

LOWENSTEIN SANDLER LLP

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*Counsel to the Debtors and
Debtors-in-Possession*

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEW JERSEY**

In re:

Duro Dyne National Corp., *et al.*,¹

Debtors.

Chapter 11

Case No. 18-27963 (MBK)

(Jointly Administered)

**NINTH MONTHLY FEE STATEMENT OF LOWENSTEIN SANDLER LLP
FOR THE PERIOD JULY 1, 2019 THROUGH JULY 31, 2019**

Lowenstein Sandler LLP, counsel to the above-captioned debtors and debtors-in-possession (collectively, the “**Debtors**”), submits this ninth monthly fee statement² for the period July 1, 2019 through July 31, 2019 (the “**Ninth Fee Statement**”) pursuant to the Court’s *Administrative Fee Order Establishing Certain Procedures for Allowance of Interim Compensation and Reimbursement of Expenses of Professionals Retained By Order of this Court*, dated December 18, 2018 [Docket No. 345] (the “**Administrative Order**”).

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s tax identification number, are: Duro Dyne National Corp. (4664); Duro Dyne Machinery Corp. (9699); Duro Dyne Corporation (3616); Duro Dyne West Corp. (5943); and Duro Dyne Midwest Corp. (4662).

² Lowenstein Sandler filed its *First Interim Application of Lowenstein Sandler LLP As Counsel To The Debtors For Compensation For Services Rendered And Reimbursement Of Expenses For The Period From September 7, 2018 Through November 30, 2018* [D.I. 353] in lieu of its first monthly fee statement.

Pursuant to the Administrative Order, responses to the Ninth Fee Statement, if any, are due by August 26, 2019.

Dated: August 15, 2019

Respectfully submitted,

LOWENSTEIN SANDLER LLP

/s/ Jeffrey D. Prol

Kenneth A. Rosen, Esq.

Jeffrey D. Prol, Esq.

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Counsel to the Debtors and Debtors-in-Possession

UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEW JERSEY

D.N.J. LBR 2016-1, FEE APPLICATION COVER SHEET

IN RE: Duro Dyne National Corp., et al.,¹ APPLICANT: Lowenstein Sandler LLP
CASE NO.: 18-27963 (MBK) CLIENT: Chapter 11 Debtors
CHAPTER: 11 CASE FILED: September 7, 2018

COMPLETION AND SIGNING OF THIS FORM CONSTITUTES A CERTIFICATION UNDER
PENALTY OF PERJURY, PURSUANT TO 28 U.S.C. SECTION 1746

RETENTION ORDER(S) ATTACHED

NINTH MONTHLY FEE STATEMENT OF LOWENSTEIN SANDLER LLP
FOR THE PERIOD JULY 1, 2019 THROUGH JULY 31, 2019

SECTION I
FEE SUMMARY

	<u>FEES</u>	<u>EXPENSES</u>
TOTAL PREVIOUS FEES REQUESTED	<u>\$1,215,144.00</u>	<u>\$43,163.50</u>
TOTAL FEES ALLOWED TO DATE:	<u>\$1,021,980.75</u>	<u>\$29,510.23</u>
TOTAL RETAINER REMAINING	<u>\$ -0-</u>	<u>\$ -0-</u>
TOTAL HOLDBACK (IF APPLICABLE)	<u>\$38,632.65</u>	<u>\$ -0-</u>
TOTAL RECEIVED BY LOWENSTEIN SANDLER ²	<u>\$1,152,799.05</u>	<u>\$42,635.96</u>
 FEE TOTALS	 <u>\$12,738.50</u>	
DISBURSEMENTS TOTALS	<u>+ 1.60</u>	
TOTAL FEE APPLICATION	<u>\$12,740.10</u>	
MINUS 20% HOLDBACK	<u>- 2,547.70</u>	
 AMOUNT SOUGHT AT THIS TIME	 <u>\$10,192.40</u>	

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's tax identification number, are: Duro Dyne National Corp. (4664); Duro Dyne Machinery Corp. (9699); Duro Dyne Corporation (3616); Duro Dyne West Corp. (5943); and Duro Dyne Midwest Corp. (4662).

² Prior to the Petition Date, Lowenstein Sandler was retained to represent the Debtors in these Chapter 11 Cases. Lowenstein Sandler was paid for all amounts owed for legal services rendered prior to the Petition Date and was holding a retainer in the amount of \$117,300.04 (the "Retainer") for services and expenses incurred during these Chapter 11 Cases. The total amount received by Lowenstein Sandler reflects the application of the Retainer to amounts requested in Lowenstein Sandler's First Interim Fee Application [D.I. 353].

Name of Professional	Year Admitted	Title/Department	Hours Spent	Hourly Rate	Charge
Prol, Jeffrey D.	1989	Partner/Bankruptcy	7.30	\$895.00	\$6,533.50
Freedman, Terri Jane	1991	Counsel/Bankruptcy	9.10	\$470.00	\$4,277.00
Claussen, Diane	N/A	Paralegal/Bankruptcy	1.40	\$270.00	\$378.00
Lawler, Elizabeth B.	N/A	Paralegal/Bankruptcy	6.20	\$250.00	\$1,550.00
TOTAL FEES			24.00		\$12,738.50
Attorney Blended Rate					\$659.18

**SECTION II
SUMMARY OF SERVICES**

Task	Task Description	Hours	Fees
B110	Case Administration	0.50	\$135.00
B160	Fee/Employment Applications	2.90	\$879.00
B175	Fee Applications and Invoices - Others	5.40	\$1,658.00
B185	Assumption/Rejection of Leases and Contracts	0.30	\$121.00
B210	Business Operations	0.50	\$195.00
B320	Plan and Disclosure Statement (including Business Plan)	14.40	\$9,750.50
	Total	24.00	\$12,738.50

**SECTION III
SUMMARY OF DISBURSEMENTS**

Computerized legal research	\$1.60
Total Disbursements	\$1.60

**SECTION IV
CASE HISTORY**

(NOTE: Items 3 - 6 are not applicable to applications under 11 U.S.C. §506)

- (1) DATE CASE FILED: September 7, 2018
- (2) CHAPTER UNDER WHICH CASE WAS COMMENCED: 11
- (3) DATE OF RETENTION: October 19, 2018, effective as of September 7, 2018 [Docket No. 194]. See Order attached.
- (4) SUMMARIZE IN BRIEF THE BENEFITS TO THE ESTATE AND ATTACH SUPPLEMENTS AS NEEDED:
 - a) Lowenstein Sandler attended to confirmation issues, including (i) attending to the United States Trustee's objections to the plan and resolution thereof; (ii) reviewing the revised TDP and trust agreement; (iii) reviewing the Findings of Fact and Conclusions of Law regarding confirmation; (iv) reviewing North River's objections to the Findings of Fact and Conclusions of Law regarding confirmation; (v) developing a strategy regarding the process before the District Court;
 - b) Lowenstein Sandler assisted with the preparation and filing of the Debtors' monthly operating report;
 - c) Lowenstein Sandler prepared and filed monthly fee applications for itself and the Debtors' other professionals; and
 - d) Lowenstein Sandler performed all other legal services for the Debtors that were necessary and proper in these proceedings and in furtherance of the Debtors' needs.
- (5) ANTICIPATED DISTRIBUTION TO CREDITORS:

(A) ADMINISTRATION EXPENSES:	(100%)
(B) SECURED CREDITORS:	(100%)
(C) PRIORITY CREDITORS:	(100%)
(D) GENERAL UNSECURED CREDITORS:	(100%)
- (6) FINAL DISPOSITION OF CASE AND PERCENTAGE OF DIVIDEND PAID TO CREDITORS (IF APPLICABLE): Final disposition of case and dividend are unknown at this time.

I certify under penalty of perjury that the foregoing is true and correct.

Dated: August 15, 2019

/s/ Jeffrey D. Prol
Jeffrey D. Prol Esq.



Order Filed on October 19, 2018
by Clerk
U.S. Bankruptcy Court
District of New Jersey

UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEW JERSEY
Caption in Compliance with D.N.J. LBR 9004-1

LOWENSTEIN SANDLER LLP

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*Proposed Counsel to the Debtors and
Debtors-in-Possession*

In re:

Duro Dyne National Corp., *et al.*¹

Debtors.

Chapter 11

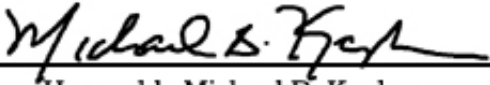
Case No. 18-27963 (MBK)

(Jointly Administered)

**ORDER AUTHORIZING THE EMPLOYMENT AND RETENTION OF
LOWENSTEIN SANDLER LLP AS COUNSEL TO THE DEBTORS
EFFECTIVE AS OF THE PETITION DATE**

The relief set forth on the following pages, numbered two (2) through three (3), is
hereby **ORDERED**.

DATED: October 19, 2018


Honorable Michael B. Kaplan
United States Bankruptcy Judge

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Debtors: Duro Dyne National Corp., *et al.*

Case No.: 18-27963 (MBK)

Caption: Order Authorizing the Employment and Retention of Lowenstein Sandler LLP as Counsel to the Debtors Effective as of the Petition Date

Upon consideration of the application (the “Application”)² of the above captioned debtors and debtors-in-possession (collectively, the “Debtors”) for entry of an order authorizing the employment and retention of Lowenstein Sandler LLP (“Lowenstein Sandler”) as counsel to the Debtors, effective as of the Petition Date (September 7, 2018), and upon consideration of the Prol Declaration submitted in support of the Application; and the Court being satisfied, based on representations made in the Application that (i) Lowenstein Sandler has no connection with the Debtors, their creditors, any other party in interest, their current respective attorneys or professionals, the United States Trustee or any person employed in the office of the United States Trustee, and does not represent any entity having an adverse interest to the Debtors in connection with the Debtors’ Chapter 11 Cases, except as set forth in the Prol Declaration; (ii) Lowenstein Sandler is a “disinterested person” as that phrase is defined in section 101(14) of the Bankruptcy Code, (iii) neither Lowenstein Sandler, nor its professionals, have any connection with the Debtors, their creditors or any other party in interest; and (iv) Lowenstein Sandler’s employment is necessary and in the best interest of the Debtors; and the Court having jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334 and the *Standing Order of Reference to the Bankruptcy Court Under Title 11* of the United States District Court for the District of New Jersey dated September 18, 2012 (Simandle, C.J.); and venue being proper in this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and this matter being a core proceeding pursuant to 28 U.S.C. § 157(b)(2); and notice of the Application being sufficient under the circumstances; and it appearing that no other or further notice need be provided; and after due deliberation and sufficient cause appearing therefor;

IT IS HEREBY ORDERED THAT:

1. The Application is **GRANTED** as set forth herein.

² Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the Application.

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Debtors: Duro Dyne National Corp., *et al.*

Case No.: 18-27963 (MBK)

Caption: Order Authorizing the Employment and Retention of Lowenstein Sandler LLP as Counsel to the Debtors Effective as of the Petition Date

2. The Debtors are authorized to employ and to retain Lowenstein Sandler, effective as of the Petition Date, to serve as the Debtors' counsel in these Chapter 11 Cases.

3. Lowenstein Sandler shall be compensated in accordance with sections 330 and 331 of the Bankruptcy Code, the applicable provisions of the Bankruptcy Rules, the Local Rules, and any orders entered in this case governing professional compensation and reimbursement for services rendered and charges and disbursements incurred.

4. The requirement set forth in Local Rule 9013-1(a)(3) that any motion or other request for relief be accompanied by a memorandum of law is hereby deemed satisfied by the contents of the Application or otherwise waived.

5. The Debtors are authorized to take all actions necessary to effectuate the relief granted pursuant to this Order.

6. This Court shall retain exclusive jurisdiction to hear and decide any and all disputes related to or arising from the implementation, interpretation and enforcement of this Order.

EXHIBIT A

EXHIBIT A

Professional Services rendered by Lowenstein Sandler LLP, through July 31, 2019

In re: Chapter 11

I. SUMMARY OF TIME CHARGES AND HOURLY RATES

Name of Professional	Year Admitted	Title/Department	Hours Spent	Hourly Rate	Charge
Prol, Jeffrey D.	1989	Partner/Bankruptcy	7.30	\$895.00	\$6,533.50
Freedman, Terri Jane	1991	Counsel/Bankruptcy	9.10	\$470.00	\$4,277.00
Claussen, Diane	N/A	Paralegal/Bankruptcy	1.40	\$270.00	\$378.00
Lawler, Elizabeth B.	N/A	Paralegal/Bankruptcy	<u>6.20</u>	\$250.00	<u>\$1,550.00</u>
TOTAL FEES			24.00		\$12,738.50
Attorney Blended Rate					\$659.18

TIME DETAIL:

Code	Date	Timekeeper	Time Narrative	Hours	Amount
<u>B100 - Administration</u>					
<u>B110 Case Administration</u>					
B110	07/17/19	DC	Tend to filing Affidavits of Service of BMC	0.30	\$81.00
B110	07/22/19	DC	Tend to electronic filing of Affidavit of Service of BMC	0.10	\$27.00
B110	07/26/19	DC	Forward court filings to J. Prol and T. Freedman	0.10	\$27.00
Total B110 - Case Administration				0.50	\$135.00
<u>B160 Fee/Employment Applications</u>					
B160	07/12/19	EBL	Prepare Lowenstein Sandler's May monthly fee statement and related documents	0.90	\$225.00
B160	07/12/19	TJF	Review and approve LS and GH May fee applications	0.40	\$188.00
B160	07/16/19	EBL	Follow up with J. Prol re: approval of May 2019 monthly fee statement; e-mail with J. Straker re: same	0.20	\$50.00
B160	07/16/19	EBL	Finalize, e-file, and coordinate service of Lowenstein's seventh monthly fee statement (.3); update fee chart (.1) ; e-mail to client re: same (.1)	0.50	\$125.00
B160	07/16/19	TJF	Review and approve Lowenstein Sandler's and GH's May 2019 fee statements	0.30	\$141.00
B160	07/29/19	EBL	Prepare CNO re: LS seventh monthly fee statement	0.20	\$50.00
B160	07/30/19	EBL	Prepare, finalize and e-file CNO re: LS' May 2019 fee statement; update master fee chart re: same; e-mail to Debtors re: now payable	0.40	\$100.00
Total B160 - Fee/Employment Applications				2.90	\$879.00
<u>B175 Fee Applications and Invoices - Others</u>					
B175	07/01/19	TJF	Review e-mail from T. Funkhouser re: additional information for the Trustee re: Mazur's fees	0.20	\$94.00

Code	Date	Timekeeper	Time Narrative	Hours	Amount
B175	07/02/19	EBL	Prepare CNO for Anderson Kill's third monthly fee statement	0.20	\$50.00
B175	07/02/19	EBL	E-file and serve CNO to Anderson Kill's third monthly fee statement	0.20	\$50.00
B175	07/02/19	TJF	Review and approve CNO to Anderson Kill's Third Monthly Fee Statement	0.20	\$94.00
B175	07/08/19	TJF	Forward e-mail from Mazurs to J. Sponder	0.10	\$47.00
B175	07/09/19	TJF	E-mail exchange with J. Sponder re: Mazer's fees	0.20	\$94.00
B175	07/12/19	EBL	Revisions to Getzler's May 2019 monthly fee statement	0.50	\$125.00
B175	07/16/19	EBL	Finalize, e-file, and coordinate service of Getzler's seventh monthly fee statement (.3); update fee chart (.1); e-mail to client and e-mail to Getzler re: same (.1)	0.50	\$125.00
B175	07/16/19	EBL	Follow up with J. Prol re: approval to file Getzler's May monthly fee statement	0.10	\$25.00
B175	07/17/19	TJF	Review and approve Anderson Kill June fee statement	0.30	\$141.00
B175	07/17/19	TJF	E-mail to T. Funkhouser re: UST is requiring a fee application for Mazars	0.20	\$94.00
B175	07/19/19	EBL	Revise Anderson Kill fourth monthly fee statement; follow up with J. Prol and T. Freedman re: filing	0.30	\$75.00
B175	07/19/19	EBL	Finalize and e-file Anderson Kill's fourth monthly fee statement (.2); update fee chart re: same (.1); e-mail to C. Malone re: same (.1); e-mail to client re: same (.1)	0.50	\$125.00
B175	07/19/19	TJF	Anderson Kill June fee statement for filing	0.20	\$94.00
B175	07/23/19	EBL	Update master fee chart re: committee professionals' 7th and 8th monthly fee applications and payments received	0.50	\$125.00
B175	07/29/19	EBL	Prepare CNO re: Getzler's seventh monthly fee statement	0.20	\$50.00
B175	07/30/19	EBL	Prepare CNO to Anderson Kill's fourth monthly fee statement	0.20	\$50.00
B175	07/30/19	EBL	E-mail to C. Malone re: confirming no objections to Anderson Kill's fourth monthly fee statement	0.10	\$25.00
B175	07/30/19	EBL	Finalize and e-file CNO re: Anderson Kill's fourth monthly fee statement; update master fee application chart re: same; e-mail to debtors requesting payment re: same	0.30	\$75.00

Code	Date	Timekeeper	Time Narrative	Hours	Amount
B175	07/30/19	EBL	Prepare, finalize and e-file CNO re: Getzler's May 2019 fee statement; update master fee chart re: same; e-mail to Debtors re: now payable	0.40	\$100.00

Total B175 - Fee Applications and Invoices - Others	5.40	\$1,658.00
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B185 Assumption/Rejection of Leases and Contracts

B185	07/10/19	TJF	Review court notice re: motion to extend time to assume or reject	0.10	\$47.00
B185	07/15/19	DC	Draft e-mail to BMC re: service of Third Order Extending Time to Assume/Reject	0.10	\$27.00
B185	07/15/19	TJF	Review Third Order Further Extending the Debtors Time to Assume or Reject Unexpired Leases	0.10	\$47.00

Total B185 - Assumption/Rejection of Leases and Contracts	0.30	\$121.00
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B200 - Operations

B210 Business Operations

B210	07/23/19	DC	Tend to electronic filing of June 2019 Monthly Operating Report	0.20	\$54.00
B210	07/23/19	TJF	Review and approve June MOR	0.30	\$141.00

Total B210 - Business Operations	0.50	\$195.00
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B300 - Claims and Plan

B320 Plan and Disclosure Statement (including Business Plan)

B320	07/01/19	JDP	Telephone conference with M. Podgany re: status of plan confirmation	0.20	\$179.00
B320	07/02/19	TJF	Review reply by UST to the Plan Proponents' Response to the Trustee's Objection To The Third Amended Prenegotiated Plan	0.40	\$188.00
B320	07/03/19	JDP	Review UST supplemental confirmation objection	0.50	\$447.50

Code	Date	Timekeeper	Time Narrative	Hours	Amount
B320	07/03/19	JDP	Telephone conference with Plan Proponents re: UST supplemental plan objection	0.20	\$179.00
B320	07/03/19	JDP	Draft update e-mail to client re: supplemental plan objection by UST	0.10	\$89.50
B320	07/03/19	TJF	Review e-mail from J. Prol re: status of confirmation	0.10	\$47.00
B320	07/08/19	TJF	Review e-mail from court re: request for documents	0.10	\$47.00
B320	07/09/19	JDP	Review clerk request to M. Hausman to submit Word version of his proposed amendments to tdp and trust agreement; e-mails to/from Plan Proponents re: same	0.20	\$179.00
B320	07/09/19	JDP	Telephone conference with R. Earl re: briefing on findings of fact/conclusions of law	0.20	\$179.00
B320	07/09/19	JDP	E-mails to/from Plan Proponents re: Court's position on additional briefing on findings of fact and conclusions of law	0.20	\$179.00
B320	07/09/19	TJF	Review e-mail from M. Hausman forwarding requested documents to court	0.10	\$47.00
B320	07/11/19	TJF	E-mail with client re: status of findings by Court	0.20	\$94.00
B320	07/11/19	TJF	Review e-mail from M. Hausmann re: correction of contact information	0.20	\$94.00
B320	07/16/19	DC	Download Findings of Fact and Conclusions of Law for Confirmation of Plan and circulate same to attorney group	0.30	\$81.00
B320	07/16/19	JDP	Review Bankruptcy Court's findings of fact and conclusions of law	2.50	\$2,237.50
B320	07/16/19	TJF	Receive and forward proposed FOF/COL filed by Court to client (.2); respond to related e-mails (.2)	0.40	\$188.00
B320	07/16/19	TJF	Review proposed FOF/COL and Transmittal Memo to District Court	2.00	\$940.00
B320	07/16/19	TJF	Review e-mail from Chris O'Callaghan, Abby Wein and J. Prol re procedure in District Court	0.30	\$141.00
B320	07/16/19	TJF	Review revised TDP and Trust Agreement revised by court	0.40	\$188.00
B320	07/17/19	TJF	E-mail exchange with D. Claussen re case status	0.10	\$47.00
B320	07/18/19	JDP	Telephone conference with J. Wehner re: his views on proposed findings of fact and conclusions of law	0.30	\$268.50

Code	Date	Timekeeper	Time Narrative	Hours	Amount
B320	07/19/19	DC	Telephone conference with District Court Clerk re: Transmittal Memo received from the bankruptcy court, assignment of judge and case number and draft e-mail to J. Prol and T. Freedman re: same	0.30	\$81.00
B320	07/19/19	JDP	Draft status update to client	0.20	\$179.00
B320	07/19/19	TJF	Confer with D. Claussen re: status of confirmation in the District Court (.2); review e-mail from J. Prol re: same (.1)	0.30	\$141.00
B320	07/24/19	JDP	Telephone conference with Plan Proponents re: findings of fact/conclusions of law	0.60	\$537.00
B320	07/24/19	JDP	Develop strategy re: process before District Court; draft e-mail to client re: same	1.00	\$895.00
B320	07/24/19	TJF	Review e-mail from J. Prol re: Rule 9033 and client responses	0.30	\$141.00
B320	07/26/19	TJF	Review notice of assignment of Judge Shipp	0.10	\$47.00
B320	07/30/19	JDP	Follow up re: objections to findings of fact and conclusions of law; draft e-mail to client re: same	0.20	\$179.00
B320	07/30/19	TJF	Review e-mail from J. Prol re: no objection filed	0.10	\$47.00
B320	07/31/19	JDP	Preliminary review of North River's objections to findings of fact and conclusions of law	0.60	\$537.00
B320	07/31/19	JDP	Draft e-mail to client re: North River objections to findings of fact and conclusions of law	0.10	\$89.50
B320	07/31/19	JDP	E-mails to/from Plan Proponents' counsel re: North River objection to findings of fact/conclusions of law	0.20	\$179.00
B320	07/31/19	TJF	Review e-mails re: objection to confirmation by District Court filed by North River (.1); initial review North River's objection to confirmation in the District Court (1.3)	1.40	\$658.00
Total B320 - Plan and Disclosure Statement (including Business Plan)				14.40	\$9,750.50

Timekeeper Summary (by Task):

Task	Task Description	Hours	Fees
B110	Case Administration	0.50	\$135.00
B160	Fee/Employment Applications	2.90	\$879.00
B175	Fee Applications and Invoices - Others	5.40	\$1,658.00
B185	Assumption/Rejection of Leases and Contracts	0.30	\$121.00
B210	Business Operations	0.50	\$195.00
B320	Plan and Disclosure Statement (including Business Plan)	14.40	\$9,750.50
	Total	24.00	\$12,738.50

EXHIBIT B

EXHIBIT B

Actual and necessary disbursements incurred by Lowenstein Sandler LLP

II. Summary of Disbursement Charges

Computerized legal research	<u>\$1.60</u>
Total Disbursements	<u><u>\$1.60</u></u>

The above charges are based upon time and expense records available on or about the date of the attached letter. Such records are believed in good faith to be accurate and substantially up to date, but there may be fees and expenses that have not been processed as of such date which Lowenstein Sandler LLP may submit in the future. Lowenstein Sandler LLP reserves the right to amend this monthly statement at a later date.

DISBURSEMENT DETAIL:

<u>Date</u>	<u>Description</u>	<u>Amount</u>
04/25/19	Computerized legal research: Pacer: VENDOR: Pacer Service Center INVOICE#: 4586608-Q22019 DATE: 7/17/2019 Date: 04/25/2019 Court: NJBK Pages: 16	\$1.60
	Total Disbursements	<hr/> \$1.60 <hr/>