

COOLEY LLP  
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Cathy Herschopf  
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*Counsel for the Official Committee  
of Unsecured Creditors*

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

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In re:	)	Chapter 11
	)	
Atari, Inc., <u>et al.</u> ,	)	Case No. 13-10176 (JMP)
	)	
Debtors.	)	(Jointly Administered)
	)	

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**SECOND FEE STATEMENT OF COOLEY LLP FOR COMPENSATION  
FOR SERVICES AND REIMBURSEMENT OF EXPENSES AS ATTORNEYS FOR THE  
OFFICIAL COMMITTEE OF UNSECURED CREDITORS FOR THE PERIOD  
FROM MARCH 1, 2013 THROUGH MARCH 31, 2013**

Name of Applicant:	<u>Cooley LLP</u>
Authorized to Provide Professional Services to:	<u>Official Committee of Unsecured Creditors of Atari, Inc., et al.</u>
Date of Retention:	<u>Order entered on March 6, 2013 retaining Cooley LLP <i>nunc pro tunc</i> to February 8, 2013</u>
Period for which compensation and reimbursement is sought:	<u>March 1, 2013 through March 31, 2013</u>
Amount of Compensation sought as actual, reasonable and necessary:	<u>\$218,168.50 (of which Applicant seeks payment of 80% or \$174,534.80)</u>
Amount of Expense Reimbursement sought as actual, reasonable and necessary:	<u>\$3,008.81</u>

This statement is the second monthly fee statement (the “Fee Statement”) of Cooley LLP (“Cooley”), counsel to the official committee of unsecured creditors (the “Committee”) in the above-captioned cases, filed pursuant to the *Order Establishing Procedures for Interim Monthly Compensation and Reimbursement of Expenses of Professionals* [Docket No. 81] (the “Interim Compensation Order”). Cooley hereby requests: (a) payment of compensation in the amount of \$174,534.80, which is equal to eighty percent (80%) of the total amount of compensation sought (i.e. \$218,168.50) for actual and necessary professional services rendered during the period of March 1, 2013 through March 31, 2013 (the “Fee Period”); and (b) reimbursement of actual and necessary costs and expenses in the amount of \$3,008.81 incurred by Cooley and Committee members during the Fee Period in connection with these cases.<sup>1</sup> For convenience of the Debtors, the total amount requested for payment (\$174,534.80 in fees + \$3,008.81 in Cooley and Committee member expenses) should be paid directly to Cooley, and upon receipt of payment in full from the Debtors, Cooley will reimburse the Committee members that incurred the expenses set forth in Exhibit A. Attached as Exhibit A hereto are (i) contemporaneously maintained time entries for each professional who provided services during the Fee Period in increments of tenths (1/10) of an hour, (ii) an itemization and description of the costs and expenses incurred by Cooley during the Fee Period, and (iii) an itemization and description for the costs and expenses incurred by members of the Committee during the Fee Period.

Further, this Fee Statement includes (i) a billing summary by individual professional, setting forth the name and title of each individual who provided services during the Fee Period, their respective billing rates, and the aggregate hours expended by each individual, and (ii) a reasonably detailed breakdown of the disbursements incurred by Cooley during the Fee Period.

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<sup>1</sup> Additional expenses incurred by Applicant may not have been captured as of the date hereof. Such expenses will be included in the next application to the extent necessary.

The Cooley professionals who rendered services in these chapter 11 cases during the Fee Period are:

<b>Attorney</b>	<b>Position with the Applicant</b>	<b>Hourly Billing Rate</b>	<b>Total Billed Hours</b>	<b>Total Compensation</b>
Lawrence C. Gottlieb	Partner	\$995	0.5	\$497.50
Cathy Herschopf	Partner	\$845	40.9	\$34,560.50
Jeffrey L. Cohen	Partner	\$695	123.5	\$85,832.50
Alex R. Velinsky	Associate	\$475	104.8	\$49,780.00
Robert B. Winning	Associate	\$435	104.6	\$45,501.00
David M. Fleischer	Paralegal	\$315	0.1	\$31.50
Rebecca Goldstein	Paralegal	\$270	6.1	\$1,647.00
Kris T. Cachia	Paralegal	\$245	1.3	\$318.50
<b>TOTAL</b>		<b>\$582.87 (Blended Rate<sup>2</sup>)</b>	<b>381.8</b>	<b>\$218,168.50</b>

**Compensation by Matter**

<b>Matter Number</b>	<b>Matter Description</b>	<b>Total Billed Hours</b>	<b>Total Fees Requested</b>
02	Asset Disposition	20.9	\$13,139.50
03	Business Operations	7.0	\$4,544.00
04	Case Administration	71.6	\$35,299.50
05	Claims	39.6	\$18,418.00
06	Employee Benefits/Pensions	33.2	\$21,687.00
07	Fee/Employment Applications	34.1	\$16,336.50
08	Fee/Employment Objection	27.5	\$17,226.50
09	Financing and Cash Collateral	41.2	\$25,956.00
10	Litigation	28.7	\$16,253.50
11	Meetings	52.3	\$34,098.50
12	Plan and Disclosure Statement	4.0	\$2,164.00
14	Travel (Billed at ½ time)	1.0	\$475.00
19	Preparation For and Attendance at Court Hearings	20.7	\$12,570.50
<b>TOTAL</b>		<b>381.8</b>	<b>\$218,168.50</b>

<sup>2</sup> The Blended Rate does not include paraprofessional time.

**Expense Summary**

<b>Description</b>	<b>Amount</b>
Committee Member Expenses	\$2,642.64 <sup>3</sup>
Federal Express	\$132.02
Meals	\$72.77
Reproduction of Documents	\$50.70
Research Database / Document Retrieval	\$8.56
Telephone	\$42.12
Transportation	\$60.00
<b>Total</b>	<b>\$3,008.81</b>

**Notice**

Pursuant to the Interim Compensation Order, Cooley has served this Fee Statement by hand or overnight delivery on: (i) the Debtors, Atari, Inc., 475 Park Avenue South, Twelfth Floor, New York, New York 10016, Attn: Robert A. Mattes, CFO; (ii) counsel to Debtors, Akin Gump Strauss Hauer & Feld LLP, One Bryant Park, New York, New York 10036, Attn: Ira S. Dizengoff, Esq. and Kristine Manoukian Esq.; Akin Gump Strauss Hauer & Feld LLP, Robert S. Strauss Building, 1333 New Hampshire Avenue, N.W., Washington, District of Columbia 20036, Attn: Scott L. Alberino, Esq.; (iii) counsel to DIP lenders, Bracewell & Giuliani LLP, 1251 Avenue of the Americas, 49th Floor, New York, New York 10020, Attn: Robert G. Burns, Esq.; and (iv) the Office of the United States Trustee for the Southern District of New York, 271 Cadman Plaza East, Suite 4529, Brooklyn, New York 11201, Attn: Richard C. Morrissey, Esq. In light of the nature of the relief requested, Cooley respectfully submits that no further notice need be provided.

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<sup>3</sup> Supporting documentation for the Committee member expenses is included in Exhibit A.

WHEREFORE, pursuant to the Interim Compensation Order, Cooley requests: (a) compensation in the amount of \$218,168.50 (of which Applicant requests payment in the amount of **\$174,534.80** which equals 80% of \$218,168.50) on account of reasonable and necessary professional services rendered to the Committee by Cooley; and (b) reimbursement of actual and necessary costs and expenses in the amount of **\$3,008.81**, for a total amount for the Fee Period of \$221,177.31 (of which applicant seeks payment in the amount of **\$177,543.61** which equals 80% of the requested compensation and 100% of the requested reimbursement of actual and necessary costs and expenses).

Dated: April 19, 2013  
New York, New York

Respectfully submitted,

By: /s/ Jeffrey L. Cohen

COOLEY LLP  
1114 Avenue of the Americas  
New York, New York 10036  
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Cathy Herschopf  
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Robert B. Winning

*Counsel for the Official  
Committee of Unsecured Creditors*

**EXHIBIT A**



April 11, 2013

Atari Inc.  
Atari, Inc. Official Committee of Unsecured Creditors  
475 Park Avenue South  
New York, NY 10016

ATTORNEYS AT LAW

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5th floor  
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Boston, MA  
Seattle, WA  
Los Angeles, CA  
Shanghai, P. R. China

**Invoice Number: 1283537**  
CL 01 62105

**319072-201**

**Atari Creditors' Committee**

*For services rendered through March 31, 2013*

Fees .....	\$	218,168.50
Chargeable costs and disbursements .....	\$	366.17
<b>Total Due on Current Invoice .....</b>	<b>\$</b>	<b>218,534.67</b>
<b>Outstanding Balance from prior Invoices .....</b>	<b>\$</b>	<b>186,269.60</b>
<b>Total Amount Due .....</b>	<b>\$</b>	<b>404,804.27</b>



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**Atari Creditors' Committee**

**Invoice Number: 1283537**  
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**For services rendered through March 31, 2013 :**

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
<b>ASSET DISPOSITION</b>				
03/06/13	Alex R. Velinsky	Conference with J. Cohen and A. Chong re: sale process	0.30	142.50
03/07/13	Jeffrey L. Cohen	Telephone calls with potential purchaser's counsel	1.10	764.50
03/07/13	Alex R. Velinsky	Review J. Cohen email re: sale update	0.10	47.50
03/07/13	Alex R. Velinsky	Review A. Chong email re: Perella sale update	0.10	47.50
03/08/13	Jeffrey L. Cohen	Review Perella update materials and discuss same with Duff & Phelps	1.60	1,112.00
03/08/13	Alex R. Velinsky	Review A. Chong and J. Cohen emails re: Perella sale update; review interim document	0.20	95.00
03/08/13	Lawrence C. Gottlieb	Confer with Cohen re offer	0.20	199.00
03/08/13	Cathy Rae Herschopf	Review sales report and follow up with D&P re same	0.90	760.50
03/13/13	Jeffrey L. Cohen	Review various management presentations	2.20	1,529.00
03/13/13	Jeffrey L. Cohen	Telephone call with T. Carlson re: sale process update	0.70	486.50
03/13/13	Alex R. Velinsky	Emails re: management presentations with J. Cohen and R. Winning	0.20	95.00
03/13/13	Alex R. Velinsky	Conference with J. Cohen re: management presentations	0.20	95.00
03/13/13	Robert B. Winning	Review management presentations prepared for potential purchasers	2.10	913.50
03/14/13	Alex R. Velinsky	Emails with C. Herschopf re: sale provision updates	0.20	95.00
03/19/13	Jeffrey L. Cohen	Review additional management presentations and historical revenue posted to data room	1.60	1,112.00
03/19/13	Robert B. Winning	Review new management presentation and historical financial data	1.60	696.00
03/19/13	Alex R. Velinsky	Internal emails re: management presentation updates	0.20	95.00





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<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
03/19/13	Alex R. Velinsky	Review J. Cohen and Duff & Phelps emails re: sale process update	0.20	95.00
03/19/13	Alex R. Velinsky	Review draft sale update deck from Duff & Phelps	0.20	95.00
03/19/13	Alex R. Velinsky	Emails with Duff & Phelps re: retention issues	0.30	142.50
03/19/13	Cathy Rae Hershcopf	Confer with D&P re management presentation and sale process	0.40	338.00
03/20/13	Jeffrey L. Cohen	Review sale process update material	0.60	417.00
03/20/13	Alex R. Velinsky	Email re: sale update presentation to A. Chong	0.20	95.00
03/20/13	Cathy Rae Hershcopf	Confer with D&P re management presentations to potential buyers (.6) and follow up with Committee members (.3) re same	0.90	760.50
03/21/13	Jeffrey L. Cohen	Review sales process update prepared by DPS	0.40	278.00
03/26/13	Jeffrey L. Cohen	Review supplemental data room information	2.20	1,529.00
03/28/13	Robert B. Winning	Review additional financial projections added to e-room and other recently added document	1.10	478.50
03/29/13	Jeffrey L. Cohen	Multiple correspondence re: sales process updates	0.90	625.50
<b>Task Total:</b>			20.90	13,139.50

**BUSINESS OPERATIONS**

03/01/13	Jeffrey L. Cohen	Review summary of assets and liabilities	1.40	973.00
03/01/13	Robert B. Winning	Review material contracts and agreements of the Debtors	1.40	609.00
03/06/13	Jeffrey L. Cohen	Review weekly DIP variance report	0.30	208.50
03/06/13	Alex R. Velinsky	Review DIP budget variance report	0.20	95.00
03/07/13	Alex R. Velinsky	Review board resolutions re: recomposition	0.40	190.00
03/11/13	Jeffrey L. Cohen	Telephone call with T. Carlson re: financing statements	0.60	417.00
03/13/13	Jeffrey L. Cohen	Review DIP variance report	0.30	208.50



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<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
03/20/13	Alex R. Velinsky	Review A. Chong email re: update to variance report slides	0.10	47.50
03/20/13	Cathy Rae Hershcopf	Review deck prepared for Committee and follow up with comments re same (.7); respond to questions from Committee members re same (.6)	1.30	1,098.50
03/20/13	Cathy Rae Hershcopf	Review DIP variance report and follow up with Matteo re same	0.60	507.00
03/21/13	Alex R. Velinsky	Review K. Manoukian email re: inter-Debtor claims	0.20	95.00
03/27/13	Alex R. Velinsky	Review DIP variance report	0.20	95.00
<b>Task Total:</b>			7.00	4,544.00

**CASE ADMINISTRATION**

03/01/13	Robert B. Winning	Update chart summarizing the Debtors' document production	0.80	348.00
03/01/13	Robert B. Winning	Review trademark titles for each Debtor	0.90	391.50
03/01/13	Robert B. Winning	Revise and finalize letter to Bracewell re: Alden response to Committees discovery request	1.70	739.50
03/01/13	Robert B. Winning	Prepare materials for March 6 hearing	0.80	348.00
03/04/13	Alex R. Velinsky	Conference with R. Winning re: Blue Bay document requests	0.10	47.50
03/04/13	Alex R. Velinsky	Review and revise draft Blue Bay document requests	0.20	95.00
03/04/13	Alex R. Velinsky	Emails to K. Coleman re: committee document requests	0.10	47.50
03/04/13	Alex R. Velinsky	Review J. Cho emails re: document request responses	0.20	95.00
03/04/13	Alex R. Velinsky	Review letter from K. Coleman re: Atari SA resposne	0.20	95.00
03/04/13	Alex R. Velinsky	Conference with R. Winning re: review of Atari SA documents	0.20	95.00



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<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
03/04/13	Alex R. Velinsky	Review J. Cohen email re: Blue Bay information request	0.10	47.50
03/04/13	Rebecca Goldstein	Attention to e mail from BMC re certificate of service re limited objection (.1); forward certificate of service to chamber's, prepare cover letter re same(.5); attention to e mail from A. Velinsky re Duff and Phelps retention (.2); modify for electronic filing (.3); e file same (.4); prepare e mail to BMC re service (.2); prepare cover letter to Chamber's, process same.(.5)	2.20	594.00
03/05/13	David M. Fleischer	Review and download of case information sheet received from R Goldstein	0.10	31.50
03/05/13	Jeffrey L. Cohen	Review Alden counterproposal and term sheet	1.20	834.00
03/05/13	Alex R. Velinsky	Review letter from Bracewell	0.40	190.00
03/05/13	Alex R. Velinsky	Review H. Goldstein email re: committee call	0.10	47.50
03/05/13	Alex R. Velinsky	Emails with A. Chong and J. Cohen re: call with Duff & Phelps	0.20	95.00
03/05/13	Rebecca Goldstein	Update Case Information Sheet (.1); file maintenance and organization (.2)	0.30	81.00
03/05/13	Robert B. Winning	Revise chart summarizing Debtors' assets and liability	0.60	261.00
03/06/13	Alex R. Velinsky	Review A. Schoulder email re: Blue Bay transaction	0.10	47.50
03/06/13	Alex R. Velinsky	Review Blue Bay transaction documents (redacted)	0.70	332.50
03/06/13	Alex R. Velinsky	Emails with F. Stevens re: call	0.10	47.50
03/06/13	Alex R. Velinsky	Review email from Bracewell re: Blue Bay documents	0.10	47.50
03/06/13	Alex R. Velinsky	Conference with J. Cohen and R. Winning re: investigation re: claims	0.40	190.00
03/06/13	Alex R. Velinsky	Review letter from Allen and Overy re: additional documents	0.10	47.50
03/06/13	Alex R. Velinsky	Review committee member emails re: call time	0.20	95.00



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<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
03/07/13	Jeffrey L. Cohen	Correspondence with committee members re: Alden counterproposal	1.30	903.50
03/07/13	Alex R. Velinsky	Internal meeting re: Blue Bay information request	0.80	380.00
03/07/13	Alex R. Velinsky	Telephone call with creditor re: case status	0.30	142.50
03/07/13	Alex R. Velinsky	Review documents in connection with Blue Bay information request	0.30	142.50
03/07/13	Alex R. Velinsky	Review M. Nowakowski email re: meeting	0.10	47.50
03/07/13	Alex R. Velinsky	Email to R. Winning re: Blue Bay liens	0.20	95.00
03/07/13	Alex R. Velinsky	Review and revise draft Blue Bay information request	0.90	427.50
03/07/13	Robert B. Winning	Legal research re: estate causes of action	2.10	913.50
03/07/13	Robert B. Winning	Prepare chart analyzing estate causes of action	1.30	565.50
03/07/13	Robert B. Winning	Review documents produced by parent company	1.40	609.00
03/07/13	Robert B. Winning	Review Debtors' schedules	0.60	261.00
03/08/13	Jeffrey L. Cohen	Telephone call with S. Alberino re: Alden proposal and case matters	0.60	417.00
03/08/13	Alex R. Velinsky	Continue drafting Blue Bay document request	1.10	522.50
03/08/13	Alex R. Velinsky	Email to J. Cohen re: Blue Bay information request	0.20	95.00
03/08/13	Alex R. Velinsky	Draft list of electronic search terms	0.80	380.00
03/08/13	Alex R. Velinsky	Email to Duff & Phelps re: Blue Bay request	0.10	47.50
03/08/13	Robert B. Winning	Call with J. Cohen and S. Alberino re: Alden proposal	0.40	174.00
03/11/13	Jeffrey L. Cohen	Telephone call with S. Alberino re: discussions with Alden	0.40	278.00
03/11/13	Jeffrey L. Cohen	Multiple correspondence with H. Goldstein re: Alden discussions	0.70	486.50
03/11/13	Alex R. Velinsky	Review email from A. Chong re: Blue Bay request list	0.10	47.50
03/11/13	Alex R. Velinsky	Review K. Monoukian email re: hearing notice	0.10	47.50



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<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
03/11/13	Alex R. Velinsky	Further revisions to Blue Bay information request	0.40	190.00
03/11/13	Alex R. Velinsky	Email to J. Cohen re: Blue Bay information request	0.10	47.50
03/11/13	Alex R. Velinsky	Revise Blue Bay request per J. Cohen comments; email with J. Cohen re: same	0.30	142.50
03/11/13	Alex R. Velinsky	Email to S. Greissman re: Blue Bay information request	0.10	47.50
03/11/13	Alex R. Velinsky	Review R. Burns email re: Blue Bay information request	0.10	47.50
03/12/13	Jeffrey L. Cohen	Multiple correspondence with committee members re: Alden communications	1.00	695.00
03/12/13	Jeffrey L. Cohen	Telephone calls with A. Schouder re: Alden discussions	0.80	556.00
03/12/13	Jeffrey L. Cohen	Review Alden letter to committee members and discuss same with committee	0.60	417.00
03/12/13	Jeffrey L. Cohen	Review case law research re: plan standards	1.20	834.00
03/12/13	Jeffrey L. Cohen	E-mail update to committee and return correspondence	0.70	486.50
03/12/13	Alex R. Velinsky	Review J. Cohen update email to committee	0.10	47.50
03/12/13	Alex R. Velinsky	Review J. Cohen email re: case calendar	0.10	47.50
03/12/13	Alex R. Velinsky	Conference with R. Winning re: search terms list	0.10	47.50
03/12/13	Alex R. Velinsky	Review Alden letter re: settlement meeting proposal	0.10	47.50
03/12/13	Alex R. Velinsky	Review draft bar date motion and related materials	0.70	332.50
03/12/13	Robert B. Winning	Review proposed bar date order	0.30	130.50
03/13/13	Jeffrey L. Cohen	Telephone call with H. Goldstein re: Alden letter	0.90	625.50
03/13/13	Jeffrey L. Cohen	Office conference with C. Herschopf and A. Velinsky re: Alden letter	0.40	278.00
03/13/13	Alex R. Velinsky	Review R. Winning comments to causes of action memo	0.20	95.00



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03/13/13	Alex R. Velinsky	Emails with H. Newman re: by laws	0.20	95.00
03/13/13	Alex R. Velinsky	Draft memo to committee re: potential causes of action and substantive consolidation	3.40	1,615.00
03/13/13	Alex R. Velinsky	Email to committee re: response to Alden letter	0.40	190.00
03/13/13	Alex R. Velinsky	Conference with R. Winning re: substantive consolidation issues	0.20	95.00
03/13/13	Alex R. Velinsky	Emails with T. Gross re: committee responses to Alden	0.10	47.50
03/13/13	Lawrence C. Gottlieb	Emails re Alden letter to Committee	0.20	199.00
03/13/13	Robert B. Winning	Legal research re: substantive consolidation and the allocation of assets between Debtors	2.70	1,174.50
03/13/13	Robert B. Winning	Draft memorandum re: potential cause of action which may be asserted by the Committee	2.90	1,261.50
03/13/13	Robert B. Winning	Legal research re: fraudulent conveyance laws	0.60	261.00
03/14/13	Jeffrey L. Cohen	Multiple correspondence with Committee members re: Alden phone calls	0.80	556.00
03/14/13	Alex R. Velinsky	Emails with T. Gross and H. Goldstein re: Alden call	0.10	47.50
03/14/13	Alex R. Velinsky	Review S. Devana email re: Alden	0.10	47.50
03/14/13	Alex R. Velinsky	Emails with committee members re: calls from Alden	0.20	95.00
03/14/13	Alex R. Velinsky	Review and revise revised memo re: substantive consolidation (.5); email to J. Cohen re: same (.1)	0.60	285.00
03/15/13	Jeffrey L. Cohen	Correspondence with Committee members re: scheduling Alden meeting	1.40	973.00
03/15/13	Alex R. Velinsky	Review J. Cohen email re: Alden meeting	0.10	47.50
03/15/13	Alex R. Velinsky	Finalize substantive consolidation memo	0.30	142.50
03/15/13	Alex R. Velinsky	Email to committee re: memos	0.30	142.50
03/15/13	Lawrence C. Gottlieb	Email re developments re: Alden discussions	0.10	99.50
03/18/13	Alex R. Velinsky	Review notice of adjournment of hearing on CV claims to C. Sawyer	0.10	47.50



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<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
03/18/13	Robert B. Winning	Revise search terms list for discovery requests	0.30	130.50
03/18/13	Rebecca Goldstein	Attention to e mails from A. Velinsky re Omnibus Reply re retention of Duff and Phelps (.2); prepare e mail service instructions to BMC to prepare for same including service by overnight delivery. send updates re arrival time of documents (.4); various e mails and phone conversations to Kris Cachia re service and filing of same (.2); Transfer proposed order re Duff and Phelps retention to CD for hearing.(.3)	1.10	297.00
03/19/13	Robert B. Winning	Additional revision to proposed search terms for discovery requests	0.40	174.00
03/19/13	Alex R. Velinsky	Emails with J. Cohen re: case contacts	0.20	95.00
03/19/13	Alex R. Velinsky	Emails with committee members re: 3/28 meeting details	0.20	95.00
03/19/13	Alex R. Velinsky	Review R. Morissey voicemail (.1); emails with J. Cohen re: same (.2)	0.20	95.00
03/19/13	Rebecca Goldstein	Transfer Duff and Phelps proposed order to CD, as per request by US Trustee with the suggested changes.	0.30	81.00
03/20/13	Jeffrey L. Cohen	Office conference with C. Hershcopf re: hearing results and next steps	0.80	556.00
03/20/13	Rebecca Goldstein	Prepare cover letter to Chambers re certificate of service re docket nos. 142 and 143, process same (.5); work with R.I Winning re 1st monthly fee statement, (.9) prepare e mails to claims agent re service (.3); discuss same with K. Cachia (.2)	1.90	513.00
03/21/13	Jeffrey L. Cohen	Telephone call with S. Alberino re: case status	0.60	417.00
03/21/13	Robert B. Winning	Additional review of documents in data room	1.30	565.50
03/26/13	Robert B. Winning	Draft office memorandum re: substantive consolidation of the Debtors' estates	2.90	1,261.50
03/26/13	Robert B. Winning	Analyze Debtors' material contracts for substantive consolidation issues	2.70	1,174.50



**319072-201**  
**Atari Creditors' Committee**

**Invoice Number: 1283537**  
CL 01 62105

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
03/26/13	Alex R. Velinsky	Conference with R. Winning re: substantive consolidation analysis	0.30	142.50
03/27/13	Jeffrey L. Cohen	Prepare for 3/28 meeting with Alden and Debtors	1.40	973.00
03/27/13	Jeffrey L. Cohen	Review investigation update memo and analyze same	1.60	1,112.00
03/27/13	Robert B. Winning	Research re: substantive consolidation	1.10	478.50
03/27/13	Robert B. Winning	Revise office memorandum re: substantive consolidation	2.70	1,174.50
03/27/13	Alex R. Velinsky	Conference with R. Winning re: substantive consolidation issues	0.20	95.00
03/27/13	Alex R. Velinsky	Conference with R. Winning re: review of documents supporting substantive consolidation	0.30	142.50
03/27/13	Alex R. Velinsky	Emails with S. Devana and H. Newman re: contact for committee meeting	0.20	95.00
03/28/13	Robert B. Winning	Draft letter to Debtor re: outstanding document requests	1.10	478.50
03/28/13	Robert B. Winning	Prepare material for Committee meeting with Alden	0.60	261.00
03/28/13	Rebecca Goldstein	Attention to e mail from BMC re 1st fee application of Cooley; (.2); file maintenance and organization (.1)	0.30	81.00
<b>Task Total:</b>			71.60	35,299.50

**CLAIMS**

03/01/13	Alex R. Velinsky	Emails with R. Winning re: claims analysis chart	0.20	95.00
03/01/13	Alex R. Velinsky	Review draft claims analysis chart; revise same	0.70	332.50
03/01/13	Alex R. Velinsky	Review further revised claim analysis (.4); conference with R. Winning re: same (.2)	0.60	285.00
03/01/13	Alex R. Velinsky	Emails with J. Cohen re: critical vendor issue	0.20	95.00
03/01/13	Alex R. Velinsky	Email to committee re: critical vendor issue	0.20	95.00





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<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
03/01/13	Alex R. Velinsky	Review T. Gross email re: critical vendor issue	0.10	47.50
03/01/13	Alex R. Velinsky	Review H. Goldstein email re: critical vendor issue	0.10	47.50
03/01/13	Alex R. Velinsky	Email with J. Cohen re: critical vendor issue	0.10	47.50
03/01/13	Alex R. Velinsky	Review data room documents for claims analysis	1.70	807.50
03/01/13	Alex R. Velinsky	Telephone call to K. Manoukian re: critical vendor issue	0.20	95.00
03/01/13	Robert B. Winning	Research re: perfection of security interest in intellectual property	0.70	304.50
03/01/13	Robert B. Winning	Prepare chart summarizing Debtors' assets and liabilities	2.60	1,131.00
03/04/13	Alex R. Velinsky	Email to J. Cohen re: critical vendor issue	0.10	47.50
03/04/13	Alex R. Velinsky	Emails with K. Manoukian re: critical vendor issue	0.20	95.00
03/04/13	Alex R. Velinsky	Email to T. Gross re: critical vendor issue	0.10	47.50
03/04/13	Alex R. Velinsky	Review documents produced by Atari SA re: Blue Bay claims	1.90	902.50
03/06/13	Robert B. Winning	Analysis of account payable for each Debtor	0.70	304.50
03/07/13	Alex R. Velinsky	Review SOFA summaries	0.20	95.00
03/07/13	Alex R. Velinsky	Review schedules and SOFAs	1.80	855.00
03/07/13	Alex R. Velinsky	Emails with J. Cohen re: schedules	0.10	47.50
03/07/13	Alex R. Velinsky	Conference with R. Winning re: schedules review	0.20	95.00
03/08/13	Alex R. Velinsky	Emails with creditor Flying Wisdom	0.20	95.00
03/08/13	Alex R. Velinsky	Email to K. Manoukian Flying Wisdom	0.10	47.50
03/08/13	Alex R. Velinsky	Emails with T. Sheff re: royalty claim	0.10	47.50
03/11/13	Robert B. Winning	Review schedules and statements of the Debtors	1.10	478.50
03/12/13	Alex R. Velinsky	Emails with K. Manoukian re: proof of claim form	0.20	95.00
03/12/13	Alex R. Velinsky	Email to J. Cohen re: bar date motion	0.10	47.50



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**Atari Creditors' Committee**

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<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
03/12/13	Robert B. Winning	Begin drafting memorandum re: Debtors' schedules and statements	4.80	2,088.00
03/13/13	Jeffrey L. Cohen	Review bar date motion and related papers	0.70	486.50
03/13/13	Alex R. Velinsky	Emails with K. Manoukian and J. Cohen re: bar date motion issues	0.30	142.50
03/13/13	Alex R. Velinsky	Conference and R. Winning and J. Cohen re: bar date motion	0.20	95.00
03/13/13	Alex R. Velinsky	Telephone call with K. Manoukian re: bar date motion	0.10	47.50
03/13/13	Alex R. Velinsky	Emails to K. Manoukian re: bar date motion	0.20	95.00
03/13/13	Robert B. Winning	Draft memorandum re: Debtors' schedules and statements	4.90	2,131.50
03/14/13	Jeffrey L. Cohen	Office conferences with A. Velinsky re: bar date motion	0.60	417.00
03/14/13	Alex R. Velinsky	Telephone call with K. Manoukian re: bar date motion	0.20	95.00
03/14/13	Alex R. Velinsky	Emails with K. Manoukian re: bar date motion	0.20	95.00
03/14/13	Alex R. Velinsky	Conference with J. Cohen re: claims memo	0.20	95.00
03/14/13	Alex R. Velinsky	Review J. Cohen comments to claims memo; revise per same	1.20	570.00
03/14/13	Alex R. Velinsky	Conference with C. Hershcopf re: claims memo	0.10	47.50
03/14/13	Alex R. Velinsky	Review schedules and statements memo; provided comments to same	0.40	190.00
03/14/13	Alex R. Velinsky	Conference with R. Winning re: schedules/statements memo comments	0.20	95.00
03/14/13	Robert B. Winning	Additional revisions to memorandum analyzing the Debtors' schedules and statements	4.30	1,870.50
03/15/13	Jeffrey L. Cohen	Review and revise Schedules and SOFA memo	1.10	764.50
03/15/13	Robert B. Winning	Finalize memorandum analyzing Debtors' schedules and statements	2.10	913.50
03/21/13	Robert B. Winning	Review documents re: Inter-Debtor claims	0.80	348.00



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<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
03/27/13	Alex R. Velinsky	Emails with J. Cohen re; debtors' intercompany claims analysis	0.10	47.50
03/27/13	Alex R. Velinsky	Email to Duff & Phelps re: intercompany claims	0.20	95.00
03/27/13	Alex R. Velinsky	Email to K. Manoukian re: intercompany claims	0.10	47.50
03/28/13	Robert B. Winning	Draft email to Committee re: bar date	0.60	261.00
03/28/13	Alex R. Velinsky	Email to committee re: bar date	0.10	47.50
03/28/13	Alex R. Velinsky	Conference with R. Winning re: bar date email	0.10	47.50
03/28/13	Alex R. Velinsky	Email to A. Chong re: intercompany claims information	0.10	47.50
03/29/13	Robert B. Winning	Calls and emails with Duff & Phelps re: claims pool	0.40	174.00
03/29/13	Alex R. Velinsky	Correspondence with A. Chong re: claims analysis	0.60	285.00
03/29/13	Alex R. Velinsky	Emails with R. Winning re: claims	0.20	95.00
<b>Task Total:</b>			<b>39.60</b>	<b>18,418.00</b>

**EMPLOYEE BENEFITS/PENSIONS**

03/14/13	Alex R. Velinsky	Emails with debtors re: incentive plan	0.10	47.50
03/14/13	Alex R. Velinsky	Review draft KEIP	0.80	380.00
03/15/13	Jeffrey L. Cohen	Office conference with C. Herschopf re: proposed incentive plans	0.60	417.00
03/15/13	Jeffrey L. Cohen	Review motion for employee incentive plans	1.40	973.00
03/15/13	Alex R. Velinsky	Telephone call with Akin & Perella re: KEIP	0.50	237.50
03/15/13	Alex R. Velinsky	Telephone call with Duff & Phelps re: KEIP	0.40	190.00
03/15/13	Alex R. Velinsky	Review redacted KEIP documents	0.20	95.00
03/15/13	Alex R. Velinsky	Conference with C. Herschopf re: KEIP	0.20	95.00
03/15/13	Cathy Rae Herschopf	Review proposed plans and call with AG re same (1.4); follow up call with D&P re same (.7)	2.10	1,774.50



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<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
03/18/13	Jeffrey L. Cohen	Correspondence with C. Herschopf re: proposed KEIP analysis	0.80	556.00
03/18/13	Alex R. Velinsky	Review S. Alberino email re: KEIP	0.10	47.50
03/18/13	Alex R. Velinsky	Review C. Herschopf email re: KEIP	0.10	47.50
03/18/13	Alex R. Velinsky	Telephone call with Duff & Phelps re: KEIP	0.30	142.50
03/18/13	Alex R. Velinsky	Review Duff & Phelps KEIP materials	0.20	95.00
03/18/13	Alex R. Velinsky	Draft email to committee re: KEIP	0.30	142.50
03/18/13	Robert B. Winning	Review KEIP motion	0.40	174.00
03/18/13	Robert B. Winning	Calls with Duff & Phelps re: KEIP	0.40	174.00
03/18/13	Robert B. Winning	Call with C. Herschopf and Alberino re: KEIP	0.30	130.50
03/18/13	Robert B. Winning	Revise Duff & Phelps presentation re: KEIP	0.30	130.50
03/18/13	Cathy Rae Herschopf	Confer with Alberino re employee bonus plans (.4) and call with Alberino and Wilson re same (.9) and follow up with Cooley team and Committee re same (.4)	2.70	2,281.50
03/19/13	Jeffrey L. Cohen	Multiple correspondence with C. Herschopf and T. Carlson re: KEIP discussions	0.80	556.00
03/19/13	Alex R. Velinsky	Review KEIP motion and related motion to file under seal	0.70	332.50
03/19/13	Alex R. Velinsky	Review C. Herschopf and S. Alberino emails re: KEIP	0.20	95.00
03/20/13	Alex R. Velinsky	Detailed email to committee re: Duff & Phelps retention and KEIP	0.20	95.00
03/20/13	Alex R. Velinsky	Emails with H. Goldstein re: KEIP issues	0.20	95.00
03/21/13	Jeffrey L. Cohen	Review KEIP materials in advance of Committee call	1.10	764.50
03/21/13	Jeffrey L. Cohen	Telephone call with H. Goldstein re: KEIP proposal	0.30	208.50
03/21/13	Robert B. Winning	Coordinate committee call with Debtors re: Debtors' KEIP plan	0.40	174.00
03/21/13	Robert B. Winning	Legal research re: Debtors' KEIP plan	0.60	261.00
03/21/13	Robert B. Winning	Correspondence with Duff & Phelps re: counterproposal to Debtors' KEIP plan	0.60	261.00



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<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
03/21/13	Alex R. Velinsky	Emails with Akin and C. Hershcopf re: KEIP issues	0.20	95.00
03/21/13	Alex R. Velinsky	Review R. Winning email re: KEIP	0.10	47.50
03/21/13	Cathy Rae Hershcopf	Call with Committee to discuss Debtors' proposed employee bonus plans (1.8); follow up with D&P re alternative plans (.9) and individual committee members (.8) re: same	3.50	2,957.50
03/21/13	Cathy Rae Hershcopf	Calls and emails with Alberino re information that can be shared with Committee on bonus plans	0.30	253.50
03/22/13	Jeffrey L. Cohen	Multiple correspondence with Committee members re: KEIP call with Debtors	0.60	417.00
03/22/13	Jeffrey L. Cohen	Office conference with C. Hershcopf re: meeting with Debtors' advisors	0.40	278.00
03/22/13	Robert B. Winning	Prepare materials for call with Debtors' counsel and Perella re: KEIP plan	0.40	174.00
03/22/13	Robert B. Winning	Correspondence with Duff & Phelps re: KEIP counterproposal	0.30	130.50
03/22/13	Robert B. Winning	Research re: Debtors' severance policy and related employment issues	1.10	478.50
03/22/13	Robert B. Winning	Research re: 503(c) incentive plans	0.50	217.50
03/22/13	Robert B. Winning	Additional review of KEIP motion and exhibits	0.40	174.00
03/22/13	Alex R. Velinsky	Review committee emails re: KEIP	0.20	95.00
03/22/13	Cathy Rae Hershcopf	Call re bonus plan for senior management and debtors' presentation to committee (1.6) and follow up calls and emails with individual committee members re same (.8) and call with Alberino re same (.2)	2.60	2,197.00
03/25/13	Cathy Rae Hershcopf	Numerous emails re bonus plans (.8); review D&P counter proposals re same (.9)	1.70	1,436.50
03/25/13	Alex R. Velinsky	Review KEIP materials for Duff & Phelps	0.20	95.00
03/25/13	Alex R. Velinsky	Correspondence with Duff & Phelps and C. Hershcopf re: revisions to KEIP materials	0.40	190.00
03/25/13	Alex R. Velinsky	Emails to Duff & Phelps re: KEIP scenarios	0.20	95.00
03/25/13	Alex R. Velinsky	Email to committee re: KEIP materials	0.10	47.50



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<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
03/26/13	Jeffrey L. Cohen	Review incentive plan analysis	0.60	417.00
03/26/13	Robert B. Winning	Research re: Debtors' KEIP proposal	1.20	522.00
03/26/13	Alex R. Velinsky	Review T. Carlson email re: KEIP	0.10	47.50
03/27/13	Robert B. Winning	Correspondence re: KEIP	0.40	174.00
03/27/13	Robert B. Winning	Legal research re: KEIP	0.40	174.00
<b>Task Total:</b>			33.20	21,687.00

**FEE/EMPLOYMENT APPLICATIONS**

03/01/13	Alex R. Velinsky	Review J. Cohen email re: Duff & Phelps retention	0.10	47.50
03/04/13	Jeffrey L. Cohen	Telephone call with T. Carlson re: Duff & Phelps retention papers	0.40	278.00
03/04/13	Alex R. Velinsky	Emails with Duff and Phelps re: retention papers	0.20	95.00
03/04/13	Alex R. Velinsky	Finalize Duff & Phelps retention papers	0.30	142.50
03/04/13	Alex R. Velinsky	Email to R. Goldstein re: Duff & Phelps retention papers	0.10	47.50
03/04/13	Alex R. Velinsky	Telephone call with A. Chong re: Duff & Phelps retention and document requests	0.10	47.50
03/04/13	Alex R. Velinsky	Review R. Goldstein email re: Duff & Phelps retention	0.10	47.50
03/05/13	Alex R. Velinsky	Review K. Manoukian email re: OCPs; J. Cohen email re: same	0.20	95.00
03/06/13	Jeffrey L. Cohen	Review February prebill for compliance with Local Rules and UST Guidelines	1.40	973.00
03/06/13	Alex R. Velinsky	Conference with R. Morrissey re: Duff & Phelps retention	0.10	47.50
03/12/13	Jeffrey L. Cohen	Telephone call with K. Manoukian re: Duff & Phelps retention application	0.40	278.00
03/12/13	Alex R. Velinsky	Emails with Duff & Phelps and J. Cohen re: Duff & Phelps retention	0.20	95.00



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<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
03/12/13	Alex R. Velinsky	Emails with J. Cohen re: reply in connection with Duff & Phelps retention	0.30	142.50
03/12/13	Alex R. Velinsky	Draft committee reply to debtors' objection to Duff & Phelps retention	2.20	1,045.00
03/13/13	Alex R. Velinsky	Review Alden limited objection to Duff & Phelps retention	0.30	142.50
03/13/13	Alex R. Velinsky	Review debtors' reservation of rights re: Duff & Phelps retention	0.20	95.00
03/14/13	Alex R. Velinsky	Conference with J. Cohen re: reply to objection to Duff & Phelps retention	0.20	95.00
03/14/13	Alex R. Velinsky	Continue drafting omnibus reply in connection with Duff & Phelps retention	2.20	1,045.00
03/14/13	Alex R. Velinsky	Emails with C. Herschopf re: Duff & Phelps retention issues	0.20	95.00
03/14/13	Alex R. Velinsky	Review K. Manoukian email re: professional fees	0.10	47.50
03/14/13	Alex R. Velinsky	Emails with J. Cohen and A. Chong re: response to Akin email re: fees	0.20	95.00
03/14/13	Alex R. Velinsky	Conference with R. Winning re: reply re: Duff & Phelps application	0.20	95.00
03/14/13	Alex R. Velinsky	Email to R. Winning re: topics for Carlson declaration	0.20	95.00
03/14/13	Alex R. Velinsky	Review Duff & Phelps comps list for reply	0.20	95.00
03/14/13	Alex R. Velinsky	Review H. Goldstein email re: Duff & Phelps objection	0.10	47.50
03/15/13	Alex R. Velinsky	Conference with R. Winning re: exhibit to Duff & Phelps reply	0.20	95.00
03/15/13	Alex R. Velinsky	Continue drafting Duff & Phelps reply	0.30	142.50
03/15/13	Alex R. Velinsky	Review J. Cohen comments to reply re: D&P retention (.3); revise reply and declaration per same (1.6)	1.90	902.50
03/15/13	Alex R. Velinsky	Emails to R. Winning re: fee statement	0.20	95.00
03/15/13	Robert B. Winning	Correspondence with Duff & Phelps re: retention	0.40	174.00



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<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
03/16/13	Alex R. Velinsky	Revise reply re: Duff & Phelps retention per J. Cohen comments	2.60	1,235.00
03/16/13	Alex R. Velinsky	Telephone call with R. Winning re: research for reply re: Duff & Phelps retention	0.20	95.00
03/16/13	Alex R. Velinsky	Revise Carlson declaration in support of Duff & Phelps retention per J. Cohen comments	1.20	570.00
03/16/13	Alex R. Velinsky	Review J. Cohen comments to reply; further revisions to same	1.10	522.50
03/16/13	Alex R. Velinsky	Emails with Carlson, C. Herschopf and J. Cohen re: reply documents	0.30	142.50
03/17/13	Alex R. Velinsky	Revise reply re: Duff & Phelps retention to incorporate R. Winning research	0.60	285.00
03/17/13	Alex R. Velinsky	Email with J. Cohen re: revised Duff & Phelps reply	0.20	95.00
03/18/13	Kris T. Cachia	Conversation with R. Goldstein re filing issues as to Reply and Declaration supporting retention of Duff & Phelps (0.1); electronically file Reply and Carlson Declaration (0.3); prepare email to A. Velinsky re filing status (0.1); prepare letter to Judge Peck re required chambers copies (0.1); prepare email to Noticing Agent re service of Reply and Carlson Declaration (0.1); conversation with Noticing Agent re confirmation of service to notice recipients (0.1)	0.80	196.00
03/18/13	Alex R. Velinsky	Emails with Duff & Phelps re: reply documents	0.20	95.00
03/18/13	Alex R. Velinsky	Revise Carlson declaration per C. Herschopf comments	0.20	95.00
03/18/13	Alex R. Velinsky	Emails with J. Cohen re: Duff & Phelps reply papers	0.20	95.00
03/18/13	Alex R. Velinsky	Communications with K. Manoukian re: Perella time reporting	0.20	95.00
03/18/13	Alex R. Velinsky	Revise reply per C. Herschopf comments (.2); email to J. Cohen re: same (.1)	0.30	142.50
03/18/13	Alex R. Velinsky	Email to Duff & Phelps re: compensation exhibit for reply	0.10	47.50





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<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
03/18/13	Alex R. Velinsky	Telephone call with A. Chong re: comp chart	0.20	95.00
03/18/13	Alex R. Velinsky	Emails with R. Goldstein re: filing/services of reply	0.20	95.00
03/18/13	Alex R. Velinsky	Finalize exhibit to Duff & Phelps reply	0.20	95.00
03/18/13	Alex R. Velinsky	Multiple emails with J. Cohen and Duff & Phelps re: reply exhibits	0.80	380.00
03/18/13	Alex R. Velinsky	Review revised KEIP material from Duff & Phelps	0.40	190.00
03/18/13	Alex R. Velinsky	Emails with K. Cachia re: filing Duff & Phelps reply	0.20	95.00
03/18/13	Alex R. Velinsky	Telephone call with J. Cohen re: reply	0.40	190.00
03/18/13	Alex R. Velinsky	Further revisions to reply per J. Cohen	0.60	285.00
03/18/13	Robert B. Winning	Prepare first monthly fee statement	0.90	391.50
03/18/13	Robert B. Winning	Correspondence with BDO and Cousins Chipman re: CNOs for fee statements	0.30	130.50
03/19/13	Robert B. Winning	Revise Cooley fee statement	0.40	174.00
03/19/13	Alex R. Velinsky	Review BMC emails re: service of Duff & Phelps reply	0.20	95.00
03/19/13	Alex R. Velinsky	Emails to opposing counsel re: Duff & Phelps reply courtesy copy	0.10	47.50
03/19/13	Alex R. Velinsky	Telephone call with R. Morrissey re: Duff & Phelps retention	0.30	142.50
03/19/13	Alex R. Velinsky	Emails with J. Cohen and T. Carlson re: UST call	0.20	95.00
03/19/13	Alex R. Velinsky	Revise Duff & Phelps retention order per UST call	0.20	95.00
03/19/13	Alex R. Velinsky	Draft supplemental declaration re: Duff & Phelps retention per UST request	0.30	142.50
03/19/13	Alex R. Velinsky	Review settlement emails re: Duff & Phelps retention	0.20	95.00



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<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
03/20/13	Kris T. Cachia	Conversation with R. Goldstein re filing issues as to Cooley's 1st Monthly Fee Application (February 2013) (0.1); electronically file 1st Monthly (0.2); prepare email to R. Winning re filing status (0.1); prepare email to Noticing Agent re service of monthly fee application (0.1)	0.50	122.50
03/20/13	Jeffrey L. Cohen	Review and comment on first monthly fee statement	0.30	208.50
03/20/13	Alex R. Velinsky	Participate in contested hearing on Duff & Phelps retention	2.80	1,330.00
03/20/13	Alex R. Velinsky	Review materials in preparation for contested hearing in Duff & Phelps retention	0.70	332.50
03/20/13	Alex R. Velinsky	Revise D&P retention order (.2); emails with J. Cohen re: same (.1)	0.30	142.50
03/20/13	Alex R. Velinsky	Email to Chambers re: Duff & Phelps retention order	0.10	47.50
03/20/13	Alex R. Velinsky	Review Duff & Phelps revisions to Carlson supplemental affidavit	0.20	95.00
03/20/13	Alex R. Velinsky	Review OCP affidavit of C. Wright	0.20	95.00
03/20/13	Alex R. Velinsky	Emails with J. Cohen re: docket information for Duff & Phelps retention	0.20	95.00
03/20/13	Robert B. Winning	Attention to matters re: filing and service of fee application	0.40	174.00
03/20/13	Robert B. Winning	Review BMC fee application	0.20	87.00
03/21/13	Robert B. Winning	Review Akin Gump monthly fee statement	0.20	87.00
03/21/13	Alex R. Velinsky	Emails with J. Cohen and R. Goldstein re: Carlson declaration	0.20	95.00
03/21/13	Alex R. Velinsky	Review R. Morrissey emails re: Duff & Phelps declaration	0.10	47.50
03/27/13	Alex R. Velinsky	Review emails re: 3/28 meeting	0.20	95.00
<b>Task Total:</b>			<b>34.10</b>	<b>16,336.50</b>

**FEE/EMPLOYMENT OBJECTIONS**



**319072-201**  
**Atari Creditors' Committee**

**Invoice Number: 1283537**  
CL 01 62105

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
03/13/13	Cathy Rae Herschopf	Review Alden's objection to D&P's retention (.6) and follow up internally (.3) and with Carlson (.4) re same	1.30	1,098.50
03/14/13	Jeffrey L. Cohen	Review Alden objection and Debtors' response to Duff & Phelps retention	1.20	834.00
03/14/13	Jeffrey L. Cohen	Review, analyze and prepare reply outline to Duff & Phelps objections	2.20	1,529.00
03/14/13	Jeffrey L. Cohen	Multiple office conferences with A. Velinsky and R. Winning re: reply to Duff & Phelps objections	0.80	556.00
03/14/13	Robert B. Winning	Review Alden objection to Duff & Phelps retention	0.40	174.00
03/14/13	Robert B. Winning	Correspondence with Duff & Phelps re: their retention	0.40	174.00
03/14/13	Robert B. Winning	Conference with A. Velinsky re: Duff & Phelps retention	0.20	87.00
03/14/13	Robert B. Winning	Legal research re: retention standards under 328	1.60	696.00
03/14/13	Robert B. Winning	Draft declaration in support of Duff & Phelps retention	2.40	1,044.00
03/15/13	Jeffrey L. Cohen	Review and revise Duff & Phelps retention reply	2.40	1,668.00
03/15/13	Robert B. Winning	Additional revision of Carlson declaration in support of Duff & Phelps reply	0.80	348.00
03/15/13	Cathy Rae Herschopf	Confer with Committee on Alden's objection to D&P retention	0.60	507.00
03/16/13	Robert B. Winning	Legal research re: 328 retention standard in Second Circuit	2.90	1,261.50
03/17/13	Jeffrey L. Cohen	Review and revise Duff & Phelps reply and related papers	3.20	2,224.00
03/17/13	Jeffrey L. Cohen	Multiple correspondence with Carlson, C. Herschopf and A. Velinsky re: draft papers	1.30	903.50
03/18/13	Jeffrey L. Cohen	Final review and revision of Duff & Phelps reply papers	2.20	1,529.00



**319072-201**  
**Atari Creditors' Committee**

**Invoice Number: 1283537**  
CL 01 62105

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
03/18/13	Jeffrey L. Cohen	Multiple correspondence with Duff & Phelps and A. Velinsky re: finalizing reply	1.30	903.50
03/18/13	Robert B. Winning	Correspondence re: objection to Duff & Phelps retention	0.40	174.00
03/18/13	Cathy Rae Hershcopf	Review and comment on reply to objection of D&P retention and D&P affidavit	0.90	760.50
03/19/13	Jeffrey L. Cohen	Multiple correspondence with Debtors and Alden advisors re: request to adjourn hearing	0.60	417.00
03/28/13	Cathy Rae Hershcopf	Confer with D&P re compensation	0.40	338.00
<b>Task Total:</b>			27.50	17,226.50

**FINANCING AND CASH COLLATERAL**

03/01/13	Jeffrey L. Cohen	Review revised DIP budget and related forecasts	1.20	834.00
03/01/13	Jeffrey L. Cohen	Begin preparation for contested final DIP hearing	4.60	3,197.00
03/01/13	Jeffrey L. Cohen	Review draft response letter to Bracewell	0.40	278.00
03/01/13	Alex R. Velinsky	Continue review of Blue Bay security documents	1.40	665.00
03/04/13	Jeffrey L. Cohen	Continue preparation for Final DIP hearing	7.30	5,073.50
03/04/13	Jeffrey L. Cohen	Telephone call with S. Alberino re: DIP hearing	0.60	417.00
03/05/13	Jeffrey L. Cohen	Review DIP Credit Agreement	1.50	1,042.50
03/05/13	Jeffrey L. Cohen	Continue preparation for contested DIP hearing	5.50	3,822.50
03/05/13	Jeffrey L. Cohen	Telephone call with Alberino re: DIP Order and DIP Credit Agreement	0.40	278.00
03/05/13	Jeffrey L. Cohen	Review proposed final DIP Order	1.30	903.50
03/05/13	Jeffrey L. Cohen	Review DIP budget analysis	0.50	347.50
03/05/13	Jeffrey L. Cohen	Review Blue Bay information request and revise same	1.10	764.50
03/05/13	Alex R. Velinsky	Review comparison chart of DIP terms	0.20	95.00



**319072-201**  
**Atari Creditors' Committee**

**Invoice Number: 1283537**  
CL 01 62105

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
03/05/13	Alex R. Velinsky	Review and analyze DIP credit agreement	2.20	1,045.00
03/05/13	Alex R. Velinsky	Conference with J. Cohen re: DIP credit agreement	0.30	142.50
03/05/13	Alex R. Velinsky	Conference with R. Winning re: DIP credit agreement	0.20	95.00
03/05/13	Alex R. Velinsky	Review J. Cohen email to committee re: DIP hearing	0.10	47.50
03/05/13	Alex R. Velinsky	Review proposed final DIP order	0.70	332.50
03/05/13	Robert B. Winning	Review DIP credit agreement	1.40	609.00
03/05/13	Robert B. Winning	Review final DIP order	0.90	391.50
03/05/13	Robert B. Winning	Meeting with A. Velinsky re: DIP credit agreement	0.40	174.00
03/05/13	Robert B. Winning	Review chart summarizing changes in DIP terms	0.30	130.50
03/05/13	Robert B. Winning	Call with Duff & Phelps re: DIP comparables	0.30	130.50
03/05/13	Robert B. Winning	Review Duff & Phelps budget and DIP comparables presentation	0.40	174.00
03/06/13	Jeffrey L. Cohen	Office conference with R. Winning and A. Velinsky re: Blue Bay information requests	0.60	417.00
03/06/13	Alex R. Velinsky	Review K. Manoukian email re: final DIP order	0.10	47.50
03/06/13	Alex R. Velinsky	Email to committee re: final DIP hearing and call	0.20	95.00
03/06/13	Alex R. Velinsky	Review multiple emails from estate parties re: DIP order	0.10	47.50
03/06/13	Alex R. Velinsky	Conference with J. Cohen and Alberino re: DIP issues	0.20	95.00
03/06/13	Alex R. Velinsky	Review revised DIP order from Akin	0.20	95.00
03/07/13	Alex R. Velinsky	Continue reviewing credit and security documents in connection with Blue Bay facility	1.60	760.00
03/08/13	Jeffrey L. Cohen	Review draft Blue Bay information request and comment re: same	1.30	903.50
03/11/13	Jeffrey L. Cohen	Review and comment on Blue Bay information request	0.90	625.50



**319072-201**  
**Atari Creditors' Committee**

**Invoice Number: 1283537**  
CL 01 62105

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
03/25/13	Alex R. Velinsky	Review Bracewell invoice for February	0.30	142.50
03/26/13	Jeffrey L. Cohen	Office conference with A. Velinsky re: investigation status	0.40	278.00
03/29/13	Jeffrey L. Cohen	Continue review of investigation updates and related documents	2.10	1,459.50
<b>Task Total:</b>			41.20	25,956.00

**LITIGATION**

03/01/13	Alex R. Velinsky	Revise draft response letter to Bracewell	0.60	285.00
03/01/13	Alex R. Velinsky	Review H. Goldstein email re: Bracewell	0.10	47.50
03/01/13	Alex R. Velinsky	Further revisions to Bracewell letter	0.30	142.50
03/01/13	Alex R. Velinsky	Email to R. Burns re: Cohen letter	0.10	47.50
03/01/13	Alex R. Velinsky	Email to committee re: Bracewell communication	0.30	142.50
03/04/13	Robert B. Winning	Prepare Atari S.A. document production for review and add to e-room	0.40	174.00
03/04/13	Robert B. Winning	Preliminary review of documents produced by Atari S.A.	0.60	261.00
03/04/13	Robert B. Winning	Draft letter to counsel to Bluebay re: document request	1.30	565.50
03/05/13	Robert B. Winning	Review counter-proposal from Alden	0.50	217.50
03/06/13	Robert B. Winning	Meeting with J. Cohen re: additional discovery production	0.30	130.50
03/07/13	Alex R. Velinsky	Review H. Goldstein email re: Alden proposal	0.10	47.50
03/07/13	Robert B. Winning	Draft information request of Bluebay	1.40	609.00
03/07/13	Robert B. Winning	Meeting with A. Velinsky re: Bluebay information request	0.60	261.00
03/08/13	Robert B. Winning	Revise information request of Bluebay	0.90	391.50
03/08/13	Robert B. Winning	Legal research re: certain causes of action	0.90	391.50
03/08/13	Cathy Rae Hershcopf	Confer with D&P re Alden	0.80	676.00
03/08/13	Cathy Rae Hershcopf	Review Alden correspondence	0.70	591.50



**319072-201**  
**Atari Creditors' Committee**

**Invoice Number: 1283537**  
CL 01 62105

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
03/09/13	Alex R. Velinsky	Review J. Cohen emails re: Alden correspondence	0.20	95.00
03/11/13	Alex R. Velinsky	Conference with J. Cohen re: research on standing issues	0.20	95.00
03/12/13	Robert B. Winning	Review letter from Alden Capital to Committee and sensitivity attached thereto	0.20	87.00
03/13/13	Jeffrey L. Cohen	Telephone call Blue Bay counsel re: response to information request	0.60	417.00
03/13/13	Cathy Rae Hershcopf	Review and respond to settlement letter from Alden (.7) and confer internally (.4) and with Committee members (.6) re same	1.90	1,605.50
03/14/13	Jeffrey L. Cohen	Review memo to Committee and comment re: same	2.10	1,459.50
03/14/13	Alex R. Velinsky	Review and revise search terms list	0.20	95.00
03/14/13	Robert B. Winning	Draft list of search term for information request	0.80	348.00
03/14/13	Cathy Rae Hershcopf	Field calls and emails from Committee members who received calls from Alden	0.90	760.50
03/15/13	Jeffrey L. Cohen	Review draft ESI list	0.60	417.00
03/15/13	Alex R. Velinsky	Conference with J. Cohen re: search terms	0.20	95.00
03/19/13	Robert B. Winning	Begin drafting 2004 motion	0.90	391.50
03/19/13	Alex R. Velinsky	Review revised search term list	0.20	95.00
03/19/13	Alex R. Velinsky	Email to J. Cohen re: search term list	0.10	47.50
03/19/13	Alex R. Velinsky	Revise search term cover letter per J. Cohen comments	0.20	95.00
03/19/13	Alex R. Velinsky	Draft letter to SA re: search terms	0.20	95.00
03/19/13	Alex R. Velinsky	Draft letter to debtors re: search terms	0.20	95.00
03/19/13	Cathy Rae Hershcopf	Confer internally and with Alden's counsel re settlement meeting	0.40	338.00
03/20/13	Jeffrey L. Cohen	Telephone call with A. Hammond re: Blue Bay production	0.40	278.00
03/21/13	Jeffrey L. Cohen	Telephone call with A. Hammond re: Blue Bay non-compliance with information request	0.40	278.00



**319072-201**  
**Atari Creditors' Committee**

**Invoice Number: 1283537**  
CL 01 62105

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
03/21/13	Jeffrey L. Cohen	Review proposed ESI lists and letters	0.40	278.00
03/21/13	Alex R. Velinsky	Email to K. Coleman re: search terms	0.10	47.50
03/21/13	Alex R. Velinsky	Email to Akin re: search terms	0.10	47.50
03/21/13	Alex R. Velinsky	Emails with K. Manoukian re: search terms	0.10	47.50
03/26/13	Alex R. Velinsky	Review and respond to H. Goldstein email re: settlement correspondence	0.20	95.00
03/26/13	Alex R. Velinsky	Review management and intercompany services agreements	0.60	285.00
03/26/13	Alex R. Velinsky	Conference with J. Cohen re: Atari settlement meeting preparation	0.20	95.00
03/26/13	Alex R. Velinsky	Conference with R. Winning re: Atari settlement meeting preparation	0.10	47.50
03/27/13	Robert B. Winning	Meeting with J. Cohen re: substantive consolidation memorandum	1.20	522.00
03/27/13	Alex R. Velinsky	Conference with J. Cohen and R. Winning re: claims issues in preparation for Alden meeting	1.40	665.00
03/27/13	Alex R. Velinsky	Conference with J. Cohen re: correspondence with White & Case	0.20	95.00
03/27/13	Alex R. Velinsky	Draft 2004 motion to compel production by BlueBay	1.40	665.00
03/28/13	Robert B. Winning	Meeting with A. Velinsky re: Alden settlement proposal	0.40	174.00
03/28/13	Alex R. Velinsky	Review email re: Duff & Phelps fees	0.10	47.50
03/29/13	Jeffrey L. Cohen	Review draft 2004 Motion and comment re: same	1.40	973.00
<b>Task Total:</b>			<b>28.70</b>	<b>16,253.50</b>

**MEETINGS**

03/08/13	Jeffrey L. Cohen	Participate on committee conference call	1.10	764.50
03/08/13	Alex R. Velinsky	Telephone call with committee re: Alden offer	1.10	522.50
03/08/13	Alex R. Velinsky	Telephone call with S. Alberino and J. Cohen re: Alden and KEIP	0.40	190.00





**319072-201**  
**Atari Creditors' Committee**

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<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
03/08/13	Robert B. Winning	Call with Committee re: Alden settlement proposal	0.90	391.50
03/08/13	Robert B. Winning	Office conference with J. Cohen and A. Velinsky re: Alden proposal	0.40	174.00
03/08/13	Cathy Rae Hershcopf	Call with Committee re Alden counter proposal (.8) and follow up calls and emails re: same (.5)	1.30	1,098.50
03/08/13	Cathy Rae Hershcopf	Call with Committee (1.2) and follow up calls with members thereafter re strategy with debtors/Alden (.7)	1.90	1,605.50
03/13/13	Alex R. Velinsky	Telephone call with H. Goldstein re: Alden letter	0.80	380.00
03/13/13	Alex R. Velinsky	Telephone call with T. Carlson re: Alden letter	0.30	142.50
03/18/13	Jeffrey L. Cohen	Correspondence with Goldstein, Gross and Alden re: scheduling meeting	1.20	834.00
03/19/13	Robert B. Winning	Office conference and correspondence re: KEIP	0.60	261.00
03/19/13	Alex R. Velinsky	Emails with committee members re: proposed meeting times	0.30	142.50
03/20/13	Jeffrey L. Cohen	Meeting with DPS to discuss case posture and go-forward strategy	1.60	1,112.00
03/20/13	Alex R. Velinsky	Emails with J. Cohen and C. Hershcopf re: committee call	0.20	95.00
03/20/13	Alex R. Velinsky	Email to Committee re: call time	0.10	47.50
03/20/13	Robert B. Winning	Conference with Duff & Phelps re: retention, sale, and order case issues	0.90	391.50
03/21/13	Jeffrey L. Cohen	Conference call with Committee re: KEIP proposal and sale process	1.00	695.00
03/21/13	Robert B. Winning	Committee call and follow-up meeting re: KEIP plan	1.60	696.00
03/21/13	Alex R. Velinsky	Telephone call with committee re: KEIP and Duff & Phelps retention	1.00	475.00
03/21/13	Alex R. Velinsky	Emails with J. Cohen re: committee call preparation	0.20	95.00



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<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
03/21/13	Alex R. Velinsky	Follow up call with H. Goldstein re: committee call	0.20	95.00
03/21/13	Alex R. Velinsky	Conference with J. Cohen re: committee call preparation	0.20	95.00
03/21/13	Cathy Rae Hershcopf	Set up meeting with Alden and Committee members and meetings with professionals before and after	1.90	1,605.50
03/22/13	Robert B. Winning	Follow-up calls with Committee on KEIP	0.50	217.50
03/22/13	Robert B. Winning	Cooley conference with Committee members re: KEIP and related issues	0.50	217.50
03/22/13	Robert B. Winning	Committee call with Akin and Perella re: KEIP	1.30	565.50
03/27/13	Jeffrey L. Cohen	Office conference with A. Velinsky and R. Winning re: claims review	1.20	834.00
03/27/13	Jeffrey L. Cohen	Meeting with H. Goldstein, T. Gross and F. Stevens re: Alden settlement meeting	2.50	1,737.50
03/27/13	Robert B. Winning	Office conference with A. Velinsky re: substantive consolidation issues	0.80	348.00
03/27/13	Cathy Rae Hershcopf	Meeting with Goldstein, Gross, Stevens and Cohen to discuss settling with Alden	2.40	2,028.00
03/28/13	Robert B. Winning	Call with Committee member re: Alden settlement proposal	0.40	174.00
03/28/13	Jeffrey L. Cohen	Pre-meeting with committee members	1.50	1,042.50
03/28/13	Jeffrey L. Cohen	In-person settlement meeting with Alden, Debtors and Advisors	6.50	4,517.50
03/28/13	Cathy Rae Hershcopf	Meeting with clients to prepare for settlement conference with Alden (.8); meeting with Alden (4.5); follow up with clients after negotiations with Alden (.9); calls with Newman (.8) and Goldstein (.6) later in the day and review and respond to emails re same (.9)	8.50	7,182.50
03/28/13	Alex R. Velinsky	Emails with H. Newman re: meeting	0.20	95.00
03/28/13	Alex R. Velinsky	Telephone call with H. Newman re: Alden meeting	0.40	190.00
03/28/13	Alex R. Velinsky	Participate in meetings with committee and Alden re: settlement of claims	6.40	3,040.00



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<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
<b>Task Total:</b>			52.30	34,098.50

**PLAN AND DISCLOSURE STATEMENT**

03/12/13	Alex R. Velinsky	Research issues related to anticipated plan confirmation	2.60	1,235.00
03/12/13	Alex R. Velinsky	Email to J. Cohen re: plan issue research	0.20	95.00
03/29/13	Jeffrey L. Cohen	Review draft term sheet and related legal issues	1.20	834.00
<b>Task Total:</b>			4.00	2,164.00

**TRAVEL**

03/06/13	Alex R. Velinsky	Travel to/from DIP hearing (billed at 1/2 time)	0.40	190.00
03/20/13	Alex R. Velinsky	Travel to and from hearing on Duff & Phelps retention (billed at 1/2 time)	0.60	285.00
<b>Task Total:</b>			1.00	475.00

**PREPARATION FOR AND ATTENDANCE AT COURT HEARINGS**

03/04/13	Alex R. Velinsky	Conference with J. Cohen re: 3/6 hearing preparation	0.30	142.50
03/05/13	Alex R. Velinsky	Conference with J. Cohen re: hearing preparation	0.20	95.00
03/05/13	Alex R. Velinsky	Review hearing agenda	0.10	47.50
03/05/13	Alex R. Velinsky	Review materials in preparation for contested DIP hearing	0.80	380.00
03/05/13	Alex R. Velinsky	Emails with Duff & Phelps re: DIP hearing preparation	0.20	95.00
03/06/13	Jeffrey L. Cohen	Prepare for, travel to and participate in Final DIP hearing	4.30	2,988.50
03/06/13	Alex R. Velinsky	Attend final DIP hearing	1.90	902.50
03/19/13	Jeffrey L. Cohen	Multiple correspondence with Duff & Phelps to prepare for hearing	1.60	1,112.00



**319072-201**  
**Atari Creditors' Committee**

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CL 01 62105

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
03/19/13	Jeffrey L. Cohen	Prepare for contested hearing re: Duff & Phelps retention	2.80	1,946.00
03/19/13	Robert B. Winning	Prepare materials for 3/20 hearing	0.30	130.50
03/19/13	Alex R. Velinsky	Emails with J. Cohen re: hearing preparation	0.30	142.50
03/19/13	Alex R. Velinsky	Conference with R. Winning re: hearing preparation	0.20	95.00
03/20/13	Jeffrey L. Cohen	Attend contested hearing re: Duff & Phelps retention and related preparation	4.40	3,058.00
03/20/13	Robert B. Winning	Attend hearing on objection to Duff & Phelps retention	2.70	1,174.50
03/20/13	Robert B. Winning	Prepare material for 3/20/13 hearing of DIP retention	0.60	261.00
<b>Task Total:</b>			20.70	12,570.50

**Total Fees** **\$218,168.50**

**Fee Summary:**

<u>Timekeeper</u>	<u>Type</u>	<u>Rate</u>	<u>Hours</u>	<u>Total</u>
Lawrence C. Gottlieb	Partner	995	.50	497.50
Cathy Rae Hershcopf	Partner	845	40.90	34,560.50
Jeffrey L. Cohen	Partner	695	123.50	85,832.50
Alex R. Velinsky	Associate	475	104.80	49,780.00
Robert B. Winning	Associate	435	104.60	45,501.00
Kris T. Cachia	Paralegal	245	1.30	318.50
David M. Fleischer	Paralegal	315	.10	31.50
Rebecca Goldstein	Paralegal	270	6.10	1,647.00

**For costs and disbursements recorded through March 31, 2013 :**

Federal Express 132.02



**319072-201**  
**Atari Creditors' Committee**

**Invoice Number: 1283537**  
CL 01 62105

Meals	72.77
Reproduction of Documents	50.70
Research Database / Document Retrieval	8.56
Telephone	42.12
Transportation	60.00
<b>Total Costs</b>	<b>\$366.17</b>
<b>Total:</b>	<b>\$218,534.67</b>



April 11, 2013

Atari Inc.  
Atari, Inc. Official Committee of Unsecured Creditors  
475 Park Avenue South  
New York, NY 10016

ATTORNEYS AT LAW

101 California  
5th floor  
San Francisco, CA  
94111-5800  
MAIN 415 693-2000

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Taxpayer ID Number  
94-1140085

Palo Alto, CA  
New York, NY  
San Diego, CA  
Reston, VA  
Broomfield, CO  
Washington, DC  
Boston, MA  
Seattle, WA  
Los Angeles, CA  
Shanghai, P. R. China

**319072-201**  
**Atari Creditors' Committee**

**Invoice Number: 1283537**  
CL 01 62105

# REMITTANCE ADVICE

Please include this Remittance Advice with your payment

**For current services rendered through 3/31/2013-Invoice No. 1283537:**

Fees	\$	218,168.50
Chargeable costs and disbursements	\$	366.17
<b>Total Due on Current Invoice</b> .....	<b>\$</b>	<b>218,534.67</b>

Outstanding Balance from prior Invoices as of 4/11/2013

<u>Invoice Number</u>	<u>Invoice Date</u>	<u>Balance</u>	<u>Charges</u>	<u>Balance Due</u>
1276023	3/14/2013	186,269.60	0.00	186,269.60

**Total Outstanding Balance from prior Invoices** ..... **\$ 186,269.60**

**Total Amount Due on Current and Prior Invoices** ..... **\$ 404,804.27**



319072-201  
Atari Creditors' Committee

Invoice Number: 1283537  
CL 01 62105

**Cooley LLP**  
101 California Street, 5th floor  
San Francisco, CA 94111-5800

Tax ID# 94-1140085

**Payment may be made by wire transfer:**

Bank of America - Main Branch - San Francisco, CA 94104  
Account # 14997-50919 ABA Routing # 026009593 Swift # BOFAUS3N

**Reference: Provide Name of Payor and Invoice Number(s)**

Invoices are due and payable upon receipt. Any unpaid balance after 30 days may  
accrue late charges.

OFFICIAL COMMITTEE OF UNSECURED CREDITORS OF  
ATARI, INC., *ET AL.*

EXPENSE REIMBURSEMENT REPORT

1. Name of Company Klestadt & Winters, LLP for CD Projekt
2. Date of Meeting February 8, 2013
3. Location of Meeting Conference Calls (4)
4. Name of Representative Attending Meeting Michal Nowakowski & Fred Stevens
5. Reimbursable Expenses:

(a) Transportation:

- (1) Air or Rail Fare \$ \_\_\_\_\_
- (2) Personal automobile miles at \$.565 per mile \$ \_\_\_\_\_
- (3) Taxi \$ \_\_\_\_\_
- (4) Parking/Tolls \$ \_\_\_\_\_
- (5) Other (describe) \$ \_\_\_\_\_

(b) Lodging:

- (1) Hotel (excluding meals) \$ \_\_\_\_\_

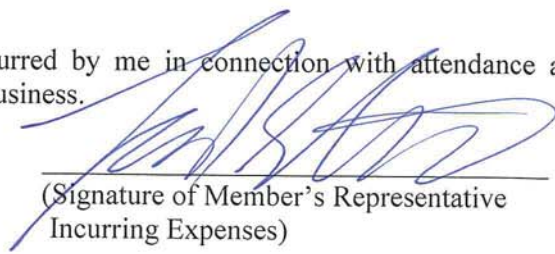
(c) Meals:

- (1) Breakfast \$ \_\_\_\_\_
- (2) Lunch \$ \_\_\_\_\_
- (3) Dinner \$ \_\_\_\_\_

TOTAL REIMBURSEMENT SOUGHT  
For conference calls (bills attached)

\$ 71.55

I hereby certify that the above expenses were incurred by me in connection with attendance at the Committee meeting or other authorized Committee business.

  
(Signature of Member's Representative  
Incurring Expenses)





# Invoice

Invoice #: 32828841  
Invoice Date: March 01, 2013  
Customer #: 227132

TO: KLESTADT & WINTERS, LLP  
570 SEVENTH AVE. 17TH FL  
NEW YORK, NY 10018  
UNITED STATES

Terms: Net 30. Unpaid balances after 30 days are subject to 1.5% per month interest.

Subtotal	7.98
Taxes & Fees	2.41

Tax ID 36-3618957

**Total Due 10.39**  
**USD**

Please include the Invoice # 32828841 on your check for USD 10.39 and remit to:

Arkadin / ConferencePlus  
8153 Solutions Center  
Chicago, IL 60677-8001

Thank you for using ConferencePlus! If you have any questions regarding this invoice or your services, please call (800) 272-9507

Arkadin TeleSales

Host Name: Joseph C. Corneau  
Arranged by: Stephanie Fraser at (212) 972-3000

Confirmation #: 34262929  
Original Confirmation #: 29328648  
Call Date: February 08, 2013  
Call Time: 15:36 Central

Client Code: 999

*Ator*

Participant Name	Phone Number	Service Type	Start Time	Setup	Qty	Unit	Ext. Cost	Total Cost
Joseph C. Corneau	(917) 664-5507	24x7 Toll Free Passcode	15:37	.00	41	.0350	1.44	1.44
PASSCODE PARTICIPANT	(408) 519-5368	24x7 Toll Free Passcode	15:46	.00	22	.0350	0.77	0.77
PASSCODE PARTICIPANT	(626) 793-7635	24x7 Toll Free Passcode	15:40	.00	28	.0350	0.98	0.98
PASSCODE PARTICIPANT	(646) 483-5499	24x7 Toll Free Passcode	15:43	.00	25	.0350	0.88	0.88
PASSCODE PARTICIPANT	(559) 515-8438	24x7 Toll Free Passcode	15:42	.00	26	.0350	0.91	0.91
PASSCODE PARTICIPANT	(210) 452-6230	24x7 Toll Free Passcode	15:37	.00	31	.0350	1.09	1.09
PASSCODE PARTICIPANT	(408) 519-5365	24x7 Toll Free Passcode	15:36	.00	55	.0350	1.93	1.93
					228			7.98

**Taxes & Fees Summary:**

County Tax:	0.71
Fed Univrs'l Srvc Fund (FUSF):	1.28
MTA:	0.05
State Tax:	0.20
Administrative Fee:	0.17

**Total Due 10.39**  
**USD**



## Invoice

**Invoice #:** 32828842  
**Invoice Date:** March 01, 2013  
**Customer #:** 227132

**TO: KLESTADT & WINTERS, LLP**  
570 SEVENTH AVE. 17TH FL  
NEW YORK, NY 10018  
UNITED STATES

Terms: Net 30. Unpaid balances after 30 days are subject to 1.5% per month interest.

Subtotal	7.14
Taxes & Fees	2.15

Tax ID 36-3618957

**Total Due 9.29**  
**USD**

Please include the Invoice # 32828842 on your check for USD 9.29 and remit to:

**Arkadin / ConferencePlus**  
8153 Solutions Center  
Chicago, IL 60677-8001

Thank you for using ConferencePlus! If you have any questions regarding this invoice or your services, please call (800) 272-9507

Arkadin TeleSales

Host Name: Joseph C. Corneau  
Arranged by: Stephanie Fraser at (212) 972-3000

Confirmation #: 34262930  
Original Confirmation #: 29328648  
Call Date: February 08, 2013  
Call Time: 11:48 Central

Client Code: 999

Participant Name	Phone Number	Service Type	Start Time	Setup	Qty	Unit	Ext. Cost	Total Cost
Joseph C. Corneau	(212) 972-3000	24x7 Toll Free Passcode	11:48	.00	35	.0350	1.23	1.23
PASSCODE PARTICIPANT	(559) 515-8742	24x7 Toll Free Passcode	11:54	.00	28	.0350	0.98	0.98
PASSCODE PARTICIPANT	(310) 990-4982	24x7 Toll Free Passcode	11:54	.00	29	.0350	1.02	1.02
PASSCODE PARTICIPANT	(486) 003-5196	24x7 Toll Free Passcode	11:53	.00	30	.0350	1.05	1.05
PASSCODE PARTICIPANT	(408) 210-9735	24x7 Toll Free Passcode	11:59	.00	24	.0350	0.84	0.84
PASSCODE PARTICIPANT	(210) 452-6230	24x7 Toll Free Passcode	11:52	.00	31	.0350	1.09	1.09
PASSCODE PARTICIPANT	(408) 519-5365	24x7 Toll Free Passcode	11:56	.00	27	.0350	0.95	0.95
					<b>204</b>			<b>7.14</b>

**Taxes & Fees Summary:**

County Tax:	0.63
Fed Univrsl Svc Fund (FUSF):	1.15
MTA:	0.04
State Tax:	0.18
Administrative Fee:	0.15

**Total Due 9.29**  
**USD**



# Invoice

**Invoice #:** 32828840  
**Invoice Date:** March 01, 2013  
**Customer #:** 227132

**TO: KLESTADT & WINTERS, LLP**  
570 SEVENTH AVE. 17TH FL  
NEW YORK, NY 10018  
UNITED STATES

Terms: Net 30. Unpaid balances after 30 days are subject to 1.5% per month interest.

Subtotal	5.53
Taxes & Fees	1.67

Tax ID 36-3618957

**Total Due 7.20**  
**USD**

Please include the Invoice # 32828840 on your check for USD 7.20 and remit to:

**Arkadin / ConferencePlus**  
8153 Solutions Center  
Chicago, IL 60677-8001

Thank you for using ConferencePlus! If you have any questions regarding this invoice or your services, please call (800) 272-9507

Arkadin TeleSales

Host Name: Joseph C. Corneau  
Arranged by: Stephanie Fraser at (212) 972-3000

Client Code: 999

Confirmation #: 34262928  
Original Confirmation #: 29328648  
Call Date: February 08, 2013  
Call Time: 14:57 Central

*Non*

*[Signature]*

Participant Name	Phone Number	Service Type	Start Time	Setup	Qty	Unit	Ext. Cost	Total Cost
Joseph C. Corneau	(917) 664-5507	24x7 Toll Free Passcode	14:57	.00	34	.0350	1.19	1.19
PASSCODE PARTICIPANT	(626) 793-7476	24x7 Toll Free Passcode	14:58	.00	33	.0350	1.16	1.16
PASSCODE PARTICIPANT	(408) 519-5365	24x7 Toll Free Passcode	15:04	.00	27	.0350	0.95	0.95
PASSCODE PARTICIPANT	(210) 452-6230	24x7 Toll Free Passcode	14:59	.00	32	.0350	1.12	1.12
PASSCODE PARTICIPANT	(559) 515-8812	24x7 Toll Free Passcode	14:59	.00	32	.0350	1.12	1.12
					<b>158</b>			<b>5.53</b>

**Taxes & Fees Summary:**

County Tax:	0.49
Fed Univrs'l Srvc Fund (FUSF):	0.89
MTA:	0.03
State Tax:	0.14
Administrative Fee:	0.12

**Total Due 7.20**  
**USD**





# Invoice

**Invoice #:** 32828599  
**Invoice Date:** March 01, 2013  
**Customer #:** 227132

**TO: KLESTADT & WINTERS, LLP**  
570 SEVENTH AVE. 17TH FL  
NEW YORK, NY 10018  
UNITED STATES

Terms: Net 30. Unpaid balances after 30 days are subject to 1.5% per month interest.

Subtotal	34.30
Taxes & Fees	10.37

Tax ID 36-3618957

**Total Due** **44.67**  
**USD**

Please include the Invoice # 32828599 on your check for USD 44.67 and remit to:

**Arkadin / ConferencePlus**  
8153 Solutions Center  
Chicago, IL 60677-8001

Thank you for using ConferencePlus! If you have any questions regarding this invoice or your services, please call (800) 272-9507

Arkadin TeleSales

**Host Name:** Fred Stevens  
**Arranged by:** Stephanie Fraser at (212) 972-3000

**Confirmation #:** 34262687  
**Original Confirmation #:** 29328643  
**Call Date:** February 08, 2013  
**Call Time:** 09:59 Central

Client Code: 999

Participant Name	Phone Number	Service Type	Start Time	Setup	Qty	Unit	Ext. Cost	Total Cost
Fred Stevens	(212) 972-3000	24x7 Toll Free Passcode	09:59	.00	110	.0350	3.85	3.85
PASSCODE PARTICIPANT	(408) 210-9735	24x7 Toll Free Passcode	10:03	.00	14	.0350	0.49	0.49
PASSCODE PARTICIPANT	(510) 505-9990	24x7 Toll Free Passcode	10:00	.00	51	.0350	1.79	1.79
PASSCODE PARTICIPANT	(917) 533-1996	24x7 Toll Free Passcode	10:19	.00	33	.0350	1.16	1.16
PASSCODE PARTICIPANT	(917) 566-3054	24x7 Toll Free Passcode	10:18	.00	34	.0350	1.19	1.19
PASSCODE PARTICIPANT	(646) 483-5534	24x7 Toll Free Passcode	10:49	.00	3	.0350	0.11	0.11
PASSCODE PARTICIPANT	(305) 531-0000	24x7 Toll Free Passcode	10:18	.00	35	.0350	1.23	1.23
PASSCODE PARTICIPANT	(830) 438-0256	24x7 Toll Free Passcode	09:59	.00	62	.0350	2.17	2.17
PASSCODE PARTICIPANT	(646) 483-5534	24x7 Toll Free Passcode	10:51	.00	33	.0350	1.16	1.16
PASSCODE PARTICIPANT	(646) 483-5499	24x7 Toll Free Passcode	10:54	.00	30	.0350	1.05	1.05
PASSCODE PARTICIPANT	(510) 468-8805	24x7 Toll Free Passcode	10:49	.00	38	.0350	1.33	1.33
PASSCODE PARTICIPANT	(510) 894-4755	24x7 Toll Free Passcode	10:15	.00	93	.0350	3.26	3.26
PASSCODE PARTICIPANT	(212) 610-1425	24x7 Toll Free Passcode	11:24	.00	24	.0350	0.84	0.84
PASSCODE PARTICIPANT	(914) 725-4229	24x7 Toll Free Passcode	11:26	.00	22	.0350	0.77	0.77
PASSCODE PARTICIPANT	(310) 990-4982	24x7 Toll Free Passcode	10:00	.00	109	.0350	3.82	3.82
PASSCODE PARTICIPANT	(210) 452-6230	24x7 Toll Free Passcode	11:01	.00	48	.0350	1.68	1.68
PASSCODE PARTICIPANT	(486) 003-5196	24x7 Toll Free Passcode	10:02	.00	107	.0350	3.75	3.75
PASSCODE PARTICIPANT	(408) 519-5365	24x7 Toll Free Passcode	11:25	.00	24	.0350	0.84	0.84
PASSCODE PARTICIPANT	(559) 515-8149	24x7 Toll Free Passcode	09:59	.00	110	.0350	3.85	3.85
					<b>980</b>			<b>34.30</b>

**Taxes & Fees Summary:**

County Tax:	3.04
Fed Univrs'l Srvc Fund (FUSF):	5.52
MTA:	0.21
State Tax:	0.88
Administrative Fee:	0.72

**Total Due** **44.67**  
**USD**

*Handwritten signature: Ataci*

**OFFICIAL COMMITTEE OF UNSECURED CREDITORS OF  
ATARI, INC., *ET AL.***

**EXPENSE REIMBURSEMENT REPORT**

1.	Name of Company	Rackspace Hosting INC
2.	Date of Meeting	March, 28, 2013
3.	Location of Meeting	Cooley LLP, New York, NY
4.	Name of Representative Attending Meeting	Harvey S. Goldstein
5.	Reimbursable Expenses:	
	(a) Transportation:	
	(1) Air or Rail Fare	\$ 470.10
	(2) Personal automobile miles at \$.565 per mile ( 20 miles RT )	\$ 11.30
	(3) Taxi	\$ 263.36
	(4) Parking/Tolls	\$ 72.00
	(5) Other (describe)	\$0.00
	(b) Lodging:	
	(1) Hotel (excluding meals)	\$ 868.25
	(c) Meals:	
	(1) Breakfast	\$0.00
	(2) Lunch	\$0.00
	(3) Dinner	\$0.00
	Total Meals	\$0.00
	TOTAL REIMBURSEMENT SOUGHT	\$ <u>1,685.01</u>

I hereby certify that the above expenses were incurred by me in connection with attendance at the Committee meeting or other authorized Committee business.

Harvey S. Goldstein

Chairman Unsecured Creditor's Committee  
(Signature of Member's Representative  
Incurring Expenses)

**TAXI CASH RECEIPT**  
Newark, N.J.

Cab No. \_\_\_\_\_

Date \_\_\_\_\_

Pick-up from Newark Int'l Airport

To \_\_\_\_\_

Amount \$ \_\_\_\_\_

*131.68*

☒ Inc. Tolls

☐ Tips

☐ Luggage

☐ \$1.00 for luggage

☐ Several Stops

Or Comments?

tact:

International Airport

rt Blvd

TX 78216

3465

1:41 L# 3 A# 4 Txn# 13514

4:14 In 03/29/13 11:41 Out

\$ 72.00

\$ 72.00

\$ 72.00-

X9383

.:050505

0.:00000195

\$ 0.00

or Choosing To Park With Us

**Hilton**

NEW YORK

HILTON NEW YORK

1335 Avenue of the Americas | New York, NY | 10019

T: 212 586 7000 | F: 212 315 1374

W: hilton.com

NAME AND ADDRESS:  
GOLDSTEIN, HARVEY  
2730 TRINITY VWSAN ANTONIO, TX 78261-2557  
USRoom: 1101/Q1D  
Arrival Date: 3/27/2013 1:12:00PM  
Departure Date: 3/29/2013 4:01:00AM  
Adult/Child: 1/0  
Room Rate: 369.00

RATE PLAN L-T1

HH# 254642941 BLUE

AL: US #4719368

BONUS AL: CAR:

CONFIRMATION NUMBER : 3515457243

3/29/2013 PAGE 1

DATE	DESCRIPTION	ID	REF. NO	CHARGES	CREDITS	BALANCE
3/27/2013	INTERNET ACCESS	LINTR	21533812	\$14.99		
3/27/2013	GUEST ROOM	SROSA	21534171	\$369.00		
3/27/2013	STATE ROOM TAX 8.875%	SROSA	21534171	\$32.75		
3/27/2013	ROOM OCCUPANCY TAX 5.875%	SROSA	21534171	\$21.68		
3/27/2013	\$2.00 CITY TAX	SROSA	21534171	\$2.00		
3/27/2013	JAVITS CTR FEE	SROSA	21534171	\$1.50		
3/28/2013	GUEST ROOM	LRIVAS	21538812	\$369.00		
3/28/2013	STATE ROOM TAX 8.875%	LRIVAS	21538812	\$32.75		
3/28/2013	ROOM OCCUPANCY TAX 5.875%	LRIVAS	21538812	\$21.68		
3/28/2013	\$2.00 CITY TAX	LRIVAS	21538812	\$2.00		
3/28/2013	JAVITS CTR FEE	LRIVAS	21538812	\$1.50		
3/29/2013	MC *9383	TYU	21541180		\$868.85	
	BALANCE					\$0.00

ACCOUNT NO.  
MC \*9383DATE OF CHARGE 03/27/2013  
FOLIO NO./CHECK NO. 3674166 ACARD MEMBER NAME  
GOLDSTEIN, HARVEY

ESTABLISHMENT NO. &amp; LOCATION ESTABLISHMENT AGREES TO TRANSMIT TO CARD HOLDER FOR PAYMENT

AUTHORIZATION INITIAL  
044925

PURCHASES &amp; SERVICES

TAXES

TIPS &amp; MISC.

TOTAL AMOUNT

PAYMENT DUE UPON RECEIPT

CARD MEMBER'S SIGNATURE

MERCHANDISE AND/OR SERVICES PURCHASED ON THIS CARD SHALL NOT BE RESOLD OR RETURNED FOR A CASH REFUND.



[skip to content](#)

JPMorgan Chase Commercial Card Account Center

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- [PROFILE/ALERTS](#)
- [HELP](#)
- [SIGN OFF](#)

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[Run Activity Report](#)

## CURRENT ACTIVITY

Account: xxxx-xxxx-xxxx-9383

### Activity Summary

Credit Limit	[REDACTED]
Available Credit	[REDACTED]
Last Activity Date	04/03/2013
Current Purchases	[REDACTED]
Current Credits	\$0.00
Payment Due Date	03/29/2013
Minimum Payment Due	\$0.00
Current Balance	[REDACTED]

---

### Current Transactions

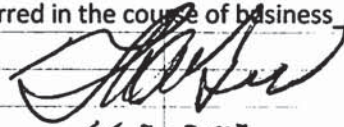


[Download](#) Click to download transactions for this cycle.

Date	Amount	Merchant Name
<u>03/18/2013</u>	\$ [REDACTED]	FA [REDACTED] 20
<u>03/18/2013</u>	(\$ [REDACTED])	[REDACTED] [REDACTED] [REDACTED] THANK [REDACTED]
<u>03/18/2013</u>	\$62.91	DON [REDACTED] TS #1
<u>03/18/2013</u>	\$ [REDACTED]	[REDACTED] [REDACTED]
<u>03/19/2013</u>	\$470.10	SOUTHWES 5262116139375
<u>03/19/2013</u>	\$ [REDACTED]	[REDACTED] [REDACTED] [REDACTED] 7
<u>03/19/2013</u>	\$ [REDACTED]	[REDACTED] [REDACTED] 46
<u>03/29/2013</u>	\$131.68	SQ *SAODAT RAUPOVA
<u>03/29/2013</u>	\$72.00	AIRPORT PARKING - SAT
<u>03/29/2013</u>	\$868.85	HILTON HOTELS
<u>03/29/2013</u>	\$ [REDACTED]	[REDACTED] [REDACTED]

[Terms of Use.](#)

Tgross Expenses 3/31/13				
Vendor	Date	Amount	Category	Reimbursable
American Airlines	3/18/13	\$ 359.80	Airfare	\$ 359.80
Long island Railroad	3/27/13	\$ 45.00	Train and Subway totals	\$ 45.00
HMS Host	3/27/13	\$ 3.86	Breakfast	\$ 3.86
Chipotle	3/27/13	\$ 9.88	Lunch	\$ 9.88
Fast Park	3/28/13	\$ 12.00	Parking	\$ 12.00
Oneals	3/28/13	\$ 21.69	Dinner	\$ 21.69
Sofitel	3/28/13	\$ 433.85	Hotel	\$ 433.85
Totals		\$ 886.08		\$ 886.08
I certify that the above expenses are accurate and have occurred in the course of business				
Please make payment to:				
Thomas A Gross				
4826 Millens Bay Ct				
Apex, NC 27539				

  
4-2-2013

SSS-1 GPN 1109926  
**American Airlines** 

**PASSENGER RECEIPT  
DUPLICATE**

**American Airlines**

18MAR13

PASSENGER NAME  
**GROSS/THOMAS**

RDU AA NYC157.21VA07EJP1 AA RDU157.21VA07EJP1 314.  
2 END ZPRDUJFK XFRDU4:5JFK4.5

RECORD  
LOCATOR  
**NYREUI**

RDU  
JFK AA 4414 V 27MAR VA07EJ  
RDU AA 4423 V 28MAR VA07EJ

Get the Citi(R) Platinum Select(R) / AAdvantage(R)  
World MasterCard(R) and earn 15,000 bonus miles  
after first purchase. Call 1-800-753-0901!

FARE	314.42 USD	NOT VALID FOR TRAVEL
TFC	23.58 US	FOP-A/C BAXXXXXXXXXXXXX9838
TFC	7.80 ZP	0012320462760
TFC	14.00 XT	
TOTAL	359.80 USD	TFC=TAXES, FEES & CHARGES

HMSHOST  
BROOKWOOD FARMS  
RALEIGH DURHAM INT'L AIRPORT  
800003025 Zufan

129 GST 1  
MAR27'13 5:26AM

TO GO

1 FRUIT BANANA	1.19
1 SODA BTL M	2.39
XXXXXXXXXXXX9838	
VISA	3.86
SUBTOTAL	3.58
TAX	0.28
AMOUNT PAID	3.86

-800003025 Closed MAR27 05:26AM-

THANK YOU FOR YOUR BUSINESS!  
TELL US ABOUT YOUR EXPERIENCE

TIM MEYER  
919-840-7878  
TIM.MEYER@HMSHOST.COM

*Thomas Gross*

**Chipotle**

**BURRITOS & TACOS**  
**WWW.CHIPOTLE.COM**

Tastes good is good

274 Madison Avenue  
New York, NY, 10016  
212-689-1245

Host: Natalia  
ORDER #2043

03/27/2013  
11:54 AM  
20044

Chk Faj Bowl	7.81
Lg Soda	2.07
Subtotal	9.88
Tax	0.88
Round	-0.01
DINE IN Total	10.75
Visa #XXXXXXXXXXXX9838	10.75
Authorizing...	
Balance Due	10.75

Bathroom Code: 9247  
Order online at chipotle.com

8820 Fast Park Dr.  
Raleigh, NC 27617  
919.791.0910  
www.fastparkandrelax.com

PAY STATIO 03/28/13 23:42  
Cashier 7  
Receipt 093725

Non-Member Ticket  
1 - No. 093354  
03/27/13 04:55 -  
03/28/13 23:42 -  
Period 1d18h48'  
(V.A.T.) \$12.00

Sub Total \$12.00  
V.A.T. \$0.00

Total \$12.00

Payment Received  
VISA \$12.00  
XXXXXXXXXXXX9838  
Merch:181337980000  
Auth:228224  
Type: Swiped

Includes 10% Airport Fee

Signature

---

ONEALS BAR  
JFK Airport  
Termina #9  
CHECK: 2177  
TABLE: 34/1  
SERVER: 2059 Frankie  
DATE: MAR28'13 6:39PM  
CARD TYPE: Visa  
ACCT #: XXXXXXXXXXXXXXX9838  
EXP DATE: XX/XX  
AUTH CODE: 718293  
THOMAS A GROSS

SUBTOTAL: 17.69

Tip 4.00

Total 21.69

X

SIGNATURE

THANK YOU

SIGNED COPY - MERCHANT

SECOND COPY - CUSTOMER

Thomas Gross

**Sofitel New York**  
45 West 44th Street New York NY 10036  
Telephone 212-354-8844 Facsimile 212-354-2480

**Mr. THOMAS GROSS**  
**BUELHOLZ 10,**  
**Winterthur, 8400**  
**CH**

Arrival 03/27/13  
Departure 03/28/13

Room: 1006  
Cashier:73

Page: 1  
Time:09:20:21  
Conf #:

1147246  
Hotel Sofitel, New York, 03/28/13  
Invoice NO. 666527

Date	Description	DEBIT	CREDIT
03/27	*Room Charge	375.00	
03/27	State Sales Tax Rooms *Room Charge	33.30	
03/27	City Occ. Tax % *Room Charge	22.05	
03/27	City Occ.Tax/Javits Cente *Room Charge	3.50	
03/28	Visa XXXXXXXXXXXXX		433.85

Balance: \$0

Signature: \_\_\_\_\_

**Long Island Rail Road**  
Station # 9114 Jamaica

<b>Sold Tickets</b>	<b>Amount</b>
\$25 MC +\$1 Card Fee	\$26.00
R/T Peak	\$19.00
<b>Total Amount</b>	<b>\$45.00</b>
<b>Payment Credit</b>	<b>\$45.00</b>

Long Island Rail Road...  
TSM ID # 11430  
Transaction # 190068  
Card # #####9838  
Date / Time 03/27/13 08:120  
soins your way

*Thomas Gross*