

EXHIBIT A

**ATTACHMENT A
TO FEE APPLICATION**

**PROFESSIONALS
AUGUST 1, 2009 THROUGH AUGUST 31, 2009**

Name of Professional Individual	Position, year assumed position, prior relevant experience, year of obtaining relevant license to practice	Hourly Billing Rate (including changes)	Total Hours Billed	Total Compensation
Neil Gilmour	Managing Director	\$425.00	6.30	\$2,677.50
Jim Fox	Managing Director	\$450.00	9.80	\$4,410.00
Gary Kauf	Senior Associate	\$315.00	41.70	\$13,135.50
Olga Ruiz	Administrative Assistant	\$130.00	2.50	\$325.00
TOTAL			60.30	\$20,548.00

Blended Rate: \$340.76

COMPENSATION BY PROJECT CATEGORY

Project Category	Hours	Fees
Creditor Committee-064	6.50	\$2,608.00
Due Diligence-071	4.50	\$2,005.00
Preparation of Application-074	3.80	\$877.50
Operations & Financial Analysis-104	.30	\$127.50
Sale of Business & Related Issues-115	45.20	\$14,930.00
Total	60.30	\$20,548.00

Client: ALSET OWNERS COMMITTEE

September 25, 2009

Invoice# 7750

Client: ALSET OWNERS COMMITTEE
Kauf, Gary D. Senior Associate

Date	Task	Tmkp	Description	Hours Worked	Rate	Fees Billed
08/03/09	115	GK	Telephone conferences with Praetorian and potential bidders.	1.50	315.00	\$472.50
08/03/09	115	GK	Prepared sales update memo.	1.10	315.00	\$346.50
08/03/09	115	GK	Reviewed documents furnished by Praetorian.	0.80	315.00	\$252.00
08/04/09	115	GK	Conference call with Marathon.	0.40	315.00	\$126.00
08/04/09	115	GK	Conference call with Praetorian.	0.50	315.00	\$157.50
08/04/09	115	GK	Reviewed franchisor cap ex requirements.	0.70	315.00	\$220.50
08/04/09	115	GK	Reviewed bidder qualifications.	1.10	315.00	\$346.50
08/05/09	115	GK	Document preparation for creditor committee review.	0.70	315.00	\$220.50
08/05/09	115	GK	Conference calls with Praetorian regarding status of potential bidders.	0.80	315.00	\$252.00
08/06/09	115	GK	Reviewed and discussed cap ex requirements of franchisor with Praetorian.	0.40	315.00	\$126.00
08/10/09	115	GK	Prepared draft summary of reviews for the creditor committee attorney.	1.30	315.00	\$409.50
08/10/09	115	GK	Reviewed cap ex matrix for all Alset units prepared by the franchisor.	1.70	315.00	\$535.50
08/10/09	115	GK	Reviewed proposed leases to franchisor.	1.10	315.00	\$346.50
08/10/09	115	GK	Reviewed Alset 3 year cash flow information.	1.40	315.00	\$441.00
08/10/09	115	GK	Reviewed Alset 3 year income statements.	1.20	315.00	\$378.00
08/11/09	115	GK	Reviewed summary with creditor committee attorney.	0.60	315.00	\$189.00
08/11/09	115	GK	Completed draft summary of reviews for the creditor committee attorney.	1.50	315.00	\$472.50
08/12/09	115	GK	Conference call with Praetorian regarding potential bidders.	0.60	315.00	\$189.00
08/12/09	115	GK	Reviewed additional cap ex information.	1.70	315.00	\$535.50
08/13/09	115	GK	Various correspondence with Praetorian.	0.50	315.00	\$157.50
08/13/09	115	GK	Prepared summary of Marathon's position.	0.70	315.00	\$220.50
08/13/09	115	GK	Prepared summary of Johnson's position.	0.50	315.00	\$157.50
08/13/09	115	GK	Discussed Marathon's position with the creditor committee attorney.	0.50	315.00	\$157.50
08/14/09	115	GK	prepared e-mail offering Marathon assistance in obtaining documents.	0.40	315.00	\$126.00
08/14/09	115	GK	Discussions with Marathon financial advisor.	0.70	315.00	\$220.50
08/17/09	115	GK	Correspondence with Praetorian regarding prospective buyers.	1.20	315.00	\$378.00
08/17/09	115	GK	Correspondence with Praetorian regarding prospective buyers.	1.20	315.00	\$378.00

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08/17/09	064	GK	Conference call with creditor's committee and creditor's attorneys.	1.70	315.00	\$535.50
08/17/09	115	GK	Discussions with potential bidders to determine interest in submitting a proposal.	1.30	315.00	\$409.50
08/17/09	115	GK	Discussions with potential bidders to determine interest in submitting a proposal.	1.30	315.00	\$409.50
08/18/09	115	GK	E-mails to potential bidders describing the valuation of cap ex.	1.50	315.00	\$472.50
08/18/09	115	GK	E-mails and telephone discussions with Praetorian.	1.10	315.00	\$346.50
08/18/09	115	GK	E-mails to potential bidders describing the valuation of cap ex.	1.50	315.00	\$472.50
08/18/09	115	GK	Additional telephone discussions with representatives of potential bidder.	0.90	315.00	\$283.50
08/18/09	115	GK	E-mails and telephone discussions with Praetorian.	1.10	315.00	\$346.50
08/19/09	115	GK	Meeting regarding status of potential offerors.	0.60	315.00	\$189.00
08/19/09	115	GK	Discussed status of bidders with Praetorian.	0.50	315.00	\$157.50
08/19/09	115	GK	Conference call with Marathon, prospective bidder.	0.50	315.00	\$157.50
08/19/09	115	GK	Discussed status of bidders with Praetorian.	0.50	315.00	\$157.50
08/19/09	115	GK	Conference call with Marathon, prospective bidder.	0.50	315.00	\$157.50
08/19/09	115	GK	Prepared notes and draft for creditor committee attorney.	0.80	315.00	\$252.00
08/20/09	115	GK	Conference call with Praetorian to review status of bidders.	0.40	315.00	\$126.00
08/20/09	115	GK	Conference call with Praetorian to review status of bidders.	0.40	315.00	\$126.00
08/20/09	115	GK	E-mails to creditor committee attorney reviewing bid status.	0.30	315.00	\$94.50
08/25/09	115	GK	Discussion with creditor committee attorney regarding the sale process.	0.30	315.00	\$94.50
08/25/09	115	GK	E-mail regarding Marathon to attorney.	0.30	315.00	\$94.50
08/26/09	115	GK	Discussed documents related to the sale effort of Alset and potential recovery for creditors.	0.30	315.00	\$94.50
08/26/09	115	GK	Reviewed available files and data room to determine if Alset provided information on sale-leaseback arrangement and Textron pay down of indebtedness.	0.40	315.00	\$126.00
08/27/09	115	GK	Prepared e-mail for creditor committee member.	0.30	315.00	\$94.50
08/27/09	115	GK	Reviewed Alset sale process with Praetorian.	0.40	315.00	\$126.00
			Totals for: Kauf, Gary D.	41.70	315.00	\$13,135.50

Fox, Jim

Managing Director

Date	Task	TmKp	Description	Hours Worked	Rate	Fees Billed
08/03/09	115	JF	Preparations for and conversation with Counsel re: status of the Asset Sale Process, including Franchisor's meeting with Marathon.	1.10	450.00	\$495.00
08/04/09	115	JF	Preparations for and discussions with Counsel and Praetorian investment banker re: status of the sale process.	1.20	450.00	\$540.00

Client: ALSET OWNERS COMMITTEE

08/04/09	064	JF	Telephone conference call with Creditors Committee and Counsel re: status of the sale process.	1.30	450.00	\$585.00
08/10/09	115	JF	Review of additional financial information from Debtors, including Amendment to the Commercial Lease.	1.60	450.00	\$720.00
08/10/09	115	JF	Evaluation and update of current status of the asset sale process, particularly as regards Marathon Equity and Mr. Johnston.	0.90	450.00	\$405.00
08/10/09	071	JF	Review of audited financials and tax returns for 2006-2008 for information pursuant to Counsel's deposition of CFO.	1.60	450.00	\$720.00
08/12/09	071	JF	Review of CapEx, S G & A expenses and individual store profitability.	2.10	450.00	\$945.00
Totals for: Fox, Jim				9.80	450.00	\$4,410.00

Gilmour, Neil **Managing Director**

Date	Task	Tmkp	Description	Hours Worked	Rate	Fees Billed
08/03/09	115	NG	Review correspondence regarding sale of stores.	0.10	425.00	\$42.50
08/10/09	071	NG	Discuss Checkers investigation with R. Beck.	0.40	425.00	\$170.00
08/12/09	115	NG	Review and sign confidentiality agreement.	0.30	425.00	\$127.50
08/17/09	064	NG	Call with counsel to prepare for committee conference call.	0.40	425.00	\$170.00
08/17/09	064	NG	Participate in Committee conference call meeting.	1.40	425.00	\$595.00
08/17/09	104	NG	Call with L. Levitsky regarding performance against budget.	0.30	425.00	\$127.50
08/21/09	074	NG	Review and edit first monthly fee application.	1.30	425.00	\$552.50
08/25/09	064	NG	Prepare for and participate in committee conference call.	1.70	425.00	\$722.50
08/26/09	071	NG	Review Textron repayment and sale leaseback documentation.	0.40	425.00	\$170.00
Totals for: Gilmour, Neil				6.30	425.00	\$2,677.50

Ruiz, Olga **Administrative**

Date	Task	Tmkp	Description	Hours Worked	Rate	Fees Billed
08/20/09	074	OR	Drafting Alset fee application.	1.50	130.00	\$195.00
08/21/09	074	OR	Finalizing alset fee application.	1.00	130.00	\$130.00
Totals for: Ruiz, Olga				2.50	130.00	\$325.00

TOTALS : 60.30 \$20,548.00