

BUTLER|SNOW

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		report on Kemper refund issue and course of action				
01/04/16	SWR	Correspondence with counsel for Liquidation Trustee, Committee, and Mississippi Power regarding language for turnover motion or complaint	0.60	B120	A107	294.00
01/04/16	SWR	Telephone conference with counsel for Committee regarding response of counsel for Liquidation Trustee regarding Mississippi Power refund for Kemper charges and course of action	0.30	B120	A107	147.00
01/04/16	SWR	Telephone conference with Paul Delcambre regarding response of counsel for Liquidation Trustee regarding litigation regarding Mississippi Power refund for Kemper charges	0.30	B120	A107	147.00
01/04/16	SWR	Telephone conferences with counsel for Liquidation Trustee regarding status of Kemper refund issue and course of action	0.60	B120	A107	294.00
01/04/16	SWR	Correspondence with counsel for Committee regarding Mississippi Power refund for Kemper charges	0.30	B120	A107	147.00
01/04/16	SWR	Correspondence with Chris Steiskal regarding response to questions regarding fourth fee	0.20	B160	A107	98.00



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application						
01/04/16	SWR	Telephone conference and correspondence with Regions and CRO regarding reversal of wire erroneously sent to DIP account	0.30	B110	A108	147.00
01/05/16	CHM	Review/analyze complaint for declaratory judgment filed by liquidation trust with respect to Kemper refunds	0.50	B430	A104	192.50
01/05/16	CHM	Correspondence with management regarding complaint for declaratory judgment filed by liquidation trust	0.20	B430	A106	77.00
01/05/16	CHM	Correspondence with counsel to liquidation trust regarding Kemper refund issue	0.20	B120	A107	77.00
01/05/16	CHM	Correspondence from counsel to liquidation trust regarding complaint for declaratory judgment	0.20	B430	A107	77.00
01/05/16	JLG	Prepare new title commitment for transferred real property.	2.00	B250	A103	670.00
01/05/16	JLG	Review all exception documents and compare against new legal descriptions for applicability; review 1976 title opinions of others.	3.50	B250	A104	1,172.50
01/05/16	JMC	Call with attorney for Gregory McCloud regarding status of the bankruptcy cases and other related issues.	0.20	B140	A107	39.00
01/05/16	JPV	Conference with Steve	0.30	B240	A105	132.00



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		Rosenblatt to discuss certain proposed assessments of Miss. tax liability as a result of an ongoing audit.				
01/05/16	SWR	Review Complaint filed by Liquidation Trust regarding Mississippi Power refund for Kemper charges	0.60	B120	A104	294.00
01/05/16	SWR	Review amended and restated pledge and security agreement	0.40	B130	A104	196.00
01/05/16	SWR	Correspondence with Velvet Johnson and Michael Caples regarding access to data room for potential buyer	0.20	B130	A105	98.00
01/05/16	SWR	Correspondence with John Galloway regarding easements to be shown on survey	0.20	B130	A105	98.00
01/05/16	SWR	Correspondence with CRO regarding Complaint filed by Liquidation Trust against Mississippi Phosphates and Mississippi Power	0.30	B120	A106	147.00
01/05/16	SWR	Telephone conference and correspondence with counsel for Liquidation Trustee regarding NDA for access to data room	0.30	B110	A107	147.00
01/05/16	SWR	Correspondence with counsel for Committee and Mississippi Power regarding complaint filed by Liquidation Trustee regarding Kemper refund	0.30	B120	A107	147.00
01/05/16	SWR	Telephone conference and correspondence with counsel for Liquidation Trustee regarding Mississippi Power	0.30	B120	A107	147.00



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		Company refund issue				
01/05/16	SWR	Correspondence with Liquidation Trustee and counsel for Liquidation Trustee regarding status of survey	0.20	B130	A107	98.00
01/05/16	SWR	Correspondence with Paul Delcambre regarding survey and Mississippi Power easement	0.20	B130	A107	98.00
01/05/16	SWR	Telephone conference with Ryan Papir of Trammo regarding status of plan and disclosure statement and payment of 503(b)(9) claims	0.30	B320	A107	147.00
01/05/16	SWR	Correspondence with Mark Otto of Brown, Mitchell & Alexander, Inc. regarding report on survey	0.20	B130	A108	98.00
01/05/16	SWR	Correspondence with Dan Summa of Gallagher regarding status report on McCain claim against Robert Kerley and Randall Wieck	0.30	B140	A108	147.00
01/05/16	VGJ	Email correspondence with C. Brokmeier re November 2015 Monthly Operating Reports	0.20	B110	A106	33.00
01/05/16	VGJ	Calendar dates from ECF Notices for attorneys	0.20	B110	A110	33.00
01/06/16	JLG	Review exception documents (bond indenture documents) not previously provided and consider issues raised by such documents	1.80	B250	A104	603.00
01/06/16	SWR	Work on plan - definitions; structure for Plan Trustee; reserved	1.80	B320	A103	882.00



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		and preserved claims; and treatment of priority claims				
01/06/16	SWR	Correspondence with CRO and counsel for Committee regarding conference call to discuss complaint filed by Liquidation Trustee regarding Kemper refunds	0.30	B120	A106	147.00
01/06/16	SWR	Correspondence with CRO regarding aspects of chapter 11 Plan - structure for Plan Trustee and preserved and reserved claims	0.30	B320	A106	147.00
01/06/16	SWR	Correspondence with Craig Geno regarding treatment of ad valorem tax claim of Jackson County in Plan	0.40	B320	A107	196.00
01/06/16	SWR	Correspondence with Josephine Bourmonville of Roullier regarding non-disclosure agreement	0.30	B110	A108	147.00
01/06/16	TMH	Review and analyze edits made to NDA from Responsible Development Fusions Acquisitions	0.20	B130	A104	38.00
01/06/16	TMH	Correspondence regarding NDA with Responsible Development Fusions Acquisitions	0.20	B130	A108	38.00
01/07/16	CHM	Review provisions of Mississippi Chemical chapter 11 plan regarding treatment of industrial revenue bonds	0.40	B310	A104	154.00
01/07/16	CHM	Office conference with S. Rosenblatt and correspondence with J.	0.20	B310	A105	77.00



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		Galloway regarding industrial revenue bonds				
01/07/16	CHM	Prepare for and participate in conference calls with management regarding complaint for declaratory judgment filed by liquidation trust and chapter 11 plan	1.10	B110	A106	423.50
01/07/16	CHM	Prepare for and participate in conference call with counsel to the committee regarding complaint for declaratory judgment filed by liquidation trust and chapter 11 plan	0.60	B110	A107	231.00
01/07/16	CHM	Correspondence with counsel to the committee regarding chapter 11 plan	0.20	B320	A107	77.00
01/07/16	JLG	Email traffic with Steve Rosenblatt and others regarding bond indentures.	0.20	B250	A105	67.00
01/07/16	SWR	Correspondence with John Galloway regarding old bond financing by Mississippi Phosphates	0.20	B210	A105	98.00
01/07/16	SWR	Conference call with CRO regarding Complaint filed by Liquidation Trustee	0.40	B120	A106	196.00
01/07/16	SWR	Conference call with counsel for Committee regarding response to Complaint by Liquidation Trustee regarding Mississippi Power refund for Kemper charges	0.50	B120	A107	245.00
01/07/16	SWR	Correspondence with Chris Steiskal regarding clarification regarding various matters	0.20	B160	A107	98.00



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01/07/16	SWR	Correspondence with Bess Creswell regarding time and expense records of Burr & Forman	0.20	B160	A107	98.00
01/08/16	JLG	Evaluate new potential exception documents produced by abstractor.	0.90	B250	A104	301.50
01/08/16	SWR	Correspondence with Thomas Hewitt regarding non-disclosure agreement and access to data room	0.20	B130	A105	98.00
01/08/16	SWR	Correspondence with Thomas Hewitt regarding preparation of order granting fourth application of Butler Snow	0.00	B160	A105	0.00
01/08/16	SWR	Correspondence with Craig Geno regarding treatment of Jackson County ad valorem taxes	0.20	B240	A107	98.00
01/08/16	TMH	Prepare order for Butler Snow's fourth fee application	1.10	B160	A103	209.00
01/08/16	TMH	Correspondence with US Trustee regarding agreed order for fourth fee application	0.10	B160	A107	19.00
01/08/16	TMH	Correspondence with C. Brokmeier regarding NDA execution	0.10	B130	A108	19.00
01/08/16	TMH	Correspondence with RDFA regarding NDA execution	0.10	B130	A108	19.00
01/11/16	SWR	Prepare narrative for December 2015 monthly operating reports for the Debtors	0.90	B110	A103	441.00
01/11/16	SWR	Correspondence with CRO regarding review of narrative and status of financial reports for November and December	0.20	B110	A106	98.00



		monthly operating reports				
01/11/16	SWR	Correspondence with Ray Carter of Mississippi Secretary of State's office regarding status report on environmental testing for transfer of 320-acre tract	0.20	B130	A107	98.00
01/11/16	SWR	Telephone conference and correspondence with Valerie Daniels of Internal Revenue Service regarding payment of 941 taxes	0.30	B240	A108	147.00
01/12/16	JLG	Revise and update new title commitment and circulate to parties.	1.20	B250	A103	402.00
01/12/16	SWR	Internal communication regarding non-disclosure agreement from Roullier and access to data room	0.30	B110	A105	147.00
01/12/16	SWR	Correspondence with CRO and internal communication regarding status of environmental testing on 320-acre parcel	0.20	B130	A106	98.00
01/12/16	SWR	Correspondence with Ray Carter regarding status of environmental testing by MDMR of 320-acre parcel	0.20	B130	A107	98.00
01/12/16	SWR	Correspondence with Craig Geno regarding treatment of claim of Jackson County for ad valorem taxes under draft of plan	0.20	B240	A107	98.00
01/12/16	SWR	Correspondence with Josephine Bourmonville of Roullier regarding access to data room	0.20	B110	A108	98.00
01/12/16	SWR	Correspondence with Liquidation Trustee and counsel for Liquidation	0.30	B110	A108	147.00





		Trustee regarding access to data room for Rouillier				
01/12/16	TMH	Follow-up correspondence with Rouillier regarding data room access	0.20	B130	A108	38.00
01/12/16	TMH	Correspondence with CRO regarding NDA	0.10	B130	A108	19.00
01/12/16	VGJ	Add additional users to the Data Room	0.80	B110	A110	132.00
01/13/16	CHM	Correspondence with management regarding insurance matters	0.20	B210	A106	77.00
01/13/16	CHM	Correspondence with management regarding employee benefits questions	0.20	B220	A106	77.00
01/13/16	CHM	Correspondence with counsel regarding adversary proceeding related to Kemper refund	0.20	B430	A107	77.00
01/13/16	JLG	Review new exception documents for revised title commitment and circulate.	0.80	B250	A104	268.00
01/13/16	SWR	Correspondence with Chris Brokmeier regarding information on D&O insurance	0.20	B120	A106	98.00
01/13/16	SWR	Correspondence with Recipients regarding statement for December fees and expenses	0.30	B110	A107	147.00
01/13/16	SWR	Work on letter to counsel for Committee regarding defense of Liquidation Trustee's complaint and assertion of rights of bankruptcy estate	1.40	B120	A107	686.00
01/13/16	SWR	Telephone call to and correspondence with counsel for Committee regarding Liquidation	0.20	B120	A107	98.00




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		Trustee complaint				
01/14/16	CHM	Review documents and correspondence with committee counsel regarding directors and officers insurance policy	0.40	B210	A104	154.00
01/14/16	CHM	Review/analyze correspondence from committee counsel regarding position on adversary proceeding filed by liquidation trust with respect to Kemper refund	0.30	B430	A104	115.50
01/14/16	CHM	Correspondence with management regarding correspondence from committee counsel regarding position on adversary proceeding filed by liquidation trust with respect to Kemper refund	0.20	B430	A106	77.00
01/14/16	CHM	Correspondence with counsel to liquidation trust regarding adversary proceeding filed by liquidation trust with respect to Kemper refund	0.20	B430	A107	77.00
01/14/16	GCV	Correspondence to Steve Rosenblatt and Chris Maddux re: resolution of 401(k) issue with Chris Brokmeier.	0.10	B220	A105	36.00
01/14/16	GCV	Telephone conference with Chris Brokmeier re: corrective contribution for 401(k) plan.	0.10	B220	A106	36.00
01/14/16	SWR	Research on standing to pursue action on behalf of bankruptcy estate	0.70	B120	A102	343.00
01/14/16	SWR	Review correspondence with Lockton and Robert Kerley regarding	0.40	B210	A104	196.00




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		acquisition of tail insurance				
01/14/16	SWR	Review declaration and tail policies obtained by Lockton	0.40	B210	A104	196.00
01/14/16	SWR	Correspondence with Gilbert Van Loon regarding 401(k) issue	0.20	B220	A105	98.00
01/14/16	SWR	Correspondence with CRO regarding November monthly operating reports	0.20	B110	A106	98.00
01/14/16	SWR	Correspondence with CRO regarding demand by counsel for Committee regarding litigation regarding Mississippi Power refund for Kemper charges	0.20	B120	A106	98.00
01/14/16	SWR	Correspondence with CRO regarding go-forward tail policy purchased from Lockton	0.20	B210	A106	98.00
01/14/16	SWR	Correspondence with counsel for Liquidation Trustee regarding demand by counsel for Committee regarding litigation regarding Mississippi Power refund for Kemper charges	0.20	B120	A107	98.00
01/14/16	SWR	Correspondence with counsel for Committee regarding litigation regarding Mississippi Power refund for Kemper charges	0.30	B120	A107	147.00
01/14/16	SWR	Correspondence with counsel for Committee regarding go-forward tail policies	0.20	B210	A107	98.00
01/14/16	SWR	Correspondence with Glenn Machine Works	0.20	B110	A108	98.00



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		regarding status of case				
01/14/16	VGJ	Add additional user to Data Room	0.20	B110	A110	33.00
01/15/16	CHM	Correspondence with management regarding complaint by liquidation trustee	0.20	B430	A106	77.00
01/15/16	CHM	Telephone conference with Patrick Gough regarding 401(k) plan audit and related correspondence	0.30	B220	A108	115.50
01/15/16	SWR	Review November monthly operating reports	0.30	B110	A104	147.00
01/15/16	SWR	Correspondence with CRO regarding United States Trustee fee schedule for quarterly fees; calculations of United States Trustee fees for Q4 of 2015; and payment details	0.30	B110	A106	147.00
01/15/16	SWR	Correspondence with Jon Nash regarding position of Liquidation Trustee regarding Mississippi Power refund for Kemper charges	0.20	B120	A106	98.00
01/15/16	SWR	Telephone conference with counsel for Liquidation Trustee regarding Mississippi Power refund for Kemper charges	0.30	B120	A107	147.00
01/19/16	CHM	Correspondence with management regarding adversary proceeding with respect to Kemper refund	0.20	B430	A106	77.00
01/19/16	CHM	Correspondence with counsel to liquidation trustee regarding survey	0.20	B130	A107	77.00
01/19/16	JLG	Review questionable	1.80	B250	A104	603.00




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		easement exception documents against most recent draft survey				
01/19/16	JLG	Discuss easement exception documents with abstractor	0.20	B250	A108	67.00
01/19/16	SWR	Internal communication regarding filing of November monthly operating reports	0.20	B110	A105	98.00
01/19/16	SWR	Correspondence with CRO regarding December monthly operating reports	0.20	B110	A106	98.00
01/19/16	SWR	Correspondence with CRO regarding settlement discussions with counsel for Liquidation Trustee regarding Mississippi Power refund for Kemper charges	0.30	B120	A106	147.00
01/19/16	SWR	Telephone conference with Lenny Parkins and Karl Burrer regarding settlement discussions regarding Mississippi Power refund for Kemper charges	0.40	B120	A107	196.00
01/19/16	SWR	Correspondence and telephone conference counsel for Committee regarding settlement discussions with Liquidation Trustee regarding Mississippi Power refund for Kemper charges	0.40	B120	A107	196.00
01/19/16	SWR	Correspondence with Clark Hammond regarding potential purchaser for assets from Liquidation Trustee and/or Environmental	0.40	B130	A107	196.00




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Trustee						
01/19/16	VGJ	Compile financial aspects and narrative for November 2015 for MPC, SATS and ATS and electronically file same with Court	0.90	B110	A111	148.50
01/20/16	CHM	Correspondence with management regarding monthly operating reports	0.20	B110	A106	77.00
01/20/16	SWR	Correspondence with Velvet Johnson regarding filing of December monthly operating reports	0.20	B110	A105	98.00
01/20/16	SWR	Correspondence with Beth Carter regarding payment of United States Trustee quarterly fees	0.20	B110	A106	98.00
01/20/16	SWR	Correspondence with Chris Brokmeier regarding financial information for December monthly operating reports	0.30	B110	A106	147.00
01/20/16	VGJ	Compile financial aspects and narrative for December Monthly Operating Reports for MPC, ATS and SATS and file same with Court	0.80	B110	A111	132.00
01/25/16	SWR	Work on draft of chapter 11 plan (effect of other orders and substantive consolidation)	1.20	B320	A103	588.00
01/25/16	SWR	Conference and correspondence with Thomas Hewitt regarding preparation of disclosure statement	0.30	B320	A105	147.00
01/25/16	SWR	Correspondence with CRO regarding chapter 11 plan and Mississippi Power refund for Kemper	0.30	B320	A106	147.00



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		charges				
01/25/16	SWR	Telephone conference with counsel for Liquidation Trustee regarding Mississippi Power refund for Kemper charges	0.30	B120	A107	147.00
01/25/16	SWR	Correspondence with counsel for Committee regarding Mississippi Power refund for Kemper charges and time to respond to adversary proceeding	0.40	B120	A107	196.00
01/25/16	SWR	Correspondence with counsel for Committee regarding draft of plan and open issues	0.50	B320	A107	245.00
01/25/16	SWR	Telephone conference with John Lammert regarding status of ad valorem tax issues	0.30	B240	A108	147.00
01/25/16	VGJ	Calendar dates for attorneys based on ECF Notices	0.20	B110	A110	33.00
01/26/16	SWR	Review Order denying Debtors' emergency motion to enforce automatic stay	0.20	B110	A104	98.00
01/26/16	SWR	Correspondence with Thomas Hewitt regarding access to data room for Key Environmental	0.10	B130	A105	49.00
01/26/16	SWR	Correspondence with Jon Nash regarding BMC's December invoice	0.10	B110	A106	49.00
01/26/16	SWR	Correspondence with CRO regarding Order denying Debtors' emergency motion to enforce automatic stay	0.20	B140	A106	98.00
01/26/16	SWR	Correspondence with Bob Ogle and Jay Clayton	0.20	B130	A108	98.00




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		regarding request for Key Environmental to have access to the MPC data room				
01/26/16	SWR	Correspondence with Robert Kerley, Jimmy Heidelberg, and Gallagher regarding Order denying Debtors' emergency motion to enforce automatic stay	0.40	B140	A108	196.00
01/26/16	TMH	Correspondence with MPC regarding NDA of Key Environmental	0.10	B130	A106	19.00
01/26/16	TMH	Correspondence with Key Environmental regarding NDA	0.20	B130	A108	38.00
01/26/16	VGJ	Add additional users to Data Room and review of updated info with Firmex	0.70	B110	A110	115.50
01/26/16	VGJ	Calendar dates for attorneys based on review of ECF Notices	0.20	B110	A110	33.00
01/27/16	SWR	Correspondence with CRO regarding Gallagher's correspondence regarding denial of coverage for McCain claim	0.20	B120	A106	98.00
01/27/16	SWR	Telephone conference and correspondence with counsel for Liquidation Trustee regarding Mississippi Power refund for Kemper charges	0.30	B120	A107	147.00
01/27/16	SWR	Telephone conference with counsel for Committee regarding Mississippi Power refund for Kemper charges and status of draft of plan	0.40	B120	A107	196.00
01/27/16	SWR	Correspondence with counsel for Robert Kerley	0.20	B140	A107	98.00





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		regarding ruling of bankruptcy court on motion to stay				
01/27/16	SWR	Correspondence with Dan Summa with Gallagher regarding coverage denial for McCain claim	0.30	B120	A108	147.00
01/27/16	TMH	Work on disclosure statement to incorporate terms and provisions of the revised and updated Plan	1.10	B320	A103	209.00
01/28/16	DBC	Correspondence with Beth Carter regarding outstanding warrants and research and assemble same.	0.50	B210	A104	255.00
01/28/16	SWR	Review and analyze tax claims filed in chapter 11 case	0.40	B240	A104	196.00
01/28/16	SWR	Correspondence with Velvet Johnson regarding list of tax claims filed in chapter 11 case	0.20	B240	A105	98.00
01/28/16	SWR	Correspondence with Velvet Johnson regarding bankruptcy administrator and attorney for Mississippi Department of Revenue	0.30	B240	A105	147.00
01/28/16	SWR	Correspondence with Kenitta Toole of Mississippi Department of Revenue regarding state use tax claims filed by Mississippi Department of Revenue	0.40	B240	A107	196.00
01/28/16	TMH	Work on disclosure statement to reflect most recent updates to Plan	4.60	B320	A103	874.00
01/28/16	VGJ	Email correspondence with S. Rosenblatt re MS Dept. of Revenue	0.20	B110	A105	33.00



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		regarding state tax claims				
01/28/16	VGJ	Search court claims register for all tax claims filed by State and Federal taxing authorities per S. Rosenblatt	0.50	B110	A110	82.50
01/29/16	CHM	Prepare for and participate in conference call with committee counsel regarding chapter 11 plan and litigation related to Kemper refund	0.50	B320	A107	192.50
01/29/16	SWR	Telephone conference and correspondence with counsel for Committee regarding Mississippi Power refund for Kemper charges and settlement discussions with counsel for Liquidation Trustee	0.30	B120	A107	147.00
01/29/16	TMH	Work on disclosure statement for revised plan	1.10	B320	A103	209.00
<b>Sub-total of Fees:</b>						<b>25,647.50</b>

**Rate Summary**

Chris Maddux	7.60	hours at	\$385.00/hr	2,926.00
Don B. Cannada	0.50	hours at	\$510.00/hr	255.00
Gilbert Van Loon	0.20	hours at	\$360.00/hr	72.00
John Galloway	12.40	hours at	\$335.00/hr	4,154.00
Mitch Carrington	0.60	hours at	\$195.00/hr	117.00
Paul Varner	0.30	hours at	\$440.00/hr	132.00
Steve Rosenblatt	31.50	hours at	\$490.00/hr	15,435.00
Thomas Hewitt	9.20	hours at	\$190.00/hr	1,748.00
Velvet Johnson	4.90	hours at	\$165.00/hr	808.50
<b>Subtotal:</b>	<b>67.20</b>			<b>25,647.50</b>

**EXPENSES**

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
12/21/15	Conference Call – Soundpath/Level 3	2.04
01/07/16	Conference Call – Soundpath/Level 3	3.24



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01/07/16	Conference Call – Soundpath/Level 3	1.45
01/11/16	Image Reproduction 23 Page(s)	2.30
01/13/16	Cash Disbursement – Joseph A. Poirrer: Copies of exception documents from land records.	175.00
01/15/16	Delivery Expense - Messenger – Delivery to 220 Lakeland Parkway	25.00
01/29/16	Pacer Expense – Pacer Expense	18.50
	<b>Sub-total of Expenses:</b>	<u><b>227.53</b></u>

**TOTAL CURRENT BILLING FOR THIS MATTER** **\$25,875.03**

**Exhibit "A-3"**

*Invoice for February 1- 29, 2016*



Post Office Box 6010  
Ridgeland, MS 39158-6010  
Main (601) 948-5711  
Fax (601) 985-4500

Robert Kerley  
Mississippi Phosphates Corporation  
P.O. Box 848  
Pascagoula, MS 39568-0848

April 14, 2016  
Statement: 10117449  
Matter: 027376.149010  
Billing Attorney: Steve Rosenblatt

Due Date: April 29, 2016

**STATEMENT SUMMARY**

For Services Rendered Through February 29, 2016

**Client:** Mississippi Phosphates Corporation

**Matter:** Chapter 11 for Mississippi Phosphates Corporation and Subsidiaries

<b>TOTAL FEES FOR CURRENT BILLING PERIOD</b>	<b>\$10,696.50</b>
<b>TOTAL COSTS FOR CURRENT BILLING PERIOD</b>	<b>\$11.50</b>
<b>TOTAL CURRENT BILLING FOR THIS MATTER</b>	<b>\$10,708.00</b>



Post Office Box 6010  
 Ridgeland, MS 39158-6010  
 Main (601) 948-5711  
 Fax (601) 985-4500

Robert Kerley  
 Mississippi Phosphates Corporation  
 P.O. Box 848  
 Pascagoula, MS 39568-0848

April 14, 2016  
 Statement: 10117449  
 Matter: 027376.149010  
 Billing Attorney: Steve Rosenblatt

Due Date: April 29, 2016

**STATEMENT**

For Services Rendered Through February 29, 2016

**Client:** Mississippi Phosphates Corporation

**Matter:** Chapter 11 for Mississippi Phosphates Corporation and Subsidiaries

**PROFESSIONAL FEES**

<u>DATE</u>		<u>DESCRIPTION</u>	<u>HOURS</u>	<u>TASK</u>	<u>ACTIVITY</u>	<u>AMOUNT</u>
02/01/16	SWR	Correspondence and telephone conference with counsel for Liquidation Trustee regarding extension of deadline to respond to adversary proceeding	0.30	B120	A107	147.00
02/01/16	SWR	Correspondence with Chris Steiskal regarding status of disclosure statement and plan	0.20	B320	A107	98.00
02/01/16	TMH	Correspondence with C. Brokmeier regarding NDA for Key Environmental	0.10	B130	A106	19.00
02/02/16	CHM	Review prior correspondence and documents re contents and status of survey	0.50	B130	A104	192.50
02/02/16	CHM	Telephone call with J. Galloway re status of title report and closing issues	0.30	B130	A105	115.50
02/02/16	CHM	Correspondence with counsel to liquidation trust re survey	0.30	B130	A107	115.50
02/02/16	SWR	Correspondence with counsel for Committee regarding United States Trustee deadline for filing	0.20	B110	A107	98.00

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		plan and disclosure statement				
02/02/16	SWR	Correspondence with Slate Dabney and Joe Rice regarding call on status of BP claim	0.20	B120	A107	98.00
02/02/16	SWR	Telephone conference with counsel for Liquidation Trustee regarding BP claim and additional time to respond to complaint regarding Kemper charges	0.20	B120	A107	98.00
02/02/16	SWR	Correspondence with Chris Steiskal regarding plan and disclosure statement filing deadline	0.20	B320	A107	98.00
02/03/16	CHM	Telephone conference with management regarding case administrative matters	0.40	B110	A106	154.00
02/03/16	CHM	Telephone conferences (2x) with committee counsel regarding adversary proceeding filed by Liquidation Trust	0.40	B430	A107	154.00
02/03/16	CHM	Telephone conference with counsel to Liquidation Trust regarding adversary proceeding	0.30	B430	A107	115.50
02/03/16	SWR	Telephone conference and correspondence with counsel for Liquidation Trustee regarding request for additional time to respond to Complaint of Liquidation Trustee against MPC and Mississippi Power	0.30	B110	A107	147.00
02/03/16	SWR	Telephone conference with counsel for Committee regarding extension of time to respond to complaint by	0.30	B120	A107	147.00

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		Liquidation Trustee regarding Mississippi Power refund for Kemper charges				
02/03/16	TMH	Correspondence with Key Environmental regarding data room access	0.10	B130	A108	19.00
02/04/16	CHM	Review/analyze answer and counter-claim/cross-claim of Mississippi Power	0.50	B430	A104	192.50
02/04/16	SWR	Review answer and cross-claim of Mississippi Power to adversary proceeding of Liquidation Trustee regarding court-ordered refund for Kemper charges	0.30	B120	A104	147.00
02/04/16	SWR	Correspondence with CRO regarding Mississippi Power answer, cross-claim and counterclaim	0.20	B120	A106	98.00
02/04/16	SWR	Correspondence with Paul Delcambre regarding answer and cross-claim in Mississippi Power refund for Kemper charges adversary proceeding	0.20	B120	A107	98.00
02/04/16	SWR	Correspondence with Linda Zwicker and Karl Steinberger regarding conference call with AIG regarding handling workers compensation insurance claims	0.20	B210	A108	98.00
02/04/16	TMH	Work on notice of hearing and amended first day motions	0.00	B110	A103	0.00
02/04/16	VGJ	Add additional users to data room	0.30	B110	A110	49.50
02/08/16	CHM	Correspondence with management regarding status of BP claim	0.20	B120	A106	77.00



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02/08/16	CHM	Correspondence with counsel to the liquidation trustee regarding status of survey	0.20	B130	A107	77.00
02/08/16	JLG	Update exception list from information provided by surveyor.	0.80	B250	A103	268.00
02/08/16	SWR	Correspondence with CRO regarding update on status of BP claim	0.20	B120	A106	98.00
02/08/16	SWR	Correspondence with counsel for Committee regarding update on BP claim	0.20	B120	A107	98.00
02/08/16	SWR	Correspondence with Linda Zwicker of Gallagher regarding conference call with AIG regarding handling workers compensation insurance claims going forward	0.20	B210	A108	98.00
02/09/16	SWR	Conference call with counsel for Committee regarding Mississippi Power refund	0.40	B120	A107	196.00
02/09/16	SWR	Correspondence and conference call with counsel for Committee regarding Mississippi Power refund	0.40	B120	A107	196.00
02/09/16	VGJ	Review of ECF Notices and calendar dates for attorneys	0.20	B110	A110	33.00
02/10/16	CHM	Correspondence with counsel to liquidation trust and surveyor regarding status of survey and contents of same	0.40	B130	A107	154.00
02/10/16	JLG	Prepare redlined version of second commitment and circulate.	0.80	B250	A103	268.00
02/10/16	JLG	Email traffic regarding new survey and title commitment.	0.30	B250	A108	100.50

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02/10/16	SWR	Correspondence with CRO regarding request of counsel for Liquidation Trustee regarding status report on BP claim	0.20	B120	A106	98.00
02/10/16	SWR	Correspondence with counsel for Liquidation Trustee and counsel for PHI regarding update on status of BP claim	0.20	B120	A107	98.00
02/11/16	SWR	Extended conference call with AIG, Gallagher, CRO, and Karl Steinberger regarding handling workers compensation insurance going forward	1.10	B210	A107	539.00
02/11/16	SWR	Correspondence with Linda Zwicker pf Gallagher regarding four monthly AIG invoices for workers compensation insurance payments	0.30	B120	A108	147.00
02/11/16	SWR	Telephone conference and correspondence with John Lammert regarding Jackson County tax issues	0.20	B240	A108	98.00
02/11/16	TMH	Correspondence with CSX regarding easement agreements	0.10	B130	A107	19.00
02/11/16	TMH	Correspondence with Trustmark regarding closing escrow accounts	0.20	B160	A108	38.00
02/12/16	SWR	Correspondence with John Lammert regarding Jackson County taxes	0.20	B240	A108	98.00
02/15/16	JLG	Email traffic regarding survey and exceptions to title.	0.30	B250	A108	100.50
02/16/16	SWR	Correspondence with CRO regarding update on developments in BP claim process	0.20	B120	A106	98.00
02/16/16	SWR	Correspondence with counsel for Committee,	0.30	B120	A107	147.00

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		Liquidation Trustee and Mississippi Power regarding motion for standing for unsecured creditors committee regarding Mississippi Power refund for Kemper charges				
02/16/16	SWR	Correspondence with Slate Dabney and Joe Rice regarding developments in BP claim process	0.30	B120	A107	147.00
02/16/16	SWR	Review correspondence with AIG and Gallagher regarding reduction in Mississippi Phosphate's collateral balance based on outstanding deductible invoices	0.30	B120	A108	147.00
02/17/16	SWR	Telephone conference and correspondence with counsel for Committee and Liquidation Trustee regarding proposed order granting standing to Committee to respond to adversary proceeding filed by Liquidation Trustee	0.50	B110	A107	245.00
02/17/16	SWR	Correspondence with counsel for Liquidation Trustee and PHI regarding BP claim	0.20	B120	A107	98.00
02/17/16	SWR	Correspondence with John Lammert regarding Jackson County personal property taxes	0.20	B240	A108	98.00
02/18/16	CHM	Correspondence with counsel to liquidation trust regarding completion of survey	0.20	B130	A107	77.00
02/18/16	JLG	Email with surveyor regarding survey work .	0.30	B250	A108	100.50
02/18/16	SWR	Correspondence with	0.20	B110	A106	98.00

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		CRO regarding request for additional payment for surveyor				
02/18/16	SWR	Correspondence with Lenny Parkins regarding requested extension for Committee to respond to adversary proceeding	0.20	B110	A107	98.00
02/18/16	SWR	Correspondence with Slate Dabney and Lenny Parkins regarding conference call to discuss BP claim	0.20	B120	A107	98.00
02/18/16	SWR	Correspondence with Les Alvis regarding status of John Deere 700 crawler tractor	0.30	B120	A107	147.00
02/19/16	CHM	Correspondence with counsel to the liquidation trust, committee and Mississippi Power regarding adversary proceeding with respect to Kemper refund	0.40	B430	A107	154.00
02/19/16	SWR	Correspondence with counsel for Liquidation Trustee and counsel for Committee regarding agreed order for additional time to respond to complaint	0.30	B110	A107	147.00
02/19/16	SWR	Correspondence with counsel for Liquidation Trustee, Mississippi Power, and Committee regarding status conference with Judge Samson on adversary proceeding	0.20	B110	A107	98.00
02/19/16	SWR	Correspondence with counsel for Liquidation Trustee and PHI regarding conference call to discuss BP claim	0.20	B120	A107	98.00
02/19/16	SWR	Correspondence with	0.10	B320	A107	49.00

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		Chris Steiskal regarding plan and disclosure statement				
02/19/16	SWR	Correspondence with counsel for Committee regarding finalizing and filing plan and disclosure statement	0.20	B320	A107	98.00
02/22/16	DBC	E-mails Robert Kerley and research files regarding October 2, 2014 executed minutes and board of directors.	0.40	B260	A108	204.00
02/22/16	SWR	Correspondence with CRO regarding update on BP claim and requested information	0.20	B120	A106	98.00
02/22/16	SWR	Correspondence with counsel for Liquidation Trustee regarding adversary proceeding and status conference with Court and parties	0.20	B110	A107	98.00
02/22/16	SWR	Correspondence with Joe Rice and Slate Dabney regarding Environmental Trust as beneficiary of BP claim	0.30	B120	A107	147.00
02/22/16	SWR	Conference call with Slate Dabney and counsel for Liquidation Trustee regarding status of BP claim and course of action	0.50	B120	A107	245.00
02/22/16	SWR	Correspondence with Slate Dabney regarding updated information on BP claim and requested information regarding same	0.20	B120	A107	98.00
02/22/16	SWR	Correspondence with counsel for Committee and CRO regarding conference call to discuss plan and disclosure	0.30	B320	A107	147.00

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		statement				
02/23/16	CHM	Prepare for and participate in conference call with counsel to the Committee and Management regarding plan structure and development and comments to current working draft of plan	1.20			462.00
02/23/16	SWR	Draft additional provisions for plan per conference call with counsel for Committee	0.90	B320	A103	441.00
02/23/16	SWR	Telephone conference and correspondence with Jon Nash regarding application to employ David Phelps as CRO	0.30	B160	A106	147.00
02/23/16	SWR	Correspondence with Slate Dabney regarding Order denying Debtors' motion to enforce the automatic stay against McCain Engineering	0.20	B110	A107	98.00
02/23/16	SWR	Correspondence with counsel for Committee regarding additional plan provisions	0.20	B320	A107	98.00
02/23/16	SWR	Conference call with counsel for Committee, CRO and Chris Maddux regarding review and discuss possible revisions to draft of chapter 11 plan	0.80	B320	A107	392.00
02/23/16	TMH	Correspondence with C. Brokmeier regarding application to employ Deloitte	0.20	B110	A106	38.00
02/24/16	SWR	Correspondence with Marc Solomon regarding motion and order on standing for unsecured creditors committee in adversary proceeding	0.20	B120	A107	98.00

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02/24/16	SWR	Correspondence with Marc Solomon regarding language for Plan	0.20	B320	A107	98.00
02/25/16	SWR	Telephone conference with Lenny Parkins regarding information regarding David Phelps retention and retainer	0.30	B110	A107	147.00

**Sub-total of Fees: 10,696.50**

**Rate Summary**

Chris Maddux	5.30	hours at	\$385.00/hr	2,040.50
Don B. Cannada	0.40	hours at	\$510.00/hr	204.00
John Galloway	2.50	hours at	\$335.00/hr	837.50
Steve Rosenblatt	15.10	hours at	\$490.00/hr	7,399.00
Thomas Hewitt	0.70	hours at	\$190.00/hr	133.00
Velvet Johnson	0.50	hours at	\$165.00/hr	82.50
<b>Subtotal:</b>	<b>24.50</b>			<b><u>10,696.50</u></b>

**EXPENSES**

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
02/09/16	Image Reproduction 76 Page(s)	7.60
02/29/16	Pacer Expense – Pacer Expense	3.90
<b>Sub-total of Expenses:</b>		<b><u>11.50</u></b>

**TOTAL CURRENT BILLING FOR THIS MATTER \$10,708.00**

**Exhibit "A-4"**

*Invoice for March 1- 31, 2016*





Post Office Box 6010  
Ridgeland, MS 39158-6010  
Main (601) 948-5711  
Fax (601) 985-4500

Robert Kerley  
Mississippi Phosphates Corporation  
P.O. Box 848  
Pascagoula, MS 39568-0848

April 14, 2016  
Statement: 10117450  
Matter: 027376.149010  
Billing Attorney: Steve Rosenblatt

Due Date: April 29, 2016

**STATEMENT SUMMARY**

For Services Rendered Through March 31, 2016

**Client:** Mississippi Phosphates Corporation

**Matter:** Chapter 11 for Mississippi Phosphates Corporation and Subsidiaries

<b>TOTAL FEES FOR CURRENT BILLING PERIOD</b>	<b>\$9,027.50</b>
<b>TOTAL COSTS FOR CURRENT BILLING PERIOD</b>	<b>\$0.00</b>
<b>TOTAL CURRENT BILLING FOR THIS MATTER</b>	<b>\$9,027.50</b>

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Post Office Box 6010  
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 Fax (601) 985-4500

Robert Kerley  
 Mississippi Phosphates Corporation  
 P.O. Box 848  
 Pascagoula, MS 39568-0848

April 14, 2016  
 Statement: 10117450  
 Matter: 027376.149010  
 Billing Attorney: Steve Rosenblatt

Due Date: April 29, 2016

**STATEMENT**

For Services Rendered Through March 31, 2016

**Client:** Mississippi Phosphates Corporation

**Matter:** Chapter 11 for Mississippi Phosphates Corporation and Subsidiaries

**PROFESSIONAL FEES**

<u>DATE</u>		<u>DESCRIPTION</u>	<u>HOURS</u>	<u>TASK</u>	<u>ACTIVITY</u>	<u>AMOUNT</u>
03/01/16	JMC	Correspondence with Jonathan Sholtis regarding certain workers' compensation claim issues.	0.20	B140	A107	39.00
03/02/16	SWR	Conference and correspondence with Don Cannada regarding supplemental information for BP claim	0.20	B120	A105	98.00
03/02/16	SWR	Correspondence with Slate Dabney regarding supplemental information for BP claim	0.30	B120	A107	147.00
03/03/16	JLG	Update title from 2015 search.	2.00			670.00
03/03/16	SWR	Correspondence with Marc Solomon regarding redline of changes to chapter 11 plan	0.50	B320	A107	245.00
03/04/16	SWR	Review motion of United States Trustee to convert or dismiss chapter 11 cases	0.30	B110	A104	147.00
03/04/16	SWR	Correspondence with CRO regarding motion to convert or dismiss of United States Trustee	0.20	B110	A105	98.00
03/07/16	SWR	Correspondence with	0.20	B110	A107	98.00

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		counsel for other parties in adversary proceeding regarding status conference				
03/07/16	SWR	Telephone conference with Slate Dabney regarding developments in case regarding BP claim	0.20	B120	A107	98.00
03/08/16	SWR	Finalize narrative for January and February monthly operating reports	0.30	B110	A103	147.00
03/08/16	SWR	Telephone conference with Chris Brokmeier regarding status of case and course of action	0.30	B110	A106	147.00
03/08/16	SWR	Correspondence with Chris Brokmeier regarding extra costs for survey	0.20	B130	A106	98.00
03/09/16	SWR	Telephone conference with counsel for Committee regarding tomorrow's status conference regarding adversary proceeding	0.30	B430	A107	147.00
03/09/16	SWR	Correspondence with Christy Cannette regarding telephonic participation in status conference	0.20	B110	A108	98.00
03/09/16	SWR	Telephone conference with Novoprint (unsecured creditor) regarding status of case	0.20	B110	A108	98.00
03/14/16	SWR	Correspondence with Velvet Johnson regarding monthly operating reports	0.20	B110	A105	98.00
03/14/16	SWR	Correspondence with Les Avis regarding John Deere crawler tractor	0.20	B210	A107	98.00
03/14/16	SWR	Correspondence with counsel for Liquidation Trustee and counsel for Environmental Trustee	0.20	B210	A108	98.00

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		regarding John Deere crawler tractor				
03/16/16	SWR	Correspondence with CRO regarding February monthly operating reports	0.20	B110	A106	98.00
03/16/16	SWR	Correspondence with Chris Brokmeier regarding developments in case	0.20	B110	A106	98.00
03/16/16	SWR	Correspondence with CRO regarding payment of invoice	0.20	B210	A106	98.00
03/16/16	SWR	Correspondence with counsel for other parties in adversary proceeding regarding scheduling order	0.20	B110	A107	98.00
03/16/16	SWR	Correspondence with Matt McDade regarding proposed final agreed order on Third Party Station	0.20	B140	A107	98.00
03/17/16	SWR	Telephone conference and correspondence with counsel for Committee regarding status report on Plan and adversary proceeding	0.40	B110	A107	196.00
03/17/16	VGJ	Review of ECF Notices and calendar dates for attorneys	0.20	B110	A110	33.00
03/18/16	SWR	Correspondence with Billy Wessler regarding report on status of case	0.20	B110	A107	98.00
03/18/16	SWR	Correspondence with Matt McDade regarding amended scheduling order for adversary proceeding	0.20	B110	A107	98.00
03/18/16	VGJ	Review and assemble the Monthly Operating Reports for all 3 entities	0.50	B110	A111	82.50
03/19/16	SWR	Correspondence with Robert Ogle regarding funding for additional	0.20	B110	A108	98.00

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		survey work				
03/21/16	CHM	Review/analyze committee comments to plan	0.40	B320	A104	154.00
03/21/16	CHM	Prepare for and participate in conference call with committee counsel regarding plan	0.90	B320	A107	346.50
03/21/16	CHM	Correspondence with Craig Geno re plan provisions related to Jackson County claim	0.20	B320	A107	77.00
03/21/16	SWR	Correspondence with Chris Brokmeier regarding January monthly operating report	0.30	B110	A106	147.00
03/21/16	SWR	Correspondence with Craig Geno regarding Jackson County ad valorem tax treatment in chapter 11 plan	0.30	B240	A107	147.00
03/21/16	SWR	Extended conference call with counsel for Committee regarding proposed revisions to draft of chapter 11 plan	0.70	B320	A107	343.00
03/22/16	SWR	Work on revisions to chapter 11 plan to implement discussions with counsel for Committee	1.60	B320	A103	784.00
03/22/16	SWR	Correspondence with counsel for Committee regarding additional provision to chapter 11 plan	0.20	B320	A107	98.00
03/22/16	SWR	Correspondence with general liability insurance carrier regarding reinstatement of policy	0.20	B210	A108	98.00
03/23/16	CHM	Review/analyze further revisions to plan	0.40	B320	A104	154.00
03/23/16	CHM	Prepare for and participate in conference call with counsel to	0.50	B110	A107	192.50

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		MDEQ and EPA re response to UST's motion to convert or dismiss				
03/23/16	JLG	Review limited surveys done at time of financing and refinancing.	0.80	B250	A104	268.00
03/23/16	JLG	Telephone call to counsel for Mississippi Power about their survey requirements.	0.40	B250	A107	134.00
03/23/16	JLG	Email correspondence with surveyor regarding survey	0.30	B250	A108	100.50
03/23/16	SWR	Correspondence with VJ Barham regarding finalized chapter 11 plan	0.30	B320	A105	147.00
03/23/16	SWR	Correspondence with Paul Delcambre and John Galloway regarding survey of Mississippi Power easements on property	0.20	B130	A107	98.00
03/25/16	SWR	Review response of Mississippi Power to Committee's crossclaim	0.30	B430	A104	147.00
03/28/16	TMH	Review FCC registration for MPC as DIP and MPC pre-bankruptcy	0.20	B110	A102	38.00
03/28/16	TMH	Correspondence with Will Burge of MPC regarding FCC license	0.20	B110	A106	38.00
03/28/16	TMH	Correspondence with Bob Ogle regarding FCC license	0.20	B110	A106	38.00
03/28/16	VGJ	Receipt of Undeliverable Mail to Debtor from BNC, search for corrected address and prepare Notice of Change of Address and electronically file same with Court	1.50	B110	A111	247.50
03/29/16	JLG	Telephone call from Steve Rosenblatt about survey	0.10	B250	A105	33.50

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03/29/16	JLG	Telephone call Paul Delcambre about contribution by power company	0.20	B250	A108	67.00
03/29/16	SWR	Work on response of Debtors to motion to dismiss or convert	0.70	B110	A103	343.00
03/29/16	VGJ	Receipt of Undeliverable Mail to Debtor from BNC, search for corrected address and prepare Notice of Change of Address and electronically file same with Court	0.50	B110	A111	82.50
03/30/16	SWR	Correspondence with John Galloway regarding cost of survey	0.20	B130	A105	98.00
03/30/16	SWR	Correspondence with CRO regarding response to motion to convert or dismiss of United States Trustee	0.10	B110	A106	49.00
03/30/16	SWR	Correspondence with Chris Steiskal regarding resolution of motion of United States Trustee to convert or dismiss	0.20	B110	A107	98.00
03/30/16	SWR	Correspondence with United States Trustee regarding response to motion to convert or dismiss	0.30	B110	A107	147.00
03/30/16	SWR	Telephone conference and correspondence with counsel for Liquidation Trustee regarding fees for additional survey work	0.30	B130	A107	147.00
03/30/16	TMH	Work on revised version of response to convert	0.90	B110	A103	171.00
03/30/16	VGJ	Finalize Response to US Trustee's Motion to Convert or Dismiss and electronically file same with Court	0.50	B110	A111	82.50

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03/30/16	VGJ	Receipt of Undeliverable Mail to Debtor from BNC, search for corrected address	0.30	B110	A111	49.50
03/31/16	SWR	Correspondence with Chris Steiskal and Bess Cresswell regarding response to United States Trustee's motion to dismiss or convert	0.20	B110	A107	98.00

**Sub-total of Fees: 9,027.50**

**Rate Summary**

Chris Maddux	2.40	hours at	\$385.00/hr	924.00
John Galloway	3.80	hours at	\$335.00/hr	1,273.00
Mitch Carrington	0.20	hours at	\$195.00/hr	39.00
Steve Rosenblatt	12.10	hours at	\$490.00/hr	5,929.00
Thomas Hewitt	1.50	hours at	\$190.00/hr	285.00
Velvet Johnson	3.50	hours at	\$165.00/hr	577.50
<b>Subtotal:</b>	<b>23.50</b>			<b><u>9,027.50</u></b>

EXPENSES

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
<b>Sub-total of Expenses:</b>		<b><u>0.00</u></b>

**TOTAL CURRENT BILLING FOR THIS MATTER \$9,027.50**



**Exhibit "A-5"**

*Invoice for April 1- 30, 2016*



Post Office Box 6010  
 Ridgeland, MS 39158-6010  
 Main (601) 948-5711  
 Fax (601) 985-4500

Robert Kerley  
 Mississippi Phosphates Corporation  
 P.O. Box 848  
 Pascagoula, MS 39568-0848

May 9, 2016  
 Statement: 10119272  
 Matter: 027376.149010  
 Billing Attorney: Steve Rosenblatt

Due Date: May 24, 2016

**STATEMENT SUMMARY**

For Services Rendered Through April 30, 2016

**Client:** Mississippi Phosphates Corporation

**Matter:** Chapter 11 for Mississippi Phosphates Corporation and Subsidiaries

<b>TOTAL FEES FOR CURRENT BILLING PERIOD</b>	<b>\$19,702.00</b>
<b>TOTAL COSTS FOR CURRENT BILLING PERIOD</b>	<b>\$86.20</b>
<b>TOTAL CURRENT BILLING FOR THIS MATTER</b>	<b>\$19,788.20</b>
Total of Unpaid Balances From Prior Statements*	\$168,557.66
<b>TOTAL AMOUNT DUE FOR THIS MATTER</b>	<b>\$188,345.86</b>

**AGING OF ACCOUNTS RECEIVABLE**

<u>CURRENT</u>	<u>31-60 DAYS</u>	<u>61-90 DAYS</u>	<u>91-120 DAYS</u>	<u>OVER 120 DAYS</u>
\$39,523.70	\$0.00	\$25,875.03	\$24,227.85	\$98,719.28



Post Office Box 6010  
 Ridgeland, MS 39158-6010  
 Main (601) 948-5711  
 Fax (601) 985-4500

Robert Kerley  
 Mississippi Phosphates Corporation  
 P.O. Box 848  
 Pascagoula, MS 39568-0848

May 9, 2016  
 Statement: 10119272  
 Matter: 027376.149010  
 Billing Attorney: Steve Rosenblatt

Due Date: May 24, 2016

**STATEMENT**

For Services Rendered Through April 30, 2016

**Client:** Mississippi Phosphates Corporation

**Matter:** Chapter 11 for Mississippi Phosphates Corporation and Subsidiaries

**PROFESSIONAL FEES**

<u>DATE</u>		<u>DESCRIPTION</u>	<u>HOURS</u>	<u>TASK</u>	<u>ACTIVITY</u>	<u>AMOUNT</u>
04/04/16	CHM	Correspondence among office of the United States Trustee and counsel for the committee and MDEQ regarding hearing on UST's motion to convert or dismiss	0.40	B110	A107	154.00
04/04/16	CHM	Correspondence among counsel regarding survey	0.20	B210	A107	77.00
04/04/16	SWR	Telephone conference and correspondence with Chris Maddux regarding handling hearing on motion to convert or dismiss filed by United States Trustee	0.20	B110	A105	98.00
04/04/16	SWR	Correspondence with CRO regarding request for shared cost of additional items for survey	0.20	B130	A106	98.00
04/04/16	SWR	Correspondence with Chris Steiskal regarding hearing on motion to convert or dismiss filed by United States Trustee	0.10	B110	A107	49.00
04/04/16	SWR	Correspondence with counsel for Liquidation	0.20	B130	A107	98.00

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		Trustee regarding request for shared cost for survey				
04/05/16	SWR	Correspondence with Chris Steiskal and Chris Maddux regarding appearance at hearing on motion to convert or dismiss of United States Trustee	0.20	B110	A107	98.00
04/05/16	VGJ	Receipt of Notice of Returned Mail to Debtor, search updated addresses and electronically file same with court	0.30	B110	A111	49.50
04/06/16	CHM	Telephone conference with Roy Furrh regarding status of pending matters in the chapter 11 cases	0.30	B110	A107	115.50
04/06/16	VGJ	Review of ECF Notices and calendar dates for attorneys	0.20	B110	A110	33.00
04/07/16	CHM	Correspondence with management regarding identification of avoidance actions for inclusion in plan and disclosure statement	0.20	B320	A106	77.00
04/07/16	CHM	Correspondence with committee counsel regarding plan and disclosure statement	0.20	B320	A107	77.00
04/07/16	CHM	Correspondence with John Lammert regarding plan provisions related to Jackson County ad valorem tax challenge	0.20	B320	A108	77.00
04/07/16	SWR	Review and revise proposed order on United States Trustee's motion to convert or dismiss	0.30	B110	A103	147.00
04/07/16	SWR	Correspondence with CRO regarding avoidance	0.30	B180	A106	147.00

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		actions				
04/07/16	SWR	Correspondence with Slate Dabney regarding contact information for the KPMG Partner	0.20	B120	A107	98.00
04/07/16	SWR	Correspondence with Craig Geno and John Lammert regarding chapter 11 plan provisions regarding Jackson County ad valorem taxes	0.20	B240	A107	98.00
04/07/16	SWR	Attend and participate in video conference hearing on motion of United States Trustee to convert or dismiss case	0.40	B110	A109	196.00
04/07/16	SWR	Travel to and from courthouse for video conference hearing on motion of United States Trustee to convert or dismiss chapter 11 cases (1/2 time)	0.40	B195	A112	196.00
04/08/16	SWR	Correspondence with CRO regarding avoidance actions	0.20	B180	A106	98.00
04/08/16	SWR	Correspondence with John Lammert regarding Jackson County ad valorem taxes	0.20	B240	A108	98.00
04/08/16	TMH	Work on fee application	1.10	B160	A103	209.00
04/08/16	VGJ	Review of ECF Notices and calendar dates for attorneys	0.20	B110	A110	33.00
04/11/16	SWR	Correspondence with counsel for Liquidation Trustee and CRO regarding payment of additional charges regarding survey	0.20	B210	A107	98.00
04/11/16	SWR	Correspondence with	0.10	B210	A107	49.00

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		counsel for Liquidation Trustee regarding survey costs				
04/11/16	SWR	Correspondence with Brad Daniel of BMC regarding assistance with plan and disclosure statement	0.20	B320	A108	98.00
04/12/16	SWR	Correspondence with Chris Steiskal and other counsel regarding approval of proposed order on United States Trustee's motion to convert or dismiss	0.20	B110	A107	98.00
04/12/16	SWR	Correspondence with John Lammert regarding treatment of Jackson County ad valorem taxes in plan	0.20	B240	A108	98.00
04/13/16	SWR	Revise plan regarding treatment of Jackson County ad valorem taxes	0.50	B240	A103	245.00
04/13/16	SWR	Correspondence with CRO regarding order on United States Trustee's motion to convert or dismiss	0.20	B110	A106	98.00
04/13/16	SWR	Correspondence with CRO regarding plan revisions regarding Jackson County ad valorem taxes	0.20	B240	A106	98.00
04/13/16	SWR	Correspondence with counsel for Committee regarding Plan revisions regarding Jackson County ad valorem taxes	0.20	B240	A107	98.00
04/13/16	SWR	Correspondence with John Lammert and Craig Geno regarding plan treatment for Jackson	0.20	B240	A107	98.00

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		County ad valorem taxes				
04/13/16	SWR	Telephone conference with John Lammert regarding status of Jackson County ad valorem tax dispute and description in chapter 11 plan	0.40	B240	A108	196.00
04/14/16	CHM	Review documents prepared by Management regarding preservation of preference claims in Plan	0.50	B320	A104	192.50
04/14/16	CHM	Review/revise draft of Plan	0.60	B320	A104	231.00
04/14/16	CHM	Correspondence with Committee Counsel regarding Plan and Disclosure Statement	0.20	B320	A107	77.00
04/14/16	JMC	Work on drafting and revising motion to modify automatic stay regarding workers compensation claims.	0.40	B140	A103	78.00
04/14/16	SWR	Work on revisions to chapter 11 plan per discussion with Committee counsel	0.60	B320	A103	294.00
04/14/16	SWR	Review calculations of avoidance actions for preferences	0.40	B180	A104	196.00
04/14/16	SWR	Telephone conference with Jon Nash regarding avoidance actions and other plan-related matters	0.40	B320	A106	196.00
04/14/16	SWR	Correspondence with counsel for Committee regarding break point for pursuit of preference claims	0.20	B180	A107	98.00
04/14/16	SWR	Correspondence with counsel for Liquidation Trustee regarding	0.20	B210	A107	98.00

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		payment toward cost of additional survey work				
04/14/16	SWR	Correspondence with counsel for Liquidation Trustee, Environmental Trustee, EPA, MDEQ and Committee regarding chapter 11 plan	0.30	B320	A107	147.00
04/14/16	SWR	Telephone conference and correspondence with Derek Meek and Marc Solomon regarding revisions to chapter 11 plan	0.50	B320	A107	245.00
04/15/16	JMC	Work on drafting and revising motion to modify the automatic stay regarding workers' compensation claims and proposed order granting same.	0.50	B140	A103	97.50
04/15/16	SWR	Correspondence with John Lammert and Craig Geno regarding Jackson County valuation litigation description for chapter 11 plan	0.20	B240	A107	98.00
04/15/16	SWR	Correspondence with counsel for Committee and CRO regarding conference call to discuss chapter 11 plan	0.20	B320	A107	98.00
04/19/16	CHM	Review/analyze portions of documents and pleadings in case in connection with analysis of claims and treatment of same in Plan	1.30	B320	A104	500.50
04/19/16	CHM	Prepare for and participate in conference call with Committee counsel and Professionals regarding Plan and	0.60	B320	A107	231.00



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Disclosure Statement						
04/19/16	JMC	Work on drafting and revising motion to modify automatic stay regarding workers' compensation claims, specifically, adding language based on analysis of policy structure into motion and relief requested section.	1.60	B140	A103	312.00
04/19/16	SWR	Correspondence with Les Alvis regarding contact persons for Liquidation Trustee and Environmental Trustee	0.20	B210	A107	98.00
04/19/16	SWR	Conference call with CRO, and Committee's attorneys and financial advisors regarding plan provisions	0.60	B320	A107	294.00
04/20/16	SWR	Work on portion of plan regarding treatment of claims of Pre-Petition Lender and DIP Lender	0.70	B320	A103	343.00
04/20/16	SWR	Correspondence with counsel to adversary proceeding regarding stipulation	0.20	B110	A107	98.00
04/20/16	SWR	Telephone conference with Karl Burrer regarding treatment of claims of DIP Lenders and Pre-Petition Lenders in chapter 11 plan and Kemper charges litigation	0.30	B320	A107	147.00
04/20/16	SWR	Correspondence with Karl Burrer regarding treatment of claims of Pre-Petition Lenders and DIP Lenders in plan and basis for treatment	0.50	B320	A107	245.00
04/20/16	SWR	Correspondence with	0.20	B320	A107	98.00

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		Billy Wessler regarding claim of Jackson County Port Authority				
04/21/16	SWR	Correspondence with counsel for parties regarding approval of proposed order	0.20	B110	A107	98.00
04/21/16	TMH	Work on disclosure statement	3.50	B320	A103	665.00
04/22/16	SWR	Correspondence with Ken Mann regarding proposed Express Scripts order	0.20	B130	A108	98.00
04/22/16	SWR	Correspondence with Bob Ogle and Robert Kerley regarding letter of credit from Trammo	0.20	B210	A108	98.00
04/22/16	TMH	Work on disclosure statement to incorporate new version of Plan	3.20	B320	A103	608.00
04/25/16	CHM	Review/analyze revisions to Disclosure Statement	0.80	B320	A104	308.00
04/25/16	SWR	Revise disclosure statement to reflect plan changes	2.60	B320	A103	1,274.00
04/25/16	SWR	Correspondence with CRO regarding amended disclosure statement	0.20	B320	A106	98.00
04/25/16	SWR	Correspondence with counsel for Committee regarding proposed changes to disclosure statement	0.20	B320	A107	98.00
04/25/16	SWR	Correspondence with Brad Daniel regarding mailout of plan and disclosure statement	0.20	B110	A108	98.00
04/26/16	CHM	Correspondence from Counsel to the United States Department of Justice regarding comments to Plan	0.20	B320	A107	77.00

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04/26/16	SWR	Work on additional revisions to disclosure statement	1.90	B320	A103	931.00
04/26/16	SWR	Work on minor modifications to plan to address issues raised by EPA	0.70	B320	A103	343.00
04/26/16	SWR	Telephone conference with Lenny Parkins regarding status of Trammo letter of credit	0.20	B120	A107	98.00
04/26/16	SWR	Correspondence with Ken Long regarding proposed changes to chapter 11 plan	0.40	B320	A107	196.00
04/26/16	SWR	Correspondence with Ken Long regarding modifications to plan	0.20	B320	A107	98.00
04/26/16	TMH	Review suggested changes to the Disclosure Statement	0.70	B320	A104	133.00
04/27/16	SWR	Work on provision on defining and clarifying estate settlement payment	0.30	B320	A103	147.00
04/27/16	SWR	Incorporate majority of suggestions of counsel for Committee into plan and disclosure statement	1.70	B320	A103	833.00
04/27/16	SWR	Telephone conference with Jon Nash regarding status of plan and disclosure statement	0.30	B320	A106	147.00
04/27/16	SWR	Correspondence with Bess Creswell regarding disclosure statement and plan provisions	0.30	B320	A107	147.00
04/27/16	SWR	Correspondence with Marc Solomon regarding claims retention language in plan for D&O claims	0.20	B320	A107	98.00
04/27/16	SWR	Correspondence and	0.30	B320	A107	147.00

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		telephone conference with counsel for Committee regarding language in plan regarding Estate Settlement Payment				
04/27/16	SWR	Correspondence with Ken Long regarding provision from Committee Settlement Agreement	0.30	B320	A107	147.00
04/27/16	SWR	Telephone conference with counsel for Committee regarding language describing background facts in disclosure statement	0.40	B320	A107	196.00
04/27/16	SWR	Correspondence with counsel for Committee regarding revised plan and disclosure statement	0.30	B320	A107	147.00
04/27/16	SWR	Correspondence with counsel for EPA regarding revised plan and disclosure statement	0.20	B320	A107	98.00
04/27/16	TMH	Work on narrative for February and March 2016	0.60	B110	A103	114.00
04/27/16	TMH	Work on fee application	0.90	B160	A103	171.00
04/27/16	TMH	Work on plan and disclosure statement	1.70	B320	A103	323.00
04/27/16	TMH	Work on ballot	0.20	B320	A103	38.00
04/27/16	VGJ	Interoffice emails with T. Hewitt re February and March MORs	0.20	B110	A105	33.00
04/28/16	SWR	Telephone conference and correspondence with counsel for Committee regarding revisions to plan	0.50	B320	A107	245.00
04/28/16	TMH	Work on plan and	3.10	B320	A103	589.00

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		disclosure statement				
04/29/16	CHM	Office conference with S. Rosenblatt regarding final issues to resolve in connection with Plan and Disclosure Statement	0.30	B320	A105	115.50
04/29/16	CHM	Correspondence with Committee Counsel and Counsel to EPA regarding final revisions to Plan and Disclosure Statement	0.40	B320	A107	154.00
04/29/16	CHM	Review/analyze proposed revisions to Plan and Disclosure Statement and finalize same for filing	1.70	B320	A107	654.50
04/29/16	SWR	Finalize and file plan and disclosure statement for Mississippi Phosphates and subsidiaries	1.90	B320	A103	931.00
04/29/16	SWR	Correspondence and telephone conference with counsel for Committee regarding plan and disclosure statement	0.40	B320	A107	196.00
04/29/16	SWR	Voice mail from David Houston regarding plan treatment of Estate Settlement Payment	0.10	B320	A107	49.00
04/29/16	SWR	Correspondence with Brad Daniel with BMC regarding service requirements for plan and disclosure statement	0.20	B110	A108	98.00
04/29/16	TMH	Work on Plan and Disclosure Statement	1.10	B320	A103	209.00
04/29/16	VGJ	Email correspondence with B. Daniel with BMC re procedure for mailing out Plan and Disclosure Statement	0.20	B110	A108	33.00

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04/29/16	VGJ	Work on assembling the March 2016 MPC MOR	0.20	B110	A111	33.00
04/29/16	VGJ	Assemble Joint Ch 11 Plan and Disclosure Statement and electronically file same with Court	0.50	B110	A111	82.50

**Sub-total of Fees:** 19,702.00

### Rate Summary

Chris Maddux	8.10	hours at	\$385.00/hr	3,118.50
Mitch Carrington	2.50	hours at	\$195.00/hr	487.50
Steve Rosenblatt	26.00	hours at	\$490.00/hr	12,740.00
Thomas Hewitt	16.10	hours at	\$190.00/hr	3,059.00
Velvet Johnson	1.80	hours at	\$165.00/hr	297.00
<b>Subtotal:</b>	<b>54.50</b>			<u><b>19,702.00</b></u>

### EXPENSES

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
04/26/16	Image Reproduction 36 Page(s)	3.60
04/27/16	Image Reproduction 9 Page(s)	0.90
04/29/16	Image Reproduction 49 Page(s)	4.90
04/29/16	Pacer Expense – Pacer	76.80
	<b>Sub-total of Expenses:</b>	<u><b>86.20</b></u>

**TOTAL CURRENT BILLING FOR THIS MATTER** **\$19,788.20**