase Agreement

Director Peterson (billing rate \$545) billed all 9.7 hours attributed to the task. Could this work have been done by a lower-billing person?

Peterson block-billed 2.3 hours on 6/1, 0.9 hour on 6/2, 1.6 hours on 6/9, and 1.1 hours on 6/13. As an example, on 6/1, Peterson block-billed for review of a file, preparation of a schedule, and discussion with an attorney. Fees for the block-billed time amount to \$3,215.50.

c. Case Administration/Management

Professionals Involved in *Case Administration/Management*

Name	Position	Billing Rate	Hours
Peterson, Lance	Director	\$545	0.4
Brown, Walton	Managing Director	\$625	0.6

No issues.

d. Claims Objections

Professionals Involved in *Claims Objections*

Name	Position	Billing Rate	Hours
Peterson, Lance	Director	\$545	4.8
Swint, William	Managing Director	\$675	11.8
Brown, Walton	Managing Director	\$625	3.6

Nancy Rapoport 10/17/11 8:46 AM  
**Comment [2]:** Proposing a 3% reduction for block-billing.

Brown block-billed 1.3 and 0.8 hours on 6/6, and 1 hour on 6/7. Fees for the block-billed hours amount to \$1,937.50. Brown compiled review, research, and following discussion or correspondence into single entries.

Nancy Rapoport 10/17/11 8:46 AM

**Comment [3]:** Proposing a 3% reduction.

Peterson block-billed 2.3 hours on 6/7 (\$1,253.50 charge).

Nancy Rapoport 10/17/11 8:46 AM

**Comment [4]:** Proposing a 3% reduction.

Swint block-billed 2.6 hours on 6/6 and 2.1 hours on 6/8 (\$3,172.50 charge).

Nancy Rapoport 10/17/11 8:46 AM

**Comment [5]:** Proposing a 3% reduction.

Director-level professionals billing every hour for the task raises presumption of work misallocation. Most of the work performed on the task by Peterson and Swint probably should have been done by consultant-level professionals. For instance, on 6/7, Swint billed a total of 4.5 hours for processing changes to claim objection data – work that consultant Smith had performed similar work in prior periods.

e. Aggregate fees for the block-billed time amount to \$9,579.00.

Nancy Rapoport 10/17/11 8:47 AM

**Comment [6]:** Walt, let's discuss this leverage issue.

#### 6. Expenses

Nancy Rapoport 10/17/11 8:48 AM

**Comment [7]:** Total proposed reduction for this period's block-billing is \$287.37.

Absence of fees and expenses associated with services FTI provided to Aliante in June 11 makes this expense review impossible.

Nancy Rapoport 10/17/11 8:48 AM

**Comment [8]:** Walt, we seem to be missing the documentation here.

EXHIBIT F—GIBSON DUNN REVIEWS SINCE LAST REPORT

MEMORANDUM

To: Nancy Rapoport

From: Andrew Hall

Date: September 26, 2011

Re: Gibson, Dunn & Crutcher LLP Final Fee Application for 12/1/2010-3/31/2011

**Gibson, Dunn & Crutcher LLP**

As entered on **9/22/09**, the U.S. Bankruptcy Court, District of NV, approved the appointment of **Gibson, Dunn & Crutcher LLP (GD&C)** as FCP MezzCo Borrower V, LLC, FCP MezzCo Borrower IV, LLC, FCP MezzCo Borrow III, LLC, FCP MezzCo Borrower II, LLC, MezzCo Borrower I, LLC, and FCP PropCo, LLC (“**CMBS Debtors**”) **special counsel**, pursuant to **section 327(e)** of the Bankruptcy Code, Bankruptcy Rules 2014(a), 2016(b) and 5002, and Local rule 2014. **Doc. No. 340.**

**Duties**

GD&C’s dictates that GD&C will “address any matters arising from a conflict or a potential conflict of interest between the CMBS Debtors, on the one hand, and Station Casinos, Inc. (“SCI”) and its other affiliated debtors and debtors-in-possession, on the other hand.” Doc. No. 105, pg. 2. More specifically, GD&C is to provide services with respect to:

- (a) Board of Directors’s matters and determinations;
- (b) the Master Lease and, in particular, the separate and independent interests of the CMBS Debtors therein;
- (c) advice with respect to the corporate implementation of any restructuring, including the documentation related thereto; and
- (d) general corporate matters.

Doc. No. 105, pg. 6.

**Total Fees for 12/1/2010-3/31/2011**

1. GD&C submitted this interim fee application for the period of 12/1/2010-3/31/2011. GD&C requests **\$41,632.00** in fees and **\$444.64** in expenses. Doc. 3868 pg. 5.
2. GD&C wrote off time/fees of \$1798.00, in connection with time spent related to Employment and Fee Application. Doc. 3317 pg. 3.
3. GD&C did not bill for a conflicts check on this application.
4. Tasks performed during this period.

a. Hours spent and fees assigned for each task.

Project Category	Total Hours	Total Fees
Case Administration	7.10	\$4,955.00
Employment and Fee Application	11.60	\$5,394.00 <sup>6</sup>
Financing (Including use of Cash Collateral)	39.30	\$29,412.00
Plan of Reorganization	2.10	\$1,871.00
<b>TOTAL</b>	<b>60.10</b>	<b>\$41,632.00</b>

i. Case Administration. **12%** of the billed time for the period was spent conducting Case Administration.

a. Partners conducted 2.2 hrs. of case administration work (**31% of the case administration work**).

b. Associates conducted 4.9 hrs. of case administration work (**69% of the case administration work**).

ii. Fee Application. **19%** of the billed time for the period was spent conducting Fee Application preparation.

a. Associates conducted 6.8 hrs. of fee app work (**~96% of total fee app prep work**).

iii. Financing. **65.5%** of the billed time for the period was spent conducting Finance work.

a. Partners conducted 17.4 hrs. of finance work (**44% of total finance work**).

b. Associates conducted 21.9 hrs. of finance work (**56% of total finance work**).

iv. Plan of Reorganization. **3.5%** of the billed time for the period was spent conducting Reorganization work.

a. Partners conducted 2.1 hrs. of plan of reorganization work (**100% of the total Plan of Reorganization work**).

5. Distribution of total billed hours per professional.

*A. December 1, 2010 through December 31, 2011*

Name of Professional Individual	Position, year of obtaining relevant license to practice	Hourly Billing Rate	Total Hours Billed	Total Compensation
Oscar Garza	Partner, member of CA bar since 1990	\$860.00	2.50	\$2,150.00
<b>TOTAL</b>			<b>2.50</b>	<b>\$2,150.00</b>

*B. January 1, 2011 through March 31, 2011*

Name of Professional Individual	Position, year of obtaining relevant license to practice	Hourly Billing Rate	Total Hours Billed	Total Compensation
Dennis B. Arnold	Partner, member of CA bar since 1976	\$910.00	2.50	\$2,275.00
Oscar Garza	Partner, member of CA bar since 1990	\$910.00	16.70	\$15,197.00
Daniel B. Denny	Associate, member of CA bar since 2005	\$620.00	38.40	\$23,808.00
<b>TOTAL</b>			<b>57.60</b>	<b>\$41,280.00</b>

## 6. Expenses.

Expense Category	Service Provider (if applicable)	Total Expenses
Long Distance Telephone		\$3.04
In-House Reproduction (Duplication/Printing)		\$18.80
Filing/Court Fees	Courtcall	\$144.00
Specialized Research/Filing	LEXIS, WESTLAW	\$278.80
<b>TOTAL</b>		<b>\$444.64</b>

a. All expenses requested seem reasonable.

## 7. Other issues.

a. There are no issues with GD&C's detailed billing for this period.

MEMORANDUM

To: Nancy Rapoport

From: Andrew Hall

Date: September 25, 2011

Re: Gibson, Dunn & Crutcher LLP Final Fee Application for 4/1/2011-7/31/2011

**Gibson, Dunn & Crutcher LLP**

As entered on **9/22/09**, the U.S. Bankruptcy Court, District of NV, approved the appointment of **Gibson, Dunn & Crutcher LLP (GD&C)** as FCP MezzCo Borrower V, LLC, FCP MezzCo Borrower IV, LLC, FCP MezzCo Borrow III, LLC, FCP MezzCo Borrower II, LLC, MezzCo Borrower I, LLC, and FCP PropCo, LLC (“**CMBS Debtors**”) **special counsel**, pursuant to **section 327(e)** of the Bankruptcy Code, Bankruptcy Rules 2014(a), 2016(b) and 5002, and Local rule 2014. **Doc. No. 340.**

**Duties**

GD&C’s dictates that GD&C will “address any matters arising from a conflict or a potential conflict of interest between the CMBS Debtors, on the one hand, and Station Casinos, Inc. (“SCI”) and its other affiliated debtors and debtors-in-possession, on the other hand.” Doc. No. 105, pg. 2. More specifically, GD&C is to provide services with respect to:

- (a) Board of Directors’s matters and determinations;
- (b) the Master Lease and, in particular, the separate and independent interests of the CMBS Debtors therein;
- (c) advice with respect to the corporate implementation of any restructuring, including the documentation related thereto; and
- (d) general corporate matters.

Doc. No. 105, pg. 6.

**Total Fees for 5/1/2011-7/31/2011**

1. GD&C submitted this interim fee application for the period of 5/1/2011-7/31/2011. GD&C requests **\$26,905.23** in fees and **\$1,760.71** in expenses. Doc. 3728 pg. 3.
2. GD&C wrote off time/fees of \$4,510.75, in connection with time spent related to Employment and Fee Application. Doc. 3728 pg. 3.
3. GD&C did not bill for a conflicts check on this application.
4. Tasks performed during this period.



a. Hours spent and fees assigned for each task.

Project Category	Total Hours	Total Fees
Case Administration	19.9	\$15,847.00
Employment and Fee Application	25.6	\$4,510.75 <sup>4</sup>
Financing (Including Use of Cash Collateral)	8.8	\$6,297.00
Plan of Reorganization	0.2	\$182.00
<b>TOTAL</b>	<b>54.5</b>	<b>\$26,836.75</b>

i. Case Administration. **37%** of the billed time for the period was spent conducting Case Administration.

a. Partners conducted 12.1 hrs. of case administration work (**61% of the case administration work**).

b. Associates conducted 7.8 hrs. of case administration work (**39% of the case administration work**).

ii. Fee Application. **47%** of the billed time for the period was spent conducting Fee Application preparation.

a. This category includes time spent handling fee examiner questions. GD&C wrote down half of the bill for this work.

b. Partners conducted **.3 hrs.** of fee app work (**~1% of total fee app prep work**).

c. Associates conducted 6.8 hrs. of fee app work (**~18% of total fee app prep work**).

d. Paraprofessionals conducted 18.5 hrs. of work on the fee apps (**72% of the total fee app prep work**).

5. Distribution of total billed hours per professional.

Name of Professional Individual	Position, year of obtaining relevant license to practice	Hourly Billing Rate	Total Hours Billed	Total Compensation
Oscar Garza	Partner, member of CA bar since 1990	\$910	15.5	\$14,105.00
Daniel B. Denny	Associate, member of CA bar since 2005	\$620	20.5	\$12,710.00
James D. DeBartolo	Paralegal	\$235	18.5	\$4,532.50
<b>TOTAL</b>			<b>54.5</b>	<b>\$31,347.50</b>

6. Expenses.

Expense Category	Service Provider (if applicable)	Total Expenses
Long Distance Telephone		\$13.68
In-House Reproduction (Duplication/Printing)		\$10.80
Filing/Court Fees	Courtcall	\$13.68
<b>TOTAL</b>		<b>\$68.48</b>

a. All expenses requested seem reasonable.

7. Other issues.

a. There are no issues with GD&C's detailed billing for this period.

EXHIBIT G—GLC (GVR) REVIEWS

**MEMORANDUM**

To: Nancy B. Rapoport

From: Blake F. Quackenbush

Date: August 27, 2011

Re: Case No. 09-52477-GWZ, Dkt. 3737, Aug. 16, 2011; *First and Final Application of GLC Advisors & Co., LLC as the Financial Committee of Unsecured Creditors for the Allowance and Payment of Compensation and for Reimbursement of Expenses Incurred for the Period May 6, 2011 through June 10, 2011.*

**GLC ADVISORS & CO., LLC**

This Court entered the *Order Approving The Nunc Pro Tunc Employment And Retention of GLC Advisors And Co., LLC as Financial Advisor to the Official Committee of Unsecured Creditors* (the “**Order**”) on July 15, 2011. Case No. 09-52477-GWZ, Dkt. 3604, July 11, 2011. Pursuant to 11 U.S.C. §§ 328, 330 and 1103, this Court entered an ordered which authorized employment of GLC Advisors & Co., LLC (“**GLC**”) as the financial advisor *nunc pro tunc* to the Official Committee of Unsecured Creditors (the “**Official Committee**”) appointed in the Chapter 11 case of Green Valley Ranch Gaming, LLC (“**GVR**” or the “**Debtor**”). *Id.* at 1.

**I. AUTHORIZED DUTIES**

This Court’s Order authorized GLC to render professional services to the Official Committee according to the *Application for Order Approving the Nunc Pro Tunc Employment and Retention of GLC Advisors & Co., LLC as Financial Advisor to the Official Committee of Unsecured Creditors* (the “**Application to Employ**”). *Id.* at 3: 1-2. The Official Committee’s Application authorized the following duties:

- a. familiarizing itself with the Debtor's financial condition and business;
- b. analyzing and reviewing the financial and operating statements, business plans and forecasts of the Debtor;
- c. evaluating the assets and liabilities of the Debtor;
- d. evaluating all aspects of the Debtor's cash collateral usages and adequate protection therefore;
- e. evaluating and negotiating, if applicable, the terms of any post-petition financing;
- f. assisting the Official Committee in identifying potential alternative sources of liquidity in connection with the Plan or otherwise;

- g. evaluating the Debtor's debt capacity in light of its projected cash flows and assisting in the determination of an appropriate capital structure for the Debtor;
- h. analyzing strategic alternatives available to the Debtor;
- i. advising and assisting the Official Committee in examining, analyzing, structuring and negotiating any potential or proposed strategy for restructuring, amending, redeeming or otherwise adjusting all or substantially all of the Debtor's outstanding indebtedness or overall capital structure (a "Restructuring"), whether pursuant to a Plan, any and all sales under Bankruptcy Code Section 363, a liquidation or otherwise, including, where appropriate, assisting the Official Committee in developing its own strategy for accomplishing a Restructuring;
- j. providing such specific valuation or other financial analyses as the Official Committee may require, including witness testimony, if necessary, in connection with this case;
- k. assisting and advising the Official Committee on tactics and strategies for negotiations with the Debtor and third parties;
- l. attending meetings of the Official Committee, creditor groups, and other interested parties, as GLCA and the Official Committee determine to be necessary or desirable;
- m. providing expert advice and testimony in the Court on behalf of the Official Committee regarding financial matters related to any Restructuring; and
- n. providing such other financial advisory services as may be agreed upon by GLCA and the Official Committee.

Case No. 09-52477-GWZ, Dkt. 3737, 3:24-25; 4:1-28, Aug. 16, 2011.

In exchange for the services described in the Application to Employ, the Official Committee offered the following means of compensation:

- 1. a monthly cash advisory fee of \$150,000.00 ("**Monthly Advisory Fees**");
- 2. no fewer than seven (7) Monthly Advisory Fees; and
- 3. Debtor shall reimburse GLC for reasonable, documented, out-of-pocket expenses incurred in connection with the services to be provided under the Application.

Dkt. 3327, 8:20-28; 9:1-10, May 31, 2011.

## **II. REVIEW OF PROFESSIONAL FEES AND EXPENSES**

Pursuant to this Court's Order and the Application to Employ, GLC rendered services to the Official Committee as financial advisor *nunc pro tunc*, and filed the *First and*

*Final Application of GLC Advisors & Co., LLC as the Financial Advisor to the Official Committee of Unsecured Creditors for the Allowance and Payment of Compensation and for Reimbursement of Expenses Incurred for the Period May 6, 2011 through June 10, 2011 (the “Application”).* See Dkt. 3737.

GLC’s Application requests an order to authorize and direct the Official Committee to pay GLC the following for professional services:

Actual and Necessary Fees	\$300,000.00
<u>Actual and Necessary Expenses</u>	<u>\$6,912.16</u>
Total	\$306,912.16

*Id.* at 3737, 2:20-28.

**A. REASONABLE COMPENSATION FOR ACTUAL AND NECESSARY SERVICES**

The Guidelines for Reviewing Applications for Compensation & Reimbursement of Expenses Filed under 11 U.S.C. § 330 (“**U.S. Trustee Guidelines**”) provide that “the final authority to award compensation and reimbursement under section 330 of the Code is vested in the Court.” 28 C.F.R. § 58 app. A. Section 330 of the Bankruptcy Code provides:

(a)(1) After notice to the parties in interest and the United States Trustee and a hearing [. . .] the court may award to a [. . .] professional person employed under section 327 or 1103—

(A) reasonable compensation for actual, necessary services rendered by the trustee, examiner, ombudsman, professional person, or attorney and by any paraprofessional person employed by any such person;<sup>1</sup>

The U.S. Trustee Guidelines loosely define the meaning of “reasonable compensation for actual and necessary services” in 11 U.S.C. 330. *See* 28 C.F.R. § 58 app. A(a)(5). The U.S. Trustee Guidelines provide that in an evaluation fees for professional services, the Fee Examiner may consider various factors including the following:

the time spent; the rates charged; whether the services were necessary to the administration of, or beneficial towards the completion of, the case at the time they were rendered; whether services were performed within a reasonable time commensurate with the complexity, importance, and nature of the problem, issue, or task addressed; and whether compensation is reasonable based on the customary compensation charged by comparably skilled practitioners in non-bankruptcy cases.

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<sup>1</sup> Section 330 of the Bankruptcy Code refers to 11 U.S.C. 327. Section 327 refers to 11 U.S.C. 328. GLC qualifies as a professional under Section 328 according to the Order and Application. *Cf.* Dkt. 3737, 1 and Dkt. 3604, 1.

The Application to Employ, which this Court approved, authorized GLC to render services under 11 U.S.C. 328. *Id.* at 1:10-19. The Application to Employ also provided that GLC receive a flat monthly fee in the amount of \$150,000.00 for services rendered May 6, 2011 through June 10, 2011. Dkt. 3327, 8:20-28; 9:1-10. The Application states that GLC provided services May 6, 2011 through June 10, 2011, *See* Dkt. 3737, and court records reveal no objection filed by the Official Committee to GLC's Application. Case No. 09-52477-GWZ, (docket search performed Aug. 28, 2011, 11:12 AM). Accordingly, the fees requested under 11 U.S.C. 328 appear reasonable and necessary since this Court approved the flat fee for services, GLC performed those services, and the Official Committee filed no objection to the Application.

## **B. ACTUAL AND NECESSARY EXPENSES**

The U.S. Trustee Guidelines provide that "the final authority to award compensation and reimbursement under section 330 of the Code is vested in the Court." 28 C.F.R. § 58 app. A. Section 330 of the Bankruptcy Code provides:

- (a)(1) After notice to the parties in interest and the United States Trustee and a hearing [. . .] the court may award to a [. . .] professional person employed under section 327 or 1103—  
[. . .]
- (B) reimbursement for actual, necessary expenses.

The U.S. Trustee Guidelines loosely define the meaning of "actual" and "necessary" expenses in 11 U.S.C. 330. *See* 28 C.F.R. § 58 app. A(b)(5). The Guidelines provide a non-exhaustive list of relevant factors to a determination of whether an expense meets the definition found in 11 U.S.C. 330. Some factors include:

- (i) Whether the expense is reasonable and economical. For example, first class and other luxurious travel mode or accommodations will normally be objectionable.
- (ii) Whether the requested expenses are customarily charged to non-bankruptcy clients of the applicant.
- (iii) Whether applicant has provided a detailed itemization of all expenses including the date incurred, description of expense (e.g., type of travel, type of fare, rate, destination), method of computation, and, where relevant, name of the person incurring the expense and purpose of the expense. Itemized expenses should be identified by their nature (e.g., long distance telephone, copy costs, messengers, computer research, airline travel, etc.) and by the month incurred. Unusual items require more detailed explanations and should be allocated, where practicable, to specific projects.

28 C.F.R. § 58 app. A.

According to 11 U.S.C. 330 and the U.S. Trustee Guidelines, GLC's expenses, for which reimbursement is sought, must qualify as "actual" and "necessary." This memorandum



will review GLC's expenses requested in the Application pursuant to 11 U.S.C. §§ 328, 330 and 331, as well as the U.S. Trustee Guidelines. Any questions raised as a result of this review have been highlighted in yellow, and these questions will be directed to GLC for clarification.

# **1. QUESTIONS ABOUT EXPENSES FOUND IN GLC'S APPLICATION**

The expense report, attached as Exhibit B to the Application, provides that Michael Sellinger purchased "travel meals" in the amount of \$221.84 on June 29, 2011. Dkt. 3737, 13. Was it necessary for Michael Sellinger to purchase "travel meals" in the amount of \$221.84 on June 29, 2011? How many meals did the disbursement of \$221.84 include? Was Mr. Sellinger the only individual who ate these meals?

The U.S. Trustee Guidelines provide that "first class and other luxurious travel mode or accommodations will normally be objectionable." 28 C.F.R. § 58 app. A (b)(iii). Nevertheless, the expense report, attached as Exhibit B to the Application, includes local transportation June 29, 2011 in the amount of \$449.93 for Alexander Page. Dkt. 3737, 13. Was it necessary for Alexander Page to purchase local transportation in the amount of \$449.93 on June 1, 2011? What was the nature of the disbursement for local transportation? Was Mr. Page the only individual who benefitted from the disbursement? Also, the expense report attached as Exhibit B to the Application, includes local transportation on May 25, 2011 in the amount of \$217.42 for one individual: Michael Sellinger. *Id.* Was it necessary that Michael Sellinger purchase local transportation in the amount to \$217.42? What was the nature of the disbursement for local transportation? Was Mr. Sellinger the only individual who benefitted from this a disbursement?

The U.S. Trustee Guidelines provide that relevant factors to a determination of whether an expense meets the definitions of "actual" and "necessary" include the "name of the person incurring the expense and purpose of the expense." *Id.* The expense report, attached as Exhibit B to the Application, provides several meals not attributable to any specific professional:

Date	Number	Source Name	Memo	Paid Amount
05/25/2011	934Q21	Seamless Web Professional Solutions, LLC	OT meals 5/6/11-5/15/11 Green Valley Ranch	\$285.23
06/10/2011	939490	Seamless Web Professional Solutions, LLC	OT meals 5/16/11-5/29/11 Green Valley Ranch	\$398.26
06/28/2011	950923	Seamless Web Professional Solutions, LLC	OT meals 5/30/11-6/12/11 Green Valley Ranch	\$50.49



What is/are the name(s) of the person(s) who disbursed funds for the aforementioned expenses?  
How much of the total sum of expenses did each professional disburse each day?

The U.S. Trustee Guidelines provide that “first class and other luxurious travel mode or accommodations will normally be objectionable.” 28 C.F.R. § 58 app. A(b)(iii). Nevertheless, the expense report, attached as Exhibit B to the Application, includes a single night’s hotel accommodations in the amount of \$297.92 on May 25, 2011 for one individual: Jordon Stevens. Dkt. 3737, 13. What is the nature of the hotel accommodations for Jordon Stevens, on May 25, 2011, in the amount of \$297.92? Did the disbursement include other amenities apart from the room rental?

### CONCLUSION

This Court entered the Order in which it approved the Committee’s Application to Employ GLC *nunc pro tunc* as financial advisor to the Committee on July 15, 2011. This Court’s Order authorized GLC to render professional services to the Official Committee as set forth in the Application. Based on the Application to Employ, GLC rendered services to the Committee as financial advisor *nunc pro tunc*. The Application requested this Court to enter an order to authorize and direct the Debtor to pay GLC \$300,000.00 for reasonable and necessary fees and \$6,912.16 for actual and necessary expenses.

While the final authority to determine whether fees for professional services qualify as “actual” and “necessary” rests in this Court, the Application for compensation of professional fees appears reasonable. The Application to Employ, which this Court approved, authorized GLC to charge a flat, monthly rate of \$150,000.00 for services rendered May 6, 2011 through June 10, 2011. The Application stated GLC provided services May 6, 2011 through June 10, 2011, and the court docket and records reveal no objection filed by the Committee to GLC’s Application. Accordingly, the fees requested under 11 U.S.C. §§ 328 and 330 appear reasonable and necessary.

The U.S. Trustee Guidelines help define “actual” and “necessary” in 11 U.S.C. 330. The Guidelines also provide a non-exhaustive list of relevant factors that aid in a determination of whether an expense meets the definition found in 11 U.S.C. 330. Pursuant to the U.S. Trustee Guidelines and 11 U.S.C. 330, the following questions have arisen as to whether some fees listed in Exhibit B of the Application meet the definition of “actual” and “necessary”:

1. Was it necessary for Michael Sellinger to purchase “travel meals” in the amount of \$221.84 on June 29, 2011? How many meals did the expense include? Was Mr. Sellinger the only one that ate these meals?
2. Was it necessary that Alexander Page purchase local transportation in the amount of \$449.93 on June 1, 2011? What was the nature of the transportation for which Alexander Page disbursed money? Was Mr. Page the only individual who benefitted from this a disbursement?

3. Was it necessary that Michael Sellinger purchase local transportation in the amount to \$217.42? What was the nature of the transportation for which Mr. Sellinger disbursed money? Was Mr. Sellinger the only individual who benefitted from this a disbursement?
4. What is/are the name(s) of the person(s) who disbursed revenue for "OT Meals" on the following dates: May 25, 2011; June 10, 2011; June 28, 2011? How much of the total sum disbursed was attributable to each professional?
5. What is the nature of hotel accommodations for Jordon Stevens, on May 25, 2011, in the amount of \$297.92? Did this expense include other amenities besides the room rental?

The answers to these questions will allow the Fee Examiner appointed in this case to make an accurate determination as to whether the court should grant GLC's Application.

## **Memorandum**

To: Nancy B. Rapoport

CC: Blake F. Quackenbush

Date: September 2, 2011

Re: Case No. 09-52477-GWZ, Dkt. 3737, Aug. 16, 2011; First and Final Application of GLC Advisors & Co., LLC as the Financial Committee of Unsecured Creditors for the Allowance and Payment of Compensation and for Reimbursement of Expenses Incurred for the Period May 6, 2011 through June 10, 2011

## **Conclusion**

1. Was it necessary for Michael Sellinger to purchase "travel meals" in the amount of \$221.84 on June 29, 2011? How many meals did the expense include? Was Mr. Sellinger the only one that ate these meals?
  - Mr. Sellinger purchased meals during out of office travel.
  - The amount was for a total of six meals.
  - Jordan Stevens also ate with Mr. Sellinger during the meal on 5/23/2011 and Mr. Sellinger paid the entire ticket.
  - Please see attached back-up schedule 1 providing additional detail responsive to this inquiry.
2. Was it necessary that Alexander Page purchase local transportation in the amount of \$449.93 on June 1, 2011? What was the nature of the transportation for which Alexander Page disbursed money? Was Mr. Page the only individual who benefitted from this disbursement?
  - 
  - The transportation expense pertained to approximately thirty charges for taxicabs home from the office when working late on weekdays or for commuting to and from the office when working on weekends.
  - Mr. Page was the only individual who benefitted from this disbursement.
  - Please see attached back-up schedule 2 providing additional detail responsive to this inquiry.
3. Was it necessary that Michael Sellinger purchase local transportation in the amount to \$217.42? What was the nature of the transportation for which Mr. Sellinger disbursed money? Was Mr. Sellinger the only individual who benefitted from this a disbursement?
  - 
  - The transportation expense pertained to travel to and from airports during out of office travel as well as transportation home from the office when working on weekends.
  - Jordan Stevens rode with Mr. Sellinger from LAS airport to the hotel on 5/23/2011 and Jeremy Coffey rode with Mr. Sellinger from RNO airport to the hotel on 5/24/2011.
  - Please see attached back-up schedule 3 providing additional detail responsive to this inquiry.
4. What is/are the name(s) of the person(s) who disbursed revenue for "OT Meals" on the following dates: May 25, 2011; June 10, 2011; June 28, 2011? How much of the total sum disbursed was attributable to each professional?
  - Alex Page and Martin O'Mahony ate meals for the expense periods dated 5/25/2011, 6/10/2011 and 6/28/2011. Note that these dates represent the date of the expense report as opposed to the date of a meal.
    - There were a total of 11 meals for the 5/25/2011 report, 16 meals for the 6/10/2011 report and 2 meals for the 6/28/2011 report.
  - Alex Page and Martin O'Mahony ate meals during the period totaling \$623.19 and \$110.79, respectively.
  - Please see attached back-up schedule 4 providing additional detail responsive to this inquiry.
5. What is the nature of hotel accommodations for Jordan Stevens, on May 25, 2011, in the amount of \$297.92? Did this expense include other amenities besides the room rental?
  - The hotel accommodations were for a trip to Las Vegas to participate in the deposition of William Bible.
  - The amount included the cost of a room rental plus taxes and fees only.

EXHIBIT H—GORDON SILVER REVIEWS

**MEMORANDUM**

To: Nancy B. Rapoport

From: Blake F. Quackenbush

Date: August 26, 2011

Re: Gordon Silver Invoice; Case No. 09-52477-GWZ, Dkt. 3540, July 11, 2011; and Case No. 09-52477-GWZ, Dkt. 3267, July 12, 2011.

**GORDON SILVER INVOICE FOR PROFESSIONAL SERVICES AND EXPENSES  
RELATED TO WORK PERFORMED FOR SEA PORT GROUP SECURITIES,  
LLC AND OPPENHEIMER & CO. INC.**

**AUTHORIZED DUTIES**

This Court has entered an Order to Employ Sea Port Group Securities, LLC (“**Sea Port**”) as a financial advisor and investment banker for Green Valley Ranch Gaming, LLC (“**GVR**”), debtor and debtor-in-possession in bankruptcy case no. 09-52477-GWZ. *See* Dkt. 3266, May 25, 2011. This Court also authorized GVR to retain and employ Oppenheimer & Co. Inc (“**Oppenheimer**”) as financial advisor and investment banker in bankruptcy case no. 09-52477-GWZ. *See* Dkt. 3267, May 25, 2011.

Both Sea Port and Oppenheimer retained Gordon Silver to provide professional services, and each company listed Gordon Silver as a necessary expense pursuant to 11 U.S.C. 503(b). No. 09-52477-GWZ, Dkt. 3540, 10:13-15, July 11, 2011. Accordingly, Gordon Silver’s invoice to both Sea Port and Oppenheimer for professional fees and expenses must be reviewed for reasonableness, pursuant to 11 U.S.C. 330.

**I. SUMMARY OF GORDON SILVER’S PROFESSIONAL FEES AND EXPENSES RELATED TO SERVICES PERFORMED ON BEHALF OF SEA PORT AND OPPENHEIMER**

Gordon Silver’s invoice to Sea Port and Oppenheimer for professional services provided the following rate schedule:

Candice C. Clark	0.50	hrs at \$ 200.00/hr	\$100.00
Erika Pike Turner	4.30	hrs at \$ 475.00/hr	\$2,042.50
Stephen A. Crystal	1.90	hrs at \$ 510.00/hr	\$969.00
Gregory E. Garman	1.20	hrs at \$ 560.00/hr	\$672.00
Gerald M. Gordon	8.10	hrs at \$ 700.00/hr	\$5,670.00
Totals:	16.00		\$9,453.50

Gordon Silver's invoice to Sea Port and Oppenheimer for professional services requests the following amount:

Total Professional Services	\$ 9,453.50
Total Expenses	\$ 1.50
Total Finance Charge	\$ 0.00
Total fees and expenses requested	\$ 9,455.00

See Attachment A.

Neither Sea Port nor Oppenheimer has requested any fees specified above from GVR for services performed by Gordon Silver, prior to filing the Application. *See* No. 09-52477-GWZ, Dkt. 3540. GVR has paid no fees to Sea Port and Oppenheimer for services performed by Gordon Silver, prior to filing the Application. *Id.*

**A. GORDON SILVER'S PROFESSIONAL FEES FOR SERVICES PERFORMED ON BEHALF OF SEA PORT AND OPPENHEIMER**

Gordon Silver's fees for professional services appear reasonable. A question arose as to which pleadings Gerald M. Gordon reviewed on 5/13/2011 and 5/16/2011, but a review of the invoice presented no other issues.

**B. GORDON SILVER'S EXPENSES RELATED TO WORK PERFORMED FOR SEA PORT**

Gordon Silver's invoice to Sea Port and Oppenheimer for professional services provided one expense in the amount of \$1.50 for photocopying charges. Although the question arose as to whether the photocopying took place in-house or by a professional photocopier service, the charge appears minimal and the impact to the debtor's estate appeared low.

**CONCLUSION**

A review of Gordon Silver's invoice for professional fees and expenses for services rendered on behalf of Sea Port and Oppenheimer raised no issues that the professionals needed to address in relation to the reasonableness of the fees requested.

## **Attachment A**

**Gordon Silver****Attorneys and Counselors at Law**

June 14, 2011

3960 Howard Hughes Parkway  
Ninth Floor

Las Vegas, Nevada 89169-5978

Telephone (702) 796-5555

www.gordonsilver.com

The Seaport Group  
Eben Paul Perison  
1230 Rosecrans Avenue, Suite 660  
Manhattan Beach, CA 90266

Please identify your check or wire transfer with the following numbers:

Invoice No. 100965

File No. 002981-001

Tax Identification No. 92-0000000

**REMITTANCE INSTRUCTIONS****WIRE TRANSFERS**Nevada State Bank  
730 E. Warm Springs Rd.  
Las Vegas, NV 89123  
ABA: 123400779**CHECKS**Gordon Silver  
3960 Howard Hughes Pkwy  
Ninth Floor  
Las Vegas, NV 89169

SWIFT: ZFNBHUS33

Account Name: Gordon Silver

Bank Account No.: 0612008809

For Professional Services Rendered Through May 31, 2011

re: Defense of a \$2 million dollar for agreement in bankruptcy

Prior Balance 0.00

**Current Activity**

Total Professional Services	9,453.50
Total Expenses	1.50
Total Finance Charges	0.00
Total Current Charges	9,455.00

Total Balance Due 9,455.00

**PLEASE PAY THIS AMOUNT 9,455.00**

A/R Over 30 Days

0.00

A/R Over 60 Days

0.00

A/R Over 90 Days

0.00



**Gordon Silver**

3960 Howard Hughes Parkway, 9th Floor  
Las Vegas, NV 89169-5978

(702) 796-5555

Statement as of May 31, 2011

Statement No. 180965

The Seaport Group  
Eben Paul Person  
1230 Rosecrans Avenue, Suite 600  
Manhattan Beach, CA 90266

Matter ID 102981-001

Defense of a \$2 million dollar fee agreement in bankruptcy

Professional Service	Hours	Rate	Amount
5/6/2011 SAC Call with E. Person re: case	0.50	\$1000	255.00
5/6/2011 GEG Call with Eben	0.60	\$6000	336.00
5/7/2011 SAC Call with G. Garman and E. Person re: case	0.50	\$1000	255.00
5/8/2011 GEG Call with Eben and analysis of issues	0.60	\$6000	336.00
5/9/2011 SAC Follow-up with E. Person	0.30	\$1000	153.00
5/11/2011 SAC Work with E. Person et al. re: follow-up	0.30	\$1000	153.00
5/11/2011 QMG Telephone conference with client eben person	0.20	700.00	140.00
5/11/2011 QMG Review and revise language for retention declarations	0.10	700.00	70.00
5/12/2011 QMG Review subpoenas and depo notices; t/c with eben re same; conf with ept and geg	0.30	700.00	210.00
5/12/2011 QMG Review draft protective order	0.30	700.00	210.00
5/12/2011 EPT Review subpoena and notice of depo + participate in telephone conference w/ QMG and GEG re status and strategy on how to proceed	0.30	475.00	142.50
5/13/2011 CCC Draft joinder to application for protective order	0.50	200.00	100.00
5/13/2011 QMG Review filed protective order request and related exhibits; email to K&E re same	0.50	700.00	350.00
5/13/2011 QMG Review initial pleadings	0.30	700.00	210.00
5/16/2011 QMG Review pleadings	0.40	700.00	280.00
5/16/2011 EPT Review OST re protective order	0.10	475.00	47.50
5/16/2011 EPT Review Application and Dec of Eben in support of Application for Retention	0.20	475.00	95.00
5/16/2011 EPT Review Motion to Continue Confirmation Hearing, supporting dec + Motions to Employ Seaport and Oppenheimer and supporting docs. + supplement to plan filed by Atlante and GVR	0.30	475.00	142.50
5/16/2011 EPT Review Oppositions to pending discovery motions and declarations in support	0.20	475.00	95.00
5/17/2011 QMG Review pleadings re 5/25 hearing	2.10	700.00	1,470.00
5/17/2011 EPT Review multiple papers filed by GV and UCC and court's rejected OST and page extension order for further info re discovery dispute	0.20	475.00	95.00
5/18/2011 QMG Email to client re court hearing outcome	0.10	700.00	70.00
5/19/2011 QMG Conference with associate attorney ept re outcome of hearings	0.20	700.00	140.00

Gordon Silver Page: 2

5/19/2011	EPT	Travel to hearing on discovery dispute	1.30	475.00	617.50
5/19/2011	EPT	Prepare for hearing on discovery issues, including review of relevant papers on file	0.50	475.00	237.50
5/19/2011	EPT	Attend hearing on discovery dispute (.9) + electronic communication to GMG re outcome (.1)	1.00	475.00	475.00
5/20/2011	GMG	Review FTI applications to be retained and sit with eben p re same	0.40	700.00	280.00
5/23/2011	GMG	Review pleadings	0.40	700.00	420.00
5/23/2011	EPT	Review filings for outstanding issues and hearings	0.10	475.00	47.50
5/24/2011	GMG	Telephone conference with client eben p re objection of aliante lenders to engagement agr	0.20	700.00	140.00
5/24/2011	EPT	Review today's filings re Debtors	0.10	475.00	47.50
5/25/2011	GMG	Prepare for hearing and attend hearing	1.50	700.00	1,050.00
5/26/2011	GMG	Review aliante order and email to client re same	0.10	700.00	70.00
5/31/2011	SAC	Follow-up with G Garman re status	0.30	510.00	153.00
Sub-Total Professional Services					9,453.50

## Rate Summary

Candace C. Clark	0.50 hours at \$ 200.00/hr	100.00
Stephen A. Crystal	1.50 hours at \$ 510.00/hr	969.00
Gregory E. Garman	1.30 hours at \$ 560.00/hr	672.00
Gerald M. Gordon	8.10 hours at \$ 700.00/hr	5,670.00
Enika Pike Turner	4.30 hours at \$ 475.00/hr	2,042.50
Total hours:	16.00	

## Expenses

Scanning/Photocopy Charges	1.25
Photocopies	0.25
Sub-Total Expenses	1.50

EXHIBIT I—JONES VARGAS REVIEWS

MEMORANDUM

To: Nancy Rapoport

From: Roman Borisov

Date: October 8, 2011

Re: Jones Vargas's (as Special Counsel for GVR) Final Fee Application for April 12 through June 16, 2011

1. Order Approving Appointment under §327 was entered on May 10, 2011 [Dkt. No. 2999]. Jones Vargas bills GVR on an hourly basis, using its standard hourly rates. Jones Vargas is a disinterested person.
2. GVR retained Jones Vargas as its special gaming and regulatory counsel.
3. This is Jones Vargas's final fee application (Dkt. No. 3546). Jones Vargas is requesting \$1,016.50 in fees.
  - a. Jones Vargas billed 0 hours for the fee application preparation.
4. Jones Vargas did not bill for a conflicts check.
5. Michael Alonso, Jones Vargas attorney with a \$535 billing rate, billed 1.9 hours for reviews and responses to narrow gaming law related issues (\$1,016.50 charge).

No issues.

6. Jones Vargas did not produce records of any expenses incurred.
7. Jones Vargas did not write down any fees or expenses.

EXHIBIT J—K&E REVIEWS

MEMORANDUM

To: Nancy Rapoport  
From: Andrew Hall  
Date: October 14, 2011  
Re: Kirkland & Ellis LLP Fee Application for GVR.

**Kirkland & Ellis LLP**

1. On May 4, 2011, the U.S. Bankruptcy Court, District of NV, approved the appointment of Kirkland & Ellis LLP (K&E) as Reorganization Counsel to GVR. Doc. 3320 pg. 2. This application was made pursuant to **11 U.S.C. § 327(a)** and **§ 330**, Rule 2014(a) and 2016 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), and Rule 2016 of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Nevada (the “Local Rules”). Doc. 2939 pg. 5.
2. The scope of K&E’s duties include:
  - (a) advising GVR with respect to its powers and duties as a debtor in possession in the continued management and operation of its business and property;
  - (b) advising and consulting on the conduct of this chapter 11 case, including all of the legal and administrative requirements of operating a chapter 11;
  - (c) attending meetings and negotiations with representatives of the creditors and other parties in interest;
  - (d) taking all necessary action to protect and preserve GVR’s estate, including prosecuting actions on GVR’s behalf, defending any action commenced against GVR, and representing GVR in negotiations concerning litigation in which GVR is involved, including objections to claims filed against GVR’s estate;
  - (e) preparing pleadings in connection with this chapter 11 case, including motions, applications, answers, orders, reports, and papers necessary or otherwise beneficial to the administration of GVR’s estate;
  - (f) representing GVR in connection with obtaining authority to continue using cash collateral and, if necessary, post-petition financing;
  - (g) advising GVR in connection with any potential sale of assets or restructuring transaction;
  - (h) appearing before the Court and any appellate courts to represent the interests of GVR’s estate;
  - (i) advising GVR regarding tax matters;
  - (k) performing all other necessary legal services for GVR in connection with the prosecution of this chapter 11 case, including analyzing GVR’s leases and contracts and the assumption and assignment or rejection thereof, analyzing the validity of liens against GVR, and advising GVR on corporate and litigation matters.Doc. 34 pg. 6.
3. K&E requested \$1,311,483.50 in fees and \$81,919.05 in expenses for this period. Doc. 3582 pg. 2.
4. K&E wrote down/billed half for **non-working** travel time. Doc. 3582 pg. 17.

5. K&E spent approximately 5.9 hrs. conducting a conflict check for this application.
6. Billed hours by professional.
  - a. Partners and Of Counsel conducted ~39% of the work billed for this period.
  - b. Associates conducted ~38% of the work billed for this period.
  - c. Paraprofessionals conducted ~23% of the work billed for this period.

Attorney	Position and Year Admitted to the Bar	Department	Hourly Billing Rate	Total Billed Hours	Total Compensation
Eliot A. Adelson	Partner 1999	Litigation	\$680.00	281.10	\$191,148.00
David A. Agay	Partner 1998	Restructuring	\$770.00	21.20	\$16,324.00
Jeffrey M. Armington	Associate 2009	Restructuring	\$475.00	135.10	\$64,172.50
Jennifer Clarke-Smith	Partner 2003	Litigation	\$620.00	16.70	\$10,354.00
David L. Eaton	Partner 1978	Restructuring	\$995.00	2.40	\$2,388.00
Michael Esser	Associate 2009	Litigation	\$430.00	111.40	\$47,902.00
Christine Gealy	Associate 2008	Litigation	\$485.00	220.00	\$106,700.00
Inbal Hasbani	Associate 2010	Restructuring	\$410.00	2.60	\$1,066.00
Christopher Jaquez	Associate 2010	Corporate	\$540.00	4.20	\$2,268.00
Nickolas A. Kacprowski	Partner 2005	Litigation	\$620.00	70.40	\$43,648.00
Payal Keshvani	Associate 2010	Restructuring	\$410.00	212.00	\$86,920.00
Scott Kitei	Associate 2004	Restructuring	\$695.00	36.20	\$25,159.00
R. Henry Kleeman	Partner 1984	Corporate	\$735.00	0.50	\$367.50
Leonard Klingbaum	Partner 2000	Corporate	\$775.00	4.40	\$3,410.00
Matthew S. Lovell	Partner 2002	Intellectual Property	\$680.00	1.70	\$1,156.00
Mark E. McKane	Partner 1997	Litigation	\$730.00	83.30	\$60,809.00
Noah Ornstein	Associate 2005	Restructuring	\$590.00	31.60	\$18,644.00
Micah Osgood	Associate 2008	Litigation	\$540.00	3.20	\$1,728.00
Sarah Seewer	Partner 2002	Restructuring	\$695.00	229.60	\$159,572.00
David Seligman, P.C.	Partner 1996	Restructuring	\$930.00	224.00	\$208,320.00
Sienna R. Singer	Associate 2005	Restructuring	\$675.00	165.50	\$111,712.50
James H.M. Sprayregen, P.C.	Partner 1985	Restructuring	\$995.00	12.50	\$12,437.50
Andrew C. Vilher	Associate 2005	Corporate	\$615.00	6.90	\$4,243.50
<b>Totals for Attorneys</b>				<b>1,876.50</b>	<b>\$1,180,449.50</b>

Paraprofessional	Position with the Applicant	Department	Hourly Billing Rate	Total Billed Hours	Total Compensation
Andrew Brniak	Case Assistant	Restructuring	\$165.00	75.70	\$12,490.50
Sarah Farley	Legal Assistant	Litigation	\$300.00	133.60	\$40,080.00
Marvin R. Gibbons, Jr.	Trial Technology Consultant	Litigation	\$265.00	14.20	\$3,763.00
Jason Goodman	Litigation Support Consultant	Litigation	\$245.00	0.50	\$122.50
Adam J. Gorman	Legal Assistant	Restructuring	\$260.00	3.00	\$780.00
David Helstowski	Legal Assistant	Restructuring	\$250.00	171.00	\$42,750.00



Vanessa L. Higareda	Hart-Scott-Rodino Filing Assistant	Administrative Services	\$140.00	0.50	\$70.00
Ellen J. Kratofil	Conflicts Specialist	Administrative Services	\$250.00	2.00	\$500.00
Tiffany T. Lee	Project Assistant	Litigation	\$165.00	70.60	\$11,649.00
William G. Marx	Litigation Support Consultant	Litigation	\$245.00	0.50	\$122.50
Maureen McCarthy	Legal Assistant	Restructuring	\$260.00	17.80	\$4,628.00
Emily S. O'Connor	Project Assistant	Restructuring	\$170.00	1.50	\$255.00
Aaron Rutell	Trial Technology Specialist	Litigation	\$235.00	32.70	\$7,684.50
Phil M. Segal	Project Assistant	Litigation	\$165.00	1.30	\$214.50
Carrie Sroka	Legal Assistant	Restructuring	\$230.00	0.90	\$207.00
Nicholas Starceovich	Project Assistant	Corporate	\$165.00	5.40	\$891.00
Claire Thompson	Law Clerk	Litigation	\$235.00	4.00	\$940.00
Kurt J. Wunderlich	M&A Clearance Analyst	Admin Services	\$240.00	6.50	\$1,560.00
Library Research	Research Specialist	Administrative Services	\$235.00	9.90	\$2,326.50
<b>Totals for Paraprofessionals</b>				<b>551.60</b>	<b>\$131,034.00</b>

## 7. Billed hours by service type.

Matter Number	Matter Description	Total Billed Hours	Total Fees Requested	Total Expenses Requested	Total Compensation
3	Chapter 11 Bankruptcy Filing	78.80	\$38,609.50	\$1,252.36	\$39,861.86
4	Adversary Proceedings, Contested Matters	1,050.90	\$580,376.00	\$30,182.98	\$610,558.98
5	Asset Sale	39.60	\$17,875.00	\$660.14	\$18,535.14
7	Business Operations	8.00	\$5,326.50	\$0.00	\$5,326.50
8	Case Administration	69.50	\$24,025.50	\$2,038.35	\$26,063.85
10	Cash, Collateral/DIP Financing	13.30	\$6,743.00	\$107.30	\$6,850.30
11	Claims Administration and Objections	9.00	\$7,001.50	\$17.95	\$7,019.45
13	Creditors Communications	15.60	\$7,246.00	\$1,806.83	\$9,052.83
16	First Day Pleadings	46.60	\$23,328.50	\$1,647.95	\$24,976.45
17	Hearings	133.20	\$77,133.00	\$3,063.12	\$80,196.12
18	Kirkland Fee Applications and Monthly Statements	42.20	\$16,883.50	\$130.05	\$17,013.55
19	Plan and Disclosure Statement	685.80	\$381,487.00	\$6,360.36	\$387,847.36
20	Retention of Professionals	84.30	\$39,133.00	\$243.86	\$39,376.86
21	Schedules and Statement of Financial Affairs	18.50	\$10,729.00	\$80.40	\$10,809.40
23	Travel	132.80	\$75,586.50	\$34,327.40	\$109,913.90
<b>Totals</b>		<b>2,428.10</b>	<b>\$1,311,483.50</b>	<b>\$81,919.05</b>	<b>\$1,393,402.55</b>



## 8. Expenses.

Expenses Categories	Amount
Airfare	\$20,065.63
Appearance Fees	\$886.00
Binding	\$37.10
Car Rental	\$1,490.12
Catering Expenses	\$168.00
Closing/Mini Books	\$504.00
Color Copies or Prints	\$119.00
Color Prints	\$325.00
Computer Database Research	\$10,413.23
Court Reporter Fee/Deposition	\$4,250.70
Library Document Retrieval	\$25.00
Local Transportation	\$62.50
Miscellaneous Office Expenses	\$6.45
Other Travel Expenses	\$778.56
Outside Copy/Binding Services	\$5,210.48
Outside Messenger Services	\$132.59
Overnight Delivery	\$3,082.82
Overtime Meals	\$66.00
Overtime Meals - Attorney	\$317.31
Overtime Meals - Legal Assistant	\$59.01
Overtime Transportation	\$737.00
Production Blowbacks	\$180.10
Scanned Images	\$238.20
Secretarial Overtime	\$1,769.61
Standard Copies or Prints	\$9,369.60
Standard Prints	\$8,754.68
Tabs/Indexes/Dividers	\$303.00
Third Party Telephone Charges	\$668.69
Transportation to/from airport	\$3,664.91
Travel Expense	\$4,720.26
Travel Meals	\$3,513.50
<b>Total</b>	<b>\$81,919.05</b>

a. K&E billed for secretarial services that include general secretarial overtime. (See Exhibit B) Appendix A to Part 58—Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. 330, section 5(vii) offers guidance as to which expenses should be disallowed. This section suggests determining:

“whether the expenses appear to be in the nature non-reimbursable overhead. Overhead consists of all continuous administrative or general costs incident to the operation of the applicant's office and not particularly attributable to an individual client or case. Overhead includes, but is not limited to, *word processing*, proofreading, *secretarial and other clerical services*, rent, utilities, office equipment and furnishings, insurance, taxes, *local telephones* and monthly *car phone charges*,

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**Comment [1]:** Overtime not permitted by Guidelines.

lighting, heating and cooling, and *library and publication charges.*” (emphasis added)

- b. K&E did not provide adequate detail for the entries of certain expenses. (See exhibit B) Appendix A to Part 58—Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. 330, section 5(iii) offers guidance as to which expenses should be disallowed. This section requires an applicant to:

“provide a detailed itemization of all expenses including *the date incurred, description of expense (e.g., type of travel, type of fare, rate, destination), method of computation*, and, where relevant, name of the person incurring the expense and purpose of the expense. Itemized expenses should be identified by their *nature* (e.g., long distance telephone, copy costs, messengers, computer research, airline travel, etc.) and by the *month incurred*. Unusual items require more detailed explanations and should be allocated, where practicable, to specific projects.” (emphasis added)

- c. K&E appears to have incurred a few meal expenses, airfare costs, and hotel accommodation charges that appear excessive. (See Exhibit B) Appendix A to Part 58—Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. 330, section 5(i) offers guidance as to which expenses should be disallowed. Section 5(i) suggests determining “whether the expense is reasonable and economical. For example, first class and other luxurious travel mode or accommodations will normally be objectionable.”

#### 9. General Comments

- a. K&E used block billing in numerous entries. Many professionals did not delineate between time spent preparing for hearings and time spent attending the hearings. The use of block billing made it difficult to determine which professionals were spending what amount of time in meetings and conducting other related activities. (see Exhibit A) Appendix A to Part 58—Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. 330, section 4(v) offers guidance as to which expenses should be disallowed. Section 4(v) suggests that:

“time entries should be kept contemporaneously with the services rendered in time periods of tenths of an hour. Services should be noted in detail and not combined or “lumped” together, with each service showing a separate time entry; however, tasks performed in a project which total a de minimis amount of time can be combined or lumped together if they do not exceed .5 hours on a daily aggregate. Time entries for telephone calls, letters, and other communications should give sufficient detail to identify the parties to and the nature of the communication. Time entries for court hearings and conferences should identify the subject of the hearing or conference. If more than one professional from the applicant firm attends a hearing or conference, the applicant should explain the need for multiple attendees.”

c. K&E used a billing method that left many entries impermissibly vague. I spent a considerable amount of time using billing context to decipher what many entries pertained to. Exhibit A notes entries that I could not decipher what the work related to.

Page # Blue DOC 3320 GVR	Date	Professional	Hours	Amount	Item to address	Proposed reduction
7	4/13/11	Seewer, S	2.5	\$1,737.50	Block billing: Please separate each task and assign an individual time for each.	\$52.13
50	4/14/11	Adelson, E	4	\$2,720.00	Block billing: Please separate each task and assign a time for each.	\$81.60
50	4/14/11	Singer, S	3.3	\$2,227.50	Block billing: Please separate each task and assign a time for each.	\$66.83
16	5/9/11	Adelson, E	9.7	\$6,596.00	Block billing: please separate each task and assign a time for each.	\$197.88
21-22	5/13/11	Kacprowski, N	4.7	\$2,480.00	Block billing: please separate each task and assign a time for each (4.0).	\$74.40
22	5/14/11	Seligman, D	2.8	\$2,604.00	Block billing: please separate each task and assing a time for each.	\$78.12
28	5/18/11	Adelson, E	10.2	\$4,964.00	Block billing: Please delineate between time spent preparing for the hearings and actual attendance at the hearings. (4.7)(3)	\$148.92
31	5/22/11	Adelson, E	5.5	\$3,740.00	Block billing: Please specify which depo was prepared and please delineate between time spent preparing for the conference and time spent in conference.	\$112.20
34	5/24/11	Gealy, C	15.6	\$7,566.00	Block billing: Delineate between time spent preparing for Bible depo and time spent attending.	\$226.98
35	5/26/11	Esser, M	2.6	\$473.00	Block billing: Delineate between time spent preparing for conference and time spent attending. (1.1)	\$14.19
38	5/31/11	Adelson, E	3.2	\$1,020.00	Block billing: Delineate between time spent preparing for hearing and time spent attending. (1.5)	\$30.60
76	5/20/11	Seligman, D	1.2	\$930.00	Block billing: Delineate between time spent preparing for conference and time spent attending conference. (1)	\$27.90
81	5/20/11	Keshvani, P	1.4	\$574.00	Block billing: Delineate between time spent preparing for conference and time spent attending conference.	\$17.22
86	5/18/11	Seligman, D	6.8	\$6,324.00	Block billing: Delineate between time spent preparing for hearing and time spent attending hearing.	\$189.72
86	5/25/11	Adelson, E	4.5	\$3,060.00	Block billing: Delineate between time spent preparing for hearing and time spent attending hearing.	\$91.80
86	5/25/11	Gealy, C	5.5	\$2,667.50	Block billing: Delineate between time spent preparing for hearing and time spent attending hearing.	\$80.03
86	5/25/11	Mckane, M	4.5	\$3,285.00	Block billing: Delineate between time spent preparing for hearing and time spent attending hearing.	\$98.55
99	5/6/11	Seligman, D	2.1	\$1,953.00	Block Billing: Please separate each task and assign an individual time for each.	\$58.59

**Doc 3321 Aliante**

50	4/14/11	Armington, J	5.5	\$1,187.50	Block billing: please separate each task and assign a time for each (2.5)	\$35.63
50	4/14/11	Keshvani, P	1.5	\$615.00	Block billing: please separate each task and assign a time for each.	\$18.45
50	4/14/11	Adelson, E	4	\$2,720.00	Block billing: Please separate each task and assign a time for each.	\$81.60
51	4/14/11	Singer, S	3.2	\$2,160.00	Block billing and vague: Please separate each task and assign a time for each.	\$64.80
51	4/14/11	Agay, D	2.7	\$2,079.00	Block billing: Please separate each task and assign a time for each.	\$62.37

## DOC 3495

34	5/27/11	Keshvani, P	1.4	\$574.00	Block billing: Please separate each task and assign a time for each.	\$17.22
39	5/25/11	Armington, J	4.5	\$2,137.50	Block billing: Please separate each task and assign a time for each.	\$64.13
39	5/25/11	Seewer, S	1.4	\$973.00	Block billing: Please separate each task and assign a time for each.	\$29.19
39	5/25/11	Seligman, D	3.3	\$3,069.00	Block billing: Please separate each task and assign a time for each.	\$92.07
39	5/25/11	Adelson, E	2.5	\$1,700.00	Block billing: Please separate each task and assign a time for each.	\$51.00
39	5/25/11	Helstowski, D	2.2	\$550.00	Block billing: Please separate each task and assign a time for each.	\$16.50
57	5/19/11	Seligman, D	3.2	\$2,976.00	Block billing: Please separate each task and assign a time for each.	\$89.28
61	5/25/11	Singer, S	1.8	\$1,215.00	Block billing: Please separate each task and assign a time for each.	\$36.45
71	5/21/11	Seligman, D	1	\$930.00	Block billing: Please separate each task and assign a time for each.	\$27.90
71	5/24/11	Seewer, S	1.5	\$1,042.50	Block billing: Please separate each task and assign a time for each.	\$31.28

**DOC 3582**

56	6/1/11	Seewer, S	1.80	\$1,251.00	Block billing: Please separate each task and assign a time for each.	\$37.53
99	6/3/11	Seligman, D	1.7	\$1,581.00	Block billing: Please separate each task and assign a time for each.	\$47.43
104	6/1/11	Seligman, D	2.8	\$2,604.00	Block billing: Please separate each task and assign a time for each.	\$78.12
104	6/8/11	Armington, J	2.1	\$997.50	Block billing: Please separate each task and assign a time for each.	\$29.93
104	6/8/11	Seewer, S	1	\$695.00	Block billing: Please separate each task and assign a time for each.	\$20.85
104	6/8/11	Esser, M	1	\$430.00	Block billing: Please separate each task and assign a time for each.	\$12.90
105	6/8/11	Seligman, D	4.5	\$4,185.00	Block billing: Please separate each task and assign a time for each.	\$125.55
105	6/8/11	Adelson, E	4.5	\$3,060.00	Block billing: Please separate each task and assign a time for each.	\$91.80
105	6/8/11	Helstowski, D	1.3	\$325.00	Block billing: Please separate each task and assign a time for each.	\$9.75
105	6/8/11	Singer, S	2.1	\$1,417.50	Block billing: Please separate each task and assign a time for each.	\$42.53
105	6/8/11	Mckane, M	1	\$730.00	Block billing: Please separate each task and assign a time for each.	\$21.90
117	6/1/11	Adelson, E	7.7	\$5,236.00	Block billing: Please separate each task and assign a time for each.	\$157.08
119	6/2/11	Adelson, E	9.7	\$6,596.00	Block billing: Please separate each task and assign a time for each.	\$197.88
120	6/3/11	Ornstein, N	5.5	\$3,245.00	Block billing: Please separate each task and assign a time for each.	\$97.35
120	6/3/11	Seligman, D	3	\$2,790.00	Block billing: Please separate each task and assign a time for each.	\$83.70
121	6/3/11	Armington, J	4.6	\$2,185.00	Block billing: Please separate each task and assign a time for each.	\$65.55
121	6/4/11	Esser, M	1.2	\$516.00	Block billing: Please separate each task and assign a time for each.	\$15.48
122	6/4/11	Farley, S	3.5	\$1,050.00	Block billing: Please separate each task and assign a time for each.	\$31.50
122	6/4/11	Singer, S	5.8	\$1,012.50	Block billing: Please separate each task and assign a time for each. (1.5)	\$30.38
123	6/4/11	Gealy, C	1.5	\$727.50	Block billing: Please separate each task and assign a time for each.	\$21.83
124	6/5/11	Seligman, D	3.8	\$3,534.00	Block billing: Please separate each task and assign a time for each.	\$106.02

126	6/6/11	Seligman, D	5.3	\$4,929.00	Block billing: Please separate each task and assign a time for each.	\$147.87
TOTAL PROPOSED REDUCTIONS						\$3,838.41

Page # blue	Date	Expense type	Cost	Item to address	Proposed reduction
<b>DOC 3320</b>					
23		Secretarial Overtime	\$8.89	Secretarial overtime is disallowed under the U.S. Trustee Guidelines.	\$ 8.89
79-80	4/13-4/14/2011	Transportation	95.00/95.48/111.30	Three cars were rented on this date; a car for Keshvani, P, a car for Helstowski, D and a car for Seewer, S. Was it necessary to rent three cars for this date or could these professionals have shared a rental?	\$ 150.50
81	4/15/11	Parking	\$279.00	Why was parking so high for this entry?	\$ 139.50
<b>DOC 3494</b>					
9	4/12/11	Secretarial Overtime	\$440.33	Secretarial overtime is disallowed under the U.S. Trustee Guidelines.	\$440.33
9	4/13/11	Secretarial Overtime	\$220.16	Secretarial overtime is disallowed under the U.S. Trustee Guidelines.	\$220.16
39	5/12/11	Secretarial Overtime	\$13.36	Secretarial overtime is disallowed under the U.S. Trustee Guidelines.	\$13.36
68	5/6/11	Secretarial Overtime	\$80.06	Secretarial overtime is disallowed under the U.S. Trustee Guidelines.	\$80.06
132	5/16/11	Airfare	\$749.40	Why was this flight from Las Vegas to Reno so expensive? This flight is generally a third of this price, round trip.	\$ 374.70
132	5/16/11	Airfare	\$205.70	Is this flight a return flight from Reno and in addition to the \$749.4 flight to Reno?	\$ -
132	5/16/11	Airfare	\$58.00	What is this airfare charge?	\$ -
133	5/17/11	Airfare	\$531.40	Where did this flight originate?	\$ -
134	5/19/11	Airfare	\$524.05	Where did this flight originate?	\$ -
<b>DOC 3495</b>					
9	4/14/11	Secretarial Overtime	\$330.24	Secretarial overtime is disallowed under the U.S. Trustee Guidelines.	\$330.24
21	5/6/11	Secretarial Overtime	\$80.06	Secretarial overtime is disallowed under the U.S. Trustee Guidelines.	\$80.06
85	5/19/11	Airfare	\$524.05	Where did this flight originate?	\$ -
<b>DOC 3582</b>					
64	5/16/11	Secretarial Overtime	\$40.08	Secretarial overtime is disallowed under the U.S. Trustee Guidelines.	\$40.08
64	5/17/11	Secretarial Overtime	\$35.55	Secretarial overtime is disallowed under the U.S. Trustee Guidelines.	\$35.55
64	5/17/11	Secretarial Overtime	\$35.55	Secretarial overtime is disallowed under the U.S. Trustee Guidelines.	\$35.55
65	5/17/11	Secretarial Overtime	\$32.92	Secretarial overtime is disallowed under the U.S. Trustee Guidelines.	\$32.92
65	5/23/11	Secretarial Overtime	\$26.66	Secretarial overtime is disallowed under the U.S. Trustee Guidelines.	\$26.66
85	5/17/11	Secretarial Overtime	\$20.01	Secretarial overtime is disallowed under the U.S. Trustee Guidelines.	\$20.01
85	5/18/11	Secretarial Overtime	\$20.01	Secretarial overtime is disallowed under the U.S. Trustee Guidelines.	\$20.01
86	5/19/11	Secretarial Overtime	\$20.01	Secretarial overtime is disallowed under the U.S. Trustee Guidelines.	\$20.01
86	5/24/11	Secretarial Overtime	\$80.06	Secretarial overtime is disallowed under the U.S. Trustee Guidelines.	\$80.06
86	5/27/11	Secretarial Overtime	\$8.89	Secretarial overtime is disallowed under the U.S. Trustee Guidelines.	\$8.89
107	6/6/11	Secretarial Overtime	\$50.03	Secretarial overtime is disallowed under the U.S. Trustee Guidelines.	\$50.03
107	6/8/11	Secretarial Overtime	\$420.31	Secretarial overtime is disallowed under the U.S. Trustee Guidelines.	\$420.31

107	6/8/11	Secretarial Overtime	\$110.08	Secretarial overtime is disallowed under the U.S. Trustee Guidelines.	\$110.08
134	5/17/11	Secretarial Overtime	\$26.66	Secretarial overtime is disallowed under the U.S. Trustee Guidelines.	\$26.66
136	6/13/11	Secretarial Overtime	\$62.21	Secretarial overtime is disallowed under the U.S. Trustee Guidelines.	\$62.21
142	5/12/11	Secretarial Overtime	\$17.78	Secretarial overtime is disallowed under the U.S. Trustee Guidelines.	\$17.78
153	5/18/11	Meals	\$919.00	Does this meal only cover the listed four professionals? This seems high.	\$ 306.33
153	5/19/11	Airfare	\$1,169.49	Where did this flight originate? This seems expensive for one flight.	\$ 584.75
153	5/20/11	Airfare	\$1,106.10	Where did this flight originate? This seems expensive for one flight.	\$ 368.70
154	5/20/11	Transportation	\$284.00	<del>This seems expensive for travel to the airport. What caused the two hour wait?</del>	\$ -
154	6/2/11	Airfare	\$547.00	Where did this flight originate?	\$ -
154	6/2/11	Airfare	\$1,037.40	Where did this flight originate? This seems expensive for one flight.	\$ 518.70
154	6/2/11	Airfare	\$1,037.40	Where did this flight originate? This seems expensive for one flight.	\$ 518.70
154	6/2/11	Airfare	\$1,037.40	Where did this flight originate? This seems expensive for one flight.	\$ 518.70
154	6/2/11	Airfare	\$1,037.40	Where did this flight originate? This seems expensive for one flight.	\$ 518.70
154	6/3/11	Airfare	\$1,040.10	This flight seems expensive for Chicago to Reno. Explain.	\$ 520.05
156	6/8/11	Airfare	\$563.40	Where did this flight originate?	\$ -
156	6/8/11	Airfare	\$570.90	Where did this flight originate?	\$ -
PROPOSED EXPENSE REDUCTIONS					\$ 6,699.24



EXHIBIT K—L&R REVIEWS SINCE LAST REPORT

## MEMORANDUM

To: Nancy Rapoport  
 From: Michael Hazen  
 Date: October 2, 2011  
 Re: Station Casinos Bankruptcy; Lewis and Roca Fee & Expense Billing  
 Final Fee and Expense Application; “Stub” Period: April 1 – June 17, 2011

Lewis and Roca, Local Bankruptcy Counsel

Lewis and Roca (“L&R”) applied to the Court on December 7, 2009 seeking retention and appointment as the local bankruptcy counsel *nunc pro tunc* for Station Casinos, Inc., and its affiliated debtors and debtors in possession (collectively the “Debtors”).<sup>1</sup> See Docket No. 670. The Court authorized L&R as local counsel pursuant to its Order entered on January 27, 2010. See, Doc. No. 937.

This memo reviews the reimbursable fees and expenses sought by L&R in the Final Fee Application (“Application”) covering the “Stub” billing period: April 1 – June 17, 2011 (“Period”). L&R seeks reimbursement pursuant 11 U.S.C. §§ 105(a) and 331 and Fed. R. Bankr. P. 2016. L&R billed the estate \$202,432.36, which represents \$159,286.50 for professional services rendered and \$43,145.86 for expenses incurred.

L&R received a retainer of \$150,000.00 (date unknown) from the Debtors. Of the retainer fee that L&R received, \$76,973.50 was paid pre-petition in fees and \$22,277.59 was paid pre-petition in costs. L&R states that they have \$50,748.91 remaining in trust. L&R makes no mention in the Application with regard to the proposed ultimate disposition of these remaining funds, nor does it appear that these funds have been used as a credit in determining the net balance due.

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<sup>1</sup> The debtors in these jointly administered chapter 11 cases are: (i) Station Casinos, Inc.; Northern NV Acquisitions, LLC; Reno Land Holdings, LLC; River Central, LLC; Tropicana Station, LLC; FCP Holding, Inc.; FCP Voteco, LLC; Fertitta Partners LLC; FCP MezzCo Parent, LLC; FCP MezzCo Parent Sub, LLC; FCP MezzCo Borrower VII, LLC; FCP MezzCo Borrower VI, LLC; FCP MezzCo Borrower V, LLC; FCP MezzCo Borrower IV, LLC; FCP MezzCo Borrower III, LLC; FCP MezzCo Borrower II, LLC; FCP MezzCo Borrower I, LLC and FCP PropCo, LLC (collectively, the “**SCI Debtors**”), (ii) Auburn Development, LLC; Boulder Station, Inc.; Centerline Holdings, LLC; Charleston Station, LLC; CV HoldCo, LLC; Durango Station, Inc.; Fiesta Station, Inc.; Fresno Land Acquisitions, LLC; Gold Rush Station, LLC; Green Valley Station, Inc.; GV Ranch Station, Inc.; Inspirada Station, LLC; Lake Mead Station, Inc.; LML Station, LLC; Magic Star Station, LLC; Palace Station Hotel & Casinos, Inc.; Past Enterprises, Inc.; Rancho Station, LLC; Santa Fe Station, Inc.; SC Durango Development LLC; Sonoma Land Holdings, LLC; Station Holdings, Inc.; STN Aviation, Inc.; Sunset Station, Inc.; Texas Station, LLC; Town Center Station, LLC; Tropicana Acquisitions, LLC; and Vista Holdings, LLC (collectively, the “**Subsidiary Debtors**”), (iii) Aliante Gaming, LLC, Aliante Holding, LLC, and Aliante Station, LLC (collectively, the “**Alliante Debtors**”), and (iv) Green Valley Ranch Gaming LLC (“**GVR**”).

Fee/Employment Applications and Objections

For the Period, L&R billed the estate a total of 87.6 hours for work performed on “Fee/Employment Applications” and 12.9 hours for work performed on “Fee/Employment Objections.” These totals are broken down below by month, group and billing category.

Fee/Employment Applications - Debtors:

	<u>April</u>	<u>May</u>	<u>June</u>	<u>Totals</u>
Hours Billed	16.2	17.7	16.2	50.1
Amount Billed	\$5,560.00	\$5,262.00	\$5,653.00	\$16,475.00
Total Billed for Month	\$63,757.00	\$63,944.50	\$31,585.00	\$159,286.50
Percentage of Total Bill	8.7%	8.2%	17.9%	

Fee/Employment Applications - Subs:

	<u>April</u>	<u>May</u>	<u>June</u>	<u>Totals</u>
Hours Billed	1.9	22	13.6	37.5
Amount Billed	\$847.00	\$7,860.00	\$4,825.50	\$13,532.50
Total Billed for Month	\$63,757.00	\$63,944.50	\$31,585.00	\$159,286.50
Percentage of Total Bill	1.3%	12.3%	15.3%	

Fee/Employment Applications – Debtors and Subs:

	<u>April</u>	<u>May</u>	<u>June</u>	<u>Totals</u>
Hours Billed	18.1	39.7	29.8	87.6
Amount Billed	\$6,407.00	\$13,122.00	\$10,478.50	\$30,007.50
Total Billed for Month	\$63,757.00	\$63,944.50	\$31,585.00	\$159,286.50
Percentage of Total Bills	<b>10%</b>	<b>20.5%</b>	<b>33.2%</b>	

Fee/Employment Objections - Debtors:

	<u>April</u>	<u>May</u>	<u>June</u>
Hours Billed			7.2
Amount Billed			\$3,564.50
Total Billed for Month			\$31,585.00
Percentage of Total Bill			11.3%

Fee/Employment Objections - Subs:

	<u>April</u>	<u>May</u>	<u>June</u>
Hours Billed			5.7
Amount Billed			\$2,878.50
Total Billed for Month			\$31,585.00

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**Comment [1]:** Dawn, seems high. Can you pls help me understand why so many hours? Thanks.

Percentage of Total Bill			9.1%
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Fee/Employment Objections – Debtors and Subs:

	April	May	June
Hours Billed			12.9
Amount Billed			\$6,443.00
Total Billed for Month			\$31,585.00
Percentage of Total Bills			20.4% <sup>2</sup>

Personnel Allocation & Work Category Breakdown for the Period

L&R allocated the following personnel during the Period:

Professional	Title	Billing Rate per Hour	Hours Billed	Billing Total
Laury Macauley	Attorney	\$440.00	168.8	\$74,272.00
D. Cica	Attorney	\$495.00/\$505.00 <sup>3</sup>	130.7	\$64,978.50
M. Ruth	Attorney	\$365.00	2.6	\$949.00
C. Jordan	Clerk	\$60.00	23.3	\$1,398.00
J. Moulian	Paralegal	\$155.00/\$160.00 <sup>4</sup>	93.3	\$14,533.50
K. Dodd	Paralegal	\$170.00	4.6	\$782.00
M. Schoenike	Paralegal	\$220.00	5.3	\$406.50
V. Heinz	Attorney	\$570.00	.6	\$342.00
S. McGuinness	Attorney	\$500.00/\$525.00 <sup>5</sup>	1.8	\$907.50
L. Howell	Paralegal	\$205.00	3.5	\$715.50
Totals:			434.5	\$159,286.50

L&R personnel performed work during the Period in the following categories:

Category	Hours	Total Fees
Case Administration	31.7	\$5,320.00
Subs - Case Administration	104.7	\$37,508.50
Asset Disposition	74.8	\$26,367.00
Subs - Asset Disposition	.3	\$115.00
Fee/Employment Applications	50.1	\$16,475.00
Subs - Fee/Employment Applications	37.5	\$13,532.50
Fee/Employment Objections	7.2	\$3,564.50

<sup>2</sup> Fee/Employment work performed during June accounted for over 53% of the total monthly fee billing.

<sup>3</sup> Increased rate charged in billing statement, but not referred to in the Billing Rates Summation for Chapter 11 and Stub Periods. See, Doc. No. 3782-5, Exhibit 5, p. 6 & Doc. No. 3782-4, p. 30.

<sup>4</sup> Increased rate charged in billing statement, but not referred to in the Billing Rates Summation for Chapter 11 and Stub Periods. See, Doc. No. 3782-5, Exhibit 5, p. 6 & Doc. No. 3782-4, p. 30.

<sup>5</sup> Increased rate charged in billing statement, but not referred to in the Billing Rates Summation for Chapter 11 and Stub Periods. See, Doc. No. 3782-5, Exhibit 5, p. 6 & Doc. No. 3782-4, p. 30.

Subs - Fee/Employment Objections	5.7	\$2,878.50
Relief From Stay	.2	\$88.00
Assumption/Rejection Leases	1.3	\$499.50
Subs - Assumption/Rejection Leases	1.6	\$335.00
Other Contested Matters	4.5	\$2,018.50
Subs - Other Contested Matters	8.9	\$4,282.50
Non-Working Travel	2.2 – Full Rate	\$1,089.00
Financing	1.2	\$528.00
Subs - Financing	2.8	\$522.50
Tax Issues	9.9	\$3,700.00
Subs - Tax Issues	1.6	\$801.00
Real Estate	3.4	\$1,345.00
Subs - Real Estate	.7	\$349.50
Claim Admin/Objections	3.2	\$1,352.00
Plan/Disclosure Statement	1.0	\$440.00
Subs - Plan/Disclosure Statement	84.2	\$34,826.50
General Bankruptcy Advice	.3	\$157.50
Subs - General Bankruptcy Advice	4.3	\$990.00
Restructuring	.4	\$198.00
Totals:	434.50	\$159,286.50

Nancy Rapoport 10/9/11 11:54 AM

**Comment [2]:** Dawn, 50% is the going rate for non-working travel.

It would appear that the bulk, if not all, of the work billed to the estate for the Period was for work performed related to these chapter 11 cases.

L&R states in the Application that 9.2 hours of work were performed at no charge during the Period; 3.5 of the hours were spent on “Fee/Employment Application” related work.

#### Final Amount Claimed by L&R as Due and Owing

The outstanding amount sought by L&R in the Application is conclusory, conflicting and requires detailed clarification to determine accuracy. In one instance, L&R claims that the “Final amount to Be Paid” equals \$122,727.53.<sup>6</sup> In another instance, L&R requests a contradictory amount as the “Grand Total Outstanding” in the amount of \$279,186.88.<sup>7</sup>

Nancy Rapoport 10/9/11 11:54 AM

**Comment [3]:** Dawn, let's discuss.

Further, L&R mentions that they discovered an “over-payment” in the amount of \$68,990.39.<sup>8</sup> However, they show an unpaid amount for the Second Interim Period in an amount equal to the “over-payment”.<sup>9</sup> Also, as discussed above, L&R makes no mention of their plans with the remaining amount held in trust.

Nancy Rapoport 10/9/11 11:54 AM

**Comment [4]:** Ditto.

<sup>6</sup> See, Doc. No. 3782, p. 2.

<sup>7</sup> See, Doc. No. 3782-5, p. 4, “Exhibit 4”

<sup>8</sup> See, Id. at fn. 5.

<sup>9</sup> See, Doc. No. 3782-5, p. 2, “Exhibit 3”

Accordingly, in order to determine an accurate net amount due and owing, I would request that L&R provide a simple-to-read breakdown of (1) all fees incurred per period, for all periods; (2) all expenses incurred per period, for all periods; (3) amount held in trust, and intended disposition; (4) all payments received per period, for all periods; and (5) all voluntary deductions taken/to be taken per period, for all periods. This report should follow the format as contained in Exhibit 4 of the Application, taking into consideration all of the above requested activity detail.

#### Fee and Expense Billing Concerns

##### **Fee Billing Concerns**

###### Non-working Travel

D. Cica billed the estate \$1,089.00 for 2.2 hours of non-working travel at her full rate of \$495.00 per hour. Common and acceptable billing practice for non-working travel is a billing rate equal to one-half of the professional's normal billing rate. Accordingly, L&R should reduce their reimbursement sought by \$544.50.

###### Review of Fee Examination Memos and Findings

D. Cica billed the estate 7.6 hours for work performed on "fee examiner memos and spreadsheets"; "fee examiner payment" (multiple); "fee examiner team payments"; "review notice of no objection to fee examiner and order expanding fee examiner duties"; "exchange email with Milbank re fee examiner"; research re scope of examiner concerns" and various other entries relating specifically to the review of the work performed by the fee examiners. Total billed expense to the estate: \$3,762.00.

###### Vague and Block Billed Entries

I have compiled all vague and block billed entries, and include the report with this memo as **Attachment 1**.

###### Potentially Excessive or Erroneous Billing Entries

On May 11, 2011, D. Cica billed the estate for a 6.0 hour billing entry.<sup>10</sup> The listed time components account for .5 of the total hours billed. However, the remaining 5.5 hours have no time component(s) noted, which Ms. Cica has billed the estate for a single entry labeled "various telephone calls with working group members." This single entry accounts for more time spent as compared to all other telephone and email related billing entries for the month combined.<sup>11</sup>

Nancy Rapoport 10/9/11 11:56 AM

**Comment [5]:** Dawn, just to help me understand: were these the hours spent helping me resolve either (1) the fee review team's pay issues or (2) questions re L&R's fees?

Nancy Rapoport 10/9/11 11:56 AM

**Comment [6]:** Dawn, just checking—was the 5.5 all short phone calls or does this entry need more of a breakdown?

<sup>10</sup> See, Doc. No. 3782-3, p. 18. This is one of multiple entries by D. Cica for this date.

<sup>11</sup> Excluding the referenced billing entry, Ms. Cica billed the estate a total of 2.1 hours for all other "telephone call" related billing entries, and 2.2 hours for all "email" related billing entries for May, 2011. This does not include the 1.5 hours spent emailing various parties regarding various "fee examiner" items.

**Expense Billing Concerns**

Overtime

L&R billed the estate for non-compensable overtime in the amount of \$46.93.

Vendor Expense – Phillip Sewell Mileage

L&R billed the estate a total of \$9.40 for mileage expense reimbursement for a vendor named Phillip Sewell.

Lewis &amp; Roca Final Fee Application Block/Vague Billing Report

Period Reviewed: "Stub" period; April - June 2011

Item Number	Date Item Entry	Personnel	Hours	Amount Billed	Items to Address
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**C. Jordan**

1	04/05/11	C. Jordan	0.4	\$24.00	Entire entry is block-billed. Please assign a separate time component for each task billed.
2	04/07/11	C. Jordan	0.5	\$30.00	Entire entry is block-billed. Please assign a separate time component for each task billed.
3	04/11/11	C. Jordan	0.6	\$36.00	Entire entry is block-billed. Please assign a separate time component for each task billed.
4	04/27/11	C. Jordan	0.3	\$18.00	Entire entry is block-billed. Please assign a separate time component for each task billed.
5	04/28/11	C. Jordan	0.3	\$18.00	Entire entry is block-billed. Please assign a separate time component for each task billed.
6	04/29/11	C. Jordan	0.8	\$48.00	Entire entry is block-billed. Please assign a separate time component for each task billed.
7	04/12/11	C. Jordan	0.4	\$24.00	Entire entry is block-billed. Please assign a separate time component for each task billed.
8	04/13/11	C. Jordan	2.3	\$138.00	Entire entry is block-billed. Please assign a separate time component for each task billed.
9	04/18/11	C. Jordan	0.6	\$36.00	Entire entry is block-billed. Please assign a separate time component for each task billed.
10	04/19/11	C. Jordan	0.8	\$48.00	Entire entry is block-billed. Please assign a separate time component for each task billed.
11	04/21/11	C. Jordan	0.4	\$24.00	Entire entry is block-billed. Please assign a separate time component for each task billed.
12	05/02/11	C. Jordan	0.4	\$24.00	Entire entry is block-billed. Please assign a separate time component for each task billed.
13	05/03/11	C. Jordan	0.2	\$12.00	Entire entry is block-billed. Please assign a separate time component for each task billed.
14	05/04/11	C. Jordan	0.6	\$36.00	Entire entry is block-billed. Please assign a separate time component for each task billed.
15	05/05/11	C. Jordan	0.2	\$12.00	Entire entry is block-billed. Please assign a separate time component for each task billed.
16	05/06/11	C. Jordan	0.3	\$18.00	Entire entry is block-billed. Please assign a separate time component for each task billed.
17	05/09/11	C. Jordan	0.8	\$48.00	Entire entry is block-billed. Please assign a separate time component for each task billed.
18	05/10/11	C. Jordan	1.0	\$60.00	Entire entry is block-billed. Please assign a separate time component for each task billed.
19	05/11/11	C. Jordan	0.5	\$30.00	Entire entry is block-billed. Please assign a separate time component for each task billed.
20	05/12/11	C. Jordan	0.6	\$36.00	Entire entry is block-billed. Please assign a separate time component for each task billed.
21	05/13/11	C. Jordan	0.8	\$48.00	Entire entry is block-billed. Please assign a separate time component for each task billed.
22	05/17/11	C. Jordan	0.8	\$48.00	Entire entry is block-billed. Please assign a separate time component for each task billed.
23	05/18/11	C. Jordan	0.8	\$48.00	Entire entry is block-billed. Please assign a separate time component for each task billed.
24	05/19/11	C. Jordan	0.4	\$24.00	Entire entry is block-billed. Please assign a separate time component for each task billed.
25	05/20/11	C. Jordan	0.6	\$36.00	Entire entry is block-billed. Please assign a separate time component for each task billed.
26	05/23/11	C. Jordan	0.7	\$42.00	Entire entry is block-billed. Please assign a separate time component for each task billed.
27	05/24/11	C. Jordan	0.8	\$48.00	Entire entry is block-billed. Please assign a separate time component for each task billed.
28	05/25/11	C. Jordan	0.7	\$42.00	Entire entry is block-billed. Please assign a separate time component for each task billed.
29	05/26/11	C. Jordan	0.7	\$42.00	Entire entry is block-billed. Please assign a separate time component for each task billed.
30	05/27/11	C. Jordan	0.5	\$30.00	Entire entry is block-billed. Please assign a separate time component for each task billed.
31	05/31/11	C. Jordan	1.0	\$60.00	Entire entry is block-billed. Please assign a separate time component for each task billed.

Total Hours Block Billed:

16.5

Total at Hourly Rate (\$60/hr):

\$990.00

\$ 990.00

**D. Cica**

1	04/01/11	D. Cica	0.5	\$247.50	Entire entry is block-billed. Please assign a separate time component for each task billed.
2	04/04/11	D. Cica	0.2	\$99.00	Entire entry is block-billed. Please assign a separate time component for each task billed.
3	04/04/11	D. Cica	0.3	\$148.50	Entire entry is block-billed. Please assign a separate time component for each task billed.
4	04/05/11	D. Cica	0.4	\$198.00	Entire entry is block-billed. Please assign a separate time component for each task billed.
5	04/05/11	D. Cica	0.3	\$148.50	Entire entry is block-billed. Please assign a separate time component for each task billed.
6	04/05/11	D. Cica	0.8	\$396.00	Entire entry is block-billed. Please assign a separate time component for each task billed.
7	04/05/11	D. Cica	0.3	\$148.50	Entire entry is block-billed. Please assign a separate time component for each task billed.
8	04/08/11	D. Cica	1.1	\$544.50	Entire entry is block-billed. Please assign a separate time component for each task billed.
9	04/08/11	D. Cica	0.6	\$297.00	Entire entry is block-billed. Please assign a separate time component for each task billed.
10	04/11/11	D. Cica	0.5	\$247.50	Entire entry is block-billed. Please assign a separate time component for each task billed.



Item Number	Date Item Entry	Personnel	Hours	Amount Billed	Items to Address
11	04/11/11	D. Cica	1.2	\$594.00	Entire entry is block-billed. Please assign a separate time component for each task billed.
12	04/12/11	D. Cica	0.4	<del>\$198.00</del>	<del>Entire entry is block-billed. Please assign a separate time component for each task billed.</del>
13	04/12/11	D. Cica	1.3	\$643.50	Entire entry is block-billed. Please assign a separate time component for each task billed.
14	04/14/11	D. Cica	7.1	\$3,514.50	Entire entry is block-billed. Please assign a separate time component for each task billed.
15	04/14/11	D. Cica	1.2	\$594.00	Entire entry is block-billed. Please assign a separate time component for each task billed.
16	05/11/11	D. Cica	5.5	\$2,722.50	Various telephone calls...; entry is block-billed and no time noted. Discussed in Memo.
17	05/17/11	D. Cica	0.5	\$247.50	Entire entry is block-billed. Please assign a separate time component for each task billed.
18	06/01/11	D. Cica	0.5	\$247.50	Entire entry is block-billed. Please assign a separate time component for each task billed.

Total Hours Block Billed:	20.8	
Total at Hourly Rate (\$495/hr):	\$10,296.00	\$10,296.00

**J. Moulian**

1	04/11/11	J. Moulian	2.0	\$310.00	Entire entry is block-billed. Please assign a separate time component for each task billed.
2	04/12/11	J. Moulian	2.0	\$310.00	Entire entry is block-billed. Please assign a separate time component for each task billed.
3	04/12/11	J. Moulian	8.0	\$1,240.00	Entire entry is block-billed. Please assign a separate time component for each task billed.
4	04/14/11	J. Moulian	3.0	\$465.00	Entire entry is block-billed. Please assign a separate time component for each task billed.
5	04/15/11	J. Moulian	2.0	\$310.00	Entire entry is block-billed. Please assign a separate time component for each task billed.
6	04/20/11	J. Moulian	0.8	\$124.00	Entire entry is block-billed. Please assign a separate time component for each task billed.
7	05/19/11	J. Moulian	0.3	<del>\$46.50</del>	<del>Entire entry is block-billed. Please assign a separate time component for each task billed.</del>
8	05/20/11	J. Moulian	1.0	\$155.00	Entire entry is block-billed. Please assign a separate time component for each task billed.
9	05/20/11	J. Moulian	0.5	\$77.50	Entire entry is block-billed. Please assign a separate time component for each task billed.
10	05/20/11	J. Moulian	0.5	\$77.50	Entire entry is block-billed. Please assign a separate time component for each task billed.
11	05/24/11	J. Moulian	4.5	\$697.50	Entry is vague.
12	05/31/11	J. Moulian	5.0	\$775.00	Entry is vague...which documents?
13	06/10/11	J. Moulian	1.0	\$155.00	Entire entry is block-billed. Please assign a separate time component for each task billed.

Total Hours Block Billed:	30.3	
Total at Hourly Rate (\$155/hr):	\$4,696.50	\$4,696.50

**M. Ruth**

1	04/01/11	M. Ruth	2.6	\$949.00	Entire entry is block-billed. Please assign a separate time component for each task billed.
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Total Hours Block Billed:	2.6	
Total at Hourly Rate (\$365/hr):	\$949.00	\$949.00

Total All Personnel:		\$16,931.50
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EXHIBIT L—MILBANK REVIEWS SINCE LAST REPORT

Objections sent on 7/13/11 (first interim fee application)	Amount in question	Recommended reduction
Block-billing	\$ 681,556.50	\$ 20,447.00
Expenses too high or non-compliant with Guidelines	\$ 1,550.31	\$ 775.16
<b>TOTAL FOR FIRST INTERIM FEES</b>	<b>\$ 683,106.81</b>	<b>\$ 21,222.16</b>

Objections sent on 7/13/11 (second interim fee application)	Amount in question	Recommended reduction
Time/cost of fee application itself too high (236.20 hours)	\$ 132,211.50	\$ 66,105.75
Block-billing	\$ 1,004,913.00	\$ 30,147.39
Expenses too high or non-compliant with Guidelines	\$ 34,936.75	\$ 17,468.38
<b>TOTAL FOR SECOND INTERIM FEES</b>	<b>\$ 1,172,061.25</b>	<b>\$ 113,721.52</b>

Objections sent on 7/20/11 (third interim fee application)	Amount in question	Recommended reduction
Time/cost of fee application too high (152.4 hours)	\$ 85,591.50	\$ 42,795.75
Block-billing	\$ 1,097,187.00	\$ 32,915.61
Expenses too high or non-compliant with Guidelines	\$ 40,010.84	\$ 20,005.42
<b>TOTAL FOR THIRD INTERIM FEES</b>	<b>\$ 1,222,789.34</b>	<b>\$ 95,716.78</b>

Objections sent on 7/25/11 (fourth interim fee application)	Amount in question	Recommended reduction
Time/cost of fee application too high (213.7 hours)	\$ 107,768.00	\$ 53,884.00
Block-billing	\$ 1,123,481.50	\$ 33,704.45
Expenses too high or non-compliant with Guidelines	\$ 13,787.76	\$ 6,893.88
<b>TOTAL FOR FOURTH INTERIM FEES</b>	<b>\$ 1,245,037.26</b>	<b>\$ 94,482.33</b>

Objections sent on 7/31/11 (fifth interim fee application)	Amount in question	Recommended reduction
Time/cost of fee application too high (163.30 hours)	\$ 95,670.50	\$ 47,835.25
Block-billing	\$ 1,225,807.00	\$ 36,774.21
Expenses too high or non-compliant with Guidelines	\$ 9,673.48	\$ 4,836.74
Hourly rate increases not justified (Mike will calculate)		
<b>TOTAL FOR FIFTH INTERIM FEES</b>		

Objections sent on 9/2/11 (stub period--4/1/11 to 6/17/11)		
Time/cost of fee application too high (177.1 hours)	\$ 94,536.50	\$ 47,268.25
Block-billing/vague entries	\$ 174,082.50	\$ 87,041.25
Billing of summer associate work product	\$ 24,132.00	\$ 24,132.00
Expenses too high or non-compliant with Guidelines	\$ 763.49	\$ 381.75
Travel not justified as working travel	\$ 32,323.75	\$ 16,161.88
<b>TOTAL FOR STUB PERIOD</b>	<b>\$ 325,838.24</b>	<b>\$ 174,985.12</b>

<b>TOTAL ACROSS ALL PERIODS</b>	<b>\$ 4,648,832.90</b>	<b>\$ 500,127.90</b>
<b>TOTAL OF FEES AND EXPENSES ACROSS ALL PERIODS</b>	<b>\$ 5,148,960.80</b>	

## MEMORANDUM

To: Nancy Rapoport  
 From: Michael Hazen  
 Date: July 30, 2011  
 Re: Station Casinos BK; Milbank Fee and Expense Billing  
 Fifth Interim Fee and Expense Application; December 1, 2010 – March 31, 2011

Milbank, Tweed, Hadley & McCloy, Reorganization Counsel

Milbank, Tweed, Hadley & McCloy, LLP (“Milbank”) applied to the Court on August 13, 2009 seeking retention and appointment as reorganization counsel for Station Casinos, Inc., and its affiliated debtors and debtors in possession [Docket No. 110] (collectively, the “Debtors”).<sup>1</sup> The Court authorized Milbank as bankruptcy counsel pursuant to its Order entered on September 18, 2009 [Docket No. 329]. The Court has also authorized payment to Milbank for services rendered and fees, costs and expenses incurred on behalf of debtor FCP PropCo, LLC [Docket No. 295] (“PropCo”).

This memo reviews the reimbursable fees and expenses sought by Milbank for the Fifth Interim Billing period: December 1, 2010 – March 31, 2011 (the “Period”). Milbank seeks reimbursement pursuant 11 U.S.C. §§ 105(a) and 331, and Fed. R. Bankr. P. 2016. On May 31, 2011 (“Application Date”), Milbank filed the Fifth Interim Application [Docket No. 3311] (“Application”). Milbank seeks a total reimbursement for all work performed during the Period in the amount of \$5,352,878.93, which represents \$5,197,251.00 for professional services rendered and \$155,627.93 for expenses incurred. These total amounts sought by Milbank are broken down below.

During the Period, Milbank performed services for the Debtors and seeks reimbursement for services performed in the amount of \$4,055,867.58, which represents \$3,915,260.25 for professional services rendered and \$140,607.33 for expenses incurred.

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<sup>1</sup> The debtors in these jointly administered chapter 11 cases are: (i) Station Casinos, Inc.; Northern NV Acquisitions, LLC; Reno Land Holdings, LLC; River Central, LLC; Tropicana Station, LLC; FCP Holding, Inc.; FCP Voteco, LLC; Fertitta Partners LLC; FCP MezzCo Parent, LLC; FCP MezzCo Parent Sub, LLC; FCP MezzCo Borrower VII, LLC; FCP MezzCo Borrower VI, LLC; FCP MezzCo Borrower V, LLC; FCP MezzCo Borrower IV, LLC; FCP MezzCo Borrower III, LLC; FCP MezzCo Borrower II, LLC; FCP MezzCo Borrower I, LLC and FCP PropCo, LLC, (ii) Auburn Development, LLC; Boulder Station, Inc.; Centerline Holdings, LLC; Charleston Station, LLC; CV HoldCo, LLC; Durango Station, Inc.; Fiesta Station, Inc.; Fresno Land Acquisitions, LLC; Gold Rush Station, LLC; Green Valley Station, Inc.; GV Ranch Station, Inc.; Inspirada Station, LLC; Lake Mead Station, Inc.; LML Station, LLC; Magic Star Station, LLC; Palace Station Hotel & Casinos, Inc.; Past Enterprises, Inc.; Rancho Station, LLC; Santa Fe Station, Inc.; SC Durango Development LLC; Sonoma Land Holdings, LLC; Station Holdings, Inc.; STN Aviation, Inc.; Sunset Station, Inc.; Texas Station, LLC; Town Center Station, LLC; Tropicana Acquisitions, LLC; and Vista Holdings, LLC, (iii) Aliante Gaming, LLC, Aliante Holding, LLC, and Aliante Station, LLC, and (iv) Green Valley Ranch Gaming, LLC.

During the Period, Milbank also performed services for PropCo. Milbank seeks reimbursement in the amount of \$563,029.18, which represents \$552,356.00 for professional services rendered and \$10,673.18 for expenses incurred.

During the Period, Milbank also performed services for Green Valley Ranch Station, Inc. (“GVR”). Milbank incurred additional fees and expenses in connection with representation of GVR during the Period in the amount of \$887,026.12, which represents \$877,009.00 for professional services rendered and \$10,017.12 for expenses incurred.

Milbank billed the estate 163.30 hours for “Fee/Employment Applications”, in the amount of \$95,670.50.

Nancy Rapoport 7/31/11 6:12 PM

Comment [1]: Tom, why so high?

#### Milbank’s Fifth Interim Fee and Expense Application

1. Who were the main professionals working on this month’s issues? How much time (hours and dollars) did they spend working on the issues? What types of issues? Break down BK and non-BK specific work.

Milbank provides this information as exhibits to the Application [Docket No. 3311-1]:

- Exhibit 1: Summary of Fifth Interim Fee Period Monthly Statements
- Exhibit 2: Summary of Professionals, hourly rates, hours worked and total amounts billed
- Exhibit 3: Summary of Total Fees by Category – Debtors
- Exhibit 4: Summary of Total Fees by Category – FCP PropCo, LLC
- Exhibit 5: Summary of Total Fees by Category – GV Ranch Station, LLC
- Exhibit 6: Summary of Total Expenses – Debtors
- Exhibit 7: Summary of Total Expenses – FCP PropCo, LLC
- Exhibit 8: Summary of Total Expenses – GV Ranch Station, LLC

Adam Bagley, Associate, billed the estate the greatest number of hours across all Milbank employees – 474.9 hours at \$605.00/hr. (\$277,860.00); Paul Aronzon, Partner, billed the second greatest number of hours – 469.4 at \$1,095.00/hr. (\$509,299.50); Fred Neufeld, Associate, billed the third greatest number of hours – 455.65 at \$715.00/hr. (\$323,755.75). The blended average hourly rate for all Milbank personnel for all work performed during the Period is \$731.20.

It would appear that the bulk, if not all, of the work billed to the estate for the period was for work performed related to these chapter 11 cases.

2. Did the bill “write off” any time/expenses as being too expensive or otherwise unreasonable?

Milbank states that it did not charge the estate for personnel who billed fifteen (15) hours or fewer during the Period, resulting in a reduction of the total fees sought in the amount of \$145,449.50. See, Docket No. 3311, pg. 9, ¶ 23. Milbank provides no backup to verify this stated reduction.

Additionally, Milbank has reduced the amount sought by \$5,669.70 for the value of non-economy air travel during the Period. See id., pg. 15, ¶ 29.

3. Do fees and expenses (a) comply with the UST guidelines; and (b) are any of them unreasonable?

I have compiled my concerns regarding certain Debtor, PropCo and GVR fee billing entries and include them with this memo as **Attachment 1**. Concerns with certain Debtor, PropCo and GVR expense billing entries are included as **Attachment 2**.

### Fee Billing Concerns

#### Block billing

Breaking down work into individual tasks was difficult to do for multiple Milbank personnel, as they often block-billed their time entries. I have compiled all block-billing entries and separated by individual personnel, with each line-item entry detailing total hours billed and associated billing amount. This accounting is included as **Attachment 3**.

#### Annual Hourly Fee Increases

Milbank has on two occasions increased its hourly rates billed to the estate – 2d. Interim Period (December 2009 – March 2010) and the current Period (December 2010 – March 2011). Milbank references this as a “firm-wide increase” in the Application [Docket No. 3311, pg. 19, ¶ 32], stating that lower 2010 rates apply for the hours billed in 2010, and the new, higher hourly rates were applied only for hours billed in 2011. Hours are in total and not broken down by 2010 and 2011 [Docket No. 3311-1, pgs. 6-7], and therefore not clear whether the appropriate billing rates were applied in all instances.

Further, there does not seem to be any consistency or continuity with the different percentage increases across Milbank personnel. My calculations show apparently disparate increases, ranging from 2% to 22.22%. I have provided a sampling of these increases with this memo as **Attachment 4**.

I would request that Milbank discuss, among other things, whether or not these increases are (1) warranted; (2) sanctioned by the Court; and (3) on par with the increases Milbank applied to all of their other clients.

### Expense Billing Concerns

#### Wireless Phone Charges

Milbank has billed the estate for multiple cellular phone bills. It is not specified whether these are business or personal phone charges being reimbursed. Also, Mr. Aronzon has again apparently double billed the estate for multiple wireless charges. All wireless telephone expense billing concerns are listed and itemized in **Attachment 2**.

Nancy Rapoport 7/31/11 6:16 PM

**Comment [2]:** See spreadsheets labeled “fees” and “block-billing.”

Nancy Rapoport 7/31/11 6:16 PM

**Comment [3]:** See spreadsheet labeled “expenses.”

Nancy Rapoport 7/31/11 6:17 PM

**Comment [4]:** That’s the “block-billing” spreadsheet.

Nancy Rapoport 7/31/11 6:19 PM

**Comment [5]:** Tom, I’ll also need to get a statement from you confirming that these rates went up across the board, including non-bankruptcy rates, at the same amount.

Nancy Rapoport 7/31/11 6:20 PM

**Comment [6]:** Tom, can you please provide me with the rationale for the various billers’ percentage increases? What was the rubric you used?

Travel Expenses

Milbank personnel billed the estate on several occasions for apparently excessive travel expenses. As discussed above, Milbank has voluntarily reduced its billing for the value of non-economy air travel. However, determining reasonableness of the remaining travel charges is impossible because Milbank does not delineate its expenses. Accordingly, I would request that Milbank provide a breakdown of these charges so that reasonableness may be determined. All travel expense billing concerns are listed and itemized in Attachment 2.



Milbank: Fifth Interim Period Fee Concerns  
 Period Reviewed: December 2010 - March 2011

Item Number	Date Item Entry	Personnel	Total Hours	Items to Address
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#### Asset Disposition

1	12/03/10	T. Kreller	2.0	Entire entry is block-billed. Please assign a separate time component for each task billed.
2	01/03/10	J. Gurule	4.7	Motion regarding setting....entry is block-billed. Please assign a separate time component for each task billed.
3	01/05/11	R. Shenfeld	2.5	Entire entry is block-billed. Please assign a separate time component for each task billed.
4	01/10/11	T. Kreller	1.0	Entire entry is block-billed. Please assign a separate time component for each task billed.
5	01/19/11	T. Kreller	1.0	Call and correspondence....: entry is block-billed. Please assign a separate time component for each task billed.
6	01/31/11	B. Mertens	1.1	Entire entry is block-billed. Please assign a separate time component for each task billed.
7	02/11/11	R. Shenfeld	0.4	Telephone call with....: entry is block-billed. Please assign a separate time component for each task billed.
8	02/18/11	J. Gurule	2.6	Analysis and comments to....: entry is block-billed. Please assign a separate time component for each task billed.
9	02/23/11	T. Kreller	1.0	Entire entry is block-billed. Please assign a separate time component for each task billed.
10	02/25/11	R. Shenfeld	1.7	Office conferences....: entry is block-billed. Please assign a separate time component for each task billed.
11	02/25/11	R. Shenfeld	1.5	Prepare open matters....:entry is block-billed. Please assign a separate time component for each task billed.
12	02/27/11	R. Shenfeld	1.3	Review and revise....: entry is block-billed. Please assign a separate time component for each task billed.
13	03/02/11	R. Shenfeld	1.0	Various emails....: entry is block-billed. Please assign a separate time component for each task billed.
14	03/02/11	R. Shenfeld	1.0	Office conferences....: entry is block-billed. Please assign a separate time component for each task billed.
15	03/03/11	T. Kreller	2.0	Call and correspondence....: entry is block-billed. Please assign a separate time component for each task billed.
16	03/03/11	R. Shenfeld	4.0	Review, revise and re-draft....: entry is block-billed. Please assign a separate time component for each task billed.
17	03/04/11	R. Shenfeld	4.5	Review and revise....: entry is block-billed. Please assign a separate time component for each task billed.
18	03/04/11	R. Shenfeld	1.5	Various conference calls....: entry is block-billed. Please assign a separate time component for each task billed.
19	03/04/11	R. Shenfeld	2.0	Telephone call with....: entry is block-billed. Please assign a separate time component for each task billed.
20	03/08/11	R. Shenfeld	0.7	Various emails....: entry is block-billed. Please assign a separate time component for each task billed.
21	03/08/11	R. Shenfeld	1.0	Prepare for and participate....: entry is block-billed. Please assign a separate time component for each task billed.
22	03/08/11	R. Shenfeld	1.0	Prepare for and participate....: entry is block-billed. Please assign a separate time component for each task billed.
23	03/08/11	R. Shenfeld	4.0	Entire entry is block-billed. Please assign a separate time component for each task billed.

Item Number	Date Item Entry	Personnel	Total Hours	Items to Address
24	03/09/11	R. Shenfeld	1.0	Review and revise....: entry is block-billed. Please assign a separate time component for each task billed.
25	03/09/11	R. Shenfeld	0.5	Prepare for and participate....: entry is block-billed. Please assign a separate time component for each task billed.
26	03/09/11	R. Shenfeld	3.0	Revise documents....: entry is block-billed. Please assign a separate time component for each task billed.
27	03/10/11	T. Kreller	1.0	Calls and correspondence....: entry is block-billed. Please assign a separate time component for each task billed.
28	03/11/11	J. Gurule	6.3	Entire entry is block-billed. Please assign a separate time component for each task billed.
29	03/11/11	D. Ruosch	1.0	Entire entry is block-billed. Please assign a separate time component for each task billed.
30	03/14/11	F. Neufeld	1.5	Calls and conferences....: entry is block-billed. Please assign a separate time component for each task billed.
30	03/15/11	T. Kreller	1.0	Calls and correspondence....: entry is block-billed. Please assign a separate time component for each task billed.
31	03/15/11	F. Neufeld	1.1	Calls and conferences....: entry is block-billed. Please assign a separate time component for each task billed.
32	03/17/11	F. Neufeld	1.0	Calls and conferences....: entry is block-billed. Please assign a separate time component for each task billed.
33	03/17/11	R. Shenfeld	2.0	Office conferences....: entry is block-billed. Please assign a separate time component for each task billed.
34	03/17/11	R. Shenfeld	0.6	Telephone calls with....: entry is block-billed. Please assign a separate time component for each task billed.
35	03/17/11	R. Shenfeld	1.0	Various emails....: entry is block-billed. Please assign a separate time component for each task billed.
36	03/18/11	T. Kreller	1.5	Calls and correspondence....: entry is block-billed. Please assign a separate time component for each task billed.
37	03/18/11	F. Neufeld	1.5	Calls and conferences....: entry is block-billed. Please assign a separate time component for each task billed.
38	03/18/11	R. Shenfeld	1.0	Office conferences....: entry is block-billed. Please assign a separate time component for each task billed.
39	03/18/11	R. Shenfeld	0.3	Office conferences....: entry is block-billed. Please assign a separate time component for each task billed.
40	03/18/11	R. Shenfeld	1.0	Various emails....: entry is block-billed. Please assign a separate time component for each task billed.
41	03/19/11	J. Gurule	1.0	Correspondence re description....: entry is block-billed. Please assign a separate time component for each task billed.
42	03/19/11	R. Shenfeld	1.0	Emails to Kcc....: entry is block-billed. Please assign a separate time component for each task billed.
43	03/20/11	R. Shenfeld	2.0	Various emails....: entry is block-billed. Please assign a separate time component for each task billed.
44	03/20/11	R. Shenfeld	2.0	Office conferences....: entry is block-billed. Please assign a separate time component for each task billed.
45	03/21/11	F. Dusastre-Martinez	2.5	Reviewed KCC ballot....: entry is block-billed. Please assign a separate time component for each task billed.
46	03/21/11	J. Gurule	6.9	Incorporate final comments....: entry is block-billed. Please assign a separate time component for each task billed.
47	03/21/11	B. Mertens	0.8	Numerous emails re....: entry is block-billed. Please assign a separate time component for each task billed.
48	03/21/11	F. Neufeld	2.1	Entire entry is block-billed. Please assign a separate time component for each task billed.

Item Number	Date Item Entry	Personnel	Total Hours	Items to Address
49	03/22/11	J. Gurule	2.0	Detailed analysis of....: entry is block-billed. Please assign a separate time component for each task billed.
50	03/22/11	D. Isenberg	4.5	Entire entry is block-billed. Please assign a separate time component for each task billed.
51	03/22/11	T. Kreller	1.0	Calls and correspondence....: entry is block-billed. Please assign a separate time component for each task billed.
52	03/22/11	R. Shenfeld	1.5	Prepare for and attend....: entry is block-billed. Please assign a separate time component for each task billed.
53	03/23/11	J. Gurule	3.4	Correspondence and further....: entry is block-billed. Please assign a separate time component for each task billed.
54	03/23/11	F. Neufeld	1.5	Several calls and conferences....: entry is block-billed. Please assign a separate time component for each task billed.
55	03/24/11	J. Gurule	1.5	Correspondence and drafting....: entry is block-billed. Please assign a separate time component for each task billed.
56	03/24/11	J. Gurule	5.3	Extensive re-writing....: entry is block-billed. Please assign a separate time component for each task billed.
57	03/27/11	J. Gurule	2.0	Draft revisions....: entry is block-billed. Please assign a separate time component for each task billed.
58	03/28/11	J. Gurule	1.0	Review and revise....: entry is block-billed. Please assign a separate time component for each task billed.
59	03/28/11	J. Gurule	2.0	Prepare for t/c....: entry is block-billed. Please assign a separate time component for each task billed.
60	03/01/11	R. Shenfeld	2.0	Prepare for and participate....: entry is block-billed. Please assign a separate time component for each task billed.
61	03/29/11	J. Gurule	9.5	Extensive revisions to....: entry is block-billed. Please assign a separate time component for each task billed.
62	03/29/11	F. Neufeld	2.7	Cash management motion....: entry is block-billed. Please assign a separate time component for each task billed.
63	03/29/11	R. Shenfeld	1.5	Entire entry is block-billed. Please assign a separate time component for each task billed.
64	03/29/11	R. Shenfeld	6.0	First day motions....: entry is block-billed. Please assign a separate time component for each task billed.
65	03/30/11	J. Gurule	1.2	Preparations for call....: entry is block-billed. Please assign a separate time component for each task billed.
66	03/30/11	F. Neufeld	4.5	Edit and revise several....: entry is block-billed. Please assign a separate time component for each task billed.
67	03/30/11	R. Shenfeld	6.0	Further review and revisions....: entry is block-billed. Please assign a separate time component for each task billed.
68	03/30/11	R. Shenfeld	1.0	Telephone call with....: entry is block-billed. Please assign a separate time component for each task billed.
69	03/30/11	R. Shenfeld	0.6	review and respond to....: entry is block-billed. Please assign a separate time component for each task billed.
70	03/31/11	R. Shenfeld	1.5	review and respond to....: entry is block-billed. Please assign a separate time component for each task billed.

**Business Analysis and Operations**

71	02/09/11	M. Goulding	4.3	Entire entry is block-billed. Please assign a separate time component for each task billed.
72	03/28/11	M. Goulding	3.4	Entire entry is block-billed. Please assign a separate time component for each task billed.

Item Number	Date Item Entry	Personnel	Total Hours	Items to Address
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**Case Administration**

73	01/27/11	B. Mertens	1.8	Emails and coordination....: entry is block-billed. Please assign a separate time component for each task billed.
74	02/04/11	B. Mertens	1.8	Entire entry is block-billed. Please assign a separate time component for each task billed.
75	02/16/11	B. Mertens	2.0	Entire entry is block-billed. Please assign a separate time component for each task billed.

**Fee/Employment Applications**

76	12/02/10	B. Mertens	0.8	Entire entry is block-billed. Please assign a separate time component for each task billed.
77	12/08/10	B. Mertens	1.2	Entire entry is block-billed. Please assign a separate time component for each task billed.
78	01/04/11	B. Mertens	6.0	Entire entry is block-billed. Please assign a separate time component for each task billed.
79	02/14/11	B. Mertens	0.8	Entire entry is block-billed. Please assign a separate time component for each task billed.

**Financing**

80	12/03/10	D. Isenberg	1.2	Entire entry is block-billed. Please assign a separate time component for each task billed.
81	03/07/11	D. Isenberg	1.0	Entire entry is block-billed. Please assign a separate time component for each task billed.
82	03/09/11	D. Isenberg	1.5	Entire entry is block-billed. Please assign a separate time component for each task billed.

**Litigation**

83	01/04/11	G. Weaver	2.5	Reply in support....: entry is block-billed. Please assign a separate time component for each task billed.
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**Plan and Disclosure Statement**

84	12/01/10	P. Aronzon	1.3	Work on plan implementation....:entry is block-billed. Please assign a separate time component for each task billed.
85	12/01/10	A. Bagley	1.8	Draft and review....: entry is block-billed. Please assign a separate time component for each task billed.
86	12/01/10	A. Bagley	1.4	Draft and revise....: entry is block-billed. Please assign a separate time component for each task billed.
87	12/01/10	A. Moses	4.1	Entire entry is block-billed. Please assign a separate time component for each task billed.
88	12/02/10	P. Aronzon	1.0	Work on plan implementation....:entry is block-billed. Please assign a separate time component for each task billed.
89	12/02/10	A. Bagley	1.6	Draft and revise....: entry is block-billed. Please assign a separate time component for each task billed.
90	12/02/10	A. Bagley	1.0	Draft and revise....: entry is block-billed. Please assign a separate time component for each task billed.
91	12/02/10	A. Moses	0.5	Conference calls with working....: entry is block-billed. Please assign a separate time component for each task billed.
92	12/03/10	A. Moses	1.3	Work on plan implementation....:entry is block-billed. Please assign a separate time component for each task billed.
93	12/03/10	A. Moses	0.5	Conference calls with working....: entry is block-billed. Please assign a separate time component for each task billed.
94	12/03/10	A. Moses	1.0	Correspondence with....: entry is block-billed. Please assign a separate time component for each task billed.

Item Number	Date Item Entry	Personnel	Total Hours	Items to Address
95	12/04/10	P. Aronzon	1.1	Work on plan implementation....entry is block-billed. Please assign a separate time component for each task billed.
96	12/06/10	P. Aronzon	1.2	Work on plan implementation....entry is block-billed. Please assign a separate time component for each task billed.
97	12/06/10	A. Bagley	0.8	Draft and revise....: entry is block-billed. Please assign a separate time component for each task billed.
98	12/07/10	P. Aronzon	1.6	Work on plan implementation....entry is block-billed. Please assign a separate time component for each task billed.
99	12/07/10	A. Moses	1.5	Reviewed draft....entry is block-billed. Please assign a separate time component for each task billed.
100	12/07/10	A. Moses	0.4	Call and correspondence....: entry is block-billed. Please assign a separate time component for each task billed.
101	12/08/10	P. Aronzon	1.5	Work on plan implementation....entry is block-billed. Please assign a separate time component for each task billed.
102	12/09/10	P. Aronzon	1.8	Work on plan implementation....entry is block-billed. Please assign a separate time component for each task billed.
103	12/09/10	B. Goldblatt	0.8	Emails and telephone....: entry is block-billed. Please assign a separate time component for each task billed.
104	12/09/10	F. Neufeld	1.4	Entire entry is block-billed. Please assign a separate time component for each task billed.
105	12/10/10	P. Aronzon	3.0	Work on plan implementation....entry is block-billed. Please assign a separate time component for each task billed.
106	12/10/10	F. Neufeld	4.8	Entire entry is block-billed. Please assign a separate time component for each task billed.
107	12/11/10	P. Aronzon	1.6	Entire entry is block-billed. Please assign a separate time component for each task billed.
108	12/11/10	A. Bagley	1.4	Entire entry is block-billed. Please assign a separate time component for each task billed.
109	12/13/10	P. Aronzon	1.1	Entire entry is block-billed. Please assign a separate time component for each task billed.
110	12/13/10	B. Mertens	0.8	Entire entry is block-billed. Please assign a separate time component for each task billed.
111	12/13/10	F. Neufeld	1.8	Entire entry is block-billed. Please assign a separate time component for each task billed.
112	12/14/10	P. Aronzon	2.2	Work on plan implementation....entry is block-billed. Please assign a separate time component for each task billed.
113	12/14/10	A. Moses	1.0	Conference calls and meetings....: entry is block-billed. Please assign a separate time component for each task billed.
114	12/14/10	A. Moses	0.3	Conference calls and correspondence....: entry is block-billed. Please assign a separate time component for each task billed.
115	12/15/10	P. Aronzon	2.0	Work on plan implementation....entry is block-billed. Please assign a separate time component for each task billed.
116	12/15/10	A. Moses	1.5	Entire entry is block-billed. Please assign a separate time component for each task billed.
117	12/16/10	P. Aronzon	2.3	Work on plan implementation....entry is block-billed. Please assign a separate time component for each task billed.
118	12/16/10	A. Bagley	1.2	Draft and revise....: entry is block-billed. Please assign a separate time component for each task billed.
119	12/17/10	P. Aronzon	2.6	Work on plan implementation....entry is block-billed. Please assign a separate time component for each task billed.
120	12/20/10	P. Aronzon	0.5	Work on plan implementation....entry is block-billed. Please assign a separate time component for each task billed.
121	12/20/10	C. Bloom	0.5	Review of Tropicana....: entry is block-billed. Please assign a separate time component for each task billed.
122	12/20/10	B. Goldblatt	1.5	Entire entry is block-billed. Please assign a separate time component for each task billed.
123	12/21/10	B. Goldblatt	0.5	Entire entry is block-billed. Please assign a separate time component for each task billed.

Item Number	Date Item Entry	Personnel	Total Hours	Items to Address
124	12/21/10	A. Moses	1.5	Entire entry is block-billed. Please assign a separate time component for each task billed.
125	12/22/10	B. Goldblatt	1.4	Entire entry is block-billed. Please assign a separate time component for each task billed.
126	12/22/10	A. Moses	2.9	Entire entry is block-billed. Please assign a separate time component for each task billed.
127	12/23/10	P. Aronzon	1.0	Work on plan implementation....entry is block-billed. Please assign a separate time component for each task billed.
128	12/23/10	B. Goldblatt	1.4	Entire entry is block-billed. Please assign a separate time component for each task billed.
129	12/23/10	A. Moses	2.5	Entire entry is block-billed. Please assign a separate time component for each task billed.
130	12/27/10	A. Moses	3.8	Entire entry is block-billed. Please assign a separate time component for each task billed.
131	12/28/10	P. Aronzon	1.5	Work on plan implementation....entry is block-billed. Please assign a separate time component for each task billed.
132	12/28/10	B. Goldblatt	0.8	Entire entry is block-billed. Please assign a separate time component for each task billed.
133	12/28/10	A. Moses	0.5	Conference calls.... entry is block-billed. Please assign a separate time component for each task billed.
134	12/28/10	A. Moses	0.5	Correspondence with.... entry is block-billed. Please assign a separate time component for each task billed.
135	12/29/10	P. Aronzon	1.8	Work on plan implementation....entry is block-billed. Please assign a separate time component for each task billed.
136	12/29/10	A. Moses	0.5	Reviewed and analyzed.... entry is block-billed. Please assign a separate time component for each task billed.
137	12/29/10	F. Neufeld	1.5	Entire entry is block-billed. Please assign a separate time component for each task billed.
138	12/30/10	P. Aronzon	1.0	Work on plan implementation....entry is block-billed. Please assign a separate time component for each task billed.
139	01/03/11	P. Aronzon	1.2	Work on plan implementation....entry is block-billed. Please assign a separate time component for each task billed.
140	01/03/11	A. Moses	0.5	Entire entry is block-billed. Please assign a separate time component for each task billed.
141	01/03/11	F. Neufeld	1.0	Numerous calls and correspondence.... entry is block-billed. Please assign a separate time component for each task billed.
142	01/03/11	R. Shenfeld	1.0	Office conferences.... entry is block-billed. Please assign a separate time component for each task billed.
143	01/04/11	P. Aronzon	1.7	Work on plan implementation....entry is block-billed. Please assign a separate time component for each task billed.
144	01/04/11	A. Bloom	2.4	Prepare for and attend.... entry is block-billed. Please assign a separate time component for each task billed.
145	01/04/11	B. Mertens	5.1	Research and discussions.... entry is block-billed. Please assign a separate time component for each task billed.
146	01/04/11	A. Moses	1.1	Analysis of various.... entry is block-billed. Please assign a separate time component for each task billed.
147	01/04/11	D. Perry	1.4	Entire entry is block-billed. Please assign a separate time component for each task billed.
148	01/05/11	P. Aronzon	1.0	Work on plan implementation....entry is block-billed. Please assign a separate time component for each task billed.
149	01/05/11	B. Goldblatt	1.8	Telephone conferences.... entry is block-billed. Please assign a separate time component for each task billed.
150	01/05/11	B. Mertens	1.0	Conferences with A. Bloom.... entry is block-billed. Please assign a separate time component for each task billed.
151	01/05/11	F. Neufeld	2.0	Continuing calls and correspondence.... entry is block-billed. Please assign a separate time component for each task billed.



Item Number	Date Item Entry	Personnel	Total Hours	Items to Address
152	01/06/11	P. Aronzon	0.5	Work on plan implementation....entry is block-billed. Please assign a separate time component for each task billed.
153	01/06/11	F. Neufeld	2.2	Numerous calls and correspondence.... entry is block-billed. Please assign a separate time component for each task billed.
154	01/07/11	P. Aronzon	1.5	Work on plan implementation....entry is block-billed. Please assign a separate time component for each task billed.
155	01/07/11	A. Bloom	1.0	Prepare for and attend.... entry is block-billed. Please assign a separate time component for each task billed.
156	01/07/11	A. Moses	1.0	Conference calls with working.... entry is block-billed. Please assign a separate time component for each task billed.
157	01/07/11	F. Neufeld	1.0	Calls with commonwealth.... entry is block-billed. Please assign a separate time component for each task billed.
158	01/08/11	P. Aronzon	1.7	Work on plan implementation....entry is block-billed. Please assign a separate time component for each task billed.
159	01/10/11	P. Aronzon	1.7	Work on plan implementation....entry is block-billed. Please assign a separate time component for each task billed.
160	01/10/11	B. Goldblatt	1.3	Telephone conferences.... entry is block-billed. Please assign a separate time component for each task billed.
161	01/10/11	A. Moses	1.3	Conference calls.... entry is block-billed. Please assign a separate time component for each task billed.
162	01/10/11	F. Neufeld	2.5	Entire entry is block-billed. Please assign a separate time component for each task billed.
163	01/11/11	B. Goldblatt	0.6	Emails and telephone.... entry is block-billed. Please assign a separate time component for each task billed.
164	01/11/11	A. Moses	2.6	Entire entry is block-billed. Please assign a separate time component for each task billed.
165	01/11/11	F. Neufeld	3.0	Entire entry is block-billed. Please assign a separate time component for each task billed.
166	01/12/11	P. Aronzon	2.0	Work on plan implementation....entry is block-billed. Please assign a separate time component for each task billed.
167	01/12/11	B. Goldblatt	5.2	Entire entry is block-billed. Please assign a separate time component for each task billed.
168	01/12/11	A. Moses	2.3	Entire entry is block-billed. Please assign a separate time component for each task billed.
169	01/12/11	F. Neufeld	3.5	Entire entry is block-billed. Please assign a separate time component for each task billed.
170	01/13/11	P. Aronzon	1.3	Work on plan implementation....entry is block-billed. Please assign a separate time component for each task billed.
171	01/13/11	F. Neufeld	2.0	Entire entry is block-billed. Please assign a separate time component for each task billed.
172	01/14/11	P. Aronzon	1.2	Work on plan implementation....entry is block-billed. Please assign a separate time component for each task billed.
173	01/14/11	B. Goldblatt	1.9	Entire entry is block-billed. Please assign a separate time component for each task billed.
174	01/14/11	A. Moses	2.0	Entire entry is block-billed. Please assign a separate time component for each task billed.
175	01/14/11	F. Neufeld	2.5	Entire entry is block-billed. Please assign a separate time component for each task billed.
176	01/15/11	P. Aronzon	1.2	Work on plan implementation....entry is block-billed. Please assign a separate time component for each task billed.
177	01/17/11	P. Aronzon	2.2	Work on plan implementation....entry is block-billed. Please assign a separate time component for each task billed.
178	01/18/11	P. Aronzon	1.3	Work on plan implementation....entry is block-billed. Please assign a separate time component for each task billed.
179	01/18/11	A. Moses	3.8	Entire entry is block-billed. Please assign a separate time component for each task billed.

Item Number	Date Item Entry	Personnel	Total Hours	Items to Address
180	01/18/11	F. Neufeld	1.0	Numerous calls with commonwealth....: entry is block-billed. Please assign a separate time component for each task billed.
181	01/19/11	P. Aronzon	1.2	Work on plan implementation....:entry is block-billed. Please assign a separate time component for each task billed.
182	01/19/11	A. Moses	1.0	Attention to various issues....: entry is block-billed. Please assign a separate time component for each task billed.
183	01/19/11	A. Moses	2.3	Conference calls with working....: entry is block-billed. Please assign a separate time component for each task billed.
184	01/19/11	A. Moses	0.3	Correspondence with....: entry is block-billed. Please assign a separate time component for each task billed.
185	01/19/11	F. Neufeld	2.7	Entire entry is block-billed. Please assign a separate time component for each task billed.
186	01/20/11	P. Aronzon	1.7	Work on plan implementation....:entry is block-billed. Please assign a separate time component for each task billed.
187	01/20/11	A. Moses	4.4	Conference calls and correspondence....: entry is block-billed. Please assign a separate time component for each task billed.
188	01/21/11	P. Aronzon	1.0	Work on plan implementation....:entry is block-billed. Please assign a separate time component for each task billed.
189	01/21/11	B. Goldblatt	2.9	Entire entry is block-billed. Please assign a separate time component for each task billed.
190	01/21/11	A. Moses	1.9	Conference calls and correspondence....: entry is block-billed. Please assign a separate time component for each task billed.
191	01/23/11	P. Aronzon	0.5	Work on plan implementation....:entry is block-billed. Please assign a separate time component for each task billed.
192	01/23/11	F. Neufeld	3.5	Entire entry is block-billed. Please assign a separate time component for each task billed.
193	01/24/11	P. Aronzon	1.8	Work on plan implementation....:entry is block-billed. Please assign a separate time component for each task billed.
194	01/24/11	A. Moses	0.8	Correspondence with....: entry is block-billed. Please assign a separate time component for each task billed.
195	01/24/11	A. Moses	0.5	Conference calls with working....: entry is block-billed. Please assign a separate time component for each task billed.
196	01/25/11	P. Aronzon	2.2	Work on plan implementation....:entry is block-billed. Please assign a separate time component for each task billed.
197	01/25/11	B. Goldblatt	0.7	Entire entry is block-billed. Please assign a separate time component for each task billed.
198	01/26/11	P. Aronzon	2.5	Work on plan implementation....:entry is block-billed. Please assign a separate time component for each task billed.
199	01/26/11	A. Moses	1.0	Correspondence with....: entry is block-billed. Please assign a separate time component for each task billed.
200	01/26/11	A. Moses	1.0	Conference calls with....: entry is block-billed. Please assign a separate time component for each task billed.
201	01/26/11	F. Neufeld	1.0	Entire entry is block-billed. Please assign a separate time component for each task billed.
202	01/27/11	P. Aronzon	1.2	Work on plan implementation....:entry is block-billed. Please assign a separate time component for each task billed.
203	01/27/11	A. Moses	6.3	Entire entry is block-billed. Please assign a separate time component for each task billed.
204	01/28/11	P. Aronzon	1.0	Work on plan implementation....:entry is block-billed. Please assign a separate time component for each task billed.



Item Number	Date Item Entry	Personnel	Total Hours	Items to Address
205	01/28/11	A. Moses	1.5	Correspondence with....: entry is block-billed. Please assign a separate time component for each task billed.
206	01/28/11	A. Moses	1.3	Conference calls with A. Bloom....: entry is block-billed. Please assign a separate time component for each task billed.
207	01/28/11	F. Neufeld	1.5	Entire entry is block-billed. Please assign a separate time component for each task billed.
208	01/30/11	T. Kreller	1.0	Entire entry is block-billed. Please assign a separate time component for each task billed.
209	01/31/11	P. Aronzon	2.1	Work on plan implementation....:entry is block-billed. Please assign a separate time component for each task billed.
210	01/31/11	A. Moses	1.0	Entire entry is block-billed. Please assign a separate time component for each task billed.
211	01/31/11	F. Neufeld	2.7	Entire entry is block-billed. Please assign a separate time component for each task billed.
212	02/01/11	P. Aronzon	1.0	Work on plan implementation....:entry is block-billed. Please assign a separate time component for each task billed.
213	02/01/11	A. Bloom	1.2	Prepare for and attend....: entry is block-billed. Please assign a separate time component for each task billed.
214	02/01/11	A. Moses	1.5	Entire entry is block-billed. Please assign a separate time component for each task billed.
215	02/01/11	F. Neufeld	2.1	Entire entry is block-billed. Please assign a separate time component for each task billed.
216	02/02/11	P. Aronzon	0.8	Work on plan implementation....:entry is block-billed. Please assign a separate time component for each task billed.
217	02/02/11	A. Moses	1.5	Correspondence with....: entry is block-billed. Please assign a separate time component for each task billed.
218	02/02/11	A. Moses	1.0	Attention to matter....: entry is block-billed. Please assign a separate time component for each task billed.
219	02/02/11	F. Neufeld	1.5	Entire entry is block-billed. Please assign a separate time component for each task billed.
220	02/03/11	P. Aronzon	0.8	Work on plan implementation....:entry is block-billed. Please assign a separate time component for each task billed.
221	02/03/11	A. Moses	0.5	Correspondence with working....: entry is block-billed. Please assign a separate time component for each task billed.
222	02/03/11	F. Neufeld	2.1	Entire entry is block-billed. Please assign a separate time component for each task billed.
223	02/04/11	P. Aronzon	1.5	Work on plan implementation....:entry is block-billed. Please assign a separate time component for each task billed.
224	02/04/11	A. Moses	1.0	Entire entry is block-billed. Please assign a separate time component for each task billed.
225	02/04/11	F. Neufeld	1.8	Entire entry is block-billed. Please assign a separate time component for each task billed.
226	02/05/11	P. Aronzon	1.5	Work on plan implementation....:entry is block-billed. Please assign a separate time component for each task billed.
227	02/07/11	P. Aronzon	2.3	Work on plan implementation....:entry is block-billed. Please assign a separate time component for each task billed.
228	02/07/11	A. Bloom	1.8	Prepare for and attend....: entry is block-billed. Please assign a separate time component for each task billed.
229	02/07/11	A. Moses	3.5	Conference calls with working....: entry is block-billed. Please assign a separate time component for each task billed.
230	02/07/11	A. Moses	0.9	Reviewed and commented....: entry is block-billed. Please assign a separate time component for each task billed.
231	02/07/11	F. Neufeld	1.5	Numerous calls with....: entry is block-billed. Please assign a separate time component for each task billed.

Item Number	Date Item Entry	Personnel	Total Hours	Items to Address
232	02/08/11	P. Aronzon	1.5	Work on plan implementation....entry is block-billed. Please assign a separate time component for each task billed.
233	02/08/11	A. Bloom	0.3	Prepare for and attend.... entry is block-billed. Please assign a separate time component for each task billed.
234	02/08/11	B. Goldblatt	0.9	Revisions, emails.... entry is block-billed. Please assign a separate time component for each task billed.
235	02/08/11	F. Neufeld	2.5	Entire entry is block-billed. Please assign a separate time component for each task billed.
236	02/09/11	P. Aronzon	1.5	Work on plan implementation....entry is block-billed. Please assign a separate time component for each task billed.
237	02/09/11	B. Mertens	1.1	Entire entry is block-billed. Please assign a separate time component for each task billed.
238	02/09/11	A. Moses	9.5	Entire entry is block-billed. Please assign a separate time component for each task billed.
239	02/09/11	F. Neufeld	2.0	Entire entry is block-billed. Please assign a separate time component for each task billed.
240	02/10/11	P. Aronzon	0.5	Work on plan implementation....entry is block-billed. Please assign a separate time component for each task billed.
241	02/10/11	B. Mertens	0.7	Entire entry is block-billed. Please assign a separate time component for each task billed.
242	02/10/11	A. Moses	1.5	Conference calls with.... entry is block-billed. Please assign a separate time component for each task billed.
243	02/10/11	A. Moses	0.3	Conference calls with.... entry is block-billed. Please assign a separate time component for each task billed.
244	02/10/11	F. Neufeld	2.0	Entire entry is block-billed. Please assign a separate time component for each task billed.
245	02/11/11	P. Aronzon	1.3	Work on plan implementation....entry is block-billed. Please assign a separate time component for each task billed.
246	02/11/11	A. Bloom	4.1	Prepare for and attend.... entry is block-billed. Please assign a separate time component for each task billed.
247	02/11/11	A. Moses	4.6	Entire entry is block-billed. Please assign a separate time component for each task billed.
249	02/11/11	M. Scarsi	2.6	Entire entry is block-billed. Please assign a separate time component for each task billed.
250	02/12/11	P. Aronzon	1.5	Work on plan implementation....entry is block-billed. Please assign a separate time component for each task billed.
251	02/14/11	P. Aronzon	2.3	Work on plan implementation....entry is block-billed. Please assign a separate time component for each task billed.
252	02/14/11	A. Bloom	1.5	Prepare for and attend.... entry is block-billed. Please assign a separate time component for each task billed.
253	02/14/11	A. Moses	2.5	Reviewed and commented.... entry is block-billed. Please assign a separate time component for each task billed.
254	02/14/11	A. Moses	1.3	Correspondence with working.... entry is block-billed. Please assign a separate time component for each task billed.
255	02/14/11	A. Moses	0.3	Conference calls with working.... entry is block-billed. Please assign a separate time component for each task billed.
256	02/14/11	F. Neufeld	1.0	Calls and correspondence.... entry is block-billed. Please assign a separate time component for each task billed.
257	02/15/11	P. Aronzon	1.5	Work on plan implementation....entry is block-billed. Please assign a separate time component for each task billed.
258	02/15/11	A. Moses	3.4	Entire entry is block-billed. Please assign a separate time component for each task billed.
259	02/15/11	F. Neufeld	0.6	Entire entry is block-billed. Please assign a separate time component for each task billed.

Item Number	Date Item Entry	Personnel	Total Hours	Items to Address
260	02/16/11	P. Aronzon	3.0	Work on plan implementation....entry is block-billed. Please assign a separate time component for each task billed.
261	02/16/11	A. Moses	1.5	Correspondence with working.... entry is block-billed. Please assign a separate time component for each task billed.
262	02/16/11	A. Moses	0.4	Conference calls with working.... entry is block-billed. Please assign a separate time component for each task billed.
263	02/16/11	F. Neufeld	1.0	Calls and correspondence.... entry is block-billed. Please assign a separate time component for each task billed.
264	02/16/11	F. Neufeld	1.0	Entire entry is block-billed. Please assign a separate time component for each task billed.
265	02/17/11	J. Britton	1.0	Emails.... entry is block-billed and vague. Please assign a separate time component for each task billed.
266	02/17/11	F. Neufeld	0.8	Calls and correspondence.... entry is block-billed. Please assign a separate time component for each task billed.
267	02/18/11	P. Aronzon	1.8	Work on plan implementation....entry is block-billed. Please assign a separate time component for each task billed.
268	02/18/11	T. Kreller	2.0	Entire entry is block-billed. Please assign a separate time component for each task billed.
269	02/18/11	A. Moses	7.7	Entire entry is block-billed. Please assign a separate time component for each task billed.
270	02/18/11	F. Neufeld	2.3	Calls.... entry is block-billed. Please assign a separate time component for each task billed.
271	02/19/11	P. Aronzon	1.0	Work on plan implementation....entry is block-billed. Please assign a separate time component for each task billed.
272	02/19/11	A. Moses	1.0	Entire entry is block-billed. Please assign a separate time component for each task billed.
273	02/20/11	A. Moses	2.0	Entire entry is block-billed. Please assign a separate time component for each task billed.
274	02/21/11	P. Aronzon	1.3	Work on plan implementation....entry is block-billed. Please assign a separate time component for each task billed.
275	02/21/11	B. Goldblatt	1.6	Review side agreement.... entry is block-billed. Please assign a separate time component for each task billed.
276	02/21/11	B. Goldblatt	2.1	t/cs & emails.... entry is block-billed. Please assign a separate time component for each task billed.
277	02/21/11	B. Goldblatt	0.6	Follow up emails.... entry is block-billed. Please assign a separate time component for each task billed.
278	02/21/11	A. Moses	3.5	Correspondence with working.... entry is block-billed. Please assign a separate time component for each task billed.
279	02/22/11	P. Aronzon	2.5	Work on plan implementation....entry is block-billed. Please assign a separate time component for each task billed.
280	02/22/11	B. Goldblatt	2.0	Meetings re: pacing.... entry is block-billed. Please assign a separate time component for each task billed.
281	02/22/11	B. Goldblatt	3.1	Review agreement regarding.... entry is block-billed. Please assign a separate time component for each task billed.
282	02/22/11	A. Moses	8.6	Entire entry is block-billed. Please assign a separate time component for each task billed.
283	02/23/11	P. Aronzon	3.1	Work on plan implementation....entry is block-billed. Please assign a separate time component for each task billed.
284	02/23/11	B. Goldblatt	1.2	Emails and telephone.... entry is block-billed. Please assign a separate time component for each task billed.
285	02/23/11	B. Goldblatt	8.8	t/cs re: Review of and revisions.... entry is block-billed. Please assign a separate time component for each task billed.
286	02/23/11	A. Moses	2.1	Entire entry is block-billed. Please assign a separate time component for each task billed.
287	02/23/11	A. Moses	3.5	Entire entry is block-billed. Please assign a separate time component for each task billed.

Item Number	Date Item Entry	Personnel	Total Hours	Items to Address
288	02/23/11	F. Neufeld	1.0	Calls to commonwealth....: entry is block-billed. Please assign a separate time component for each task billed.
289	02/24/11	P. Aronzon	1.4	Work on plan implementation....:entry is block-billed. Please assign a separate time component for each task billed.
290	02/24/11	A. Bloom	0.8	Calls regarding....:entry is block-billed. Please assign a separate time component for each task billed.
291	02/24/11	B. Goldblatt	6.8	Emails and t/cs....: entry is block-billed. Please assign a separate time component for each task billed.
292	02/24/11	A. Moses	3.5	Entire entry is block-billed. Please assign a separate time component for each task billed.
293	02/25/11	P. Aronzon	1.1	Work on plan implementation....:entry is block-billed. Please assign a separate time component for each task billed.
294	02/25/11	A. Bagley	4.2	Draft and revise....: entry is block-billed. Please assign a separate time component for each task billed.
295	02/25/11	B. Goldblatt	5.2	Emails and t/cs and revisions....: entry is block-billed. Please assign a separate time component for each task billed.
296	02/25/11	A. Moses	2.5	Conference calls....: entry is block-billed. Please assign a separate time component for each task billed.
297	02/27/11	B. Goldblatt	1.2	Entire entry is block-billed. Please assign a separate time component for each task billed.
298	02/27/11	M. Scarsi	1.5	Entire entry is block-billed. Please assign a separate time component for each task billed.
299	02/28/11	P. Aronzon	1.8	Work on plan implementation....:entry is block-billed. Please assign a separate time component for each task billed.
300	02/28/11	C. Bloom	1.0	Emails....: entry is block-billed and vague. Please assign a separate time component for each task billed.
301	02/28/11	B. Goldblatt	0.8	Weekly status call....: entry is block-billed. Please assign a separate time component for each task billed.
302	02/28/11	A. Moses	3.5	Conference calls with working....: entry is block-billed. Please assign a separate time component for each task billed.
303	02/28/11	A. Moses	2.5	Revised draft....: entry is block-billed. Please assign a separate time component for each task billed.
304	02/28/11	F. Neufeld	1.2	Review letter from Jet....: entry is block-billed. Please assign a separate time component for each task billed.
305	02/28/11	R. Shenfeld	0.8	Entire entry is block-billed. Please assign a separate time component for each task billed.
306	03/01/11	A. Bagley	4.1	Draft and revise APA....: Entire entry is block-billed. Please assign a separate time component for each task billed.
307	03/01/11	J. Britton	1.1	Attending calls with....: entry is block-billed. Please assign a separate time component for each task billed.
308	03/01/11	J. Britton	1.5	Work on credit....: entry is block-billed. Please assign a separate time component for each task billed.
309	03/01/11	A. Moses	3.5	Attention to rights....: entry is block-billed. Please assign a separate time component for each task billed.
310	03/01/11	A. Moses	0.5	Revised various....: entry is block-billed. Please assign a separate time component for each task billed.
311	03/01/11	M. Ruiz	3.6	Drafted emails and telephone....: entry is block-billed. Please assign a separate time component for each task billed.
312	03/02/11	A. Bloom	0.5	Prepare for and attend....: entry is block-billed. Please assign a separate time component for each task billed.
313	03/02/11	A. Moses	0.5	Entire entry is block-billed. Please assign a separate time component for each task billed.
314	03/03/11	P. Aronzon	1.8	Work on plan implementation....:entry is block-billed. Please assign a separate time component for each task billed.
315	03/04/11	P. Aronzon	2.0	Work on plan implementation....:entry is block-billed. Please assign a separate time component for each task billed.
316	03/05/11	A. Moses	5.5	Entire entry is block-billed. Please assign a separate time component for each task billed.

Item Number	Date Item Entry	Personnel	Total Hours	Items to Address
317	03/06/11	J. Fish	1.3	Entire entry is block-billed. Please assign a separate time component for each task billed.
318	03/06/11	A. Moses	1.0	Entire entry is block-billed. Please assign a separate time component for each task billed.
319	03/07/11	P. Aronzon	1.5	Work on plan implementation....entry is block-billed. Please assign a separate time component for each task billed.
320	03/07/11	J. Fish	3.9	Reviewed emails...: entry is block-billed. Please assign a separate time component for each task billed.
321	03/07/11	A. Moses	4.5	Attention to rights...: entry is block-billed. Please assign a separate time component for each task billed.
322	03/07/11	A. Moses	1.0	Conference calls with working...: entry is block-billed. Please assign a separate time component for each task billed.
323	03/07/11	F. Neufeld	2.0	Entire entry is block-billed. Please assign a separate time component for each task billed.
324	03/07/11	M. Scarsi	1.2	Conferences re: TSA...: entry is block-billed. Please assign a separate time component for each task billed.
325	03/08/11	P. Aronzon	1.7	Work on plan implementation....entry is block-billed. Please assign a separate time component for each task billed.
326	03/08/11	A. Moses	8.0	Entire entry is block-billed. Please assign a separate time component for each task billed.
327	03/08/11	F. Neufeld	1.0	Entire entry is block-billed. Please assign a separate time component for each task billed.
328	03/08/11	M. Scarsi	2.3	Investigate parameters of...: entry is block-billed. Please assign a separate time component for each task billed.
329	03/09/11	A. Bagley	4.4	Entire entry is block-billed. Please assign a separate time component for each task billed.
330	03/09/11	C. Bloom	1.5	Entire entry is block-billed. Please assign a separate time component for each task billed.
331	03/09/11	B. Goldblatt	0.5	Revise cost allocation...: entry is block-billed. Please assign a separate time component for each task billed.
332	03/09/11	B. Goldblatt	0.5	emails re: open...: entry is block-billed. Please assign a separate time component for each task billed.
333	03/09/11	A. Moses	12.5	Entire entry is block-billed. Please assign a separate time component for each task billed.
334	03/09/11	F. Neufeld	1.3	Entire entry is block-billed. Please assign a separate time component for each task billed.
335	03/10/11	P. Aronzon	1.8	Work on plan implementation....entry is block-billed. Please assign a separate time component for each task billed.
336	03/10/11	J. Britton	1.5	Revising AP comments...: entry is block-billed. Please assign a separate time component for each task billed.
337	03/10/11	J. Britton	1.0	Call with LA re...: entry is block-billed. Please assign a separate time component for each task billed.
338	03/11/11	P. Aronzon	2.3	Work on plan implementation....entry is block-billed. Please assign a separate time component for each task billed.
339	03/11/11	A. Bloom	14.0	Entire entry is block-billed. Please assign a separate time component for each task billed.
340	03/11/11	B. Goldblatt	0.4	Entire entry is block-billed. Please assign a separate time component for each task billed.
341	03/11/11	A. Moses	6.5	Attention to rights...: entry is block-billed. Please assign a separate time component for each task billed.
342	03/11/11	A. Moses	3.0	Conference calls...: entry is block-billed. Please assign a separate time component for each task billed.
343	03/11/11	M. Scarsi	1.3	Review edits to TSA...:entry is block-billed. Please assign a separate time component for each task billed.
344	03/13/11	A. Moses	4.0	Entire entry is block-billed. Please assign a separate time component for each task billed.
345	03/14/11	P. Aronzon	1.3	Work on plan implementation....entry is block-billed. Please assign a separate time component for each task billed.
346	03/14/11	B. Goldblatt	1.0	Emails...: entry is block-billed and vague. Please assign a separate time component for each task billed.

Item Number	Date Item Entry	Personnel	Total Hours	Items to Address
347	03/14/11	B. Mertens	1.1	Discuss with various....: entry is block-billed. Please assign a separate time component for each task billed.
348	03/14/11	A. Moses	2.0	Correspondence with working....: entry is block-billed. Please assign a separate time component for each task billed.
349	03/14/11	A. Moses	1.5	Attention to rights....: entry is block-billed. Please assign a separate time component for each task billed.
350	03/14/11	M. Scarsi	1.3	Review management agreement....: entry is block-billed. Please assign a separate time component for each task billed.
351	03/15/11	A. Bloom	9.3	Entire entry is block-billed. Please assign a separate time component for each task billed.
352	03/15/11	M. Scarsi	2.5	Review management agreement....: entry is block-billed. Please assign a separate time component for each task billed.
353	03/16/11	A. Bloom	9.2	Entire entry is block-billed. Please assign a separate time component for each task billed.
354	03/16/11	A. Moses	0.6	Entire entry is block-billed. Please assign a separate time component for each task billed.
355	03/17/11	P. Aronzon	2.8	Work on plan implementation....:entry is block-billed. Please assign a separate time component for each task billed.
356	03/17/11	K. Baronsky	0.5	Entire entry is block-billed. Please assign a separate time component for each task billed.
357	03/17/11	B. Goldblatt	1.2	Review confis for clearinghouse....: entry is block-billed. Please assign a separate time component for each task billed.
358	03/17/11	A. Moses	0.5	Entire entry is block-billed. Please assign a separate time component for each task billed.
359	03/17/11	M. Scarsi	1.8	Conferences re IT/IP....: entry is block-billed. Please assign a separate time component for each task billed.
360	03/18/11	C. Bloom	1.5	Emails....: entry is block-billed and vague. Please assign a separate time component for each task billed.
361	03/18/11	B. Goldblatt	1.5	Conference re: investment....: entry is block-billed. Please assign a separate time component for each task billed.
362	03/18/11	B. Goldblatt	1.5	Emails and telephone....: entry is block-billed. Please assign a separate time component for each task billed.
363	03/18/11	A. Moses	1.0	Conference calls with working....: entry is block-billed. Please assign a separate time component for each task billed.
364	03/18/11	D. Ruosch	1.0	Conferences re....: entry is block-billed. Please assign a separate time component for each task billed.
365	03/19/11	P. Aronzon	2.3	Work on plan implementation....:entry is block-billed. Please assign a separate time component for each task billed.
366	03/19/11	J. Britton	0.5	Entire entry is block-billed. Please assign a separate time component for each task billed.
367	03/20/11	P. Aronzon	1.0	Work on plan implementation....:entry is block-billed. Please assign a separate time component for each task billed.
368	03/20/11	A. Moses	0.7	Correspondence with working....: entry is block-billed. Please assign a separate time component for each task billed.
369	03/21/11	P. Aronzon	2.0	Work on plan implementation....:entry is block-billed. Please assign a separate time component for each task billed.
370	03/21/11	A. Moses	1.0	Entire entry is block-billed. Please assign a separate time component for each task billed.
371	03/21/11	M. Ruiz	6.4	Emails and telephone....: entry is block-billed. Please assign a separate time component for each task billed.
372	03/22/11	P. Aronzon	2.6	Work on plan implementation....:entry is block-billed. Please assign a separate time component for each task billed.



Item Number	Date Item Entry	Personnel	Total Hours	Items to Address
373	03/22/11	A. Moses	1.3	Correspondence with working....: entry is block-billed. Please assign a separate time component for each task billed.
374	03/22/11	M. Ruiz	2.4	Emails and telephone....: entry is block-billed. Please assign a separate time component for each task billed.
375	03/23/11	P. Aronzon	1.7	Work on plan implementation....:entry is block-billed. Please assign a separate time component for each task billed.
376	03/23/11	B. Goldblatt	0.6	Emails....: entry is block-billed and vague. Please assign a separate time component for each task billed.
377	03/23/11	A. Moses	1.1	Entire entry is block-billed. Please assign a separate time component for each task billed.
378	03/23/11	F. Neufeld	1.3	Entire entry is block-billed. Please assign a separate time component for each task billed.
379	03/24/11	P. Aronzon	1.0	Work on plan implementation....:entry is block-billed. Please assign a separate time component for each task billed.
380	03/24/11	A. Bloom	10.8	Entire entry is block-billed. Please assign a separate time component for each task billed.
381	03/24/11	T. Kreller	2.0	Entire entry is block-billed. Please assign a separate time component for each task billed.
382	03/24/11	A. Moses	1.2	Entire entry is block-billed. Please assign a separate time component for each task billed.
383	03/24/11	M. Scarsi	1.7	Review management agreement....: entry is block-billed. Please assign a separate time component for each task billed.
384	03/25/11	A. Bloom	9.6	Entire entry is block-billed. Please assign a separate time component for each task billed.
385	03/25/11	B. Goldblatt	0.5	Emails....: entry is block-billed and vague. Please assign a separate time component for each task billed.
386	03/25/11	T. Kreller	1.4	Entire entry is block-billed. Please assign a separate time component for each task billed.
387	03/25/11	A. Moses	1.0	Entire entry is block-billed. Please assign a separate time component for each task billed.
388	03/28/11	B. Goldblatt	1.7	Calls and emails....: entry is block-billed. Please assign a separate time component for each task billed.
389	03/28/11	T. Kreller	1.5	Entire entry is block-billed. Please assign a separate time component for each task billed.
390	03/28/11	A. Moses	1.3	Entire entry is block-billed. Please assign a separate time component for each task billed.
391	03/29/11	A. Bloom	7.7	Entire entry is block-billed. Please assign a separate time component for each task billed.
392	03/29/11	C. Bloom	1.0	Entire entry is block-billed. Please assign a separate time component for each task billed.
393	03/29/11	B. Goldblatt	1.4	Telephone conferences....: entry is block-billed. Please assign a separate time component for each task billed.
394	03/29/11	T. Kreller	1.5	Entire entry is block-billed. Please assign a separate time component for each task billed.
395	03/29/11	A. Moses	1.0	Entire entry is block-billed. Please assign a separate time component for each task billed.
396	03/30/11	A. Bagley	2.2	Draft and revise....: entry is block-billed. Please assign a separate time component for each task billed.
397	03/30/11	A. Bloom	6.7	Entire entry is block-billed. Please assign a separate time component for each task billed.
398	03/30/11	B. Goldblatt	2.0	RO issues calls, emails....: entry is block-billed. Please assign a separate time component for each task billed.
399	03/30/11	T. Kreller	1.0	Entire entry is block-billed. Please assign a separate time component for each task billed.
400	03/30/11	A. Moses	1.0	Entire entry is block-billed. Please assign a separate time component for each task billed.
401	03/30/11	F. Neufeld	1.0	Entire entry is block-billed. Please assign a separate time component for each task billed.
402	03/31/11	A. Bloom	8.6	Entire entry is block-billed. Please assign a separate time component for each task billed.
403	03/31/11	B. Goldblatt	6.6	Entire entry is block-billed. Please assign a separate time component for each task billed.
404	03/31/11	A. Moses	2.0	Entire entry is block-billed. Please assign a separate time component for each task billed.

**Tax Issues**

405	12/01/10	K. Baronsky	0.3	Entire entry is block-billed. Please assign a separate time component for each task billed.
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Item Number	Date Item Entry	Personnel	Total Hours	Items to Address
406	12/01/10	T. Kreller	0.8	Calls and correspondence....: entry is block-billed. Please assign a separate time component for each task billed.
407	12/02/10	F. Neufeld	2.7	Several calls and conferences....: entry is block-billed. Please assign a separate time component for each task billed.
408	12/06/10	T. Kreller	1.0	Entire entry is block-billed. Please assign a separate time component for each task billed.
409	12/07/10	L. Karlov	1.2	Entire entry is block-billed. Please assign a separate time component for each task billed.
410	12/08/10	T. Kreller	1.0	Entire entry is block-billed. Please assign a separate time component for each task billed.
411	12/08/10	F. Neufeld	1.1	Entire entry is block-billed. Please assign a separate time component for each task billed.
412	12/09/11	K. Baronsky	0.5	Entire entry is block-billed. Please assign a separate time component for each task billed.
413	12/09/10	T. Kreller	1.0	Entire entry is block-billed. Please assign a separate time component for each task billed.
414	12/09/10	F. Neufeld	1.2	Calls and correspondence....: entry is block-billed. Please assign a separate time component for each task billed.
415	12/09/10	F. Neufeld	1.5	Calls with Milleret....: entry is block-billed. Please assign a separate time component for each task billed.
416	12/10/10	K. Baronsky	0.5	Entire entry is block-billed. Please assign a separate time component for each task billed.
417	12/10/10	T. Kreller	1.0	Entire entry is block-billed. Please assign a separate time component for each task billed.
418	12/14/10	R. Kestenbaum	2.1	Telephone conferences with....: entry is block-billed. Please assign a separate time component for each task billed.
419	12/15/10	F. Neufeld	1.0	Entire entry is block-billed. Please assign a separate time component for each task billed.
420	12/17/10	L. Karlov	1.5	Entire entry is block-billed. Please assign a separate time component for each task billed.
421	12/21/10	L. Karlov	0.5	Correspondence and conference....: entry is block-billed. Please assign a separate time component for each task billed.
422	12/21/11	F. Neufeld	2.8	Entire entry is block-billed. Please assign a separate time component for each task billed.
423	12/22/11	L. Karlov	1.0	Entire entry is block-billed. Please assign a separate time component for each task billed.
424	12/22/10	F. Neufeld	1.0	Entire entry is block-billed. Please assign a separate time component for each task billed.
425	12/22/10	F. Neufeld	1.0	Entire entry is block-billed. Please assign a separate time component for each task billed.
426	12/23/10	L. Karlov	1.0	Entire entry is block-billed. Please assign a separate time component for each task billed.
427	12/23/10	F. Neufeld	2.0	Entire entry is block-billed. Please assign a separate time component for each task billed.
428	12/27/10	L. Karlov	1.0	Conference and correspondence....: entry is block-billed. Please assign a separate time component for each task billed.
429	12/28/10	L. Karlov	1.5	Entire entry is block-billed. Please assign a separate time component for each task billed.
430	12/29/10	R. Kestenbaum	0.9	Check list of authorities....: entry is block-billed. Please assign a separate time component for each task billed.
431	01/05/11	L. Karlov	0.8	Phone conferences and....: entry is block-billed. Please assign a separate time component for each task billed.
432	01/14/11	L. Karlov	0.9	Entire entry is block-billed. Please assign a separate time component for each task billed.
433	01/19/11	B. Goldblatt	1.4	Entire entry is block-billed. Please assign a separate time component for each task billed.
434	01/19/11	F. Neufeld	3.5	Entire entry is block-billed. Please assign a separate time component for each task billed.
435	01/20/11	B. Goldblatt	1.0	Entire entry is block-billed. Please assign a separate time component for each task billed.
436	01/20/11	F. Neufeld	4.0	Entire entry is block-billed. Please assign a separate time component for each task billed.
437	01/24/11	J. Gurule	1.7	Entire entry is block-billed. Please assign a separate time component for each task billed.
438	01/25/11	J. Gurule	3.6	Legal research and writing....: entry is block-billed. Please assign a separate time component for each task billed.
439	01/25/11	F. Neufeld	1.7	Several calls on....: entry is block-billed. Please assign a separate time component for each task billed.



Item Number	Date Item Entry	Personnel	Total Hours	Items to Address
440	01/25/11	F. Neufeld	2.5	Continue research and drafting...: entry is block-billed. Please assign a separate time component for each task billed.
441	01/25/11	P. Torres	6.2	Research and memo...: entry is block-billed. Please assign a separate time component for each task billed.
442	01/26/11	T. Kreller	1.0	Entire entry is block-billed. Please assign a separate time component for each task billed.
443	01/26/11	F. Neufeld	1.5	Conference calls...: entry is block-billed. Please assign a separate time component for each task billed.
444	01/30/11	J. Gurule	1.0	Additional research and t/c...: entry is block-billed. Please assign a separate time component for each task billed.
445	01/31/11	J. Gurule	4.7	Entire entry is block-billed. Please assign a separate time component for each task billed.
446	01/31/11	T. Kreller	2.5	Entire entry is block-billed. Please assign a separate time component for each task billed.
447	01/31/11	F. Neufeld	1.2	Numerous calls and correspondence...: entry is block-billed. Please assign a separate time component for each task billed.
448	02/01/11	F. Neufeld	1.5	Numerous calls and correspondence...: entry is block-billed. Please assign a separate time component for each task billed.
449	02/02/11	T. Kreller	1.0	Calls and correspondence...: entry is block-billed. Please assign a separate time component for each task billed.
450	02/02/11	B. Mertens	1.0	Emails and phone calls...: entry is block-billed. Please assign a separate time component for each task billed.
451	02/02/11	F. Neufeld	1.5	Numerous calls and correspondence...: entry is block-billed. Please assign a separate time component for each task billed.
452	02/03/11	K. Baronsky	1.5	Entire entry is block-billed. Please assign a separate time component for each task billed.
453	02/03/11	J. Gurule	2.1	Entire entry is block-billed. Please assign a separate time component for each task billed.
454	02/03/11	T. Kreller	1.0	Calls and correspondence...: entry is block-billed. Please assign a separate time component for each task billed.
455	02/03/11	F. Neufeld	2.0	Numerous calls and correspondence...: entry is block-billed. Please assign a separate time component for each task billed.
456	02/04/11	F. Neufeld	2.0	Numerous calls and correspondence...: entry is block-billed. Please assign a separate time component for each task billed.
457	02/08/11	F. Neufeld	1.5	Entire entry is block-billed. Please assign a separate time component for each task billed.
458	02/09/11	T. Kreller	1.5	Entire entry is block-billed. Please assign a separate time component for each task billed.
459	02/10/11	J. Gurule	3.2	Entire entry is block-billed. Please assign a separate time component for each task billed.
460	02/10/11	T. Kreller	1.5	Entire entry is block-billed. Please assign a separate time component for each task billed.
461	02/11/11	T. Kreller	3.0	Entire entry is block-billed. Please assign a separate time component for each task billed.
462	02/11/11	B. Mertens	1.0	Entire entry is block-billed. Please assign a separate time component for each task billed.
463	02/11/11	F. Neufeld	1.0	Calls with client...:entry is block-billed. Please assign a separate time component for each task billed.
464	02/15/11	T. Kreller	1.0	Entire entry is block-billed. Please assign a separate time component for each task billed.
465	02/15/11	T. Kreller	1.0	Calls and correspondence...: entry is block-billed. Please assign a separate time component for each task billed.
466	02/16/11	R. Kestenbaum	10.7	<b>Travel time...no delineation where traveled to or why.</b>
467	02/16/11	T. Kreller	1.5	Calls and correspondence...: entry is block-billed. Please assign a separate time component for each task billed.
468	02/16/11	F. Neufeld	1.0	Review notice and due...: entry is block-billed. Please assign a separate time component for each task billed.
469	02/17/11	J. Gurule	2.6	Entire entry is block-billed. Please assign a separate time component for each task billed.

Item Number	Date Item Entry	Personnel	Total Hours	Items to Address
470	02/18/11	F. Neufeld	1.2	Calls and correspondence....: entry is block-billed. Please assign a separate time component for each task billed.
471	02/18/11	F. Neufeld	1.0	Conferences with Kreller....: entry is block-billed. Please assign a separate time component for each task billed.
472	02/25/11	T. Kreller	1.5	Entire entry is block-billed. Please assign a separate time component for each task billed.
473	02/28/11	T. Kreller	1.0	Calls and correspondence....: entry is block-billed. Please assign a separate time component for each task billed.
474	02/28/11	F. Neufeld	1.0	Entire entry is block-billed. Please assign a separate time component for each task billed.
475	03/01/11	B. Goldblatt	2.0	Telephone conferences and emails....: entry is block-billed. Please assign a separate time component for each task billed.
476	03/02/11	B. Goldblatt	1.0	Entire entry is block-billed. Please assign a separate time component for each task billed.
477	03/02/11	L. Karlov	2.5	Entire entry is block-billed. Please assign a separate time component for each task billed.
478	03/02/11	D. Ruosch	1.0	Entire entry is block-billed. Please assign a separate time component for each task billed.
479	03/03/11	L. Karlov	2.0	Research, analysis and....: entry is block-billed. Please assign a separate time component for each task billed.
480	03/03/11	L. Karlov	1.0	Related analysis and conferences....: entry is block-billed. Please assign a separate time component for each task billed.
481	03/03/11	D. Ruosch	1.5	Entire entry is block-billed. Please assign a separate time component for each task billed.
482	03/04/11	L. Karlov	0.8	Phone conferences and....: entry is block-billed. Please assign a separate time component for each task billed.
483	03/07/11	L. Karlov	2.0	Conferences and correspondence....: entry is block-billed. Please assign a separate time component for each task billed.
484	03/08/11	F. Neufeld	0.7	Calls and correspondence....: entry is block-billed. Please assign a separate time component for each task billed.
485	03/08/11	F. Neufeld	0.3	Calls to local....: entry is block-billed. Please assign a separate time component for each task billed.
486	03/09/11	F. Neufeld	9.5	Entire entry is block-billed. Please assign a separate time component for each task billed.
487	03/10/11	D. Brown	3.4	Entire entry is block-billed. Please assign a separate time component for each task billed.
488	03/10/11	F. Neufeld	6.5	Entire entry is block-billed. Please assign a separate time component for each task billed.
489	03/11/11	T. Kreller	2.0	Entire entry is block-billed. Please assign a separate time component for each task billed.
490	03/14/11	F. Neufeld	0.6	Reply re proposed....: entry is block-billed. Please assign a separate time component for each task billed.
491	03/17/11	F. Neufeld	1.0	Entire entry is block-billed. Please assign a separate time component for each task billed.
492	03/21/11	F. Neufeld	0.7	Entire entry is block-billed. Please assign a separate time component for each task billed.
493	03/24/11	F. Neufeld	1.4	Entire entry is block-billed. Please assign a separate time component for each task billed.

**Travel Time**

494	02/23/11	R. Kestenbaum	9.0	<b>Travel back from Reno, 9 hour flight time.</b>
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**Real Property Issues**

495	01/18/11	C. Bloom	1.0	Calls and emails....: entry is block-billed. Please assign a separate time component for each task billed.
496	01/21/11	C. Bloom	3.0	Entire entry is block-billed. Please assign a separate time component for each task billed.

Item Number	Date Item Entry	Personnel	Total Hours	Items to Address
497	02/03/11	M. Clark	0.3	Correspondence....: entry is block-billed and vague. Please assign a separate time component for each task billed.
498	02/07/11	M. Clark	0.3	Correspondence....: entry is block-billed and vague. Please assign a separate time component for each task billed.
499	02/09/11	M. Clark	0.2	Correspondence....: entry is block-billed and vague. Please assign a separate time component for each task billed.
500	02/10/11	M. Clark	0.2	Correspondence....: entry is block-billed and vague. Please assign a separate time component for each task billed.
501	02/14/11	M. Clark	0.4	Correspondence....: entry is block-billed and vague. Please assign a separate time component for each task billed.
502	02/14/11	D. Lamb	0.5	Telephone calls and....:entry is block-billed. Please assign a separate time component for each task billed.
503	02/15/11	P. Benudiz	1.2	Entire entry is block-billed. Please assign a separate time component for each task billed.
504	02/24/11	M. Clark	0.2	Correspondence....: entry is block-billed and vague. Please assign a separate time component for each task billed.
505	03/02/11	P. Benudiz	1.6	Entire entry is block-billed. Please assign a separate time component for each task billed.
506	03/02/11	D. Ruosch	0.6	Entire entry is block-billed. Please assign a separate time component for each task billed.
507	03/04/11	P. Benudiz	1.5	Entire entry is block-billed. Please assign a separate time component for each task billed.
508	03/09/11	M. Clark	1.0	Prepare for and attend....: entry is block-billed. Please assign a separate time component for each task billed.
509	03/18/11	P. Benudiz	4.2	Entire entry is block-billed. Please assign a separate time component for each task billed.
510	03/29/11	P. Benudiz	1.5	Entire entry is block-billed. Please assign a separate time component for each task billed.

**Corporate Matters**

511	12/13/10	D. Ruosch	1.5	Conferences....: entry is block-billed. Please assign a separate time component for each task billed.
512	12/20/10	P. Benudiz	1.0	Entire entry is block-billed. Please assign a separate time component for each task billed.
513	12/23/10	D. Ruosch	1.0	Entire entry is block-billed. Please assign a separate time component for each task billed.
514	12/30/10	D. Ruosch	1.0	Conferences....: entry is block-billed. Please assign a separate time component for each task billed.
515	01/03/11	D. Ruosch	2.0	Entire entry is block-billed. Please assign a separate time component for each task billed.
516	01/04/11	D. Ruosch	3.0	Entire entry is block-billed. Please assign a separate time component for each task billed.
517	01/05/11	D. Ruosch	0.5	Entire entry is block-billed. Please assign a separate time component for each task billed.
518	01/07/11	D. Ruosch	0.6	Conferences....: entry is block-billed. Please assign a separate time component for each task billed.
519	01/10/11	D. Ruosch	1.0	Entire entry is block-billed. Please assign a separate time component for each task billed.
520	01/12/11	D. Ruosch	1.0	Conferences....: entry is block-billed. Please assign a separate time component for each task billed.
521	01/13/11	D. Ruosch	0.3	Entire entry is block-billed. Please assign a separate time component for each task billed.
522	01/25/11	D. Ruosch	0.5	Entire entry is block-billed. Please assign a separate time component for each task billed.
523	01/27/11	D. Ruosch	0.8	Entire entry is block-billed. Please assign a separate time component for each task billed.
524	02/07/11	D. Ruosch	1.0	Entire entry is block-billed. Please assign a separate time component for each task billed.
525	02/08/11	D. Ruosch	1.5	Entire entry is block-billed. Please assign a separate time component for each task billed.
526	02/10/11	D. Ruosch	2.0	Conferences....: entry is block-billed. Please assign a separate time component for each task billed.
527	02/11/11	D. Ruosch	1.4	Conferences....: entry is block-billed. Please assign a separate time component for each task billed.
528	02/13/11	P. Benudiz	2.6	Prepare for and attend....: entry is block-billed. Please assign a separate time component for each task billed.
529	02/15/11	D. Ruosch	2.0	Entire entry is block-billed. Please assign a separate time component for each task billed.

Item Number	Date Item Entry	Personnel	Total Hours	Items to Address
530	02/16/11	D. Ruosch	0.8	Entire entry is block-billed. Please assign a separate time component for each task billed.
531	02/18/11	D. Ruosch	5.3	Conferences....: entry is block-billed. Please assign a separate time component for each task billed.
532	02/22/11	D. Ruosch	3.0	Conferences....: entry is block-billed. Please assign a separate time component for each task billed.
533	02/23/11	D. Ruosch	4.5	Conferences....: entry is block-billed. Please assign a separate time component for each task billed.
534	02/24/11	D. Ruosch	6.5	Entire entry is block-billed. Please assign a separate time component for each task billed.
535	02/25/11	D. Ruosch	6.0	Entire entry is block-billed. Please assign a separate time component for each task billed.
536	02/28/11	D. Ruosch	1.0	Conferences....: entry is block-billed. Please assign a separate time component for each task billed.
537	02/28/11	D. Ruosch	1.0	Scheduling calls....: entry is block-billed. Please assign a separate time component for each task billed.
538	03/01/11	D. Ruosch	1.5	Entire entry is block-billed. Please assign a separate time component for each task billed.
539	03/02/11	D. Ruosch	1.5	Entire entry is block-billed. Please assign a separate time component for each task billed.
540	03/03/11	D. Ruosch	1.5	Entire entry is block-billed. Please assign a separate time component for each task billed.
541	03/04/11	D. Ruosch	2.5	Conferences....: entry is block-billed. Please assign a separate time component for each task billed.
542	03/07/11	D. Ruosch	1.5	Entire entry is block-billed. Please assign a separate time component for each task billed.
543	03/14/11	D. Ruosch	3.0	Conferences....: entry is block-billed. Please assign a separate time component for each task billed.
544	03/15/11	D. Ruosch	3.0	Conferences....: entry is block-billed. Please assign a separate time component for each task billed.
545	03/16/11	D. Ruosch	1.5	Conferences....: entry is block-billed. Please assign a separate time component for each task billed.
546	03/17/11	D. Ruosch	2.6	Conferences....: entry is block-billed. Please assign a separate time component for each task billed.
547	03/23/11	D. Ruosch	1.0	Entire entry is block-billed. Please assign a separate time component for each task billed.
548	03/24/11	D. Ruosch	2.0	Entire entry is block-billed. Please assign a separate time component for each task billed.
549	03/25/11	D. Ruosch	3.0	Conferences....: entry is block-billed. Please assign a separate time component for each task billed.
550	03/28/11	D. Ruosch	2.5	Conferences....: entry is block-billed. Please assign a separate time component for each task billed.

**Executory Contracts Or Leases**

551	12/02/10	B. Mertens	0.8	Entire entry is block-billed. Please assign a separate time component for each task billed.
552	12/13/10	R. Shenfeld	0.6	Telephone call with....: entry is block-billed. Please assign a separate time component for each task billed.
553	12/21/10	B. Mertens	0.9	Entire entry is block-billed. Please assign a separate time component for each task billed.
554	12/22/10	B. Mertens	0.8	Entire entry is block-billed. Please assign a separate time component for each task billed.
555	03/03/11	R. Shenfeld	0.8	Motion to shorten....: entry is block-billed. Please assign a separate time component for each task billed.

**File & Docket Maintenance & Calendar Review**

556	01/25/11	J. Gibbs	0.5	Entire entry is block-billed. Please assign a separate time component for each task billed.
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**Court Hearings**

557	01/10/11	T. Kreller	1.0	Entire entry is block-billed. Please assign a separate time component for each task billed.
558	01/27/11	F. Neufeld	1.0	Entire entry is block-billed. Please assign a separate time component for each task billed.
559	02/17/11	P. Aronzon	6.0	Entire entry is block-billed. Please assign a separate time component for each task billed.

**Intellectual Property**

560	01/14/11	M. Scarsi	1.3	Entire entry is block-billed. Please assign a separate time component for each task billed.
561	03/01/11	M. Scarsi	1.5	Entire entry is block-billed. Please assign a separate time component for each task billed.

Item Number	Date Item Entry	Personnel	Total Hours	Items to Address
562	03/09/11	M. Scarsi	1.4	Entire entry is block-billed. Please assign a separate time component for each task billed.
563	03/15/11	K. Baronsky	1.0	Telephone calls with..... entry is block-billed. Please assign a separate time component for each task billed.
564	03/16/11	M. Scarsi	1.2	Conferences re..... entry is block-billed. Please assign a separate time component for each task billed.

**Plan and Disclosure Statement - Propco**

565	12/01/10	P. Aronzon	1.3	Work on plan implementation.... entry is block-billed. Please assign a separate time component for each task billed.
566	12/02/10	P. Aronzon	1.0	Work on plan implementation.... entry is block-billed. Please assign a separate time component for each task billed.
567	12/03/10	P. Aronzon	1.3	Work on plan implementation.... entry is block-billed. Please assign a separate time component for each task billed.
568	12/04/10	P. Aronzon	1.1	Work on plan implementation.... entry is block-billed. Please assign a separate time component for each task billed.
569	12/06/10	P. Aronzon	1.2	Work on plan implementation.... entry is block-billed. Please assign a separate time component for each task billed.
570	12/07/10	P. Aronzon	1.6	Work on plan implementation.... entry is block-billed. Please assign a separate time component for each task billed.
571	12/08/10	P. Aronzon	1.5	Work on plan implementation.... entry is block-billed. Please assign a separate time component for each task billed.
572	12/09/10	P. Aronzon	1.8	Work on plan implementation.... entry is block-billed. Please assign a separate time component for each task billed.
573	12/10/10	P. Aronzon	3.0	Work on plan implementation.... entry is block-billed. Please assign a separate time component for each task billed.
574	12/11/10	P. Aronzon	1.6	Entire entry is block-billed. Please assign a separate time component for each task billed.
575	12/13/10	P. Aronzon	1.1	Entire entry is block-billed. Please assign a separate time component for each task billed.
576	12/14/10	P. Aronzon	2.2	Work on plan implementation.... entry is block-billed. Please assign a separate time component for each task billed.
577	12/15/10	P. Aronzon	2.0	Work on plan implementation.... entry is block-billed. Please assign a separate time component for each task billed.
578	12/16/10	P. Aronzon	2.3	Work on plan implementation.... entry is block-billed. Please assign a separate time component for each task billed.
579	12/17/10	P. Aronzon	2.6	Work on plan implementation.... entry is block-billed. Please assign a separate time component for each task billed.
580	12/20/11	P. Aronzon	0.5	Work on plan implementation.... entry is block-billed. Please assign a separate time component for each task billed.
581	12/22/10	A. Bagley	2.8	Entire entry is block-billed. Please assign a separate time component for each task billed.
582	12/23/10	P. Aronzon	1.0	Entire entry is block-billed. Please assign a separate time component for each task billed.
583	12/23/10	A. Bagley	1.9	Entire entry is block-billed. Please assign a separate time component for each task billed.
584	12/28/10	P. Aronzon	1.5	Work on plan implementation.... entry is block-billed. Please assign a separate time component for each task billed.
585	12/29/11	P. Aronzon	1.8	Work on plan implementation.... entry is block-billed. Please assign a separate time component for each task billed.

Item Number	Date Item Entry	Personnel	Total Hours	Items to Address
586	12/30/10	P. Aronzon	1.0	Work on plan implementation....: entry is block-billed. Please assign a separate time component for each task billed.
587	01/03/11	P. Aronzon	1.2	Work on plan implementation....: entry is block-billed. Please assign a separate time component for each task billed.
588	01/04/11	P. Aronzon	1.7	Work on plan implementation....: entry is block-billed. Please assign a separate time component for each task billed.
589	01/04/11	T. Kreller	1.0	Entire entry is block-billed. Please assign a separate time component for each task billed.
590	01/05/11	T. Kreller	1.0	Entire entry is block-billed. Please assign a separate time component for each task billed.
591	01/06/11	P. Aronzon	0.5	Work on plan implementation....: entry is block-billed. Please assign a separate time component for each task billed.
592	01/07/11	P. Aronzon	1.5	Work on plan implementation....: entry is block-billed. Please assign a separate time component for each task billed.
593	01/07/11	T. Kreller	1.0	Entire entry is block-billed. Please assign a separate time component for each task billed.
594	01/08/11	P. Aronzon	1.7	Entire entry is block-billed. Please assign a separate time component for each task billed.
595	01/10/11	P. Aronzon	1.7	Work on plan implementation....: entry is block-billed. Please assign a separate time component for each task billed.
596	01/11/11	P. Aronzon	1.3	Work on plan implementation....: entry is block-billed. Please assign a separate time component for each task billed.
597	01/12/11	P. Aronzon	2.0	Work on plan implementation....: entry is block-billed. Please assign a separate time component for each task billed.
598	01/13/11	P. Aronzon	1.3	Work on plan implementation....: entry is block-billed. Please assign a separate time component for each task billed.
599	01/14/11	P. Aronzon	1.2	Work on plan implementation....: entry is block-billed. Please assign a separate time component for each task billed.
600	01/15/11	P. Aronzon	1.2	Entire entry is block-billed. Please assign a separate time component for each task billed.
601	01/17/11	P. Aronzon	2.2	Work on plan implementation....: entry is block-billed. Please assign a separate time component for each task billed.
602	01/18/11	P. Aronzon	1.3	Work on plan implementation....: entry is block-billed. Please assign a separate time component for each task billed.
603	01/19/11	P. Aronzon	1.2	Work on plan implementation....: entry is block-billed. Please assign a separate time component for each task billed.
604	01/20/11	P. Aronzon	1.7	Work on plan implementation....: entry is block-billed. Please assign a separate time component for each task billed.
605	01/21/11	P. Aronzon	1.0	Work on plan implementation....: entry is block-billed. Please assign a separate time component for each task billed.
606	01/21/11	F. Neufeld	2.0	Entire entry is block-billed. Please assign a separate time component for each task billed.
607	01/23/11	P. Aronzon	0.5	Work on plan implementation....: entry is block-billed. Please assign a separate time component for each task billed.
608	01/24/11	P. Aronzon	1.8	Work on plan implementation....: entry is block-billed. Please assign a separate time component for each task billed.
609	01/25/11	P. Aronzon	2.2	Work on plan implementation....: entry is block-billed. Please assign a separate time component for each task billed.
610	01/26/11	P. Aronzon	2.5	Work on plan implementation....: entry is block-billed. Please assign a separate time component for each task billed.



Item Number	Date Item Entry	Personnel	Total Hours	Items to Address
611	01/27/11	P. Aronzon	1.2	Work on plan implementation....: entry is block-billed. Please assign a separate time component for each task billed.
612	01/28/11	P. Aronzon	1.0	Work on plan implementation....: entry is block-billed. Please assign a separate time component for each task billed.
613	01/31/11	P. Aronzon	2.1	Work on plan implementation....: entry is block-billed. Please assign a separate time component for each task billed.
614	01/31/11	A. Bagley	2.0	Review and research....: entry is block-billed. Please assign a separate time component for each task billed.
615	02/01/11	P. Aronzon	1.0	Work on plan implementation....: entry is block-billed. Please assign a separate time component for each task billed.
616	02/02/11	P. Aronzon	0.8	Work on plan implementation....: entry is block-billed. Please assign a separate time component for each task billed.
617	02/03/11	P. Aronzon	0.8	Work on plan implementation....: entry is block-billed. Please assign a separate time component for each task billed.
618	02/04/11	P. Aronzon	1.5	Work on plan implementation....: entry is block-billed. Please assign a separate time component for each task billed.
619	02/05/11	P. Aronzon	1.5	Entire entry is block-billed. Please assign a separate time component for each task billed.
620	02/07/11	P. Aronzon	2.3	Work on plan implementation....: entry is block-billed. Please assign a separate time component for each task billed.
621	02/08/11	P. Aronzon	1.5	Work on plan implementation....: entry is block-billed. Please assign a separate time component for each task billed.
622	02/09/11	P. Aronzon	1.5	Work on plan implementation....: entry is block-billed. Please assign a separate time component for each task billed.
623	02/10/11	P. Aronzon	0.5	Work on plan implementation....: entry is block-billed. Please assign a separate time component for each task billed.
624	02/10/11	B. Goldblatt	1.4	Entire entry is block-billed. Please assign a separate time component for each task billed.
625	02/11/11	P. Aronzon	1.3	Work on plan implementation....: entry is block-billed. Please assign a separate time component for each task billed.
626	02/12/11	P. Aronzon	1.5	Entire entry is block-billed. Please assign a separate time component for each task billed.
627	02/14/11	P. Aronzon	2.3	Work on plan implementation....: entry is block-billed. Please assign a separate time component for each task billed.
628	02/15/11	P. Aronzon	1.5	Work on plan implementation....: entry is block-billed. Please assign a separate time component for each task billed.
629	02/15/11	A. Bagley	0.7	Entire entry is block-billed. Please assign a separate time component for each task billed.
630	02/16/11	P. Aronzon	3.0	Work on plan implementation....: entry is block-billed. Please assign a separate time component for each task billed.
631	02/16/11	A. Bagley	3.5	Draft and revise....: entry is block-billed. Please assign a separate time component for each task billed.
632	02/17/11	A. Bagley	5.3	Entire entry is block-billed. Please assign a separate time component for each task billed.
633	02/18/11	P. Aronzon	1.8	Work on plan implementation....: entry is block-billed. Please assign a separate time component for each task billed.
634	02/19/11	P. Aronzon	1.0	Work on plan implementation....: entry is block-billed. Please assign a separate time component for each task billed.
635	02/19/11	A. Bagley	0.4	Entire entry is block-billed. Please assign a separate time component for each task billed.
636	02/20/11	P. Aronzon	0.8	Entire entry is block-billed. Please assign a separate time component for each task billed.

Item Number	Date Item Entry	Personnel	Total Hours	Items to Address
637	02/21/11	P. Aronzon	1.8	Work on plan implementation....: entry is block-billed. Please assign a separate time component for each task billed.
638	02/22/11	P. Aronzon	2.5	Work on plan implementation....: entry is block-billed. Please assign a separate time component for each task billed.
639	02/22/11	A. Bagley	1.8	Prepare for and attend....: entry is block-billed. Please assign a separate time component for each task billed.
640	02/22/11	A. Bagley	0.8	Draft and revise emails....: entry is block-billed. Please assign a separate time component for each task billed.
641	02/23/11	P. Aronzon	3.1	Work on plan implementation....: entry is block-billed. Please assign a separate time component for each task billed.
642	02/24/11	P. Aronzon	1.4	Work on plan implementation....: entry is block-billed. Please assign a separate time component for each task billed.
643	02/24/11	J. Britton	3.0	Entire entry is block-billed. Please assign a separate time component for each task billed.
644	02/25/11	P. Aronzon	1.1	Work on plan implementation....: entry is block-billed. Please assign a separate time component for each task billed.
645	02/26/11	A. Bagley	2.7	Entire entry is block-billed. Please assign a separate time component for each task billed.
646	02/26/11	J. Britton	1.0	Entire entry is block-billed. Please assign a separate time component for each task billed.
647	02/28/11	P. Aronzon	1.8	Work on plan implementation....: entry is block-billed. Please assign a separate time component for each task billed.
648	02/28/11	A. Bagley	3.6	Entire entry is block-billed. Please assign a separate time component for each task billed.
649	02/28/11	A. Bagley	0.9	Draft and revise operating....: entry is block-billed. Please assign a separate time component for each task billed.
650	03/01/11	P. Aronzon	2.1	Work on plan implementation....: entry is block-billed. Please assign a separate time component for each task billed.
651	03/01/11	A. Bagley	1.4	Entire entry is block-billed. Please assign a separate time component for each task billed.
652	03/02/11	P. Aronzon	2.3	Work on plan implementation....: entry is block-billed. Please assign a separate time component for each task billed.
653	03/03/11	P. Aronzon	1.8	Work on plan implementation....: entry is block-billed. Please assign a separate time component for each task billed.
654	03/04/11	P. Aronzon	2.0	Work on plan implementation....: entry is block-billed. Please assign a separate time component for each task billed.
655	03/07/11	P. Aronzon	1.5	Work on plan implementation....: entry is block-billed. Please assign a separate time component for each task billed.
656	03/07/11	T. Kreller	1.5	Calls and correspondence....: entry is block-billed. Please assign a separate time component for each task billed.
657	03/08/11	P. Aronzon	1.7	Work on plan implementation....: entry is block-billed. Please assign a separate time component for each task billed.
658	03/08/11	A. Bagley	2.8	Draft and revise SEC....: entry is block-billed. Please assign a separate time component for each task billed.
659	03/09/11	P. Aronzon	2.8	Work on plan implementation....: entry is block-billed. Please assign a separate time component for each task billed.
660	03/10/11	P. Aronzon	1.8	Work on plan implementation....: entry is block-billed. Please assign a separate time component for each task billed.
661	03/10/11	A. Bagley	1.3	Calls and emails....: entry is block-billed. Please assign a separate time component for each task billed.



Item Number	Date Item Entry	Personnel	Total Hours	Items to Address
662	03/11/11	P. Aronzon	2.3	Work on plan implementation....: entry is block-billed. Please assign a separate time component for each task billed.
663	03/11/11	A. Bagley	0.7	Draft and revise emails....: entry is block-billed. Please assign a separate time component for each task billed.
664	03/14/11	P. Aronzon	1.3	Work on plan implementation....: entry is block-billed. Please assign a separate time component for each task billed.
665	03/14/11	A. Bagley	2.8	Draft and revise organizational....: entry is block-billed. Please assign a separate time component for each task billed.
666	03/15/11	A. Bagley	5.2	Entire entry is block-billed. Please assign a separate time component for each task billed.
667	03/17/11	P. Aronzon	2.8	Work on plan implementation....: entry is block-billed. Please assign a separate time component for each task billed.
668	03/18/11	P. Aronzon	3.3	Work on plan implementation....: entry is block-billed. Please assign a separate time component for each task billed.
669	03/18/11	A. Bagley	1.1	Draft and revise closing....: entry is block-billed. Please assign a separate time component for each task billed.
670	03/18/11	A. Bagley	3.6	Draft and revise operating....: entry is block-billed. Please assign a separate time component for each task billed.
671	03/19/11	P. Aronzon	2.3	Entire entry is block-billed. Please assign a separate time component for each task billed.
672	03/20/11	P. Aronzon	1.0	Entire entry is block-billed. Please assign a separate time component for each task billed.
673	03/21/11	P. Aronzon	2.0	Work on plan implementation....: entry is block-billed. Please assign a separate time component for each task billed.
674	03/22/11	P. Aronzon	2.6	Work on plan implementation....: entry is block-billed. Please assign a separate time component for each task billed.
675	03/22/11	A. Bagley	2.9	Compile and review operating....: entry is block-billed. Please assign a separate time component for each task billed.
676	03/22/11	A. Bagley	2.1	Draft and revise operating....: entry is block-billed. Please assign a separate time component for each task billed.
677	03/23/11	P. Aronzon	1.7	Work on plan implementation....: entry is block-billed. Please assign a separate time component for each task billed.
678	03/23/11	A. Bagley	1.6	Draft and revise organizational....: entry is block-billed. Please assign a separate time component for each task billed.
679	03/23/11	A. Bagley	0.6	Draft and revise emails....: entry is block-billed. Please assign a separate time component for each task billed.
680	03/23/11	A. Bagley	0.4	Draft and revise emails....: entry is block-billed. Please assign a separate time component for each task billed.
681	03/23/11	A. Bagley	0.6	Entire entry is block-billed. Please assign a separate time component for each task billed.
682	03/24/11	P. Aronzon	1.0	Work on plan implementation....: entry is block-billed. Please assign a separate time component for each task billed.
683	03/25/11	A. Bagley	1.6	Draft and revise organizational....: entry is block-billed. Please assign a separate time component for each task billed.
684	03/29/11	A. Bagley	2.8	Draft and revise emails....: entry is block-billed. Please assign a separate time component for each task billed.

Real Property Issues - Propco

Item Number	Date Item Entry	Personnel	Total Hours	Items to Address
685	01/10/11	C. Bloom	0.5	Update real estate.... entry is block-billed. Please assign a separate time component for each task billed.

**Corporate Matters - PropCo**

686	12/21/10	D. Ruosch	1.0	Conferences.... entry is block-billed. Please assign a separate time component for each task billed.
687	01/31/11	D. Ruosch	3.0	Entire entry is block-billed. Please assign a separate time component for each task billed.
688	02/11/11	A. Bagley	3.0	Entire entry is block-billed. Please assign a separate time component for each task billed.

**Business Analysis & Operations - GV Ranch**

689	03/24/11	M. Goulding	2.8	Entire entry is block-billed. Please assign a separate time component for each task billed.
690	03/25/11	M. Goulding	1.3	Entire entry is block-billed. Please assign a separate time component for each task billed.

**Case Administration - GV Ranch**

691	12/01/10	B. Mertens	0.4	Emails re.... entry is block-billed. Please assign a separate time component for each task billed.
692	12/22/10	K. Baronsky	1.5	Telephone calls.... entry is block-billed. Please assign a separate time component for each task billed.
693	12/23/11	K. Baronsky	2.0	Entire entry is block-billed. Please assign a separate time component for each task billed.
694	01/07/11	F. Neufeld	1.5	Entire entry is block-billed. Please assign a separate time component for each task billed.
695	02/03/11	K. Baronsky	1.0	Telephone calls.... entry is block-billed. Please assign a separate time component for each task billed.
696	02/10/11	K. Baronsky	0.6	Telephone calls.... entry is block-billed. Please assign a separate time component for each task billed.
697	02/21/11	K. Baronsky	1.0	Entire entry is block-billed. Please assign a separate time component for each task billed.

**Financing - GV Ranch**

698	12/07/10	D. Isenberg	1.0	Conference calls.... entry is block-billed. Please assign a separate time component for each task billed.
699	12/07/10	D. Isenberg	4.0	Conference calls.... entry is block-billed. Please assign a separate time component for each task billed.
700	12/08/10	K. Baronsky	0.5	Telephone calls.... entry is block-billed. Please assign a separate time component for each task billed.
701	12/08/10	D. Isenberg	2.0	Conference calls.... entry is block-billed. Please assign a separate time component for each task billed.
702	12/09/10	D. Isenberg	2.5	Conference calls.... entry is block-billed. Please assign a separate time component for each task billed.
703	12/10/11	D. Isenberg	3.0	Conference calls.... entry is block-billed. Please assign a separate time component for each task billed.
704	02/01/11	B. Mertens	1.0	Prepare for and attend.... entry is block-billed. Please assign a separate time component for each task billed.
705	02/03/11	B. Mertens	2.1	Emails re.... entry is block-billed. Please assign a separate time component for each task billed.
706	02/04/11	B. Mertens	0.6	Emails re.... entry is block-billed. Please assign a separate time component for each task billed.

**Litigation - GV Ranch**

707	12/02/10	P. Torres	4.0	Prep session with.... entry is block-billed. Please assign a separate time component for each task billed.
708	12/03/10	P. Torres	2.3	Entire entry is block-billed. Please assign a separate time component for each task billed.
709	12/06/10	P. Torres	2.4	Emails....entry is block-billed. Please assign a separate time component for each task billed.
710	12/07/10	P. Torres	2.5	Emails....entry is block-billed. Please assign a separate time component for each task billed.

Item Number	Date Item Entry	Personnel	Total Hours	Items to Address
711	12/07/10	P. Torres	1.5	Phone calls with....: entry is block-billed. Please assign a separate time component for each task billed.
712	12/08/10	D. Perry	1.0	Entire entry is block-billed. Please assign a separate time component for each task billed.
713	12/09/10	D. Perry	0.3	Entire entry is block-billed. Please assign a separate time component for each task billed.
714	12/13/10	D. Perry	0.8	Prepare for and participate....: entry is block-billed. Please assign a separate time component for each task billed.
715	12/13/10	D. Perry	0.3	Emails....:entry is block-billed. Please assign a separate time component for each task billed.
716	12/13/10	P. Torres	1.4	Emails....:entry is block-billed. Please assign a separate time component for each task billed.
717	01/19/11	D. Perry	2.0	Entire entry is block-billed. Please assign a separate time component for each task billed.
718	01/27/11	D. Perry	1.0	Calls re....: entry is block-billed. Please assign a separate time component for each task billed.
719	01/27/11	D. Perry	1.4	Emails....:entry is block-billed. Please assign a separate time component for each task billed.
720	01/27/11	P. Torres	2.0	Review materials prepared....: entry is block-billed. Please assign a separate time component for each task billed.
721	01/27/11	P. Torres	2.0	Review corporate allocation....: entry is block-billed. Please assign a separate time component for each task billed.
722	01/28/11	D. Perry	1.0	Prepare for and participate....: entry is block-billed. Please assign a separate time component for each task billed.
723	01/31/11	P. Torres	0.8	Teleconference with Tfriel....: entry is block-billed. Please assign a separate time component for each task billed.

**Plan and Disclosure Statement - GV Ranch**

724	12/01/10	A. Kaye	0.8	Review revised APA....: entry is block-billed. Please assign a separate time component for each task billed.
725	12/01/10	A. Kaye	1.2	Review and comment....: entry is block-billed. Please assign a separate time component for each task billed.
726	12/13/10	D. Isenberg	8.5	Entire entry is block-billed. Please assign a separate time component for each task billed.
727	12/14/10	K. Baronsky	2.5	Telephone calls....: entry is block-billed. Please assign a separate time component for each task billed.
728	12/14/10	D. Isenberg	8.5	Entire entry is block-billed. Please assign a separate time component for each task billed.
729	12/15/10	K. Baronsky	0.5	Telephone calls....: entry is block-billed. Please assign a separate time component for each task billed.
730	12/15/10	D. Isenberg	8.5	Entire entry is block-billed. Please assign a separate time component for each task billed.
731	12/16/10	K. Baronsky	1.5	Telephone calls....: entry is block-billed. Please assign a separate time component for each task billed.
732	12/16/10	D. Isenberg	8.5	Entire entry is block-billed. Please assign a separate time component for each task billed.
733	12/17/10	A. Everett	1.2	Draft equity commitment....: entry is block-billed. Please assign a separate time component for each task billed.
734	12/17/10	D. Isenberg	8.5	Entire entry is block-billed. Please assign a separate time component for each task billed.
735	12/17/10	T. Kreller	0.5	Entire entry is block-billed. Please assign a separate time component for each task billed.
736	12/18/10	K. Baronsky	0.8	Telephone calls....: entry is block-billed. Please assign a separate time component for each task billed.
737	12/18/10	D. Isenberg	5.5	Entire entry is block-billed. Please assign a separate time component for each task billed.
738	12/19/10	D. Isenberg	5.5	Entire entry is block-billed. Please assign a separate time component for each task billed.
739	12/20/10	K. Baronsky	2.5	Entire entry is block-billed. Please assign a separate time component for each task billed.
740	12/20/10	D. Isenberg	8.5	Entire entry is block-billed. Please assign a separate time component for each task billed.
741	12/21/10	K. Baronsky	1.3	Entire entry is block-billed. Please assign a separate time component for each task billed.
742	12/21/10	D. Isenberg	8.5	Entire entry is block-billed. Please assign a separate time component for each task billed.
743	12/22/10	D. Isenberg	8.5	Entire entry is block-billed. Please assign a separate time component for each task billed.
744	12/23/10	D. Isenberg	5.0	Entire entry is block-billed. Please assign a separate time component for each task billed.

Item Number	Date Item Entry	Personnel	Total Hours	Items to Address
745	01/08/11	K. Baronsky	1.0	Emails....: Entire entry is block-billed. Please assign a separate time component for each task billed.
746	01/18/11	D. Isenberg	2.0	Entire entry is block-billed. Please assign a separate time component for each task billed.
747	01/24/11	K. Baronsky	2.0	Telephone calls....: entry is block-billed. Please assign a separate time component for each task billed.
748	01/25/11	K. Baronsky	2.5	Redraft documents....: entry is block-billed. Please assign a separate time component for each task billed.
749	01/31/11	T. Kreller	0.5	Calls and correspondence....: entry is block-billed. Please assign a separate time component for each task billed.
750	01/31/11	B. Stern	0.7	Entire entry is block-billed. Please assign a separate time component for each task billed.
751	02/01/11	A. Everett	1.3	Revise term sheet, escrow....: entry is block-billed. Please assign a separate time component for each task billed.
752	02/01/11	A. Kaye	0.7	Comments to same....: entry is block-billed. Please assign a separate time component for each task billed.
753	02/09/11	T. Kreller	1.5	Entire entry is block-billed. Please assign a separate time component for each task billed.
754	02/15/11	D. Isenberg	3.0	Entire entry is block-billed. Please assign a separate time component for each task billed.
755	02/16/11	D. Isenberg	2.0	Entire entry is block-billed. Please assign a separate time component for each task billed.
756	02/17/11	D. Isenberg	2.5	Entire entry is block-billed. Please assign a separate time component for each task billed.
757	02/22/11	A. Everett	2.0	Finalize documents....: entry is block-billed. Please assign a separate time component for each task billed.
758	02/22/11	A. Everett	1.5	Multiple calls....:entry is block-billed. Please assign a separate time component for each task billed.
759	02/22/11	T. Kreller	1.0	Calls and correspondence....: entry is block-billed. Please assign a separate time component for each task billed.
760	02/23/11	D. Isenberg	4.5	Entire entry is block-billed. Please assign a separate time component for each task billed.
761	02/24/11	D. Isenberg	1.5	Entire entry is block-billed. Please assign a separate time component for each task billed.
762	02/25/11	D. Isenberg	2.5	Entire entry is block-billed. Please assign a separate time component for each task billed.
763	02/25/11	T. Kreller	2.0	Entire entry is block-billed. Please assign a separate time component for each task billed.
764	02/25/11	M. Scarsi	2.3	Entire entry is block-billed. Please assign a separate time component for each task billed.
765	02/26/11	M. Scarsi	2.5	Entire entry is block-billed. Please assign a separate time component for each task billed.
766	02/28/11	D. Isenberg	6.5	Entire entry is block-billed. Please assign a separate time component for each task billed.
767	02/28/11	T. Kreller	1.5	Entire entry is block-billed. Please assign a separate time component for each task billed.
768	02/28/11	M. Scarsi	1.5	Entire entry is block-billed. Please assign a separate time component for each task billed.
769	03/01/11	B. Goldblatt	1.1	Entire entry is block-billed. Please assign a separate time component for each task billed.
770	03/01/11	D. Isenberg	8.5	Entire entry is block-billed. Please assign a separate time component for each task billed.
771	03/01/11	T. Kreller	2.0	Entire entry is block-billed. Please assign a separate time component for each task billed.
772	03/02/11	D. Isenberg	8.5	Entire entry is block-billed. Please assign a separate time component for each task billed.
773	03/03/11	D. Isenberg	4.5	Entire entry is block-billed. Please assign a separate time component for each task billed.
774	03/03/11	T. Kreller	1.5	Entire entry is block-billed. Please assign a separate time component for each task billed.
775	03/04/11	T. Kreller	0.5	Attn to open....: entry is block-billed. Please assign a separate time component for each task billed.
776	03/04/11	T. Kreller	0.5	Calls and correspondence....: entry is block-billed. Please assign a separate time component for each task billed.
777	03/09/11	D. Isenberg	4.0	Entire entry is block-billed. Please assign a separate time component for each task billed.
778	03/14/11	D. Isenberg	2.5	Multiple conference calls....: entry is block-billed. Please assign a separate time component for each task billed.
779	03/14/11	B. Mertens	1.1	Discuss with various....: entry is block-billed. Please assign a separate time component for each task billed.
780	03/16/11	K. Baronsky	0.3	Entire entry is block-billed. Please assign a separate time component for each task billed.

Item Number	Date Item Entry	Personnel	Total Hours	Items to Address
781	03/16/11	A. Kaye	0.5	Review revised draft....: entry is block-billed. Please assign a separate time component for each task billed.
782	03/24/11	C. Bloom	1.0	Entire entry is block-billed. Please assign a separate time component for each task billed.

**Asset Sales - GV Ranch**

783	01/07/11	A. Kaye	0.8	Attn to sale order....: entry is block-billed. Please assign a separate time component for each task billed.
784	01/10/11	T. Kreller	1.0	Entire entry is block-billed. Please assign a separate time component for each task billed.
785	01/11/11	A. Everett	2.5	Conference calls....: entry is block-billed. Please assign a separate time component for each task billed.
786	01/11/11	T. Kreller	1.0	Entire entry is block-billed. Please assign a separate time component for each task billed.
787	01/12/11	D. Isenberg	2.5	Entire entry is block-billed. Please assign a separate time component for each task billed.
788	01/12/11	A. Kaye	3.2	Entire entry is block-billed. Please assign a separate time component for each task billed.
789	01/12/11	T. Kreller	1.0	Entire entry is block-billed. Please assign a separate time component for each task billed.
790	01/13/11	A. Kaye	4.0	Entire entry is block-billed. Please assign a separate time component for each task billed.
791	01/14/11	T. Kreller	1.0	Entire entry is block-billed. Please assign a separate time component for each task billed.
792	01/17/11	T. Kreller	1.5	Entire entry is block-billed. Please assign a separate time component for each task billed.
793	01/18/11	T. Kreller	1.5	Entire entry is block-billed. Please assign a separate time component for each task billed.
794	01/19/11	A. Kaye	0.4	Review and comment....: entry is block-billed. Please assign a separate time component for each task billed.
795	01/22/11	K. Baronsky	2.5	Telephone calls....: entry is block-billed. Please assign a separate time component for each task billed.
796	01/23/11	T. Kreller	1.5	Entire entry is block-billed. Please assign a separate time component for each task billed.
797	01/24/11	T. Kreller	2.5	Entire entry is block-billed. Please assign a separate time component for each task billed.
798	01/25/11	D. Isenberg	1.5	Entire entry is block-billed. Please assign a separate time component for each task billed.
799	01/25/11	T. Kreller	1.5	Follow up calls....: entry is block-billed. Please assign a separate time component for each task billed.
800	01/26/11	A. Kaye	0.3	Correspondence....: entry is block-billed and vague. Please assign a separate time component for each task billed.
801	01/26/11	T. Kreller	1.0	Entire entry is block-billed. Please assign a separate time component for each task billed.
802	01/27/11	T. Kreller	1.5	Entire entry is block-billed. Please assign a separate time component for each task billed.
803	01/28/11	A. Everett	2.0	Calls with....: entry is block-billed. Please assign a separate time component for each task billed.
804	01/28/11	A. Everett	2.0	Revise APA and....: entry is block-billed. Please assign a separate time component for each task billed.
805	01/28/11	T. Kreller	1.5	Entire entry is block-billed. Please assign a separate time component for each task billed.
806	01/28/11	T. Kreller	1.5	Entire entry is block-billed. Please assign a separate time component for each task billed.
807	02/07/11	A. Everett	2.5	Revise Escrow Agreement....: entry is block-billed. Please assign a separate time component for each task billed.
808	02/07/11	A. Everett	1.0	Correspondence....: entry is block-billed and vague. Please assign a separate time component for each task billed.
809	02/07/11	T. Kreller	3.5	Entire entry is block-billed. Please assign a separate time component for each task billed.
810	02/08/11	T. Kreller	1.5	Entire entry is block-billed. Please assign a separate time component for each task billed.
811	02/10/11	T. Kreller	1.5	Entire entry is block-billed. Please assign a separate time component for each task billed.
812	02/11/11	A. Everett	0.1	Review Dewey comments....: entry is block-billed. Please assign a separate time component for each task billed.
813	02/11/11	A. Everett	2.1	Revise APA, PSA....: entry is block-billed. Please assign a separate time component for each task billed.
814	02/12/11	A. Everett	2.5	Entire entry is block-billed. Please assign a separate time component for each task billed.

Item Number	Date Item Entry	Personnel	Total Hours	Items to Address
815	02/12/11	A. Everett	0.5	Entire entry is block-billed. Please assign a separate time component for each task billed.
816	02/14/11	T. Kreller	0.6	Calls and correspondence....: entry is block-billed. Please assign a separate time component for each task billed.
817	02/15/11	T. Kreller	1.0	Calls and correspondence....: entry is block-billed. Please assign a separate time component for each task billed.
818	02/16/11	T. Kreller	1.0	Entire entry is block-billed. Please assign a separate time component for each task billed.
819	02/18/11	A. Everett	1.0	Correspondence....: entry is block-billed and vague. Please assign a separate time component for each task billed.
820	02/18/11	T. Kreller	2.0	Entire entry is block-billed. Please assign a separate time component for each task billed.
821	02/21/11	T. Kreller	1.0	Entire entry is block-billed. Please assign a separate time component for each task billed.
822	02/23/11	T. Kreller	1.5	Calls and correspondence....: entry is block-billed. Please assign a separate time component for each task billed.
823	02/24/11	T. Kreller	2.0	Entire entry is block-billed. Please assign a separate time component for each task billed.

**Corporate Matters - GV Ranch**

824	01/07/11	D. Ruosch	0.7	Entire entry is block-billed. Please assign a separate time component for each task billed.
825	01/11/11	D. Ruosch	0.5	Entire entry is block-billed. Please assign a separate time component for each task billed.
826	03/01/11	D. Ruosch	0.5	Entire entry is block-billed. Please assign a separate time component for each task billed.
827	03/02/11	D. Ruosch	0.9	Entire entry is block-billed. Please assign a separate time component for each task billed.
828	03/11/11	D. Ruosch	1.0	Entire entry is block-billed. Please assign a separate time component for each task billed.

**Intellectual Property - GV Ranch**

829	03/03/11	D. Ruosch	1.5	Entire entry is block-billed. Please assign a separate time component for each task billed.
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## Milbank Expense Concerns

Fifth Interim Period; December 2010 - March 2011

Item	Date				
Number	Item Entry	Personnel	Item Billed	Total Billed	Concerns to Address
1	12/10/10	D. Lamb	Wireless Telephone	\$10.95	Please explain why billing estate for personal cell phone charges.
2	12/13/10	P. Aronzon	Wireless Telephone	\$68.80	Please explain why billing estate for personal cell phone charges. (Statement Date: 10/31, Doc. No. 3311-2, pg. 408)
3	12/20/10	D. Ruosch	Wireless Telephone	\$17.66	Please explain why billing estate for personal cell phone charges.
4	12/23/10	K. Baronsky	Wireless Telephone	\$55.87	Please explain why billing estate for personal cell phone charges.
5	12/23/10	K. Baronsky	Wireless Telephone	\$44.54	Please explain why billing estate for personal cell phone charges.
6	12/23/10	P. Benudiz	Wireless Telephone	\$27.68	Please explain why billing estate for personal cell phone charges.
7	12/23/10	P. Benudiz	Wireless Telephone	\$13.20	Please explain why billing estate for personal cell phone charges.
8	02/11/11	P. Aronzon	Wireless Telephone	\$69.03	Please explain why billing estate for personal cell phone charges. (Statement Date: 11/30, Doc. No. 3311-2, pg. 447)
9	02/11/11	P. Aronzon	Wireless Telephone	\$61.03	Please explain why billing estate for personal cell phone charges. (Statement Date: 12/31, Doc. No. 3311-2, pg. 447)
10	02/11/11	P. Benudiz	Wireless Telephone	\$17.35	Please explain why billing estate for personal cell phone charges.
11	02/18/11	D. Ruosch	Wireless Telephone	\$26.75	Please explain why billing estate for personal cell phone charges.
12	02/28/11	D. Lamb	Wireless Telephone	\$10.74	Please explain why billing estate for personal cell phone charges.
13	03/31/11	D. Ruosch	Wireless Telephone	\$21.97	Please explain why billing estate for personal cell phone charges.
14	12/13/10	P. Aronzon	Travel	\$3,653.53	Charge appears excessive. Please delineate.
15	02/16/11	R. Kestenbaum	Travel	\$2,189.07	Entry is vague and appears excessive. Please delineate.
16	03/25/11	P. Aronzon	Travel	\$3,186.45	Charge appears excessive. Please delineate.
17	12/13/10	P. Aronzon	Wireless Telephone	\$68.80	Please explain why double billing estate for personal cell phone charges. (Statement Date: 10/31, Doc. No. 3311-2 pg. 504) - See line item 2 above.
18	02/11/11	P. Aronzon	Wireless Telephone	\$69.03	Please explain why double billing estate for personal cell phone charges. (Statement Date: 11/30, Doc. No. 3311-2 pg. 505) - See line item 8 above.
19	02/11/11	P. Aronzon	Wireless Telephone	\$61.03	Please explain why double billing estate for personal cell phone charges. (Statement Date: 12/31, Doc. No. 3311-2 pg. 505) - See line item 9 above.

## Milbank Block Billing Report

Period Covered: 5th Interim Period; December 2010 - March 2011

Item Number	Date	Hours	Total Amount Billed	Description
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**A. Bagley**

1	12/01/10	1.8	\$1,080.00	Entry is block-billed. Please assign a separate time component for each task performed.
2	12/01/10	1.4	\$840.00	Entry is block-billed. Please assign a separate time component for each task performed.
3	12/11/10	1.4	\$840.00	Entry is block-billed. Please assign a separate time component for each task performed.
4	12/16/10	1.2	\$720.00	Entry is block-billed. Please assign a separate time component for each task performed.
5	02/25/11	4.2	\$2,520.00	Entry is block-billed. Please assign a separate time component for each task performed.
6	03/01/11	4.1	\$2,460.00	Entry is block-billed. Please assign a separate time component for each task performed.
7	03/09/11	4.4	\$2,640.00	Entry is block-billed. Please assign a separate time component for each task performed.
8	03/30/11	2.2	\$1,320.00	Entry is block-billed. Please assign a separate time component for each task performed.
9	12/22/10	2.8	\$1,680.00	Entry is block-billed. Please assign a separate time component for each task performed.
10	12/23/10	1.9	\$1,140.00	Entry is block-billed. Please assign a separate time component for each task performed.
11	01/31/11	2.0	\$1,200.00	Entry is block-billed. Please assign a separate time component for each task performed.
12	02/15/11	0.7	\$420.00	Entry is block-billed. Please assign a separate time component for each task performed.
13	02/16/11	3.5	\$2,100.00	Entry is block-billed. Please assign a separate time component for each task performed.
14	02/17/11	5.3	\$3,180.00	Entry is block-billed. Please assign a separate time component for each task performed.
15	02/19/11	0.4	\$240.00	Entry is block-billed. Please assign a separate time component for each task performed.
16	02/22/11	1.8	\$1,080.00	Entry is block-billed. Please assign a separate time component for each task performed.
17	02/22/11	0.8	\$480.00	Entry is block-billed. Please assign a separate time component for each task performed.
18	02/26/11	2.7	\$1,620.00	Entry is block-billed. Please assign a separate time component for each task performed.
19	02/28/11	3.6	\$2,160.00	Entry is block-billed. Please assign a separate time component for each task performed.
20	02/28/11	0.9	\$540.00	Entry is block-billed. Please assign a separate time component for each task performed.
21	03/01/11	1.4	\$840.00	Entry is block-billed. Please assign a separate time component for each task performed.
22	03/08/11	2.8	\$1,680.00	Entry is block-billed. Please assign a separate time component for each task performed.
23	03/10/11	1.3	\$780.00	Entry is block-billed. Please assign a separate time component for each task performed.
24	03/11/11	0.7	\$420.00	Entry is block-billed. Please assign a separate time component for each task performed.
25	03/14/11	2.8	\$1,680.00	Entry is block-billed. Please assign a separate time component for each task performed.
26	03/15/11	5.2	\$3,120.00	Entry is block-billed. Please assign a separate time component for each task performed.
27	03/18/11	1.1	\$660.00	Entry is block-billed. Please assign a separate time component for each task performed.
28	03/18/11	3.6	\$2,160.00	Entry is block-billed. Please assign a separate time component for each task performed.
29	03/22/11	2.9	\$1,740.00	Entry is block-billed. Please assign a separate time component for each task performed.
30	03/22/11	2.1	\$1,260.00	Entry is block-billed. Please assign a separate time component for each task performed.
31	03/23/11	1.6	\$960.00	Entry is block-billed. Please assign a separate time component for each task performed.
32	03/23/11	0.6	\$360.00	Entry is block-billed. Please assign a separate time component for each task performed.
33	03/23/11	0.4	\$240.00	Entry is block-billed. Please assign a separate time component for each task performed.
34	03/23/11	0.6	\$360.00	Entry is block-billed. Please assign a separate time component for each task performed.
35	03/25/11	1.6	\$960.00	Entry is block-billed. Please assign a separate time component for each task performed.
36	03/29/11	2.8	\$1,680.00	Entry is block-billed. Please assign a separate time component for each task performed.
37	02/11/11	3.0	\$1,800.00	Entry is block-billed. Please assign a separate time component for each task performed.

Total Hours Block Billed:

81.6



Item Number	Date	Hours	Total Amount Billed	Description
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Total at Hourly Rate (\$600/hr): \$48,960.00

**A. Bloom**

1	01/04/11	2.4	\$1,620.00	Entry is block-billed. Please assign a separate time component for each task performed.
2	01/07/11	1.0	\$675.00	Entry is block-billed. Please assign a separate time component for each task performed.
3	02/01/11	1.2	\$810.00	Entry is block-billed. Please assign a separate time component for each task performed.
4	02/07/11	1.8	\$1,215.00	Entry is block-billed. Please assign a separate time component for each task performed.
5	02/08/11	0.3	\$202.50	Entry is block-billed. Please assign a separate time component for each task performed.
6	02/11/11	4.1	\$2,767.50	Entry is block-billed. Please assign a separate time component for each task performed.
7	02/14/11	1.5	\$1,012.50	Entry is block-billed. Please assign a separate time component for each task performed.
8	02/24/11	0.8	\$540.00	Entry is block-billed. Please assign a separate time component for each task performed.
9	03/02/11	0.5	\$337.50	Entry is block-billed. Please assign a separate time component for each task performed.
10	03/11/11	14.0	\$9,450.00	Entry is block-billed. Please assign a separate time component for each task performed.
11	03/15/11	9.3	\$6,277.50	Entry is block-billed. Please assign a separate time component for each task performed.
12	03/16/11	9.2	\$6,210.00	Entry is block-billed. Please assign a separate time component for each task performed.
13	03/24/11	10.8	\$7,290.00	Entry is block-billed. Please assign a separate time component for each task performed.
14	03/25/11	9.6	\$6,480.00	Entry is block-billed. Please assign a separate time component for each task performed.
15	03/29/11	7.7	\$5,197.50	Entry is block-billed. Please assign a separate time component for each task performed.
16	03/30/11	6.7	\$4,522.50	Entry is block-billed. Please assign a separate time component for each task performed.
17	03/31/11	8.6	\$5,805.00	Entry is block-billed. Please assign a separate time component for each task performed.

Total Hours Block Billed: 89.5  
Total at Hourly Rate (\$675/hr): \$60,412.50

**A. Everett**

1	12/17/10	1.2	\$720.00	Entry is block-billed. Please assign a separate time component for each task performed.
2	02/01/11	1.3	\$780.00	Entry is block-billed. Please assign a separate time component for each task performed.
3	02/22/11	2.0	\$1,200.00	Entry is block-billed. Please assign a separate time component for each task performed.
4	02/22/11	1.5	\$900.00	Entry is block-billed. Please assign a separate time component for each task performed.
5	01/11/11	2.5	\$1,500.00	Entry is block-billed. Please assign a separate time component for each task performed.
6	01/28/11	2.0	\$1,200.00	Entry is block-billed. Please assign a separate time component for each task performed.
7	01/28/11	2.0	\$1,200.00	Entry is block-billed. Please assign a separate time component for each task performed.
8	02/07/11	2.5	\$1,500.00	Entry is block-billed. Please assign a separate time component for each task performed.
9	02/07/11	1.0	\$600.00	Entry is block-billed. Please assign a separate time component for each task performed.
10	02/11/11	0.1	\$60.00	Entry is block-billed. Please assign a separate time component for each task performed.
11	02/11/11	2.1	\$1,260.00	Entry is block-billed. Please assign a separate time component for each task performed.
12	02/12/11	2.5	\$1,500.00	Entry is block-billed. Please assign a separate time component for each task performed.
13	02/12/11	0.5	\$300.00	Entry is block-billed. Please assign a separate time component for each task performed.
14	02/18/11	1.0	\$600.00	Entry is block-billed. Please assign a separate time component for each task performed.

Total Hours Block Billed: 22.2  
Total at Hourly Rate (\$600/hr): \$13,320.00

Item Number	Date	Hours	Total Amount Billed	Description
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**A. Kaye**

1	12/01/10	0.8	\$820.00	Entry is block-billed. Please assign a separate time component for each task performed.
2	12/01/10	1.2	\$1,230.00	Entry is block-billed. Please assign a separate time component for each task performed.
3	02/01/11	0.7	\$717.50	Entry is block-billed. Please assign a separate time component for each task performed.
4	03/16/11	0.5	\$512.50	Entry is block-billed. Please assign a separate time component for each task performed.
5	01/07/11	0.8	\$820.00	Entry is block-billed. Please assign a separate time component for each task performed.
6	01/12/11	3.2	\$3,280.00	Entry is block-billed. Please assign a separate time component for each task performed.
7	01/13/11	4.0	\$4,100.00	Entry is block-billed. Please assign a separate time component for each task performed.
8	01/19/11	0.4	\$410.00	Entry is block-billed. Please assign a separate time component for each task performed.
9	01/26/11	0.3	\$307.50	Entry is block-billed. Please assign a separate time component for each task performed.

Total Hours Block Billed: 11.9

Total at Hourly Rate (\$1025/hr): \$12,197.50

**A. Moses**

1	12/01/10	4.1	\$3,259.50	Entry is block-billed. Please assign a separate time component for each task performed.
2	12/03/10	1.3	\$1,033.50	Entry is block-billed. Please assign a separate time component for each task performed.
3	12/03/10	0.5	\$397.50	Entry is block-billed. Please assign a separate time component for each task performed.
4	12/03/10	1.0	\$795.00	Entry is block-billed. Please assign a separate time component for each task performed.
5	12/14/10	1.0	\$795.00	Entry is block-billed. Please assign a separate time component for each task performed.
6	12/14/10	0.3	\$238.50	Entry is block-billed. Please assign a separate time component for each task performed.
7	12/15/10	1.5	\$1,192.50	Entry is block-billed. Please assign a separate time component for each task performed.
8	12/21/10	1.5	\$1,192.50	Entry is block-billed. Please assign a separate time component for each task performed.
9	12/22/10	2.9	\$2,305.50	Entry is block-billed. Please assign a separate time component for each task performed.
10	12/23/10	2.5	\$1,987.50	Entry is block-billed. Please assign a separate time component for each task performed.
11	12/27/10	3.8	\$3,021.00	Entry is block-billed. Please assign a separate time component for each task performed.
12	12/28/10	0.5	\$397.50	Entry is block-billed. Please assign a separate time component for each task performed.
13	12/28/10	0.5	\$397.50	Entry is block-billed. Please assign a separate time component for each task performed.
14	12/29/10	0.5	\$397.50	Entry is block-billed. Please assign a separate time component for each task performed.
15	01/03/11	0.5	\$397.50	Entry is block-billed. Please assign a separate time component for each task performed.
16	01/04/11	1.1	\$874.50	Entry is block-billed. Please assign a separate time component for each task performed.
17	01/07/11	1.0	\$795.00	Entry is block-billed. Please assign a separate time component for each task performed.
18	01/10/11	1.3	\$1,033.50	Entry is block-billed. Please assign a separate time component for each task performed.
19	01/11/11	2.6	\$2,067.00	Entry is block-billed. Please assign a separate time component for each task performed.
20	01/12/11	2.3	\$1,828.50	Entry is block-billed. Please assign a separate time component for each task performed.
21	01/14/11	2.0	\$1,590.00	Entry is block-billed. Please assign a separate time component for each task performed.
22	01/18/11	3.8	\$3,021.00	Entry is block-billed. Please assign a separate time component for each task performed.
23	01/19/11	1.0	\$795.00	Entry is block-billed. Please assign a separate time component for each task performed.
24	01/19/11	2.3	\$1,828.50	Entry is block-billed. Please assign a separate time component for each task performed.
25	01/19/11	0.3	\$238.50	Entry is block-billed. Please assign a separate time component for each task performed.
26	01/20/11	4.4	\$3,498.00	Entry is block-billed. Please assign a separate time component for each task performed.

Item Number	Date	Hours	Total Amount Billed	Description
27	01/21/11	1.9	\$1,510.50	Entry is block-billed. Please assign a separate time component for each task performed.
28	01/24/11	0.8	\$636.00	Entry is block-billed. Please assign a separate time component for each task performed.
29	01/24/11	0.5	\$397.50	Entry is block-billed. Please assign a separate time component for each task performed.
30	01/26/11	1.0	\$795.00	Entry is block-billed. Please assign a separate time component for each task performed.
31	01/26/11	1.0	\$795.00	Entry is block-billed. Please assign a separate time component for each task performed.
32	01/27/11	6.3	\$5,008.50	Entry is block-billed. Please assign a separate time component for each task performed.
33	01/28/11	1.5	\$1,192.50	Entry is block-billed. Please assign a separate time component for each task performed.
34	01/28/11	1.3	\$1,033.50	Entry is block-billed. Please assign a separate time component for each task performed.
35	01/31/11	1.0	\$795.00	Entry is block-billed. Please assign a separate time component for each task performed.
36	02/01/11	1.5	\$1,192.50	Entry is block-billed. Please assign a separate time component for each task performed.
37	02/02/11	1.5	\$1,192.50	Entry is block-billed. Please assign a separate time component for each task performed.
38	02/02/11	1.0	\$795.00	Entry is block-billed. Please assign a separate time component for each task performed.
39	02/03/11	0.5	\$397.50	Entry is block-billed. Please assign a separate time component for each task performed.
40	02/04/11	1.0	\$795.00	Entry is block-billed. Please assign a separate time component for each task performed.
41	02/07/11	3.5	\$2,782.50	Entry is block-billed. Please assign a separate time component for each task performed.
42	02/07/11	0.9	\$715.50	Entry is block-billed. Please assign a separate time component for each task performed.
43	02/09/11	9.5	\$7,552.50	Entry is block-billed. Please assign a separate time component for each task performed.
44	02/10/11	1.5	\$1,192.50	Entry is block-billed. Please assign a separate time component for each task performed.
45	02/10/11	0.3	\$238.50	Entry is block-billed. Please assign a separate time component for each task performed.
46	02/11/11	4.6	\$3,657.00	Entry is block-billed. Please assign a separate time component for each task performed.
47	02/14/11	2.5	\$1,987.50	Entry is block-billed. Please assign a separate time component for each task performed.
48	02/14/11	1.3	\$1,033.50	Entry is block-billed. Please assign a separate time component for each task performed.
49	02/14/11	0.3	\$238.50	Entry is block-billed. Please assign a separate time component for each task performed.
50	02/15/11	3.4	\$2,703.00	Entry is block-billed. Please assign a separate time component for each task performed.
51	02/16/11	1.5	\$1,192.50	Entry is block-billed. Please assign a separate time component for each task performed.
52	02/16/11	0.4	\$318.00	Entry is block-billed. Please assign a separate time component for each task performed.
53	02/18/11	7.7	\$6,121.50	Entry is block-billed. Please assign a separate time component for each task performed.
54	02/19/11	1.0	\$795.00	Entry is block-billed. Please assign a separate time component for each task performed.
55	02/20/11	2.0	\$1,590.00	Entry is block-billed. Please assign a separate time component for each task performed.
56	02/21/11	3.5	\$2,782.50	Entry is block-billed. Please assign a separate time component for each task performed.
57	02/22/11	8.6	\$6,837.00	Entry is block-billed. Please assign a separate time component for each task performed.
58	02/23/11	2.1	\$1,669.50	Entry is block-billed. Please assign a separate time component for each task performed.
59	02/23/11	3.5	\$2,782.50	Entry is block-billed. Please assign a separate time component for each task performed.
60	02/24/11	3.5	\$2,782.50	Entry is block-billed. Please assign a separate time component for each task performed.
61	02/25/11	2.5	\$1,987.50	Entry is block-billed. Please assign a separate time component for each task performed.
62	02/28/11	3.5	\$2,782.50	Entry is block-billed. Please assign a separate time component for each task performed.
63	02/28/11	2.5	\$1,987.50	Entry is block-billed. Please assign a separate time component for each task performed.
64	03/01/11	3.5	\$2,782.50	Entry is block-billed. Please assign a separate time component for each task performed.
65	03/01/11	0.5	\$397.50	Entry is block-billed. Please assign a separate time component for each task performed.
66	03/02/11	0.5	\$397.50	Entry is block-billed. Please assign a separate time component for each task performed.
67	03/05/11	5.5	\$4,372.50	Entry is block-billed. Please assign a separate time component for each task performed.
68	03/06/11	1.0	\$795.00	Entry is block-billed. Please assign a separate time component for each task performed.
69	03/07/11	4.5	\$3,577.50	Entry is block-billed. Please assign a separate time component for each task performed.
70	03/07/11	1.0	\$795.00	Entry is block-billed. Please assign a separate time component for each task performed.

Item Number	Date	Hours	Total Amount Billed	Description
71	03/08/11	8.0	\$6,360.00	Entry is block-billed. Please assign a separate time component for each task performed.
72	03/09/11	12.5	\$9,937.50	Entry is block-billed. Please assign a separate time component for each task performed.
73	03/11/11	6.5	\$5,167.50	Entry is block-billed. Please assign a separate time component for each task performed.
74	03/11/11	3.0	\$2,385.00	Entry is block-billed. Please assign a separate time component for each task performed.
75	03/13/11	4.0	\$3,180.00	Entry is block-billed. Please assign a separate time component for each task performed.
76	03/14/11	2.0	\$1,590.00	Entry is block-billed. Please assign a separate time component for each task performed.
77	03/14/11	1.5	\$1,192.50	Entry is block-billed. Please assign a separate time component for each task performed.
78	03/16/11	0.6	\$477.00	Entry is block-billed. Please assign a separate time component for each task performed.
79	03/17/11	0.5	\$397.50	Entry is block-billed. Please assign a separate time component for each task performed.
80	03/18/11	1.0	\$795.00	Entry is block-billed. Please assign a separate time component for each task performed.
81	03/20/11	0.7	\$556.50	Entry is block-billed. Please assign a separate time component for each task performed.
82	03/21/11	1.0	\$795.00	Entry is block-billed. Please assign a separate time component for each task performed.
83	03/22/11	1.3	\$1,033.50	Entry is block-billed. Please assign a separate time component for each task performed.
84	03/23/11	1.1	\$874.50	Entry is block-billed. Please assign a separate time component for each task performed.
85	03/24/11	1.2	\$954.00	Entry is block-billed. Please assign a separate time component for each task performed.
86	03/25/11	1.0	\$795.00	Entry is block-billed. Please assign a separate time component for each task performed.
87	03/28/11	1.3	\$1,033.50	Entry is block-billed. Please assign a separate time component for each task performed.
88	03/29/11	1.0	\$795.00	Entry is block-billed. Please assign a separate time component for each task performed.
89	03/30/11	1.0	\$795.00	Entry is block-billed. Please assign a separate time component for each task performed.
90	03/31/11	2.0	\$1,590.00	Entry is block-billed. Please assign a separate time component for each task performed.

Total Hours Block Billed:

203.1

Total at Hourly Rate (\$795/hr):

\$161,464.50

**B. Goldblatt**

1	12/09/10	0.8	\$760.00	Entry is block-billed. Please assign a separate time component for each task performed.
2	12/20/10	1.5	\$1,425.00	Entry is block-billed. Please assign a separate time component for each task performed.
3	12/21/10	0.5	\$475.00	Entry is block-billed. Please assign a separate time component for each task performed.
4	12/22/10	1.4	\$1,330.00	Entry is block-billed. Please assign a separate time component for each task performed.
5	12/23/10	1.4	\$1,330.00	Entry is block-billed. Please assign a separate time component for each task performed.
6	12/28/10	0.8	\$760.00	Entry is block-billed. Please assign a separate time component for each task performed.
7	01/05/11	1.8	\$1,710.00	Entry is block-billed. Please assign a separate time component for each task performed.
8	01/10/11	1.3	\$1,235.00	Entry is block-billed. Please assign a separate time component for each task performed.
9	01/11/11	0.6	\$570.00	Entry is block-billed. Please assign a separate time component for each task performed.
10	01/12/11	5.2	\$4,940.00	Entry is block-billed. Please assign a separate time component for each task performed.
11	01/14/11	1.9	\$1,805.00	Entry is block-billed. Please assign a separate time component for each task performed.
12	01/21/11	2.9	\$2,755.00	Entry is block-billed. Please assign a separate time component for each task performed.
13	01/25/11	0.7	\$665.00	Entry is block-billed. Please assign a separate time component for each task performed.
14	02/08/11	0.9	\$855.00	Entry is block-billed. Please assign a separate time component for each task performed.
15	02/21/11	1.6	\$1,520.00	Entry is block-billed. Please assign a separate time component for each task performed.
16	02/21/11	2.1	\$1,995.00	Entry is block-billed. Please assign a separate time component for each task performed.
17	02/21/11	0.6	\$570.00	Entry is block-billed. Please assign a separate time component for each task performed.
18	02/22/11	2.0	\$1,900.00	Entry is block-billed. Please assign a separate time component for each task performed.

Item Number	Date	Hours	Total Amount Billed	Description
19	02/22/11	3.1	\$2,945.00	Entry is block-billed. Please assign a separate time component for each task performed.
20	02/23/11	1.2	\$1,140.00	Entry is block-billed. Please assign a separate time component for each task performed.
21	02/23/11	8.8	\$8,360.00	Entry is block-billed. Please assign a separate time component for each task performed.

Total Hours Block Billed: 41.1

Total at Hourly Rate (\$950/hr): \$39,045.00

**B. Mertens**

1	01/31/11	1.1	\$687.50	Entry is block-billed. Please assign a separate time component for each task performed.
2	03/21/11	0.8	\$500.00	Entry is block-billed. Please assign a separate time component for each task performed.
3	02/04/11	1.8	\$1,125.00	Entry is block-billed. Please assign a separate time component for each task performed.
4	02/16/11	2.0	\$1,250.00	Entry is block-billed. Please assign a separate time component for each task performed.
5	02/14/11	0.8	\$500.00	Entry is block-billed. Please assign a separate time component for each task performed.
6	12/13/10	0.8	\$500.00	Entry is block-billed. Please assign a separate time component for each task performed.
7	01/04/11	5.1	\$3,187.50	Entry is block-billed. Please assign a separate time component for each task performed.
8	01/05/11	1.0	\$625.00	Entry is block-billed. Please assign a separate time component for each task performed.
9	02/09/11	1.1	\$687.50	Entry is block-billed. Please assign a separate time component for each task performed.
10	02/10/11	0.7	\$437.50	Entry is block-billed. Please assign a separate time component for each task performed.
11	03/14/11	1.1	\$687.50	Entry is block-billed. Please assign a separate time component for each task performed.
12	02/02/11	1.0	\$625.00	Entry is block-billed. Please assign a separate time component for each task performed.
13	02/11/11	1.0	\$625.00	Entry is block-billed. Please assign a separate time component for each task performed.
14	12/22/10	0.8	\$500.00	Entry is block-billed. Please assign a separate time component for each task performed.
15	12/01/10	0.4	\$250.00	Entry is block-billed. Please assign a separate time component for each task performed.
16	02/01/11	1.0	\$625.00	Entry is block-billed. Please assign a separate time component for each task performed.
17	02/03/11	2.1	\$1,312.50	Entry is block-billed. Please assign a separate time component for each task performed.
18	02/04/11	0.6	\$375.00	Entry is block-billed. Please assign a separate time component for each task performed.
19	03/14/11	1.1	\$687.50	Entry is block-billed. Please assign a separate time component for each task performed.

Total Hours Block Billed: 24.3

Total at Hourly Rate (\$625/hr): \$15,187.50

**D. Isenberg**

1	03/22/11	4.5	\$3,690.00	Entry is block-billed. Please assign a separate time component for each task performed.
2	12/03/10	1.2	\$984.00	Entry is block-billed. Please assign a separate time component for each task performed.
3	03/07/11	1.0	\$820.00	Entry is block-billed. Please assign a separate time component for each task performed.
4	12/07/10	1.0	\$820.00	Entry is block-billed. Please assign a separate time component for each task performed.
5	12/07/10	4.0	\$3,280.00	Entry is block-billed. Please assign a separate time component for each task performed.
6	12/08/10	2.0	\$1,640.00	Entry is block-billed. Please assign a separate time component for each task performed.
7	12/09/10	2.5	\$2,050.00	Entry is block-billed. Please assign a separate time component for each task performed.
8	12/10/11	3.0	\$2,460.00	Entry is block-billed. Please assign a separate time component for each task performed.
9	12/13/10	8.5	\$6,970.00	Entry is block-billed. Please assign a separate time component for each task performed.
10	12/14/10	8.5	\$6,970.00	Entry is block-billed. Please assign a separate time component for each task performed.



Item Number	Date	Hours	Total Amount Billed	Description
11	12/15/10	8.5	\$6,970.00	Entry is block-billed. Please assign a separate time component for each task performed.
12	12/16/10	8.5	\$6,970.00	Entry is block-billed. Please assign a separate time component for each task performed.
13	12/17/10	8.5	\$6,970.00	Entry is block-billed. Please assign a separate time component for each task performed.
14	12/18/10	5.5	\$4,510.00	Entry is block-billed. Please assign a separate time component for each task performed.
15	12/19/10	5.5	\$4,510.00	Entry is block-billed. Please assign a separate time component for each task performed.
16	12/20/10	8.5	\$6,970.00	Entry is block-billed. Please assign a separate time component for each task performed.
17	12/21/10	8.5	\$6,970.00	Entry is block-billed. Please assign a separate time component for each task performed.
18	12/22/10	8.5	\$6,970.00	Entry is block-billed. Please assign a separate time component for each task performed.
19	12/23/10	5.0	\$4,100.00	Entry is block-billed. Please assign a separate time component for each task performed.
20	01/18/11	2.0	\$1,640.00	Entry is block-billed. Please assign a separate time component for each task performed.
21	02/15/11	3.0	\$2,460.00	Entry is block-billed. Please assign a separate time component for each task performed.
22	02/16/11	2.0	\$1,640.00	Entry is block-billed. Please assign a separate time component for each task performed.
23	02/17/11	2.5	\$2,050.00	Entry is block-billed. Please assign a separate time component for each task performed.
24	02/23/11	4.5	\$3,690.00	Entry is block-billed. Please assign a separate time component for each task performed.
25	02/24/11	1.5	\$1,230.00	Entry is block-billed. Please assign a separate time component for each task performed.
26	02/25/11	2.5	\$2,050.00	Entry is block-billed. Please assign a separate time component for each task performed.
27	02/28/11	6.5	\$5,330.00	Entry is block-billed. Please assign a separate time component for each task performed.
28	03/01/11	8.5	\$6,970.00	Entry is block-billed. Please assign a separate time component for each task performed.
29	03/02/11	8.5	\$6,970.00	Entry is block-billed. Please assign a separate time component for each task performed.
30	03/03/11	4.5	\$3,690.00	Entry is block-billed. Please assign a separate time component for each task performed.
31	03/09/11	4.0	\$3,280.00	Entry is block-billed. Please assign a separate time component for each task performed.
32	03/14/11	2.5	\$2,050.00	Entry is block-billed. Please assign a separate time component for each task performed.
33	01/12/11	2.5	\$2,050.00	Entry is block-billed. Please assign a separate time component for each task performed.
34	01/25/11	1.5	\$1,230.00	Entry is block-billed. Please assign a separate time component for each task performed.

Total Hours Block Billed: 159.7  
Total at Hourly Rate (\$820/hr): \$130,954.00

**D. Lamb**

1	02/14/11	0.5	\$487.50	Entry is block-billed. Please assign a separate time component for each task performed.
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Total Hours Block Billed: 0.5  
Total at Hourly Rate (\$975/hr): \$487.50

**D. Perry**

1	01/04/11	1.4	\$1,260.00	Entry is block-billed. Please assign a separate time component for each task performed.
2	12/08/10	1.0	\$900.00	Entry is block-billed. Please assign a separate time component for each task performed.
3	12/09/10	0.3	\$270.00	Entry is block-billed. Please assign a separate time component for each task performed.
4	12/13/10	0.8	\$720.00	Entry is block-billed. Please assign a separate time component for each task performed.
5	12/13/10	0.3	\$270.00	Entry is block-billed. Please assign a separate time component for each task performed.
6	01/19/11	2.0	\$1,800.00	Entry is block-billed. Please assign a separate time component for each task performed.
7	01/27/11	1.0	\$900.00	Entry is block-billed. Please assign a separate time component for each task performed.

Item Number	Date	Hours	Total Amount Billed	Description
8	01/27/11	1.4	\$1,260.00	Entry is block-billed. Please assign a separate time component for each task performed.
9	01/28/11	1.0	\$900.00	Entry is block-billed. Please assign a separate time component for each task performed.

Total Hours Block Billed: 9.2  
Total at Hourly Rate (\$900/hr): \$8,280.00

**D. Ruosch**

1	03/11/11	1.0	\$975.00	Entry is block-billed. Please assign a separate time component for each task performed.
2	03/18/11	1.0	\$975.00	Entry is block-billed. Please assign a separate time component for each task performed.
3	03/02/11	1.0	\$975.00	Entry is block-billed. Please assign a separate time component for each task performed.
4	03/03/11	1.5	\$1,462.50	Entry is block-billed. Please assign a separate time component for each task performed.
5	03/02/11	0.6	\$585.00	Entry is block-billed. Please assign a separate time component for each task performed.
6	12/13/10	1.5	\$1,462.50	Entry is block-billed. Please assign a separate time component for each task performed.
7	12/23/10	1.0	\$975.00	Entry is block-billed. Please assign a separate time component for each task performed.
8	12/30/10	1.0	\$975.00	Entry is block-billed. Please assign a separate time component for each task performed.
9	01/03/11	2.0	\$1,950.00	Entry is block-billed. Please assign a separate time component for each task performed.
10	01/04/11	3.0	\$2,925.00	Entry is block-billed. Please assign a separate time component for each task performed.
11	01/05/11	0.5	\$487.50	Entry is block-billed. Please assign a separate time component for each task performed.
12	01/07/11	0.6	\$585.00	Entry is block-billed. Please assign a separate time component for each task performed.
13	01/10/11	1.0	\$975.00	Entry is block-billed. Please assign a separate time component for each task performed.
14	01/12/11	1.0	\$975.00	Entry is block-billed. Please assign a separate time component for each task performed.
15	01/13/11	0.3	\$292.50	Entry is block-billed. Please assign a separate time component for each task performed.
16	01/25/11	0.5	\$487.50	Entry is block-billed. Please assign a separate time component for each task performed.
17	01/27/11	0.8	\$780.00	Entry is block-billed. Please assign a separate time component for each task performed.
18	02/07/11	1.0	\$975.00	Entry is block-billed. Please assign a separate time component for each task performed.
19	02/08/11	1.5	\$1,462.50	Entry is block-billed. Please assign a separate time component for each task performed.
20	02/10/11	2.0	\$1,950.00	Entry is block-billed. Please assign a separate time component for each task performed.
21	02/11/11	1.4	\$1,365.00	Entry is block-billed. Please assign a separate time component for each task performed.
22	02/15/11	2.0	\$1,950.00	Entry is block-billed. Please assign a separate time component for each task performed.
23	02/16/11	0.8	\$780.00	Entry is block-billed. Please assign a separate time component for each task performed.
24	02/18/11	5.3	\$5,167.50	Entry is block-billed. Please assign a separate time component for each task performed.
25	02/22/11	3.0	\$2,925.00	Entry is block-billed. Please assign a separate time component for each task performed.
26	02/23/11	4.5	\$4,387.50	Entry is block-billed. Please assign a separate time component for each task performed.
27	02/24/11	6.5	\$6,337.50	Entry is block-billed. Please assign a separate time component for each task performed.
28	02/25/11	6.0	\$5,850.00	Entry is block-billed. Please assign a separate time component for each task performed.
29	02/28/11	1.0	\$975.00	Entry is block-billed. Please assign a separate time component for each task performed.
30	02/28/11	1.0	\$975.00	Entry is block-billed. Please assign a separate time component for each task performed.
31	03/01/11	1.5	\$1,462.50	Entry is block-billed. Please assign a separate time component for each task performed.
32	03/02/11	1.5	\$1,462.50	Entry is block-billed. Please assign a separate time component for each task performed.
33	03/03/11	1.5	\$1,462.50	Entry is block-billed. Please assign a separate time component for each task performed.
34	03/04/11	2.5	\$2,437.50	Entry is block-billed. Please assign a separate time component for each task performed.
35	03/07/11	1.5	\$1,462.50	Entry is block-billed. Please assign a separate time component for each task performed.
36	03/14/11	3.0	\$2,925.00	Entry is block-billed. Please assign a separate time component for each task performed.

Item Number	Date	Hours	Total Amount Billed	Description
37	03/15/11	3.0	\$2,925.00	Entry is block-billed. Please assign a separate time component for each task performed.
38	03/16/11	1.5	\$1,462.50	Entry is block-billed. Please assign a separate time component for each task performed.
39	03/17/11	2.6	\$2,535.00	Entry is block-billed. Please assign a separate time component for each task performed.
40	03/23/11	1.0	\$975.00	Entry is block-billed. Please assign a separate time component for each task performed.

Total Hours Block Billed:

73.9

Total at Hourly Rate (\$975/hr):

\$72,052.50

**F. Neufeld**

1	03/14/11	1.5	\$1,072.50	Entry is block-billed. Please assign a separate time component for each task performed.
2	03/15/11	1.1	\$786.50	Entry is block-billed. Please assign a separate time component for each task performed.
3	03/17/11	1.0	\$715.00	Entry is block-billed. Please assign a separate time component for each task performed.
4	03/18/11	1.5	\$1,072.50	Entry is block-billed. Please assign a separate time component for each task performed.
5	03/21/11	2.1	\$1,501.50	Entry is block-billed. Please assign a separate time component for each task performed.
6	03/23/11	1.5	\$1,072.50	Entry is block-billed. Please assign a separate time component for each task performed.
7	03/29/11	2.7	\$1,930.50	Entry is block-billed. Please assign a separate time component for each task performed.
8	03/30/11	4.5	\$3,217.50	Entry is block-billed. Please assign a separate time component for each task performed.
9	12/09/10	1.4	\$1,001.00	Entry is block-billed. Please assign a separate time component for each task performed.
10	12/10/10	4.8	\$3,432.00	Entry is block-billed. Please assign a separate time component for each task performed.
11	12/13/10	1.8	\$1,287.00	Entry is block-billed. Please assign a separate time component for each task performed.
12	12/29/10	1.5	\$1,072.50	Entry is block-billed. Please assign a separate time component for each task performed.
13	01/03/11	1.0	\$715.00	Entry is block-billed. Please assign a separate time component for each task performed.
14	01/05/11	2.0	\$1,430.00	Entry is block-billed. Please assign a separate time component for each task performed.
15	01/06/11	2.2	\$1,573.00	Entry is block-billed. Please assign a separate time component for each task performed.
16	01/07/11	1.0	\$715.00	Entry is block-billed. Please assign a separate time component for each task performed.
17	01/10/11	2.5	\$1,787.50	Entry is block-billed. Please assign a separate time component for each task performed.
18	01/11/11	3.0	\$2,145.00	Entry is block-billed. Please assign a separate time component for each task performed.
19	01/12/11	3.5	\$2,502.50	Entry is block-billed. Please assign a separate time component for each task performed.
20	01/13/11	2.0	\$1,430.00	Entry is block-billed. Please assign a separate time component for each task performed.
21	01/14/11	2.5	\$1,787.50	Entry is block-billed. Please assign a separate time component for each task performed.
22	01/18/11	1.0	\$715.00	Entry is block-billed. Please assign a separate time component for each task performed.
23	01/19/11	2.7	\$1,930.50	Entry is block-billed. Please assign a separate time component for each task performed.
24	01/23/11	3.5	\$2,502.50	Entry is block-billed. Please assign a separate time component for each task performed.
25	01/26/11	1.0	\$715.00	Entry is block-billed. Please assign a separate time component for each task performed.
26	01/28/11	1.5	\$1,072.50	Entry is block-billed. Please assign a separate time component for each task performed.
27	01/31/11	2.7	\$1,930.50	Entry is block-billed. Please assign a separate time component for each task performed.
28	02/01/11	2.1	\$1,501.50	Entry is block-billed. Please assign a separate time component for each task performed.
29	02/02/11	1.5	\$1,072.50	Entry is block-billed. Please assign a separate time component for each task performed.
30	02/03/11	2.1	\$1,501.50	Entry is block-billed. Please assign a separate time component for each task performed.
31	02/04/11	1.8	\$1,287.00	Entry is block-billed. Please assign a separate time component for each task performed.
32	02/07/11	1.5	\$1,072.50	Entry is block-billed. Please assign a separate time component for each task performed.
33	02/08/11	2.5	\$1,787.50	Entry is block-billed. Please assign a separate time component for each task performed.
34	02/09/11	2.0	\$1,430.00	Entry is block-billed. Please assign a separate time component for each task performed.



Item Number	Date	Hours	Total Amount Billed	Description
35	02/10/11	2.0	\$1,430.00	Entry is block-billed. Please assign a separate time component for each task performed.
36	02/14/11	1.0	\$715.00	Entry is block-billed. Please assign a separate time component for each task performed.
37	02/15/11	0.6	\$429.00	Entry is block-billed. Please assign a separate time component for each task performed.
38	02/16/11	1.0	\$715.00	Entry is block-billed. Please assign a separate time component for each task performed.
39	02/16/11	1.0	\$715.00	Entry is block-billed. Please assign a separate time component for each task performed.
40	02/17/11	0.8	\$572.00	Entry is block-billed. Please assign a separate time component for each task performed.
41	02/18/11	2.3	\$1,644.50	Entry is block-billed. Please assign a separate time component for each task performed.
42	02/23/11	1.0	\$715.00	Entry is block-billed. Please assign a separate time component for each task performed.
43	02/28/11	1.2	\$858.00	Entry is block-billed. Please assign a separate time component for each task performed.
44	03/07/11	2.0	\$1,430.00	Entry is block-billed. Please assign a separate time component for each task performed.
45	03/08/11	1.0	\$715.00	Entry is block-billed. Please assign a separate time component for each task performed.
46	03/09/11	1.3	\$929.50	Entry is block-billed. Please assign a separate time component for each task performed.
47	03/23/11	1.3	\$929.50	Entry is block-billed. Please assign a separate time component for each task performed.
48	03/30/11	1.0	\$715.00	Entry is block-billed. Please assign a separate time component for each task performed.
49	12/02/10	2.7	\$1,930.50	Entry is block-billed. Please assign a separate time component for each task performed.
50	12/08/10	1.1	\$786.50	Entry is block-billed. Please assign a separate time component for each task performed.
51	12/09/10	1.2	\$858.00	Entry is block-billed. Please assign a separate time component for each task performed.
52	12/09/10	1.5	\$1,072.50	Entry is block-billed. Please assign a separate time component for each task performed.
53	12/15/10	1.0	\$715.00	Entry is block-billed. Please assign a separate time component for each task performed.
54	12/21/11	2.8	\$2,002.00	Entry is block-billed. Please assign a separate time component for each task performed.
55	12/22/10	1.0	\$715.00	Entry is block-billed. Please assign a separate time component for each task performed.
56	12/22/10	1.0	\$715.00	Entry is block-billed. Please assign a separate time component for each task performed.
57	12/23/10	2.0	\$1,430.00	Entry is block-billed. Please assign a separate time component for each task performed.
58	01/19/11	3.5	\$2,502.50	Entry is block-billed. Please assign a separate time component for each task performed.
59	01/20/11	4.0	\$2,860.00	Entry is block-billed. Please assign a separate time component for each task performed.
60	01/25/11	1.7	\$1,215.50	Entry is block-billed. Please assign a separate time component for each task performed.
61	01/25/11	2.5	\$1,787.50	Entry is block-billed. Please assign a separate time component for each task performed.
62	01/26/11	1.5	\$1,072.50	Entry is block-billed. Please assign a separate time component for each task performed.
63	01/31/11	1.2	\$858.00	Entry is block-billed. Please assign a separate time component for each task performed.
64	02/01/11	1.5	\$1,072.50	Entry is block-billed. Please assign a separate time component for each task performed.
65	02/02/11	1.5	\$1,072.50	Entry is block-billed. Please assign a separate time component for each task performed.
66	02/03/11	2.0	\$1,430.00	Entry is block-billed. Please assign a separate time component for each task performed.
67	02/04/11	2.0	\$1,430.00	Entry is block-billed. Please assign a separate time component for each task performed.
68	02/08/11	1.5	\$1,072.50	Entry is block-billed. Please assign a separate time component for each task performed.
69	02/11/11	1.0	\$715.00	Entry is block-billed. Please assign a separate time component for each task performed.
70	02/16/11	1.0	\$715.00	Entry is block-billed. Please assign a separate time component for each task performed.
71	02/18/11	1.2	\$858.00	Entry is block-billed. Please assign a separate time component for each task performed.
72	02/18/11	1.0	\$715.00	Entry is block-billed. Please assign a separate time component for each task performed.
73	02/28/11	1.0	\$715.00	Entry is block-billed. Please assign a separate time component for each task performed.
74	03/08/11	0.7	\$500.50	Entry is block-billed. Please assign a separate time component for each task performed.
75	03/08/11	0.3	\$214.50	Entry is block-billed. Please assign a separate time component for each task performed.
76	03/09/11	9.5	\$6,792.50	Entry is block-billed. Please assign a separate time component for each task performed.
77	03/10/11	6.5	\$4,647.50	Entry is block-billed. Please assign a separate time component for each task performed.
78	03/14/11	0.6	\$429.00	Entry is block-billed. Please assign a separate time component for each task performed.

Item Number	Date	Hours	Total Amount Billed	Description
79	03/17/11	1.0	\$715.00	Entry is block-billed. Please assign a separate time component for each task performed.
80	03/21/11	0.7	\$500.50	Entry is block-billed. Please assign a separate time component for each task performed.

Total Hours Block Billed: 150.2  
Total at Hourly Rate (\$715/hr): \$107,393.00

**J. Britton**

1	02/17/11	1.0	\$715.00	Entry is block-billed. Please assign a separate time component for each task performed.
2	03/01/11	1.1	\$786.50	Entry is block-billed. Please assign a separate time component for each task performed.
3	03/01/11	1.5	\$1,072.50	Entry is block-billed. Please assign a separate time component for each task performed.
4	03/10/11	1.5	\$1,072.50	Entry is block-billed. Please assign a separate time component for each task performed.
5	03/10/11	1.0	\$715.00	Entry is block-billed. Please assign a separate time component for each task performed.
6	03/19/11	0.5	\$357.50	Entry is block-billed. Please assign a separate time component for each task performed.
7	02/24/11	3.0	\$2,145.00	Entry is block-billed. Please assign a separate time component for each task performed.
8	02/26/11	1.0	\$715.00	Entry is block-billed. Please assign a separate time component for each task performed.

Total Hours Block Billed: 10.6  
Total at Hourly Rate (\$715/hr): \$7,579.00

**J. Fish**

1	03/06/11	1.3	\$715.00	Entry is block-billed. Please assign a separate time component for each task performed.
2	03/07/11	3.9	\$2,145.00	Entry is block-billed. Please assign a separate time component for each task performed.

Total Hours Block Billed: 5.2  
Total at Hourly Rate (\$550/hr): \$2,860.00

**J. Gurule**

1	01/03/10	4.7	\$2,820.00	Entry is block-billed. Please assign a separate time component for each task performed.
2	02/18/11	2.6	\$1,560.00	Entry is block-billed. Please assign a separate time component for each task performed.
3	03/11/11	6.3	\$3,780.00	Entry is block-billed. Please assign a separate time component for each task performed.
4	03/19/11	1.0	\$600.00	Entry is block-billed. Please assign a separate time component for each task performed.
5	03/21/11	6.9	\$4,140.00	Entry is block-billed. Please assign a separate time component for each task performed.
6	03/22/11	2.0	\$1,200.00	Entry is block-billed. Please assign a separate time component for each task performed.
7	03/23/11	3.4	\$2,040.00	Entry is block-billed. Please assign a separate time component for each task performed.
8	03/24/11	1.5	\$900.00	Entry is block-billed. Please assign a separate time component for each task performed.
9	03/24/11	5.3	\$3,180.00	Entry is block-billed. Please assign a separate time component for each task performed.
10	03/27/11	2.0	\$1,200.00	Entry is block-billed. Please assign a separate time component for each task performed.
11	03/28/11	1.0	\$600.00	Entry is block-billed. Please assign a separate time component for each task performed.
12	03/28/11	2.0	\$1,200.00	Entry is block-billed. Please assign a separate time component for each task performed.
13	03/29/11	9.5	\$5,700.00	Entry is block-billed. Please assign a separate time component for each task performed.
14	03/30/11	1.2	\$720.00	Entry is block-billed. Please assign a separate time component for each task performed.

Item Number	Date	Hours	Total Amount Billed	Description
15	01/24/11	1.7	\$1,020.00	Entry is block-billed. Please assign a separate time component for each task performed.
16	01/25/11	3.6	\$2,160.00	Entry is block-billed. Please assign a separate time component for each task performed.
17	01/30/11	1.0	\$600.00	Entry is block-billed. Please assign a separate time component for each task performed.
18	01/31/11	4.7	\$2,820.00	Entry is block-billed. Please assign a separate time component for each task performed.
19	02/03/11	2.1	\$1,260.00	Entry is block-billed. Please assign a separate time component for each task performed.
20	02/10/11	3.2	\$1,920.00	Entry is block-billed. Please assign a separate time component for each task performed.
21	02/17/11	2.6	\$1,560.00	Entry is block-billed. Please assign a separate time component for each task performed.

Total Hours Block Billed: 68.3  
Total at Hourly Rate (\$600/hr): \$40,980.00

**K. Baronsky**

1	03/17/11	0.5	\$547.50	Entry is block-billed. Please assign a separate time component for each task performed.
2	12/01/10	0.3	\$328.50	Entry is block-billed. Please assign a separate time component for each task performed.
3	12/09/11	0.5	\$547.50	Entry is block-billed. Please assign a separate time component for each task performed.
4	12/10/10	0.5	\$547.50	Entry is block-billed. Please assign a separate time component for each task performed.
5	02/03/11	1.5	\$1,642.50	Entry is block-billed. Please assign a separate time component for each task performed.
6	12/22/10	1.5	\$1,642.50	Entry is block-billed. Please assign a separate time component for each task performed.
7	12/23/11	2.0	\$2,190.00	Entry is block-billed. Please assign a separate time component for each task performed.
8	02/03/11	1.0	\$1,095.00	Entry is block-billed. Please assign a separate time component for each task performed.
9	02/10/11	0.6	\$657.00	Entry is block-billed. Please assign a separate time component for each task performed.
10	02/21/11	1.0	\$1,095.00	Entry is block-billed. Please assign a separate time component for each task performed.
11	12/08/10	0.5	\$547.50	Entry is block-billed. Please assign a separate time component for each task performed.
12	12/14/10	2.5	\$2,737.50	Entry is block-billed. Please assign a separate time component for each task performed.
13	12/15/10	0.5	\$547.50	Entry is block-billed. Please assign a separate time component for each task performed.
14	12/16/10	1.5	\$1,642.50	Entry is block-billed. Please assign a separate time component for each task performed.
15	12/18/10	0.8	\$876.00	Entry is block-billed. Please assign a separate time component for each task performed.
16	12/20/10	2.5	\$2,737.50	Entry is block-billed. Please assign a separate time component for each task performed.
17	12/21/10	1.3	\$1,423.50	Entry is block-billed. Please assign a separate time component for each task performed.
18	01/08/11	1.0	\$1,095.00	Entry is block-billed. Please assign a separate time component for each task performed.
19	01/24/11	2.0	\$2,190.00	Entry is block-billed. Please assign a separate time component for each task performed.
20	01/25/11	2.5	\$2,737.50	Entry is block-billed. Please assign a separate time component for each task performed.
21	03/16/11	0.3	\$328.50	Entry is block-billed. Please assign a separate time component for each task performed.
22	01/22/11	2.5	\$2,737.50	Entry is block-billed. Please assign a separate time component for each task performed.

Total Hours Block Billed: 27.3  
Total at Hourly Rate (\$1,095/hr): \$29,893.50

**L. Karlov**

1	12/07/10	1.2	\$930.00	Entry is block-billed. Please assign a separate time component for each task performed.
2	12/17/10	1.5	\$1,162.50	Entry is block-billed. Please assign a separate time component for each task performed.
3	12/21/10	0.5	\$387.50	Entry is block-billed. Please assign a separate time component for each task performed.

Item Number	Date	Hours	Total Amount Billed	Description
4	12/22/11	1.0	\$775.00	Entry is block-billed. Please assign a separate time component for each task performed.
5	12/23/10	1.0	\$775.00	Entry is block-billed. Please assign a separate time component for each task performed.
6	12/27/10	1.0	\$775.00	Entry is block-billed. Please assign a separate time component for each task performed.
7	12/28/10	1.5	\$1,162.50	Entry is block-billed. Please assign a separate time component for each task performed.

Total Hours Block Billed: 7.7  
Total at Hourly Rate (\$775/hr): \$5,967.50

**M. Clark**

1	02/03/11	0.3	\$195.00	Entry is block-billed. Please assign a separate time component for each task performed.
2	02/07/11	0.3	\$195.00	Entry is block-billed. Please assign a separate time component for each task performed.
3	02/09/11	0.2	\$130.00	Entry is block-billed. Please assign a separate time component for each task performed.
4	02/10/11	0.2	\$130.00	Entry is block-billed. Please assign a separate time component for each task performed.
5	02/14/11	0.4	\$260.00	Entry is block-billed. Please assign a separate time component for each task performed.
6	02/24/11	0.2	\$130.00	Entry is block-billed. Please assign a separate time component for each task performed.
7	03/09/11	1.0	\$650.00	Entry is block-billed. Please assign a separate time component for each task performed.

Total Hours Block Billed: 2.6  
Total at Hourly Rate (\$650/hr): \$1,690.00

**M. Goulding**

1	03/24/11	2.8	\$1,540.00	Entry is block-billed. Please assign a separate time component for each task performed.
2	03/25/11	1.3	\$715.00	Entry is block-billed. Please assign a separate time component for each task performed.

Total Hours Block Billed: 4.1  
Total at Hourly Rate (\$550/hr): \$2,255.00

**M. Ruiz**

1	03/01/11	3.6	\$2,340.00	Entry is block-billed. Please assign a separate time component for each task performed.
2	03/21/11	6.4	\$4,160.00	Entry is block-billed. Please assign a separate time component for each task performed.
3	03/22/11	2.4	\$1,560.00	Entry is block-billed. Please assign a separate time component for each task performed.

Total Hours Block Billed: 12.4  
Total at Hourly Rate (\$650/hr): \$8,060.00

**M. Scarsi**

1	02/11/11	2.6	\$2,665.00	Entry is block-billed. Please assign a separate time component for each task performed.
2	02/27/11	1.5	\$1,537.50	Entry is block-billed. Please assign a separate time component for each task performed.
3	03/07/11	1.2	\$1,230.00	Entry is block-billed. Please assign a separate time component for each task performed.
4	03/08/11	2.3	\$2,357.50	Entry is block-billed. Please assign a separate time component for each task performed.

Item Number	Date	Hours	Total Amount Billed	Description
5	03/11/11	1.3	\$1,332.50	Entry is block-billed. Please assign a separate time component for each task performed.
6	03/14/11	1.3	\$1,332.50	Entry is block-billed. Please assign a separate time component for each task performed.
7	03/15/11	2.5	\$2,562.50	Entry is block-billed. Please assign a separate time component for each task performed.
8	03/17/11	1.8	\$1,845.00	Entry is block-billed. Please assign a separate time component for each task performed.
9	03/24/11	1.7	\$1,742.50	Entry is block-billed. Please assign a separate time component for each task performed.
10	03/09/11	1.4	\$1,435.00	Entry is block-billed. Please assign a separate time component for each task performed.
11	02/25/11	2.3	\$2,357.50	Entry is block-billed. Please assign a separate time component for each task performed.
12	02/26/11	2.5	\$2,562.50	Entry is block-billed. Please assign a separate time component for each task performed.
13	02/28/11	1.5	\$1,537.50	Entry is block-billed. Please assign a separate time component for each task performed.

Total Hours Block Billed: 23.9

Total at Hourly Rate (\$1025/hr): \$24,497.50

**P. Aronzon**

1	12/02/10	1.0	\$1,095.00	Entry is block-billed. Please assign a separate time component for each task performed.
2	12/07/10	1.6	\$1,752.00	Entry is block-billed. Please assign a separate time component for each task performed.
3	12/09/10	1.8	\$1,971.00	Entry is block-billed. Please assign a separate time component for each task performed.
4	12/10/10	3.0	\$3,285.00	Entry is block-billed. Please assign a separate time component for each task performed.
5	12/11/10	1.6	\$1,752.00	Entry is block-billed. Please assign a separate time component for each task performed.
6	12/13/10	1.1	\$1,204.50	Entry is block-billed. Please assign a separate time component for each task performed.
7	12/14/10	2.2	\$2,409.00	Entry is block-billed. Please assign a separate time component for each task performed.
8	12/15/10	2.0	\$2,190.00	Entry is block-billed. Please assign a separate time component for each task performed.
9	12/16/10	2.3	\$2,518.50	Entry is block-billed. Please assign a separate time component for each task performed.
10	12/17/10	2.6	\$2,847.00	Entry is block-billed. Please assign a separate time component for each task performed.
11	12/20/10	0.5	\$547.50	Entry is block-billed. Please assign a separate time component for each task performed.
12	12/23/10	1.0	\$1,095.00	Entry is block-billed. Please assign a separate time component for each task performed.
13	12/28/10	1.5	\$1,642.50	Entry is block-billed. Please assign a separate time component for each task performed.
14	12/29/10	1.8	\$1,971.00	Entry is block-billed. Please assign a separate time component for each task performed.
15	12/30/10	1.0	\$1,095.00	Entry is block-billed. Please assign a separate time component for each task performed.
16	01/03/11	1.2	\$1,314.00	Entry is block-billed. Please assign a separate time component for each task performed.
17	01/04/11	1.7	\$1,861.50	Entry is block-billed. Please assign a separate time component for each task performed.
18	01/05/11	1.0	\$1,095.00	Entry is block-billed. Please assign a separate time component for each task performed.
19	01/06/11	0.5	\$547.50	Entry is block-billed. Please assign a separate time component for each task performed.
20	01/07/11	1.5	\$1,642.50	Entry is block-billed. Please assign a separate time component for each task performed.
21	01/08/11	1.7	\$1,861.50	Entry is block-billed. Please assign a separate time component for each task performed.
22	01/10/11	1.7	\$1,861.50	Entry is block-billed. Please assign a separate time component for each task performed.
23	01/12/11	2.0	\$2,190.00	Entry is block-billed. Please assign a separate time component for each task performed.
24	01/13/11	1.3	\$1,423.50	Entry is block-billed. Please assign a separate time component for each task performed.
25	01/14/11	1.2	\$1,314.00	Entry is block-billed. Please assign a separate time component for each task performed.
26	01/15/11	1.2	\$1,314.00	Entry is block-billed. Please assign a separate time component for each task performed.
27	01/17/11	2.2	\$2,409.00	Entry is block-billed. Please assign a separate time component for each task performed.
28	01/18/11	1.3	\$1,423.50	Entry is block-billed. Please assign a separate time component for each task performed.
29	01/19/11	1.2	\$1,314.00	Entry is block-billed. Please assign a separate time component for each task performed.



Item Number	Date	Hours	Total Amount Billed	Description
30	01/20/11	1.7	\$1,861.50	Entry is block-billed. Please assign a separate time component for each task performed.
31	01/21/11	1.0	\$1,095.00	Entry is block-billed. Please assign a separate time component for each task performed.
32	01/23/11	0.5	\$547.50	Entry is block-billed. Please assign a separate time component for each task performed.
33	01/24/11	1.8	\$1,971.00	Entry is block-billed. Please assign a separate time component for each task performed.
34	01/25/11	2.2	\$2,409.00	Entry is block-billed. Please assign a separate time component for each task performed.
35	01/26/11	2.5	\$2,737.50	Entry is block-billed. Please assign a separate time component for each task performed.
36	01/27/11	1.2	\$1,314.00	Entry is block-billed. Please assign a separate time component for each task performed.
37	01/28/11	1.0	\$1,095.00	Entry is block-billed. Please assign a separate time component for each task performed.
38	01/31/11	2.1	\$2,299.50	Entry is block-billed. Please assign a separate time component for each task performed.
39	02/01/11	1.0	\$1,095.00	Entry is block-billed. Please assign a separate time component for each task performed.
40	02/02/11	0.8	\$876.00	Entry is block-billed. Please assign a separate time component for each task performed.
41	02/03/11	0.8	\$876.00	Entry is block-billed. Please assign a separate time component for each task performed.
42	02/04/11	1.5	\$1,642.50	Entry is block-billed. Please assign a separate time component for each task performed.
43	02/05/11	1.5	\$1,642.50	Entry is block-billed. Please assign a separate time component for each task performed.
44	02/07/11	2.3	\$2,518.50	Entry is block-billed. Please assign a separate time component for each task performed.
45	02/08/11	1.5	\$1,642.50	Entry is block-billed. Please assign a separate time component for each task performed.
46	02/09/11	1.5	\$1,642.50	Entry is block-billed. Please assign a separate time component for each task performed.
47	02/10/11	0.5	\$547.50	Entry is block-billed. Please assign a separate time component for each task performed.
48	02/11/11	1.3	\$1,423.50	Entry is block-billed. Please assign a separate time component for each task performed.
49	02/12/11	1.5	\$1,642.50	Entry is block-billed. Please assign a separate time component for each task performed.
50	02/14/11	2.3	\$2,518.50	Entry is block-billed. Please assign a separate time component for each task performed.
51	02/15/11	1.5	\$1,642.50	Entry is block-billed. Please assign a separate time component for each task performed.
52	02/16/11	3.0	\$3,285.00	Entry is block-billed. Please assign a separate time component for each task performed.
53	02/18/11	1.8	\$1,971.00	Entry is block-billed. Please assign a separate time component for each task performed.
54	02/19/11	1.0	\$1,095.00	Entry is block-billed. Please assign a separate time component for each task performed.
55	02/21/11	1.3	\$1,423.50	Entry is block-billed. Please assign a separate time component for each task performed.
56	02/22/11	2.5	\$2,737.50	Entry is block-billed. Please assign a separate time component for each task performed.
57	02/23/11	3.1	\$3,394.50	Entry is block-billed. Please assign a separate time component for each task performed.
58	02/24/11	1.4	\$1,533.00	Entry is block-billed. Please assign a separate time component for each task performed.
59	02/25/11	1.1	\$1,204.50	Entry is block-billed. Please assign a separate time component for each task performed.
60	02/28/11	1.8	\$1,971.00	Entry is block-billed. Please assign a separate time component for each task performed.
61	03/03/11	1.8	\$1,971.00	Entry is block-billed. Please assign a separate time component for each task performed.
62	03/04/11	2.0	\$2,190.00	Entry is block-billed. Please assign a separate time component for each task performed.
63	03/07/11	1.5	\$1,642.50	Entry is block-billed. Please assign a separate time component for each task performed.
64	03/08/11	1.7	\$1,861.50	Entry is block-billed. Please assign a separate time component for each task performed.
65	03/10/11	1.8	\$1,971.00	Entry is block-billed. Please assign a separate time component for each task performed.
66	03/11/11	2.3	\$2,518.50	Entry is block-billed. Please assign a separate time component for each task performed.
67	03/14/11	1.3	\$1,423.50	Entry is block-billed. Please assign a separate time component for each task performed.
68	03/17/11	2.8	\$3,066.00	Entry is block-billed. Please assign a separate time component for each task performed.
69	03/19/11	2.3	\$2,518.50	Entry is block-billed. Please assign a separate time component for each task performed.
70	03/20/11	1.0	\$1,095.00	Entry is block-billed. Please assign a separate time component for each task performed.
71	03/21/11	2.0	\$2,190.00	Entry is block-billed. Please assign a separate time component for each task performed.
72	03/22/11	2.6	\$2,847.00	Entry is block-billed. Please assign a separate time component for each task performed.
73	03/23/11	1.7	\$1,861.50	Entry is block-billed. Please assign a separate time component for each task performed.

Item Number	Date	Hours	Total Amount Billed	Description
74	03/24/11	1.0	\$1,095.00	Entry is block-billed. Please assign a separate time component for each task performed.
75	12/02/10	1.0	\$1,095.00	Entry is block-billed. Please assign a separate time component for each task performed.
76	12/03/10	1.3	\$1,423.50	Entry is block-billed. Please assign a separate time component for each task performed.
77	12/04/10	1.1	\$1,204.50	Entry is block-billed. Please assign a separate time component for each task performed.
78	12/09/10	1.8	\$1,971.00	Entry is block-billed. Please assign a separate time component for each task performed.
79	12/10/10	3.0	\$3,285.00	Entry is block-billed. Please assign a separate time component for each task performed.
80	12/11/10	1.6	\$1,752.00	Entry is block-billed. Please assign a separate time component for each task performed.
81	12/13/10	1.1	\$1,204.50	Entry is block-billed. Please assign a separate time component for each task performed.
82	12/14/10	2.2	\$2,409.00	Entry is block-billed. Please assign a separate time component for each task performed.
83	12/23/10	1.0	\$1,095.00	Entry is block-billed. Please assign a separate time component for each task performed.
84	12/28/10	1.5	\$1,642.50	Entry is block-billed. Please assign a separate time component for each task performed.
85	12/29/11	1.8	\$1,971.00	Entry is block-billed. Please assign a separate time component for each task performed.
86	12/30/10	1.0	\$1,095.00	Entry is block-billed. Please assign a separate time component for each task performed.
87	01/03/11	1.2	\$1,314.00	Entry is block-billed. Please assign a separate time component for each task performed.
88	01/04/11	1.7	\$1,861.50	Entry is block-billed. Please assign a separate time component for each task performed.
89	01/06/11	0.5	\$547.50	Entry is block-billed. Please assign a separate time component for each task performed.
90	01/07/11	1.5	\$1,642.50	Entry is block-billed. Please assign a separate time component for each task performed.
91	01/08/11	1.7	\$1,861.50	Entry is block-billed. Please assign a separate time component for each task performed.
92	01/10/11	1.7	\$1,861.50	Entry is block-billed. Please assign a separate time component for each task performed.
93	01/11/11	1.3	\$1,423.50	Entry is block-billed. Please assign a separate time component for each task performed.
94	01/12/11	2.0	\$2,190.00	Entry is block-billed. Please assign a separate time component for each task performed.
95	01/13/11	1.3	\$1,423.50	Entry is block-billed. Please assign a separate time component for each task performed.
96	01/14/11	1.2	\$1,314.00	Entry is block-billed. Please assign a separate time component for each task performed.
97	01/15/11	1.2	\$1,314.00	Entry is block-billed. Please assign a separate time component for each task performed.
98	01/17/11	2.2	\$2,409.00	Entry is block-billed. Please assign a separate time component for each task performed.
99	01/18/11	1.3	\$1,423.50	Entry is block-billed. Please assign a separate time component for each task performed.
100	01/19/11	1.2	\$1,314.00	Entry is block-billed. Please assign a separate time component for each task performed.
101	01/20/11	1.7	\$1,861.50	Entry is block-billed. Please assign a separate time component for each task performed.
102	01/21/11	1.0	\$1,095.00	Entry is block-billed. Please assign a separate time component for each task performed.
103	01/23/11	0.5	\$547.50	Entry is block-billed. Please assign a separate time component for each task performed.
104	01/24/11	1.8	\$1,971.00	Entry is block-billed. Please assign a separate time component for each task performed.
105	01/25/11	2.2	\$2,409.00	Entry is block-billed. Please assign a separate time component for each task performed.
106	01/26/11	2.5	\$2,737.50	Entry is block-billed. Please assign a separate time component for each task performed.
107	01/27/11	1.2	\$1,314.00	Entry is block-billed. Please assign a separate time component for each task performed.
108	01/28/11	1.0	\$1,095.00	Entry is block-billed. Please assign a separate time component for each task performed.
109	01/31/11	2.1	\$2,299.50	Entry is block-billed. Please assign a separate time component for each task performed.
110	02/01/11	1.0	\$1,095.00	Entry is block-billed. Please assign a separate time component for each task performed.
111	02/02/11	0.8	\$876.00	Entry is block-billed. Please assign a separate time component for each task performed.
112	02/03/11	0.8	\$876.00	Entry is block-billed. Please assign a separate time component for each task performed.
113	02/04/11	1.5	\$1,642.50	Entry is block-billed. Please assign a separate time component for each task performed.
114	02/05/11	1.5	\$1,642.50	Entry is block-billed. Please assign a separate time component for each task performed.
115	02/07/11	2.3	\$2,518.50	Entry is block-billed. Please assign a separate time component for each task performed.
116	02/08/11	1.5	\$1,642.50	Entry is block-billed. Please assign a separate time component for each task performed.
117	02/09/11	1.5	\$1,642.50	Entry is block-billed. Please assign a separate time component for each task performed.

Item Number	Date	Hours	Total Amount Billed	Description
118	02/10/11	0.5	\$547.50	Entry is block-billed. Please assign a separate time component for each task performed.
119	02/11/11	1.3	\$1,423.50	Entry is block-billed. Please assign a separate time component for each task performed.
120	02/12/11	1.5	\$1,642.50	Entry is block-billed. Please assign a separate time component for each task performed.
121	02/14/11	2.3	\$2,518.50	Entry is block-billed. Please assign a separate time component for each task performed.
122	02/15/11	1.5	\$1,642.50	Entry is block-billed. Please assign a separate time component for each task performed.
123	02/16/11	3.0	\$3,285.00	Entry is block-billed. Please assign a separate time component for each task performed.
124	02/18/11	1.8	\$1,971.00	Entry is block-billed. Please assign a separate time component for each task performed.
125	02/19/11	1.0	\$1,095.00	Entry is block-billed. Please assign a separate time component for each task performed.
126	02/20/11	0.8	\$876.00	Entry is block-billed. Please assign a separate time component for each task performed.
127	02/21/11	1.8	\$1,971.00	Entry is block-billed. Please assign a separate time component for each task performed.
128	02/22/11	2.5	\$2,737.50	Entry is block-billed. Please assign a separate time component for each task performed.
129	02/23/11	3.1	\$3,394.50	Entry is block-billed. Please assign a separate time component for each task performed.
130	02/24/11	1.4	\$1,533.00	Entry is block-billed. Please assign a separate time component for each task performed.
131	02/25/11	1.1	\$1,204.50	Entry is block-billed. Please assign a separate time component for each task performed.
132	02/28/11	1.8	\$1,971.00	Entry is block-billed. Please assign a separate time component for each task performed.
133	03/01/11	2.1	\$2,299.50	Entry is block-billed. Please assign a separate time component for each task performed.
134	03/02/11	2.3	\$2,518.50	Entry is block-billed. Please assign a separate time component for each task performed.
135	03/03/11	1.8	\$1,971.00	Entry is block-billed. Please assign a separate time component for each task performed.
136	03/04/11	2.0	\$2,190.00	Entry is block-billed. Please assign a separate time component for each task performed.
137	03/07/11	1.5	\$1,642.50	Entry is block-billed. Please assign a separate time component for each task performed.
138	03/08/11	1.7	\$1,861.50	Entry is block-billed. Please assign a separate time component for each task performed.
139	03/09/11	2.8	\$3,066.00	Entry is block-billed. Please assign a separate time component for each task performed.
140	03/10/11	1.8	\$1,971.00	Entry is block-billed. Please assign a separate time component for each task performed.
141	03/11/11	2.3	\$2,518.50	Entry is block-billed. Please assign a separate time component for each task performed.
142	03/14/11	1.3	\$1,423.50	Entry is block-billed. Please assign a separate time component for each task performed.
143	03/17/11	2.8	\$3,066.00	Entry is block-billed. Please assign a separate time component for each task performed.
144	03/18/11	3.3	\$3,613.50	Entry is block-billed. Please assign a separate time component for each task performed.
145	03/19/11	2.3	\$2,518.50	Entry is block-billed. Please assign a separate time component for each task performed.
146	03/20/11	1.0	\$1,095.00	Entry is block-billed. Please assign a separate time component for each task performed.
147	03/21/11	2.0	\$2,190.00	Entry is block-billed. Please assign a separate time component for each task performed.
148	03/22/11	2.6	\$2,847.00	Entry is block-billed. Please assign a separate time component for each task performed.
149	03/23/11	1.7	\$1,861.50	Entry is block-billed. Please assign a separate time component for each task performed.
150	03/24/11	1.0	\$1,095.00	Entry is block-billed. Please assign a separate time component for each task performed.

Total Hours Block Billed: 244.5

Total at Hourly Rate (\$1,095/hr): \$267,727.50

**P. Benudiz**

1	02/15/11	1.2	\$1,230.00	Entry is block-billed. Please assign a separate time component for each task performed.
2	03/02/11	1.6	\$1,640.00	Entry is block-billed. Please assign a separate time component for each task performed.
3	03/04/11	1.5	\$1,537.50	Entry is block-billed. Please assign a separate time component for each task performed.
4	03/18/11	4.2	\$4,305.00	Entry is block-billed. Please assign a separate time component for each task performed.
5	03/29/11	1.5	\$1,537.50	Entry is block-billed. Please assign a separate time component for each task performed.



Item Number	Date	Hours	Total Amount Billed	Description
6	12/20/10	1.0	\$1,025.00	Entry is block-billed. Please assign a separate time component for each task performed.
7	02/13/11	2.6	\$2,665.00	Entry is block-billed. Please assign a separate time component for each task performed.

Total Hours Block Billed: 13.6  
Total at Hourly Rate (\$1025/hr): \$13,940.00

**P. Torres**

1	10/06/10	2.0	\$1,350.00	Entry is block-billed. Please assign a separate time component for each task performed.
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Total Hours Block Billed: 2  
Total at Hourly Rate (\$675/hr): \$1,350.00

**R. Kestenbaum**

1	12/14/10	2.1	\$1,890.00	Entry is block-billed. Please assign a separate time component for each task performed.
2	12/29/10	0.9	\$810.00	Entry is block-billed. Please assign a separate time component for each task performed.

Total Hours Block Billed: 3  
Total at Hourly Rate (\$900/hr): \$2,700.00

**R. Shenfeld**

1	01/05/11	2.5	\$1,787.50	Entry is block-billed. Please assign a separate time component for each task performed.
2	02/11/11	0.4	\$286.00	Entry is block-billed. Please assign a separate time component for each task performed.
3	02/25/11	1.7	\$1,215.50	Entry is block-billed. Please assign a separate time component for each task performed.
4	02/25/11	1.5	\$1,072.50	Entry is block-billed. Please assign a separate time component for each task performed.
5	02/27/11	1.3	\$929.50	Entry is block-billed. Please assign a separate time component for each task performed.
6	03/02/11	1.0	\$715.00	Entry is block-billed. Please assign a separate time component for each task performed.
7	03/02/11	1.0	\$715.00	Entry is block-billed. Please assign a separate time component for each task performed.
8	03/03/11	4.0	\$2,860.00	Entry is block-billed. Please assign a separate time component for each task performed.
9	03/04/11	4.5	\$3,217.50	Entry is block-billed. Please assign a separate time component for each task performed.
10	03/04/11	1.5	\$1,072.50	Entry is block-billed. Please assign a separate time component for each task performed.
11	03/04/11	2.0	\$1,430.00	Entry is block-billed. Please assign a separate time component for each task performed.
12	03/08/11	0.7	\$500.50	Entry is block-billed. Please assign a separate time component for each task performed.
13	03/08/11	1.0	\$715.00	Entry is block-billed. Please assign a separate time component for each task performed.
14	03/08/11	1.0	\$715.00	Entry is block-billed. Please assign a separate time component for each task performed.
15	03/08/11	4.0	\$2,860.00	Entry is block-billed. Please assign a separate time component for each task performed.
16	03/09/11	1.0	\$715.00	Entry is block-billed. Please assign a separate time component for each task performed.
17	03/09/11	0.5	\$357.50	Entry is block-billed. Please assign a separate time component for each task performed.
18	03/09/11	3.0	\$2,145.00	Entry is block-billed. Please assign a separate time component for each task performed.
19	03/17/11	2.0	\$1,430.00	Entry is block-billed. Please assign a separate time component for each task performed.
20	03/17/11	0.6	\$429.00	Entry is block-billed. Please assign a separate time component for each task performed.
21	03/17/11	1.0	\$715.00	Entry is block-billed. Please assign a separate time component for each task performed.

Item Number	Date	Hours	Total Amount Billed	Description
22	03/18/11	1.0	\$715.00	Entry is block-billed. Please assign a separate time component for each task performed.
23	03/18/11	0.3	\$214.50	Entry is block-billed. Please assign a separate time component for each task performed.
24	03/18/11	1.0	\$715.00	Entry is block-billed. Please assign a separate time component for each task performed.
25	03/19/11	1.0	\$715.00	Entry is block-billed. Please assign a separate time component for each task performed.
26	03/20/11	2.0	\$1,430.00	Entry is block-billed. Please assign a separate time component for each task performed.
27	03/20/11	2.0	\$1,430.00	Entry is block-billed. Please assign a separate time component for each task performed.
28	03/22/11	1.5	\$1,072.50	Entry is block-billed. Please assign a separate time component for each task performed.
29	03/01/11	2.0	\$1,430.00	Entry is block-billed. Please assign a separate time component for each task performed.
30	03/29/11	1.5	\$1,072.50	Entry is block-billed. Please assign a separate time component for each task performed.
31	03/29/11	6.0	\$4,290.00	Entry is block-billed. Please assign a separate time component for each task performed.
32	03/30/11	6.0	\$4,290.00	Entry is block-billed. Please assign a separate time component for each task performed.
33	03/30/11	1.0	\$715.00	Entry is block-billed. Please assign a separate time component for each task performed.
34	03/30/11	0.6	\$429.00	Entry is block-billed. Please assign a separate time component for each task performed.
35	03/31/11	1.5	\$1,072.50	Entry is block-billed. Please assign a separate time component for each task performed.
36	01/03/11	1.0	\$715.00	Entry is block-billed. Please assign a separate time component for each task performed.
37	02/28/11	0.8	\$572.00	Entry is block-billed. Please assign a separate time component for each task performed.
38	03/03/11	0.8	\$572.00	Entry is block-billed. Please assign a separate time component for each task performed.

Total Hours Block Billed:

66.2

Total at Hourly Rate (\$715/hr):

\$47,333.00

**T. Kreller**

1	12/03/10	2.0	\$2,050.00	Entry is block-billed. Please assign a separate time component for each task performed.
2	01/10/11	1.0	\$1,025.00	Entry is block-billed. Please assign a separate time component for each task performed.
3	01/19/11	1.0	\$1,025.00	Entry is block-billed. Please assign a separate time component for each task performed.
4	02/23/11	1.0	\$1,025.00	Entry is block-billed. Please assign a separate time component for each task performed.
5	03/03/11	2.0	\$2,050.00	Entry is block-billed. Please assign a separate time component for each task performed.
6	03/10/11	1.0	\$1,025.00	Entry is block-billed. Please assign a separate time component for each task performed.
7	03/15/11	1.0	\$1,025.00	Entry is block-billed. Please assign a separate time component for each task performed.
8	03/18/11	1.5	\$1,537.50	Entry is block-billed. Please assign a separate time component for each task performed.
9	03/22/11	1.0	\$1,025.00	Entry is block-billed. Please assign a separate time component for each task performed.
10	01/30/11	1.0	\$1,025.00	Entry is block-billed. Please assign a separate time component for each task performed.
11	02/18/11	2.0	\$2,050.00	Entry is block-billed. Please assign a separate time component for each task performed.
12	03/24/11	2.0	\$2,050.00	Entry is block-billed. Please assign a separate time component for each task performed.
13	03/25/11	1.4	\$1,435.00	Entry is block-billed. Please assign a separate time component for each task performed.
14	03/28/11	1.5	\$1,537.50	Entry is block-billed. Please assign a separate time component for each task performed.
15	03/29/11	1.5	\$1,537.50	Entry is block-billed. Please assign a separate time component for each task performed.
16	03/30/11	1.0	\$1,025.00	Entry is block-billed. Please assign a separate time component for each task performed.
17	12/01/10	0.8	\$820.00	Entry is block-billed. Please assign a separate time component for each task performed.
18	12/06/10	1.0	\$1,025.00	Entry is block-billed. Please assign a separate time component for each task performed.
19	12/08/10	1.0	\$1,025.00	Entry is block-billed. Please assign a separate time component for each task performed.
20	12/09/10	1.0	\$1,025.00	Entry is block-billed. Please assign a separate time component for each task performed.
21	12/10/10	1.0	\$1,025.00	Entry is block-billed. Please assign a separate time component for each task performed.

[illegible]

Item Number	Date	Hours	Total Amount Billed	Description
66	02/14/11	0.6	\$615.00	Entry is block-billed. Please assign a separate time component for each task performed.
67	02/15/11	1.0	\$1,025.00	Entry is block-billed. Please assign a separate time component for each task performed.
68	02/16/11	1.0	\$1,025.00	Entry is block-billed. Please assign a separate time component for each task performed.
69	02/18/11	2.0	\$2,050.00	Entry is block-billed. Please assign a separate time component for each task performed.
70	02/21/11	1.0	\$1,025.00	Entry is block-billed. Please assign a separate time component for each task performed.
71	02/23/11	1.5	\$1,537.50	Entry is block-billed. Please assign a separate time component for each task performed.
72	02/24/11	2.0	\$2,050.00	Entry is block-billed. Please assign a separate time component for each task performed.

Total Hours Block Billed: 96.8

Total at Hourly Rate (\$1025/hr): \$99,220.00

**Totals All Professionals:** **\$1,225,807.00**

Recommended reduction: \$36,774.21

Milbank Hourly Rate Increase - 2010 to 2011  
Sampling of Personnel

Personnel	Position	2010	2011	\$ increase	% Increase
Aronzon	Partner	\$1,050.00	\$1,095.00	\$45.00	4.29%
Baronsky	Partner	\$1,050.00	\$1,095.00	\$45.00	4.29%
Kreller	Partner	\$950.00	\$1,025.00	\$75.00	7.89%
Kaye	Partner	\$950.00	\$1,025.00	\$75.00	7.89%
Scarsi	Partner	\$950.00	\$1,025.00	\$75.00	7.89%
Benudiz	Partner	\$950.00	\$1,025.00	\$75.00	7.89%
Ruosch	Partner	\$925.00	\$975.00	\$50.00	5.41%
Lamb	Partner	\$925.00	\$975.00	\$50.00	5.41%
Goldblatt	Partner	\$875.00	\$950.00	\$75.00	8.57%
Perry	Partner	\$825.00	\$900.00	\$75.00	9.09%
Moses	Partner	\$695.00	\$795.00	\$100.00	14.39%
Gardner	Of Counsel	\$870.00	\$920.00	\$50.00	5.75%
Isenberg	Of Counsel	\$770.00	\$820.00	\$50.00	6.49%
Karlov	Of Counsel	\$725.00	\$775.00	\$50.00	6.90%
Neufeld	Associate	\$695.00	\$715.00	\$20.00	2.88%
Shenfeld	Associate	\$695.00	\$715.00	\$20.00	2.88%
Bloom	Associate	\$625.00	\$675.00	\$50.00	8.00%
Ruiz	Associate	\$600.00	\$650.00	\$50.00	8.33%
Brown	Associate	\$450.00	\$550.00	\$100.00	22.22%
Fish	Associate	\$450.00	\$550.00	\$100.00	22.22%
Gibbs	Case Manager	\$250.00	\$255.00	\$5.00	2.00%

## MEMORANDUM

To: Nancy Rapoport  
 From: Michael Hazen  
 Date: August 27, 2011  
 Re: Station Casinos BK; Milbank Fee and Expense Billing  
 Final Fee and Expense Application ("Stub Period"); April 1 – June 17, 2011

Milbank, Tweed, Hadley & McCloy, Reorganization Counsel

Milbank, Tweed, Hadley & McCloy, LLP ("Milbank") applied to the Court on August 13, 2009 seeking retention and appointment as reorganization counsel for Station Casinos, Inc., and its affiliated debtors and debtors in possession [Docket No. 110] (collectively, the "Debtors").<sup>1</sup> The Court authorized Milbank as bankruptcy counsel pursuant to its Order entered on September 18, 2009 [Docket No. 329].

This memo reviews the reimbursable fees and expenses sought by Milbank for the Final Fee Application "Stub" period: April 1 – June 17, 2011 (the "Period"). Milbank seeks reimbursement pursuant 11 U.S.C. §§ 105(a) and 331, and Fed. R. Bankr. P. 2016. On July 12, 2011 ("Application Date"), Milbank filed the Final Fee Application [Docket No 3569] ("Application"). Milbank seeks a total reimbursement for all work performed during the Period in the amount of \$7,286,426.15, which represents \$7,116,916.75 for professional services rendered and \$169,509.40 for expenses incurred.

During the Period, Milbank billed the estate 177.1 hours for "Fee/Employment Applications", in the amount of \$94,536.50.

Nancy Rapoport 9/1/11 12:06 PM

**Comment [1]:** That's just way too high.  
 Why so many hours?

<sup>1</sup> The debtors in these jointly administered chapter 11 cases are: (i) Station Casinos, Inc.; Northern NV Acquisitions, LLC; Reno Land Holdings, LLC; River Central, LLC; Tropicana Station, LLC; FCP Holding, Inc.; FCP Voteco, LLC; Fertitta Partners LLC; FCP MezzCo Parent, LLC; FCP MezzCo Parent Sub, LLC; FCP MezzCo Borrower VII, LLC; FCP MezzCo Borrower VI, LLC; FCP MezzCo Borrower V, LLC; FCP MezzCo Borrower IV, LLC; FCP MezzCo Borrower III, LLC; FCP MezzCo Borrower II, LLC; FCP MezzCo Borrower I, LLC and FCP PropCo, LLC, (ii) Auburn Development, LLC; Boulder Station, Inc.; Centerline Holdings, LLC; Charleston Station, LLC; CV HoldCo, LLC; Durango Station, Inc.; Fiesta Station, Inc.; Fresno Land Acquisitions, LLC; Gold Rush Station, LLC; Green Valley Station, Inc.; GV Ranch Station, Inc.; Inspirada Station, LLC; Lake Mead Station, Inc.; LML Station, LLC; Magic Star Station, LLC; Palace Station Hotel & Casinos, Inc.; Past Enterprises, Inc.; Rancho Station, LLC; Santa Fe Station, Inc.; SC Durango Development LLC; Sonoma Land Holdings, LLC; Station Holdings, Inc.; STN Aviation, Inc.; Sunset Station, Inc.; Texas Station, LLC; Town Center Station, LLC; Tropicana Acquisitions, LLC; and Vista Holdings, LLC, (iii) Aliante Gaming, LLC, Aliante Holding, LLC, and Aliante Station, LLC, and (iv) Green Valley Ranch Gaming, LLC.

All Fees and Expenses Sought and Awarded For Engagement Period

Milbank was authorized by the Court, and acted as bankruptcy counsel, for the period July 28, 2009 through June 17, 2011. During this period, Milbank filed interim fee and expense applications with the Court, seeking reimbursement for fees rendered and expenses incurred.

<u>Application Period</u>	<u>Fees Sought</u>	<u>Expenses Sought</u>	<u>Amount Requested</u>	<u>Amount Awarded</u>
First	\$3,985,219.75	\$156,237.88	\$4,141,457.63	\$4,141,457.63
Second	\$6,275,334.25	\$188,023.25	\$6,463,357.50	\$6,463,357.50
Third	\$7,967,781.50	\$259,281.67	\$8,227,063.17	\$8,227,063.17
Fourth	\$5,885,672.50	\$161,740.17	\$6,047,412.67	\$6,047,412.67
Fifth	\$5,197,251.00	\$155,627.93	\$5,352,878.93	Hearing Pending
Final (Stub)	\$7,116,916.75	\$169,509.40	\$7,286,426.15	Hearing Pending
	\$36,428,175.75 <sup>2</sup>	\$1,090,420.30	\$37,518,596.05	Hearing Pending

Milbank's Final Fee and Expense Application – Stub Period

Who were the main professionals working on this month's issues? How much time (hours and dollars) did they spend working on the issues? What types of issues? Break down BK and non-BK specific work.

Milbank provides this information as exhibits to the Application [Docket No. 3569]:

Exhibit 7: Summary of Professionals, hourly rates, hours worked and total amounts billed

Exhibit 8: Summary of Period Fees by Category – SCI Debtors, FCP PropCo, GV Ranch Station, Subsidiary Debtors

Exhibit 9: Summary of Period Expenses by Category – SCI Debtors, FVP PropCo, GV Ranch Station, Subsidiary Debtors

Adam Bagley, Associate, billed the estate the greatest number of hours across all Milbank personnel – 587.7 hours at \$600.00/hr. (\$352,620.00); David Isenberg, Of Counsel, billed the second greatest number of hours – 524.3 at \$820.00/hr. (\$429,926.00); Paul Aronzon, Partner, billed the third greatest number of hours – 456.45 at \$1,095.00/hr. (\$499,812.75). The blended average hourly rate for all Milbank personnel for work performed during the Period is \$703.00.

<sup>2</sup> This aggregate fee billing amount does not reflect the \$9,752.00 deduction ordered by the Court in the Second Interim Application Period.



It would appear that the bulk, if not all, of the work billed to the estate for the Period was for work performed related to these chapter 11 cases.

Milbank states that it has voluntarily reduced the amount of reimbursement sought from the estate by \$18,303.41, for the value of non-economy air travel during the Period. See Docket No. 3569, pg. 14, ¶ 19.

## Fee Billing Concerns

### Block and Vague Billing Entries

Breaking down work into individual tasks was difficult to do for multiple Milbank personnel, as they often block billed their time entries. In fact, Milbank personnel tallied over 3659 hours of vague and/or block billed time entries, which represents over 36% of Milbank's total fee billing for the Period. An example of block billing is represented by A. Bloom's stock/standard entry of "Attention to rights offering documentation and logistics". This entry style accounted for 257.9 hours at total billing to the estate of \$174,082.50.

I have compiled all of the vague and/or block-billed entries and separated by individual Milbank personnel. Each line-item provides total hours billed and associated billing amount. This accounting is included as **Attachment 1**.

### Review of First and Second Interim Period Fee Application Memos

Milbank billed the estate 22 hours to review and to produce an internal memo commenting on the First and Second Interim Fee Application memos. T. Steele, summer associate, performed this work and billed the estate \$5,280.00 (\$240/hr.). Billing for the review of fee examiner findings, to include memos and reports, is typically not reimbursable. Additionally, Milbank has billed the estate for work performed by a summer associate, which is also typically not reimbursable. Milbank should provide compelling reasoning why it is billing the estate for (1) this work specifically; and (2) all additional work performed by Ms. Steele.

### Summer Associates Work Billed to the Estate at \$240.00 Per Hour

Milbank has also billed the estate for work performed by four additional summer associates. All five summer associates' time – including Ms. Steele's efforts, as discussed above – was billed at \$240/hr.; the total amount billed for the Period is \$24,132.00. See Docket No. 3569, pg. 40.

### Excessive Legal Research Billing

Milbank billed the estate for research performed by M. Latterner for "State Gaming Commission Matter", or iterations thereof. Mr. Latterner's research in this area totaled 62.7 hours, for a cost to the estate of \$37,620.00.

Nancy Rapoport 9/1/11 12:08 PM

**Comment [2]:** We're going to suggest a significant reduction – I'm thinking of a 50% reduction (which is \$87,041.25)– unless you can tell us what "attention to rights offering documentation and logistics" means.

Nancy Rapoport 9/1/11 12:09 PM

**Comment [3]:** Please explain why summer associates provide any value at all to the estate.

Nancy Rapoport 9/1/11 12:10 PM

**Comment [4]:** I am going to recommend a 100% write-off of this amount. Billing to fix problems in the original bills is not compensable.

Nancy Rapoport 9/2/11 7:55 AM

**Comment [5]:** I am recommending a 100% disallowance of all summer associate hours.

Nancy Rapoport 9/1/11 12:10 PM

**Comment [6]:** Please send me a copy of the work product that took 62.7 hours to do.



Working Travel Billed at Full Hourly Rates

Milbank billed the estate \$74,735.50 for working travel, which equates to a blended rate of \$713.13. Pursuant to the Court's clear directive, professionals are to bill the estate no more than one half of the professionals' normal hourly billing rates for all non-working travel. Accordingly, Milbank should reduce its billing for travel by one half, or \$37,367.25, unless it can document that the travel time was working time.

<u>Date</u>	<u>Professional</u>	<u>Time</u>	<u>Rate</u>	<u>Amount</u>	<u>Half</u>
5/25/11	Aronzon, P.	1.8	\$1,095.00	\$1,971.00	\$985.50
5/26/11	Aronzon, P.	1.6	\$1,095.00	\$1,752.00	\$876.00
6/16/11	Aronzon, P.	1.5	\$1,095.00	\$1,642.50	\$821.25
6/15/11	Austin, R.	7.5	\$240.00	\$1,800.00	\$900.00
6/9/11	Bagley, A.	4	\$600.00	\$2,400.00	\$1,200.00
6/10/11	Bagley A.	4	\$600.00	\$2,400.00	\$1,200.00
6/9/11	Clark, M	3.6	\$650.00	\$2,340.00	\$1,170.00
6/10/11	Clark, M	3.7	\$650.00	\$2,405.00	\$1,202.50
5/26/11	Goldblatt, B.	6.7	\$950.00	\$6,365.00	\$3,182.50
4/13/11	Gurule, J.	6	\$600.00	\$3,600.00	\$1,800.00
4/14/11	Gurule, J.	3.8	\$600.00	\$2,280.00	\$1,140.00
4/25/11	Kestenbaum	6.2	\$900.00	\$5,580.00	\$2,790.00
4/14/11	Kreller, T.	2	\$1,025.00	\$2,050.00	\$1,025.00
4/14/11	Kreller, T.	2	\$1,025.00	\$2,050.00	\$1,025.00
5/25/11	Kreller, T.	3	\$1,025.00	\$3,075.00	\$1,537.50
4/11/11	Neufeld, F.	4	\$715.00	\$2,860.00	\$1,430.00
4/11/11	Neufeld F.	4	\$715.00	\$2,860.00	\$1,430.00
5/18/11	Perry, D.	4.8	\$900.00	\$4,320.00	\$2,160.00
6/7/11	Shenfeld, R.	3	\$715.00	\$2,145.00	\$1,072.50
6/8/11	Shenfeld, R.	3	\$715.00	\$2,145.00	\$1,072.50
6/12/11	Sklar, S.	9.5	\$650.00	\$6,175.00	\$3,087.50
6/17/11	Sklar, S.	14.9	\$650.00	\$9,685.00	\$4,842.50
5/23/11	Weaver, G	2	\$675.00	\$1,350.00	\$675.00
5/24/11	Weaver, G	2.2	\$675.00	\$1,485.00	\$742.50

Total Hours:	104.8			
Total Billed:			\$74,735.50	
One Half Total:				\$37,367.75
Blended Rate:		\$713.13		

Non-Working Travel Billed at Full Hourly Rates

Milbank billed the estate \$32,323.75 for non-working travel, which equates to a blended rate of \$682.66. Milbank should reduce its billing for non-working travel by one half, or \$16,161.68. For reference, Milbank provides the amounts billed, number of hours, and blended rates for non-working travel in the Application. See Docket No. 3569, pgs. 60, 61 and 63.

**Expense Billing Concerns**Wireless Phone Charges

Milbank has billed the estate for multiple cellular phone charges, but does not specify whether the charges are for business or personal cellular phones.

09/25/11	D. Ruosch	Wireless Telephone	\$54.91
04/13/11	D. Lamb	Wireless Telephone	\$13.31
05/06/11	P. Aronzon	Wireless Telephone	\$36.85
05/06/11	P. Aronzon	Wireless Telephone	\$87.96
05/06/11	P. Aronzon	Wireless Telephone	\$68.52
05/06/11	P. Aronzon	Wireless Telephone	\$68.28
05/06/11	D. Ruosch	Wireless Telephone	\$12.29
05/12/11	K. Baronsky	Wireless Telephone	\$43.20
05/13/11	K. Baronsky	Wireless Telephone	\$117.82
05/20/11	D. Lamb	Wireless Telephone	\$15.38
06/06/11	D. Ruosch	Wireless Telephone	\$12.05
06/10/11	D. Isenberg	Wireless Telephone	\$14.70
06/20/11	K. Baronsky	Wireless Telephone	\$47.83
06/20/11	P. Benudiz	Wireless Telephone	\$43.71
05/13/11	K. Baronsky	Wireless Telephone	\$46.52
03/16/11	K. Baronsky	Wireless Telephone	\$54.75

Overtime Meal Expenses/Meals & Entertainment

1. A. Bloom billed the estate for two overtime meals on 3/11/11: \$11.25 and \$60.00 (later entry shared between A. Bloom and A. Moses without breakdown).
2. Melissa Clark billed the estate for two overtime meals on 6/11/11: \$12.00 and \$25.84.
3. Daniel Perry billed the estate \$25.41 for "Drinks with E. Adelson and C. Gealey".

Nancy Rapoport 9/1/11 12:13 PM

**Comment [7]:** I'm ok w/the two meals of \$11.25 and \$12; I want to know more information about the \$60 & the \$25.84 meals – Lunch? Dinner? The \$60 meal charge is presumptively too high, and the \$25.84 charge is borderline at best: ok for a dinner, not ok for lunch. The DRINKS bill is entirely noncompensable. Estates don't pay for drinks.

Excessive Travel Expenses

Milbank personnel billed the estate on several occasions for apparently excessive travel expenses. As discussed above, Milbank states that it has voluntarily reduced its billing for the value of non-economy air travel. However, determining the reasonableness of the remaining travel charges is impossible because Milbank does not adequately delineate them. Accordingly, Milbank should provide a breakdown of these charges so that reasonableness may be determined.

05/17/11	D. Perry	Travel	\$2,760.85
06/24/11	P. Aronzon	Travel	\$4,373.56
06/27/11	B. Stern	Travel	\$7,378.20
06/28/11	B. Goldblatt	Travel - car service	\$198.00
06/17/11	S. Sklar	Travel	\$4,419.40
06/24/11	D. Isenberg	Travel	\$8,049.37

Nancy Rapoport 9/1/11 12:14 PM

**Comment [8]:** Why so high?

Inflight Internet Charges

B. Goldblatt billed the estate \$25.90 for "Inflight Go-Go Internet Service" on May 2, 2011 and May 4, 2011. However, Mr. Goldblatt has not billed the estate for, or otherwise referenced in the Application, any travel done on these dates.

## Milbank Block Billing/Vague Billing Report

Period Covered: Final Fee Application "Stub" Period: April 1, 2011 - June 17, 2011

Item Number	Date	Hours	Total Amount Billed	Description
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**A. Bagley**

1	02/07/11	3.0	\$1,800.00	Entire entry is block-billed. Please assign a separate time component for each task billed.
2	02/09/11	3.5	\$2,100.00	Entire entry is block-billed. Please assign a separate time component for each task billed.
3	04/01/11	4.8	\$2,880.00	Draft and revise agreements, review documents, draft and revise resolutions, emails, draft and revise documents...;entry is block-billed. Please assign a separate time component for each task billed.
4	04/04/11	7.9	\$4,740.00	Draft and revise emails, spreadsheet, response letter...;entry is vague and block-billed. Please assign a separate time component for each task billed.
5	04/05/11	8.9	\$5,340.00	Emails and calls, Prepare and revise, Draft and revise...;entry is vague and block-billed. Please assign a separate time component for each task billed.
6	04/27/11	1.5	\$900.00	Draft and revise...;entry is block-billed. Please assign a separate time component for each task billed.
7	04/29/11	3.1	\$1,860.00	Draft and revise APA...;entry is block-billed. Please assign a separate time component for each task billed.
8	05/04/11	2.7	\$1,620.00	Meetings and calls...;entry is block-billed. Please assign a separate time component for each task billed.
9	05/06/11	1.6	\$960.00	Draft and revise...;entry is vague and block-billed. Please assign a separate time component for each task billed.
10	05/17/11	0.6	\$360.00	Calls and emails...;entry is vague and block-billed. Please assign a separate time component for each task billed.
11	05/18/11	5.6	\$3,360.00	Draft and revise emails re gaming...; draft and revise resolutions and emails...;call re cost allocation...; call re equityholders...; entry is vague and block-billed. Please assign a separate time component for each task billed.
12	05/24/11	11.4	\$6,840.00	Entire entry is block-billed. Please assign a separate time component for each task billed.
13	05/25/11	6.4	\$3,840.00	Draft and revise...;entry is block-billed. Please assign a separate time component for each task billed.
14	06/02/11	1.0	\$600.00	Calls with T. Friel and...;Calls re deal...; entry is vague and block-billed. Please assign a separate time component for each task billed.
15	06/03/11	5.1	\$3,060.00	Draft and revise documents...; entry is vague and block-billed. Please assign a separate time component for each task billed.
16	06/11/11	14.4	\$8,640.00	Review and revise documents...; entry is vague and block-billed. Please assign a separate time component for each task billed

Item Number	Date	Hours	Total Amount Billed	Description
17	06/13/11	16.9	\$10,140.00	Entire entry is block-billed. Please assign a separate time component for each task billed.
18	06/14/11	14.2	\$8,520.00	Entire entry is block-billed. Please assign a separate time component for each task billed.
20	06/16/11	13.9	\$8,340.00	Entire entry is block-billed. Please assign a separate time component for each task billed.
21	06/17/11	5.4	\$3,240.00	Entire entry is block-billed. Please assign a separate time component for each task billed.
22	06/09/11	4.0	\$2,400.00	Travel to company...where and what company?
23	06/10/11	4.0	\$2,400.00	Travel...where and for what?
24	02/08/11	2.7	\$1,620.00	Research...; entry is vague
25	04/06/11	1.6	\$960.00	Emails and calls...; Draft and revise emails...; entry is vague and block-billed. Please assign a separate time component for each task billed
26	04/07/11	3.1	\$1,860.00	Draft and revise signature pages...; entry is vague and block-billed. Please assign a separate time component for each task billed
27	04/08/11	0.9	\$540.00	Draft and revise checklist...; entry is vague and block-billed. Please assign a separate time component for each task billed
28	04/11/11	1.5	\$900.00	Draft and revise letter...; entry is vague.
29	04/13/11	2.0	\$1,200.00	Emails and calls...; Draft and revise emails...; entry is vague and block-billed. Please assign a separate time component for each task billed
30	04/22/11	3.8	\$2,280.00	Draft and revise...; entry is vague and block-billed. Please assign a separate time component for each task billed
31	04/26/11	2.9	\$1,740.00	Draft and revise emails...; entry is vague and block-billed. Please assign a separate time component for each task billed
32	05/02/11	2.1	\$1,260.00	Entire entry is block-billed. Please assign a separate time component for each task billed.
33	05/03/11	2.2	\$1,320.00	Draft and revise SEC...; entry is vague and block-billed. Please assign a separate time component for each task billed
34	05/10/11	3.8	\$2,280.00	Review and revise provisions...; compile confidentiality...; draft and revise organizational...; calls re organizational...; draft and revise closing...; entry is vague and block-billed. Please assign a separate time component for each task billed
35	05/13/11	1.6	\$960.00	Call w Merrill re data...; entry is block-billed. Please assign a separate time component for each task billed
36	05/26/11	7.7	\$4,620.00	Draft and revise operating agreement...; draft and revise checklist...; entry is vague and block-billed. Please assign a separate time component for each task billed
37	05/31/11	0.8	\$480.00	Calls w company...; entry is vague and block-billed. Please assign a separate time component for each task billed

Item Number	Date	Hours	Total Amount Billed	Description
38	06/01/11	3.6	\$2,160.00	Draft and revise operating agreement...; entry is block-billed. Please assign a separate time component for each task billed
39	06/07/11	7.4	\$4,440.00	Draft, revise and compile...; entry is vague and block-billed. Please assign a separate time component for each task billed

Total Hours Block Billed: 187.6

Total at Hourly Rate (\$600/hr): \$112,560.00

**A. Bloom**

1	04/01/11	9.3	\$6,277.50	Entire entry is block-billed. Please assign a separate time component for each task billed.
2	04/02/11	1.4	\$945.00	Entire entry is block-billed. Please assign a separate time component for each task billed.
3	04/04/11	9.5	\$6,412.50	Entire entry is block-billed. Please assign a separate time component for each task billed.
4	04/05/11	12.5	\$8,437.50	Entire entry is block-billed. Please assign a separate time component for each task billed.
5	04/06/11	12.7	\$8,572.50	Entire entry is block-billed. Please assign a separate time component for each task billed.
6	04/07/11	10.8	\$7,290.00	Entire entry is block-billed. Please assign a separate time component for each task billed.
7	04/08/11	9.3	\$6,277.50	Entire entry is block-billed. Please assign a separate time component for each task billed.
8	04/09/11	2.2	\$1,485.00	Entire entry is block-billed. Please assign a separate time component for each task billed.
9	04/11/11	9.9	\$6,682.50	Entire entry is block-billed. Please assign a separate time component for each task billed.
10	04/12/11	10.8	\$7,290.00	Entire entry is block-billed. Please assign a separate time component for each task billed.
11	04/13/11	8.3	\$5,602.50	Entire entry is block-billed. Please assign a separate time component for each task billed.
12	04/14/11	8.3	\$5,602.50	Entire entry is block-billed. Please assign a separate time component for each task billed.
13	04/15/11	10.8	\$7,290.00	Entire entry is block-billed. Please assign a separate time component for each task billed.
14	04/16/11	9.1	\$6,142.50	Entire entry is block-billed. Please assign a separate time component for each task billed.
15	04/17/11	3.8	\$2,565.00	Entire entry is block-billed. Please assign a separate time component for each task billed.

Item Number	Date	Hours	Total Amount Billed	Description
16	04/18/11	8.9	\$6,007.50	Entire entry is block-billed. Please assign a separate time component for each task billed.
17	04/19/11	8.2	\$5,535.00	Entire entry is block-billed. Please assign a separate time component for each task billed.
18	04/20/11	8.2	\$5,535.00	Entire entry is block-billed. Please assign a separate time component for each task billed.
19	04/21/11	7.9	\$5,332.50	Entire entry is block-billed. Please assign a separate time component for each task billed.
20	04/22/11	10.0	\$6,750.00	Entire entry is block-billed. Please assign a separate time component for each task billed.
21	04/24/11	0.2	\$135.00	Entire entry is block-billed. Please assign a separate time component for each task billed.
22	04/25/11	7.6	\$5,130.00	Entire entry is block-billed. Please assign a separate time component for each task billed.
23	04/26/11	8.7	\$5,872.50	Entire entry is block-billed. Please assign a separate time component for each task billed.
24	04/27/11	13.2	\$8,910.00	Entire entry is block-billed. Please assign a separate time component for each task billed.
25	04/28/11	8.4	\$5,670.00	Entire entry is block-billed. Please assign a separate time component for each task billed.
26	04/29/11	5.7	\$3,847.50	Entire entry is block-billed. Please assign a separate time component for each task billed.
27	05/02/11	5.8	\$3,915.00	Entire entry is block-billed. Please assign a separate time component for each task billed.
28	05/03/11	7.4	\$4,995.00	Entire entry is block-billed. Please assign a separate time component for each task billed.
29	05/04/11	7.5	\$5,062.50	Entire entry is block-billed. Please assign a separate time component for each task billed.
30	05/06/11	8.1	\$5,467.50	Attention to rights...;entry is vague and block-billed. Please assign a separate time component for each task billed.
31	05/07/11	0.3	\$202.50	Entire entry is block-billed. Please assign a separate time component for each task billed.
32	05/09/11	7.8	\$5,265.00	Entire entry is block-billed. Please assign a separate time component for each task billed.
33	05/10/11	5.8	\$3,915.00	Entire entry is block-billed. Please assign a separate time component for each task billed.
34	06/02/11	7.1	\$4,792.50	Entire entry is block-billed. Please assign a separate time component for each task billed.
35	06/06/11	9.4	\$6,345.00	Entire entry is block-billed. Please assign a separate time component for each task billed.

Item Number	Date	Hours	Total Amount Billed	Description
36	06/07/11	7.6	\$5,130.00	Entire entry is block-billed. Please assign a separate time component for each task billed.
37	06/08/11	8.5	\$5,737.50	Entire entry is block-billed. Please assign a separate time component for each task billed.
38	06/09/11	10.4	\$7,020.00	Entire entry is block-billed. Please assign a separate time component for each task billed.
39	06/10/11	9.6	\$6,480.00	Entire entry is block-billed. Please assign a separate time component for each task billed.
40	06/11/11	6.4	\$4,320.00	Entire entry is block-billed. Please assign a separate time component for each task billed.
41	06/13/11	11.8	\$7,965.00	Entire entry is block-billed. Please assign a separate time component for each task billed.
42	06/14/11	6.6	\$4,455.00	Attention to closing...; calls and email...;calls with company...; calls and email with escrow...; entry is vague and block-billed. Please assign a separate time component for each task billed
43	06/15/11	5.7	\$3,847.50	Attention to closing mechanics...; cals and emails re...; calls with company...calls and emails with escrow...; entry is vague and block-billed.
44	06/16/11	5.4	\$3,645.00	Attention to closing mechanics...; cals and emails re...; calls with company...calls and emails with escrow...; entry is vague and block-billed.
45	06/17/11	5.6	\$3,780.00	Attention to closing mechanics...; cals and emails re...; calls with company...calls and emails with escrow...; entry is vague and block-billed.

Total Hours Block Billed: 154.0

Total at Hourly Rate (\$675/hr): \$237,937.50

**A. Everett**

1	05/23/11	5.0	\$3,000.00	Draft station...; entry is vague and block-billed. Please assign a separate time component for each task billed.
2	05/24/11	1.5	\$900.00	Draft station...; entry is vague and block-billed. Please assign a separate time component for each task billed.
3	06/02/11	0.5	\$300.00	Attention to correspondence...; entry is vague and block-billed. Please assign a separate time component for each task billed.
4	06/15/11	5.5	\$3,300.00	Entire entry is vague and block-billed. Please assign a separate time component for each task billed
5	05/11/11	1.8	\$1,080.00	Attention to GVR closing...; entry is vague and block-billed. Please assign a separate time component for each task billed
6	05/14/11	0.3	\$180.00	Correspondence...; Entire entry is vague and block-billed. Please assign a separate time component for each task billed



Item Number	Date	Hours	Total Amount Billed	Description
7	06/08/11	2.5	\$1,500.00	Attention to GVR closing...; entry is vague and block-billed. Please assign a separate time component for each task billed
8	06/10/11	2.6	\$1,560.00	Attention to various...; calls with B....; calls with sidley...; entry is vague and block-billed. Please assign a separate time component for each task billed
9	06/11/11	1.7	\$1,020.00	Attention to closing...; correspondence...; entry is vague and block-billed. Please assign a separate time component for each task billed
10	06/13/11	11.0	\$6,600.00	Entire entry is block-billed. Please assign a separate time component for each task billed.
11	06/14/11	10.0	\$6,000.00	Entire entry is block-billed. Please assign a separate time component for each task billed.
12	06/16/11	1.0	\$600.00	Entire entry is block-billed. Please assign a separate time component for each task billed.
13	05/12/11	0.6	\$360.00	Correspondence and calls...; entry is vague and block-billed. Please assign a separate time component for each task billed

Total Hours Block Billed: 44.0

Total at Hourly Rate (\$600/hr): \$26,400.00

**A. Kaye**

1	05/23/11	0.3	\$307.50	Entire entry is block-billed. Please assign a separate time component for each task billed.
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Total Hours Block Billed: 0.3

Total at Hourly Rate (\$1025/hr): \$307.50

**A. Moses**

1	05/09/11	1.6	\$1,272.00	Entire entry is block-billed. Please assign a separate time component for each task billed.
2	05/22/11	0.5	\$397.50	Entire entry is block-billed. Please assign a separate time component for each task billed.
3	05/26/11	0.4	\$318.00	Entire entry is block-billed. Please assign a separate time component for each task billed.
4	04/01/11	0.7	\$556.50	Entire entry is block-billed. Please assign a separate time component for each task billed.
5	04/04/11	1.0	\$795.00	Entire entry is block-billed. Please assign a separate time component for each task billed.
6	04/05/11	9.5	\$7,552.50	Entire entry is block-billed. Please assign a separate time component for each task billed.

Item Number	Date	Hours	Total Amount Billed	Description
7	04/06/11	8.8	\$6,996.00	Entire entry is block-billed. Please assign a separate time component for each task billed.
8	04/07/11	11.3	\$8,983.50	Entire entry is block-billed. Please assign a separate time component for each task billed.
9	04/08/11	9.0	\$7,155.00	Entire entry is block-billed. Please assign a separate time component for each task billed.
10	04/09/11	1.5	\$1,192.50	Correspondence and conference call...;entry is vague and block-billed. Please assign a separate time component for each task billed.
11	04/10/11	1.5	\$1,192.50	Entire entry is block-billed. Please assign a separate time component for each task billed.
12	04/11/11	7.8	\$6,201.00	Entire entry is block-billed. Please assign a separate time component for each task billed.
13	04/12/11	7.9	\$6,280.50	Entire entry is block-billed. Please assign a separate time component for each task billed.
14	04/13/11	5.8	\$4,611.00	Entire entry is block-billed. Please assign a separate time component for each task billed.
15	04/14/11	8.1	\$6,439.50	Entire entry is block-billed. Please assign a separate time component for each task billed.
16	04/15/11	12.3	\$9,778.50	Entire entry is block-billed. Please assign a separate time component for each task billed.
17	04/16/11	10.8	\$8,586.00	Entire entry is block-billed. Please assign a separate time component for each task billed.
18	04/17/11	4.8	\$3,816.00	Entire entry is block-billed. Please assign a separate time component for each task billed.
19	04/18/11	8.0	\$6,360.00	Entire entry is block-billed. Please assign a separate time component for each task billed.
20	04/19/11	7.0	\$5,565.00	Entire entry is block-billed. Please assign a separate time component for each task billed.
21	04/20/11	6.2	\$4,929.00	Entire entry is block-billed. Please assign a separate time component for each task billed.
22	04/21/11	6.5	\$5,167.50	Entire entry is block-billed. Please assign a separate time component for each task billed.
23	04/22/11	7.3	\$5,803.50	Entire entry is block-billed. Please assign a separate time component for each task billed.
24	04/24/11	0.5	\$397.50	Entire entry is block-billed. Please assign a separate time component for each task billed.
25	04/25/11	6.9	\$5,485.50	Entire entry is block-billed. Please assign a separate time component for each task billed.
26	04/26/11	7.8	\$6,201.00	Entire entry is block-billed. Please assign a separate time component for each task billed.

Item Number	Date	Hours	Total Amount Billed	Description
27	04/27/11	11.5	\$9,142.50	Entire entry is block-billed. Please assign a separate time component for each task billed.
28	04/30/11	0.7	\$556.50	Correspondence...;entry is vague and block-billed. Please assign a separate time component for each task billed.
29	05/02/11	1.8	\$1,431.00	Entire entry is block-billed. Please assign a separate time component for each task billed.
30	05/03/11	3.0	\$2,385.00	Entire entry is block-billed. Please assign a separate time component for each task billed.
31	05/04/11	0.3	\$238.50	Entire entry is block-billed. Please assign a separate time component for each task billed.
32	05/05/11	1.8	\$1,431.00	Entire entry is block-billed. Please assign a separate time component for each task billed.
33	05/06/11	2.8	\$2,226.00	Entire entry is block-billed. Please assign a separate time component for each task billed.
34	05/10/11	4.3	\$3,418.50	Entire entry is block-billed. Please assign a separate time component for each task billed.
35	05/11/11	7.3	\$5,803.50	Entire entry is block-billed. Please assign a separate time component for each task billed.
36	05/12/11	0.5	\$397.50	Entire entry is block-billed. Please assign a separate time component for each task billed.
37	05/16/11	5.4	\$4,293.00	Entire entry is block-billed. Please assign a separate time component for each task billed.
38	05/17/11	3.9	\$3,100.50	Entire entry is block-billed. Please assign a separate time component for each task billed.
39	05/18/11	3.8	\$3,021.00	Entire entry is block-billed. Please assign a separate time component for each task billed.
40	05/19/11	2.3	\$1,828.50	Entire entry is block-billed. Please assign a separate time component for each task billed.
41	05/20/11	1.5	\$1,192.50	Entire entry is block-billed. Please assign a separate time component for each task billed.
42	05/21/11	0.3	\$238.50	Entry is vague.
43	05/23/11	4.6	\$3,657.00	Entire entry is block-billed. Please assign a separate time component for each task billed.
44	05/24/11	2.6	\$2,067.00	Entire entry is block-billed. Please assign a separate time component for each task billed.
45	05/25/11	4.6	\$3,657.00	Entire entry is block-billed. Please assign a separate time component for each task billed.
46	05/26/11	4.6	\$3,657.00	Entire entry is block-billed. Please assign a separate time component for each task billed.

Item Number	Date	Hours	Total Amount Billed	Description
47	05/27/11	0.2	\$159.00	Entire entry is block-billed. Please assign a separate time component for each task billed.
48	05/27/11	4.3	\$3,418.50	Entire entry is block-billed. Please assign a separate time component for each task billed.
49	05/29/11	0.5	\$397.50	Entire entry is block-billed. Please assign a separate time component for each task billed.
50	05/31/11	1.6	\$1,272.00	Entire entry is block-billed. Please assign a separate time component for each task billed.
51	06/01/11	2.0	\$1,590.00	Conference calls...; entry is vague and block-billed. Please assign a separate time component for each task billed.
52	06/05/11	3.0	\$2,385.00	Entire entry is block-billed. Please assign a separate time component for each task billed.
53	06/06/11	6.5	\$5,167.50	Entire entry is block-billed. Please assign a separate time component for each task billed.
54	06/07/11	6.3	\$5,008.50	Entire entry is block-billed. Please assign a separate time component for each task billed.
55	06/08/11	6.1	\$4,849.50	Entire entry is block-billed. Please assign a separate time component for each task billed.
56	06/09/11	4.6	\$3,657.00	Entire entry is block-billed. Please assign a separate time component for each task billed.
57	06/10/11	6.8	\$5,406.00	Entire entry is block-billed. Please assign a separate time component for each task billed.
58	06/11/11	5.5	\$4,372.50	Entire entry is block-billed. Please assign a separate time component for each task billed.
59	06/12/11	2.5	\$1,987.50	Entire entry is block-billed. Please assign a separate time component for each task billed.
60	06/13/11	10.6	\$8,427.00	Entire entry is block-billed. Please assign a separate time component for each task billed.
61	06/14/11	12.3	\$9,778.50	Entire entry is block-billed. Please assign a separate time component for each task billed.
62	06/15/11	16.3	\$12,958.50	Entire entry is block-billed. Please assign a separate time component for each task billed.
63	06/16/11	12.0	\$9,540.00	Entire entry is block-billed. Please assign a separate time component for each task billed.
64	06/17/11	10.5	\$8,347.50	Entire entry is block-billed. Please assign a separate time component for each task billed.
65	04/09/11	0.8	\$636.00	Conference call...; correspondence with...; entry is vague.

Total Hours Block Billed: 333.5

Total at Hourly Rate (\$795/hr): \$265,132.50

Item Number	Date	Hours	Total Amount Billed	Description
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**B. Goldblatt**

1	04/01/11	0.5	\$475.00	Telephone conferences, emails...;entry is vague and block-billed. Please assign a separate time component for each task billed.
2	04/03/11	0.5	\$475.00	Entry is block-billed. Please assign a separate time component for each task performed.
3	04/04/11	3.8	\$3,610.00	Entry is block-billed. Please assign a separate time component for each task performed.
4	04/05/11	5.3	\$5,035.00	Emails, calls, telephone conferences...;entry is vague and block-billed. Please assign a separate time component for each task billed.
5	04/06/11	6.5	\$6,175.00	Entry is block-billed. Please assign a separate time component for each task performed.
6	04/07/11	7.9	\$7,505.00	Review, phone conferences, conferences and emails...;entry is vague and block-billed. Please assign a separate time component for each task billed.
7	04/08/11	3.1	\$2,945.00	Entry is block-billed. Please assign a separate time component for each task performed.
8	04/10/11	0.5	\$475.00	Entire entry is vague.
9	04/11/11	1.9	\$1,805.00	Entry is block-billed. Please assign a separate time component for each task performed.
10	04/12/11	3.9	\$3,705.00	Telephone conferences...;entry is vague and block-billed. Please assign a separate time component for each task billed.
11	04/14/11	7.2	\$6,840.00	Entry is block-billed. Please assign a separate time component for each task performed.
12	04/15/11	1.2	\$1,140.00	Entry is block-billed. Please assign a separate time component for each task performed.
13	04/26/11	0.6	\$532.00	Entry is block-billed. Please assign a separate time component for each task performed.
14	04/27/11	1.1	\$1,045.00	Entry is block-billed. Please assign a separate time component for each task performed.
15	04/28/11	0.9	\$855.00	Entry is block-billed. Please assign a separate time component for each task performed.
16	04/29/11	1.3	\$1,235.00	Amendment revisions, phone conferences and emails...;entry is vague and block-billed. Please assign a separate time component for each task billed.
17	05/02/11	1.4	\$1,330.00	emails...; entry is vague and block-billed. Please assign a separate time component for each task billed.
18	05/04/11	1.0	\$950.00	Entry is block-billed. Please assign a separate time component for each task performed.
19	05/04/11	0.8	\$760.00	emails...; entry is vague and block-billed. Please assign a separate time component for each task billed.

Item Number	Date	Hours	Total Amount Billed	Description
20	05/09/11	2.4	\$2,280.00	Entry is block-billed. Please assign a separate time component for each task performed.
21	05/10/11	3.4	\$3,230.00	Entry is block-billed. Please assign a separate time component for each task performed.
22	05/11/11	0.8	\$760.00	Telephone conference...entry is vague.
23	05/12/11	10.0	\$9,500.00	Entry is block-billed. Please assign a separate time component for each task performed.
24	05/13/11	5.1	\$4,845.00	Entry is block-billed. Please assign a separate time component for each task performed.
25	05/16/11	1.8	\$1,710.00	Cost allocation agreement...;miscellaneous closing and...;entry is vague and block-billed. Please assign a separate time component for each task billed.
26	05/17/11	2.8	\$2,660.00	Telephone conferences...;conference re RO...;miscellaneous review...;entry is vague and block-billed. Please assign a separate time component for each task billed.
27	05/18/11	3.5	\$3,325.00	Telephone conference...; miscellaneous closing matters...; telephone conferences...; telephone conference and revisions...; entry is vague and block-billed. Please assign a separate time component for each task billed.
28	05/20/11	5.4	\$5,130.00	Entire entry is block-billed. Please assign a separate time component for each task billed.
29	05/22/11	1.6	\$1,520.00	Telephone conference and revisions...; emails and telephone conferences...; emails re Simpson...; entry is vague and block-billed. Please assign a separate time component for each task billed.
30	05/23/11	2.2	\$2,090.00	Prepare for checklist...; emails...; entry is vague and block-billed. Please assign a separate time component for each task billed.
31	05/24/11	4.1	\$3,895.00	Telephone conferences...; emails re...; entry is vague and block-billed. Please assign a separate time component for each task billed.
32	05/25/11	2.0	\$1,900.00	Closing time line issues...; entry is vague and block-billed. Please assign a separate time component for each task billed.
33	05/26/11	12.6	\$11,970.00	Entry is block-billed. Please assign a separate time component for each task performed.
34	05/27/11	4.0	\$3,800.00	Telephone conference re: Landco...; Emails re: closing items...; prepare for call, call...;emails re: Station...; emails re: Sidley...; entry is vague and block-billed. Please assign a separate time component for each task billed.
35	05/27/11	0.2	\$190.00	Entry is block-billed. Please assign a separate time component for each task performed.
36	05/31/11	0.5	\$475.00	Conference re: Manager...; entry is vague.
37	06/01/11	5.4	\$5,130.00	Warrant and unit calculations...; RO notices and telephone...; telephone conference re: open...; follow up emails...; entry is vague and block-billed. Please assign a separate time component for each task billed.

Item Number	Date	Hours	Total Amount Billed	Description
38	06/02/11	2.8	\$2,660.00	Cost allocation agreement comments...; emails and telephone...;Landco and other...; emails re: Landco...; IP Holdco issues and...; emails re: gaming...; entry is vague and block-billed. Please assign a separate time component for each task billed.
39	06/03/11	9.6	\$9,120.00	Entry is block-billed. Please assign a separate time component for each task performed.
40	06/04/11	0.6	\$570.00	Entry is block-billed. Please assign a separate time component for each task performed.
41	06/05/11	1.4	\$1,330.00	Telephone conferences re: funds...; emails re: funds...; review netting and...; review Fourth Amendment...;entry is vague and block-billed. Please assign a separate time component for each task billed.
42	06/06/11	0.8	\$760.00	Conference re: revisions...; emails and telephone...; telephone conferences...; entry is vague and block-billed. Please assign a separate time component for each task billed.
43	06/07/11	7.0	\$6,650.00	Funds flow, wire call...; wires, fund flow and...; issues...;entry is vague and block-billed. Please assign a separate time component for each task billed
44	06/08/11	3.5	\$3,325.00	Fund flow, wires and...; miscellaneous closing...; telephone conferences and...; entry is vague and block-billed. Please assign a separate time component for each task billed
45	06/09/11	9.3	\$8,835.00	Telephone conferences Fillmore...; emails re: signature...; emails re: unit...; emails re: escrow...;checklist call and...; audit committee charter and...; audit committee charter...; director consent and miscellaneous...; telephone conferences with Sidley...; revision to closing...; entry is vague and block-
46	06/10/11	8.9	\$8,455.00	Funds flow revisions...; audit committee charter...; telephone conferences...; miscellaneous closing...; entry is vague and block-billed. Please assign a separate time component for each task billed
47	06/11/11	3.1	\$2,945.00	Emails re: credit...; emails re: miscellaneous...; miscellaneous closing...; telephone conferences and emails...; emails and revisions to...; entry is vague and block-billed. Please assign a separate time component for each task billed
48	06/13/11	8.1	\$7,695.00	Emails re: Greathouse...; Telephone conferences and...; emails and telephone...; miscellaneous closing matters...; miscellaneous closing issues...; miscellaneous closing items...; entry is vague and block-billed. Please assign a separate time component for each task billed
49	06/14/11	8.5	\$8,075.00	Wire, funds flow emails...; miscellaneous closing...; entry is vague and block-billed. Please assign a separate time component for each task billed
50	06/15/11	10.5	\$9,975.00	Closing items...; entry is vague and block-billed. Please assign a separate time component for each task billed
51	06/16/11	13.3	\$12,635.00	Closing...; entry is vague and block-billed. Please assign a separate time component for each task billed



Item Number	Date	Hours	Total Amount Billed	Description
52	06/17/11	6.1	\$5,795.00	Entry is block-billed. Please assign a separate time component for each task performed.
53	04/27/11	0.4	\$380.00	Conference re: tax...; entry is vague.
54	06/14/11	0.3	\$285.00	Emails re: GVR...; entry is vague and block-billed. Please assign a separate time component for each task billed
55	06/11/11	1.0	\$950.00	Entry is block-billed. Please assign a separate time component for each task performed.

Total Hours Block Billed: 212.4

Total at Hourly Rate (\$950/hr): \$201,742.00

**B. Mertens**

1	04/04/11	0.7	\$437.50	Emails and calls...;entry is block-billed. Please assign a separate time component for each task billed.
2	04/08/11	1.3	\$812.50	Numerous emails...;entry is block-billed. Please assign a separate time component for each task billed.
3	04/10/11	1.8	\$1,125.00	Entry is block-billed. Please assign a separate time component for each task performed.
4	04/11/11	0.9	\$562.50	Prepare various...;entry is block-billed. Please assign a separate time component for each task billed.
5	04/12/11	7.5	\$4,687.50	Coordinate further revisions...; office conference...; numerous office conferences...; entry is vague and block-billed. Please assign a separate time component for each task billed

Total Hours Block Billed: 12.2

Total at Hourly Rate (\$625/hr): \$7,625.00

**B. Stern**

1	05/16/11	2.2	\$1,573.00	Entry is block-billed. Please assign a separate time component for each task performed.
2	05/27/11	0.8	\$572.00	Participate in calls...; entry is vague and block-billed. Please assign a separate time component for each task billed
3	05/29/11	0.5	\$357.50	Review and respond to emails...; entry is vague and block-billed. Please assign a separate time component for each task billed
4	06/02/11	1.5	\$1,072.50	Participate in calls...; entry is vague and block-billed. Please assign a separate time component for each task billed
5	06/08/11	1.8	\$1,287.00	Review revised drafts...; emails with W&C...; entry is vague and block-billed. Please assign a separate time component for each task billed



Item Number	Date	Hours	Total Amount Billed	Description
6	06/13/11	7.5	\$5,362.50	Entry is block-billed. Please assign a separate time component for each task performed.
7	06/14/11	11.0	\$7,865.00	Entry is block-billed. Please assign a separate time component for each task performed.
8	06/15/11	7.8	\$5,577.00	Entry is block-billed. Please assign a separate time component for each task performed.
9	06/16/11	9.8	\$7,007.00	Entry is block-billed. Please assign a separate time component for each task performed.
10	06/17/11	5.0	\$3,575.00	Entry is block-billed. Please assign a separate time component for each task performed.
11	06/03/11	1.0	\$715.00	Entry is block-billed. Please assign a separate time component for each task performed.
12	06/06/11	2.5	\$1,787.50	Review revised drafts of...; call with W&C...; entry is vague and block-billed. Please assign a separate time component for each task billed
13	06/09/11	3.9	\$2,788.50	Review revised drafts of...; calls and emails with W&C...; entry is vague and block-billed. Please assign a separate time component for each task billed
14	06/10/11	2.5	\$1,787.50	Review revised drafts...; calls and emails with W&C...; entry is vague and block-billed. Please assign a separate time component for each task billed
15	06/11/11	0.9	\$643.50	Review revised drafts...; entry is vague and block-billed. Please assign a separate time component for each task billed
16	06/12/11	1.8	\$1,287.00	Review revised drafts...; entry is vague and block-billed. Please assign a separate time component for each task billed
17	05/02/11	1.0	\$715.00	Entry is block-billed. Please assign a separate time component for each task performed.
18	05/11/11	2.7	\$1,930.50	Entry is block-billed. Please assign a separate time component for each task performed.
19	05/19/11	1.0	\$715.00	Review revised credit agreements...; entry is vague and block-billed. Please assign a separate time component for each task billed
20	05/20/11	0.5	\$357.50	Calls and emails...; entry is vague and block-billed. Please assign a separate time component for each task billed
21	05/22/11	0.5	\$357.50	Entry is block-billed. Please assign a separate time component for each task performed.
22	06/05/11	0.5	\$357.50	Entry is block-billed. Please assign a separate time component for each task performed.
23	06/06/11	6.2	\$4,433.00	Review revised drafts of loan...; entry is vague and block-billed. Please assign a separate time component for each task billed
24	06/07/11	3.0	\$2,145.00	Review revised drafts of loan...; entry is vague and block-billed. Please assign a separate time component for each task billed
25	06/08/11	2.4	\$1,716.00	Review revised drafts of loan...; entry is vague and block-billed. Please assign a separate time component for each task billed

Item Number	Date	Hours	Total Amount Billed	Description
26	06/09/11	1.5	\$1,072.50	Review revised drafts of loan...; entry is vague and block-billed. Please assign a separate time component for each task billed
27	06/10/11	2.2	\$1,573.00	Review revised drafts of loan...; calls and emails...; entry is vague and block-billed. Please assign a separate time component for each task billed
28	06/11/11	0.4	\$286.00	Review revised drafts of...; entry is vague and block-billed. Please assign a separate time component for each task billed
29	06/12/11	1.5	\$1,072.50	Review revised drafts of loan...;entry is vague and block-billed. Please assign a separate time component for each task billed
30	06/13/11	8.3	\$5,934.50	Entry is block-billed. Please assign a separate time component for each task performed.
31	06/14/11	10.0	\$7,150.00	Entry is block-billed. Please assign a separate time component for each task performed.
32	06/15/11	8.0	\$5,720.00	Entry is block-billed. Please assign a separate time component for each task performed.
33	06/16/11	9.8	\$7,007.00	Entry is block-billed. Please assign a separate time component for each task performed.
34	06/17/11	5.2	\$3,718.00	Entry is block-billed. Please assign a separate time component for each task performed.

Total Hours Block Billed: 125.2

Total at Hourly Rate (\$715/hr): \$89,518.00

**B. Youn**

1	05/11/11	0.5	\$275.00	Entry is vague.
2	05/20/11	1.5	\$825.00	Correspondence re IP...; entry is vague and block-billed. Please assign a separate time component for each task billed
3	06/08/11	1.5	\$825.00	Correspondence re: ...; conference call...; entry is vague and block-billed. Please assign a separate time component for each task billed
4	06/09/11	2.0	\$1,100.00	Correspondence...; conference calls...; entry is vague and block-billed. Please assign a separate time component for each task billed
5	06/14/11	11.4	\$6,270.00	Reviewing/compiling closing...; periodic closing checklist calls...; correspondence with Sidley/W&C...; entry is vague and block-billed. Please assign a separate time component for each task billed
6	06/15/11	10.8	\$5,940.00	Reviewing final closing...; periodic closing checklist...; email correspondence re...;entry is vague and block-billed. Please assign a separate time component for each task billed
7	06/16/11	16.1	\$8,855.00	Entire entry is vague and block-billed. Please assign a separate time component for each task billed

Item Number	Date	Hours	Total Amount Billed	Description
8	06/16/11	3.0	\$1,650.00	Entry is block-billed. Please assign a separate time component for each task performed.

Total Hours Block Billed: 46.8  
Total at Hourly Rate (\$550/hr): \$25,740.00

**C. Bloom**

1	04/13/11	2.3	\$1,552.50	Entry is block-billed. Please assign a separate time component for each task performed.
2	04/18/11	0.5	\$337.50	Entry is block-billed. Please assign a separate time component for each task performed.
3	04/29/11	0.3	\$202.50	Entry is block-billed. Please assign a separate time component for each task performed.
4	04/04/11	1.5	\$1,012.50	Emails...; entry is vague and block-billed. Please assign a separate time component for each task billed
5	04/13/11	1.0	\$675.00	Entry is vague.
6	04/22/11	1.2	\$810.00	Entry is block-billed. Please assign a separate time component for each task performed.

Total Hours Block Billed: 6.8  
Total at Hourly Rate (\$675/hr): \$4,590.00

**C. Gaspar**

1	05/11/11	0.7	\$556.50	Prepared for and participated...; entry is block-billed. Please assign a separate time component for each task billed
2	05/17/11	4.5	\$3,577.50	Revised draft agreement...; corresponded with...; entry is vague
3	05/18/11	3.7	\$2,941.50	Revised agreement...; prepared for and participated...; entry is vague and block-billed. Please assign a separate time component for each task billed
4	05/19/11	2.8	\$2,226.00	Entire entry is vague.
5	05/27/11	5.5	\$4,372.50	Entry is block-billed. Please assign a separate time component for each task performed.
6	06/02/11	1.2	\$954.00	Prepared for and participated...; entry is block-billed. Please assign a separate time component for each task billed
7	06/03/11	1.4	\$1,113.00	Prepared for and participated...; entry is block-billed. Please assign a separate time component for each task billed
8	06/04/11	0.9	\$715.50	Prepared for and participated...; entry is block-billed. Please assign a separate time component for each task billed

Item Number	Date	Hours	Total Amount Billed	Description
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Total Hours Block Billed: 20.7

Total at Hourly Rate (\$795/hr): \$16,456.50

**D. Brown**

1	05/06/11	0.6	\$330.00	Emails...; entry is vague and block-billed. Please assign a separate time component for each task billed.
2	05/11/11	2.5	\$1,375.00	Entry is block-billed. Please assign a separate time component for each task performed.
3	05/13/11	3.3	\$1,815.00	Entire entry is block-billed. Please assign a separate time component for each task billed.
4	05/19/11	0.7	\$385.00	Entire entry is block-billed. Please assign a separate time component for each task billed.
5	04/14/11	0.4	\$220.00	Speak to B. Redlin...; entry is block-billed. Please assign a separate time component for each task billed
6	04/21/11	2.1	\$1,155.00	Entry is block-billed. Please assign a separate time component for each task performed.
7	04/22/11	1.2	\$660.00	Entry is block-billed. Please assign a separate time component for each task performed.
8	04/25/11	1.1	\$605.00	Entry is block-billed. Please assign a separate time component for each task performed.
9	04/26/11	1.1	\$605.00	Return calls...; entry is vague and block-billed. Please assign a separate time component for each task billed
10	04/29/11	0.5	\$275.00	Entry is block-billed. Please assign a separate time component for each task performed.
11	05/02/11	0.8	\$440.00	Return calls...; entry is vague and block-billed. Please assign a separate time component for each task billed
12	05/03/11	0.3	\$165.00	Entry is block-billed. Please assign a separate time component for each task performed.
13	05/06/11	0.3	\$165.00	Entry is block-billed. Please assign a separate time component for each task performed.
14	05/10/11	0.2	\$110.00	Entry is block-billed. Please assign a separate time component for each task performed.
15	05/16/11	0.6	\$330.00	Entry is block-billed. Please assign a separate time component for each task performed.
16	05/17/11	0.6	\$330.00	Entry is block-billed. Please assign a separate time component for each task performed.
17	05/18/11	0.3	\$165.00	Entry is block-billed. Please assign a separate time component for each task performed.

Item Number	Date	Hours	Total Amount Billed	Description
18	05/20/11	0.6	\$330.00	Entry is block-billed. Please assign a separate time component for each task performed.
19	05/20/11	0.3	\$165.00	Entry is block-billed. Please assign a separate time component for each task performed.
20	06/02/11	0.3	\$165.00	Entry is block-billed. Please assign a separate time component for each task performed.
21	06/14/11	0.4	\$220.00	Entry is block-billed. Please assign a separate time component for each task performed.

Total Hours Block Billed: 18.2

Total at Hourly Rate (\$550/hr): \$10,010.00

**D. Isenberg**

1	04/06/11	2.5	\$2,050.00	Entry is block-billed. Please assign a separate time component for each task performed.
2	04/08/11	0.5	\$410.00	Conference call...entry is vague.
3	05/09/11	1.5	\$1,230.00	Entry is block-billed. Please assign a separate time component for each task performed.
4	05/12/11	2.5	\$2,050.00	Entry is block-billed. Please assign a separate time component for each task performed.
5	05/18/11	0.5	\$410.00	Conferred...entry is vague.
6	05/09/11	2.5	\$2,050.00	Entry is block-billed. Please assign a separate time component for each task performed.
7	04/15/11	3.5	\$2,870.00	Entry is block-billed. Please assign a separate time component for each task performed.
8	04/16/11	2.5	\$2,050.00	Entry is block-billed. Please assign a separate time component for each task performed.
9	04/17/11	2.5	\$2,050.00	Entry is block-billed. Please assign a separate time component for each task performed.
10	04/26/11	1.5	\$1,230.00	Entry is block-billed. Please assign a separate time component for each task performed.
11	04/27/11	1.5	\$1,230.00	Conferred...entry is vague.
12	05/11/11	2.5	\$2,050.00	Entry is block-billed. Please assign a separate time component for each task performed.
13	05/24/11	3.0	\$2,460.00	Entry is block-billed. Please assign a separate time component for each task performed.
14	05/25/11	3.0	\$2,460.00	Entry is block-billed. Please assign a separate time component for each task performed.

Item Number	Date	Hours	Total Amount Billed	Description
15	05/26/11	3.0	\$2,460.00	Entry is block-billed. Please assign a separate time component for each task performed.
16	05/27/11	3.0	\$2,460.00	Entry is block-billed. Please assign a separate time component for each task performed.
17	05/28/11	3.0	\$2,460.00	Entry is block-billed. Please assign a separate time component for each task performed.
18	05/29/11	3.0	\$2,460.00	Entry is block-billed. Please assign a separate time component for each task performed.
19	05/30/11	3.0	\$2,460.00	Entry is block-billed. Please assign a separate time component for each task performed.
20	05/31/11	3.0	\$2,460.00	Entry is block-billed. Please assign a separate time component for each task performed.
21	06/01/11	3.0	\$2,460.00	Entry is block-billed. Please assign a separate time component for each task performed.
22	06/02/11	3.0	\$2,460.00	Entry is block-billed. Please assign a separate time component for each task performed.
23	06/03/11	3.0	\$2,460.00	Entry is block-billed. Please assign a separate time component for each task performed.
24	06/04/11	3.0	\$2,460.00	Entry is block-billed. Please assign a separate time component for each task performed.
25	06/05/11	3.0	\$2,460.00	Entry is block-billed. Please assign a separate time component for each task performed.
26	06/06/11	3.0	\$2,460.00	Entry is block-billed. Please assign a separate time component for each task performed.
27	06/07/11	3.0	\$2,460.00	Entry is block-billed. Please assign a separate time component for each task performed.
28	06/08/11	3.0	\$2,460.00	Entry is block-billed. Please assign a separate time component for each task performed.
29	06/09/11	3.0	\$2,460.00	Entry is block-billed. Please assign a separate time component for each task performed.
30	06/10/11	3.0	\$2,460.00	Entry is block-billed. Please assign a separate time component for each task performed.
31	06/12/11	3.0	\$2,460.00	Entry is block-billed. Please assign a separate time component for each task performed.
32	06/13/11	5.0	\$4,100.00	Entry is block-billed. Please assign a separate time component for each task performed.
33	06/14/11	5.0	\$4,100.00	Entry is block-billed. Please assign a separate time component for each task performed.
34	06/15/11	3.0	\$2,460.00	Entry is block-billed. Please assign a separate time component for each task performed.

Item Number	Date	Hours	Total Amount Billed	Description
35	06/16/11	5.0	\$4,100.00	Entry is block-billed. Please assign a separate time component for each task performed.
36	06/17/11	5.0	\$4,100.00	Entry is block-billed. Please assign a separate time component for each task performed.
37	04/07/11	2.5	\$2,050.00	Entry is block-billed. Please assign a separate time component for each task performed.
38	04/08/11	2.5	\$2,050.00	Entry is block-billed. Please assign a separate time component for each task performed.
39	05/10/11	2.5	\$2,050.00	Entry is block-billed. Please assign a separate time component for each task performed.
40	05/11/11	2.5	\$2,050.00	Entry is block-billed. Please assign a separate time component for each task performed.
41	05/12/11	1.0	\$820.00	Entry is block-billed. Please assign a separate time component for each task performed.
42	05/12/11	3.5	\$2,870.00	Entry is block-billed. Please assign a separate time component for each task performed.
43	05/21/11	2.0	\$1,640.00	Entry is block-billed. Please assign a separate time component for each task performed.
44	05/23/11	3.0	\$2,460.00	Entry is block-billed. Please assign a separate time component for each task performed.
45	05/24/11	3.0	\$2,460.00	Entry is block-billed. Please assign a separate time component for each task performed.
46	05/25/11	3.0	\$2,460.00	Entry is block-billed. Please assign a separate time component for each task performed.
47	05/27/11	3.0	\$2,460.00	Entry is block-billed. Please assign a separate time component for each task performed.
48	05/28/11	3.0	\$2,460.00	Entry is block-billed. Please assign a separate time component for each task performed.
49	05/29/11	3.0	\$2,460.00	Entry is block-billed. Please assign a separate time component for each task performed.
50	05/30/11	3.0	\$2,460.00	Entry is block-billed. Please assign a separate time component for each task performed.
51	05/31/11	3.0	\$2,460.00	Entry is block-billed. Please assign a separate time component for each task performed.
52	06/02/11	3.0	\$2,460.00	Entry is block-billed. Please assign a separate time component for each task performed.
53	06/03/11	3.0	\$2,460.00	Entry is block-billed. Please assign a separate time component for each task performed.
54	06/04/11	3.0	\$2,460.00	Entry is block-billed. Please assign a separate time component for each task performed.



Item Number	Date	Hours	Total Amount Billed	Description
55	06/05/11	3.0	\$2,460.00	Entry is block-billed. Please assign a separate time component for each task performed.
56	06/06/11	3.0	\$2,460.00	Entry is block-billed. Please assign a separate time component for each task performed.
57	06/08/11	3.0	\$2,460.00	Entry is block-billed. Please assign a separate time component for each task performed.
58	06/09/11	3.0	\$2,460.00	Entry is block-billed. Please assign a separate time component for each task performed.
59	06/10/11	3.0	\$2,460.00	Entry is block-billed. Please assign a separate time component for each task performed.
60	06/11/11	3.0	\$2,460.00	Entry is block-billed. Please assign a separate time component for each task performed.
61	06/12/11	3.0	\$2,460.00	Entry is block-billed. Please assign a separate time component for each task performed.
62	06/13/11	5.0	\$4,100.00	Entry is block-billed. Please assign a separate time component for each task performed.
63	06/14/11	3.0	\$2,460.00	Entry is block-billed. Please assign a separate time component for each task performed.
64	06/15/11	5.0	\$4,100.00	Entry is block-billed. Please assign a separate time component for each task performed.
65	06/16/11	3.0	\$2,460.00	Entry is block-billed. Please assign a separate time component for each task performed.
66	06/17/11	3.0	\$2,460.00	Entry is block-billed. Please assign a separate time component for each task performed.
67	04/16/11	1.0	\$820.00	Entry is block-billed. Please assign a separate time component for each task performed.
68	04/18/11	3.5	\$2,870.00	Entry is block-billed. Please assign a separate time component for each task performed.
69	04/19/11	3.5	\$2,870.00	Entry is block-billed. Please assign a separate time component for each task performed.
70	04/20/11	4.5	\$3,690.00	Entry is block-billed. Please assign a separate time component for each task performed.
71	04/21/11	4.5	\$3,690.00	Entry is block-billed. Please assign a separate time component for each task performed.
72	04/22/11	4.5	\$3,690.00	Entry is block-billed. Please assign a separate time component for each task performed.
73	04/28/11	2.5	\$2,050.00	Entry is block-billed. Please assign a separate time component for each task performed.
74	05/10/11	3.5	\$2,870.00	Entry is block-billed. Please assign a separate time component for each task performed.



Item Number	Date	Hours	Total Amount Billed	Description
75	05/11/11	1.5	\$1,230.00	Entry is block-billed. Please assign a separate time component for each task performed.
76	05/16/11	2.5	\$2,050.00	Entry is block-billed. Please assign a separate time component for each task performed.
77	05/18/11	3.5	\$2,870.00	Entry is block-billed. Please assign a separate time component for each task performed.
78	05/21/11	2.0	\$1,640.00	Entry is block-billed. Please assign a separate time component for each task performed.
79	05/23/11	3.0	\$2,460.00	Entry is block-billed. Please assign a separate time component for each task performed.
80	05/24/11	3.0	\$2,460.00	Entry is block-billed. Please assign a separate time component for each task performed.
81	05/25/11	3.0	\$2,460.00	Entry is block-billed. Please assign a separate time component for each task performed.
82	05/26/11	3.0	\$2,460.00	Entry is block-billed. Please assign a separate time component for each task performed.
83	05/27/11	3.0	\$2,460.00	Entry is block-billed. Please assign a separate time component for each task performed.
84	05/28/11	3.0	\$2,460.00	Entry is block-billed. Please assign a separate time component for each task performed.
85	05/29/11	3.0	\$2,460.00	Entry is block-billed. Please assign a separate time component for each task performed.
86	05/30/11	3.0	\$2,460.00	Entry is block-billed. Please assign a separate time component for each task performed.
87	05/31/11	3.0	\$2,460.00	Entry is block-billed. Please assign a separate time component for each task performed.
88	06/01/11	3.0	\$2,460.00	Entry is block-billed. Please assign a separate time component for each task performed.
89	06/02/11	3.0	\$2,460.00	Entry is block-billed. Please assign a separate time component for each task performed.
90	06/03/11	3.0	\$2,460.00	Entry is block-billed. Please assign a separate time component for each task performed.
91	06/04/11	3.0	\$2,460.00	Entry is block-billed. Please assign a separate time component for each task performed.
92	06/05/11	3.0	\$2,460.00	Entry is block-billed. Please assign a separate time component for each task performed.
93	06/06/11	3.0	\$2,460.00	Entry is block-billed. Please assign a separate time component for each task performed.
94	06/07/11	3.0	\$2,460.00	Entry is block-billed. Please assign a separate time component for each task performed.

Item Number	Date	Hours	Total Amount Billed	Description
95	06/08/11	3.0	\$2,460.00	Entry is block-billed. Please assign a separate time component for each task performed.
96	06/09/11	3.0	\$2,460.00	Entry is block-billed. Please assign a separate time component for each task performed.
97	06/10/11	3.0	\$2,460.00	Entry is block-billed. Please assign a separate time component for each task performed.
98	06/11/11	3.0	\$2,460.00	Entry is block-billed. Please assign a separate time component for each task performed.
99	06/12/11	3.0	\$2,460.00	Entry is block-billed. Please assign a separate time component for each task performed.
100	06/13/11	3.0	\$2,460.00	Entry is block-billed. Please assign a separate time component for each task performed.
101	06/14/11	5.0	\$4,100.00	Entry is block-billed. Please assign a separate time component for each task performed.
102	06/15/11	5.0	\$4,100.00	Entry is block-billed. Please assign a separate time component for each task performed.
103	06/16/11	5.0	\$4,100.00	Entry is block-billed. Please assign a separate time component for each task performed.
104	06/17/11	5.0	\$4,100.00	Entry is block-billed. Please assign a separate time component for each task performed.
105	04/28/11	3.0	\$2,460.00	Entry is block-billed. Please assign a separate time component for each task performed.
106	04/29/11	3.5	\$2,870.00	Entry is block-billed. Please assign a separate time component for each task performed.

Total Hours Block Billed: 323.0

Total at Hourly Rate (\$820/hr): \$264,860.00

**D. Lamb**

1	06/07/11	4.8	\$4,680.00	Entry is block-billed. Please assign a separate time component for each task performed.
2	06/08/11	5.0	\$4,875.00	Entry is block-billed. Please assign a separate time component for each task performed.
3	06/10/11	2.0	\$1,950.00	Attention to miscellaneous emails...; entry is vague and block-billed. Please assign a separate time component for each task billed
4	06/12/11	1.5	\$1,462.50	Entire entry is block-billed. Please assign a separate time component for each task billed
5	06/13/11	5.5	\$5,362.50	Entry is block-billed. Please assign a separate time component for each task performed.

Item Number	Date	Hours	Total Amount Billed	Description
6	06/14/11	4.0	\$3,900.00	Entry is block-billed. Please assign a separate time component for each task performed.
7	06/15/11	4.0	\$3,900.00	Entry is block-billed. Please assign a separate time component for each task performed.
8	06/16/11	1.5	\$1,462.50	Entry is block-billed. Please assign a separate time component for each task performed.
9	06/17/11	1.0	\$975.00	Entry is block-billed. Please assign a separate time component for each task performed.
10	06/02/11	1.0	\$975.00	Entire entry is block-billed. Please assign a separate time component for each task billed
11	06/10/11	0.5	\$487.50	Entry is block-billed. Please assign a separate time component for each task performed.
12	06/06/11	0.5	\$487.50	Entry is block-billed. Please assign a separate time component for each task performed.

Total Hours Block Billed: 31.3

Total at Hourly Rate (\$975/hr): \$30,517.50

**D. Perry**

1	05/09/11	2.8	\$2,520.00	Entry is block-billed. Please assign a separate time component for each task performed.
2	05/13/11	1.1	\$990.00	Emails...;entry is vague and block-billed. Please assign a separate time component for each task billed.
3	05/15/11	0.6	\$540.00	Entry is block-billed. Please assign a separate time component for each task performed.
4	05/16/11	0.5	\$450.00	Attention to and emails...;entry is vague and block-billed. Please assign a separate time component for each task billed.
5	05/17/11	0.4	\$360.00	Emails...entry block-billed. Please assign a separate time component for each task billed.
6	05/11/11	0.7	\$630.00	Emails...; entry is vague and block-billed. Please assign a separate time component for each task billed
7	05/12/11	2.0	\$1,800.00	Entry is block-billed. Please assign a separate time component for each task performed.
8	05/24/11	1.0	\$900.00	Entry is block-billed. Please assign a separate time component for each task performed.
9	06/08/11	1.9	\$1,710.00	Prepare for and participate...; follow up calls re...; emails re: same...; entry is vague and block-billed. Please assign a separate time component for each task billed

Item Number	Date	Hours	Total Amount Billed	Description
10	06/09/11	0.5	\$450.00	Prepare for and participate...;entry is block-billed. Please assign a separate time component for each task billed
11	06/14/11	2.2	\$1,980.00	Call with...; prepare and participate...; call to client...; entry is vague and block-billed. Please assign a separate time component for each task billed
12	05/18/11	4.8	\$4,320.00	Travel to attend hearing...where?
13	05/24/11	0.5	\$450.00	Emails...; entry is vague and block-billed. Please assign a separate time component for each task billed
14	05/31/11	1.0	\$900.00	Entry is block-billed. Please assign a separate time component for each task performed.

Total Hours Block Billed: 20  
Total at Hourly Rate (\$900/hr): \$18,000.00

#### D. Ruosch

1	04/27/11	1.0	\$975.00	Entry is block-billed. Please assign a separate time component for each task performed.
2	02/07/11	0.5	\$487.50	Conferences...;entry is vague and block-billed. Please assign a separate time component for each task billed
3	02/08/11	0.8	\$780.00	Conferences...; entry is vague and block-billed. Please assign a separate time component for each task billed
4	02/09/11	0.5	\$487.50	Conferences...; entry is vague and block-billed. Please assign a separate time component for each task billed
5	02/10/11	0.6	\$585.00	Conferences...; entry is vague and block-billed. Please assign a separate time component for each task billed
6	02/11/11	3.3	\$3,217.50	Conferences...; entry is vague and block-billed. Please assign a separate time component for each task billed
7	04/01/11	0.3	\$292.50	Entry is block-billed. Please assign a separate time component for each task performed.
8	04/15/11	0.5	\$487.50	Entry is block-billed. Please assign a separate time component for each task performed.
9	04/19/11	2.0	\$1,950.00	Multiple calls...;entry is vague and block-billed. Please assign a separate time component for each task billed
10	04/25/11	0.5	\$487.50	Conferences...; entry is vague and block-billed. Please assign a separate time component for each task billed
11	04/28/11	0.6	\$585.00	Entry is block-billed. Please assign a separate time component for each task performed.
12	05/10/11	2.4	\$2,340.00	Conferences...; entry is vague and block-billed. Please assign a separate time component for each task billed

Item Number	Date	Hours	Total Amount Billed	Description
13	05/11/11	2.5	\$2,437.50	Entry is block-billed. Please assign a separate time component for each task performed.
14	05/13/11	3.0	\$2,925.00	Conferences...; entry is vague and block-billed. Please assign a separate time component for each task billed
15	05/16/11	2.0	\$1,950.00	Conferences...; entry is vague and block-billed. Please assign a separate time component for each task billed
16	05/18/11	3.0	\$2,925.00	Conferences...; entry is vague and block-billed. Please assign a separate time component for each task billed
17	05/19/11	2.4	\$2,340.00	Conferences...; entry is vague and block-billed. Please assign a separate time component for each task billed
18	05/20/11	3.0	\$2,925.00	Conferences...; entry is vague and block-billed. Please assign a separate time component for each task billed
19	05/23/11	0.5	\$487.50	Conferences...; entry is vague and block-billed. Please assign a separate time component for each task billed
20	05/24/11	1.5	\$1,462.50	Entry is block-billed. Please assign a separate time component for each task performed.
21	05/25/11	2.0	\$1,950.00	Conferences...; entry is vague and block-billed. Please assign a separate time component for each task billed
22	05/29/11	0.5	\$487.50	Conferences...; entry is vague and block-billed. Please assign a separate time component for each task billed
23	05/30/11	2.8	\$2,730.00	Entry is block-billed. Please assign a separate time component for each task performed.
24	05/31/11	4.5	\$4,387.50	Markup of description of...; emails re guarantor...; entry is vague and block-billed. Please assign a separate time component for each task billed
25	06/02/11	2.5	\$2,437.50	Entry is block-billed. Please assign a separate time component for each task performed.
26	06/03/11	2.0	\$1,950.00	Conferences...; entry is vague and block-billed. Please assign a separate time component for each task billed
27	06/04/11	0.3	\$292.50	Entry is block-billed. Please assign a separate time component for each task performed.
28	06/05/11	1.0	\$975.00	Entry is block-billed. Please assign a separate time component for each task performed.
29	06/07/11	0.3	\$292.50	Entry is block-billed. Please assign a separate time component for each task performed.
30	06/09/11	5.0	\$4,875.00	Entry is block-billed. Please assign a separate time component for each task performed.
31	06/11/11	0.5	\$487.50	Entry is block-billed. Please assign a separate time component for each task performed.
32	06/15/11	6.0	\$5,850.00	Entry is block-billed. Please assign a separate time component for each task performed.

Item Number	Date	Hours	Total Amount Billed	Description
33	06/16/11	5.0	\$4,875.00	Entry is block-billed. Please assign a separate time component for each task performed.
34	05/05/11	1.0	\$975.00	Entry is block-billed. Please assign a separate time component for each task performed.
35	05/09/11	1.3	\$1,267.50	Entry is block-billed. Please assign a separate time component for each task performed.
36	05/17/11	2.0	\$1,950.00	Entry is block-billed. Please assign a separate time component for each task performed.
37	05/27/11	2.5	\$2,437.50	Calls re closing...; entry is vague and block-billed. Please assign a separate time component for each task billed
38	05/28/11	0.3	\$292.50	Entry is block-billed. Please assign a separate time component for each task performed.
39	06/08/11	1.5	\$1,462.50	Conferences...; entry is vague and block-billed. Please assign a separate time component for each task billed
40	06/10/11	1.5	\$1,462.50	Entry is block-billed. Please assign a separate time component for each task performed.
41	06/12/11	1.5	\$1,462.50	Entry is block-billed. Please assign a separate time component for each task performed.
42	06/13/11	9.0	\$8,775.00	Entry is block-billed. Please assign a separate time component for each task performed.

Total Hours Block Billed: 83.9

Total at Hourly Rate (\$975/hr): \$81,802.50

**E. Stone**

1	04/06/11	0.3	\$180.00	Entry is block-billed. Please assign a separate time component for each task performed.
2	04/25/11	0.5	\$300.00	Entry is block-billed. Please assign a separate time component for each task performed.
3	04/28/11	0.5	\$300.00	Entire entry is vague.
4	05/06/11	3.5	\$2,100.00	Entire entry is block-billed. Please assign a separate time component for each task billed
5	05/11/11	2.3	\$1,380.00	Multiple conferences to...;entry is vague and block-billed. Please assign a separate time component for each task billed
6	05/18/11	1.5	\$900.00	Multiple conferences with...;entry is block-billed. Please assign a separate time component for each task billed
7	05/19/11	1.3	\$780.00	Several conferences to discuss...; telephone conference...;entry is vague and block-billed. Please assign a separate time component for each task billed

Item Number	Date	Hours	Total Amount Billed	Description
8	05/20/11	2.4	\$1,440.00	Conference regarding...; correspondence regarding...;entry is vague and block-billed. Please assign a separate time component for each task billed
9	05/25/11	1.4	\$840.00	Multiple calls to address...; entry is vague and block-billed. Please assign a separate time component for each task billed
10	05/27/11	2.9	\$1,740.00	Multiple calls...; review correspondence...;conference call to discuss...; entry is vague and block-billed. Please assign a separate time component for each task billed
11	06/01/11	1.5	\$900.00	Multiple conferences regarding...; entry is vague and block-billed. Please assign a separate time component for each task billed
12	06/02/11	3.5	\$2,100.00	Entry is block-billed. Please assign a separate time component for each task performed.
13	06/03/11	1.5	\$900.00	Numerous conferences...; entry is vague and block-billed. Please assign a separate time component for each task billed
14	06/05/11	1.0	\$600.00	Conference re HMA and...; entry is vague
15	06/08/11	0.6	\$360.00	Multiple calls with client...; entry is vague and block-billed. Please assign a separate time component for each task billed
16	06/13/11	1.5	\$900.00	Multiple conference calls...; entry is vague and block-billed. Please assign a separate time component for each task billed
17	06/14/11	1.2	\$720.00	Multiple conference calls...; entry is vague and block-billed. Please assign a separate time component for each task billed
18	06/15/11	1.5	\$900.00	Multiple conference calls...; entry is vague and block-billed. Please assign a separate time component for each task billed
19	06/16/11	1.5	\$900.00	Multiple conference calls...; entry is vague and block-billed. Please assign a separate time component for each task billed
20	05/03/11	0.5	\$300.00	Entry is vague

Total Hours Block Billed: 30.9  
Total at Hourly Rate (\$600/hr): \$18,540.00

#### E. Thaqi

1	06/14/11	8.5	\$1,487.50	Entry is block-billed. Please assign a separate time component for each task performed.
2	06/15/11	11.0	\$1,925.00	Entry is block-billed. Please assign a separate time component for each task performed.

Total Hours Block Billed: 19.5  
Total at Hourly Rate (\$175/hr): \$3,412.50



Item Number	Date	Hours	Total Amount Billed	Description
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**F. Dusastre-Martinez**

1	04/07/11	0.6	\$330.00	Various correspondences...;entry is block-billed. Please assign a separate time component for each task billed.
2	04/21/11	0.3	\$165.00	Various correspondences...;entry is block-billed. Please assign a separate time component for each task billed.
3	04/25/11	0.5	\$275.00	Various correspondences...;entry is block-billed. Please assign a separate time component for each task billed.
4	06/08/11	0.4	\$220.00	Various correspondences...;entry is block-billed. Please assign a separate time component for each task billed.
5	04/22/11	0.4	\$220.00	Entry is block-billed. Please assign a separate time component for each task performed.
6	05/16/11	0.3	\$165.00	Reviewed emails...; entry is vague and block-billed. Please assign a separate time component for each task billed

Total Hours Block Billed: 2.5

Total at Hourly Rate (\$550/hr): \$1,375.00

**F. Neufeld**

1	04/04/11	3.6	\$2,574.00	Work on first...;entry is block-billed. Please assign a separate time component for each task billed.
2	04/07/11	2.0	\$1,430.00	Numerous calls...;entry is vague and block-billed. Please assign a separate time component for each task billed.
3	04/08/11	1.8	\$1,287.00	Continued calls...;entry is block-billed. Please assign a separate time component for each task billed.
4	04/08/11	3.8	\$2,717.00	Continue working on findings...;entry is block-billed. Please assign a separate time component for each task billed.
5	05/13/11	1.5	\$1,072.50	Numerous calls...;entry is block-billed. Please assign a separate time component for each task billed.
6	05/16/11	1.0	\$715.00	Entire entry is block-billed. Please assign a separate time component for each task billed.
7	06/07/11	1.3	\$929.50	Entry is block-billed. Please assign a separate time component for each task performed.
8	06/08/11	1.7	\$1,215.50	Calls and correspondence...;entry is vague and block-billed. Please assign a separate time component for each task billed.
9	04/05/11	0.8	\$572.00	Entry is block-billed. Please assign a separate time component for each task performed.
10	04/05/11	1.1	\$786.50	Entry is block-billed. Please assign a separate time component for each task performed.



Item Number	Date	Hours	Total Amount Billed	Description
11	04/06/11	2.8	\$2,002.00	Calls...;entry is vague and block-billed. Please assign a separate time component for each task billed.
12	04/06/11	1.0	\$715.00	Calls...;entry is vague and block-billed. Please assign a separate time component for each task billed.
13	04/08/11	2.5	\$1,787.50	Calls and correspondence...;entry is vague and block-billed. Please assign a separate time component for each task billed.
14	04/11/11	1.0	\$715.00	Entry is block-billed. Please assign a separate time component for each task performed.
15	04/12/11	1.0	\$715.00	Calls...;entry is vague and block-billed. Please assign a separate time component for each task billed.
16	04/13/11	0.7	\$500.50	Calls and correspondence...entry is vague and block-billed. Please assign a separate time component for each task billed.
17	04/18/11	0.4	\$286.00	Calls and correspondence...;entry is vague and block-billed. Please assign a separate time component for each task billed.
18	04/28/11	1.5	\$1,072.50	Entry is block-billed. Please assign a separate time component for each task performed.
19	05/03/11	1.0	\$715.00	Calls...entry is vague and block-billed. Please assign a separate time component for each task billed.
20	05/12/11	1.2	\$858.00	Entry is block-billed. Please assign a separate time component for each task performed.
21	05/13/11	0.7	\$500.50	Entry is block-billed. Please assign a separate time component for each task performed.
22	05/16/11	1.2	\$858.00	Entry is block-billed. Please assign a separate time component for each task performed.
23	05/17/11	1.0	\$715.00	Entry is block-billed. Please assign a separate time component for each task performed.
24	05/27/11	0.5	\$357.50	Entry is block-billed. Please assign a separate time component for each task performed.
25	06/08/11	1.3	\$929.50	Entry is block-billed. Please assign a separate time component for each task performed.
26	04/07/11	2.3	\$1,644.50	Numerous calls with clients...; entry is vague and block-billed. Please assign a separate time component for each task billed
27	04/08/11	1.7	\$1,215.50	Entry is block-billed. Please assign a separate time component for each task performed.
28	04/21/11	0.5	\$357.50	Several calls and...;entry is vague and block-billed. Please assign a separate time component for each task billed
29	04/26/11	4.1	\$2,931.50	Work on issues related to...; calls with lenders...; entry is vague and block-billed. Please assign a separate time component for each task billed
30	05/04/11	1.5	\$1,072.50	Several calls on...; entry is vague and block-billed. Please assign a separate time component for each task billed

Item Number	Date	Hours	Total Amount Billed	Description
31	06/02/11	1.0	\$715.00	Entry is block-billed. Please assign a separate time component for each task performed.
32	06/06/11	1.1	\$786.50	Calls and correspondence...; entry is block-billed. Please assign a separate time component for each task billed
33	06/09/11	1.0	\$715.00	Calls...; Entire entry is block-billed. Please assign a separate time component for each task billed
34	06/10/11	0.9	\$643.50	Calls re district...;entry is vague and block-billed. Please assign a separate time component for each task billed
35	06/13/11	2.7	\$1,930.50	Entry is block-billed. Please assign a separate time component for each task performed.
36	06/14/11	2.1	\$1,501.50	Entry is block-billed. Please assign a separate time component for each task performed.
37	06/15/11	3.2	\$2,288.00	Entry is block-billed. Please assign a separate time component for each task performed.
38	06/16/11	2.0	\$1,430.00	Entry is block-billed. Please assign a separate time component for each task performed.
39	05/05/11	1.2	\$858.00	Calls and correspondence...; entry is vague and block-billed. Please assign a separate time component for each task billed
40	05/10/11	2.7	\$1,930.50	Entry is block-billed. Please assign a separate time component for each task performed.
41	06/03/11	0.5	\$357.50	Calls and correspondence...; entry is vague and block-billed. Please assign a separate time component for each task billed
42	05/04/11	2.2	\$1,573.00	Entry is block-billed. Please assign a separate time component for each task performed.
43	04/13/11	1.5	\$1,072.50	Entry is block-billed. Please assign a separate time component for each task performed.
44	04/12/11	2.3	\$1,644.50	Entry is block-billed. Please assign a separate time component for each task performed.
45	05/02/11	1.8	\$1,287.00	Entry is block-billed. Please assign a separate time component for each task performed.
46	04/15/11	6.5	\$4,647.50	Entry is block-billed. Please assign a separate time component for each task performed.
47	05/09/11	1.5	\$1,072.50	Entry is block-billed. Please assign a separate time component for each task performed.
48	05/11/11	1.3	\$929.50	Review settlement stip...; entry is vague and block-billed. Please assign a separate time component for each task billed
49	05/13/11	1.5	\$1,072.50	Calls...; entry is block-billed. Please assign a separate time component for each task billed
50	05/14/11	0.8	\$572.00	Entry is block-billed. Please assign a separate time component for each task performed.

Item Number	Date	Hours	Total Amount Billed	Description
51	05/17/11	4.8	\$3,432.00	Entry is block-billed. Please assign a separate time component for each task performed.
52	05/18/11	6.1	\$4,361.50	Calls...; Continue revising confirmation...; entry is vague and block-billed. Please assign a separate time component for each task billed
53	05/19/11	4.3	\$3,074.50	Review and calls...; Entire entry is vague and block-billed. Please assign a separate time component for each task billed
54	05/20/11	2.5	\$1,787.50	Calls...; entry is vague and block-billed. Please assign a separate time component for each task billed
55	05/23/11	6.1	\$4,361.50	Entry is block-billed. Please assign a separate time component for each task performed.
56	05/24/11	0.8	\$572.00	Numerous calls...; entry is vague and block-billed. Please assign a separate time component for each task billed
57	05/24/11	1.1	\$786.50	Entry is block-billed. Please assign a separate time component for each task performed.
58	05/25/11	3.1	\$2,216.50	Entry is block-billed. Please assign a separate time component for each task performed.
59	05/27/11	1.0	\$715.00	Entry is block-billed. Please assign a separate time component for each task performed.
60	06/02/11	1.3	\$929.50	Entry is block-billed. Please assign a separate time component for each task performed.
61	06/06/11	3.5	\$2,502.50	Calls...; entry is vague and block-billed. Please assign a separate time component for each task billed
62	06/07/11	1.5	\$1,072.50	Numerous calls...; entry is vague and block-billed. Please assign a separate time component for each task billed
63	06/08/11	1.2	\$858.00	Calls...; entry is vague and block-billed. Please assign a separate time component for each task billed
64	06/13/11	2.9	\$2,073.50	Entry is block-billed. Please assign a separate time component for each task performed.
65	06/14/11	3.2	\$2,288.00	Entry is block-billed. Please assign a separate time component for each task performed.
66	06/15/11	2.0	\$1,430.00	Entry is block-billed. Please assign a separate time component for each task performed.
67	06/16/11	1.0	\$715.00	Entry is block-billed. Please assign a separate time component for each task performed.
68	06/17/11	1.0	\$715.00	Entry is block-billed. Please assign a separate time component for each task performed.
69	05/11/11	1.0	\$715.00	Entry is block-billed. Please assign a separate time component for each task performed.
70	06/03/11	0.7	\$500.50	Entry is block-billed. Please assign a separate time component for each task performed.

Item Number	Date	Hours	Total Amount Billed	Description
71	06/13/11	1.1	\$786.50	Entry is block-billed. Please assign a separate time component for each task performed.
72	06/14/11	1.5	\$1,072.50	Entry is block-billed. Please assign a separate time component for each task performed.
73	06/15/11	1.3	\$929.50	Entry is block-billed. Please assign a separate time component for each task performed.
74	06/16/11	2.6	\$1,859.00	Entry is block-billed. Please assign a separate time component for each task performed.
75	06/17/11	1.0	\$715.00	Entry is block-billed. Please assign a separate time component for each task performed.
76	05/24/11	0.7	\$500.50	Entry is block-billed. Please assign a separate time component for each task performed.
77	05/24/11	1.2	\$858.00	Entry is block-billed. Please assign a separate time component for each task performed.
78	06/03/11	1.0	\$715.00	Entry is block-billed. Please assign a separate time component for each task performed.
79	06/09/11	2.2	\$1,573.00	Entry is block-billed. Please assign a separate time component for each task performed.
80	06/11/11	1.5	\$1,072.50	Entry is block-billed. Please assign a separate time component for each task performed.
81	06/12/11	1.0	\$715.00	Calls and correspondence...;entry is vague and block-billed. Please assign a separate time component for each task billed
82	05/10/11	1.1	\$786.50	Entry is block-billed. Please assign a separate time component for each task performed.
83	05/11/11	1.7	\$1,215.50	Entry is block-billed. Please assign a separate time component for each task performed.
84	05/12/11	2.0	\$1,430.00	Calls...; entry is vague and block-billed. Please assign a separate time component for each task billed
85	05/13/11	1.0	\$715.00	Entry is block-billed. Please assign a separate time component for each task performed.
86	05/16/11	0.5	\$357.50	Calls and correspondence...;entry is vague and block-billed. Please assign a separate time component for each task billed
87	05/17/11	0.8	\$572.00	Entry is block-billed. Please assign a separate time component for each task performed.
88	05/18/11	0.7	\$500.50	Entry is block-billed. Please assign a separate time component for each task performed.
89	05/23/11	2.2	\$1,573.00	Calls...; entry is vague and block-billed. Please assign a separate time component for each task billed
90	05/24/11	2.3	\$1,644.50	Entry is block-billed. Please assign a separate time component for each task performed.

Item Number	Date	Hours	Total Amount Billed	Description
91	05/27/11	1.5	\$1,072.50	Entry is block-billed. Please assign a separate time component for each task performed.
92	05/31/11	1.2	\$858.00	Entry is block-billed. Please assign a separate time component for each task performed.
93	06/01/11	2.5	\$1,787.50	Entry is block-billed. Please assign a separate time component for each task performed.
94	06/06/11	1.0	\$715.00	Entry is block-billed. Please assign a separate time component for each task performed.
95	06/07/11	1.8	\$1,287.00	Entry is block-billed. Please assign a separate time component for each task performed.
96	06/13/11	2.5	\$1,787.50	Entry is block-billed. Please assign a separate time component for each task performed.
97	06/14/11	1.9	\$1,358.50	Entry is block-billed. Please assign a separate time component for each task performed.
98	06/15/11	2.3	\$1,644.50	Entry is block-billed. Please assign a separate time component for each task performed.
99	06/16/11	1.5	\$1,072.50	Entry is block-billed. Please assign a separate time component for each task performed.
100	06/17/11	1.0	\$715.00	Entry is block-billed. Please assign a separate time component for each task performed.

Total Hours Block Billed: 178.0

Total at Hourly Rate (\$715/hr): \$127,270.00

**G. Weaver**

1	05/06/11	3.7	\$2,497.50	Entry is block-billed. Please assign a separate time component for each task performed.
2	05/10/11	5.1	\$3,442.50	Research and drafting...;entry is block-billed. Please assign a separate time component for each task billed.
3	05/10/11	1.5	\$1,012.50	Prepare for and participated...;entry is block-billed. Please assign a separate time component for each task billed.
4	05/11/11	2.1	\$1,417.50	Further meet and...;entry is block-billed. Please assign a separate time component for each task billed.
5	05/13/11	2.5	\$1,687.50	Finalized comments and arranged...;reviewed and commented...;entry is block-billed. Please assign a separate time component for each task billed.
6	05/16/11	2.8	\$1,890.00	Entry is block-billed. Please assign a separate time component for each task performed.
7	05/31/11	1.4	\$945.00	Prepare for and participated...entry is block-billed. Please assign a separate time component for each task billed.

Item Number	Date	Hours	Total Amount Billed	Description
8	06/01/11	1.3	\$877.50	Prepare for and participated...;entry is block-billed. Please assign a separate time component for each task billed.
9	04/07/11	1.9	\$1,282.50	Entry is block-billed. Please assign a separate time component for each task performed.
10	05/25/11	5.9	\$3,982.50	Entry is block-billed. Please assign a separate time component for each task performed.
11	05/26/11	5.7	\$3,847.50	Research regarding procedural...; review of R. Austin...; entry is block-billed. Please assign a separate time component for each task billed
12	06/03/11	1.3	\$877.50	Entry is block-billed. Please assign a separate time component for each task performed.
13	06/08/11	3.1	\$2,092.50	Drafted motion to vacate...;entry is block-billed. Please assign a separate time component for each task billed

Total Hours Block Billed: 38.3

Total at Hourly Rate (\$675/hr): \$25,852.50

**H. Rao**

1	05/16/11	1.6	\$960.00	Conference call with...;entry is vague and block-billed. Please assign a separate time component for each task billed.
2	05/17/11	2.8	\$1,680.00	Call w/Station re...; reviewed insurance...; entry is block-billed. Please assign a separate time component for each task billed.
3	06/07/11	1.0	\$600.00	Opco closing call and internal...; entry is vague and block-billed. Please assign a separate time component for each task billed
4	06/09/11	1.0	\$600.00	Conference call with W&C...; entry is block-billed. Please assign a separate time component for each task billed
5	06/11/11	1.3	\$780.00	Conference call w/Sidley...; entry is block-billed. Please assign a separate time component for each task billed
6	06/07/11	1.1	\$660.00	Propco closing call...; entry is block-billed. Please assign a separate time component for each task billed
7	06/09/11	4.5	\$2,700.00	Entire entry is block-billed. Please assign a separate time component for each task billed

Total Hours Block Billed: 13.3

Total at Hourly Rate (\$600/hr): \$7,980.00

**I. Saenam**

1	06/12/11	1.0	\$600.00	Monitor email correspondence...;entry is vague and block-billed. Please assign a separate time component for each task billed
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Item Number	Date	Hours	Total Amount Billed	Description
2	06/16/11	6.5	\$3,900.00	Entry is block-billed. Please assign a separate time component for each task performed.
3	06/12/11	1.0	\$600.00	Review changes and provide...; entry is vague and block-billed. Please assign a separate time component for each task billed
4	06/13/11	6.0	\$3,600.00	Entry is block-billed. Please assign a separate time component for each task performed.
5	06/14/11	8.0	\$4,800.00	Entry is block-billed. Please assign a separate time component for each task performed.
6	06/15/11	7.0	\$4,200.00	Entry is block-billed. Please assign a separate time component for each task performed.
7	06/16/11	6.0	\$3,600.00	Entry is block-billed. Please assign a separate time component for each task performed.

Total Hours Block Billed: 35.5

Total at Hourly Rate (\$600/hr): \$21,300.00

**J. Britton**

1	04/01/11	1.0	\$715.00	Entry is block-billed. Please assign a separate time component for each task performed.
2	04/07/11	0.6	\$429.00	Work on docs ...;entry is vague and block-billed. Please assign a separate time component for each task billed.
3	04/13/11	0.5	\$357.50	Calls...;entry is vague and block-billed. Please assign a separate time component for each task billed.
4	04/16/11	0.5	\$357.50	Entry is block-billed. Please assign a separate time component for each task performed.
5	04/26/11	2.0	\$1,430.00	Entire entry is block-billed. Please assign a separate time component for each task billed.
6	05/06/11	1.0	\$715.00	Entry is block-billed. Please assign a separate time component for each task performed.
7	05/09/11	3.5	\$2,502.50	Reviewing revised draft...;work on closing...;entry is block-billed. Please assign a separate time component for each task billed.
8	05/10/11	1.5	\$1,072.50	Attending various calls...;entry is vague and block-billed. Please assign a separate time component for each task billed.
9	05/11/11	3.6	\$2,574.00	Calls...;entry is block-billed. Please assign a separate time component for each task billed.
10	05/16/11	5.0	\$3,575.00	Work on plan implementation...; entry is vague and block-billed. Please assign a separate time component for each task billed.
11	05/19/11	3.5	\$2,502.50	Preparing mark up of ...; entry is block-billed. Please assign a separate time component for each task billed.



Item Number	Date	Hours	Total Amount Billed	Description
12	05/20/11	1.6	\$1,144.00	Reviewing IP and bank...; entry is block-billed. Please assign a separate time component for each task billed.
13	05/23/11	2.9	\$2,073.50	Reviewing and revising and circulating...; entry is block-billed. Please assign a separate time component for each task billed.
14	05/24/11	3.0	\$2,145.00	Work on closing...; entry is vague and block-billed. Please assign a separate time component for each task billed.
15	05/26/11	2.0	\$1,430.00	Cal with RK...; work on ancillary...; entry is vague and block-billed. Please assign a separate time component for each task billed.
16	05/29/11	2.5	\$1,787.50	Entry is block-billed. Please assign a separate time component for each task performed.
17	05/30/11	0.7	\$500.50	Work on Ancillary...entry is vague and block-billed. Please assign a separate time component for each task billed.
18	05/31/11	1.0	\$715.00	Entry is block-billed. Please assign a separate time component for each task performed.
19	06/02/11	2.0	\$1,430.00	Attending various separate calls...; entry is vague and block-billed. Please assign a separate time component for each task billed.
20	06/03/11	1.5	\$1,072.50	Various calls with...; entry is vague and block-billed. Please assign a separate time component for each task billed.
21	06/05/11	1.5	\$1,072.50	Attending calls...; entry is vague and block-billed. Please assign a separate time component for each task billed.
22	06/06/11	2.0	\$1,430.00	Calls with various...; entry is vague and block-billed. Please assign a separate time component for each task billed.
23	06/07/11	4.0	\$2,860.00	Work on respective closing...; attending conference calls...; entry is vague and block-billed. Please assign a separate time component for each task billed
24	06/08/11	8.5	\$6,077.50	Work on respective closing...; attending conference calls...; entry is vague and block-billed. Please assign a separate time component for each task billed
25	06/09/11	8.0	\$5,720.00	Work on respective closing...; attending conference calls...; entry is vague and block-billed. Please assign a separate time component for each task billed
26	06/10/11	6.0	\$4,290.00	Work on respective closing...; attending conference calls...; entry is vague and block-billed. Please assign a separate time component for each task billed
27	06/11/11	11.0	\$7,865.00	Entry is block-billed. Please assign a separate time component for each task performed.
28	06/12/11	14.5	\$10,367.50	Entry is block-billed. Please assign a separate time component for each task performed.
29	06/13/11	8.5	\$6,077.50	Attending various calls...; work on ancillary...; entry is vague and block-billed. Please assign a separate time component for each task billed



Item Number	Date	Hours	Total Amount Billed	Description
30	06/14/11	9.0	\$6,435.00	Attending various calls with station....; work on ancillary documents....; entry is vague and block-billed. Please assign a separate time component for each task billed
31	06/15/11	9.5	\$6,792.50	Attending various calls with station....; work on ancillary documents....; entry is vague and block-billed. Please assign a separate time component for each task billed
32	06/16/11	12.5	\$8,937.50	Attending closing calls with....; attending all hands calls....; coordinating closings....;work on re-dating....; entry is vague and block-billed. Please assign a separate time component for each task billed
33	06/17/11	1.3	\$929.50	emails....;entry is vague and block-billed. Please assign a separate time component for each task billed.
34	06/17/11	1.2	\$858.00	Questions from....; entry is vague and block-billed. Please assign a separate time component for each task billed
35	05/27/11	3.5	\$2,502.50	Call with W&C, call....; work on closing....; entry is vague and block-billed. Please assign a separate time component for each task billed
36	05/28/11	1.5	\$1,072.50	Entry is block-billed. Please assign a separate time component for each task performed.

Total Hours Block Billed: 142.4

Total at Hourly Rate (\$715/hr): \$101,816.00

**J. Fish**

1	04/19/11	1.0	\$550.00	Reviewed emails....;entry is vague and block-billed. Please assign a separate time component for each task billed.
2	04/22/11	2.3	\$1,265.00	Review and prepared....;entry is block-billed. Please assign a separate time component for each task billed.
3	05/03/11	0.5	\$275.00	Calls/meetings....;entry is block-billed. Please assign a separate time component for each task billed.
4	05/09/11	1.0	\$550.00	Meeting and review emails...entry is vague.
5	05/18/11	0.7	\$385.00	Calls with J. Britton....;entry is block-billed. Please assign a separate time component for each task billed.
6	05/23/11	6.5	\$3,575.00	Emails with Milbank LA....; calls with....; entry is block-billed. Please assign a separate time component for each task billed.
7	05/24/11	3.5	\$1,925.00	Revised schedules to Security....; entry is block-billed. Please assign a separate time component for each task billed.
8	05/29/11	2.5	\$1,375.00	Entry is block-billed. Please assign a separate time component for each task performed.
9	05/31/11	3.2	\$1,760.00	Call with A. Bagley....; reviewed OpCo ancillary....; entry is vague and block-billed. Please assign a separate time component for each task billed.

Item Number	Date	Hours	Total Amount Billed	Description
10	06/01/11	3.0	\$1,650.00	Meetings with J. Britton...; entry is block-billed. Please assign a separate time component for each task billed.
11	06/05/11	0.5	\$275.00	Reviewed emails...;entry is vague and block-billed. Please assign a separate time component for each task billed.
12	06/07/11	3.5	\$1,925.00	Reviewed documents and prepared...; entry is vague and block-billed. Please assign a separate time component for each task billed
13	06/08/11	3.0	\$1,650.00	Reviewed documents and prepared...; entry is vague and block-billed. Please assign a separate time component for each task billed
14	06/09/11	3.1	\$1,705.00	Calls...; entry is vague and block-billed. Please assign a separate time component for each task billed
15	06/10/11	1.5	\$825.00	Calls and met with...; entry is vague and block-billed. Please assign a separate time component for each task billed
16	06/11/11	5.8	\$3,190.00	Entry is block-billed. Please assign a separate time component for each task performed.
17	06/13/11	2.0	\$1,100.00	Calls w/Sidley...; entry is block-billed. Please assign a separate time component for each task billed
18	06/16/11	3.5	\$1,925.00	Checklist calls with...; entry is block-billed. Please assign a separate time component for each task billed

Total Hours Block Billed: 47.1

Total at Hourly Rate (\$550/hr): \$25,905.00

**J. Gurule**

1	04/04/11	2.1	\$1,260.00	t/c with debtors re...;entry is block-billed. Please assign a separate time component for each task billed.
2	04/04/11	3.6	\$2,160.00	Legal research and...;entry is block-billed. Please assign a separate time component for each task billed.
3	04/06/11	2.4	\$1,440.00	Extensive revisions...;entry is block-billed. Please assign a separate time component for each task billed.
4	04/08/11	4.2	\$2,520.00	Final revisions...;entry is block-billed. Please assign a separate time component for each task billed.
5	04/08/11	0.3	\$180.00	t/c and emails...;entry is block-billed. Please assign a separate time component for each task billed.
6	04/10/11	0.3	\$180.00	Email correspondence...;entry is block-billed. Please assign a separate time component for each task billed.
7	05/07/11	0.3	\$180.00	Entire entry is block-billed. Please assign a separate time component for each task billed.
8	05/16/11	3.2	\$1,920.00	Analysis, drafting and...;entry is block-billed. Please assign a separate time component for each task billed.

Item Number	Date	Hours	Total Amount Billed	Description
9	05/17/11	1.5	\$900.00	Entry is block-billed. Please assign a separate time component for each task performed.
10	05/17/11	4.0	\$2,400.00	Entry is block-billed. Please assign a separate time component for each task performed.
11	05/18/11	3.7	\$2,200.00	Entry is block-billed. Please assign a separate time component for each task performed.
12	05/21/11	1.0	\$600.00	Entry is block-billed. Please assign a separate time component for each task performed.
13	05/10/11	0.9	\$540.00	Correspondence and...;entry is block-billed. Please assign a separate time component for each task billed.
14	05/27/11	0.5	\$300.00	Entry is block-billed. Please assign a separate time component for each task performed.
15	06/15/11	0.3	\$180.00	Entry is block-billed. Please assign a separate time component for each task performed.
16	06/15/11	2.2	\$1,320.00	Entry is block-billed. Please assign a separate time component for each task performed.
17	06/01/11	6.0	\$3,600.00	Extensive analysis of...;entry is block-billed. Please assign a separate time component for each task billed.
18	06/06/11	3.8	\$2,280.00	Draft Omnibus claim...;entry is block-billed. Please assign a separate time component for each task billed.
19	06/07/11	3.5	\$2,100.00	Draft Omnibus claim...;entry is block-billed. Please assign a separate time component for each task billed.
20	06/08/11	1.2	\$720.00	Coordinate filing and...;entry is block-billed. Please assign a separate time component for each task billed.
21	06/10/11	5.0	\$3,000.00	Extensive revisions, correspondence...;entry is vague and block-billed. Please assign a separate time component for each task billed.
22	06/13/11	2.5	\$1,500.00	Analysis of claim...;entry is block-billed. Please assign a separate time component for each task billed.
23	05/09/11	2.5	\$1,500.00	Entry is block-billed. Please assign a separate time component for each task performed.
24	05/11/11	1.9	\$1,140.00	Entry is block-billed. Please assign a separate time component for each task performed.
25	05/12/11	1.1	\$660.00	Entry is block-billed. Please assign a separate time component for each task performed.
26	05/11/11	1.6	\$960.00	Entry is block-billed. Please assign a separate time component for each task performed.
27	05/12/11	4.0	\$2,400.00	Entry is block-billed. Please assign a separate time component for each task performed.
28	05/20/11	3.8	\$2,280.00	Entry is block-billed. Please assign a separate time component for each task performed.

Item Number	Date	Hours	Total Amount Billed	Description
29	06/14/11	5.7	\$3,420.00	Legal research re notice...; draft notice of additional...; entry is block-billed. Please assign a separate time component for each task billed
30	06/17/11	1.3	\$780.00	Extensive revisions to notice...; entry is block-billed. Please assign a separate time component for each task billed
31	05/15/11	0.2	\$120.00	Entry is vague
32	05/04/11	2.7	\$1,620.00	Entry is block-billed. Please assign a separate time component for each task performed.
33	04/15/11	1.6	\$960.00	Entry is block-billed. Please assign a separate time component for each task performed.
34	04/12/11	6.5	\$3,900.00	Final review of all motions, orders...; entry is block-billed. Please assign a separate time component for each task billed
35	04/13/11	4.9	\$2,940.00	Entry is block-billed. Please assign a separate time component for each task performed.
36	04/15/11	2.9	\$1,740.00	Review docket entries...; entry is block-billed. Please assign a separate time component for each task billed
37	05/03/11	0.4	\$240.00	Entry is block-billed. Please assign a separate time component for each task performed.
38	05/05/11	0.4	\$240.00	Entry is block-billed. Please assign a separate time component for each task performed.
39	05/23/11	1.6	\$960.00	Entry is block-billed. Please assign a separate time component for each task performed.
40	04/28/11	4.4	\$2,640.00	Review documents...; entry is block-billed. Please assign a separate time component for each task billed
41	05/11/11	2.3	\$1,380.00	Entry is block-billed. Please assign a separate time component for each task performed.
42	05/09/11	2.8	\$1,680.00	Entry is block-billed. Please assign a separate time component for each task performed.
43	05/12/11	0.3	\$180.00	Attention to...; entry is vague and block-billed. Please assign a separate time component for each task billed
44	05/19/11	2.0	\$1,200.00	Legal research...; Entire entry is vague
45	05/24/11	2.1	\$1,260.00	Entry is block-billed. Please assign a separate time component for each task performed.
46	05/04/11	0.2	\$120.00	Entire entry is vague
47	04/25/11	2.2	\$1,320.00	Email correspondence...; attend to notices...;entry is vague and block-billed. Please assign a separate time component for each task billed
48	06/02/11	0.3	\$180.00	Entry is block-billed. Please assign a separate time component for each task performed.

Total Hours Block Billed: 112.2

Total at Hourly Rate (\$600/hr): \$67,300.00

Item Number	Date	Hours	Total Amount Billed	Description
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**K. Baronsky**

1	05/10/11	1.0	\$1,095.00	Organization call...entry is vague.
2	05/13/11	0.3	\$328.50	Telephone call...entry is vague.
3	05/14/11	2.5	\$2,737.50	Entry is block-billed. Please assign a separate time component for each task performed.
4	05/17/11	1.1	\$1,204.50	Telephone calls...;entry is vague and block-billed. Please assign a separate time component for each task billed.
5	05/20/11	0.6	\$657.00	Calls...;entry is vague and block-billed. Please assign a separate time component for each task billed.
6	05/25/11	0.4	\$438.00	Phone conference...entry is vague.
7	02/07/11	0.5	\$547.50	Call...entry is vague. Date incorrect?
8	05/19/11	0.5	\$547.50	Entry is block-billed. Please assign a separate time component for each task performed.
9	05/30/11	2.2	\$2,409.00	Entry is block-billed. Please assign a separate time component for each task performed.
10	05/31/11	0.4	\$438.00	Entry is block-billed. Please assign a separate time component for each task performed.
11	06/01/11	2.0	\$2,190.00	Telephone calls...;entry is vague and block-billed. Please assign a separate time component for each task billed.
12	06/02/11	6.0	\$6,570.00	Meetings...;entry is block-billed. Please assign a separate time component for each task billed.
13	06/03/11	0.5	\$547.50	Telephone calls...;entry is vague and block-billed. Please assign a separate time component for each task billed.
14	06/06/11	0.5	\$547.50	Telephone call...entry is vague.
15	06/06/11	2.7	\$2,956.50	Entry is block-billed. Please assign a separate time component for each task performed.
16	06/03/11	1.0	\$1,095.00	Entry is block-billed. Please assign a separate time component for each task performed.
17	04/04/11	0.5	\$547.50	Telephone calls...;entry is block-billed. Please assign a separate time component for each task billed.
18	04/07/11	0.5	\$547.50	Telephone calls...entry is block-billed. Please assign a separate time component for each task billed.
19	05/23/11	2.0	\$2,190.00	Telephone conference...; Prepare GCB presentation...;entry is vague and block-billed. Please assign a separate time component for each task billed.
20	05/25/11	0.5	\$547.50	Entry is vague.
21	06/01/11	0.7	\$766.50	Entry is block-billed. Please assign a separate time component for each task performed.

Item Number	Date	Hours	Total Amount Billed	Description
22	06/15/11	4.0	\$4,380.00	Calls...; entry is vague and block-billed. Please assign a separate time component for each task billed
23	04/07/11	0.5	\$547.50	Entry is block-billed. Please assign a separate time component for each task performed.
24	04/26/11	1.0	\$1,095.00	Entry is block-billed. Please assign a separate time component for each task performed.
25	04/27/11	0.1	\$142.35	Entry is block-billed. Please assign a separate time component for each task performed.
26	05/31/11	1.0	\$1,095.00	Entry is block-billed. Please assign a separate time component for each task performed.
27	06/03/11	1.5	\$1,642.50	Entry is block-billed. Please assign a separate time component for each task performed.
28	06/13/11	3.5	\$3,832.50	Telephone calls...;entry is vague and block-billed. Please assign a separate time component for each task billed
29	05/12/11	0.4	\$438.00	Entry is vague
30	05/03/11	0.3	\$328.50	Entire entry is vague
31	05/10/11	2.0	\$2,190.00	Entire entry is vague.
32	05/20/11	0.4	\$438.00	Entry is block-billed. Please assign a separate time component for each task performed.
33	04/18/11	0.2	\$219.00	Telephone call...; entry is vague

Total Hours Block Billed: 41.3

Total at Hourly Rate (\$1,095/hr): \$45,256.35

**K. Strosser**

1	04/02/11	4.3	\$1,204.00	Book read Put Party...;entry is block-billed. Please assign a separate time component for each task billed.
2	05/10/11	4.0	\$1,120.00	Review Warrant Purchase...;entry is block-billed. Please assign a separate time component for each task billed.

Total Hours Block Billed: 8.3

Total at Hourly Rate (\$280/hr): \$2,324.00

**L. Karlov**

1	04/01/11	0.8	\$620.00	Conferences and correspondence...; entry is vague and block-billed. Please assign a separate time component for each task billed
2	04/04/11	0.4	\$310.00	Related conferences and...; entry is vague and block-billed. Please assign a separate time component for each task billed

Item Number	Date	Hours	Total Amount Billed	Description
3	04/05/11	0.8	\$620.00	Conference calls...; correspondence...; entry is vague and block-billed. Please assign a separate time component for each task billed
4	04/11/11	0.6	\$465.00	Conference calls...; entry is vague and block-billed. Please assign a separate time component for each task billed
5	04/13/11	5.6	\$4,340.00	Entry is block-billed. Please assign a separate time component for each task performed.
6	04/14/11	0.5	\$387.50	Conference calls...;entry is vague and block-billed. Please assign a separate time component for each task billed
7	04/15/11	1.6	\$1,240.00	Conference calls...;correspondence re: open...; entry is vague and block-billed. Please assign a separate time component for each task billed
8	04/18/11	3.9	\$3,022.50	Entry is block-billed. Please assign a separate time component for each task performed.
9	04/19/11	0.5	\$387.50	Related conference calls and...; entry is vague and block-billed. Please assign a separate time component for each task billed
10	04/20/11	5.9	\$4,572.50	Entry is block-billed. Please assign a separate time component for each task performed.
11	04/21/11	2.7	\$2,092.50	Entry is block-billed. Please assign a separate time component for each task performed.
12	04/25/11	0.7	\$542.50	Conferences and correspondence...; entry is vague and block-billed. Please assign a separate time component for each task billed
13	04/27/11	2.2	\$1,705.00	Entry is block-billed. Please assign a separate time component for each task performed.
14	05/02/11	0.4	\$310.00	Phone conferences...;entry is vague and block-billed. Please assign a separate time component for each task billed
15	05/03/11	1.5	\$1,162.50	Entry is block-billed. Please assign a separate time component for each task performed.
16	05/05/11	0.6	\$465.00	Conference call and...;entry is vague and block-billed. Please assign a separate time component for each task billed
17	05/11/11	1.5	\$1,162.50	Conference call and...;entry is vague and block-billed. Please assign a separate time component for each task billed
18	05/12/11	0.9	\$697.50	Correspondence re: the...; entry is vague and block-billed. Please assign a separate time component for each task billed

Total Hours Block Billed: 31.1

Total at Hourly Rate (\$775/hr): \$24,102.50

**M. Clark**

1	06/09/11	3.6	\$2,340.00	Travel to client...what client and where?
2	06/10/11	3.7	\$2,405.00	Travel back from client...what client and where?



Item Number	Date	Hours	Total Amount Billed	Description
3	04/07/11	0.3	\$195.00	Entry is block-billed. Please assign a separate time component for each task performed.
4	04/27/11	0.5	\$325.00	Attorney conference...; entry is vague.
5	05/02/11	0.5	\$325.00	Entire entry is vague.
6	05/05/11	0.3	\$195.00	Entry is block-billed. Please assign a separate time component for each task performed.
7	05/11/11	0.3	\$195.00	Correspondence...; entry is vague and block-billed. Please assign a separate time component for each task billed
8	05/12/11	0.5	\$325.00	Correspondence...; entry is vague and block-billed. Please assign a separate time component for each task billed
9	05/16/11	0.4	\$260.00	Correspondence...; entry is vague and block-billed. Please assign a separate time component for each task billed
10	05/17/11	1.7	\$1,105.00	Attorney conferences...; correspondence...; entry is vague and block-billed. Please assign a separate time component for each task billed
11	05/18/11	0.3	\$195.00	Correspondence...; entry is vague and block-billed. Please assign a separate time component for each task billed
12	05/19/11	0.2	\$130.00	Correspondence...; entry is vague and block-billed. Please assign a separate time component for each task billed
13	05/23/11	1.0	\$650.00	Correspondence...; entry is vague and block-billed. Please assign a separate time component for each task billed
14	05/24/11	0.8	\$520.00	Correspondence...; entry is vague and block-billed. Please assign a separate time component for each task billed
15	05/25/11	0.5	\$325.00	Correspondence...; entry is vague and block-billed. Please assign a separate time component for each task billed
16	05/26/11	0.3	\$195.00	Correspondence...; entry is vague and block-billed. Please assign a separate time component for each task billed
17	05/27/11	0.3	\$195.00	Correspondence...; entry is vague and block-billed. Please assign a separate time component for each task billed
18	05/29/11	0.4	\$260.00	Entry is block-billed. Please assign a separate time component for each task performed.
19	05/31/11	0.4	\$260.00	Correspondence...; entry is vague and block-billed. Please assign a separate time component for each task billed
20	06/01/11	0.3	\$195.00	Correspondence...; entry is vague and block-billed. Please assign a separate time component for each task billed
21	06/02/11	0.7	\$455.00	Correspondence...; entry is vague and block-billed. Please assign a separate time component for each task billed
22	06/06/11	0.6	\$390.00	Correspondence...; entry is vague and block-billed. Please assign a separate time component for each task billed
23	06/07/11	0.5	\$325.00	Correspondence...; entry is vague and block-billed. Please assign a separate time component for each task billed



Item Number	Date	Hours	Total Amount Billed	Description
24	06/09/11	10.3	\$6,695.00	Entry is block-billed. Please assign a separate time component for each task performed.
25	06/10/11	13.7	\$8,905.00	Entry is block-billed. Please assign a separate time component for each task performed.
26	06/11/11	16.2	\$10,530.00	Entry is block-billed. Please assign a separate time component for each task performed.
27	06/12/11	9.7	\$6,305.00	Entry is block-billed. Please assign a separate time component for each task performed.
28	06/13/11	14.3	\$9,295.00	Entry is block-billed. Please assign a separate time component for each task performed.
29	06/14/11	15.3	\$9,945.00	Entry is block-billed. Please assign a separate time component for each task performed.
30	06/15/11	15.5	\$10,075.00	Entry is block-billed. Please assign a separate time component for each task performed.
31	06/16/11	6.6	\$4,290.00	Entry is block-billed. Please assign a separate time component for each task performed.
32	06/17/11	1.6	\$1,040.00	Attention to post-closing...;entry is vague and block-billed. Please assign a separate time component for each task billed
33	05/25/11	1.3	\$845.00	Entry is block-billed. Please assign a separate time component for each task performed.

Total Hours Block Billed: 122.6

Total at Hourly Rate (\$650/hr): \$79,690.00

**M. Fleisher**

1	05/27/11	7.8	\$5,265.00	Legal team call with client...; Revised exhibits to managements...;entry is block-billed. Please assign a separate time component for each task billed
2	06/06/11	1.5	\$1,012.50	Calls with PHJW...; entry is block-billed. Please assign a separate time component for each task billed
3	06/10/11	11.0	\$7,425.00	Management agreement calls...; Revised management agreements...; entry is vague and block-billed. Please assign a separate time component for each task billed
4	06/11/11	9.0	\$6,075.00	Entry is block-billed. Please assign a separate time component for each task performed.
5	06/13/11	3.0	\$2,025.00	Conference calls...;entry is vague and block-billed. Please assign a separate time component for each task billed
6	06/16/11	7.0	\$4,725.00	Closing...;entry is vague and block-billed. Please assign a separate time component for each task billed

Item Number	Date	Hours	Total Amount Billed	Description
7	06/14/11	6.0	\$4,050.00	Calls...; entry is vague and block-billed. Please assign a separate time component for each task billed

Total Hours Block Billed: 45.3

Total at Hourly Rate (\$675/hr): \$30,577.50

**M. Goulding**

1	04/04/11	1.4	\$770.00	Create rights offering...; entry is vague and block-billed. Please assign a separate time component for each task billed.
2	05/02/11	1.0	\$550.00	Emails and communications...;entry is block-billed. Please assign a separate time component for each task billed.
3	05/10/11	0.6	\$330.00	Emails and calls...;entry is block-billed. Please assign a separate time component for each task billed.
4	05/11/11	8.8	\$4,840.00	Entry is block-billed. Please assign a separate time component for each task performed.
5	05/12/11	3.2	\$1,760.00	Entry is block-billed. Please assign a separate time component for each task performed.
6	05/13/11	3.3	\$1,815.00	Review subscription, calls and emails...;entry is vague block-billed. Please assign a separate time component for each task billed.
7	05/16/11	4.8	\$2,640.00	Review, emails, call and meetings...;entry is vague and block-billed. Please assign a separate time component for each task billed.
8	05/17/11	10.2	\$5,610.00	Entry is block-billed. Please assign a separate time component for each task performed.
9	05/18/11	3.5	\$1,925.00	Calls and emails...;entry is vague and block-billed. Please assign a separate time component for each task billed.
10	05/19/11	4.7	\$2,585.00	Update rights and calls...;entry is vague and block-billed. Please assign a separate time component for each task billed.
11	05/20/11	6.2	\$3,410.00	Discuss rights offering...;entry is block-billed. Please assign a separate time component for each task billed.
12	05/23/11	8.1	\$4,455.00	Coordinate rights offering...;entry is vague and block-billed. Please assign a separate time component for each task billed.
13	05/24/11	3.1	\$1,705.00	Review rights offering...;entry is block-billed. Please assign a separate time component for each task billed.
14	05/24/11	5.1	\$2,805.00	Coordinate spreadsheet...;entry is block-billed. Please assign a separate time component for each task billed.
15	05/26/11	5.7	\$3,135.00	Entry is block-billed. Please assign a separate time component for each task performed.
16	05/27/11	1.2	\$660.00	Coordinate rights offering...;entry is and block-billed. Please assign a separate time component for each task billed.

Item Number	Date	Hours	Total Amount Billed	Description
17	05/31/11	2.5	\$1,375.00	Entry is block-billed. Please assign a separate time component for each task performed.
18	06/01/11	9.2	\$5,060.00	Entry is block-billed. Please assign a separate time component for each task performed.
19	06/02/11	5.6	\$3,080.00	Entry is block-billed. Please assign a separate time component for each task performed.
20	06/03/11	2.5	\$1,375.00	Coordinate rights offering processes and calls...;entry is vague and block-billed. Please assign a separate time component for each task billed.
21	06/06/11	6.6	\$3,630.00	Coordinate rights offering...;entry is vague and block-billed. Please assign a separate time component for each task billed.
22	06/06/11	2.3	\$1,265.00	Call...entry is vague. Please name person called.
23	06/05/11	0.9	\$495.00	Entry is vague.
24	06/10/11	8.8	\$4,840.00	Coordinate rights offering...; Coordinate data room process...; entry is vague and block-billed. Please assign a separate time component for each task billed
25	06/14/11	10.3	\$5,665.00	Prepare rights offering...; calls and emails...; entry is vague and block-billed. Please assign a separate time component for each task billed
26	06/16/11	2.4	\$1,320.00	Manage clearinghouse matters...; entry is vague and block-billed. Please assign a separate time component for each task billed
27	04/12/11	1.0	\$550.00	Entry is block-billed. Please assign a separate time component for each task performed.
28	04/13/11	1.0	\$550.00	Calls and emails...; entry is vague and block-billed. Please assign a separate time component for each task billed
29	05/09/11	0.5	\$275.00	Emails and c/cs...; entry is vague and block-billed. Please assign a separate time component for each task billed

Total Hours Block Billed: 124.5

Total at Hourly Rate (\$550/hr): \$68,475.00

**M. Hood**

1	04/08/11	3.5	\$770.00	Entry is block-billed. Please assign a separate time component for each task performed.
2	06/06/11	7.0	\$1,540.00	Entry is block-billed. Please assign a separate time component for each task performed.
3	06/07/11	7.0	\$1,540.00	Entry is block-billed. Please assign a separate time component for each task performed.
4	06/08/11	7.0	\$1,540.00	Entry is block-billed. Please assign a separate time component for each task performed.

Item Number	Date	Hours	Total Amount Billed	Description
5	06/09/11	9.0	\$1,980.00	Entry is block-billed. Please assign a separate time component for each task performed.
6	06/10/11	9.6	\$2,112.00	Entry is block-billed. Please assign a separate time component for each task performed.
7	06/11/11	9.7	\$2,134.00	Entry is block-billed. Please assign a separate time component for each task performed.
8	06/12/11	5.5	\$1,210.00	Entry is block-billed. Please assign a separate time component for each task performed.
9	06/13/11	11.0	\$2,420.00	Entry is block-billed. Please assign a separate time component for each task performed.
10	06/14/11	9.5	\$2,090.00	Entry is block-billed. Please assign a separate time component for each task performed.
11	06/15/11	6.5	\$1,430.00	Entry is block-billed. Please assign a separate time component for each task performed.

Total Hours Block Billed: 85.3

Total at Hourly Rate (\$225/hr): \$18,766.00

**M. Ruiz**

1	04/11/11	3.7	\$2,405.00	Entry is block-billed. Please assign a separate time component for each task performed.
2	04/22/11	0.3	\$195.00	Entry is block-billed. Please assign a separate time component for each task performed.
3	05/04/11	0.4	\$260.00	Telephone conference....;entry is vague
4	05/09/11	0.4	\$260.00	Telephone conferences....; entry is vague and block-billed. Please assign a separate time component for each task billed
5	05/16/11	0.7	\$455.00	Telephone conferences....; entry is block-billed. Please assign a separate time component for each task billed
6	06/08/11	3.5	\$2,275.00	Drafted and reviewed....; Drafted emails....; entry is vague and block-billed. Please assign a separate time component for each task billed
7	06/09/11	1.4	\$910.00	Drafted and reviewed....; entry is vague and block-billed. Please assign a separate time component for each task billed
8	06/10/11	3.1	\$2,015.00	Drafted and reviewed....; Drafted emails....; entry is vague and block-billed. Please assign a separate time component for each task billed
9	06/13/11	2.1	\$1,365.00	Telephone conferences....; entry is vague and block-billed. Please assign a separate time component for each task billed
10	05/22/11	1.2	\$780.00	Analyzed schedules....; entry is vague and block-billed. Please assign a separate time component for each task billed
11	06/09/11	1.6	\$1,040.00	Telephone conference....; entry is vague

Item Number	Date	Hours	Total Amount Billed	Description
12	06/14/11	6.3	\$4,095.00	Telephone conferences...; conferences with...; entry is vague and block-billed. Please assign a separate time component for each task billed
13	06/16/11	6.7	\$4,355.00	Telephone conference...; telephone conferences with Lane...; drafted and reviewed emails...;drafted and reviewed emails...; drafted and reviewed emails...; entry is vague and block-billed. Please assign a separate time component for each task billed
14	06/17/11	0.5	\$325.00	Drafted and reviewed emails...; entry is block-billed. Please assign a separate time component for each task billed

Total Hours Block Billed: 31.9

Total at Hourly Rate (\$650/hr): \$20,735.00

**M. Scarsi**

1	04/04/11	0.8	\$820.00	Reviw and revise...;entry is block-billed. Please assign a separate time component for each task billed.
2	04/06/11	0.8	\$820.00	Communications with...;entry is block-billed. Please assign a separate time component for each task billed.
3	05/03/11	0.8	\$820.00	Revise management agreement...;entry is block-billed. Please assign a separate time component for each task billed.
4	05/05/11	1.5	\$1,537.50	Entry is block-billed. Please assign a separate time component for each task performed.
5	05/06/11	1.5	\$1,537.50	Entry is block-billed. Please assign a separate time component for each task performed.
6	05/12/11	2.0	\$2,050.00	Entry is block-billed. Please assign a separate time component for each task performed.
7	05/25/11	3.8	\$3,895.00	Entry is block-billed. Please assign a separate time component for each task performed.
8	05/27/11	3.5	\$3,587.50	Entry is block-billed. Please assign a separate time component for each task performed.
9	06/01/11	4.0	\$4,100.00	Entry is block-billed. Please assign a separate time component for each task performed.
10	06/08/11	0.8	\$820.00	Entry is block-billed. Please assign a separate time component for each task performed.
11	06/09/11	1.4	\$1,435.00	Review and revise language...; entry is vague and block-billed. Please assign a separate time component for each task billed
12	06/10/11	2.3	\$2,357.50	Multiple conferences with...; review and revise build-out...; entry is block-billed. Please assign a separate time component for each task billed
13	06/12/11	3.3	\$3,382.50	Entry is block-billed. Please assign a separate time component for each task performed.

Item Number	Date	Hours	Total Amount Billed	Description
14	06/13/11	4.4	\$4,510.00	Multiple conferences with...; review and revise IPholdco...; entry is block-billed. Please assign a separate time component for each task billed
15	06/14/11	3.7	\$3,792.50	Multiple conferences with...; review modifications to TSA...; conferences re: third...; entry is vague and block-billed. Please assign a separate time component for each task billed
16	06/15/11	4.1	\$4,202.50	Entry is block-billed. Please assign a separate time component for each task performed.
17	06/16/11	4.1	\$4,202.50	Entry is block-billed. Please assign a separate time component for each task performed.
18	05/11/11	0.8	\$820.00	Review closing checklists...; entry is vague and block-billed. Please assign a separate time component for each task billed
19	05/13/11	1.2	\$1,230.00	Multiple conferences...; entry is vague and block-billed. Please assign a separate time component for each task billed
20	05/17/11	0.7	\$717.50	Multiple conferences...; entry is vague and block-billed. Please assign a separate time component for each task billed
21	05/18/11	1.2	\$1,230.00	Review comments to agreement...; entry is vague and block-billed. Please assign a separate time component for each task billed
22	05/19/11	1.2	\$1,230.00	Entry is block-billed. Please assign a separate time component for each task performed.
23	05/20/11	0.8	\$820.00	Review changes to agreement...; entry is vague and block-billed. Please assign a separate time component for each task billed
24	05/23/11	2.0	\$2,050.00	Review agreement mark ups and...; entry is vague and block-billed. Please assign a separate time component for each task billed
25	05/24/11	1.0	\$1,025.00	Multiple conferences...; entry is vague and block-billed. Please assign a separate time component for each task billed
26	05/26/11	1.0	\$1,025.00	Revisions for IP issues and...; entry is vague and block-billed. Please assign a separate time component for each task billed
27	05/28/11	1.5	\$1,537.50	Entry is block-billed. Please assign a separate time component for each task performed.
28	05/30/11	1.5	\$1,537.50	Entry is block-billed. Please assign a separate time component for each task performed.
29	05/31/11	2.3	\$2,357.50	Multiple conferences...; entry is vague and block-billed. Please assign a separate time component for each task billed
30	06/02/11	4.4	\$4,510.00	Multiple conferences...; review and revise...; direct associates...;entry is vague and block-billed. Please assign a separate time component for each task billed
31	06/03/11	1.4	\$1,435.00	Multiple conferences...; entry is vague and block-billed. Please assign a separate time component for each task billed
32	06/06/11	2.0	\$2,050.00	Multiple conferences...; review IP issues...; entry is vague and block-billed. Please assign a separate time component for each task billed

Item Number	Date	Hours	Total Amount Billed	Description
33	06/07/11	1.2	\$1,230.00	Multiple conferences...; entry is vague and block-billed. Please assign a separate time component for each task billed
34	06/08/11	1.4	\$1,435.00	Entry is block-billed. Please assign a separate time component for each task performed.
35	06/16/11	1.6	\$1,640.00	Entry is block-billed. Please assign a separate time component for each task performed.
36	04/06/11	0.5	\$512.50	Entry is block-billed. Please assign a separate time component for each task performed.
37	06/08/11	1.7	\$1,742.50	Entry is block-billed. Please assign a separate time component for each task performed.
38	06/13/11	0.6	\$615.00	Entry is block-billed. Please assign a separate time component for each task performed.
39	06/14/11	0.8	\$820.00	Entry is block-billed. Please assign a separate time component for each task performed.
40	04/03/11	1.3	\$1,332.50	Entry is block-billed. Please assign a separate time component for each task performed.
41	04/05/11	0.7	\$717.50	Entry is block-billed. Please assign a separate time component for each task performed.
42	06/07/11	2.2	\$2,255.00	Entry is block-billed. Please assign a separate time component for each task performed.
43	06/11/11	0.7	\$717.50	Entry is block-billed. Please assign a separate time component for each task performed.

Total Hours Block Billed: 78.5

Total at Hourly Rate (\$1025/hr): \$80,462.50

**P. Aronzon**

1	04/05/11	3.1	\$3,394.50	Work on plan implementation...; entry is vague and block-billed. Please assign a separate time component for each task billed.
2	04/06/11	2.5	\$2,737.50	Work on plan implementation...; entry is vague and block-billed. Please assign a separate time component for each task billed.
3	04/07/11	2.2	\$2,409.00	Work on plan implementation...; entry is vague and block-billed. Please assign a separate time component for each task billed.
4	04/08/11	1.7	\$1,861.50	Work on plan implementation...; entry is vague and block-billed. Please assign a separate time component for each task billed.
5	04/09/11	1.5	\$1,642.50	Work on plan implementation...; entry is vague and block-billed. Please assign a separate time component for each task billed.
6	04/10/11	2.0	\$2,190.00	Entry is block-billed. Please assign a separate time component for each task performed.



Item Number	Date	Hours	Total Amount Billed	Description
7	04/11/11	2.8	\$3,066.00	Work on plan implementaion...;entry is block-billed. Please assign a separate time component for each task billed.
8	04/12/11	2.7	\$2,956.50	Work on plan implementaion...;entry is block-billed. Please assign a separate time component for each task billed.
9	04/13/11	2.0	\$2,190.00	Work on plan implementation...; entry is vague and block-billed. Please assign a separate time component for each task billed.
10	04/15/11	1.6	\$1,752.00	Work on plan implementaion...entry is block-billed. Please assign a separate time component for each task billed.
11	04/18/11	1.3	\$1,423.50	Work on plan implementation...; entry is vague and block-billed. Please assign a separate time component for each task billed.
12	04/19/11	0.6	\$657.00	Work on plan implementation...; entry is vague and block-billed. Please assign a separate time component for each task billed.
13	04/20/11	1.6	\$1,752.00	Work on plan implementation...; entry is vague and block-billed. Please assign a separate time component for each task billed.
14	04/21/11	0.6	\$657.00	Work on plan implementation...; entry is vague and block-billed. Please assign a separate time component for each task billed.
15	04/22/11	1.8	\$1,971.00	Work on plan implementation...; entry is vague and block-billed. Please assign a separate time component for each task billed.
16	04/25/11	2.1	\$2,299.50	Work on plan implementation...; entry is vague and block-billed. Please assign a separate time component for each task billed.
17	04/26/11	1.7	\$1,861.50	Work on plan implementation...; entry is vague and block-billed. Please assign a separate time component for each task billed.
18	04/27/11	1.2	\$1,314.00	Work on plan implementation...; entry is vague and block-billed. Please assign a separate time component for each task billed.
19	04/28/11	0.6	\$657.00	Work on plan implementation...; entry is vague and block-billed. Please assign a separate time component for each task billed.
20	04/29/11	3.1	\$3,394.50	Work on plan implementation...; entry is vague and block-billed. Please assign a separate time component for each task billed.
21	05/02/11	0.6	\$657.00	Work on plan implementation...; entry is vague and block-billed. Please assign a separate time component for each task billed.
22	05/03/11	0.5	\$547.50	Work on plan implementation...; entry is vague and block-billed. Please assign a separate time component for each task billed.
23	05/04/11	2.1	\$2,299.50	Work on plan implementation...; entry is vague and block-billed. Please assign a separate time component for each task billed.
24	05/05/11	1.1	\$1,204.50	Work on plan implementation...; entry is vague and block-billed. Please assign a separate time component for each task billed.
25	05/06/11	2.1	\$2,299.50	Work on plan implementation...; entry is vague and block-billed. Please assign a separate time component for each task billed.
26	05/07/11	1.6	\$1,752.00	Work on plan implementation...; entry is vague and block-billed. Please assign a separate time component for each task billed.



Item Number	Date	Hours	Total Amount Billed	Description
27	05/09/11	1.8	\$1,971.00	Work on plan implementation...; entry is vague and block-billed. Please assign a separate time component for each task billed.
28	05/10/11	1.7	\$1,861.50	Work on plan implementation...; entry is vague and block-billed. Please assign a separate time component for each task billed.
29	05/11/11	2.5	\$2,737.50	Work on plan implementation...; entry is vague and block-billed. Please assign a separate time component for each task billed.
30	05/12/11	3.0	\$3,285.00	Work on plan implementation...; entry is vague and block-billed. Please assign a separate time component for each task billed.
31	05/13/11	1.3	\$1,423.50	Work on plan implementation...; entry is vague and block-billed. Please assign a separate time component for each task billed.
32	05/16/11	2.0	\$2,190.00	Work on plan implementation...; entry is vague and block-billed. Please assign a separate time component for each task billed.
33	05/17/11	1.8	\$1,971.00	Work on plan implementation...; entry is vague and block-billed. Please assign a separate time component for each task billed.
34	05/18/11	1.8	\$1,971.00	Work on plan implementation...; entry is vague and block-billed. Please assign a separate time component for each task billed.
35	05/19/11	2.8	\$3,066.00	Work on plan implementation...; entry is vague and block-billed. Please assign a separate time component for each task billed.
36	05/20/11	3.3	\$3,613.50	Work on plan implementation...; entry is vague and block-billed. Please assign a separate time component for each task billed.
37	05/21/11	3.3	\$3,613.50	Work on plan implementation...; entry is vague and block-billed. Please assign a separate time component for each task billed.
38	05/23/11	3.1	\$3,394.50	Work on plan implementation...; entry is vague and block-billed. Please assign a separate time component for each task billed.
39	05/24/11	2.8	\$3,066.00	Work on plan implementation...; entry is vague and block-billed. Please assign a separate time component for each task billed.
40	05/25/11	1.5	\$1,642.50	Work on plan implementation...; entry is vague and block-billed. Please assign a separate time component for each task billed.
41	05/26/11	3.3	\$3,613.50	Prepare for and attend...; entry is block-billed. Please assign a separate time component for each task billed.
42	05/27/11	3.3	\$3,613.50	Work on plan implementation...; entry is vague and block-billed. Please assign a separate time component for each task billed.
43	05/30/11	2.8	\$3,066.00	Work on plan implementation...; entry is vague and block-billed. Please assign a separate time component for each task billed.
44	05/31/11	2.3	\$2,518.50	Work on plan implementation...; entry is vague and block-billed. Please assign a separate time component for each task billed.
45	06/01/11	2.7	\$2,956.50	Work on plan implementation...; entry is vague and block-billed. Please assign a separate time component for each task billed.
46	06/02/11	2.3	\$2,518.50	Work on plan implementation...; entry is vague and block-billed. Please assign a separate time component for each task billed.

Item Number	Date	Hours	Total Amount Billed	Description
47	06/03/11	1.3	\$1,423.50	Work on plan implementation...; entry is vague and block-billed. Please assign a separate time component for each task billed.
48	06/06/11	3.1	\$3,394.50	Work on plan implementation...; entry is vague and block-billed. Please assign a separate time component for each task billed.
49	06/07/11	2.4	\$2,628.00	Work on plan implementation...; entry is vague and block-billed. Please assign a separate time component for each task billed.
50	06/08/11	2.8	\$3,066.00	Work on plan implementation...; entry is vague and block-billed. Please assign a separate time component for each task billed.
51	06/09/11	2.6	\$2,847.00	Work on plan implementation...; entry is vague and block-billed. Please assign a separate time component for each task billed.
52	06/10/11	1.9	\$2,080.50	Work on plan implementation...; entry is vague and block-billed. Please assign a separate time component for each task billed.
53	06/11/11	3.0	\$3,285.00	Work on plan implementation...; entry is vague and block-billed. Please assign a separate time component for each task billed.
54	06/13/11	2.5	\$2,737.50	Work on plan implementation...; entry is vague and block-billed. Please assign a separate time component for each task billed.
55	06/14/11	2.3	\$2,518.50	Work on plan implementation...; entry is vague and block-billed. Please assign a separate time component for each task billed.
56	06/15/11	2.0	\$2,190.00	Work on plan implementation...; entry is vague and block-billed. Please assign a separate time component for each task billed.
57	06/16/11	0.8	\$876.00	Work on plan implementation...; entry is vague and block-billed. Please assign a separate time component for each task billed.
58	06/17/11	1.5	\$1,642.50	Work on plan implementation...; entry is vague and block-billed. Please assign a separate time component for each task billed.
59	06/16/11	1.5	\$1,642.50	Travel time...where and for what?
60	06/08/11	1.9	\$2,080.50	Entry is block-billed. Please assign a separate time component for each task performed.
61	04/05/11	3.1	\$3,394.50	Work on plan implementation...; entry is vague and block-billed. Please assign a separate time component for each task billed
62	04/06/11	2.5	\$2,737.50	Work on plan implementation...; entry is vague and block-billed. Please assign a separate time component for each task billed
63	04/07/11	2.2	\$2,409.00	Work on plan implementation...; entry is vague and block-billed. Please assign a separate time component for each task billed
64	04/08/11	1.7	\$1,861.50	Work on plan implementation...; entry is vague and block-billed. Please assign a separate time component for each task billed
65	04/09/11	1.5	\$1,642.50	Work on plan implementation...; entry is vague and block-billed. Please assign a separate time component for each task billed
66	04/10/11	2.0	\$2,190.00	Entry is block-billed. Please assign a separate time component for each task performed.

Item Number	Date	Hours	Total Amount Billed	Description
67	04/11/11	2.8	\$3,066.00	Work on plan implementation...; entry is vague and block-billed. Please assign a separate time component for each task billed
68	04/12/11	2.7	\$2,956.50	Work on plan implementation...; entry is vague and block-billed. Please assign a separate time component for each task billed
69	04/13/11	2.0	\$2,190.00	Work on plan implementation...; entry is vague and block-billed. Please assign a separate time component for each task billed
70	04/15/11	1.6	\$1,752.00	Work on plan implementation...; entry is vague and block-billed. Please assign a separate time component for each task billed
71	04/18/11	1.3	\$1,423.50	Work on plan implementation...; entry is vague and block-billed. Please assign a separate time component for each task billed
72	04/19/11	0.6	\$657.00	Work on plan implementation...; entry is vague and block-billed. Please assign a separate time component for each task billed
73	04/20/11	1.6	\$1,752.00	Work on plan implementation...; entry is vague and block-billed. Please assign a separate time component for each task billed
74	04/21/11	0.6	\$657.00	Work on plan implementation...; entry is vague and block-billed. Please assign a separate time component for each task billed
75	04/22/11	1.6	\$1,752.00	Work on plan implementation...; entry is vague and block-billed. Please assign a separate time component for each task billed
76	04/25/11	2.1	\$2,299.50	Work on plan implementation...; entry is vague and block-billed. Please assign a separate time component for each task billed
77	04/26/11	1.7	\$1,861.50	Work on plan implementation...; entry is vague and block-billed. Please assign a separate time component for each task billed
78	04/27/11	1.2	\$1,314.00	Work on plan implementation...; entry is vague and block-billed. Please assign a separate time component for each task billed
79	04/28/11	0.6	\$657.00	Work on plan implementation...; entry is vague and block-billed. Please assign a separate time component for each task billed
80	05/02/11	0.6	\$657.00	Work on plan implementation...; entry is vague and block-billed. Please assign a separate time component for each task billed
81	05/03/11	0.5	\$547.50	Work on plan implementation...; entry is vague and block-billed. Please assign a separate time component for each task billed
82	05/04/11	2.1	\$2,299.50	Work on plan implementation...; entry is vague and block-billed. Please assign a separate time component for each task billed
83	05/05/11	1.1	\$1,204.50	Work on plan implementation...; entry is vague and block-billed. Please assign a separate time component for each task billed
84	05/06/11	2.1	\$2,299.50	Work on plan implementation...; entry is vague and block-billed. Please assign a separate time component for each task billed
85	05/07/11	1.8	\$1,971.00	Work on plan implementation...; entry is vague and block-billed. Please assign a separate time component for each task billed
86	05/09/11	1.8	\$1,971.00	Work on plan implementation...; entry is vague and block-billed. Please assign a separate time component for each task billed

Item Number	Date	Hours	Total Amount Billed	Description
87	05/10/11	1.7	\$1,861.50	Work on plan implementation...; entry is vague and block-billed. Please assign a separate time component for each task billed
88	05/11/11	2.5	\$2,737.50	Work on plan implementation...; entry is vague and block-billed. Please assign a separate time component for each task billed
89	05/12/11	3.0	\$3,285.00	Work on plan implementation...; entry is vague and block-billed. Please assign a separate time component for each task billed
90	05/13/11	1.3	\$1,423.50	Work on plan implementation...; entry is vague and block-billed. Please assign a separate time component for each task billed
91	05/16/11	2.0	\$2,190.00	Work on plan implementation...; entry is vague and block-billed. Please assign a separate time component for each task billed
92	05/17/11	1.8	\$1,971.00	Work on plan implementation...; entry is vague and block-billed. Please assign a separate time component for each task billed
93	05/18/11	1.8	\$1,971.00	Work on plan implementation...; entry is vague and block-billed. Please assign a separate time component for each task billed
94	05/19/11	2.8	\$3,066.00	Work on plan implementation...; entry is vague and block-billed. Please assign a separate time component for each task billed
95	05/20/11	3.3	\$3,613.50	Work on plan implementation...; entry is vague and block-billed. Please assign a separate time component for each task billed
96	05/21/11	3.3	\$3,613.50	Work on plan implementation...; entry is vague and block-billed. Please assign a separate time component for each task billed
97	05/23/11	3.1	\$3,394.50	Work on plan implementation...; entry is vague and block-billed. Please assign a separate time component for each task billed
98	05/24/11	2.8	\$3,066.00	Work on plan implementation...; entry is vague and block-billed. Please assign a separate time component for each task billed
99	05/25/11	1.5	\$1,642.50	Work on plan implementation...; entry is vague and block-billed. Please assign a separate time component for each task billed
100	05/26/11	3.3	\$3,613.50	Prepare for and attend...; entry is block-billed. Please assign a separate time component for each task billed
101	05/27/11	3.3	\$3,613.50	Work on plan implementation...; entry is vague and block-billed. Please assign a separate time component for each task billed
102	05/30/11	2.8	\$3,066.00	Work on plan implementation...; entry is vague and block-billed. Please assign a separate time component for each task billed
103	05/31/11	2.3	\$2,518.50	Work on plan implementation...; entry is vague and block-billed. Please assign a separate time component for each task billed
104	06/01/11	2.7	\$2,956.50	Work on plan implementation...; entry is vague and block-billed. Please assign a separate time component for each task billed
105	06/02/11	2.3	\$2,518.50	Work on plan implementation...; entry is vague and block-billed. Please assign a separate time component for each task billed
106	06/03/11	1.3	\$1,423.50	Work on plan implementation...; entry is vague and block-billed. Please assign a separate time component for each task billed

Item Number	Date	Hours	Total Amount Billed	Description
107	06/06/11	3.1	\$3,394.50	Work on plan implementation...; entry is vague and block-billed. Please assign a separate time component for each task billed
108	06/07/11	2.4	\$2,628.00	Work on plan implementation...; entry is vague and block-billed. Please assign a separate time component for each task billed
109	06/08/11	2.8	\$3,066.00	Work on plan implementation...; entry is vague and block-billed. Please assign a separate time component for each task billed
110	06/09/11	2.6	\$2,847.00	Work on plan implementation...; entry is vague and block-billed. Please assign a separate time component for each task billed
111	06/10/11	1.9	\$2,080.50	Work on plan implementation...; entry is vague and block-billed. Please assign a separate time component for each task billed
112	06/11/11	3.0	\$3,285.00	Work on plan implementation...; entry is vague and block-billed. Please assign a separate time component for each task billed
113	06/13/11	2.5	\$2,737.50	Work on plan implementation...; entry is vague and block-billed. Please assign a separate time component for each task billed
114	06/14/11	2.3	\$2,518.50	Work on plan implementation...; entry is vague and block-billed. Please assign a separate time component for each task billed
115	06/15/11	2.0	\$2,190.00	Work on plan implementation...; entry is vague and block-billed. Please assign a separate time component for each task billed
116	06/16/11	2.3	\$2,518.50	Work on plan implementation...; entry is vague and block-billed. Please assign a separate time component for each task billed
117	06/17/11	1.5	\$1,642.50	Work on plan implementation...; entry is vague and block-billed. Please assign a separate time component for each task billed
118	04/18/11	2.7	\$2,956.50	Work on sub cases...; entry is vague and block-billed. Please assign a separate time component for each task billed
119	04/19/11	3.5	\$3,832.50	Work on sub cases...; entry is vague and block-billed. Please assign a separate time component for each task billed
120	04/20/11	1.2	\$1,314.00	Work on sub cases...; entry is vague and block-billed. Please assign a separate time component for each task billed
121	04/21/11	3.0	\$3,285.00	Work on sub cases...; entry is vague and block-billed. Please assign a separate time component for each task billed
122	04/14/11	3.6	\$3,942.00	Entry is block-billed. Please assign a separate time component for each task performed.

Total Hours Block Billed: 256.4

Total at Hourly Rate (\$1,095/hr): \$280,758.00

**P. Benudiz**

1	05/05/11	4.2	\$4,305.00	Entry is block-billed. Please assign a separate time component for each task performed.
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Item Number	Date	Hours	Total Amount Billed	Description
2	05/13/11	0.7	\$717.50	Entire entry is vague.
3	05/14/11	1.2	\$1,230.00	Entire entry is vague.
4	05/19/11	1.2	\$1,230.00	Entry is block-billed. Please assign a separate time component for each task performed.
5	05/25/11	3.5	\$3,587.50	Entry is block-billed. Please assign a separate time component for each task performed.
6	05/27/11	2.7	\$2,767.50	Entry is block-billed. Please assign a separate time component for each task performed.
7	05/29/11	2.1	\$2,152.50	Conference calls...;entry is vague and block-billed. Please assign a separate time component for each task billed
8	05/30/11	3.2	\$3,280.00	Entry is block-billed. Please assign a separate time component for each task performed.
9	06/01/11	1.9	\$1,947.50	Conference calls...;entry is vague and block-billed. Please assign a separate time component for each task billed
10	06/02/11	3.1	\$3,177.50	Conference calls...;entry is vague and block-billed. Please assign a separate time component for each task billed
11	06/04/11	2.7	\$2,767.50	Conference calls...;entry is vague and block-billed. Please assign a separate time component for each task billed
12	06/05/11	3.5	\$3,587.50	Conference calls...;entry is vague and block-billed. Please assign a separate time component for each task billed
13	06/06/11	7.2	\$7,380.00	Entry is block-billed. Please assign a separate time component for each task performed.
14	06/07/11	6.2	\$6,355.00	Entry is block-billed. Please assign a separate time component for each task performed.
15	06/09/11	2.5	\$2,562.50	Attend conference calls re...; entry is vague and block-billed. Please assign a separate time component for each task billed
16	06/10/11	2.6	\$2,665.00	Prepare for and attend...; entry is vague and block-billed. Please assign a separate time component for each task billed
17	06/11/11	4.6	\$4,715.00	Conference calls...;entry is vague and block-billed. Please assign a separate time component for each task billed
18	06/12/11	3.8	\$3,895.00	Conference calls...;entry is vague and block-billed. Please assign a separate time component for each task billed
19	06/13/11	4.8	\$4,920.00	Conference calls...;entry is vague and block-billed. Please assign a separate time component for each task billed
20	06/14/11	4.1	\$4,202.50	Conference calls...;entry is vague and block-billed. Please assign a separate time component for each task billed
21	06/15/11	10.7	\$10,967.50	Work on closing...; numerous conference calls...; entry is vague and block-billed. Please assign a separate time component for each task billed
22	04/29/11	1.2	\$1,230.00	Entry is vague



Item Number	Date	Hours	Total Amount Billed	Description
23	05/04/11	1.1	\$1,127.50	Entry is block-billed. Please assign a separate time component for each task performed.
24	06/12/11	0.7	\$717.50	Conference calls...; entry is vague and block-billed. Please assign a separate time component for each task billed
25	06/13/11	0.5	\$512.50	Conference call...; entry is vague
26	06/14/11	0.3	\$307.50	Conference calls...; entry is vague and block-billed. Please assign a separate time component for each task billed
27	06/15/11	0.7	\$717.50	Conference calls...; entry is vague and block-billed. Please assign a separate time component for each task billed

Total Hours Block Billed: 81  
Total at Hourly Rate (\$1025/hr): \$83,025.00

**P. Wang**

1	06/11/11	6.5	\$2,990.00	Entry is block-billed. Please assign a separate time component for each task performed.
2	06/12/11	3.0	\$1,380.00	Entry is block-billed. Please assign a separate time component for each task performed.
3	06/14/11	6.8	\$3,128.00	Entry is block-billed. Please assign a separate time component for each task performed.

Total Hours Block Billed: 16.3  
Total at Hourly Rate (\$460/hr): \$7,498.00

**P. Wessel**

1	05/11/11	1.2	\$1,194.00	Entry is block-billed. Please assign a separate time component for each task performed.
2	06/02/11	0.3	\$298.50	Emails...;entry is block-billed. Please assign a separate time component for each task billed.
3	06/03/11	0.5	\$497.50	Entry is block-billed. Please assign a separate time component for each task performed.
4	06/06/11	0.9	\$895.50	Conference calls, Conferences and Emails...;entry is vague and block-billed. Please assign a separate time component for each task billed.
5	06/07/11	2.0	\$1,990.00	Conference calls and related work...;entry is vague and block-billed. Please assign a separate time component for each task billed.

Total Hours Block Billed: 4.9  
Total at Hourly Rate (\$995/hr): \$4,875.50

Item Number	Date	Hours	Total Amount Billed	Description
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**R. Aziz**

1	05/23/11	2.5	\$1,150.00	Entire entry is vague and block-billed. Please assign a separate time component for each task billed.
2	05/25/11	1.2	\$552.00	Entire entry is vague and block-billed. Please assign a separate time component for each task billed.
3	05/26/11	1.8	\$828.00	Entire entry is block-billed. Please assign a separate time component for each task billed
4	06/01/11	1.7	\$782.00	Drafted escrow closing notice...;entry is block-billed. Please assign a separate time component for each task billed

Total Hours Block Billed: 7.2

Total at Hourly Rate (\$460/hr): \$3,312.00

**R. Consentina**

1	04/02/11	3.5	\$980.00	Entry is block-billed. Please assign a separate time component for each task performed.
2	04/08/11	1.5	\$420.00	Entire entry is vague.
3	06/09/11	1.0	\$280.00	Entire entry is vague.
4	05/27/11	1.5	\$420.00	Entire entry is vague.
5	05/28/11	2.5	\$700.00	Entire entry is vague.

Total Hours Block Billed: 10

Total at Hourly Rate (\$280/hr): \$2,800.00

**R. Enriquez**

1	05/10/11	4.6	\$2,760.00	Draft and discuss, draft, revise and discuss...;entry is block-billed. Please assign a separate time component for each task billed.
2	05/12/11	5.8	\$3,480.00	Draft and revise, email, review and revise and research and discuss...;entry is block-billed. Please assign a separate time component for each task billed.
3	05/23/11	2.4	\$1,440.00	Entire entry is block-billed. Please assign a separate time component for each task billed.
4	06/08/11	0.5	\$300.00	Entire entry is block-billed. Please assign a separate time component for each task billed
5	06/09/11	2.8	\$1,680.00	Update, draft and revise...; continue research on Joint...; entry is block-billed. Please assign a separate time component for each task billed
6	06/10/11	8.8	\$5,280.00	Entire entry is vague and block-billed. Please assign a separate time component for each task billed



Item Number	Date	Hours	Total Amount Billed	Description
7	06/13/11	3.1	\$1,860.00	Draft and revise motion and...; discussion with Dperry...; entry is block-billed. Please assign a separate time component for each task billed
8	06/14/11	8.4	\$5,040.00	Draft and revise joint motion...; various correspondence and...; Fneufeld, opposing counsel...; various emails re same...; entry is vague and block-billed. Please assign a separate time component for each task billed
9	06/15/11	7.3	\$4,380.00	Entire entry is vague and block-billed. Please assign a separate time component for each task billed

Total Hours Block Billed: 43.7

Total at Hourly Rate (\$600/hr): \$26,220.00

**R. Kestenbaum**

1	04/07/11	1.9	\$1,710.00	Emails...; entry is vague and block-billed. Please assign a separate time component for each task billed
2	04/16/11	0.7	\$630.00	Entry is block-billed. Please assign a separate time component for each task performed.
3	04/17/11	0.8	\$720.00	Entry is block-billed. Please assign a separate time component for each task performed.
4	04/18/11	0.6	\$540.00	Follow up emails re...; entry is vague and block-billed. Please assign a separate time component for each task billed
5	04/25/11	1.2	\$1,080.00	Meetings with E&Y...; entry is block-billed. Please assign a separate time component for each task billed
6	05/30/11	0.2	\$180.00	Entire entry is vague and block-billed. Please assign a separate time component for each task billed
7	06/02/11	1.4	\$1,260.00	Emails...; entry is vague and block-billed. Please assign a separate time component for each task billed
8	06/13/11	0.5	\$450.00	Entry is block-billed. Please assign a separate time component for each task performed.
9	06/14/11	1.8	\$1,620.00	P/cs and emails...; emails with Milbank...; entry is block-billed. Please assign a separate time component for each task billed
10	06/15/11	1.9	\$1,710.00	Emails...; entry is vague and block-billed. Please assign a separate time component for each task billed
11	06/03/11	0.9	\$810.00	Entry is block-billed. Please assign a separate time component for each task performed.
12	06/04/11	0.7	\$630.00	Entry is block-billed. Please assign a separate time component for each task performed.
13	06/08/11	0.2	\$180.00	Entry is block-billed. Please assign a separate time component for each task performed.

Item Number	Date	Hours	Total Amount Billed	Description
14	06/09/11	0.4	\$360.00	Entry is block-billed. Please assign a separate time component for each task performed.
15	06/10/11	0.2	\$180.00	Entry is block-billed. Please assign a separate time component for each task performed.

Total Hours Block Billed: 13.4

Total at Hourly Rate (\$900/hr): \$12,060.00

**R. Shenfeld**

1	04/04/11	3.5	\$2,502.50	Calls, conferences...;entry is vague and block-billed. Please assign a separate time component for each task billed.
2	04/05/11	5.7	\$4,075.50	Continue review and revision...;entry is block-billed. Please assign a separate time component for each task billed.
3	04/05/11	1.5	\$1,072.50	Prepare for and...;entry is block-billed. Please assign a separate time component for each task billed.
4	04/05/11	2.2	\$1,573.00	Office conferences, phone calls...;entry is vague and block-billed. Please assign a separate time component for each task billed.
5	04/05/11	1.7	\$1,215.50	Office conferences, phone calls...;entry is vague and block-billed. Please assign a separate time component for each task billed.
6	04/06/11	2.0	\$1,430.00	Review SOFA &...;entry is block-billed. Please assign a separate time component for each task billed.
7	04/06/11	1.0	\$715.00	Prepare for and...;entry is block-billed. Please assign a separate time component for each task billed.
8	04/06/11	4.1	\$2,931.50	Office conferences, numerous emails, calls...;entry is vague and block-billed. Please assign a separate time component for each task billed.
9	04/07/11	3.0	\$2,145.00	Review and revise first day...;entry is block-billed. Please assign a separate time component for each task billed.
10	04/07/11	3.5	\$2,502.50	Office conferences, calls, numerous emails...;entry is vague and block-billed. Please assign a separate time component for each task billed.
11	04/08/11	4.7	\$3,360.50	Conference calls, phone calls, numerous emails...;entry is vague and block-billed. Please assign a separate time component for each task billed.
12	04/09/11	1.2	\$858.00	Phone call, review and respond to...;entry is vague and block-billed. Please assign a separate time component for each task billed.
13	04/10/11	3.0	\$2,145.00	Review Aliante, telephone call...;entry is vague and block-billed. Please assign a separate time component for each task billed.
14	04/10/11	2.9	\$2,073.50	Entry is block-billed. Please assign a separate time component for each task billed.
15	04/11/11	5.0	\$3,575.00	Office conferences, phone calls, numerous emails...;entry is vague and block-billed.
16	04/11/11	2.0	\$1,430.00	Review and revise first day...;entry is block-billed. Please assign a separate time component for each task billed.
17	04/11/11	2.0	\$1,430.00	Review and revise first day...;entry is block-billed. Please assign a separate time component for each task billed.

Item Number	Date	Hours	Total Amount Billed	Description
18	04/23/11	2.0	\$1,430.00	Entry is block-billed. Please assign a separate time component for each task
19	05/04/11	0.4	\$286.00	Emails to/from...; entry is vague and block-billed. Please assign a separate
20	05/05/11	1.0	\$715.00	Conference calls...; entry is vague and block-billed. Please assign a separate
21	05/06/11	0.7	\$500.50	Phone calls...; entry is vague and block-billed. Please assign a separate time
22	05/17/11	0.5	\$357.50	Various emails...; entry is block-billed. Please assign a separate time
23	05/17/11	6.5	\$4,647.50	Review and revise...; entry is block-billed. Please assign a separate time
24	05/20/11	5.6	\$4,004.00	Entire entry is vague and block-billed. Please assign a separate time
25	05/23/11	1.0	\$715.00	Entry is block-billed. Please assign a separate time component for each task
26	04/27/11	0.5	\$357.50	Entry is block-billed. Please assign a separate time component for each task
27	04/29/11	1.3	\$929.50	Entry is block-billed. Please assign a separate time component for each task
28	05/06/11	1.0	\$715.00	Entry is block-billed. Please assign a separate time component for each task
29	06/03/11	3.5	\$2,502.50	Entry is block-billed. Please assign a separate time component for each task
30	06/15/11	0.7	\$500.50	Entire entry is vague.
31	05/26/11	3.6	\$2,574.00	Entry is block-billed. Please assign a separate time component for each task
32	06/03/11	0.9	\$643.50	Entry is block-billed. Please assign a separate time component for each task
33	06/06/11	1.0	\$715.00	Entry is block-billed. Please assign a separate time component for each task
34	06/09/11	5.6	\$4,004.00	Entry is block-billed. Please assign a separate time component for each task
35	06/10/11	4.2	\$3,003.00	Numerous phone calls...; attention to fee estimate...; entry is vague and block-
36	06/13/11	3.0	\$2,145.00	Entry is block-billed. Please assign a separate time component for each task
37	06/14/11	1.8	\$1,287.00	Calls and conferences...; entry is vague and block-billed. Please assign a
38	06/16/11	5.5	\$3,932.50	Entry is block-billed. Please assign a separate time component for each task
39	05/24/11	0.8	\$572.00	Numerous office conferences...; entry is vague and block-billed. Please
40	05/24/11	0.4	\$286.00	Review email updates...; entry is vague and block-billed. Please assign a
41	05/31/11	0.4	\$286.00	Telephone call...; entry is vague
42	06/08/11	5.0	\$3,575.00	Entry is block-billed. Please assign a separate time component for each task
43	04/12/11	5.1	\$3,646.50	Telephone calls and office conferences...; entry is vague and block-billed.
44	04/13/11	12.0	\$8,580.00	Entry is block-billed. Please assign a separate time component for each task
45	04/14/11	4.0	\$2,860.00	Telephone calls and office conferences...; entry is vague and block-billed.
46	04/15/11	4.2	\$3,003.00	Department meeting...; telephone call...; review and respond...; office
47	04/20/11	0.6	\$429.00	Review and respond to...; entry is vague and block-billed. Please assign a
48	04/22/11	0.5	\$357.50	Review and respond to...; entry is vague and block-billed. Please assign a
49	04/26/11	1.3	\$929.50	Calls...; entry is vague and block-billed. Please assign a separate time
50	04/29/11	1.5	\$1,072.50	Entry is block-billed. Please assign a separate time component for each task
51	05/03/11	1.5	\$1,072.50	Telephone call...; entries are vague
52	05/06/11	1.0	\$715.00	Entry is block-billed. Please assign a separate time component for each task
53	05/07/11	0.8	\$572.00	Entry is block-billed. Please assign a separate time component for each task
54	05/24/11	1.0	\$715.00	Entry is block-billed. Please assign a separate time component for each task
55	06/07/11	0.9	\$643.50	Entry is block-billed. Please assign a separate time component for each task
56	05/18/11	2.1	\$1,501.50	Review file...; Review Exhibit...; entry is vague
57	04/23/11	0.4	\$286.00	Review emails...; entry is vague and block-billed. Please assign a separate

Item Number	Date	Hours	Total Amount Billed	Description
58	04/25/11	3.8	\$2,717.00	Review and respond...; attention to various...; entry is vague and block-billed.
59	04/25/11	0.3	\$214.50	Entire entry is vague
60	05/18/11	0.4	\$286.00	Emails...; office conference...; entry is vague and block-billed. Please assign
61	05/19/11	2.3	\$1,644.50	Telephone call...; office conferences...; various emails...; telephone call...;
62	05/25/11	2.0	\$1,430.00	Entry is block-billed. Please assign a separate time component for each task
63	05/25/11	3.8	\$2,717.00	Entry is block-billed. Please assign a separate time component for each task
64	05/26/11	3.0	\$2,145.00	Entry is block-billed. Please assign a separate time component for each task
65	06/01/11	1.0	\$715.00	Entry is block-billed. Please assign a separate time component for each task
66	06/03/11	0.9	\$643.50	Entry is block-billed. Please assign a separate time component for each task
67	06/07/11	1.0	\$715.00	Entry is block-billed. Please assign a separate time component for each task
68	06/07/11	1.5	\$1,072.50	Entry is block-billed. Please assign a separate time component for each task
69	06/10/11	2.8	\$2,002.00	Entry is block-billed. Please assign a separate time component for each task
70	06/13/11	3.0	\$2,145.00	Entry is block-billed. Please assign a separate time component for each task
71	06/14/11	2.8	\$2,002.00	Entry is block-billed. Please assign a separate time component for each task
72	06/15/11	2.5	\$1,787.50	Entry is block-billed. Please assign a separate time component for each task
73	06/15/11	0.5	\$357.50	Telephone calls...;entry is vague and block-billed. Please assign a separate
74	04/21/11	0.5	\$357.50	Office conference...;entry is vague
75	04/27/11	0.3	\$214.50	Entry is vague
76	05/02/11	1.0	\$715.00	Conference call...telephone call...; entry is vague
77	05/02/11	0.5	\$357.50	Entry is vague
78	05/03/11	1.7	\$1,215.50	Telephone calls...; entry is vague and block-billed. Please assign a separate
79	05/19/11	0.3	\$214.50	Telephone call...; entry is vague
80	05/23/11	1.9	\$1,358.50	Calls and office conferences...; entry is vague and block-billed. Please assign
81	06/03/11	0.8	\$572.00	Telephone conference...; emails...; entry is vague and block-billed. Please

Total Hours Block Billed: 181.4

Total at Hourly Rate (\$715/hr): \$129,701.00

**S. O'Neill**

1	06/13/11	7.5	\$1,800.00	Entry is block-billed. Please assign a separate time component for each task
2	06/14/11	3.5	\$840.00	Entry is block-billed. Please assign a separate time component for each task
3	06/15/11	4.0	\$960.00	Entry is block-billed. Please assign a separate time component for each task

Total Hours Block Billed: 15

Total at Hourly Rate (\$240/hr): \$3,600.00

**S. Sklar**

1	06/07/11	0.5	\$325.00	Reviewing documents for Station...;entry is vague and block-billed. Please
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Item Number	Date	Hours	Total Amount Billed	Description
2	05/04/11	0.2	\$130.00	Correspondence...entry is vague
3	04/07/11	0.4	\$260.00	Correspondence...; entry is vague.
4	04/13/11	0.3	\$195.00	Entry is vague
5	04/22/11	0.3	\$195.00	Entry is vague
6	04/26/11	0.3	\$195.00	Entry is vague
7	05/02/11	0.8	\$520.00	Discussions and correspondence...;entry is vague and block-billed. Please
8	05/03/11	2.1	\$1,365.00	Correspondence and discussions...;entry is vague and block-billed. Please
9	05/04/11	0.9	\$585.00	Discussions and correspondence...;entry is vague and block-billed. Please
10	05/05/11	1.5	\$975.00	Entry is block-billed. Please assign a separate time component for each task
11	05/09/11	3.0	\$1,950.00	Calls and discussions...;entry is vague and block-billed. Please assign a
12	05/10/11	2.6	\$1,690.00	Discussions and correspondence...;entry is vague and block-billed. Please
13	05/11/11	0.6	\$390.00	Entry is block-billed. Please assign a separate time component for each task
14	05/24/11	1.1	\$715.00	Reviewing credit agreement...; entry is block-billed. Please assign a separate
15	05/28/11	0.7	\$455.00	Correspondence...;entry is vague
16	06/13/01	1.3	\$845.00	Correspondence...; entry is vague and block-billed. Please assign a separate
17	05/31/11	0.7	\$455.00	Correspondence...; entry is vague and block-billed. Please assign a separate
18	06/02/11	8.8	\$5,720.00	Entry is block-billed. Please assign a separate time component for each task
19	06/03/11	3.3	\$2,145.00	Correspondence...; entry is vague and block-billed. Please assign a separate
20	06/04/11	0.5	\$325.00	Correspondence...; entry is vague and block-billed. Please assign a separate
21	06/07/11	3.3	\$2,145.00	Correspondence...; entry is vague and block-billed. Please assign a separate
22	06/08/11	3.4	\$2,210.00	Correspondence...; entry is vague and block-billed. Please assign a separate
23	06/09/11	3.9	\$2,535.00	Calls and correspondence...; entry is vague and block-billed. Please assign a
24	06/10/11	2.0	\$1,300.00	Correspondence...; entry is vague and block-billed. Please assign a separate
25	06/11/11	0.9	\$585.00	Entry is block-billed. Please assign a separate time component for each task
26	06/12/11	1.4	\$910.00	Calls, correspondence and emails...; entry is vague and block-billed. Please
27	06/13/11	5.8	\$3,770.00	Entry is block-billed. Please assign a separate time component for each task
28	06/15/11	10.6	\$6,890.00	Entry is block-billed. Please assign a separate time component for each task
29	06/16/11	6.2	\$4,030.00	Discussions, calls and correspondence...;entry is vague and block-billed.
30	06/12/11	9.5	\$6,175.00	Travel to LA...driving?
31	06/17/11	14.9	\$9,685.00	Travel back from closing...driving?
32	05/26/11	2.1	\$1,365.00	Correspondence...; entry is vague and block-billed. Please assign a separate
33	05/27/11	0.5	\$325.00	Correspondence and discussion...; entry is vague.
34	05/31/11	0.6	\$390.00	Correspondence and call...; entry is vague
35	06/01/11	0.7	\$455.00	Entry is block-billed. Please assign a separate time component for each task
36	06/02/11	1.1	\$715.00	Correspondence...;entry is vague and block-billed. Please assign a separate
37	06/03/11	0.9	\$585.00	Correspondence...;entry is vague and block-billed. Please assign a separate
38	06/04/11	0.2	\$130.00	Entry is block-billed. Please assign a separate time component for each task
39	06/06/11	0.9	\$585.00	Entry is block-billed. Please assign a separate time component for each task
40	06/07/11	0.6	\$390.00	Correspondence...;entry is vague and block-billed. Please assign a separate
41	06/08/11	1.2	\$780.00	Correspondence...;entry is vague and block-billed. Please assign a separate

Item Number	Date	Hours	Total Amount Billed	Description
42	06/09/11	3.2	\$2,080.00	Correspondence...;entry is vague and block-billed. Please assign a separate
43	06/10/11	1.1	\$715.00	Correspondence...;entry is vague and block-billed. Please assign a separate
44	06/13/11	4.7	\$3,055.00	Correspondence with...; finalizing real estate...;entry is vague and block-
45	06/14/11	1.4	\$910.00	Correspondence...;entry is vague and block-billed. Please assign a separate
46	06/14/11	10.3	\$6,695.00	Finalizing all real estate...; entry is block-billed. Please assign a separate time
47	06/15/11	2.0	\$1,300.00	Correspondence...finalizing real estate...; entry is vague and block-billed.
48	05/25/11	0.2	\$130.00	Entry is block-billed. Please assign a separate time component for each task
49	05/26/11	0.2	\$130.00	Entry is block-billed. Please assign a separate time component for each task
50	06/07/11	0.3	\$195.00	Entry is block-billed. Please assign a separate time component for each task
51	06/03/11	0.2	\$130.00	Entry is block-billed. Please assign a separate time component for each task

Total Hours Block Billed: 124.2

Total at Hourly Rate (\$650/hr): \$80,730.00

**T. Kreller**

1	04/04/11	2.5	\$2,562.50	Entry is block-billed. Please assign a separate time component for each task performed.
2	04/05/11	2.5	\$2,562.50	Entry is block-billed. Please assign a separate time component for each task performed.
3	04/06/11	2.0	\$2,050.00	Entry is block-billed. Please assign a separate time component for each task performed.
4	04/07/11	3.0	\$3,075.00	Entry is block-billed. Please assign a separate time component for each task performed.
5	04/08/11	2.5	\$2,562.50	Entry is block-billed. Please assign a separate time component for each task performed.
6	04/09/11	1.0	\$1,025.00	Entry is block-billed. Please assign a separate time component for each task performed.
7	04/11/11	2.0	\$2,050.00	Entry is block-billed. Please assign a separate time component for each task performed.
8	05/12/11	1.0	\$1,025.00	Review docs and...;entry is block-billed. Please assign a separate time component for each task billed.
9	05/31/11	0.2	\$205.00	Entry is block-billed. Please assign a separate time component for each task performed.
10	04/01/11	2.0	\$2,050.00	Entry is block-billed. Please assign a separate time component for each task performed.
11	04/19/11	0.5	\$512.50	Correspondence with team...;entry is block-billed. Please assign a separate time component for each task billed.
12	04/25/11	2.0	\$2,050.00	Review documents and...;entry is block-billed. Please assign a separate time component for each task billed.



Item Number	Date	Hours	Total Amount Billed	Description
13	04/27/11	1.5	\$1,537.50	Review documents and...;entry is block-billed. Please assign a separate time component for each task billed.
14	04/28/11	2.5	\$2,562.50	Review documents and...;entry is block-billed. Please assign a separate time component for each task billed.
15	04/29/11	2.0	\$2,050.00	Entry is block-billed. Please assign a separate time component for each task performed.
16	05/03/11	1.5	\$1,537.50	Correspondence and calls with...;entry is block-billed. Please assign a separate time component for each task billed.
17	05/04/11	1.0	\$1,025.00	Correspondence and calls with...;entry is block-billed. Please assign a separate time component for each task billed.
18	05/05/11	1.0	\$1,025.00	Correspondence and calls with...;entry is block-billed. Please assign a separate time component for each task billed.
19	05/09/11	1.2	\$1,230.00	Review pleadings and...;entry is vague and block-billed. Please assign a separate time component for each task billed.
20	05/11/11	1.5	\$1,537.50	Review pleadings and...;entry is vague and block-billed. Please assign a separate time component for each task billed.
21	05/12/11	1.5	\$1,537.50	Review pleadings and...;entry is vague and block-billed. Please assign a separate time component for each task billed.
22	05/13/11	1.5	\$1,537.50	Review plan implementation...;entry is block-billed. Please assign a separate time component for each task billed.
23	05/13/11	1.0	\$1,025.00	Review pleadings and...;entry is vague and block-billed. Please assign a separate time component for each task billed.
24	05/16/11	2.0	\$2,050.00	Entry is block-billed. Please assign a separate time component for each task performed.
25	05/17/11	1.0	\$1,025.00	Entry is block-billed. Please assign a separate time component for each task performed.
26	05/20/11	1.5	\$1,537.50	Entry is block-billed. Please assign a separate time component for each task performed.
27	06/01/11	1.0	\$1,025.00	Entry is block-billed. Please assign a separate time component for each task performed.
28	06/03/11	1.5	\$1,537.50	Entry is block-billed. Please assign a separate time component for each task performed.
29	06/06/11	1.0	\$1,025.00	Entry is block-billed. Please assign a separate time component for each task performed.
30	06/09/11	2.5	\$2,562.50	Entry is block-billed. Please assign a separate time component for each task performed.
31	06/10/11	2.5	\$2,562.50	Entry is block-billed. Please assign a separate time component for each task performed.
32	06/13/11	2.5	\$2,562.50	Entry is block-billed. Please assign a separate time component for each task performed.

Item Number	Date	Hours	Total Amount Billed	Description
33	06/14/11	3.0	\$3,075.00	Entry is block-billed. Please assign a separate time component for each task performed.
34	06/15/11	4.0	\$4,100.00	Entry is block-billed. Please assign a separate time component for each task performed.
35	06/16/11	3.5	\$3,587.50	Entry is block-billed. Please assign a separate time component for each task performed.
36	06/17/11	2.0	\$2,050.00	Entry is block-billed. Please assign a separate time component for each task performed.
37	04/22/11	0.5	\$512.50	Calls and correspondence...; entry is block-billed. Please assign a separate time component for each task billed
38	04/27/11	1.5	\$1,537.50	Entry is block-billed. Please assign a separate time component for each task performed.
39	05/11/11	0.2	\$205.00	Corr and calls...; entry is vague and block-billed. Please assign a separate time component for each task billed
40	05/23/11	0.5	\$512.50	Entry is block-billed. Please assign a separate time component for each task performed.
41	05/26/11	1.0	\$1,025.00	Entry is block-billed. Please assign a separate time component for each task performed.
42	06/06/11	1.0	\$1,025.00	Entry is block-billed. Please assign a separate time component for each task performed.
43	06/13/11	1.0	\$1,025.00	Entry is block-billed. Please assign a separate time component for each task performed.
44	06/16/11	1.0	\$1,025.00	Entry is block-billed. Please assign a separate time component for each task performed.
45	06/08/11	0.5	\$512.50	Calls and correspondence...; entry is block-billed. Please assign a separate time component for each task billed
46	05/07/11	1.0	\$1,025.00	Entry is block-billed. Please assign a separate time component for each task performed.
47	05/18/11	2.5	\$2,562.50	Entry is block-billed. Please assign a separate time component for each task performed.
48	04/12/11	2.0	\$2,050.00	Entry is block-billed. Please assign a separate time component for each task performed.
49	05/13/11	1.5	\$1,537.50	Entry is block-billed. Please assign a separate time component for each task performed.
50	05/16/11	2.5	\$2,562.50	Entry is block-billed. Please assign a separate time component for each task performed.
51	05/17/11	0.2	\$153.75	Entry is block-billed. Please assign a separate time component for each task performed.
52	05/19/11	2.5	\$2,562.50	Entry is block-billed. Please assign a separate time component for each task performed.



Item Number	Date	Hours	Total Amount Billed	Description
53	05/20/11	2.0	\$2,050.00	Entry is block-billed. Please assign a separate time component for each task performed.
54	05/23/11	3.5	\$3,587.50	Entry is block-billed. Please assign a separate time component for each task performed.
55	05/24/11	3.5	\$3,587.50	Entry is block-billed. Please assign a separate time component for each task performed.
56	04/13/11	4.0	\$4,100.00	Entry is block-billed. Please assign a separate time component for each task performed.

Total Hours Block Billed: 97.75

Total at Hourly Rate (\$1025/hr): \$100,193.75

**T. Olano**

1	05/04/11	5.0	\$3,000.00	Entry is block-billed. Please assign a separate time component for each task performed.
2	05/06/11	3.5	\$2,100.00	Entry is block-billed. Please assign a separate time component for each task performed.
3	05/10/11	5.0	\$3,000.00	Entry is block-billed. Please assign a separate time component for each task performed.
4	05/11/11	0.8	\$480.00	Conference calls...; entry is vague and block-billed. Please assign a separate time component for each task billed
5	05/13/11	1.0	\$600.00	Entry is block-billed. Please assign a separate time component for each task performed.
6	05/18/11	2.0	\$1,200.00	Attention to calls and...; entry is vague and block-billed. Please assign a separate time component for each task billed
7	05/19/11	2.0	\$1,200.00	Attention to calls and...; entry is vague and block-billed. Please assign a separate time component for each task billed
8	05/20/11	2.5	\$1,500.00	Entry is block-billed. Please assign a separate time component for each task performed.
9	06/14/11	3.5	\$2,100.00	Entry is block-billed. Please assign a separate time component for each task performed.
10	06/16/11	1.0	\$600.00	Closing matters...; entry is vague and block-billed. Please assign a separate time component for each task billed

Total Hours Block Billed: 26.3

Total at Hourly Rate (\$600/hr): \$15,780.00

<b>All Professionals:</b>	<b>3659.6</b>	<b>\$2,914,892.10</b>	<b>Proposed reduction of 3%</b>	<b>\$87,446.76</b>
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Item Number	Date	Hours	Total Amount Billed	Description
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3%: \$87,446.76

## Milbank Rate Increase Percentages

2nd Interim Period (2009-2010) &amp; 5th Interim Period (2010-2011)

	<u>2nd Interim (2010)</u> <u>Period Increase</u>	<u>5th Interim (2011)</u> <u>Period Increase</u>	<u>Total Increase</u> <u>2010 &amp; 2011</u>
P. Aronzon	5.53%	4.29%	9.81%
K. Baronsky	5.53%	4.29%	9.81%
L. Dakin-Grimm	3.02%		3.02%
M. Hirschfeld	3.02%		3.02%
A. Kaye		7.89%	7.89%
T. Kreller	5.56%	7.89%	13.45%
P. Benudiz	2.70%	7.89%	10.60%
J. Marks	2.70%		2.70%
M. Scarsi	2.70%	7.89%	10.60%
N. Wertlieb	2.70%		2.70%
D. Ruosch	2.78%	5.41%	8.18%
D. Lamb	2.78%	5.41%	8.18%
A. Pisa	2.86%		2.86%
B. Goldblatt	6.06%	8.57%	14.63%
B Gardner		5.75%	5.75%
G. Evans	0.00%		0.00%
S. Friedman	3.03%		3.03%
D. Perry	6.45%	9.09%	15.54%
L. Karlov		6.90%	6.90%
R. Kestenbaum	6.45%	9.09%	15.54%
B. Tyson	6.45%		6.45%
D. Isenberg	3.36%	6.49%	9.85%
R. Shenfeld	1.46%	2.88%	4.34%
D. Levine	6.92%	2.88%	9.80%
A. Moses	6.92%	14.39%	21.31%
F. Neufeld	1.46%	2.88%	4.34%
J. Pascale	6.92%		6.92%
S. Szanzer	6.92%		6.92%
B. Stern		2.88%	2.88%
J. Britton	6.92%	2.88%	9.80%
C. Holm	6.92%		6.92%
V. Cinco	6.92%		6.92%
S. Sklar		8.33%	8.33%
J. Whooley	8.33%		8.33%
A. Schlesinger	8.33%	2.88%	11.21%
G. Weaver	8.70%	8.00%	16.70%
M. Ruiz		8.33%	8.33%
H. Rao		8.70%	8.70%
J. Garule		14.29%	14.29%
A. Everett		14.29%	14.29%
J. Fish		22.22%	22.22%
F. Martinez		22.22%	22.22%
J. Gibbs		2.00%	2.00%
C. Sheehan		5.66%	5.66%
K. Strosser		1.82%	1.82%
C. Teevan		1.82%	1.82%

R. Hooks		1.82%	1.82%
B. Harris		5.41%	5.41%
P. Torres	8.70%	8.00%	16.70%
C. Bloom	8.70%	8.00%	16.70%
A. Bloom	8.70%	8.00%	16.70%
M. Santanello	9.09%		9.09%
M. Clark	9.09%	8.33%	17.42%
A. Imoisili	9.09%		9.09%
G. Lim	9.09%	8.33%	17.42%
B. Mertens	11.65%	8.70%	20.35%
K. Ma	11.65%		11.65%
H. Moore	11.65%		11.65%
A. Bagley	19.32%	14.29%	33.60%
J. Cole	19.32%		19.32%
R. Enriquez	19.32%		19.32%
C. Hawks	19.32%		19.32%
D. Young	19.32%		19.32%
I. Saenam	19.32%		19.32%
T. Olano	19.32%		19.32%
A. Chen	19.32%		19.32%
D. Brown	5.88%	22.22%	28.10%
M. Goulding	5.88%	22.22%	28.10%
E. Lee	5.88%		5.88%
K. Rhodes	5.88%		5.88%
J. Walder	5.88%		5.88%
B. Loper	7.27%		7.27%
T. Everett	6.25%		6.25%
K. Heinsberg	2.04%		2.04%
P. Butters	0.00%		0.00%

Average Annual  
Increase

4.91%  
4.91%  
3.02%  
3.02%  
7.89%  
6.73%  
5.30%  
2.70%  
5.30%  
2.70%  
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7.27%  
6.25%  
2.04%  
0.00%

Milbank Master Fee Increase Worksheet  
All Interim Periods

<u>Interim Period</u>	<u>Second</u>	<u>Third</u>
Default Rate:	3.00%	3.00%
Average Increase Percent (New Rate):	7.71%	8.47%
Average Increase Percent (Blended):	6.80%	8.31%
Total Billing - Old Rate:	\$5,949,460.25	\$7,457,270.00
Total Billing - New (Blended) Rate:	\$6,275,334.25	\$7,967,781.50
Difference Old v. New (Blended) Rate:	\$325,874.00	\$510,511.50
Total Billing - Default Rate:	\$6,127,944.06	\$7,680,988.10
Difference New (Blended) v. Default Rate:	\$147,390.19	\$286,793.40

Notes:

1. Stub Period Total Billing - New Rate does not include Summer Associate billing of \$24,132.00

<u>Fourth</u>	<u>Fifth</u>	<u>Stub</u>	<u>Totals</u>
3.00%	3.00%	3.00%	
7.87%	8.22%	8.36%	
7.87%	6.93%	8.36%	
\$5,494,536.75	\$4,867,199.75	\$6,500,107.50	
\$5,885,672.50	\$5,197,251.00	\$7,092,784.75	
\$391,135.75	\$330,051.25	\$592,677.25	<b>\$2,150,249.75</b>
\$5,658,761.53	\$5,006,245.59	\$6,694,752.75	
\$226,910.97	\$191,005.41	\$398,032.00	<b>\$1,250,131.98</b>

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EXHIBIT M—OPPENHEIMER – GVR REVIEWS

MEMORANDUM

To: Nancy Rapoport  
From: Eric Hieber  
Date: August 5, 2011  
Re: Green Valley Ranch; Analysis of Oppenheimer & Co. Inc.'s First and Final Application for Compensation for the period of April 12, 2011 through July 12, 2011

**I. THE COURT'S AUTHORIZATION OF OPPENHEIMER GROUP SECURITIES, LLC**

Effective as of **May 25, 2011**, the Court authorized Green Valley Ranch Gaming LLC ("GVR") to retain and employ **Oppenheimer & Co. Inc** ("Oppenheimer") as a financial advisor and investment banker. The Court authorized the employment of Oppenheimer pursuant to Bankruptcy Code **Section 328(a)**, Bankruptcy Rule 2016, and Local Rule 2016 [**Docket No. 3267**].

Oppenheimer worked jointly with Sea Port Group Securities, LLC ("Sea Port") as co-financial advisors and investment bankers to GVR with respect to the Restructuring Plan. Oppenheimer's compensation includes: (1) an installment of \$50,000 for services rendered during April 15, 2011 through April 30, 2011, (2) a monthly financial advisory fee of \$100,000 per month; and (3) a single transaction fee of \$1,000,000 contingent upon the consummation of a Restructuration. Although Oppenheimer worked on a flat fee basis, the Court requested Oppenheimer and its professionals to maintain time records for services rendered, in half-hour increments.

**II. OPPENHEIMER'S FIRST AND FINAL APPLICATION FOR COMPENSATION FOR THE PERIOD OF APRIL 12, 2011 THROUGH JULY 12, 2011**

On July 11, 2011, Oppenheimer filed its **First and Final Application** for the period of **April 12, 2011 through July 12, 2011** ("Final Application"). In its Final Application, Oppenheimer requests compensation as follows:

THIS REQUEST:	\$ 1,050,000.00 Professional Fees
	+ \$ 5,765.90 Expenses Incurred
	+ \$ 3,250.00 Estimated Expenses
	<u>\$ 1,059,015.90 TOTAL</u>

Oppenheimer correctly requests a flat fee of \$50,000 for its work from April 15, 2011 through April 30, 2011. Additionally, Oppenheimer is entitled to the \$1,000,000 Restructuring Transaction Fee because of the confirmation of the Plan. In total, Oppenheimer requests \$1,050,000 for services rendered during this period. Oppenheimer provided written time records detailing its services rendered in half hour increments, pursuant to the Court's Order. These records appear detailed and reasonable.

Oppenheimer's employment also provides for reimbursement of reasonable and documented travel, and other reasonable out-of-pocket expenses incurred. Additionally, Oppenheimer is entitled to reimbursement of reasonable and documented legal fees. This memo addresses the reasonableness of Oppenheimer's expenses incurred during its Final Application period.

#### A. BREAKDOWN OF EXPENSES

In its Final Application, Oppenheimer requests reimbursement for **\$5,765.90** in expenses incurred. Oppenheimer requests \$1,236.15 for travel expenses, \$4,529.75 for legal expenses, and \$3,250.00 for estimated expenses for its application. Oppenheimer detailed its expenses incurred during this period as follows:

##### TRAVEL EXPENSES

Employee	Category	Amount	Date
Michael Richards	Travel - Airfare	\$100.00	4/13/2011
Michael Richards	Travel - Taxi	\$20.00	4/13/2011
Michael Richards	Travel - Taxi	\$9.00	4/13/2011
Michael Richards	Travel - Parking	\$35.00	4/13/2011
Michael Richards	Travel - Airfare	\$93.00	4/14/2011
Michael Richards	Travel - Hotel	\$31.00	4/14/2011
Jonathan Brownstein	Travel - Airfare	\$779.90	5/24/2011
Jonathan Brownstein	Travel - Hotel	\$48.20	5/24/2011
Jonathan Brownstein	Travel - Meals	\$24.77	5/24/2011
Jonathan Brownstein	Travel - Taxi	\$29.65	5/24/2011
Jonathan Brownstein	Travel - Taxi	\$65.63	5/24/2011
		<u><b>\$1,236.15</b></u>	

Oppenheimer paid travel, lodging, and meal expenses for its two professionals, Mr. Richards and Mr. Brownstein, during its work on the GVR deal. **In general, Oppenheimer should explain whether it was possible to minimize expenses by only having one professional travel.**

#### 1. AIRFARE

Oppenheimer's expenses for airfare appear mostly reasonable. However, Oppenheimer's airfare charge on April 24, 2011 appears excessive:

ITEM NUMBER	DATE OF BILLING ENTRY	EXPENSE	PROFESSIONAL	AMOUNT	ITEMS TO ADDRESS
1	4/24/2011	AIRFARE	BROWNSTEIN	\$779.90	Please explain excessive airfare charge.

#### 2. LODGING

Oppenheimer's hotel charges during this period appear reasonable.

#### 3. MEALS

Oppenheimer only requests reimbursement of \$24.77 for Mr. Brownstein's meal on May

Nancy Rapoport 8/8/11 4:30 PM

**Comment [1]:** Jonathan, the way that we've been doing the fee reviews is that I highlight (or put in a call-out like this box) questions that we have. You can safely ignore anything that isn't highlighted or in a call-out. I would like to get a feel for the airfare charge. Thanks.

24, 2011. Oppenheimer's meal charges during this period appear reasonable.

**4. TAXI**

Oppenheimer's taxi and rental car charges during this period appear mostly reasonable. However, Oppenheimer should explain the excessive taxi charge on May 24, 2011, as shown below:

ITEM NUMBER	DATE OF BILLING ENTRY	EXPENSE	PROFESSIONAL	AMOUNT	ITEMS TO ADDRESS
2	5/24/11	TAXI	BROWNSTEIN	65.63	Please explain excessive taxi charge.

**5. MILEAGE**

Oppenheimer does not request reimbursement for mileage during this period.

**6. PARKING**

Oppenheimer's parking charges during this period appear reasonable.

**7. LEGAL**

Oppenheimer requests reimbursement for \$4,529.75 in legal fees during this period. This charge appears reasonable. However, Oppenheimer does not provide a description of the services rendered by Gordon Silver. Oppenheimer needs to provide a detailed description of the services rendered by Gordon Silver to analyze the reasonableness of this charge.

## MEMORANDUM

To: Nancy Rapoport  
 From: Eric Hieber  
 Date: August 5, 2011  
 Re: Green Valley Ranch; Analysis of Oppenheimer & Co. Inc.'s First and Final Application for Compensation for the period of April 12, 2011 through July 12, 2011

**I. THE COURT'S AUTHORIZATION OF OPPENHEIMER GROUP SECURITIES, LLC**

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Jonathan Brownstein	Travel - Taxi	\$29.65	5/24/2011
Jonathan Brownstein	Travel - Taxi	\$65.63	5/24/2011
		<u><b>\$1,236.15</b></u>	

Oppenheimer paid travel, lodging, and meal expenses for its two professionals, Mr. Richards and Mr. Brownstein, during its work on the GVR deal. **In general, Oppenheimer should explain whether it was possible to minimize expenses by only having one professional travel.**

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Oppenheimer only requests reimbursement of \$24.77 for Mr. Brownstein's meal on May

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ITEM NUMBER	DATE OF BILLING ENTRY	EXPENSE	PROFESSIONAL	AMOUNT	ITEMS TO ADDRESS
2	5/24/11	TAXI	BROWNSTEIN	65.63	Please explain excessive taxi charge.

**5. MILEAGE**

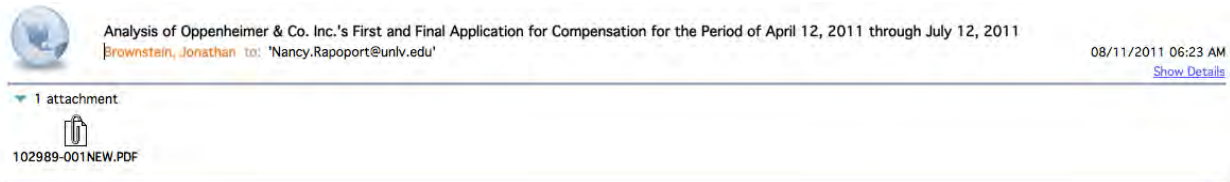
Oppenheimer does not request reimbursement for mileage during this period.

**6. PARKING**

Oppenheimer's parking charges during this period appear reasonable.

**7. LEGAL**

Oppenheimer requests reimbursement for \$4,529.75 in legal fees during this period. This charge appears reasonable. However, Oppenheimer does not provide a description of the services rendered by Gordon Silver. Oppenheimer needs to provide a detailed description of the services rendered by Gordon Silver to analyze the reasonableness of this charge.



Dear Ms. Rapoport,

Thank you for providing Oppenheimer & Co. Inc. ("Oppenheimer") with a copy of your Memorandum re: Green Valley Ranch; Analysis of Oppenheimer & Co. Inc.'s First and Final Application for Compensation for the Period of April 12, 2011 through July 12, 2011 (the "Memorandum"). Set out below are explanations for the various expense related questions that were highlighted in the Memorandum as well as some additional clarifications:

Section I:

1 – Please note Oppenheimer's name is inaccurate in the title of this section – "Oppenheimer Group Securities, LLC" should be "Oppenheimer & Co. Inc."

2 – In paragraph 2 of Section I, the description of Oppenheimer's fee arrangement is inaccurate as clause (2) referencing an ongoing fee of \$100,000 is inapplicable. Clauses (1) and (3) are the only fees payable to Oppenheimer under the engagement letter and approved by the Court, and thus, clause (2) should be struck and clause (3) should become clause (2).

Section II:

1 – Paragraph A: The highlighted language below the table detailing Oppenheimer's travel expenses asks whether it was possible to minimize expenses by having only one professional travel. It should be noted that only one Oppenheimer employee travelled at any time to work on GVR. As shown in the table, Michael Richards' expenses were incurred for travel on April 13 – 14, 2011 in connection with the first day hearings and Jonathan Brownstein's expenses were incurred for travel for the May 25, 2011 hearing.

2 – Paragraph A1 – Airfare: there is a question regarding the cost of Oppenheimer's airfare for travel on April 24, 2011. Please note the date should read May 25, 2011 (correctly shown in the Travel Expense table appearing above in the Memorandum). Also, the airfare requested to be reimbursed represents 50% of the total fare for a round-trip coach ticket from New York to



Reno, as Oppenheimer travelled to attend both the GVR and Aliante hearings and thus allocated half the cost to each. As to the amount of the fare, it is a coach fare and it is Oppenheimer's policy to search out the lowest airfare available for travel given availability and timetables before booking a flight. In addition, New York to Reno is a difficult trip with no direct flights. Oppenheimer believes that the fare incurred represents the lowest coach fare that was available at the time of booking.

3 – Paragraph A7 – Legal: A description of the services rendered and fees charged by Gordon Silver are attached.

Please let me know if there are any further questions or areas requiring clarification.

Jonathan Brownstein

Managing Director

Oppenheimer & Co. Inc.

300 Madison Avenue

New York, NY 10017

Tel. (212) 885-4592

EXHIBIT N—QUINN EMANUEL REVIEWS

## MEMORANDUM

To: Nancy Rapoport  
 From: Lia Allen  
 Date: July 24, 2011  
 Re: Quinn Emanuel Urquhart Oliver & Hedges ("QE")  
 First Interim Application - August 2009 through November 30, 2009 ("First Interim Fee Application")

**I. ORDER AUTHORIZING THE EMPLOYMENT OF QE AS CONFLICTS COUNSEL EFFECTIVE AS OF AUGUST 20, 2009 [DKT. 468]**

QE is the conflicts counsel for the Official Committee of Unsecured Creditors (the "Committee"), retained by the Committee to represent it "in connection with matters arising in connection with the Chapter 11 Cases where conflicts prevent Fried Frank from representing the [Committee]..." QE is to render the following services:

- a. assist the [Committee] on matters involving any and all entities as to which Fried Frank has an actual or potential conflict of interest;
- b. assist the [Committee]'s investigation of the acts, conduct, assets, liabilities, intercompany relationships and claims and financial condition of the Debtors, the existence of estate causes of action and the operation of their businesses to the extent that Fried Frank is conflicted from conducting the investigation;
- c. investigate the transactions, acts, and conduct relating to those certain transactions executed in or about November 2007 (and thereafter) pursuant to which SCI became a privately-held company; and
- d. perform such other legal services as requested or directed by the [Committee] to the extent not duplicative of Fried Frank

**II. THE FIRST INTERIM FEE APPLICATION [DKT. 844]**

The First Interim Fee Application requests payment for the following:

<b>Period</b>	<b>Fees</b>	<b>Expenses</b>
August 2009	\$ 22,049.00	\$ 171.49
September 2009	\$150,214.00	\$ 2,928.37
October 2009	\$169,989.50	\$11,076.30
November 2009	\$311,701.00	\$ 7,990.58
<b>TOTAL</b>	<b>\$653,953.50</b>	<b>\$22,166.74</b>

QE filed a Notice of Correction [Dkt. #993] to the First Interim Fee Application to correct the total hours spent by QE professionals during the First Interim Fee Application period (August 20, 2009 through November 30, 2009).

The First Interim Fee Application was approved in full pursuant to an order entered on March 15, 2010 [Dkt. #1100].

**B. Preparation of QE's Employment Application**

QE billed the following number of hours and fees for preparation of its employment application [Dkt. #280]:

1. August 2009

Total Hours: 18.20 hours  
Total Fees: \$8,013.00  
% of Fees: 36.3%

a. Professionals performing work:

Attorney	Rate	Hours	Fees
OMU (Associate)	\$390	15.70	\$6,123.00
EDW (Partner)	740	2.00	1,480.00
BV (Partner)	820	0.50	410.00

2. September 2009

Total Hours: 6.50 hours  
Total Fees: \$3,306.00  
% of Fees: 2%

a. Professionals performing work:

Attorney	Rate	Hours	Fees
OMU (Associate)	\$420 <sup>1</sup>	3.70	\$1,554.00
EDW (Partner)	740	1.80	1,332.00
KS (Associate)	420 <sup>2</sup>	1.00	420.00

In total, QE professionals spent 24.70 hours totaling \$11,319.00 in fees for preparation of its employment application. The bulk of the preparation time was spent by a lower-billing QE professional.

<sup>1</sup> This rate represents an increase in this professional's billing rate from August's billing rate of \$390. The

<sup>2</sup> This rate represents an increase in this professional's billing rate from August's billing rate of \$390. The First Interim Fee Application indicates that the rate change was due to the Associate's advancement from a first year to a second year Associate.

**C. Conflicts Check**

QE professionals spent the following amount of hours and billed the following fees for performance of its conflicts check:

1. August 2009
 

Total Hours:	9.60 hours
Total Fees:	\$3,744.00
% of Fees:	17%

  - a. Professionals performing work:
 

<u>Attorney</u>	<u>Rate</u>	<u>Hours</u>	<u>Fees</u>
OMU (Associate)	\$390	9.60	\$3,744.00
  
2. September 2009
 

Total Hours:	0.40 hours
Total Fees:	\$168.00
% of Fees:	0%

  - a. Professionals performing work:
 

<u>Attorney</u>	<u>Rate</u>	<u>Hours</u>	<u>Fees</u>
OMU (Associate)	\$420 <sup>3</sup>	0.40	\$168.00

In total, QE professionals spent 10.00 hours totaling \$3,912.00 in fees for conducting its conflicts checks. The total time was spent by a lower-billing QE professional and appears to be a reasonable amount.

**D. Project Billing**

From August 2009 through November 30, 2009, QE used various project categories for its time records. The bulk of QE's work was performed within the following categories with the following total hours and fees within each category:

<u>Project Category</u>	<u>Total Hours</u>	<u>Total Fees</u>
Litigation/Potential Litigation	1055.50	\$479,839.50
Liens and Set-Off	89.60	50,335.00
Retention of Professionals	57.30	28,007.00

<sup>3</sup> This rate represents an increase in this professional's billing rate from August's billing rate of \$390.

QE appeared to have leveraged the majority of its work to its Associates with lower billing rates within each of the 3 major project billing categories:

1. **Litigation/Potential Litigation**

Professional	Title	Billing Rate	Hours	Fees
JMZ	Associate	520	296.7	\$ 154,350.00
EDW	Partner	740	145.7	\$ 107,818.00
KS	Law Clerk	420 / 390	136.7	\$ 57,216.00
CBD	Law Clerk	275	166.5	\$ 45,787.50
MK2	Paralegal	250	104.6	\$ 26,150.00
KJM	Associate	550	47.2	\$ 25,960.00
ET	Partner	685	34.1	\$ 23,358.50
MER	Law Clerk	275	59.7	\$ 16,417.50
RMX	Associate	420	37.7	\$ 15,834.00
RV2	Litigation Support Technician	150	21.1	\$ 3,165.00
SK2	Partner	860	3.5	\$ 3,010.00
JLB	Law Clerk	310	1.7	\$ 527.00
BV	Partner	820	0.3	\$ 246.00
		<b>TOTAL</b>	<b>1055.5</b>	<b>\$ 479,839.50</b>

2. **Liens and Set-Off**

Professional	Title	Billing Rate	Hours	Fees
KJM	Associate	550	83.7	\$ 46,035.00
EDW	Partner	740	5.6	\$ 4,144.00
JMZ	Associate	520	0.3	\$ 156.00
		<b>TOTAL</b>	<b>89.6</b>	<b>\$ 50,335.00</b>

3. **Retention of Professionals**

Professional	Title	Billing Rate	Hours	Fees
OMU	Associate	420 / 390	29.4	\$ 11,589.00
JMZ	Associate	520	19.4	\$ 10,088.00
EDW	Partner	740	8	\$ 5,920.00
BV	Partner	820	0.5	\$ 410.00
		<b>TOTAL</b>	<b>57.3</b>	<b>\$ 28,007.00</b>

**E. CONCERNS / ISSUES WITH FEES**

1. Block billing: I have compiled all block-billing entries and separated by individual personnel, with each line-item entry detailing total hours billed and associated billing amount. This accounting is included as **Attachment 1**.

2. Secretarial Overhead: I have compiled all time entries with descriptions that include secretarial tasks such as filing, downloading pleadings and emailing pleadings, reviewing court docket, calendaring deadlines, printing out documents, updating computer network with pleadings and documents, obtaining hearing transcripts, filling out forms, copying data on discs, and the like. This accounting is included as **Attachment 2**.

3. Travel/Vague Entries: I have compiled any additional time entries that were either vague, were billed at a higher-billing rate, or which I needed more information on. This accounting is included as **Attachment 3**.

Nancy Rapoport 7/31/11 12:29 PM

**Comment [1]:** Eric, we've been recommending a 3% reduction in block-billed fees. That would total \$1,666.44. Any problem in adjusting your bill downward by that amount?

Nancy Rapoport 7/31/11 12:49 PM

**Comment [2]:** Eric, I went through the list and have recommended reductions of \$5,118.13.

**F. EXPENSES**

QE's First Interim Fee Application seeks total expenses in the following expense categories:

EXPENSE	TOTAL
Air Travel	\$1,581.00
Document Management	\$7,750.33
Document Reproduction/Printing	\$3,557.70
Electronic Research	\$8,329.30
Express Mail and Postage	\$196.47
Hotel	\$154.32
Meals	\$20.60
Off-site Document Services	\$173.54
Other	\$37.80
Parking	\$30.00
Professional Services	\$249.84
Taxi	\$52.00
Telephone	\$33.24

All expenses appeared to be reasonable.

**III. Did the professional "write down" any time (cut the bill) or expenses?**

No.

## MEMORANDUM

To: Nancy Rapoport  
 From: Lia Allen  
 Date: July 24, 2011  
 Re: Quinn Emanuel Urquhart Oliver & Hedges ("QE")  
 Second Interim Application - December 1, 2009 through March 31, 2010  
 ("Second Interim Fee Application")

**I. ORDER AUTHORIZING THE EMPLOYMENT OF QE AS CONFLICTS COUNSEL EFFECTIVE AS OF AUGUST 20, 2009 [DKT. 468]**

QE is the conflicts counsel for the Official Committee of Unsecured Creditors (the "Committee"), retained by the Committee to represent it "in connection with matters arising in connection with the Chapter 11 Cases where conflicts prevent Fried Frank from representing the [Committee]..." QE is to render the following services:

- a. assist the [Committee] on matters involving any and all entities as to which Fried Frank has an actual or potential conflict of interest;
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- c. investigate the transactions, acts, and conduct relating to those certain transactions executed in or about November 2007 (and thereafter) pursuant to which SCI became a privately-held company; and
- d. perform such other legal services as requested or directed by the [Committee] to the extent not duplicative of Fried Frank

**II. THE SECOND INTERIM FEE APPLICATION [DKT. 1457]**

The Second Interim Fee Application requests payment for the following:

<b>Period</b>	<b>Fees</b>	<b>Expenses</b>
December 2009	\$353,059.50	\$10,104.23
January 2010	\$405,392.00	\$18,153.82
February 2010	\$ 47,356.00	\$ 8,378.94
March 2010	\$ 93,893.00	\$ 2,308.80
<b>TOTAL</b>	<b>\$899,700.50</b>	<b>\$38,945.79</b>

The Second Interim Fee Application was approved in full pursuant to an order entered on August 19, 2010 [Dkt. #1971].



**B. Preparation of QE's Employment Application**

n/a

**C. Conflicts Check**

n/a

**D. Project Billing**

From December 1, 2009 through March 31, 2010, QE used various project categories for its time records. The bulk of QE's work was performed within the following categories with the following total hours and fees within each category:

Project Category	Total Hours	Total Fees
Litigation/Potential Litigation	1254.30	\$679,896.00
Executory Contracts & Unexpired Leases	130.50	62,107.00
Court Hearings	56.90	37,837.00

QE appeared to have leveraged the bulk of its work to its Associates with lower billing rates within each of the 3 major project billing categories:

**1. Litigation/Potential Litigation**

Professional	Title	Billing Rate	Hours	Fees
JMZ	Associate	\$ 520.00	417.50	\$ 217,100.00
EDW	Partner	\$ 740.00	221.40	\$ 163,836.00
SK2	Partner	\$ 860.00	86.00	\$ 73,960.00
BF1	Associate	\$ 550.00	107.70	\$ 59,235.00
KS	Law Clerk	420 / 390	119.20	\$ 50,064.00
MER	Law Clerk	\$ 275.00	72.70	\$ 28,353.00
RMX	Associate	\$ 420.00	60.10	\$ 25,242.00
MK2	Paralegal	\$ 250.00	78.30	\$ 19,575.00
CB2	Associate	\$ 450.00	26.00	\$ 11,700.00
LM	Associate	\$ 520.00	20.90	\$ 10,868.00
KJM	Associate	\$ 550.00	17.20	\$ 9,460.00
HL1	Paralegal	\$ 250.00	13.90	\$ 3,475.00
ET	Partner	\$ 685.00	5.00	\$ 3,425.00
RAO	Partner	\$ 755.00	3.00	\$ 2,265.00
CBD	Law Clerk	\$ 275.00	2.20	\$ 858.00
RV2	Litigation Support Technician	\$ 150.00	3.20	\$ 480.00
		<b>TOTAL</b>	<b>1254.30</b>	<b>\$ 679,896.00</b>

2. Executory Contracts & Unexpired Leases

Professional	Title	Billing Rate	Hours	Fees
KS	Law Clerk	420 / 390	54.9	\$ 23,058.00
EDW	Partner	\$ 740.00	22.5	\$ 16,650.00
JMZ	Associate	\$ 520.00	12.2	\$ 6,344.00
RMX	Associate	\$ 420.00	12.7	\$ 5,334.00
MK2	Paralegal	\$ 250.00	17.6	\$ 4,400.00
SK2	Partner	\$ 860.00	3.9	\$ 3,354.00
MER	Law Clerk	\$ 275.00	5.5	\$ 2,145.00
ET	Partner	\$ 685.00	1.2	\$ 822.00
		<b>TOTAL</b>	<b>130.50</b>	<b>\$ 62,107.00</b>

3. Court Hearings

Professional	Title	Billing Rate	Hours	Fees
JMZ	Associate	\$ 520.00	19.6	\$ 10,192.00
EDW	Partner	\$ 740.00	18.6	\$ 13,764.00
SK2	Partner	\$ 860.00	11.6	\$ 9,976.00
BF1	Associate	\$ 550.00	7.1	\$ 3,905.00
		<b>TOTAL</b>	<b>56.90</b>	<b>\$ 37,837.00</b>

E. **CONCERNS / ISSUES WITH FEES**

1. Block billing: I have compiled all block-billing entries and separated by individual personnel, with each line-item entry detailing total hours billed and associated billing amount. This accounting is included as Attachment 1.

Nancy Rapoport 7/31/11 12:58 PM

**Comment [1]:** Eric, I'm recommending a 3% reduction, which would be \$2,801.69. Any problems w/that?

2. Secretarial Overhead: I have compiled all time entries with descriptions that include secretarial tasks such as filing, downloading pleadings and emailing pleadings, reviewing court docket, calendaring deadlines, printing out documents, updating computer network with pleadings and documents, obtaining hearing transcripts, filling out forms, copying data on discs, and the like. This accounting is included as Attachment 2. Pursuant to the Guidelines, secretarial/clerical services are non-reimbursable.

Nancy Rapoport 7/31/11 1:08 PM

**Comment [2]:** Eric, I'm recommending a reduction of \$11,128.75. Any questions/problems?

3. Travel Entries:

a. 2 QE Partners and 2 QE Associates attended the January 25, 2010 Omnibus hearing for a cost to the estate of **\$22,993** (attendance only, not including expenses). **Were 4 professionals needed at this hearing?**

b. I am unsure on these time entries if travel is being billed at 1/2 time.

Nancy Rapoport 7/31/11 1:09 PM

**Comment [3]:** Eric, we're ok on this. No need to supplement w/add'l information.

Professional	Date	Invoice #	Page	Hours	Total Amount Billed	Description	Time Entry Description
EDW	12/10/2009	1150778	4	1.5	\$1,110.00	Is TRAVEL billed at 1/2 time?	Travel to Reno for 12/11 hearings
EDW	12/11/2009	1150778	5	2	\$1,480.00	Is TRAVEL billed at 1/2 time?	Travel to Los Angeles re 12/11 hearings
EDW	12/3/2009	1150778	2	3	\$2,220.00	Is TRAVEL billed at 1/2 time?	
EDW	1/24/2010	1152004	23	1	\$740.00	Is TRAVEL billed at 1/2 time?	Travel to Reno regarding 1/25 hearings
EDW	1/26/2010	1152004	23	1	\$740.00	Is TRAVEL billed at 1/2 time?	Travel Reno to LAX

**F. EXPENSES**

QE's Second Interim Fee Application sought reimbursement for the following expenses each month:

**1. December 2009**

Postage	\$0.88
Telephone	\$136.45
Express Mail	\$483.61
Hotel	\$94.04
Meals	\$77.80
Professional Services	\$97.68
Air Travel	\$2,169.80
Miscellaneous	\$451.78
Off-site Document Services	\$279.71
Online Research	\$2,232.81
Scans	\$10.80
Photocopying	\$753.90
Printing	\$1,911.80
Color Printing	\$51.30
Litigation Support/Document Management	
Digital Prints	\$790.79
OCR (per page)	\$311.08
Hosting per GB	\$250.00
<b>TOTAL</b>	<b>\$10,104.23</b>

a. The "miscellaneous" expense category totaling **\$451.78** includes two reimbursement requests for office supplies, which are non-reimbursable overhead:

12/31/09	Miscellaneous - Office Depot - 11/09/09 SUPPLIES FOR LAO	21.94
12/31/09	Miscellaneous - OFFICE DEPOT - 11/4/09 SUPPLIES FOR LAO	429.84

b. An air travel request for Eric Winston on 11/09/09 requests reimbursement of **\$711.20** for airfare from Los Angeles to Reno, To Los Angeles, to Miami FL, to Los Angeles. The additional flight segment to Miami, Florida has no corresponding time record entry (Stations-related?). The \$711.20 charge exceeds QE's normal air travel reimbursement requests for flights from Los Angeles to Reno.

c. The "professional services" expense category totaling **\$97.68** states the expense is for TRIALGRAPHIX, INC. - LICENSING FEES - 11/24/09. I am unsure what this expense is for and am unable to determine if this is a reimbursable expense.

Nancy Rapoport 7/31/11 1:09 PM

**Comment [4]:** Recommending a reduction of \$451.78.

d. The “color printing” expense category totals **\$51.30**. Was this a necessary expense?

e. The “Hosting per GB” expense category totals **\$250.00**. This appears to be an expense for data storage, which is overhead, a non-reimbursable expense.

Nancy Rapoport 7/31/11 1:10 PM

**Comment [5]:** Eric, is this cost allocated just to Station Casinos?

## 2. January 2010

Postage	\$623.19
Attorney Service	\$267.50
Hotel	\$178.95
Client Meals	\$9.03
Professional Services	\$707.51
Air Travel	\$888.00
Miscellaneous	\$23.27
Off-site Document Services	\$154.88
Online Research	\$10,591.08
Scans	\$100.00
Photocopying	\$1,435.50
Printing	\$2,438.80
Color Printing	\$51.30
Litigation Support/Document Management	
Digital Prints	\$424.29
OCR (per page)	\$1.52
Media Create/Dup (per unit)	\$9.00
Hosting per GB	\$250.00
<b>TOTAL</b>	<b>\$18,153.82</b>

a. The “miscellaneous” expense category totaling **\$23.27** is a reimbursement request for office supplies, which are non-reimbursable overhead:

1/22/10 Miscellaneous - Office Depot - 12/02/09 SUPPLIES FOR LAO 23.27

b. The “color printing” expense category totals **\$51.30**. Was this a necessary expense?

c. The “professional services” expense category totaling \$707.51 includes reimbursement for the following expenses:

1/31/10 TRIALGRAPHIX, INC. - LICENSING FEES - 12/24/09 **\$390.71**

Nancy Rapoport 7/31/11 1:10 PM

**Comment [6]:** Recommending a reduction of \$23.27.

I am unsure what this expense is for and am unable to determine if this is a reimbursable expense.

d. The “Hosting per GB” expense category totals **\$250.00**. This appears to be an expense for data storage, which is overhead, a non-reimbursable expense.

Nancy Rapoport 7/31/11 1:11 PM

**Comment [7]:** Same question as above.

### 3. FEBRUARY 2010

Postage	\$0.98
Telephone	\$97.60
Meals during Travel	\$485.37
Attorney Service	\$160.50
Express Mail	\$415.26
Local Travel	\$136.49
Hotel	\$693.18
Parking	\$72.51
Client Meals	\$162.75
Professional Services	\$488.39
Taxi	\$52.00
Air Travel	\$196.57
Off-site Document Services	\$1,884.99
Online Research	\$1,649.65
Scans	\$15.40
Photocopying	\$1,350.20
Printing	\$279.10
Litigation Support/Document Management	
Digital Prints	\$238.00
<b>TOTAL</b>	<b>\$8,378.94</b>

a. The following expenses totaling **\$458.90** in the “Meals During Travel” category exceed the reimbursable amount allowed:

02/18/10	Meals during travel - SUSHEEL KIRPALANI - 1/25/10	\$39.80
02/22/10	Meals during travel - ERIC D. WINSTON - 1/24/10	\$200.00
02/22/10	Meals during travel - ERIC D. WINSTON - 1/25/10	\$219.10

Nancy Rapoport 7/31/11 1:11 PM

**Comment [8]:** These two seem high. Any reason for the expenses being that high?

b. The following expenses totaling **\$138.60** in the “Client Meals” category do not indicate the number of diners and therefore exceed the reimbursable amount allowed:

02/22/10	Client meals - ERIC D. WINSTON - 01/19/10	\$63.03
02/22/10	Client meals - ERIC D. WINSTON - 01/18/10	\$75.57

Nancy Rapoport 7/31/11 1:11 PM

**Comment [9]:** Same question. Are these meals for you AND someone else?

c. The following expenses totaling **\$136.49** in the “Local Travel” category, without additional explanation, appear to be excessive:

02/27/10	Local travel - ELITE LIMOUSINE PLUS, INC. -	\$136.49
	01/26/10 BEN FINESTONE	

#### 4. MARCH 2010

Local Travel	\$37.10
Client Meals	\$55.26
Professional Services	\$586.03
Online Research	\$1,049.21
Scans	\$5.70
Photocopying	\$46.20
Printing	\$279.30
Litigation Support/Document Management	
Hosting per GB	\$250.00
<b>TOTAL</b>	<b>\$2,308.80</b>

a. The “professional services” expense category totaling **\$293.03** includes reimbursement for the following expenses:

3/31/10	Professional services - TRIALGRAPHIX, INC.	\$293.03
	- LICENSING FEES - 2/24/10	

b. The “Hosting per GB” expense category totals **\$250.00**. This appears to be an expense for data storage, which is overhead, a non-reimbursable expense.

Nancy Rapoport 7/31/11 1:12 PM

**Comment [10]:** Same questions as above. Thanks.

III. Did the professional “write down” any time (cut the bill) or expenses?

No.

## MEMORANDUM

To: Nancy Rapoport  
 From: Lia Allen  
 Date: July 27, 2011  
 Re: Quinn Emanuel Urquhart Oliver & Hedges ("QE")  
 Third Interim Application - April 1, 2010 through July 31, 2010  
 ("Third Interim Fee Application")

**I. ORDER AUTHORIZING THE EMPLOYMENT OF QE AS CONFLICTS COUNSEL EFFECTIVE AS OF AUGUST 20, 2009 [DKT. 468]**

QE is the conflicts counsel for the Official Committee of Unsecured Creditors (the "Committee"), retained by the Committee to represent it "in connection with matters arising in connection with the Chapter 11 Cases where conflicts prevent Fried Frank from representing the [Committee]..." QE is to render the following services:

- a. assist the [Committee] on matters involving any and all entities as to which Fried Frank has an actual or potential conflict of interest;
- b. assist the [Committee]'s investigation of the acts, conduct, assets, liabilities, intercompany relationships and claims and financial condition of the Debtors, the existence of estate causes of action and the operation of their businesses to the extent that Fried Frank is conflicted from conducting the investigation;
- c. investigate the transactions, acts, and conduct relating to those certain transactions executed in or about November 2007 (and thereafter) pursuant to which SCI became a privately-held company; and
- d. perform such other legal services as requested or directed by the [Committee] to the extent not duplicative of Fried Frank

**II. THE THIRD INTERIM FEE APPLICATION [DKT. 2144]**

The Third Interim Fee Application requests payment for the following:

<b>Period</b>	<b>Fees</b>	<b>Expenses</b>
April 2010	\$294,076.00	\$10,698.08
May 2010	\$312,732.00	\$19,876.25
June 2010	\$ 67,447.00	\$11,774.98
July 2010	\$ 82,048.00	\$ 2,056.33
<b>TOTAL</b>	<b>\$756,303.00</b>	<b>\$44,405.64</b>

The Third Interim Fee Application was approved in full pursuant to an order entered on October 29, 2010 [Dkt. #2244].



**B. Preparation of QE's Employment Application**

n/a

**C. Conflicts Check**

n/a

**D. Project Billing**

From April 1, 2010 through July 31, 2010, QE utilized various project categories for its time records. The bulk of QE's work was performed within the following categories with the following total hours and fees within each category:

Project Category	Total Hours	Total Fees
Debtor Restructuring/Reorganization Plan	845.50	\$474,028.00
Litigation/Potential Litigation	251.10	124,243.00
Court Hearings	62.20	40,880.00

1. Debtor Restructuring/Reorganization Plan

Professional	Title	Billing Rate	Hours	Fees
JMZ	Associate	\$ 520.00	380.90	\$ 198,068.00
EDW	Partner	\$ 740.00	217.30	\$ 160,802.00
RMX	Associate	\$ 420.00	158.10	\$ 66,402.00
KS	Associate	\$ 420.00	52.90	\$ 22,218.00
DKB	Partner	\$ 730.00	12.70	\$ 9,271.00
RLR	Partner	\$ 930.00	4.90	\$ 4,557.00
AHC	Partner	\$ 740.00	5.70	\$ 4,218.00
AB	Partner	\$ 730.00	4.10	\$ 2,993.00
VSR	Associate	\$ 550.00	5.10	\$ 2,805.00
SK2	Partner	\$ 860.00	1.60	\$ 1,376.00
HAO	Partner	\$ 890.00	1.20	\$ 1,068.00
MK	Paralegal	\$ 250.00	1.00	\$ 250.00
		<b>TOTAL</b>	<b>845.50</b>	<b>\$ 474,028.00</b>

## 2. Litigation/Potential Litigation

Professional	Title	Billing Rate	Hours	Fees
JMZ	Associate	\$ 520.00	105.10	\$ 54,652.00
EDW	Partner	\$ 740.00	54.20	\$ 40,108.00
RMX	Associate	\$ 420.00	35.60	\$ 14,952.00
MK2	Paralegal	\$ 250.00	27.80	\$ 6,950.00
KJM	Associate	\$ 550.00	7.50	\$ 4,125.00
DR	Litigation Support Technician	\$ 150.00	9.40	\$ 1,410.00
LJ	Litigation Support Technician	\$ 150.00	6.00	\$ 900.00
RV2	Litigation Support Technician	\$ 150.00	4.60	\$ 690.00
BF1	Associate	\$ 550.00	0.60	\$ 330.00
KS	Associate	\$ 420.00	0.30	\$ 126.00
		<b>TOTAL</b>	<b>251.10</b>	<b>\$ 124,243.00</b>

## 3. Court Hearings

Professional	Title	Billing Rate	Hours	Fees
EDW	Partner	\$ 740.00	38.80	\$ 28,712.00
JMZ	Associate	\$ 520.00	23.40	\$ 12,168.00
		<b>TOTAL</b>	<b>62.20</b>	<b>\$ 40,880.00</b>

E. **CONCERNS / ISSUES WITH FEES**

1. Block billing: I have compiled all block-billing entries and separated by individual personnel, with each line-item entry detailing total hours billed and associated billing amount. This accounting is included as **Attachment 1**.

Nancy Rapoport 7/31/11 1:25 PM

**Comment [1]:** Eric, I'm recommending a reduction of \$3,583.62.

2. Secretarial Overhead: I have compiled all time entries with descriptions that include secretarial tasks such as filing, downloading pleadings and emailing pleadings, reviewing court docket, calendaring deadlines, printing out documents, updating computer network with pleadings and documents, obtaining hearing transcripts, filling out forms, copying data on discs, and the like. This accounting is included as **Attachment 2**. Pursuant to the Guidelines, secretarial/clerical services are non-reimbursable.

Nancy Rapoport 7/31/11 1:26 PM

**Comment [2]:** Eric, I'm recommending a reduction of \$3,172.50.

F. **EXPENSES**

QE's Third Interim Fee Application sought reimbursement for the following expenses each month:

1. **APRIL 2010**

EXPENSE	TOTAL
Travel	\$ 3,656.30
Express Mail	\$ 1,426.65
Printing	\$ 1,328.80
Digital Prints	\$ 1,174.17
Online Research	\$ 970.26
OCR (per page)	\$ 673.72
Professional Services	\$ 509.09
Color Printing	\$ 353.40
Hosting per GB	\$ 250.00
Telephone	\$ 226.44
Photocopying	\$ 105.40
Scans	\$ 23.80
Scanning	\$ 0.05
<b>TOTAL</b>	<b>\$ 10,698.08</b>

a. **QUESTIONS / ISSUES FOR APRIL EXPENSES**

- i. The "telephone" expense category totals **\$226.00** for KATHERINE SCHERLING - 01/25/10. Please

verify that these telephone charges are strictly Stations Casinos-related.

- ii. The “professional services” expense category includes an expense totaling **\$97.68** for TRIALGRAPHIX, INC. - LICENSING FEES - 3/24/10. I am unsure what this expense is for and am unable to determine if this is a reimbursable expense.
- iii. The “color printing” expense category totals **\$353.40**. Was this a necessary expense?
- iv. The “Hosting per GB” expense category totals **\$250.00**. This appears to be an expense for data storage, which is overhead, a non-reimbursable expense.

Nancy Rapoport 7/31/11 1:26 PM

**Comment [3]:** Eric, is this hosting category attributable just to Station Casinos?

## 2. MAY 2010

EXPENSE	TOTAL
Online research	\$ 7,034.30
Air Travel	\$ 3,318.80
Deposition Transcript	\$ 3,048.35
Printing	\$ 1,425.40
OCR (per page)	\$ 1,307.16
Hotel	\$ 718.47
Hosting per GB	\$ 700.00
Meals during travel	\$ 660.50
Color printing	\$ 569.43
Off-site document services	\$ 444.70
Photocopying	\$ 230.50
Attorney service	\$ 105.00
Scans	\$ 95.00
Miscellaneous (Online Research)	\$ 63.50
Taxi	\$ 55.00
Telephone	\$ 45.68
Deposition preparation meal	\$ 43.46
Parking	\$ 11.00
<b>TOTAL</b>	<b>\$ 19,876.25</b>

**a. QUESTIONS / ISSUES FOR MAY EXPENSES**

- i. The following expenses totaling **\$642.21** in the “Meals During Travel” category exceed the reimbursable amount allowed:

05/28/10	Meals during travel - ERIC D. WINSTON - 5/4/10	\$69.83
05/28/10	Meals during travel - ERIC D. WINSTON - 5/4/10	\$572.38

Nancy Rapoport 7/31/11 1:27 PM

**Comment [4]:** Eric, these seem too high.  
Can you pls provide us with more information?

- ii. The “Color Printing” expense category totals **\$569.43**. Was this a necessary expense?
- iii. The “Hotel” expense category totaling **\$718.47** lacks sufficient description to determine whether the expense is reasonable. Please provide the number of nights for the hotel stay for the following:

05/28/10	Hotel - ERIC D. WINSTON - 04/29/10	\$328.49
05/28/10	Hotel - JEANINE ZALDUENDO - 05/03/10	\$389.98

Nancy Rapoport 7/31/11 1:27 PM

**Comment [5]:** Same issue here.

- iv. The “Hosting per GB” expense category totals **\$700.00**. This appears to be an expense for data storage, which is overhead, a non-reimbursable expense.

Nancy Rapoport 7/31/11 1:27 PM

**Comment [6]:** Same question as above.

- v. The “Deposition Preparation Meal” expense category totaling **\$43.46** lacks sufficient description to determine whether the expense is reasonable. Please provide the number of diners for this expense.

**3. JUNE 2010**

<b>EXPENSE</b>	<b>TOTAL</b>
Online Research	\$ 6,366.12
Air Travel	\$ 2,538.58
Hotel	\$ 1,696.56
Hosting per GB	\$ 425.00
Printing	\$ 271.50
Professional Service	\$ 195.36
Attorney Service	\$ 192.50
Photocopying	\$ 43.40
Scans	\$ 23.00
Taxi	\$ 22.60
Telephone	\$ 0.36
<b>TOTAL</b>	<b>\$ 11,774.98</b>

**a. QUESTIONS / ISSUES FOR JUNE EXPENSES**

- i. The “professional services” expense category includes an expense totaling **\$195.36** for the following:

TRIALGRAPHIX, INC. - LICENSING FEES - 4/24/10  
 TRIALGRAPHIX, INC. - LICENSING FEES - 5/24/10

I am unsure what this expense is for and am unable to determine if this is a reimbursable expense.

- ii. The “Hosting per GB” expense category totals **\$425.00**. This appears to be an expense for data storage, which is overhead, a non-reimbursable expense.

Nancy Rapoport 7/31/11 1:27 PM  
**Comment [7]:** Same question as above.

**4. JULY 2010**

<b>EXPENSE</b>	<b>TOTAL</b>
Online Research	\$ 918.51
Professional Services	\$ 524.08
Printing	\$ 467.00
Color Printing	\$ 79.80
Meals During Travel	\$ 53.24
Scans	\$ 13.70
<b>TOTAL</b>	<b>\$ 2,056.33</b>

**a. QUESTIONS / ISSUES FOR JULY EXPENSES**

- i. The “professional services” category includes an expense totaling **\$97.68** includes reimbursement for the following expenses:

7/27/10 Professional services - TRIALGRAPHIX, INC. \$97.68  
- LICENSING FEES - 6/24/10

I am unsure what this expense is for and am unable to determine if this is a reimbursable expense.

- ii. The following expenses totaling **\$35.68** in the “Meals During Travel” category exceed the reimbursable amount allowed:

07/09/10 Meals during travel - JEANINE ZALDUENDO \$35.68  
- 5/15/10

- iii. The “Color Printing” expense category totals **\$79.80**. Was this a necessary expense?

**III. Did the professional “write down” any time (cut the bill) or expenses?**

No.

## MEMORANDUM

To: Nancy Rapoport  
 From: Lia Allen  
 Date: July 30, 2011  
 Re: Quinn Emanuel Urquhart Oliver & Hedges ("QE")  
 Fourth Interim Application - August 1, 2010 through November 30, 2010  
 ("Fourth Interim Fee Application")

**I. ORDER AUTHORIZING THE EMPLOYMENT OF QE AS CONFLICTS COUNSEL EFFECTIVE AS OF AUGUST 20, 2009 [DKT. 468]**

QE is the conflicts counsel for the Official Committee of Unsecured Creditors (the "Committee"), retained by the Committee to represent it "in connection with matters arising in connection with the Chapter 11 Cases where conflicts prevent Fried Frank from representing the [Committee]..." QE is to render the following services:

- a. assist the [Committee] on matters involving any and all entities as to which Fried Frank has an actual or potential conflict of interest;
- b. assist the [Committee]'s investigation of the acts, conduct, assets, liabilities, intercompany relationships and claims and financial condition of the Debtors, the existence of estate causes of action and the operation of their businesses to the extent that Fried Frank is conflicted from conducting the investigation;
- c. investigate the transactions, acts, and conduct relating to those certain transactions executed in or about November 2007 (and thereafter) pursuant to which SCI became a privately-held company; and
- d. perform such other legal services as requested or directed by the [Committee] to the extent not duplicative of Fried Frank

**II. THE FOURTH INTERIM FEE APPLICATION [DKT. 2462]**

The Fourth Interim Fee Application requests payment for the following:

<b>Period</b>	<b>Fees</b>	<b>Expenses</b>
August 2010	\$ 6,441.00	\$ 3,681.49
September 2010	\$ 11,117.00	\$ 715.57
October 2010	\$ 2,328.50	\$ 541.56
November 2010	\$ 508.50	\$ 443.09
<b>TOTAL</b>	<b>\$ 20,395.00</b>	<b>\$ 5,381.71</b>

The Fourth Interim Fee Application was approved in full pursuant to an order entered on February 23, 2011 [Dkt. #2625].



**B. Preparation of QE's Employment Application**

n/a

**C. Conflicts Check**

n/a

**D. Project Billing**

From August 1, 2010 through November 30, 2010, QE used various project categories for its time records. The bulk of QE's work was performed within the following categories with the following total hours and fees within each category:

Project Category	Total Hours	Total Fees
Quinn Emanuel Fee Applications	33.40	\$ 18,994.00
Case Management/Calendar Maintenance	2.40	681.00
Debtor Restructuring/Reorganization Plan	0.50	370.00

**1. Quinn Emanuel Fee Applications**

Professional	Title	Billing Rate	Hours	Fees
JMZ	Associate	\$ 520.00	30.50	\$16,796.00
EDW	Partner	\$ 740.00	2.90	\$2,198.00
		<b>TOTAL</b>	<b>33.40</b>	<b>\$18,994.00</b>

- a. The bulk of the hours and fees in this task category were incurred in the month of September (19 hrs. / \$10,891.00).
- b. JMZ billed 5.40 hours (\$3,051.00) for "Review and revise final fee application" on 9/20/10; however, this entry may be in error as QE had not filed or prepared its final fee application yet. Time entries by this professional during this month related mainly to QE's third interim fee application where JMZ has billed 6.40 hours in reviewing and revising third interim fee application.

## 2. Case Management/Calendar Maintenance

Professional	Title	Billing Rate	Hours	Fees
JMZ	Associate	\$ 520.00	0.30	\$156.00
MK2	Paralegal	\$ 250.00	2.10	\$525.00
		<b>TOTAL</b>	<b>2.4</b>	<b>\$681.00</b>

## 3. Debtor Restructuring/Reorganization Plan

Professional	Title	Billing Rate	Hours	Fees
EDW	Partner	\$ 740.00	0.50	\$370.00
		<b>TOTAL</b>	<b>0.50</b>	<b>\$370.00</b>

**F. EXPENSES**

QE's Fourth Interim Fee Application sought reimbursement for the following expenses each month:

**1. AUGUST 2010**

EXPENSE	TOTAL
Deposition Transcript - 5/13/10	\$2,630.25
iConnect Licensing Fees	\$194.34
Printing	\$56.90
Hosting per GB	\$800.00
	<b>\$3,681.49</b>

**a. QUESTIONS / ISSUES FOR AUGUST EXPENSES**

- i. The "iConnect Licensing Fees" expense category totals **\$194.34**, representing two charges of \$97.17 for the licensing fees on 8/9/10 and 8/31/10. I am unsure what this expense is for and am unable to determine if this is a reimbursable expense.
- ii. The "Hosting per GB" expense category totals **\$800.00**. This appears to be an expense for data storage, which is overhead, a non-reimbursable expense.

Nancy Rapoport 7/31/11 4:18 PM

**Comment [1]:** Eric, same question as in the first 3 reviews. Thanks!

**2. SEPTEMBER 2010**

EXPENSE	TOTAL
Telephone	\$72.00
iConnect Licensing Fees	\$97.17
Printing	\$105.60
Scans	\$15.80
Hosting per GB	\$425.00
	<b>\$715.57</b>

**a. QUESTIONS / ISSUES FOR SEPTEMBER EXPENSES**

- i. The “telephone” expense category totals **\$72.00** for JEANINE ZALDUENDO - 08/06/10. Please verify that these telephone charges are strictly Stations Casinos-related.
- ii. The “iConnect Licensing Fees” expense category totals **\$97.17**. I am unsure what this expense is for and am unable to determine if this is a reimbursable expense.
- iii. The “Hosting per GB” expense category totals **\$425.00**. This appears to be an expense for data storage, which is overhead, a non-reimbursable expense.

Nancy Rapoport 7/31/11 4:18 PM

**Comment [2]:** Same question.**3. OCTOBER 2010**

EXPENSE	TOTAL
PACER services	\$26.24
Online research	\$38.68
Printing	\$36.10
Scans	\$1.30
Photocopying	\$13.10
Color printing	\$1.14
Hosting per GB	\$425.00
	<b>\$541.56</b>

a. **QUESTIONS / ISSUES FOR OCTOBER EXPENSES**

- i. The “color printing” expense category totals **\$1.14**. Was this a necessary expense?
- iv. The “Hosting per GB” expense category totals **\$425.00**. This appears to be an expense for data storage, which is overhead, a non-reimbursable expense.

Nancy Rapoport 7/31/11 4:19 PM

**Comment [3]:** Same question.**4. NOVEMBER 2010**

<b>EXPENSE</b>	<b>TOTAL</b>
Express Mail	\$13.79
Printing	\$2.40
Scans	\$1.10
Photocopying	\$0.80
Hosting per GB	\$425.00
	<b>\$443.09</b>

a. **QUESTIONS / ISSUES FOR NOVEMBER EXPENSES**

- i. The “Hosting per GB” expense category totals **\$425.00**. This appears to be an expense for data storage, which is overhead, a non-reimbursable expense.

Nancy Rapoport 7/31/11 4:19 PM

**Comment [4]:** Same question.**III. Did the professional “write down” any time (cut the bill) or expenses?**

No.

**ATTACHMENT 1**

Professional	Date	Invoice #	Page	Task Code	Hours	Total Amount Billed	Description	Proposed 3% reduction
MK2	08/31/09	1146472	3	SCI11 Litigation/Potential Litigation	6.7	\$1,675.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$50.25
MK2	09/01/09	1147563	2	SCI01 Case Management / Calendar Maintenance	2.3	\$575.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$17.25
CBD	10/08/09	1148916	8	SCI11 Litigation/Potential Litigation	5.0	\$1,375.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$41.25
MK2	10/09/09	1148916	9	SCI11 Litigation/Potential Litigation	5.0	\$1,250.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$37.50
KJM	11/05/09	1150280	7	SCI10 Liens and Set- Off	5.8	\$3,190.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$95.70
KJM	11/10/09	1150280	17	SCI11 Litigation/Potential Litigation	6.8	\$3,740.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$112.20
CBD	11/11/09	1150280	17	SCI11 Litigation/Potential Litigation	9.7	\$2,667.50	Entry is block-billed. Please assign a separate time component for each task performed.	\$80.03
KJM	11/12/09	1150280	19	SCI11 Litigation/Potential Litigation	7.0	\$3,850.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$115.50
CBD	11/13/09	1150280	19	SCI11 Litigation/Potential Litigation	3.2	\$880.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$26.40
KJM	11/13/09	1150280	20	SCI11 Litigation/Potential Litigation	7.6	\$4,180.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$125.40
CBD	11/17/09	1150280	21	SCI11 Litigation/Potential Litigation	5.7	\$1,567.50	Entry is block-billed. Please assign a separate time component for each task performed.	\$47.03
RMX	11/17/09	1150280	22	SCI11 Litigation/Potential Litigation	8.2	\$3,444.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$103.32
CBD	11/18/09	1150280	22	SCI11 Litigation/Potential Litigation	5.2	\$1,430.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$42.90
RMX	11/18/09	1150280	23	SCI11 Litigation/Potential Litigation	3.6	\$1,512.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$45.36
RMX	11/20/09	1150280	23	SCI11 Litigation/Potential Litigation	6.5	\$2,730.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$81.90
RMX	11/21/09	1150280	24	SCI11 Litigation/Potential Litigation	3.4	\$1,428.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$42.84
RMX	11/23/09	1150280	24	SCI11 Litigation/Potential Litigation	6.7	\$2,814.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$84.42
CBD	11/25/09	1150280	25	SCI11 Litigation/Potential Litigation	1.8	\$495.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$14.85
KJM	11/25/09	1150280	25	SCI11 Litigation/Potential Litigation	2.1	\$1,155.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$34.65

**ATTACHMENT 1**

Professional	Date	Invoice #	Page	Task Code	Hours	Total Amount Billed	Description	Proposed 3% reduction
CBD	11/30/09	1150280	26	SCI11 Litigation/Potential Litigation	2.4	\$660.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$19.80
KJM	11/30/09	1150280	26	SCI11 Litigation/Potential Litigation	4.6	\$2,530.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$75.90
KJM	11/27/09	1150280	26	SCI11 Litigation/Potential Litigation	7.8	\$4,290.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$128.70
KJM	11/28/09	1150280	26	SCI11 Litigation/Potential Litigation	4.7	\$2,585.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$77.55
RMX	11/30/09	1150280	27	SCI11 Litigation/Potential Litigation	5.5	\$2,310.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$69.30
CBD	11/09/09	1150280	14	SCI11 Litigation/Potential Litigation	5.2	\$1,430.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$42.90
CBD	11/10/09	1150280	16	SCI11 Litigation/Potential Litigation	5.4	\$1,485.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$44.55
MK2	11/09/09	1150280	16	SCI11 Litigation/Potential Litigation	1.2	\$300.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$9.00

<b>TOTAL</b>	<b>\$1,666.44</b>
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## ATTACHMENT 2

Professional	Date	Invoice #	Page	Task Code	Hours	Total Amount Billed	Description	Time Entry Description	NBR's comments	NBR's proposed reductions
MK2	09/02/09	1147563	2	SCI01 Case Management / Calendar Maintenance	0.9	\$225.00	Tasks performed are secretarial overhead	"Review docket for recently filed documents; upload same; circulate report to team attaching electronic copies"	Recommend 50% reduction	\$112.50
MK2	09/04/09	1147563	2	SCI01 Case Management / Calendar Maintenance	0.7	\$175.00	Tasks performed are secretarial overhead	"Review docket for Stations Casinos; upload most recent filings and circulate report of recent filings to team"	Recommend 50% reduction	\$87.50
MK2	09/09/09	1147563	2	SCI01 Case Management / Calendar Maintenance	2.3	\$575.00	Tasks performed are secretarial overhead	"Review updates to docket; circulate same to team; print select documents from discs for EW; coordinate same with CopiSolutions; update s:drive"	Recommend 50% reduction	\$287.50
MK2	09/11/09	1147563	2	SCI01 Case Management / Calendar Maintenance	0.4	\$100.00	Tasks performed are secretarial overhead	Review docket for most recent filings, deadlines, and hearing dates, circulate same to team and calendaring department; update electronic court clip."	Recommend 50% reduction	\$50.00
MK2	09/16/09	1147563	3	SCI01 Case Management / Calendar Maintenance	0.2	\$50.00	Tasks performed are secretarial overhead	Review recent additions to docket along with upcoming deadlines for oppositions and replies to motions; circulate report of same to team and calendaring department	Recommend 50% reduction	\$25.00
MK2	09/18/09	1147563	3	SCI01 Case Management / Calendar Maintenance	0.5	\$125.00	Tasks performed are secretarial overhead	Compile current docket report and circulate same team; update electronic court clip; email calendaring department re upcoming hearings and deadlines	Recommend 50% reduction	\$62.50
MK2	09/25/09	1147563	3	SCI01 Case Management / Calendar Maintenance	0.6	\$150.00	Tasks performed are secretarial overhead	Review docket; circulate docket report and recently filed documents to team; miscellaneous filing	Recommend 50% reduction	\$75.00
MK2	09/30/09	1147563	3	SCI01 Case Management / Calendar Maintenance	0.3	\$70.00	Tasks performed are secretarial overhead	Review court docket for most recently filed documents; circulate report of same to team; update electronic court clip and s:drive with same	Recommend 50% reduction	\$35.00
MK2	09/08/09	1147563	8	SCI11 Litigation/Potential Litigation	0.5	\$125.00	Tasks performed are secretarial overhead	Create central depository on network for team to save and review documents filed with the court; respond to litigation support questionnaire re same; emails re same.	OK. No need to reduce.	
MK2	09/10/09	1147563	8	SCI11 Litigation/Potential Litigation	0.7	\$175.00	Tasks performed are secretarial overhead	Meet with EW re case background, projects relating to similar case and adversary proceedings; update and maintain s:drive for team by creating folders and adding documents for review	Recommend 25% reduction.	\$43.75
MK2	09/10/09	1147563	8	SCI11 Litigation/Potential Litigation	1.6	\$400.00	Tasks performed are secretarial overhead	Review documents printed for EW; organize and label same; print additional documents; meet with EW re printouts and index of discs for review; meet re additional projects	Recommend 25% reduction.	\$100.00
MK2	09/11/09	1147563	9	SCI11 Litigation/Potential Litigation	2.7	\$675.00	Tasks performed are secretarial overhead	Review Mervyn's adversary proceeding docket; electronically store documents filed this week; multiple emails to and from EW re requests for motions, oppositions and replies; research docket for same; search for verified statement of Aronzon; review Aronzon declaration re relationship with Wilmington Trust; emails to and from JZ re collecting all SEC forms filed by Station Casinos; begin researching and collecting same for team	OK. No need to reduce.	
MK2	09/18/09	1147563	11	SCI11 Litigation/Potential Litigation	0.3	\$75.00	Tasks performed are secretarial overhead	Review Mervyn's adversary proceeding docket; email recent filings to EW; store documents on worksite	OK. No need to reduce.	

## ATTACHMENT 2

Professional	Date	Invoice #	Page	Task Code	Hours	Total Amount Billed	Description	Time Entry Description	NBR's comments	NBR's proposed reductions
MK2	09/25/09	1147563	13	SCI11 Litigation/Potential Litigation	0.4	\$100.00	Tasks performed are secretarial overhead	Coordinate copying of disks for KS; TC with KS re same; review docket for most recently filed documents in Mervyn's adversary proceeding for EW	Recommend 25% reduction.	\$25.00
MK2	09/28/09	1147563	14	SCI11 Litigation/Potential Litigation	0.3	\$75.00	Tasks performed are secretarial overhead	TC with court reporter re Mervyn's adversary proceeding hearing transcript; emails re same: update s:drive for team	OK. No need to reduce.	
MK2	09/29/09	1147563	14	SCI11 Litigation/Potential Litigation	1.7	\$425.00	Tasks performed are secretarial overhead	Follow up with court re transcript of 9/18/09 hearing re Mervyn's adversary proceeding; fill out form re same for reporter; collect all SEC documents filed by Station Casinos from August 2006-December 2007	Recommend 25% reduction.	\$106.25
MK2	09/30/09	1147563	15	SCI11 Litigation/Potential Litigation	2.9	\$725.00	Tasks performed are secretarial overhead	Email court reporter re hearing transcript for adversary proceeding; multiple emails to and from litigation support re database cost estimates; calculate cost differences; email EW re same.	Recommend 50% reduction	\$362.50
RV2	09/30/09	1147563	15	SCI11 Litigation/Potential Litigation	4.3	\$645.00	Tasks performed are secretarial overhead	Analyze contents of 12 discs with over 6 GB of data for "Station Casinos Creditors Committee matter; copy data to local server for loading to Clearwell per M.Kerr's instructions	OK. No need to reduce.	
MK2	10/09/09	1148916	2	SCI01 Case Management / Calendar Maintenance	0.4	\$100.00	Tasks performed are secretarial overhead	Review docket for most recent filings; upload same and circulate to team; update electronic court clip on s:drive; review docket for Mervyn's adversary proceeding for EW; email docket report for same to EW	Recommend 25% reduction.	\$25.00
MK2	10/12/09	1148916	2	SCI01 Case Management / Calendar Maintenance	0.5	\$125.00	Tasks performed are secretarial overhead	Update electronic court clip on s:drive for team	Recommend 50% reduction	\$62.50
MK2	10/16/09	1148916	2	SCI01 Case Management / Calendar Maintenance	0.4	\$100.00	Tasks performed are secretarial overhead	Circulate most recent filings and docket report to team; miscellaneous filing; update electronic court clip	Recommend 50% reduction	\$50.00
MK2	10/28/09	1148916	2	SCI01 Case Management / Calendar Maintenance	0.2	\$50.00	Tasks performed are secretarial overhead	Review docket for most recent filings and up and coming hearing dates; circulate same to team and update s:drive	Recommend 50% reduction	\$25.00
MK2	10/30/09	1148916	2	SCI01 Case Management / Calendar Maintenance	0.3	\$75.00	Tasks performed are secretarial overhead	Review docket for most recently filed documents; upload same; circulate email to team attaching documents; update s:drive; TC with KM re patent searches	Recommend 50% reduction	\$37.50
RV2	10/01/09	1148916	6	SCI11 Litigation/Potential Litigation	2.6	\$390.00	Tasks performed are secretarial overhead	Create a new case in Clearwell for "Stations Casinos" and upload 12 discs of data; set up account user for M.Kerr	Recommend 50% reduction	\$195.00
MK2	10/12/09	1148916	10	SCI11 Litigation/Potential Litigation	2.3	\$575.00	Tasks performed are secretarial overhead	TC with EW re prioritization of projects; review Extranet database and index most recent additions to same for team.	Recommend 25% reduction.	\$143.75
MK2	10/14/09	1148916	11	SCI11 Litigation/Potential Litigation	5.8	\$1,450.00	Tasks performed are secretarial overhead	Meet with KS; review documents added to Squire Sanders database; index same for team; review closing documents for binder for EPT	Recommend 25% reduction.	\$362.50
MK2	1/0/15/09	1148916	12	SCI11 Litigation/Potential Litigation	2.2	\$550.00	Tasks performed are secretarial overhead	Continue to review documents and folders recently added to the Squire Sanders database and index same for team	OK. No need to reduce.	



## ATTACHMENT 2

Professional	Date	Invoice #	Page	Task Code	Hours	Total Amount Billed	Description	Time Entry Description	NBR's comments	NBR's proposed reductions
MK2	10/16/09	1148916	12	SCI11 Litigation/Potential Litigation	3.8	\$950.00	Tasks performed are secretarial overhead	Update index of Special Litigation Committee database to include most recently uploaded documents; review docket for Mervyn's adversary proceeding and circulate update on same to EW; review closing document and executed documents relating to same for EPT; meet with EW re same; emails to EPT re closing documents; miscellaneous binder requests for team	Recommend 25% reduction.	\$237.50
MK2	10/22/09	1148916	14	SCI11 Litigation/Potential Litigation	2.5	\$625.00	Tasks performed are secretarial overhead	Coordinate uploading of multiple disks re previous shareholder litigation to iCONNECT; complete database questionnaire; multiple emails to and from litigation support; meet with litigation support re costs incurred for database; review Special Litigation Committee database; update index of same.	Recommend 25% reduction.	\$156.25
RV2	10/22/09	1148916	14	SCI11 Litigation/Potential Litigation	4.6	\$690.00	Tasks performed are secretarial overhead	Perform analysis of 9 discs of data; provide estimate for database creation and data loan in iConnect; Compress and transmit data to vendor's remote site in preparation for database loading per M.Kerr's instructions	Recommend 25% reduction.	\$172.50
RV2	10/23/09	1148916	15	SCI11 Litigation/Potential Litigation	4.6	\$690.00	Tasks performed are secretarial overhead	Create new iConnect database and load data from 8 discs per M. Kerr's instructions	Recommend 50% reduction	\$345.00
MER	10/27/09	1148916	17	SCI11 Litigation/Potential Litigation	3.0	\$825.00	Tasks performed are secretarial overhead	Identify and pull relevant docs for index to be placed in binders (1); explain task to secretary and copy team and troubleshoot (1); review and organize docs (1)	OK. No need to reduce.	
MK2	10/27/09	1148916	17	SCI11 Litigation/Potential Litigation	4.6	\$1,150.00	Tasks performed are secretarial overhead	Review documents for Squire Sanders September 2009 report on transaction for EPT; emails from and to MR re staffing on case; emails from and to Jordan re operating Special Litigation Committee database; review multiple SEC filings for employment agreements attached as exhibits for EW; multiple emails re uploading document to iCONNECT; coordinate access to same for team; order SEC paper filings from librarian for employment agreement binders' TC with MR re requests for admission; review database for same	OK. No need to reduce.	
RV2	10/27/09	1148916	17	SCI11 Litigation/Potential Litigation	0.9	\$135.00	Tasks performed are secretarial overhead	Search "Station Creditors Committee" iConnect database and folder results per M. Kerr's instructions	OK. No need to reduce.	
MK2	10/28/09	1148916	18	SCI11 Litigation/Potential Litigation	3.0	\$750.00	Tasks performed are secretarial overhead	Create binders of Station Casinos Employment Agreements for team; index H5 search results uploaded to Squire Sanders database; review database for recent additions of documents; emails to and from EW re index of database and various projects and deadlines; review database and iCONNECT for Milbank opinion letters for EPT; print same; meet with litigation support re external database and transfer of documents to iCONNECT; review chronology of SEC documents; meet with JZ re case status	Recommend 25% reduction.	\$187.50

## ATTACHMENT 2

Professional	Date	Invoice #	Page	Task Code	Hours	Total Amount Billed	Description	Time Entry Description	NBR's comments	NBR's proposed reductions
MER	10/29/09	1148916	19	SCI11 Litigation/Potential Litigation	3.0	\$825.00	Tasks performed are secretarial overhead	Summarize and quote documents for chron index.	OK. No need to reduce.	
MK2	10/29/09	1148916	19	SCI11 Litigation/Potential Litigation	1.4	\$350.00	Tasks performed are secretarial overhead	Multiple emails to and from litigation support re loading files contained on discs from previous litigation; meet with litigation support re consolidation of databases for document review; miscellaneous filing; meet with EW re binder of employment agreements and printing H5 search results; review H5 search results and begin printing; update index of Special Litigation Committee database for team	Recommend 25% reduction.	\$87.50
RV2	10/29/09	1148916	19	SCI11 Litigation/Potential Litigation	1.6	\$240.00	Tasks performed are secretarial overhead	Perform analysis of Disc 9 for "Station Creditors Committee" iConnect database; compare disc data to data already loaded in database; report findings of discrepancies and inconsistencies to M.Kerr	Recommend 25% reduction.	\$60.00
MER	10/30/09	1148916	20	SCI11 Litigation/Potential Litigation	2.5	\$687.50	Tasks performed are secretarial overhead	Summarize and quote documents for chron index.	OK. No need to reduce.	
MK2	10/01/09	1150280	2	SCI01 Case Management / Calendar Maintenance	3.2	\$800.00	Tasks performed are secretarial overhead	Multiple meetings with litigation support re discs received and methods for storing data; review multiple quotes re same; forward transcript of Mervyn's adversary to EW; coordinate payment of invoice with Ahadi; print multiple reports for EW including Bear Stearns reports; miscellaneous filings	Recommend 50% reduction	\$400.00
MK2	10/07/09	1150280	2	SCI01 Case Management / Calendar Maintenance	0.3	\$75.00	Tasks performed are secretarial overhead	Review docket for recent filings and hearing dates; circulate report re same to team and calendaring department; update electronic court clip	Recommend 25% reduction.	\$18.75
MK2	10/19/09	1150280	2	SCI01 Case Management / Calendar Maintenance	0.7	\$175.00	Tasks performed are secretarial overhead	Miscellaneous filing on s:drive; review docket for recent filings.	OK. No need to reduce.	
MK2	10/21/09	1150280	2	SCI01 Case Management / Calendar Maintenance	0.2	\$50.00	Tasks performed are secretarial overhead	Review docket for most recent filings; circulate report of same to team; update electronic court clip	Recommend 25% reduction.	\$12.50
MK2	10/23/09	1150280	2	SCI01 Case Management / Calendar Maintenance	0.4	\$100.00	Tasks performed are secretarial overhead	Review docket for most recent filings and hearing dates; circulate report of same to team; update electronic court clip; miscellaneous filing.	Recommend 25% reduction.	\$25.00
MK2	10/26/09	1150280	2	SCI01 Case Management / Calendar Maintenance	0.3	\$75.00	Tasks performed are secretarial overhead	Circulate recent docket report, filings and hearing dates scheduled to team; update s:drive with same.	Recommend 25% reduction.	\$18.75
MK2	11/02/09	1150280	2	SCI01 Case Management / Calendar Maintenance	0.2	\$50.00	Tasks performed are secretarial overhead	Review docket and circulate docket report to team; update electronic court clip	Recommend 25% reduction.	\$12.50
DR	11/03/09	1150280	2	SCI01 Case Management / Calendar Maintenance	0.6	\$90.00	Tasks performed are secretarial overhead	Compress and transmit docs to remote server, edit load files, load and folder in iCONNECT for M.Kerr.	Recommend 50% reduction	\$45.00

## ATTACHMENT 2

Professional	Date	Invoice #	Page	Task Code	Hours	Total Amount Billed	Description	Time Entry Description	NBR's comments	NBR's proposed reductions
MK2	11/04/09	1150280	3	SCI01 Case Management / Calendar Maintenance	0.9	\$225.00	Tasks performed are secretarial overhead	Multiple emails to and from litigation support re database updates; review docket for recent filings; review updates to database	Recommend 50% reduction	\$112.50
DR	11/05/09	1150280	3	SCI01 Case Management / Calendar Maintenance	0.3	\$45.00	Tasks performed are secretarial overhead	Run iCONNECT searches to identify docs with M. Kerr	Recommend 50% reduction	\$22.50
MK2	11/06/09	1150280	3	SCI01 Case Management / Calendar Maintenance	0.3	\$75.00	Tasks performed are secretarial overhead	Review docket for most recent filings; email team re same; miscellaneous filing; update S:drive.	Recommend 50% reduction	\$37.50
DR	11/09/09	1150280	3	SCI01 Case Management / Calendar Maintenance	0.5	\$75.00	Tasks performed are secretarial overhead	Receive disc, compress and copy to S drive, transmit to remote server, edit load files, load iCONNECT and folder as instructed for M.Kerr	Recommend 50% reduction	\$37.50
MK2	11/09/09	1150280	3	SCI01 Case Management / Calendar Maintenance	0.3	\$75.00	Tasks performed are secretarial overhead	Miscellaneous filing; review docket for recent filings	Recommend 50% reduction	\$37.50
DR	11/10/09	1150280	3	SCI01 Case Management / Calendar Maintenance	0.3	\$45.00	Tasks performed are secretarial overhead	Create iCONNECT login and grant access to database for J.Zalduendo	Recommend 50% reduction	\$22.50
MK2	11/11/09	1150280	3	SCI01 Case Management / Calendar Maintenance	0.4	\$100.00	Tasks performed are secretarial overhead	Emails to and from calendaring re calendaring alerts; review docket for recently filed documents; miscellaneous filing	Recommend 50% reduction	\$50.00
MK2	11/13/09	1150280	3	SCI01 Case Management / Calendar Maintenance	1.0	\$250.00	Tasks performed are secretarial overhead	Review docket for most recently filed documents; circulate report of same to team; upload and update s:drive with filings; multiple emails to and from calendaring re hearing dates, filing deadlines and local rules; review USBC Nevada website for posting of Local Rules; miscellaneous filing.	Recommend 25% reduction.	\$62.50
DR	11/18/09	1150280	3	SCI01 Case Management / Calendar Maintenance	1.9	\$285.00	Tasks performed are secretarial overhead	Retrieve DVD for loading from M.Kerr's inbox, compress and transmit to remote server, edit load file, communicate with H.Edison regarding non-ASCII characters in load files, convert load files and load in iCONNECT, folder as requested for M. Kerr	Recommend 50% reduction	\$71.25
MK2	11/18/09	1150280	3	SCI01 Case Management / Calendar Maintenance	0.5	\$125.00	Tasks performed are secretarial overhead	Review docket and circulate report of recently filed documents to team; upload and update s:drive with same.	Recommend 50% reduction	\$31.25
AD	11/19/09	1150280	4	SCI01 Case Management / Calendar Maintenance	0.3	\$45.00	Tasks performed are secretarial overhead	Update security settings to include additional users	Recommend 50% reduction	\$11.25
DR	11/23/09	1150280	4	SCI01 Case Management / Calendar Maintenance	1.1	\$165.00	Tasks performed are secretarial overhead	Create iCONNECT production database, identify loads to be migrated and export, create and link imagelink table, load ranges, activate database, delete ranges from review database, create folders and folder docs as previously foldered for M.Kerr; receive CD for loading, compress and transmit to remote server, edit load files, load in iCONNECT and folder as instructed for M.Kerr	Recommend 50% reduction	\$41.25
JL	11/23/09	1150280	4	SCI01 Case Management / Calendar Maintenance	0.2	\$73.00	Tasks performed are secretarial overhead	TC with M.Kerr re production database	OK. No need to reduce.	

## ATTACHMENT 2

Professional	Date	Invoice #	Page	Task Code	Hours	Total Amount Billed	Description	Time Entry Description	NBR's comments	NBR's proposed reductions
MK2	11/23/09	1150280	4	SCI01 Case Management / Calendar Maintenance	1.2	\$300.00	Tasks performed are secretarial overhead	Review docket for recent filings; outline new hearing dates designated in same for calendaring; calculate deadlines for oppositions and replies; upload new filings and update s:drive with same; multiple emails to and from calendaring; miscellaneous filing	OK. No need to reduce.	
MK2	11/24/09	1150280	4	SCI01 Case Management / Calendar Maintenance	0.6	\$150.00	Tasks performed are secretarial overhead	Per request of calendaring department, review orders recently filed by court and translate dates and deadlines to calendaring; email orders to calendaring; miscellaneous filing	OK. No need to reduce.	
MK2	11/25/09	1150280	4	SCI01 Case Management / Calendar Maintenance	0.3	\$75.00	Tasks performed are secretarial overhead	Review recent filings; save same to s:drive for team; circulate docket report to team; update calendar with new hearing date; miscellaneous filing.	Recommend 25% reduction.	\$18.75
MK2	10/06/09	1150280	8	SCI11 Litigation/Potential Litigation	1.7	\$425.00	Tasks performed are secretarial overhead	Review Squire Sanders database and index documents on same for team	Recommend 50% reduction	\$212.50
MK2	10/07/09	1150280	8	SCI11 Litigation/Potential Litigation	5.1	\$1,275.00	Tasks performed are secretarial overhead	Index Special Litigation Committee database for team; forward Houlihan opinion letters to EW; meet with EW re projects including database indexing, review of SEC filings and creating chronology for same.	Recommend 25% reduction.	\$318.75
MK2	10/08/09	1150280	8	SCI11 Litigation/Potential Litigation	4.5	\$1,125.00	Tasks performed are secretarial overhead	Collect Odyssey documents for CD; emails re same; continue indexing Special Litigation Committee database for team; circulate draft of same.	Recommend 25% reduction.	\$281.25
MK2	10/19/09	1150280	8	SCI11 Litigation/Potential Litigation	2.8	\$700.00	Tasks performed are secretarial overhead	Coordinate copying multiple discs for EPT's review; review documents added to Special Litigation Committee database; index same	Recommend 50% reduction	\$350.00
MK2	10/21/09	1150280	8	SCI11 Litigation/Potential Litigation	2.9	\$725.00	Tasks performed are secretarial overhead	Emails to and from MR re iCONNECT and status; meet with litigation support re same; email Fried Frank fee statements to JZ and EW; coordinate s:drive access for new team members; update same; continue indexing; review and respond to miscellaneous requests from team.	Recommend 25% reduction.	\$181.25
MK2	10/23/09	1150280	8	SCI11 Litigation/Potential Litigation	2.2	\$550.00	Tasks performed are secretarial overhead	Prepare for meeting with EPT and MR re chronology and databases; meet with EPT and MR for database tutorial; meet with EW re station projects and status of same; continue indexing; meet with litigation support re database maintenance; review and respond to multiple emails from team	OK. No need to reduce.	
MK2	10/26/09	1150280	9	SCI11 Litigation/Potential Litigation	2.2	\$550.00	Tasks performed are secretarial overhead	Emails to and from litigation support re OCR and databases; continue indexing projects.	Recommend 50% reduction	\$275.00
MER	11/02/09	1150280	10	SCI11 Litigation/Potential Litigation	3.0	\$825.00	Tasks performed are secretarial overhead	Index Squire Sanders docs for chron.	Recommend 50% reduction	\$412.50

## ATTACHMENT 2

Professional	Date	Invoice #	Page	Task Code	Hours	Total Amount Billed	Description	Time Entry Description	NBR's comments	NBR's proposed reductions
MK2	11/02/09	1150280	10	SCI11 Litigation/Potential Litigation	3.2	\$800.00	Tasks performed are secretarial overhead	Review Mervyn's adversary docket and email most recent filings to EW; print H5 search results from external database; coordinate remainder of printing with litigation support and CopiSolutions; order binders for team; review external database for Bear Stearns documents filed with the SEC and continue updating chronology re same for team	Recommend 25% reduction.	\$200.00
MER	11/03/09	1150280	10	SCI11 Litigation/Potential Litigation	4.5	\$1,237.50	Tasks performed are secretarial overhead	Index Squire Sanders docs for timeline	Recommend 25% reduction.	\$309.38
MK2	11/03/09	1150280	11	SCI11 Litigation/Potential Litigation	1.2	\$300.00	Tasks performed are secretarial overhead	Review documents produced by Station Casinos, emails and meeting with litigation support re updating iCONNECT with same; review SEC filings and update chronology; create production log; miscellaneous filing; review Milbank opinion letters and search for exhibits	Recommend 25% reduction.	\$75.00
MER	11/04/09	1150280	11	SCI11 Litigation/Potential Litigation	13.0	\$3,575.00	Tasks performed are secretarial overhead	Index Squire Sanders docs for timeline (12.3); work with assistant to proofread and update references (.7)	Recommend 25% reduction.	\$893.75
RV2	11/04/09	1150280	11	SCI11 Litigation/Potential Litigation	2.1	\$315.00	Tasks performed are secretarial overhead	Process data to extract metadata and OCR for "Station Casinos" iCONNECT database, load to database, create image base load files and folder documents per M. Kerr's instructions.	Recommend 25% reduction.	\$78.75
MK2	11/05/09	1150280	12	SCI11 Litigation/Potential Litigation	2.2	\$550.00	Tasks performed are secretarial overhead	Review databases from Equity Commitment Letter, Rollover Commitment Letters and Stock Purchase Agreement for EW; miscellaneous filing; review Squire Sanders for new documents; continue indexing same.	Recommend 25% reduction.	\$137.50
MK2	11/06/09	1150280	14	SCI11 Litigation/Potential Litigation	2.4	\$600.00	Tasks performed are secretarial overhead	Update chronology of SEC filings; review Extranet database for new documents; review MR chronology and locate bates numbered exhibits to Special Litigation Committee Report; review Mervyn's adversary proceedings docket; email report of same to BW	Recommend 25% reduction.	\$150.00
MK2	11/10/09	1150280	17	SCI11 Litigation/Potential Litigation	0.4	\$100.00	Tasks performed are secretarial overhead	Emails to and from JZ re iCONNECT link; email EW to confirm shipment of H5 search result documents to expert; review emails and s:drive for hearing transcripts for CD; research court website for ordering transcripts	Recommend 25% reduction.	\$25.00
RV2	11/11/09	1150280	18	SCI11 Litigation/Potential Litigation	0.4	\$60.00	Tasks performed are secretarial overhead	Define permissions to access "Station Casinos" iConnect database and related review folders under corresponding sub-databases for C.Deem	Recommend 50% reduction	\$30.00
MK2	11/12/09	1150280	19	SCI11 Litigation/Potential Litigation	0.8	\$200.00	Tasks performed are secretarial overhead	Search database for schedules attached to agreement for EW; miscellaneous filing	Recommend 50% reduction	\$100.00
MK2	11/13/09	1150280	20	SCI11 Litigation/Potential Litigation	2.0	\$500.00	Tasks performed are secretarial overhead	Review H5 folder on extranet database for documents for EW; review Mervyn's adversary proceeding docket for most recent filings; circulate summary of same to EW; continue to review SEC filing chronology and update index of same for EW.	Recommend 25% reduction.	\$125.00

## ATTACHMENT 2

Professional	Date	Invoice #	Page	Task Code	Hours	Total Amount Billed	Description	Time Entry Description	NBR's comments	NBR's proposed reductions
MK2	11/18/09	1150280	23	SCI11 Litigation/Potential Litigation	0.7	\$175.00	Tasks performed are secretarial overhead	Update iCONNECT with documents received from Deutsche Bank for JZ; coordinate same with litigation support re iCONNECT users and billing partner	Recommend 50% reduction	\$87.50
MK2	11/23/09	1150280	24	SCI11 Litigation/Potential Litigation	3.8	\$950.00	Tasks performed are secretarial overhead	Miscellaneous document searches for team; follow up on order of USBC district of Nevada local rules; review database on iCONNECT and move specific folders to new database; multiple emails to and from litigation support re creation of new database; TC re same; coordinate uploading new Deutsche Bank production	Recommend 50% reduction	\$475.00
MK2	11/24/09	1150280	25	SCI11 Litigation/Potential Litigation	3.6	\$900.00	Tasks performed are secretarial overhead	Print Station actual budget files for EW; review productions loaded to multiple databases; outline same; continue to review SEC filings for chronology; review TOUSA filings re Standing Order; collect all motion practice for same; print for EW	Recommend 50% reduction	\$450.00
MK2	11/25/09	1150280	25	SCI11 Litigation/Potential Litigation	4.1	\$1,025.00	Tasks performed are secretarial overhead	Review Squire Sanders database for all opinion letters and engagement letters for EW and KM; download and save same; update s:drive; review and respond to multiple emails re same; review Mervyn's adversary docket; email report of same to EW attaching most recent filings; review document production from Milbank; email summary of same to EW	Recommend 25% reduction.	\$256.25
MK2	11/28/09	1150280	26	SCI11 Litigation/Potential Litigation	2.7	\$675.00	Tasks performed are secretarial overhead	Continue to review SEC filings for Stock Compensation Programs and supporting documents for EW; emails re same; review databases for STAX document for EW	Recommend 50% reduction	\$337.50
MK2	11/30/09	1150280	27	SCI11 Litigation/Potential Litigation	5.6	\$1,400.00	Tasks performed are secretarial overhead	Update iCONNECT database with most recent production; multiple emails to and from Fried Frank firm re Haskins, Kors and White deposition preparations; make arrangements for visiting attorneys; review databases for gaming licenses for EPT; create index of all opinion letters produced for EW; emails to and from KM re Cushman and Wakefield opinion letter; review databases for same; review and respond to multiple emails.	Recommend 50% reduction	\$700.00

<b>TOTAL</b>	<b>\$39,283.00</b>
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NBR's recommended reductions	<b>\$5,118.13</b>
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**ATTACHMENT 1**

Professional	Date	Invoice #	Page	Task Code	Hours	Total Amount Billed	Description	Proposed 3% reduction
RMX	12/03/09	1150778	6	SCI08 Executory Contracts & Unexpired Leases	7.3	\$3,066.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$91.98
RMX	12/04/09	1150778	6	SCI08 Executory Contracts & Unexpired Leases	5.4	\$2,268.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$68.04
KJM	12/01/09	1150778	9	SCI11 Litigation / Potential Litigation	2.3	\$2,812.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$84.36
KJM	12/02/09	1150778	9	SCI11 Litigation / Potential Litigation	1.6	\$880.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$26.40
RMX	12/02/09	1150778	10	SCI11 Litigation / Potential Litigation	4.8	\$2,016.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$60.48
KJM	12/03/09	1150778	10	SCI11 Litigation / Potential Litigation	2.9	\$1,595.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$47.85
KJM	12/04/09	1150778	10	SCI11 Litigation / Potential Litigation	3.1	\$1,705.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$51.15
RMX	12/07/09	1150778	12	SCI11 Litigation / Potential Litigation	5.6	\$2,352.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$70.56
LM	12/08/09	1150778	13	SCI11 Litigation / Potential Litigation	8.3	\$4,316.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$129.48
MK2	12/08/09	1150778	13	SCI11 Litigation / Potential Litigation	0.8	\$200.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$6.00
RMX	12/08/09	1150778	13	SCI11 Litigation / Potential Litigation	4.6	\$1,932.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$57.96

**ATTACHMENT 1**

Professional	Date	Invoice #	Page	Task Code	Hours	Total Amount Billed	Description	Proposed 3% reduction
RMX	12/09/09	1150778	14	SCI11 Litigation / Potential Litigation	4.1	\$1,722.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$51.66
MK2	12/10/09	1150778	14	SCI11 Litigation / Potential Litigation	1.5	\$375.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$11.25
RMX	12/16/09	1150778	16	SCI11 Litigation / Potential Litigation	6.6	\$2,772.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$83.16
RMX	12/17/09	1150778	18	SCI11 Litigation / Potential Litigation	5.2	\$2,184.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$65.52
RMX	12/18/09	1150778	18	SCI11 Litigation / Potential Litigation	6.2	\$2,604.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$78.12
EDW	12/28/09	1150778	24	SCI11 Litigation / Potential Litigation	2.5	\$1,850.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$55.50
EDW	12/28/09	1150778	24	SCI11 Litigation / Potential Litigation	1.5	\$1,110.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$33.30
KJM	01/07/10	1152004	6	SCI10 Liens and Set-Off	4.4	\$2,420.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$72.60
KJM	01/08/10	1152004	6	SCI10 Liens and Set-Off	6.4	\$3,520.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$105.60
KJM	01/11/10	1152004	6	SCI10 Liens and Set-Off	1.4	\$770.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$23.10
KJM	01/17/10	1152004	6	SCI10 Liens and Set-Off	1.1	\$605.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$18.15



**ATTACHMENT 1**

Professional	Date	Invoice #	Page	Task Code	Hours	Total Amount Billed	Description	Proposed 3% reduction
KS	01/12/10	1152004	12	SCI11 Litigation / Potential Litigation	2.1	\$882.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$26.46
EDW	02/11/10	1153164	2	SCI01 Case Management / Calendar Maintenance	0.8	\$592.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$17.76
MK2	01/07/10	1153164	4	SCI11 Litigation / Potential Litigation	0.4	\$100.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$3.00
RMX	02/19/10	1153164	6	SCI11 Litigation / Potential Litigation	0.9	\$378.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$11.34
EDW	02/19/10	1153164	6	SCI11 Litigation / Potential Litigation	0.4	\$296.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$8.88
RMX	02/19/10	1153164	6	SCI11 Litigation / Potential Litigation	7.2	\$3,024.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$90.72
RAO	02/23/10	1153164	6	SCI11 Litigation / Potential Litigation	2.8	\$2,114.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$0.08
EDW	02/24/10	1153164	6	SCI11 Litigation / Potential Litigation	0.8	\$592.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$17.76
EDW	02/03/10	1153164	7	SCI16 Quinn Emanuel Fee Applications	0.8	\$592.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$17.76
RMX	03/25/10	1154040	8	SCI10 Liens and Set-Off	7.3	\$3,066.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$91.98
RMX	03/26/10	1154040	8	SCI10 Liens and Set-Off	9.5	\$3,990.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$119.70

**ATTACHMENT 1**

Professional	Date	Invoice #	Page	Task Code	Hours	Total Amount Billed	Description	Proposed 3% reduction
MK2	03/05/10	1154040	9	SCI11 Litigation / Potential Litigation	0.5	\$125.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$3.75
MK2	03/10/10	1154040	9	SCI11 Litigation / Potential Litigation	0.5	\$125.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$3.75
MK2	03/16/10	1154040	10	SCI11 Litigation / Potential Litigation	1.4	\$350.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$10.50
EDW	03/17/10	1154040	10	SCI11 Litigation / Potential Litigation	4.0	\$2,960.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$88.80
MK2	03/17/10	1154040	10	SCI11 Litigation / Potential Litigation	3.5	\$875.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$26.25
EDW	03/18/10	1154040	10	SCI11 Litigation / Potential Litigation	2.1	\$1,554.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$46.62
EDW	03/19/10	1154040	10	SCI11 Litigation / Potential Litigation	3.8	\$2,812.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$84.36
MK2	03/22/10	1154040	11	SCI11 Litigation / Potential Litigation	2.0	\$500.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$15.00
MK2	03/23/10	1154040	11	SCI11 Litigation / Potential Litigation	3.0	\$750.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$22.50
MK2	03/24/10	1154040	12	SCI11 Litigation / Potential Litigation	1.8	\$450.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$13.50
MK2	03/26/10	1154040	12	SCI11 Litigation / Potential Litigation	4.2	\$1,050.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$31.50

**ATTACHMENT 1**

Professional	Date	Invoice #	Page	Task Code	Hours	Total Amount Billed	Description	Proposed 3% reduction
MK2	03/29/10	1154040	13	SCI11 Litigation / Potential Litigation	2.5	\$625.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$18.75
MK2	03/31/10	1154040	13	SCI11 Litigation / Potential Litigation	2.5	\$625.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$18.75

<b>TOTAL</b>	<b>\$2,081.69</b>
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## ATTACHMENT 2

Professional	Date	Invoice #	Page	Task Code	Hours	Total Amount Billed	Description	Time Entry Description	NBR's recommendations	Amount of recommended reductions
MK2	12/03/09	1150778	2	SCI01 Case Management / Calendar Maintenance	0.3	\$75.00	Tasks performed are secretarial overhead	Miscellaneous filing related to Fried Frank depositions	Recommend 50% reduction	\$37.50
MK2	12/04/09	1150778	2	SCI01 Case Management / Calendar Maintenance	0.7	\$175.00	Tasks performed are secretarial overhead	Review docket for recently filed documents and hearing dates; circulate report of same to team; download documents; update s:drive with same; miscellaneous filing.	Recommend 50% reduction	\$87.50
AD	12/07/09	1150778	2	SCI01 Case Management / Calendar Maintenance	1.7	\$255.00	Tasks performed are secretarial overhead	Copy, analyze, and process files in preparation for load to database; load documents to database, as requested by legal team; communications with legal team, regarding the same; process repeated for additional volumes	Recommend 25% reduction	\$63.75
MK2	12/07/09	1150778	2	SCI01 Case Management / Calendar Maintenance	0.7	\$175.00	Tasks performed are secretarial overhead	Email Loraditch re payments on monthly fee statements and interim applications; review dates for calendaring; update calendaring department re same; meet with Reid and review calendaring procedures; TC with Ahadi re hardcopy calendaring notices; review docket for most recent filings and hearing dates; circulate report of same to team and calendaring; update s:drive with same.	OK. No need to reduce.	
DR	12/09/09	1150778	2	SCI01 Case Management / Calendar Maintenance	0.6	\$90.00	Tasks performed are secretarial overhead	Create iCONNECT login and grant access to C.Ballard; create review tags in iCONNECT for M. Kerr; run search in iCONNECT, export docs for blowback, transmit to vendor's FTP site for M. Kerr	Recommend 50% reduction	\$45.00
MK2	12/09/09	1150778	3	SCI01 Case Management / Calendar Maintenance	0.4	\$100.00	Tasks performed are secretarial overhead	Coordinate addition of CB to iCONNECT; multiple emails to and from litigation support re same; filing.	Recommend 50% reduction	\$50.00
DR	12/11/09	1150778	3	SCI01 Case Management / Calendar Maintenance	0.2	\$30.00	Tasks performed are secretarial overhead	Teleconference with M.Kerr, login to Milbank FTP, download compressed file, extract and combine TIFFs as PDF, email doc to M.Kerr	Recommend 50% reduction	\$15.00
Mk2	12/11/09	1150778	3	SCI01 Case Management / Calendar Maintenance	0.4	\$100.00	Tasks performed are secretarial overhead	Review docket for recent filings and upcoming hearing dates; circulate report of same to team; download documents for team's review; same same to s:drive	Recommend 50% reduction	\$50.00
MK2	12/18/09	1150778	3	SCI01 Case Management / Calendar Maintenance	0.8	\$200.00	Tasks performed are secretarial overhead	Review docket; miscellaneous filing	Recommend 50% reduction	\$100.00
MK2	12/21/09	1150778	3	SCI01 Case Management / Calendar Maintenance	0.4	\$100.00	Tasks performed are secretarial overhead	Review docket for recent filings; circulate report of same to team; miscellaneous filing	Recommend 50% reduction	\$50.00

## ATTACHMENT 2

Professional	Date	Invoice #	Page	Task Code	Hours	Total Amount Billed	Description	Time Entry Description	NBR's recommendations	Amount of recommended reductions
MK2	12/02/09	1150778	5	SCI08 Executory Contracts & Unexpired Leases	7.0	\$1,750.00	Tasks performed are secretarial overhead	Set up conference room for Fried Frank; multiple emails and meetings re deposition preparations; organize documents for Haskins deposition; various printing and photocopying; multiple TCs with Ahadi	Recommend 50% reduction	\$875.00
MK2	12/03/09	1150778	6	SCI08 Executory Contracts & Unexpired Leases	5.6	\$1,400.00	Tasks performed are secretarial overhead	Assist Fried Frank team with depositions; review and respond to multiple emails re same; prepare for Kors deposition; multiple meetings with Kass re same; review docket for Lazard employment application and declaration ISO same; mail documents to EPT and RM; coordinate delivery of documents for Kors deposition with Gibson Dunn	Recommend 25% reduction	\$350.00
MK2	12/04/09	1150778	6	SCI08 Executory Contracts & Unexpired Leases	5.0	\$1,250.00	Tasks performed are secretarial overhead	Continue assisting Fried Frank with depositions; multiple emails to and from Kass and Soto re documents; gather all documents and belongings and prepare for shipment to New York; meet with EPT and Fried Franks team	Recommend 25% reduction	\$312.50
RV2	11/30/09	1150778	9	SCI11 Litigation / Potential Litigation	1.9	\$285.00	Tasks performed are secretarial overhead	Load additional records to "Station Casinos - Production" iConnect database with bates range: SCI001975 - 9751; overlaid OCR data and modified load files for importing to database; foldered all documents per M. Kerr's instructions	Recommend 50% reduction	\$142.50
MK2	12/01/09	1150778	9	SCI11 Litigation / Potential Litigation	5.0	\$1,250.00	Tasks performed are secretarial overhead	Update s: drive with Cushman and Wakefield letter; assist Fried Frank with deposition preparations; coordinate stenographer; prepare deposition exhibits and create deposition binders; review databases for operating agreements for MR; review 2006 and 2007 SEC filings for references to "change in control" for EW; highlight and scan results of same to EW	Recommend 25% reduction	\$312.50
MK2	12/07/09	1150778	12	SCI11 Litigation / Potential Litigation	2.4	\$600.00	Tasks performed are secretarial overhead	Update iCONNECT with most recent Colony production; multiple emails re same; emails to and from MR re operating agreements; create production log for EW; update SEC filing chronology; review databases for operating agreement	Recommend 25% reduction	\$150.00
MK2	12/09/09	1150778	13	SCI11 Litigation / Potential Litigation	4.2	\$1,050.00	Tasks performed are secretarial overhead	Print selective documents from most recent Station Casinos production including emails, offering memoranda, dividend summaries and presentation slides for EW and JZ; TC with CB re iCONNECT and Colony documents; emails to and from litigation support re printing hardcopies of Colony production for CB and MR	Recommend 50% reduction	\$525.00

## ATTACHMENT 2

Professional	Date	Invoice #	Page	Task Code	Hours	Total Amount Billed	Description	Time Entry Description	NBR's recommendations	Amount of recommended reductions
MK2	12/11/09	1150778	15	SCI11 Litigation / Potential Litigation	1.2	\$300.00	Tasks performed are secretarial overhead	Print and copy multiple sets of the SCI production fro Milbank's FTP site; multiple emails to and from JZ and litigation support re same; review docket for Mervyn's adversary proceeding in Delaware; email recently filed documents and report of same to EW.	Recommend 50% reduction	\$150.00
MK2	12/14/09	1150778	16	SCI11 Litigation / Potential Litigation	2.0	\$500.00	Tasks performed are secretarial overhead	Continue reviewing and consolidating databases to iCONNECT index same for team reference	Recommend 50% reduction	\$250.00
RV2	12/14/09	1150778	16	SCI11 Litigation / Potential Litigation	1.3	\$195.00	Tasks performed are secretarial overhead	Load additional records to "Station Casinos" iCONNECT database with bates range:SCI009752 - 10063; run OCR for 312 pages and overlaid them to database; modified load files for importing to database and foldered all documents per M. Kerr's instructions.	Recommend 50% reduction	\$97.50
MK2	12/21/09	1150778	20	SCI11 Litigation / Potential Litigation	0.3	\$75.00	Tasks performed are secretarial overhead	Search for and email stock compensation program documents to JZ; review Mervyn's adversary proceeding docket; send report of recent filings to EW	Recommend 50% reduction	\$37.50
MK2	12/22/09	1150778	21	SCI11 Litigation / Potential Litigation	2.5	\$625.00	Tasks performed are secretarial overhead	Review Duff and Phelps folder on Squire Sanders' database and estimate quantity of documents; index same for EW; meet with EW re project reviewing hearing transcripts	Recommend 50% reduction	\$312.50
MK2	12/29/09	1150778	25	SCI11 Litigation / Potential Litigation	7.0	\$1,750.00	Tasks performed are secretarial overhead	Assist with filing of Standing Motion, LBO complaint and Lease Complaint; multiple emails and TCs re same; review redacted and unredacted versions	Recommend 50% reduction	\$875.00
MK2	01/04/10	1152004	2	SCI01 Case Management / Calendar Maintenance	0.8	\$200.00	Tasks performed are secretarial overhead	Review docket; circulate report of recent filings and hearing dates; update s:drive with documents re same; miscellaneous filing	Recommend 50% reduction	\$100.00
MK2	01/08/10	1152004	2	SCI01 Case Management / Calendar Maintenance	0.8	\$200.00	Tasks performed are secretarial overhead	Review docket for most recent filings; download same; circulate docket report to team; update s:drive	Recommend 50% reduction	\$100.00
MK2	01/27/10	1152004	2	SCI01 Case Management / Calendar Maintenance	0.8	\$200.00	Tasks performed are secretarial overhead	Review contents of boxes returned from hearing; emails re same; review docket and update s:drive court clip with recent filings	Recommend 25% reduction	\$50.00
MK2	01/28/10	1152004	2	SCI01 Case Management / Calendar Maintenance	1.8	\$450.00	Tasks performed are secretarial overhead	Review docket for documents filed, hearing dates and deadlines since last week; calculate deadlines; download all documents; circulate report of same to team and calendaring department; update s:drive; miscellaneous filing of hearing binders and boxes	Recommend 25% reduction	\$112.50
MK2	01/29/10	1152004	2	SCI01 Case Management / Calendar Maintenance	0.4	\$100.00	Tasks performed are secretarial overhead	Review docket for recent filings; circulate update to team re same; update s:drive; miscellaneous filing.	Recommend 50% reduction	\$50.00

## ATTACHMENT 2

Professional	Date	Invoice #	Page	Task Code	Hours	Total Amount Billed	Description	Time Entry Description	NBR's recommendations	Amount of recommended reductions
MK2	01/04/10	1152004	7	SCI11 Litigation / Potential Litigation	1.2	\$300.00	Tasks performed are secretarial overhead	Collect documents filed by the Independent Lenders re motion to appoint examiner for EW and JB; organize same on s:drive for review; review and respond to multiple emails from JZ re document requests; review iCONNECT for documents	Recommend 50% reduction	\$150.00
MK2	01/06/10	1152004	9	SCI11 Litigation / Potential Litigation	2.8	\$700.00	Tasks performed are secretarial overhead	Review databases for select documents for JZ; emails to and from KM and LA Librarian re retrieving UCC filings; review files to be retrieved; check docket reports in similar cases; emails to and from Soto re standing motion filings; upload redacted and unredacted versions to s:drive for team; email re same to team	Recommend 25% reduction	\$175.00
MK2	01/08/10	1152004	11	SCI11 Litigation / Potential Litigation	0.4	\$100.00	Tasks performed are secretarial overhead	Miscellaneous filing; emails to and from KM re UCC filings; coordinate retrieval of filings with Wolters Kluwer; review, check docket reports in similar cases and circulate report of recent filings	Recommend 50% reduction	\$50.00
MER	01/13/10	1152004	13	SCI11 Litigation / Potential Litigation	5.7	\$2,223.00	Tasks performed are secretarial overhead	Prepare caselaw binder in preparation for reply to oppositions to motion for standing.	Recommend 75% reduction	\$1,667.25
JMZ	01/19/10	1152004	19	SCI11 Litigation / Potential Litigation	0.9	\$468.00	Tasks performed are secretarial overhead	Assist with preparing service copies of Reply to Debtors' Group Opposition	Recommend 75% reduction	\$351.00
JMZ	01/20/10	1152004	20	SCI11 Litigation / Potential Litigation	0.7	\$364.00	Tasks performed are secretarial overhead	Assist in the preparation of service copies of Reply to Lenders' Oppositions	Recommend 75% reduction	\$273.00
MK2	01/20/10	1152004	20	SCI11 Litigation / Potential Litigation	1.4	\$350.00	Tasks performed are secretarial overhead	Review docket for all filings related to standing motion for hearing preparation; emails to and from JZ re replies; circulate list for review for hearing preparation and organize documents for same on s:drive in anticipation of photocopying for tam	Recommend 50% reduction	\$175.00
MK2	01/22/10	1152004	22	SCI11 Litigation / Potential Litigation	6.6	\$1,650.00	Tasks performed are secretarial overhead	Multiple emails re hearing preparation; continue preparing for standing motion hearing; finalize hearing binders and documents to be shipped; print and organize all documents relating to master lease; TCs with courier and local counsel; organize supplies for courtroom for SK	Recommend 50% reduction	\$825.00
MK2	01/26/10	1152004	23	SCI11 Litigation / Potential Litigation	0.4	\$100.00	Tasks performed are secretarial overhead	Emails and TCs re courier arrangements for hearing boxes; coordinate removal of materials from court; create labels for boxes for shipment; email same to local counsel	Recommend 50% reduction	\$50.00

## ATTACHMENT 2

Professional	Date	Invoice #	Page	Task Code	Hours	Total Amount Billed	Description	Time Entry Description	NBR's recommendations	Amount of recommended reductions
MK2	01/29/10	1152004	24	SCI11 Litigation / Potential Litigation	0.8	\$200.00	Tasks performed are secretarial overhead	Create binders of master lease documents for future reference; review Mervyn's adversary proceeding docket and email update of recent filings to EW; coordinate war room; move files to war room; emails re hearing transcripts.	Recommend 50% reduction	\$100.00
MK2	01/05/10	1153164	2	SCI01 Case Management / Calendar Maintenance	0.4	\$100.00	Tasks performed are secretarial overhead	Miscellaneous filing on s:drive for team	Recommend 50% reduction	\$50.00
MK2	02/26/10	1153164	2	SCI01 Case Management / Calendar Maintenance	0.5	\$125.00	Tasks performed are secretarial overhead	Circulate recent docket report to team for Station Casinos and GV Ranch cases; update s:drive re same	Recommend 50% reduction	\$62.50
MK2	02/01/10	1154040	2	SCI01 Case Management / Calendar Maintenance	0.3	\$75.00	Tasks performed are secretarial overhead	Update and organize electronic files on s:drive	Recommend 50% reduction	\$37.50
MK2	02/03/10	1154040	2	SCI01 Case Management / Calendar Maintenance	0.4	\$100.00	Tasks performed are secretarial overhead	Review docket; circulate most recent filings to team; update s:drive	Recommend 50% reduction	\$50.00
MK2	02/05/10	1154040	2	SCI01 Case Management / Calendar Maintenance	0.3	\$75.00	Tasks performed are secretarial overhead	Review docket for most recently filed documents; circulate documents and report of same to team; update electronic court clip	Recommend 50% reduction	\$37.50
MK2	02/08/10	1154040	2	SCI01 Case Management / Calendar Maintenance	0.2	\$50.00	Tasks performed are secretarial overhead	Multiple emails to and from Fried Frank re hearing transcripts; update electronic files with same.	Recommend 50% reduction	\$25.00
MK2	02/10/10	1154040	2	SCI01 Case Management / Calendar Maintenance	0.4	\$100.00	Tasks performed are secretarial overhead	Review docket for recently filed documents; circulate report of same to team along with documents; update electronic court clip	Recommend 50% reduction	\$50.00
MK2	02/12/10	1154040	2	SCI01 Case Management / Calendar Maintenance	0.3	\$75.00	Tasks performed are secretarial overhead	Review docket for recently filed documents; circulate documents and report of same to team; update electronic court clip	Recommend 50% reduction	\$37.50
MK2	02/16/10	1154040	2	SCI01 Case Management / Calendar Maintenance	0.2	\$50.00	Tasks performed are secretarial overhead	Review docket for recently filed documents; circulate documents and report of same to team; update electronic court clip	Recommend 50% reduction	\$25.00
MK2	02/17/10	1154040	2	SCI01 Case Management / Calendar Maintenance	0.2	\$50.00	Tasks performed are secretarial overhead	Review docket for recently filed documents.	Recommend 50% reduction	\$25.00
MK2	02/18/10	1154040	2	SCI01 Case Management / Calendar Maintenance	0.2	\$50.00	Tasks performed are secretarial overhead	Miscellaneous filing for team	Recommend 50% reduction	\$25.00
MK2	02/19/10	1154040	2	SCI01 Case Management / Calendar Maintenance	0.3	\$75.00	Tasks performed are secretarial overhead	Review docket for most recently filed documents; circulate report of same to team; update electronic court clip	Recommend 50% reduction	\$37.50



## ATTACHMENT 2

Professional	Date	Invoice #	Page	Task Code	Hours	Total Amount Billed	Description	Time Entry Description	NBR's recommendations	Amount of recommended reductions
MK2	02/22/10	1154040	2	SCI01 Case Management / Calendar Maintenance	0.5	\$125.00	Tasks performed are secretarial overhead	Review docket for most recent filings in Station Casinos case as well as GV Ranch case; circulate report of same; update electronic court clip; emails to and from EW	Recommend 50% reduction	\$62.50
MK2	03/01/10	1154040	3	SCI01 Case Management / Calendar Maintenance	0.2	\$50.00	Tasks performed are secretarial overhead	Review GV Ranch docket and email report of recent filings to EW	Recommend 50% reduction	\$25.00
MK2	03/01/10	1154040	3	SCI01 Case Management / Calendar Maintenance	0.2	\$50.00	Tasks performed are secretarial overhead	Review docket for recent filings; upload same and circulate report to team	Recommend 50% reduction	\$25.00
MK2	03/02/10	1154040	3	SCI01 Case Management / Calendar Maintenance	0.4	\$100.00	Tasks performed are secretarial overhead	Miscellaneous filing	Recommend 50% reduction	\$50.00
MK2	03/04/10	1154040	3	SCI01 Case Management / Calendar Maintenance	0.5	\$125.00	Tasks performed are secretarial overhead	Review docket; update and maintain calendar and s:drive; miscellaneous filing.	Recommend 50% reduction	\$62.50
MK2	03/05/10	1154040	3	SCI01 Case Management / Calendar Maintenance	0.4	\$100.00	Tasks performed are secretarial overhead	Review docket for key filings; upload same, draft report and circulate to team; miscellaneous filing	Recommend 50% reduction	\$50.00
MK2	03/08/10	1154040	3	SCI01 Case Management / Calendar Maintenance	0.2	\$50.00	Tasks performed are secretarial overhead	Review docket for key documents filed; miscellaneous filing	Recommend 50% reduction	\$25.00
MK2	03/10/10	1154040	3	SCI01 Case Management / Calendar Maintenance	0.5	\$125.00	Tasks performed are secretarial overhead	Review docket for recent filings; upload and update s:drive with same; circulate report to team; miscellaneous filing	Recommend 50% reduction	\$62.50
MK2	03/11/10	1154040	3	SCI01 Case Management / Calendar Maintenance	0.5	\$125.00	Tasks performed are secretarial overhead	Index various productions received; miscellaneous filing	Recommend 50% reduction	\$62.50
MK2	03/12/10	1154040	4	SCI01 Case Management / Calendar Maintenance	0.6	\$150.00	Tasks performed are secretarial overhead	Review docket for recent filings, deadlines and hearing dates scheduled; upload documents; circulate report of same to team; miscellaneous filing	Recommend 50% reduction	\$75.00
MK2	03/12/10	1154040	4	SCI01 Case Management / Calendar Maintenance	0.4	\$100.00	Tasks performed are secretarial overhead	Review GV Ranch docket and Mervyn's adversary proceeding docket; circulate report of same to EW	Recommend 50% reduction	\$50.00
MK2	03/15/10	1154040	4	SCI01 Case Management / Calendar Maintenance	0.3	\$75.00	Tasks performed are secretarial overhead	Review docket for recently filed documents; upload same and save to s:drive for team; circulate report of documents filed to team	Recommend 50% reduction	\$37.50
MK2	03/17/10	1154040	4	SCI01 Case Management / Calendar Maintenance	0.3	\$75.00	Tasks performed are secretarial overhead	Review docket for recent filings and hearing dates; upload documents and save to s:drive for team; circulate report of filings and documents to team	Recommend 50% reduction	\$37.50
MK2	03/19/10	1154040	4	SCI01 Case Management / Calendar Maintenance	0.2	\$50.00	Tasks performed are secretarial overhead	Review docket for recently filed documents; circulate report of same to team and update electronic files	Recommend 50% reduction	\$25.00

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Professional	Date	Invoice #	Page	Task Code	Hours	Total Amount Billed	Description	Time Entry Description	NBR's recommendations	Amount of recommended reductions
MK2	03/22/10	1154040	4	SCI01 Case Management / Calendar Maintenance	0.2	\$50.00	Tasks performed are secretarial overhead	Review docket for recently filed documents; upload same and save to s:drive for team; email report re same to team; miscellaneous filing.	Recommend 50% reduction	\$25.00
MK2	03/26/10	1154040	4	SCI01 Case Management / Calendar Maintenance	0.2	\$50.00	Tasks performed are secretarial overhead	Review recent filings; upload documents; circulate report of same to team	Recommend 50% reduction	\$25.00
MK2	03/31/10	1154040	5	SCI01 Case Management / Calendar Maintenance	0.8	\$200.00	Tasks performed are secretarial overhead	Review docket for recently filed documents, hearing dates and deadlines; upload same and circulate report to team; miscellaneous filing.	Recommend 50% reduction	\$100.00
MK2	02/11/10	1154040	8	SCI11 Litigation / Potential Litigation	0.3	\$75.00	Tasks performed are secretarial overhead	Meet with EW re project; miscellaneous filing.	Recommend 25% reduction	\$18.75
MK2	03/15/10	1154040	9	SCI11 Litigation / Potential Litigation	2.5	\$625.00	Tasks performed are secretarial overhead	Review databases for \$130 million payment to Colony; miscellaneous filing.	Recommend 50% reduction	\$312.50
MK2	03/19/10	1154040	11	SCI11 Litigation / Potential Litigation	0.6	\$150.00	Tasks performed are secretarial overhead	Review dockets for GV Ranch and Mervyn's adversary proceeding; email report of recently filed documents to EW; download same and update corresponding electronic files	Recommend 50% reduction	\$75.00
MK2	03/25/10	1154040	12	SCI11 Litigation / Potential Litigation	1.5	\$375.00	Tasks performed are secretarial overhead	Review database for schedules attached to OpCo Credit Agreement and 2005 BofA Agreement for JZ; update s:drive with same; miscellaneous filing; continue to update charts re: \$90 cash conversion and intellectual property for EW.	Recommend 50% reduction	\$187.50
MK2	02/23/10	1154040	14	SCI16 Quinn Emanuel Fee Applications	4.0	\$1,000.00	Tasks performed are secretarial overhead	Review docket for all fee applications filed by professionals; create chart of fees and costs requested for reimbursement for hearing on same	Recommend 25% reduction	\$250.00
MK2	02/26/10	1154040	14	SCI16 Quinn Emanuel Fee Applications	1.5	\$375.00	Tasks performed are secretarial overhead	Update, amend and finalize chart of fee applications for hearing for EW	Recommend 25% reduction	\$93.75

<b>TOTAL</b>	<b>\$25,060.00</b>
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Recommended reductions	<b>\$11,128.75</b>
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## ATTACHMENT 1

Professional	Date	Invoice #	Page	Task Code	Hours	Total Amount Billed	Description	Proposed 3% reduction
KJM	03/25/10	1155692	2	SCI01 Case Management / Calendar Maintenance	1.7	\$935.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$28.05
EDW	04/20/10	1155692	9	SCI06 Creditor Communication	1.4	\$1,036.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$31.08
EDW	04/22/10	1155692	11	SCI06 Creditor Communication	3.5	\$2,590.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$77.70
AHC	04/26/10	1155692	12	SCI06 Creditor Communication	4.4	\$3,256.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$97.68
EDW	04/26/10	1155692	12	SCI06 Creditor Communication	2.8	\$2,072.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$62.16
JMZ	04/26/10	1155692	13	SCI06 Creditor Communication	0.6	\$312.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$9.36
EDW	04/27/10	1155692	13	SCI06 Creditor Communication	3.2	\$2,368.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$71.04
EDW	04/28/10	1155692	13	SCI06 Creditor Communication	6.5	\$4,810.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$144.30
KJM	04/22/10	1155692	16	SCI08 Executory Contracts & Unexpired Leases	5.2	\$2,860.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$85.80
KJM	04/30/10	1155692	17	SCI08 Executory Contracts & Unexpired Leases	2.4	\$1,320.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$39.60
MK2	04/02/10	1155692	18	SCI11 Litigation / Potential Litigation	0.6	\$150.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$4.50
MK2	04/08/10	1155692	19	SCI11 Litigation / Potential Litigation	2.0	\$500.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$15.00
MK2	04/09/10	1155692	20	SCI11 Litigation / Potential Litigation	3.6	\$900.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$27.00
EDW	04/13/10	1155692	20	SCI11 Litigation / Potential Litigation	3.8	\$2,812.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$84.36
MK2	04/14/10	1155692	21	SCI11 Litigation / Potential Litigation	3.0	\$750.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$22.50
MK2	04/26/10	1155692	22	SCI11 Litigation / Potential Litigation	1.2	\$300.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$9.00
KJM	04/19/10	1155692	24	SCI13 Other Conflict Roles	4.0	\$2,200.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$66.00
KJM	04/20/10	1155692	24	SCI13 Other Conflict Roles	2.2	\$1,210.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$36.30
KJM	04/21/10	1155692	25	SCI13 Other Conflict Roles	7.1	\$3,905.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$117.15
HAO	04/23/10	1155692	25	SCI13 Other Conflict Roles	4.5	\$4,005.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$120.15

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Professional	Date	Invoice #	Page	Task Code	Hours	Total Amount Billed	Description	Proposed 3% reduction
EDW	05/27/10	1156344	3	SCI05 Court Hearings	12.4	\$9,176.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$275.28
EDW	05/28/10	1156344	3	SCI05 Court Hearings	2.0	\$1,480.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$44.40
EDW	05/01/10	1156344	4	SCI06 Debtor Restructuring / Reorganization Plan	1.7	\$1,258.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$37.74
EDW	05/01/10	1156344	4	SCI06 Debtor Restructuring / Reorganization Plan	1.2	\$888.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$26.64
EDW	05/02/10	1156344	4	SCI06 Debtor Restructuring / Reorganization Plan	3.7	\$2,738.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$82.14
VSR	05/02/10	1156344	5	SCI06 Debtor Restructuring / Reorganization Plan	5.1	\$2,805.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$84.15
HAO	05/03/10	1156344	5	SCI06 Debtor Restructuring / Reorganization Plan	0.8	\$712.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$21.36
EDW	05/04/10	1156344	6	SCI06 Debtor Restructuring / Reorganization Plan	2.3	\$1,702.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$51.06
EDW	05/08/10	1156344	7	SCI06 Debtor Restructuring / Reorganization Plan	1.7	\$1,258.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$37.74
EDW	05/12/10	1156344	8	SCI06 Debtor Restructuring / Reorganization Plan	5.2	\$3,848.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$115.44
EDW	05/13/10	1156344	9	SCI06 Debtor Restructuring / Reorganization Plan	4.4	\$3,256.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$97.68
EDW	05/16/10	1156344	11	SCI06 Debtor Restructuring / Reorganization Plan	2.6	\$1,924.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$57.72
EDW	05/17/10	1156344	11	SCI06 Debtor Restructuring / Reorganization Plan	2.4	\$1,776.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$53.28
EDW	05/18/10	1156344	11	SCI06 Debtor Restructuring / Reorganization Plan	2.8	\$2,072.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$62.16
AHC	05/20/10	1156344	13	SCI06 Debtor Restructuring / Reorganization Plan	1.3	\$962.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$28.86
EDW	05/20/10	1156344	13	SCI06 Debtor Restructuring / Reorganization Plan	1.9	\$1,406.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$42.18
EDW	05/20/10	1156344	13	SCI06 Debtor Restructuring / Reorganization Plan	2.0	\$1,480.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$44.40
EDW	05/21/10	1156344	13	SCI06 Debtor Restructuring / Reorganization Plan	0.9	\$666.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$19.98
EDW	05/21/10	1156344	13	SCI06 Debtor Restructuring / Reorganization Plan	3.1	\$2,294.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$68.82
EDW	05/22/10	1156344	14	SCI06 Debtor Restructuring / Reorganization Plan	1.2	\$888.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$26.64

## ATTACHMENT 1

Professional	Date	Invoice #	Page	Task Code	Hours	Total Amount Billed	Description	Proposed 3% reduction
EDW	05/23/10	1156344	14	SCI06 Debtor Restructuring / Reorganization Plan	2.5	\$1,850.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$55.50
EDW	05/24/10	1156344	15	SCI06 Debtor Restructuring / Reorganization Plan	5.5	\$4,070.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$122.10
EDW	05/26/10	1156344	16	SCI06 Debtor Restructuring / Reorganization Plan	7.3	\$5,402.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$162.06
EDW	05/03/10	1156344	17	SCI08 Executory Contracts & Unexpired Leases	1.6	\$1,184.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$35.52
KJM	05/10/10	1156344	18	SCI08 Executory Contracts & Unexpired Leases	1.2	\$660.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$19.80
KJM	05/02/10	1156344	18	SCI11 Litigation / Potential Litigation	4.1	\$2,255.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$67.65
KJM	05/03/10	1156344	18	SCI11 Litigation / Potential Litigation	3.2	\$1,760.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$52.80
MK2	05/07/10	1156344	19	SCI11 Litigation / Potential Litigation	0.8	\$200.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$6.00
MK2	05/24/10	1156344	21	SCI11 Litigation / Potential Litigation	3.2	\$800.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$24.00
MK2	05/25/10	1156344	21	SCI11 Litigation / Potential Litigation	3.9	\$975.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$29.25
EDW	06/20/10	1157627	5	SCI06 Debtor Restructuring / Reorganization Plan	0.8	\$592.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$17.76
JMZ	06/28/10	1157627	6	SCI06 Debtor Restructuring / Reorganization Plan	3.7	\$1,924.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$57.72
KJM	06/28/10	1157627	7	SCI10 Liens and Set-Off	2.2	\$1,210.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$36.30
KJM	06/29/10	1157627	8	SCI10 Liens and Set-Off	3.1	\$1,705.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$51.15
KJM	06/30/10	1157627	8	SCI10 Liens and Set-Off	3.5	\$1,925.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$57.75
EDW	06/15/10	1157627	9	SCI11 Litigation / Potential Litigation	1.7	\$1,258.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$37.74
EDW	06/17/10	1157627	9	SCI11 Litigation / Potential Litigation	1.0	\$740.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$22.20
EDW	06/27/10	1157627	10	SCI11 Litigation / Potential Litigation	1.4	\$1,036.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$31.08
EDW	06/28/10	1157627	10	SCI11 Litigation / Potential Litigation	1.8	\$1,332.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$39.96
EDW	07/13/10	1158837	5	SCI06 Debtor Restructuring / Reorganization Plan	0.7	\$518.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$15.54

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Professional	Date	Invoice #	Page	Task Code	Hours	Total Amount Billed	Description	Proposed 3% reduction
EDW	07/21/10	1158837	6	SCI06 Debtor Restructuring / Reorganization Plan	1.1	\$814.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$24.42
EDW	07/01/10	1158837	9	SCI11 Litigation / Potential Litigation	1.2	\$888.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$26.64
EDW	07/02/10	1158837	9	SCI11 Litigation / Potential Litigation	1.8	\$1,332.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$39.96
EDW	07/06/10	1158837	9	SCI11 Litigation / Potential Litigation	1.3	\$962.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$28.86
EDW	07/08/10	1158837	10	SCI11 Litigation / Potential Litigation	1.6	\$1,184.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$35.52
EDW	07/12/10	1158837	11	SCI11 Litigation / Potential Litigation	2.7	\$1,998.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$59.94

<b>TOTAL</b>	<b>\$3,583.62</b>
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## ATTACHMENT 2

Professional	Date	Invoice #	Page	Task Code	Hours	Total Amount Billed	Description	Docket Entry Description	NBR proposed reductions	Amount of proposed reductions
MK2	04/02/10	1155692	2	SCI01 Case Management / Calendar Maintenance	0.2	\$50.00	Tasks performed are secretarial / clerical overhead	Review docket entry for recent filings; circulate report of same to team; miscellaneous filing.	Recommend 50% reduction.	\$25.00
MK2	04/07/10	1155692	2	SCI01 Case Management / Calendar Maintenance	0.3	\$75.00	Tasks performed are secretarial / clerical overhead	Review docket for recently filed documents; review documents for upcoming hearing dates; upload and circulate report of same to team	Recommend 50% reduction.	\$37.50
MK2	04/09/10	1155692	2	SCI01 Case Management / Calendar Maintenance	0.4	\$100.00	Tasks performed are secretarial / clerical overhead	Review docket for key documents filed; download documents and circulate report of same to team; update electronic court clip; miscellaneous filing.	Recommend 50% reduction.	\$50.00
MK2	04/12/10	1155692	2	SCI01 Case Management / Calendar Maintenance	0.2	\$50.00	Tasks performed are secretarial / clerical overhead	Review docket for recently filed documents; circulate report of same to team; update electronic court clip	Recommend 50% reduction.	\$25.00
MK2	04/15/10	1155692	2	SCI01 Case Management / Calendar Maintenance	0.5	\$125.00	Tasks performed are secretarial / clerical overhead	Review docket for key documents filed and hearing dates; circulate report of same to team; update electronic court clip; miscellaneous filing.	Recommend 50% reduction.	\$62.50
MK2	04/19/10	1155692	2	SCI01 Case Management / Calendar Maintenance	0.6	\$150.00	Tasks performed are secretarial / clerical overhead	Review docket for recently filed documents and hearing dates; circulate report of same to team; update electronic court clip; miscellaneous filing.	Recommend 50% reduction.	\$75.00
MK2	04/21/10	1155692	2	SCI01 Case Management / Calendar Maintenance	0.6	\$150.00	Tasks performed are secretarial / clerical overhead	Review docket for hearing dates and recently filed key documents; download documents and circulate email re same to team; update electronic court clip; update calendaring department on new and rescheduled hearing dates	Recommend 25% reduction.	\$37.50
CW1	04/23/10	1155692	3	SCI01 Case Management / Calendar Maintenance	1.3	\$195.00	Tasks performed are secretarial / clerical overhead	Load documents into iConect db for attorney review and production as per Ms. Kerr's request	Recommend 50% reduction.	\$97.50
MK2	04/23/10	1155692	3	SCI01 Case Management / Calendar Maintenance	0.3	\$75.00	Tasks performed are secretarial / clerical overhead	Review docket for most recent filings; upload filings and update electronic court clip; circulate report of filings to team	Recommend 50% reduction.	\$37.50
CW1	04/26/10	1155692	3	SCI01 Case Management / Calendar Maintenance	1.5	\$225.00	Tasks performed are secretarial / clerical overhead	Create folders and download production from iConect db as per Ms. Kerr's request; prepare production as per Ms. Kerr's request	Recommend 50% reduction.	\$112.50
MK2	04/28/10	1155692	3	SCI01 Case Management / Calendar Maintenance	0.4	\$100.00	Tasks performed are secretarial / clerical overhead	Review docket for recently filed documents and upcoming hearing dates; download documents for team; update electronic court clip; circulate email with updates to team	Recommend 50% reduction.	\$50.00
MK2	04/23/10	1155692	3	SCI01 Case Management / Calendar Maintenance	0.5	\$125.00	Tasks performed are secretarial / clerical overhead	Review docket for recent filings; circulate report of same to team; update electronic court clip; miscellaneous filing	Recommend 50% reduction.	\$62.50
DR	04/08/10	1155692	19	SCI11 Litigation / Potential Litigation	0.5	\$75.00	Tasks performed are secretarial / clerical overhead	Export doc fields from iCONNECT for both databases, edit in Excel and provide breakdown of ranges loaded to M. Kerr	Recommend 50% reduction.	\$37.50

Professional	Date	Invoice #	Page	Task Code	Hours	Total Amount Billed	Description	Docket Entry Description	NBR proposed reductions	Amount of proposed reductions
MK2	04/15/10	1155692	21	SCI11 Litigation / Potential Litigation	0.6	\$150.00	Tasks performed are secretarial / clerical overhead	Review dockets in analogous case adversary proceeding and GV Ranch; download documents email report of same to EW; scan select section of Fertitta operating agreement for EW and email same	Recommend 50% reduction.	\$75.00
LJ	04/23/10	1155692	22	SCI11 Litigation / Potential Litigation	0.6	\$90.00	Tasks performed are secretarial / clerical overhead	Prepare various documents ranges for printing with vendor per M. Kerr's request	Recommend 50% reduction.	\$45.00
LJ	04/23/10	1155692	22	SCI11 Litigation / Potential Litigation	0.7	\$105.00	Tasks performed are secretarial / clerical overhead	Convert multi-page tiff files to single-page Tiff files and create load files for loading per M. Kerr's request	Recommend 75% reduction.	\$78.75
LJ	04/26/10	1155692	22	SCI11 Litigation / Potential Litigation	0.2	\$30.00	Tasks performed are secretarial / clerical overhead	Define permission for attorney Ryan Mackey to access the Station Casinos iConnect databases per M. Kerr's request	Recommend 75% reduction.	\$22.50
RV2	04/26/10	1155692	23	SCI11 Litigation / Potential Litigation	4.6	\$690.00	Tasks performed are secretarial / clerical overhead	Download data for iConnect database from 2 separate remote sites with bates ranges: SCIML005140 - 17348 and PROPCO-015201 - 19870; overlay OCR data to corresponding records; modified load files for importing to database and imagebase per M. Kerr's instructions	Recommend 25% reduction.	\$172.50
LJ	04/29/10	1155692	23	SCI11 Litigation / Potential Litigation	1.8	\$270.00	Tasks performed are secretarial / clerical overhead	Load data to the station Casinos - Production iConnect database with bates range: LAZARD00004669 - LAZARD00006633; load and link images; perform and overlay OCR; folder documents per M. Kerr's instructions	Recommend 50% reduction.	\$135.00
MK2	04/29/10	1155692	23	SCI11 Litigation / Potential Litigation	0.5	\$125.00	Tasks performed are secretarial / clerical overhead	Multiple emails re Lazard production and Boyd Gaming production; update production folders on iCONNECT with subfolders organized by date produced; multiple emails to and from RM and LTAS	Recommend 50% reduction.	\$62.50
DR	04/30/10	1155692	23	SCI11 Litigation / Potential Litigation	2.0	\$300.00	Tasks performed are secretarial / clerical overhead	Receive and log docs, compress and transmit to remote server, edit load files and load in iCONNECT for M. Kerr; run searches in iCONNECT and folder docs by range and date for M. Kerr; identify docs received and loaded twice, folder dupes and delete from iCONNECT for M. Kerr; download docs from FTP, log and transmit to remote server, edit load files, load in iCONNECT and folder by range and date for M. Kerr.	Recommend 50% reduction.	\$150.00
MK2	04/30/10	1155692	24	SCI11 Litigation / Potential Litigation	1.0	\$250.00	Tasks performed are secretarial / clerical overhead	Review docket for recent filings in analogous case adversary and GV Ranch bankruptcy proceedings; email report of same to EW; download relevant documents; multiple emails re Milbank and Lazard production of documents; coordinate uploading of production with LTAS	Recommend 50% reduction.	\$125.00



## ATTACHMENT 2

Professional	Date	Invoice #	Page	Task Code	Hours	Total Amount Billed	Description	Docket Entry Description	NBR proposed reductions	Amount of proposed reductions
MK2	05/10/10	1156344	2	SCI01 Case Management / Calendar Maintenance	0.2	\$50.00	Tasks performed are secretarial / clerical overhead	Review docket for recently filed documents and deadlines; circulate report of same to team; update electronic court clip; notify calendaring department of deadlines	Recommend 50% reduction.	\$25.00
MK2	05/17/10	1156344	2	SCI01 Case Management / Calendar Maintenance	0.3	\$75.00	Tasks performed are secretarial / clerical overhead	Review docket for recently filed documents and hearing dates; circulate report of same to team and calendaring department; update electronic court clip	Recommend 50% reduction.	\$37.50
LJ	05/03/10	1156344	19	SCI11 Litigation / Potential Litigation	2.7	\$405.00	Tasks performed are secretarial / clerical overhead	Process 23 PDF files to convert to Tiff format with load files and OCR with bates range BYD-2-000001-000399; Load data to the Station Casino Production iConnect database with bates ranges: BYD-2-000001-000399, SCIML019477-019597 and PROPCO-019871-022745; load and link images; perform and overlay OCR; folder all documents by production bates range and date per M. Kerr's request	Recommend 75% reduction.	\$303.75
DR	05/07/10	1156344	19	SCI11 Litigation / Potential Litigation	3.3	\$495.00	Tasks performed are secretarial / clerical overhead	Log and download produced docs from FTP, transmit to vendor's FTP site for blowback, transmit to remote server for loading, edit load files and load in iCONNECT, compress OCR and transmit to remote server, mask in iCONNECT, and folder docs by prefix for M. Kerr	Recommend 50% reduction.	\$247.50
DR	05/08/10	1156344	19	SCI11 Litigation / Potential Litigation	1.6	\$240.00	Tasks performed are secretarial / clerical overhead	Log and download produced docs from FTP, transmit to vendor's FTP site for blowback, transmit to remote server for loading, edit load files and load in iCONNECT, compress OCR and transmit to remote server, mask in iCONNECT, and folder docs by prefix for M. Kerr	Recommend 50% reduction.	\$120.00
DR	05/10/10	1156344	20	SCI11 Litigation / Potential Litigation	1.5	\$225.00	Tasks performed are secretarial / clerical overhead	Log and copy produced docs from S drive, transmit to vendor's FTP site for blowback, transmit to remote server for loading, edit load files and load in iCONNECT, compress OCR and transmit to remote server, mask in iCONNECT, and folder docs by prefix for R. Mackey; log and copy produced docs from S drive, transmit to vendor's FTP site for blowback, transmit to remote server for loading, edit load files to create A suffix for previously produced redacted docs, and load in iCONNECT, compress OCR and transmit to remote server, mask in iCONNECT, and folder docs by prefix for R. Mackey	Recommend 50% reduction.	\$112.50

## ATTACHMENT 2

Professional	Date	Invoice #	Page	Task Code	Hours	Total Amount Billed	Description	Docket Entry Description	NBR proposed reductions	Amount of proposed reductions
DR	05/13/10	1156344	20	SCI11 Litigation / Potential Litigation	0.5	\$75.00	Tasks performed are secretarial / clerical overhead	Receive, log, and copy docs, transmit to remote server, uncompress and edit load files, load in iCONNECT and folder by party for R. Mackey	Recommend 50% reduction.	\$37.50
MK2	05/19/10	1157627	2	SCI01 Case Management / Calendar Maintenance	0.5	\$125.00	Tasks performed are secretarial / clerical overhead	Update miscellaneous electronic files for team; review docket for recently filed key documents; download and circulate report of same to team	Recommend 50% reduction.	\$62.50
MK2	05/21/10	1157627	2	SCI01 Case Management / Calendar Maintenance	0.3	\$75.00	Tasks performed are secretarial / clerical overhead	Review docket for most recently filed documents; download same and save to electronic court clip for team; circulate report of filings to team and calendaring department	Recommend 50% reduction.	\$37.50
MK2	05/26/10	1157627	2	SCI01 Case Management / Calendar Maintenance	0.3	\$75.00	Tasks performed are secretarial / clerical overhead	Review docket for most recently filed key documents; circulate report of same to team and upload documents to electronic court clip	Recommend 50% reduction.	\$37.50
MK2	06/16/10	1157627	2	SCI01 Case Management / Calendar Maintenance	0.6	\$150.00	Tasks performed are secretarial / clerical overhead	Review docket for recent filings and scheduled hearing dates; download filings and circulate report of same to team; update electronic court clip; email hearing dates to calendar department	Recommend 50% reduction.	\$75.00
MK2	06/30/10	1157627	2	SCI01 Case Management / Calendar Maintenance	0.2	\$50.00	Tasks performed are secretarial / clerical overhead	Review docket for recent filings; download same and circulate report to team; update electronic court clip	Recommend 50% reduction.	\$25.00
MK2	05/03/10	1157627	8	SCI11 Litigation / Potential Litigation	0.3	\$75.00	Tasks performed are secretarial / clerical overhead	Review FTP site for documents uploaded; coordinate upload of same to iCONNECT with RM and LTAS; multiple emails re same	Recommend 50% reduction.	\$37.50
MK2	05/11/10	1157627	8	SCI11 Litigation / Potential Litigation	0.2	\$50.00	Tasks performed are secretarial / clerical overhead	Review email re time entry from JZ; update s:drive with SCI and PropCo License Agreement	Recommend 50% reduction.	\$25.00
MK2	06/01/10	1158837	2	SCI01 Case Management / Calendar Maintenance	0.6	\$150.00	Tasks performed are secretarial / clerical overhead	Review docket for recent filings; download same and circulate report attaching filings and upcoming hearing dates to team; email calendaring department re new hearing dates; update electronic court clip	Recommend 50% reduction.	\$75.00
MK2	06/02/10	1158837	2	SCI01 Case Management / Calendar Maintenance	0.2	\$50.00	Tasks performed are secretarial / clerical overhead	Email updates to calendar to calendaring department	Recommend 25% reduction.	\$12.50
MK2	06/04/10	1158837	2	SCI01 Case Management / Calendar Maintenance	0.6	\$150.00	Tasks performed are secretarial / clerical overhead	Review docket for recent filings and download filings; circulate report re same to team; update electronic court clip and calendaring department on hearing dates	Recommend 50% reduction.	\$75.00
MK2	06/07/10	1158837	2	SCI01 Case Management / Calendar Maintenance	0.3	\$75.00	Tasks performed are secretarial / clerical overhead	Review docket for recent filings; download filings and circulate report re same to team; update electronic court clip	Recommend 50% reduction.	\$37.50
MK2	06/25/10	1158837	2	SCI01 Case Management / Calendar Maintenance	0.7	\$175.00	Tasks performed are secretarial / clerical overhead	Review docket for recently filed documents and hearing dates; circulate report re same to team and calendaring department; download documents and update electronic court clip	Recommend 50% reduction.	\$87.50

## ATTACHMENT 2

Professional	Date	Invoice #	Page	Task Code	Hours	Total Amount Billed	Description	Docket Entry Description	NBR proposed reductions	Amount of proposed reductions
MK2	07/16/10	1158837	2	SCI01 Case Management / Calendar Maintenance	0.6	\$150.00	Tasks performed are secretarial / clerical overhead	Review docket for hearing dates and recently filed documents; download same and circulate report to team and calendar department; update electronic court clip.	Recommend 50% reduction.	\$75.00
MK2	07/21/10	1158837	2	SCI01 Case Management / Calendar Maintenance	0.4	\$100.00	Tasks performed are secretarial / clerical overhead	Review docket for recent filings and deadlines; circulate report of same to team and calendaring department; update electronic court clip	Recommend 50% reduction.	\$50.00
						<b>\$6,520.00</b>	<b>TOTAL</b>		Recommended reductions	<b>\$3,172.50</b>












MEMORANDUM

To: Nancy Rapoport  
From: Lia Allen  
Date: September 17, 2011  
Re: Quinn Emanuel Urquhart & Sullivan, LLP ("QE")  
Omnibus Monthly Fee Statement - December 1, 2010 through March 31, 2011  
("Monthly Fee Statement")

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**I. ORDER AUTHORIZING THE EMPLOYMENT OF QE AS CONFLICTS COUNSEL EFFECTIVE AS OF AUGUST 20, 2009 [DKT. 468]**

QE is the conflicts counsel for the Official Committee of Unsecured Creditors (the "Committee"), retained by the Committee to represent it "in connection with matters arising in connection with the Chapter 11 Cases where conflicts prevent Fried Frank from representing the [Committee]..." QE is to render the following services:

- a. assist the [Committee] on matters involving any and all entities as to which Fried Frank has an actual or potential conflict of interest;
- b. assist the [Committee]'s investigation of the acts, conduct, assets, liabilities, intercompany relationships and claims and financial condition of the Debtors, the existence of estate causes of action and the operation of their businesses to the extent that Fried Frank is conflicted from conducting the investigation;
- c. investigate the transactions, acts, and conduct relating to those certain transactions executed in or about November 2007 (and thereafter) pursuant to which SCI became a privately-held company; and
- d. perform such other legal services as requested or directed by the [Committee] to the extent not duplicative of Fried Frank

**II. Omnibus Monthly Fee Statement - December 1, 2010 through March 31, 2011 [DKT# 2846]**

The Monthly Fee Statement requested interim allowance of QE's fees and costs for services rendered during the fee period of December 1, 2010 through March 31, 2011 as follows:

Period	Fees	Expenses
December 1, 2010 through March 31, 2011	\$ 9,621.00	\$1,893.50

- A. **PREPARATION OF QE'S EMPLOYMENT APPLICATION**  
n/a
- B. **CONFLICTS CHECK**  
n/a
- C. **PROJECT BILLING**

1. From December 1, 2010 through March 31, 2011, QE used various project categories for its time records. The bulk of QE's work was performed within the following categories, with the following total hours and fees within each category:

Project Category	Total Hours	Total Fees
Quinn Emanuel Fee Applications	16.10	\$ 9,155.00
Litigation/Potential Litigation	0.60	339.00
Case Management/Calendar Maintenance	0.20	51.00
Other Professionals Fee Applications	0.10	76.00
<b>Total</b>	<b>17.00</b>	<b>\$ 9,621.00</b>

2. Within the Quinn Emanuel Fee Application task category, QE professionals spent 8.60 hours (\$4,898.00 in fees) in preparation of QE's Fourth Interim Fee Application and corresponding documents. QE professionals spent 6.90 hours (\$3,918.00 in fees) in preparation for and attendance at the hearing regarding QE's Fourth Interim Fee Application.

D. **CONCERNS / ISSUES WITH FEES**

1. Block billing: I have compiled all block-billing entries and separated by individual personnel, with each line-item entry detailing total hours billed and associated billing amount. This accounting is included as **Attachment 1**.

E. **CONCERNS / ISSUES WITH EXPENSES**

The Monthly Fee Statement sought reimbursement for the following expenses:

EXPENSE	TOTAL
Conference Fee	\$ 174.00
Scans	\$ 0.90
Printing	\$ 18.60
Hosting per GB	\$ 1,700.00
<b>TOTAL</b>	<b>\$ 1,893.50</b>

Nancy Rapoport 9/25/11 3:38 PM

**Comment [1]:** It's going to be hard for me to tell the court that the bulk of the application was for the application itself. Let's talk about whether we can reach an agreement on an appropriate discount. Thanks!

1. The “Hosting per GB” expense category totals **\$1,700.00**. This appears to be an expense for data storage, which is overhead, a non-reimbursable expense.

2. The “Conference Fee” expense totaling **\$174.00** includes charges of conference fees for Jeanine Zalduendo on 5/28 and 5/27 of \$30.00 each, as well as a conference fee for Jeanine Zalduendo on 2/17/11 in the amount of \$114.00. I am unsure what this expense is for and am unable to determine if this is a reimbursable expense.

Nancy Rapoport 9/25/11 3:38 PM

**Comment [2]:** Is there a reason for charging the estate for this expense?

**III. Did the professional “write down” any time (cut the bill) or expenses?**

No.

**ATTACHMENT 1**

Professional	Date	Invoice #	Page	Task Code	Hours	Total Amount Billed	Description	Proposed 3% reduction
JMZ	01/13/11	1167070	2	SCI16 Quinn Emanuel Fee Applications	3.4	\$1,921.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$57.63
JMZ	01/14/11	1167070	3	SCI16 Quinn Emanuel Fee Applications	3.1	\$1,751.50	Entry is block-billed. Please assign a separate time component for each task performed.	\$52.55
JMZ	01/19/11	1167070	3	SCI16 Quinn Emanuel Fee Applications	0.8	\$452.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$13.56
JMZ	02/16/11	1167070	3	SCI16 Quinn Emanuel Fee Applications	1.6	\$904.00	Entry is block-billed. Please assign a separate time component for each task performed.	\$27.12

<b>TOTAL</b>	<b>\$150.86</b>
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MEMORANDUM

To: Nancy Rapoport  
From: Lia Allen  
Date: September 18, 2011  
Re: Quinn Emanuel Urquhart & Sullivan, LLP ("QE")  
Final Fee Application - August 20, 2009 through August 9, 2011  
("Final Fee Application")

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**I. ORDER AUTHORIZING THE EMPLOYMENT OF QE AS CONFLICTS COUNSEL EFFECTIVE AS OF AUGUST 20, 2009 [DKT. 468]**

QE is the conflicts counsel for the Official Committee of Unsecured Creditors (the "Committee"), retained by the Committee to represent it "in connection with matters arising in connection with the Chapter 11 Cases where conflicts prevent Fried Frank from representing the [Committee]..." QE is to render the following services:

- a. assist the [Committee] on matters involving any and all entities as to which Fried Frank has an actual or potential conflict of interest;
- b. assist the [Committee]'s investigation of the acts, conduct, assets, liabilities, intercompany relationships and claims and financial condition of the Debtors, the existence of estate causes of action and the operation of their businesses to the extent that Fried Frank is conflicted from conducting the investigation;
- c. investigate the transactions, acts, and conduct relating to those certain transactions executed in or about November 2007 (and thereafter) pursuant to which SCI became a privately-held company; and
- d. perform such other legal services as requested or directed by the [Committee] to the extent not duplicative of Fried Frank

**II. THE FINAL FEE APPLICATION [DKT. 3552]**

The Final Fee Application requests final allowance of QE's fees and costs for services rendered during the final fee period of August 20, 2009 through August 9, 2011. I have reviewed and determined that the First through Fourth Interim Fee Application amounts correspond with QE's monthly interim fee application and monthly fee statements submitted within that fee period:

Period	100% Fees	100% Costs	100% Total
<i>FIRST INTERIM - The First Interim Fee Application was approved in full pursuant to an order entered on March 15, 2010 [Dkt. #1100].</i>			
<b>August 2009</b>	\$22,049.00	\$171.49	\$22,220.49
<b>September 2009</b>	\$150,214.00	\$2,928.37	\$153,142.37
<b>October 2009</b>	\$169,989.50	\$11,076.30	\$181,065.80
<b>November 2009</b>	\$311,701.00	\$7,990.58	\$319,691.58
<i>SECOND INTERIM - The Second Interim Fee Application was approved in full pursuant to an order entered on August 19, 2010 [Dkt. #1971].</i>			
<b>December 2009</b>	\$353,059.50	\$10,104.23	\$363,163.73
<b>January 2010</b>	\$405,392.00	\$18,153.82	\$423,545.82
<b>February 2010</b>	\$47,356.00	\$8,378.94	\$55,734.94
<b>March 2010</b>	\$93,893.00	\$2,308.80	\$96,201.80
<i>THIRD INTERIM - The Third Interim Fee Application was approved in full pursuant to an order entered on October 29, 2010 [Dkt. #2244].</i>			
<b>April 2010</b>	\$294,076.00	\$10,698.08	\$304,774.08
<b>May 2010</b>	\$312,732.00	\$19,876.25	\$332,608.25
<b>June 2010</b>	\$67,447.00	\$11,774.98	\$79,221.98
<b>July 2010</b>	\$82,048.00	\$2,056.33	\$84,104.33
<i>FOURTH INTERIM - The Fourth Interim Fee Application was approved in full pursuant to an order entered on February 23, 2011 [Dkt. #2625].</i>			
<b>August 2010</b>	\$6,441.00	\$3,681.49	\$10,122.49
<b>September 2010</b>	\$11,117.00	\$715.57	\$11,832.57
<b>October 2010</b>	\$2,328.50	\$541.56	\$2,870.06
<b>November 2010</b>	\$508.50	\$443.09	\$951.59
<b>Total First - Fourth Interim</b>	<b>\$2,330,352.00</b>	<b>\$110,899.88</b>	<b>\$2,441,251.88</b>
<i>The following billing invoices were not submitted within a "fee period;" however, QE has requested approval of payment:</i>			
<b>December 2010 – March 2011<sup>1</sup></b>	<b>\$9,621.00</b>	<b>\$1,893.50</b>	<b>\$11,514.50</b>
<b>April 1, 2011 – June 30, 2011</b>	<b>\$2,044.00</b>	<b>\$1,283.90</b>	<b>\$3,327.90</b>
<b>July 1, 2011 – August 9, 2011</b>	<b>\$16,000.00</b>	<b>\$672.10</b>	<b>\$16,672.10</b>
<b>Court-ordered deduction (2nd Interim Period)</b>	<b>-\$20,000.00</b>	<b>\$0.00</b>	<b>-\$20,000.00</b>
<b>Total Requested in Final Fee Application</b>	<b>\$2,338,017.00</b>	<b>\$114,749.38</b>	<b>\$2,452,766.38</b>

<sup>1</sup> Omnibus Monthly Fee Statement – December 1, 2010 through March 31, 2011 [DKT# 2846]

**A. The First Interim - Fourth Interim Fee Applications**

Detailed reviews of the requested interim applications are found in the fee review memos submitted for the First - Fourth Interim Fee Periods; therefore, a comprehensive review will not be provided here. Rather, this review will highlight the issues reflected in the each of the interim fee application reviews:

**1. First Interim Fee Application (8/09 - 11/30/09)**

- a. Block Billing issue with proposed 3% reduction (Fee Examiner recommended \$1,666.44 reduction).
- b. Secretarial overhead issue (Fee Examiner recommended \$5,118.13 reduction).
- c. Travel/Vague entries (need more explanation).

**2. Second Interim Fee Application (12/1/09 - 3/31/10)**

- a. Block Billing issue with proposed 3% reduction (Fee Examiner recommended \$2,801.69 reduction).
- b. Secretarial overhead issue (Fee Examiner recommended \$11,218.75 reduction).
- c. Travel expenses in the total amount of \$22,993 (Court ordered \$20,000 reduction).
- d. Expenses questioned as to whether they were reimbursable. (Fee Examiner recommended \$451.78 + 23.27 reduction, along with request for QE explanations/comments as to various expenses billed.)

**3. Third Interim Fee Application (4/1/10 - 7/31/10)**

- a. Block Billing issue with proposed 3% reduction (Fee Examiner recommended \$3,583.62 reduction).
- b. Secretarial overhead issue (Fee Examiner recommended \$3,172.50 reduction).
- c. Expenses questioned as to whether they were reimbursable. (Fee Examiner request for QE explanations/comments as to various expenses billed.)

**4. Fourth Interim Fee Application (8/1/10 - 11/30/10)**

- a. Expenses questioned as to whether they were reimbursable. (Fee Examiner request for QE explanations/comments as to various expenses billed.)

**B. Omnibus Monthly Fee Statement – December 1, 2010 through March 31, 2011 [DKT# 2846]**

The Monthly Fee Application requested interim allowance of QE's fees and costs for services rendered during the fee period of December 1, 2010 through March 31, 2011 as follows:

Period	Fees	Expenses
December 1, 2010 through March 31, 2011	\$ 9,621.00	\$1,893.50

- a. Block Billing issue with proposed 3% reduction in the total amount of \$150.86.

- b. Expenses questioned as to whether they were reimbursable.

**C. QE's Unbilled Invoices Included In Final Fee Application****1. TIME PERIOD: 4/1/11 - 6/30/11**

The Final Fee Application requests allowance and approval of QE's fees and costs for services rendered during the fee period of April 1, 2011 through June 30, 2011 as follows:

100% Fees	\$2,044.00
100% Expenses	\$1,283.90

A billing invoice has not been submitted with the Final Fee Application; therefore, these fees have not been reviewed thoroughly.

**2. TIME PERIOD: 7/1/11 - 8/9/11 (ESTIMATED / UNBILLED)**

100% Fees	\$16,000.00 (estimated)
100% Expenses	\$ 672,19

A billing invoice has not been submitted with the Final Fee Application; therefore, these fees have not been reviewed.



QE's Final Fee Application states that:

9. Quinn Emanuel also requests an additional \$20,000 to cover unbilled fees and costs incurred from April 1, 2011 through June 30, 2011, and its estimates for the fees and costs to be incurred relating to preparation of this Final Fee Application, its presentation at the August 9 hearing, and the lodging of an order on the Final Fee Application.

The \$16,000 that has been estimated by QE for the period 7/1/11 - 8/9/11 to cover the preparation and presentation of the Final Fee Application at the hearing is approximately 19.3% of its overall fee application amount (approx. \$83,000 total).

EXHIBIT O—SEA PORT – GVR REVIEWS

## MEMORANDUM

To: Nancy Rapoport  
 From: Eric Hieber  
 Date: August 1, 2011  
 Re: Green Valley Ranch; Analysis of Sea Port Group Securities' First and Final Application for Compensation for the period of April 12, 2011 through July 12, 2011

**I. THE COURT'S AUTHORIZATION OF SEA PORT GROUP SECURITIES, LLC**

Effective as of **May 25, 2011**, the Court authorized Green Valley Ranch Gaming LLC ("GVR") to retain and employ **Sea Port Group Securities, LLC** ("Sea Port") as a financial advisor and investment banker. The Court authorized the employment of Sea Port pursuant to Bankruptcy Code **Section 328(a)**, Bankruptcy Rule 2016, and Local Rule 2016 [**Docket No. 3266**].

Sea Port worked jointly with Oppenheimer & Co., Inc. ("Oppenheimer") as co-financial advisors and investment bankers to GVR with respect to the Restructuring Plan. Sea Port's compensation includes: (1) a monthly financial advisory fee of \$100,000 per month; and (2) a single transaction fee of \$1,000,000 contingent upon the consummation of a Restructuring. Although Sea Port worked on a flat fee basis, the Court requested Sea Port and its professionals to maintain time records for services rendered, in half-hour increments.

**II. SEA PORT'S FIRST AND FINAL APPLICATION FOR COMPENSATION FOR THE PERIOD OF APRIL 12, 2011 THROUGH JULY 12, 2011**

On July 11, 2011, Sea Port filed its **First and Final Application** for the period of **April 12, 2011 through July 12, 2011** ("Final Application"). In its Final Application, Sea Port requests compensation as follows:

<b>Monthly Advisory Fee related to the Restructuring Transaction</b>	
• May 1, 2011 – June 15, 2011	\$ 150,000.00
• Completion Fee	\$ 1,000,000.00
• External Legal Expense – Gordon Silver	\$ 4,727.50
• Out of Pocket Expenses	\$ 7,695.70
<b>Total Amount Due</b>	<b>\$ 1,162,423.20</b>

Sea Port correctly requests a flat fee of \$150,000 for its work from May 1, 2011 through June 15, 2011. Additionally, Sea Port is entitled to the \$1,000,000 Restructuring Transaction Fee because of the confirmation of the Plan. In total, Sea Port requests \$1,150,000 for services rendered during this period. Sea Port provided written time records detailing its services rendered in half hour increments, pursuant to the Court's Order. These records appear detailed and reasonable.

Sea Port's employment also provides for reimbursement of reasonable and documented travel, and other reasonable out-of-pocket expenses incurred. Additionally, Sea Port is entitled to reimbursement of reasonable and documented legal fees. This memo addresses the

reasonableness of Sea Port's expenses incurred during its Final Application period.

**A. BREAKDOWN OF EXPENSES**

In its Final Application, Sea Port requests reimbursement for **\$7,695.70** in expenses incurred. Sea Port requests \$3,946.21 for Michael Richards' expenses, \$3,795.70 for Eben Perison's expenses, and \$4,727.50 for its legal expenses.

Sea Port paid travel, lodging, and meal expenses for its two professionals, Mr. Richards and Mr. Perison, during its work on the GVR deal. In general, Sea Port should explain whether it was possible to minimize expenses by traveling one professional.

**1. AIRFARE**

Sea Port's expenses for airfare appear mostly reasonable. However, Sea Port's charges for both its professionals to travel from Los Angeles to New York appear excessive. Sea Port should explain the following charges:

ITEM NUMBER	DATE OF BILLING ENTRY	EXPENSE	PROFESSIONAL	AMOUNT	ITEMS TO ADDRESS
1	5/16/2011	AIRFARE	RICHARDS	\$1,260.00	Please explain excessive one-way airfare charge from LAX to JFK (return flight charged \$243.00).
2	5/16/2012	AIRFARE	PERISON	\$1,260.00	Please explain excessive one-way airfare charge from LAX to JFK (no return flight charge).

**2. LODGING**

Sea Port's hotel charges appear mostly reasonable.

**3. MEALS**

Sea Port requests reimbursement for several excessive meal charges, as detailed below:

Nancy Rapoport 8/8/11 4:40 PM

**Comment [1]:** Can you please help me understand the high cost of these two charges? Thanks.

ITEM NUMBER	DATE OF BILLING ENTRY	EXPENSE	PROFESSIONAL	AMOUNT	ITEMS TO ADDRESS
5	5/13/2011	MEALS	RICHARDS	\$60.10	Please explain excessive charge for late night meal for one person.
6	5/19/2011	MEALS	RICHARDS	\$37.52	Please explain excessive meal charge for one person.
7	5/20/2011	MEALS	RICHARDS	\$36.00	Please explain excessive meal charge for one person.
8	5/17/2011	MEALS	RICHARDS	\$45.83	Please explain excessive charge for late night meal for one person.
9	5/25/2011	MEALS	RICHARDS	\$28.23	Please explain excessive breakfast charge for one person.
11	5/16/2011	MEALS	RICHARDS/PERISON	\$106.45	Please explain excessive meal charge for two people.
12	5/25/2011	MEALS	PERISON	\$44.34	Please explain excessive dinner charge; already charged two dinners on 5/25/2011 (Item #3).
13	6/8/2011	MEALS	RICHARDS/PERISON	\$52.11	Please explain excessive lunch charge for two people.

Nancy Rapoport 8/8/11 4:55 PM

**Comment [2]:** Can you please review these and give us a fee for why the meals were higher than one would expect?

#### 4. TAXI/RENTAL CAR

Sea Port's taxi and rental car charges during this period appear reasonable.

#### 5. MILEAGE

Sea Port does not request reimbursement for mileage during this period.

#### 6. PARKING

Sea Port's parking charges during this period appear reasonable.

#### 7. LEGAL

Sea Port requests reimbursement for \$4,727.50 in legal fees during this period. This charge appears reasonable. However, Sea Port does not provide a description of the services rendered by Gordon Silver. Sea Port needs to provide a detailed description of the services rendered by Gordon Silver to analyze the reasonableness of this charge.

EXHIBIT P—S&C REVIEWS SINCE LAST REPORT

MEMORANDUM

To: Nancy Rapoport

From: Andrew Hall

Date: October 9, 2011

Re: Shea & Carlyon, Ltd. Fourth and Final Interim Fee Application Covering the period of 5/01/2010-6/17/2011.

**Shea & Carlyon Ltd**

1. On April 27, 2010, the U.S. Bankruptcy Court, District of NV, approved the appointment of Shea & Carlyon Ltd (S&C) as Special Local Counsel for the Debtors and Debtors in Possession, *nunc pro tunc* to March 9, 2010. S&C is responsible for receiving and filing pleadings, reviewing pleadings for compliance with local rules, providing advice regarding local rules and practice, and court appearances except where the appearance of local counsel is deemed unnecessary and is excused by the court. S&C will not handle any matter adverse to Wells Fargo Bank or its affiliates. This application was made pursuant to section 327(e) of the Bankruptcy Code, Bankruptcy Rules 2014, LR 2014, and 6003. Doc. No. 122.

S&C also represents Charleston Station, LLC ("Red Rock"), Lake Mead Station, Inc. ("Fiesta Henderson"), Sunset Station, Inc. ("Sunset Station"), Texas Station, LLC ("Texas Station") Santa Fe Station, Inc. ("Santa Fe Station") and GVR with regard to their claims and interests in the Chapter 11 bankruptcy proceedings in the U.S. Bankruptcy Court, Central District of California (San Fernando Valley Division), styled *In re Fatburger Restaurants of California, Inc.*, 1:09-bk-13964-GM, jointly administered with *Fatburger Restaurants of Nevada, Inc.*, 1:09-bk-13964-GM (the "Fatburger Cases"). Doc. 3315 pg. 5.

2. This interim fee application is for the period of May 1, 2011 through June 17, 2011. S&C requests \$158,347.50 in fees and \$7,466.99 in expenses. Doc. 3567 pg. 2.
3. Of the \$158,347.50 billed, 27.5 hours for a total of \$10,451.00 was billed for preparation of fee applications/Objections. (Approximately 6.6% of total bill.)
  - a. Preparation of the third interim fee application.
    - i. S&C billed ~15.3 hours in the instant fee application to prepare the third fee application.
  - b. Preparation of the fourth/final interim fee application.
    - i. S&C billed ~10.7 hours to prepare the instant fee application.
  - c. Fee objection reviews and responses.
    - i. S&C spent ~1.5 hrs. reviewing and responding to fee reviews.

## 4. Professionals that billed for work conducted during this period.

<u>Names of Professionals and Paraprofessionals</u>	<u>Hours Billed this Period</u>	<u>Rate</u>	<u>Total for Application<sup>3</sup></u>
James Patrick Shea	144.00	\$575.00	\$81,132.50
Candace C. Carlyon	86.30	\$575.00	\$46,229.50
Brandon P. Johansson	51.60	\$225.00	\$11,610.00
Paralegal	43.20	\$150.00/\$190.00	\$7,135.50
Legal Assistant	81.60	\$150.00	\$12,240.00

## a. S&amp;C wrote down billing.

- i. S&C made a voluntary downward adjustment in the amount of \$221.00 with respect to prior fees.
- ii. S&C billed half rate for travel time.
- iii. CCC wrote down ~1.4 hrs. (\$805.00) of work.

## b. Percentages of work conducted by professional type.

- i. Partners billed 230.3 hrs. (\$127,362.00) for the period covered by the instant fee app. Partners' bills represent 57% of the total hours billed on the app.
- ii. Associates billed 51.6 hrs. (\$11,610.00) for the period covered by the instant fee app. Associates' bills represent 13% of the total hours billed on the app.
- iii. Paralegals/Legal Assistants billed 124.8 hrs. (\$19,375.50) for the period covered by the instant fee app. Paralegal/Legal Assistant bills represent 30% of the total hours billed on the app.

## 5. S&amp;C did not specifically label or bill for conducting a conflicts check.

## 6. Tasks performed during period. (See exhibit A for individual issues)

<b>TASK</b>	<b>HOURS</b>	<b>BILLED</b>	<b>BLENDED RATE</b>
Case Administration	107.3	21295.5	198.47
Claims Administration	1.3	677.5	521.15
Employment Applications/Objections	37	13985	377.97
Fee Applications/Objections	27.5	10451	389.04
Litigation		221	
U.S. Trustee Matters	60.2	20602	342.23
Plan and Disclosure Statement	117.5	56938.5	484.58
Automatic Stay	0.5	287.5	575
The Fatburger Cases	64.4	34110.5	529.67



## 7. Expenses.

EXPENSES		
EXPENSE	RATE	TOTAL
Filing Fees	Actual	\$ 175.00
Online Court Fees – PACER	Actual costs	\$ 254.40
Photocopies	\$.25 per page or actual cost for outside copying service	\$ 3,661.02
Document Scanning	\$.10 per page	\$ 32.40
Postage	Actual costs	\$ 21.50
Travel-Airfare	Actual costs	\$ 1,655.60
Travel-Auto	Actual costs	\$ 344.42
Travel-Lodging	Actual costs	\$ 432.88
Travel-Meals	Actual costs	\$ 294.56
Court Call	Actual costs	\$ 362.00
Federal Express/Overnight Delivery	Actual costs	\$ 222.71
Messenger	In-house \$7.50 per delivery or actual cost for outside service	\$ 7.50
<b>TOTAL</b>		<b>\$ 7,463.99</b>

- a. See **Exhibit B** for comments on individual entries for expenses.

## 8. Other Comments.

- a. S&C used block billing in certain entries. (See exhibit A)

i. Appendix A to Part 58—Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. 330, part (b)(4)(v), dictates that:

“Time entries should be kept contemporaneously with the services rendered in time periods of tenths of an hour. *Services should be noted in detail and not combined or “lumped” together, with each service showing a separate time entry; however, tasks performed in a project which total a de minimis amount of time can be combined or lumped together if they do not exceed .5 hours on a daily aggregate.* Time entries for telephone calls, letters, and other communications should give sufficient detail to identify the parties to and the nature of the communication. Time entries for court hearings and conferences should identify the subject of the hearing or conference. If more than one professional from the applicant firm attends a hearing or conference, the applicant should explain the need for multiple attendees.” (*emphasis added*)

b. See **Exhibit A** for issues with individual entries.

Page # blue	Date	Professional	Hours	Amount	Item to address
<b>DOC 3567</b>					
40	5/3/11	JPS	1.4	\$805.00	Block Billing: Please separate each task and assign an individual time for each.
68	5/3/11	CCC	2	\$1,150.00	Vague: Which schedules and statements were reviewed?
75	5/10/11	CCC	1	\$575.00	Block Billing: Please separate each task and assign an individual time for each.
75	5/12/11	JPS	1.6	\$920.00	Block Billing: Please separate each task and assign an individual time for each.
77	5/17/11	JPS	1.2	\$690.00	Total column should be 1.3. Credit S&C (.1)
77	5/17/11	CCC	1	\$575.00	Block Billing: Please separate each task and assign an individual time for each.
77	5/18/11	JPS	2.2	\$1,265.00	Vague: What did preparation for the appearance entail?
79	5/23/11	JPS	1.9	\$1,092.50	Block Billing: Please separate each task and assign an individual time for each.
80	5/25/11	JPS	7.3	\$4,197.50	With regard to the hearing prep, block billing.
84	6/6/11	JPS	2.2	\$1,265.00	Block Billing: Please separate each task and assign an individual time for each.
85	6/6/11	BPJ	3.5	\$787.50	Block Billing: Please separate each task and assign an individual time for each.
91	5/1/11	JPS	1	\$575.00	Vague: What did preparation entail?
91	5/2/11	JPS	1.9	\$1,092.50	Vague: Please explain what phone calls and emails regarded. Also, please separate each task and assign an individual time for each.
92	5/3/11	JPS	2	\$1,150.00	Block Billing: Please separate each task and assign an individual time for each.
93	5/3/11	CCC	1.9	\$1,092.50	Block Billing: Please separate each task and assign an individual time for each.
96	5/31/11	CCC	1.8	\$1,035.00	Block Billing: Please separate each task and assign an individual time for each.
99	6/3/11	CCC	1.2	\$690.00	Block Billing: Please separate each task and assign an individual time for each.
101	6/8/11	CCC	1	\$575.00	Block Billing: Please separate each task and assign an individual time for each.
102	6/9/11	CCC	2.5	\$1,437.50	Block Billing: Please separate each task and assign an individual time for each.
				<b>\$20,970.00</b>	
		<b>Typical recommended block-billing reduction is 3%.</b>		<b>\$629.10</b>	

Page # blue	Date	Expense type	Cost	Item to address
DOC 3567				
97	5/31/11	Lodging	\$183.01	Is this hotel stay/cost for just the night of 4/22/2011?
97	5/31/11	Transportation	\$98.44	Was this car rental just for 4/21/2011? Is the car protection expensed at \$24.95 (pg. 107) in addition to this total charge?
107	4/27/11	Airfare	\$421.40	Where in CA is this flight to? This expense seems a bit high for a flight from NV to most places in CA.
108	5/24/11	Airfare	\$822.80	This expense seems too high for a round trip flight from Las Vegas to Reno.
108	5/24/11	Meals	\$244.90	This expense seems too high for one day's worth of meals. Did the business trip last more than a day/night?
108	5/24/11	Hotel	\$263.55	Is this hotel stay/cost for just the night of 5/24/2011?
108	5/24/11	Transportation	\$146.99	Is this car rental only for 5/24/2011?
108	7/11/11	Airfare	\$411.40	This seems a bit high for a flight to Reno. Last minute?
109	7/11/11	Transportation	\$172.48	Is this rental car charge for one day of renting a car?
			\$2,764.97	