EXHIBIT B

Cooley LLP

ATTORNEYS AT LAW

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Washington, DC
Boston, MA
Seattle, WA
Los Angeles, CA
Shanghai, P. R. China

March 14, 2013

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

Invoice Number: 1276023
CL 01 62105

319072-201

Atari Creditors' Committee

For services rendered through February 28, 2013

Fees	$	186,146.00
Chargeable costs and disbursements	$	123.60
Total Due on Current Invoice	**$**	**186,269.60**

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For services rendered through February 28, 2013 :

Date	Timekeeper	Description	Hours	Amount
ASSET DISPOSITION				
02/18/13	Alex R. Velinsky	Emails re: inventory sale call	0.10	47.50
02/19/13	Jeffrey L. Cohen	Conference call with Akin & Protiviti re: ordinary course asset sales	0.60	417.00
02/19/13	Alex R. Velinsky	Telephone call with Akin and Protiviti re: inventory sales	0.30	142.50
02/19/13	Robert B. Winning	Call with Debtors re: proposed inventory sale	0.40	174.00
02/21/13	Robert B. Winning	Review historical data on Debtors' inventory sales	0.30	130.50
02/21/13	Cathy Rae Hershcopf	Review historical data on inventory	0.60	507.00
02/26/13	Alex R. Velinsky	Email to Duff & Phelps re: sale update	0.10	47.50
02/26/13	Alex R. Velinsky	Emails to J. Cohen re: Duff & Phelps sale update	0.10	47.50
02/27/13	Alex R. Velinsky	Review draft Duff & Phelps update materials re: sale process	0.30	142.50
02/27/13	Robert B. Winning	Review budget and sale analysis from Duff & Phelps	0.40	174.00
02/28/13	Robert B. Winning	Draft letter to Bracewell re: discovery requests	1.40	609.00
		Task Total:	4.60	2,439.00
BUSINESS OPERATIONS				
02/12/13	Alex R. Velinsky	Emails with J. Cohen re: wages	0.10	47.50
02/12/13	Alex R. Velinsky	Conference with R. Winning re: wages issue	0.10	47.50
02/19/13	Alex R. Velinsky	Review cash flow/DIP projections	0.70	332.50
02/19/13	Alex R. Velinsky	Review cash flow variance reports	0.20	95.00
02/20/13	Jeffrey L. Cohen	Review cash variance report for week ending 2/15/13	0.30	208.50
02/20/13	Jeffrey L. Cohen	Review variance reports for first three weeks of case	0.30	208.50
02/27/13	Alex R. Velinsky	Review weekly variance report	0.10	47.50

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Date	Timekeeper	Description	Hours	Amount
02/27/13	Alex R. Velinsky	Review revised budget reporting materials for Duff & Phelps (.2); emails with J. Cohen and A. Chong re: same (.2)	0.40	190.00
02/27/13	Alex R. Velinsky	Emails with J. Cohen re: Duff & Phelps materials	0.20	95.00
02/27/13	Alex R. Velinsky	Telephone call with A. Chong re: Duff & Phelps materials	0.20	95.00
02/27/13	Jeffrey L. Cohen	Review weekly DIP variance report	0.30	208.50
		Task Total:	2.90	1,575.50

CASE ADMINISTRATION

Date	Timekeeper	Description	Hours	Amount
02/08/13	Alex R. Velinsky	Emails with J. Cohen and R. Winning re: organizational materials	0.30	142.50
02/08/13	Alex R. Velinsky	Emails with R. Winning re: document requests	0.20	95.00
02/08/13	Jeffrey L. Cohen	Conference call with Akin re: upcoming calendar and case administration	0.80	556.00
02/08/13	Jeffrey L. Cohen	Correspondence with R. Winning re: preparation of administrative material and analysis of second day pleadings	1.20	834.00
02/08/13	Robert B. Winning	Call with Akin Gump re: case status	0.50	217.50
02/08/13	Robert B. Winning	Draft organizational documents for Committee	2.40	1,044.00
02/09/13	Alex R. Velinsky	Telephone call with R. Winning re: DIP objection and document demands	0.30	142.50
02/09/13	Jeffrey L. Cohen	Multiple correspondence with committee re: initial information download	1.10	764.50
02/09/13	Jeffrey L. Cohen	Review and revise administrative material (By-laws, etc)	1.30	903.50
02/09/13	Jeffrey L. Cohen	Multiple correspondence with J. Indyke and C. Hershcopf re: financial advisor interviews and sale process	1.40	973.00
02/09/13	Robert B. Winning	Continue drafting Committee organizational documents and emails re: same	1.30	565.50

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Date	Timekeeper	Description	Hours	Amount
02/11/13	Alex R. Velinsky	Review R. Winning email to committee re: Monday call (.1); review responses to same (.1)	0.20	95.00
02/11/13	Alex R. Velinsky	Review multiple emails re: financial advisor calls	0.20	95.00
02/11/13	Alex R. Velinsky	Review draft engagement letter; revise same	0.30	142.50
02/11/13	Alex R. Velinsky	Review Alberino email re: case issues	0.10	47.50
02/11/13	Alex R. Velinsky	Conference with J. Cohen re: Perella terms and case issues	0.20	95.00
02/11/13	Jeffrey L. Cohen	Review and revise committee correspondence re: settlement meeting	0.30	208.50
02/11/13	Jeffrey L. Cohen	Review critical vendor motion and discuss same with R. Winning	0.80	556.00
02/11/13	Jeffrey L. Cohen	Telephone call with S. Alberino re: meeting with Alden and Debtors	0.40	278.00
02/11/13	Rebecca Goldstein	E file Notice of Appearance (.5); process for service (.2); prepare cover letter to chamber's, process same(.5)	1.20	324.00
02/11/13	Robert B. Winning	Draft, file and serve Cooley notice of appearance	0.40	174.00
02/11/13	Robert B. Winning	Prepare materials for meeting with the Debtors	0.30	130.50
02/11/13	Robert B. Winning	Review presentations of Committee's prospective financial advisors	0.90	391.50
02/11/13	Robert B. Winning	Revise document request of Debtors	0.90	391.50
02/12/13	Jeffrey L. Cohen	Review draft information request and revise same	2.30	1,598.50
02/12/13	Jeffrey L. Cohen	Telephone call with H. Goldstein re: Debtor meeting	0.60	417.00
02/12/13	Jeffrey L. Cohen	Office conference with C. Hershcopf re: Debtor meeting	0.70	486.50
02/12/13	Alex R. Velinsky	Emails with committee re: by-laws	0.20	95.00
02/12/13	Alex R. Velinsky	Review 2/14 hearing agenda	0.20	95.00
02/12/13	Alex R. Velinsky	Review G. Ross email re: bylaws	0.10	47.50

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Date	Timekeeper	Description	Hours	Amount
02/12/13	Robert B. Winning	Prepare materials for meeting with Debtors and DIP Lender	0.60	261.00
02/12/13	Robert B. Winning	Draft additional document request	2.40	1,044.00
02/12/13	Robert B. Winning	Finalize Committee formation documents	0.80	348.00
02/12/13	Robert B. Winning	Revise document request and DIP Lender	1.20	522.00
02/13/13	Jeffrey L. Cohen	Review and revise engagement letter	0.60	417.00
02/13/13	Rebecca Goldstein	Review claims agent website, prepare service list.	1.10	297.00
02/13/13	Alex R. Velinsky	Review F. Stevens email re: bylaws	0.10	47.50
02/13/13	Alex R. Velinsky	Review H. Goldstein email re: bylaws	0.10	47.50
02/13/13	Alex R. Velinsky	Telephone call to T. Carlson re: status	0.10	47.50
02/13/13	Alex R. Velinsky	Review email from J. Cohen re: T. Carlson	0.10	47.50
02/14/13	Rebecca Goldstein	Proof and revise Master Service List (.9); proof e mail service list, update same(.4); prepare draft certificate of service (.3); prepare list of addresses without e mail (.3)	1.90	513.00
02/14/13	Alex R. Velinsky	Email to H. Goldstein re: availability for call	0.10	47.50
02/14/13	Alex R. Velinsky	Review and revise draft Atari SA information request	0.40	190.00
02/14/13	Alex R. Velinsky	Review and revise draft Alden information request	0.30	142.50
02/14/13	Alex R. Velinsky	Email to Akin re: Debtor information request	0.10	47.50
02/14/13	Alex R. Velinsky	Review H. Newman email re: meeting time	0.10	47.50
02/14/13	Robert B. Winning	Review second day orders	0.40	174.00
02/15/13	Alex R. Velinsky	Conference with J. Cohen re: Duff & Phelps	0.10	47.50
02/15/13	Alex R. Velinsky	Review and respond to T. Gross email	0.10	47.50
02/15/13	Lawrence C. Gottlieb	Call with Zyngier of Smith Management re offer to creditors and process of case	0.60	597.00
02/18/13	Robert B. Winning	Prepare for and participate in call with Debtors re: ordinary course professionals	0.60	261.00
02/18/13	Cathy Rae Hershcopf	F/U on document requests (.2); respond to KM email re: D&P request (.2)	0.40	338.00

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Date	Timekeeper	Description	Hours	Amount
02/19/13	Jeffrey L. Cohen	Correspondence with S. Alberino re; staffing	0.30	208.50
02/19/13	Alex R. Velinsky	Emails with H. Goldstein re: hearing transcript	0.20	95.00
02/19/13	Alex R. Velinsky	Emails with K. Manoukian re: transcript	0.10	47.50
02/19/13	Alex R. Velinsky	Emails with H. Goldstein re: engagement letter	0.20	95.00
02/19/13	Rebecca Goldstein	Review fee compensation order (.2); Proof and revise hard copy service list, e mail service list and hard copy list of parties without e mail addresses (1.7): Review Notice and Service Procedure Order (.3); prepare case information sheet (.4)	2.60	702.00
02/19/13	Lawrence C. Gottlieb	Call with Cohen re call with Zyngier	0.20	199.00
02/19/13	Robert B. Winning	Call with Akin re: service of Committee pleading	0.10	43.50
02/19/13	Robert B. Winning	Review correspondence re: ordinary course professionals motion	0.40	174.00
02/19/13	Cathy Rae Hershcopf	Confer with Debtors and D&P re info requests	0.90	760.50
02/20/13	David M. Fleischer	Review and download of R Goldstein's case information file re Atari; electronic filing	0.20	63.00
02/20/13	Jeffrey L. Cohen	Review 2012 Annual Report	1.60	1,112.00
02/20/13	Jeffrey L. Cohen	Telephone call with S. Alberino and K. Manouskian re: DIP and case issues	1.20	834.00
02/20/13	Jeffrey L. Cohen	Office conference with A. Velinsky re: open case issues	0.60	417.00
02/20/13	Rebecca Goldstein	Communicate with several individuals at BMC Group re prospective service of retention order (.4); attention to e mails from BMC Group re same (.3); modify for e filing Cooley's retention application (.5); e file same (.4); prepare e mail to BMC re service (.2); prepare cover letter to Chamber's process same. (.5)	2.30	621.00
02/20/13	Robert B. Winning	Review transcript of 2/14 hearing	0.40	174.00
02/21/13	Jeffrey L. Cohen	Review and revise draft settlement letter to Debtors and Alden	0.60	417.00

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Date	Timekeeper	Description	Hours	Amount
02/21/13	Jeffrey L. Cohen	Review draft counteroffer illustrations by Duff & Phelps and comment re: same	0.80	556.00
02/21/13	Alex R. Velinsky	Email to committee re: 2/14 transcript	0.10	47.50
02/21/13	Alex R. Velinsky	Emails with R. Goldstein re: chambers copies	0.20	95.00
02/21/13	Alex R. Velinsky	Email to S. Devane re: by-laws	0.10	47.50
02/21/13	Robert B. Winning	Prepare documents produced by Debtors for review by Committee professionals	0.80	348.00
02/22/13	Jeffrey L. Cohen	Office conference with A. Velinsky re: document review	0.40	278.00
02/22/13	Jeffrey L. Cohen	Review debtor-produced documents	2.20	1,529.00
02/25/13	Alex R. Velinsky	Conference with J. Cohen re: DIP order comments	0.20	95.00
02/25/13	Rebecca Goldstein	Attention to e mail from BMC re certificate of service re Cooley retention application (.1); prepare cover letter to Chamber's process same.	0.50	135.00
02/25/13	Robert B. Winning	Review additional document production	0.60	261.00
02/25/13	Robert B. Winning	Prepare additional document production for review	0.50	217.50
02/26/13	Alex R. Velinsky	Review H. Goldstein email re: Duff & Phelps retention documents	0.10	47.50
02/26/13	Robert B. Winning	Continue analysis of claim against Debtor	0.80	348.00
02/26/13	Jeffrey L. Cohen	Telephone call with unsecured claimant re: case status	0.60	417.00
02/26/13	Jeffrey L. Cohen	Review status of information requests sent to Debtors, Alden and Parent	1.60	1,112.00
02/27/13	Rebecca Goldstein	E file limited objection to DIP order (.5); Prepare e mail to BMC re service (.2); Prepare cover letter to Chambers, process same (.5); file maintenance and organization (.2)	1.40	378.00
02/28/13	Jeffrey L. Cohen	Telephone call with K. Manoukian re: disposable equipment	0.30	208.50
		Task Total:	56.40	29,522.00

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Date	Timekeeper	Description	Hours	Amount
CLAIMS				
02/11/13	Alex R. Velinsky	Review critical vendor memo	0.20	95.00
02/13/13	Robert B. Winning	Legal research re: re characterization of claim tor equity	0.90	391.50
02/22/13	Alex R. Velinsky	Review Blue Bay security documents provided by Alden	4.30	2,042.50
02/22/13	Alex R. Velinsky	Conference with R. Winning re: review of documents produced by Debtors and Alden	0.20	95.00
02/23/13	Alex R. Velinsky	Emails with R. Winning and J. Cohen re: investigation	0.20	95.00
02/25/13	Alex R. Velinsky	Continue reviewing Blue Bay facility documents	2.40	1,140.00
02/25/13	Alex R. Velinsky	Emails with J. Cohen and Akin re: information request	0.10	47.50
02/25/13	Robert B. Winning	Call with Duff & Phelps re: accounts payable	0.30	130.50
02/26/13	Alex R. Velinsky	Continue reviewing documents produced by debtors re: parent claims	1.40	665.00
02/27/13	Alex R. Velinsky	Review Blue Bay payment information	0.20	95.00
02/27/13	Alex R. Velinsky	Update production tracking chart and review documents produced by debtors re: intercompany claim	2.30	1,092.50
02/28/13	Alex R. Velinsky	Continue reviewing documents produced by Alden and debtors re: Blue Bay claims	2.80	1,330.00
02/28/13	Alex R. Velinsky	Conference with J. Cohen and R. Winning re: lien review	0.20	95.00
02/28/13	Alex R. Velinsky	Conference with R. Winning re: claims analysis	0.30	142.50
		Task Total:	15.80	7,457.00
EMPLOYEE BENEFITS/PENSIONS				
02/11/13	Jeffrey L. Cohen	Review employee wages motion and discuss same with R. Winning	0.80	556.00

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Date	Timekeeper	Description	Hours	Amount
02/12/13	Jeffrey L. Cohen	Multiple correspondence with S. Alberino re: employee wages	0.90	625.50
		Task Total:	1.70	1,181.50

FEE/EMPLOYMENT APPLICATIONS

Date	Timekeeper	Description	Hours	Amount
02/08/13	Alex R. Velinsky	Emails with R. Winning re: retention application	0.20	95.00
02/08/13	Alex R. Velinsky	Review email and materials for retention objections	0.80	380.00
02/08/13	Alex R. Velinsky	Conference with R. Winning and S. Van Aalten re: DIP and retention objection; case strategy	0.80	380.00
02/08/13	Alex R. Velinsky	Conference with R. Winning re: objection to Perella and Protiviti retentions	0.30	142.50
02/08/13	Alex R. Velinsky	Draft objection to Perella and Protiviti retentions	2.20	1,045.00
02/08/13	Jeffrey L. Cohen	Correspondence with interested financial advisors re: scheduling	1.40	973.00
02/08/13	Robert B. Winning	Draft summary of retention application filed by Debtor	1.40	609.00
02/08/13	Cathy Rae Hershcopf	Review materials presented by potential financing advisors (3.9)	3.90	3,295.50
02/09/13	Jeffrey L. Cohen	Correspondence with financial advisors re: guidance to focus presentations and scheduling	1.20	834.00
02/09/13	Jeffrey L. Cohen	Multiple correspondence with C. Hershcopf re: financial advisor interviews	0.60	417.00
02/11/13	Alex R. Velinsky	Emails with J. Cohen and C. Hershcopf re: Duff & Phelps	0.20	95.00
02/11/13	Alex R. Velinsky	Draft detailed email to committee re: meeting with debtors and Perella	0.60	285.00
02/11/13	Alex R. Velinsky	Emails with J. Cohen and Atari re: Perella compensation	0.20	95.00

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Date	Timekeeper	Description	Hours	Amount
02/11/13	Alex R. Velinsky	Telephone call with Akin re: Perella and case issues	0.20	95.00
02/11/13	Jeffrey L. Cohen	Review and discuss terms of Perella retention with A. Velinsky	0.80	556.00
02/11/13	Jeffrey L. Cohen	Review financial advisor presentation materials in advance of conference call	2.00	1,390.00
02/11/13	Jeffrey L. Cohen	Conduct committee conference call to select financial advisors	2.20	1,529.00
02/11/13	Robert B. Winning	Attention to matters concerning Cooley retention	0.40	174.00
02/12/13	Jeffrey L. Cohen	Multiple correspondence with S. Alberino re: PW compensation	1.10	764.50
02/12/13	Alex R. Velinsky	Review revised Perella retention order	0.10	47.50
02/12/13	Alex R. Velinsky	Telephone call with S. Alberino re: Perella engagement	0.30	142.50
02/13/13	Alex R. Velinsky	Further emails with H. Arthurton re: Cooley retention application	0.10	47.50
02/13/13	Alex R. Velinsky	Emails with J. Cohen and Akin re: Perella order	0.30	142.50
02/13/13	Alex R. Velinsky	Review further revised draft document demands (.2); conference with R. Winning re: same (.2)	0.40	190.00
02/13/13	Alex R. Velinsky	Telephone call with T. Carlson re: Duff & Phelps engagement	0.20	95.00
02/13/13	Alex R. Velinsky	Emails with H. Arthurton re: retention application	0.20	95.00
02/14/13	Alex R. Velinsky	Review revised proposed orders submitted to chambers on retention	0.30	142.50
02/15/13	Alex R. Velinsky	Review extended Perella retention order	0.20	95.00
02/15/13	Alex R. Velinsky	Review draft ordinary course professionals motion	0.40	190.00
02/15/13	Alex R. Velinsky	Emails with R. Winning re: Cooley retention application	0.20	95.00
02/15/13	Alex R. Velinsky	Email to T. Carlson re: compensation terms	0.10	47.50

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Date	Timekeeper	Description	Hours	Amount
02/15/13	Alex R. Velinsky	Conference with R. Winning re: Cooley retention application	0.10	47.50
02/15/13	Robert B. Winning	Correspondence with J. Cohen re: document request of DIP Lender	0.40	174.00
02/17/13	Alex R. Velinsky	Emails with C. Hershcopf and Akin re: draft OCP motion	0.40	190.00
02/18/13	Jeffrey L. Cohen	Correspondence with Debtors' counsel re: OCP retentions	0.40	278.00
02/18/13	Alex R. Velinsky	Review additional OCP information from Akin	0.20	95.00
02/18/13	Alex R. Velinsky	Emails with C. Herhscopf and Akin re: OCP	0.20	95.00
02/18/13	Alex R. Velinsky	Telephone call with Akin re: OCP motion	0.30	142.50
02/18/13	Cathy Rae Hershcopf	Call with KM and GC re: OCP motion (.4) and follow up internally re: same (.1)	0.50	422.50
02/19/13	Jeffrey L. Cohen	Correspondence with Debtors' counsel re: terms of Duff & Phelps retention	0.40	278.00
02/19/13	Jeffrey L. Cohen	Correspondence with Carlson re: terms of Duff & Phelps retention	0.60	417.00
02/19/13	Alex R. Velinsky	Review draft Cooley retention order; conference with R. Winning re: same	0.20	95.00
02/19/13	Alex R. Velinsky	Email to committee re: Duff & Phelps retention	0.20	95.00
02/19/13	Alex R. Velinsky	Review emails with J. Cohen and Akin re: Duff & Phelps retention	0.20	95.00
02/19/13	Alex R. Velinsky	Review proposed Duff & Phelps retention terms	0.10	47.50
02/19/13	Alex R. Velinsky	Review K. Monoukian emails re: OCP motion	0.20	95.00
02/19/13	Robert B. Winning	Draft Cooley retention application (.9), declaration support (1.3) and proposed order (.5)	2.70	1,174.50
02/19/13	Robert B. Winning	Email Committee chair re: Cooley retention papers	0.20	87.00
02/19/13	Robert B. Winning	Email U.S. Trustee re: Cooley retention papers	0.20	87.00
02/19/13	Cathy Rae Hershcopf	Confer with AG re: D&P issues	0.40	338.00

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Date	Timekeeper	Description	Hours	Amount
02/19/13	Cathy Rae Hershcopf	Confer with Debtors on OCP (.3) and F/U with Committee re: same (.2)	0.50	422.50
02/19/13	Cathy Rae Hershcopf	Confer with Committee and D&P re: Contingent fee proposal (.8) and F/U with Debtors re: same (.2)	1.00	845.00
02/20/13	Alex R. Velinsky	Review DIP draft engagement letter; email to J. Cohen re: same	0.30	142.50
02/20/13	Alex R. Velinsky	Emails with Duff & Phelps re: retention	0.10	47.50
02/20/13	Alex R. Velinsky	Telephone call with R. Bouley re: Duff & Phelps engagement letter	0.10	47.50
02/20/13	Alex R. Velinsky	Review and respond to C. Hershcopf email re: OCP	0.10	47.50
02/20/13	Alex R. Velinsky	Emails with R. Bouley re: Duff & Phelps retention	0.20	95.00
02/20/13	Alex R. Velinsky	Draft Duff & Phelps retention application	0.80	380.00
02/20/13	Alex R. Velinsky	Draft email to committee re: OCP	0.20	95.00
02/20/13	Alex R. Velinsky	Follow up emails with committee and C. Hershcopf re: OCP	0.20	95.00
02/20/13	Alex R. Velinsky	Review revised Duff & Phelps engagement letter	0.20	95.00
02/20/13	Alex R. Velinsky	Review/revise draft notice of Cooley retention application	0.20	95.00
02/20/13	Alex R. Velinsky	Review Duff & Phelps email re: retention	0.10	47.50
02/20/13	Cathy Rae Hershcopf	Calls and emails re OCP motion	0.90	760.50
02/20/13	Robert B. Winning	Finalize and file Cooley retention papers and attention to matter re: same	1.70	739.50
02/20/13	Robert B. Winning	Correspondence re: Duff & Phelps retention matters	0.40	174.00
02/21/13	Jeffrey L. Cohen	Review and revise Duff & Phelps engagement letter	0.80	556.00
02/21/13	Alex R. Velinsky	Email to R. Winning re: Duff & Phelps retention papers	0.10	47.50
02/21/13	Alex R. Velinsky	Review Duff & Phelps conflict issues and revised engagement letter	0.20	95.00

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Date	Timekeeper	Description	Hours	Amount
02/21/13	Alex R. Velinsky	Continue drafting Duff & Phelps engagement papers; emails to Duff & Phelps re: same	0.40	190.00
02/21/13	Alex R. Velinsky	Review draft Duff & Phelps retention order (.2); email to R. Winning re: same (.1)	0.30	142.50
02/21/13	Alex R. Velinsky	Review R. Winning email re: amended OCP motion	0.10	47.50
02/21/13	Alex R. Velinsky	Telephone call with J. Cohen re: Duff & Phelps engagement letter	0.20	95.00
02/21/13	Robert B. Winning	Review Debtors' amendment to ordinary course professionals list and correspondence re: same	0.30	130.50
02/21/13	Robert B. Winning	Draft proposed order for Duff & Phelps retention	0.70	304.50
02/21/13	Robert B. Winning	Draft motion to shorten time re: Duff & Phelps retention	0.90	391.50
02/21/13	Robert B. Winning	Draft declaration in support of motion to shorten notice of Duff & Phelps retention	0.70	304.50
02/21/13	Robert B. Winning	Draft form of order granting motion to shorten notice of hearing on Duff & Phelps retention	0.40	174.00
02/22/13	Jeffrey L. Cohen	Review application to employ Akin Gump and discuss same with A. Velinsky	0.60	417.00
02/22/13	Alex R. Velinsky	Review J. Cohen email re: Akin retention	0.10	47.50
02/22/13	Alex R. Velinsky	Review Akin Gump retention application (.3); internal emails re: same (.2)	0.50	237.50
02/22/13	Alex R. Velinsky	Emails with Duff & Phelps and J. Cohen re: Duff & Phelps retention	0.20	95.00
02/22/13	Alex R. Velinsky	Review Duff & Phelps retention motion; revise motion to shorten notice	0.20	95.00
02/22/13	Robert B. Winning	Revise Duff & Phelps retention papers	0.70	304.50
02/25/13	Alex R. Velinsky	Revise motion to shorten time re: Duff & Phelps retention application	0.20	95.00
02/25/13	Alex R. Velinsky	Review A. Chong email re: Duff & Phelps retention	0.10	47.50
02/25/13	Alex R. Velinsky	Email to Duff & Phelps re: retention papers	1.00	475.00

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Date	Timekeeper	Description	Hours	Amount
02/25/13	Alex R. Velinsky	Draft notice of Duff & Phelps retention application	0.20	95.00
02/26/13	Alex R. Velinsky	Email to committee re: Akin retention disclosures	0.20	95.00
02/26/13	Alex R. Velinsky	Emails with J. Cohen re: Akin	0.10	47.50
02/26/13	Alex R. Velinsky	Telephone call with chambers re: Duff & Phelps retention	0.10	47.50
02/26/13	Alex R. Velinsky	Email to H. Goldstein re: Duff & Phelps retention	0.20	95.00
02/26/13	Alex R. Velinsky	Emails with Duff & Phelps retention papers	0.20	95.00
02/26/13	Alex R. Velinsky	Conference with R. Winning re: Duff & Phelps disclosure	0.20	95.00
02/26/13	Alex R. Velinsky	Review revised Duff & Phelps retention papers	0.60	285.00
02/26/13	Jeffrey L. Cohen	Telephone call with T. Carlson re: Duff & Phelps retention	0.60	417.00
02/28/13	Alex R. Velinsky	Email to T. Carlson re: Duff & Phellps retention papers	0.10	47.50
		Task Total:	49.40	28,479.00

FINANCING AND CASH COLLATERAL

Date	Timekeeper	Description	Hours	Amount
02/08/13	Robert B. Winning	Review interim DIP order and DIP term sheet	1.60	696.00
02/08/13	Robert B. Winning	Begin drafting objection to DIP	4.40	1,914.00
02/09/13	Robert B. Winning	Continue drafting objection to DIP motion	4.80	2,088.00
02/10/13	Robert B. Winning	Continue drafting DIP objection	4.30	1,870.50
02/11/13	Jeffrey L. Cohen	Review DIP term sheet and related material	1.60	1,112.00
02/13/13	Jeffrey L. Cohen	Review and revise draft information request	1.60	1,112.00
02/13/13	Jeffrey L. Cohen	Office conference with A. Velinsky re: lien investigation	1.20	834.00
02/13/13	Jeffrey L. Cohen	Strategy call with Duff & Phelps re: lien investigation	0.80	556.00
02/13/13	Jeffrey L. Cohen	Office conference with Cooley team re: investigation strategy	1.10	764.50

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Date	Timekeeper	Description	Hours	Amount
02/13/13	Jeffrey L. Cohen	Review further revised information request	1.10	764.50
02/14/13	Jeffrey L. Cohen	Review and revise draft information requests to Parent & Alden	2.10	1,459.50
02/15/13	Jeffrey L. Cohen	Review and revise draft information requests of Alden & Parent company	1.60	1,112.00
02/15/13	Jeffrey L. Cohen	Review DIP Term Sheet and related documents	1.20	834.00
02/15/13	Alex R. Velinsky	Conference with J. Cohen re: DIP	0.20	95.00
02/15/13	Alex R. Velinsky	Email to Akin re: draft DIP order	0.10	47.50
02/15/13	Robert B. Winning	Call with Duff & Phelps re: Protiviti budget document	0.30	130.50
02/18/13	Jeffrey L. Cohen	Review of DIP budget and correspondence re: same	0.60	417.00
02/18/13	Alex R. Velinsky	Review Akin email re: DIP budget and attachments	0.40	190.00
02/18/13	Robert B. Winning	Review assumptions and back-up to DIP budget	0.90	391.50
02/19/13	Jeffrey L. Cohen	Office conference with Cooley team re: DIP objection	0.60	417.00
02/19/13	Jeffrey L. Cohen	Review draft budget and assumptions	1.60	1,112.00
02/19/13	Alex R. Velinsky	Conference with J. Cohen and C. Hershcopf re: DIP	0.20	95.00
02/19/13	Robert B. Winning	Revise DIP objection	2.70	1,174.50
02/20/13	Alex R. Velinsky	Conference with R. Winning re: DIP objection	0.30	142.50
02/20/13	Alex R. Velinsky	Conference with J. Cohen re: DIP	0.40	190.00
02/20/13	Alex R. Velinsky	Review draft DIP objection; revise same	0.80	380.00
02/20/13	Alex R. Velinsky	Telephone call with Akin re: DIP issues and document requests	0.90	427.50
02/20/13	Alex R. Velinsky	Emails with Duff & Phelps and J. Cohen re: DIP budget	0.20	95.00
02/20/13	Alex R. Velinsky	Telephone call with R. Winning re: comments to DIP objection	0.20	95.00
02/20/13	Alex R. Velinsky	Review transcript for 2/14 hearing	0.40	190.00

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Date	Timekeeper	Description	Hours	Amount
02/20/13	Alex R. Velinsky	Review further revised DIP objection; revise same	1.80	855.00
02/20/13	Robert B. Winning	Legal research for DIP objection	1.80	783.00
02/20/13	Robert B. Winning	Continue revising DIP objection	5.80	2,523.00
02/21/13	Jeffrey L. Cohen	Telephone call with S. Alberino re: DIP issues	0.70	486.50
02/21/13	Jeffrey L. Cohen	Telephone call with A. Schoulder re: DIP related issues	0.80	556.00
02/21/13	Alex R. Velinsky	Review J. Cohen and A. Schoulder emails re: DIP issues	0.20	95.00
02/21/13	Alex R. Velinsky	Review and revise draft DIP objection	1.20	570.00
02/21/13	Robert B. Winning	Revise DIP objection	1.10	478.50
02/21/13	Robert B. Winning	Legal research for DIP objection	1.30	565.50
02/21/13	Robert B. Winning	Correspondence with J. Cohen re: DIP objection	0.70	304.50
02/21/13	Cathy Rae Hershcopf	Review DIP budget and follow up with D&P re same	0.60	507.00
02/22/13	Jeffrey L. Cohen	Review DIP issues and correspondence with A. Schoulder re: same	0.80	556.00
02/22/13	Jeffrey L. Cohen	Review and revise draft DIP objection	1.60	1,112.00
02/22/13	Alex R. Velinsky	Review J. Cohen email re: DIP issues	0.10	47.50
02/22/13	Alex R. Velinsky	Review K. Manoukian email re: final DIP order	0.10	47.50
02/25/13	Jeffrey L. Cohen	Review and revise draft DIP Order markup	2.20	1,529.00
02/25/13	Jeffrey L. Cohen	Review and revise draft DIP objection	3.60	2,502.00
02/25/13	Jeffrey L. Cohen	Office conference with R. Winning and A. Velinsky re: DIP edits	0.60	417.00
02/25/13	Alex R. Velinsky	Conference with R. Winning re: changes to DIP order	0.30	142.50
02/25/13	Alex R. Velinsky	Review further revised DIP order redline; revise same	0.90	427.50
02/25/13	Alex R. Velinsky	Review draft comments to DIP order (.7); revise same (.2)	0.90	427.50
02/25/13	Alex R. Velinsky	Review and respond to J. Cohen email re: DIP order	0.10	47.50

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Date	Timekeeper	Description	Hours	Amount
02/25/13	Alex R. Velinsky	Emails to K. Manoukian re: DIP order	0.20	95.00
02/25/13	Alex R. Velinsky	Conference with J. Cohen and R. Winning re: DIP issues	0.30	142.50
02/25/13	Alex R. Velinsky	Review J. Cohen comments to DIP objection (.3); conference with R. Winning re: same (.1)	0.40	190.00
02/25/13	Alex R. Velinsky	Emails with J. Cohen and R. Winning re: DIP markup	0.20	95.00
02/25/13	Robert B. Winning	Correspondence re: mark-up of final DIP order	0.30	130.50
02/25/13	Robert B. Winning	Legal research for DIP objection	0.60	261.00
02/25/13	Robert B. Winning	Draft proposed final DIP order	3.10	1,348.50
02/25/13	Robert B. Winning	Revise DIP objection	2.90	1,261.50
02/26/13	Alex R. Velinsky	Emails with J. Cohen re: DIP order comments	0.30	142.50
02/26/13	Alex R. Velinsky	Revise DIP order per J. Cohen comments (.2); email re: same to Akin and Bracewell (.1)	0.30	142.50
02/26/13	Alex R. Velinsky	Review and revise DIP objection (.8); email to J. Cohen re: same (.1)	0.90	427.50
02/26/13	Alex R. Velinsky	Conference with R. Winning re: DIP objection research	0.20	95.00
02/26/13	Alex R. Velinsky	Research issues related to DIP objection	0.80	380.00
02/26/13	Alex R. Velinsky	Review debtors' proposed final DIP order	0.70	332.50
02/26/13	Alex R. Velinsky	Review J. Cohen emails re: DIP order	0.20	95.00
02/26/13	Cathy Rae Hershcopf	Edit DIP objection (.8) and confer with Cohen (.2) and Winning (.4) re same	1.40	1,183.00
02/26/13	Robert B. Winning	Research re: investigation budgets in SDNY cases	0.80	348.00
02/26/13	Robert B. Winning	Additional revision to DIP objection	1.90	826.50
02/26/13	Jeffrey L. Cohen	Further review and revision of draft DIP objection	2.70	1,876.50
02/26/13	Jeffrey L. Cohen	Office conference with R. Winning re: DIP objection comments	0.70	486.50
02/27/13	Alex R. Velinsky	Review K. Manoukian and J. Cohen emails re: DIP budget	0.20	95.00

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Date	Timekeeper	Description	Hours	Amount
02/27/13	Alex R. Velinsky	Revise redline DIP order for DIP objection exhibit (.2); emails with J. Cohen re: same (.1)	0.30	142.50
02/27/13	Alex R. Velinsky	Email to committee re: DIP objection	0.20	95.00
02/27/13	Alex R. Velinsky	Further revisions to Exhibit A to DIP objection	0.30	142.50
02/27/13	Alex R. Velinsky	Email to committee re: DIP objection and Duff & Phelps materials	0.20	95.00
02/27/13	Alex R. Velinsky	Emails with R. Goldstein re: filing DIP objection	0.20	95.00
02/27/13	Cathy Rae Hershcopf	Review final DIP objection (.4) and confer with creditors' committee members re same (.6)	1.00	845.00
02/27/13	Robert B. Winning	Finalize DIP objection and prepare same for filing	1.60	696.00
02/27/13	Jeffrey L. Cohen	Review final version of draft DIP Objection and comment before filing	2.20	1,529.00
02/27/13	Jeffrey L. Cohen	Review Duff & Phelps report on DIP forecasts and comments re: same	1.10	764.50
02/27/13	Jeffrey L. Cohen	Review DIP related documents and revise order and objection accordingly	1.70	1,181.50
02/27/13	Jeffrey L. Cohen	Telephone call with A. Schoulder re: Limited DIP Objection	0.80	556.00
02/27/13	Jeffrey L. Cohen	Review DIP Order redline received from Debtors' counsel	1.20	834.00
02/28/13	Alex R. Velinsky	Review updated DIP budget and cash flow projections	0.60	285.00
02/28/13	Alex R. Velinsky	Conference with J. Cohen re: Bracewell call	0.10	47.50
02/28/13	Jeffrey L. Cohen	Office conference with R. Winning and A. Velinsky to discuss preparation for DIP hearing	0.70	486.50
02/28/13	Jeffrey L. Cohen	Review updated DIP budget received from Debtors	1.10	764.50
02/28/13	Jeffrey L. Cohen	Telephone calls with A. Schoulder re: limited DIP objection	0.40	278.00
		Task Total:	98.20	54,479.00

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Date	Timekeeper	Description	Hours	Amount
LITIGATION				
02/08/13	Robert B. Winning	Begin drafting information request of Debtor	0.60	261.00
02/09/13	Robert B. Winning	Draft document request of Debtor and DIP lenders	2.70	1,174.50
02/10/13	Robert B. Winning	Continue drafting document request of Debtor and DIP Lenders	3.70	1,609.50
02/12/13	Alex R. Velinsky	Conference with R. Winning and J. Cohen re: document demands	0.30	142.50
02/12/13	Alex R. Velinsky	Conference with R. Winning re: draft information requests	0.20	95.00
02/12/13	Alex R. Velinsky	Review and revise draft initial document request	0.70	332.50
02/12/13	Cathy Rae Hershcopf	Call with Committee Member re: potential litigation (.6)	0.60	507.00
02/13/13	Alex R. Velinsky	Telephone call with Duff & Phelps and Cooley team re: case strategy	0.80	380.00
02/13/13	Alex R. Velinsky	Conference call with J. Cohen and C. Hershcopf re: case strategy	0.30	142.50
02/13/13	Alex R. Velinsky	Review further revised draft of information request	0.20	95.00
02/13/13	Alex R. Velinsky	Conference with R. Winning re: further revisions to document requests	0.20	95.00
02/13/13	Alex R. Velinsky	Conference with J. Cohen re: litigation strategy	0.30	142.50
02/13/13	Alex R. Velinsky	Conference with R. Winning re: Alden information requests	0.20	95.00
02/13/13	Robert B. Winning	Begin drafting document requests of parent company	0.60	261.00
02/13/13	Robert B. Winning	Revise document requests of Debtors	2.10	913.50
02/13/13	Robert B. Winning	Legal research re: substantive consolidation standard	1.20	522.00
02/14/13	Alex R. Velinsky	Review J. Cohen comments to document requests; revise per same	0.40	190.00

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Date	Timekeeper	Description	Hours	Amount
02/14/13	Alex R. Velinsky	Review S. Alberino email re: document requests	0.10	47.50
02/14/13	Alex R. Velinsky	Review Duff & Phelps comments to document requests (.2); conference with R. Winning re: same (.2)	0.40	190.00
02/14/13	Robert B. Winning	Office conference with A. Velinsky re: second day hearing	0.40	174.00
02/14/13	Robert B. Winning	Additional revision to document requests of the Debtors, DIP Lenders, and parent company	4.60	2,001.00
02/14/13	Robert B. Winning	Additional legal research re: substantive consolidation issues	0.90	391.50
02/14/13	Robert B. Winning	Calls and emails with Duff & Phelps re: document requests	0.80	348.00
02/15/13	Alex R. Velinsky	Further revise DIP lender information request	0.30	142.50
02/15/13	Alex R. Velinsky	Further revise Parent information requests	0.40	190.00
02/15/13	Alex R. Velinsky	Email to K. Coleman re: information request	0.10	47.50
02/15/13	Alex R. Velinsky	Email to R. Burns re: information request	0.10	47.50
02/15/13	Alex R. Velinsky	Review J. Cohen comments to Alden information requests; revise per same	0.90	427.50
02/15/13	Alex R. Velinsky	Review J. Cohen comments to Parent information requests; revise per same	0.80	380.00
02/15/13	Robert B. Winning	Additional revision to information request of parent company	0.40	174.00
02/17/13	Alex R. Velinsky	Review J. Cohen email re: Alden	0.10	47.50
02/19/13	Alex R. Velinsky	Review R. Winning email re: information request	0.10	47.50
02/19/13	Robert B. Winning	Review and revise Duff & Phelps supplemental document request (.6); correspondence with Debtor re: same (.5)	1.10	478.50
02/20/13	Alex R. Velinsky	Review R. Bouley email re: settlement scenarios	0.10	47.50
02/20/13	Cathy Rae Hershcopf	Review settlement scenarios for counter offer and revise to simplify	1.10	929.50

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Date	Timekeeper	Description	Hours	Amount
02/20/13	Robert B. Winning	Prepare Debtors' production of documents for review	0.40	174.00
02/20/13	Robert B. Winning	Prepare DIP lenders' document production for review	0.30	130.50
02/20/13	Robert B. Winning	Initial review of Debtor's document production	0.80	348.00
02/20/13	Robert B. Winning	Initial review of documents produced by DIP Lenders	0.60	261.00
02/20/13	Robert B. Winning	Review annual report of Debtors' parent company	0.60	261.00
02/21/13	Jeffrey L. Cohen	Review 2/14 hearing transcript and discuss same with committee members	1.20	834.00
02/21/13	Alex R. Velinsky	Email to committee re: settlement correspondence	0.10	47.50
02/21/13	Alex R. Velinsky	Review documents provided by Alden	0.90	427.50
02/21/13	Alex R. Velinsky	Emails with Duff & Phelps re: further revisions to engagement letter	0.20	95.00
02/21/13	Alex R. Velinsky	Review draft settlement scenarios (.2); conferences re: same with C. Hershcopf and J. Cohen (.6)	0.80	380.00
02/21/13	Alex R. Velinsky	Email to committee re: settlement scenarios	0.20	95.00
02/21/13	Alex R. Velinsky	Draft settlement proposal letter	0.30	142.50
02/21/13	Alex R. Velinsky	Telephone calls and emails with Duff & Phelps re: revisions to settlement scenarios	0.40	190.00
02/21/13	Alex R. Velinsky	Emails with Duff & Phelps re: settlement scenarios	0.10	47.50
02/21/13	Alex R. Velinsky	Draft letter re: settlement per J. Cohen	0.40	190.00
02/21/13	Alex R. Velinsky	Revise settlement further per J. Cohen and C. Hershcopf comments	0.30	142.50
02/21/13	Alex R. Velinsky	Email to Alden and debtors re: settlement	0.10	47.50
02/21/13	Alex R. Velinsky	Telephone call with S. Alberino and J. Cohen re: DIP issues	0.40	190.00
02/21/13	Alex R. Velinsky	Review further revised settlement scenarios (.2); conference with A. Chong re: same (.1)	0.30	142.50
02/21/13	Robert B. Winning	Review document production by Debtors	1.30	565.50

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Date	Timekeeper	Description	Hours	Amount
02/21/13	Robert B. Winning	Prepare chart summarizing documents produced by Debtors	0.60	261.00
02/21/13	Robert B. Winning	Review Duff & Phelps sensitivity analysis re: potential settlements	0.40	174.00
02/21/13	Cathy Rae Hershcopf	Finalize settlement offers to Alden (1.2) and call with Committee re same (.7)	1.90	1,605.50
02/21/13	Cathy Rae Hershcopf	Call with Committee to discuss settlement proposals for Alden/Parent issues and follow up with D&F re same	1.70	1,436.50
02/22/13	Alex R. Velinsky	Review production chart re: debtors' document production (.2); conference with R. Winning re: same (.2)	0.40	190.00
02/22/13	Robert B. Winning	Continue preparing chart summarizing Debtors' document production	1.80	783.00
02/22/13	Robert B. Winning	Continue review of documents produced by Debtors	1.30	565.50
02/22/13	Robert B. Winning	Prepare populate e-room for Cooley and Duff & Phelps professionals	1.20	522.00
02/22/13	Robert B. Winning	Review securities filings of French parent for 2009 thru 2011	2.10	913.50
02/22/13	Robert B. Winning	Research re: affiliates of DIP Lenders	0.80	348.00
02/22/13	Robert B. Winning	Research re: Atari S.A. acquisition of Atari Inc.	1.10	478.50
02/22/13	Cathy Rae Hershcopf	Confer internally re document production	0.80	676.00
02/28/13	Robert B. Winning	Review documents produced by Debtors	2.60	1,131.00
02/28/13	Robert B. Winning	Research re: Debtors' assets of liabilities	1.80	783.00
02/28/13	Robert B. Winning	Research re: Rule 2004	0.70	304.50
02/28/13	Robert B. Winning	Meeting of A. Velinsky re: document review	0.40	174.00
		Task Total:	57.10	28,127.50

MEETINGS

Date	Timekeeper	Description	Hours	Amount
02/08/13	Jeffrey L. Cohen	Multiple correspondence with committee members re: immediate action items	1.60	1,112.00

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Date	Timekeeper	Description	Hours	Amount
02/08/13	Jeffrey L. Cohen	Conduct first committee meeting re: first steps and Financial Advisors interviews	1.20	834.00
02/08/13	Cathy Rae Hershcopf	Meeting with creditors (.9) and follow up with Cohen re: same (.6); emails with AG re: call with them (.4); emails and calls with individual committee members (.8)	2.70	2,281.50
02/11/13	Alex R. Velinsky	Telephone meeting with committee re: financial advisor selections	1.90	902.50
02/11/13	Alex R. Velinsky	Emails with C. Hershcopf and J. Cohen re: meeting with debtors	0.20	95.00
02/11/13	Alex R. Velinsky	Email to K. Manoukian re: meeting	0.10	47.50
02/11/13	Alex R. Velinsky	Email to committee re: 2/12 meeting	0.10	47.50
02/11/13	Alex R. Velinsky	Email with J. Cohen re: 2/12 meeting	0.10	47.50
02/11/13	Alex R. Velinsky	Review T. Carlson email re: meeting timing	0.10	47.50
02/11/13	Alex R. Velinsky	Emails with T. Carlson and J. Cohen re: 2/12 meeting	0.20	95.00
02/11/13	Alex R. Velinsky	Review K. Manoukian email re: meeting with debtor	0.10	47.50
02/11/13	Robert B. Winning	Attend Committee call re: financial adviser selection and other case issues	1.90	826.50
02/11/13	Robert B. Winning	Prepare materials for Committee call	0.40	174.00
02/11/13	Cathy Rae Hershcopf	Confer with JC re: meeting at Akin (.6); discuss same with Carlson (.4) and committee members (.7)	1.70	1,436.50
02/11/13	Cathy Rae Hershcopf	Participate in call to choose financial advisors and call and email candidates afterwards (2.9); negotiate fee structure with D&F (.6)	3.50	2,957.50
02/12/13	Jeffrey L. Cohen	Attend in-person meeting with Debtors and Alden	2.00	1,390.00
02/12/13	Alex R. Velinsky	Conference with J. Cohen re: meeting with debtors	0.10	47.50
02/12/13	Alex R. Velinsky	Email to committee re: meeting with debtors	0.10	47.50
02/12/13	Alex R. Velinsky	Attend in person meeting with Debtors and Alden	2.20	1,045.00

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Date	Timekeeper	Description	Hours	Amount
02/12/13	Alex R. Velinsky	Emails on committee re: follow up to meeting	0.20	95.00
02/12/13	Robert B. Winning	Meeting and correspondence with Cooley team re: meeting with Debtors and case strategy	1.10	478.50
02/12/13	Robert B. Winning	Attend meeting with Debtors and DIP Lender	1.60	696.00
02/12/13	Cathy Rae Hershcopf	In person meeting with Debtors and Alden and committee telephonically (1.5) and follow up with committee members re: same (.9)	2.40	2,028.00
02/13/13	Robert B. Winning	Call with Duff & Phelps re: case strategy	0.60	261.00
02/13/13	Robert B. Winning	Office conference with Cooley team re: case strategy	0.30	130.50
02/13/13	Cathy Rae Hershcopf	Meeting on discovery and other issues in case	0.80	676.00
02/14/13	Jeffrey L. Cohen	Office conference with Cooley team re: debtor information request revisions	1.20	834.00
02/14/13	Alex R. Velinsky	Conference with C. Hershcopf re: hearing	0.20	95.00
02/14/13	Alex R. Velinsky	Draft detailed email to committee re: 2/14 hearing and next committee meeting	0.70	332.50
02/14/13	Cathy Rae Hershcopf	Call with DP and Winning (.6) re: info request	0.60	507.00
02/15/13	Jeffrey L. Cohen	Discuss scheduling committee meeting with A. Velinsky and agenda of same	0.30	208.50
02/15/13	Alex R. Velinsky	Emails with committee members re: document requests and meeting	0.20	95.00
02/15/13	Alex R. Velinsky	Emails with F. Stevens re: Tuesday meeting	0.10	47.50
02/19/13	Jeffrey L. Cohen	Conference call with the committee re: DIP and case status	1.20	834.00
02/19/13	Alex R. Velinsky	Telephone call with Committee re: various case issues; including Duff & Phelps retention	1.20	570.00
02/19/13	Robert B. Winning	Call with Committee and follow-up conference with Cooley team	1.60	696.00
02/19/13	Cathy Rae Hershcopf	Atari Meeting - Committee call and F/U with D&F thereafter (1.6)	1.60	1,352.00
02/21/13	Jeffrey L. Cohen	Participate on committee conference call re: Alden discussions	1.10	764.50

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Atari Creditors' Committee

Invoice Number: 1276023
CL 01 62105

Date	Timekeeper	Description	Hours	Amount
02/21/13	Jeffrey L. Cohen	Office conference with C. Hershcopf and A. Velinsky to discuss revisions to possible proposals	1.10	764.50
02/21/13	Alex R. Velinsky	Email to committee re: telephonic meeting	0.20	95.00
02/21/13	Alex R. Velinsky	Telephone call with committee re: settlement proposal issues	0.80	380.00
02/21/13	Robert B. Winning	Office conference with Cooley team re: settlement proposal	0.60	261.00
02/21/13	Robert B. Winning	Call with Committee re: settlement proposal	0.50	217.50
02/28/13	Robert B. Winning	Meeting with J. Cohen re: case status	0.30	130.50
		Task Total:	40.70	26,031.50

TRAVEL

Date	Timekeeper	Description	Hours	Amount
02/14/13	Alex R. Velinsky	Travel to/from 2/14 hearing (billed at 1/2 time)	0.30	142.50
		Task Total:	0.30	142.50

PREPARATION FOR AND ATTENDANCE AT COURT HEARINGS

Date	Timekeeper	Description	Hours	Amount
02/11/13	Robert B. Winning	Review matters going forward at Thursday's hearing and correspond with parties in interim re: same	1.90	826.50
02/13/13	Alex R. Velinsky	Email with J. Cohen re: 2/14 hearing	0.20	95.00
02/13/13	Alex R. Velinsky	Review pleadings in preparation for 2/14 hearing	0.80	380.00
02/13/13	Alex R. Velinsky	Review emails from debtors re: further revised proposed orders (.2); review revised proposed orders (.2)	0.40	190.00
02/14/13	Jeffrey L. Cohen	Prepare for, travel to and participate in second day hearing	3.50	2,432.50
02/14/13	Alex R. Velinsky	Attend 2/14 hearing	2.30	1,092.50
02/14/13	Robert B. Winning	Prepare materials for second day hearing	0.40	174.00
02/14/13	Cathy Rae Hershcopf	Confer with Velinsky and Cohen re: hearing (.6) and F/U with Committee members re: same (.3)	0.90	760.50

319072-201
Atari Creditors' Committee

Invoice Number: 1276023
CL 01 62105

Date	Timekeeper	Description	Hours	Amount
02/20/13	Cathy Rae Hershcopf	Review February 14 transcript (.7) and follow up with J. Cohen re same	0.90	760.50
		Task Total:	11.30	6,711.50

Total Fees **$186,146.00**

Fee Summary:

Timekeeper	Type	Rate	Hours	Total
Lawrence C. Gottlieb	Partner	995	.80	796.00
Cathy Rae Hershcopf	Partner	845	33.30	28,138.50
Jeffrey L. Cohen	Partner	695	90.00	62,550.00
Alex R. Velinsky	Associate	475	82.00	38,950.00
Robert B. Winning	Associate	435	121.10	52,678.50
David M. Fleischer	Paralegal	315	.20	63.00
Rebecca Goldstein	Paralegal	270	11.00	2,970.00

For costs and disbursements recorded through February 28, 2013 :

Reproduction of Documents 123.60

Total Costs **$123.60**

Total: **$186,269.60**

Costcard Detail

Client: 319072 Atari, Inc. Official Committee of Unsecured Creditors

Currency USD US Dollar

Cost Type PC Printed Pages (Color Printer)

Work Date	GL Date	Cost Type	Quantity	Rate	Amount	Matter Number	Narrative	Tkpr #	Office	Invoice Number	Invoice Date	Active	Original Index
2/20/2013	2/28/2013	Printed Pages (Color Printer)	140.00	0.10	14.00	319072-201		62105	New York	1276023	3/14/2013	☑	48941359

Total: 14.00

Cost Type PP Printed Pages

Work Date	GL Date	Cost Type	Quantity	Rate	Amount	Matter Number	Narrative	Tkpr #	Office	Invoice Number	Invoice Date	Active	Original Index
2/13/2013	2/28/2013	Printed Pages	46.00	0.10	4.60	319072-201	Doc# 1921323 NY LETTER Atari Engagement Agreement	62105	New York	1276023	3/14/2013	☑	48932978
2/20/2013	2/28/2013	Printed Pages	4.00	0.10	0.40	319072-201		60730	New York	1276023	3/14/2013	☑	48941781
2/20/2013	2/28/2013	Printed Pages	2.00	0.10	0.20	319072-201		60730	New York	1276023	3/14/2013	☑	48941780
2/20/2013	2/28/2013	Printed Pages	4.00	0.10	0.40	319072-201		09229	Palo Alto	1276023	3/14/2013	☑	48941382
2/20/2013	2/28/2013	Printed Pages	1.00	0.10	0.10	319072-201		09229	Palo Alto	1276023	3/14/2013	☑	48941410
2/20/2013	2/28/2013	Printed Pages	2.00	0.10	0.20	319072-201		60730	New York	1276023	3/14/2013	☑	48941779

Work Date	GL Date	Cost Type	Quantity	Rate	Amount	Matter Number	Narrative	Tkpr #	Office	Invoice Number	Invoice Date	Active	Original Index
2/20/2013	2/28/2013	Printed Pages	7.00	0.10	0.70	319072-201		60730	New York	1276023	3/14/2013	☑	48941785
2/20/2013	3/8/2013	Printed Pages	2.00	0.10	0.20	319072-201		60204	New York	1276023	3/14/2013	☑	48941319
2/20/2013	3/8/2013	Printed Pages	2.00	0.10	0.20	319072-201		60204	New York	1276023	3/14/2013	☑	48941267
2/20/2013	3/8/2013	Printed Pages	2.00	0.10	0.20	319072-201		60204	New York	1276023	3/14/2013	☑	48941277
2/20/2013	2/28/2013	Printed Pages	1.00	0.10	0.10	319072-201		60730	New York	1276023	3/14/2013	☑	48941786
2/20/2013	2/28/2013	Printed Pages	6.00	0.10	0.60	319072-201		60730	New York	1276023	3/14/2013	☑	48941932
2/20/2013	2/28/2013	Printed Pages	4.00	0.10	0.40	319072-201		60730	New York	1276023	3/14/2013	☑	48941976
2/20/2013	2/28/2013	Printed Pages	11.00	0.10	1.10	319072-201		09229	Palo Alto	1276023	3/14/2013	☑	48940724
2/20/2013	2/28/2013	Printed Pages	1.00	0.10	0.10	319072-201		09229	Palo Alto	1276023	3/14/2013	☑	48940722
2/20/2013	2/28/2013	Printed Pages	4.00	0.10	0.40	319072-201		09229	Palo Alto	1276023	3/14/2013	☑	48941368
2/20/2013	2/28/2013	Printed Pages	8.00	0.10	0.80	319072-201		09229	Palo Alto	1276023	3/14/2013	☑	48941371
2/20/2013	2/28/2013	Printed Pages	4.00	0.10	0.40	319072-201		09229	Palo Alto	1276023	3/14/2013	☑	48941370
2/21/2013	2/28/2013	Printed Pages	7.00	0.10	0.70	319072-201		15012	New York	1276023	3/14/2013	☑	48942283
2/21/2013	2/28/2013	Printed Pages	5.00	0.10	0.50	319072-201		60730	New York	1276023	3/14/2013	☑	48942557
2/21/2013	2/28/2013	Printed Pages	5.00	0.10	0.50	319072-201		15012	New York	1276023	3/14/2013	☑	48942241
2/21/2013	2/28/2013	Printed Pages	2.00	0.10	0.20	319072-201		15012	New York	1276023	3/14/2013	☑	48942281
2/21/2013	2/28/2013	Printed Pages	2.00	0.10	0.20	319072-201		60730	New York	1276023	3/14/2013	☑	48942567
2/21/2013	2/28/2013	Printed Pages	1.00	0.10	0.10	319072-201		60730	New York	1276023	3/14/2013	☑	48942571
2/21/2013	2/28/2013	Printed	3.00	0.10	0.30	319072-201		60730	New	1276023	3/14/2013	☑	48942559

Work Date	GL Date	Cost Type	Quantity	Rate	Amount	Matter Number	Narrative	Tkpr #	Office	Invoice Number	Invoice Date	Active	Original Index
		Pages							York				
2/21/2013	2/28/2013	Printed Pages	2.00	0.10	0.20	319072-201		60730	New York	1276023	3/14/2013	☑	48942563
2/21/2013	2/28/2013	Printed Pages	21.00	0.10	2.10	319072-201		60730	New York	1276023	3/14/2013	☑	48942092
2/21/2013	2/28/2013	Printed Pages	2.00	0.10	0.20	319072-201		60730	New York	1276023	3/14/2013	☑	48941871
2/21/2013	2/28/2013	Printed Pages	1.00	0.10	0.10	319072-201		15012	New York	1276023	3/14/2013	☑	48942240
2/21/2013	2/28/2013	Printed Pages	21.00	0.10	2.10	319072-201		60730	New York	1276023	3/14/2013	☑	48942095
2/22/2013	2/28/2013	Printed Pages	1.00	0.10	0.10	319072-201		13904	New York	1276023	3/14/2013	☑	48953498
2/22/2013	2/28/2013	Printed Pages	21.00	0.10	2.10	319072-201		13904	New York	1276023	3/14/2013	☑	48953500
2/22/2013	2/28/2013	Printed Pages	7.00	0.10	0.70	319072-201		13904	New York	1276023	3/14/2013	☑	48953499
2/22/2013	2/28/2013	Printed Pages	23.00	0.10	2.30	319072-201		13904	New York	1276023	3/14/2013	☑	48953493
2/22/2013	2/28/2013	Printed Pages	45.00	0.10	4.50	319072-201		13904	New York	1276023	3/14/2013	☑	48953495
2/22/2013	2/28/2013	Printed Pages	25.00	0.10	2.50	319072-201		13904	New York	1276023	3/14/2013	☑	48953497
2/22/2013	2/28/2013	Printed Pages	21.00	0.10	2.10	319072-201		13904	New York	1276023	3/14/2013	☑	48953651
2/22/2013	2/28/2013	Printed Pages	45.00	0.10	4.50	319072-201		13904	New York	1276023	3/14/2013	☑	48953671
2/22/2013	2/28/2013	Printed Pages	25.00	0.10	2.50	319072-201		13904	New York	1276023	3/14/2013	☑	48953662
2/22/2013	2/28/2013	Printed Pages	1.00	0.10	0.10	319072-201		13904	New York	1276023	3/14/2013	☑	48953658
2/22/2013	2/28/2013	Printed Pages	23.00	0.10	2.30	319072-201		13904	New York	1276023	3/14/2013	☑	48953654
2/22/2013	2/28/2013	Printed Pages	7.00	0.10	0.70	319072-201		13904	New York	1276023	3/14/2013	☑	48953656
2/22/2013	2/28/2013	Printed Pages	8.00	0.10	0.80	319072-201		13904	New York	1276023	3/14/2013	☑	48953451

Work Date	GL Date	Cost Type	Quantity	Rate	Amount	Matter Number	Narrative	Tkpr #	Office	Invoice Number	Invoice Date	Active	Original Index
2/22/2013	2/28/2013	Printed Pages	20.00	0.10	2.00	319072-201		13904	New York	1276023	3/14/2013	☑	48953447
2/22/2013	2/28/2013	Printed Pages	11.00	0.10	1.10	319072-201		13904	New York	1276023	3/14/2013	☑	48953453
2/22/2013	2/28/2013	Printed Pages	3.00	0.10	0.30	319072-201	Doc# 1922926 NY Document (Atari) Proposed Order re Motion to Shorten Notice of DP Retention App	15012	New York	1276023	3/14/2013	☑	48951448
2/22/2013	2/28/2013	Printed Pages	20.00	0.10	2.00	319072-201		13904	New York	1276023	3/14/2013	☑	48953433
2/22/2013	2/28/2013	Printed Pages	65.00	0.10	6.50	319072-201		13904	New York	1276023	3/14/2013	☑	48953468
2/22/2013	2/28/2013	Printed Pages	64.00	0.10	6.40	319072-201		13904	New York	1276023	3/14/2013	☑	48953492
2/22/2013	2/28/2013	Printed Pages	67.00	0.10	6.70	319072-201		13904	New York	1276023	3/14/2013	☑	48953464
2/22/2013	2/28/2013	Printed Pages	74.00	0.10	7.40	319072-201		13904	New York	1276023	3/14/2013	☑	48953460
2/25/2013	2/28/2013	Printed Pages	5.00	0.10	0.50	319072-201		60730	New York	1276023	3/14/2013	☑	48957857
2/25/2013	2/28/2013	Printed Pages	52.00	0.10	5.20	319072-201		08706	Palo Alto	1276023	3/14/2013	☑	48957763
2/25/2013	2/28/2013	Printed Pages	1.00	0.10	0.10	319072-201		08706	Palo Alto	1276023	3/14/2013	☑	48957762
2/25/2013	2/28/2013	Printed Pages	3.00	0.10	0.30	319072-201		60730	New York	1276023	3/14/2013	☑	48957858
2/25/2013	2/28/2013	Printed Pages	1.00	0.10	0.10	319072-201	Doc# 1923266 NY PLEADING Atari - Interim DIP Order	15012	New York	1276023	3/14/2013	☑	49011814
2/25/2013	2/28/2013	Printed Pages	4.00	0.10	0.40	319072-201		60730	New York	1276023	3/14/2013	☑	48958531
2/25/2013	2/28/2013	Printed Pages	3.00	0.10	0.30	319072-201		60730	New York	1276023	3/14/2013	☑	48957860
2/27/2013	2/28/2013	Printed Pages	6.00	0.10	0.60	319072-201		60730	New York	1276023	3/14/2013	☑	49006302
2/27/2013	2/28/2013	Printed Pages	4.00	0.10	0.40	319072-201		60730	New York	1276023	3/14/2013	☑	49006520
2/28/2013	2/28/2013	Printed	1.00	0.10	0.10	319072-201		15012	New	1276023	3/14/2013	☑	49016244

Work Date	GL Date	Cost Type	Quantity	Rate	Amount	Matter Number	Narrative	Tkpr #	Office	Invoice Number	Invoice Date	Active	Original Index
		Pages							York				
2/28/2013	2/28/2013	Printed Pages	1.00	0.10	0.10	319072-201		15012	New York	1276023	3/14/2013	☑	49016212
2/28/2013	2/28/2013	Printed Pages	1.00	0.10	0.10	319072-201		15012	New York	1276023	3/14/2013	☑	49016195
2/28/2013	2/28/2013	Printed Pages	1.00	0.10	0.10	319072-201		15012	New York	1276023	3/14/2013	☑	49015986
2/28/2013	2/28/2013	Printed Pages	1.00	0.10	0.10	319072-201		15012	New York	1276023	3/14/2013	☑	49015983
Total:					84.30								

Cost Type SP Scanned Pages

Work Date	GL Date	Cost Type	Quantity	Rate	Amount	Matter Number	Narrative	Tkpr #	Office	Invoice Number	Invoice Date	Active	Original Index
2/19/2013	2/28/2013	Scanned Pages	6.00	0.10	0.60	319072-201		62105	New York	1276023	3/14/2013	☑	48934933
2/20/2013	2/28/2013	Scanned Pages	21.00	0.10	2.10	319072-201		60730	New York	1276023	3/14/2013	☑	48937719
2/20/2013	2/28/2013	Scanned Pages	21.00	0.10	2.10	319072-201		60730	New York	1276023	3/14/2013	☑	48937701
2/27/2013	2/28/2013	Scanned Pages	55.00	0.10	5.50	319072-201		60730	New York	1276023	3/14/2013	☑	49005409
2/27/2013	2/28/2013	Scanned Pages	55.00	0.10	5.50	319072-201		60730	New York	1276023	3/14/2013	☑	49005375
Total:					15.80								

Cost Type XE Reproduction of Documents

Work Date	GL Date	Cost Type	Quantity	Rate	Amount	Matter Number	Narrative	Tkpr #	Office	Invoice Number	Invoice Date	Active	Original Index
2/20/2013	2/28/2013	Reproduction of Documents	21.00	0.10	2.10	319072-201		60730	New York	1276023	3/14/2013	☑	48937716
2/20/2013	2/28/2013	Reproduction of Documents	3.00	0.10	0.30	319072-201		60730	New York	1276023	3/14/2013	☑	48937739
2/20/2013	2/28/2013	Reproduction of	23.00	0.10	2.30	319072-201		60730	New York	1276023	3/14/2013	☑	48937695

Work Date	GL Date	Cost Type	Quantity	Rate	Amount	Matter Number	Narrative	Tkpr #	Office	Invoice Number	Invoice Date	Active	Original Index
		Documents											
2/21/2013	2/28/2013	Reproduction of Documents	2.00	0.10	0.20	319072-201		60730	New York	1276023	3/14/2013	☑	48938085
2/25/2013	2/28/2013	Reproduction of Documents	32.00	0.10	3.20	319072-201		60730	New York	1276023	3/14/2013	☑	48957531
2/25/2013	2/28/2013	Reproduction of Documents	8.00	0.10	0.80	319072-201		60730	New York	1276023	3/14/2013	☑	48957103
2/25/2013	2/28/2013	Reproduction of Documents	6.00	0.10	0.60	319072-201		60730	New York	1276023	3/14/2013	☑	48956674

Total: 9.50

Total: 123.60

Total: 123.60

Total: 123.60

Cooley LLP

ATTORNEYS AT LAW

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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

April 11, 2013

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

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
Total Due on Current Invoice	**$**	**218,534.67**
Outstanding Balance from prior Invoices	**$**	**186,269.60**
Total Amount Due	**$**	**404,804.27**

Cooley LLP

319072-201
Atari Creditors' Committee

Invoice Number: 1283537
CL 01 62105

For services rendered through March 31, 2013 :

Date	Timekeeper	Description	Hours	Amount
ASSET DISPOSITION				
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 Hershcopf	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. Hershcopf 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

Cooley LLP

319072-201
Atari Creditors' Committee

Invoice Number: 1283537
CL 01 62105

Date	Timekeeper	Description	Hours	Amount
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
		Task Total:	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

Cooley LLP

319072-201
Atari Creditors' Committee

Invoice Number: 1283537
CL 01 62105

Date	Timekeeper	Description	Hours	Amount
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
		Task Total:	7.00	4,544.00

CASE ADMINISTRATION

Date	Timekeeper	Description	Hours	Amount
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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Date	Timekeeper	Description	Hours	Amount
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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Date	Timekeeper	Description	Hours	Amount
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 staus	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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Date	Timekeeper	Description	Hours	Amount
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. Schoulder 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. Hershcopf 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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Date	Timekeeper	Description	Hours	Amount
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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Date	Timekeeper	Description	Hours	Amount
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 lst 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

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Date	Timekeeper	Description	Hours	Amount
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 lst fee application of Cooley; (.2); file maintenance and organization (.1)	0.30	81.00
		Task Total:	71.60	35,299.50

CLAIMS

Date	Timekeeper	Description	Hours	Amount
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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Date	Timekeeper	Description	Hours	Amount
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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Date	Timekeeper	Description	Hours	Amount
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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Date	Timekeeper	Description	Hours	Amount
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
		Task Total:	39.60	18,418.00

EMPLOYEE BENEFITS/PENSIONS

Date	Timekeeper	Description	Hours	Amount
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. Hershcopf 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. Hershcopf re: KEIP	0.20	95.00
03/15/13	Cathy Rae Hershcopf	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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Date	Timekeeper	Description	Hours	Amount
03/18/13	Jeffrey L. Cohen	Correspondence with C. Hershcopf 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. Hershcopf 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. Hershcopf 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 Hershcopf	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. Hershcopf 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. Hershcopf 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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Date	Timekeeper	Description	Hours	Amount
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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Date	Timekeeper	Description	Hours	Amount
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
		Task Total:	33.20	21,687.00

FEE/EMPLOYMENT APPLICATIONS

Date	Timekeeper	Description	Hours	Amount
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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Date	Timekeeper	Description	Hours	Amount
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. Hershcopf 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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Date	Timekeeper	Description	Hours	Amount
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. Hershcopf 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. Hershcopf 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. Hershcopf 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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Date	Timekeeper	Description	Hours	Amount
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. Morrisey 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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Date	Timekeeper	Description	Hours	Amount
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
		Task Total:	34.10	16,336.50

FEE/EMPLOYMENT OBJECTIONS

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Date	Timekeeper	Description	Hours	Amount
03/13/13	Cathy Rae Hershcopf	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 Hershcopf	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. Hershcopf 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

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Date	Timekeeper	Description	Hours	Amount
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
		Task Total:	27.50	17,226.50

FINANCING AND CASH COLLATERAL

Date	Timekeeper	Description	Hours	Amount
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

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Date	Timekeeper	Description	Hours	Amount
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

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Date	Timekeeper	Description	Hours	Amount
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
		Task Total:	41.20	25,956.00

LITIGATION

Date	Timekeeper	Description	Hours	Amount
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

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Date	Timekeeper	Description	Hours	Amount
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

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Date	Timekeeper	Description	Hours	Amount
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
		Task Total:	28.70	16,253.50

MEETINGS

Date	Timekeeper	Description	Hours	Amount
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

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Date	Timekeeper	Description	Hours	Amount
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

Cooley LLP

319072-201
Atari Creditors' Committee

Invoice Number: 1283537
CL 01 62105

Date	Timekeeper	Description	Hours	Amount
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

319072-201
Atari Creditors' Committee

Invoice Number: 1283537
CL 01 62105

Date	Timekeeper	Description	Hours	Amount
		Task Total:	52.30	34,098.50

PLAN AND DISCLOSURE STATEMENT

Date	Timekeeper	Description	Hours	Amount
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
		Task Total:	4.00	2,164.00

TRAVEL

Date	Timekeeper	Description	Hours	Amount
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
		Task Total:	1.00	475.00

PREPARATION FOR AND ATTENDANCE AT COURT HEARINGS

Date	Timekeeper	Description	Hours	Amount
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

Invoice Number: 1283537
CL 01 62105

Date	Timekeeper	Description	Hours	Amount
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
		Task Total:	20.70	12,570.50

Total Fees **$218,168.50**

Fee Summary:

Timekeeper	Type	Rate	Hours	Total
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
Total Costs	**$366.17**
Total:	**$218,534.67**

Costcard Detail

Client: 319072 Atari, Inc. Official Committee of Unsecured Creditors

Currency USD US Dollar

Cost Type FE Federal Express

Work Date	GL Date	Cost Type	Quantity	Rate	Amount	Matter Number	Narrative	Tkpr #	Office	Invoice Number	Invoice Date	Active	Original Index
2/11/2013	3/6/2013	Federal Express	1.00	10.81	10.81	319072-201	Tracking Number: 794725549088 Shipper: Rebecca Goldstein Recipient Name: Honorable James M Peck Company: United States Bankruptcy Court	60730	New York	1283537	4/11/2013	☑	49033367
2/20/2013	3/8/2013	Federal Express	1.00	10.81	10.81	319072-201	Tracking Number: 794799325801 Shipper: Rebecca Goldstein Recipient Name: Honorable James M Peck Company: United States Bankruptcy Court	60730	New York	1283537	4/11/2013	☑	49043612
2/25/2013	3/31/2013	Federal Express	1.00	10.81	10.81	319072-201	Tracking Number: 794827585861 Shipper: Rebecca Goldstein Recipient Name: Honorable James M Peck Company: United States Bankruptcy Court	60730	New York	1283537	4/11/2013	☑	49161567
2/27/2013	3/31/2013	Federal Express	1.00	10.81	10.81	319072-201	Tracking Number: 794853053322 Shipper: Rebecca Goldstein Recipient Name: Honorable James M Peck Company: United States Bankruptcy Court	60730	New York	1283537	4/11/2013	☑	49161544
3/18/2013	3/31/2013	Federal	1.00	67.04	67.04	319072-201	Tracking Number: 799308110166	14505	Central	1283537	4/11/2013	☑	49158640

Work Date	GL Date	Cost Type	Quantity	Rate	Amount	Matter Number	Narrative	Tkpr #	Office	Invoice Number	Invoice Date	Active	Original Index
		Express					Shipper: Kris Cachia Recipient Name: The Honorable James M. Peck Company: U.S. Bankruptcy Court						
3/20/2013	3/31/2013	Federal Express	1.00	10.87	10.87	319072-201	Tracking Number: 799325760067 Shipper: Rebecca Goldstein Recipient Name: Honorable James M Peck Company: United States Bankruptcy Court	60730	New York	1283537	4/11/2013	☑	49161379
3/21/2013	3/31/2013	Federal Express	1.00	10.87	10.87	319072-201	Tracking Number: 799334163671 Shipper: Rebecca Goldstein Recipient Name: Honorable James M Peck Company: United States Bankruptcy Court	60730	New York	1283537	4/11/2013	☑	49161353
Total:					132.02								

Cost Type LX1 Research Database / Document Retrieval

Work Date	GL Date	Cost Type	Quantity	Rate	Amount	Matter Number	Narrative	Tkpr #	Office	Invoice Number	Invoice Date	Active	Original Index
2/21/2013	3/31/2013	Research Database / Document Retrieval	1.00	8.56	8.56	319072-201	WESTLAW for 2/2013 Invoice# 826716069 Researcher: ROBERT WINNING	15012	Central	1283537	4/11/2013	☑	49164158
Total:					8.56								

Cost Type ME Meals

Work Date	GL Date	Cost Type	Quantity	Rate	Amount	Matter Number	Narrative	Tkpr #	Office	Invoice Number	Invoice Date	Active	Original Index
3/5/2013	3/19/2013	Meals	1.00	16.68	16.68	319072-201		62105	New York	1283537	4/11/2013	☑	49108430
3/14/2013	4/11/2013	Meals	0.65	29.62	19.25	319072-201		62105	New York	1283537	4/11/2013	☑	49204970
3/15/2013	3/25/2013	Meals	1.00	18.05	18.05	319072-201		62105	New York	1283537	4/11/2013	☑	49124831
3/22/2013	4/11/2013	Meals	0.55	34.17	18.79	319072-201		60726	New York	1283537	4/11/2013	☑	49204971
Total:					72.77								

Cost Type PC Printed Pages (Color Printer)

Work Date	GL Date	Cost Type	Quantity	Rate	Amount	Matter Number	Narrative	Tkpr #	Office	Invoice Number	Invoice Date	Active	Original Index
3/13/2013	3/14/2013	Printed Pages (Color Printer)	78.00	0.10	7.80	319072-201		62105	New York	1283537	4/11/2013	☑	49086869
3/13/2013	3/14/2013	Printed Pages (Color Printer)	22.00	0.10	2.20	319072-201		62105	New York	1283537	4/11/2013	☑	49086744
3/13/2013	3/14/2013	Printed Pages (Color Printer)	19.00	0.10	1.90	319072-201		62105	New York	1283537	4/11/2013	☑	49086900
3/13/2013	3/14/2013	Printed Pages (Color Printer)	20.00	0.10	2.00	319072-201		62105	New York	1283537	4/11/2013	☑	49086922
3/13/2013	3/14/2013	Printed Pages (Color Printer)	22.00	0.10	2.20	319072-201		62105	New York	1283537	4/11/2013	☑	49086907
3/13/2013	3/14/2013	Printed Pages (Color Printer)	24.00	0.10	2.40	319072-201		62105	New York	1283537	4/11/2013	☑	49086724
3/13/2013	3/14/2013	Printed Pages (Color Printer)	29.00	0.10	2.90	319072-201		62105	New York	1283537	4/11/2013	☑	49086733
3/13/2013	3/14/2013	Printed Pages (Color Printer)	23.00	0.10	2.30	319072-201		62105	New York	1283537	4/11/2013	☑	49086738
Total:					23.70								

Cost Type TE Telephone

Work Date	GL Date	Cost Type	Quantity	Rate	Amount	Matter Number	Narrative	Tkpr #	Office	Invoice Number	Invoice Date	Active	Original Index
3/5/2013	3/6/2013	Telephone	1.00	2.34	2.34	319072-201	Ext...: 6525NY Number..: (408) 489-0496 Time..: 14:02 Dest..: San Jose CA Dur...: 5.50	62105	New York	1283537	4/11/2013	☑	49032980

Work Date	GL Date	Cost Type	Quantity	Rate	Amount	Matter Number	Narrative	Tkpr #	Office	Invoice Number	Invoice Date	Active	Original Index
3/7/2013	3/8/2013	Telephone	1.00	6.24	6.24	319072-201	Ext...: 6125NY Number..: (732) 635-3104 Time..: 16:35 Dest..: Metuchen NJ Dur...: 15.70	62105	New York	1283537	4/11/2013	☑	49042730
3/8/2013	3/11/2013	Telephone	1.00	0.39	0.39	319072-201	Ext...: 6218NY Number..: (202) 887-4027 Time..: 11:43 Dest..: Washingt DC Dur...: 0.40	62105	New York	1283537	4/11/2013	☑	49070713
3/11/2013	3/12/2013	Telephone	1.00	4.68	4.68	319072-201	Ext...: 6218NY Number..: (202) 887-4027 Time..: 11:24 Dest..: Washingt DC Dur...: 11.10	62105	New York	1283537	4/11/2013	☑	49078946
3/13/2013	3/14/2013	Telephone	1.00	4.29	4.29	319072-201	Ext...: 6218NY Number..: (919) 886-6694 Time..: 11:51 Dest..: N/A Dur...: 11.00	62105	New York	1283537	4/11/2013	☑	49088342
3/15/2013	3/18/2013	Telephone	1.00	12.48	12.48	319072-201	Ext...: 6218NY Number..: (210) 312-4497 Time..: 11:26 Dest..: San Anto TX Dur...: 32.00	62105	New York	1283537	4/11/2013	☑	49102187
3/18/2013	3/19/2013	Telephone	1.00	1.95	1.95	319072-201	Ext...: 2390SF Number..: (312) 423-1425 Time..: 15:11 Dest..: Chicago IL Dur...: 4.70	62105	San Francisco	1283537	4/11/2013	☑	49107758
3/21/2013	3/22/2013	Telephone	1.00	7.80	7.80	319072-201	Ext...: 6218NY Number..: (202) 887-4027 Time..: 15:23 Dest..: Washingt DC Dur...: 19.80	62105	New York	1283537	4/11/2013	☑	49120387
3/28/2013	3/29/2013	Telephone	1.00	1.95	1.95	319072-201	Ext...: 6138NY Number..: (310) 990-4992 Time..: 17:18 Dest..: Beverly CA Dur...: 4.30	62105	New York	1283537	4/11/2013	☑	49149400

Total: 42.12

Cost Type TP Transportation

Work Date	GL Date	Cost Type	Quantity	Rate	Amount	Matter Number	Narrative	Tkpr #	Office	Invoice Number	Invoice Date	Active	Original Index
3/22/2013	3/22/2013	Transportation	1.00	30.00	30.00	319072-201	Metrocard purchase for travel to/from Court hearings 03/6/13	62105	New York	1283537	4/11/2013	☑	49120750
3/29/2013	3/29/2013	Transportation	1.00	30.00	30.00	319072-201	NYC Subway metrocard purchase to travel to/from court hearings - 3/27/13	62105	New York	1283537	4/11/2013	☑	49146421

Total: 60.00

Cost Type XE Reproduction of Documents

Work Date	GL Date	Cost Type	Quantity	Rate	Amount	Matter Number	Narrative	Tkpr #	Office	Invoice Number	Invoice Date	Active	Original Index
3/4/2013	3/6/2013	Reproducti	42.00	0.10	4.20	319072-201		60730	New	1283537	4/11/2013	☑	49028285

Work Date	GL Date	Cost Type	Quantity	Rate	Amount	Matter Number	Narrative	Tkpr #	Office	Invoice Number	Invoice Date	Active	Original Index
		on of Documents							York				
3/4/2013	3/6/2013	Reproduction of Documents	6.00	0.10	0.60	319072-201		60730	New York	1283537	4/11/2013	☑	49028322
3/4/2013	3/6/2013	Reproduction of Documents	1.00	0.10	0.10	319072-201		60730	New York	1283537	4/11/2013	☑	49028046
3/4/2013	3/6/2013	Reproduction of Documents	1.00	0.10	0.10	319072-201		60730	New York	1283537	4/11/2013	☑	49028014
3/4/2013	3/6/2013	Reproduction of Documents	5.00	0.10	0.50	319072-201		60730	New York	1283537	4/11/2013	☑	49027992
3/6/2013	3/7/2013	Reproduction of Documents	10.00	0.10	1.00	319072-201		60730	New York	1283537	4/11/2013	☑	49035091
3/7/2013	3/8/2013	Reproduction of Documents	5.00	0.10	0.50	319072-201		62105	New York	1283537	4/11/2013	☑	49040038
3/8/2013	3/11/2013	Reproduction of Documents	2.00	0.10	0.20	319072-201		62105	New York	1283537	4/11/2013	☑	49067004
3/19/2013	3/20/2013	Reproduction of Documents	40.00	0.10	4.00	319072-201		13904	New York	1283537	4/11/2013	☑	49110179
3/19/2013	3/20/2013	Reproduction of Documents	156.00	0.10	15.60	319072-201		13904	New York	1283537	4/11/2013	☑	49109236

Work Date	GL Date	Cost Type	Quantity	Rate	Amount	Matter Number	Narrative	Tkpr #	Office	Invoice Number	Invoice Date	Active	Original Index
3/27/2013	3/28/2013	Reproduction of Documents	2.00	0.10	0.20	319072-201		62105	New York	1283537	4/11/2013	☑	49142823
Total:					27.00								
Total:					366.17								
Total:					366.17								
			Total:		366.17								

FedEx

Invoice Number	Invoice Date	Account Number	Page
2-179-72804	Feb 18, 2013	-0077-7	7 of 26

Picked up: Feb 11, 2013 Cust. Ref.: 000000-000-60730 Ref#2:
Payor: Shipper Ref#3: 31107-2-201

- The Earned Discount for this ship date has been calculated based on a revenue threshold of $ 39117.78
- Fuel Surcharge - FedEx has applied a fuel surcharge of 10.00% to this shipment.
- Distance Based Pricing, Zone 2

Automation	WSXI	**Sender**	**Recipient**	
Tracking ID	794725549088	Rebecca Goldstein	Honorable James M Peck	
Service Type	FedEx Priority Overnight	Cooley LLP	United States Bankruptcy Court	
Package Type	FedEx Envelope	1114 Avenue of the Americas	1 Bowling Green Rm 601	
Zone	02	NEW YORK CITY NY 10036 US	NEW YORK NY 10004 US	
Packages	1			
Rated Weight	N/A	Transportation Charge		19.80
Delivered	Feb 12, 2013 09:26	Earned Discount		-2.77
Svc Area	A1	Discount		-11.29
Signed by	M.WILSON	Fuel Surcharge		0.57
FedEx Use	000000000/0000186/_	Adult Signature		4.50
		Total Charge	**USD**	**$10.81**

FedEx®

Invoice Number	Invoice Date	Account Number	Page
2-187-22239	Feb 25, 2013	0077-7	18 of 28

Picked up: Feb 20, 2013 **Cust. Ref: 319072-201 60730** **Ref #2**
Payor: Shipper **Ref #3**

- Fuel Surcharge - FedEx has applied a fuel surcharge of 10.00% to this shipment.
- The Earned Discount for this ship date has been calculated based on a revenue threshold of $ 39108.75
- Distance Based Pricing, Zone 2

Automation	WSXI	**Sender**	**Recipient**	
Tracking ID	794799325801	Rebecca Goldstein	Honorable James M Peck	
Service Type	FedEx Priority Overnight	Cooley LLP	United States Bankruptcy Court	
Package Type	FedEx Envelope	1114 Avenue of the Americas	I Bowling Grn Rm 601	
Zone	02	NEW YDRK CITY NY 10036 US	NEW YORK NY 10004 US	
Packages	1			
Rated Weight	N/A	Transportation Charge		19.80
Delivered	Feb 21, 2013 09:24	Discount		-11.29
Svc Area	A1	Fuel Surcharge		0.57
Signed by	M.PORTER	Adult Signature		4.50
FedEx Use	000000000/0000186/_	Earned Discount		-2.77
		Total Charge	**USD**	**$10.81**

FedEx®

Invoice Number	Invoice Date	Account Number	Page
2-194-58969	Mar 04, 2013	-0077-7	12 of 33

Picked up: Feb 25, 2013 Cust. Ref.: 319072-201-60730 Ref.#2:
Payor: Shipper Ref.#3:

- The Earned Discount for this ship date has been calculated based on a revenue threshold of $ 39226.90
- Fuel Surcharge - FedEx has applied a fuel surcharge of 10.00% to this shipment.
- Distance Based Pricing, Zone 2

Automation	WSXI	**Sender**	**Recipient**
Tracking ID	794827585861	Rebecca Goldstein	Honorable James M Peck
Service Type	FedEx Priority Overnight	Cooley LLP	United States Bankruptcy Court
Package Type	FedEx Envelope	1114 Avenue of the Americas	1 Bowling Grn Rm 601
Zone	02	NEW YORK CITY NY 10036 US	NEW YORK NY 10004 US
Packages	1		

Rated Weight	N/A	Transportation Charge		19.80
Delivered	Feb 26, 2013 09:33	Earned Discount		-2.77
Svc Area	A1	Fuel Surcharge		0.57
Signed by	S.HIBBERT	Adult Signature		4.50
FedEx Use	000000000/0000186/_	Discount		-11.29
		Total Charge	**USD**	**$10.81**

FedEx®

Invoice Number	Invoice Date	Account Number	Page
2-194-58969	Mar 04, 2013	0077-7	24 of 33

Picked up: Feb 27, 2013 **Cust. Ref.:** 319072-201-60730 **Ref.#2:**
Payor: Shipper **Ref.#3:**

- Fuel Surcharge - FedEx has applied a fuel surcharge of 10.00% to this shipment.
- The Earned Discount for this ship date has been calculated based on a revenue threshold of $ 39226.90
- Distance Based Pricing, Zone 2

Automation: WSXI
Tracking ID: 794853053322
Service Type: FedEx Priority Overnight
Package Type: FedEx Envelope
Zone: 02
Packages: 1
Rated Weight: 1.0 lbs, 0.5 kgs
Delivered: Feb 28, 2013 09:36
Svc Area: A1
Signed by: K.CAPPIELLO
FedEx Use: 000000000/0000186/_

Sender
Rebecca Goldstein
Cooley LLP
1114 Avenue of the Americas
NEW YORK CITY NY 10036 US

Recipient
Honorable James M Peck
United States Bankruptcy Court
1 Bowling Grn Rm 601
NEW YORK NY 10004 US

Transportation Charge		19.80
Discount		-11.29
Fuel Surcharge		0.57
Adult Signature		4.50
Earned Discount		-2.77
Total Charge	USD	**$10.81**

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Invoice Number	Invoice Date	Account Number	Page
2-217-56134	Mar 25, 2013	4600-0	41 of 43

Dropped off: Mar 18, 2013 **Cust. Ref.: 319072-201** **Ref.#2:**
Payor: Shipper **Ref.#3:**

- Fuel Surcharge - FedEx has applied a fuel surcharge of 11.00% to this shipment.
- Business Closed or Adult Recipient Unavailable - Delivery Not Completed.
- Distance Based Pricing, Zone 8
- 1st attempt Mar 19, 2013 at 07:56 AM.

Automation	INET
Tracking ID	799308110166
Service Type	FedEx First Overnight
Package Type	FedEx Envelope
Zone	08
Packages	1
Rated Weight	N/A
Declared Value	USD 1.00
Delivered	Mar 19, 2013 09:40
Svc Area	A1
Signed by	M.PORTER
FedEx Use	000000000/0000009/_

Sender
Kris Cachia
Cooley LLP
101 California Street
SAN FRANCISCO CA 94111 US

Recipient
The Honorable James M. Peck
U.S. Bankruptcy Court
One Bowling Green
NEW YORK NY 10004 US

Transportation Charge		60.40
Fuel Surcharge		6.64
Declared Value Charge		0.00
Total Charge	USD	**$67.04**

319072-201 Reference Subtotal USD $67.04

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1823501

FedEx®

Invoice Number	Invoice Date	Account Number	Page
2-217-33272	Mar 25, 2013	0077-7	18 of 30

Picked up: Mar 20, 2013 Cust. Ref.: 319072-201-60730 Ref.#2:
Payor: Shipper Ref.#3:

- The Earned Discount for this ship date has been calculated based on a revenue threshold of $ 39730.97
- Fuel Surcharge - FedEx has applied a fuel surcharge of 11.00% to this shipment.
- Distance Based Pricing, Zone 2

Automation	WSXI	**Sender**	**Recipient**
Tracking ID	799325760067	Rebecca Goldstein	Honorable James M Peck
Service Type	FedEx Priority Overnight	Cooley LLP	United States Bankruptcy Court
Package Type	FedEx Envelope	1114 Avenue of the Americas	1 Bowling Grn Rm 601
Zone	02	NEW YORK CITY NY 10036 US	NEW YORK NY 10004 US
Packages	1		

Rated Weight	N/A	Transportation Charge		19.80
Delivered	Mar 21, 2013 09:34	Earned Discount		-2.77
Svc Area	A1	Fuel Surcharge		0.63
Signed by	M.PORTER	Discount		-11.29
FedEx Use	000000000/0000186/_	Adult Signature		4.50
		Total Charge	**USD**	**$10.87**

FedEx.

Invoice Number	Invoice Date	Account Number	Page
2-217-33272	Mar 25, 2013	0077-7	23 of 30

Picked up: Mar 21, 2013 **Cust. Ref.: 319072-201-60730** **Ref #2:**
Payor: Shipper **Ref #3:**

- The Earned Discount for this ship date has been calculated based on a revenue threshold of $ 39730.97
- Fuel Surcharge - FedEx has applied a fuel surcharge of 11.00% to this shipment.
- Distance Based Pricing, Zone 2

Automation	WSXI	**Sender**	**Recipient**	
Tracking ID	799334163671	Rebecca Goldstein	Honorable James M Peck	
Service Type	FedEx Priority Overnight	Cooley LLP	United States Bankruptcy Court	
Package Type	FedEx Envelope	1114 Avenue of the Americas	1 Bowling Grn Rm 601	
Zone	02	NEW YORK CITY NY 10036 US	NEW YORK NY 10004 US	
Packages	1			
Rated Weight	N/A	Transportation Charge		19.80
Delivered	Mar 22, 2013 09:27	Adult Signature		4.50
Svc Area	A1	Earned Discount		-2.77
Signed by	K.SU	Discount		-11.29
FedEx Use	000000000/0000186/_	Fuel Surcharge		0.63
		Total Charge	USD	**$10.87**

Y

3/

Y

341861874	Cohen Jeffrey	05-Mar-13 12:30 PM	319072-201	62105	Energy Kitchen (W 47th)	Meals	Meals	$12.97	$1.15	$0.00	$2.00	$0.00	$0.56	$16.68	-	No

Comment: working meal - DIP hearing prep.

*.

[redacted]

344793189	Cohen Jeffrey	14-Mar-13 12:09 PM	319072-201	62105	Haru On Broadway	Meals	Meals	$24.45	$2.17	$0.00	$2.00	$0.00	$1.00	$29.62	-	No	REDUCED TO $19.25.
Comment: working meal.																	
345143580	Cohen Jeffrey	15-Mar-13 12:49 PM	319072-201	62105	Le Mirage Cafe & Pizza	Meals	Meals	$14.18	$1.26	$0.00	$2.00	$0.00	$0.61	$18.05	-	No	
Comment: working meal																	

Comment: Lunch for clients and team

347337834	Hershcopf Cathy	22-Mar-13 12:09 PM	319072-201	60726	Blake & Todd	Meals	Meals	$25.45	$2.26	$0.00	$2.75	$2.55	$1.16	$34.17	No	REDUCED TO $18.79.

MVM RECEIPT

MTA NYC TRANSIT
34TH STREET-PENN STATION
NEW YORK CITY NY

MVM #: 0678(R138 0702)

Wed 06 March 13 08:45

Trans: Add Value OK
Payment Mode: Credit

Amount:	$ 30.00
Initial Value:	$ 0.20
Value Added:	$ 30.00
Bonus:	$ 1.50
Card Value:	$ 31.70
Total Paid:	$ 30.00

AMERICAN EXPRESS
Card #:
***********1001
Auth#: 540124
Ref #: 054941425493

Serial #:2439840622
Type: 000
FULL FARE

Atqn

Questions?
Call (212) METROCARD

MTA NYC TRANSIT
34TH STREET-PENN STATION
NEW YORK CITY NY

MEM #: 5029(R139 0400)

Wed 27 March 13 08:17

Trans: Add Value OK

Amount:	$ 30.00
Initial Value:	$ 1.70
Value Added:	$ 30.00
Bonus:	$ 1.50
Card Value:	$ 33.20
Total Paid:	$ 30.00

AMERICAN EXPRESS
Card #:
***********1001
Auth#: 541621
Ref #: 02883234646

Serial #:2439840622
Type: 000
FULL FARE

Questions?
Call (212) METROCARD

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.

Tax ID 36-3618957

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

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

Subtotal	7.98
Taxes & Fees	2.41
Total Due USD	**10.39**

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

Atar.

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

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 Univrsl Srvc Fund (FUSF):	1.28
MTA:	0.05
State Tax:	0.20
Administrative Fee:	0.17
Total Due USD	**10.39**

Starting March 1st 2013, minimum invoice fees and additional charges for dial out and large reservationless calls could apply. For more information, please contact your Arkadin representative.

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.

Tax ID 36-3618957

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

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

Subtotal	7.14
Taxes & Fees	2.15
Total Due USD	**9.29**

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

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
					204			**7.14**

Taxes & Fees Summary:

County Tax:	0.63
Fed Univrsl Srvc Fund (FUSF):	1.15
MTA:	0.04
State Tax:	0.18
Administrative Fee:	0.15
Total Due USD	**9.29**

Starting March 1st 2013, minimum invoice fees and additional charges for dial out and large reservationless calls could apply. For more information, please contact your Arkadin representative.

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.

Tax ID 36-3618957

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

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

Subtotal	5.53
Taxes & Fees	1.67
Total Due USD	**7.20**

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

Non

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

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
					158			**5.53**

Taxes & Fees Summary:

County Tax:	0.49
Fed Univrsl Srvc Fund (FUSF):	0.89
MTA:	0.03
State Tax:	0.14
Administrative Fee:	0.12
Total Due USD	**7.20**

Starting March 1st 2013, minimum invoice fees and additional charges for dial out and large reservationless calls could apply. For more information, please contact your Arkadin representative.

arkadin

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.

Tax ID 36-3618957

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

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

Subtotal	34.30
Taxes & Fees	10.37
Total Due USD	**44.67**

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

Client Code: 999

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

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
					980			**34.30**

~~Client Admin~~
Ataci

Taxes & Fees Summary:

County Tax:	3.04
Fed Univrsl Srvc Fund (FUSF):	5.52
MTA:	0.21
State Tax:	0.88
Administrative Fee:	0.72
Total Due USD	**44.67**

Starting March 1st 2013, minimum invoice fees and additional charges for dial out and large reservationless calls could apply. For more information, please contact your Arkadin representative.

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	$__ 1,685.01____

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)

Or Comments?
tact:
o International Airport
rt Blvd
o TX 78216
3465
5
:41 L# 3 A# 4 Txn# 13514
4:14 In 03/29/13 11:41 Out

$ 72.00
$ 72.00
$ 72.00-
X9383
.:050505
o.:00000195
$ 0.00
or Choosing To Park With Us

TAXI CASH RECEIPT

Newark, N.J.

Cab No. ______ Date 3/27/13

Pick-up from Newark Int'l Airport

To ______

Amount $ 131.68

☑ Inc. Tolls ☐ Luggage ☐ Several Stops

☐ Tips ☐ $1.00 for luggage

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 VW

SAN ANTONIO, TX 78261-2557
US

Room: 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

HILTON HHONORS
WALDORF ASTORIA
CONRAD
Hilton
DOUBLETREE
EMBASSY SUITES
Hilton Garden Inn
Hampton
HOMEWOOD SUITES
HOME2
Hilton Grand Vacations

ACCOUNT NO.
MC *9383

DATE OF CHARGE
03/27/2013

FOLIO NO./CHECK NO.
3674166 A

CARD MEMBER NAME
GOLDSTEIN, HARVEY

AUTHORIZATION
044925

INITIAL

ESTABLISHMENT NO. & LOCATION

ESTABLISHMENT AGREES TO TRANSMIT TO CARD HOLDER FOR PAYMENT

PURCHASES & SERVICES

TAXES

TIPS & MISC.

CARD MEMBER'S SIGNATURE

TOTAL AMOUNT

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

PAYMENT DUE UPON RECEIPT

AMERICAS • EUROPE • MIDDLE EAST • AFRICA • ASIA • AUSTRALASIA skip to content

JPMorgan Chase Commercial Card Account Center

transaction activitypayment informationaccount management

-

- HOME
- PROFILE/ALERTS
- HELP
- SIGN OFF

Current Info
Past Info
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
[redacted]	[redacted]	[redacted]
[redacted]	[redacted]	[redacted]
[redacted]	[redacted]	[redacted]
[redacted]	[redacted]	[redacted]
03/19/2013	$470.10	SOUTHWES 5262116139375
[redacted]	[redacted]	[redacted]
[redacted]	[redacted]	[redacted]
03/29/2013	$131.68	SQ *SAODAT RAUPOVA
03/29/2013	$72.00	AIRPORT PARKING - SAT
03/29/2013	$868.85	HILTON HOTELS
[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 accurred in the course of business

4-2-2013

Please make payment to:

Thomas A Gross
4826 Millens Bay Ct
Apex, NC 27539

SSL-1 CPN 1109928

AmericanAirlines oneworld

PASSENGER RECEIPT
DUPLICATE

AmericanAirlines

18MAR13

PASSENGER NAME
GROSS/THOMAS

RECORD LOCATOR
NYREUI

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

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

NOT VALID FOR TRAVEL

FARE	314.42	USD
TFC	23.58	US
TFC	7.80	ZP
TFC	14.00	XT
TOTAL	359.80	USD

FOP-A/C BAXXXXXXXXXXXX9838
0012320462760

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 03/27/2013
ORDER #2043 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 #:	XXXXXXXXXXXX9838
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 XXXXXXXXXXXX		433.85

Balance: $0

Signature:______________________________

Long Island Rail Road
Station # 9114 Jamaica

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

Long Island Rail Road...
going your way
TSM ID # 11430
Transaction # 190068
Card # ############9838
Date / Time 03/27/13 08:20

Thomas Gross

Cooley LLP

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

May 13, 2013

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

Invoice Number: 1291995
CL 01 62105

319072-201

Atari Creditors' Committee

For services rendered through April 30, 2013

Fees	$	68,539.50
Chargeable costs and disbursements	$	1,754.51
Total Due on Current Invoice	**$**	**70,294.01**
Outstanding Balance from prior Invoices	**$**	**404,804.27**
Total Amount Due	**$**	**475,098.28**

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For services rendered through April 30, 2013 :

Date	Timekeeper	Description	Hours	Amount
ASSET DISPOSITION				
04/02/13	Alex R. Velinsky	Telephone call with K. Manoukian re: asset abandonment	0.10	47.50
04/02/13	Alex R. Velinsky	Email to J. Cohen re: asset abandonment	0.10	47.50
04/02/13	Alex R. Velinsky	Email to Atari re: equipment abandonment	0.10	47.50
04/08/13	Jeffrey L. Cohen	Multiple correspondence with DPS re: indicative bids received	1.10	764.50
04/09/13	Jeffrey L. Cohen	Telephone call with A. Schoulder re: Alden stand-still in light of lack of sale information	0.40	278.00
04/09/13	Jeffrey L. Cohen	Correspondence with committee members re: lack of sale information	1.10	764.50
04/09/13	Jeffrey L. Cohen	Telephone call with S. Alberino re: board restrictions on sharing bids	0.40	278.00
04/09/13	Alex R. Velinsky	Review J. Cohen emails re: indicative bids	0.20	95.00
04/09/13	Alex R. Velinsky	Conference with J. Cohen re: sale status	0.10	47.50
04/09/13	Alex R. Velinsky	Review T. Carlson email re: sale update	0.10	47.50
04/10/13	Alex R. Velinsky	Telephone call with Duff & Phelps re: sale process	0.50	237.50
04/10/13	Alex R. Velinsky	Review K. Manoukian email re: initial bids	0.10	47.50
04/10/13	Alex R. Velinsky	Review email from J. Cohen re: sale update	0.10	47.50
04/10/13	Alex R. Velinsky	Review indicative bid information	0.10	47.50
04/10/13	Jeffrey L. Cohen	Review bid summary page and correspondence re: same	0.90	625.50
04/10/13	Jeffrey L. Cohen	Conference call with DPS re: indicative bids and related issues	0.80	556.00
04/10/13	Cathy Rae Hershcopf	Call with D&P re bids (.4); follow up with ABG (.3)	0.70	591.50
04/10/13	Robert B. Winning	Review bid summary	0.30	130.50
04/11/13	Jeffrey L. Cohen	Correspond with DPS re: sales process	1.10	764.50
04/12/13	Lawrence C. Gottlieb	Review email re status of deal with Alden and future steps	0.10	99.50

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Date	Timekeeper	Description	Hours	Amount
04/16/13	Alex R. Velinsky	Telephone call with A. Chong re: sale update	0.10	47.50
04/16/13	Alex R. Velinsky	Emails with J. Cohen re: sale update	0.20	95.00
04/17/13	Alex R. Velinsky	Emails with H. Goldstein and J. Cohen re: update	0.20	95.00
04/18/13	Jeffrey L. Cohen	Multiple correspondence re: sale process update	1.10	764.50
04/19/13	Alex R. Velinsky	Review K. Manoukian email re: sale of office furniture (.1); J. Cohen email re: same (.1)	0.20	95.00
04/22/13	Jeffrey L. Cohen	Multiple correspondence with S. Alberino re: sale process status	0.60	417.00
04/22/13	Alex R. Velinsky	Email to A. Chong re: status	0.10	47.50
04/23/13	Jeffrey L. Cohen	Call with S. Alberino re: sale update	0.40	278.00
04/23/13	Alex R. Velinsky	Review A. Chong email re: bid status	0.10	47.50
04/23/13	Alex R. Velinsky	Emails with A. Chong re: sale update	0.20	95.00
04/23/13	Alex R. Velinsky	Emails with H. Goldstein re: sale update	0.20	95.00
04/23/13	Alex R. Velinsky	Emails with A. Chong re: sale update	0.20	95.00
04/24/13	Alex R. Velinsky	Telephone call with J. Cohen re: sale update	0.20	95.00
04/24/13	Alex R. Velinsky	Review UST objection to sale incentive plan	0.40	190.00
04/24/13	Alex R. Velinsky	Review K. Coleman email re: discovery letter	0.10	47.50
04/29/13	Lawrence C. Gottlieb	Emails re negotiations with buyer	0.20	199.00
		Task Total:	12.90	8,268.50

BUSINESS OPERATIONS

Date	Timekeeper	Description	Hours	Amount
04/02/13	Alex R. Velinsky	Review KEIP deadline extension email from Akin	0.10	47.50
04/03/13	Alex R. Velinsky	Review DIP variance report	0.20	95.00
04/10/13	Alex R. Velinsky	Review DIP variance report	0.20	95.00
04/16/13	Alex R. Velinsky	Review March monthly operating report	0.40	190.00
04/17/13	Jeffrey L. Cohen	Review DIP variance report	0.30	208.50
04/17/13	Alex R. Velinsky	Review DIP variance report	0.20	95.00

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Date	Timekeeper	Description	Hours	Amount
04/24/13	Jeffrey L. Cohen	Review DIP variance report and discuss same	0.30	208.50
04/24/13	Alex R. Velinsky	Review weekly DIP variance report	0.20	95.00
		Task Total:	1.90	1,034.50

CASE ADMINISTRATION

Date	Timekeeper	Description	Hours	Amount
04/02/13	Jeffrey L. Cohen	Telephone call with S. Alberino re: case status and continued Alden discussions	0.70	486.50
04/02/13	Jeffrey L. Cohen	Multiple telephone calls with T. Carlson re: DPS fees	1.10	764.50
04/02/13	Alex R. Velinsky	Emails with T. Gross re: expense reimbursement	0.20	95.00
04/02/13	Alex R. Velinsky	Email to Akin re; 3/20 hearing transcript	0.10	47.50
04/03/13	Jeffrey L. Cohen	Multiple office conferences with C. Hershcopf re: Alden proposal	0.80	556.00
04/03/13	Alex R. Velinsky	Emails re: transcript with K. Manoukian	0.10	47.50
04/03/13	Alex R. Velinsky	Email to H. Goldstein re: call availability	0.10	47.50
04/03/13	Rebecca Goldstein	File maintenance and organization.	0.20	54.00
04/03/13	Robert B. Winning	Review transcript of March 20 hearing	0.30	130.50
04/04/13	Alex R. Velinsky	Emails with H. Goldstein re: expense reimbursement	0.20	95.00
04/04/13	Alex R. Velinsky	Further email with H. Goldstein re: expense reimbursement	0.20	95.00
04/04/13	Alex R. Velinsky	Emails with R. Winning re: 341 meeting	0.10	47.50
04/04/13	Robert B. Winning	Committee call re: Alden settlement proposal	0.90	391.50
04/05/13	Alex R. Velinsky	Conference with R. Winning re: 341 meeting	0.20	95.00
04/05/13	Alex R. Velinsky	Internal emails re: W-9 forms	0.10	47.50
04/05/13	Alex R. Velinsky	Email to R. Mattes re: W9	0.10	47.50
04/05/13	Robert B. Winning	Correspondence re: 341 meeting	0.30	130.50
04/05/13	Robert B. Winning	Prepare for and attend 341 meeting	1.10	478.50
04/11/13	Alex R. Velinsky	Email to K. Manoukian re: estimated fees	0.10	47.50

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Date	Timekeeper	Description	Hours	Amount
04/12/13	Jeffrey L. Cohen	Multiple correspondence with H. Goldstein re: Alden change in position	1.30	903.50
04/12/13	Jeffrey L. Cohen	Telephone call with S. Alberino re: status of Alden discussions and KEIP	0.70	486.50
04/12/13	Jeffrey L. Cohen	Multiple correspondence with committee re: status of Alden discussions and re-commencement of investigation efforts	1.20	834.00
04/16/13	Alex R. Velinsky	Telephone call with chambers re: filing Carlson declaration under seal	0.20	95.00
04/17/13	Alex R. Velinsky	Review K. Manoukian and Jeff Cohen emails re: adjourned KEIP hearing	0.10	47.50
04/22/13	Rebecca Goldstein	Review case administrative order re fee applications (.2); e file second monthly fee statement of Cooley (.4)); e file lst monthly fee statement of Duff and Phelps(.4); prepare e mail to BMC re service of same (.2)	1.20	324.00
04/26/13	Kris T. Cachia	Finalize and file Ex Parte Motion re Rule 2004 and Cohen Declaration (0.4); prepare letter to Judge Peck re required chamber copies and proposed Order (0.2); conversation with L. Bets re service issues (0.1); prepare email to A. Velinsky re status of filing (0.1)	0.80	196.00
04/26/13	Jeffrey L. Cohen	Telephone call with H. Goldstein re: Alden call	0.60	417.00
04/26/13	Alex R. Velinsky	Telephone call with K. Cachia re: filing 2004 motion	0.20	95.00
04/26/13	Alex R. Velinsky	Telephone call with chambers re: filing 2004 motion	0.10	47.50
04/29/13	Jeffrey L. Cohen	Multiple correspondence with committee members re: Alden demand	0.50	347.50
04/29/13	Jeffrey L. Cohen	Telephone call with DPS re: staffing changes	0.30	208.50
04/30/13	Jeffrey L. Cohen	Telephone call with A. Schoulder re: Alden deal withdrawal	0.30	208.50
04/30/13	Alex R. Velinsky	Review J. Cohen email to committee re: Carlson	0.10	47.50
04/30/13	Alex R. Velinsky	Review K. Manoukian email re: amended schedules	0.10	47.50

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Date	Timekeeper	Description	Hours	Amount
		Task Total:	14.60	8,010.00

CLAIMS

Date	Timekeeper	Description	Hours	Amount
04/02/13	Alex R. Velinsky	Emails with Duff & Phelps re: claims analysis	0.10	47.50
04/02/13	Alex R. Velinsky	Telephone call with A. Chong re: claims analysis	0.50	237.50
04/02/13	Alex R. Velinsky	Review A. Chong email re: claims analysis	0.20	95.00
04/03/13	Jeffrey L. Cohen	Review Debtor's claims analysis and discuss same with A. Velinsky	1.20	834.00
04/03/13	Jeffrey L. Cohen	Review DPS materials and claims pool ranges	0.40	278.00
04/03/13	Alex R. Velinsky	Telephone call with A. Chong re: claim analysis presentation	0.20	95.00
04/03/13	Alex R. Velinsky	Email to A. Chong re: claims analysis	0.10	47.50
04/03/13	Alex R. Velinsky	Further revisions to claim analysis materials	0.30	142.50
04/03/13	Alex R. Velinsky	Emails with A. Chong re: claims analysis material	0.20	95.00
04/03/13	Alex R. Velinsky	Review and revise Duff & Phelps materials re: claims estimates	0.70	332.50
04/03/13	Alex R. Velinsky	Communications with A. Chong re: claims analysis materials	0.40	190.00
04/04/13	Robert B. Winning	Research re: size of claims pool	0.90	391.50
04/05/13	Alex R. Velinsky	Review and respond to Rackspace email re: claim (.2); review claims docket for response (.2)	0.40	190.00
04/18/13	Alex R. Velinsky	Review filed proofs of claim to analyze size of claims pool	0.60	285.00
04/19/13	Alex R. Velinsky	Review M. D'Amore email re: Rackspace POC (.1); review claims register (.2); email M. D'Amore re: same (.1)	0.40	190.00
04/22/13	Alex R. Velinsky	Review M. D'Amore email re: POC	0.10	47.50
04/29/13	Cathy Rae Hershcopf	Emails with creditors re proof of filing claims	0.70	591.50
04/29/13	Alex R. Velinsky	Email to committee re: bar date	0.20	95.00

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Date	Timekeeper	Description	Hours	Amount
04/29/13	Alex R. Velinsky	Emails with C. Hershcopf re: claims	0.20	95.00
04/29/13	Alex R. Velinsky	Email to H. Newman re: claim form	0.20	95.00
04/29/13	Alex R. Velinsky	Email to T. Gross re: claim form	0.20	95.00
04/29/13	Alex R. Velinsky	Review BMC list of filed claim forms	0.20	95.00
04/29/13	Alex R. Velinsky	Email to A. Chong re: claims	0.20	95.00
		Task Total:	8.60	4,660.00

EMPLOYEE BENEFITS/PENSIONS

Date	Timekeeper	Description	Hours	Amount
04/02/13	Alex R. Velinsky	Review J. Cohen email re: KEIP objection deadline	0.10	47.50
04/05/13	Alex R. Velinsky	Review J. Cohen emails re: KEIP objection deadline extension	0.20	95.00
04/08/13	Alex R. Velinsky	Email to J. Cohen re: KEIP reservation of rights	0.20	95.00
04/08/13	Alex R. Velinsky	Draft reservation of rights in connection with KEIP motion	0.40	190.00
04/09/13	Jeffrey L. Cohen	Telephone call with R. Morrissey re: Debtors' proposed incentive plans	0.60	417.00
04/09/13	Alex R. Velinsky	Emails with J. Cohen re: reservation of rights and KEIP	0.20	95.00
04/09/13	Alex R. Velinsky	Review K. Manoukian email re: order on incentive plan	0.10	47.50
04/09/13	Cathy Rae Hershcopf	Confer re allowing loyalty program to go forward without sale incentive program and respond to emails re same	0.30	253.50
04/10/13	Alex R. Velinsky	Review revised loyalty plan order; emails with Akin re: same	0.20	95.00
04/10/13	Alex R. Velinsky	Telephone call with R. Morrissey re: incentive plan	0.40	190.00
04/10/13	Alex R. Velinsky	Review draft proposed order re: loyalty plan	0.20	95.00
04/10/13	Alex R. Velinsky	Email to J. Cohen re: Morrissey call	0.20	95.00
04/10/13	Alex R. Velinsky	Email to K. Manoukian re: loyalty program order	0.10	47.50

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Date	Timekeeper	Description	Hours	Amount
04/11/13	Alex R. Velinsky	Conference with J. Cohen re: loyalty plan hearing	0.10	47.50
04/12/13	Alex R. Velinsky	Email to J. Cohen re: KEIP objection	0.10	47.50
04/12/13	Alex R. Velinsky	Review J. Cohen email re: KEIP objection	0.10	47.50
04/12/13	Alex R. Velinsky	Emails with J. Cohen re: extension of KEIP objection deadline	0.10	47.50
04/15/13	Jeffrey L. Cohen	Telephone call with S. Alberino re: KEIP hearing status	0.40	278.00
04/15/13	Alex R. Velinsky	Conference with J. Cohen re: KEIP objection	0.20	95.00
04/15/13	Alex R. Velinsky	Review KEIP motion and related information in connection with drafting objection	2.70	1,282.50
04/15/13	Alex R. Velinsky	Research issues related to debtors incentive plan motion	1.90	902.50
04/15/13	Alex R. Velinsky	Email to J. Cohen re: Morrissey call	0.10	47.50
04/15/13	Alex R. Velinsky	Telephone call with R. Morrissey re: KEIP objection	0.10	47.50
04/15/13	Alex R. Velinsky	Review S. Alberino email re: extension of deadline to object to KEIP	0.10	47.50
04/16/13	Jeffrey L. Cohen	Review and revise draft KEIP objection and related papers	2.30	1,598.50
04/16/13	Jeffrey L. Cohen	Telephone call with S. Alberino re: adjournment of KEIP hearing	0.30	208.50
04/16/13	Alex R. Velinsky	Emails with T. Carlson re: KEIP objection	0.20	95.00
04/16/13	Alex R. Velinsky	Draft committee objection to sale incentive plan	2.60	1,235.00
04/16/13	Alex R. Velinsky	Conference with R. Goldstein re: filing Carlson affidavit under seal	0.20	95.00
04/16/13	Alex R. Velinsky	Conference with D. Katz re: sealing motion in connection with KEIP	0.20	95.00
04/16/13	Alex R. Velinsky	Review and revise draft sealing motion re: KEIP	0.40	190.00
04/16/13	Alex R. Velinsky	Emails with J. Cohen and D. Katz re: sealing motion	0.20	95.00

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Date	Timekeeper	Description	Hours	Amount
04/16/13	Alex R. Velinsky	Conference with R. Winning re: sale incentive plan	0.10	47.50
04/16/13	Robert B. Winning	Attention to matter re: objection to KEIP	0.60	261.00
04/16/13	Dana S. Katz	Draft motion to seal Carlson affidavit in support of KEIP objection and related proposed order	1.10	522.50
04/17/13	Jeffrey L. Cohen	Review draft KEIP objection and comments re: same	1.20	834.00
04/17/13	Alex R. Velinsky	Email to committee re: adjourned incentive plan hearing update	0.10	47.50
04/24/13	Jeffrey L. Cohen	Review UST objection to KEIP motion	0.60	417.00
04/29/13	Alex R. Velinsky	Continue drafting committee objection to sale incentive plan	2.20	1,045.00
04/29/13	Alex R. Velinsky	Conference with J. Cohen re: KEIP objection	0.20	95.00
		Task Total:	21.60	11,535.00

FEE/EMPLOYMENT APPLICATIONS

Date	Timekeeper	Description	Hours	Amount
04/02/13	Alex R. Velinsky	Email to T. Gross re: expense report	0.10	47.50
04/02/13	Alex R. Velinsky	Email to R. Winning re: T. Gross expenses	0.10	47.50
04/02/13	Cathy Rae Hershcopf	Calls re D&P and follow up emails	0.60	507.00
04/03/13	Alex R. Velinsky	Conference with J. Cohen re: Duff & Phelps fees	0.20	95.00
04/03/13	Cathy Rae Hershcopf	Calls and emails re D&P	0.40	338.00
04/04/13	Jeffrey L. Cohen	Review monthly pre-bill for compliance with Local Rules and UST Guidelines	1.20	834.00
04/04/13	Alex R. Velinsky	Telephone call with T. Carlson re: Duff & Phelps fee	0.20	95.00
04/04/13	Alex R. Velinsky	Review J. Cohen email re: Duff & Phelps fee issue	0.10	47.50
04/04/13	Cathy Rae Hershcopf	Review and respond to emails on D&P	0.30	253.50
04/04/13	Robert B. Winning	Attend to matters re: Committee expense reimbursement	0.50	217.50

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Date	Timekeeper	Description	Hours	Amount
04/05/13	Jeffrey L. Cohen	Continue review monthly pre-bill for compliance with Local Rules and UST Guidelines	1.10	764.50
04/05/13	Alex R. Velinsky	Review A. Goldstein email re: Duff & Phelps fee issues	0.10	47.50
04/05/13	Cathy Rae Hershcopf	Emails and calls re D&P	0.40	338.00
04/09/13	Cathy Rae Hershcopf	Confer internally and with Goldstein re D&P	0.40	338.00
04/11/13	Alex R. Velinsky	Emails re: March fees	0.20	95.00
04/18/13	Alex R. Velinsky	Review and respond to E. Miller email re: Duff & Phelps fee statement	0.10	47.50
04/18/13	Alex R. Velinsky	Email to J. Cohen re: H. Goldstein expenses	0.10	47.50
04/18/13	Alex R. Velinsky	Telephone call with J. Cohen re: H. Goldstein expenses	0.10	47.50
04/18/13	Alex R. Velinsky	Email to H. Goldstein re: meal expense reimbursement	0.20	95.00
04/19/13	Alex R. Velinsky	Review revised Rackspace reimbursement form (.1); email to H. Goldstein re: same (.1)	0.20	95.00
04/19/13	Alex R. Velinsky	Review Duff & Phelps draft fee statement (.1); conference with R. Winning re: same (.1)	0.20	95.00
04/19/13	Alex R. Velinsky	Review draft Cooley fee statement	0.20	95.00
04/19/13	Alex R. Velinsky	Emails with R. Winning re: CD Projekt expenses	0.10	47.50
04/19/13	Alex R. Velinsky	Review Bracewell March time entries	0.20	95.00
04/19/13	Alex R. Velinsky	Conference with R. Winning re: H. Goldstein expenses	0.10	47.50
04/19/13	Alex R. Velinsky	Review order re: Perella engagement timekeeping	0.20	95.00
04/19/13	Robert B. Winning	Draft fee statement	0.90	391.50
04/19/13	Robert B. Winning	Attention to matters re: Duff & Phelps fee statement	0.30	130.50
04/19/13	Robert B. Winning	Attention to matters re: Committee member expense reimbursement	0.30	130.50
04/29/13	Alex R. Velinsky	Emails with J. Cohen re: Duff & Phelps	0.10	47.50

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Date	Timekeeper	Description	Hours	Amount
04/29/13	Alex R. Velinsky	Telephone call with Duff & Phelps re: case status	0.30	142.50
		Task Total:	9.50	5,715.50

FINANCING AND CASH COLLATERAL

Date	Timekeeper	Description	Hours	Amount
04/03/13	Jeffrey L. Cohen	Review DIP variance report	0.20	139.00
04/03/13	Robert B. Winning	Review DIP budget variance report	0.20	87.00
04/16/13	Jeffrey L. Cohen	Review DIP milestones and related deadlines	0.60	417.00
		Task Total:	1.00	643.00

LITIGATION

Date	Timekeeper	Description	Hours	Amount
04/03/13	Alex R. Velinsky	Emails with committee re: settlement proposal and call	0.40	190.00
04/03/13	Alex R. Velinsky	Review draft term sheet	0.60	285.00
04/03/13	Cathy Rae Hershcopf	Review Alden's proposed term sheet/email re settlement	0.90	760.50
04/03/13	Robert B. Winning	Review Alden settlement term sheet	0.60	261.00
04/04/13	Cathy Rae Hershcopf	Review term sheet provided by Alden (.4) and follow up with J. Cohen re problems (.3)	0.70	591.50
04/10/13	Alex R. Velinsky	Review H. Goldstein email re: settlement status	0.10	47.50
04/10/13	Alex R. Velinsky	Telephone call with H. Goldstein re: settlement	0.20	95.00
04/12/13	Alex R. Velinsky	Review J. Cohen email re: settlement	0.10	47.50
04/12/13	Cathy Rae Hershcopf	Emails with Jeff and Harvey re Alden	0.30	253.50
04/15/13	Jeffrey L. Cohen	Office conference with A. Velinsky re: investigation letters	0.60	417.00
04/15/13	Jeffrey L. Cohen	Review and revise draft letters	0.80	556.00
04/15/13	Alex R. Velinsky	Revise Akin letter per J. Cohen comments	0.40	190.00
04/15/13	Alex R. Velinsky	Revise K. Coleman letter per J. Cohen comments	0.30	142.50

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Date	Timekeeper	Description	Hours	Amount
04/15/13	Alex R. Velinsky	Draft letter to Bracewell re: information request	0.40	190.00
04/15/13	Alex R. Velinsky	Email to J. Cohen re: information request letters	0.10	47.50
04/15/13	Alex R. Velinsky	Finalize letters to Akin and Allen & Overy re: document requests	0.30	142.50
04/15/13	Alex R. Velinsky	Revise J. Cohen letter to Bracewell re: Cohen comments	0.20	95.00
04/15/13	Alex R. Velinsky	Continue draft 2004 motion re: Blue Bay	0.60	285.00
04/15/13	Alex R. Velinsky	Conference with J. Cohen re: investigation	0.20	95.00
04/15/13	Alex R. Velinsky	Draft letter to K. Coleman re: investigation	0.40	190.00
04/15/13	Alex R. Velinsky	Draft letter to S. Alberino re: investigation	0.70	332.50
04/16/13	Jeffrey L. Cohen	Telephone call with A. Schoulder re: Alden's request for standstill	0.70	486.50
04/16/13	Jeffrey L. Cohen	Review Schoulder's correspondence re: Alden's request for further standstill and discuss same	0.40	278.00
04/16/13	Jeffrey L. Cohen	Correspondence with Committee re: Alden's request for further standstill	1.20	834.00
04/16/13	Dana S. Katz	Emails re: procedures for filing motion under seal (.1); review local rules and chambers procedures re: same (.1)	0.20	95.00
04/16/13	Alex R. Velinsky	Review J. Cohen email to committee and responses re: investigation	0.20	95.00
04/16/13	Alex R. Velinsky	Review J. Cohen email to Bracewell re: investigation	0.10	47.50
04/16/13	Cathy Rae Hershcopf	Review and respond to emails re resuming discovery	0.40	338.00
04/22/13	Jeffrey L. Cohen	Review draft 2004 motion and comment re: same	1.40	973.00
04/22/13	Jeffrey L. Cohen	Review and comment on discovery letters	0.40	278.00
04/22/13	Alex R. Velinsky	Emails with J. Cohen re: failure to produce letters	0.20	95.00
04/22/13	Alex R. Velinsky	Emails with J. Cohen re: production deadlines	0.20	95.00

319072-201
Atari Creditors' Committee

Invoice Number: 1291995
CL 01 62105

Date	Timekeeper	Description	Hours	Amount
04/22/13	Alex R. Velinsky	Draft letter to Akin re: failure to produce	0.30	142.50
04/22/13	Alex R. Velinsky	Draft letter to Bracewell re: failure to produce	0.20	95.00
04/22/13	Alex R. Velinsky	Draft letter to Allen & Overy re: failure to produce	0.20	95.00
04/22/13	Alex R. Velinsky	Draft 2004 motion for Alden, Parent, debtors and Blue Bay	0.70	332.50
04/22/13	Lawrence C. Gottlieb	Emails re discovery, plan, etc with Alden	0.20	199.00
04/23/13	Jeffrey L. Cohen	Review and revise discovery letters	0.60	417.00
04/23/13	Jeffrey L. Cohen	Review and revise 2004 motion	2.20	1,529.00
04/23/13	Alex R. Velinsky	Continue drafting 2004 motion	2.20	1,045.00
04/23/13	Alex R. Velinsky	Email to J. Cohen re: draft 2004 motion	0.20	95.00
04/23/13	Alex R. Velinsky	Revise 2004 motion per J. Cohen comments	0.70	332.50
04/23/13	Alex R. Velinsky	Draft declaration in support of 2004 motion	0.80	380.00
04/23/13	Alex R. Velinsky	Emails with J. Cohen re: discovery letters to debtors, Bracewell and parent	0.20	95.00
04/23/13	Alex R. Velinsky	Revise letters to debtors, Bracewell and parent per J. Cohen comments	0.70	332.50
04/23/13	Alex R. Velinsky	Email to K. Coleman re: J. Cohen letter	0.10	47.50
04/23/13	Alex R. Velinsky	Email to Bracewell re: J. Cohen letter	0.10	47.50
04/23/13	Alex R. Velinsky	Email to Akin re: J. Cohen letter	0.10	47.50
04/23/13	Alex R. Velinsky	Review K. Coleman email re: J. Cohen letter (.1); email to J. Cohen re: same (.1)	0.20	95.00
04/24/13	Jeffrey L. Cohen	Review and revise further draft of 2004 motion	2.10	1,459.50
04/24/13	Alex R. Velinsky	Continue drafting J. Cohen declaration in support of 2004 motion	0.60	285.00
04/24/13	Alex R. Velinsky	Further revisions to 2004 motion	0.20	95.00
04/24/13	Alex R. Velinsky	Email to J. Cohen re: 2004 motion and declaration	0.20	95.00
04/24/13	Alex R. Velinsky	Compile exhibits for 2004 motion and J. Cohen declaration	0.40	190.00
04/24/13	Alex R. Velinsky	Review J. Cohen comments to 2004 motion and declaration	0.30	142.50

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Atari Creditors' Committee

Invoice Number: 1291995
CL 01 62105

Date	Timekeeper	Description	Hours	Amount
04/24/13	Alex R. Velinsky	Emails with J. Cohen re: 2004 motion	0.20	95.00
04/25/13	Jeffrey L. Cohen	Review revised 2004 motion and declaration	1.10	764.50
04/25/13	Alex R. Velinsky	Email to committee re: 2004 motion	0.10	47.50
04/25/13	Alex R. Velinsky	Emails with J. Cohen re: 2004 motion revisions	0.20	95.00
04/25/13	Alex R. Velinsky	Review 2004 motion and declaration per J. Cohen comments	1.80	855.00
04/26/13	Jeffrey L. Cohen	Final revisions to 2004 motion	0.80	556.00
04/26/13	Jeffrey L. Cohen	Telephone call with A. Schoulder re: Alden response to 2004 motion	0.60	417.00
04/26/13	Alex R. Velinsky	Review J. Cohen comments to declaration in support of 2004 motion; revise per same	1.60	760.00
04/26/13	Alex R. Velinsky	Emails with K. Cachia re: filing 2004 motion	0.30	142.50
04/26/13	Alex R. Velinsky	Email with J. Cohen re: 2004 motion	0.30	142.50
04/26/13	Alex R. Velinsky	Review Nowakowski email re: 2004 motion	0.10	47.50
04/26/13	Alex R. Velinsky	Review H. Goldstein email re: 2004 motion	0.10	47.50
04/26/13	Alex R. Velinsky	Telephone call with J. Cohen re: 2004 motion	0.10	47.50
04/26/13	Alex R. Velinsky	Email to committee re: filing 2004 motion	0.20	95.00
04/26/13	Alex R. Velinsky	Review J. Cohen email re: Bracewell	0.10	47.50
04/27/13	Alex R. Velinsky	Review Bracewell email re: 2004 motion	0.10	47.50
04/27/13	Alex R. Velinsky	Review H. Goldstein email re: 2004 motion	0.10	47.50
04/29/13	Alex R. Velinsky	Review J. Cohen email re: Bracewell response	0.10	47.50
04/30/13	Alex R. Velinsky	Review J. Cohen email re: Bracewell correspondence	0.10	47.50
04/30/13	Alex R. Velinsky	Conference with J. Cohen re: 2004 motion status	0.10	47.50
		Task Total:	35.90	20,821.50

MEETINGS

04/04/13	Jeffrey L. Cohen	Participate on Committee conference call re: settlement proposal	1.20	834.00

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Atari Creditors' Committee

Invoice Number: 1291995
CL 01 62105

Date	Timekeeper	Description	Hours	Amount
04/04/13	Alex R. Velinsky	Telephonic committee meeting re: Alden proposal	1.20	570.00
04/04/13	Robert B. Winning	Meeting with J. Cohen re: Alden settlement proposal	0.40	174.00
		Task Total:	2.80	1,578.00

PLAN AND DISCLOSURE STATEMENT

Date	Timekeeper	Description	Hours	Amount
04/02/13	Jeffrey L. Cohen	Telephone call with A. Schoulder re: term sheet	0.70	486.50
04/02/13	Jeffrey L. Cohen	Telephone call with H. Goldstein re: Alden discussions	0.60	417.00
04/03/13	Jeffrey L. Cohen	Review and comment on Term Sheet	2.30	1,598.50
04/04/13	Jeffrey L. Cohen	Discuss Plan Term Sheet with A. Velinsky	0.60	417.00
04/04/13	Alex R. Velinsky	Further revisions to plan term sheet per J. Cohen comments	0.20	95.00
04/04/13	Alex R. Velinsky	Conference with J. Cohen re: plan term sheet	0.30	142.50
04/04/13	Alex R. Velinsky	Revise plan term sheet per J. Cohen comments	0.70	332.50
04/04/13	Alex R. Velinsky	Email to J. Cohen re: revised term sheet	0.10	47.50
04/04/13	Alex R. Velinsky	Review J. Cohen and Bracewell emails re: term sheet	0.20	95.00
04/05/13	Jeffrey L. Cohen	Multiple telephone calls with H. Goldstein and T. Carlson	0.80	556.00
04/24/13	Alex R. Velinsky	Emails with A. Chong re: sale update	0.20	95.00
		Task Total:	6.70	4,282.50

PREPARATION FOR AND ATTENDANCE AT COURT HEARINGS

Date	Timekeeper	Description	Hours	Amount
04/11/13	Jeffrey L. Cohen	Prepare for, travel to and attend initial KEIP hearing	2.50	1,737.50
04/11/13	Cathy Rae Hershcopf	Confer with J. Cohen re discussions with Alberino	0.30	253.50
		Task Total:	2.80	1,991.00

Cooley LLP

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Atari Creditors' Committee

Invoice Number: 1291995
CL 01 62105

Date	Timekeeper	Description	Hours	Amount

Total Fees **$68,539.50**

Fee Summary:

Timekeeper	Type	Rate	Hours	Total
Lawrence C. Gottlieb	Partner	995	.50	497.50
Cathy Rae Hershcopf	Partner	845	6.40	5,408.00
Jeffrey L. Cohen	Partner	695	47.70	33,151.50
Alex R. Velinsky	Associate	475	52.60	24,985.00
Robert B. Winning	Associate	435	7.60	3,306.00
Dana S. Katz	Associate	475	1.30	617.50
Kris T. Cachia	Paralegal	245	.80	196.00
Rebecca Goldstein	Paralegal	270	1.40	378.00

For costs and disbursements recorded through April 30, 2013 :

Federal Express	21.74
Meals	1,380.52
Reproduction of Documents	21.60
Research Database / Document Retrieval	301.40
Telephone	29.25
Total Costs	**$1,754.51**
Total:	**$70,294.01**

Costcard Detail

Client: 319072 Atari, Inc. Official Committee of Unsecured Creditors

Currency USD US Dollar

Cost Type FE Federal Express

Work Date	GL Date	Cost Type	Quantity	Rate	Amount	Matter Number	Narrative	Tkpr #	Office	Invoice Number	Invoice Date	Active	Original Index
3/4/2013	4/3/2013	Federal Express	1.00	10.87	10.87	319072-201	Tracking Number: 794883199249 Shipper: Rebecca Goldstein Recipient Name: Honorable James M Peck Company: United States Bankruptcy Court	60730	New York	1291995	5/13/2013	☑	49170101
3/6/2013	4/3/2013	Federal Express	1.00	10.87	10.87	319072-201	Tracking Number: 794907212160 Shipper: Rebecca Goldstein Recipient Name: Honorable James M Peck Company: United States Bankruptcy Court	60730	New York	1291995	5/13/2013	☑	49170041
Total:					21.74								

Cost Type LX1 Research Database / Document Retrieval

Work Date	GL Date	Cost Type	Quantity	Rate	Amount	Matter Number	Narrative	Tkpr #	Office	Invoice Number	Invoice Date	Active	Original Index
1/31/2013	4/24/2013	Research Database / Document Retrieval	1.00	1.90	1.90	319072-201	PACER for Q12013 Invoice# KL0002-Q12013 Researcher: Unknown	62024	Central	1291995	5/13/2013	☑	49250813
1/31/2013	4/24/2013	Research Database /	1.00	1.90	1.90	319072-201	PACER for Q12013 Invoice# KL0002-Q12013 Researcher:	60730	Central	1291995	5/13/2013	☑	49250807

Work Date	GL Date	Cost Type	Quantity	Rate	Amount	Matter Number	Narrative	Tkpr #	Office	Invoice Number	Invoice Date	Active	Original Index
		Document Retrieval					Unknown						
1/31/2013	4/24/2013	Research Database / Document Retrieval	1.00	46.20	46.20	319072-201	PACER for Q12013 Invoice# KL0002-Q12013 Researcher: Unknown	15012	Central	1291995	5/13/2013	☑	49250793
2/28/2013	4/24/2013	Research Database / Document Retrieval	1.00	5.90	5.90	319072-201	PACER for Q12013 Invoice# KL0002-Q12013 Researcher: Unknown	15012	Central	1291995	5/13/2013	☑	49250865
2/28/2013	4/24/2013	Research Database / Document Retrieval	1.00	1.90	1.90	319072-201	PACER for Q12013 Invoice# KL0002-Q12013 Researcher: Unknown	13904	Central	1291995	5/13/2013	☑	49250928
2/28/2013	4/24/2013	Research Database / Document Retrieval	1.00	4.90	4.90	319072-201	PACER for Q12013 Invoice# KL0002-Q12013 Researcher: Unknown	60730	Central	1291995	5/13/2013	☑	49250929
2/28/2013	4/24/2013	Research Database / Document Retrieval	1.00	8.30	8.30	319072-201	PACER for Q12013 Invoice# KL0002-Q12013 Researcher: Unknown	60730	Central	1291995	5/13/2013	☑	49250874
2/28/2013	4/24/2013	Research Database / Document Retrieval	1.00	2.60	2.60	319072-201	PACER for Q12013 Invoice# KL0002-Q12013 Researcher: Unknown	62120	Central	1291995	5/13/2013	☑	49250882
3/1/2013	4/25/2013	Research Database / Document Retrieval	1.00	10.99	10.99	319072-201	LEXIS for 3/2013 Invoice# 1303002044 Researcher: ROBERT WINNING	15012	Central	1291995	5/13/2013	☑	49257435
3/12/2013	4/25/2013	Research Database / Document Retrieval	1.00	91.28	91.28	319072-201	WESTLAW for 3/2013 Invoice# 826917183 Researcher: ALEX VELINSKY	13904	Central	1291995	5/13/2013	☑	49257024
3/13/2013	4/25/2013	Research Database / Document Retrieval	1.00	10.99	10.99	319072-201	LEXIS for 3/2013 Invoice# 1303002044 Researcher: ROBERT WINNING	15012	Central	1291995	5/13/2013	☑	49257436
3/16/2013	4/25/2013	Research	1.00	54.94	54.94	319072-201	LEXIS for 3/2013 Invoice#	15012	Central	1291995	5/13/2013	☑	49257437

Work Date	GL Date	Cost Type	Quantity	Rate	Amount	Matter Number	Narrative	Tkpr #	Office	Invoice Number	Invoice Date	Active	Original Index
		Database / Document Retrieval					1303002044 Researcher: ROBERT WINNING						
3/31/2013	4/24/2013	Research Database / Document Retrieval	1.00	9.30	9.30	319072-201	PACER for Q12013 Invoice# KL0002-Q12013 Researcher: Unknown	60730	Central	1291995	5/13/2013	☑	49250989
3/31/2013	4/24/2013	Research Database / Document Retrieval	1.00	3.60	3.60	319072-201	PACER for Q12013 Invoice# KL0002-Q12013 Researcher: Unknown	60730	Central	1291995	5/13/2013	☑	49250948
3/31/2013	4/24/2013	Research Database / Document Retrieval	1.00	40.50	40.50	319072-201	PACER for Q12013 Invoice# KL0002-Q12013 Researcher: Unknown	15012	Central	1291995	5/13/2013	☑	49250988
3/31/2013	4/24/2013	Research Database / Document Retrieval	1.00	6.20	6.20	319072-201	PACER for Q12013 Invoice# CG0023-Q12013 Researcher: Unknown	06364	Central	1291995	5/13/2013	☑	49250783
Total:					301.40								

Cost Type ME Meals

Work Date	GL Date	Cost Type	Quantity	Rate	Amount	Matter Number	Narrative	Tkpr #	Office	Invoice Number	Invoice Date	Active	Original Index
2/25/2013	4/19/2013	Meals	1.00	18.32	18.32	319072-201		15012	New York	1291995	5/13/2013	☑	49233681
4/5/2013	4/5/2013	Meals	1.00	100.00	100.00	319072-201	Dinner w/Atari Committee: Goldstein, Gross, Stevens, Cohen re: US Trustee maximum - 3/27/13	60726	New York	1291995	5/13/2013	☑	49179507
4/15/2013	4/15/2013	Meals	1.00	780.84	780.84	319072-201	Meals-03/28/13	64116	New York	1291995	5/13/2013	☑	49209037
4/15/2013	4/15/2013	Meals	1.00	352.76	352.76	319072-201	Meals-03/28/13	64116	New York	1291995	5/13/2013	☑	49209036
4/15/2013	4/15/2013	Meals	1.00	128.60	128.60	319072-201	Meals-03/22/13	64116	New York	1291995	5/13/2013	☑	49209035
Total:					1,380.52								

Cost Type PP Printed Pages

Work Date	GL Date	Cost Type	Quantity	Rate	Amount	Matter Number	Narrative	Tkpr #	Office	Invoice Number	Invoice Date	Active	Original Index
4/3/2013	4/4/2013	Printed Pages	1.00	0.10	0.10	319072-201		60730	New York	1291995	5/13/2013	☑	49177581
4/3/2013	4/4/2013	Printed Pages	4.00	0.10	0.40	319072-201		60730	New York	1291995	5/13/2013	☑	49177666
4/3/2013	4/4/2013	Printed Pages	1.00	0.10	0.10	319072-201		60730	New York	1291995	5/13/2013	☑	49177457
4/3/2013	4/4/2013	Printed Pages	6.00	0.10	0.60	319072-201		60730	New York	1291995	5/13/2013	☑	49177563
4/15/2013	4/16/2013	Printed Pages	1.00	0.10	0.10	319072-201		10966	San Diego	1291995	5/13/2013	☑	49215974
4/15/2013	4/16/2013	Printed Pages	19.00	0.10	1.90	319072-201		10966	San Diego	1291995	5/13/2013	☑	49215973
4/15/2013	4/16/2013	Printed Pages	1.00	0.10	0.10	319072-201		10966	San Diego	1291995	5/13/2013	☑	49215971
4/15/2013	4/16/2013	Printed Pages	1.00	0.10	0.10	319072-201		13904	Palo Alto	1291995	5/13/2013	☑	49216434
4/15/2013	4/16/2013	Printed Pages	26.00	0.10	2.60	319072-201		13904	Palo Alto	1291995	5/13/2013	☑	49216533
4/15/2013	4/16/2013	Printed Pages	1.00	0.10	0.10	319072-201		13904	Palo Alto	1291995	5/13/2013	☑	49216531
4/16/2013	4/17/2013	Printed Pages	1.00	0.10	0.10	319072-201		60730	New York	1291995	5/13/2013	☑	49219501
4/16/2013	4/17/2013	Printed Pages	10.00	0.10	1.00	319072-201		60730	New York	1291995	5/13/2013	☑	49219406
4/16/2013	4/17/2013	Printed Pages	2.00	0.10	0.20	319072-201		60730	New York	1291995	5/13/2013	☑	49219407
4/16/2013	4/17/2013	Printed Pages	8.00	0.10	0.80	319072-201		60730	New York	1291995	5/13/2013	☑	49219503
4/22/2013	4/23/2013	Printed Pages	3.00	0.10	0.30	319072-201		60730	New York	1291995	5/13/2013	☑	49243838
4/22/2013	4/23/2013	Printed Pages	1.00	0.10	0.10	319072-201		60730	New York	1291995	5/13/2013	☑	49243226
4/22/2013	4/23/2013	Printed Pages	4.00	0.10	0.40	319072-201		60730	New York	1291995	5/13/2013	☑	49243183
4/22/2013	4/23/2013	Printed Pages	53.00	0.10	5.30	319072-201		60730	New York	1291995	5/13/2013	☑	49243759
4/22/2013	4/23/2013	Printed	6.00	0.10	0.60	319072-201		60730	New	1291995	5/13/2013	☑	49243773

Work Date	GL Date	Cost Type	Quantity	Rate	Amount	Matter Number	Narrative	Tkpr #	Office	Invoice Number	Invoice Date	Active	Original Index
		Pages							York				
4/22/2013	4/23/2013	Printed Pages	25.00	0.10	2.50	319072-201		60730	New York	1291995	5/13/2013	☑	49243761
4/23/2013	4/29/2013	Printed Pages	10.00	0.10	1.00	319072-201	Doc# 1931530 NY Motion Atari: Motion to Seal Cmtee KEIP Objection	16068	New York	1291995	5/13/2013	☑	49266602
4/24/2013	4/29/2013	Printed Pages	7.00	0.10	0.70	319072-201	Doc# 1932628 NY Declaration (Atari) Cohen Declaration ISO 2004 Motion - Debtors, Alden, Parent and BlueBay	13904	New York	1291995	5/13/2013	☑	49267175
4/25/2013	4/26/2013	Printed Pages	4.00	0.10	0.40	319072-201		60730	New York	1291995	5/13/2013	☑	49262200
Total:					19.50								

Cost Type SP Scanned Pages

Work Date	GL Date	Cost Type	Quantity	Rate	Amount	Matter Number	Narrative	Tkpr #	Office	Invoice Number	Invoice Date	Active	Original Index
4/15/2013	4/16/2013	Scanned Pages	19.00	0.10	1.90	319072-201		10966	San Diego	1291995	5/13/2013	☑	49215171
Total:					1.90								

Cost Type TE Telephone

Work Date	GL Date	Cost Type	Quantity	Rate	Amount	Matter Number	Narrative	Tkpr #	Office	Invoice Number	Invoice Date	Active	Original Index
4/2/2013	4/3/2013	Telephone	1.00	0.39	0.39	319072-201	Ext...: 6218NY Number..: (202) 887-4027 Time..: 11:13 Dest..: Washingt DC Dur...: 0.40	62105	New York	1291995	5/13/2013	☑	49172888
4/15/2013	4/16/2013	Telephone	1.00	2.73	2.73	319072-201	Ext...: 6218NY Number..: (303) 898-8137 Time..: 15:46 Dest..: Denver CO Dur...: 6.20	62105	New York	1291995	5/13/2013	☑	49216848
4/15/2013	4/16/2013	Telephone	1.00	0.39	0.39	319072-201	Ext...: 6218NY Number..: (972) 999-8772 Time..: 13:04 Dest..: Dallas TX Dur...: 0.10	62105	New York	1291995	5/13/2013	☑	49216999
4/15/2013	4/16/2013	Telephone	1.00	2.34	2.34	319072-201	Ext...: 6218NY Number..: (202) 887-4027 Time..: 16:00 Dest..: Washingt DC Dur...: 5.80	62105	New York	1291995	5/13/2013	☑	49216859
4/15/2013	4/16/2013	Telephone	1.00	0.39	0.39	319072-201	Ext...: 6218NY Number..: (972) 999-8778 Time..: 13:05 Dest..: Dallas TX Dur...: 0.70	62105	New York	1291995	5/13/2013	☑	49217000

Work Date	GL Date	Cost Type	Quantity	Rate	Amount	Matter Number	Narrative	Tkpr #	Office	Invoice Number	Invoice Date	Active	Original Index
4/15/2013	4/16/2013	Telephone	1.00	0.78	0.78	319072-201	Ext...: 6218NY Number..: (972) 999-8778 Time..: 16:27 Dest..: Dallas TX Dur...: 1.20	62105	New York	1291995	5/13/2013	☑	49216891
4/17/2013	4/18/2013	Telephone	1.00	3.90	3.90	319072-201	Ext...: 6218NY Number..: (303) 898-8137 Time..: 10:59 Dest..: Denver CO Dur...: 9.00	62105	New York	1291995	5/13/2013	☑	49224214
4/17/2013	4/18/2013	Telephone	1.00	0.39	0.39	319072-201	Ext...: 6218NY Number..: (316) 262-8361 Time..: 13:29 Dest..: Wichita KS Dur...: 0.40	62105	New York	1291995	5/13/2013	☑	49224366
4/18/2013	4/19/2013	Telephone	1.00	3.12	3.12	319072-201	Ext...: 6218NY Number..: (303) 662-7121 Time..: 14:44 Dest..: Denver CO Dur...: 7.40	62105	New York	1291995	5/13/2013	☑	49232856
4/23/2013	4/24/2013	Telephone	1.00	4.68	4.68	319072-201	Ext...: 6218NY Number..: (202) 887-4027 Time..: 15:18 Dest..: Washingt DC Dur...: 11.10	62105	New York	1291995	5/13/2013	☑	49248976
4/23/2013	4/24/2013	Telephone	1.00	5.46	5.46	319072-201	Ext...: 6218NY Number..: (301) 968-4296 Time..: 15:04 Dest..: Bethesda MD Dur...: 13.90	62105	New York	1291995	5/13/2013	☑	49248946
4/29/2013	4/30/2013	Telephone	1.00	4.68	4.68	319072-201	Ext...: 6218NY Number..: (610) 613-9458 Time..: 12:45 Dest..: Norristo PA Dur...: 11.30	62105	New York	1291995	5/13/2013	☑	49275579
Total:					29.25								

Cost Type XE Reproduction of Documents

Work Date	GL Date	Cost Type	Quantity	Rate	Amount	Matter Number	Narrative	Tkpr #	Office	Invoice Number	Invoice Date	Active	Original Index
4/9/2013	4/10/2013	Reproduction of Documents	2.00	0.10	0.20	319072-201		60730	New York	1291995	5/13/2013	☑	49197559
Total:					0.20								

Total: 1,754.51

Total: 1,754.51

Total: 1,754.51

FedEx.

Invoice Number	Invoice Date	Account Number	Page
2-202-21825	Mar 11, 2013	-0077-7	9 of 29

Picked up: Mar 04, 2013 Cust. Ref.: 319072-201-60730 Ref #2:
Payor: Shipper Ref #3:

- Fuel Surcharge - FedEx has applied a fuel surcharge of 11.00% to this shipment.
- The Earned Discount for this ship date has been calculated based on a revenue threshold of $ 39347.82
- Distance Based Pricing, Zone 2

Automation	WSXI	**Sender**	**Recipient**	
Tracking ID	794883199249	Rebecca Goldstein	Honorable James M Peck	
Service Type	FedEx Priority Overnight	Cooley LLP	United States Bankruptcy Court	
Package Type	FedEx Envelope	1114 Avenue of the Americas	1 Bowling Grn Rm 601	
Zone	02	NEW YORK CITY NY 10036 US	NEW YORK NY 10004 US	
Packages	1			
Rated Weight	N/A	Transportation Charge		19.80
Delivered	Mar 05, 2013 09:36	Fuel Surcharge		0.63
Svc Area	A1	Earned Discount		-2.77
Signed by	M.PORTER	Discount		-11.29
FedEx Use	000000000/0000186/_	Adult Signature		4.50
		Total Charge	USD	$10.87

FedEx®

Invoice Number	Invoice Date	Account Number	Page
2-202-21825	Mar 11, 2013	-0077-7	20 of 29

Picked up: Mar 06, 2013 Cust. Ref.: 319072-201-60730 Ref.#2:
Payor: Shipper Ref.#3:

- The Earned Discount for this ship date has been calculated based on a revenue threshold of $ 39347.82
- Fuel Surcharge - FedEx has applied a fuel surcharge of 11.00% to this shipment.
- Distance Based Pricing, Zone 2

Automation	WSXI	**Sender**	**Recipient**
Tracking ID	794907212160	Rebecca Goldstein	Honorable James M Peck
Service Type	FedEx Priority Overnight	Cooley LLP	United States Bankruptcy Court
Package Type	FedEx Envelope	1114 Avenue of the Americas	1 Bowling Grn Rm 601
Zone	02	NEW YORK CITY NY 10036 US	NEW YORK NY 10004 US
Packages	1		

Rated Weight	N/A	Transportation Charge		19.80
Delivered	Mar 07, 2013 09:29	Discount		-11.29
Svc Area	A1	Adult Signature		4.50
Signed by	M.PORTER	Earned Discount		-2.77
FedEx Use	000000000/0000186/_	Fuel Surcharge		0.63
		Total Charge	USD	**$10.87**

mnd

339410994	Winning Robert	25-Feb-13 07:29 PM	269999-15012	15012	Szechuan Gourmet	Meals	Meals	$14.43	$1.28	$0.00	$2.00	$0.00	$0.62	$18.33	-	No

1865517

H-C

COOLEY LLP EXPENSE REPORT

Name:	Cathy Hershcopf	Tkpr #	60726	Office:	NY	Prac grp #:	Bankruptcy	Dept:	Litigation	Date:	3/29/2013

MEALS AND ENTERTAINMENT EXPENSES *

Date	Description	Client-matter number if billing to client	Client Relations/ Business Promo 5510 0010	Lateral Recruting 5130 0030	Summer Assoc Program 5130 0050	Assoc Paralegal Staff 5500 0070	Education 5640 0010	(1600) OT Meals x002 5391 0010	(1600) OT Transport x002 5380 0010	(1600) Cab, tolls, parking, mileage** 5380 0010	Other	Totals
3/27/13	Committee Dinner (Goldstein, Gross, Stevens, Cohen, Hershcopf) US Trustee Max	319072-201									100.00	100.00
3/27/13	Atari Committee Dinner		418.77		01200 5510-0010 110				220			418.77
3/28/13	Dinner		208.20									208.20
												0.00
												0.00
												0.00
												0.00
												0.00
												0.00
												0.00
												0.00
												0.00
												0.00
												0.00
		Totals:	626.97	0.00	0.00	0.00	0.00	0.00	0.00	0.00	100.00	726.97

I certify the above is true and correct:

Amount Due: 726.97

Signature:

Approval (Staff only):

Attach original receipts to this form and submit to Huber Correa (NY/RE/DC) or Eppie Ray (SF/PA/HN/SD/BD/BN/ST/LA) for reimbursement.

RECEIVED
APR - 4 2013
ACCOUNTING

ME 4/1/13

RECEIVED
APR 01 2013
COOLEY LLP

61256/SA

NAME OF COMPANY Cooley INVOICE # 472512

ADDRESS 1114-6 DATE 3/22/13

TEL./EXT 2124796012 FAX: ORDERED BY Harriet

BERKELEY CATERERS, INC.
437 MADISON AVENUE
NEW YORK, N.Y. 10022
TEL. 832-8121, 832-8156
FAX: 832-6443
WWW.BERKELEYCATERERSNY.COM
EMAIL: BERKCATER@MSN.COM

22

OFFICE NO. 46
FLOOR
TIME 930

NO. OF DISHES TO BE PICKED UP

QUANTITY	DESCRIPTION	PRICE
	7	
	Sliced Fruit	
	Muffins	
	Bagels	

DELIVER TO:

Name: MICHELE ENGLERT
Timekeeper No. 64116
Client or G/L No. 319012-201
DATE: 4/8/13

B. Andrub

☒ PLASTIC ☐ CHINA
☐ TABLECLOTH ☐ NAPKINS ☐ SERVICE UTENSILS
☐ ICE ☐ PICKLES ☐ DRESSINGS ☐ BREAD/ROLLS
SIGNATURE
NAME EXP. DATE / /
V-CODE: ZIP-CODE:
CREDIT CARD NO.

105.00	SALE	[redacted]
13.12	DELIVERY	[redacted]
118.12	SUBTOTAL	[redacted]
10.48	TAX	[redacted]
128.60	SUBTOTAL	[redacted]
	GRATUITY	
	TOTAL	

THIS IS YOUR INVOICE. DO NOT DESTROY - SEND TO ACCOUNTING FOR PAYMENT.

CATERER'S COPY - SIGN & RETURN

NAME OF COMPANY Cooley INVOICE # 472431

ADDRESS 1114-6 DATE 3/28/13

TEL./EXT 212 479 6012 FAX: ORDERED BY Harriet

BERKELEY CATERERS, INC.
437 MADISON AVENUE
NEW YORK, N.Y. 10022
TEL. 832-8121, 832-8156
FAX: 832-6443
WWW.BERKELEYCATERERSNY.COM
EMAIL: BERKCATER@MSN.COM

OFFICE NO. 46
FLOOR
TIME 815
NO. OF DISHES TO BE PICKED UP

QUANTITY	DESCRIPTION	PRICE
	15	
	Sliced Fruit	
	Name: MICHELE ENGLERT	
	Timekeeper No. 64116	
	Client or G/L No. 319072-201	
	DATE: 4/8/13	
	Bagels	
	DELIVER TO:	
	Muffins Easy	
	Inc Matzoh	
8	FND Sponge Cake Honey Cake	
	Yogurt	
	Granola	

B Gidych

☑ PLASTIC ☐ CHINA
☐ TABLECLOTH ☐ NAPKINS ☐ SERVICE UTENSILS
☐ ICE ☐ PICKLES ☐ DRESSINGS ☐ BREAD/ROLLS
SIGNATURE
NAME EXP. DATE / /
V-CODE: ZIP-CODE:
CREDIT CARD NO.

SALE	288.00
DELIVERY	36.00
SUBTOTAL	324.00
TAX	28.76
SUBTOTAL	352.76
GRATUITY	
TOTAL	

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CATERER'S COPY - SIGN & RETURN

NAME OF COMPANY Cooley INVOICE # 472471

ADDRESS 1114-6th Avenue DATE 3/28/13

TEL./EXT 4796012 FAX: ORDERED BY Harriet

BERKELEY CATERERS, INC.
437 MADISON AVENUE
NEW YORK, N.Y. 10022
TEL. 832-8121, 832-8156
FAX: 832-6443
WWW.BERKELEYCATERERSNY.COM
EMAIL: BERKCATER@MSN.COM

OFFICE NO. 46
FLOOR
TIME Now
NO. OF DISHES TO BE PICKED UP

QUANTITY	DESCRIPTION	PRICE
	15	
	Sandwiches	
	Tuna Salad	
	Egg Salad	
	Salad	
	Red Pot Salad	
	Sliced Fruit	
	Dessert	

Name: MICHELE ENGLERT
Timekeeper No. 64116
Client or G/L No. 319072-201
DATE 4/x/13

DELIVER TO:

☒ PLASTIC ☐ CHINA
☐ TABLECLOTH ☒ NAPKINS ☒ SERVICE UTENSILS
☐ ICE ☒ PICKLES ☒ DRESSINGS ☐ BREAD/ROLLS
SIGNATURE
NAME EXP. DATE / /
V-CODE: ZIP-CODE:
CREDIT CARD NO.

SALE	637.50
DELIVERY	79.69
SUBTOTAL	717.19
TAX	63.65
SUBTOTAL	780.84
GRATUITY	
TOTAL	

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SEND TO ACCOUNTING FOR PAYMENT.

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