

# **EXHIBIT A**

**EXHIBIT A**

Professional Services rendered by Lowenstein Sandler LLP, through February 28, 2014

In re: Creditors' Committee

**I. SUMMARY OF TIME CHARGES AND HOURLY RATES**

<b>Name of Professional</b>	<b>Year Admitted</b>	<b>Title</b>	<b>Hours Spent</b>	<b>Hourly Rate</b>	<b>Charge</b>
Nathan, Bruce S.	1981	Partner	19.20	\$780.00	\$14,976.00
Prol, Jeffrey D.	1989	Partner	24.50	670.00	16,415.00
*Prol, Jeffrey D. - Travel Time	1989	Partner	4.50	335.00	1,507.50
Wheeler, Timothy R.	2003	Counsel	45.60	535.00	24,396.00
*Wheeler, Timothy R. - Travel Time	2003	Counsel	5.50	267.50	1,471.25
De Leo, Anthony	2013	Associate	0.70	300.00	210.00
Williams, Beth L.	2010	Associate	3.40	390.00	1,326.00
Claussen, Diane	N/A	Paralegal	12.00	210.00	2,520.00
<b>TOTAL FEES</b>			<b>115.40</b>		<b>\$62,821.75</b>
<b>Attorney Blended Rate</b>					<b>\$544.39</b>

\*Reflects 50% rate reduction due to non-working travel time

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## TIME DETAIL:

Code	Date	Timekeeper	Time Narrative	Hours	Amount
<u>B100 - Administration</u>					
<u>B110 Case Administration</u>					
B110	02/04/14	BSN	Review notice of amended equity committee membership	0.10	\$78.00
B110	02/04/14	TRW	Review amended notice of appointment of equity committee members filed by US Trustee	0.10	53.50
B110	02/27/14	BLW	Review filed pleadings and draft e-mails to T. Wheeler re: same	0.30	117.00
<b>Total B110 - Case Administration</b>				<b>0.50</b>	<b>\$248.50</b>
<u>B150 Meetings of and Communication with Creditors</u>					
B150	02/03/14	TRW	Draft correspondence to the Committee with attachments re: Committee professionals' sixth monthly fee applications	0.20	107.00
B150	02/10/14	TRW	Exchange correspondence with N. Peterman and review Committee bylaws re: possible resignation of M. Webster Committee seat	0.20	107.00
B150	02/11/14	TRW	Exchange correspondence with N. Peterman and D. Bowman re: change of address and other issues related to Webster Committee seat	0.20	107.00
B150	02/12/14	BLW	Finish drafting minutes of Committee call	0.80	312.00
B150	02/12/14	BLW	Draft agenda for next Committee call	0.20	78.00
B150	02/12/14	TRW	Review and revise minutes from January 31 telephonic Committee meeting and agenda for upcoming telephonic Committee meeting	0.20	107.00

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Code	Date	Timekeeper	Time Narrative	Hours	Amount
B150	02/12/14	TRW	Exchange correspondence with B. Williams re: draft agenda for upcoming telephonic Committee meeting	0.10	53.50
B150	02/13/14	BLW	E-mail Committee re: agenda for next Committee call	0.10	39.00
B150	02/13/14	BLW	Call with B. Nathan and J. Prol re: preparation for Committee call	0.20	78.00
B150	02/13/14	BLW	Meet with T. Wheeler re: preparation for Committee call	0.10	39.00
B150	02/13/14	BSN	Revise agenda for upcoming committee call	0.20	156.00
B150	02/13/14	TRW	Exchange correspondence with B. Nathan and B. Williams re: revised agenda for upcoming telephonic meeting	0.10	53.50
B150	02/13/14	TRW	Review multiple correspondence from B. Williams and B. Nathan re: draft agenda for upcoming telephonic Committee meeting and related issues	0.10	53.50
B150	02/14/14	BLW	Participate in Committee call (.6 hrs. n/c)	0.60	0.00
B150	02/14/14	BLW	Begin drafting minutes of Committee call	0.30	117.00
B150	02/14/14	BLW	Exchange e-mails with T. Wheeler re: preparation for Committee call	0.10	39.00
B150	02/14/14	BSN	Preparation for committee call, resolution of committee issues re: plan	0.30	234.00
B150	02/14/14	BSN	Review results of committee call	0.20	156.00
B150	02/14/14	JDP	Prepare for committee call	0.30	201.00
B150	02/14/14	JDP	Participate in committee conference call	0.60	402.00
B150	02/14/14	TRW	Attend bi-monthly telephonic Committee meeting to discuss plan issues and equity claims reconciliation mediation session	0.60	321.00

ALL DETAILED INFORMATION IS CONSIDERED TO BE PRIVILEGED AND CONFIDENTIAL.

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<b>Code</b>	<b>Date</b>	<b>Timekeeper</b>	<b>Time Narrative</b>	<b>Hours</b>	<b>Amount</b>
B150	02/14/14	TRW	Confer with B. Williams re: telephonic Committee meeting follow up and related issues	0.20	107.00
B150	02/14/14	TRW	Telephonic conference with J. Prol and B. Nathan in preparation for scheduled Committee meeting to discuss plan issues and claims reconciliation issues	0.30	160.50
B150	02/14/14	TRW	Draft multiple correspondence to the Committee in connection with plan issues and claims reconciliation issues	0.20	107.00
B150	02/14/14	TRW	Review pleadings, correspondence and other documents in preparation for scheduled Committee telephonic meeting	0.70	374.50
B150	02/14/14	TRW	Exchange further correspondence with B. Williams re: draft agenda for upcoming telephonic Committee meeting	0.10	53.50
B150	02/24/14	TRW	Draft correspondence to the Committee re: Leeper 2nd fee application and BDA 3rd fee application and related issues	0.20	107.00
B150	02/25/14	TRW	Exchange correspondence with R. Axenrod re: status of plan and disclosure statement and related issues	0.20	107.00
B150	02/26/14	BLW	Draft minutes of Committee call	0.70	273.00
B150	02/26/14	BLW	Draft agenda for Committee call	0.10	39.00
B150	02/26/14	TRW	Telephonic conference with R. Axenrod re: status of plan process and related issues	0.30	160.50
B150	02/26/14	TRW	Exchange further correspondence with B. Williams re: agenda for upcoming Committee meeting, minutes from last meeting and related issues	0.20	107.00
B150	02/27/14	BLW	Draft e-mail to Committee re: Committee call	0.10	39.00
B150	02/27/14	BSN	Review/revise minutes for prior committee call	0.20	156.00
B150	02/27/14	BSN	Revise agenda for 2/28 committee call	0.20	156.00

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Code	Date	Timekeeper	Time Narrative	Hours	Amount
B150	02/28/14	BLW	Attend Committee call (.5 hrs. n/c)	0.50	0.00
B150	02/28/14	BLW	Begin drafting minutes of Committee call	0.20	78.00
B150	02/28/14	BSN	Review results of committee call	0.20	156.00
B150	02/28/14	JDP	Prepare for committee conference call	0.20	134.00
B150	02/28/14	JDP	Participate in committee conference call	0.50	335.00
B150	02/28/14	JDP	E-mails to/from creditors re: status of plan and distributions	0.30	201.00
B150	02/28/14	TRW	Attend regularly scheduled telephonic Committee meeting to discuss current issues including plan and claims reconciliation	0.50	267.50
B150	02/28/14	TRW	Review pleadings, correspondence and other documents in connection with upcoming telephonic Committee meeting	0.40	214.00
B150	02/28/14	TRW	Confer with J. Prol re: correspondence to AgFeed Committee in connection with plan and related issues	0.20	107.00
B150	02/28/14	TRW	Exchange further correspondence with B. Williams re: draft agenda for upcoming committee call, draft minutes from last call and related issues	0.20	107.00
<b>Total B150 - Meetings of and Communication with Creditors</b>				12.60	\$6,307.00

B160 Fee/Employment Applications

B160	02/02/14	TRW	Exchange correspondence with D. Claussen re: deadline for filing second interim fee applications	0.10	53.50
B160	02/03/14	BSN	Final review, comments to LS' 6th monthly fee application	0.30	234.00

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<b>Code</b>	<b>Date</b>	<b>Timekeeper</b>	<b>Time Narrative</b>	<b>Hours</b>	<b>Amount</b>
B160	02/03/14	DC	Draft e-mail to T. Wheeler forwarding final draft of sixth monthly fee application and compile exhibits for filing	0.20	42.00
B160	02/03/14	DC	Review comments and proposed revisions from attorneys re: sixth monthly fee application and revise same	0.30	63.00
B160	02/03/14	TRW	Exchange correspondence with J. Prol and B. Nathan re: LS December monthly fee application and second interim fee application	0.20	107.00
B160	02/03/14	TRW	Further drafting and revisions to LS December fee application	0.20	107.00
B160	02/04/14	DC	Exchange e-mail correspondence with T. Wheeler and local counsel re: filing monthly fee applications for December	0.20	42.00
B160	02/04/14	TRW	Exchange correspondence with D. Claussen re: LS December monthly fee application filing and service	0.10	53.50
B160	02/05/14	DC	Download filed copy of Lowenstein's December fee application and confer with L. Pami re: interim time period for preparation of second interim fee application	0.30	63.00
B160	02/05/14	TRW	Review correspondence from D. Claussen re: LS second interim fee application and related issues	0.10	53.50
B160	02/06/14	DC	Review invoices for preparation of Lowenstein's Second Interim Fee Application and update fee application chart	0.30	63.00
B160	02/06/14	DC	Further attention to drafting Second Interim Fee Application	1.40	294.00
B160	02/06/14	TRW	Exchange correspondence and confer with D. Claussen re: LS second interim fee application and related issues	0.20	107.00
B160	02/07/14	DC	Further review of objections for amounts objected to by Regnante, calculate allocated totals, subtotals and blended rate discount for second interim allocation chart and confer with T. Wheeler re: same	1.00	210.00
B160	02/07/14	TRW	Review pleadings, correspondence and other documents in connection with LS second interim fee application	0.30	160.50

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<b>Code</b>	<b>Date</b>	<b>Timekeeper</b>	<b>Time Narrative</b>	<b>Hours</b>	<b>Amount</b>
B160	02/08/14	DC	Further revisions to Second Interim Fee Application of Lowenstein Sandler	1.10	231.00
B160	02/10/14	DC	Review and revise Certification of Counsel relating to Lowenstein's Fifth Monthly Fee Application	0.20	42.00
B160	02/10/14	DC	Meet with T. Wheeler to review Second Interim Fee Application of Lowenstein Sandler	0.20	42.00
B160	02/10/14	DC	Further revisions to Second Interim Fee Application as per comments received by T. Wheeler	1.20	252.00
B160	02/10/14	TRW	Drafting and revisions to LS second interim fee application and related exhibits	0.40	214.00
B160	02/10/14	TRW	Confer with D. Claussen re: calculations included in LS second interim fee application and related issues	0.20	107.00
B160	02/10/14	TRW	Review correspondence from E. Thomas and attached draft certification of counsel in connection with LS fifth monthly fee application for November 2013	0.20	107.00
B160	02/10/14	TRW	Exchange correspondence with D. Claussen re: LS 5th monthly fee application and related certification of counsel	0.20	107.00
B160	02/11/14	DC	Compose e-mail to local counsel approving Certification of Counsel for Lowenstein's fifth monthly fee application	0.10	21.00
B160	02/12/14	BSN	Revise LS Second Interim Fee Application	0.30	234.00
B160	02/12/14	DC	Telephone conference with B. Nathan re: revisions to Second Interim Fee Application	0.20	42.00
B160	02/12/14	DC	Exchange e-mail correspondence with T. Wheeler re: final revisions to Second Interim Fee Application	0.20	42.00
B160	02/12/14	DC	Revisions to Second Interim Fee Application and forward same to local counsel for filing	0.30	63.00
B160	02/12/14	DC	Retrieve Certification of Counsel for Fifth Monthly Fee Application and revise Sixth Monthly Fee Application for review by B. Nathan	0.30	63.00



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<b>Code</b>	<b>Date</b>	<b>Timekeeper</b>	<b>Time Narrative</b>	<b>Hours</b>	<b>Amount</b>
B160	02/12/14	TRW	Exchange correspondence with S. Selzer and D. Claussen re: filing and service of LS second interim fee application after approval	0.20	107.00
B160	02/12/14	TRW	Telephonic conference and exchange correspondence with D. Claussen re: revised certification of counsel in connection with LS fifth monthly fee application	0.20	107.00
B160	02/12/14	TRW	Exchange correspondence with D. Claussen re: revised LS second interim fee application and related issues including filing and service	0.20	107.00
B160	02/12/14	TRW	Exchange correspondence with E. Thomas re: filing and service of certification of counsel in connection with LS 5th monthly fee application	0.10	53.50
B160	02/13/14	BSN	Revise LS' 2nd quarterly interim fee application	0.40	312.00
B160	02/13/14	TRW	Exchange multiple correspondence with D. Claussen and B. Nathan re: LS second interim fee application and related issues	0.20	107.00
B160	02/14/14	BSN	Prepare monthly fee application, January 2014 for Lowenstein	0.60	468.00
B160	02/14/14	DC	Review and download Regnante's Objection to December fees and forward same to T. Wheeler	0.20	42.00
B160	02/14/14	DC	Download and review filed version of Second Interim Fee Application, update file site and fee application chart	0.20	42.00
B160	02/14/14	TRW	Telephonic conference with J. Holley re: ACH and wire transfer payments on account of approved fee applications	0.20	107.00
B160	02/14/14	TRW	Exchange correspondence with J. Holley re: ACH and wire instructions and related issues	0.20	107.00
B160	02/17/14	TRW	Exchange correspondence with B. Nathan and T. Ingman re: LS second interim fee application and related issues	0.20	107.00
B160	02/18/14	BSN	Revise LS January 2014 monthly fee application	0.50	390.00

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B160	02/19/14	TRW	Exchange correspondence with J. Holley and D. Claussen re: payments on account of LS allowed fee applications	0.20	107.00
B160	02/19/14	TRW	Confer with D. Claussen re: payments on account of LS November and December fee applications	0.20	107.00
B160	02/20/14	DC	Review e-mail from T. Wheeler re: wires received from AgFeed Industries and AgFeed USA; reconcile amounts received from each along with overpayment from October and confer with J. Holley from Mackinac re: discrepancy; draft e-mail response to T. Wheeler re: shortage in the amount of the overpayment from October	0.80	168.00
B160	02/21/14	DC	Draft e-mail to J. Holley re: confirmation of shortage for November fees and resolution of same by transmittal of an additional wire transfer for the shortage amount	0.20	42.00
B160	02/21/14	DC	Review Objection filed by J. Regnante to sixth monthly fee application and circulate same to attorney team	0.20	42.00
B160	02/21/14	TRW	Review correspondence from D. Claussen and J. Holley re: approved LS November fees and related issues	0.10	53.50
B160	02/21/14	TRW	Exchange correspondence with D. Claussen re: LS December fee application and related issues	0.20	107.00
B160	02/24/14	BSN	Revise LS January 2014 monthly fee application	0.30	234.00
B160	02/24/14	DC	Confer with L. Pami re: blended rate discount for January invoice and respond to e-mail re: preparation of fee application	0.20	42.00
B160	02/24/14	DC	Prepare draft fee application for January 2014	0.50	105.00
B160	02/24/14	JDP	Review and edit LS January 2014 fee application	0.30	201.00
B160	02/24/14	TRW	Review and revise LS January 2014 fee application	0.20	107.00
B160	02/24/14	TRW	Confer with L. Pami re: LS January 2014 fee application	0.10	53.50
B160	02/24/14	TRW	Draft correspondence to LS team re: LS January 2014 draft fee application	0.10	53.50

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Code	Date	Timekeeper	Time Narrative	Hours	Amount
B160	02/25/14	DC	Revise seventh monthly fee application of Lowenstein Sandler (January 2014)	1.20	252.00
B160	02/25/14	DC	Discussion with T. Wheeler re: allocation for January 2014 and calculation of blended rate limitation discount and time charge write off	0.20	42.00
B160	02/26/14	DC	Exchange e-mail correspondence with J. Holley of Mackinac Partners and T. Wheeler re: approval of fee applications, review of certifications of counsel and anticipated payment schedule for professionals' fees	0.20	42.00
B160	02/26/14	TRW	Exchange correspondence with J. Holley and D. Claussen re: LS monthly and interim fee applications and related payments	0.20	107.00
B160	02/28/14	DC	Review draft fee order for approval of second interim fees and expenses and provide summary of approved fees to T. Wheeler with inquiry re: December CNO/COC	0.30	63.00
B160	02/28/14	TRW	Review correspondence from E. Thomas and attached draft certification of counsel in connection with LS sixth monthly fee application for December 2013	0.20	107.00
B160	02/28/14	TRW	Exchange correspondence with D. Claussen re: LS sixth monthly fee application, LS second interim fee application and related issues	0.20	107.00
<b>Total B160 - Fee/Employment Applications</b>				<b>19.80</b>	<b>\$7,419.00</b>

B165 Employment and Retention Applications - Others

B165	02/07/14	BSN	Review response to Lathan expanded retention issues	0.20	156.00
B165	02/07/14	TRW	Exchange correspondence with D. Claussen re: hearing on Debtors' motion to expand retention of Latham & Watkins	0.20	107.00
B165	02/07/14	TRW	Exchange correspondence with N. Peterman re: Debtors' motion to expand retention of Latham & Watkins in connection with SEC claimants	0.20	107.00

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Code	Date	Timekeeper	Time Narrative	Hours	Amount
B165	02/07/14	TRW	Exchange correspondence with N. Peterman and J. Prol re: Debtors' motion to broaden employment of Latham & Watkins	0.20	107.00
B165	02/08/14	TRW	Exchange correspondence with B. Nathan re: Debtors' motion to expand retention of Latham & Watkins	0.20	107.00
B165	02/10/14	BSN	Review Lathan retention and upcoming hearing re: same and committee's position	0.20	156.00
B165	02/10/14	TRW	Exchange correspondence with N. Peterman re: Debtors' motion to expand retention of Latham & Watkins and related issues	0.20	107.00
B165	02/10/14	TRW	Exchange further, detailed correspondence re: Debtors' motion to expand retention of Latham & Watkins to do certain SEC related work	0.20	107.00
B165	02/11/14	TRW	Exchange correspondence with S. Selzer re: hearing on Debtors' motion to expand retention of Latham & Watkins and other issues	0.20	107.00
B165	02/11/14	TRW	Review entered order authorizing the Debtors to retain and employ Plante and Moran as tax advisors	0.10	53.50
B165	02/25/14	TRW	Review entered order authorizing expanded retention of Latham & Watkins	0.10	53.50
B165	02/28/14	BSN	Review equity committee's motion to employ National Economic Research Associates as economic consultant	0.30	234.00
B165	02/28/14	TRW	Review equity committee's motion to retain economic consultant NERA	0.40	214.00
<b>Total B165 - Employment and Retention Applications - Others</b>				<b>2.70</b>	<b>\$1,616.00</b>

B170 Fee/Employment Objections

B170	02/05/14	BSN	Review Regnante's objection to objection to various professional fee applications	0.20	156.00
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B170	02/05/14	TRW	Review Regnante objection to professionals' fees	0.10	53.50
B170	02/10/14	TRW	Exchange correspondence with N. Peterman re: Regnante's objection to 5th monthly fee applications and related issues	0.20	107.00
B170	02/11/14	JDP	Review J. Regnante's objection to fee applications	0.20	134.00
B170	02/11/14	TRW	Review Regnante's objection to Latham & Watkins fee application	0.10	53.50
B170	02/14/14	BSN	Review Regnante's objection to fee applications, December monthlies	0.10	78.00
B170	02/14/14	TRW	Exchange correspondence with D. Claussen re: Regnante's objection to Young Conaway fees	0.10	53.50
B170	02/21/14	BSN	Review Regnante's objection to committee's December 2013 professional fees	0.20	156.00
B170	02/21/14	TRW	Review Regnante's objection to December 2013 fee applications including LS	0.20	107.00
B170	02/25/14	BSN	Review Regnante's objection to fee application	0.10	78.00
B170	02/25/14	TRW	Review Regnante's objection to fees and expenses of Foley & Lardner	0.10	53.50

<b>Total B170 - Fee/Employment Objections</b>	<b>1.60</b>	<b>\$1,030.00</b>
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B175 Fee Applications and Invoices - Others

B175	02/02/14	TRW	Review second interim fee applications of equity committee's professionals and Young Conaway sixth monthly fee application for December 2013	0.20	107.00
B175	02/02/14	TRW	Review quarterly ordinary course professionals' report	0.10	53.50

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B175	02/03/14	TRW	Exchange correspondence with N. Peterman re: Committee's professionals' December 2013 monthly fee applications	0.10	53.50
B175	02/03/14	TRW	Review Latham & Watkins fifth and sixth monthly fee applications for November and December 2013	0.20	107.00
B175	02/03/14	TRW	Exchange correspondence with R. Martoken re: Committee's professionals' December 2013 fee applications	0.10	53.50
B175	02/03/14	TRW	Exchange correspondence with N. Peterman re: Greenberg sixth monthly fee application and related issues	0.10	53.50
B175	02/04/14	TRW	Review BDA second fee application in connection with Industries asset sale	0.10	53.50
B175	02/04/14	TRW	Review certification of counsel in connection with Foley & Lardner's fourth monthly fee application	0.10	53.50
B175	02/04/14	TRW	Exchange correspondence with S. Selzer re: December 2013 fee applications for Committee professionals	0.20	107.00
B175	02/05/14	TRW	Review Young Conaway sixth monthly fee application for December 2013	0.10	53.50
B175	02/05/14	TRW	Review revised certificate of counsel in connection with Foley & Lardner's fourth fee application to account for Regnante objection	0.10	53.50
B175	02/06/14	BSN	Review equity committee's professionals 2nd quarterly interim fee application	0.20	156.00
B175	02/06/14	TRW	Exchange correspondence with R. Probber and J. Prol re: second interim fee applications and related hearing	0.10	53.50
B175	02/06/14	TRW	Exchange correspondence with C. Corazza re: second interim fee applications and related hearing	0.10	53.50
B175	02/10/14	TRW	Telephonic conference with M. Gensburg re: BDA fee application in connection with USA asset sale	0.20	107.00
B175	02/10/14	TRW	Review correspondence from E. Thomas and N. Peterman re: certifications of counsel for fifth monthly fee applications covering November 2013	0.20	107.00

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B175	02/11/14	BSN	Review notice of rescheduled fee hearing	0.10	78.00
B175	02/11/14	DC	Retrieve Notice of Rescheduled Hearing on Interim Fee Applications, update calendar and forward Notice to attorney team	0.20	42.00
B175	02/11/14	JDP	Review fee applications for professionals retained by debtors and equity committee	0.40	268.00
B175	02/11/14	JDP	Review application for reimbursement of equity committee member expenses	0.20	134.00
B175	02/11/14	TRW	Exchange correspondence with C. Corazza, D. Claussen and R. Zahralddin re: re-scheduled hearing on second interim fee applications	0.30	160.50
B175	02/11/14	TRW	Review notice of adjournment of hearing on second interim fee applications	0.10	53.50
B175	02/12/14	TRW	Exchange correspondence with R. Martoken and D. Claussen re: CohnReznick second interim fee application	0.10	53.50
B175	02/12/14	TRW	Review BMC monthly fee application for December 2013	0.10	53.50
B175	02/12/14	TRW	Review Plant & Moran's first monthly fee application and attached exhibits	0.20	107.00
B175	02/14/14	TRW	Review second interim fee application of Young Conaway	0.10	53.50
B175	02/14/14	TRW	Exchange correspondence with N. Peterman re: equity committee professionals' December 2013 fee applications and related issues	0.20	107.00
B175	02/15/14	TRW	Review Foley & Lardner fifth monthly fee application for December 2013	0.20	107.00
B175	02/16/14	TRW	Initial review of Leeper final fee application in connection with USA asset sale	0.20	107.00
B175	02/21/14	TRW	Review correspondence from D. Bowman and attached fee application of Latham & Watkins	0.20	107.00

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Code	Date	Timekeeper	Time Narrative	Hours	Amount
B175	02/24/14	TRW	Exchange multiple correspondence with D. Bowman, N. Peterman and J. Prol re: proposed supplemental order expanding the retention of Latham & Watkins and related issues	0.30	160.50
B175	02/24/14	TRW	Telephonic conference with D. Bowman re: Committee's questions and issues in connection with Leeper final fee application and BDA final fee application	0.30	160.50
B175	02/24/14	TRW	Review BDA final fee application, BDA interim fee application, BDA retention motion and related documents re: final payments to BDA	0.40	214.00
B175	02/24/14	TRW	Review pleadings, correspondence and other documents in connection with Leeper final fee application and related payments	0.40	214.00
B175	02/25/14	TRW	Exchange multiple correspondence with D. Bowman re: Leeper fee application and BDA's third fee application and related issues	0.20	107.00
B175	02/25/14	TRW	Telephonic conference with D. Bowman re: Leeper second fee application and BDA third fee application	0.20	107.00
B175	02/28/14	BSN	Review order granting 2nd quarterly interim fee application	0.10	78.00
B175	02/28/14	TRW	Review certifications of counsel re: 4th, 5th and 6th fee applications of Latham & Watkins	0.10	53.50
B175	02/28/14	TRW	Review certification of counsel re: order approving fifth monthly fee application of Foley & Lardner	0.10	53.50
B175	02/28/14	TRW	Exchange correspondence with N. Peterman, R. Zahralddin and D. Bowman re: order approving second quarterly interim fee applications and related issues	0.20	107.00
<b>Total B175 - Fee Applications and Invoices - Others</b>				<b>7.10</b>	<b>\$3,912.50</b>

B185 Assumption/Rejection of Leases and Contracts

B185	02/14/14	BSN	Review debtors' 3rd omnibus motion to reject certain executory contracts, leases	0.20	156.00
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Code	Date	Timekeeper	Time Narrative	Hours	Amount
B185	02/14/14	TRW	Review the Debtors' motion to reject certain executory contracts and unexpired leases	0.20	107.00
B185	02/27/14	TRW	Exchange correspondence with B. Williams re: Debtors' 3rd motion to reject contracts and leases	0.20	107.00
<b>Total B185 - Assumption/Rejection of Leases and Contracts</b>				0.60	\$370.00

B190 Other Contested Matters (excluding assumption/rejection motions)

B190	02/11/14	TRW	Review revised proposed order and certification of counsel in connection with the Debtors' motion to extend time for notices of removal	0.10	53.50
<b>Total B190 - Other Contested Matters (excluding assumption/rejection motions)</b>				0.10	\$53.50

B195 Non-Working Travel

B195	02/12/14	JDP	Travel to DE for mediation re: shareholder claims	2.00	670.00
B195	02/13/14	JDP	Return travel from DE	2.50	837.50
B195	02/13/14	TRW	Round trip travel to Wilmington to attend claims reconciliation mediation session with Judge Cahill	5.50	1,471.25
<b>Total B195 - Non-Working Travel</b>				10.00	\$2,978.75

B200 - Operations

B210 Business Operations

B210	02/03/14	BSN	Review debtor's December 2013 monthly operating report	0.20	156.00
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Code	Date	Timekeeper	Time Narrative	Hours	Amount
B210	02/03/14	TRW	Review the Debtors' monthly operating reports for December 2013	0.20	107.00
B210	02/14/14	BSN	Review debtors' Periodic Report re: value, operations, profitability of affiliated entities	0.20	156.00
B210	02/14/14	TRW	Review Debtors' filed periodic operating report	0.10	53.50
B210	02/28/14	BSN	Review Debtor's January 2014 monthly operating report	0.20	156.00
B210	02/28/14	TRW	Review Debtors' January 2014 monthly operating report	0.20	107.00
<b>Total B210 - Business Operations</b>				<b>1.10</b>	<b>\$735.50</b>

B300 - Claims and Plan

B310 Claims Administration and Objections

B310	02/03/14	BSN	Review article re: SEC's role in public bankruptcy cases re: priority status of SEC claims and impact on plan process distributors to general unsecured creditors and research re: same	1.50	1,170.00
B310	02/03/14	BSN	Review claims allowance issues raised in call with equity committee's counsel with T. Wheeler	0.40	312.00
B310	02/03/14	TRW	Exchange correspondence with B. Nathan and J. Prol re: reconciliation of SEC claims and related issues	0.20	107.00
B310	02/03/14	TRW	Review correspondence from SEC re: asserted general unsecured claims and related issues	0.20	107.00
B310	02/03/14	TRW	Review correspondence from J. Prol re: SEC's general unsecured claim and related issues	0.10	53.50
B310	02/04/14	BSN	Follow up re: claims settlements and memorializing same	0.20	156.00

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<b>Code</b>	<b>Date</b>	<b>Timekeeper</b>	<b>Time Narrative</b>	<b>Hours</b>	<b>Amount</b>
B310	02/04/14	TRW	Draft correspondence to R. Zahralddin re: claim settlements and related issues	0.10	53.50
B310	02/05/14	TRW	Review correspondence from R. Brady re: equity claims mediation meeting and related issues	0.10	53.50
B310	02/05/14	TRW	Draft correspondence to J. Prol and B. Nathan re: equity claims mediation session and related issues	0.10	53.50
B310	02/07/14	BSN	Review SEC claim and priority issues re: same	0.70	546.00
B310	02/10/14	BSN	Review SEC claim issues with J. Prol and T. Wheeler	0.20	156.00
B310	02/10/14	BSN	Review research and memos re: argument to subordinate SEC claim and Section 510(b) subordination	2.00	1,560.00
B310	02/10/14	BSN	Review research re: Section 510(b) subordination of SEC claim	1.00	780.00
B310	02/10/14	JDP	Confer with LS team re: plan negotiations and potential SEC claim	0.30	201.00
B310	02/10/14	JDP	Review research re: priority of SEC claims	1.10	737.00
B310	02/10/14	TRW	Exchange correspondence with B. Nathan re: SEC claims and related issues	0.10	53.50
B310	02/10/14	TRW	Exchange correspondence with N. Peterman re: claims reconciliation issues including the Webster claim	0.20	107.00
B310	02/10/14	TRW	Exchange correspondence with D. Bowman re: legal research in connection with SEC claims and related issues	0.20	107.00
B310	02/11/14	JDP	Prepare for mediation	1.70	1,139.00
B310	02/11/14	TRW	Exchange correspondence with N. Peterman re: SEC claims and related issues	0.20	107.00
B310	02/11/14	TRW	Exchange correspondence with R. Brady re: claims mediation meeting in Wilmington and related issues	0.20	107.00

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<b>Code</b>	<b>Date</b>	<b>Timekeeper</b>	<b>Time Narrative</b>	<b>Hours</b>	<b>Amount</b>
B310	02/11/14	TRW	Confer with J. Prol re: claims mediation meeting in Wilmington and related issues	0.20	107.00
B310	02/11/14	TRW	Initial review of various mediation statements and exhibits in contemplation of scheduled claims mediation session in Wilmington	0.90	481.50
B310	02/11/14	TRW	Exchange correspondence with N. Peterman re: SEC claims and related issues	0.20	107.00
B310	02/11/14	TRW	Confer with J. Prol re: claims reconciliation mediation and related issues	0.20	107.00
B310	02/12/14	TRW	Confer with J. Prol re: equity claims mediation session scheduled to take place in Wilmington and related issues	0.20	107.00
B310	02/12/14	TRW	Review official filed claims registry in contemplation of meetings with the Debtors and the equity committee	0.40	214.00
B310	02/12/14	TRW	Conduct further legal research in connection with priority of SEC claims and related issues in contemplation of equity claims mediation session in Wilmington	2.70	1,444.50
B310	02/12/14	TRW	Exchange correspondence with R. Brady re: equity claims mediation session and related issues	0.10	53.50
B310	02/12/14	TRW	Review correspondence from R. Zahralddin re: claims reconciliation issues	0.10	53.50
B310	02/12/14	TRW	Review further correspondence from R. Zahralddin re: claims reconciliation summary and related issues	0.10	53.50
B310	02/12/14	TRW	Telephonic conference with J. Prol re: equity claims mediation and related issues	0.20	107.00
B310	02/12/14	TRW	Exchange correspondence with R. Zahralddin re: claims reconciliation and related issues	0.10	53.50
B310	02/12/14	TRW	Exchange correspondence with B. Nathan re: claims reconciliation and related issues	0.10	53.50
B310	02/12/14	TRW	Review further correspondence from J. Prol and R. Brady re: claims mediation session and related issues	0.10	53.50
B310	02/13/14	JDP	Prepare for claims resolution and plan treatment mediation, including call with B. Nathan re: same	1.20	804.00

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Code	Date	Timekeeper	Time Narrative	Hours	Amount
B310	02/13/14	JDP	Attend mediation with debtors, equity committee, carriers, plaintiff class action attorneys, SEC and others re: plan and claim issues, including review of mediation statements, conferences with parties and mediator, and negotiations with debtors and equity committee re: terms of plan	8.00	5,360.00
B310	02/13/14	TRW	Draft correspondence to H. Konicov and R. Probber re: claims reconciliation and related issues	0.10	53.50
B310	02/13/14	TRW	Attend claims reconciliation mediation session at Young Conaway in Wilmington to discuss claims in contemplation of revised plan and disclosure statement	8.00	4,280.00
B310	02/14/14	BLW	Review e-mails from T. Wheeler re: claims schedule and related issues	0.20	78.00
B310	02/14/14	TRW	Exchange correspondence with R. Probber re: claims reconciliation	0.10	53.50
B310	02/14/14	TRW	Exchange multiple correspondence with R. Probber re: claims reconciliation issues and related issues	0.20	107.00
B310	02/18/14	BSN	Review research re: SEC claim, grounds to subordinate under Section 510(b)	0.50	390.00
B310	02/19/14	TRW	Confer with J. Prol re: claims reconciliation and related issues	0.20	107.00
B310	02/19/14	TRW	Review Debtors' amendment to schedule F and related papers	0.10	53.50
B310	02/24/14	AD	Meet with T. Wheeler re: issues involving recharacterization of Securities and Exchange Commission's claims against the debtor	0.40	120.00
B310	02/24/14	AD	Review docket in Adelphia communications case to find motion to disallow claims related to securities under 11 u.s.c. 510(b)	0.30	90.00
B310	02/24/14	BSN	Review Adelphia Section 510(b) subordinate on motion re: SEC claim and research re: same	0.50	390.00
B310	02/24/14	BSN	Review debtor's motion to approve stipulation of settlement with AF Sellco and stipulation, settlement agreement - .3 hrs. and file re: same - .2 hrs.	0.50	390.00

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Code	Date	Timekeeper	Time Narrative	Hours	Amount
B310	02/24/14	BSN	Exchange e-mails with R. Zahralddin-Aravena re: memorialization of agreements with settling creditors on their allowed claims	0.10	78.00
B310	02/24/14	TRW	Draft correspondence to R. Zahralddin re: negotiated claims settlement issues	0.10	53.50
B310	02/24/14	TRW	Confer with A. DeLeo re: legal research in connection with claims reconciliation issues including priority of SEC claims	0.30	160.50
B310	02/25/14	BSN	Review committee's response to AF Sellco settlement	0.20	156.00
B310	02/25/14	TRW	Exchange detailed correspondence with R. Brady re: status of claims reconciliation process and related plan issues	0.20	107.00
B310	02/26/14	BSN	Review response to AF Sellco claim settlement, motion and preparation for upcoming committee call and claims reconciliation issues	0.20	156.00
B310	02/27/14	TRW	Exchange further correspondence with N. Peterman re: Debtors' motion to approve AF Sellco claims settlement and related issues	0.20	107.00
<b>Total B310 - Claims Administration and Objections</b>				<b>38.00</b>	<b>\$23,757.00</b>

B310A Claims Administration and Objections

B310A	02/06/14	TRW	Review response of P. Boukis to Debtors' fifth omnibus objection to claims	0.10	53.50
B310A	02/07/14	BSN	Review 6th omnibus objection to claims and objection to claims of Zhe Zang and Wei Wei Gao	0.50	390.00
B310A	02/07/14	TRW	Review the Debtors' sixth omnibus objection to claims and related exhibits	0.20	107.00
B310A	02/07/14	TRW	Review Debtors' objection to Zang claims and related exhibits	0.30	160.50

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<b>Code</b>	<b>Date</b>	<b>Timekeeper</b>	<b>Time Narrative</b>	<b>Hours</b>	<b>Amount</b>
B310A	02/10/14	TRW	Review Debtors' objection to claims of Weiwei Gao and attached exhibits	0.30	160.50
B310A	02/21/14	TRW	Review T. Yang's response to Debtors' claim objection in connection with alleged employment bonus and retained company car	0.20	107.00
B310A	02/25/14	TRW	Review Debtors' certificate of no objection to Debtors' objection to WeiWei Gao claim number 99	0.10	53.50
B310A	02/27/14	BSN	Review orders sustaining 6th and other objections to claims	0.10	78.00
B310A	02/27/14	TRW	Review entered order sustaining the Debtors' sixth omnibus objection to claims	0.20	107.00
B310A	02/27/14	TRW	Review entered order sustaining the Debtors' objection to Weiwei claims	0.10	53.50
<b>Total B310A - Claims Administration and Objections</b>				<b>2.10</b>	<b>\$1,270.50</b>

B320 Plan and Disclosure Statement (including Business Plan)

B320	02/01/14	TRW	Review certification of counsel in connection with the Debtors' second motion to extend exclusive periods to file and solicit plan	0.10	53.50
B320	02/03/14	BSN	Review plan exclusivity extension order	0.10	78.00
B320	02/03/14	BSN	Review SEC correspondence re: comments to disclosure statement	0.30	234.00
B320	02/03/14	JDP	Telephone conference with R. Zharaldin re plan and claims process	0.40	268.00
B320	02/03/14	TRW	Telephonic conference with B. Nathan and J. Prol re: plan and disclosure statement issues including claims reconciliation and interest rate on general unsecured claims paid in full	0.40	214.00
B320	02/03/14	TRW	Review entered order extended the Debtors' exclusive periods to file and solicit a plan	0.10	53.50

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<b>Code</b>	<b>Date</b>	<b>Timekeeper</b>	<b>Time Narrative</b>	<b>Hours</b>	<b>Amount</b>
B320	02/04/14	TRW	Telephonic conference with N. Peterman re: plan confirmation issues, claims reconciliation issues related to the plan and M. Webster Committee seat	0.60	321.00
B320	02/05/14	JDP	Prepare for mediation re: terms of plan	2.20	1,474.00
B320	02/05/14	TRW	Review and revise Debtors' revised proposed plan of liquidation	0.90	481.50
B320	02/05/14	TRW	Review correspondence from R. Brady re: revised order in connection with the Debtors' second motion to extend the exclusive periods to file and solicit plan	0.10	53.50
B320	02/10/14	BSN	Review mediation issues affecting committee, unsecured creditors	0.20	156.00
B320	02/10/14	JDP	Telephone conference with R. Zahralddin and E. Suttly re: plan negotiations and claims review	0.30	201.00
B320	02/10/14	JDP	Telephone conference with B. Brady re: plan negotiations and mediation	0.50	335.00
B320	02/10/14	JDP	Develop strategy for addressing SEC and class action claims in mediation and plan	1.20	804.00
B320	02/10/14	TRW	Telephonic conference with R. Brady and J. Prol re: plan issues related to upcoming claims mediation session and related issues	0.60	321.00
B320	02/10/14	TRW	Confer with J. Prol re: plan issues related to SEC claims	0.20	107.00
B320	02/10/14	TRW	Telephonic conference with B. Nathan re: plan issues related to SEC claims and equity claims	0.20	107.00
B320	02/11/14	BSN	Review mediation statements	1.20	936.00
B320	02/11/14	BSN	Review exchange of e-mails with Brady re: mediation	0.10	78.00
B320	02/12/14	BSN	Update re: mediation status; review exchange of e-mails with R. Brady re: same	0.10	78.00
B320	02/12/14	BSN	Review draft allowed claims schedule for plan and separate memo re: claims breakdown prepared by equity committee's counsel	0.20	156.00

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<b>Code</b>	<b>Date</b>	<b>Timekeeper</b>	<b>Time Narrative</b>	<b>Hours</b>	<b>Amount</b>
B320	02/12/14	JDP	Review mediation statements; prepare for mediation	2.00	1,340.00
B320	02/13/14	BSN	Periodic reports re: mediation including review of e-mail update from T. Wheeler - .2 hrs., and call with J. Prol, T. Wheeler re: same - .4 hrs.	0.60	468.00
B320	02/14/14	BSN	Review results of mediation	0.20	156.00
B320	02/14/14	BSN	Revise e-mail to R. Brady re: agreed upon plan provisions with committee re: interest, governance	0.20	156.00
B320	02/14/14	TRW	Exchange correspondence with J. Prol re: draft plan of liquidation- proposed revisions and related issues	0.20	107.00
B320	02/14/14	TRW	Draft correspondence to R. Brady re: plan approval issues and related issues	0.30	160.50
B320	02/18/14	JDP	Follow up on status of claims resolution and plan terms	1.20	804.00
B320	02/18/14	TRW	Telephonic conference with B. Nathan re: plan and disclosure statement issues including claims reconciliation	0.30	160.50
B320	02/21/14	JDP	Follow-up re: status of claims resolution and plan terms	1.40	938.00
B320	02/21/14	TRW	Further review of Debtors' revised proposed disclosure statement	0.90	481.50
B320	02/24/14	BSN	Update re: plan, disclosure statement status	0.20	156.00
B320	02/24/14	TRW	Exchange correspondence with J. Prol re: plan and disclosure statement open issues	0.20	107.00
B320	02/24/14	TRW	Confer with J. Prol re: outstanding plan and disclosure statement issues	0.20	107.00
B320	02/24/14	TRW	Telephonic conference with B. Nathan re: resolution of outstanding plan and disclosure statement issues and revised plan	0.20	107.00

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<b>Code</b>	<b>Date</b>	<b>Timekeeper</b>	<b>Time Narrative</b>	<b>Hours</b>	<b>Amount</b>
B320	02/24/14	TRW	Exchange correspondence with R. Brady re: revised plan and disclosure statement and related issues	0.20	107.00
B320	02/25/14	BSN	Follow up re: plan and mediation status and review R. Brady's e-mail re: same	0.20	156.00
B320	02/25/14	TRW	Exchange correspondence with R. Brady re: plan and disclosure statement open issues and related issues	0.20	107.00
B320	02/26/14	TRW	Confer with J. Prol re: plan and disclosure statement issues	0.20	107.00
B320	02/26/14	TRW	Telephonic conference with B. Nathan re: plan and disclosure statement issues including claims reconciliation	0.30	160.50
<b>Total B320 - Plan and Disclosure Statement (including Business Plan)</b>				19.20	\$12,396.00

B400 - Bankruptcy-Related Advice

B430A Court Hearings

B430A	02/06/14	DC	Review Notice of Agenda for matters scheduled for 2/11/14 and confer with T. Wheeler re: preparation for hearing	0.10	21.00
B430A	02/07/14	BSN	Review notice of agenda re: 2/11 hearing and questions re: same	0.20	156.00
B430A	02/07/14	TRW	Review filed agenda for hearing on retention of Latham & Watkins and other matters	0.10	53.50
B430A	02/07/14	TRW	Review Debtors' notice of agenda for hearing on Latham & Watkins expanded retention and other pending matters	0.10	53.50
B430A	02/11/14	BSN	Review report re: hearing, Latham retention	0.10	78.00
<b>Total B430A - Court Hearings</b>				0.60	\$362.00

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<b>Code</b>	<b>Date</b>	<b>Timekeeper</b>	<b>Time Narrative</b>	<b>Hours</b>	<b>Amount</b>
<u>B440 Schedules and Statements</u>					
B440	02/14/14	BSN	Review Amended Schedules	0.20	156.00
B440	02/15/14	TRW	Review Debtors' notice of amendments to schedules G and F	0.10	53.50
B440	02/19/14	BSN	Review amended schedules	0.20	156.00
<b>Total B440 - Schedules and Statements</b>				0.50	\$365.50

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**Timekeeper Summary** (by Task):

<b>Task</b>	<b>Task Description</b>	<b>Hours</b>	<b>Fees</b>
B110	Case Administration	0.50	\$248.50
B150	Meetings of and Communication with Creditors	11.50	6,307.00
B160	Fee/Employment Applications	19.80	7,419.00
B165	Employment and Retention Applications - Others	2.70	1,616.00
B170	Fee/Employment Objections	1.60	1,030.00
B175	Fee Applications and Invoices - Others	7.10	3,912.50
B185	Assumption/Rejection of Leases and Contracts	0.60	370.00
B190	Other Contested Matters (excluding assumption/rejection motions)	0.10	53.50
B195	Non-Working Travel	10.00	2,978.75
B210	Business Operations	1.10	735.50
B310	Claims Administration and Objections	38.00	23,757.00
B310A	Claims Administration and Objections	2.10	1,270.50
B320	Plan and Disclosure Statement (including Business Plan)	19.20	12,396.00
B430A	Court Hearings	0.60	362.00
B440	Schedules and Statements	0.50	365.50
	<b>Total</b>	<b>115.40</b>	<b>\$ 62,821.75</b>

## **EXHIBIT B**

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**EXHIBIT B****Actual and necessary disbursements incurred by Lowenstein Sandler LLP****II. Summary of Disbursement Charges**

Telecommunications	\$145.86
Travel	936.03
<b>Total Disbursements</b>	<b>\$1,081.89</b>

The above charges are based upon time and expense records available on or about the date of the attached letter. Such records are believed in good faith to be accurate and substantially up to date, but there may be fees and expenses that have not been processed as of such date which Lowenstein Sandler LLP may submit in the future. Lowenstein Sandler LLP reserves the right to amend this monthly statement at a later date.

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**DISBURSEMENT DETAIL:**

<u>Date</u>	<u>Description</u>	<u>Amount</u>
01/01/14	Other Telecommunications Charges VENDOR: Prol, Jeffrey D.; INVOICE#: 021014; DATE: 2/10/2014 January cellphone	\$100.00
01/03/14	Long distance telephone - External VENDOR: Premiere Global Services INVOICE#: 15476825 DATE: 1/31/2014 GlobalMeet® Audio NA - Toll Free - USA	9.01
01/17/14	Long distance telephone - External VENDOR: Premiere Global Services INVOICE#: 15476825 DATE: 1/31/2014 GlobalMeet® Audio NA - Local Access - USA	3.19
01/17/14	Long distance telephone - External VENDOR: Premiere Global Services INVOICE#: 15476825 DATE: 1/31/2014 GlobalMeet® Audio NA - Toll Free - USA	4.64
01/17/14	Long distance telephone - External VENDOR: Premiere Global Services INVOICE#: 15476825 DATE: 1/31/2014 GlobalMeet® Audio NA - Toll Free - USA	13.15
01/31/14	Long distance telephone - External VENDOR: Premiere Global Services INVOICE#: 15476825 DATE: 1/31/2014 GlobalMeet® Audio NA - Toll Free - USA	11.83
01/31/14	Long distance telephone - External VENDOR: Premiere Global Services INVOICE#: 15476825 DATE: 1/31/2014 GlobalMeet® Audio NA - Call Minimum Shortfall	3.84
01/31/14	Long distance telephone - External VENDOR: Premiere Global Services INVOICE#: 15476825 DATE: 1/31/2014 GlobalMeet® Audio NA - Toll Free - USA	0.20
02/12/14	Travel - Accommodations VENDOR: Prol, Jeffrey D.; INVOICE#: 022414; DATE: 2/24/2014 Travel to Wilmington for hearing	482.90
02/13/14	Amtrak Rail travel VENDOR: Wheeler, Timothy R.; INVOICE#: 021814; DATE: 2/18/2014 Train to/from mediation	277.00
02/12/14	Out of town ground travel (mileage, taxi, tolls etc...) VENDOR: Prol, Jeffrey D.; INVOICE#: 022414; DATE: 2/24/2014 Travel to Wilmington for hearing	106.44
02/12/14	Meals (out of town travel) VENDOR: Prol, Jeffrey D.; INVOICE#: 022414; DATE: 2/24/2014 Travel to Wilmington for hearing	23.25
02/13/14	Local Travel VENDOR: Wheeler, Timothy R.; INVOICE#: 021814; DATE: 2/18/2014 Travel to/from mediation	46.44
	Total Disbursements	<u>\$1,081.89</u>

# **EXHIBIT C**



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

In re:

AGFEED USA, LLC, *et al.*,<sup>1</sup>

Debtors.

Chapter 11

Case No. 13-11761 (BLS)

Jointly Administered

**CERTIFICATION OF BRUCE S. NATHAN, ESQ.**

Bruce S. Nathan, pursuant to 28 U.S.C. § 1746, states as follows:

1. I am a member of the law firm of Lowenstein Sandler LLP, counsel to the Official Committee of Unsecured Creditors (the “**Committee**”), in the above-captioned matter. I submit this Certification in connection with the Eighth Monthly Application of Lowenstein Sandler LLP as Counsel to the Official Committee of Unsecured Creditors for Allowance of Compensation for Services Rendered and Reimbursement of Expenses for the Period of February 1, 2014 through February 28, 2014 (the “**Application**”).

2. In accordance with 18 U.S.C. section 155 and the Rules of this Court, neither I nor any attorney of my firm has entered into any agreement, written or oral, express or implied, with the Debtors, any creditor, or any other party in interest, or

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<sup>1</sup> The Debtors, and the last four digits of their federal tax identification numbers are: AgFeed USA, LLC (8748); AgFeed Industries, Inc. (7168); TS Finishing, LLC (8748); New York Finishing, LLC (8748); Pork Technologies, L.C. (2076); New Colony Farms, LLC (9246); Heritage Farms, LLC (8141); Heritage Land, LLC (8129); Genetics Operating, LLC (1921); M2P2 Facilities, LLC (8748); MGM, LLC (8748); M2P2 General Operations, LLC (8748); New Colony Land Company, LLC (5834); M2P2 AF JV, LLC (8748); Midwest Finishing, LLC (8748); and Genetics Land, LLC (1921). The location of the corporate headquarters for AgFeed Industries, Inc. is 100 Bluegrass Commons Blvd., Suite 310, Hendersonville, Tennessee 37075. The location of the corporate headquarters for the remaining Debtors is 510 South 17<sup>th</sup> Street, Suite 104, Ames, Iowa 50010.

any attorney of such person, for the purpose of fixing the amount of any of the fees or other compensation to be allowed out of or paid from the assets of the Debtors.

3. In accordance with section 504 of the Bankruptcy Code, no agreement or understanding exists between me, my firm or any attorney thereof, on the one hand, and any other person, on the other hand, for the division of such compensation as my firm may receive from the Court herein, nor will any division of fees prohibited by section 504 of the Bankruptcy Code be made by me, or any partner or associate of my firm.

4. I have reviewed the requirements of Local Rule 2016-2 of the United States Bankruptcy Court for the District of Delaware and certify to the best of my knowledge and belief that this Application complies with Local Rule 2016-2.

I certify, under penalty of perjury, that the foregoing statements made by me are true to the best of my knowledge, information, and belief.

/s/ Bruce S. Nathan

Bruce S. Nathan, Esq.

Dated: April 11, 2014