

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

Invoice

Invoice #: 1060
Invoice Date: 11/30/2012
Due Date: 12/31/2012
Project:
P.O. Number:

Bill To:

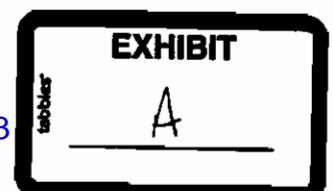
Dickinson Theatres
 Attn: Ron Horton, CEO
 6801 W 107th Street
 Overland Park KS 66212

Date	Description	Amount
11/1/2012	Work with projections to test UCC proposals as well as those of lenders and Hartley, counsel; respond to P Hoffman and R Horton as to same (3.2)	720.00
11/2/2012	Summary of major deal and concession points to S Stolte as to Port Arthur amended and restated lease; correspondence with R Horton as to proposed Disclosure Statement and Plan; start view of circulated Disclosure and Plan (1.4)	315.00
11/3/2012	Meet with R Horton to review Disclosure Statement and Plan; draft correspondence to P Hoffman explaining revisions and include attachment of redlined documents reflecting same (4.9)	1,102.50
11/5/2012	Hearing and pre-hearing preparation with R Horton; post hearing cash flow adjustment per committee/Hartley/Peoples proposals (4.3)	967.50
11/6/2012	Respond to EEOC as to claim by former employee; adjust projections per Peoples; meet with C Wooten and R Horton as to LOC extension, projections and mutual expectations; correspondence to P Hoffman and R Horton as to Peoples LOC (3.2)	720.00
11/7/2012	Attend meeting with C Clark as to J Hartley release and recourse on default; computation and create SA & 5b amortization with 8F payment schedule; correspondence with C Clark and R Horton (3.2)	720.00
11/8/2012	Hartley/Horton Addendum; review and conference with R Horton as to Arrowhead lease proposal (3.2)	67.50
11/9/2012	Correspondence with co-counsel and creditor committee as to cash availability, lease negotiations and Disclosure Statement; propose language for Arrowhead lease renewal/amendment pursuant to review (0.7)	157.50
11/13/2012	Conference call w B Fenimore; J Jenkins and C Clark re: Hartley resolution; follow up call with C Clark re: same; prepare material and review filing for fees and expenses; correspondence with R Horton re: Hartley note suspension and call with C Clark as to same; Payment, Payoff and Amortization Schedule preparation and revision (5)	1,125.00
11/14/2012	Meet with R Horton and B Wittman re: reports as well as projections, staffing and landlord negotiations; correspondence with C Clark re: Hartley resolution and amortization (1.9)	427.50
11/15/2012	Correspondence with S Stolte as to EEOC claim response; review of Trustee Reports per B Wittman; telephone calls with R Horton and S Stolte as to report content and format (1.2)	270.00

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11/19/2012	Telephone call with P Hoffman as to Spirit and claims update; compile amortization for potential Spirit Class 7b payment schedule and send to P Hoffman; working to find a Spirit Class 7 payment schedule which is projected to work within currently proposed seasonality, line availability and available cash; create payment scenario with amortization table using \$2.583M unsecured debt; conference with P Hoffman with respect to layering of debts and payments within cash and line availability; refine amortization table pursuant to criteria. (5.6)	1,260.00
11/20/2012	B Fenimore call re: tax aspects and hearing from accountants; call Sara at Marks Nelson to discuss various tax scenarios; call to C Clark as to tax scenarios; call from R Horton as to tax aspects, cash flow, Spirit and accounting system; correspondence with Port Arthur landlord counsel and conference call with R Horton as to same (2.6)	585.00
11/21/2012	Review of proposed confirmation order; telephone call with R Horton as to Hartley tax issue; follow up with A Arnold re: projections and how derived in conjunction with financial data and presumptions and followup as to LOC extension status; tax status with P Hoffman; preparation of potential amortization of alternative damages related to Spirit and transmit to P Hoffman and R Horton (3.4)	765.00
11/26/2012	Conferences with both C Clark and R Horton as to Hartley matters; conference with M Nelson as to application of IRC Section 108 with respect to Hartley loan; review and confirmation to S Stolte as to 6801 lending documents; conference with L Scheer, counsel for Port Arthur landlord, as to lease amendment; call with R Horton as to lease status; revise Plan Exhibits C to reflect new Hartley amount and transmittal to P Hoffman and R Horton as to same; review and approval of DIP budget; receipt and review of Port Arthur amendment; draft response and alternative proposal language. (6.9)	1,552.50
10/27/2012	Receipt and review of Hawthorne proposed changes to 6801 DIP financing; telephone call to R Horton as to same; telephone conference with R Horton and S Stolte as to Final Order as to 6801 line with respect to Hawthorne; draft port Arthur Addendum and transmit same to L Scheer; preparation for Conference Hearing; review and comments as to proposed Modification Agreement with Hartley ((6.5)	1,462.50
11/28/2012	Hearing and associated prep as to Peoples, Projections and 6801 DIP (5.1)	1,147.50
11/29/2012	Telephone call to R Horton as to hearing; correspondence with B Fenimore as to original promissory notes and pledge agreements (.3)	67.50

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Date	Description	Amount
11/30/2012	Review of Hartley modification agreements, reconcile purchase price reduction; research as to investment interest expense potential difference in calculation; correspondence to R Horton and C Clark as to same; review of legal fees memorandum and correspondence as to same (2.2)	495.00
Total		\$13,927.50
Payments/Credits		\$0.00
Balance Due		\$13,927.50