

# **EXHIBIT A**

**Robert J. Rayburn, Attorney at Law**7400 W 110th Street, Suite 600  
Overland Park, KS 66210**Invoice**

Invoice #: 1041

Invoice Date: 10/1/2012

Due Date: 10/1/2012

Project:

P.O. Number:

**Bill To:**Dickinson Theatres  
Attn: Ron Horton, CEO  
6801 W 107th Street  
Overland Park KS 66212

Date	Description	Amount
9/21/2012	Pre-filing conference, review, revisions to all documents to be filed (8.3)	1,867.50
9/24/2012	Draft press response proposal and transmit with correspondence to R Horton and S Stolte; Jo County tax materials as to K7 property researched and respond to S Stolte inquiry; motion for entry of an order to Abandon Real Property and improvements to First Community Bank - review for filing with the court and notice requirements; telephone call from and discussion with J Jenkins (atty for John Hartley) re: filing and associated plan (2.3)	517.50
9/25/2012	Review of purchase documents as to stock of Dickinson so as to determine consequences of reorganization filing on Dickinson and its ability to utilize assets; meet with R Horton re: Blue Springs landlord offer of settlement; drafting mutual nondisclosure agreement as between Spirit Master Funding and Dickinson Theatres, Inc; circulate updates as to drafting and negotiations so as to curtail and avoid duplicative efforts (2.6)	585.00
9/26/2012	Correspondence with co-counsel as to document drafts to ensure no duplication; correspondence and conference call to various creditors and lenders; drafting proposed loan documents to 6801 West financing; draft mutual nondisclosure agreement as between Spirit Master Funding and Dickinson Theaters for purposes of release of financial and other information pursuant to settlement negotiations/financials; telephone conference with B Strauss as to First Community Bank's position and motion to reject; conference with Quality Theaters re: potential theater acquisitions; telephone call with People Bank counsel as to negotiation points and proposed order; hearing preparation. (10.7)	2,407.50
9/27/2012	Attend first day motions hearing; pre and post hearing conferences and negotiations with creditor and lender counsel; review and revise Control Vendor Motion as to Universal; telephone conference with B Strauss (atty for First Community Bank) and correspondence as to Contract for Deed (4.5)	1,012.50
9/28/2012	Work with Dickinson staff as to cash flow projection through March 31, 2013 for presentation to Peoples bank with respect to extended DIP financing term on Letter of Credit/Line of Credit (6.3)	1,417.50
9/30/2012	Expense Reimbursement - Johnson County Tax Appeal, Dickinson v Geico/Heeter (property damage claim) and Dickinson v Olathe Christian School (action not filed, placed on hold due to Chapter 11 filing.)	2,123.14

<b>Total</b>	<b>\$9,930.64</b>
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<b>Payments/Credits</b>	<b>\$0.00</b>
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<b>Balance Due</b>	<b>\$9,930.64</b>
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**Robert J. Rayburn, Attorney at Law**7400 W 110th Street, Suite 600  
Overland Park, KS 66210**Invoice****Invoice #:** 1046**Invoice Date:** 10/31/2012**Due Date:** 10/31/2012**Project:****P.O. Number:****Bill To:**Dickinson Theatres  
Attn: Ron Horton, CEO  
6801 W 107th Street  
Overland Park KS 66212

Date	Description	Amount
10/1/2012	Conference call and meetings with P Hoffman, R Horton and B Wittman re: cash flow with respect to Peoples DIP Finance extension; work on Blue Springs theater resolutions; work on Spirit lease dispute matters as to concessions and terms for modifications to assist future cash flow; telephone call to W Smith re: renegotiation of terms as to Peoples DIP financing; review as to proposed People's DIP financing order; communications with co-counsel and R Horton as to Spirit leasing positions and proposals (2.8)	630.00
10/2/2012	Telephone conference with R Horton as to Spirit leases; telephone conference with W Smith re: Peoples DIP financing, motion, order and loan documents (.3)	67.50
10/3/2012	Review of proposed Peoples DIP financing loan and telephone conference with R Horton as to same including repayment terms; final review of proposed order as to Peoples financing; telephone call with B Wittman re: Oklahoma theaters and associated creditors, finalize 6801 DIP finance documents and coordinate with co-counsel so as not to duplicate efforts; work on documents requested by Spirit as to Dickinson and Palazzo; work on pre- and post-petition accounting questions posed by Dickinson staff. (4.7)	1,057.50
10/4/2012	Preparation for hearing with exhibits as to financing; attend morning portion of hearing; additional revisions per counsel for Peoples; call with R Horton as to same and lease renegotiations seeking concessions. (5.3)	1,192.50
10/5/2012	Meet with B Wittman of Dickinson re: pre and post petition debts; correspondence with co-counsel and opposing counsel as to motions and stipulations in Spirit matter; meet with Dickinson accounting staff as to pre and post petition debts; meet with R Horton as to lease negotiations; preparation for UCC meeting as to requested documents, propose cash flow and projection scenarios/issues to co-counsel and R Horton; receive, review and forward proof of claim by A+ Fire (2.6)	585.00
10/8/2012	Meeting with R Horton and B Wittman re: projections, lease negotiations and creditor committee; conference call with R Horton, P Hoffman and S Stolte re: credit committee and respective matters each will handle; preparation of five and ten year cash flow projections with R Horton, B Wittman and E Carl from Dickinson. (6.0)	1,350.00

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Date	Description	Amount
10/9/2012	Additional refinement of cash flow projections including various time tables, debt scenarios and payment alternatives; telephone conference with B Strauss (attorney for First Community Bank) as to K7 property; conference with P Hoffman as to creditor committee meeting cash flow presentation and presumptions; modify to include additional data breakout/presentation (4.1)	922.50
10/10/2012	Conference with attorneys for J Hartley as to bankruptcy matters; aspects of acquisitions; meeting with R Horton and P Hoffman as to cash flow projections; cash flow projection modifications pursuant to alternative suggestions posed by various parties; conference call with respect to Spirit as to lease reductions; conference with P Hoffman and R Horton as to stock, security and structural aspects; revise, update and expand cash flow projections to include various scenarios; associated research as to confirmation of assumptions for cash flow (9.2)	2,070.00
10/11/2012	Additional research as to underlying assumptions for cash flow projections; review of B Wittman Accounts Payable and classifications for inclusion/incorporation into projections; research as to presumptions with respect to Accounts Payable; preparation for UCC meeting; meet with Dickinson firm and accounting staff as to trends and projection confirmation; pre-meeting conference with P Hoffman and S Stolte as to UCC presentation aspects of each; attend UCC meeting (6.8)	1,530.00
10/12/2012	Updates to cash flow projections pursuant to UCC comments, damages from rejected contracts and business cash flow needs; draft proposal of Hutchinson lease renegotiation letter to Rubloff; meeting with members of accounting firm Marks Nelson with regard to IRS audit status, issues, potential tax consequence and appeal alternatives/arguments should those be needed. (5.2)	1,170.00
10/13/2012	Revise cash flow, damages and vendor class allocations per requests from unsecured creditor committee. (2.6)	585.00
10/15/2012	Correspondence with P Hoffman, S Stolte and R Horton as to lease renegotiations and creditor committee inquiries, correspondence as to same. (.8)	180.00

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Date	Description	Amount
10/16/2012	Telephone conference with representatives from Provititi as to cash flow projections; telephone call with R Horton as to information requested; correspondence to P Hoffman as to Provititi's inquiry and timing as to Unsecured Creditor Committee; correspondence with S Stolte as to Sch F revisions and conforming cash flow; receipt and review of UCC proposal and correspondence with P Hoffman and R Horton as to same; review cash flow projection as per UCC proposal to verify the appearance that such proposal does not seem to work from a business perspective given cash flow needs, seasonality and lending available; receipt, review and start of data compilation as to UCC consultants at Provititi. (5.3)	1,192.50
10/17/2012	Conference with P Hoffman as to unsecured creditor committee proposal affects on cash flow and available lending; cash flow revisions and creditor segregation as to cash flow/accrual differences; run UCC proposal in Dickinson model; run various blended alternatives to models with a perspective of line of credit limits and seasonality cash flow needs (as well as reserve requirements for down turns in seasonality); telephone conference with P Hoffman as to cash flow scenarios and UCC proposal; compare and reconcile original Exhibit A with current book figures as of 9/21/12 as well as payments against the same to date (7.9)	1,777.50
10/18/2012	Telephone conferences with R Horton and B Wittman re: projection data and support; telephone call to various appraisers re: potential engagement; telephone call from counsel for J Hartley as to meeting with JH and RH as to resolution; telephone conference with P Hoffman re: K7 and appraisals; review and revise cash flow in light of additional data and assumptions; information compiled and response drafted to Provititi document inquiry; conferences with B Wittman and R Horton as to documents in support of presumptions; review of discrimination claim received with respect to former employee at Great Mall Theater location; initial review of proposed Port Arthur amended lease (7.0)	1,575.00
10/19/2012	Meet with R Horton counsel C Clark as to matters as between R Horton and Dickinson as to goals of preserving in Dickinson the best operational, management and ownership alternatives (5.4)	1,215.00
10/22/2012	Telephone conference with R Horton as to cash flow since filing date and critical vendor historical practices; work directly with various client staff members as to data for cash flow projects; compile and test various alternative solutions/proposals. (9.2)	2,070.00

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Date	Description	Amount
10/21/2012	Review and notes for revisions and negotiations as to Port Arthur theater lease to bring into compliance with real estate standards as well as appropriately balance of risks. (2.1)	472.50
10/23/2012	Telephone conference with P Hoffman to review cash flow projection as of 10/22/12; adjust pursuant to conference for ease in presentation; transmit to P Hoffman for distribution; meet with Real Estate agent for Dickinson as to proposed changes to Port Arthur theater lease; prepare for conference call with Proviti and B Blaustein re: projections and Blaustein concerns; correspondence to R Horton and C Clark re: Hartley closing documents; review and propose to client response to employee discrimination claim. (3.8)	855.00
10/24/2012	Conference call and follow up call of clarification with P Hoffman; telephone call with R Horton as to Accounts Payable with pre and post petition; further cash flow revisions; correspondence with counsel for various parties as to projections, DIP documents and Port Arthur lease status; fiduciary duty research for KS law as to potential liability of J Hartley - draft short memo with summary; various updates and scenarios of cash flow projections per alternatives by various parties; looking to find a workable model. (7.3)	1,642.50
10/25/2012	Conference with creditor, J Hartley and R Horton counsels as to settlement; attend hearing; conference with R Horton as to financials; cash flow and projections with modifications as to same to find a projection that makes business sense. (11.2)	2,520.00
10/26/2012	Conference calls with P Hoffman, counsel for J Hartley, counsel for creditors committee, counsel for R Horton with respect to cash flow payments and assisted negotiations; work with client accounting, operational and film staff with respect to cash flow projections and payment plans for realistic business application. (8.1)	1,822.50
10/29/2012	Research discrimination response: telephone call with R Horton as to cash flow and payment comfort levels; various information review and preparation of content for disclosure statement (1.8)	405.00
10/30/2012	Meeting with R Horton and P Hoffman; revisions to projection format; meeting with R Horton and B Wittman as to monthly trustee filings; correspondence with S Stolte re: disclosures; correspondence and call with counsel for Port Arthur landlord. (4.6)	1,035.00

**Total**

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Date	Description	Amount
10/31/2012	Review and notes to proposed Port Arthur lease; Port Arthur lease telephone call with R Horton as to terms; telephone conference with counsel for Port Arthur lease as to proposed changes, review and revisions to proposed Plan and Disclosure Statement conference with P Hoffman as to revisions; run model of proposed "Excess Cash" as proposed by committee counsel; work on alternative proposals as to same to try and find some alternative which may provide some aspect of balance with committee proposal; analysis of B Fenimore proposal; run various models, in alternative, for enhanced business/operational practicality; tax research and proposal as to annual earnings, debt relief and cash flow. (8.4)	1,890.00

<b>Total</b>	<b>\$29,812.50</b>
<b>Payments/Credits</b>	<b>\$0.00</b>
<b>Balance Due</b>	<b>\$29,812.50</b>