

**Bracewell & Giuliani LLP**

ATTORNEYS AT LAW

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Erickson Retirement Unsecured Creditor's Committee  
15460 Pin Oak Drive  
Conroe, TX 77384

April 30, 2010  
Invoice: 21441453  
B/A: 02892

Our Matter #: 027625.000001 For Services Through March 31, 2010  
Erickson Retirement Communities, LLC

			Hours	Rate/Hr	Amount
<b>B110 - ADMINISTRATION - CASE ADMINISTRATION</b>					
03/01/10	Docket review; review and analysis of claims register and order granting joint motion to establish protocol re: filing proofs of claim; confer with A. Rozin re: current status of filed unsecured claims	Mark E. Engelbart	0.40	250.00	100.00
03/01/10	Review of pleadings (.20) summary of same (.20 ) and updating calendar (.20)	Adam B. Shane	0.60	350.00	210.00
03/04/10	Assemble notebooks for hearing (2.5); telephone calls with A Shane regarding same (.5)	Janice C. Scanlan	3.00	205.00	615.00
03/04/10	Draft, compile, and complete hearing binders re: disclosure statement hearing	Mark E. Engelbart	5.00	250.00	1,250.00
03/05/10	E-mail correspondence with A Rozin; prepare order for transcript of hearing and e-mail same to court	Janice C. Scanlan	0.30	205.00	61.50
03/08/10	Docket review; review and analysis of debtors' fourth amended disclosure statement and amended plan; confer with A. Rozin re: recommendations for further action of same	Mark E. Engelbart	0.60	250.00	150.00
03/08/10	Review of pleadings (.80) and summary of same (1.80)	Adam B. Shane	2.20	350.00	770.00
03/09/10	Review of pleadings (.10) and summary of same (.20)	Adam B. Shane	0.30	350.00	105.00
03/10/10	Reviewing pleadings (.20) and drafting summary of same (.30)	Adam B. Shane	0.50	350.00	175.00
03/10/10	Review court orders and calendar hearings	Janice C. Scanlan	0.50	205.00	102.50

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**EXHIBIT**

**C**

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03/15/10	Reviewing pleadings (.20) and drafting summary of same (.30)	Adam B. Shane	0.50	350.00	175.00
03/15/10	Docket review and maintenance; review and analysis of Capmark's motion re: determination that automatic stay does not apply for relief from automatic stay to exercise rights with respect to funds held in escrow; confer with A. Shane re: statement of fees and disbursements	Mark E. Engelbart	0.40	250.00	100.00
03/17/10	Docket review and maintenance	Mark E. Engelbart	0.20	250.00	50.00
03/19/10	Docket review and maintenance	Mark E. Engelbart	0.20	250.00	50.00
03/19/10	Reviewing pleadings (.20) and drafting summary of same (.30)	Adam B. Shane	0.50	350.00	175.00
03/19/10	Attention to TRO hearing cancellation (.1); contacted L. Tancredi re: same (.1)	Anna Rozin	0.20	410.00	82.00
03/22/10	Review of pleadings (.20) drafting summary of same for B&G team (.20) and updating of calendar accordingly (.10)	Adam B. Shane	0.50	350.00	175.00
03/22/10	Importing requested documents from pacer (1.7); confer with A. Rozin re: status of same (.3)	Mark E. Engelbart	2.00	250.00	500.00
03/23/10	Reviewing pleadings (.10) and drafting summary of same (.20)	Adam B. Shane	0.30	350.00	105.00
03/24/10	Docket review and maintenance	Mark E. Engelbart	0.20	250.00	50.00
03/24/10	Reviewing pleadings (.10) and drafting summary of same (.30)	Adam B. Shane	0.40	350.00	140.00
03/25/10	Review of pleadings (.10) and drafting summary of same for team (.30)	Adam B. Shane	0.40	350.00	140.00
03/26/10	Prepare calendar for S. Stricklin	Anna Rozin	0.30	410.00	123.00
03/30/10	Reviewing pleadings (.30) and drafting summary of same for team (.40)	Adam B. Shane	0.70	350.00	245.00
03/31/10	Reviewing pleadings (.1) and summary of same (.2)	Adam B. Shane	0.30	350.00	105.00
03/31/10	Docket review and maintenance	Mark E. Engelbart	0.20	250.00	50.00
<b>Total for B110</b>			<b>20.70</b>		<b>5,804.00</b>

**B140 - RELIEF FROM STAY/ADEQUATE PROTECTION PROCEEDINGS**

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03/08/10	Call with A. Walker re: escrow and protective motion re: same; review draft of protective motion.	Andrew J. Schouder	1.00	625.00	625.00
03/10/10	Review Capmark escrow agreement	Andrew J. Schouder	0.20	625.00	125.00
03/17/10	Conference with court regarding March 18 hearing	Janelle S. Forteza	0.30	285.00	85.50
03/17/10	Review of pleadings re: Victor Tavares motion for relief from stay	Adam B. Shane	0.40	350.00	140.00
03/17/10	Review of Wells Fargo motion for relief from stay (.50) and summary of same (.40)	Adam B. Shane	0.90	350.00	315.00
03/17/10	Attention to upcoming hearing (.1); review Capmark motion for relief from stay (.2); confer with A. Shane re: same (.1)	Anna Rozin	0.40	410.00	164.00
03/18/10	Attention to Motion to Lift Stay hearing	Janelle S. Forteza	0.80	285.00	228.00
03/19/10	Reviewed Capmark motion for relief from stay	Anna Rozin	0.10	410.00	41.00
03/24/10	Review Capmark lift stay form of order.	Andrew J. Schouder	0.20	625.00	125.00
03/29/10	Review revised Capmark order	Andrew J. Schouder	0.10	625.00	62.50
<b>Total for B140</b>			<b>4.40</b>		<b>1,911.00</b>

**B150 - MEETINGS OF AND COMMUNICATIONS WITH CREDITORS**

03/05/10	Call with G. Bush re: hearing	Anna Rozin	0.20	410.00	82.00
03/08/10	Drafting letter to unsecured creditors	Anna Rozin	2.00	410.00	820.00
03/08/10	Drafted update to committee	Anna Rozin	0.70	410.00	287.00
03/08/10	Revisions to letter to unsecured creditors	Anna Rozin	0.50	410.00	205.00
03/11/10	Call with R. Weaver re: employee concerns.	Andrew J. Schouder	0.30	625.00	187.50
03/11/10	Call with Committee re: update (.6); follow-up call with with G. Bush (.2)	Andrew J. Schouder	0.80	625.00	500.00
03/11/10	Committee call	Anna Rozin	0.60	410.00	246.00
03/30/10	Draft email to committee regarding calls to finish case through confirmation	Samuel M. Stricklin	1.20	675.00	810.00
<b>Total for B150</b>			<b>6.30</b>		<b>3,137.50</b>

**B160 - FEE/EMPLOYMENT APPLICATIONS**

03/01/10	Attention to pro forma	Adam B. Shane	0.10	350.00	35.00
03/02/10	Attention to billing pro forma	Adam B. Shane	0.40	350.00	140.00

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03/26/10	Attend to February monthly fee statement.	Andrew J. Schoulder	1.50	625.00	937.50
03/26/10	File and prepare service of February fee statement	Janelle S. Forteza	1.60	285.00	456.00
03/26/10	Finalizing February Fee statement (.4); attention to filing same (.2)	Anna Rozin	0.60	410.00	246.00
03/26/10	Drafting February fee statement (2) and revisions to same (2.5)	Adam B. Shane	4.50	350.00	1,575.00
03/29/10	Attention to fee application	Adam B. Shane	1.00	350.00	350.00
03/29/10	Reviewed January fees	Anna Rozin	2.70	410.00	1,107.00
03/30/10	Review January fees	Anna Rozin	1.80	410.00	738.00
03/30/10	Attention to fee application	Adam B. Shane	4.70	350.00	1,645.00
03/30/10	Attend to December fee statement	Andrew J. Schoulder	0.30	625.00	187.50
03/31/10	Revisions to fee statements in preparation for fee application	Adam B. Shane	0.90	350.00	315.00
03/31/10	Attention to pro forma revisions	Anna Rozin	0.30	410.00	123.00
<b>Total for B160</b>			<b>20.40</b>		<b>7,855.00</b>
<b>B170 - FEE/EMPLOYMENT OBJECTIONS</b>					
03/23/10	Attention to B&G fee statement objections	Adam B. Shane	0.80	350.00	280.00
03/23/10	Attend to resolving November fee objections.	Andrew J. Schoulder	0.50	625.00	312.50
<b>Total for B170</b>			<b>1.30</b>		<b>592.50</b>
<b>B185 - ASSUMPTION/REJECTION OF LEASES AND CONTRACTS</b>					
03/17/10	Call with Connie Klema	Anna Rozin	0.50	410.00	205.00
<b>Total for B185</b>			<b>0.50</b>		<b>205.00</b>
<b>B190 - OTHER CONTESTED MATTERS (EXCLUDING ASSUMPTION/REJECTIONS)</b>					
03/08/10	Review order denying appointment of examiner.	Andrew J. Schoulder	0.80	625.00	500.00
<b>Total for B190</b>			<b>0.80</b>		<b>500.00</b>
<b>B195 - NON-WORKING TRAVEL</b>					
03/04/10	Non-working travel from NY to Dallas for disclosure statement hearing (5.6 hours at 1/2 rate)	Andrew J. Schoulder	2.80	625.00	1,750.00
03/04/10	Travel to Dallas for Disclosure Hearing (5.2 hours at 1/2 rate)	Daniel S. Connolly	2.60	870.00	2,262.00

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03/05/10	Travel home from Dallas post-hearing (5.50 hours at 1/2 rate)	Daniel S. Connolly	2.80	870.00	2,436.00
03/05/10	Non-working travel from Dallas to NY (5.40 hours at 1/2 rate)	Andrew J. Schoulder	2.70	625.00	1,687.50
<b>Total for B195</b>			<b>10.90</b>		<b>8,135.50</b>

**B240 - TAX ISSUES**

03/11/10	Review of Litigation Trust agreement; meeting with A Schoulder to discuss such agreement and the reorganization	Alexander W. Jones	0.80	605.00	484.00
03/12/10	Discussion with A Schoulder and J Reardon about the trust agreement	Alexander W. Jones	0.50	605.00	302.50
03/15/10	Reviewed Litigation Trust Agreement and Tax Disclosure language in Plan and related disclosure to creditors (1.1); performed tax research. (.4)	James D. Reardon	1.50	640.00	960.00
03/16/10	Reviewed Litigation Trust Agreement, tax provisions, with Alex Jones.	James D. Reardon	0.50	640.00	320.00
03/16/10	Review and mark-up of litigation trust agreement (.5); call with J Reardon about such agreement (2.5)	Alexander W. Jones	3.00	605.00	1,815.00
03/18/10	Attending to tax comments to the Trust Agreement (.8); revisions to Trust Agreement (.5)	Anna Rozin	1.30	410.00	533.00
<b>Total for B240</b>			<b>7.60</b>		<b>4,414.50</b>

**B320 - PLAN AND DISCLOSURE STATEMENT (INCLUDING BUSINESS PLAN)**

03/01/10	Reviewed Douglas County's objection to the Disclosure Statement	Anna Rozin	0.10	410.00	41.00
03/01/10	Further "gifting" research	Adam B. Shane	5.70	350.00	1,995.00
03/01/10	Review of Douglas County Disclosure Statement objection (.10) and brief summary of same for team (.20)	Adam B. Shane	0.30	350.00	105.00
03/01/10	Conf call w. Schoulder re objections to Disclosure Statement (.5); review of 5th Cir case law re same (.6)	Daniel S. Connolly	1.10	870.00	957.00
03/01/10	Draft Trust Agreement.	Andrew J. Schoulder	2.50	625.00	1,562.50
03/01/10	Call with S. Stricklin re: Trust allocation (.2); follow-up with T. Califano re: same (.2)	Andrew J. Schoulder	0.40	625.00	250.00

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03/01/10	Review disclosure statement draft and discuss language to add	Samuel M. Stricklin	3.10	675.00	2,092.50
03/02/10	Continue review of plan and disclosure statement	Samuel M. Stricklin	1.90	675.00	1,282.50
03/02/10	Review 3rd Amended DS.	Andrew J. Schouder	1.80	625.00	1,125.00
03/02/10	Review Michigan motion for valuation hearing	Andrew J. Schouder	0.40	625.00	250.00
03/02/10	Review various DS objections	Andrew J. Schouder	2.00	625.00	1,250.00
03/02/10	Prepare summary of comments to DS, provide to DLA	Andrew J. Schouder	0.70	625.00	437.50
03/02/10	Review Indenture Trustee objections to DS (0.9); review former officers' objection to DS (0.5); meeting with D. Connolly re: DS objections (1.0)	Andrew J. Schouder	2.40	625.00	1,500.00
03/02/10	Review research for response to DS objections; begin preparing response	Andrew J. Schouder	4.60	625.00	2,875.00
03/02/10	Prep for disclosure hearing (1.5); meeting with Schouder/Rozin re response to objections (.9); review of case law (1.3); conf w. counsel for the Debtor (.1)	Daniel S. Connolly	3.80	870.00	3,306.00
03/02/10	Meeting with D. Connolly re DS objections (1); review indenture trustee objection (.60); research re: same (2.4)	Ryan M. Philp	4.00	605.00	2,420.00
03/02/10	Review of several DS objections (.5) and summary of same (.7)	Adam B. Shane	1.30	350.00	455.00
03/02/10	Drafting Committee reservation of rights for DS	Adam B. Shane	1.60	350.00	560.00
03/02/10	Review of Potential Defendants' DS objection	Adam B. Shane	0.60	350.00	210.00
03/02/10	Review of (.20) and summary of (.10 ) Wells Fargo/US Bank DS objection	Adam B. Shane	0.30	350.00	105.00
03/02/10	Review of PoCs of several objecting creditors	Adam B. Shane	0.40	350.00	140.00
03/02/10	Research for DS Objections Reply	Adam B. Shane	5.00	350.00	1,750.00
03/02/10	Conf. with A. Rozin regarding research for DS Objections Reply	Adam B. Shane	0.40	350.00	140.00
03/02/10	Review revised Plan & DS (1); reviewed objections to DS (2.7); meeting with D. Connolly and A. Schouder re: Response to DS	Anna Rozin	8.90	410.00	3,649.00

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	objections (1); research for Response to DS Objections (3.2); confer with A. Schouder re: same (1)				
03/03/10	File Witness and Exhibit List for DS hearing	Janelle S. Forteza	0.30	285.00	85.50
03/03/10	DS objection response research follow-up	Adam B. Shane	1.00	350.00	350.00
03/03/10	Preparation for DS hearing	Adam B. Shane	2.30	350.00	805.00
03/03/10	Drafting section of DS Reply	Adam B. Shane	3.10	350.00	1,085.00
03/03/10	Review of DS objections (1.50) and drafting summary chart of same for team(4.40)	Adam B. Shane	5.90	350.00	2,065.00
03/03/10	Attending to comments re: DS objection chart	Adam B. Shane	1.20	350.00	420.00
03/03/10	Draft section of disclosure statement objection reply (1.1); research regarding same (1.5)	Ryan M. Philp	2.60	605.00	1,573.00
03/03/10	Preparing for disclosure statement hearing	Mark E. Engelbart	6.30	250.00	1,575.00
03/03/10	Review of disclosure statement documents (1.8); prep for disclosure statement hearing (2)	Daniel S. Connolly	3.80	870.00	3,306.00
03/03/10	Call with Venable re: employee objection	Andrew J. Schouder	0.30	625.00	187.50
03/03/10	Calls with DLA re: DS comments	Andrew J. Schouder	0.80	625.00	500.00
03/03/10	Review additional objections filed to DS	Andrew J. Schouder	1.20	625.00	750.00
03/03/10	Attend to research for response to DS objections	Andrew J. Schouder	3.40	625.00	2,125.00
03/03/10	Draft response to DS objections	Andrew J. Schouder	5.60	625.00	3,500.00
03/03/10	Drafting section of Limited Response (1); research re: same (5); drafting witness and exhibit list for hearing (.5); reviewing Limited Response (1.2)	Anna Rozin	7.70	410.00	3,157.00
03/04/10	Reviewed DS objection chart (1.5); reviewing Limited Response (2); conference with S. Stricklin re: same (.2); conference with D. Connolly re: same (.1); preparations for hearing (1.4); reviewed and summarized Debtors' Reply (.7)	Anna Rozin	5.90	410.00	2,419.00
03/04/10	Call with T. Califano re: DS hearing.	Andrew J. Schouder	0.50	625.00	312.50
03/04/10	Review and revise response to DS objections.	Andrew J. Schouder	1.60	625.00	1,000.00
03/04/10	Read objections to disclosure statement and prepare for hearing in the event that	Samuel M. Stricklin	7.80	675.00	5,265.00

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	confirmation issues need to be argued (5.8); review draft response (2)				
03/04/10	Prep for disclosure statement hearing (1.8); review of objections (2)	Daniel S. Connolly	3.80	870.00	3,306.00
03/04/10	Attention to pleadings	Adam B. Shane	0.30	350.00	105.00
03/04/10	Preparations for DS hearing	Adam B. Shane	2.60	350.00	910.00
03/04/10	Revisions to chart of DS objections	Adam B. Shane	1.00	350.00	350.00
03/04/10	Revisions to DS Reply	Adam B. Shane	2.20	350.00	770.00
03/04/10	File Response to Objection to Disclosure Statement (.3); prepare for DS hearing (.7)	Janelle S. Forteza	1.00	285.00	285.00
03/05/10	Hearing preparations	Janelle S. Forteza	0.10	285.00	28.50
03/05/10	Prep for disclosure hearing (3.3); conf at offices of DLA Piper (Debtor) re Disclosure conf (1.2); meeting with all parties (.8); Disclosure Hearing before J. Jernigan (4)	Daniel S. Connolly	9.30	870.00	8,091.00
03/05/10	Continue to prepare for disclosure statement hearing, including at meeting with debtor and lenders (2.7); attend hearing (4)	Samuel M. Stricklin	6.70	675.00	4,522.50
03/05/10	Prepare for Disclosure Statement hearing.	Andrew J. Schoulder	3.00	625.00	1,875.00
03/05/10	Meeting at DLA offices re: Disclosure Statement hearing.	Andrew J. Schoulder	1.20	625.00	750.00
03/05/10	Attend Disclosure Statement hearing.	Andrew J. Schoulder	4.00	625.00	2,500.00
03/08/10	Call with NSC counsel re: releases (.4); follow-up with D. Connolly (.6)	Andrew J. Schoulder	1.00	625.00	625.00
03/08/10	Attend to letter supporting Plan	Andrew J. Schoulder	0.90	625.00	562.50
03/08/10	Review revised DS and Plan filed with Court (.8); follow-up with DLA re: release language (.7)	Andrew J. Schoulder	1.50	625.00	937.50
03/08/10	Review revised ballots and notices (.2); call V. Slusher re: same (.2); revise notices and ballots (.8)	Andrew J. Schoulder	1.20	625.00	750.00
03/08/10	Review of plan statements (1.4); conference call with counsel for NSC/NFP; conf call w. Debtor counse (.4); mtg w. Schoulder re release issues (.6)	Daniel S. Connolly	2.40	870.00	2,088.00

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03/08/10	Reviewing order on Disclosure Statement hearing (1.00) drafting summary of same (.40) and updating calendar accordingly (.10)	Adam B. Shane	1.50	350.00	525.00
03/08/10	Reviewed ballots	Anna Rozin	0.30	410.00	123.00
03/09/10	Reviewed amended DS pages	Anna Rozin	0.20	410.00	82.00
03/09/10	Research provisions for plan confirmation	Adam B. Shane	5.10	350.00	1,785.00
03/09/10	Conf call with NSC/NFP counsel re waiver issues (.4); review of plan documentation (.8); conf. with Schouder re: release language (1.3); conf w. Califano re various plan confirmation issues (.3)	Daniel S. Connolly	2.80	870.00	2,436.00
03/09/10	Follow-up with V. Slusher re: ballots and notices.	Andrew J. Schouder	0.60	625.00	375.00
03/09/10	Attend to NSC vendor issue; call with NSC counsel re: same.	Andrew J. Schouder	1.10	625.00	687.50
03/09/10	Draft Liquidating Trust Agreement (2.1); meeting with A. Rozin re: same (.2)	Andrew J. Schouder	2.30	625.00	1,437.50
03/09/10	Call with V. Slusher re: ballots; review revised ballots.	Andrew J. Schouder	0.80	625.00	500.00
03/09/10	Call with Capmark counsel re: releases.	Andrew J. Schouder	0.30	625.00	187.50
03/09/10	Attend to issues re: ERC depositions.	Andrew J. Schouder	0.40	625.00	250.00
03/09/10	Review opinion on examiner motion and other pleadings	Samuel M. Stricklin	3.40	675.00	2,295.00
03/10/10	Review fourth amended plan	Samuel M. Stricklin	2.80	675.00	1,890.00
03/10/10	Attention to discovery and discovery schedule	Samuel M. Stricklin	0.50	675.00	337.50
03/10/10	Review 30(b)(6) notes served by Michigan re: valuation	Andrew J. Schouder	0.30	625.00	187.50
03/10/10	Revised Litigation Trust Agreement (6); confer with A. Schouder re: same (.3)	Anna Rozin	6.30	410.00	2,583.00
03/10/10	Negotiate plan issues' conf w. NSC/NFP professionals re release language (.8); review of existing plan documents (1); review of solicitation issues (.8)	Daniel S. Connolly	2.60	870.00	2,262.00
03/10/10	Prepare for deposition of Debtor by Michigan Retirement	David J. Ball	0.30	575.00	172.50

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03/11/10	Research regarding plan supplement	Adam B. Shane	0.10	350.00	35.00
03/11/10	Meeting with A. Jones and A. Schouder re: Litigation Trust Agreement	Anna Rozin	0.30	410.00	123.00
03/11/10	Work on solicitation letter	Samuel M. Stricklin	1.60	675.00	1,080.00
03/11/10	Review fourth amended plan, corrected pages to fourth amended plan, and litigation trust agreement	Samuel M. Stricklin	3.10	675.00	2,092.50
03/12/10	Attention to deposition schedule	Anna Rozin	0.30	410.00	123.00
03/12/10	Review of deposition notices (.20) and summary of same (.70)	Adam B. Shane	0.90	350.00	315.00
03/12/10	Prepare for upcoming Michigan Retirement depositions	David J. Ball	0.10	575.00	57.50
03/15/10	Prepare for Michigan Retirement depositions	David J. Ball	1.90	575.00	1,092.50
03/15/10	Prep for depositions	Daniel S. Connolly	1.30	870.00	1,131.00
03/16/10	Attention to deposition schedule	Anna Rozin	0.40	410.00	164.00
03/16/10	Attend deposition of MRSE's Clint Hinds (4.8); update BG attorneys re: deposition (.1)	David J. Ball	4.90	575.00	2,817.50
03/17/10	Deposition of Redwood 30(b)(6); prep	Daniel S. Connolly	7.80	870.00	6,786.00
03/17/10	Prepare for M. Niemann deposition	David J. Ball	0.20	575.00	115.00
03/18/10	Telephonically attend deposition by MRSE of M. Niemann	David J. Ball	5.30	575.00	3,047.50
03/18/10	Review of plan documents (.4); comments re same (.6)	Daniel S. Connolly	1.00	870.00	870.00
03/18/10	Conferences with potential trustee candidates	Samuel M. Stricklin	1.40	675.00	945.00
03/18/10	Conf w. Ball re Neiman deposition	Daniel S. Connolly	0.20	870.00	174.00
03/19/10	Reviewed employee's DS objection	Anna Rozin	0.10	410.00	41.00
03/19/10	Preparation for 3-23 hearing	Adam B. Shane	0.30	350.00	105.00
03/21/10	Review stipulation re: valuation and email with L. Tancredi re: same.	Andrew J. Schouder	0.40	625.00	250.00
03/22/10	Provide comments to valuation stipulation.	Andrew J. Schouder	0.60	625.00	375.00
03/22/10	Revise Trust Agreement.	Andrew J. Schouder	1.00	625.00	625.00
03/22/10	Review draft stipulation and hearing exhibits	Samuel M. Stricklin	1.90	675.00	1,282.50

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03/22/10	Prepare for valuation hearing	Janelle S. Forteza	0.20	285.00	57.00
03/22/10	Preparations for hearing	Anna Rozin	2.00	410.00	820.00
03/23/10	Calls with A. Walker re: stipulation on valuation; revisions to same.	Andrew J. Schouder	2.60	625.00	1,625.00
03/23/10	Call with potential Trustee candidate	Andrew J. Schouder	0.80	625.00	500.00
03/23/10	Prepare for and attend court (2.5); conference afterward to address matters from hearing (.9)	Samuel M. Stricklin	3.40	675.00	2,295.00
03/23/10	Participate in valuation hearing telephonically.	Andrew J. Schouder	2.50	625.00	1,562.50
03/23/10	Review of Debtor plan documents; conf w. Schouder	Daniel S. Connolly	1.30	870.00	1,131.00
03/23/10	Revisions to Trust Agreement	Anna Rozin	1.70	410.00	697.00
03/24/10	Attention to transcript from valuation hearing	Janelle S. Forteza	0.50	285.00	142.50
03/25/10	Review draft of release supplement from DLA and provide comments (.7); review revised supplement provided by Winston and provide comments (.7)	Andrew J. Schouder	1.40	625.00	875.00
03/25/10	Calls with Venable re: Plan releases.	Andrew J. Schouder	0.60	625.00	375.00
03/25/10	Review (.40 ) and summary (.60) of Debtors' objection to Sovereign's guaranty claim and related complaint	Adam B. Shane	1.00	350.00	350.00
03/26/10	Call with S. Stricklin re: Trust Agreement; revise agreement per call.	Andrew J. Schouder	2.00	625.00	1,250.00
03/26/10	Careful review of draft trust agreement and provide comments to Schouder (2.5); review release provisions and discuss same (.9); call with potential trustee candidate (1.1)	Samuel M. Stricklin	4.50	675.00	3,037.50
03/29/10	Review comment from B. Swett re: releases; correspondence re: same	Andrew J. Schouder	0.40	625.00	250.00
03/29/10	Revise Trust Agreement per S. Stricklin	Andrew J. Schouder	0.60	625.00	375.00
03/29/10	Attend to Trustee interview process	Andrew J. Schouder	1.00	625.00	625.00
03/30/10	Review NSC comments to Plan release supplement	Andrew J. Schouder	1.00	625.00	625.00
03/30/10	Call with S. Stricklin re GST issues; Follow-up with J. Smith re same	Andrew J. Schouder	1.00	625.00	625.00

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03/30/10	Review trustee proposals	Samuel M. Stricklin	0.30	675.00	202.50
03/31/10	Attend to revisions to Plan Supplement and Release Supplement.	Andrew J. Schouder	2.50	625.00	1,562.50
<b>Total for B320</b>			<b>254.80</b>		<b>148,140.00</b>
<b>B499 - LITIGATION AND DISCOVERY</b>					
03/10/10	Attention to deposition schedule	Anna Rozin	0.40	410.00	164.00
<b>Total for B499</b>			<b>0.40</b>		<b>164.00</b>

Summary By Task

		<b>Hours</b>	<b>Amount</b>
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

Summary of Fees

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

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	<b>Hours</b>	<b>Rate/Hr</b>	<b>Amount</b>
Janice C. Scanlan	3.80	205.00	779.00
Total	328.10	507.92	180,859.00

**Total Fees for Professional Services**

**\$ 180,859.00**

Costs

**Amount**

03/31/10	Seamless Web-MEALS	27.78
03/31/10	Seamless Web-MEALS	25.62
03/31/10	Seamless Web-MEALS	25.62
03/31/10	Seamless Web-MEALS	25.62
03/31/10	Seamless Web-MEALS	25.62
03/31/10	Seamless Web-MEALS	25.62
03/31/10	Seamless Web-MEALS	23.20
03/31/10	Seamless Web-MEALS	25.62
03/31/10	Seamless Web-MEALS	27.78
03/31/10	Seamless Web-MEALS	24.09
03/31/10	Seamless Web-MEALS	23.42
03/31/10	Seamless Web-MEALS	23.42
03/31/10	Seamless Web-MEALS	24.18
03/31/10	Seamless Web-MEALS	24.10
03/31/10	Seamless Web-MEALS	35.44
03/24/10	Seamless Web-MEALS	24.10
03/24/10	Seamless Web-MEALS	24.10
03/31/10	Seamless Web-MEALS	23.20
03/31/10	Seamless Web-MEALS	13.81
03/31/10	Seamless Web-MEALS	37.29
03/24/10	Seamless Web-MEALS	24.10
03/31/10	Seamless Web-MEALS	19.29
03/31/10	Seamless Web-MEALS	21.02
03/31/10	Seamless Web-MEALS	14.27
03/31/10	Seamless Web-MEALS	21.54
03/31/10	Seamless Web-MEALS	13.81
03/31/10	Seamless Web-MEALS	13.80
03/31/10	Seamless Web-MEALS	17.37
03/31/10	Seamless Web-MEALS	17.34
03/31/10	Seamless Web-MEALS	13.48
03/31/10	Seamless Web-MEALS	217.61
03/31/10	Seamless Web-MEALS	21.55

*Total:*

*924.81*

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**Courier**

03/30/10	Courier FEDEX 032610 792822817405 703515567 3594	8.77
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**Court Reporters**

03/24/10	Court Reporters transcription of Motions from Bankruptcy Court	540.00
03/30/10	Court Reporters transcription of Motions	114.00
03/17/10	Court Reporters Copy of transcript of 3/5/2010 hearing	192.00

<i>Total: Court Reporters</i>	<i>846.00</i>
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**Photocopies**

03/31/10	Photocopies EQUITRAC COPIES 980 pages BATCH 2728Re	98.00
03/31/10	Photocopies EQUITRAC COPIES 575 pages BATCH 2728DA	57.50

<i>Total: Photocopies</i>	<i>155.50</i>
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**Reimbursement**

03/15/10	Reimbursement 396575 Travel expenses while in Dallas for Erickson meetings.	29.74
03/19/10	Reimbursement 397315 Travel Expenses for trip to Dallas for Erickson meetings on 2/4 - 2/5.	42.65
03/26/10	Reimbursement 397319 Travel to Dallas for Erickson Meetings.	34.77
03/31/10	Reimbursement 398339 Travel to Dallas for Erickson	296.93

<i>Total: Reimbursement</i>	<i>404.09</i>
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**Staff Service**

03/26/10	Staff Service Staff11 03/26/10 > 041SO1 01914	24.27
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**Travel Expenditures**

03/22/10	Travel Expenditures Zapata car service	103.02
03/17/10	Travel Expenditures Strickland car service	29.94
03/11/10	Travel Expenditures Dan Connolly - pick up at Dallas Office	80.52
03/15/10	Travel Expenditures 396575 Travel expenses while in Dallas for Erickson meetings.	217.00
03/15/10	Travel Expenditures 396913 Cab fare home from late work at NY Office (3/3 - 3/4)	23.37
03/16/10	Travel Expenditures Stricklin car service	73.73
03/16/10	Travel Expenditures Schouder car service	102.01
03/16/10	Travel Expenditures Stricklin car service	59.87
03/11/10	Travel Expenditures Dan Connolly - pick up at DFW Airport	80.52
03/17/10	Travel Expenditures Zapata car service	34.37
03/17/10	Travel Expenditures Zapata car service	119.34
03/17/10	Travel Expenditures Zapata car service	119.34
03/17/10	Travel Expenditures Zapata car service	103.02

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03/19/10	Travel Expenditures 397315 Travel Expenses for trip to Dallas for Erickson meetings on 2/4 - 2/5.	2,108.85
03/19/10	Travel Expenditures 397365 Parking cost at the court	10.00
03/22/10	Travel Expenditures Schouder car service	84.60
03/22/10	Travel Expenditures Schouder car service	84.60
03/22/10	Travel Expenditures Philp car service	62.02
03/22/10	Travel Expenditures Zapata car service	103.02
03/22/10	Travel Expenditures Zapata car service	111.18
03/26/10	Travel Expenditures 397319 Travel to Dallas for Erickson Meetings.	2,122.19
03/26/10	Travel Expenditures 398019 parking while attending Erickson hearing	10.00
03/31/10	Travel Expenditures 398339 Travel to Dallas for Erickson	2,064.75
03/22/10	Travel Expenditures Schouder car service	87.37
	<i>Total: Travel Expenditures</i>	<i>7,994.63</i>

Fees for Professional Services.....\$ 180,859.00

Costs.....10,358.07

**Total Current Billing for this Matter**

**\$ 191,217.07**

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