

Samuel M. Stricklin (State Bar No. 19397050)
Bracewell & Giuliani LLP
1445 Ross Avenue, Suite 3800
Dallas, Texas 75202-2711
Telephone: (214) 468-3800
Facsimile: (214) 468-3888
Email: sam.stricklin@bgllp.com

Daniel S. Connolly
Andrew J. Schouder
Bracewell & Giuliani LLP
1251 Avenue of the Americas, 49th Floor
New York, New York 10020-1104
Telephone: (212) 508-6100
Facsimile: (212) 508-6101
Email: daniel.connolly@bgllp.com
Email: andrew.schouder@bgllp.com

COUNSEL TO THE OFFICIAL COMMITTEE
OF UNSECURED CREDITORS

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION**

In re: § **CASE NO. 09-37010-sgj11**
§
ERICKSON RETIREMENT § **CHAPTER 11**
COMMUNITIES, LLC, et al. §
§
Debtors.¹

**STATEMENT OF FEES AND DISBURSEMENTS OF BRACEWELL &
GIULIANI LLP FOR PERIOD MARCH 1, 2010, THROUGH MARCH 31, 2010**

Bracewell & Giuliani LLP ("Bracewell"), counsel to the Official Committee of Unsecured Creditors (the "Committee") of the above-captioned Cases, submits this statement of fees and disbursements for March 1, 2010, through March 31, 2010 (the "Interim Period"), in accordance with the Court's Order Pursuant to 11 U.S.C. §§105(a) and 332 Establishing

¹ The Debtors in these chapter 11 cases (the "Cases") are Erickson Retirement Communities, LLC, Ashburn Campus, LLC, Columbus Campus, LLC, Concord Campus GP, LLC, Concord Campus, LP, Dallas Campus GP, LLC, Dallas Campus, LP, Erickson Construction, LLC, Erickson Group, LLC, Houston Campus, LP, Kansas Campus, LLC, Littleton Campus, LLC, Novi Campus, LLC, Senior Campus Services, LLC, Warminster Campus GP, LLC, and Warminster Campus, LP.

Procedures for Interim Compensation and Reimbursement of Expenses of Professionals, dated November 24, 2009 (the "Interim Compensation Order").

A. Total Bracewell Fees and Expenses for the Interim Period:

Total Fees: \$180,859.00 Total Expenses: \$10,358.07

B. Payment Now Sought by this Statement

Fees: \$144,687.20 (80% of above total fees)

Expenses: \$10,358.07

Total now sought: \$155,045.27

1. A list of professionals and paraprofessionals providing services for the period covered by this statement, their respective billing rates, and the aggregate hours spent by each professional and paraprofessional is attached hereto as Exhibit A.

2. A detailed summary of disbursements incurred by Bracewell during the Interim Period is attached hereto as Exhibit B.

3. Contemporaneously maintained detailed time narratives for each individual who provided services to the Committee during the Interim Period are attached hereto as Exhibit C.

4. Bracewell's fees for the Interim Period have been calculated on the basis of Bracewell's usual and customary hourly rates for its professionals in these cases and are consistent with those charged by comparable firms of Bracewell's size and stature. These rates are set at a level designed to fairly compensate the firm for the work of its attorneys and paraprofessionals and to cover fixed and routine overhead expenses.

5. Out-of-pocket expenses, such as photocopying, telecommunications, postage, package delivery charges, and travel expenses are not included in Bracewell's hourly rates for professionals and are billed separately.

6. Bracewell reserves the right to amend the amounts listed in Exhibits A, B, and C in the event that a subsequent review of Bracewell's records reveals that additional professional services were rendered or expenses incurred on behalf of the Committee, which were not processed in advance of this statement. In the event such amendments are required, Bracewell reserves the right to seek such additional fees or expenses in any fee applications subsequently filed with the court.

Dated: April 30, 2010

Respectfully submitted,
BRACEWELL & GIULIANI LLP

By: /s/ Samuel M. Stricklin
Samuel M. Stricklin (State Bar No. 19397050)
Bracewell & Giuliani LLP
1445 Ross Avenue, Suite 3800
Dallas, Texas 75202-2711
Telephone: (214) 468-3800
Facsimile: (214) 468-3888
Email: sam.stricklin@bgllp.com

Daniel S. Connolly
Andrew J. Schouder
Bracewell & Giuliani LLP
1251 Avenue of the Americas, 49th Floor
New York, New York 10020-1104
Telephone: (212) 508-6100
Facsimile: (212) 508-6101
Email: daniel.connolly@bgllp.com
Email: andrew.schouder@bgllp.com

COUNSEL TO THE OFFICIAL COMMITTEE
OF UNSECURED CREDITORS

To: The parties on the Service List set forth below:

Office of the United States Trustee
1100 Commerce St., Room 976
Dallas, TX 74242-1496
Attn.: Nancy Sue Resnick, Esq.

DLA Piper LLP (US)
Counsel for Debtors
1251 Avenue of the Americas
New York, NY 10020-1104
Attn.: Thomas R. Califano, Esq.
Jeremy R. Johnson, Esq.
Michael D. Hynes, Esq.
Jason M. Karaffa, Esq.
Kristin J. Rosella, Esq.
Camisha L. Simmons, Esq.

DLA Piper LLP (US)
Counsel for Debtors
1717 Main St., Ste. 4600
Dallas, TX 75201-4605
Attn: Vincent P. Slusher, Esq.

Alvarez & Marsal Healthcare Industry Group, LLC
600 Lexington Avenue, 6th Floor
New York, NY 10022
Attn.: Paul Rundell

Erickson Retirement Communities, LLC
701 Maiden Choice Lane
Baltimore, MD 21228
Attn: Gerald Doherty

Haynes & Boone, LLP
Counsel for Bank of America, N.A.
2323 Victory Avenue, Suite 700
Dallas, TX 75219-7673
Attn.: Mark Joseph Elmore, Esq.

Haynes & Boone, LLP
Counsel for Bank of America, N.A.
2323 Victory Avenue, Suite 700
Dallas, TX 75219-7673
Attn.: Scott W. Everett, Esq.

Winston & Strawn LLP
Counsel for Bank of America, N.A.
35 W. Wacker Drive
Chicago, IL 60601-9703
Attn.: Brian I. Swett, Esq.

Andrews Kurth LLP
Counsel for Capmark Finance Inc.
1717 Main Street, Suite 3700
Dallas, TX 75201
Attn.: Monica Susan Blacker, Esq.
Jason S. Brookner, Esq.

Mintz Levin Cohn Ferris Glovsky Popeo
Counsel for Capmark Finance Inc.
One Financial Center
Boston, MA 02111
Attn.: Daniel S. Bleck, Esq.
Adrienne K. Walker, Esq.

Alston & Bird LLP
Counsel for Wilmington Trust FSB
90 Park Avenue
New York, NY 10016-1387
Attn.: Karl Geercken, Esq.

Gardere, Wynne & Sewell
Counsel for M & T Bank
1601 Elm St., Suite 3000
Dallas, TX 75201
Attn.: Michael P. Cooley, Esq.
Deirdre B. Ruckman, Esq.

Jackson Walker
Counsel for KeyBank, N.A.
901 Main Street, Suite 6000
Dallas, TX 75202-3797
Attn.: Jeffrey G. Hamilton, Esq.

Greenberg Traurig
Counsel for Wilmington Trust FSB
2200 Ross Ave., Suite 5200
Dallas, TX 75201
Attn.: Mugdha S. Kelkar, Esq.
William Lawrence Medford, Jr., Esq.
Bruce H. White, Esq.

Sills Cummis & Gross, PC
Counsel for M & T Bank
One Riverfront Plaza
Newark, NJ 07102
Attn.: Stuart J. Glick, Esq.
Boris I. Mankovetsky, Esq.
Arlene Elgart Mirsky, Esq.

Squire, Sanders & Dempsey LLP
Counsel for Sovereign Bank
221 E. Fourth St., Ste 2900
Cincinnati, OH 45202
Attn.: Jeffrey A. Marks, Esq.

Squire, Sanders and Dempsey LLP
Counsel for Sovereign Bank
2000 Huntington Center
41 South High Street
Columbus, OH 43215
Attn.: Nicholas J. Brannick, Esq.

Franklin Skierski Lovall Hayward LLP
Counsel for Wilmington Trust FSB
10501 N. Central Expressway, Suite 106
Dallas, TX 75231
Attn.: Erin K. Lovall, Esq.

Mintz Levin Cohn Ferris Glovsky Popeo
Counsel for Wells Fargo National Association
One Financial Center
Boston, MA 02111
Attn.: Ian A. Hammel, Esq.
William Wade Kannel, Esq.

Alston & Bird LLP
Counsel for Wilmington Trust FSB
1201 West Peachtree Street
Atlanta, GA 30309-3424
Attn.: J. William Boone, Esq.

Cynthia Johnson Rerko, P.C.
Counsel for Wells Fargo National Association
2508 State Street, #6
Dallas, TX 75201
Attn.: Cynthia Johnson Rerko, Esq.

EXHIBIT A

**SUMMARIES OF SERVICES PERFORMED
DURING THE INTERIM PERIOD**

EXHIBIT A-1

**SUMMARY OF SERVICES PERFORMED
BY PROFESSIONAL/PARAPROFESSIONAL**

Timekeeper	Title	Hours	Rate/Hr	Amount
Daniel S. Connolly	Partner	46.60	870.00	40,542.00
James D. Reardon	Partner	2.00	640.00	1,280.00
Samuel M. Stricklin	Partner	43.60	675.00	29,430.00
David J. Ball	Associate	12.70	575.00	7,302.50
Janelle S. Forteza	Associate	4.80	285.00	1,368.00
Alexander W. Jones	Associate	4.30	605.00	2,601.50
Ryan M. Philp	Associate	6.60	605.00	3,993.00
Anna Rozin	Associate	46.80	410.00	19,188.00
Andrew J. Schouder	Associate	76.40	625.00	47,750.00
Adam B. Shane	Associate	65.00	350.00	22,750.00
Mark E. Engelbart	Paralegal	15.50	250.00	3,875.00
Janice C. Scanlan	Paralegal	3.80	205.00	779.00
	Total	<u>328.10</u>	<u></u>	<u>180,859.00</u>

EXHIBIT A-2

**SUMMARY OF SERVICES
PERFORMED BY PROJECT BILLING**

Project Code	Project Category	Hours	Amount
B110	ADMINISTRATION - CASE ADMINISTRATION	20.70	5,804.00
B140	RELIEF FROM STAY/ADEQUATE PROTECTION PROCEEDINGS	4.40	1,911.00
B150	MEETINGS OF AND COMMUNICATIONS WITH CREDITORS	6.30	3,137.50
B160	FEE/EMPLOYMENT APPLICATIONS	20.40	7,855.00
B170	FEE/EMPLOYMENT OBJECTIONS	1.30	592.50
B185	ASSUMPTION/REJECTION OF LEASES AND CONTRACTS	0.50	205.00
B190	OTHER CONTESTED MATTERS (EXCLUDING ASSUMPTION/REJ	0.80	500.00
B195	NON-WORKING TRAVEL	10.90	8,135.50
B240	TAX ISSUES	7.60	4,414.50
B320	PLAN AND DISCLOSURE STATEMENT (INCLUDING BUSINESS	254.80	148,140.00
B499	LITIGATION AND DISCOVERY	0.40	164.00
Total:		328.10	180,859.00

EXHIBIT B

SUMMARY OF EXPENSES BY CATEGORY

<u>Category</u>	<u>Amount</u>
Working Meals	924.81
Courier	8.77
Court Reporters	846.00
Photocopies	155.50
Reimbursements	404.09
Staff Services	24.27
Travel Expenditures	7,994.63
Total:	10,358.07

EXHIBIT C

ITEMIZED LIST OF ALL EXPENSES AND SERVICES PERFORMED