

EXHIBIT D

TIME DETAIL

Date	Initials	Description	Hours	Rate	Amount
8/26/2003	PJM	Review FCC's Triennial Review decision and issues that need to be resolved at the state level (.8); draft advisory re NYPSC proceeding that will address Triennial Review issues (1.0); follow-up with state commissions in Verizon regions re new proceeding that are being initiated as a result of the Triennial Review (.7).	2.50	\$260.00	\$650.00
8/27/2003	ADL	Teleconferences (2) with K. Joseph (.6); TELRIC issue (.2); appeal issue (.2); review documents, order re same (.4).	1.40	500.00	700.00
8/27/2003	HJB	Work on revisions to draft of ex parte letter to FCC re TELRIC pricing rules (3.5).	3.50	330.00	1,155.00
8/27/2003	HNM	Prepare update to TRO state survey (2.0).	2.00	290.00	580.00
8/27/2003	PJD	Prepare TELRIC ex parte (3.0).	3.00	360.00	1,080.00
8/27/2003	PJD	Contact economists re TELRIC proceeding (.3).	0.30	360.00	108.00
8/27/2003	PJM	Teleconference with ALTS members re TRIPs DPL and impact of Triennial Review (.5); follow-up re state activity addressing FCC's Triennial Review decision(1.5); update tracking chart re state activity (.5); follow-up with state commissions re implementing Triennial Review (.6); advise clients re NY Triennial Review proceeding and notify them that comments are due Friday, September 5, 2003 and that a procedural conference will be held on Tuesday, September 16, 2003 (.4).	3.50	260.00	910.00

Date	Initials	Description	Hours	Rate	Amount
8/28/2003	ADL	Address CO issues (.4); teleconference re power issues (.3); teleconference with L. Strickling re bankruptcy/regulatory issues (.8); teleconference with L. Strickling re [regulatory issues] (.8).	2.30	500.00	1,150.00
8/28/2003	EJB	Teleconference from L. Strickling, J. Gockley re [regulatory issues] (.5); follow-up re same (.4).	0.90	425.00	382.50
8/28/2003	JMB	Research and analysis of [regulatory issues] (.6); telephone conference with J. Gockley re client concerns re [regulatory issues] (.2); research [regulatory issues] (2.8).	3.60	310.00	1,116.00
8/28/2003	MCS	Advise re [regulatory issues] (.5).	0.50	325.00	162.50
8/28/2003	MPD	Analyze status of triennial review proceedings in multiple states and prepare summary of same (1.0).	1.00	310.00	310.00
8/28/2003	PHN	Conference calls with J. Bobeck, R. Cohn re [regulatory issues] (.5); discuss [regulatory issues] with P. Macres and E. Branfman (.3); obtain [materials re regulatory issues] (.2); [review materials re] [regulatory issues] (1.2).	2.20	290.00	638.00
8/28/2003	PJD	Prepare state report (1.0).	1.00	360.00	360.00
8/28/2003	PJD	Prepare letter re TELRIC (3.0).	3.00	360.00	1,080.00
8/28/2003	RFC	Review correspondence related to client requirements for [regulatory issues, strategy] (.5); begin research for relevant [regulatory issues, strategy] (1.6).	2.10	335.00	703.50
8/29/2003	ADL	Review and comment on TELRIC economist materials (.8); teleconferences (2) with K. Joseph (.6); ALGX-Corvis regulatory issues (.6); teleconference re same (.4).	2.40	500.00	1,200.00
8/29/2003	EJB	Manage [regulatory issues] project (.3).	0.30	425.00	127.50
8/29/2003	HNM	Assist in evaluating [regulatory issues, strategy] (2.0).	2.00	290.00	580.00

Date	Initials	Description	Hours	Rate	Amount
8/29/2003	JMB	Identify and analyze [materials re regulatory issues] (2.6); telephone conference with J. Patrick staff of PA PUC re [materials re regulatory issues] and with R. Ragsdale of Verizon re [materials re regulatory issues] (.1); draft and transmit brief update e-mail to J. Gockley (.1); review [materials re regulatory issues, strategy] (.4); review applicability of FCC BA/GTE merger conditions to export agreements from one state to another (.2); review substantive provisions of [materials re regulatory issues, strategy] (1.0); prepare memorandum including a synopsis of [materials re regulatory issues, strategy] (.8).	5.20	310.00	1,612.00
8/29/2003	MPD	Review [materials re regulatory issues] (.6).	0.60	310.00	186.00
8/29/2003	PHN	Search for and review [materials re regulatory issues] (5.0); prepare sections of memo to client summarizing findings (.8).	5.80	290.00	1,682.00
8/29/2003	PJD	Prepare/send memo re state proceedings (1.5).	1.50	360.00	540.00
8/29/2003	RFC	Review [materials re regulatory issues] (5.0); prepare analysis of same (1.0).	6.00	335.00	2,010.00
8/31/2003	RFC	Review [materials re regulatory issues] (.6); prepare analysis re same (1.0).	1.60	335.00	536.00
9/17/2003	HNM	Review [materials re regulatory issues] (1.0).	1.00	290.00	290.00
9/18/2003	ADL	Teleconferences with K. Joseph (.6); [regulatory issues] (.3); teleconference with M. Tresnowski (.4); follow up on R. Holland teleconference (.5).	1.80	500.00	900.00
9/18/2003	EJB	Review RBOC's motion to transfer appeal of Triennial Review and Court Order re opposition (.1); advise client re same (.1).	0.20	425.00	85.00

Date	Initials	Description	Hours	Rate	Amount
9/18/2003	HJB	Review RBOC Motion to Stay Triennial Review Order filed in DC Circuit (1.0); begin draft of Opposition to Motion to Stay (3.0).	4.00	330.00	1,320.00
9/18/2003	JLK	Discuss conversion to Special Regulatory Counsel with A. Lipman and prepare filings re same (.3).	0.30	470.00	141.00
9/18/2003	JMB	Research [materials re regulatory issues] (1.7);	1.70	310.00	527.00
9/18/2003	PJD	Set up call with B. Mitchell (.2).	0.20	360.00	72.00
9/18/2003	RMR	Consider challenge to FCC Triennial Review Order errata changes (.1); participate on conference call re same (.2); follow-up re same (.1); review recent ex partes (.1).	0.50	380.00	190.00
9/19/2003	ADL	Teleconferences with K. Joseph (.6); address possible combination issues (.3); TELRIC issues (.3).	1.20	500.00	600.00
9/19/2003	DDO	Legal research re petition to convert counsel (.5); review pleading rules re same (.5).	1.00	310.00	310.00
9/19/2003	HNM	Review [materials re regulatory issues] (2.5).	2.50	290.00	725.00
9/19/2003	JMB	Prepare and transmit memorandum to J. Gockley re Sprint agreement with SBC in Missouri (.5).	0.50	310.00	155.00
9/19/2003	PJD	Prepare BOC stay opposition (.5).	0.50	360.00	180.00
9/21/2003	JMB	Research and draft FCC Triennial review Stay petition on broadband errata revision (.8);	0.80	310.00	248.00
9/21/2003	PJD	Prepare opposition to BOC stay (.2).	0.20	360.00	72.00
9/22/2003	ADL	Teleconferences (4) with Allegiance/K. Joseph (.9); e-mails re same (.5); Qwest issues (.3); TELRIC (.4); Allegiance pleading (.4).	2.50	500.00	1,250.00
9/22/2003	DDO	Strategize re special regulatory counsel petition with J. Kiddoo (.6); review file and applicable orders re same (.9).	1.50	310.00	465.00

Date	Initials	Description	Hours	Rate	Amount
9/22/2003	EJB	Revise memo to J. Gockley re NJ opt-ins (.2).	0.20	425.00	85.00
9/22/2003	HNM	Prepare memo re Verizon - NJ interconnection agreements (2.5).	2.50	290.00	725.00
9/22/2003	JLK	Prepare motion to convert representation to special regulatory counsel (.3).	0.30	470.00	141.00
9/22/2003	JMB	Creaser additional agreements in Missouri and review agreements in TX, FL, and MO for possible amendments (.7); research and draft FCC Triennial review Stay petition on broadband errata revision (1.8).	2.50	310.00	775.00
9/22/2003	MWF	Attend conference call to discuss planning for appeal of FCC Triennial Review Order (1.0); review transfer and mandamus pleadings re same (1.0).	2.00	330.00	660.00
9/22/2003	PJD	Telephone call with K. Joseph, J. Strew, A. Lipman re BellSouth strategy (.2). Prepare/file letter to FCC re fiber (.7).	0.90	360.00	324.00
9/22/2003	RMR	Review joint opposition to ILEC motion to stay (.1); review motion for expedited transfer or dismissal of mandamus petition (.1); review draft opposition for motion for a stay (.1); review challenge to FCC errata action (.2).	0.50	380.00	190.00
9/23/2003	ADL	Teleconferences with R. Holland, K. Joseph (.9); merger issues (.7); TRO issues (.4).	2.00	500.00	1,000.00
9/23/2003	DDO	Review file re counsel fees and retention (.7); draft conversion to special regulatory counsel (1.0).	1.70	310.00	527.00
9/23/2003	EJB	Review and consider J. Gockley e-mail re [regulatory issues] (.2).	0.20	425.00	85.00

Date	Initials	Description	Hours	Rate	Amount
9/23/2003	FBO	Search [materials re regulatory issues] (.3); discuss [same] with R. Cohn (.1); check MD website for [materials re regulatory issues] (.3); telephone calls to MD PSC [re regulatory issues] (.3); telephone call to DC PSC to check [materials re regulatory issues] (.2).	1.20	125.00	150.00
9/23/2003	JLK	Prepare petition and supporting affidavit to convert to Special Regulatory Counsel (.8).	0.80	470.00	376.00
9/23/2003	JMB	Review [materials re regulatory issues] provided by J. Gockley (.1); draft update to J. Gockley re [regulatory issues] (.2); draft FCC stay petition contesting legality of FCC broadband unbundling rules (2.2).	2.50	310.00	775.00
9/23/2003	PJD	Update re BellSouth ex parte (.1); prepare/file opposition to BOC motion for stay (1.1).	1.20	360.00	432.00
9/23/2003	RFC	Research [materials re regulatory issues] (.5).	0.50	335.00	167.50
9/23/2003	RM	Research Federal, 8th Circuit and DC Circuit Court of Appeals rules (.3); draft and edit filing transmittal letters to the 8th Circuit Court of Appeals and the DC Circuit Court of Appeals (.7); research re [materials re regulatory issues] (.8); [materials re regulatory issues] (.6); [materials re regulatory issues] (.6).	3.00	130.00	390.00
9/23/2003	RMR	Conference call re Triennial Review Order filings (.3); review RBOC response to motion to deny (.2).	0.50	380.00	190.00
9/24/2003	ADL	Teleconferences with R. Holland, M. Tresnowski (.6); draft Allegiance pleading (.4); teleconference with K. Joseph (.2); review TELRIC issues (.1).	1.30	500.00	650.00
9/24/2003	DDO	Draft petition to convert to special regulatory counsel (1.0).	1.00	310.00	310.00

Date	Initials	Description	Hours	Rate	Amount
9/24/2003	EJB	Advise J. Gockley re [regulatory issues] (.2).	0.20	425.00	85.00
9/24/2003	HNM	Review [materials re regulatory issues] (1.2).	1.20	290.00	348.00
9/24/2003	JMB	Prepare response to J. Gockley inquiry re [regulatory issues] (.2); review and revise FCC triennial review broadband stay petition, draft arguments re technological neutrality, and incongruity between Triennial review and FCC Section 706 reports (2.2).	2.40	310.00	744.00
9/24/2003	MWF	Follow-up related to coordination of appeals of FCC Triennial Review Order (.2).	0.20	330.00	66.00
9/24/2003	PJD	Prepare draft stay opposition (.5).	0.50	360.00	180.00
9/24/2003	PJD	Attention to economic consultant issue (.2).	0.20	360.00	72.00
9/24/2003	RM	Research re [regulatory issues] (1.2); telephone calls to/from FL Commission re same (.3); research and telephone calls to NJ Commission re same (1.5).	3.00	130.00	390.00
9/25/2003	ADL	TELRIC, TRO issues (.3); e-mails re same (.2); notes re Allegiance strategy (.2).	0.70	500.00	350.00
9/25/2003	DDO	Strategize re petition to convert with J. Kiddoo (.3); draft affidavit re same (.5).	0.80	310.00	248.00
9/25/2003	JLK	Attend to client billing, fee petition, motion to convert to special regulatory counsel (.8).	0.80	470.00	376.00
9/25/2003	JMB	Research [regulatory issues] (.4); review available agreements and determine [regulatory issues] (1.0); review and revise draft FCC triennial review broadband stay petition, incorporate client revisions, prepare document for filing (1.7).	3.10	310.00	961.00
9/25/2003	PJD	Prepare/send draft stay petition (1.0).	1.00	360.00	360.00
9/25/2003	RMR	Review drafts of stay motion; review other petition for stay matters (.2).	0.20	380.00	76.00

Date	Initials	Description	Hours	Rate	Amount
9/26/2003	ADL	Review K. Joseph issues (.4); teleconferences (2) with K. Joseph (.3); TELRIC/TRO issues (.7).	1.40	500.00	700.00
9/26/2003	DDO	Revise affidavit re conversion to special counsel (1.2).	1.20	310.00	372.00
9/26/2003	FBO	Search and copy [materials re regulatory issues] (2.0); telephone calls and fax to MO PSC [materials re regulatory issues] (.1).	2.10	125.00	262.50
9/26/2003	HJB	Research 8th Circuit irreparable harm cases for Motion to Stay Broadband Rules (2.7); draft questions for affidavit preparation (1.3); research 8th Circuit rules and FCC Broadband Orders (1.5).	5.50	330.00	1,815.00
9/26/2003	JLK	Prepare petition and affidavit, updated conflict check re conversion to Special Regulatory Counsel and prepare memorandum to A. Terry re same (.9).	0.90	470.00	423.00
9/26/2003	JMB	Research [regulatory issues] (.4); prepare and transmit update to J. Gockley re [regulatory issues](.1); research [regulatory issues] (.2); Research and drat arguments for merits section of petition for stay of FCC Triennial review broadband rules in eighth circuit. (.7).	1.40	310.00	434.00
9/26/2003	PJD	Prepare petition for stay (.3). Analysis of TELRIC NPRM (.6).	0.90	360.00	324.00
9/26/2003	RM	Telephone call from FL Commission re [regulatory issues] (.2); research re [regulatory issues] (.4); telephone calls to PA Commission re same (.2); research re [regulatory issues] (.5); telephone calls to MA Commission (.2).	1.50	130.00	195.00
9/26/2003	RMR	Review stay motion (.3).	0.30	380.00	114.00

Date	Initials	Description	Hours	Rate	Amount
9/28/2003	JMB	Research and draft arguments for merits section of petition for stay of FCC Triennial review broadband rules in eighth circuit (.7).	0.70	310.00	217.00
9/29/2003	ADL	TELRIC issue (.2); teleconference with R. Holland (.6); review regulatory issues re target (.7); teleconference re same (.1).	1.60	500.00	800.00
9/29/2003	FBO	Review [materials re regulatory issues] (1.2); order copies of [materials re regulatory issues] (0.2); search, download and print [materials re regulatory issues] (3.7).	5.10	125.00	637.50
9/29/2003	JMB	Review [materials re regulatory issues] (.1); review [materials re regulatory issues] (.2); provide J. Gockley updates re [regulatory issues] (.2); research and draft arguments for merits section of petition for stay of FCC Triennial review broadband rules in eighth circuit (1.7).	2.20	310.00	682.00
9/29/2003	PJD	Prepare stay motion to 8th Cir. (1.0); appeal conference call (.2). Analysis of TELRIC issues (.3).	1.50	360.00	540.00
9/29/2003	RM	Telephone call to/from MA Commission re [regulatory issues] (.1).	0.10	130.00	13.00
9/30/2003	ADL	Teleconferences with K. Joseph, L. Strickling (.6); answer R. Holland inquiry (.4); follow up re call (.2); TELRIC issues (.2).	1.40	500.00	700.00
9/30/2003	FBO	Search, download and print [materials re regulatory issues] (3.7).	3.70	125.00	462.50
9/30/2003	JLK	Prepare draft petition and affidavit re conversion to Special regulatory Counsel (.9).	0.90	470.00	423.00

Date	Initials	Description	Hours	Rate	Amount
9/30/2003	JMB	Prepare response to J. Gockley re [materials re regulatory issues] (.1); research [materials re regulatory issues] (1.1); draft merits section of DC Circuit petition to stay FCC broadband rules (.9).	2.10	310.00	651.00
9/30/2003	PJD	Prepare motion for stay (1.0). Attention to TELRIC proceeding/economist issue (.3).	1.30	360.00	468.00
10/15/2003	ADL	Qwest issues (.4); Qwest response (.5); Allegiance reply (.4); note re same (.3); Corvis issues (.2).	1.80	500.00	900.00
10/15/2003	RWD	Research re NY PSC VoIP proceeding (.4); advise client re same (.1).	0.50	260.00	130.00
10/16/2003	ADL	Teleconferences (2) with M. Tresnowski (.7); Qwest issues (.4); address new proposal re regulatory issue (.6); TRO issues (.3).	2.00	500.00	1,000.00
10/16/2003	HJB	Review [materials re regulatory issues] (.3); phone conversation with D. Sussman (.2).	0.50	330.00	165.00
10/17/2003	ADL	Qwest issues (.8); teleconferences with M. Tresnowski, et al (.3); Corvis issues; (.2); compare same (.2); TRO issue (.1).	1.60	500.00	800.00
10/17/2003	JLK	Correspondence to/from A. Terry re conversion motion and affidavit and review A. Terry changes to same (.6).	0.60	470.00	282.00
10/17/2003	PJD	Attention to economist issue and revise engagement letter (.3)	0.30	360.00	108.00
10/17/2003	PJD	Review briefing proposals (.2).	0.20	360.00	72.00
10/20/2003	ADL	Teleconference with A. Terry (.2); teleconferences (2) with J. Kiddoo (.4); answer inquiries re regulatory issues (.6); Qwest issues (.3).	1.50	500.00	750.00
10/20/2003	BMM	Review updated filings in docket (.1); revise initial filings pursuant to 10/6/03 order (.1).	0.20	260.00	52.00

Date	Initials	Description	Hours	Rate	Amount
10/20/2003	JLK	Telephone call with A. Terry re Winstar, Network Plus and other cases using management agreement transition mechanism (.6); research and send copies of sample agreements, APAs and sale orders to A. Terry and B. Stachiw (.8).	1.40	470.00	658.00
10/20/2003	RMR	Consider [regulatory issues] (.1); consider briefing schedule and facts (.1).	0.20	380.00	76.00
10/21/2003	ADL	Teleconference with J. Kiddoo (.3); A. Terry/M. Tresnowski inquiry (.3); Qwest issue and notes re same (.4).	1.00	500.00	500.00
10/21/2003	BMM	Research state transfer of assets and transfer of control requirements (4.1); review oppositions for Motion for Stay (.1).	4.20	260.00	1,092.00
10/21/2003	JLK	Correspondence to/from A. Terry re draft APA and management agreement, retention motion and affidavit, and send copies of sample agreements, sale orders to A. Terry and M. Stachiw (.7).	0.70	470.00	329.00
10/21/2003	MPD	Review BellSouth petition for reconsideration and consider response to same (.2).	0.20	310.00	62.00
10/21/2003	PJD	Prepare reply to opposition to stay motion (.5).	0.50	360.00	180.00
10/21/2003	RMR	Consider issues re USCA Triennial Review Order brief (.2); review FCC and ILEC response to stay (.3).	0.50	380.00	190.00
10/22/2003	ADL	Conferences (2) with M. Tresnowski (.5); R. Holland (.3); teleconference with J. Kiddoo (.2); review Allegiance presentation re Qwest/Corvis/S (.6); address new issues (.2); answer R. Holland issues (.4); K. Joseph inquiry (.2).	2.40	500.00	1,200.00
10/22/2003	BMM	Revise chart re state transfer of assets and transfer of control requirements (1.7).	1.70	260.00	442.00

Date	Initials	Description	Hours	Rate	Amount
10/22/2003	HJB	Draft Impairment Analysis was Arbitrary section (3.1) and FTTH Rules are Vague and Overbroad section of Reply to RBOC/FCC Opposition to Motion to Stay FCC Broadband Rules (1.0).	4.10	330.00	1,353.00
10/22/2003	JLK	Review Kirkland retention checklist and suggested changes to draft retention petition and supporting affidavits, revise same, and provide supporting materials to A. Terry (1.8); telephone call with M. Stachiw re utility contract transition issues (.4); telephone call with H. Revill re invoice reconciliation (.3); prepare chart of state requirements for transfer of assets and transfer of control and send same to A. Terry and M. Stachiw (.6).	3.10	470.00	1,457.00
10/22/2003	MPD	Review BellSouth, SureWest and Internet association petitions for reconsideration of TRO (.2).	0.20	310.00	62.00
10/22/2003	MRB	Followup re conflicts check for OCP retention (.5).	0.50	165.00	82.50
10/22/2003	RMR	Work on Triennial Review Order issues and state report (.1).	0.10	380.00	38.00
10/23/2003	ADL	Review and comment on M. Tresnowski inquiry (.8); TELRIC issues (.2); answer inquiry re Trust (.4).	1.40	500.00	700.00
10/23/2003	PJD	Prepare opposition to BellSouth TRO reconsideration petition (.5).	0.50	360.00	180.00
10/23/2003	RMR	Review and comment on response to Verizon intercarrier compensation ex parte (.3).	0.30	380.00	114.00
10/24/2003	ADL	Teleconferences (2) with R. Holland (.7); teleconferences (2) with L. Strickling (.4); meeting with K. Joseph (.6); address access issues (.3); VoIP termination issues (.5); prepare for conference call (.3); conference call (.8); follow up (.4).	4.00	500.00	2,000.00

Date	Initials	Description	Hours	Rate	Amount
10/24/2003	MPD	Review BellSouth petitions for reconsideration and forbearance and strategize response to same (.2).	0.20	310.00	62.00
10/24/2003	MRB	Review of monthly invoice in preparation for fee application (.5).	0.50	165.00	82.50
10/24/2003	PJD	Prepare reply to opposition to motion for stay (.5).	0.50	360.00	180.00
10/24/2003	PJD	Attention to economist issues (.2).	0.20	360.00	72.00
10/24/2003	RMR	Participate in conference call re VoIP (.8); review draft ES-PRI contracts (1.0).	1.80	380.00	684.00
10/24/2003	RMR	Review and comment on draft reply to opposition to stay of Triennial Review Order FTTH (.3).	0.30	380.00	114.00
10/24/2003	RWD	Teleconference with L. Strickling re VoIP issues in FL (.2); research re FL VoIP legislation and NY PSC activities re same (.3).	0.50	260.00	130.00
10/25/2003	ADL	Follow up questions re Corvis deal (.7); teleconference re same (.3); follow up on R. Holland inquiry (.4).	1.40	500.00	700.00
10/26/2003	PJD	Prepare reply to opposition to motion for stay (.5).	0.50	360.00	180.00
10/27/2003	ADL	Follow up re M. Tresnowski call (.6); mark up VoIP materials (.3); e-mail re same (.2); teleconference with R. Holland (.4); teleconference re Corvis interests (.7); review open regulatory issues (.1).	2.30	500.00	1,150.00
10/27/2003	BMM	Prepare Reply to Oppositions to Motion for Stay (.7).	0.70	260.00	182.00
10/27/2003	JLK	Review and revise draft retention petition and supporting affidavit, expanded conflict check and prepare memorandum to L. Chuplygina (Kirkland) re same (1.7).	1.70	470.00	799.00
10/27/2003	MPD	Prepare response to petitions for reconsideration of TRO (1.0).	1.00	310.00	310.00
10/27/2003	PJD	Prepare comments re BellSouth reconsideration (.5).	0.50	360.00	180.00

Date	Initials	Description	Hours	Rate	Amount
10/27/2003	PJD	Prepare reply to opposition to motion for stay (.2).	0.20	360.00	72.00
10/27/2003	PJD	Attention to economist issue (.1).	0.10	360.00	36.00
10/27/2003	RMR	Work on reply to opposition to FTTH stay (.2).	0.20	380.00	76.00
10/27/2003	RMR	Work on enhanced services agreement draft (1.0); begin review of revisions (.2).	1.20	380.00	456.00
10/28/2003	ADL	Teleconference with R. Holland (.7); Qwest/Corvis issues (.6); answer inquiries (.5).	1.80	500.00	900.00
10/28/2003	BMM	Finalize and file Reply to Oppositions to Motion for Stay (1.0).	1.00	260.00	260.00
10/28/2003	HJB	Research [regulatory issue] (2.0); draft fiber-to-multiunit section of Opposition to BellSouth Petition for Reconsideration (1.6); supplement fiber-to-the curb section (1.2).	4.80	330.00	1,584.00
10/28/2003	MPD	Prepare response to BellSouth petition for reconsideration of TRO (.8).	0.80	310.00	248.00
10/28/2003	PJD	Prepare opposition to BellSouth new petition (1.0).	1.00	360.00	360.00
10/28/2003	PJD	Prepare (.3) and file reply to opposition for motion to stay (.3).	0.60	360.00	216.00
10/28/2003	RMR	Review and comment on revised Enhanced Services Addendum (.4).	0.40	380.00	152.00
10/28/2003	RMR	Review and revise draft reply to motion to reconsider Triennial Review Order (.3).	0.30	380.00	114.00
10/29/2003	ADL	Teleconference with M. Tresnowski (.3); Qwest/Corvis issues (.6); answer inquiries (.4); L. Strickling issues (.2).	1.50	500.00	750.00
10/29/2003	JMB	Review and revise draft opposition to BellSouth reconsideration petitions at FCC (.1).	0.10	310.00	31.00
10/29/2003	MPD	Revise opposition to petitions for reconsideration of TRO (.5).	0.50	310.00	155.00
10/29/2003	MRB	Initial draft of monthly fee application (.3).	0.30	165.00	49.50

Date	Initials	Description	Hours	Rate	Amount
10/29/2003	PJD	Update TRO ex partes and prepare opposition to BellSouth reconsideration petition (.8).	0.80	360.00	288.00
10/29/2003	PJD	Prepare TELRIC comments; (.3) attention to economist issues (.1).	0.40	360.00	144.00
10/29/2003	RMR	Work on reply to ILEC motion for reconsideration of Triennial Review Order (.5).	0.50	380.00	190.00
10/30/2003	ADL	Review and comment on new Qwest/Corvin proposals (.9); prepare for meeting (.5); teleconferences (2) re same (.4).	1.80	500.00	900.00
10/30/2003	BMM	Prepare material for briefing schedule of consolidated cases (.1).	0.10	260.00	26.00
10/30/2003	JLK	Revise draft retention petition and supporting affidavit and correspondence to/from L. Chuplygina (Kirkland) re same (.9); review draft APA (.4).	1.30	470.00	611.00
10/30/2003	PJD	Prepare statement of issues (.3); attention to appeal procedures (.2).	0.50	360.00	180.00
10/31/2003	ADL	Review Allegiance pleading and comment on same (.7); Qwest issues (.3); Corvis issues (.3); prepare for call (.2).	1.50	500.00	750.00
10/31/2003	CDJ	Research and obtain statement of issue re USTA vs. FCC (1.0).	1.00	125.00	125.00
10/31/2003	JLK	Review revised draft APA and management agreement and discuss timing of process with A. Terry (1.3).	1.30	470.00	611.00
10/31/2003	PJD	Prepare statement of issues (.4); prepare opposition to BellSouth forbearance petition (.6).	1.00	360.00	360.00
10/31/2003	RMR	Consider Triennial Review Order brief issues (.2).	0.20	380.00	76.00
11/6/2003	ADL	Address TELRIC issue (.3); answer TRO issues (.4); follow up on Qwest/Corvis issues (.7); comments (.1).	1.50	500.00	750.00

Date	Initials	Description	Hours	Rate	Amount
11/6/2003	CW	Conference call with client re J. Kiddoo re revisions to various provisions of management agreement (1.1); draft further revisions to agreement (1.7).	2.80	465.00	1,302.00
11/6/2003	JLK	Correspondence to/from L. Chuplygina (Kirkland) re retention issues (.3); telephone call with A. Terry re Management Agreement (1.1); finalize changes to retention affidavit, execute, and send to L. Chuplygina (.8).	2.20	470.00	1,034.00
11/6/2003	MRB	Fee application preparation (1.2).	1.20	165.00	198.00
11/6/2003	MRB	Obtain submissions in FCC 01-338 (.1).	0.10	165.00	16.50
11/6/2003	PJD	Prepare/file opposition to BellSouth reconsideration TRO (.3); attention to appeal issues, joint brief (.3).	0.60	360.00	216.00
11/6/2003	PJD	Prepare TELRIC comments (.1).	0.10	360.00	36.00
11/6/2003	PJM	Ongoing monitoring of state activity associated with Triennial Review implementation proceedings (.5).	0.50	260.00	130.00
11/6/2003	RMR	Work on briefing proposal for USCA and motion re same (.2).	0.20	380.00	76.00
11/7/2003	ADL	Review and comment on regulatory documents (.4); FCC issue (.3); e-mails re same (.1).	0.80	500.00	400.00
11/7/2003	CW	Revise Management Agreement (.8); review Asset Purchase Agreement for interrelated provisions (.8); email to A. Terry (Allegiance) re same (.2); review subsidiary structure chart (.2).	2.00	465.00	930.00
11/7/2003	HJB	Review Joint CLEC briefing proposal (.8); research definition of residential/mass market issue (1.2); draft Proposal for Separate Brief for Triennial Review appeal (1.9).	3.90	330.00	1,287.00

Date	Initials	Description	Hours	Rate	Amount
11/7/2003	JLK	Review and revise draft management Agreement and consider structure of operating subsidiaries in relation to same (.7); review and revise draft APAs re transition proposals, divestiture structure (1.7); review memorandum from L. Chuplygina re US Trustee request for additional affidavit (.2); telephone call to A. Terry re MPower, representation issues (.2).	2.80	470.00	1,316.00
11/7/2003	MRB	Obtain federal record citation for UNE Order FCC 03-227 Errata (.1).	0.10	165.00	16.50
11/7/2003	MRB	Research and obtain comments and oppositions filed in FCC Docket 01-338 (.2).	0.20	165.00	33.00
11/7/2003	PJD	Prepare TELRIC comments (.2).	0.20	360.00	72.00
11/7/2003	PJD	Attention to economic consultant issues (.2).	0.20	360.00	72.00
11/7/2003	PJD	Prepare TRO brief (.5).	0.50	360.00	180.00
11/7/2003	RMR	Work on strategy and joint pleading re briefing (.3).	0.30	380.00	114.00
11/7/2003	URP	Review Verizon's Petition for Forbearance in Section 271 (.3).	0.30	310.00	93.00
11/9/2003	ADL	Review court documents (.7); comment on same (.4); draft note (.2); Qwest/Corvis issues (1.5).	2.80	500.00	1,400.00
11/10/2003	ADL	Review and comment on Allegiance documents (1.3); draft statements (1.4); teleconference re same (.3).	3.00	500.00	1,500.00

Date	Initials	Description	Hours	Rate	Amount
11/10/2003	JLK	Review and revise latest drafts of C and Q APAs (.8); telephone call with L. Chuplygina re supplemental affidavit requested by US Trustee and Creditor's Committee and review and revise same (1.4); telephone call to P. Rohrbach re management agreement and correspondence to A. Terry re same (.2).	2.40	470.00	1,128.00
11/10/2003	JWS	Prepare joint briefing proposal for filing at DC Circuit (.8).	0.80	325.00	260.00
11/10/2003	MRB	Obtain comments and submissions in 01-338 (.1).	0.10	165.00	16.50
11/10/2003	PJD	Prepare TELRIC comments (.1).	0.10	360.00	36.00
11/10/2003	PJD	Prepare motion to court re intervenor brief (.8).	0.80	360.00	288.00
11/10/2003	PJM	Update Triennial Review tracking chart to reflect recent state activity(.5).	0.50	260.00	130.00
11/10/2003	RMR	Work on USCA negotiation on joint briefs (.2).	0.20	380.00	76.00
11/10/2003	URP	Review Verizon's forbearance petition in 271 proceeding (.2).	0.20	310.00	62.00
11/11/2003	ADL	Review and revise court pleadings (.7); note re same (.2); teleconference re Mpower issue (.6); review documents (.4).	1.90	500.00	950.00
11/11/2003	CW	Review emails from client re management agreement (.3); telephone call with A. Terry re same (.3); revise management agreement provisions (.5); review client changes to same (.4).	1.50	465.00	697.50
11/11/2003	HJB	Review HTBC Comments re BellSouth Petition for Reconsideration of Triennial Review Order (.4).	0.40	330.00	132.00

Date	Initials	Description	Hours	Rate	Amount
11/11/2003	JLK	Review A. Terry revised draft of Management Agreement and discuss same with A. Terry (.8); telephone call with P. Rohrbach (Q) re management agreement (.1); revise draft management agreement and review Q form of management agreement and send comparison of same to A. Terry (2.5); review correspondence from L. Chuplygina to Trustee and respond to same (.2).	3.60	470.00	1,692.00
11/11/2003	PJD	Prepare TELRIC comments (.2).	0.20	360.00	72.00
11/11/2003	PJD	Prepare reply re BellSouth TRO reconsideration (.7).	0.70	360.00	252.00
11/11/2003	PJM	Update state Triennial Review Report to reflect updated procedural schedules and discovery response dates (1.0).	1.00	260.00	260.00
11/12/2003	ADL	Review court documents (.7); edit same (.4); Qwest/Corvis/M issues (.5); comment re M Plan (.2).	1.80	500.00	900.00
11/12/2003	CDJ	Research and obtain reply of ILEC'S to briefing schedules proposed by FCC, State and CLECs (.5).	0.50	125.00	62.50
11/12/2003	CDJ	Research and obtain FCC 03-36 (UNE Order) Federal Register posting re corrections to Triennial Order (.1).	0.10	125.00	12.50
11/12/2003	CW	Review Qwest form of management agreement (.7); compare with prior versions (2); draft revisions to same and email to A. Terry (.6).	1.50	465.00	697.50
11/12/2003	HJB	Review Qwest, SBC, and Verizon Comments re BellSouth Petition for Reconsideration of Triennial Review Order (2.6).	2.60	330.00	858.00
11/12/2003	JLK	Review Q draft management services agreement (.3).	0.30	470.00	141.00

Date	Initials	Description	Hours	Rate	Amount
11/12/2003	PJM	Update State Triennial Review tracking chart to reflect numerous data requests issued by various parties and changes to procedural schedules (.6); teleconference with ALTs (.3).	0.90	260.00	234.00
11/13/2003	ADL	Review and comment on Mpower issues (.8); teleconference re Mpower issues (.2); Qwest/Corvis comparisons (.4); court document review (.5).	1.90	500.00	950.00
11/13/2003	CDJ	Research and obtain reply comments filed in Docket 01-338 (Triennial Review) (.2).	0.20	125.00	25.00
11/13/2003	CW	Emails from A. Terry re Qwest management (.2).	0.20	465.00	93.00
11/13/2003	JLK	Review latest drafts of APAs (Q & C) and draft disclosure statement (.4); telephone call with L. Chuplygina re US Trustee questions (.2); telephone call with S. Cohn re draft disclosure statement (.3); respond to A. Terry questions re transfer of liabilities per Section 2.5 of APA (.2).	1.10	470.00	517.00
11/13/2003	MRB	Fee application preparation (.5).	0.50	165.00	82.50
11/13/2003	PJD	Telephone call with B. Mitchell and prepare TELRIC comments (.1).	0.10	360.00	36.00
11/13/2003	PJD	Prepare TELRIC comments (.1).	0.10	360.00	36.00
11/13/2003	PJD	Prepare broadband brief (.8).	0.80	360.00	288.00
11/13/2003	URP	Prepare comments in response to Verizon's petition for forbearance from 271 obligations (.3).	0.30	310.00	93.00
11/14/2003	ADL	Address Mpower issues (.3); review and comment on draft (.7); regulatory issues (.5); note re same (.1).	1.60	500.00	800.00
11/14/2003	CW	Telephone call with A. Terry re management agreements (.4); review and revise Qwest management agreement (1.1).	1.50	465.00	697.50

Date	Initials	Description	Hours	Rate	Amount
11/14/2003	JLK	Review A. Terry changes/questions re Q draft Management Agreement and telephone call with A. Terry re same (1.9); telephone call with L. Chuplygina re conflict update and correspondence re same (.5); compare Allegiance draft Management Agreement against Q draft and send same to P. Rohrbach (.5).	2.90	470.00	1,363.00
11/14/2003	JWS	Confer with firm attorneys to discuss strategy for DC Circuit appeal, state TRO proceedings (.2).	0.20	325.00	65.00
11/14/2003	MPD	Consider status of TRO appeals, state implementation proceedings and related matters (.9); strategize responses to data requests directed to all certificated carriers in multiple jurisdictions (.9).	1.80	310.00	558.00
11/14/2003	PJD	Prepare opposition to forbearance petition (.5).	0.50	360.00	180.00
11/14/2003	PJD	Prepare TRO reconsideration reply comments (.5).	0.50	360.00	180.00
11/14/2003	RMB	Review, comment on joint CLEC proposal for appellate briefs (.1).	0.10	450.00	45.00
11/14/2003	RMR	Work on appellate brief outline (.2); consider procedural issues and state proceedings (.1).	0.30	380.00	114.00
11/14/2003	URP	Prepare comments in response to Verizon's petition for forbearance from 271 obligations (1.0).	1.00	310.00	310.00
11/16/2003	RMR	Draft reply comments on Triennial Review Order reconsideration petition (.2).	0.20	380.00	76.00
11/17/2003	ADL	Teleconferences (2) with R. Holland (.7); teleconference re Mpower issues (.3); court issues (.4); Mpower review (.6); TRO issues (.6).	2.30	500.00	1,150.00

Date	Initials	Description	Hours	Rate	Amount
11/17/2003	CDJ	Research and obtain reply comments filed in Docket 01-338 (Triennial Review) (.1); research for court order re Triennial Review (.1).	0.20	125.00	25.00
11/17/2003	ESF	Numerous calls with L. Chuplygina re supplemental disclosures and Lipman affidavit (.3); review materials re same (1.1); telephone call with M. Tom re Lipman declaration (.3); telephone call with J. Kiddoo and A. Lipman re same (.1); conference call with S. Jacob, M. Tom and P. Lustrin re same (.9); update J. Kiddoo re same (.1); revise Lipman declaration (1.7).	4.50	385.00	1,732.50
11/17/2003	HJB	Research record re FCC Triennial Review Order for Appellants' Broadband Brief in DC Circuit appeal (.7).	0.70	330.00	231.00
11/17/2003	JLK	Telephone call with L. Chuplygina re US Trustee questions and telephone call to M. Tom (UST) re same (.7); prepare supplemental disclosure affidavit for filing in bankruptcy court (representation of Mpower), send to L. Chuplygina and others at Kirkland and discuss same with bankruptcy counsel (2.9).	3.60	470.00	1,692.00
11/17/2003	JWS	Draft notice of appeal of TRO Errata, obtain copy of order setting briefing schedule (.3).	0.30	325.00	97.50
11/17/2003	PJD	Prepare/file TRO reconsideration reply comments (.5). Prepare TRO appeal brief (.3); conference call re same (.3).	1.10	360.00	396.00

Date	Initials	Description	Hours	Rate	Amount
11/17/2003	RMR	Work on reconsideration reply and finalize work on reconsideration reply and BellSouth forbearance (.3).	0.30	380.00	114.00
11/17/2003	SJ	Review various emails re retention of firm as special counsel and analysis of issues (.7); several conferences with E. Frejka and telephone conferences with J. Kiddoo re same (1.0); conference call with M. Tom, A. Lipman, E. Frejka re same (.8); review retention papers, J. Kiddoo affidavits, orders (1.3).	3.80	460.00	1,748.00
11/17/2003	URP	Finalize and transmit comments re opposition to Verizon's Petition for forbearance (.5).	0.50	310.00	155.00
11/18/2003	ADL	Mpower issues (.6); review draft (.7); calls re same (.4); A/T issues (.4); TELRIC issues (.6); notes (.3).	3.00	500.00	1,500.00
11/18/2003	CW	Review FCC rules for processing streamlined and non-streamlined applications (.3).	0.30	465.00	139.50
11/18/2003	ESF	Numerous calls with L. Chuplygina re supplemental disclosures and Lipman affidavit (.9); telephone call with P. Lustrin re Lipman declaration (.4); telephone call with J. Kiddoo re same (.4); confer with S. Jacob re same (.6); update J. Kiddoo re same (.4); revise J. Kiddoo affidavit (1.2); prepare for hearing (1.5); file declarations and supervise service (.4).	5.80	385.00	2,233.00

Date	Initials	Description	Hours	Rate	Amount
11/18/2003	JLK	Revise draft Lipman supplemental affidavit and discuss with bankruptcy counsel (.7); prepare memorandum to A. Terry re FCC approvals (.3); revise draft supplemental affidavit per L Chuplygina and circulate same (.5); finalize Kiddoo supplemental declaration and Lipman declaration for filing at bankruptcy court (.6); review Qwest and Corvis agreements and consider effect of asset sales of operating subsidiaries (.3).	2.40	470.00	1,128.00
11/18/2003	PJD	Prepare TRO brief (.3).	0.30	360.00	108.00
11/18/2003	PJD	Prepare TELRIC comments (.8); telephone call with B. Mitchell (.2).	1.00	360.00	360.00
11/18/2003	RMB	Review and revise signaling, broadband and FTTH sections of appeal brief (.6).	0.60	450.00	270.00
11/18/2003	RMR	Prepare for and participate on conference call with Allegiance re [regulatory issues] (1.0).	1.00	380.00	380.00
11/18/2003	RMR	Review BOC replies to opposition to petition for reconsideration (.3).	0.30	380.00	114.00
11/18/2003	RPD	Conference call with R. Holland, et al., re legal strategy relating to Bell/vendor lobbying efforts (.5).	0.50	390.00	195.00
11/18/2003	SJ	Review J. Kiddoo, E. Frejka emails and orders, affidavits (1.1); continue analysis of legal, disclosure issues (.6); telephone conference with J. Kiddoo and conferences with E. Frejka re same (.8).	2.50	460.00	1,150.00

Date	Initials	Description	Hours	Rate	Amount
11/19/2003	ADL	Review and comment on court documents (.9); teleconference re same (.3); regulatory comparative issues (.6); M issue (.4); Qwest issues (.4).	2.60	500.00	1,300.00
11/19/2003	CDJ	Research and obtain reply comments filed in Docket 01-338 (Triennial Review) (.4).	0.40	125.00	50.00
11/19/2003	ESF	Attend hearing re SBSF retention (2.8); review proposed order (.3); call with L. Chuplygina re same (.2); review preference/payment history re same (.4); confer with S. Jacob re same (.2); update J. Kiddoo re same (.1).	4.00	385.00	1,540.00
11/19/2003	JLK	Review transaction structures, effect on regulatory approvals (.2); telephone call with A. Terry re regulatory implications of operating asset purchase transaction structure and follow up with P. Rohrbach re same (.8).	1.00	470.00	470.00
11/19/2003	PJD	Prepare TELRIC comments (1.0).	1.00	360.00	360.00
11/19/2003	RPD	Conference with A. Lipman re [regulatory issue] (.1).	0.10	390.00	39.00
11/19/2003	SJ	Review draft retention order (.3); conferences telephone conferences with E. Frejka re hearing retention preference issues (.4); analysis of same (.8).	1.50	460.00	690.00
11/20/2003	ADL	Teleconferences (3) with R. Holland (.6); teleconferences with K. Joseph (.4); Allegiance-A/T issues (.3); Mpower issues (.5); review documents (.7); court filings (.7).	3.20	500.00	1,600.00

Date	Initials	Description	Hours	Rate	Amount
11/20/2003	HJB	Revise draft of Broadband section of Appellants' Brief for DC Circuit appeal (2.0); research DC Circuit case law re evidentiary support (1.4); draft Intermodal Competition section of Brief (1.2).	4.60	330.00	1,518.00
11/20/2003	JLK	Correspondence and telephone calls to/from A. Terry and M. Rosenstein (Hogan Hartson) re conference call to discuss regulatory approvals (.7); telephone call from D. Bonner re Mpower due diligence questions (.3); correspondence/telephone calls to/from A. Terry and G. Leeger and D. Starr re Mpower questions about NC and NJ certificates (.3); review retention order, fee application issues (.4); review latest draft APA (.8); conference call with P. Rohrbach, M. Rosenstein (Hogan Hartson) and A. Terry re regulatory applications, slamming notices, transition process/timing, management agreement, filing procedures set out in APA (1.7); telephone call with D. Bonner (Mpower) re NJ and NC certificates and send copy of NC certificate to D. Bonner (.4).	4.60	470.00	2,162.00
11/20/2003	JWS	Research need to file consolidation motion with notice of appeal of TRO Errata (.2).	0.20	325.00	65.00
11/20/2003	PJD	Prepare brief re broadband issues (1.0).	1.00	360.00	360.00
11/20/2003	RMB	Revise broadband and FTTH section of brief (.5).	0.50	450.00	225.00

Date	Initials	Description	Hours	Rate	Amount
11/20/2003	SJ	Continue analysis of preference issues and conference with E. Frejka re same, retention order (.6); review A. Lipman, J. Kiddoo, E. Frejka emails re same (.4).	1.00	460.00	460.00
11/21/2003	ADL	Review and comment on Qwest/Corvis/Mpower issues (1.0); teleconferences with M. Tresnowski, R. Holland, K. Joseph (.6).	1.60	500.00	800.00
11/21/2003	BPF	Confer re research for asset transfer (.1).	0.10	260.00	26.00
11/21/2003	CDJ	Research and obtain ex partes filed in Docket 01-338 (Triennial Review) (.1).	0.10	125.00	12.50
11/21/2003	CDJ	Research and obtain comments filed in Docket 01-338 (Triennial Review) re Verizon 271 Petition (.5).	0.50	125.00	62.50
11/21/2003	JLK	Telephone call with A. Terry re schedule for negotiations, disclosure list, list of necessary consents, Qwest responses re status of management agreement draft and regulatory filing procedures in APA (.4); research re required regulatory approvals (.8); prepare client invoice (.3); review draft management agreement, APA (1.2).	2.70	470.00	1,269.00
11/21/2003	JWS	Prepare notice of appeal of TRO Errata, Joint Motion to Consolidate with main TRO appeal (.5).	0.50	325.00	162.50
11/21/2003	MRB	Initial assistance in obtaining comments filed in FCC triennial review proceeding (.1).	0.10	165.00	16.50
11/21/2003	PJD	Prepare TRO brief (.5).	0.50	360.00	180.00
11/21/2003	PJD	Prepare TELRIC comments (.3).	0.30	360.00	108.00

Date	Initials	Description	Hours	Rate	Amount
11/21/2003	PTD	Conference with J. Kiddoo re potential transaction (.2); review and comment on asset purchase agreement (.3).	0.50	515.00	257.50
11/21/2003	RMB	Revise brief sections (.1); circulate draft and review drafts from other CLECs (.1).	0.20	450.00	90.00
11/21/2003	SJ	Review emails and conference with E. Frejka re retention issues (.4).	0.40	460.00	184.00
11/22/2003	ADL	Review regulatory issues (.6); teleconference with R. Holland (.4); teleconference with M. Tresnowski (.3); Mpower issues (.5); Qwest issues (.7); review documents (.3).	2.80	500.00	1,400.00
11/22/2003	BPF	Research regulatory requirements for transfer of assets to a certificate company (3.4).	3.40	260.00	884.00
11/22/2003	MPD	Update state implementation report (1.0).	1.00	310.00	310.00
11/22/2003	RMR	Review and comment on initial draft Triennial Review Order appellate brief (.3).	0.30	380.00	114.00
11/22/2003	URP	Review comments filed in Verizon's petition for forbearance under Section 271 (.2); conference with P. Donovan re same (.1).	0.30	310.00	93.00
11/23/2003	ADL	Review Qwest regulatory issues (.8); e-mails re same (.4); teleconferences (4) re same (.6); Mpower issues (.2); FCC pleadings (.4).	2.40	500.00	1,200.00
11/23/2003	CW	Review various revisions to management agreement (.7); revisions to same (.4); email to client re same (.2).	1.30	465.00	604.50

Date	Initials	Description	Hours	Rate	Amount
11/23/2003	JLK	Review Qwest revised management agreement and send copy of same to A. Terry (2.7); review Qwest revised draft APA (1.3); further revise draft management agreement and send to P. Rohrbach and M. Rosenstein (Hogan Hartson) (.4).	4.40	470.00	2,068.00
11/24/2003	ADL	Teleconferences (5) with Qwest (1.7); review drafts (.6); [regulatory] issues (.2); FCC issues (.3).	2.80	500.00	1,400.00
11/24/2003	BPF	Teleconference with Qwest attorneys re state regulatory approvals for proposed transaction (.8); research state regulatory approvals for proposed asset transfer (1.4); teleconference with TX PSC staff re regulatory requirements for asset transfer (.2).	2.40	260.00	624.00
11/24/2003	CDJ	Obtain Covad Motion to Amend Briefing Schedule and FCC Opposition to Covad's Motion (.1).	0.10	125.00	12.50
11/24/2003	JLK	Prepare memorandum to P. Rohrbach and M. Rosenstein re state approvals, MSA (.2); telephone call with M. Rosenstein re MSA changes (.5); conference call with M. Rosenstein and Y. Dory re list of state approvals and research re state application requirements (1.2); prepare memorandum to A. Terry, M. Tresnowski, Kirkland & Ellis re draft MSA and state approval schedules (.4).	2.30	470.00	1,081.00
11/24/2003	JWS	Prepare notice of appeal for TRO Errata and Joint Motion to Consolidate for filing (.2).	0.20	325.00	65.00
11/24/2003	PJD	Prepare TRO brief, conference call (.5); prepare brief (.3).	0.80	360.00	288.00

Date	Initials	Description	Hours	Rate	Amount
11/24/2003	PTD	Review and comment on draft asset purchase agreement (.3); telephone call with A. Lipman (.2).	0.50	515.00	257.50
11/24/2003	RMB	Revisions to appeal brief (.4); conference call with other CLEC counsel re same (.3).	0.70	450.00	315.00
11/24/2003	RMR	Work on USCA petition brief (.5); conference call re same (.5).	1.00	380.00	380.00
11/25/2003	ADL	Review Qwest issues (.9); answer multiple inquiries (.4); M/C issues (.3); court documents (.2); TRO issues (.1).	1.90	500.00	950.00
11/25/2003	BPF	Review and revise list of regulatory filings required for transaction (.4); obtain signed 13-state interconnection agreement with SBC (.8).	1.20	260.00	312.00
11/25/2003	CDJ	Obtain NY PSC's Motion for Reconsideration of Briefing Schedule (.1).	0.10	125.00	12.50
11/25/2003	JLK	Telephone call from D. Bonner re due diligence request, [regulatory issue] and research re same (.3); review latest Qwest draft MSA and correspondence to/from M. Rosenstein and A. Terry re changes to same (.7); review and revise Qwest list of state regulatory approvals and send same to M. Rosenstein and A. Terry (.8); telephone call with M. Rubenstein re term of Management Agreement, list of state approvals (.3).	2.10	470.00	987.00
11/25/2003	MPD	Update state TRO implementation report (1.0).	1.00	310.00	310.00
11/25/2003	MRB	Address fee application issues (.1).	0.10	165.00	16.50
11/25/2003	PJD	Prepare TRO brief (.5); conference call (.3).	0.80	360.00	288.00

Date	Initials	Description	Hours	Rate	Amount
11/25/2003	RMB	Conference call with CLEC counsel re appellate brief (.2); review and comment on draft of same (.2).	0.40	450.00	180.00
11/26/2003	ADL	Review new Corvis issues (.7); teleconference re same (.4); teleconference re Qwest issues (.3); Qwest drafts (.6); Qwest issues (.3); TELRIC-TRO issues (.2).	2.50	500.00	1,250.00
11/26/2003	AJT	Review Corvis and Qwest Asset Purchase Agreements [re regulatory issues] (1.2); draft e-mail correspondence re [same] (.8).	2.00	305.00	610.00
11/26/2003	CDJ	Research and obtain ex partes filed in Docket 01-338 (Triennial Review) (.1).	0.10	125.00	12.50
11/26/2003	EJB	Conference call with CLEC counsel re appeal of triennial review order (.3).	0.30	425.00	127.50
11/26/2003	HJB	Research re RBOC investment (.3); insert reference in Appellants' Brief for DC Circuit Triennial Review appeal re RBOC investment (.2); review updated draft of Brief (.5).	1.00	330.00	330.00
11/26/2003	JLK	Correspondence to/from A. Terry re MSA, open negotiating issues (.2); review memorandum from M. Tresnowski re status of Qwest and Corvis negotiations, expected timing (.1); correspondence to/from D. Bonner, M. Stachiw re Mpower due diligence, missing Allegiance interconnection agreement (.3); review latest draft MSA from M. Rosenstein and prepare memorandum to A. Terry re same (.6).	1.20	470.00	564.00

Date	Initials	Description	Hours	Rate	Amount
11/26/2003	MPD	Update state TRO implementation report (1.3).	1.30	310.00	403.00
11/26/2003	PJD	Prepare TRO brief (1.0).	1.00	360.00	360.00
11/26/2003	PTD	Review APA terms and telephone calls with R. Dick (.8).	0.80	515.00	412.00
11/26/2003	RMB	Conference call re revisions to appellate brief (.3).	0.30	450.00	135.00
11/26/2003	RMR	Review and comment on revised Triennial Review Order brief (.5).	0.50	380.00	190.00
11/26/2003	RPD	Review [provisions of] draft Qwest and Corvis agreements and advise J. Kiddoo re modifications (2.6).	2.60	390.00	1,014.00
11/27/2003	JLK	Review memorandum from M. Tresnowski re status of potential bids, litigation issues (.3).	0.30	470.00	141.00
11/28/2003	ADL	Review Corvis/Qwest drafts (.8); answer Corvis inquiries (.4); Qwest issues (.3); court documents (.6); review same (.7).	2.60	500.00	1,300.00
11/28/2003	HJB	Research re TELRIC effects on investment (.3); review FCC NPRM re TELRIC Rules (.2).	0.50	330.00	165.00
11/28/2003	JLK	Review memorandum from M. Tresnowski re status of potential bids, litigation issues (.4).	0.40	470.00	188.00
11/28/2003	PJD	Prepare TRO brief (.5).	0.50	360.00	180.00
11/29/2003	HJB	Research re economic commentary on TELRIC for FCC TELRIC Comments (.4).	0.40	330.00	132.00
11/29/2003	PJD	Prepare TRO brief (.3).	0.30	360.00	108.00
11/30/2003	PJD	Conference call re TRO brief (.3); edit brief (.3).	0.60	360.00	216.00

Date	Initials	Description	Hours	Rate	Amount
12/1/2003	ADL	Teleconference re FCC, court issues (.6); TRO issues (.3); Qwest/Corvis issues (.7); note re same (.1); teleconference re same (.2).	1.90	500.00	950.00
12/1/2003	EJB	Teleconference from J. Gockley re [regulatory issues] and follow-up re same (.3).	0.30	425.00	127.50
12/1/2003	EJB	Revise/finalize appeal brief re Triennial Review Order (.3).	0.30	425.00	127.50
12/1/2003	HJB	Research re state TELRIC proceedings for FCC TELRIC Comments (.4).	0.40	330.00	132.00
12/1/2003	JLK	Telephone call with A. Terry re status of potential bids, draft APAs and review memoranda/correspondence re same (.4).	0.40	470.00	188.00
12/1/2003	JMB	Review [regulatory issues] material from J. Gockley (.9); research federal court and state PUC cases re [regulatory issues](2.1); revise draft pleading re adoption of Sprint agreement in MD (.9); review MD procedural rules re filing petitions for approving interconnection agreements(.4).	4.30	310.00	1,333.00
12/1/2003	JWS	Prepare corporate disclosure statement for brief filing (.2).	0.20	325.00	65.00
12/1/2003	PJD	Prepare brief (1.3).	1.30	360.00	468.00
12/1/2003	PJD	Telephone call with B. Mitchell (.1).	0.10	360.00	36.00
12/1/2003	WMC	Attend FCC meeting re VoIP issues and prepare summary of same (1.0).	1.00	240.00	240.00
12/2/2003	ADL	Allegiance calls (.7); court documents (.3); Qwest/Corvis/Mpower issues (.3); TRO issues (.2).	1.50	500.00	750.00
12/2/2003	EJB	Revise MD petition for adoption of interconnection agreement (.7); teleconference with J. Gockley re same (.1).	0.80	425.00	340.00

Date	Initials	Description	Hours	Rate	Amount
12/2/2003	ESF	Review final form of retention order (.3); confer with J. Kiddoo re same (.1); telephone call and email with Debtor's counsel re same (.2).	0.60	385.00	231.00
12/2/2003	HJB	Research re recent RBOC investment plans (.4); draft TELRIC promotes investment and RBOC Unbundling Relief sections of Comments for FCC TELRIC proceeding (.3).	0.70	330.00	231.00
12/2/2003	JLK	Prepare fee application (.6); review and revise draft management services agreement for Corvis and prepare memorandum to A. Terry and J. Terry re same (.2).	0.80	470.00	376.00
12/2/2003	JMB	Research and draft petition for approval of agreement for adoption (4.0); telephone conference with J. Gockley re exhibits and review of draft pleading(.5).	4.50	310.00	1,395.00
12/2/2003	PJD	Prepare TELRIC comments (.6).	0.60	360.00	216.00
12/3/2003	ADL	Teleconferences (3) with R. Holland (.9); teleconferences with Creditors (.6); regulatory issues (.7); TRO issues (.3).	2.50	500.00	1,250.00
12/3/2003	EJB	Revise MD petition (1.0).	1.00	425.00	425.00
12/3/2003	ESF	Draft fee statements (3.0); exchange of emails with Debtors' counsel re retention order (.2).	3.20	385.00	1,232.00
12/3/2003	HJB	Work on developing issues and arguments for FCC TELRIC Comments (.7).	0.70	330.00	231.00
12/3/2003	JLK	Review latest APA and MSA (.4).	0.40	470.00	188.00
12/3/2003	JMB	Review and revise draft petition (2.0); prepare documents for filing with MD PSC (1.6).	3.60	310.00	1,116.00
12/3/2003	PJD	Attention to TRO appeal issues (.3).	0.30	360.00	108.00
12/4/2003	ADL	Address new XO issues (.5); teleconferences (3) with R. Holland (.6); FCC issues (.4); Mpower issues (.7); TELRIC (.7).	2.90	500.00	1,450.00

Date	Initials	Description	Hours	Rate	Amount
12/4/2003	HJB	Work on Supreme Court Affirmed TELRIC, Impairment, and RBOC Cost Recovery sections of FCC TELRIC Comments (.9).	0.90	330.00	297.00
12/4/2003	JLK	Review latest draft APAs and MSAs and correspondence re same (.9); review memorandum re status of transactions and negotiations, litigation options (.2).	1.10	470.00	517.00
12/4/2003	MRB	Review of August monthly fee statement (.1); prepared fee statement for September billings (.3); correspond with E. Frejka re reformatting monthly invoices (.3).	0.70	165.00	115.50
12/4/2003	PJD	Prepare TELRIC comments (.3).	0.30	360.00	108.00
12/5/2003	ADL	Review XO issues (1.0); teleconference with R. Holland (.4); Mpower/Corvis/Qwest (1.0); note re same (.2); R. Holland inquiries (.6).	3.20	500.00	1,600.00
12/5/2003	ESF	Exchange of emails with R. Britt re fee statements (.2).	0.20	385.00	77.00
12/5/2003	HJB	Work on Introduction, Lower Loop/Transport prices, and Promote Facilities-Based Competition sections of FCC TELRIC Comments (.9).	0.90	330.00	297.00
12/5/2003	MRB	Prepare October monthly fee statement (.4); correspond with E. Frejka re fee statements (.1).	0.50	165.00	82.50
12/5/2003	PJD	Conference call re appeal oral argument (.2).	0.20	360.00	72.00
12/5/2003	PJD	Prepare TELRIC comments (.6).	0.60	360.00	216.00
12/6/2003	HJB	Work on High Hurdle for New Pricing Standards and Lower UNE prices sections of draft of Comments for FCC TELRIC rulemaking (.8); supplement Supreme Court ruling and Triennial Review Order sections of draft (.4).	1.20	330.00	396.00

Date	Initials	Description	Hours	Rate	Amount
12/7/2003	ADL	Review multiple issues re Mpower/XO (2.2); teleconferences (3) with R. Holland (.8); answer inquiries (.2); review and comment on TRO briefs (3.0).	6.20	500.00	3,100.00
12/7/2003	HJB	Revise draft of Comments for FCC TELRIC proceeding (.3).	0.30	330.00	99.00
12/8/2003	ADL	Teleconferences (3) with R. Holland (.7); review and comment on e-mails (.4); Mpower issue (.6); XO issue (.6); review Allegiance documents (.5); review and comment on TRO strategy (1.0).	3.80	500.00	1,900.00
12/8/2003	EJB	Teleconference from G. Leeger re DC interconnection agreement petition and follow-up re same (.2).	0.20	425.00	85.00
12/8/2003	HJB	Work on RBOC Cost Recovery section of draft of Comments for FCC TELRIC proceeding (.4); review ALTS draft economist report (.3).	0.70	330.00	231.00
12/8/2003	JLK	Review management services agreements, APAs, status memoranda (.7).	0.70	470.00	329.00
12/8/2003	JMB	Prepare to file DC application for opt-in (.5); review DC PSC rules for approval of 252 (i) agreements (.5); review documents from G. Leeger re termination notice and 252(i) notice (.2).	1.20	310.00	372.00
12/8/2003	MRB	E-mail correspondence with E. Frejka re preparation of fee statements and reformatting of monthly invoices (.2); further review of monthly invoices (.3).	0.50	165.00	82.50
12/8/2003	PJD	Attention to High Tech Coalition amicus issue (.5).	0.50	360.00	180.00
12/8/2003	RPD	Coordinate collection of data re market shares, competitive overlap in possible transactions (.6); review and assess overlaps and prepare memorandum re same (1.3).	1.90	390.00	741.00

Date	Initials	Description	Hours	Rate	Amount
12/8/2003	WMC	Review AT&T petition for FCC forbearance from streamlined tariff filing procedures (.1); forward information re same to client (.1).	0.20	240.00	48.00
12/9/2003	ADL	Teleconferences (2) with R. Holland (.6); K. Joseph (.7); Qwest/Corvis issues (.5); teleconference re Mpower issues (.6); note re same (.1).	2.50	500.00	1,250.00
12/9/2003	EJB	Advise G. Leeger re response to Verizon-MD letter (.2).	0.20	425.00	85.00
12/9/2003	HJB	Review economist reports submitted by AT&T (.3); supplement draft of Comments for FCC TELRIC proceeding (.4); revisions to draft (.2).	0.90	330.00	297.00
12/9/2003	JLK	Review A. Terry memorandum re Qwest and Corvis APAs and changes to Management Services Agreement, review and revise same, and prepare memorandum to A. Terry, M. Tresnowski and Kirkland re changes to Corvis APA (2.6); review and revise draft Qwest MSA and prepare memorandum to A. Terry re use of draft for XO (.7).	3.30	470.00	1,551.00
12/9/2003	JMB	Review Verizon and ALGX documents re DC and MD 252(i) opt in (1.3).	1.30	310.00	403.00
12/9/2003	MRB	Followup re preparation of fee statements (.3).	0.30	165.00	49.50
12/9/2003	PJD	Prepare TELRIC comments (1.1).	1.10	360.00	396.00
12/9/2003	RPD	Review [materials re proposed transaction, strategy] (2.6).	2.60	390.00	1,014.00
12/10/2003	ADL	Review XO issues (.6); teleconferences with R. Holland (.8); answer inquiries (.7); regulatory issues (.3).	2.40	500.00	1,200.00
12/10/2003	HJB	Review Charles River Report (.4); draft section for FCC TELRIC Comments on Charles River Report recommendations (.5).	0.90	330.00	297.00

Date	Initials	Description	Hours	Rate	Amount
12/10/2003	JLK	Telephone call with A. Terry re draft Qwest Management Services Agreement and revise agreement and prepare memorandum to Qwest re same (.9); revise draft MSA and send to A. Terry for distribution to XO and Corvis (.8); correspondence to/from A. Terry, L. Weiner, re draft MSA (.9).	2.60	470.00	1,222.00
12/10/2003	MRB	Review of bills for prior months and assist in reformatting and preparation of monthly statements as Special Regulatory Counsel per court order (2.2).	2.20	165.00	363.00
12/10/2003	PJD	Prepare TELRIC comments (.3).	0.30	360.00	108.00
12/10/2003	RPD	Review [materials re regulatory issues] (.2).	0.20	390.00	78.00
12/11/2003	ADL	Teleconference with M. Tresnowski (.7); teleconference with R. Holland (.6); XO issues (.3); TRO issues (.4); notes (.2).	2.20	500.00	1,100.00
12/11/2003	HJB	Review additional AT&T economic analysis and FCC OPP paper on dynamic cost modeling (.3); research UNE imputation (.3); supplement draft of Comments for FCC TELRIC proceeding (.3).	0.90	330.00	297.00
12/11/2003	JLK	Review memorandum from M. Tresnowski re status of transactions, XO issues with Management Services Agreement (.2); telephone calls to/from L. Weiner (XO) re same (.2); telephone call with L. Weiner (XO) re Management Services Agreement (.7).	1.10	470.00	517.00
12/11/2003	JMB	Draft petition for adoption of Yipes agreement in Washington, DC (2.8).	2.80	310.00	868.00
12/11/2003	PJD	Update re FTTC status (.3).	0.30	360.00	108.00
12/11/2003	PJD	Prepare TELRIC comments (.7); teleconferences with B. Mitchell (.3).	1.00	360.00	360.00

Date	Initials	Description	Hours	Rate	Amount
12/12/2003	ADL	Teleconference with R. Holland (.3); teleconference with M. Tresnowski (.6); XO issues (.4); review open issues (.7); court documents (.3).	2.30	500.00	1,150.00
12/12/2003	EJB	Revise DC 252(i) petition and send to J. Gockley (.5).	0.50	425.00	212.50
12/12/2003	ESF	Review and revise ordinary course and special counsel invoices re confidentiality and in accordance with retention orders (3.3).	3.30	385.00	1,270.50
12/12/2003	HJB	Draft section re UNE imputation for draft of Comments for FCC TELRIC proceeding (.3); review comments from Charles River Associates (.1); conference call with clients re Comments (.2); revise draft of Comments (.3).	0.90	330.00	297.00
12/12/2003	JLK	Meeting with to A. Lipman re discussion with L. Weiner (XO) re regulatory concerns about management agreement concept and business issues, and telephone call to M. Tresnowski re same (.5); review and revise draft revised fee statement for August 2003 and discuss with E. Frejka (.7); review and revise draft fee statements for September and October and send to M. Stachiw (.9).	2.10	470.00	987.00
12/12/2003	JMB	Review and revise draft DC pleading (.7); review Yipes DC agreement and modify dates in pleading (.3); prepare exhibits for filing (.4).	1.40	310.00	434.00
12/12/2003	PJD	Prepare TELRIC comments; telephone call with B. Mitchell et al (1.0).	1.00	360.00	360.00
12/14/2003	PJD	Prepare/send TELRIC comments (.3).	0.30	360.00	108.00

Date	Initials	Description	Hours	Rate	Amount
12/15/2003	ADL	Meeting with K. Joseph (.9); follow up same (.3); review notes (.2); XO issues (.4); Corvis issues (.5); TRO (.2); review TRO documents (.7); teleconference re same (.3).	3.50	500.00	1,750.00
12/15/2003	EJB	Follow-up re MD, DC 252(i) petitions (.2).	0.20	425.00	85.00
12/15/2003	HJB	Revise draft of Comments for FCC TELRIC proceeding; work on finalizing cites (.8); review revised draft of Economist's report (.4).	1.20	330.00	396.00
12/15/2003	JLK	Prepare fee request and telephone call with M. Stachiw re same (1.9); review status memoranda, FCC and state application questions (.6).	2.50	470.00	1,175.00
12/15/2003	JMB	Research re [regulatory issues, strategy] (1.8); telephone conferences with J. Gockley and G. Leeger re DC and MD 252(i) petitions(.4); prepare additional exhibits and revise draft petition (.7).	2.90	310.00	899.00
12/15/2003	PJD	Prepare TELRIC comments (.9).	0.90	360.00	324.00
12/16/2003	ADL	Teleconference XO (.4); Corvis issues (.4); notes re same (.2); K. Joseph issues (.7); FCC note (.3).	2.00	500.00	1,000.00
12/16/2003	BPF	Research state-specific information requirements for transfer of asset applications (1.8).	1.80	260.00	468.00
12/16/2003	HJB	Revise draft of Comments for FCC TELRIC proceeding (.4); review updated drafts of B. Mitchell report (.3); work on finalizing and filing Comments (.6).	1.30	330.00	429.00
12/16/2003	JLK	Telephone call with A. Terry re transaction and follow up with M. Rosenstein re Management Services Agreement (.5); review state and FCC filing requirements (.7).	1.20	470.00	564.00

Date	Initials	Description	Hours	Rate	Amount
12/16/2003	JMB	Prepare for and participate in telephone conference with PSC staff re ALGX petition re 252(i) (.8); review and revise draft 252(i) petition (2.2).	3.00	310.00	930.00
12/16/2003	PJD	Prepare/file TELRIC comments (1.6).	1.60	360.00	576.00
12/16/2003	POG	Teleconferences with J. Kiddoo and B. Ferenchak re preparation of state transfer applications (.5); review Asset Purchase Agreement for same (1.1).	1.60	340.00	544.00
12/16/2003	RPD	Review materials re status of [regulatory issues] (.2).	0.20	390.00	78.00
12/17/2003	ADL	Teleconference with Allegiance (.8); Qwest issues (.6); consider Qwest/Corvis issues (.9); answer regulatory inquiries (.5).	2.80	500.00	1,400.00
12/17/2003	BPF	Meeting re information needed for applications and division of labor (.9); preparation of template state application (1.1); prepare inserts re certifications for state applications (1.7); review state-specific requirements for applications (.2); research discontinuance requirements (.2).	4.10	260.00	1,066.00
12/17/2003	CDJ	Research and obtain comments filed in Docket 03-173 (Pricing UNE and Resale of Service by ILEC) (1.0).	1.00	125.00	125.00
12/17/2003	EJB	Review Verizon-MD extension letter (.1).	0.10	425.00	42.50

Date	Initials	Description	Hours	Rate	Amount
12/17/2003	JLK	Review state and FCC filing obligations, latest disclosure statements and APA drafts, and begin FCC and state drafting process (1.8); telephone call with A. Terry re status of the APA, Qwest response re Management Services Agreement, timing of filings for regulatory approval, and coordination with Qwest counsel (.3); telephone call with M. Rosenstein re coordination with Qwest in preparing FCC and state applications and timing of filings (.4).	2.50	470.00	1,175.00
12/17/2003	JMB	Telephone conferences with D. Sussman and J. Gockley re MD and DC petitions (.2); telephone conference with J. Flynn of MD PSC staff re MD 252(i) petition (.3); revise DC 252(i) petition per instruction from J. Gockley and transmit revisions (.7); telephone conference with J. Flynn of MD PSC re conversation with Verizon (.4); review revised termination notice sent to Verizon (.6); prepare documents for filing (1.0).	3.20	310.00	992.00
12/17/2003	PJD	Prepare TELRIC reply comments (.7).	0.70	360.00	252.00
12/17/2003	PJD	Edit ALTS greenfield letter; (.2) attention to TRO oral argument plan (.1).	0.30	360.00	108.00

Date	Initials	Description	Hours	Rate	Amount
12/17/2003	POG	Complete review of Asset Purchase Agreement and schedules and management agreement (1.1); teleconferences re preparation of state transfer applications (.3); research re Allegiance network and activities and draft template state transfer application (4.2); office conference with W. Creeden, B. Ferenchak, and B. McDermott re research and preparation of state applications (.8); review timing and procedural matters for same and FCC application (.7).	7.10	340.00	2,414.00
12/17/2003	RPD	Review board presentation re offers and [regulatory issues] (.3).	0.30	390.00	117.00
12/17/2003	WMC	Prepare summary of state certifications in preparation for transfer of control applications (1.5); review regulatory issues and preparation for filing of transfer of control applications (1.0).	2.50	240.00	600.00
12/18/2003	ADL	Teleconferences with M. Tresnowski, R. Holland (1.3); Qwest (.3); Qwest issues (.4); comment on memoranda (.5); teleconference re same (.2); teleconference re press release (.2).	2.90	500.00	1,450.00
12/18/2003	BPF	Research and prepare chart re transfer of asset, abandonment of certificate and customer notice requirements (3.2); review public interest statement for template application (.2).	3.40	260.00	884.00
12/18/2003	CDJ	Research and obtain comments filed in Docket 03-173 (Pricing UNE and Resale of Service by ILEC) (.5).	0.50	125.00	62.50

Date	Initials	Description	Hours	Rate	Amount
12/18/2003	JLK	Review and revise multiple drafts of APA, schedules and exhibits and telephone conversations with A. Terry and M. Stachiw re same (5.7); research and prepare material needed for FCC applications (.2); conference call with M. Skubel (K&E) re coordination of FCC and [regulatory] filings, competitive analysis (.7).	6.60	470.00	3,102.00
12/18/2003	JWS	Search FCC's database to verify whether Allegiance holds any FCC wireless licenses that may be subject to Qwest transaction (.2).	0.20	325.00	65.00
12/18/2003	PJD	Attention to appeal issue (.3).	0.30	360.00	108.00
12/18/2003	PJD	Prepare TELRIC reply comments (.6).	0.60	360.00	216.00
12/18/2003	POG	Work on state template and FCC transfer application (4.3).	4.30	340.00	1,462.00
12/18/2003	TFT	Analyze and prepare transfer of control application (6.5).	6.50	345.00	2,242.50
12/19/2003	ADL	Review and comment on Qwest correspondence (.9); teleconference with Allegiance re Qwest (.7); teleconference with Qwest (.6); notes re same (.2).	2.40	500.00	1,200.00
12/19/2003	BPF	Preparation of memo re information needed for transfer of assets applications (2.8).	2.80	260.00	728.00
12/19/2003	JLK	Telephone call with M. Stachiw re final APA, FCC and state applications, fee requests and send copy of APA to Stachiw (.4); review draft state and FCC applications (.7); telephone call with M. Skubel re [strategy re regulatory issues] and review correspondence re same (.8).	1.90	470.00	893.00
12/19/2003	PJD	Prepare TELRIC reply comments (.4).	0.40	360.00	144.00
12/19/2003	PJD	Edit ALTS FTTC letter (.3).	0.30	360.00	108.00

Date	Initials	Description	Hours	Rate	Amount
12/19/2003	POG	Continue work on FCC and state transfer applications (3.6); teleconferences (3) with M. Stachiw re same (.8); review and revise memo to M. Stachiw, et al. re information needed for FCC and state applications (.8).	5.20	340.00	1,768.00
12/19/2003	TFT	Draft Section 214 transfer of control application (5.5).	5.50	345.00	1,897.50
12/20/2003	ADL	Review and comment on Qwest issues (.9); teleconference re same (.2).	1.10	500.00	550.00
12/20/2003	HJB	Review SBC Comments in FCC TELRIC proceeding (.6).	0.60	330.00	198.00
12/20/2003	POG	Revise and send memorandum to M. Stachiw and A. Terry re information needed for FCC and state applications (1.8); draft contact list (.5); revise FCC application (4.0).	6.30	340.00	2,142.00
12/20/2003	TFT	Review draft Section 214 transfer application (.5).	0.50	345.00	172.50
12/21/2003	HJB	Review AT&T Comments in FCC TELRIC proceeding (.6).	0.60	330.00	198.00
12/22/2003	ADL	Review Qwest issues (1.2); FCC/TELRIC/TRO issues (.3).	1.50	500.00	750.00
12/22/2003	ESF	Review fee statement issues (.4); telephone call with Debtor's counsel re same (.2); revise same (1.9).	2.50	385.00	962.50
12/22/2003	HJB	Work on drafting Summary of Comments for FCC TELRIC proceeding (.6).	0.60	330.00	198.00
12/22/2003	JLK	Review and revise draft FCC application and send copies to M. Stachiw and A. Terry for review (2.8); review information from M. Stachiw for inclusion in FCC application (.2); revise OCP invoices and overage statements and discuss same with M. Stachiw (2.2).	5.20	470.00	2,444.00
12/22/2003	PJD	Prepare TELRIC summary, reply (.4).	0.40	360.00	144.00

Date	Initials	Description	Hours	Rate	Amount
12/22/2003	POG	Correspond with and review information received from M. Stachiw for FCC/state applications (.4); revise FCC draft application per same (.3); review info from M. Stachiw and correspond with same re filing schedule (.2); update contact list (.3); correspondence and teleconferences with K. Johnson and M. Stachiw (.3).	1.50	340.00	510.00
12/23/2003	ADL	Review and comment on TRO pleadings (1.0); follow up on Qwest issues (.6); transfers (.3); calls re bidding/regulatory issues (.6).	2.50	500.00	1,250.00
12/23/2003	HJB	Review Qwest's Comments in FCC TELRIC proceeding (.3); work on summary of comments (.3).	0.60	330.00	198.00
12/23/2003	JLK	Review draft FCC application and related correspondence and telephone call with M. Rubenstein (Hogan) re same (1.3).	1.30	470.00	611.00
12/23/2003	JWS	Review draft domestic Section 214 application (.5).	0.50	325.00	162.50
12/23/2003	MRB	Research to confirm assignment of FRN for Coast to Coast Telecommunications, Inc. and InterAccess Telecommunications Company (.6); research to confirm status of InterAccess Telecommunications Co. on FCC level and in IL (.6).	1.20	165.00	198.00
12/23/2003	PJD	Attention to FTTC issues (.3).	0.30	360.00	108.00
12/23/2003	PJD	Prepare TELRIC reply comments (.4); telephone call with B. Mitchell (.2).	0.60	360.00	216.00

Date	Initials	Description	Hours	Rate	Amount
12/23/2003	POG	Multiple teleconferences with M. Stachiw re FCC domestic 214 transfer application (.8); revise same per M. Stachiw (2.4); revise state filings chart (.8); teleconference and research re FCC slamming rules (.4); teleconference with K. Joseph re revisions to FCC application (.2); correspond with P. Rohrbach and M. Rosenstein (Hogan) re FCC domestic 214 application (.3); teleconference with M. Rosenstein re same (.2); teleconferences with M. Stachiw, J. Kiddoo and T. Tanner re same (.3); additional revisions to application per M. Stachiw (.7); correspond with M. Rosenstein re same (.3).	6.40	340.00	2,176.00
12/23/2003	TFT	Research re slamming requirements and applicability to transaction (.6); draft correspondence re same (.4).	1.00	345.00	345.00
12/24/2003	ADL	Note to M. Skubel (.3); A/T issue (.2); draft re Qwest (.3).	0.80	500.00	400.00
12/24/2003	ESF	Redact fee statements (3.5).	3.50	385.00	1,347.50
12/24/2003	HJB	Work on summary of comments re FCC TELRIC proceeding (.4).	0.40	330.00	132.00
12/24/2003	PJD	Prepare TELRIC reply comments (.4).	0.40	360.00	144.00
12/24/2003	POG	Review and revise Hogan version of FCC application and merge with SBSF version (2.0).	2.00	340.00	680.00
12/24/2003	TFT	Review and revise Section 214 transfer application with edits from Qwest (3.0).	3.00	345.00	1,035.00
12/25/2003	POG	Review and revise Hogan version of FCC application and merge with SBSF version (3.0).	3.00	340.00	1,020.00
12/26/2003	JLK	Review and revise draft FCC applications, timing of customer notices (.9).	0.90	470.00	423.00
12/28/2003	JLK	Review and revise draft FCC application and related correspondence (1.4).	1.40	470.00	658.00

Date	Initials	Description	Hours	Rate	Amount
12/29/2003	JLK	Review and revise draft FCC application and telephone call with M. Rubenstein (Hogan) re same (2.8).	2.80	470.00	1,316.00
12/29/2003	JWS	Research competition statistics for domestic Section 214 transfer application and revise draft application (1.2).	1.20	325.00	390.00
12/29/2003	PJD	Prepare intervenor brief (.5).	0.50	360.00	180.00
12/29/2003	POG	Include M. Stachiw and K. Joseph edits to FCC application (3.9); teleconference with M. Rosenstein re issues for same (.3); finalize and send revised draft of FCC application to M. Rosenstein (.3); teleconferences (3) with Y. Dori (Hogan) re issues re same (.9); research re Allegiance FRNs (.4).	5.80	340.00	1,972.00
12/30/2003	CDJ	Research Allegiance FRN and file Allegiance Debtor-in-Possesion FRN (4.5).	4.50	125.00	562.50
12/30/2003	JLK	Correspondence to/from M. Skubel (Kirkland) re coordination of competition arguments in FCC and DOJ applications (.2); review various client and Qwest changes to draft FCC application and advise re same (2.4); telephone call with M. Cantor (Kirkland) re tariffs and interconnection agreements (.5); telephone calls with L. Oliver and M. Rosenstein (Hogan) re FCC application, Management Agreement and telephone call with M. Stachiw re same (1.9).	5.00	470.00	2,350.00
12/30/2003	JWS	Review and revise domestic Section 214 application for Qwest transfer (1.2).	1.20	325.00	390.00
12/30/2003	PJD	Prepare TELRIC reply comments (.3).	0.30	360.00	108.00
12/30/2003	PJD	Prepare intervenor brief (.3).	0.30	360.00	108.00

Date	Initials	Description	Hours	Rate	Amount
12/30/2003	POG	Review market data from D. Dillon and correspond re same (.4); research re rules for assignment of international Section 214 authorization and confirm Hogan compliance with same (.5); add A. Terry and Kirkland & Ellis edits to draft FCC application (.9); correspond with M. Stachiw and A. Terry re various issues related to FCC application (.4); teleconference with Y. Dori (Hogan) re questions on FCC application (.8); review revised Hogan draft and incorporate comments from Kirkland, M. Stachiw, A. Terry, and D. Dillon (3.4); teleconferences (2) with M. Stachiw and K. Joseph (2) re same (1.2); teleconferences with M. Rosenstein and L. Oliver (Hogan) re outstanding issues for same (2.1); prepare anti-drug certification and description of same and send to M. Stachiw (.4); follow-up correspondence and teleconference with M. Stachiw, et al. (.6).	10.70	340.00	3,638.00
12/31/2003	JLK	Review and revise final draft FCC application and related correspondence and voice mails re Qwest changes (1.2); review state applications procedures, drafts (.3).	1.50	470.00	705.00
12/31/2003	PJD	Prepare intervenor brief (.3).	0.30	360.00	108.00

Date	Initials	Description	Hours	Rate	Amount
12/31/2003	POG	Review final draft of FCC application (1.4); correspondence and teleconferences with Y. Dori, et al. (Hogan) re revisions to same (.8); teleconference with M. Stachiw re suggested revisions to same (.6); incorporate M. Stachiw revisions into draft and send to Hogan (.4); follow-up correspondence and teleconferences re same (.5).	3.70	340.00	1,258.00
1/1/2004	ADL	Review Qwest issue (.8); [regulatory issues] (.3); draft note re same (.2).	1.30	540.00	702.00
1/2/2004	ADL	Review and follow up on TRO, FCC-TELRIC issues (.5); bankruptcy-regulatory issues (.4).	0.90	540.00	486.00
1/2/2004	JLK	Correspondence to/from M. Newman, Y. Dori and K. Joseph re FCC applications and review same (.7).	0.70	505.00	353.50
1/2/2004	POG	Follow-up correspondence with M. Stachiw, K. Joseph, Y. Dori (Hogan) re FCC application (.3); teleconference with B. McDermott re state template (.5); begin preparation of state template based on FCC application (1.3).	2.10	375.00	787.50
1/3/2004	ADL	Review and note re TRO issue (.6); TELRIC note (.2).	0.80	540.00	432.00
1/3/2004	BMM	Revise state template (3.0).	3.00	310.00	930.00
1/4/2004	ADL	Review Qwest issues (.4); transfer issues (.3); [regulatory issues] (.1).	0.80	540.00	432.00
1/5/2004	ADL	Review TRO issues (.6); TELRIC (.2); Qwest issues (.7); teleconferences (2) with Kirkland & Ellis (.3).	1.80	540.00	972.00
1/5/2004	BMM	Review and revise state transfer template (3.8).	3.80	310.00	1,178.00
1/5/2004	CM	Serve responses to plaintiffs request for admission (1.2).	1.20	140.00	168.00

Date	Initials	Description	Hours	Rate	Amount
1/5/2004	JLK	Review and revise draft state application and related correspondence to/from M. Stachiw (1.6); review and distribute final FCC application (.4).	2.00	505.00	1,010.00
1/5/2004	JMB	Telephone conference with J. Gockley re MD PSC staff conversation re MD 252(i) petition (.3)	0.30	350.00	105.00
1/5/2004	PJD	Prepare reply brief (.5).	0.50	385.00	192.50
1/5/2004	POG	Revise state template (3.8); teleconferences with J. Kiddoo and B. McDermott re same (.8); correspondence with M. Stachiw re same (.2); prepare docketing form (.2); correspondence with various (.8); teleconferences (2) with J. Harlan re OR (.6); teleconference with Y. Dori, et al. re state process (.8); further correspondence with M. Stachiw and B. McDermott re state template (.3).	7.50	375.00	2,812.50
1/6/2004	ADL	TRO issues (.9); prepare for [regulatory] meeting (.4); meeting with M. Skubel (Kirkland) (1.3); review documents (.4).	3.00	540.00	1,620.00
1/6/2004	BMM	Revise state template to include Allegiance and Qwest revisions (3.3); create state filing tracking template (2.5).	5.80	310.00	1,798.00
1/6/2004	PJD	Prepare reply brief (.5).	0.50	385.00	192.50
1/6/2004	POG	Correspondence with M. Stachiw, et al. re revisions to state template (.8); draft email to Hogan & Hartson re state template (.2); finalize and distribute draft of state template application to Qwest for comment (.3); follow-up correspondence with M. Stachiw re questions re same (.2); review Hogan mark-up of state template and correspond with Hogan and client re same (.6).	2.10	375.00	787.50

Date	Initials	Description	Hours	Rate	Amount
1/7/2004	ADL	Teleconferences (3) with M. Skubel (.9); prepare for [meeting re regulatory issues] (.7); review documents (.3); mark up letter (.6); teleconference with K. Joseph (.3).	2.80	540.00	1,512.00
1/7/2004	BMM	Revise and transmit state template (1.5); compile attachments for state filings (1.0); draft and compile state verifications (1.5).	4.00	310.00	1,240.00
1/7/2004	HJB	Review Comments of Illinois Commerce Commission in FCC TELRIC proceeding.	0.40	355.00	142.00
1/7/2004	JLK	Review Qwest changes to out of region applications and data request response from A. Terry (.9).	0.90	505.00	454.50
1/7/2004	PJD	Prepare reply brief (.3); conference call re same (.2).	0.50	385.00	192.50
1/7/2004	POG	Review correspondence from M. Stachiw, et al. re state template (.3); teleconference with M. Stachiw re revisions to state template (.2); review M. Stachiw revisions and incorporate same into template (1.2); review support materials from Allegiance for state applications (.8); correspond with L. Strickling and M. Stachiw re certificates (.3); teleconference with B. McDermott re preparation of verifications for state applications (.3); teleconferences (2) with Y. Dori (Hogan) re state template (.4); review and revise Hogan draft of same (.6); correspond with client re finalizing same (.3).	4.40	375.00	1,650.00
1/8/2004	ADL	[Regulatory issues] follow up (.2); [Regulatory issues] follow up (.4); teleconference with Kirkland & Ellis (.3); [Regulatory issues] (.3).	1.20	540.00	648.00
1/8/2004	BMM	Compile and transmit state verifications (1.3); revise state template and filing materials(1.0); draft IN CTA filing (2.0).	4.30	310.00	1,333.00

Date	Initials	Description	Hours	Rate	Amount
1/8/2004	HJB	Finish review of Comments of BellSouth in FCC TELRIC proceeding; begin review of Comments of Verizon.	0.60	355.00	213.00
1/8/2004	JLK	Review "final" changes to draft out of region application and comments/correspondence re same (.7); review correspondence re local state counsel, information needed for state applications (.8); review correspondence re FCC public notice timing, status of Qwest state authorizations (.6).	2.10	505.00	1,060.50
1/8/2004	POG	Review correspondence from M. Skubel (Kirkland) re meeting [re regulatory issues] and respond re same (.4); review M. Stachiw mark-up of Hogan draft of state template, incorporate same into template, and forward to Hogan (.8); review, revise and send state verifications to Allegiance for signature (.5); review information needed to complete state-specific applications and correspond with M. Stachiw, et al. re same and related issues (2.4); correspond with C. Gerkin, M. Stachiw and T. Larkin re verifications, local counsel requirements, and customer lists (1.1); teleconference with Y. Dori and M. Rosenstein re production of state applications and follow-up correspondence with client re same (1.2); review latest version of state template (1.2).	7.60	375.00	2,850.00
1/8/2004	URP	Conference with P. Gagnier re preparation of template to state commissions (.2); prepare notice template (.6).	0.80	350.00	280.00
1/9/2004	ADL	Teleconferences with Kirkland & Ellis (.7); Qwest issues (.6); consider Level 3 issues (.4); FCC impact (.2).	1.90	540.00	1,026.00

Date	Initials	Description	Hours	Rate	Amount
1/9/2004	BMM	Revise IN application for CTA change (1.5); prepare OH application (1.5).	3.00	310.00	930.00
1/9/2004	HJB	Review Comments of NY Department of Public Service and MCI in FCC TELRIC proceeding; finish review of Verizon Comments; work on obtaining SBC testimony in IN UNE Cost proceeding.	0.80	355.00	284.00
1/9/2004	JLK	Review draft state notice letter and related correspondence (.6); review waiver letter (.2); review Hogan draft in-region application (.4).	1.20	505.00	606.00
1/9/2004	PJD	Prepare reply brief (.7).	0.70	385.00	269.50
1/9/2004	POG	Review and revise latest draft (1/9/04; 8:00 a.m.) of out-of-region template and M. Stachiw comments to same (.7); review additional state materials from C. Gerkin (.3); review and revise state template notice letter and distribute same to client (1.0); review and revise IN application and teleconference with B. McDermott re same (1.0); review latest version (1/9/04; 6:30 p.m.) of out-of-region and advise client of same (.7).	3.70	375.00	1,387.50
1/9/2004	URP	Prepare notice template to state PUCs (1.5); conference with P. Gagnier re same (.2); review template (.3).	2.00	350.00	700.00
1/10/2004	BMM	Revise IN filing to conform with changes in template (1.7); draft OH application (3.0).	4.70	310.00	1,457.00
1/11/2004	ADL	Review Qwest, Level 3, Corvis issues (.8); comment on same (.3).	1.10	540.00	594.00
1/12/2004	ADL	FCC issues (.6); consider new developments (.5); [regulatory] issues (.4); TRO (.3).	1.80	540.00	972.00

Date	Initials	Description	Hours	Rate	Amount
1/12/2004	BMM	Draft FL slamming waiver request (1.8); revise OH and IN application to incorporate further revisions to template (.7); revise and finalize OH application (1.5).	4.00	310.00	1,240.00
1/12/2004	ESF	Redact special counsel invoice and forward to J. Kiddoo (2.1).	2.10	410.00	861.00
1/12/2004	JLK	Prepare fee request for November (.8); review and revise draft in-region application (.9); review revised state notice letter (.2); correspondence re status of international 214 FCC application (.3).	2.20	505.00	1,111.00
1/12/2004	POG	Review latest drafts (2) of out-of-region template (1.2); teleconferences (2) with M. Stachiw re same (.5); revise out-of-region template per M. Stachiw and send same to Hogan (.5); review in-region template and correspond with M. Stachiw and Hogan re suggested changes to same (.5); teleconference with M. Rosenstein and Y. Dori re same (.2); review and revise draft IN and OH applications (1.2); correspond with C. Gerkin and M. Stachiw re Allegiance customers/operations in NC, OK, and WI and teleconference with Hogan re same (.6); teleconferences with Y. Dori and M. Stachiw re re-filing of FCC international application (.6); teleconference with B. McDermott re process for review of state-specific applications (.5); draft emails to Hogan re IN and OH applications (.5).	6.30	375.00	2,362.50
1/12/2004	URP	Prepare state applications for MD, NV, GA, FL, NJ, MO and MA (7.5).	7.50	350.00	2,625.00
1/13/2004	ADL	Review [regulatory] order (1.5); TRINKO (.6); Qwest issues (.4).	2.50	540.00	1,350.00

Date	Initials	Description	Hours	Rate	Amount
1/13/2004	BMM	Revise and finalize FL slamming waiver (2.4); preparation for filings in MO, CA, NY (1.2).	3.60	310.00	1,116.00
1/13/2004	BPF	Confer re TX and IL filings for transfer of assets (.2).	0.20	310.00	62.00
1/13/2004	HJB	Work on Summary of TELRIC Comments.	0.70	355.00	248.50
1/13/2004	JLK	Review correspondence re status of FCC public notice, coordinate with [other regulatory] issues, Qwest international affiliates, etc. (.4); review further changes and correspondence re draft in-region application, MD proceedings (.7); review state applications (.5); review JDA and related correspondence (.4).	2.00	505.00	1,010.00
1/13/2004	JMB	Review letter from MD PSC Staff to Verizon re 252(i) petition (.2); telephone conference with J. Gockley re same (.2).	0.40	350.00	140.00
1/13/2004	PJD	Prepare TELRIC reply comments.	0.40	385.00	154.00

Date	Initials	Description	Hours	Rate	Amount
1/13/2004	POG	Review revised in-region template application (.6); correspond with Hogan re OOR state applications and notices (.3); teleconference with M. Rosenstein re local counsel in GA, MO, and NJ (.1); teleconference with M. Young (MO local counsel) re representation (.2); review and finalize OOR template notice letter (.4); correspond with Allegiance (various people) re issues on state applications (.4); review second revised draft of in-region template application and teleconference re same with M. Stachiw (1.1); correspond with Hogan and Allegiance re OOR and in-region applications (.5); teleconference with M. Rosenstein/Y. Dori re OOR state applications (.8); review state-specific OOR drafts from Y. Dori and distribute to Allegiance (2.3).	6.70	375.00	2,512.50
1/13/2004	RPD	Review Supreme Court decision and draft summary and analysis (.2).	0.20	410.00	82.00
1/13/2004	URP	Review and revise notice letter template for state regulatory commissions.	1.00	350.00	350.00
1/14/2004	ADL	Teleconference with Kirkland & Ellis (.3); review court documents (.4); TRINKO (.3); draft memorandum re same (.6); Qwest issues (.7); Level 3 issues (.5).	2.80	540.00	1,512.00
1/14/2004	BMM	Revise NC, NY, PA and VA filings (6.0); revise and finalize FL Petition for waiver (1.0); research FL waiver regulations (1.0); review and respond to Hogan's list of items needed for filing (.7).	8.70	310.00	2,697.00
1/14/2004	HJB	Work on supplementing Summary of TELRIC Comments.	0.90	355.00	319.50

Date	Initials	Description	Hours	Rate	Amount
1/14/2004	JLK	Review and revise [regulatory] Agreement and send comments to M. Skubel (.4); telephone call with M. Skubel re [regulatory issue] meeting and review documents [re same] (.8); review and respond to questions about MD filing (.3); discuss process for finalizing in-region applications (.3); review out of region applications (1.7); review notice letters (.3).	3.80	505.00	1,919.00
1/14/2004	JMB	Review and revise J. Gockley draft of letter to MD PSC re 252(i) (1.2).	1.20	350.00	420.00
1/14/2004	POG	Review state notice letters (2.1); review FL slamming waiver (1.0); review and revise state-specific applications received from Hogan (1.4); teleconference with C. Gerkin and M. Young re information needed for MO application (.3); correspond with Hogan re same and IN (.3); teleconference with C. Hudak re information needed for GA application (.4); teleconferences (2) with Y. Dori re process and information needed for state applications and notices (.8); teleconferences with B. McDermott and U. Pin re review of state-specific applications (.8); teleconference with M. Stachiw re same (.3).	7.40	375.00	2,775.00
1/14/2004	URP	Prepare notices and applications for GA, IL, MD, NV, CA (6.0).	6.00	350.00	2,100.00
1/15/2004	ADL	Address TRINKO issue (.4); review order (.3); memorandum to Allegiance (.5); [regulatory] issues (.2); Qwest issues (.4).	1.60	540.00	864.00
1/15/2004	BMM	Revise FL, NY, PA, VA and OH applications (4.0); review correspondence re same (1.5).	5.50	310.00	1,705.00
1/15/2004	HJB	Draft Outline of Issues for TELRIC Comments.	0.60	355.00	213.00

Date	Initials	Description	Hours	Rate	Amount
1/15/2004	JLK	Attend preparation meeting with Qwest, meeting [re regulatory issues], and follow up meeting with M. Skubel re [strategy] (4.7); review correspondence re further information needed for state applications, in-region drafts, out of region notice letters, customer letters, etc. (1.7).	6.40	505.00	3,232.00
1/15/2004	JMB	Prepare letter re 252(i) petition for filing with MD Commission (.4).	0.40	350.00	140.00
1/15/2004	PJD	Prepare TELRIC reply comments.	0.60	385.00	231.00
1/15/2004	POG	Review and correspond with Allegiance (various people) re status of review of state applications (.4); review and revise state-specific applications and notice letters and correspond with Allegiance and Hogan re same (3.6); teleconference with B. McDermott re same (.2); teleconference with C. Gerkin re state apps (.3); teleconference with Y. Dori re changes to state notices (.4); revise GA and FL notices and teleconference with U.Pin re same (.6); update status chart re same (.6); review APA and correspond with C. Hudak and C. Gerkin re GA application (.3); correspond with Y. Dori re NJ application (.4); correspond with C. Gockley re inclusion of wholesale services in IL and MI notices (.3).	7.10	375.00	2,662.50
1/15/2004	URP	Prepare applications for NV, NJ, FL, GA, MO, MD, MA and TX (7.8)	7.80	350.00	2,730.00
1/16/2004	ADL	Follow up re Allegiance meeting (.8); [regulatory issues] meeting (.4); confer with J. Kiddoo (.2); teleconference with Kirkland Ellis (.2).	1.60	540.00	864.00

Date	Initials	Description	Hours	Rate	Amount
1/16/2004	BMM	Revise state filings for OH, PA, VA and NY (3.5 hours); attention to drafting notice letters in MA and FL (.7 hours).	4.20	310.00	1,302.00
1/16/2004	BPF	Preparation of TX notice (.6); teleconference with MA DTE staff re Mass Migration Guidelines (.1); research MA requirements for transfer of assets and customers (.7); preparation of MA notification and petition for waiver of Mass Migration Guidelines (1.2).	2.60	310.00	806.00
1/16/2004	HJB	Draft TELRIC Promotes Investment and Cost Recovery sections of draft of Reply Comments for FCC TELRIC proceeding.	0.70	355.00	248.50
1/16/2004	JLK	Correspondence to/from K. Joseph and M. Stachiw re draft form of customer notice and telephone call with K. Joseph re customer notice, FCC meetings (1.2); review state notice letters, applications, correspondence re FCC public notice, etc. (.9).	2.10	505.00	1,060.50

Date	Initials	Description	Hours	Rate	Amount
1/16/2004	POG	Correspond with M. Stachiw, K. Joseph, and J. Kiddoo re customer notice letter (.4); correspond with various Allegiance and Swidler personnel re state applications/notices (.6); review proposed Hogan changes to OOR applications; and correspond with Y. Dori et al. re same (1.9); teleconference with M. Rosenstein and Y. Dori re status of state applications/notices and follow-up to same (.8); correspondence and teleconference with C. Gerkin re ALGX activities in NC and OK (.7); telecom with Hogan re requirements for NY filing (.4); review and provide comments on Joint Defense Agreement (.9); continue review of state applications/notices (1.2).	6.90	375.00	2,587.50
1/16/2004	URP	Review and finalize applications for CA, FL, GA, MD, NV, TX (5.8); conference with P. Gagnier re same (.4).	6.20	350.00	2,170.00
1/18/2004	ADL	Review Allegiance pleading (.8); TRINKO (.2); FCC proposals (.1); Qwest issues (.3).	1.40	540.00	756.00
1/18/2004	HJB	Draft TELRIC is Verifiable, TELRIC is Not Hypothetical, and State Commission sections of draft of Reply Comments for FCC TELRIC proceeding.	0.80	355.00	284.00

Date	Initials	Description	Hours	Rate	Amount
1/18/2004	POG	Correspond with Hogan and Allegiance re state applications and notice letters (1.3); finalize state notice letters (DC, IL, MD, MI, NV) and distribute same to Allegiance and Hogan (1.5); incorporate Allegiance and Hogan changes to FL notice and slamming waiver and distribute final version of same (.6); review and revise MA notice letter and distribute same (.4); review and revise AZ, CO, MN, and WA applications and distribute same (2.2).	5.60	375.00	2,100.00
1/19/2004	ADL	Review Allegiance/Qwest issues (.7); Qwest proposal (.3); inquiries re same (.1); TRO (.2).	1.30	540.00	702.00
1/19/2004	BMM	Finalize and file FL, OH, MI, DC, NV, IL and MD (3.9).	3.90	310.00	1,209.00
1/19/2004	BPF	Review AZ local counsel requirements for asset transfer application (.1).	0.10	310.00	31.00
1/19/2004	HJB	Draft Embedded Network and Inefficient ILEC Network sections of draft of Reply Comments for FCC TELRIC proceeding.	0.70	355.00	248.50
1/19/2004	JLK	Review correspondence re state applications, notice letters (.6).	0.60	505.00	303.00
1/19/2004	POG	Review comments from Allegiance on CO, AZ, WA, and MN applications (1.9); review revised customer notice letter (.4); teleconferences re same with M. Stachiw (2), Y. Dori (2) and B. McDermott re state applications (.8); teleconference and follow-up correspondence with Qwest AZ local counsel re application (.7); teleconference with Hogan re status of state filings (.8); correspond with Allegiance, Qwest, Hogan, and local counsel in CO, AZ, and NJ re same and FCC application (1.7).	6.30	375.00	2,362.50

Date	Initials	Description	Hours	Rate	Amount
1/20/2004	ADL	Teleconference with K. Joseph (.3); Qwest issues (.5); issues (.6); TELRIC issues (.4).	1.80	540.00	972.00
1/20/2004	BMM	Review correspondence re state filings and revisions to filings (.6).	0.60	310.00	186.00
1/20/2004	BPF	Review OR research for transaction (.4).	0.40	310.00	124.00
1/20/2004	JLK	Review state applications, notices, and [other] materials, questions (2.0); attend conference call [re regulatory issues] (.2); review draft [materials re regulatory issues](.3).	2.50	505.00	1,262.50
1/20/2004	PJD	Prepare TELRIC reply comments (.5).	0.50	385.00	192.50
1/20/2004	PJM	Review comments filed by parties in TELRIC proceeding; summarize [same].	0.60	310.00	186.00

Date	Initials	Description	Hours	Rate	Amount
1/20/2004	POG	Review revised drafts of AZ, CO, MN, and WA applications and correspond with client re same (1.8); teleconference with Y. Dori and GA local counsel re GA application (.4); review final GA application (.4); correspond with J. Harlan re in-region applications (.5); teleconference with M. Rosenstein re in-region applications and Oregon notification (.6); correspond with M. Stachiw and J. Harlan re same (.4); correspond with Allegiance, Hogan, and local counsel re MA, GA, NJ applications (.7); research re OR notice requirements and correspond with J. Harlan re same (.4); teleconference with NJ counsel re slamming complaints and advise C. Gerkin/M. Stachiw re same (.8); participate in conference call re [regulatory issues] and advise client re same and [regulatory issues] (.9); teleconference with D. Shannon re Kosher Konnection litigation (.4); teleconference with NV commission (.3).	7.60	375.00	2,850.00
1/20/2004	URP	Review filing in various states (.3); conference with P. Gagnier re same (.2).	0.50	350.00	175.00
1/21/2004	ADL	Teleconference with K. Joseph (.3); teleconference re Qwest (.2); Qwest-AT issue (.4); TELRIC documents (.5).	1.40	540.00	756.00
1/21/2004	HJB	Research re short run cost approach; draft Short Run Approach Is Problematic and Impact of Triennial Review Order sections of Reply Comments for FCC TELRIC proceeding.	1.00	355.00	355.00
1/21/2004	JLK	Review and discuss [regulatory issues] (.3).	0.30	505.00	151.50
1/21/2004	PJD	Prepare TELRIC reply comments.	0.60	385.00	231.00

Date	Initials	Description	Hours	Rate	Amount
1/21/2004	PJD	Update TRO ex partes (.5).	0.50	385.00	192.50
1/21/2004	PJM	Review comments and research legal arguments to make re cost of capital, capital structure, cost of debt, and cost of equity; draft reply comments re same.	0.70	310.00	217.00
1/21/2004	POG	Follow-up re state filings (.5); correspondence with Hogan, Qwest, and M. Stachiw re [regulatory issues] (.3); teleconferences with L Oliver and M. Stachiw re [regulatory issues] (.8); conference call with Hogan and Allegiance re [regulatory issues] and revise same (2.5); revise same (.6); teleconferences with Hogan and C. Gerkin/J. Harlan re state applications (.7); review and advise re FCC Public Notice (1.1).	6.50	375.00	2,437.50
1/22/2004	ADL	Review new Qwest developments (.4); teleconference re same (.3); TELRIC, TRO issues (.3); review Allegiance memorandum (.2).	1.20	540.00	648.00
1/22/2004	BMM	Draft and update status chart for state filings (2.3).	2.30	310.00	713.00
1/22/2004	HJB	Research re fill and expense factors. Draft Fill Factor and Expense Factor sections for Reply Comments for FCC TELRIC proceeding.	0.80	355.00	284.00
1/22/2004	JLK	Prepare memorandum to M. Stachiw and K. Joseph re management agreement issues at FCC (.4); prepare confidentiality agreement (.6); telephone call with K. Joseph re management agreement issues (.3); correspondence to/from M. Newman, M. Stachiw and K. Joseph re Qwest meetings with FCC (.3).	1.60	505.00	808.00
1/22/2004	PJD	Prepare TELRIC reply comments.	0.70	385.00	269.50

Date	Initials	Description	Hours	Rate	Amount
1/22/2004	PJM	Research arguments to make in the cost of capital section of the reply comments; draft related reply comments; review and summarize comments re depreciation; revise draft.	0.90	310.00	279.00
1/22/2004	POG	Conference call with M. Stachiw, Hogan, and J. Morabito re [regulatory issues] and follow-up call with M. Stachiw re same (.8); conference call with FCC, Qwest, Hogan, and Allegiance and follow-up calls (2) with Qwest and Hogan re same (1.2); revise [regulatory issues] letter and research re FCC protective orders (.9); review and docket state filings and update tracking chart (3.2); correspond with M. Stachiw re [regulatory] and other issues (.5); correspond with Allegiance and Hogan re Allegiance tariffs (.4); teleconference with Y. Dori re status of state applications (.3).	7.30	375.00	2,737.50
1/23/2004	BMM	Conference re status of state filings (.8); revise status chart (.5); research and draft memorandum re customer notice requirements in NY, MA, OH, PA and NV (5.0).	6.30	310.00	1,953.00
1/23/2004	HJB	Work on TELRIC Is Not In Need of a Drastic Overhaul section for Reply Comments for FCC TELRIC proceeding; work on supplementing draft of Reply Comments.	0.80	355.00	284.00
1/23/2004	PJD	Prepare TELRIC reply comments.	0.60	385.00	231.00
1/23/2004	PJM	Review comments addressing depreciation; summarize comments re same; draft reply comments re same; review comments re how nonrecurring rates should be derived.	0.40	310.00	124.00

Date	Initials	Description	Hours	Rate	Amount
1/23/2004	POG	Review and update status chart (.8); teleconference with Hogan re status of state filings (.8); follow-up to same (.4); review and revise OR notice letter (1.5); correspond with Hogan and M. Stachiw re [regulatory issues] and revise same (.9); telephone call with A. Bushmiller (FCC) re same and follow-up (.7); correspond with M. Rosenstein re OR notice (.6); correspond with Allegiance and Hogan re state filings (.6).	6.30	375.00	2,362.50
1/23/2004	URP	Review correspondence from MO counsel re MO commission proceeding re bankruptcy (.1); conference with P. Gagnier re same (.1).	0.20	350.00	70.00
1/24/2004	PJM	Review and summarize comments re how nonrecurring rates should be derived.	0.30	310.00	93.00
1/25/2004	PJM	Draft reply comments re how nonrecurring rates should be derived.	0.60	310.00	186.00
1/26/2004	ADL	Teleconference with R. Holland (.4); FCC Notice (.2); Qwest issues (.3); Corvis issues (.3).	1.20	540.00	648.00
1/26/2004	BMM	Draft memo re customer notice requirements in NY, MA, MD, PA, OH, and NV (1.4); draft template surrender of certificate filing (1.5); Research procedures for oral arguments in TRO proceeding (.2).	3.30	310.00	1,023.00
1/26/2004	HJB	Work on revisions to draft of Reply Comments for FCC TELRIC proceeding; research re use of UDLC and "zone of reasonableness" argument.	0.70	355.00	248.50
1/26/2004	JLK	Correspondence to/from M. Newman and K. Joseph re Qwest FCC meetings (.6).	0.60	505.00	303.00
1/26/2004	PJD	Prepare TELRIC reply comments.	0.70	385.00	269.50

Date	Initials	Description	Hours	Rate	Amount
1/26/2004	PJM	Revise draft comments re non-recurring rates; review and summarize comments re implementation issues; follow-up research re cost of capital comments; revise cost of capital reply comments.	1.20	310.00	372.00
1/26/2004	POG	Correspond with Allegiance and Hogan re state proceedings (.5); teleconference with M.A. Young re MO PSC review and correspond with M. Stachiw and Y. Dori re same (.7); update state status/tracking chart (.2); review filed version of GA application (.3); correspondence and calls with L. Oliver and A. Bushmiller (FCC) re [regulatory issues] letter, finalize, and file same (.7); correspond re same and state filings with M. Stachiw (.5).	2.90	375.00	1,087.50
1/27/2004	ADL	Review TELRIC replies (.6); teleconferences (2) with K. Joseph (.4); Qwest issues (.3); confer with J. Kiddoo (.2); teleconference with R. Holland (.3).	1.80	540.00	972.00
1/27/2004	BMM	Conference re status of state applications (1.0); update status chart (1.0); revise memo re MA and NY mass migration guidelines (2.0); follow up re status of pending applications (1.5).	5.50	310.00	1,705.00
1/27/2004	BPF	Review customer notice letter requirements of MA and NY mass migration guidelines (.2).	0.20	310.00	62.00
1/27/2004	EJB	Teleconference with K. Joseph re Triennial Review Argument (.1).	0.10	455.00	45.50
1/27/2004	HJB	Revise, and finalize, draft of Reply Comments for FCC TELRIC proceeding.	0.70	355.00	248.50

Date	Initials	Description	Hours	Rate	Amount
1/27/2004	JLK	Telephone calls with D. Beebe and D. Trout re status of PA application and follow up re information needed for same (.9); review memorandum from M. Tresnowski re auction process update (.2); review [regulatory issues] letter and related correspondence (.2); review MO and other state questions (.5); advice re MA and NY customer migration requirements, other state requirements, templates for customer notice letters (.7).	2.50	505.00	1,262.50
1/27/2004	PJD	Prepare/send TELRIC reply comments.	0.90	385.00	346.50
1/27/2004	PJM	Revise draft cost of capital reply comments; review and summarize comments re implementation of FCC's new pricing rules.	0.40	310.00	124.00
1/27/2004	POG	Finalize and file [regulatory issues] and correspond with Allegiance, Qwest, and Hogan re same (.7); review, revise, and send memo to M. Stachiw re MA/NY customer migration (2.0); regulatory status call with Hogan (.6); follow-up to same in PA, MO, and CA (1.4); review correspondence from PA and requirements re bankruptcy notices and correspond with M. Stachiw and C. Gerkin re same (.6); correspond with M.A. Young and Hogan re MO application (.4); teleconference with Y. Dori re filing of [regulatory issues] and PA application (.4); teleconferences with T. Larkin (2), M. Stachiw (1), and Y. Dori (1) re WA data request and follow-up to same (1.4); teleconference with M. Skubel re process and advise re same (.5).	8.00	375.00	3,000.00

Date	Initials	Description	Hours	Rate	Amount
1/28/2004	ADL	Teleconference with K. Joseph (.3); court issues (.4); TELRIC issues (.2); Qwest market issues (.4); teleconference re same (.2).	1.50	540.00	810.00
1/28/2004	EJB	Attend oral argument at D.C. Circuit Court re Triennial Review Order and brief R. Holland, K. Joseph re same (5.1).	5.10	455.00	2,320.50
1/28/2004	HJB	Work on finalizing cites for Reply Comments for FCC TELRIC proceeding.	0.40	355.00	142.00
1/28/2004	JLK	Telephone call with D. Beebe (PA PUC) re status of application, review application and follow up with D. Trout re same (1.1); correspondence to/from D. Beebe re information needed for PA review and follow up correspondence re same (2.6).	3.70	505.00	1,868.50
1/28/2004	PJD	Attend oral argument/update same (.5).	0.50	385.00	192.50
1/28/2004	PJD	Prepare TELRIC reply comments.	0.10	385.00	38.50
1/28/2004	PJM	Research and summarize comments re implementation of the FCC's TELRIC rules; draft reply comments re same; revise comments re depreciation; research various comments on depreciation and FCC orders addressing same.	1.20	310.00	372.00
1/28/2004	POG	Follow-up re CO, PA, and WA data requests (1.3); teleconference with M. Rosenstein/Y. Dori re WA information request and follow-up correspondence with M. Stachiw re same and NY/MA migration requirements (1.6); review and respond to correspondence from D. Beebe (PA PSC) re information needed, correspondence and teleconferences with M. Stachiw and Hogan re same (2.1).	5.00	375.00	1,875.00
1/29/2004	ADL	Teleconferences with K. Joseph, R. Holland (.6); Court issues (.4); TRO (.2); TELRIC issues (.7).	1.90	540.00	1,026.00

Date	Initials	Description	Hours	Rate	Amount
1/29/2004	ESF	Redact December invoice and prepare fee statement (3.1).	3.10	410.00	1,271.00
1/29/2004	HJB	Draft Summary section of Reply Comments for FCC TELRIC proceeding; revise Reply Comments; research productivity offset; work on cites and preparing Attachments; review draft of B. Mitchell Reply Report.	1.10	355.00	390.50
1/29/2004	JLK	Review PA data requests and respond to same (1.3); review and execute JDA and send same to M. Skubel (.4); review correspondence re Qwest meetings, FCC inquiries and ex parte response to same, [regulatory issues] letter filing, state timing (CO) (.9).	2.60	505.00	1,313.00
1/29/2004	PJD	Prepare TELRIC reply comments.	0.70	385.00	269.50
1/29/2004	PJM	Revise reply comments to reflect numerous edits; pull materials that will be attached to comments; verify citations in comments.	0.40	310.00	124.00

Date	Initials	Description	Hours	Rate	Amount
1/29/2004	POG	Correspond with M. Stachiw re CO notice and preparation of state status chart (.5); update FCC/state tracking chart and sent to M. Stachiw/J. Gockley (.6); review Hogan draft of FCC filing re state approvals (.3); review and correspond with Allegiance and Hogan re CO scheduling order, MO notice, and PA information requests (1.6); teleconference with OK staff and correspond with Hogan and Allegiance re same (.5); review and revise amendment to PA application and organizational charts and correspond with M. Stachiw and J. Harlan re same (1.7); correspond with M. Stachiw and J. Gockley re state applications (1.0); conference call with Dori/Rosenstein re AZ discovery requests and CO, WA, PA issues and correspondence with Allegiance re same (.8); correspond with M. Skubel re [regulatory issues] (.1).	7.10	375.00	2,662.50
1/29/2004	URP	Prepare amendment to PA application as per the request of Commission staff (2.0); conference with P. Gagnier re massive migration plan in NY (.2); review AZ data request (.3).	2.50	350.00	875.00
1/30/2004	ADL	Confer with P. Gagnier (.2); review chart (.3); Qwest issues (.6); R. Holland issue (.3); TELRIC note (.2); TRO (.2).	1.80	540.00	972.00
1/30/2004	HJB	Revise Reply Comments for FCC TELRIC proceeding; work on cites for B. Mitchell report; finalize Reply Comments, Report and attachments; file Reply Comments.	1.20	355.00	426.00
1/30/2004	PJD	Prepare/file TELRIC reply comments.	1.10	385.00	423.50

Date	Initials	Description	Hours	Rate	Amount
1/30/2004	PJM	Revise reply comments; verify numerous cites; assist in finalizing comments for filing.	0.20	310.00	62.00
1/30/2004	POG	Finalize and file PA amendment (.7); revise status chart per M. Stachiw (.3); teleconference with Y. Dori re PA, AZ, CO, WA, and others (.5); finalize and distribute revised status chart (.9); teleconference with B. Dalton (VA SCC) re data requests and correspond with M. Stachiw, Hogan, et al. re same (1.4).	3.80	375.00	1,425.00
1/30/2004	URP	Review and transmit amendment to PA application (.5); review status chart in all states (.2).	0.70	350.00	245.00
2/1/2004	BMM	Research state mass migration requirements in NY and MA (2.2); compile sample filings for NY and MA; create illustrative chart of transaction for PA staff (1.0); review correspondence with PA staff (.4); research state discontinuance/surrender filings (2.1); update status chart (.2).	5.90	310.00	1,829.00
2/2/2004	ADL	Review E. pleading (.4); Qwest pleading (.6); conferences (2) with P. Gagnier (.3); FCC issues (.3); TELRIC issues (.2).	1.80	540.00	972.00
2/2/2004	BPF	Review VA requirements for transfer of assets (.3).	0.30	310.00	93.00
2/2/2004	JLK	Conference calls with Y. Dori re state filings, status, preparation of response to comments (.8); telephone call with M. Rosenstein re FCC issues, timing (.3); correspondence to/from K. Joseph re management agreement issues (.4); review Eschelon FCC filing and related correspondence and discuss response to same (.9); review and revise draft opposition to Eschelon request for extension of time and correspondence with Hogan & Hartson re same (1.3).	3.70	505.00	1,868.50

Date	Initials	Description	Hours	Rate	Amount
2/2/2004	POG	Correspond with M. Stachiw, et al. and Hogan re FL, VA and WA (1.1); review Eschelon petition to extend comment date and correspond re same (.6); docket state filings (1.1); draft transmittal letter to VA SCC and file verifications (.4); teleconference with Y. Dori re status of state proceedings (.5); teleconferences with P. Rohrbach, J. Morabito, FCC, and M. Stachiw re response to Eschelon petition (.8); review and revise same and correspond with M. Stachiw and P. Rohrbach (1.1).	5.60	375.00	2,100.00
2/3/2004	ADL	[Regulatory issues] (.4); Qwest proposal (.6); FCC filing (.5); teleconference re same (.3); TRO issues (.3); follow up (.2).	2.30	540.00	1,242.00
2/3/2004	JLK	Review and revise latest draft opposition to Eschelon request and correspondence to/from Y. Dori and M. Rosenstein re same (.9); telephone call with M. Stachiw re opposition to Eschelon and review M. Stachiw suggested changes to same (.7).	1.60	505.00	808.00
2/3/2004	POG	Teleconferences with M. Stachiw, et al. re state filings (1.2); review mass migration filings for NY and MA (.8); correspondence with Allegiance and Hogan re various matters on state applications (.8).	2.80	375.00	1,050.00
2/3/2004	URP	Prepare mass migration plan in NY (1.4).	1.40	350.00	490.00
2/4/2004	ADL	Confer with J. Kiddoo (.3); teleconference with Kirkland Ellis (.2); [regulatory] issues (.6); Qwest issues (.4); teleconference re TRO issues (.4); FCC filing (.4).	2.30	540.00	1,242.00

Date	Initials	Description	Hours	Rate	Amount
2/4/2004	JLK	Telephone call with P. Rohrbach re FCC status, extension of comment deadline, preparation of reply comments (.7); telephone call with M. Rosenstein re same (.6); telephone call to M. Stachiw re preparation of reply comments on certain issues (.1); review memorandum from M. Skubel re status of [regulatory issues] proceedings (.2); review memorandum from R. Holland re status of auction (.2).	1.80	505.00	909.00
2/4/2004	MAP	Prepare and forward letter to A. Terry re upcoming deadline for filing a Statement of Use or Extension Request in connection with U.S. Trademark Application No. 75/354387 for the mark "ALLEGIANCE COMMUNICATIONS" (.2)	0.20	280.00	56.00
2/4/2004	POG	Follow-up re state transfer filings (1.3); address possible state filings by Level 3 (.7).	2.00	375.00	750.00
2/4/2004	RWD	Research re VoIP proceedings in various states and on Capitol Hill (.4); advise client re same (.1).	0.50	310.00	155.00
2/4/2004	URP	Correspondence with MO counsel re application in MO (.5).	0.50	350.00	175.00
2/5/2004	ADL	[Regulatory] issues (.3); Eschelon issues (.4); teleconferences re same (.6); FCC follow up (.4); confer with P. Gagnier (.1).	1.80	540.00	972.00
2/5/2004	BPF	Review MN procedural rules re responding to a Petition to Intervene (.3).	0.30	310.00	93.00
2/5/2004	PJD	Update re TRO issues (.2); review ex partes (.3).	0.50	385.00	192.50
2/5/2004	POG	Correspond re WA and AZ data requests and confidentiality issues (1.1); correspondence and telephone calls with Allegiance, Hogan, and local counsels re state applications (3.8).	4.90	375.00	1,837.50

Date	Initials	Description	Hours	Rate	Amount
2/5/2004	URP	Prepare [regulatory issues] plan and customer notice (1.2).	1.20	350.00	420.00
2/6/2004	ADL	Review Eschelon issues (.4); ALTS issue (.3); Qwest issues (.4); Kirkland Ellis correspondence (.3); Qwest correspondence (.2).	1.60	540.00	864.00
2/6/2004	JLK	Telephone call with M. Stachiw re Level 3 dispute, FCC issues and follow up re same (1.7).	1.70	505.00	858.50
2/6/2004	POG	Regulatory status call re Allegiance-Qwest transaction and follow-up to same (2.0); teleconference with M. Stachiw re response potential Level 3 interventions (.6); correspond re response to WA data requests and others (2.5).	5.10	375.00	1,912.50
2/8/2004	ADL	Review state/FCC/[regulatory] issues (.4); prepare for conference call (.3); M. Tresnowski issues (.4); notes (.1).	1.20	540.00	648.00
2/9/2004	ADL	Review XO proposal (.7); teleconference with Allegiance (.5); confer with J. Kiddoo (.4); prepare for call (.3).	1.90	540.00	1,026.00
2/9/2004	MRB	Initial review of audit letter request determine due date and scope of request (.2); inquiry to attorneys re reportable matters (.1).	0.30	175.00	52.50
2/9/2004	POG	Correspondence with M. Stachiw, J. Harlan, T. Larkin, et al. re state filings in WA, AZ, et al. (2.7); review and revise NY mass migration plan (.5).	3.20	375.00	1,200.00
2/9/2004	URP	Review and revise NY Exit Plan (1.3); prepare MA mass migration plan (.3).	1.60	350.00	560.00
2/10/2004	ADL	XO issues (.7); review and comment on XO proposal (1.0); FCC-A/T issues (.7).	2.40	540.00	1,296.00
2/10/2004	BPF	Check for Level 3 protests to Qwest transaction in CA, FL, NJ, NY, OH, PA and VA (.7).	0.70	310.00	217.00

Date	Initials	Description	Hours	Rate	Amount
2/10/2004	ESF	Redact November invoice re confidentiality and guidelines (.3).	0.30	410.00	123.00
2/10/2004	POG	Revise and distribute NY mass migration filing (1.1); prepare for and participate in regulatory status call (.7); follow-up re responses to AZ data requests (.8); teleconference with M. Young re MO application (.9).	3.50	375.00	1,312.50
2/10/2004	URP	Prepare MA mass migration waiver petition (2.3); review NY mass migration notice (.5); review Level 3 MO petition (.4); review AZ data request (.3).	3.50	350.00	1,225.00
2/11/2004	ADL	XO review (.6); teleconferences re documents (.4); XO regulatory issues (.7); A/T issues (.4); follow up (.3).	2.40	540.00	1,296.00
2/11/2004	BPF	Check for Level 3 protests to Qwest transaction in CA, FL, NJ, NY, PA and VA (.8).	0.80	310.00	248.00
2/11/2004	JLK	Telephone calls with M. Stachiw re [regulatory issues] and research re same (1.4); telephone call with P. Morgan re Stachiw questions (.3); review and respond to multiple correspondence re state proceedings and prepare memorandum (.4).	2.10	505.00	1,060.50
2/11/2004	MRB	Follow-up on responding to audit letter request (.3).	0.30	175.00	52.50
2/11/2004	MRB	Finalize audit letter response (.5).	0.50	175.00	87.50
2/11/2004	POG	Review Level 3 interventions in GA, MO, and OH and teleconferences/correspondence with Hogan/local counsel/Allegiance re responses to same (1.8); office conference with U. Pin re preparation of template response (.4); review and correspond with Allegiance and AZ counsel re AZ data requests (.3).	2.50	375.00	937.50

Date	Initials	Description	Hours	Rate	Amount
2/11/2004	RWD	Research re CA VoIP investigation (.3); advise client re same (.2).	0.50	310.00	155.00
2/11/2004	URP	Prepare exit plans for NY and MA (4.3).	4.30	350.00	1,505.00
2/12/2004	ADL	XO issues (.4); regulatory issues re auction (.7); confer with J. Kiddoo (.3); teleconferences with R. Holland, K. Joseph (.6); teleconference with Kirkland Ellis (.2); XO-Qwest issues (.4).	2.60	540.00	1,404.00
2/12/2004	BPF	Follow-up re Motions to Intervene filed by Level 3 (.2).	0.20	310.00	62.00
2/12/2004	GRC	Advise re FCC requirements, process, [regulatory issues](.2).	0.20	355.00	71.00
2/12/2004	JLK	Review state filings, approvals, correspondence (1.1); telephone call with M. Stachiw re transfer issues (.3); review auction issues and respond to regulatory questions from M. Kanter and J. Terry (1.3)	2.70	505.00	1,363.50
2/12/2004	PJD	Telephone conversation with D. Sussman re dedicated transport tariff issue (.2).	0.20	385.00	77.00
2/12/2004	PJD	Update re VOIP (.3), TRO ex partes (.2).	0.50	385.00	192.50
2/12/2004	POG	Review and revise response to Level 3 petition to intervene 3 in MO and distribute for review (2.2); advise re filing requirements for alternate winner in bankruptcy auction (.8).	3.00	375.00	1,125.00
2/12/2004	URP	Prepare response to Level 3's request to intervene in AZ and MO (4.0); prepare response to AZ data request (2.5).	6.50	350.00	2,275.00

Date	Initials	Description	Hours	Rate	Amount
2/12/2004	WMC	Attend FCC agenda meeting and press conference on VoIP proceedings and workshop summits (.1); review FCC releases related to same (.1); obtain information on comment dates for SBC's VoIP petition for forbearance (.1); prepare summary of same (.1); forward same to client (.1).	0.50	280.00	140.00
2/13/2004	ADL	Teleconferences (3) with R. Holland (.6); M. Tresnowski (2) (.4); conferences (4) with J. Kiddoo (.5); teleconferences (2) with Kirkland Ellis (.3); follow up re XO issues (.6); teleconferences (3) with K. Joseph (.7); impact re FCC/Court issues (.6); TRO issues (.2).	3.90	540.00	2,106.00
2/13/2004	BPF	Research state regulatory requirements for asset transfer (1.9).	1.90	310.00	589.00
2/13/2004	ESQ	Work on research on state filing requirements for XO transaction; brief teleconference re research strategy (.3); research re states NC-PA (1.0); work on issues re TX filing (.3); further research re remaining states (1.0); compile and send result to P. Gagnier (.3); work on initial draft of state template (1.9); brief research re same issues (.4); further work on state template application (1.4).	6.60	350.00	2,310.00

Date	Initials	Description	Hours	Rate	Amount
2/13/2004	JLK	Prepare memorandum to M. Cantor and J. Terry re structure of XO transaction and consider regulatory requirements re same (.4); telephone call to M. Rosenstein re strategy for withdrawing Qwest applications and review requirements for same (.3); telephone call with K. Joseph re FCC and other filings (.3); telephone call with J. Morabito (Qwest) re FCC status, withdrawal strategy (.3); telephone call with J. Terry (K&E) re transaction structure, management agreement timing, regulatory approvals (.4); brief A. Lipman re status of Qwest regulatory filings and timing of withdrawals, new filings required for XO transaction (.3).	2.00	505.00	1,010.00
2/13/2004	MRB	Review of order for determination of schedule for filing fee applications (.1).	0.10	175.00	17.50
2/13/2004	POG	Teleconferences and correspondence with M. Stachiw, J. Kiddoo, local counsel, Hogan, and others re successful XO bid in bankruptcy auction and filings associated with same (5.0); research re FCC and state filing requirements for same (1.1); office conferences with T. Tanner, E. Quill, and D. Burt re preparation of FCC and state applications (.9); correspond with M. Stachiw re approval charts (.3).	7.30	375.00	2,737.50
2/13/2004	TFT	Draft Section 214 transfer of control application (4.0).	4.00	370.00	1,480.00
2/13/2004	URP	Research stock transfer obligations in MI, MO, MD, NV, NJ and NY (4.0).	4.00	350.00	1,400.00

Date	Initials	Description	Hours	Rate	Amount
2/14/2004	ADL	Teleconference with J. Kiddoo (.3); teleconference with P. Gagnier (.2); review KDW messages (.2); transfer issues (.5); follow up re R. Holland teleconference (.3); Qwest issues (.2).	1.70	540.00	918.00
2/14/2004	BMM	Attention to Level 3 interrogatories for various states (.7); correspondence re status of transaction and possible withdrawal of filings (.5).	1.20	310.00	372.00
2/14/2004	ESQ	Further work on draft template application (.6); work on description of transaction (.9); work on public interest sections (1.0); revise and distribute (.8).	3.30	350.00	1,155.00
2/14/2004	JLK	Correspondence and telephone calls to/from B. Mutschelknaus re FCC and state approvals, drafting (.9).	0.90	505.00	454.50
2/14/2004	POG	Review and revise FCC and state templates for ALGX-XO transfer (4.5).	4.50	375.00	1,687.50
2/14/2004	TFT	Draft Section 214 transfer of control application (4.0).	4.00	370.00	1,480.00
2/15/2004	ESQ	Incorporate initial changes from FCC application (1.1); further review and revise template (.2); incorporate additional round of changes to template and recirculate (.9); review and distribute (.4).	2.60	350.00	910.00
2/15/2004	JLK	Correspondence to/from B. Mutschelknaus, M. Stachiw and K. Joseph re FCC and state drafts and review and revise same (1.7).	1.70	505.00	858.50
2/15/2004	POG	Review, revise, and distribute FCC and state templates (3.3); conference call with KDW and XO re approval requirements (.8); correspondence with KDW, ALGX, et al. re same (.9).	5.00	375.00	1,875.00

Date	Initials	Description	Hours	Rate	Amount
2/16/2004	ADL	Teleconference re Qwest pleadings (.4); KDW notes (.2); FCC-A-T issues (.5); multiple calls (.5).	1.60	540.00	864.00
2/16/2004	BMM	Conference with OH staff re Level 3 intervention and XO's bid (.3).	0.30	310.00	93.00
2/16/2004	DCB	Review documents of proposed transaction (.5).	0.50	205.00	102.50
2/16/2004	JLK	Review and revise draft FCC and state applications and correspondence to/from XO re same (2.1); prepare memorandum to M. Tresnowski re management agreement, control of operating revenue by manager (.8).	2.90	505.00	1,464.50
2/16/2004	POG	Review and correspond with various re FCC and state applications (5.9).	5.90	375.00	2,212.50
2/16/2004	TFT	Review and revise draft Section 214 transfer of control application (2.5).	2.50	370.00	925.00
2/17/2004	ADL	Teleconference re Allegiance filings (.4); answer XO issues (.3); Qwest filing (.4); Qwest notices issues (.4).	1.50	540.00	810.00
2/17/2004	BPF	Review AZ regulatory requirements for transaction (0.6); preparation of verifications for transaction (1.2)	1.80	310.00	558.00
2/17/2004	ESQ	Work on issues re TX- brief research re issues re rule sections (.7); send response to P. Gagnier re open issues (.3); teleconferences with Staff re filing issues (.4) and follow up work re same issues (.5); work on issues re AZ approval requirements (.6)	2.50	350.00	875.00

Date	Initials	Description	Hours	Rate	Amount
2/17/2004	JLK	Correspondence re state and FCC applications and review and revise same (.4); review latest draft APA and correspondence/telephone call with J. Terry re regulatory changes needed in same (2.4); telephone call with J. Terry and T. Peto re management agreement and review same (.3); telephone call from C. Adams (Akin Gump/Committee) re invoice issues (.3); telephone call with M. Stachiw re FCC and state drafts (.4); prepare draft FCC condition to closing and revised definitions and send same to J. Terry and T. Peto (.5); review and respond to comments and questions on state and FCC drafts (.7); rewrite management agreement and prepare new operating agreement and discuss both with B. Mutschelknaus and J. Terry (2.3).	7.30	505.00	3,686.50
2/17/2004	POG	Correspondence and teleconferences with M. Conway, M. Stachiw, J. Kiddoo, et al. re FCC and state filings for ALGX-XO transaction (4.7); draft and distribute termination letters for ALGX-Q transaction (.9); review FCC and state templates for same (.7); review and distribute verifications; address issues re Coast to Coast, management agreement, inclusion of sale order, local counsel, et al. (2.3).	8.60	375.00	3,225.00
2/17/2004	TFT	Draft Section 214 and state transfer of control applications (5.7).	5.70	370.00	2,109.00
2/18/2004	ADL	Teleconferences (2) with K. Joseph (.3); J. Kiddoo (.2); Qwest issues (.4); teleconference with Qwest (.2); teleconference re XO issues (.4); follow up re same (.2).	1.70	540.00	918.00

Date	Initials	Description	Hours	Rate	Amount
2/18/2004	BPF	Review filing requirements for IN and OH (.3).	0.30	310.00	93.00
2/18/2004	JLK	Review Level 3 FCC filing in C&W/Savvis transfer proceeding, prepare memorandum to M. Stachiw, L. Strickling and K. Joseph and telephone call with M. Stachiw re same (1.2); conference call with M. Tresnowski, J. Terry, T. Peto et al re management agreement structure (.6); prepare memorandum to and telephone call with B. Mutschelknaus re management agreement structure, Level 3 FCC and state filings and follow up call with M. Tresnowski re same (.9); review and revise "final" state application template, send proposed changes to M. Stachiw for comments and review further changes/correspondence (.7); prepare memorandum to B. Mutschelknaus re Level 3 state interventions and follow up correspondence re same (.3); conference call with J. Terry re XO proposed changes to management agreement, revise management agreement per same and send revised draft to J. Terry, T. Peto and M. Tresnowski (2.7); telephone call with B. Mutschelknaus re proposed Sale Order and memo to FCC re same and review revisions to Sale Order (.4)	10.40	505.00	5,252.00

Date	Initials	Description	Hours	Rate	Amount
2/18/2004	POG	Review correspondence re FCC and state applications for ALGX-XO (.7); docket state pleadings (.5); finalize and distribute termination letters to client for review (.3); correspond with ALGX and KDW re state template and filings and process for filing of same (1.9); review and correspond with J. Kiddoo and M. Stachiw re MSA language in FCC/state applications (.5); review L3 FCC petition re management agreements (.3); review MO staff recommendation in ALGX-Q deal (.3).	4.50	375.00	1,687.50
2/18/2004	TFT	Review and revise draft Section 214 and state transfer of control applications (1.5); research re FCC procedures (2.5).	4.00	370.00	1,480.00
2/18/2004	URP	Review withdrawal letter template (withdrawing Allegiance-Qwest application) (.2).	0.20	350.00	70.00
2/19/2004	ADL	Teleconference with K. Joseph (.3); teleconference with Qwest (.2); Qwest issues (.4); issues re documents (.4); FCC issues (.5).	1.80	540.00	972.00
2/19/2004	DCB	Review and edit applications prepared for NY, NC, VA, and PA (4.5).	4.50	205.00	922.50
2/19/2004	ESQ	Correspondence re applications (.8); review and revise AZ application (1.4); review and revise CA (1.6); review and revise NJ (1.0); further correspondence re other filings (1.0); work on issues re MN (.8).	6.60	350.00	2,310.00

Date	Initials	Description	Hours	Rate	Amount
2/19/2004	JLK	Review final management agreement and prepare memorandum to J. Terry and T. Peto re same (.4); review state-specific state applications and final draft FCC application (.9); telephone call with K. Joseph re withdrawal of FCC applications (Qwest), management agreement structure and closing timing (.5); prepare memorandum to M. Stachiw, K. Joseph and L. Strickling re Sale Order preemption provisions (.4); prepare memorandum to M. Stachiw and K. Joseph re form of management agreement (.3); review correspondence to/from Kelley Drye and Allegiance regulatory group re draft state applications (.3).	2.80	505.00	1,414.00
2/19/2004	MRB	Obtain FRN information for DIP company (.5).	0.50	175.00	87.50
2/19/2004	POG	Draft FCC termination letter and follow-up re state termination letters (.6); review state applications for CA, PA, TX, NJ, NY, CO, VA, NC, AZ and correspondence/teleconferences re same (5.5); revise FCC and state withdrawal letters per M. Stachiw and Hogan and prepare state-specific drafts of same (2.1); review final FCC application and consult with T. Tanner and K. Joseph re same (.9).	8.50	375.00	3,187.50
2/19/2004	RWD	Research re CA final order implementing VoIP investigation (.2); advise client re same (.1).	0.30	310.00	93.00
2/19/2004	TFT	Review and revise draft Section 214 and state transfer of control applications (5.0).	5.00	370.00	1,850.00

Date	Initials	Description	Hours	Rate	Amount
2/19/2004	URP	Prepare letters withdrawing applications for the Allegiance-Qwest transaction in 14 states (5.7).	5.70	350.00	1,995.00
2/20/2004	ADL	Teleconference with K. Joseph (.3); Qwest issues (.4); teleconference re FCC issues (.4); TRO issues (.2).	1.30	540.00	702.00
2/20/2004	DCB	Review and edit CO application (1.2), respond to P. Gagnier re client response to NY (.3) and discuss research on state approvals with W. Quill (.2).	1.70	205.00	348.50
2/20/2004	ESQ	Work on issues re review and revision of regulatory filings; work on MN application (1.2); work on issues re CO filing (1.0); correspondence re approach to filing in CO with KWD and correspondence re same issues (.4); work on issues re AZ filing (1.3); follow up on issues re CO (.5); work on issues re notification letter filing and approach to TX (1.2).	5.60	350.00	1,960.00
2/20/2004	JLK	Review proposed Sale Order and executed APA and send same to M. Stachiw, K. Joseph (.3); telephone call with B. Mutschelknaus re Level 3 FCC declaratory ruling petition re management agreements (.6); review final APA and correspondence with J. Terry re conditions to close and telephone call to B. Mutschelknaus re same (.4).	1.30	505.00	656.50

Date	Initials	Description	Hours	Rate	Amount
2/20/2004	POG	Review FCC and state applications and teleconferences and correspondence with ALGX and KDW re same (4.1); review and finalize FCC and state withdrawal letters for ALGX-Q transaction (1.3); correspondence and teleconferences with ALGX, Hogan, and local counsel in GA, MO, NJ (1.1); correspond with M. Conway and research re change in deal structure and additional required approvals (.6).	7.10	375.00	2,662.50
2/20/2004	RWD	Research re pulver.com decision (.4); advise client re same (.1).	0.50	310.00	155.00
2/20/2004	TFT	Review and revise FCC transfer of control application (1.0); teleconferences with J. Griffen re same (.5); review APA and draft Sale Order (1.5).	3.00	370.00	1,110.00
2/20/2004	URP	Revise, finalize and transmit letter withdrawing Allegiance-Qwest applications in 14 states (2.0); review sale order (.3).	2.30	350.00	805.00
2/22/2004	DCB	Review statutes and regulations for FL, MO, NV, OK, OR, WA, and WI to determine if approval or notice is required (2.0).	2.00	205.00	410.00
2/23/2004	ADL	Teleconference with XO (.3); teleconference re Qwest issues (.4); teleconference with K. Joseph (.2); TRO issues (.5); prepare for Allegiance meeting (.9).	2.30	540.00	1,242.00
2/23/2004	BMM	Review and revise GA application for XO transaction (1.4).	1.40	310.00	434.00
2/23/2004	DCB	Discuss research with W. Quill (.2), review statutes and regulations for WA, NV, and MO (.7), and email findings to P. Gagnier (.1).	1.00	205.00	205.00

Date	Initials	Description	Hours	Rate	Amount
2/23/2004	ESQ	Work on notice letter issues (.6); work on issues re WA and consult with D. Burt re other notice issues (1.2); work on review of notice requirements and send to P. Gagnier (.9); work on issues re AZ application (.6); follow up on issues re FL application (.2); review and revise OH application (.6); work on issues re MO filing (.7).	4.80	350.00	1,680.00
2/23/2004	POG	Telephone calls and correspondence with Allegiance, Kelley Drye, and local counsel re state filings (4.0); telephone call with R. Dalton re withdrawal of ALGX-Q application (.2); review and revise GA and OH filings (1.0); prepare state regulatory filings chart (.4); docket ALGX-Q and ALGX-XO filings (.2); review and revise MO filing/template notice (1.3).	7.10	375.00	2,662.50
2/24/2004	ADL	Prepare for Allegiance meeting (.8); answer inquiries (.4); meeting with R. Holland (1.1); Bell initiative (.6).	2.90	540.00	1,566.00
2/24/2004	BMM	Review and revise IN, MD, DC and NV filings (3.4); transmit same (.2).	3.60	310.00	1,116.00
2/24/2004	ESQ	Review and work on issues re TX filing (1.6); correspondence re other filings and approach on TX (.4); send list of additional required information (.5); additional extensive work on TX (2.6).	5.10	350.00	1,785.00
2/24/2004	JLK	Review and distribute final Sale Order and related documents, note preemption provision (.4); review correspondence re FCC questions and responses to same (.3).	0.70	505.00	353.50

Date	Initials	Description	Hours	Rate	Amount
2/24/2004	JMB	Telephone conference with J. Gockley re DC 252(i) petition for filing and revise and transmit same to J. Gockley (.5).	0.50	350.00	175.00
2/24/2004	PJD	Update re BellSouth EEL petition (.2).	0.20	385.00	77.00
2/24/2004	POG	Multiple teleconferences and correspondence with Kelley Drye, Allegiance, and Swidler personnel re state notice letters and verifications (3.1); review and revise filings for FL, IN, OH (revised), TX, DC, MD, MO, NV (2.9); correspondence and calls with Kelley Drye re response to FCC questions about transaction (.7); finalize and close dockets on ALGX-Q transaction (.6).	7.30	375.00	2,737.50
2/24/2004	RWD	Monitor Senate Commerce Committee VoIP hearing and advise client re same (.3).	0.30	310.00	93.00
2/25/2004	ADL	Teleconferences (2) with K. Joseph (.7); teleconferences (2) with R. Holland (.6); follow up re meeting (.4); TRO (.3); XO issues (.3); [regulatory] issues (.6).	2.90	540.00	1,566.00
2/25/2004	ESQ	Further work on and revisions to TX filing (1.5); work on WA notice (.6); work on WI notice (.4); work on MA notice (.5); work on MI notice (.3); work on issues re IL (.7); additional work re notice letters (.6); follow up on, correspondence and finalize TX filing (1.1)	5.70	350.00	1,995.00
2/25/2004	JLK	Meeting with A. Lipman re Allegiance meetings and follow up re same (.3); telephone call with J. Terry (Kirkland) re status of FCC and state applications and follow up correspondence (.4).	0.70	505.00	353.50

Date	Initials	Description	Hours	Rate	Amount
2/25/2004	JMB	Review correspondence from and telephone conference with G. Leeger re MD and DC 252(i) petitions and draft letter to MD PSC per request of G. Leeger and J. Gockley (1.6).	1.60	350.00	560.00
2/25/2004	POG	Correspondence and calls with Allegiance, Kelley Drye and W. Quill re info needed for TX application and other matters (3.2); review and revise IL, MA, MI, OR, WA, WI filings (1.3); research re InterAccess (.4).	4.90	375.00	1,837.50
2/25/2004	RPD	Advise D. Turetsky re [regulatory issues] (.7).	0.70	410.00	287.00
2/26/2004	ADL	Teleconference with R. Holland (.6); teleconference with K. Joseph (.4); Level 3-Allegiance issues (.6); Genuity issues (.5); FCC issues (.6).	2.70	540.00	1,458.00
2/26/2004	EJB	Revise letter to MD PSC re 252(i) (.3).	0.30	455.00	136.50
2/26/2004	JLK	Review correspondence re status of FCC discussions and timing, state applications, Level 3 contract issues (.6); review structure of proposed Level 3 settlement and analyze regulatory requirements of same (.4).	1.00	505.00	505.00
2/26/2004	JMB	Draft and transmit to J. Gockley and G. Leeger letter for MD PSC re resumption of 252(i) petition proceeding (.5); telephone conference with J. Gockley re NJ options for 252(i) (.1); research re NJ agreements for adoption and transmit to J. Gockley (1.2).	1.80	350.00	630.00

Date	Initials	Description	Hours	Rate	Amount
2/26/2004	POG	Telephone calls and correspondence with Allegiance and Kelley Drye re status of state filings (2.1); correspondence with K. Joseph, C. McKee, and J. Griffin re FCC meeting (.3); review proposed settlement agreement with Level 3 and research re approval requirements for same (2.0).	4.40	375.00	1,650.00
2/26/2004	RPD	Research and draft proposed legislation language (1.4); conferences with D. Turetsky re approach to Judicial Committee (.5); review additional proposed language (.4).	2.30	410.00	943.00
2/27/2004	ADL	Conferences (3) with P. Gagnier (.6); teleconference with Allegiance (.4); review Level 3-KMC-Allegiance issues (.7); transfer issues (.9); A/T issues (.6).	3.20	540.00	1,728.00
2/27/2004	EJB	Provide NJ 252(I) candidate (.2).	0.20	455.00	91.00
2/27/2004	EJB	Revise DC 252(I) petition (.3); review letter to MD PSC re 252(I) petition (.1).	0.40	455.00	182.00
2/27/2004	ESF	Review January invoice re confidentiality and guidelines (.4); confer with B. McDermott re same (.2); confer with P. Gagnier re same (.3).	0.90	410.00	369.00
2/27/2004	JMB	Prepare dc 252(i) petition for filing per request of J. Gockley (.7).	0.70	350.00	245.00
2/27/2004	POG	Research and review transactional documents re approval requirements in connection with settlement agreement (2.2); correspond and teleconference with M. Stachiw re same (.5); draft memorandum re same (1.4).	4.10	375.00	1,537.50

Date	Initials	Description	Hours	Rate	Amount
2/27/2004	RPD	Review successive drafts of legislative proposals to be circulated at meeting with House Judiciary staffers, advise working group re same (1.4); conference with R. MacDowell et al., D. Turetsky, travel to and participate in meeting with House Judiciary staff (2.0).	3.40	410.00	1,394.00
TOTAL					\$547,754.00

EXPENSE DETAIL

Date	Expense	Amount
07/10/03	Travel/Taxis - Vendor:ANDREW D. LIPMAN	\$40.00
07/10/03	Travel/Lodging - Vendor:ANDREW D. LIPMAN	148.35
07/22/03	Travel/Taxis - Vendor:ANDREW D. LIPMAN	40.00
07/22/03	Travel/Meal Expenses - Vendor:ANDREW D. LIPMAN	15.00
08/05/03	Travel/Taxis - Vendor:ANDREW D. LIPMAN	40.00
08/05/03	Travel/Airfare - Vendor:ANDREW D. LIPMAN	1,885.00
08/05/03	Travel/Parking - Vendor:ANDREW D. LIPMAN	15.00
08/05/03	Travel/Meal Expenses - Vendor:ANDREW D. LIPMAN	15.00
08/13/03	Computerized Legal Research Westlaw Charge by BASTIAAMPILLA,HARISHA	174.54
08/14/03	Computerized Legal Research Westlaw Charge by BASTIAAMPILLA,HARISHA	226.70
08/15/03	FedEx Package From: PATRICIA PATERSON Company: SWIDLER BERLIN SHEREFF & FRIED City: WASHINGTON DC To: ELIZABETH DUFF Company: COATES & DAVENPORT City: RICHMOND VA Received by: S.MOORE	9.78
08/21/03	Outside Photocopying - Vendor:WIT COMMUNICATIONS, INC.	49.20
08/25/03	Computerized Legal Research Westlaw Charge by BASTIAAMPILLA,HARISHA	3.55
08/25/03	Computerized Legal Research Westlaw Charge by BASTIAAMPILLA,HARISHA	120.35
08/25/03	FedEx Package From: KATHERINE SWALL Company: SWIDLER BERLIN SHEREFF & FRIED City: WASHINGTON DC To: JACK GOLDBERG Company: CAMP RIPPLES C/O L S ROBINSON City: SOUTHWEST HARBOR ME Received by: P.SAWYER	11.62
08/26/03	Computerized Legal Research Westlaw Charge by BASTIAAMPILLA,HARISHA	102.41

Date	Expense	Amount
08/26/03	Computerized Legal Research Westlaw Charge by BASTIAAMPILLA,HARISHA	142.79
08/27/03	Outside Photocopying - Vendor:WIT COMMUNICATIONS, INC.	8.99
08/29/03	Telephone ; from: 6940 ; to: (973) 648-7695/NEWARK NJ ; duration: 2.1	0.21
08/29/03	Telephone ; from: 7857 ; to: (850) 893-8600/TALLAHASSEFL ; duration: 4.2	0.43
08/29/03	Telephone ; from: 6940 ; to: (973) 648-2026/NEWARK NJ ; duration: 1.7	0.17
08/29/03	Telephone ; from: 8410 ; to: (717) 787-3408/HARRISBURGPA ; duration: 1.1	0.11
08/29/03	Telephone ; from: 8410 ; to: (972) 718-6889/OVERLAY TX ; duration: 0.8	0.08
08/29/03	Printing PC-DOCS Operator - BOBECKJM Document # - 427566	0.20
08/29/03	Printing PC-DOCS Operator - BOBECKJM Document # - 427571	0.60
09/02/03	Telephone ; from: 6940 ; to: (973) 648-2062/NEWARK NJ ; duration: 4.6	0.47
09/02/03	Telephone ; from: 6940 ; to: (972) 718-3419/OVERLAY TX ; duration: 0.9	0.09
09/02/03	Telephone ; from: 7857 ; to: (630) 522-5454/ILLINOIS ; duration: 0.9	0.09
09/02/03	Telephone ; from: 6940 ; to: (972) 718-3419/OVERLAY TX ; duration: 0.9	0.09
09/03/03	Photocopy & Printing Equitrac User: Andrew Lipman	0.40
09/03/03	Telephone ; from: 6940 ; to: (973) 648-7991/NEWARK NJ ; duration: 2.6	0.27
09/03/03	Telephone ; from: 6940 ; to: (973) 648-7993/NEWARK NJ ; duration: 0.6	0.06
09/03/03	Telephone ; from: 6994 ; to: (630) 522-5250/ILLINOIS ; duration: 1.0	0.10
09/03/03	Telephone ; from: 7553 ; to: (469) 259-2099/DALLAS TX ; duration: 0.8	0.08
09/04/03	Documents - Vendor:Treasurer, State of New Jersey	101.25
09/04/03	Outside Photocopying - Vendor:WIT COMMUNICATIONS, INC.	12.75
09/04/03	Telephone ; from: 8470 ; to: (973) 648-4770/NEWARK NJ ; duration: 3.6	0.37
09/04/03	Telephone ; from: 8470 ; to: (973) 648-4770/NEWARK NJ ; duration: 1.5	0.15

Date	Expense	Amount
09/04/03	FedEx Package From: FELIX OTCHERE Company: SWIDLER BERLIN SHEREFF & FRIED City: WASHINGTON DC To: MS. K. GRAHAM Company: NEW JERSEY BOARD OF PUBLIC UTI City: NEWARK NJ Received by: J.KOVANI	8.76
09/04/03	Conference call: Patrick J. Donovan	89.72
09/04/03	From: SWIDLER BERLIN-3000 K ST 2FL-NW WASH To: ALLEGIANCE TELECOM-1919 M ST #420-NW WASH D	20.62
09/05/03	FedEx Package From: KARRIEMAN GRAHAM Company: BOARD OF PUBLIC UTILITES City: NEWARK NJ To: FELIX B OTCHERE Company: SWIDLER BERLIN SHEREFF & FRIED City: WASHINGTON DC Received by: C.MARSHALL	13.05
09/05/03	Computerized Legal Research Westlaw Charge by BASTIAAMPILLA,HARISHA	45.10
09/08/03	Photocopy & Printing Equitrac User: Felix B. Otchere, Sr.	0.20
09/09/03	Filing Fees - Vendor:Clerk, US Court of Appeals, 5th Circuit	105.00
09/09/03	Reversal from Void Check Number: 146949 Bank ID: CITI01DC Voucher ID: 200407 Vendor: Clerk, US Court of Appeals, 5th Circuit	-105.00
09/09/03	Telephone ; from: 6951 ; to: (504) 310-7700/LOUISIANA ; duration: 2.1	0.21
09/09/03	Telephone ; from: 6951 ; to: (504) 310-7700/LOUISIANA ; duration: 4.4	0.45
09/09/03	Telephone ; from: 6951 ; to: (504) 310-7700/LOUISIANA ; duration: 3.3	0.34
09/09/03	Telephone ; from: 7857 ; to: (510) 642-9854/OACZ 2 CA ; duration: 8.2	0.85
09/09/03	Printing PC-DOCS Operator - FLEMINMW Document # - 427980	0.40
09/10/03	Photocopy & Printing Equitrac User: Michael W. Fleming	21.20
09/10/03	Photocopy & Printing Equitrac User: Michael W. Fleming	6.80
09/10/03	Photocopy & Printing Equitrac User: Michael W. Fleming	308.40
09/10/03	Telephone ; from: 7553 ; to: (469) 259-2099/DALLAS TX ; duration: 20.8	2.16
09/10/03	Telephone ; from: 6994 ; to: (630) 522-5250/ILLINOIS ; duration: 1.1	0.11
09/10/03	Printing PC-DOCS Operator - FLEMINMW Document # - 428082	0.20

Date	Expense	Amount
09/10/03	Printing PC-DOCS Operator - FLEMINMW Document # - 428089	0.60
09/10/03	Printing PC-DOCS Operator - FLEMINMW Document # - 428090	1.00
09/10/03	FedEx Package From: MICHAEL W. FLEMING, ESQ. Company: SWIDLER BERLIN SHEREFF & FRIED City: WASHINGTON DC To: FIFTE DISTRICT CHARLES R. FUL Company: U.S. COURT OF APPEALS FOR THE City: NEW ORLEANS LA Received by: N.ASH IHERTIGAN244	13.69
09/10/03	Computerized Legal Research Westlaw Charge by BASTIAAMPILLA,HARISHA	20.35
09/10/03	Computerized Legal Research Westlaw Charge by BASTIAAMPILLA,HARISHA	2.33
09/10/03	Computerized Legal Research Westlaw Charge by BASTIAAMPILLA,HARISHA	0.52
09/11/03	Photocopy & Printing Equitrac User: Linda Crelling	45.20
09/11/03	Postage	0.37
09/11/03	Telephone ; from: 6951 ; to: (504) 310-7700/LOUISIANA ; duration: 3.6	0.37
09/11/03	DC Secretarial/Staff Overtime	22.50
09/11/03	FedEx Package From: DENELLE DIXON Company: SWIDLER BERLIN SHEREFF & FRIED City: WASHINGTON DC To: NANCY WHITE Company: BELLSOUTH TELECOMMUNICATIONS City: TALLAHASSEE FL Received by: K.ARANT	6.17
09/12/03	Photocopy & Printing Equitrac User: Michael W. Fleming	2.40
09/12/03	Photocopy & Printing Equitrac User: Michael W. Fleming	13.00
09/12/03	Telephone ; from: 7747 ; to: (504) 310-7700/LOUISIANA ; duration: 9.6	0.99
09/12/03	Telephone ; from: 7747 ; to: (504) 310-7700/LOUISIANA ; duration: 1.8	0.18
09/12/03	Telephone ; from: 7553 ; to: (630) 522-5493/ILLINOIS ; duration: 4.3	0.44
09/12/03	Telephone ; from: 7857 ; to: (650) 847-2222/PALO ALTO CA ; duration: 11.7	1.21
09/12/03	Printing PC-DOCS Operator - FLEMINMW Document # - 428203	0.20

Date	Expense	Amount
09/12/03	FedEx Package From: MICHAEL W FLEMING ESQ Company: SWIDLER BERLIN SHEREFF & FRIED City: WASHINGTON DC To: MICHAEL W FLEMING ESQ Company: SWIDLER BERLIN SHEREFF & FRIED City: WASHINGTON DC Received by: C.MARSHALL	9.55
09/12/03	Ground Transportation - Vendor:Petty Cash	8.00
09/12/03	Ground Transportation - Vendor:Petty Cash	8.00
09/15/03	Computerized Legal Research - Vendor:WIT COMMUNICATIONS, INC.	13.99
09/15/03	Computerized Legal Research Westlaw Charge by BASTIAAMPILLA,HARISHA	64.14
09/16/03	Postage	0.60
09/16/03	Postage	0.83
09/16/03	Telephone ; from: 6951 ; to: (469) 259-2069/DALLAS TX ; duration: 0.6	0.06
09/17/03	Filing Fees - Vendor:Clerk, US Court of Appeals, 5th Circuit	100.00
09/18/03	Telephone ; from: 7857 ; to: (650) 847-2222/PALO ALTO CA ; duration: 1.4	0.14
09/19/03	Telephone ; from: 7857 ; to: (203) 554- 3446/STAMFORD CT ; duration: 0.5	0.05
09/19/03	Telephone ; from: 7857 ; to: (630) 693-1794/ILLINOIS ; duration: 62.7	6.52
09/19/03	Conference call: Patrick J. Donovan	33.49
09/19/03	Computerized Legal Research Westlaw Charge by BASTIAAMPILLA,HARISHA	76.72
09/22/03	Filing Fees - Vendor:Librarian, US Court of Appeals	50.00
09/22/03	Printing PC-DOCS Operator - DONOVAPJ Document # - 428601	4.00
09/22/03	Printing PC-DOCS Operator - DONOVAPJ Document # - 428638	1.00
09/22/03	Printing PC-DOCS Operator - DONOVAPJ Document # - 428638	2.00
09/22/03	Printing PC-DOCS Operator - DONOVAPJ Document # - 428638	1.00
09/22/03	Printing PC-DOCS Operator - DONOVAPJ Document # - 428638	2.00
09/22/03	Printing PC-DOCS Operator - DONOVAPJ Document # - 428638	0.80
09/22/03	Printing PC-DOCS Operator - DONOVAPJ Document # - 428638	0.80
09/22/03	Printing PC-DOCS Operator - DONOVAPJ Document # - 428638	1.00

Date	Expense	Amount
09/22/03	Printing PC-DOCS Operator - FLEMINMW Document # - 428645	0.20
09/22/03	Telephone ; from: 6951 ; to: (504) 310-7700/LOUISIANA ; duration: 0.8	0.08
09/22/03	Telephone ; from: 6951 ; to: (504) 310-7712/LOUISIANA ; duration: 4.9	0.51
09/22/03	Telephone ; from: 6951 ; to: (469) 259-2069/DALLAS TX ; duration: 2.1	0.21
09/22/03	Computerized Legal Research Westlaw Charge by BASTIAAMPILLA,HARISHA	26.73
09/23/03	Postage	1.75
09/23/03	Postage	19.25
09/23/03	Printing PC-DOCS Operator - ORVISDD Document # - 428534	2.80
09/23/03	Secretarial Services	48.00
09/23/03	Telephone ; from: 7869 ; to: (314) 244-2400/VIBURNUM MO ; duration: 6.2	0.64
09/23/03	Telephone ; from: 8470 ; to: (410) 767-8080/BALTIMORE MD ; duration: 10.0	1.04
09/23/03	Telephone ; from: 8470 ; to: (410) 767-8080/BALTIMORE MD ; duration: 1.3	0.13
09/23/03	Telephone ; from: 8470 ; to: (410) 767-8926/BALTIMORE MD ; duration: 2.2	0.22
09/23/03	Photocopy & Printing Equitrac User: Rahel Menassie	2.80
09/23/03	Photocopy & Printing Equitrac User: Linda Crelling	122.80
09/23/03	Photocopy & Printing Equitrac User: Linda Crelling	1.80
09/23/03	Photocopy & Printing Equitrac User: Linda Crelling	22.20
09/23/03	Professional Services - Vendor:WIT COMMUNICATIONS, INC.	6.08
09/23/03	FedEx Package From: VIOLA BENNETT Company: SWIDLER BERLIN SHEREFF & FRIED City: WASHINGTON DC To: JOHN A. ROGOVIN, JOHN E. INGLE Company: FEDERAL COMMUNICATIONS COMMISS City: CAPITOL HEIGHTS MD Received by: A.BRYANT	6.99
09/23/03	FedEx Package From: HARISHA BASTIAMPILLAI Company: SWIDLER BERLIN SHEREFF & FRIED City: WASHINGTON DC To: CATHERINE O'SULLIVAN NANCY C. Company: U.S. DEPT. OF JUSTICE, ANTITRU City: WASHINGTON DC Received by: C.WARD	7.71

Date	Expense	Amount
09/23/03	FedEx Package From: HARISHA J. BASTIAMPILLAI Company: SWIDLER BERLIN SHEREFF & FRIED City: WASHINGTON DC To: CLERK, UNITED STATES COURT OF Company: APPEALS FOR EIGHTH CIRCUIT City: ST. LOUIS MO Received by: S.LEWONDOSKI	16.95
09/23/03	Computerized Legal Research Westlaw Charge by BASTIAAMPILLA,HARISHA	243.36
09/24/03	Printing PC-DOCS Operator - ORVISDD Document # - 428534	2.40
09/24/03	Telephone ; from: 7502 ; to: (973) 648-7994/NEWARK NJ ; duration: 0.6	0.06
09/24/03	Telephone ; from: 7502 ; to: (973) 648-2026/NEWARK NJ ; duration: 5.6	0.58
09/24/03	Telephone ; from: 7502 ; to: (850) 413- 6510/TALLAHASSEFL ; duration: 5.1	0.53
09/24/03	Telephone ; from: 7748 ; to: 411/DIR. ASSIST. ; duration: 2.6	0.45
09/24/03	Telephone ; from: 7502 ; to: (850) 413- 6770/TALLAHASSEFL ; duration: 14.9	1.55
09/24/03	Photocopy & Printing Equitrac User: Tina M. Marshall	0.40
09/24/03	Ground Transportation - Vendor:Petty Cash	9.00
09/24/03	Ground Transportation - Vendor:Petty Cash	9.00
09/25/03	Printing PC-DOCS Operator - PATERMA Document # - 9041506	0.20
09/25/03	Printing PC-DOCS Operator - ORVISDD Document # - 428534	4.40
09/25/03	DC Secretarial/Staff Overtime	56.25
09/26/03	Telephone ; from: 8410 ; to: (717) 787- 8032/HARRISBURGPA ; duration: 0.7	0.07
09/26/03	Telephone ; from: 7502 ; to: (717) 787- 1013/HARRISBURGPA ; duration: 1.4	0.14
09/26/03	Telephone ; from: 7502 ; to: (717) 783- 6175/HARRISBURGPA ; duration: 0.6	0.06
09/26/03	Telephone ; from: 7502 ; to: (717) 787- 8032/HARRISBURGPA ; duration: 1.5	0.15
09/26/03	Telephone ; from: 7502 ; to: (717) 705- 4364/HARRISBURGPA ; duration: 2.3	0.24
09/26/03	Telephone ; from: 7502 ; to: (717) 787- 6489/HARRISBURGPA ; duration: 1.6	0.16
09/26/03	Telephone ; from: 7502 ; to: (717) 787- 1660/HARRISBURGPA ; duration: 0.6	0.06
09/26/03	Telephone ; from: 7502 ; to: (717) 772- 7777/HARRISBURGPA ; duration: 3.7	0.38

Date	Expense	Amount
09/26/03	Telephone ; from: 7502 ; to: (617) 305-3540/BOSTON MA ; duration: 1.3	0.13
09/26/03	Photocopy & Printing Equitrac User: James A. Littau	1.40
09/26/03	Postage Equitrac User: Merrill Corporation at Jefferson	0.60
09/26/03	DC Secretarial/Staff Overtime	67.50
09/29/03	Telephone ; from: 5643 ; to: (717) 787-0974/HARRISBURGPA ; duration: 0.6	0.06
09/29/03	Telephone ; from: 7502 ; to: (617) 305-3751/BOSTON MA ; duration: 1.4	0.14
09/29/03	Meal Charges - Vendor:JOSHUA M. BOBECK	38.00
09/30/03	Publications/Subscriptions - Vendor:Pacer Service Center	9.17
09/30/03	FedEx Package From: GWEN L RISSER Company: STATE PUBLIC UTILITY COMM City: HARRISBURG PA To: ATTN FELIX B OTCHERE Company: SURDLOV BERLIN SHERIFF FREEDMA City: WASHINGTON DC Received by: C.MARSHALL	12.11
09/30/03	Computerized Legal Research Westlaw Charge by BASTIAAMPILLA,HARISHA	73.35
10/01/03	Telephone ; from: 7857 ; to: (630) 693-1794/ILLINOIS ; duration: 65.4	6.80
10/01/03	Telephone ; from: 8470 ; to: (573) 751-7496/JEFFRSN CYMO ; duration: 3.4	0.35
10/01/03	Telephone ; from: 5643 ; to: (573) 522-6176/FERGUSON MO ; duration: 0.5	0.05
10/01/03	Telephone ; from: 5643 ; to: (573) 522-6176/FERGUSON MO ; duration: 0.5	0.05
10/01/03	Telephone ; from: 5643 ; to: (717) 787-0974/HARRISBURGPA ; duration: 0.6	0.06
10/01/03	Conference call: Patrick J. Donovan	40.13
10/01/03	Outside Photocopying - Vendor:The Commonwealth Of Pennsylvania	456.00
10/02/03	Telephone ; from: 8470 ; to: (573) 751-7496/JEFFRSN CYMO ; duration: 13.0	1.35
10/02/03	Telephone ; from: 8470 ; to: (573) 751-7496/JEFFRSN CYMO ; duration: 3.9	0.40
10/02/03	Telephone ; from: 8410 ; to: (573) 751-7496/JEFFRSN CYMO ; duration: 3.8	0.39
10/02/03	Printing PC-DOCS Operator - FLEMINMW Document # - 427983	2.40
10/03/03	Telephone ; from: 8470 ; to: (573) 751-7496/JEFFRSN CYMO ; duration: 2.1	0.21
10/03/03	Printing PC-DOCS Operator - BRITTMR Document # - 429305	6.80

Date	Expense	Amount
10/04/03	Computerized Legal Research Westlaw Charge by BASTIAAMPILLA,HARISHA	25.06
10/04/03	Computerized Legal Research Westlaw Charge by BASTIAAMPILLA,HARISHA	10.81
10/06/03	Computerized Legal Research Westlaw Charge by BASTIAAMPILLA,HARISHA	47.94
10/06/03	Printing PC-DOCS Operator - BRITTMR Document # - 429305	5.60
10/06/03	Printing PC-DOCS Operator - BRITTMR Document # - 429305	5.20
10/06/03	Printing PC-DOCS Operator - BASTIAHJ Document # - 429372	0.60
10/06/03	Outside Photocopying - Vendor:The Commonwealth Of Pennsylvania	340.50
10/07/03	Photocopy & Printing Equitrac User: Linda Crelling	11.00
10/07/03	Telephone ; from: 8470 ; to: (573) 751-7496/JEFFRSN CYMO ; duration: 3.0	0.31
10/07/03	Printing PC-DOCS Operator - BASTIAHJ Document # - 429372	0.60
10/07/03	Printing PC-DOCS Operator - BASTIAHJ Document # - 429372	1.20
10/07/03	Printing PC-DOCS Operator - BASTIAHJ Document # - 429416	2.00
10/07/03	Printing PC-DOCS Operator - NEILSOLJ Document # - 385935	0.40
10/07/03	FedEx Package From: VIOLA BENNETT Company: SWIDLER BERLIN SHEREFF & FRIED City: WASHINGTON DC To: LAYLA SEIRAFI-NAJAR Company: U.S. DEPARTMENT OF JUSTICE City: WASHINGTON DC Received by: H.JOHNSON	7.05
10/08/03	From: ..SWIDLER BERLIN-3000 K ST 2FL-NW WASH To: AD@US COURT OF APPEALS FO-333 CONST AV NW #	4.96
10/08/03	From: SWIDLER BERLIN-3000 K ST 2FL-NW WASH To: US COURT OF APPEALS FOR D-333 CONST AV NW #	3.97
10/08/03	Photocopy & Printing Equitrac User: Viola Bennett	7.20
10/08/03	Printing PC-DOCS Operator - BASTIAHJ Document # - 429416	0.40
10/08/03	Printing PC-DOCS Operator - DONOVAPJ Document # - 429473	3.20
10/08/03	Printing PC-DOCS Operator - DONOVAPJ Document # - 429477	1.60

Date	Expense	Amount
10/16/03	FedEx Package From: [REDACTED] To: FELIX B OTCHERE SR Company: SWIDLER BERLIN SHEREFF FRIEDMA City: WASHINGTON DC Received by: D.ADKINS	21.36
10/21/03	Telephone ; from: 7857 ; to: (650) 847-2222/PALO ALTO CA ; duration: 4.3	0.44
10/22/03	Computerized Legal Research Westlaw Charge by BASTIAAMPILLA,HARISHA	10.09
10/23/03	Computerized Legal Research Westlaw Charge by BASTIAAMPILLA,HARISHA	12.57
10/23/03	Telephone ; from: 7857 ; to: (650) 847-2222/PALO ALTO CA ; duration: 4.9	0.51
10/24/03	Travel/Taxis - Vendor:ANDREW D. LIPMAN	50.00
10/24/03	Travel/Airfare - Vendor:ANDREW D. LIPMAN	866.00
10/24/03	Travel/Lodging - Vendor:ANDREW D. LIPMAN	148.35
10/24/03	Travel/Meal Expenses - Vendor:ANDREW D. LIPMAN	10.00
10/24/03	Travel/Parking - Vendor:ANDREW D. LIPMAN	25.00
10/24/03	Computerized Legal Research Westlaw Charge by DELSESTO,RONALD	30.47
10/27/03	FedEx Package From: CRYSTAL MOSES Company: SWIDLER BERLIN SHEREFF & FRIED City: WASHINGTON DC To: [REDACTED]	11.29
10/27/03	Computerized Legal Research Westlaw Charge by DONAHUE,MICHAEL P	11.46
10/28/03	Computerized Legal Research Westlaw Charge by MCDERMOTT,BRIAN M	32.52
10/28/03	Computerized Legal Research Westlaw Charge by BASTIAAMPILLA,HARISHA	13.56
10/28/03	DC Secretarial/Staff Overtime	4.22
10/28/03	From: ..SWIDLER BERLIN-3000 K ST 2FL-NW WASH To: [REDACTED]	3.97
10/28/03	From: ..SWIDLER BERLIN-3000 K ST 2FL-NW WASH To: [REDACTED]	5.16
10/28/03	From: ..SWIDLER BERLIN-3000 K ST 2FL-NW WASH To: US TELECOM-1401 H ST-NW WASH DC	5.16
10/28/03	Telephone ; from: 7857 ; to: (973) 321-2000/PATERSON NJ ; duration: 45.1	4.69
10/29/03	Photocopy & Printing Equitrac User: Felix B. Otchere, Sr.	0.40
10/30/03	Computerized Legal Research Westlaw Charge by BASTIAAMPILLA,HARISHA	5.20
10/31/03	Ground Transportation - Vendor:CHRISTINE JOHNSON	5.34
11/04/03	Outside Photocopying - Vendor:[REDACTED]	107.52

Date	Expense	Amount
11/04/03	Conference call: Patrick J. Donovan	43.46
11/05/03	Postage Equitrac User: Merrill Corporation at Jefferson	8.06
11/05/03	Postage Equitrac User: Merrill Corporation at Jefferson	8.39
11/05/03	Postage Equitrac User: Merrill Corporation at Jefferson	8.39
11/05/03	Photocopy & Printing Equitrac User: Theresa Sneath	22.85
11/05/03	Photocopy & Printing Equitrac User: Theresa Sneath	24.13
11/05/03	From: SWIDLER BERLIN-3000 K ST 2FL-NW WASH To: [REDACTED]	31.72
11/05/03	From: SWIDLER BERLIN-3000 K ST 2FL-NW WASH To:[REDACTED]	13.74
11/05/03	From: SWIDLER BERLIN-3000 K ST 2FL-NW WASH To: [REDACTED]	15.86
11/05/03	From: SWIDLER BERLIN-3000 K ST 2FL-NW WASH To:[REDACTED]	13.74
11/06/03	Photocopy & Printing Equitrac User: Harisha J. Bastiampillai	4.95
11/06/03	FedEx Package From: JEAN KIDDOO Company: SWIDLER BERLIN SHEREFF & FRIED City: WASHINGTON DC To: LUDMILA CHUPLYGINA Company: KIRKLAND & ELLIS LLP City: NEW YORK NY Received by: D.ROTH	8.71
11/06/03	FedEx Package From: VIOLA BENNETT Company: SWIDLER BERLIN SHEREFF & FRIED City: WASHINGTON DC To: [REDACTED]	6.95
11/06/03	Computerized Legal Research Westlaw Charge by BASTIAAMPILLA,HARISHA	259.84
11/07/03	Photocopy & Printing Equitrac User: Harisha J. Bastiampillai	57.60
11/07/03	Telephone ; from: 7857 ; to: (650) 847-2222/PALO ALTO CA ; duration: 0.6	0.06
11/09/03	Parking - Vendor:Petty Cash	44.15
11/09/03	DC Secretarial/Staff Overtime	90.00
11/10/03	Secretarial Services	6.25
11/10/03	Postage Equitrac User: Merrill Corporation at Jefferson	1.75
11/10/03	Postage Equitrac User: Merrill Corporation at Jefferson	1.75
11/10/03	Photocopy & Printing Equitrac User: Linda Crelling	26.58
11/10/03	Photocopy & Printing Equitrac User: Linda Crelling	1.40
11/10/03	Postage Equitrac User: Merrill Corporation at Jefferson	3.11
11/10/03	Computerized Legal Research Westlaw Charge by BASTIAAMPILLA,HARISHA	26.65
11/10/03	From: ..SWIDLER BERLIN-3000 K ST NW 2FL To: [REDACTED]	31.72
11/10/03	From: ..SWIDLER BERLIN-3000 K ST NW 2FL To: [REDACTED]	13.74

Date	Expense	Amount
11/10/03	From: ..SWIDLER BERLIN-3000 K ST NW 2FL To: "[REDACTED]	20.24
11/10/03	From: ..SWIDLER BERLIN-3000 K ST NW 2FL To[REDACTED]	95.17
11/11/03	Photocopy & Printing Equitrac User: Harisha J. Bastiampillai	0.95
11/11/03	Postage	0.40
11/13/03	Postage	0.55
11/13/03	Postage	0.66
11/13/03	Postage	0.95
11/13/03	Postage	1.46
11/13/03	Postage	2.91
11/13/03	Telephone ; from: 8383 ; to: (214) 261-7100/TEXAS ; duration: 0.7	0.07
11/13/03	Telephone ; from: 8383 ; to: (630) 522-5400/ILLINOIS ; duration: 0.6	0.06
11/13/03	Telephone ; from: 8383 ; to: (630) 522-5400/ILLINOIS ; duration: 1.2	0.12
11/13/03	Telephone ; from: 7857 ; to: (650) 847-2222/PALO ALTO CA ; duration: 4.5	0.46
11/13/03	Photocopy & Printing Equitrac User: Bernadette T. Clark	22.03
11/13/03	Photocopy & Printing Equitrac User: Bernadette T. Clark	3.00
11/14/03	Photocopy & Printing Equitrac User: Richard Rindler	0.50
11/17/03	Telephone ; from: 6915 ; to: (303) 894-2000/DENVER CO ; duration: 5.0	0.07
11/17/03	Telephone ; from: 7869 ; to: (903) 675-1991/ATHENS TX ; duration: 1.3	0.02
11/18/03	Telephone ; from: 7857 ; to: (650) 847-2222/PALO ALTO CA ; duration: 17.9	1.86
11/18/03	Telephone ; from: 8450 ; to: (469) 259-2108/DALLAS TX ; duration: 0.5	0.05
11/18/03	Telephone ; from: 6994 ; to: (214) 742-8126/DALLAS TX ; duration: 3.2	0.33
11/18/03	Computerized Legal Research Westlaw Charge by FREJKA,ELISE S	263.39
11/20/03	Ground Transportation - Vendor:Dial Car, Inc.	19.89
11/21/03	Telephone ; from: 6915 ; to: (410) 767-8120/BALTIMORE MD ; duration: 1.3	0.02
11/21/03	Filing Fees - Vendor:Clerk, Court of Appeals	31.25
11/21/03	Postage	8.41
11/21/03	Postage	5.38
11/21/03	Postage	2.47
11/21/03	Postage	0.96
11/21/03	Postage	1.35

Date	Expense	Amount
11/21/03	Photocopy & Printing Equitrac User: Bernadette T. Clark	0.03
11/24/03	Photocopy & Printing Equitrac User: Jeanne W. Stockman	0.08
11/24/03	Photocopy & Printing Equitrac User: Bernadette T. Clark	6.78
11/24/03	Photocopy & Printing Equitrac User: Bernadette T. Clark	1.65
11/24/03	Photocopy & Printing Equitrac User: Bernadette T. Clark	34.10
11/24/03	Photocopy & Printing Equitrac User: Bernadette T. Clark	0.13
11/24/03	Photocopy & Printing Equitrac User: Jeanne W. Stockman	115.33
11/24/03	Telephone ; from: 7697 ; to: (512) 936-7343/AUSTIN TX ; duration: 1.9	0.19
11/25/03	Telephone ; from: 7601 ; to: (469) 259-2108/DALLAS TX ; duration: 2.9	0.30
11/25/03	Telephone ; from: 6994 ; to: (212) 446-4900/NYC NY ; duration: 1.7	0.17
11/25/03	Telephone ; from: 7857 ; to: (410) 547-1200/BALTIMORE MD ; duration: 0.6	0.06
11/25/03	Telephone ; from: 7551 ; to: (410) 555-1212/DIR. ASSIST. ; duration: 0.8	0.95
11/25/03	Telephone ; from: 7551 ; to: (410) 547-1200/BALTIMORE MD ; duration: 0.9	0.09
11/25/03	Telephone ; from: 7647 ; to: (410) 539-5780/BALTIMORE MD ; duration: 16.3	1.69
11/25/03	FedEx Package From: BETTY MOORE Company: SWIDLER BERLIN SHEREFF & FRIED City: WASHINGTON DC To: LUDMILA CHUPLYGINA Company: KIRKLAND & ELLIS/CITIGROUP CTR City: NEW YORK NY Received by: D.ROTH	11.20
11/26/03	Telephone ; from: 7857 ; to: (302) 226-3698/REHOBOTH DE ; duration: 3.5	0.36
12/01/03	Telephone ; from: 7857 ; to: (650) 847-2222/PALO ALTO CA ; duration: 26.3	2.73
12/01/03	Computerized Legal Research Westlaw Charge by BOBECK,JOSHUA M	241.72
12/02/03	Telephone ; from: 7553 ; to: (630) 522-5493/ILLINOIS ; duration: 2.1	0.21
12/02/03	Telephone ; from: 8410 ; to: (630) 522-5493/ILLINOIS ; duration: 4.4	0.45
12/02/03	Telephone ; from: 8373 ; to: (630) 522-5453/ILLINOIS ; duration: 3.4	0.35
12/02/03	Filing Fees - Vendor:[REDACTED]	375.00
12/02/03	Photocopy & Printing Equitrac User: Suzanne T. McBride	0.20
12/02/03	Postage	0.37

Date	Expense	Amount
12/02/03	Postage	14.30
12/02/03	Secretarial Services	30.00
12/02/03	From: ..AP@TC PU 3:00 @ SWIDLER-3000 K ST 2FL-N To: FILING@MD PUBLIC SVC COMM-6 ST PAUL ST-BALT	27.50
12/03/03	FedEx Package From: JOSHUA BOBECK, ESQ. Company: SWIDLER BERLIN SHEREFF & FRIED City: WASHINGTON DC To: [REDACTED]	20.63
12/03/03	Photocopy & Printing Equitrac User: Joshua M. Bobeck	1,138.20
12/03/03	Telephone ; from: 7891 ; to: (469) 259-2099/DALLAS TX ; duration: 0.7	0.07
12/03/03	Telephone ; from: 8373 ; to: (630) 522-5453/ILLINOIS ; duration: 2.4	0.25
12/03/03	Telephone ; from: 7601 ; to: (214) 632-7105/DALLAS TX ; duration: 1.0	0.10
12/03/03	DC Secretarial/Staff Overtime	33.75
12/03/03	Computerized Legal Research Westlaw Charge by BASTIAAMPILLA,HARISHA	33.15
12/05/03	Photocopy & Printing Equitrac User: Bernadette T. Clark	0.20
12/05/03	Computerized Legal Research Westlaw Charge by BASTIAAMPILLA,HARISHA	9.88
12/08/03	Photocopy & Printing Equitrac User: Sandra Fennell	6.40
12/09/03	Photocopy & Printing Equitrac User: Bernadette T. Clark	2.40
12/09/03	Telephone ; from: 7857 ; to: (973) 321-2000/PATERSON NJ ; duration: 77.5	8.06
12/10/03	Telephone ; from: 7857 ; to: (650) 847-2222/PALO ALTO CA ; duration: 13.5	1.40
12/11/03	Photocopy & Printing Equitrac User: Bernadette T. Clark	0.20
12/11/03	Computerized Legal Research Westlaw Charge by BASTIAAMPILLA,HARISHA	44.53
12/12/03	Photocopy & Printing Equitrac User: Jean Kiddoo	24.00
12/12/03	Photocopy & Printing Equitrac User: Jean Kiddoo	24.00
12/12/03	Photocopy & Printing Equitrac User: Jean Kiddoo	24.00
12/12/03	Photocopy & Printing Equitrac User: Jean Kiddoo	33.60
12/12/03	Photocopy & Printing Equitrac User: Jean Kiddoo	36.80
12/12/03	Telephone ; from: 6923 ; to: (312) 499-6783/CHI.-FRKIL ; duration: 10.0	1.04
12/12/03	Telephone ; from: 7857 ; to: (630) 693-1794/ILLINOIS ; duration: 61.6	6.40
12/12/03	Telephone ; from: 7857 ; to: (650) 847-2222/PALO ALTO CA ; duration: 7.7	0.80
12/12/03	DC Secretarial/Staff Overtime	22.50

Date	Expense	Amount
12/12/03	FedEx Package From: JEAN KIDDOO Company: SWIDLER BERLIN SHEREFF & FRIED City: WASHINGTON DC To: JONATHAN S. HENES Company: KIRKLAND & ELLIS City: NEW YORK NY Received by: G.RAMBARRAN	11.30
12/12/03	FedEx Package From: JEAN KIDDOO Company: SWIDLER BERLIN SHEREFF & FRIED City: WASHINGTON DC To: IRA S. DIZENGOFF Company: AKIN, GUMP, STRAUSS, HAUER & F City: NEW YORK NY Received by: M.DIAZ	11.30
12/12/03	FedEx Package From: JEAN KIDDOO Company: SWIDLER BERLIN SHEREFF & FRIED City: WASHINGTON DC To: MARK STACHIW, ESQ. Company: ALLEGIANCE TELECOM, INC. City: DALLAS TX Received by: J.PEREZ	16.74
12/12/03	FedEx Package From: JEAN KIDDOO Company: SWIDLER BERLIN SHEREFF & FRIED City: WASHINGTON DC To: CAROLYN S. SCHWARTZ Company: OFFICE OF THE UNITED STATES TR City: NEW YORK CITY NY Received by: D.MOBLEY	11.30
12/12/03	FedEx Package From: JEAN KIDDOO Company: SWIDLER BERLIN SHEREFF & FRIED City: WASHINGTON DC To: JESSE H. AUSTIN, III, ESQ. Company: PAUL HASTINGS JANOFSKY & WALKE City: ATLANTA GA Received by: L.ROBERTSON	12.81
12/12/03	Conference call: Patrick J. Donovan	46.87
12/15/03	Telephone ; from: 7834 ; to: (469) 259-2099/DALLAS TX ; duration: 0.7	0.07
12/15/03	Computerized Legal Research Westlaw Charge by BASTIAAMPILLA,HARISHA	7.98
12/16/03	Telephone ; from: 7857 ; to: (650) 847-2222/PALO ALTO CA ; duration: 3.1	0.32
12/16/03	Telephone ; from: 7857 ; to: (650) 847-2222/PALO ALTO CA ; duration: 3.0	0.31
12/16/03	Telephone ; from: 7857 ; to: (650) 847-2222/PALO ALTO CA ; duration: 3.2	0.33
12/16/03	Telephone ; from: 7857 ; to: (650) 847-2222/PALO ALTO CA ; duration: 0.5	0.05
12/16/03	Photocopy & Printing Equitrac User: Harisha J. Bastiampillai	3.37
12/16/03	Photocopy & Printing Equitrac User: Harisha J. Bastiampillai	0.09
12/16/03	Telephone ; from: 7857 ; to: (650) 847-2222/PALO ALTO CA ; duration: 11.1	0.16
12/16/03	Secretarial Services	0.57

Date	Expense	Amount
12/16/03	Computerized Legal Research Westlaw Charge by BASTIAAMPILLA,HARISHA	10.03
12/17/03	Postage	0.56
12/17/03	Postage	0.35
12/17/03	Postage	0.35
12/17/03	Postage	0.35
12/17/03	Postage	0.35
12/17/03	Postage	1.05
12/17/03	Photocopy & Printing Equitrac User: Harisha J. Bastiampillai	20.23
12/17/03	Telephone ; from: 7834 ; to: (630) 522-5242/ILLINOIS ; duration: 0.9	0.09
12/18/03	Telephone ; from: 7834 ; to: (312) 861-2427/CHI.- L SIL ; duration: 0.7	0.07
12/18/03	Telephone ; from: 7834 ; to: (469) 259-2099/DALLAS TX ; duration: 8.3	0.86
12/18/03	Telephone ; from: 7834 ; to: (469) 259-2099/DALLAS TX ; duration: 10.7	1.11
12/18/03	Photocopy & Printing Equitrac User: Crystal Perkins Moses	85.77
12/18/03	Photocopy & Printing Equitrac User: Crystal Perkins Moses	24.40
12/19/03	FedEx Package From: JEAN KIDDOO Company: SWIDLER BERLIN SHEREFF & FRIED City: WASHINGTON DC To: MARK STACHIW, ESQ. Company: ALLEGIANCE TELECOM, INC. City: DALLAS TX Received by: D.HERNANDEZ	10.36
12/22/03	Telephone ; from: 7834 ; to: (469) 259-2099/DALLAS TX ; duration: 1.2	0.12
12/22/03	FedEx Package From: JEAN KIDDOO Company: SWIDLER BERLIN SHEREFF & FRIED City: WASHINGTON DC To: MARK STACHIW, ESQ. Company: ALLEGIANCE TELECOM, INC. City: DALLAS TX Received by: D.HERNANDEZ	14.85
12/23/03	Telephone ; from: 7592 ; to: (469) 259-2099/DALLAS TX ; duration: 3.3	0.34
12/23/03	Telephone ; from: 7592 ; to: (469) 259-2099/DALLAS TX ; duration: 2.2	0.22
12/23/03	Telephone ; from: 7530 ; to: (217) 782-7434/SPRNGFLD MIL ; duration: 3.8	0.39
12/23/03	Telephone ; from: 7592 ; to: (469) 259-2099/DALLAS TX ; duration: 0.7	0.07
12/23/03	Telephone ; from: 7592 ; to: (972) 841-4297/GRAND PRARTX ; duration: 15.8	1.64

Date	Expense	Amount
12/23/03	Telephone ; from: 7857 ; to: (650) 847-2222/PALO ALTO CA ; duration: 17.8	1.85
12/23/03	Telephone ; from: 2453 ; to: (469) 259-9120/DALLAS TX ; duration: 4.2	0.43
12/23/03	Telephone ; from: 7592 ; to: (630) 522-5454/ILLINOIS ; duration: 2.7	0.28
12/23/03	Telephone ; from: 2453 ; to: (469) 259-9120/DALLAS TX ; duration: 2.8	0.29
12/23/03	Photocopy & Printing Equitrac User: Mark J. Plumer	43.20
12/23/03	FedEx Package From: JEAN KIDDOO Company: SWIDLER BERLIN SHEREFF & FRIED City: WASHINGTON DC To: JESSE H. AUSTIN, III, ESQ. Company: PAUL HASTINGS JANOFSKY & WALKE City: ATLANTA GA Received by: W.WINBURN	9.92
12/23/03	FedEx Package From: JEAN KIDDOO Company: SWIDLER BERLIN SHEREFF & FRIED City: WASHINGTON DC To: MARK STACHIW, ESQ. Company: ALLEGIANCE TELECOM, INC. City: DALLAS TX Received by: D.HERNANDEZ	14.85
12/23/03	FedEx Package From: JEAN KIDDOO Company: SWIDLER BERLIN SHEREFF & FRIED City: WASHINGTON DC To: IRA S. DIZENGOFF Company: AKIN, GUMP, STRAUSS, HAUER & F City: NEW YORK NY Received by: S.GONZALEZ	8.80
12/23/03	FedEx Package From: JEAN KIDDOO Company: SWIDLER BERLIN SHEREFF & FRIED City: WASHINGTON DC To: PAMELA J. LUSTRIN Company: OFFICE OF THE UNITED STATES TR City: NEW YORK CITY NY Received by: C.ARSO	8.80
12/23/03	FedEx Package From: JEAN KIDDOO Company: SWIDLER BERLIN SHEREFF & FRIED City: WASHINGTON DC To: JONATHAN S. HENES Company: KIRKLAND & ELLIS City: NEW YORK NY Received by: G.RAMBARRAN	8.80
12/24/03	Telephone ; from: 2453 ; to: (361) 729-5765/ROCKPORT TX ; duration: 46.5	4.83
12/24/03	Telephone ; from: 2453 ; to: (361) 729-5765/ROCKPORT TX ; duration: 2.8	0.29
12/24/03	Telephone ; from: 2453 ; to: (361) 729-5765/ROCKPORT TX ; duration: 12.2	1.26
12/24/03	Telephone ; from: 2453 ; to: (361) 729-5765/ROCKPORT TX ; duration: 5.8	0.60
12/24/03	Telephone ; from: 4478 ; to: (361) 729-5765/ROCKPORT TX ; duration: 6.7	0.69

Date	Expense	Amount
12/24/03	Telephone ; from: 6939 ; to: (972) 849-9078/GRAND PRARTX ; duration: 1.4	0.14
12/25/03	Publications/Subscriptions - Vendor:[REDACTED].	755.59
12/30/03	Telephone ; from: 7834 ; to: (972) 841-4297/GRAND PRARTX ; duration: 10.0	1.04
12/31/03	Telephone ; from: 7592 ; to: (972) 841-4297/GRAND PRARTX ; duration: 1.0	0.10
12/31/03	From: SWIDLER BERLIN-3000 K ST NW 2FL To: HOGAN HARTSON-555 13 ST NW- LOBBY	22.20
12/31/03	Professional Services - Vendor:Pacer Service Center	2.17
12/31/03	Professional Services - Vendor:Pacer Service Center	15.61
01/05/04	Telephone ; from: 7592 ; to: (469) 259-2067/DALLAS TX ; duration: 1.4	0.14
01/07/04	Ground Transportation - Vendor:Petty Cash	10.00
01/08/04	Telephone ; from: 7869 ; to: (317) 232-5585/INDIANAPLSIN ; duration: 1.8	0.03
01/09/04	Photocopy & Printing Equitrac User: Harisha J. Bastiampillai	4.49
01/09/04	Photocopy & Printing Equitrac User: Harisha J. Bastiampillai	0.54
01/09/04	Telephone ; from: 8346 ; to: (614) 466-0469/COLUMBUS OH ; duration: 6.1	0.63
01/12/04	FedEx Package From: JEAN KIDDOO Company: SWIDLER BERLIN SHEREFF & FRIED City: WASHINGTON DC To: JESSE H. AUSTIN, III, ESQ. Company: PAUL HASTINGS JANOFSKY & WALKE City: ATLANTA GA Received by: R.RAILLEY	10.00
01/12/04	FedEx Package From: JEAN KIDDOO Company: SWIDLER BERLIN SHEREFF & FRIED City: WASHINGTON DC To: IRA S. DIZENGOFF Company: AKIN, GUMP, STRAUSS, HAUER & F City: NEW YORK NY Received by: C.SHELLBORNE	8.89
01/12/04	FedEx Package From: JEAN KIDDOO Company: SWIDLER BERLIN SHEREFF & FRIED City: WASHINGTON DC To: JONATHAN S. HENES Company: KIRKLAND & ELLIS City: NEW YORK NY Received by: D.ROTH	8.89
01/12/04	FedEx Package From: JEAN KIDDOO Company: SWIDLER BERLIN SHEREFF & FRIED City: WASHINGTON DC To: MARK STACHIW, ESQ. Company: ALLEGIANCE TELECOM, INC. City: DALLAS TX Received by: D.HERNANDEZ	17.56

Date	Expense	Amount
01/12/04	FedEx Package From: JEAN KIDDOO Company: SWIDLER BERLIN SHEREFF & FRIED City: WASHINGTON DC To: PAMELA J. LUSTRIN Company: OFFICE OF THE UNITED STATES TR City: NEW YORK CITY NY Received by: M.MARONEY	8.89
01/12/04	Photocopy & Printing Equitrac User: Jean Kiddoo	58.00
01/12/04	Telephone ; from: 7592 ; to: (469) 259-2099/DALLAS TX ; duration: 5.9	0.61
01/13/04	FedEx Package From: LINDA CRELLING Company: SWIDLER BERLIN SHEREFF & FRIED City: WASHINGTON DC To: MARY ANN (GARR) YOUNG Company: WILLIAM D. STEINMEIER, P.C. City: JEFFERSON CITY MO Received by: 4127487	12.25
01/13/04	Telephone ; from: 7592 ; to: (573) 634-8109/JEFFRSN CYMO ; duration: 2.2	0.22
01/13/04	Telephone ; from: 7592 ; to: (573) 634-8109/JEFFRSN CYMO ; duration: 9.0	0.93
01/13/04	Telephone ; from: 8346 ; to: (573) 634-8109/JEFFRSN CYMO ; duration: 0.5	0.05
01/13/04	Telephone ; from: 7592 ; to: (770) 399-9500/CHAMBLEE GA ; duration: 2.1	0.21
01/13/04	Telephone ; from: 7564 ; to: (573) 634-8109/JEFFRSN CYMO ; duration: 0.6	0.06
01/13/04	Telephone ; from: 8346 ; to: (573) 634-8109/JEFFRSN CYMO ; duration: 2.5	0.26
01/13/04	Secretarial Services	6.00
01/14/04	Ground Transportation - Vendor:JEAN L KIDDOO	8.00
01/14/04	Telephone ; from: 7864 ; to: (469) 259-2067/DALLAS TX ; duration: 6.0	0.62
01/14/04	Telephone ; from: 7592 ; to: (469) 259-2099/DALLAS TX ; duration: 0.6	0.06
01/15/04	FedEx Package From: JOSHUA BOBECK Company: SWIDLER BERLIN SHEREFF & FRIED City: WASHINGTON DC To: MS. FELECIA L. GREER Company: MARYLAND PUBLIC SERVICE COMM City: BALTIMORE MD Received by: B.GILL	7.05
01/15/04	Telephone ; from: 7592 ; to: (770) 399-9500/CHAMBLEE GA ; duration: 0.5	0.05
01/15/04	Telephone ; from: 7592 ; to: (770) 399-9500/CHAMBLEE GA ; duration: 1.9	0.19
01/15/04	Telephone ; from: 7592 ; to: (469) 259-2099/DALLAS TX ; duration: 1.3	0.13
01/15/04	Telephone ; from: 7609 ; to: (469) 259-2829/DALLAS TX ; duration: 0.9	0.09

Date	Expense	Amount
01/15/04	Postage	0.60
01/15/04	Photocopy & Printing Equitrac User: Linda Crelling	11.40
01/15/04	Secretarial Services	16.00
01/15/04	Secretarial Services	4.00
01/16/04	From: SWIDLER BERLIN-3000 K ST NW 2FL To: HOGAN HARTSON-555 13 ST NW- LOBBY	7.40
01/16/04	Professional Services - Vendor:NATIONAL CORPORATE RESEARCH LTD.	70.00
01/16/04	Postage	0.60
01/16/04	Telephone ; from: 7592 ; to: (573) 634-8109/JEFFRSN CYMO ; duration: 0.5	0.05
01/16/04	Telephone ; from: 7697 ; to: (617) 305-3748/BOSTON MA ; duration: 5.7	0.59
01/16/04	Telephone ; from: 8346 ; to: (804) 371-9421/RICHMOND VA ; duration: 0.7	0.07
01/16/04	Telephone ; from: 8346 ; to: (804) 371-9420/RICHMOND VA ; duration: 0.5	0.05
01/16/04	Postage Equitrac User: Merrill Corporation at Washington	3.00
01/19/04	Parking - Vendor:Petty Cash	14.00
01/19/04	Parking - Vendor:Petty Cash	19.44
01/19/04	Overtime Meals	10.00
01/19/04	DC Secretarial/Staff Overtime	300.00
01/19/04	FedEx Package From: FRAN SKILLMAN Company: SWIDLER BERLIN SHEREFF & FRIED City: WASHINGTON DC To: SANFORD SPEIGHT Company: D.C. PUBLIC SERVICE COMMISSION City: WASHINGTON DC Received by: A.HARRIS	7.53
01/19/04	FedEx Package From: FRAN SKILLMAN Company: SWIDLER BERLIN SHEREFF & FRIED City: WASHINGTON DC To: CRYSTAL JACKSON Company: PUBLIC UTILITIES COMMISSION NE City: CARSON CITY NV Received by: K.EATON	16.82
01/19/04	FedEx Package From: FRAN SKILLMAN Company: SWIDLER BERLIN SHEREFF & FRIED City: WASHINGTON DC To: BLANCA BAYO Company: FLORIDA PUBLIC SERVICE COMMISS City: TALLAHASSEE FL Received by: S.CALHOUN	17.70
01/19/04	FedEx Package From: FRAN SKILLMAN Company: SWIDLER BERLIN SHEREFF & FRIED City: WASHINGTON DC To: MARY JO KUNKLE Company: MICHIGAN PUBLIC SERVICE COMMIS City: LANSING MI Received by: L.CLARK	13.31

Date	Expense	Amount
01/19/04	FedEx Package From: FRAN SKILLMAN Company: SWIDLER BERLIN SHEREFF & FRIED City: WASHINGTON DC To: DAISY CROCKRON Company: PUBLIC UTILITIES COMMISSION OF City: COLUMBUS OH Received by: C.WALKER	18.14
01/19/04	FedEx Package From: FRAN SKILLMAN Company: SWIDLER BERLIN SHEREFF & FRIED City: WASHINGTON DC To: FELECIA L. GREER Company: MARYLAND PUBLIC SERVICE COMMIS City: BALTIMORE MD Received by: B.GILL	7.53
01/19/04	FedEx Package From: FRAN SKILLMAN Company: SWIDLER BERLIN SHEREFF & FRIED City: WASHINGTON DC To: ELIZABETH ROLANDO Company: ILLINOIS COMMERCE COMMISSION City: SPRINGFIELD IL Received by: D.KELLY	14.48
01/19/04	Photocopy & Printing Equitrac User: Frances Skillman	54.80
01/19/04	Photocopy & Printing Equitrac User: Frances Skillman	0.80
01/19/04	Photocopy & Printing Equitrac User: Frances Skillman	0.80
01/19/04	Photocopy & Printing Equitrac User: Frances Skillman	0.80
01/19/04	Photocopy & Printing Equitrac User: Frances Skillman	0.80
01/19/04	Photocopy & Printing Equitrac User: Frances Skillman	0.80
01/19/04	Photocopy & Printing Equitrac User: Frances Skillman	126.40
01/19/04	Telephone ; from: 7592 ; to: (469) 259-2099/DALLAS TX ; duration: 1.6	0.16
01/19/04	Telephone ; from: 7592 ; to: (469) 259-2099/DALLAS TX ; duration: 1.0	0.10
01/19/04	Telephone ; from: 7592 ; to: (469) 259-2099/DALLAS TX ; duration: 4.1	0.42
01/19/04	Telephone ; from: 7592 ; to: (949) 622-5433/IRVINE CA ; duration: 9.3	0.96
01/20/04	Telephone ; from: 7592 ; to: (215) 567-1530/PHILADELPHPA ; duration: 4.0	0.41
01/20/04	Telephone ; from: 7592 ; to: (215) 567-1530/PHILADELPHPA ; duration: 1.9	0.19
01/26/04	Telephone ; from: 7592 ; to: (573) 634-8109/JEFFRSN CYMO ; duration: 17.9	1.86
01/27/04	Telephone ; from: 8346 ; to: (804) 371-9437/RICHMOND VA ; duration: 1.1	0.11
01/27/04	Telephone ; from: 7592 ; to: (573) 634-8109/JEFFRSN CYMO ; duration: 1.0	0.10
01/27/04	Telephone ; from: 7834 ; to: (717) 787-7237/HARRISBURGPA ; duration: 14.7	1.52
01/27/04	Telephone ; from: 7834 ; to: (717) 787-5700/HARRISBURGPA ; duration: 0.9	0.09

Date	Expense	Amount
01/28/04	Mileage - Vendor:Eric J. Branfman	3.75
01/28/04	Parking - Vendor:Eric J. Branfman	15.00
01/28/04	Telephone ; from: 8346 ; to: (850) 413-6586/TALLAHASSEFL ; duration: 1.4	0.14
01/28/04	Telephone ; from: 8346 ; to: (303) 894-2911/DENVER CO ; duration: 1.3	0.13
01/28/04	Telephone ; from: 8346 ; to: (517) 241-6200/MICHIGAN ; duration: 4.6	0.47
01/28/04	Telephone ; from: 8346 ; to: (410) 767-8052/BALTIMORE MD ; duration: 1.5	0.15
01/28/04	Telephone ; from: 8346 ; to: (651) 297-3819/ST PAUL MN ; duration: 1.4	0.14
01/28/04	Telephone ; from: 8346 ; to: (518) 474-3138/ALBANY NY ; duration: 3.9	0.40
01/28/04	Telephone ; from: 8346 ; to: (503) 378-8959/SALEM OR ; duration: 1.7	0.17
01/28/04	Telephone ; from: 8346 ; to: (360) 664-1110/OLYMPIA WA ; duration: 1.4	0.14
01/28/04	Telephone ; from: 7834 ; to: (717) 787-5700/HARRISBURGPA ; duration: 1.2	0.12
01/28/04	Secretarial Services	20.00
01/29/04	Postage	0.83
01/29/04	Photocopy & Printing Equitrac User: Philip J. Macres	0.09
01/29/04	Telephone ; from: 7592 ; to: (405) 521-6956/OKLA CITY OK ; duration: 0.8	0.08
01/30/04	Photocopy & Printing Equitrac User: Andrew Lipman	48.80
01/30/04	Photocopy & Printing Equitrac User: Michael P. Donahue	9.80
01/30/04	Photocopy & Printing Equitrac User: Harisha J. Bastiampillai	4.06
01/30/04	Photocopy & Printing Equitrac User: Harisha J. Bastiampillai	0.06
01/30/04	Photocopy & Printing Equitrac User: Harisha J. Bastiampillai	2.29
01/30/04	Postage Equitrac User: Michael P. Donahue	0.60
01/30/04	Secretarial Services	0.57
02/02/04	Postage Equitrac User: Merrill Corporation at Washington	1.20
02/02/04	Telephone ; from: 7592 ; to: (804) 371-9437/RICHMOND VA ; duration: 2.7	0.28
02/02/04	Telephone ; from: 7592 ; to: (469) 259-2099/DALLAS TX ; duration: 3.6	0.37
02/02/04	Photocopy & Printing Equitrac User: Paul Gagnier	10.20
02/03/04	Photocopy & Printing Equitrac User: Richard Rindler	4.80

Date	Expense	Amount
02/04/04	Telephone ; from: 7834 ; to: (469) 259-2099/DALLAS TX ; duration: 1.0	0.10
02/06/04	Telephone ; from: 7834 ; to: (469) 259-2099/DALLAS TX ; duration: 0.6	0.06
02/09/04	Telephone ; from: 7592 ; to: (602) 542-3402/PHOENIX AZ ; duration: 4.1	0.42
02/10/04	Telephone ; from: 7697 ; to: (415) 703-1330/SFCZ 9 CA ; duration: 6.2	0.64
02/10/04	Telephone ; from: 7592 ; to: (949) 622-5433/IRVINE CA ; duration: 3.0	0.31
02/10/04	Telephone ; from: 7592 ; to: (469) 259-2099/DALLAS TX ; duration: 1.0	0.10
02/10/04	Photocopy & Printing Equitrac User: Jean Kiddoo	13.40
02/10/04	Photocopy & Printing Equitrac User: Paul Gagnier	1.20
02/11/04	Telephone ; from: 7697 ; to: (518) 474-6530/ALBANY NY ; duration: 3.4	0.35
02/11/04	Telephone ; from: 7697 ; to: (804) 371-9033/RICHMOND VA ; duration: 1.3	0.13
02/11/04	Telephone ; from: 7697 ; to: (717) 772-7777/HARRISBURGPA ; duration: 3.4	0.35
02/11/04	Telephone ; from: 7697 ; to: (973) 648-2026/NEWARK NJ ; duration: 3.2	0.33
02/11/04	Telephone ; from: 7592 ; to: (573) 634-8109/JEFFRSN CYMO ; duration: 12.1	1.25
02/11/04	Telephone ; from: 7592 ; to: (469) 259-2099/DALLAS TX ; duration: 0.5	0.05
02/11/04	Telephone ; from: 7864 ; to: (949) 622-5433/IRVINE CA ; duration: 1.8	0.18
02/11/04	Telephone ; from: 7834 ; to: (469) 259-2099/DALLAS TX ; duration: 3.4	0.35
02/12/04	Telephone ; from: 5645 ; to: (214) 840-2127/DALLAS TX ; duration: 1.1	0.11
02/12/04	Telephone ; from: 2453 ; to: (212) 984-1440/NYC NY ; duration: 2.8	0.29
02/12/04	Telephone ; from: 2329 ; to: (212) 984-1442/NYC NY ; duration: 2.2	0.22
02/12/04	Telephone ; from: 7592 ; to: (469) 259-2099/DALLAS TX ; duration: 7.7	0.80
02/12/04	Ground Transportation - Vendor:Petty Cash	10.00
02/13/04	Telephone ; from: 7592 ; to: (469) 259-2099/DALLAS TX ; duration: 0.8	0.08
02/13/04	Telephone ; from: 7834 ; to: (212) 446-4846/NYC NY ; duration: 0.8	0.08

Date	Expense	Amount
02/13/04	Telephone ; from: 7834 ; to: (312) 861-2427/CHI.- L SIL ; duration: 1.5	0.15
02/13/04	Telephone ; from: 7592 ; to: (573) 634-8109/JEFFRSN CYMO ; duration: 7.0	0.72
02/13/04	Telephone ; from: 7592 ; to: (770) 399-9500/CHAMBLEE GA ; duration: 10.8	1.12
02/13/04	Telephone ; from: 7592 ; to: (573) 634-8109/JEFFRSN CYMO ; duration: 3.2	0.33
02/13/04	Telephone ; from: 7592 ; to: (908) 301-1211/WESTFIELD NJ ; duration: 0.9	0.09
02/13/04	Telephone ; from: 7592 ; to: (770) 399-9500/CHAMBLEE GA ; duration: 3.3	0.34
02/13/04	Postage	0.37
02/17/04	Telephone ; from: 6997 ; to: (512) 936-7344/AUSTIN TX ; duration: 5.1	0.53
02/17/04	Telephone ; from: 7834 ; to: (312) 861-2427/CHI.- L SIL ; duration: 0.6	0.06
02/17/04	Telephone ; from: 7834 ; to: (469) 259-2099/DALLAS TX ; duration: 0.6	0.06
02/17/04	Telephone ; from: 7834 ; to: (212) 872-7482/NYC NY ; duration: 0.5	0.05
02/17/04	Telephone ; from: 7592 ; to: (949) 622-5433/IRVINE CA ; duration: 10.5	1.09
02/17/04	Telephone ; from: 7592 ; to: (717) 787-7237/HARRISBURGPA ; duration: 6.8	0.70
02/18/04	Telephone ; from: 7834 ; to: (212) 446-5910/NYC NY ; duration: 24.4	2.53
02/18/04	Telephone ; from: 7834 ; to: (212) 446-5910/NYC NY ; duration: 2.8	0.29
02/18/04	Telephone ; from: 7834 ; to: (212) 446-5910/NYC NY ; duration: 24.2	2.51
02/19/04	Telephone ; from: 6997 ; to: (949) 622-5433/IRVINE CA ; duration: 1.3	0.13
02/19/04	Postage Equitrac User: Merrill Corporation at Washington	3.00
02/20/04	Photocopy & Printing Equitrac User: Paul Gagnier	36.20
02/20/04	Photocopy & Printing Equitrac User: Paul Gagnier	4.00
02/20/04	Photocopy & Printing Equitrac User: Paul Gagnier	27.20
02/20/04	Photocopy & Printing Equitrac User: Paul Gagnier	26.80
02/20/04	Photocopy & Printing Equitrac User: Paul Gagnier	4.80
02/20/04	Telephone ; from: 7834 ; to: (212) 446-4966/NYC NY ; duration: 1.1	0.11
02/20/04	Telephone ; from: 8410 ; to: (630) 522-5493/ILLINOIS ; duration: 0.6	0.06

Date	Expense	Amount
02/20/04	Telephone ; from: 7592 ; to: (908) 301-1211/WESTFIELD NJ ; duration: 3.5	0.36
02/20/04	Telephone ; from: 2453 ; to: (804) 371-9133/RICHMOND VA ; duration: 1.0	0.10
02/20/04	Telephone ; from: 2453 ; to: (518) 486-6081/ALBANY NY ; duration: 1.1	0.11
02/20/04	Telephone ; from: 2453 ; to: (717) 783-9526/HARRISBURGPA ; duration: 0.6	0.06
02/20/04	Telephone ; from: 2453 ; to: (415) 703-2446/SFCZ 9 CA ; duration: 2.5	0.26
02/20/04	Telephone ; from: 2453 ; to: (517) 241-6181/MICHIGAN ; duration: 0.6	0.06
02/20/04	Telephone ; from: 2453 ; to: (614) 466-0313/COLUMBUS OH ; duration: 0.5	0.05
02/20/04	Telephone ; from: 2453 ; to: (410) 333-6495/BALTIMORE MD ; duration: 0.9	0.09
02/20/04	Telephone ; from: 2453 ; to: (850) 487-1716/TALLAHASSEFL ; duration: 1.1	0.11
02/20/04	Telephone ; from: 2453 ; to: (217) 524-0673/SPRNGFLD MIL ; duration: 1.8	0.18
02/20/04	Telephone ; from: 2453 ; to: (775) 687-6110/CARSONCITYNV ; duration: 0.6	0.06
02/20/04	Telephone ; from: 2453 ; to: (973) 648-2409/NEWARK NJ ; duration: 0.6	0.06
02/20/04	Telephone ; from: 7834 ; to: (469) 259-2099/DALLAS TX ; duration: 0.5	0.05
02/20/04	Telephone ; from: 7834 ; to: (630) 522-5240/ILLINOIS ; duration: 1.0	0.10
02/23/04	Telephone ; from: 7592 ; to: (804) 371-9437/RICHMOND VA ; duration: 0.8	0.08
02/23/04	Telephone ; from: 7592 ; to: (770) 399-9500/CHAMBLEE GA ; duration: 10.5	1.09
02/23/04	Telephone ; from: 7592 ; to: (469) 259-2067/DALLAS TX ; duration: 0.5	0.05
02/23/04	Telephone ; from: 7592 ; to: (630) 522-5493/ILLINOIS ; duration: 0.6	0.06
02/23/04	Photocopy & Printing Equitrac User: Ed S. Quill	2.40
02/24/04	Telephone ; from: 7592 ; to: (770) 399-9500/CHAMBLEE GA ; duration: 2.1	0.21
02/24/04	Telephone ; from: 7592 ; to: (469) 259-2099/DALLAS TX ; duration: 1.1	0.11
02/24/04	Telephone ; from: 7592 ; to: (630) 522-5463/ILLINOIS ; duration: 1.0	0.10

Date	Expense	Amount
02/24/04	Telephone ; from: 7592 ; to: (630) 522-5433/ILLINOIS ; duration: 1.0	0.10
02/24/04	Telephone ; from: 7592 ; to: (469) 259-2099/DALLAS TX ; duration: 7.9	0.82
02/25/04	Telephone ; from: 7834 ; to: (312) 861-2427/CHI.- L SIL ; duration: 6.2	0.64
02/26/04	Telephone ; from: 8410 ; to: (630) 522-5493/ILLINOIS ; duration: 1.0	0.10
02/26/04	Telephone ; from: 7771 ; to: (630) 522-5454/ILLINOIS ; duration: 0.6	0.06
02/27/04	Telephone ; from: 7592 ; to: (469) 259-2099/DALLAS TX ; duration: 6.7	0.69
02/27/04	Telephone ; from: 8450 ; to: (217) 322-6045/RUSHVILLE IL ; duration: 45.5	4.73
02/27/04	Printing Sent by STEENVVM	3.60
02/27/04	Printing Sent by STEENVVM	3.60
02/27/04	Printing Sent by STEENVVM	7.20
02/27/04	Printing Sent by STEENVVM	8.40
02/27/04	Printing Sent by STEENVVM	32.40
02/27/04	Printing Sent by STEENVVM	3.60
02/27/04	Printing Sent by STEENVVM	142.80
02/27/04	Printing Sent by JONESP	0.40
02/27/04	Photocopy & Printing Equitrac User: Valerie Steen	202.80
02/27/04	Photocopy & Printing Equitrac User: Joshua M. Bobeck	92.80
08/01/03	Outside Photocopying - Vendor:WIT COMMUNICATIONS, INC.	101.53
08/01/03	Printing PC-DOCS Operator - MCKEESW Document # - 7113354	0.20
08/01/03	Printing PC-DOCS Operator - MOSESCP Document # - 426094	1.60
08/04/03	Printing PC-DOCS Operator - DONOVAPJ Document # - 426044	2.00
08/04/03	Printing PC-DOCS Operator - DONOVAPJ Document # - 426044	2.00
08/04/03	Printing PC-DOCS Operator - PATERMA Document # - 9039948	0.60
08/05/03	Photocopy & Printing Equitrac User: James A. Littau	2.20
08/05/03	Printing PC-DOCS Operator - DONOVAPJ Document # - 425976	0.80
08/05/03	Printing PC-DOCS Operator - PATERMA Document # - 9039948	0.60
08/05/03	Printing PC-DOCS Operator - LITTAUJA Document # - 9039980	0.20

Date	Expense	Amount
08/05/03	Printing PC-DOCS Operator - LITTAUJA Document # - 9039982	0.20
08/14/03	Trademark Fee - 6004/7004 Filing a request for a six-month extension of time for filing a Statement of Use under (1)(d)(1), per class. - Vendor:UNITED STATES DEPARTMENT OF COMMERCE	300.00
08/15/03	Photocopy & Printing Equitrac User: Danielle C. Burt	8.40
08/15/03	Printing PC-DOCS Operator - SLOANMC Document # - 426639	0.40
08/15/03	Printing PC-DOCS Operator - SLOANMC Document # - 426639	0.40
08/15/03	Printing PC-DOCS Operator - SLOANMC Document # - 426639	0.80
08/15/03	Printing PC-DOCS Operator - SLOANMC Document # - 426639	0.20
08/15/03	Printing PC-DOCS Operator - BURTDG Document # - 426849	0.20
08/15/03	Printing PC-DOCS Operator - BURTDG Document # - 426849	0.20
08/15/03	Printing PC-DOCS Operator - BURTDG Document # - 426857	0.20
08/15/03	Printing PC-DOCS Operator - BASTIAHJ Document # - 426756	10.60
08/18/03	Professional Services - Vendor:WIT COMMUNICATIONS, INC.	81.74
08/18/03	Telephone ; from: 7857 ; to: (630) 522-5454/ILLINOIS ; duration: 0.9	0.09
08/19/03	Telephone ; from: 7770 ; to: (617) 305-3500/BOSTON MA ; duration: 0.7	0.07
08/20/03	Telephone ; from: 7857 ; to: (352) 392-3904/GAINESVILLE FL ; duration: 0.8	0.08
08/26/03	Printing PC-DOCS Operator - BASTIAHJ Document # - 427368	1.60
08/26/03	Telephone ; from: 7770 ; to: (302) 739-3227/DOVER DE ; duration: 0.7	0.07
08/26/03	Telephone ; from: 7601 ; to: (469) 259-2108/DALLAS TX ; duration: 0.7	0.07
08/27/03	Printing PC-DOCS Operator - BASTIAHJ Document # - 427368	3.20
08/27/03	Printing PC-DOCS Operator - BASTIAHJ Document # - 427368	5.60
08/27/03	Telephone ; from: 7770 ; to: (518) 474-6530/ALBANY NY ; duration: 0.7	0.07

Date	Expense	Amount
08/27/03	Telephone ; from: 6915 ; to: (505) 827-6993/SANTA FE NM ; duration: 0.9	0.09
08/27/03	Telephone ; from: 7553 ; to: (469) 259-2099/DALLAS TX ; duration: 0.8	0.08
08/28/03	Printing PC-DOCS Operator - BASTIAHJ Document # - 427368	3.40
08/28/03	Telephone ; from: 8410 ; to: (630) 522-5493/ILLINOIS ; duration: 0.9	0.09
08/28/03	Telephone ; from: 8410 ; to: (630) 522-5493/ILLINOIS ; duration: 9.9	1.03
TOTAL		\$14,417.84