

EXHIBIT F

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF KANSAS**

In re:

DICKINSON THEATRES, INC.

Debtor.

Chapter 11

Case No. 12-22602

**MONTHLY STATEMENT OF SERVICES RENDERED AND
EXPENSES INCURRED BY PROTIVITI INC. FOR THE PERIOD
DECEMBER 1, 2012 THROUGH DECEMBER 31, 2012**

In accordance with 11 U.S.C. §§ 105(a), 328, 330, and 331, and this Court's Order Granting the Debtor's Motion to Establish Procedures for Interim Compensation and Reimbursement of Expenses of Professionals entered October 27, 2012 (Docket No. 164), establishing procedures for interim compensation and reimbursement of expenses of professionals ("Interim Compensation Order"), Protiviti Inc. ("Protiviti"), financial advisor to the Official Committee of Unsecured Creditors (the "Committee"), hereby submits its Monthly Statement of Services Rendered and Fees Incurred for the Period December 1, 2012 through December 31, 2012 (the "Statement").

FEES AND EXPENSES FOR MONTHLY STATEMENT

1. A summary of the services rendered by Protiviti for which compensation is sought by project category is as follows and is attached as Exhibit B:

Project Category	Hours	Total Fees
Case Administration	1.90	\$741.00
Prepare Fee / Employment Applications	2.70	\$846.00
Plan and Disclosure Statement	0.60	\$234.00
Total	5.20	\$1,821.00

2. All professional services were performed by Protiviti for and on behalf of the Committee and no other individual creditor, or any other persons.

3. During the Statement period, Protiviti has performed necessary, reasonable and valuable services for the Committee with a total of approximately 5.20 hours expended therefore. The specific number of hours, timekeeper's name, hourly rate and total fee amounts are listed and broken down below and attached as Exhibit A:

Name of Professional Individual	Position, Licenses, Number of Years Experience, Prior Relevant Experience	Average Billing Rate	Total Hours Billed	Total Compensation
Crockett, Jason N.	Associate Director; MBA; CIRA; 11 Years; Finance-Banking; Bankruptcy / Litigation Analysis	\$390.00	2.90	\$1,131.00
Frisvold, Andrew M.	Manager; BS; CIRA; CDBV; CFE; 7 years; Financial Consulting; Bankruptcy / Litigation Analysis; Investments	\$300.00	2.30	\$690.00
Total		\$350.19	5.20	\$1,821.00

4. A complete and accurate accounting of the time identified above is itemized on the statement attached hereto as Exhibit C.

5. The hourly rates charged by Protiviti are the standard rates charged on routine matters without considering the size of the case and degree of responsibility, difficulty, complexity, and results achieved. Based on such rates, the value of the professional services rendered during the Statement period totals \$1,821.00 with the average hourly rate for the professionals during this period being approximately \$350.19. To minimize the expense of the services provided, Protiviti has, wherever possible, avoided duplication of efforts and delegated appropriate tasks to professionals with a lower billing rate.

6. Protiviti did not incur any expenses during the Statement period.

7. No agreement or understanding prohibited by Section 504 of the Bankruptcy Code exists between Protiviti and any other person or entity for the sharing of compensation or reimbursement received or to be received for services rendered in connection with this case.

8. In accordance with the Interim Compensation Order, this Statement has been served upon the following parties: (i) counsel to Dickinson Theatres, Inc., Stinson Morrison Hecker LLP, Attn: Sharon L. Stolte, Esq., 1201 Walnut Street, Suite 2900, Kansas City, Missouri 64106; (ii) Benjamin Blaustein, Kelley Drye & Warren LLP, 101 Park Avenue, New York, New York, 10178, counsel for the Official Committee of Unsecured Creditors, and; (iii) the Office of the United States Trustee, United States Trustee, Attn: Joyce Owens, 301 North Main Street, Suite 1150, Wichita, Kansas 67202 (collectively, the “Notice Parties”).

9. Pursuant to the Interim Compensation Order, objections to this Statement, if any, must be served upon the Notice Parties no later than January 28, 2013 (the “Objection Deadline”), setting forth the nature of the objection and the specific amount of fees or expenses at issue.

10. If no objections to this Statement are received on or before the Objection Deadline, the Debtor will pay to Protiviti 100% of the fees and 100% of the expenses identified in this Statement.

11. Protiviti respectfully requests and reserves the right to supplement this application with additional time descriptions or other material, as appropriate, after determining all questions, comments or objections from all parties.

Dated: January 18, 2013

By:



Michael L. Atkinson
Managing Director
Protiviti, Inc.
1 East Pratt Street
Suite 800
Baltimore, MD 21202
Phone: 410-454-6800
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*Financial Advisor to the Official Committee
of Unsecured Creditors*

**Billing Details for Client No. 12017 -
DICKINSON THEATRES, INC.**

Protiviti Inc.

Summary of Time by Individual

12/1/2012 through 12/31/2012

<u>Name</u>	<u>Hours</u>	<u>Average Rate</u>	<u>Amount</u>
CROCKETT, JASON N.	2.90	\$390.00	\$1,131.00
FRISVOLD, ANDREW M	2.30	\$300.00	\$690.00
Total Fees for Client No. 12017 - DICKINSON THEATRES, INC.	5.20	\$350.19	\$1,821.00
Total for Client No. 12017 - DICKINSON THEATRES, INC.			\$1,821.00

Billing Details for Client No. 12017 - Dickinson Theatres, Inc. Protiviti Inc.

12/1/2012 through 12/31/2012

Summary of Time by Service Code

Code	Description	Hours	Avg Rate	Amount
443	BANKRUPTCY -CASE ADMINISTRATION: Coordination and compliance activities, including preparation of statement of financial affairs; schedules, list of contracts; United States Trustee interim statements and operating reports; contracts with the United States Trustee; general creditor inquiries.	1.90	\$390.00	\$741.00
446	BANKRUPTCY-FEE/EMPLOYMENT APPLICATIONS: Preparations of employment and fee applications for self or others; motions to establish interim procedures.	2.70	\$313.33	\$846.00
451	BANKRUPTCY-PLAN AND DISCLOSURE STATEMENT: Formulation, presentation and confirmation; compliance with the plan confirmation order, related orders and rules; disbursement and case closing activities, except those related to the allowance and objections to allowance of claims.	0.60	\$390.00	\$234.00
Total Fees for Client No. 12017 - Dickinson Theatres, Inc.		5.20	\$350.19	\$1,821.00

Billing Details for Client No. 12017 - Dickinson Theatres, Inc. Protiviti Inc.
12/1/2012 through 12/31/2012

Summary of Time by Service Code

Code	Description	Hours	Avg Rate	Amount
	Total for Client No. 12017 - Dickinson Theatres, Inc.			\$1,821.00

Billing Details for Client No. 12017 - Dickinson Theatres, Inc. Protiviti Inc.

12/1/2012 through 12/31/2012

Detail by Service Code

Code	Record No.	Name	Date	Hours	Rate	Amount	Detail	
443		BANKRUPTCY -CASE ADMINISTRATION: Coordination and compliance activities, including preparation of financial affairs, schedules, list of contracts; United States Trustee interim statements and operating reports; contracts with the United States Trustee; general creditor inquiries.						
	1	CROCKETT, JASON N.	12/10/2012	0.20	\$390.00	\$78.00	CORRESPONDENCE WITH COUNSEL REGARDING CASE ISSUES.	
	2	CROCKETT, JASON N.	12/11/2012	0.60	\$390.00	\$234.00	CORRESPONDENCE REGARDING PLAN UPDATE, MASTER LEASE, AND DISCUSS ISSUES WITH M. ATKINSON.	
	3	CROCKETT, JASON N.	12/13/2012	0.10	\$390.00	\$39.00	CORRESPONDENCE WITH COUNSEL REGARDING STATUS UPDATE.	
	4	CROCKETT, JASON N.	12/14/2012	0.50	\$390.00	\$195.00	REVIEW OF UPDATED PROPOSED PLAN OF REORGANIZATION AND RELATED CORRESPONDENCE.	
	5	CROCKETT, JASON N.	12/27/2012	0.20	\$390.00	\$78.00	REVIEW DOCKET.	
	6	CROCKETT, JASON N.	12/28/2012	0.30	\$390.00	\$117.00	REVIEW OF DEBTOR'S FINANCIAL UPDATE AND CONFIRMATION STATUS.	
		Subtotal for Service Code 443				1.90	\$741.00	

Billing Details for Client No. 12017 - Dickinson Theatres, Inc. Protiviti Inc.

12/1/2012 through 12/31/2012

Detail by Service Code

Code	Record No.	Name	Date	Hours	Rate	Amount	Detail	
446		BANKRUPTCY-FEE/EMPLOYMENT APPLICATIONS: Preparations of employment and fee applications for self or others; motions to establish interim procedures.						
	7	FRISVOLD, ANDREW M	12/4/2012	0.80	\$300.00	\$240.00	PREPARE FINAL FEE APPLICATION.	
	8	FRISVOLD, ANDREW M	12/4/2012	0.40	\$300.00	\$120.00	REVIEW ORDER FOR COMPENSATION PROCEDURES.	
	9	CROCKETT, JASON N.	12/11/2012	0.40	\$390.00	\$156.00	PREPARE AND REVIEW MONTHLY FEE STATEMENT.	
	10	FRISVOLD, ANDREW M	12/11/2012	1.10	\$300.00	\$330.00	PREPARE NOVEMBER MONTHLY FEE STATEMENT.	
		Subtotal for Service Code 446				2.70	\$313.33	\$846.00

Billing Details for Client No. 12017 - Dickinson Theatres, Inc. Protiviti Inc.

12/1/2012 through 12/31/2012

Detail by Service Code

Code	Record No.	Name	Date	Hours	Rate	Amount	Detail
451		BANKRUPTCY-PLAN AND DISCLOSURE STATEMENT: Formulation, presentation and confirmation; compliance with the plan confirmation order, related orders and rules; disbursement and case closing activities, except those related to the allowance and objections to allowance of claims.					
	11	CROCKETT, JASON N.	12/6/2012	0.60	\$390.00	\$234.00	REVIEW OF CORRESPONDENCE AND PLAN CONFIRMATION ORDER.
		Subtotal for Service Code 451		0.60	\$390.00	\$234.00	

Billing Details for Client No. 12017 - Dickinson Theatres, Inc. Protiviti Inc.
12/1/2012 through 12/31/2012

Detail by Service Code

Code	Record No.	Name	Date	Hours	Rate	Amount	Detail
		Dickinson Theatres, Inc.		5.20	\$350.19	\$1,821.00	
Total Fees for Client No. 12017 -							

Billing Details for Client No. 12017 - Dickinson Theatres, Inc. Protiviti Inc.
12/1/2012 through 12/31/2012

Detail by Service Code

Code	Record No.	Name	Date	Hours	Rate	Amount	Detail
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		Dickinson Theatres, Inc.				<u>\$1,821.00</u>	
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