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*General Bankruptcy and Restructuring Counsel to
the Debtor*

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

-----X	:	
In re:	:	
	:	Chapter 11
AIRFASTTICKETS, INC.,	:	
	:	Case No. 15-11951 (SHL)
Debtor.	:	
-----X	:	

**MONTHLY STATEMENT OF ARENT FOX LLP FOR
COMPENSATION AND REIMBURSEMENT OF EXPENSES AS
COUNSEL TO THE DEBTOR, AIRFASTTICKETS, INC.
FOR THE PERIOD OF FEBRUARY 1, 2016 THROUGH FEBRUARY 29, 2016**

Name of Applicant:	Arent Fox LLP
Authorized to Provide Professional Services to:	The Debtor, AirFastTickets, Inc.
Date of Retention:	December 2, 2015, <i>nunc pro tunc</i> to October 27 2015
Compensation Period:	February 1, 2016 – February 29, 2016
Total Amount of Compensation for Professional Services:	\$46,037.50
<i>Less</i> Holdback pursuant to Compensation Procedures Order dated December 2, 2015 (20%):	<u>\$9,207.50</u>
Interim Compensation for Professional Services (80%):	\$36,830.00
<i>Plus</i> Reimbursement for Actual and Necessary Expenses (100%):	<u>\$1,141.78</u>
TOTAL REQUESTED PAYMENT AT THIS TIME	\$37,971.78

1. Detailed time entries during the Compensation Period are set forth in the schedule annexed hereto as **Exhibit A**.
2. A summary of the Arent Fox professionals that provided services and the aggregate hours spent by each professional during the Compensation Period is set forth in the schedule annexed hereto as **Exhibit B**.
3. A summary of expenses by category and breakdown of the itemized expenses is set forth in the schedule annexed hereto as **Exhibit C**.

EXHIBIT A

Arent Fox LLP / Attorneys at Law
Los Angeles, CA / New York, NY / San Francisco, CA / Washington, DC



Airfasttickets, Inc. - Debtor and Debtor-In-Possession
875 Third Avenue, 3rd Floor
New York, NY 10022

Invoice Number
Invoice Date
Client Number

1663313
March 8, 2016
037168

FOR PROFESSIONAL SERVICES RENDERED THROUGH February 29, 2016

<u>No.</u>	<u>Reference</u>	<u>Hours</u>	<u>Total</u>
00000	General	0.0	1,141.78
00002	Case Management and Operating Reports	8.4	3,699.50
00009	Asset Analysis and Recovery	21.1	12,786.00
00010	Claims Administration and Objections	42.2	16,545.50
00012	Adversary Proceedings	5.2	2,418.00
00013	Professional Retention	10.1	4,304.00
00014	Fee Applications	19.4	5,514.50
00019	Automatic Stay and Section 362 and 363 Matters	1.4	770.00
TOTALS		107.8	47,179.28

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San Francisco, CA 94105-3470
T 415.757.5500 F 415.757.5501

1717 K Street, NW
Washington, DC 20006-5344
T 202.857.6000 F 202.857.6395

Taxpayer Identification Number: 53-0214923

TIME SUMMARY

	Area of Expertise, Year Admitted	Hours	Rate(\$)	Amount(\$)
<u>PARTNERS</u>				
ARAM ORDUBEGIAN	BR, 1996 (CA)	2.20	735.00	1,617.00
RICHARD D. BUCKLEY		8.30	635.00	5,270.50
ANDY S. KONG	2006 (CA)	24.50	600.00	14,700.00
<u>ASSOCIATES</u>				
GEORGE V. UTLIK	BR, 2008 (NY, NJ)	8.60	530.00	4,558.00
M. DOUGLAS FLAHAUT	BR, 2006 (CA); 2008 (MT)	3.40	530.00	1,802.00
SEVAN GORGINIAN		2.60	330.00	858.00
Blended Rate for Attorneys: \$580.76				

PARA PROFESSIONALS

LISA INDELICATO	BR	39.80	335.00	13,333.00
AMANDA KYERETWIE		1.00	245.00	245.00
MARIOLA WIATRAK		17.40	210.00	3,654.00
		107.8		46,037.50

SUMMARY OF CHARGES

OTHER DATABASE SEARCH	103.22
OVERTIME MEALS & CABS	211.28
COURT COSTS	30.00
FILING FEES	176.00
PROFESSIONAL SERVICE FEES	570.00
FedEx Package	51.28
	1,141.78

(00000)

Re: General

FOR PROFESSIONAL SERVICES RENDERED THROUGH: February 29, 2016

FOR CHARGES:

COURT COSTS

02/23/2016	COURT COSTS - COURTCALL LLC AIRFASTTICKETS, INC./15-11951 (RUSSELL SILBERGLIED)	30.00
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COURT COSTS	30.00
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FILING FEES

01/09/2016	FILING FEES ARAM ORDUBEGIAN, FILING FEE RE MOTION FOR RELIEF FROM STAY	176.00
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FILING FEES	176.00
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OTHER DATABASE SEARCH

02/29/2016	OTHER DATABASE SEARCH- PACER-01/31/2016-037168.00014 STATUS IS OT	4.55
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02/29/2016	OTHER DATABASE SEARCH- PACER-01/31/2016	40.56
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02/29/2016	OTHER DATABASE SEARCH- PACER-01/31/2016	58.11
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OTHER DATABASE SEARCH	103.22
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OVERNIGHT DELIVERY

02/05/2016	FedEx Package From: Mariola Wiatrak, Arent Fox LLP, NEW YORK, NY To: Andrea B Schwartz, Office of the US Trus tee, NEW YORK CITY, NY US Received By: L RODRIGU EZ	8.62
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02/09/2016	FedEx Package From: Richard Buckley, Arent Fox LLP, LOS ANGELE S, CA To: BARBARA PORIS, CAPITAL PROCESS SERVERS , INC, WESTBURY, NY US Received By: A KELLY	8.83
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02/09/2016	FedEx Package From: Richard Buckley, Arent Fox LLP, LOS ANGELE S, CA To: JAY, ESSENTIAL SERVICES GROUP, NEW YOR K, NY US Received By: SIGNATURE NOT SUPPLIED	8.83
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02/16/2016	FedEx Package From: Lisa Indelicato, Arent Fox LLP, NEW YORK, NY To: Andrea Schwartz, US Trustee s Office, NEW YORK CITY, NY US Received By: C CASSERA	8.19
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02/23/2016	FedEx Package From: Lisa Indelicato, Arent Fox LLP, NEW YORK, NY To: Andrea Schwartz, US Trustee s Office, NEW YORK CITY, NY US Received By: M WAMPER	8.19
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OVERNIGHT DELIVERY

02/26/2016	FedEx Package From: Mariola Wiatrak, Arent Fox LLP, NEW YORK, NY To: Andrea B Schwartz, Office of the US Trustee, NEW YORK CITY, NY US Received By: J CLARK	8.62
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OVERNIGHT DELIVERY	51.28
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OVERTIME MEALS & CABS

01/08/2016	OVERTIME MEALS & CABS LISA A. INDELICATO, TAXI/CAR SERVICE OFFICE TO HOME, OVERTIME TAXI.	59.81
02/04/2016	OVERTIME MEALS & CABS SEAMLESS WEB ORDER FROM: Cosmic Diner ORDERED BY: Lisa Indelicato	27.09
02/04/2016	OVERTIME MEALS & CABS LISA A. INDELICATO, TAXI/CAR SERVICE OFFICE TO HOME., OVERTIME TAXI.	63.99
02/18/2016	OVERTIME MEALS & CABS LISA A. INDELICATO, TAXI/CAR SERVICE OFFICE TO HOME., OVERTIME TAXI.	60.39

OVERTIME MEALS & CABS	211.28
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PROFESSIONAL SERVICE FEES

02/09/2016	PROFESSIONAL SERVICE FEES - ESSENTIAL SERVICES GROUP OUT OF STATE PROCESS SERVICE (2)	300.00
02/11/2016	PROFESSIONAL SERVICE FEES - CAPITAL PROCESS SERVERS, INC. OUT OF STATE PROCESS SERVICE	135.00
02/17/2016	PROFESSIONAL SERVICE FEES - CAPITAL PROCESS SERVERS, INC. OUT OF STATE PROCESS SERVICE	135.00

PROFESSIONAL SERVICE FEES	570.00
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	CURRENT CHARGES	\$1,141.78
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	SUBTOTAL FOR THIS MATTER	\$1,141.78
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(00002)

Re: Case Management and Operating Reports

FOR PROFESSIONAL SERVICES RENDERED THROUGH: February 29, 2016

<u>Date</u>	<u>Attorney</u>	<u>Description</u>	<u>Hours</u>	<u>Value</u>
02/01/16	LA INDELICATO	Review open issues with George Utlik.	0.40	134.00
02/01/16	GV UTLIK	Communications with Lisa Indelicato re claims bar date motion, open projects and case management.	0.40	212.00
02/02/16	GV UTLIK	Communications with Aram Ordubegian and Andy Kong re upcoming court hearing and appearance.	0.20	106.00
02/02/16	GV UTLIK	Follow up re status, filing and service of professionals' monthly statements.	0.10	53.00
02/03/16	LA INDELICATO	Discussions with George Utlik regarding transcription of recording of 341 Meeting of Creditors (.2); arrange for estimates from transcription companies (.2); circulate estimates (.1); discussions with counsel regarding same (.2).	0.70	234.50
02/04/16	LA INDELICATO	Follow up regarding transcription of 341 meeting recording.	0.20	67.00
02/12/16	AK KYERETWIE	Search Schedules in Best Case and identify exporting capabilities; email L. Indelicato re: the same	0.50	122.50
02/16/16	LA INDELICATO	Prepare, file and serve monthly operating report for January (.8); discussions with Adam Meislik and Brian Weiss regarding same (.1).	0.90	301.50
02/16/16	LA INDELICATO	Follow up regarding upcoming hearing (.2); set up CourtCall for Aram Ordubegian and Russell Sieberglied (.4).	0.60	201.00
02/16/16	AS KONG	Review January MOR; revise same.	0.20	120.00
02/16/16	GV UTLIK	Review motion papers and related documents to prepare for the upcoming court hearing.	0.80	424.00
02/17/16	GV UTLIK	Prepare for and attend court hearing re status conference, lift stay motion, and debtors' claims bar date motion.	2.90	1,537.00
02/29/16	LA INDELICATO	Discussions with George Utlik regarding correction of bad addresses for creditors re mail returned to sender (.2); research of correct addresses (.2).	0.40	134.00

<u>Date</u>	<u>Attorney</u>	<u>Description</u>	<u>Hours</u>	<u>Value</u>
02/29/16	GV UTLIK	Emails with debtor's team re returned mail for Fast Group Deutschland A.G. Hanauer and updated contact information re same.	0.10	53.00
			8.40	3,699.50

	<u>Hours</u>	<u>Rate</u>	<u>Value</u>
ANDY S. KONG	0.2	at \$600.00 =	\$120.00
GEORGE V. UTLIK	4.5	at \$530.00 =	\$2,385.00
LISA INDELICATO	3.2	at \$335.00 =	\$1,072.00
AMANDA KYERETWIE	0.5	at \$245.00 =	\$122.50
Total	8.4		\$3,699.50

CURRENT FEES	<u>\$3,699.50</u>
SUBTOTAL FOR THIS MATTER	\$3,699.50

(00009)

Re: Asset Analysis and Recovery

FOR PROFESSIONAL SERVICES RENDERED THROUGH: February 29, 2016

<u>Date</u>	<u>Attorney</u>	<u>Description</u>	<u>Hours</u>	<u>Value</u>
02/01/16	RD BUCKLEY	Confer with A. Kong re: subpoenas needed and related strategy; review draft subpoena attachment; related e-mail with A. Kong and B. Weiss.	0.50	317.50
02/01/16	AS KONG	Prepare for and participate in conference call with counsel for AFT UK re payment issues.	0.80	480.00
02/01/16	AS KONG	Meeting with R. Buckley re subpoenas to various institutions re debtors records and research re same.	0.60	360.00
02/01/16	AS KONG	Prepare subpoena and attachment to subpoena for records.	0.60	360.00
02/01/16	AS KONG	Multiple emails with B. Weiss and A. Meislik re information concerning various accounts for subpoenas and parties to subpoena.	0.30	180.00
02/03/16	RD BUCKLEY	Prepare subpoenas to Citibank, New York Community Bank, PayPal, American Express and Microsoft; related e-mail with A. Kong.	2.50	1,587.50
02/03/16	AS KONG	Emails with A. Meislik and E. Verailles re IATA and ticketing issues.	0.20	120.00
02/03/16	AS KONG	Emails with R. Buckley re preparation and service of subpoenas and related issues.	0.20	120.00
02/04/16	RD BUCKLEY	Review and revise document request attachments to subpoenas to American Express, Citibank, New York Community Bank, PayPal and Microsoft; related communications with A. Kong and A. Meislik; coordinate with L. Crosby re: lining up deposition officers for receipts of subpoenaed records.	2.00	1,270.00
02/04/16	AS KONG	Meeting and multiple emails with R. Buckley re subpoena of various institutions for documents and notice to parties.	0.60	360.00
02/04/16	AS KONG	Emails with team re Groupon vs Fast Group lawsuit and debtor affiliation.	0.20	120.00
02/04/16	AS KONG	Research re issue of notice to parties of subpoenas in a bankruptcy case.	0.50	300.00
02/04/16	AS KONG	Prepare notice of subpoena.	0.30	180.00
02/04/16	AS KONG	Review draft subpoenas on various institutions and meeting with R. Buckley re same.	0.40	240.00

<u>Date</u>	<u>Attorney</u>	<u>Description</u>	<u>Hours</u>	<u>Value</u>
02/04/16	GV UTLIK	Review correspondence from Winston & Strawn LLP re lawsuit by Groupon International GmbH and Groupon Europe GmbH v. Fast Group, S.A., Case No. 2015-L-9714 and email to Adam Meislik re same and debtors/non-debtors org chart.	0.20	106.00
02/05/16	AS KONG	Emails with team re subpoenaing of documents and informal requests for documents.	0.10	60.00
02/07/16	RD BUCKLEY	Review e-mail from A. Meislik re: records sought from Microsoft.	0.10	63.50
02/08/16	RD BUCKLEY	Review and revise subpoenas to financial institutions; re: e-mail from A. Meislik re: subpoenas to foreign entities that cleared tickets for debtor; related e-mail with A. Kong; prepare subpoena attachment for Microsoft subpoena.	1.20	762.00
02/08/16	AS KONG	Meeting and emails with R. Buckley re revisions to subpoenas for documents and service issues and review/finalize subpoenas.	0.70	420.00
02/08/16	AS KONG	Emails with A. Meislik re subpoenaing debtor records, Microsoft account information, and review consolidator agreements.	0.60	360.00
02/08/16	AO ORDUBEGIAN	Overview subpoena of banks re investigation of litigation rights.	0.20	147.00
02/09/16	RD BUCKLEY	Review and finalize subpoena to Microsoft; send e-mail to financial advisors re: subpoenas to various third parties; review response and related e-mail with A. Kong; confer with A. Kong re: Microsoft subpoena; coordinate with L. Crosby re: service of subpoenas on financial institutions.	0.60	381.00
02/09/16	AS KONG	Review draft subpoena to Microsoft and attachment thereto and meeting and emails with R. Buckley and A. Meislik re same.	0.60	360.00
02/10/16	RD BUCKLEY	Follow up with A. Kong re: ascertainment of addresses of notice recipients relative to Microsoft subpoena; telephone conference with process server in New York re: logistics of service of subpoenas to financial institutions.	0.20	127.00
02/11/16	RD BUCKLEY	Review proofs of service of subpoenas on PayPal and Amex.	0.10	63.50

<u>Date</u>	<u>Attorney</u>	<u>Description</u>	<u>Hours</u>	<u>Value</u>
02/12/16	RD BUCKLEY	Review e-mail re: proof of service of subpoena on Citibank; e-mail with A. Kong re: notices to be given in connection with Microsoft subpoena.	0.20	127.00
02/12/16	AS KONG	Meeting and emails with A. Sooksasian and A. Meislik re service addresses for email account holders re Microsoft subpoena.	0.30	180.00
02/16/16	RD BUCKLEY	Follow up with A. Kong re: ascertainment of notice recipients re: Microsoft subpoena.	0.10	63.50
02/16/16	AS KONG	Emails with A. Meislik re Microsoft subpoena information.	0.20	120.00
02/22/16	RD BUCKLEY	E-mail with A. Kong re: additional financial institutions that FA wishes to subpoena; confer with A. Kong re; Microsoft subpoena.	0.20	127.00
02/22/16	AS KONG	Meeting and emails with R. Buckley and A. Meislik re Microsoft subpoenas and comments thereto.	0.20	120.00
02/22/16	AS KONG	Research re Eurobank and National Bank of Greece locations for subpoenas and review librarian's reports re same.	0.60	360.00
02/22/16	AS KONG	Review subpoena service acknowledgements from various parties.	0.20	120.00
02/23/16	RD BUCKLEY	E-mail with A. Kong re: Microsoft subpoena and related strategy; review A. Kong's e-mail to receiver's financial advisor re: seeking records from banks outside of the United States.	0.20	127.00
02/23/16	AS KONG	Email to A. Meislik re subpoena of records from Eurobank and Bank of Greece.	0.10	60.00
02/24/16	RD BUCKLEY	Review e-mail re: Microsoft subpoena.	0.20	127.00
02/24/16	AS KONG	Telephone with Paypal re subpoena and clarification on requested documents.	0.10	60.00
02/24/16	AS KONG	Multiple emails with R. Buckley, U Turn, and A. Meislik re Microsoft account subpoenas and notice issues.	0.50	300.00
02/26/16	RD BUCKLEY	Review e-mail relative to Microsoft subpoena.	0.10	63.50
02/26/16	AS KONG	Revise Microsoft subpoena and attachment thereto.	0.30	180.00
02/26/16	AS KONG	Multiple emails with team re amending schedules, IRS 2014 tax notice, and Citibank letter of credit.	0.30	180.00

<u>Date</u>	<u>Attorney</u>	<u>Description</u>	<u>Hours</u>	<u>Value</u>
02/26/16	AS KONG	Emails with A. Meislik re Microsoft subpoena and information needed from Microsoft.	0.20	120.00
02/29/16	RD BUCKLEY	Review notice of Microsoft subpoena to be served on parties in interest; related e-mail with A. Kong.	0.10	63.50
02/29/16	AS KONG	Telephone and emails with Paypal re subpoena and extension for documents.	0.20	120.00
02/29/16	AS KONG	Telephone with UK Airfast counsel re joint interest agreement and case update in UK proceeding.	0.30	180.00
02/29/16	AS KONG	Review correspondence from Citibank re subpoena and review responsive documents produced by Citibank and email same to client with comments.	1.20	720.00
02/29/16	AS KONG	Revise notice to consumer re Microsoft subpoena and telephone and emails with R. Buckley re same.	0.40	240.00
02/29/16	AS KONG	Review correspondence from NY community bank in response to subpoena.	0.10	60.00
02/29/16	AK KYERETWIE	Research address for Creditor, Fast Group in search engines	0.50	122.50
			21.10	12,786.00

	<u>Hours</u>		<u>Rate</u>		<u>Value</u>
ARAM ORDUBEGIAN	0.2	at	\$735.00	=	\$147.00
RICHARD D. BUCKLEY	8.3	at	\$635.00	=	\$5,270.50
ANDY S. KONG	11.9	at	\$600.00	=	\$7,140.00
GEORGE V. UTLIK	0.2	at	\$530.00	=	\$106.00
AMANDA KYERETWIE	0.5	at	\$245.00	=	\$122.50
Total	21.1				\$12,786.00

CURRENT FEES	<u>\$12,786.00</u>
SUBTOTAL FOR THIS MATTER	\$12,786.00

(00010)

Re: Claims Administration and Objections

FOR PROFESSIONAL SERVICES RENDERED THROUGH: February 29, 2016

<u>Date</u>	<u>Attorney</u>	<u>Description</u>	<u>Hours</u>	<u>Value</u>
02/01/16	LA INDELICATO	Review Notice of Presentment and Bar Date Order prepared by Andy Kong (.4); forward to George Utlik (.1); discuss same with George Utlik (.2); forward draft Motion to Set Last Day to File Proofs of Claim with Proposed Bar Date Order and Notice to George Utlik (.1); discuss same with George Utlik (.1).	0.90	301.50
02/01/16	AS KONG	Review draft bar date motion and emails with L. Indelicto re same.	0.50	300.00
02/01/16	GV UTLIK	Emails with Andy Kong and Brian Weiss re proofs of claim.	0.10	53.00
02/01/16	GV UTLIK	Follow up re response to IRS claim and related issues.	0.10	53.00
02/01/16	GV UTLIK	Emails with Andy Kong re draft claims bar date motion, notice and related orders.	0.30	159.00
02/01/16	GV UTLIK	Review draft claims bar date motion and diligence re guidelines, notice and procedures.	0.40	212.00
02/02/16	LA INDELICATO	Review and revise claims bar date motion (.8); revise bar date order (.6) and notice (.7).	2.10	703.50
02/02/16	GV UTLIK	Follow up with Lisa Indelicato and Andy Kong re claim bar date motion and issues.	0.20	106.00
02/03/16	LA INDELICATO	Discussions with George Utlik regarding status of bar date motion.	0.20	67.00
02/04/16	LA INDELICATO	Review and revise bar date motion (2.4), proposed bar date order (1.8) and form bar date notice (1.9); prepare chart of critical dates (.9).	7.10	2,378.50
02/04/16	AS KONG	Multiple emails with team re claims bar date motion and comments thereto.	0.30	180.00
02/05/16	LA INDELICATO	Revise and finalize Claims Bar Date Motion, Order and Notice (3.1); draft Notice of Presentment (.7); call Chambers regarding holding date for hearing if objections are received (.1); discussions with counsel regarding same (.3); .	4.20	1,407.00
02/05/16	AS KONG	Review bar date motion and multiple emails with team and BMC re same and gap period claim issues.	1.00	600.00

<u>Date</u>	<u>Attorney</u>	<u>Description</u>	<u>Hours</u>	<u>Value</u>
02/05/16	GV UTLIK	Follow up diligence re claims bar date motion and related issues and communications with Lisa Indelicato and Andy Kong re same.	0.30	159.00
02/09/16	AS KONG	Telephone and emails with L. Indelicto re hearing and holding dates re claims bar date motion and review revised motion.	0.40	240.00
02/09/16	GV UTLIK	Follow up re claims bar date motion and related issues.	0.30	159.00
02/12/16	AS KONG	Emails with BMC and A. Meislik re publication pricing for bar date notice.	0.20	120.00
02/12/16	GV UTLIK	Follow up communications with Bill Heuer of Duane Morris and Adam Meislik re status and estimated payment of the allowed admin claim.	0.20	106.00
02/12/16	GV UTLIK	Follow up re claims bar date motion and notice by publication and related issues and communications with Lisa Indelicato and BMC re same.	0.20	106.00
02/17/16	LA INDELICATO	Review ad proof of Bar Date Notice and pricing estimate (.3); discuss with team (.2).	0.50	167.50
02/17/16	LA INDELICATO	Discussions with George Utlik regarding request from Chambers to revise bar date order and notice in accordance with the SDNY forms (.4); discuss same with Chambers (.1); compare with form order (2.5) and revise bar date order (2.0).	5.00	1,675.00
02/17/16	AS KONG	Review publication of bar date template from BMC and emails with team re publication issues.	0.40	240.00
02/17/16	GV UTLIK	Communications with Chambers re revising proposed claims bar date order and confer with Andy Kong and Aram Ordubegian re same.	0.30	159.00
02/18/16	LA INDELICATO	Continued revision to bar date order.	1.60	536.00
02/18/16	AS KONG	Review message and email from court and G. Utilik re revisions to lodged claims bar date order.	0.20	120.00
02/18/16	AS KONG	Emails with BMC re publication of bar date notice and sample proofs of claim to different creditor pools.	0.20	120.00

<u>Date</u>	<u>Attorney</u>	<u>Description</u>	<u>Hours</u>	<u>Value</u>
02/18/16	GV UTLIK	Follow up diligence and emails with Aram Ordubegian, Andy Kong and Dough Flahaut re Judge Lane's issues re proposed claims bar date order and required amendments.	0.30	159.00
02/19/16	MD FLAHAUT	Review and revise draft claims bar date order and notice; exchange of e-mails and telephone conference with L. Indelicato re same.	0.80	424.00
02/19/16	LA INDELICATO	Finish revisions to bar date order (1.2); compare with SDNY form bar date notice (2.3) and revise draft Bar Date Notice (2.4); discussions with Doug Flahaut regarding same (.2); email to Chambers revised bar date order and notice (.2); forward revised order ad notice to BMC and request new price estimate for publication (.2).	6.50	2,177.50
02/19/16	AS KONG	Emails with L. Indelicto and D. Flahaut re revisions to proposed bar date order.	0.20	120.00
02/22/16	LA INDELICATO	Coordinate with counsel regarding changes to bar date order and notice.	0.20	67.00
02/22/16	AS KONG	Emails with A. Meislik and G. Utlik re payment on Duane Morris administrative claim.	0.20	120.00
02/22/16	AS KONG	Email from K. Martin re publication costs for claims bar date.	0.10	60.00
02/23/16	MD FLAHAUT	Exchange of e-mails with A. Kong and L. Idelicato re form or order regarding claims bar date and related notice.	0.20	106.00
02/23/16	LA INDELICATO	Follow up with counsel regarding bar date order and notice.	0.20	67.00
02/23/16	GV UTLIK	Follow up communications with Adam Meislik and William Heuer re payment of admin claim.	0.10	53.00
02/24/16	MD FLAHAUT	Revise draft claims bar date order and notice; conference and exchange of e-mails with L. Indelicato re same.	1.20	636.00
02/24/16	LA INDELICATO	Review revised bar date order and Notice (.3); email to Chambers for entry of order (.1); discussions with counsel (.2).	0.60	201.00
02/25/16	MD FLAHAUT	Receipt and review of entered bar date order and exchange of e-mails with S. Ordaz re service of same and related issues.	0.40	212.00
02/25/16	AS KONG	Review entered claims bar date order and email to BMC with comments re publication.	0.30	180.00

<u>Date</u>	<u>Attorney</u>	<u>Description</u>	<u>Hours</u>	<u>Value</u>
02/26/16	MD FLAHAUT	Review and revise bar date order and notice and exchange of e-mails with L. Indelicato re same.	0.40	212.00
02/26/16	LA INDELICATO	Download and review bar date order (.2); calendar dates for team (.3); coordinate service and publication of bar date notice (.5); review ad proof (.3); discussions with team regarding minor revisions to published version of notice and payment for publication in NY Times (.3).	1.60	536.00
02/26/16	AS KONG	Review proposed publication re bar date and multiple emails with team and BMC re publication and revisions to bar date notice.	0.40	240.00
02/29/16	LA INDELICATO	Discussions with George Utlik and Kevin Martin regarding publication of bar date notice and related payment for same (.4); review bar date order regarding same (.1).	0.50	167.50
02/29/16	LA INDELICATO	Confirm service by mail of bar date notice (.1); discuss same with George Utlik (.2).	0.30	100.50
02/29/16	AS KONG	Emails with team re publication of bar date notice.	0.20	120.00
02/29/16	GV UTLIK	Follow up re case status, including service of claims bar date order and related notice, and confer with Adam Meislik, Lisa Indelicato and BMC team re service and payment for publication in New York Times.	0.30	159.00
			42.20	16,545.50

	<u>Hours</u>		<u>Rate</u>		<u>Value</u>
ANDY S. KONG	4.6	at	\$600.00	=	\$2,760.00
M. DOUGLAS FLAHAUT	3.0	at	\$530.00	=	\$1,590.00
GEORGE V. UTLIK	3.1	at	\$530.00	=	\$1,643.00
LISA INDELICATO	31.5	at	\$335.00	=	\$10,552.50
Total	42.2				\$16,545.50

CURRENT FEES	<u>\$16,545.50</u>
SUBTOTAL FOR THIS MATTER	\$16,545.50

(00012)

Re: Adversary Proceedings

FOR PROFESSIONAL SERVICES RENDERED THROUGH: February 29, 2016

<u>Date</u>	<u>Attorney</u>	<u>Description</u>	<u>Hours</u>	<u>Value</u>
02/26/16	SG GORGINIAN	Reviewed correspondence from A. Kong regarding an adversary proceeding for the Debtor; reviewed the draft outline of the adversary proceeding regarding turnover. Made notes and will discuss with A. Kong at meeting.	0.20	66.00
02/26/16	SG GORGINIAN	In regards to the potential adversary proceeding against Citibank; reviewed the complaint again; reviewed correspondences relating to Capital Process Servers; reviewed Irrevocable Letter of Credit; reviewed correspondence from Frank Ferro from February 2013 pertaining to letters of credit; reviewed Arent Fox's response to Citibank in correspondence drafted by A. Kong dated December 2015; reviewed bank statements in relation to the transactions discussed in correspondence. Made notes on the aforementioned to discuss with A. Kong (partner) in meeting to discuss legal strategy for the possible adversary proceeding.	1.10	363.00
02/26/16	SG GORGINIAN	Met with A. Kong (partner) to discuss legal strategy and procedural aspects of adversary proceeding against Citibank and local rules in New York.	0.10	33.00
02/26/16	SG GORGINIAN	Researched Southern District of New York's case docket and reviewed two sample adversary proceedings filed in order to review procedural aspects in that district pertaining to the filing of the an adversary and summons. Made notes on procedural guidelines mentioned in those filings to use in the draft of this debtor's adversary against Citibank.	0.50	165.00
02/26/16	SG GORGINIAN	Reviewed and researched the local rules in Southern District of New York and Judge Lane's "local-local" rule pertaining to adversary proceedings in that district and court specifically in order to comply with procedural aspects related to the adversary proceeding to be filed against Citibank.	0.20	66.00
02/26/16	AS KONG	Review local rules re adversary proceedings and injunctions.	0.40	240.00

<u>Date</u>	<u>Attorney</u>	<u>Description</u>	<u>Hours</u>	<u>Value</u>
02/26/16	AS KONG	Prepare adversary complaint against Citibank re letter of credit and meeting with S. Gorgorian re same and motion for turnover and preliminary injunction.	1.60	960.00
02/27/16	SG GORGINIAN	In preparation for drafting adversary proceeding, preliminary reviewed correspondences and documents exchanged between Arent Fox and Citibank, and counsel for Citibank in regards to the letter of credit and Debtor's officer.	0.20	66.00
02/29/16	SG GORGINIAN	Reviewed and researched local bankruptcy rule for Southern District of New York regarding adversary proceeding procedural guidelines and summons.	0.20	66.00
02/29/16	SG GORGINIAN	Reviewed email correspondence from A. Kong to Brian Weiss and others re: subpoenas that were received.	0.10	33.00
02/29/16	AS KONG	Prepare motion for preliminary injunction and turnover.	0.60	360.00
			5.20	2,418.00

	<u>Hours</u>	<u>Rate</u>	<u>Value</u>
ANDY S. KONG	2.6	at \$600.00 =	\$1,560.00
SEVAN GORGINIAN	2.6	at \$330.00 =	\$858.00
Total	5.2		\$2,418.00

CURRENT FEES	<hr/>	\$2,418.00
SUBTOTAL FOR THIS MATTER		\$2,418.00

(00013)

Re: Professional Retention

FOR PROFESSIONAL SERVICES RENDERED THROUGH: February 29, 2016

<u>Date</u>	<u>Attorney</u>	<u>Description</u>	<u>Hours</u>	<u>Value</u>
02/03/16	AS KONG	Prepare CPA retention application and supporting documents and telephone with B. Weiss re same.	1.50	900.00
02/05/16	AS KONG	Emails with A. Meislik and B. Weiss re U Turn and CPA retention applications.	0.30	180.00
02/05/16	AS KONG	Revise CPA retention application and email same to A. Meislik and B. Weiss with comments.	0.40	240.00
02/08/16	AS KONG	Email from A. Meislik re comments to CPA retention application.	0.10	60.00
02/08/16	AS KONG	Review and revise U Turn proposed engagement letter and email same to proposed professional with comments.	0.90	540.00
02/09/16	LA INDELICATO	Additional revision of Notice of Presentment (.3); review, revise and file Notice of Hearing and Bar Date Motion with Proposed Order and Bar Date Notice (1.3).	1.60	536.00
02/09/16	AS KONG	Review T. Stephens comments to CPA retention application and email same to A. Meislik for execution and prepare with exhibits and email same to L. Indelicto for filing.	0.40	240.00
02/14/16	GV UTLIK	Review communications re U Turn Employment Application and consider related issues.	0.20	106.00
02/15/16	AS KONG	Emails with A. Meislik and U Turn re U Turn retention issues re access to information in Greece.	0.20	120.00
02/16/16	AS KONG	Review A. Meislik email to U Turn re retention issues.	0.10	60.00
02/19/16	AS KONG	Email from U Turn re retention application and related issues.	0.10	60.00
02/22/16	AS KONG	Multiple emails with A. Meislik and U Turn re retention, subpoenaing of records in Europe, and scope of engagement.	0.40	240.00
02/22/16	MW WIATRAK	Revise Application to Retain Tax Accountant.	0.70	147.00
02/23/16	LA INDELICATO	Review and revise CPA retention application and exhibits (.4); review and revise notice of hearing (.2); assist with filing application (.2).	0.80	268.00

<u>Date</u>	<u>Attorney</u>	<u>Description</u>	<u>Hours</u>	<u>Value</u>
02/23/16	AS KONG	Review notice of hearing re CPA retention application.	0.20	120.00
02/23/16	MW WIATRAK	Draft notice of hearing re retention of tax accountant (.1); further revisions to application and exhibits (.6)	1.60	336.00
02/24/16	LA INDELICATO	Discussions with Mariola Wiatrak regarding service of CPA retention application.	0.20	67.00
02/24/16	MW WIATRAK	Prepare for filing and file application to retain tax accountant (.2); update calendar (2).	0.40	84.00
			10.10	4,304.00

	<u>Hours</u>	<u>Rate</u>	<u>Value</u>
ANDY S. KONG	4.6	at \$600.00 =	\$2,760.00
GEORGE V. UTLIK	0.2	at \$530.00 =	\$106.00
LISA INDELICATO	2.6	at \$335.00 =	\$871.00
MARIOLA WIATRAK	2.7	at \$210.00 =	\$567.00
Total	10.1		\$4,304.00

CURRENT FEES	<hr/> \$4,304.00
SUBTOTAL FOR THIS MATTER	\$4,304.00

(00014)

Re: Fee Applications

FOR PROFESSIONAL SERVICES RENDERED THROUGH: February 29, 2016

<u>Date</u>	<u>Attorney</u>	<u>Description</u>	<u>Hours</u>	<u>Value</u>
02/04/16	AO ORDUBEGIAN	Edit and redact proforma time inputs for December 2015 time for Arent Fox LLP.	1.60	1,176.00
02/05/16	LA INDELICATO	Review December invoice (.1); forward same to Mariola Wiatrak to prepare monthly fee statement (.1); assist with service of December fee statements of Arent Fox, Richards Layton & Finger and BSW & Associates (.3).	0.50	167.50
02/05/16	MW WIATRAK	File Monthly Fee Statements on behalf Committee, Richard Layton and BSW.	0.50	105.00
02/12/16	LA INDELICATO	Review, file and serve monthly fee statement of Richard, Layton & Finger for January 2016.	0.70	234.50
02/12/16	MW WIATRAK	Draft First Interim Fee Application.	2.80	588.00
02/16/16	AO ORDUBEGIAN	Review and revise proforma time inputs for January 2016 invoice, redact as necessary.	0.40	294.00
02/16/16	MW WIATRAK	Further revisions to first interim fee application.	2.70	567.00
02/19/16	LA INDELICATO	Follow up re January invoice.	0.10	33.50
02/19/16	MW WIATRAK	Further revisions to first interim fee application.	1.40	294.00
02/22/16	MW WIATRAK	Work on First Interim Fee Application.	2.60	546.00
02/23/16	LA INDELICATO	Correspond with Aram Ordubegian regarding January invoice (.1); correspond with Brian Weiss regarding monthly fee statement for January (.1); review, revise, file and serve Monthly Fee Statement of BSW & Associates for January 2016 (.7).	0.90	301.50
02/23/16	MW WIATRAK	Further revisions to interim fee application.	0.70	147.00
02/25/16	LA INDELICATO	Follow up regarding status of January invoice (.1); email Mariola Wiatrak regarding preparation of monthly fee statement. (.1)	0.20	67.00
02/25/16	AS KONG	Emails with R. Silberglied and A. Ordubegian re Chancery fee applications.	0.20	120.00
02/25/16	MW WIATRAK	Draft January Monthly Fee Statement.	1.00	210.00
02/26/16	LA INDELICATO	Serve Monthly Fee Statement of Arent Fox for January 2016.	0.10	33.50

<u>Date</u>	<u>Attorney</u>	<u>Description</u>	<u>Hours</u>	<u>Value</u>
02/26/16	MW WIATRAK	Revise and file January Monthly Fee Statement (.4); forward January Fee Statements to US Trustee via overnight delivery (.2).	0.60	126.00
02/29/16	MW WIATRAK	Further revisions to interim fee application.	2.40	504.00
			19.40	5,514.50

	<u>Hours</u>	<u>Rate</u>	<u>Value</u>
ARAM ORDUBEGIAN	2.0	at \$735.00 =	\$1,470.00
ANDY S. KONG	0.2	at \$600.00 =	\$120.00
LISA INDELICATO	2.5	at \$335.00 =	\$837.50
MARIOLA WIATRAK	14.7	at \$210.00 =	\$3,087.00
Total	19.4		\$5,514.50

CURRENT FEES	<u>\$5,514.50</u>
SUBTOTAL FOR THIS MATTER	\$5,514.50

(00019)

Re: Automatic Stay and Section 362 and 363 Matters

FOR PROFESSIONAL SERVICES RENDERED THROUGH: February 29, 2016

<u>Date</u>	<u>Attorney</u>	<u>Description</u>	<u>Hours</u>	<u>Value</u>
02/02/16	AS KONG	Emails with G. Utlik and A. Ordubegian re lift stay hearing.	0.10	60.00
02/09/16	MD FLAHAUT	Telephone conference with G. Pagter re proposed stipulation re relief from stay; exchange of e-mails with A. Kong re same.	0.40	212.00
02/10/16	AS KONG	Emails from R. Silberglied and G. Utlik re lift stay motion re Chancery court and preparation of order thereon.	0.10	60.00
02/10/16	GV UTLIK	Communications with Russell Silberglied and Aram Ordubegian re status of objection to lift stay motion and appearance at the upcoming court hearing.	0.20	106.00
02/12/16	GV UTLIK	Emails with Russell Silberglied and Aram Ordubegian re upcoming appearance at the hearing re lift stay motion.	0.20	106.00
02/16/16	GV UTLIK	Follow up emails with Adam Meislik re status and Russell Silberglied and Aram Ordubegian re upcoming hearing.	0.20	106.00
02/23/16	AS KONG	Meeting with D. Flahaut re relief from stay re bond issues.	0.20	120.00
			1.40	770.00

	<u>Hours</u>		<u>Rate</u>		<u>Value</u>
ANDY S. KONG	0.4	at	\$600.00	=	\$240.00
M. DOUGLAS FLAHAUT	0.4	at	\$530.00	=	\$212.00
GEORGE V. UTLIK	0.6	at	\$530.00	=	\$318.00
Total	1.4				\$770.00

CURRENT FEES \$770.00

SUBTOTAL FOR THIS MATTER \$770.00

INVOICE TOTAL **\$47,179.28**

Arent Fox LLP / Attorneys at Law
Los Angeles, CA / New York, NY / San Francisco, CA / Washington, DC



Airfasttickets, Inc. - Debtor and Debtor-In-Possession
875 Third Avenue, 3rd Floor
New York, NY 10022

Invoice Number 1663313
Invoice Date March 8, 2016
Client Number 037168

- - REMITTANCE COPY - -
PLEASE SEND WITH CHECK

TOTAL AMOUNT OF THIS INVOICE

\$47,179.28

PLEASE REMIT PAYMENTS BY CHECK TO THE FOLLOWING ADDRESS:

Arent Fox LLP
P.O. Box 644672
Pittsburgh, PA 15264-4672

WIRING INSTRUCTIONS (if applicable):

Bank: PNC Bank
Address: 800 17th Street, NW
Washington, DC 20006
ABA#: 031000053 (for Wires Only)
054000030 (for ACH Only)
SWIFT CODE: PNCCUS33 (for international use)
Account#: 5559763933
Beneficiary Name: Arent Fox LLP
Beneficiary Address: 1717 K Street, NW
Washington, DC 20006

Please reference the following:

Client 037168
Client Name Airfasttickets, Inc. - Debtor and Debtor-In-Possession
Invoice Number 1663313

EXHIBIT B

**SUMMARY OF FEES
FEBRUARY 1, 2016 – FEBRUARY 29, 2016**

Name of Professional Individual	Position, year assumed position, prior relevant experience, year of obtaining relevant license to practice	Hours	Rate	Amount
Aram Ordubegian	Partner since 2009. Member of CA bar since 1996.	2.20	\$735	\$1,617.00
Charles D. Buckley	Partner since 2010. Member of CA bar since 1997.	8.30	\$635	\$5,270.50
Andy S. Kong	Partner since 2016. Member of the CA bar since 2006.	24.50	\$600	\$14,700.00
George V. Utlik	Joined firm as an associate in 2009. Member of NJ bar since 2008. Member of NY bar since 2008.	8.60	\$530	\$4,558.00
M. Douglas Flahaut	Joined firm as an associate in 2009. Member of the CA bar since 2006.	3.40	\$530	\$1,802.00
Sevan Gorginian	Joined firm as an associate in 2016. Member of the CA bar since 2014.	2.60	\$330	\$858.00
Lisa Indelicato	Paraprofessional	39.80	\$335	\$13,333.00
Amanda Kyeretwie	Paraprofessional	1.00	\$245	\$245.00
Mariola Wiatrak	Paraprofessional	17.40	\$210	\$3,654.00
TOTALS		107.80		\$46,037.50

Blended Rate: \$580.76¹

¹ The Blended Rate excludes paraprofessionals' time.

EXHIBIT C

SUMMARY OF EXPENSES
FEBRUARY 1, 2016 – FEBRUARY 29, 2016

Expense Category	Service Provider (if applicable)	Total Expenses
Database Search	PACER	\$103.22
Overtime Meals and Cabs		\$211.28
Court Costs	CourtCall	\$30.00
Filing Fee		\$176.00
Out-of-State Process Service	Essential Services Group, Capital Process Servers, Inc.	\$570.00
Overnight delivery	FedEx	\$51.28
TOTAL:		\$1141.78