

Exhibit B

DETAILED INVOICES

KELLEY DRYE & WARREN LLP

FEDERAL ID NO. 13-5335107

WASHINGTON
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AFFILIATE OFFICE:
MUMBAI, INDIA

Dickinson Theatres Creditors' Committee
Bankruptcy Court

November 16, 2012
Invoice No. 2564420

022267 Dickinson Theatres Creditors' Committee
0001 Case Administration

Account Summary And Remittance Form

Legal Services:	\$5,517.50
Disbursements and Other Charges:	\$4,409.14

Total Amount Due: **\$9,926.64**

Terms: Payment Due On or Before December 16, 2012

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PAYMENT BY CHECK:

KELLEY DRYE & WARREN LLP
ATTN: TREASURER'S DEPARTMENT
101 PARK AVENUE
NEW YORK, NEW YORK 10178
(212) 808-7800

PAYMENT BY WIRE:

JP MORGAN CHASE, N.A.
ABA #:021-000-021
SWIFT CODE: CHASUS33
ACCOUNT NAME:KELLEY DRYE & WARREN LLP
ACCOUNT #:135-046110
PLEASE INDICATE CLIENT, MATTER AND
INVOICE NUMBER AS PAYMENT REFERENCE

KELLEY DRYE & WARREN LLP

FEDERAL ID NO. 13-5335107

WASHINGTON
LOS ANGELES
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STAMFORD
PARSIPPANY
BRUSSELSAFFILIATE OFFICE:
MUMBAI, INDIADickinson Theatres Creditors' Committee
Bankruptcy CourtNovember 16, 2012
Invoice No. 2564420Client 022267
Matter 0001 Case Administration

Attorney: 01118

Page 1

Legal Services Rendered

<u>Date</u>	<u>Description</u>	<u>Tkpr</u>	<u>Hours</u>
10/04/12	Outline case task list and circulate (.8); email to P. Hoffman (debtor's counsel) regarding next steps (.2).	ERW	1.00
10/05/12	Revise case task list.	ERW	0.40
10/05/12	Arrange preparation of contacts list, edit and circulate same to KDW team (1.1); review docket, create list of orders entered in case (1.4); draft list of documents to informally request from counsel to the Debtor (.4).	JDR	2.90
10/05/12	Review and revise document request to Debtor's counsel.	BB	0.50
10/09/12	Update contact list and circulate.	JDR	0.90
10/10/12	Begin draft of critical dates chart.	JDR	0.60
10/11/12	Review and revise critical dates chart (.6); revise and circulate contacts list (.6).	JDR	1.20
10/12/12	Emails to C. Grimes regarding extension of objection deadlines.	ERW	0.20
10/12/12	Revise contacts list and critical dates chart and circulate both to KDW team.	JDR	0.80
10/15/12	Review and revise outstanding tasks in the case, open case issues and next steps (.4); emails to J. Raviele (KDW) regarding same (.1).	BB	0.50
10/18/12	Review updated case task list and contacts sheet.	ERW	0.20
10/22/12	Update and circulate task list and revised critical dates chart.	JDR	0.60
10/30/12	Review updated critical dates chart and calendar dates.	ERW	0.20

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Dickinson Theatres Creditors' Committee
Client 022267
Matter 0001
November 16, 2012
Page 2

<u>Date</u>	<u>Description</u>	<u>Tkpr</u>	<u>Hours</u>
10/30/12	Review pleadings for impact, update critical dates chart, and circulate both to KDW team.	JDR	1.90

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Matter 0001
November 16, 2012
Page 3

Total Services for this Matter: 5,517.50

Other Charges:**Amount**

Duplication	\$44.80
Telephone	209.59
Long Distance Travel	3,566.80
Cab Service	501.19
Meals	86.76

Total Other Charges for this Matter: 4,409.14

Total this Invoice \$9,926.64

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Dickinson Theatres Creditors' Committee
Client 022267
Matter 0001
November 16, 2012
Page 4

<u>Timekeeper</u>	<u>Tkpr</u>	<u>Hours</u>	<u>Amount</u>
Blaustein, Benjamin	BB	1.00	\$485.00
Wilson, Eric	ERW	2.00	1,250.00
Raviele, Jennifer D	JDR	8.90	3,782.50

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AFFILIATE OFFICE:
MUMBAI, INDIA

Dickinson Theatres Creditors' Committee
Bankruptcy Court

November 16, 2012
Invoice No. 2564421

022267 Dickinson Theatres Creditors' Committee
0002 Retention Matters

Account Summary And Remittance Form

Legal Services:	\$13,145.00
Disbursements and Other Charges:	\$0.00

Total Amount Due: **\$13,145.00**

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Bankruptcy CourtNovember 16, 2012
Invoice No. 2564421Client 022267
Matter 0002 Retention Matters

Attorney: 01118

Page 1

Legal Services Rendered

<u>Date</u>	<u>Description</u>	<u>Tkpr</u>	<u>Hours</u>
10/05/12	Telephone calls and emails with prospective local counsel.	ERW	0.30
10/05/12	Prepare of list of entities to check for conflicts and review of same (1.3); draft email to send to firm regarding potential connections with Judges of the United States Bankruptcy Court for the District of Kansas and employees of the Office of the US Trustee for Region 20 (.9); arrange preparation of pro hac vice applications (.4); arrange preparation of notice of appearance (.4).	JDR	3.00
10/07/12	Further telephone calls and emails with prospective local counsel.	ERW	0.40
10/08/12	Review and comment on Debtor's motion to retain ordinary course professionals (.3); telephone conference with C. Grimes (committee's local counsel) regarding case status (.2).	BB	0.50
10/09/12	Draft email asking partners to disclose any connections with the Debtor, its equity interest holder, and/or its directors and officers (.4); review retention applications (.7).	JDR	1.10
10/09/12	Review, comment on and send emails to partners regarding court, UST and debtor connections.	ERW	0.80
10/10/12	Call with C. Grimes, local counsel, regarding retention issues (.3); analyze results of conflicts search (2.6); draft application to retain Kelley Drye as lead counsel to the	JDR	11.50

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Client 022267
Matter 0002
November 16, 2012
Page 2

<u>Date</u>	<u>Description</u>	<u>Tkpr</u>	<u>Hours</u>
	Committee (3.6); draft affidavits in support of same (1.7); draft proposed order approving same (1.1); call and emails with C. Grimes, local counsel, regarding pro hac vice applications and notice of appearance (.7); arrange preparation of pro hac vice applications and notice of appearance (.6); confer with M. Vicinanza regarding same (.2); review same, and arrange filing and service of same (.7).		
10/11/12	Review and comment on draft KDW retention papers (.3); affidavits in support (.3) and proposed order (.1).	ERW	0.70
10/12/12	Emails with P. Hoffmann regarding retention issues (.5); further review and comment on revised affidavit in support of KDW retention application (.5).	ERW	1.00
10/12/12	Review orders granting KDW's applications for pro hac vice admission.	JDR	0.60
10/15/12	Further analysis and resolution conflicts (.6); finalize Kelley Drye's retention application (2.4).	JDR	3.00
10/15/12	Review proposed committee financial advisor, Protiviti, materials (.6); emails with M. Atkinson (Protiviti) regarding same (.2).	ERW	0.80
10/16/12	Arrange execution, filing, and service of the Committee's application to retain Kelley Drye as its lead counsel.	JDR	0.60
10/16/12	Pull retention application for Grimes from docket.	FB	0.20
10/18/12	Review Debtor's counsel's comments to Kelley Drye's proposed retention order (.2); emails with E. Wilson regarding same (.1).	BB	0.30
10/19/12	Emails with E. Wilson regarding Debtor's counsel proposed change to KDW's retention order (.2); emails with P.	BB	0.30

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Client 022267
Matter 0002
November 16, 2012
Page 3

<u>Date</u>	<u>Description</u>	<u>Tkpr</u>	<u>Hours</u>
10/19/12	Hoffmann (Stinson) regarding same (.1). Review and revise Protiviti's draft application to be retained as financial advisor to the Committee.	JDR	1.10
10/22/12	Revise proposed order granting Committee's application to retain Kelley Drye as lead counsel per comments of P. Hoffmann, counsel to Debtor (.4); emails with C. Grimes regarding transmittal of same to Court (.3); review and revise exhibits to Protiviti's application to be retained as financial advisor to the Committee (.3); email M. Atkinson and J. Crockett, Committee's financial advisor, regarding same (.3).	JDR	1.30
10/25/12	Arrange execution, filing, and service of the Committee's application to retain Protiviti as its financial advisor.	JDR	0.90
10/26/12	Emails with J. Crockett regarding the Committee's application to retain Protiviti as its financial advisor.	JDR	0.60
Total Services for this Matter:			13,145.00
Total this Invoice			\$13,145.00

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Client 022267
Matter 0002
November 16, 2012
Page 4

<u>Timekeeper</u>	<u>Tkpr</u>	<u>Hours</u>	<u>Amount</u>
Blaustein, Benjamin	BB	1.10	\$533.50
Wilson, Eric	ERW	4.00	2,500.00
Raviele, Jennifer D	JDR	23.70	10,072.50
Betan, Fayanne	FB	0.20	39.00

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101 PARK AVENUE
NEW YORK, NEW YORK 10178
(212) 808-7800**PAYMENT BY WIRE:**JP MORGAN CHASE, N.A.
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AFFILIATE OFFICE:
MUMBAI, INDIA

Dickinson Theatres Creditors' Committee
Bankruptcy Court

November 16, 2012
Invoice No. 2564422

022267 Dickinson Theatres Creditors' Committee
0003 Fee Matters

Account Summary And Remittance Form

Legal Services: \$850.00

Disbursements and Other Charges: \$0.00

Total Amount Due: \$850.00

Terms: Payment Due On or Before December 16, 2012

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Bankruptcy CourtNovember 16, 2012
Invoice No. 2564422Client 022267
Matter 0003 Fee Matters

Attorney: 01118

Page 1

Legal Services Rendered

<u>Date</u>	<u>Description</u>	<u>Tkpr</u>	<u>Hours</u>
10/05/12	Review Local Rules for the United States Bankruptcy Court for the District of Kansas to determine whether specific fee categories are required for Committee counsel's applications for compensation (.8); Arrange preparation of committee member expense reimbursement form, edit same, and circulate same to KDW team (.8).	JDR	1.60
10/15/12	Review proposed interim compensation order to confirm that it provides for reimbursement of Committee member expenses.	JDR	0.40
Total Services for this Matter:			850.00
Total this Invoice			\$850.00

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Dickinson Theatres Creditors' Committee
Client 022267
Matter 0003
November 16, 2012
Page 2

<u>Timekeeper</u>	<u>Tkpr</u>	<u>Hours</u>	<u>Amount</u>
Raviele, Jennifer D	JDR	2.00	\$850.00

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AFFILIATE OFFICE:
MUMBAI, INDIA

Dickinson Theatres Creditors' Committee
Bankruptcy Court

November 16, 2012
Invoice No. 2564423

022267 Dickinson Theatres Creditors' Committee
0004 Financing and Cash Collateral

Account Summary And Remittance Form

Legal Services: \$15,750.00

Disbursements and Other Charges: \$0.00

Total Amount Due: \$15,750.00

Terms: Payment Due On or Before December 16, 2012

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Bankruptcy CourtNovember 16, 2012
Invoice No. 2564423Client 022267
Matter 0004 Financing and Cash Collateral

Attorney: 01118

Page 1

Legal Services Rendered

<u>Date</u>	<u>Description</u>	<u>Tkpr</u>	<u>Hours</u>
10/04/12	Briefly review Peoples (.6) and West 6801 (.3) DIP motions.	ERW	0.90
10/05/12	Review and analyze the 6801 West insider interim DIP order and identify issues related to same (.4); review and analyze the Peoples interim DIP order and identify issues related to same (.7); review credit agreements related to same (.6).	BB	1.70
10/16/12	Review and analyze the case's budget in the context of the final DIP order and outline issues related to same (.5); begin review and revise same (.4); review and analyze proposed insider final DIP Order (.4); emails with E. Wilson regarding same (.1).	BB	1.40
10/17/12	Review and comment on proposed final Peoples Bank DIP Order.	BB	1.80
10/18/12	Additional review and comment on proposed final Peoples Bank DIP Order (1.6); review comments of Hawthorn Bank to proposed final Peoples Bank DIP Order (.4); emails with S. Stolte (debtor's counsel) and W. Smith counsel for Peoples Bank) regarding same (.2); confer with E. Wilson and J. Raviele (both of KDW) regarding same and regarding DIP objection (.4).	BB	2.60
10/18/12	Review and comment on revised Peoples' DIP order.	ERW	0.30
10/19/12	Numerous emails with P. Hoffmann and S. Stolte (debtor's	BB	0.80

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MUMBAI, INDIADickinson Theatres Creditors' Committee
Client 022267
Matter 0004
November 16, 2012
Page 2

<u>Date</u>	<u>Description</u>	<u>Tkpr</u>	<u>Hours</u>
	counsel), W. Smith (counsel for Peoples), and R. Fielding (counsel for Hawthorn) regarding open DIP issues.		
10/19/12	Review and comment on Peoples (.6) and Hawthorn's (.5) proposed DIP orders.	ERW	1.10
10/22/12	Begin drafting objection to final approval of DIP Financing Motion with People's Bank.	JDR	4.20
10/22/12	Prepare for and conduct call with P. Hoffmann and S. Stolte (debtor's counsel) regarding open DIP issues (.4); follow up call with same and with M. Fielding (counsel for Hawthorn Bank) and W. Smith (counsel for Peoples Bank) regarding same (.8); review and revise Peoples Bank's final DIP order in light of same (.7).	BB	1.90
10/23/12	Review proposed DIP budget (.5) and provide my comments to B. Blaustein (.4).	ERW	0.90
10/23/12	Initial review and analysis of the Debtor's revised case budget (.6); emails with J. Crockett (committee's financial advisor) regarding same (.5); emails and calls with P. Hoffmann and S. Stolte (debtor's counsel), M. Fielding (counsel for Hawthorne Bank) and W. Smith (counsel for Peoples Bank) regarding various issues with the proposed final DIP order (1.4); make numerous revisions to final DIP order (1.7); confer with E. Wilson regarding DIP (.4).	BB	4.60
10/23/12	Continue drafting objection to People's Bank DIP Financing (2.5); review revised proposed final DIP Financing Order (.9).	JDR	3.40
10/24/12	Numerous emails with W. Smith (counsel for Peoples Bank), P. Hoffmann and S. Stolte, M. Fielding (counsel for Hawthorn Bank), and R. Rayburn (special counsel for the	BB	4.10

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November 16, 2012
Page 3

<u>Date</u>	<u>Description</u>	<u>Tkpr</u>	<u>Hours</u>
	Debtor), regarding proposed final DIP order (.8); conferences and emails with E. Wilson regarding same (.4); call with W. Smith, P. Hoffmann and S. Stolte, M. Fielding regarding same (.6); review and revise final DIP order in light of comments from the working group (2.3).		
10/24/12	Confer with B. Blaustein regarding case status, manner of proceeding, budget (.4); review and comment on final People's DIP order, budget (.9); review and comment on Protiviti retention application (.2).	ERW	1.50
10/25/12	Emails with P. Hoffmann, M. Fielding and W. Smith regarding final comments to Peoples' DIP order (.4); emails with E. Wilson regarding same (.2).	BB	0.60
10/25/12	Emails with B. Blaustein regarding disposition of DIP dispute.	ERW	0.20
Total Services for this Matter:			15,750.00
Total this Invoice			\$15,750.00

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November 16, 2012
Page 4

<u>Timekeeper</u>	<u>Tkpr</u>	<u>Hours</u>	<u>Amount</u>
Blaustein, Benjamin	BB	19.50	\$9,457.50
Wilson, Eric	ERW	4.90	3,062.50
Raviele, Jennifer D	JDR	7.60	3,230.00

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AFFILIATE OFFICE:
MUMBAI, INDIA

Dickinson Theatres Creditors' Committee
Bankruptcy Court

November 16, 2012
Invoice No. 2564424

022267 Dickinson Theatres Creditors' Committee
0005 Asset Disposition

Account Summary And Remittance Form

Legal Services:	\$1,018.50
Disbursements and Other Charges:	\$0.00

Total Amount Due: **\$1,018.50**

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Matter 0005 Asset Disposition

Attorney: 01118

Page 1

Legal Services Rendered

<u>Date</u>	<u>Description</u>	<u>Tkpr</u>	<u>Hours</u>
10/05/12	Begin review and analysis of the Debtor's K-7 abandonment motion.	BB	0.40
10/09/12	Continued analysis of issues related to the abandonment of the K-7 property (.8); emails with S. Stolte (debtor's counsel) regarding same (.3),	BB	1.10
10/16/12	Call with B. Strauss (counsel for First Community Bank) regarding Debtor's motion to abandon its K-7 property (.2); emails with S. Stolte regarding same (.2); analyze valuation and timing issues related to same (.2).	BB	0.60
Total Services for this Matter:			1,018.50
Total this Invoice			\$1,018.50

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November 16, 2012
Page 2

<u>Timekeeper</u>	<u>Tkpr</u>	<u>Hours</u>	<u>Amount</u>
Blaustein, Benjamin	BB	2.10	\$1,018.50

PAYMENT BY CHECK:KELLEY DRYE & WARREN LLP
ATTN: TREASURER'S DEPARTMENT
101 PARK AVENUE
NEW YORK, NEW YORK 10178
(212) 808-7800**PAYMENT BY WIRE:**JP MORGAN CHASE, N.A.
ABA #: 021-000-021
SWIFT CODE: CHASUS33
ACCOUNT NAME: KELLEY DRYE & WARREN LLP
ACCOUNT #: 135-046110
PLEASE INDICATE CLIENT, MATTER AND
INVOICE NUMBER AS PAYMENT REFERENCE

KELLEY DRYE & WARREN LLP

FEDERAL ID NO. 13-5335107

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AFFILIATE OFFICE:
MUMBAI, INDIA

Dickinson Theatres Creditors' Committee
Bankruptcy Court

November 16, 2012
Invoice No. 2564425

022267 Dickinson Theatres Creditors' Committee
0006 Executory Contracts and Leases

Account Summary And Remittance Form

Legal Services:	\$1,912.00
Disbursements and Other Charges:	\$0.00

Total Amount Due: **\$1,912.00**

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Bankruptcy CourtNovember 16, 2012
Invoice No. 2564425Client 022267
Matter 0006 Executory Contracts and Leases

Attorney: 01118

Page 1

Legal Services Rendered

<u>Date</u>	<u>Description</u>	<u>Tkpr</u>	<u>Hours</u>
10/09/12	Review rejection motions (.6); Emails with S. Stolte (debtor's counsel) regarding status of same (.3).	BB	0.90
10/12/12	Read Spirit decision.	ERW	0.40
10/12/12	Review Judge's opinion concerning the denial of the Debtor's motion to reject one of the leases with Spirit.	BB	0.40
10/15/12	Calls with T. Swanson regarding status of Mesa, AZ and Little Rock, AR theatres (.6); review rejection motions for impact on same (.8).	JDR	1.40
10/15/12	Continue analysis of open issues related to motions to reject various contracts (.4); calls and emails with S. Stolte regarding same (.3).	BB	0.70
10/30/12	Emails with counsel for S. Olsen (Holland & Hart), counsel for National CineMedia, regarding potential rejection of executory contract of same.	BB	0.20
Total Services for this Matter:			1,912.00
Total this Invoice			\$1,912.00

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Client 022267
Matter 0006
November 16, 2012
Page 2

<u>Timekeeper</u>	<u>Tkpr</u>	<u>Hours</u>	<u>Amount</u>
Blaustein, Benjamin	BB	2.20	\$1,067.00
Wilson, Eric	ERW	0.40	250.00
Raviele, Jennifer D	JDR	1.40	595.00

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Dickinson Theatres Creditors' Committee
Bankruptcy Court

November 16, 2012
Invoice No. 2564426

022267 Dickinson Theatres Creditors' Committee
0007 Avoidance Actions

Account Summary And Remittance Form

Legal Services:	\$3,257.00
Disbursements and Other Charges:	\$0.00

Total Amount Due: **\$3,257.00**

Terms: Payment Due On or Before December 16, 2012

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Bankruptcy CourtNovember 16, 2012
Invoice No. 2564426Client 022267
Matter 0007 Avoidance Actions

Attorney: 01118

Page 1

Legal Services Rendered

<u>Date</u>	<u>Description</u>	<u>Tkpr</u>	<u>Hours</u>
10/06/12	Review the Debtor's Statement of Financial Affairs to identify 90-day and 1-year payments (.3); review stock purchase agreement between the Horton Trust and John Hartley and identify certain claims related to same (1.2).	BB	1.50
10/06/12	Briefly review stock purchase agreement.	ERW	0.40
10/08/12	Conduct lien investigation in light of UCC searches and identify various issues related to alleged perfection of John Hartley and Peoples Bank (1.3); outline issues related to potential subordination of the Hartley guaranty (.9).	BB	2.20
10/09/12	Review and analyze Hawthorn Bank's note and alleged liens (.8); review and analyze additional liens of various landlords (.5); additional analysis of settlement scenarios in light of John Hartley's exposure (.9); additional analysis of settlement scenarios with Peoples Bank (.3).	BB	2.50
Total Services for this Matter:			3,257.00
Total this Invoice			\$3,257.00

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Client 022267
Matter 0007
November 16, 2012
Page 2

<u>Timekeeper</u>	<u>Tkpr</u>	<u>Hours</u>	<u>Amount</u>
Blaustein, Benjamin	BB	6.20	\$3,007.00
Wilson, Eric	ERW	0.40	250.00

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Dickinson Theatres Creditors' Committee
Bankruptcy Court

November 16, 2012
Invoice No. 2564427

022267 Dickinson Theatres Creditors' Committee
0008 Claims

Account Summary And Remittance Form

Legal Services:	\$2,427.00
Disbursements and Other Charges:	\$0.00

Total Amount Due: **\$2,427.00**

Terms: Payment Due On or Before December 16, 2012

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Bankruptcy CourtNovember 16, 2012
Invoice No. 2564427Client 022267
Matter 0008 Claims

Attorney: 01118

Page 1

Legal Services Rendered

<u>Date</u>	<u>Description</u>	<u>Tkpr</u>	<u>Hours</u>
10/04/12	Briefly review critical vendor motion (.2); 503b9 motion (.2); and rejection motions (.4).	ERW	0.80
10/05/12	Review and analyze critical vendor and section 503(b)(9) orders (.3) and outline the committee's comments to same (.3).	BB	0.60
10/08/12	Draft comprehensive comments to S. Stolte (debtor's counsel) on various case issues, including the critical vendor and section 503(b)(9) orders and upcoming deadlines.	BB	0.90
10/12/12	Numerous emails with P. Hoffmann (debtor's counsel) regarding estimated claims and open issues related to same (.4); conduct independent analysis of the company's claims pool (.5).	BB	0.90
10/13/12	Emails from P. Hoffmann regarding updated claim's analysis (.2); briefly review updated analysis (.2).	ERW	0.40
10/25/12	Call with P. Hoffmann and B. Strauss (counsel for First Community Bank) regarding obtaining appraisals and potential deficiency claim of First Community Bank in connection with K-7 property (.4); call with P. Hoffmann and D. Bacon (counsel for Spirit) regarding amount and classification of Spirit's claim (.4).	BB	0.80
10/26/12	Emails with C. Grimes regarding appeal of Spirit decision.	ERW	0.20
Total Services for this Matter:			2,427.00

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Client 022267
Matter 0008
November 16, 2012
Page 2

<u>Date</u>	<u>Description</u>	<u>Tkpr</u>	<u>Hours</u>
	Total this Invoice		\$2,427.00

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Client 022267
Matter 0008
November 16, 2012
Page 3

<u>Timekeeper</u>	<u>Tkpr</u>	<u>Hours</u>	<u>Amount</u>
Blaustein, Benjamin	BB	3.20	\$1,552.00
Wilson, Eric	ERW	1.40	875.00

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AFFILIATE OFFICE:
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Dickinson Theatres Creditors' Committee
Bankruptcy Court

November 16, 2012
Invoice No. 2564428

022267 Dickinson Theatres Creditors' Committee
0009 Disclosure Statement and Plan of Reorganization

Account Summary And Remittance Form

Legal Services:	\$38,505.00
Disbursements and Other Charges:	\$0.00

Total Amount Due: **\$38,505.00**

Terms: Payment Due On or Before December 16, 2012

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ACCOUNT #: 135-046110
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AFFILIATE OFFICE:
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Dickinson Theatres Creditors' Committee
Bankruptcy Court

November 16, 2012
Invoice No. 2564428

Client 022267
Matter 0009 Disclosure Statement and Plan of Reorganization

Attorney: 01118

Page 1

Legal Services Rendered

<u>Date</u>	<u>Description</u>	<u>Tkpr</u>	<u>Hours</u>
10/05/12	Emails with P. Hoffmann regarding conflicts issues, in-person meeting with committee, extension of objection deadlines (.5); telephone calls and emails with chairperson regarding advisors, in-person meeting, next steps (.3); conference call (1.2) and emails (.4) with debtor's counsel regarding case overview, next steps.	ERW	2.40
10/05/12	Introductory call with P. Hoffmann (debtor's counsel) and E. Wilson regarding reasons for filing and the Debtor's plan (1.2); review of first day declaration and key pleadings to understand the key issues in the case (.8); emails with P. Hoffmann regarding next week's all-hands meeting between the Debtor and the Committee (.2).	BB	2.20
10/06/12	Begin drafting the Committee's global settlement proposal.	BB	1.10
10/08/12	Read and analyze plan (1.1) and disclosure statement (1.6); emails with P. Hoffmann regarding committee meeting, SPA deal documents, People's budget, meeting agenda (.5).	ERW	3.20
10/08/12	Review current draft of Plan and determine necessary changes to same (1.1); emails with P. Hoffmann (Stinson) regarding upcoming meeting with the Debtor later that week to discuss the case's issues and the company's performance (.4).	BB	1.50
10/09/12	Emails with P. Hoffmann regarding in-person meeting and	ERW	1.90

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Client 022267
Matter 0009
November 16, 2012
Page 2

<u>Date</u>	<u>Description</u>	<u>Tkpr</u>	<u>Hours</u>
	disposition of K-7 property, plan documents and projections (.5); read and analyze the following documents preparatory to in-person debtor meeting: budget (.8); DIP orders (.6).		
10/09/12	Arrange acquisition of first-day transcript and confer with M. Vicinanza regarding same.	JDR	0.40
10/10/12	Extensive preparation for first meeting with the Debtor in Kansas, include drafting of case issue list and global settlement scenarios.	BB	4.30
10/10/12	Review revised projections underlying plan (.4); review settlement proposal (.5) and evaluate possible settlement scenarios (.3) preparatory to in-person meeting with debtors, Peoples' and counsel.	ERW	1.20
10/11/12	Prepare for in-person meeting with debtor, committee, bank and counsel (1.1); strategy conference with B. Blaustein regarding same (.8); attend in-person meeting with debtor, committee, bank and counsel at debtor's counsel's office (3.8); pre-meeting with committee members Coke, Hartley and Prize (1.1); review debtor's revised draft plan projections (.3).	ERW	7.10
10/11/12	Non-working travel time to and from Kansas City, MS for in-person meeting with debtor, committee, bank and counsel (4 hours billed at 50%).	ERW	2.00
10/11/12	Call with C. Grimes, local counsel, regarding revised projections for distribution to general unsecured creditors under proposed plan.	JDR	0.30
10/11/12	Continue working on case issues and global settlement scenarios with E. Wilson (KDW), during travel time to Kansas (in lieu of non-working travel time) (2.8); begin	BB	7.90

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Client 022267
Matter 0009
November 16, 2012
Page 3

<u>Date</u>	<u>Description</u>	<u>Tkpr</u>	<u>Hours</u>
	drafting outline of open issues in light of meeting (.5); attend meeting with the Committee, the Debtor's principals and Debtor's counsel to discuss the Debtor's operations and key case issues (3.8); confer with E. Wilson regarding same (.8).		
10/12/12	Outline open items for committee plan term sheet for B. Blaustein to prepare following meeting (.8); review and comment on initial draft of proposed settlement term sheet (.8).	ERW	1.60
10/12/12	Extensive analysis of the Debtor's projections in light of the in-person meeting with the Debtor (2.6); confer with E. Wilson (KDW) regarding same (.2); revise Committee Plan term sheet per E. Wilson's instruction in light of meeting with the Debtor and updated projections (3.4).	BB	6.20
10/14/12	Finalize draft Committee plan term sheet and forward same to E. Wilson.	BB	1.20
10/15/12	Review and comment on plan term sheet revised per my instruction (.8); confer with B. Blaustein regarding same (.3); briefly review debtor's updated projections (.3); emails with P. Hoffmann (debtor's counsel) regarding financial contact for Protiviti (.1); read first-day hearing transcript for case background (.8).	ERW	2.30
10/15/12	Confer with E. Wilson (KDW) regarding open issues concerning the Committee's plan term sheet (.3); review and revise same in light of comments (1.4).	BB	1.70
10/16/12	Call with M. Atkinson regarding debtor's projections (.8); final review and comment on revised plan term sheet prior to circulation (.6).	ERW	1.40

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Matter 0009
November 16, 2012
Page 4

<u>Date</u>	<u>Description</u>	<u>Tkpr</u>	<u>Hours</u>
10/16/12	Follow up call with E. Wilson and M. Atkinson (Protiviti) regarding the Committee's draft settlement term sheet (.3); review and revise term sheet in light of same (.8); email term sheet to P. Hoffmann and follow up emails related to same (.3).	BB	1.40
10/17/12	Review revised projections (.5) and updated term sheet (.3); confer with B. Blaustein regarding calls with P. Hoffmann, J. Hartley (Insider) and Peoples Bank (DIP lender) regarding settlement (.4).	ERW	1.20
10/17/12	Call with P. Hoffmann regarding the Committee's settlement term sheet and other key case issues (.9); call with P. Hoffmann and B. Fenimore (counsel for J. Hartley) regarding same (.8); confer with E. Wilson regarding same (.4).	BB	2.10
10/24/12	Work on various global settlement options in light of the Debtor's revised budget (.9); emails with J. Crockett (Protiviti) regarding same (.2).	BB	1.10
10/25/12	Prepare for second global settlement meeting at the Debtor's office including review and revise various global settlement options in light of the Debtor's revised budget (2.3); attend second all hands settlement meeting with P. Hoffmann (debtor's counsel), B. Fenimore (counsel for John Hartley), C. Clark (counsel for Ron Horton), R. Horton (Debtor's President), and R. Rayburn (special corporate counsel to the Debtor) (3.2).	BB	5.50
10/26/12	Call with P. Hoffmann, B. Fenimore, C. Clark and R. Rayburn regarding the Debtor's plan (1.1); follow up emails with the same working group regarding same (.4); initial	BB	3.40

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November 16, 2012
Page 5

<u>Date</u>	<u>Description</u>	<u>Tkpr</u>	<u>Hours</u>
	review of deal points proposed by B. Fenimore (.3); call with B. Fenimore regarding same (.5); analyze potential solutions to various opens issues concerning the plan (1.1).		
10/26/12	Emails with debtor's counsel and insider's counsel regarding settlement.	ERW	0.30
10/29/12	Review and comment on the case's deal points circulated by B. Fenimore (1.6); calculate various options for payments to general unsecured creditors under the Plan (.7); follow up emails with P. Hoffmann regarding same (.2).	BB	2.50
10/29/12	Review settlement points (.6) and provide comments to B. Blaustein (.3).	ERW	0.90
10/31/12	Call with P. Hoffmann and B. Fenimore regarding amended Plan, global settlement and revised projections (1.0); begin review and revise Plan and Disclosure Statement in light of same (.9); analyze projections in light of same (.5).	BB	2.40
10/31/12	Review revised plan and disclosure statement (.8); review revised projections (.3).	ERW	1.10
Total Services for this Matter:			38,505.00
Total this Invoice			\$38,505.00

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Client 022267
Matter 0009
November 16, 2012
Page 6

<u>Timekeeper</u>	<u>Tkpr</u>	<u>Hours</u>	<u>Amount</u>
Blaustein, Benjamin	BB	44.50	\$21,582.50
Wilson, Eric	ERW	26.60	16,625.00
Raviele, Jennifer D	JDR	0.70	297.50

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Dickinson Theatres Creditors' Committee
Bankruptcy Court

November 16, 2012
Invoice No. 2564429

022267 Dickinson Theatres Creditors' Committee
0010 Committee & Creditor Communications

Account Summary And Remittance Form

Legal Services:	\$14,031.50
Disbursements and Other Charges:	\$0.00

Total Amount Due: **\$14,031.50**

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Matter 0010 Committee & Creditor Communications

Attorney: 01118

Page 1

Legal Services Rendered

<u>Date</u>	<u>Description</u>	<u>Tkpr</u>	<u>Hours</u>
10/04/12	Prepare for and conduct initial committee call (1.4); draft committee bylaws (.6).	ERW	2.00
10/05/12	Draft extensive update to creditors' committee, schedule in-person meeting with debtor (.8); telephone calls and emails with chairperson regarding advisors, in-person meeting, next steps (.3).	ERW	1.10
10/05/12	Review and comment on P. Hoffmann's (debtor's counsel) proposal concerning confidentiality agreement between the Debtor and the Committee.	BB	0.20
10/06/12	Emails with B. Kaye (Committee member for Coca Cola) and E. Wilson regarding key issues in the upcoming meeting between the Committee and the Debtor.	BB	0.30
10/08/12	Emails with Hartley, IMAX regarding in-person meeting, comments to bylaws (.5); confer with B. Blaustein regarding committee update (.4).	ERW	0.90
10/08/12	Review and revise Committee bylaws in light of comments from various Committee members (.4); office conference with E. Wilson (KDW) regarding same (.4); draft status update to the Committee regarding the upcoming in-person meeting with the Debtor (.3).	BB	1.10
10/09/12	Call GGA and Prize Properties regarding whether they will attend 10/11 in-person meeting with the Debtor.	JDR	0.30

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MUMBAI, INDIADickinson Theatres Creditors' Committee
Client 022267
Matter 0010
November 16, 2012
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<u>Date</u>	<u>Description</u>	<u>Tkpr</u>	<u>Hours</u>
10/09/12	Telephone call (.5) and emails (.1) with committee member Hartley regarding case status, meeting agenda.	ERW	0.60
10/10/12	Email Committee members reminder regarding 10/11 in-person meeting with the Debtor (.5); emails with M. deQuesada and D. Forster regarding attendance at same and execution of bylaws (.6).	JDR	1.10
10/10/12	Call with P. Hoffmann regarding meeting, prior representation of creditors (.2); emails with committee member of IMAX regarding pleadings, meeting (.2).	ERW	0.40
10/11/12	Email meeting agenda and revised projections to Committee members for in-person meeting with the Debtor (.4); draft motion to establish procedures for notice to general unsecured creditors who are not members of the Committee pursuant to section 1102 of the Bankruptcy Code (2.9); review motion to establish minimum noticing requirements (1.2); email summary of same to E. Wilson and B. Blaustein (.4).	JDR	4.90
10/12/12	Emails with B. Kaye (UCC chair) (.2) and M. Atkinson (Protiviti), UCC advisor (.2) regarding next committee meeting, retention.	ERW	0.40
10/12/12	Draft status update and agenda to the Committee in advance of Committee call.	BB	0.30
10/15/12	Prepare Committee website.	M V	1.10
10/15/12	Call various Committee members regarding their attendance for today's Committee call (.4); finalize motion to confirm that the Committee is not required to provide the Debtor's confidential or privileged information to creditors who are not members of the Committee (.9).	JDR	1.30

KELLEY DRYE & WARREN LLP

FEDERAL ID NO. 13-5335107

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<u>Date</u>	<u>Description</u>	<u>Tkpr</u>	<u>Hours</u>
10/15/12	Prepare for (.4) and conduct (1.1) committee call regarding case status, term sheet; follow-up calls with committee members regarding same (.3),	ERW	1.80
10/15/12	Draft status update to the Committee in advance of Committee call (.4); participate in weekly Committee call to discuss the key issues in the case (1.1); calls with various key creditors regarding the case's issues (.6).	BB	2.10
10/15/12	Send reminder to Committee members for weekly Committee call.	JDR	0.40
10/16/12	Review and comment on 1102 motion (.3) and proposed order (.2).	ERW	0.50
10/16/12	Revise Committee's motion for and order determining that the Committee is not required to provide confidential and privileged information to creditors who are not Committee members (.3); finalize same and arrange filing and service of same (.6).	JDR	0.90
10/18/12	Draft meeting agenda, outline open issues.	ERW	0.40
10/18/12	Continue to prepare Committee website.	M V	0.90
10/19/12	Prepare for (.2) and participate in (.5) weekly Committee call.	BB	0.70
10/19/12	Continue to prepare Committee website and upload relevant pleadings.	M V	0.70
10/19/12	Prepare for (.2) and conduct (.5) committee call.	ERW	0.70
10/19/12	Call Committee members regarding participation in 10/19 Committee call (.4); call with S. Stolte, counsel to Debtor) regarding potential collaboration on website to provide information to creditors (.3); call with counsel to Committee members for update on negotiations (.4).	JDR	1.10

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Dickinson Theatres Creditors' Committee
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<u>Date</u>	<u>Description</u>	<u>Tkpr</u>	<u>Hours</u>
10/22/12	Maintenance of website.	M V	1.10
10/26/12	Prepare for and conduct weekly Committee call (1.0); call with J. Swart (The Hartley's Executive Cleaners) and G. Eastman (counsel for the same and for the Prize Properties) regarding key case issues related to and impact of proposed plan on same (.5); call with K. Weismann (Imax) regarding same (.3).	BB	1.80
10/26/12	Calls with Committee members to confirm participation in Committee call.	JDR	0.30
10/31/12	Call and emails with Debtor's counsel, S. Stolte, regarding creditor website.	JDR	0.30
Total Services for this Matter:			14,031.50
Total this Invoice			\$14,031.50

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<u>Timekeeper</u>	<u>Tkpr</u>	<u>Hours</u>	<u>Amount</u>
Vicinanza, Marie	M V	3.80	\$874.00
Blaustein, Benjamin	BB	6.50	3,152.50
Wilson, Eric	ERW	8.80	5,500.00
Raviele, Jennifer D	JDR	10.60	4,505.00

PAYMENT BY CHECK:KELLEY DRYE & WARREN LLP
ATTN: TREASURER'S DEPARTMENT
101 PARK AVENUE
NEW YORK, NEW YORK 10178
(212) 808-7800**PAYMENT BY WIRE:**JP MORGAN CHASE, N.A.
ABA #: 021-000-021
SWIFT CODE: CHASUS33
ACCOUNT NAME: KELLEY DRYE & WARREN LLP
ACCOUNT #: 135-046110
PLEASE INDICATE CLIENT, MATTER AND
INVOICE NUMBER AS PAYMENT REFERENCE