

GROUP EXHIBIT D



www.fgllp.com

JOSEPH D. FRANK
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December 15, 2015

Via Email

Co-Counsel for the Debtor

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Via Email

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Unsecured Creditors

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Via Email

United States Trustee

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Via Email

Counsel for FCC, LLC d/b/a First Capital

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zarine.alam@goldbergkohn.com

**Re: *In re Gulf Packaging, Inc.* (the “Debtor”); Case No. 15-15249 (PSH)
Seventh Monthly Fee Statement of FrankGecker LLP (“FG”),
co-counsel for the Debtor**

Ladies and Gentlemen:

Pursuant to the United States Bankruptcy Court’s May 29, 2015 Order Approving Procedures for the Interim Compensation and Reimbursement of Expenses for Professionals [Docket No. 129] (the “Procedures”), attached please find FrankGecker LLP’s Invoice No. 7225 for services rendered and costs incurred on behalf of the Debtor in the above-referenced chapter 11 proceeding for the period from November 1, 2015 through November 30, 2015. Objections, if any, are due 15 days after your receipt of this monthly fee statement.

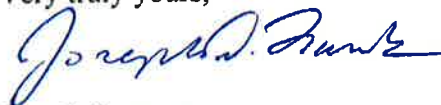
{GULFPACK/001/00042901.DOC/7}

Gulf Packaging, Inc. Notice Parties
December 15, 2015
Page 2

Pursuant to the Procedures and subject to the opportunity of parties in interest to object to the Monthly Fee Statement, FG is requesting that the Debtor pay 80% of the total fees incurred and 100% of any expenses, pending the filing of its interim fee application. These payments remain subject to review and approval of the Bankruptcy Court under Section 330 of the Bankruptcy Code.

If you have any questions regarding the attached monthly fee statement, please contact me.

Very truly yours,

A handwritten signature in blue ink, appearing to read "Joseph D. Frank", written in a cursive style.

Joseph D. Frank

JDF/cc
Attachment

cc: Edward T. Gavin (ted.gavin@gavinsolmonese.com)
Joe Rabensteine (jrabensteine@gulfpackaging.com)



www.fgllp.com

December 15, 2015

Gulf Packaging, Inc.
c/o Jason S. Brookner
Gray Reed & McGraw, P.C.
1601 Elm Street, Suite 4600
Dallas, TX 75201

FEIN 20-1952153

Regarding: Chapter 11

For Professional Services Rendered Through November 30, 2015

Invoice #: 7225

Per Attached Description:

Fees.....	\$15,424.50
Disbursements.....	\$176.00
Total Fees and Disbursements.....	<u>\$15,600.50</u>
Total Amount This Bill.....	\$15,600.50

Gulf Packaging, Inc.

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Invoice Dated: December 15, 2015

Regarding: Chapter 11

For Professional Services Rendered Through November 30, 2015

Invoice #: 7225

Per Attached Description:

	<u>Hours</u>	<u>Amount</u>
<u>Case Administration</u>		
11/2/2015 Reviewed and e-filed affidavit of service for motion for authorization to abandon personal property. Michael H. Matlock	0.10	\$20.00
11/4/2015 Revised and prepared exhibit to draft order on motion to abandon for filing with court. Michael H. Matlock	0.30	\$60.00
11/4/2015 Prepared and identified draft orders to be submitted to Judge Barnes' chambers. Michael H. Matlock	0.30	\$60.00
11/4/2015 Drafted e-mail for submission to chambers with draft orders on motion to abandon and motion to modify sale procedures order. Michael H. Matlock	0.40	\$80.00
11/10/2015 Email exchange with K. Martin regarding entry of orders (0.1); draft email to D. Karcazes regarding amounts paid out since October 3rd (0.1). Jeremy C. Kleinman	0.20	\$82.00
11/12/2015 Reviewed and e-filed monthly operating report. Michael H. Matlock	0.20	\$40.00
11/12/2015 Email exchange with J. Van Etten regarding filing of monthly operating report and review monthly operating report. Jeremy C. Kleinman	0.10	\$41.00
11/20/2015 Prepared and e-filed supplemental certificate of service. Michael H. Matlock	0.30	\$60.00
Total Charges This Matter	1.90	\$443.00
<u>Claims/Claim Objections</u>		
11/2/2015 Continue drafting omnibus objection to claims (0.5); teleconference with J. Brookner regarding Omnibus Objection (0.2); draft email to K. Martin regarding exhibit to omnibus objection (0.1). Jeremy C. Kleinman	0.80	\$328.00

Gulf Packaging, Inc.

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Invoice Dated: December 15, 2015

Regarding: Chapter 11

For Professional Services Rendered Through November 30, 2015

Invoice #: 7225

Per Attached Description:

	<u>Hours</u>	<u>Amount</u>
11/3/2015 Researched form of notice for claims objections. Michael H. Matlock	0.70	\$140.00
11/3/2015 Prepared exhibits to omnibus objection to claims. Michael H. Matlock	0.40	\$80.00
11/3/2015 Reviewed and revised objection to claims. Michael H. Matlock	0.40	\$80.00
11/3/2015 Reviewed notice and objection, exhibits and proposed order and made corrections. Michael H. Matlock	0.50	\$100.00
11/3/2015 Corresponded with claims noticing agent regarding service of objection. Michael H. Matlock	0.20	\$40.00
11/3/2015 Telephone conferences with court case management team regarding filing event for objection. Michael H. Matlock	0.20	\$40.00
11/3/2015 Drafted proposed order for first omnibus objection to claims. Michael H. Matlock	0.30	\$60.00
11/3/2015 Drafted, proofread and revised notice of objections to claims. Michael H. Matlock	1.10	\$220.00
11/3/2015 Revise omnibus objection to employee claims. Jeremy C. Kleinman	0.20	\$82.00
11/10/2015 Draft email to J. Van Etten regarding claim objection to Portland affiliate employee claim. Jeremy C. Kleinman	0.10	\$41.00
11/16/2015 Email exchange with L. Webb regarding claim objection and reply. Jeremy C. Kleinman	0.10	\$41.00
11/23/2015 Teleconference with V. Mattel regarding employee wage claim (0.2); draft email to J. VanEtten regarding Ms. Mattel's inquiry (0.1). Jeremy C. Kleinman	0.30	\$123.00
11/30/2015 Teleconference with J. Brookner regarding handling of hearing on omnibus objection seeking to reclassify affiliate employee claims. Jeremy C. Kleinman	0.20	\$82.00

Gulf Packaging, Inc.

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Invoice Dated: December 15, 2015

Regarding: Chapter 11

For Professional Services Rendered Through November 30, 2015

Invoice #: 7225

Per Attached Description:

	<u>Hours</u>	<u>Amount</u>
Total Charges This Matter	5.50	\$1,457.00
<u>Communications with Committee/Creditors</u>		
11/4/2015 Teleconference with T. Nurenberg regarding potential recoveries in bankruptcy case. Jeremy C. Kleinman	0.20	\$82.00
Total Charges This Matter	0.20	\$82.00
<u>Communications/Meetings with Client</u>		
11/9/2015 Conference call with J. Van Etten, J. Brookner, C. Fleck, M. Fleck and other client personnel regarding La Mirada issue and other outstanding issues and on operational strategy. Jeremy C. Kleinman	0.90	\$369.00
Total Charges This Matter	0.90	\$369.00
<u>Court Appearances and Preparation</u>		
11/3/2015 Prepare for and attend hearing on abandonment motion, sale procedures order modification motion and combined hearing motion. Jeremy C. Kleinman	1.10	\$451.00
11/10/2015 Attend status hearing on QTS adversary. Jeremy C. Kleinman	2.20	\$902.00
11/17/2015 Attend hearing on fee applications and ASK retention motion. Jeremy C. Kleinman	1.90	\$779.00
Total Charges This Matter	5.20	\$2,132.00
<u>Employment and Fee Applications</u>		
11/4/2015 Revise time entries and transfers for fee application. Joseph D. Frank	0.20	\$139.00
11/9/2015 Revise time entries for fee application. Joseph D. Frank	0.10	\$69.50

Gulf Packaging, Inc.

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Invoice Dated: December 15, 2015

Regarding: Chapter 11

For Professional Services Rendered Through November 30, 2015

Invoice #: 7225

Per Attached Description:

	<u>Hours</u>	<u>Amount</u>
11/10/2015 Begin drafting second interim fee application and preparing exhibits. Christina Carpenter	0.50	\$72.50
11/11/2015 Continue drafting second interim fee application and preparing exhibits. Christina Carpenter	1.10	\$159.50
11/13/2015 Continue drafting second interim fee application and preparing exhibits. Christina Carpenter	1.40	\$203.00
11/15/2015 Continue drafting and revising second interim fee application and exhibits. Christina Carpenter	1.70	\$246.50
11/18/2015 Further revisions to second interim fee application and exhibits; draft notice of hearing and proposed order. Christina Carpenter	1.50	\$217.50
11/19/2015 Teleconference with S. DeRousse regarding ASK retention issue (0.2); draft email to K. Bader and T. Gavin regarding ASK retention issue (0.1). Jeremy C. Kleinman	0.30	\$123.00
11/25/2015 Review and edit proposed interim fee application. Jeremy C. Kleinman	0.60	\$246.00

Total Charges This Matter

7.40 \$1,476.50

Lease/Executory Contracts

11/3/2015 Teleconference with G. Dresser regarding extension of assumption and rejection deadline and separate lease. Jeremy C. Kleinman	0.20	\$82.00
11/4/2015 Email exchange with J. Brookner regarding strategy regarding La Mirada property. Jeremy C. Kleinman	0.10	\$41.00
11/5/2015 Email exchange with J. Brookner regarding La Mirada Lease. Jeremy C. Kleinman	0.10	\$41.00
11/6/2015 Email exchange with J. Brookner regarding La Mirada lease extension strategy (0.2); teleconference with G. Dresser regarding La Mirada lease extension issues (0.6); teleconference with D. Karcazes regarding La Mirada lease cleanup issues. (0.2); draft email to J. Brookner regarding discussion with D. Karcazes (0.1); teleconference with J. Van Etten regarding La Mirada	1.40	\$574.00

Gulf Packaging, Inc.

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Invoice Dated: December 15, 2015

Regarding: Chapter 11

Invoice #: 7225

For Professional Services Rendered Through November 30, 2015

Per Attached Description:

	<u>Hours</u>	<u>Amount</u>
lease extension issue (0.3). Jeremy C. Kleinman		
11/9/2015 Telephone conference with G. Dresser regarding request to extend time to assume or reject La Mirada lease and various options (0.6); telephone conference with J. Brookner regarding discussions with G. Dresser (0.2). Jeremy C. Kleinman	0.80	\$328.00
11/10/2015 Email exchange with J. Brookner and G. Dressner regarding negotiation of extension of lease termination date (0.2); telephone call to D. Karcazes regarding La Mirada lease extension (0.1); teleconference with J. Brookner regarding La Mirada lease extension (0.1). Jeremy C. Kleinman	0.40	\$164.00
11/11/2015 Teleconference with D. Karcazes regarding La Mirada lease issue and need for extension (0.3); teleconference with J. Van Etten regarding La Mirada lease issue and information requested by FCC (0.2); teleconference with J. Brookner, T. Gavin, J. Van Etten and D. Karcazes regarding La Mirada issue, collection of accounts receivable and strategic alternatives (0.8). Jeremy C. Kleinman	1.30	\$533.00
11/12/2015 Email exchange with J. Brookner regarding La Mirada Stipulation. Jeremy C. Kleinman	0.20	\$82.00
11/13/2015 Teleconferences with J. Van Etten and D. Karcazes re: La Mirada issue (0.2); begin drafting motion to approve stipulation with La Mirada (0.2); email exchange with J. Brookner regarding stipulation with La Mirada (0.1); lengthy teleconference with G. Dresser regarding terms of La Mirada extension (0.4); draft update on La Mirada to J. Brookner and T. Gavin (0.2). Jeremy C. Kleinman	1.10	\$451.00
11/16/2015 Teleconference with G. Dresser regarding potential extension of possession of La Mirada property. Jeremy C. Kleinman	0.30	\$123.00
11/17/2015 Telephone call to G. Dresser regarding La Mirada extension (0.1); teleconference with D. Karcazes regarding La Mirada extension (0.2). Jeremy C. Kleinman	0.30	\$123.00
11/18/2015 Teleconference with G. Dresser regarding negotiated efforts to extend La Mirada lease. Jeremy C. Kleinman	0.30	\$123.00

Gulf Packaging, Inc.

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Invoice Dated: December 15, 2015

Regarding: Chapter 11

Invoice #: 7225

For Professional Services Rendered Through November 30, 2015

Per Attached Description:

	<u>Hours</u>	<u>Amount</u>
11/19/2015 Email exchange with G. Dresser regarding demands in connection with extension of leasehold possession in La Mirada property (0.2); multiple teleconferences with G. Dresser regarding terms of proposed stipulation (0.3); email exchange with J. Brookner regarding La Mirada negotiations (0.1); email exchange with J. Van Etten regarding information needed for La Mirada negotiations (0.1); revise Stipulation extending possession at La Mirada location (0.3); subsequent email exchange with G. Dresser regarding information requested related to property located at La Mirada property (0.1); teleconference with J. Van Etten regarding need for external quotes relating to La Mirada alternatives (0.1); email exchange with D. Karcazes regarding external quote requested by FCC (0.1). Jeremy C. Kleinman	1.30	\$533.00
11/20/2015 Email exchange with J. VanEtten, J. Brookner, G. Dresser, D. Karcazes regarding revisions to stipulation (0.2); email exchange with J. VanEtten regarding application of security deposit (0.1); revise stipulation regarding La Mirada property (0.3); teleconference with G. Dresser regarding revisions to La Mirada Stipulation and additional requests (0.3). Jeremy C. Kleinman	0.90	\$369.00
11/22/2015 Begin drafting motion to approve La Mirada Stipulation. Jeremy C. Kleinman	1.20	\$492.00
11/23/2015 Reviewed electronic form of order for motion to approve stipulation regarding La Mirada lease. Michael H. Matlock	0.40	\$80.00
11/23/2015 Revised order for motion to approve stipulation regarding La Mirada lease. Michael H. Matlock	0.20	\$40.00
11/23/2015 Proofread order for motion to approve stipulation regarding La Mirada lease. Michael H. Matlock	0.30	\$60.00
11/23/2015 Reviewed and organized exhibits for motion to lift stay and approve stipulation regarding La Mirada lease. Michael H. Matlock	0.70	\$140.00
11/23/2015 Draft email to J. Brookner regarding La Mirada lease (0.1); email exchange with D. Karcazes and G. Dresser regarding stipulation relating to La Mirada lease (0.2); multiple teleconferences with D. Karcazes and G. Dresser regarding La Mirada lease (0.9); multiple revisions of stipulation (0.5); continue drafting motion to approve stipulation (0.5); draft order approving stipulation regarding La Mirada (0.3); teleconference with S. DeRousse regarding La Mirada Stipulation and forthcoming motion to approve same	2.70	\$1,107.00

Gulf Packaging, Inc.

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Invoice Dated: December 15, 2015

Regarding: Chapter 11

For Professional Services Rendered Through November 30, 2015

Invoice #: 7225

Per Attached Description:

	<u>Hours</u>	<u>Amount</u>
(0.2). Jeremy C. Kleinman		
11/25/2015 E-filed affidavit of service for motion regarding stipulation of La Mirada lease. Michael H. Matlock	0.10	\$20.00
11/30/2015 Email exchange with G. Dresser regarding hearing on La Mirada stipulation (0.1); telephone call to S. DeRousse regarding La Mirada stipulation motion (0.1); email exchange with D. Karcazes regarding La Mirada stipulation motion (0.1). Jeremy C. Kleinman	0.30	\$123.00
Total Charges This Matter	14.60	\$5,629.00
<u>Litigation</u>		
11/3/2015 Draft stipulation extending answer date for Gulfpack (0.1); draft email to J. Brookner and S. Dahl regarding stipulation (0.1). Jeremy C. Kleinman	0.20	\$82.00
11/5/2015 E-filed stipulation to extend time to answer in Quality Technical Services adversary. Michael H. Matlock	0.10	\$20.00
11/23/2015 Prepared electronic form of order regarding draft stipulation and agreed order regarding extension of time to answer in Quality Tech adversary. Michael H. Matlock	0.50	\$100.00
11/23/2015 Reviewed procedures and corresponded with Judge Barnes' chambers regarding draft stipulation and agreed order regarding extension of time to answer in Quality Tech adversary. Michael H. Matlock	0.50	\$100.00
11/23/2015 Draft revised stipulation regarding Strapack Adversary and order approving same (0.3); email exchange with S. Dahl regarding revised stipulation (0.1). Jeremy C. Kleinman	0.40	\$164.00
Total Charges This Matter	1.70	\$466.00

Gulf Packaging, Inc.

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Invoice Dated: December 15, 2015

Regarding: Chapter 11

For Professional Services Rendered Through November 30, 2015

Invoice #: 7225

Per Attached Description:

Hours Amount

Plan and Disclosure Statement

11/2/2015	Reviewed and e-filed affidavit of service for notice of filing of disclosure statement and motion for order scheduling combined hearing on disclosure statement, etc. Michael H. Matlock	0.10	\$20.00
11/2/2015	Reviewed, revised and e-filed proposed order for disclosure statement approval hearing motion. Michael H. Matlock	0.20	\$40.00
11/2/2015	Revised notice of filing of plan and disclosure. Michael H. Matlock	0.20	\$40.00
11/2/2015	Proofread and made revisions to plan and disclosure notice. Michael H. Matlock	0.40	\$80.00
11/2/2015	Corresponded with J. Kleinman regarding revisions to notice. Michael H. Matlock	0.20	\$40.00
11/2/2015	Teleconference with K. Gleason regarding concerns relating to Plan combined hearing and solicitation motion (0.2); teleconference with K. Gleason and S. Beckerman regarding scheduling of combined hearing (0.2); email exchange with J. Brookner regarding concerns of the U.S. Trustee's office (0.1); follow-up teleconference with S. Beckerman regarding scheduling of combined hearing (0.1); teleconference with K. Gleason regarding scheduling of combined hearing and substantive concerns regarding plan and disclosure statement (0.3); teleconference with J. Brookner regarding substantive concerns of the U.S. Trustee and scheduling (0.2); draft email to client, counsel to Committee and FCC regarding developments regarding combined hearing and substantive concerns. (0.2); revise proposed order granting combined hearing motion (0.2); revise proposed notice to creditors (0.2). Jeremy C. Kleinman	1.70	\$697.00
11/3/2015	Draft email to K. Gleason regarding Notice of Combined Hearing (0.1); teleconference with D. Karcazes regarding combined hearing motion and status hearing (0.1); draft email to D. Karcazes enclosing proposed notice of combined hearing (0.1). Jeremy C. Kleinman	0.30	\$123.00
11/3/2015	Revise ballots for solicitation. Jeremy C. Kleinman	0.20	\$82.00

Gulf Packaging, Inc.

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Invoice Dated: December 15, 2015

Regarding: Chapter 11

For Professional Services Rendered Through November 30, 2015
Per Attached Description:

Invoice #: 7225

	<u>Hours</u>	<u>Amount</u>
11/4/2015 Revise Solicitation Materials (0.3); email exchange with J. Brookner and K. Martin regarding solicitation materials (0.2). Jeremy C. Kleinman	0.50	\$205.00
11/5/2015 Prepared plan, disclosure statement and exhibits for e-filing with court. Michael H. Matlock	0.80	\$160.00
11/5/2015 E-filed plan and disclosure statement. Michael H. Matlock	0.30	\$60.00
11/5/2015 Teleconference with J. Brookner regarding filing of Plan and Disclosure Statement. Jeremy C. Kleinman	0.20	\$82.00
11/11/2015 Reviewed and e-filed affidavit of service regarding plan solicitation package. Michael H. Matlock	0.30	\$60.00
11/17/2015 Attend meeting with S. DeRousse, J. Brookner and D. Karcazes regarding plan supplement and creditor trust advisory board. Jeremy C. Kleinman	1.00	\$410.00
11/25/2015 Draft email to S. DeRousse and D. Karcazes regarding plan supplement (0.1); teleconference with J. Brookner, D. Karcazes and S. DeRousse regarding plan supplement (0.7). Jeremy C. Kleinman	0.80	\$328.00
11/30/2015 Email exchange with J. Brookner and T. Gavin regarding handling of plan confirmation hearing. Jeremy C. Kleinman	0.10	\$41.00
Total Charges This Matter	7.30	\$2,468.00
<u>Sale of Assets</u>		
11/3/2015 Teleconference with J. Brookner regarding results of hearing on abandonment motion (0.2); revise order on motion to modify sale procedures (0.2); draft email to Counsel to Committee, FCC and US Trustee regarding revised orders (0.1); teleconference with Judge Barnes' courtroom deputy regarding revised orders (0.2). Jeremy C. Kleinman	0.70	\$287.00
11/4/2015 Draft email to S. DeRousse, D. Karcazes and K. Gleason regarding proposed orders (0.1); draft email to R. Lauter and D. Eggert regarding proposed orders (0.1); meet with M. Matlock regarding proposed orders (0.2);	0.60	\$246.00

Gulf Packaging, Inc.

Page 11

Invoice Dated: December 15, 2015

Regarding: Chapter 11

For Professional Services Rendered Through November 30, 2015

Invoice #: 7225

Per Attached Description:

	<u>Hours</u>	<u>Amount</u>
teleconference with D. Eggert regarding Committee approval of proposed orders (0.1); email exchange with M. Fleck regarding status of efforts to obtain entry of abandonment order (0.1). Jeremy C. Kleinman		
11/5/2015 Email exchange with J. Van Etten regarding status of sale order. Jeremy C. Kleinman	0.10	\$41.00
11/6/2015 Email exchange with M. Fleck regarding abandonment motion. Jeremy C. Kleinman	0.10	\$41.00
11/9/2015 Teleconference with Judge Barnes' courtroom deputy regarding proposed draft orders. Jeremy C. Kleinman	0.10	\$41.00
11/10/2015 Email exchange with M. Fleck regarding entry of abandonment order. Jeremy C. Kleinman	0.10	\$41.00
11/11/2015 Revise IT sale notice (0.2); draft notice for insider sale (0.2); email exchange with R. Lange regarding entry of order modifying prior sale order (0.1). Jeremy C. Kleinman	0.50	\$205.00
Total Charges This Matter	2.20	\$902.00
	46.90	\$15,424.50

Timekeeper Summary

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Joseph D. Frank	0.30	695.00	\$208.50
Jeremy C. Kleinman	29.70	410.00	\$12,177.00
Christina Carpenter	6.20	145.00	\$899.00
Michael H. Matlock	10.70	200.00	\$2,140.00

Disbursements:

Expenses

11/23/2015 Court Filing Fee	176.00
Total Charges This Matter	176.00

Gulf Packaging, Inc.

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Invoice Dated: December 15, 2015

Regarding: Chapter 11

For Professional Services Rendered Through November 30, 2015

Invoice #: 7225

Per Attached Description:

	<u>Amount</u>
Total Expenses	\$176.00
Total Due	<u><u>\$15,600.50</u></u>



www.fgllp.com

JOSEPH D. FRANK
(312) 276-1402

FAX: (312) 276-0035
JFRANK@FGLLP.COM

January 11, 2016

Via Email

Co-Counsel for the Debtor

Jason S. Brookner
Micheal W. Bishop
GRAY REED MCGRAW, PC
1601 Elm Street
Suite 4600
Dallas, Texas 75201
jbrookner@grayreed.com
mbishop@grayreed.com

Via Email

Counsel for the Official Committee of
Unsecured Creditors

Richard S. Lauter
Shelly A. DeRousse
FREEBORN & PETERS LLP
311 South Wacker Drive
Suite 3000
Chicago, Illinois 60606
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sderousse@freeborn.com

Via Email

United States Trustee

Kathryn M. Gleason
OFFICE OF THE UNITED STATES TRUSTEE
219 South Dearborn Street
Room 873
Chicago, Illinois 60604
kathryn.m.gleason@usdoj.gov

Via Email

Counsel for FCC, LLC d/b/a First Capital

Dimitri G. Karcazes
Zarine L. Alam
GOLDBERG KOHN LTD.
55 East Monroe Street
Suite 3300
Chicago, Illinois 60603
dimitri.karcazes@goldbergkohn.com
zarine.alam@goldbergkohn.com

**Re: *In re Gulf Packaging, Inc.* (the “Debtor”); Case No. 15-15249 (PSH)
Eighth Monthly Fee Statement of FrankGecker LLP (“FG”),
co-counsel for the Debtor**

Ladies and Gentlemen:

Pursuant to the United States Bankruptcy Court’s May 29, 2015 Order Approving Procedures for the Interim Compensation and Reimbursement of Expenses for Professionals [Docket No. 129] (the “Procedures”), attached please find FrankGecker LLP’s Invoice No. 7250 for services rendered and costs incurred on behalf of the Debtor in the above-referenced chapter 11 proceeding for the period from December 1, 2015 through December 31, 2015. Objections, if any, are due 15 days after your receipt of this monthly fee statement.

{GULFPACK/001/00042901.DOC/8}

Gulf Packaging, Inc. Notice Parties
January 11, 2016
Page 2

Pursuant to the Procedures and subject to the opportunity of parties in interest to object to the Monthly Fee Statement, FG is requesting that the Debtor pay 80% of the total fees incurred and 100% of any expenses, pending the filing of its interim fee application. These payments remain subject to review and approval of the Bankruptcy Court under Section 330 of the Bankruptcy Code.

If you have any questions regarding the attached monthly fee statement, please contact me.

Very truly yours,

A handwritten signature in blue ink, appearing to read "Joseph D. Frank".

Joseph D. Frank

JDF/cc
Attachment

cc: Edward T. Gavin (ted.gavin@gavinsolmonese.com)
Joe Rabensteine (jrabensteine@gulfpackaging.com)



www.fglp.com

January 11, 2016

Gulf Packaging, Inc.
c/o Jason S. Brookner
Gray Reed & McGraw, P.C.
1601 Elm Street, Suite 4600
Dallas, TX 75201

FEIN 20-1952153

Regarding: Chapter 11

For Professional Services Rendered Through December 31, 2015

Invoice #: 7250

Per Attached Description:

Fees.....	\$9,846.00
Disbursements.....	\$80.39
Total Fees and Disbursements.....	<u>\$9,926.39</u>
Total Amount This Bill.....	\$9,926.39

Gulf Packaging, Inc.

Page 2

Invoice Dated: January 11, 2016

Regarding: Chapter 11

For Professional Services Rendered Through December 31, 2015

Invoice #: 7250

Per Attached Description:

	<u>Hours</u>	<u>Amount</u>
<u>Case Administration</u>		
12/1/2015 Reviewed and e-filed affidavit of service for plan supplement and exhibits Michael H. Matlock	0.20	\$40.00
12/14/2015 E-file balloting report. Michael H. Matlock	0.10	\$20.00
12/14/2015 Telephone conference with S. Beckerman regarding telephone appearance at hearing on December 15, 2015. Michael H. Matlock	0.10	\$20.00
12/15/2015 Telephone conference with S. Beckerman regarding telephonic appearance at hearing. Michael H. Matlock	0.10	\$20.00
12/23/2015 Review and e-file monthly summary of cash receipts and disbursements. Michael H. Matlock	0.20	\$40.00
12/23/2015 Review November monthly operating report for filing. Jeremy C. Kleinman	0.10	\$41.00
12/24/2015 Corresponded with noticing agent regarding service of motion for settlement with Quality Technical Services and Strapack, Inc. Michael H. Matlock	0.10	\$20.00
Total Charges This Matter	0.90	\$201.00
<u>Claims/Claim Objections</u>		
12/1/2015 Teleconference with C. Foster regarding employee claim. Jeremy C. Kleinman	0.20	\$82.00
12/1/2015 Telephone conference with former employee regarding claim filing question. Joseph D. Frank	0.10	\$69.50
12/2/2015 Teleconference with J. Brookner regarding employee claims. Jeremy C. Kleinman	0.20	\$82.00
12/7/2015 Review email from R. Goller regarding objection to reclassification (.1); email exchange with J. Brookner regarding objections to reclassification (.1). Jeremy C. Kleinman	0.20	\$82.00

Gulf Packaging, Inc.

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Invoice Dated: January 11, 2016

Regarding: Chapter 11

For Professional Services Rendered Through December 31, 2015

Invoice #: 7250

Per Attached Description:

	<u>Hours</u>	<u>Amount</u>
12/8/2015 Email exchange with J. Brookner regarding strategy relating to improper employee claims. Jeremy C. Kleinman	0.10	\$41.00
12/9/2015 Teleconference with J. Brookner (.2), T. Gavin (.1) and L. Webb (.2) regarding omnibus objection to claims; draft emails to responding claimants regarding hearing on objection (.3); email exchange with H. Mosvin regarding claim objection (.1); teleconference with D. Clayburn regarding claim objection (.2); subsequent email exchange with C. Adams regarding objection (.1); draft email to K. Martin regarding preparation of exhibit for claim objections (.1). Jeremy C. Kleinman	1.30	\$533.00
12/29/2015 Draft claim objection order (.1); draft email to K. Martin regarding exhibit to claim objection order (.1); teleconference with S. Beckerman regarding claim objection order (.2). Jeremy C. Kleinman	0.40	\$164.00
Total Charges This Matter	2.50	\$1,053.50
<u>Court Appearances and Preparation</u>		
12/3/2015 Attend status hearing on case and ASK motion (1.0); draft email to T. Gavin regarding results of hearing (.1). Jeremy C. Kleinman	1.10	\$451.00
12/10/2015 Attend hearing on omnibus objection to claims and ASK Application (1.0); draft email to T. Gavin and J. Brookner regarding hearing (.1). Jeremy C. Kleinman	1.10	\$451.00
12/15/2015 Prepare for and participate in hearing on confirmation and employee claim objections. Jeremy C. Kleinman	3.20	\$1,312.00
Total Charges This Matter	5.40	\$2,214.00
<u>Employment and Fee Applications</u>		
12/1/2015 Prepared revised draft order for Gray Reed's first interim fee application. Michael H. Matlock	0.30	\$60.00

Gulf Packaging, Inc.

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Invoice Dated: January 11, 2016

Regarding: Chapter 11

For Professional Services Rendered Through December 31, 2015

Invoice #: 7250

Per Attached Description:

	<u>Hours</u>	<u>Amount</u>
12/1/2015 Drafted submittal e-mail for draft order on Gray Reed's first interim fee application. Michael H. Matlock	0.20	\$40.00
12/1/2015 Email exchange with J. Van Etten regarding payment of interim compensation (0.2); teleconferences with chambers for Judge Hollis and Judge Barnes regarding Gray Reed interim fee application order (0.3); teleconference with J. Brookner regarding fee application (0.2); revise proposed order granting fee application for submission (0.2). Jeremy C. Kleinman	0.90	\$369.00
12/2/2015 Telephone conference with D. Karcazes regarding ASK retention issues (.2); email exchange with J. Brookner regarding ASK (.1); email exchange with J. VanEtten regarding fees incurred (.1); draft email to T. Gavin regarding hearing on ASK retention (.1). Jeremy C. Kleinman	0.50	\$205.00
12/6/2015 Revise second interim fee application (.6); revise monthly fee statement language to clarify 80% payment of fees (.2). Christina Carpenter	0.80	\$116.00
12/7/2015 Teleconference with Rich Lauter regarding ASK retention order. Jeremy C. Kleinman	0.20	\$82.00
12/9/2015 Teleconference with S. DeRousse regarding ASK motion (.2); draft email to T. Gavin and J. Brookner regarding ASK motion (.1). Jeremy C. Kleinman	0.30	\$123.00
12/10/2015 Teleconference with J. Brookner and T. Gavin regarding ASK Application (.2); teleconference with D. Karcazes regarding ASK Application (.2); telephone call to S. DeRousse regarding ASK Application (.1). Jeremy C. Kleinman	0.50	\$205.00
12/13/2015 Revise Gulf fee application. Jeremy C. Kleinman	0.30	\$123.00
12/14/2015 Review time entries for fee application. Joseph D. Frank	0.40	\$278.00
12/15/2015 Draft and revise monthly fee statement per Joseph Frank's instructions (.3) and serve same on notice parties via email (.2). Christina Carpenter	0.50	\$72.50

Gulf Packaging, Inc.

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Invoice Dated: January 11, 2016

Regarding: Chapter 11

For Professional Services Rendered Through December 31, 2015

Invoice #: 7250

Per Attached Description:

	<u>Hours</u>	<u>Amount</u>
12/15/2015 Prepare exhibits for filing and electronically file Second Amended Application for Fees of FrankGecker LLP; telephone conference with BMC regarding service of same. Christina Carpenter	0.60	\$87.00
12/15/2015 Revise and finalize fee application. Jeremy C. Kleinman	0.40	\$164.00
Total Charges This Matter	5.90	\$1,924.50
<u>Lease/Executory Contracts</u>		
12/1/2015 Teleconference with S. DeRousse regarding La Mirada Stipulation motion (0.2); prepare for and attend hearing on La Mirada Stipulation Motion (1.1); draft email to S. DeRousse regarding results of hearing on La Mirada Stipulation motion (0.1). Jeremy C. Kleinman	1.40	\$574.00
12/2/2015 Email exchange with G. Dresser regarding entry of order. Jeremy C. Kleinman	0.10	\$41.00
12/21/2015 Draft email to D. Karcazes regarding email from counsel to La Mirada landlord confirming that everything has been removed from La Mirada location. Jeremy C. Kleinman	0.10	\$41.00
Total Charges This Matter	1.60	\$656.00
<u>Litigation</u>		
12/13/2015 Draft motion to approve Strapack settlement. Jeremy C. Kleinman	0.40	\$164.00
12/23/2015 Revise motion to approve Strapack settlement (.2); draft email to J. Brookner regarding Strapack settlement (.1). Jeremy C. Kleinman	0.30	\$123.00
12/24/2015 Drafted proposed order for motion for settlement with Quality Technical Services and Strapack, Inc. Michael H. Matlock	0.50	\$100.00

Gulf Packaging, Inc.

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Invoice Dated: January 11, 2016

Regarding: Chapter 11

For Professional Services Rendered Through December 31, 2015

Invoice #: 7250

Per Attached Description:

	<u>Hours</u>	<u>Amount</u>
12/24/2015 Reviewed motion for settlement with Quality Technical Services and Strapack, Inc. Michael H. Matlock	0.30	\$60.00
12/24/2015 Review and revise motion to approve stipulation with Strapack (.2); review proposed order approving stipulation (.1). Jeremy C. Kleinman	0.30	\$123.00
12/28/2015 Review and e-file affidavit of service regarding motion to settle with Strapack. Michael H. Matlock	0.20	\$40.00
 Total Charges This Matter	 2.00	 \$610.00
<u>Plan and Disclosure Statement</u>		
12/2/2015 Review proposed confirmation order and email exchange with J. Brookner regarding same. Jeremy C. Kleinman	0.40	\$164.00
12/3/2015 Review objection of Texas Counties (.2); research prior involvement of Texas Counties in sale motion proceedings (.2); draft email to J. Brookner regarding objection of Texas Counties (.1). Jeremy C. Kleinman	0.50	\$205.00
12/11/2015 Email exchange with J. Brookner and K. Martin regarding filing of ballot certification. Jeremy C. Kleinman	0.10	\$41.00
12/11/2015 Teleconference with J. Brookner and S. DeRousse regarding efforts to confirm plan and timing of payment of administrative claims. Jeremy C. Kleinman	0.50	\$205.00
12/14/2015 Prepare and e-file notice of filing of Amend Exhibit A to Plan Supplement. Michael H. Matlock	0.20	\$40.00
12/14/2015 Revise balloting report. Michael H. Matlock	0.20	\$40.00
12/14/2015 Prepared materials for confirmation hearing. Michael H. Matlock	0.80	\$160.00
12/14/2015 Teleconference with S. DeRousse regarding confirmation hearing (.3); draft email to J. Brookner and T. Gavin regarding confirmation hearing (.1); teleconference with T. Gavin regarding confirmation issue (.2);	0.70	\$287.00

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Invoice Dated: January 11, 2016

Regarding: Chapter 11

For Professional Services Rendered Through December 31, 2015

Invoice #: 7250

Per Attached Description:

	<u>Hours</u>	<u>Amount</u>
teleconference with J. Brokner regarding confirmation issue involving Committee (.1). Jeremy C. Kleinman		
12/14/2015 Email exchange with J. Brookner regarding amendment to exhibit to Plan Supplement (.1); prepare amended Exhibit A to Plan Supplement (.2); prepare for confirmation hearing and hearing on omnibus objection (2.4). Jeremy C. Kleinman	2.70	\$1,107.00
12/14/2015 Email exchange with K. Martin regarding ballot certification. Jeremy C. Kleinman	0.10	\$41.00
12/15/2015 Revised confirmation hearing materials. Michael H. Matlock	1.00	\$200.00
12/28/2015 Email exchange with J. Brookner and T. Gavin regarding going effective. Jeremy C. Kleinman	0.10	\$41.00
12/29/2015 Draft email to S. DeRousse regarding Plan effectuation (.1); teleconference with S. DeRousse regarding Plan effectuation (.1). Jeremy C. Kleinman	0.20	\$82.00
12/30/2015 Review email from S. DeRousse regarding Plan effectuation and deferral of payment of administrative expenses (.1); draft email to J. Brookner and T. Gavin regarding Plan effectuation and position of S. DeRousse regarding same (.1); draft follow-up email to S. DeRousse regarding anticipated administrative expense shortfall (.1). Jeremy C. Kleinman	0.30	\$123.00
12/31/2015 Teleconference with S. DeRousse regarding efforts to effectuate Plan (.4); teleconference with J. Brookner regarding Committee position on payment of administrative expense claims and Plan effectuation (.2); teleconference with T. Gavin regarding Committee position on payment of administrative expense claims and Plan effectuation (.2); teleconference with D. Karcazes regarding Committee position on payment of administrative expense claims and Plan effectuation (.2); draft email to S. DeRousse regarding signed Trust Agreement (.1). Jeremy C. Kleinman	1.10	\$451.00
Total Charges This Matter	8.90	\$3,187.00
	27.20	\$9,846.00

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Invoice Dated: January 11, 2016

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For Professional Services Rendered Through December 31, 2015

Invoice #: 7250

Per Attached Description:

Timekeeper Summary

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Joseph D. Frank	0.50	695.00	\$347.50
Jeremy C. Kleinman	20.30	410.00	\$8,323.00
Christina Carpenter	1.90	145.00	\$275.50
Michael H. Matlock	4.50	200.00	\$900.00

Disbursements:

Amount

Expenses

12/5/2015 Premiere Global Services Invoice No. 20035466 dated 12/5/15: 11/11/15 conference call.	79.90
12/11/2015 Postage.	0.49
Total Charges This Matter	80.39
Total Expenses	\$80.39
Total Due	\$9,926.39

Invoice submitted to:
Gulf Packaging, Inc. c/o Jason S. Brookner Gray Reed & McGraw, P.C. 1601 Elm Street, Suite 4600 Dallas, TX 75201

<i>Invoice Date</i>	<i>Invoice Number</i>	<i>Last Bill Date</i>
February 22, 2016		1/11/2016

In Reference To: Chapter 11

Professional Services

		<u>Hrs/Rate</u>	<u>Amount</u>
<u>Case Administration</u>			
1/22/2016	MHM Legal Services Prepare notice of filing and current service list for Creditor Trust Agreement Case Administration	0.30 200.00/hr	60.00
	MHM Legal Services Review notice of filing and Creditor Trust Agreement. Case Administration	0.60 200.00/hr	120.00
	MHM Legal Services E-file Creditor Trust Agreement. Case Administration	0.10 200.00/hr	20.00
SUBTOTAL:		[1.00	200.00]

Claims/Claim Objections

1/4/2016	JCK Legal Services Draft email to S. Beckerman regarding proposed order. Claims/Claim Objections	0.10 410.00/hr	41.00
1/6/2016	JCK Legal Services Teleconference with T. Hughes regarding claimant inquiry. Claims/Claim Objections	0.10 410.00/hr	41.00
1/21/2016	JCK Legal Services Email exchange with J. Brookner regarding Teidman Globe settlement. Claims/Claim Objections	0.10 410.00/hr	41.00

Gulf Packaging, Inc.

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		<u>Hrs/Rate</u>	<u>Amount</u>
1/22/2016	JCK Legal Services Telephone conference with V. Mattel regarding employee claim and available remedies (0.2); telephone conference with L. Webb regarding employee claim and entry of order (0.2). Claims/Claim Objections	0.40 410.00/hr	164.00
SUBTOTAL:		[0.70	287.00]
<u>Court Appearances and Preparation</u>			
1/14/2016	JCK Legal Services Prepare for and attend hearing on Second Interim Fee Application and Strapack adversary. Court Appearances and Preparation	1.40 410.00/hr	574.00
SUBTOTAL:		[1.40	574.00]
<u>Employment and Fee Applications</u>			
1/10/2016	JDF Legal Services Revise time entries and make category transfers for fee application. Employment and Fee Applications	0.30 725.00/hr	217.50
1/11/2016	CC Legal Services Draft and revise eighth monthly fee statement per Joseph Frank's instructions (.3) and serve same on notice parties via email (.2). Employment and Fee Applications	0.50 145.00/hr	72.50
SUBTOTAL:		[0.80	290.00]
<u>Fee Applications Post Effective-Date</u>			
1/28/2016	JCK Legal Services Begin drafting third and final fee application. Fee Applications Post Effective-Date	0.30 410.00/hr	123.00
1/29/2016	CC Legal Services Start preparing first draft of FGLLP third interim and final fee application. Fee Applications Post Effective-Date	0.40 145.00/hr	58.00
	JCK Legal Services Continue drafting third and final fee application. Fee Applications Post Effective-Date	0.30 410.00/hr	123.00

Gulf Packaging, Inc.

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		<u>Hrs/Rate</u>	<u>Amount</u>
1/31/2016	CC Legal Services Continue preparing first draft of FGLLP third interim and final fee application and exhibits. Fee Applications Post Effective-Date	3.20 145.00/hr	464.00
2/1/2016	CC Legal Services Draft Notice of Hearing on third interim and final fee application. Fee Applications Post Effective-Date	0.30 145.00/hr	43.50
	JCK Legal Services Continue drafting final fee application. Fee Applications Post Effective-Date	1.60 410.00/hr	656.00
2/5/2016	JCK Legal Services Continue drafting final fee application (0.7). Fee Applications Post Effective-Date	0.70 410.00/hr	287.00
2/7/2016	JDF Legal Services Work on revisions to time entries for fee application. Fee Applications Post Effective-Date	0.30 725.00/hr	217.50
2/9/2016	CC Legal Services Revise fee application and exhibits thereto per Jeremy Kleinman's instructions (1.1); revise Notice of Hearing (.1). Fee Applications Post Effective-Date	1.20 145.00/hr	174.00
2/10/2016	CC Legal Services Further revisions to fee application and exhibits thereto. Fee Applications Post Effective-Date	1.40 145.00/hr	203.00
2/11/2016	CC Legal Services Additional revisions to fee application exhibits. Fee Applications Post Effective-Date	0.90 145.00/hr	130.50
2/12/2016	CC Legal Services Continue revising fee application and exhibits; draft proposed order. Fee Applications Post Effective-Date	1.10 145.00/hr	159.50
2/15/2016	JCK Legal Services Review and revise draft fee application and order regarding same (0.6). Fee Applications Post Effective-Date	0.60 410.00/hr	246.00
2/16/2016	CC Legal Services Assist Jeremy Kleinman in revisions to third and final fee application and proposed order. Fee Applications Post Effective-Date	0.40 145.00/hr	58.00

Gulf Packaging, Inc.

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		<u>Hrs/Rate</u>	<u>Amount</u>
2/16/2016	JDF Legal Services Review and revise final fee application (1.8) and office conference with Jeremy Kleinman regarding same (.2). Fee Applications Post Effective-Date	2.00 725.00/hr	1,450.00
	JCK Legal Services Revise and update draft third and final fee application (0.5). Fee Applications Post Effective-Date	0.50 410.00/hr	205.00
2/21/2016	CC Legal Services Review and revise final fee application of FGLLP and exhibits thereto to include post-effective date data. Fee Applications Post Effective-Date	1.30 145.00/hr	188.50
SUBTOTAL:		[16.50	4,786.50]
<u>Lease/Executory Contracts</u>			
1/5/2016	JCK Legal Services Review unlawful detainer notice and email exchange with J. Brookner regarding same. Lease/Executory Contracts	0.20 410.00/hr	82.00
SUBTOTAL:		[0.20	82.00]
<u>Plan and Disclosure Statement</u>			
1/6/2016	JCK Legal Services Teleconference with D. Karcazes regarding Trust Agreement issues (0.2); draft email to S. DeRousse regarding signed Trust Agreement (0.1); teleconference with S. DeRousse and D. Eggert regarding Trust Agreement (0.2). Plan and Disclosure Statement	0.50 410.00/hr	205.00
1/11/2016	JCK Legal Services Teleconference with M. Novick regarding status of efforts to effectuate plan (0.2); telephone call to J. Brookner inquiring regarding status of efforts to finalize trust agreement (0.1). Plan and Disclosure Statement	0.30 410.00/hr	123.00
1/20/2016	JCK Legal Services Telephone call to J. Brookner to inquire regarding conditions for occurrence of effective date. Plan and Disclosure Statement	0.10 410.00/hr	41.00
1/21/2016	JCK Legal Services Review Plan and Confirmation Order on issue of rejection damages claim deadline (0.2); email exchange Draft email to J. Brookner regarding notice	0.90 410.00/hr	369.00

Gulf Packaging, Inc.

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		<u>Hrs/Rate</u>	<u>Amount</u>
	of plan confirmation and effectuation and rejection damages claim deadline (0.2); teleconference with D. Karcazes regarding rejection damages claim deadline and plan and confirmation order inconsistency (0.2); draft email to D. Karcazes confirming agreement (0.1); telephone call to S. DeRousse regarding rejection damages claim deadline interpretation (0.1); draft email to S. DeRousse regarding rejection damages claim deadline interpretation (0.1). Plan and Disclosure Statement		
1/22/2016	JCK Legal Services	0.50	205.00
	Teleconference with S. DeRousse regarding plan effectuation and rejection damages claim deadline (0.2); draft email to S. DeRousse regarding proposed course of action regarding rejection damages claims deadline (0.1); coordinate filing of Trust Agreement (0.2). Plan and Disclosure Statement	410.00/hr	
SUBTOTAL:		[2.30	943.00]
For professional services rendered		22.90	\$7,162.50
For professional services rendered		22.90	\$7,162.50