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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 APRIL 1, 2016 THROUGH APRIL 30, 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:	April 1, 2016 – April 30, 2016
Total Amount of Compensation for Professional Services:	\$84,046.50
<i>Less</i> Holdback pursuant to Amended Compensation Procedures Order dated February 2, 2016 (20%):	<u>\$16,809.30</u>
Interim Compensation for Professional Services (80%):	\$67,237.20
<i>Plus</i> Reimbursement for Actual and Necessary Expenses (100%):	<u>\$156.54</u>
TOTAL REQUESTED PAYMENT AT THIS TIME	\$67,393.74

1. Detailed time entries during the Compensation Period are set forth in the schedule annexed hereto as **Exhibit A**, including time entries that have been written off voluntarily and recorded at no charge.
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

1682509
May 31, 2016
037168

FOR PROFESSIONAL SERVICES RENDERED THROUGH April 30, 2016

<u>No.</u>	<u>Reference</u>	<u>Hours</u>	<u>Total</u>
00000	General	0.0	156.54
00002	Case Management and Operating Reports	6.6	3,447.00
00004	Investigation, Due Diligence and Analysis	55.5	29,583.00
00005	Committee and Debtor Communications, Conference	1.4	742.00
00007	Creditor Inquiries	0.1	53.00
00009	Asset Analysis and Recovery	5.3	3,130.00
00010	Claims Administration and Objections	2.6	1,329.00
00012	Adversary Proceedings	60.6	35,713.00
00013	Professional Retention	12.4	5,458.00
00014	Fee Applications	8.3	3,379.50
00016	Disclosure Statement and Plan Matters and Solicitation	2.1	1,212.00
TOTALS		154.9	84,203.04

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Washington, DC 20006-5344
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Taxpayer Identification Number: 53-0214923

TIME SUMMARY

	Area of Expertise, Year Admitted	Hours	Rate(\$)	Amount(\$)
<u>PARTNERS</u>				
MICHAEL S. CRYAN	LDR, 1996 (NY & DC)	35.10	735.00	25,798.50
ARAM ORDUBEGIAN	BR, 1996 (CA)	1.00	735.00	735.00
ANDY S. KONG	2006 (CA)	11.60	600.00	6,960.00
ERIC A. BIDERMAN		2.50	580.00	1,450.00
<u>ASSOCIATES</u>				
GEORGE V. UTLIK	BR, 2008 (NY, NJ)	69.60	530.00	36,888.00
M. DOUGLAS FLAHAUT	BR, 2006 (CA); 2008 (MT)	5.00	530.00	2,650.00
SEVAN GORGINIAN		13.70	330.00	4,521.00
Blended Rate for Attorneys: \$570.42				
<u>PARA PROFESSIONALS</u>				
LISA INDELICATO	BR	12.80	335.00	4,288.00
MARIOLA WIATRAC		3.60	210.00	756.00
		154.9		84,046.50

SUMMARY OF CHARGES

DUPLICATING SUMMARY	43.60
OTHER DATABASE SEARCH	62.66
FILING FEES	25.00
FedEx Package	25.28
	<hr/>
	156.54

(00000)

Re: General

FOR PROFESSIONAL SERVICES RENDERED THROUGH: April 30, 2016

FOR CHARGES:

DUPLICATING SUMMARY

04/05/2016	DUPLICATING SUMMARY User Harold Rivera copied 436 on 04/05/2016 at 16:58 hrs	43.60
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DUPLICATING SUMMARY	43.60
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FILING FEES

04/08/2016	FILING FEES LISA A. INDELICATO, FILING FEE - MOTION TO REDACT EXHIBITS TO COMPLAINT AGAINST CITBANK AND KOKLONIS, AP NO. 16-1040 (SHL)	25.00
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FILING FEES	25.00
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OTHER DATABASE SEARCH

04/30/2016	OTHER DATABASE SEARCH- PACER 04/30/2016	2.21
04/30/2016	OTHER DATABASE SEARCH- PACER 03/31/2016	26.39
04/30/2016	OTHER DATABASE SEARCH- PACER 03/31/2016	34.06

OTHER DATABASE SEARCH	62.66
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OVERNIGHT DELIVERY

04/15/2016	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 ANEASE	8.57
04/19/2016	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: R RIVERA	8.14
04/20/2016	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: R ODRIGUE Z	8.57

OVERNIGHT DELIVERY	25.28
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CURRENT CHARGES		\$156.54
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SUBTOTAL FOR THIS MATTER		\$156.54
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(00002)

Re: Case Management and Operating Reports

FOR PROFESSIONAL SERVICES RENDERED THROUGH: April 30, 2016

<u>Date</u>	<u>Attorney</u>	<u>Description</u>	<u>Hours</u>	<u>Value</u>
04/05/16	GV UTLIK	Review stipulation and order as entered by the court and circulate same to the debtor's team and follow up re calendar relevant dates and deadlines. (No Charge .2 hrs)	0.00	0.00
04/06/16	AS KONG	Review correspondence from international sureties and emails with D. Flahaut and A. Meislik re bond requirements.	0.20	120.00
04/06/16	GV UTLIK	Communications with Andy Kong re Brian Weiss' email and debtor's bank accounts and related issues. (No Charge .1 hrs)	0.00	0.00
04/07/16	AS KONG	Emails with team and A. Meislik re conference call to strategize and plan re various litigation claims.	0.20	120.00
04/08/16	AS KONG	Emails with B. Weiss re March fees and expenses for MOR.	0.20	120.00
04/08/16	AS KONG	Meeting with A. Ordubegian re update on case status including adversary proceeding, litigation claims, and plan of reorganization.	0.40	240.00
04/08/16	AO ORDUBEGIAN	Strategy and planning with A. Kong re all pending matters.	0.40	294.00
04/11/16	AS KONG	Multiple emails with G. Utlik, A. Meislik and B. Weiss re [REDACTED]	0.30	180.00
04/14/16	MW WIATRAK	Redact March Monthly Operating Report.	0.40	84.00
04/15/16	LA INDELICATO	Review, electronically file and serve monthly operating report.	0.60	201.00
04/15/16	AS KONG	Review March MOR.	0.20	120.00
04/15/16	GV UTLIK	Follow up re debtor's monthly MOR and review reductions before filing. (No Charge .2 hrs)	0.00	0.00
04/21/16	GV UTLIK	Conference call with Aram Ordubegian re pending projects and case status and management.	0.30	159.00
04/26/16	GV UTLIK	Communications with Aram Ordubegian re case status, upcoming hearing and related issues and proposed resolution. (No Charge .4 hrs)	0.00	0.00

<u>Date</u>	<u>Attorney</u>	<u>Description</u>	<u>Hours</u>	<u>Value</u>
04/27/16	GV UTLIK	Communications with client and Aram Ordubegian re matters scheduled for upcoming court hearing and related issues and preparations. (No Charge .4 hrs)	0.00	0.00
04/27/16	GV UTLIK	Conference call with Chambers re upcoming hearing and status conference.	0.20	106.00
04/28/16	AS KONG	Email from A. Ordubegian re [REDACTED]	0.10	60.00
04/28/16	GV UTLIK	Prepare for and attend case status conference and hearing re U Turn retention application and estate professionals' interim fee applications.	2.90	1,537.00
04/28/16	GV UTLIK	Communications with debtor and estate professionals re upcoming hearing, court call and related issues.	0.20	106.00
04/28/16	GV UTLIK	Follow up communications with Lisa Indelicato re court hearing, status, case management and next steps. (No Charge .3 hrs)	0.00	0.00
04/28/16	GV UTLIK	Conference call with Aram Ordubegian re court hearing results and case status. (No Charge .2 hrs)	0.00	0.00
			6.60	3,447.00

	<u>Hours</u>		<u>Rate</u>		<u>Value</u>
ARAM ORDUBEGIAN	0.4	at	\$735.00	=	\$294.00
ANDY S. KONG	1.6	at	\$600.00	=	\$960.00
GEORGE V. UTLIK	3.6	at	\$530.00	=	\$1,908.00
LISA INDELICATO	0.6	at	\$335.00	=	\$201.00
MARIOLA WIATRAK	0.4	at	\$210.00	=	\$84.00
Total	6.6				\$3,447.00

CURRENT FEES \$3,447.00

SUBTOTAL FOR THIS MATTER \$3,447.00

(00004)

Re: Investigation, Due Diligence and Analysis

FOR PROFESSIONAL SERVICES RENDERED THROUGH: April 30, 2016

<u>Date</u>	<u>Attorney</u>	<u>Description</u>	<u>Hours</u>	<u>Value</u>
04/05/16	GV UTLIK	Follow up with Michael Cryan re requests for information and schedule a call with the debtor re pending and impending litigation.	0.10	53.00
04/07/16	GV UTLIK	Conference call with Michael Cryan re debtor's requests for investigation and subpoena and responses to document requests.	0.30	159.00
04/07/16	GV UTLIK	Review correspondence from Adam Meislik re preliminary response to document requests and letter to USAO.	0.40	212.00
04/07/16	GV UTLIK	Review documents and information provided by Brian Weiss re pending and impending litigation.	1.30	689.00
04/07/16	GV UTLIK	Follow up communications with Eric Biderman and Michael Cryan re d&o insurance policy and related issues.	0.20	106.00
04/12/16	AS KONG	Review G. Utlik responses and comments to requests for information re litigation claims and other issues with A. Meislik and B. Weiss.	0.30	180.00
04/12/16	AS KONG	Review client files for all financial accounts to subpoena for documents.	0.40	240.00
04/12/16	GV UTLIK	Conference call with Michael Cryan re research results, due diligence status and follow up document requests.	0.30	159.00
04/12/16	GV UTLIK	Review debtor's response to information requests and draft and revise supplemental requests for information and documents.	0.90	477.00
04/12/16	GV UTLIK	Communications with Andy Kong re status of due diligence and debtor's subpoena requests and related issues. (No Charge .3 hrs)	0.00	0.00
04/13/16	AS KONG	Prepare detailed email to M. Cryan re various accounts and companies to subpoena records from and emails with M. Cryan re D&O claims.	0.50	300.00
04/14/16	AS KONG	Review claim and related form prepared by E. Biderman to be submitted to D&O policy and emails with team to strategize re same.	0.40	240.00
04/14/16	AS KONG	Email from G. Utlik re 2004 examination re various financial accounts.	0.10	60.00

<u>Date</u>	<u>Attorney</u>	<u>Description</u>	<u>Hours</u>	<u>Value</u>
04/14/16	GV UTLIK	Review email correspondence and documents, including bank statements, consolidators' agreements, excel charts with bank accounts, re [REDACTED] [REDACTED]	1.90	1,007.00
04/14/16	GV UTLIK	Diligence and draft memo to Michael Cryan re case status, requests for information and debtor's subpoena requests for multiple entities and related issues.	1.40	742.00
04/18/16	GV UTLIK	Perform legal research [REDACTED] [REDACTED]	1.90	1,007.00
04/18/16	GV UTLIK	Follow with Brian Weiss re D&O issues and related document requests.	0.20	106.00
04/19/16	AS KONG	Review revised AFT UK joint interest agreement, make revisions to same, and email same to A. Meislik with comments.	0.40	240.00
04/19/16	AS KONG	Email redlined joint interest agreement to AFT UK counsel and emails with counsel re same.	0.20	120.00
04/19/16	GV UTLIK	Conference call with Michael Cryan re D&O issues and legal research.	0.70	371.00
04/19/16	GV UTLIK	Perform legal research and review case law and secondary sources re [REDACTED] [REDACTED] [REDACTED]	1.80	954.00
04/19/16	GV UTLIK	Follow up with Adam Meislik re due diligence.	0.10	53.00
04/19/16	GV UTLIK	Review legal research results and case law re [REDACTED] [REDACTED]	4.30	2,279.00
04/19/16	GV UTLIK	Review memorandum summarizing coverage under the debtor's D&O liability insurance policy.	0.60	318.00
04/20/16	GV UTLIK	Draft memo to Michael Cryan re document review and D&O issues.	0.60	318.00
04/20/16	GV UTLIK	Review documents in dropbox provided by Adam Meislik.	4.80	2,544.00
04/21/16	GV UTLIK	Review correspondence from Adam Meislik and AFT boxes excel spreadsheet report.	0.30	159.00
04/21/16	GV UTLIK	Perform legal research and review case and secondary sources re [REDACTED] [REDACTED]	3.20	1,696.00
04/21/16	GV UTLIK	Perform legal research and review case law re [REDACTED] [REDACTED]	1.60	848.00

<u>Date</u>	<u>Attorney</u>	<u>Description</u>	<u>Hours</u>	<u>Value</u>
04/21/16	GV UTLIK	Continue review of documents re debtor's directors and officers, governance documents, Bylaws, certification of incorporation, board minutes re factual background.	3.80	2,014.00
04/22/16	GV UTLIK	Assemble documents, correspondence and case law to prepare for a meeting with Michael Cryan.	0.40	212.00
04/22/16	GV UTLIK	Meet and confer with Michael Cryan re results of factual and legal research and D&O issues and [REDACTED]	1.60	848.00
04/22/16	GV UTLIK	Draft complaint against Airfasttickets' former directors and officers.	4.30	2,279.00
04/25/16	AS KONG	Email from A. Meislik re subpoena of additional accounts from [REDACTED]	0.10	60.00
04/27/16	GV UTLIK	Conference with Brian Weiss re issues re [REDACTED] [REDACTED].	0.30	159.00
04/27/16	GV UTLIK	Follow up emails with Brian Weiss re [REDACTED] [REDACTED] [REDACTED]	0.20	106.00
04/27/16	GV UTLIK	Review Airlines Reporting Corporation's proof of claim and related documentation.	0.90	477.00
04/27/16	GV UTLIK	Draft complaint against Airfasttickets' former director and officers.	5.60	2,968.00
04/27/16	GV UTLIK	Communications with Michael Cryan re draft D&O complaint and related diligence [REDACTED] [REDACTED]	0.40	212.00
04/28/16	GV UTLIK	Review and revise draft letter to Citibank requesting document production and information about bank accounts, bank statements and related issues.	0.40	212.00
04/28/16	GV UTLIK	Communications with Michael Cryan re draft letter to [REDACTED]	0.20	106.00
04/28/16	GV UTLIK	Work with Sevan Gorginian re diligence and information requests from [REDACTED] (No Charge .4 hrs)	0.00	0.00
04/28/16	GV UTLIK	Draft, review and revise complaint against Airfasttickets' former director and officers.	6.80	3,604.00
04/29/16	AS KONG	Emails from S. Gorgorian and B. Weiss re bank account information and requests for information. (No Charge .1 hrs)	0.00	0.00

<u>Date</u>	<u>Attorney</u>	<u>Description</u>	<u>Hours</u>	<u>Value</u>
04/29/16	GV UTLIK	Review and revise draft complaint against Airfasttickets' former director and offices.	0.80	424.00
04/29/16	GV UTLIK	Draft memo to the debtors' team re draft complaint against Airfasttickets' former director and offices and related issues and deadlines.	0.30	159.00
04/29/16	GV UTLIK	Communications with Michael Cryan re draft complaint against Airfasttickets' former director and offices and related issues.	0.20	106.00
			55.50	29,583.00

	<u>Hours</u>	<u>Rate</u>	<u>Value</u>
ANDY S. KONG	2.4	at \$600.00 =	\$1,440.00
GEORGE V. UTLIK	53.1	at \$530.00 =	\$28,143.00
Total	55.5		\$29,583.00

CURRENT FEES	\$29,583.00
SUBTOTAL FOR THIS MATTER	\$29,583.00

(00005)

Re: Committee and Debtor Communications, Conference

FOR PROFESSIONAL SERVICES RENDERED THROUGH: April 30, 2016

<u>Date</u>	<u>Attorney</u>	<u>Description</u>	<u>Hours</u>	<u>Value</u>
04/11/16	GV UTLIK	Confer with Adam Meislik re DIP accounts and related issues.	0.10	53.00
04/11/16	GV UTLIK	Emails with Adam Meislik re status, debtor's retention of U Turn and related issues and upcoming deadline for MOR.	0.20	106.00
04/12/16	GV UTLIK	Draft email to Adam Meislik and Brian Weiss re document requests and status and communications with Michael Cryan re same.	0.20	106.00
04/12/16	GV UTLIK	Conference call with Brian Weiss re information requests, open issues and requests to subpoena banks.	0.30	159.00
04/19/16	GV UTLIK	Communications with Andrea B. Shwartz re upcoming court hearing and issues and emails with estate professionals re same.	0.20	106.00
04/21/16	GV UTLIK	Conference call with Russell Silberglid re UST's inquiries, response and preparation for upcoming court hearing.	0.20	106.00
04/27/16	GV UTLIK	Conference call with Michael Cryan re motion to redact and Chambers' request for status conference.	0.20	106.00
			1.40	742.00

	<u>Hours</u>	<u>Rate</u>	<u>Value</u>
GEORGE V. UTLIK	1.4	at \$530.00 =	\$742.00
Total	1.4		\$742.00

CURRENT FEES	<hr/>	\$742.00
SUBTOTAL FOR THIS MATTER		\$742.00

(00007)

Re: Creditor Inquiries

FOR PROFESSIONAL SERVICES RENDERED THROUGH: April 30, 2016

<u>Date</u>	<u>Attorney</u>	<u>Description</u>	<u>Hours</u>	<u>Value</u>
04/29/16	GV UTLIK	Communications with Creditor Latham Watkin re Airfasttickets' case status.	0.10	53.00
			0.10	53.00

	<u>Hours</u>	<u>Rate</u>	<u>Value</u>
GEORGE V. UTLIK	0.1	at \$530.00 =	\$53.00
Total	0.1		\$53.00

CURRENT FEES	\$53.00
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SUBTOTAL FOR THIS MATTER	\$53.00
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(00009)

Re: Asset Analysis and Recovery

FOR PROFESSIONAL SERVICES RENDERED THROUGH: April 30, 2016

<u>Date</u>	<u>Attorney</u>	<u>Description</u>	<u>Hours</u>	<u>Value</u>
04/04/16	AS KONG	Conference call with team re settlement discussions with N. Kokolnis and strategize re next steps.	0.40	240.00
04/04/16	AS KONG	Email to A. Meislik re request for information for additional litigation claims.	0.10	60.00
04/06/16	AS KONG	Review Wells Fargo statement and multiple emails with B. Weiss, G. Utlik and M. Cryan re subpoena of accounts.	0.30	180.00
04/07/16	AS KONG	Review Coldwell letter to AUSA re [REDACTED].	0.60	360.00
04/07/16	AS KONG	Email from A. Meislik re subpoena of records from [REDACTED]	0.10	60.00
04/07/16	AS KONG	Review B. Weiss responses to M. Cryan requests for information on various items, review D&O policy application and related documents.	1.10	660.00
04/08/16	AS KONG	Emails with M. Cryan and B. Weiss re applicable insurance coverage for various years.	0.20	120.00
04/14/16	EA BIDERMAN	Draft letter to insurance carrier providing notice of claim.	2.50	1,450.00
			5.30	3,130.00

	<u>Hours</u>		<u>Rate</u>		<u>Value</u>
ANDY S. KONG	2.8	at	\$600.00	=	\$1,680.00
ERIC A. BIDERMAN	2.5	at	\$580.00	=	\$1,450.00
Total	5.3				\$3,130.00

CURRENT FEES	<u>\$3,130.00</u>
SUBTOTAL FOR THIS MATTER	\$3,130.00

(00010)

Re: Claims Administration and Objections

FOR PROFESSIONAL SERVICES RENDERED THROUGH: April 30, 2016

<u>Date</u>	<u>Attorney</u>	<u>Description</u>	<u>Hours</u>	<u>Value</u>
04/01/16	SG GORGINIAN	In response to Brian Weiss inquiry pertaining to claims against the estate: researched and retrieved the claim on the docket register for IRS and reconciled it with Exhibit A to the Motion to Dismiss (.1); then retrieved bankruptcy schedule E and F to reconcile those claims against Exhibit A (.1); and drafted response to email correspondence to Brian Weiss.	0.20	66.00
04/01/16	AS KONG	Telephone and multiple emails with A. Meislik. G. Utlik and BMC re [REDACTED]	0.70	420.00
04/01/16	GV UTLIK	Communications with Andy Kong re [REDACTED]	0.30	159.00
04/04/16	AS KONG	Emails with BMC re [REDACTED]	0.10	60.00
04/04/16	GV UTLIK	Communications with BMC re proofs of claims, bar date and diligence re same.	0.20	106.00
04/05/16	SG GORGINIAN	Reviewing email from M. Cryan regarding proof of claim filed by defendant N. Koklonis (.1); reviewing the amended proof of claim filed and reconciling with the prior proof of claim filed in December of 2015 (.2); researching F.R.B.P. 3001 to determine the validity of the claim (.2); responding to M. Cryan's email with information pertaining to the prior claim and certain issues to raise with N. Koklonis's counsel regarding the validity of the claim (.1).	0.60	198.00
04/05/16	GV UTLIK	Review proof of claim filed by Koklonis.	0.10	53.00
04/07/16	AS KONG	Emails with A. Meislik re claims bar date and IATA claims filed against estate.	0.20	120.00
04/07/16	AO ORDUBEGIAN	Strategy and planning with A. Kong re claims bar date matters re [REDACTED].	0.20	147.00
04/15/16	GV UTLIK	Follow up re claims bar date with BMC. (No Charge .1 hrs)	0.00	0.00
			2.60	1,329.00

	<u>Hours</u>		<u>Rate</u>		<u>Value</u>
ARAM ORDUBEGIAN	0.2	at	\$735.00	=	\$147.00
ANDY S. KONG	1.0	at	\$600.00	=	\$600.00
GEORGE V. UTLIK	0.6	at	\$530.00	=	\$318.00
SEVAN GORGINIAN	0.8	at	\$330.00	=	\$264.00
Total	2.6				\$1,329.00

CURRENT FEES	<hr/>	\$1,329.00
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SUBTOTAL FOR THIS MATTER		\$1,329.00
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(00012)

Re: Adversary Proceedings

FOR PROFESSIONAL SERVICES RENDERED THROUGH: April 30, 2016

<u>Date</u>	<u>Attorney</u>	<u>Description</u>	<u>Hours</u>	<u>Value</u>
04/01/16	SG GORGINIAN	Reviewed email correspondence from M. Cryan regarding settlement discussion update with defendant Koklonis's counsel; reviewed partner A. Kong's response email thereafter. (No Charge .1 hrs)	0.00	0.00
04/01/16	AS KONG	Research re [REDACTED] [REDACTED]	0.90	540.00
04/04/16	LA INDELICATO	Discussions with Michael Cryan regarding Stipulation Adjourning Hearing and Response Deadlines (.2). Review, revise and electronically file Stipulation Adjourning Hearing and Response Deadlines (.7). Submit Stipulation to Chambers by email (.1).	1.00	335.00
04/04/16	GV UTLIK	Emails with Michael Cryan re [REDACTED] [REDACTED]	0.10	53.00
04/04/16	GV UTLIK	Review stipulation adjourning hearing re TRO and extending briefing.	0.10	53.00
04/04/16	GV UTLIK	Conference call with Michael Cryan, Andy Kong and Sevan Gorginian re litigation issues and strategy.	0.40	212.00
04/05/16	MS CRYAN	Analyze legal issues in order to prepare adversary proceeding.	2.60	1,911.00
04/05/16	MS CRYAN	Analyze requests for information in order to prepare adversary proceeding.	0.90	661.50
04/05/16	MS CRYAN	Draft correspondence via e-mail to authorized representative A. Meislik [REDACTED] [REDACTED] [REDACTED]	0.10	73.50
04/05/16	SG GORGINIAN	Reviewing several emails from M. Cryan and G. Utlik and thereafter discussing with A. Kong re: Motion to Redact; annotating notes from the emails pertaining to issue to mention in the motion to redact. (No Charge .1 hrs)	0.00	0.00
04/05/16	SG GORGINIAN	Review email chain from G. Utlik and M. Cryan re: motion to redact; follow up with L. Indelicato re: same. (No Charge .1 hrs)	0.00	0.00

<u>Date</u>	<u>Attorney</u>	<u>Description</u>	<u>Hours</u>	<u>Value</u>
04/05/16	SG GORGINIAN	Pursuant to Court's instructions, preparing to draft ex part motion to redact (.4); legal research re: grounds for motion to redact and file documents under seal pertaining to the adversary complaint and bank records (.4); review and annotate notes from Federal Rules of Bankruptcy Procedure re: procedural aspect of filing motion to redact (.3); review case law and Bankruptcy Code pertaining to filing documents under seal and public access to papers in order to include in the motion to redact (.2).	1.30	429.00
04/05/16	SG GORGINIAN	Legal research Federal Rules of Bankruptcy Procedure 9018 pertaining to the disclosure of commercial information (.1); made annotations and will include relevant selection of this Rule into the motion to redact in support of the adversary complaint (.1).	0.20	66.00
04/05/16	SG GORGINIAN	Drafting initial draft of the Motion to Redact Exhibits from the adversary complaint.	0.90	297.00
04/05/16	SG GORGINIAN	Review local rules of Southern District of New York pertaining to filing motions for redaction and documents under seal (.4); review of Judge Lane's local-local rules pertaining to same (.1); researched and reviewed court approved form in New York district court re filing documents under seal (.1).	0.60	198.00
04/05/16	LA INDELICATO	Call from Chambers regarding redaction of exhibits to complaint and preliminary injunction order (.1). Email to Michael Cryan regarding same (.1). Research regarding motion to redact exhibits to complaint (.6). Draft motion to redact exhibits to complaint (.7) and proposed order (.6). Discussions with George Utlík regarding same (.2).	2.30	770.50
04/05/16	GV UTLIK	Follow up with Chambers, Lisa Indelicato and Sevan Gorginian re motion to redact complaint and related documents.	0.20	106.00
04/06/16	SG GORGINIAN	Continue to draft the court required Motion to Redact Complaint with Exhibits.	0.80	264.00

<u>Date</u>	<u>Attorney</u>	<u>Description</u>	<u>Hours</u>	<u>Value</u>
04/06/16	SG GORGINIAN	Research Court Guidelines and Rules of Southern District of New York pertaining to Motion to Redact Electronic Filings (.2); research Federal Rules of Bankruptcy Procedure 9037 pertaining to procedural guideline to filing motion to redact and documents under seal (.3); annotating notes to include in the Motion to Redact the Complaint and Exhibit (.1).	0.60	198.00
04/06/16	SG GORGINIAN	Review and finalize initial draft of motion to redact thereafter email G. Utlik and M. Cryan re: motion to redact.	0.10	33.00
04/06/16	LA INDELICATO	Review Order Entering Preliminary Injunction and calendar adjourned pretrial conference, hearing on Order To Show Cause and objection and reply deadlines for team.	0.30	100.50
04/06/16	AS KONG	Review and provide comments to draft motion to redact Citibank complaint.	0.20	120.00
04/07/16	MS CRYAN	Analyze documents regarding adversary proceeding against N. Koklonis.	3.90	2,866.50
04/07/16	SG GORGINIAN	Review numerous emails between M. Cryan, A. Meislik and other attorneys pertaining to information requested from Debtor's representative re: the adversary proceeding and bank information.	0.20	66.00
04/07/16	SG GORGINIAN	Review emails from M. Cryan and G. Utlik and L. Indelicato re motion to redact (.1); reviewing final draft of the motion to redact (.2).	0.30	99.00
04/07/16	SG GORGINIAN	Review emails from B. Weiss, A. Meislik and M. Cryan re additional disclosures and bank information re: Debtor in regards to the adversary proceeding against N. Koklonis.	0.10	33.00
04/07/16	GV UTLIK	Review and revise motion to redact complaint and exhibits and proposed order.	0.60	318.00
04/08/16	LA INDELICATO	Draft Notice of Presentment of Motion to Redact Exhibit to Complaint (.6); review, revise and electronically file Motion to Redact (.8); coordinate with BMC regarding service (.1); discussions with George Utlik (.2).	1.70	569.50
04/08/16	GV UTLIK	Review, revise and finalize motion to redact complaint and related exhibits.	0.60	318.00
04/11/16	MS CRYAN	Analyze legal authorities in order to prepare adversary proceeding.	3.80	2,793.00

<u>Date</u>	<u>Attorney</u>	<u>Description</u>	<u>Hours</u>	<u>Value</u>
04/11/16	LA INDELICATO	Communications with BMC regarding Service of Motion to Redact Exhibits to Complaint.	0.10	33.50
04/12/16	SG GORGINIAN	Review email from G. Utlik re: information pertaining to bank statements requested from defendant Citibank and conversation with debtor's management team re: subpoena.	0.10	33.00
04/13/16	MS CRYAN	Draft correspondence via e-mail to J. Sussman, counsel for N. Koklonis, regarding adversary proceeding.	0.40	294.00
04/13/16	MS CRYAN	Review correspondence via e-mail from J. Sussman, counsel for N. Koklonis, regarding adversary proceeding.	0.10	73.50
04/13/16	MS CRYAN	Analyze discovery strategy for adversary proceeding.	2.90	2,131.50
04/14/16	MS CRYAN	Analyze legal strategy regarding claims in adversary proceeding.	4.40	3,234.00
04/14/16	SG GORGINIAN	Review emails from G. Utlik and E. Biderman re: director and officer insurance policies re: adversary proceeding against defendant N. Koklonis (.1); review claim form for D&O tender and tender letter (.4).	0.50	165.00
04/14/16	GV UTLIK	Review draft correspondence to D&O insurance re pending action and notice of claims and confer with Eric Biderman re same.	0.20	106.00
04/15/16	SG GORGINIAN	Review emails from G. Utlik and L. Indelicato re: motion to redact original complaint.	0.10	33.00
04/15/16	LA INDELICATO	Submit proposed order granting motion to redact to Chambers (.2); email redacted PI order to Chambers (.2); discussions with team (.2).	0.60	201.00
04/15/16	GV UTLIK	Follow re status of motion to redact and further process and confer with Lisa Indelicato re same.	0.20	106.00
04/18/16	MS CRYAN	Analyze legal issues regarding complaint.	3.40	2,499.00
04/18/16	AS KONG	Emails with M. Cryan and R. Silberglied re updates on status of Citibank adversary proceeding.	0.20	120.00
04/18/16	GV UTLIK	Confer with Michael Cryan re potential commencement of an action by the receiver and related research. (No Charge .1 hrs)	0.00	0.00
04/19/16	MS CRYAN	Correspond via e-mail with counsel for N. Koklonis regarding adversary proceeding.	0.30	220.50

<u>Date</u>	<u>Attorney</u>	<u>Description</u>	<u>Hours</u>	<u>Value</u>
04/19/16	MS CRYAN	Discus with counsel for Citibank issues regarding adversary proceeding.	0.40	294.00
04/19/16	MS CRYAN	Work on strategy for adversary proceeding.	1.70	1,249.50
04/19/16	SG GORGINIAN	Review lengthy email from M. Cryan re: status of adversary proceeding and conversations with counsel for defendants N. Koklonis and Citibank (.1); annotating notes to discuss with A. Kong (.1); review A. Meislik follow up correspondence (.1).	0.30	99.00
04/19/16	AS KONG	Review emails from M. Cryan, A. Meislik and N. Kokolnis counsel re settlement discussions.	0.20	120.00
04/20/16	MS CRYAN	Analyze issues in order to prepare complaint.	4.70	3,454.50
04/22/16	MS CRYAN	Analyze legal authorities in order to prepare complaint.	3.60	2,646.00
04/22/16	GV UTLIK	Review documents and information re airfasttickets' former director and officers, management issues.	2.40	1,272.00
04/26/16	SG GORGINIAN	Review email and listen to voicemail re: motion to redact from Court and M. Cryan. (No Charge .1 hrs)	0.00	0.00
04/26/16	LA INDELICATO	Call from Chambers regarding the motion to redact exhibits to the complaint (.1); email Michael Cryan re same (.1).	0.20	67.00
04/27/16	SG GORGINIAN	Review two emails from M. Cryan re: motion to redact status conference with judge and separate email re: Citibank bank statements. (No Charge .2 hrs)	0.00	0.00
04/27/16	SG GORGINIAN	Pursuant to defendant Citibank's request re: bank statement: review prior correspondence to research bank statements (.2); research bank statements received from defendant per subpoena in order to draft follow up correspondence (.6).	0.80	264.00
04/27/16	SG GORGINIAN	Initial draft of correspondence to defendant Citibank per Citibank's request for formal request of debtor's bank statements.	0.80	264.00
04/27/16	SG GORGINIAN	Drafting revision of correspondence to Citibank re: request for production of debtor's bank statements and accounting (.2); researched prior bank statements and emails received re: same (.9).	1.10	363.00
04/28/16	SG GORGINIAN	Phone call with G. Utlík re correspondence to Citibank requesting bank statements.	0.20	66.00

<u>Date</u>	<u>Attorney</u>	<u>Description</u>	<u>Hours</u>	<u>Value</u>
04/28/16	SG GORGINIAN	Revise correspondence demand letter to defendant Citibank re: bank statements belonging to Debtor (.7); research case files and prior received documents to determine all bank account information to incorporate in demand letter (.7).	1.40	462.00
04/28/16	SG GORGINIAN	Review case docket pleadings and bank statements obtained through subpoena (.7); review emails from A. Kong, A. Meislik re: documents needed by Debtor's representative from Citibank (.2).	0.90	297.00
04/28/16	LA INDELICATO	Review Order Granting Motion to Redact (.1); discuss with George Utlik (.1); call Chambers regarding direction to Clerk to block complaint from public access (.1); prepare to file Complaint with redacted exhibits (.2); call with George Utlik and email to Michael Cryan regarding issue with re-filing Complaint (.2).	0.70	234.50
04/28/16	GV UTLIK	Follow up communications with Lisa Indelicato re court status conference, approval of motion to redaction and next steps.	0.20	106.00
04/29/16	MS CRYAN	Revise draft complaint against F. Ferro, N. Koklonis and E. Valeri.	1.90	1,396.50
04/29/16	SG GORGINIAN	Email with B. Weiss and A. Meislik re: demand letter to Citibank for bank statements of Debtor; follow up email to G. Utlik re: same.	0.10	33.00
04/29/16	SG GORGINIAN	Final revision sent to G. Utlik re: demand letter to Citibank for bank statements (.3); review G. Utlik response thereafter (.1).	0.40	132.00
04/29/16	GV UTLIK	Follow up re request for information from Citibank and emails with Sevan Gorginian re same.	0.30	159.00
			60.60	35,713.00

	<u>Hours</u>		<u>Rate</u>		<u>Value</u>
MICHAEL S. CRYAN	35.1	at	\$735.00	=	\$25,798.50
ANDY S. KONG	1.5	at	\$600.00	=	\$900.00
GEORGE V. UTLIK	5.3	at	\$530.00	=	\$2,809.00
SEVAN GORGINIAN	11.8	at	\$330.00	=	\$3,894.00
LISA INDELICATO	6.9	at	\$335.00	=	\$2,311.50
Total	60.6				\$35,713.00

CURRENT FEES

\$35,713.00

SUBTOTAL FOR THIS MATTER

\$35,713.00

(00013)

Re: Professional Retention

FOR PROFESSIONAL SERVICES RENDERED THROUGH: April 30, 2016

<u>Date</u>	<u>Attorney</u>	<u>Description</u>	<u>Hours</u>	<u>Value</u>
04/01/16	SG GORGINIAN	Phone call with G. Utlik regarding the employment application for Wright & Company as tax accountants. (No Charge .1 hrs)	0.00	0.00
04/01/16	LA INDELICATO	Discussions with George Utlik regarding status of U-Turn retention application (.1); review email regarding same from Doug Flahaut (.1); prepare list of parties-in-interest for U-Turn's conflicts/connections search and forward to George Utlik (.4). (No Charge .6 hrs)	0.00	0.00
04/01/16	GV UTLIK	Review and comment re draft retention application for U Turn and communications with Douglas Flahaut re proposed edits, comments and follow up issues.	0.70	371.00
04/07/16	MD FLAHAUT	Telephone conference with A. Meislik re the U Turn employment application.	0.40	212.00
04/07/16	MD FLAHAUT	Further preparation of draft U Turn employment application and supporting declaration; exchange of e-mails with A. Meislik and G. Christoforou re same.	1.30	689.00
04/08/16	MD FLAHAUT	Further preparation of U Turn employment application and supporting declaration; exchange of e-mails with G. Christoforou re same.	0.80	424.00
04/11/16	MD FLAHAUT	Finalize draft U-Turn employment application; exchange of e-mails with A. Meislik and G. Utlik re same.	1.10	583.00
04/11/16	LA INDELICATO	Review, revise, and electronically file U Turn Retention Application, Declaration in Support, and Proposed Order (1.2).; prepare and file Notice of Hearing (.7); email BMC to serve documents (.1); discussions with George Utlik (.2).	2.20	737.00
04/11/16	GV UTLIK	Follow up re U Turn's draft retention application and related issues and communications with Lisa Indelicato and Doug Flahaut re same.	0.40	212.00
04/11/16	GV UTLIK	Review and revise application and related declaration, proposed order and exhibits for U Turn's retention.	0.40	212.00

<u>Date</u>	<u>Attorney</u>	<u>Description</u>	<u>Hours</u>	<u>Value</u>
04/11/16	GV UTLIK	Confer with Lisa Indelicato re notice and service of U Turn retention application.	0.10	53.00
04/11/16	MW WIATRAK	Compile exhibits for filing of motion to retain U Turn.	0.40	84.00
04/12/16	GV UTLIK	Follow up with Lisa Indelicato re service of U Turn retention application. (No Charge .1 hrs)	0.00	0.00
04/13/16	LA INDELICATO	Correspond with George Utlik and BMC regarding service of U Turn Retention Application on US Trustee. (No Charge .1 hrs)	0.00	0.00
04/19/16	LA INDELICATO	Arrange for another copy of U Turn retention application to be sent by overnight courier to US Trustee. (No Charge .1 hrs)	0.00	0.00
04/26/16	MD FLAHAUT	Review of draft supplemental declaration in support of the U-Turn employment application (.2); exchange of e-mails with G. Christoforou and G. Utlik re same (.2).	0.40	212.00
04/26/16	LA INDELICATO	Prepare Supplemental Declaration in Support of U Turn Retention Application (1.5); discuss with George Utlik (.2).	1.70	569.50
04/26/16	GV UTLIK	Review and revise supplemental declaration and exhibit in support of U Turn's retention.	0.30	159.00
04/26/16	GV UTLIK	Email to Doug Flahaut re U Turn retention and supplemental declaration and contacting Mr. Christoforou to resolve outstanding issues. (No Charge .1 hrs)	0.00	0.00
04/27/16	GV UTLIK	Review U Turn supplemental declaration and follow up re filing same before the hearing.	0.20	106.00
04/27/16	GV UTLIK	Follow up communications with Georgios Christoforou re supplemental declaration to be filed in support of retention application before the hearing.	0.20	106.00
04/28/16	LA INDELICATO	Revise U Turn retention order.	0.50	167.50
04/28/16	MW WIATRAK	Revise supplemental declaration re U Turn retention (.3); file same (.1).	0.40	84.00
04/29/16	MD FLAHAUT	Review of issues re the U-Turn retention application; exchange of e-mails with G. Utlik re same.	0.30	159.00
04/29/16	GV UTLIK	Review and revise proposed order approving retention of U Turn as financial advisor to the debtor.	0.40	212.00

<u>Date</u>	<u>Attorney</u>	<u>Description</u>	<u>Hours</u>	<u>Value</u>
04/29/16	GV UTLIK	Draft email to Chambers re proposed order approving retention of U Turn as financial advisor to the debtor.	0.20	106.00
			12.40	5,458.00

	<u>Hours</u>		<u>Rate</u>		<u>Value</u>
M. DOUGLAS FLAHAUT	4.3	at	\$530.00	=	\$2,279.00
GEORGE V. UTLIK	2.9	at	\$530.00	=	\$1,537.00
LISA INDELICATO	4.4	at	\$335.00	=	\$1,474.00
MARIOLA WIATRAK	0.8	at	\$210.00	=	\$168.00
Total	12.4				\$5,458.00

CURRENT FEES	<hr/>	\$5,458.00
SUBTOTAL FOR THIS MATTER		\$5,458.00

(00014)

Re: Fee Applications

FOR PROFESSIONAL SERVICES RENDERED THROUGH: April 30, 2016

<u>Date</u>	<u>Attorney</u>	<u>Description</u>	<u>Hours</u>	<u>Value</u>
04/04/16	MW WIATRAK	Review compensation order and prepare schedule of monthly and interim fee applications.	0.30	63.00
04/09/16	AS KONG	Review and revise March performas for March fee statement.	1.10	660.00
04/11/16	LA INDELICATO	Communications with Adam Meislik [REDACTED]	0.10	33.50
04/14/16	MW WIATRAK	Complete March Fee Statement.	0.70	147.00
04/15/16	LA INDELICATO	Correspond with Aram Ordubegian regarding March invoice. (No Charge .1 hrs)	0.00	0.00
04/18/16	LA INDELICATO	Discussions with Mariola Wiatrak regarding AF fee application. (No Charge .2 hrs)	0.00	0.00
04/19/16	LA INDELICATO	Discussions with Mariola Wiatrak regarding monthly fee statements of Committee professionals. (No Charge .2 hrs)	0.00	0.00
04/19/16	LA INDELICATO	Discussion with George Utlik regarding status of interim fee applications. (No Charge .1 hrs)	0.00	0.00
04/19/16	GV UTLIK	Review Arent Fox monthly statement before filing and confer with Mariola Wiatrak re same. (No Charge .2 hrs)	0.00	0.00
04/20/16	LA INDELICATO	Discussions with George Utlik regarding US Trustee's request for extension of deadline to object to fee applications; calls with Chambers; email group new objection and reply deadlines.	0.60	201.00
04/20/16	GV UTLIK	Follow up with Andrea B. Schwartz and Lisa Indelicato re Chambers' consent to UST's request for extension of deadline to object to interim fee applications and related timeline. (No Charge .2 hrs)	0.00	0.00
04/21/16	SG GORGINIAN	Review email from G. Utlik and email from U.S. Trustee, A. Schwartz, re: interim fee application; review interim fee application to respond to U.S. Trustee's inquiry re: fees; annotating notes to discuss with A. Kong or A. Sookassians re: same.	0.60	198.00

<u>Date</u>	<u>Attorney</u>	<u>Description</u>	<u>Hours</u>	<u>Value</u>
04/21/16	SG GORGINIAN	In response to U.S. Trustee's further inquiry re: expenses incurred by Arent Fox professionals in support of the interim fee application: review expenses categorized and thereafter met with A. Sookassian's to reconcile the expenses in order to response to G. Utlik and U.S. Trustee's email (.4); follow up with another brief review of prior emails sent to G. Utlik re: same issue (.1).	0.50	165.00
04/21/16	GV UTLIK	Conference call with Andrea B. Schwartz re upcoming interim fee application hearing and request for expenses' back up.	0.20	106.00
04/21/16	GV UTLIK	Communications with estate professionals re status of UST's inquiries about interim fee applications and requests and court call issues in advance of the hearing.	0.20	106.00
04/22/16	AS KONG	Emails with team re UST request for documents in support of expenses in fee application.	0.20	120.00
04/22/16	GV UTLIK	Diligence re Arent Fox's interim fee application, including back up for expenses and related issues, in response to UST's inquiries and request for information.	0.80	424.00
04/22/16	GV UTLIK	Draft email to Andrea B. Schwartz re interim fee application and related issues.	0.30	159.00
04/25/16	LA INDELICATO	Review correspondence regarding US Trustee's objection to AF's expenses. (No Charge .1 hrs)	0.00	0.00
04/25/16	AS KONG	Emails with G. Utlik and A. Ordubegian re UST informal objection to AF first interim fees.	0.20	120.00
04/25/16	AO ORDUBEGIAN	Overview reduction of Arent Fox invoices re request by UST. (No Charge .6 hrs)	0.00	0.00
04/26/16	LA INDELICATO	Follow up with George Utlik regarding status of objections, if any, to interim fee applications in order to set up CourtCall for the parties (.1); discuss objections of the UST to AF fee application with George Utlik (.4). (No Charge .5 hrs)	0.00	0.00
04/26/16	GV UTLIK	Conference call with the Office of the United States Trustee to resolve issues and concerns re interim applications. (No Charge .4 hrs)	0.00	0.00
04/26/16	GV UTLIK	Emails with the Office of the United States Trustee to confirm estate professionals' voluntary reductions and resolution of informal issues and concerns. (No Charge .2 hrs)	0.00	0.00

<u>Date</u>	<u>Attorney</u>	<u>Description</u>	<u>Hours</u>	<u>Value</u>
04/26/16	MW WIATRAK	Schedule with CourtCall telephonic appearance at the hearing for A. Ordubegian, R. Silberglid, B. Weiss and A. Meislik.	0.40	84.00
04/28/16	GV UTLIK	Draft, review and revise proposed order and Schedule A seeking approval of estate professionals' interim application for compensation and reimbursement of expenses.	0.60	318.00
04/28/16	GV UTLIK	Emails with estate professionals re proposed order and related issues.	0.20	106.00
04/28/16	MW WIATRAK	Draft order approving first interim fee applications.	1.00	210.00
04/29/16	GV UTLIK	Draft email to Andrea Schwartz with a summary of professional's fees, voluntary reductions and proposed order approving first interim fee applications for review and approval.	0.30	159.00
			8.30	3,379.50

	<u>Hours</u>		<u>Rate</u>		<u>Value</u>
ANDY S. KONG	1.5	at	\$600.00	=	\$900.00
GEORGE V. UTLIK	2.6	at	\$530.00	=	\$1,378.00
SEVAN GORGINIAN	1.1	at	\$330.00	=	\$363.00
LISA INDELICATO	0.7	at	\$335.00	=	\$234.50
MARIOLA WIATRAK	2.4	at	\$210.00	=	\$504.00
Total	8.3				\$3,379.50

CURRENT FEES	<u>\$3,379.50</u>
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SUBTOTAL FOR THIS MATTER	\$3,379.50
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(00016)

Re: Disclosure Statement and Plan Matters and Solicitation

FOR PROFESSIONAL SERVICES RENDERED THROUGH: April 30, 2016

<u>Date</u>	<u>Attorney</u>	<u>Description</u>	<u>Hours</u>	<u>Value</u>
04/01/16	LA INDELICATO	Research regarding plan exclusivity (.1); discussions with George Utlik regarding Debtor's exclusive period to file plan (.1).	0.20	67.00
04/01/16	AS KONG	Meeting with A. Ordubegian re disclosure statement and plan issues.	0.20	120.00
04/01/16	AO ORDUBEGIAN	Meeting with A. Kong re disclosure statement and plan issues.	0.20	147.00
04/12/16	AS KONG	Telephone and emails with D. Flahaut, B. Weiss and M. Cryan re plan and disclosure statement and subpoena of records.	0.40	240.00
04/13/16	MD FLAHAUT	Legal research re local rules relating to timing of disclosure statement and plan hearings; exchange of e-mails with A. Kong re same.	0.70	371.00
04/13/16	AS KONG	Emails with D. Flahaut to strategize re combined hearing for disclosure statement and plan.	0.20	120.00
04/25/16	AO ORDUBEGIAN	Call from B. Weiss re plan and disclosure statement matters and potential litigation claims.	0.20	147.00
			2.10	1,212.00

	<u>Hours</u>		<u>Rate</u>		<u>Value</u>
ARAM ORDUBEGIAN	0.4	at	\$735.00	=	\$294.00
ANDY S. KONG	0.8	at	\$600.00	=	\$480.00
M. DOUGLAS FLAHAUT	0.7	at	\$530.00	=	\$371.00
LISA INDELICATO	0.2	at	\$335.00	=	\$67.00
Total	2.1				\$1,212.00

CURRENT FEES \$1,212.00

SUBTOTAL FOR THIS MATTER \$1,212.00

INVOICE TOTAL **\$84,203.04**

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 1682509
Invoice Date May 31, 2016
Client Number 037168

- - REMITTANCE COPY - -
PLEASE SEND WITH CHECK

TOTAL AMOUNT OF THIS INVOICE

\$84,203.04

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 1682509

EXHIBIT B

**SUMMARY OF FEES
APRIL 1, 2016 – APRIL 30, 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.	1.00	\$735	\$735.00
Michael S. Cryan	Partner since 2005. Member of NY and DC bars since 1996. Member of CA bar since 2007.	35.10	\$735	\$25,798.50
Andy S. Kong	Partner since 2016. Member of the CA bar since 2006.	11.60	\$600	\$6,960.00
Eric A. Biderman	Joined firm as an associate in 2010. Member of NY bar since 2006. Member of NJ bar since 2005.	2.50	\$580	\$1,450.00
George V. Utlik	Joined firm as an associate in 2009. Member of NJ bar since 2008. Member of NY bar since 2008.	69.60	\$530	\$36,888.00
M. Douglas Flahaut	Joined firm as an associate in 2009. Member of the CA bar since 2006.	5.00	\$530	\$2,650.00
Sevan Gorginian	Joined firm as an associate in 2016. Member of the CA bar since 2014.	13.70	\$330	\$4,521.00
Lisa Indelicato	Paraprofessional	12.80	\$335	\$4,288.00
Mariola Wiatrak	Paraprofessional	3.60	\$210	\$756.00
TOTALS		154.9		\$84,046.50

Blended Rate: \$570.42¹

¹ The Blended Rate excludes paraprofessionals' time.

EXHIBIT C

SUMMARY OF EXPENSES
APRIL 1, 2016 – APRIL 30, 2016

Expense Category	Service Provider (if applicable)	Total Expenses
Duplicating		\$43.60
Other Database Search	PACER	\$62.66
Filing Fee		\$25.00
Overnight Delivery	FedEx	\$25.28
TOTAL:		\$156.54