

**OLSHAN GRUNDMAN FROME
ROSENZWEIG & WOLOSKY LLP**

Park Avenue Tower
65 East 55th Street
New York, New York 10022
Michael S. Fox, Esq.
Jordanna L. Nadritch, Esq.
Jayme M. Bethel, Esq.
212.451.2300

Counsel to the Debtors and Debtors in Possession

**UNITED STATES BANKRUPTCY COURT
THE SOUTHERN DISTRICT OF NEW YORK**

In re:

JENNIFER CONVERTIBLES, INC.,¹

Debtors.

Chapter 11

Case No. 10-13779 (ALG)

(Jointly Administered)

**MONTHLY STATEMENT OF SERVICES RENDERED AND EXPENSES INCURRED
BY OLSHAN GRUNDMAN FROME ROSENZWEIG & WOLOSKY LLP,
COUNSEL FOR THE DEBTORS AND DEBTORS IN POSSESSION,
FOR THE PERIOD FROM NOVEMBER 1, 2010 THROUGH NOVEMBER 30, 2010**

In accordance with the Court's order pursuant to sections 105(a) and 331 of title 11 of the United States Code (the "Bankruptcy Code") and Rule 2016(a) of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules"), establishing procedures for interim monthly compensation and reimbursement of expenses of professionals, dated August 10, 2010, (Docket No. 155) (the "Interim Compensation Order"), Olshan Grundman Frome Rosenzweig & Wolosky LLP ("Olshan"), counsel to Jennifer Convertibles, Inc. ("Jennifer Convertibles") and its

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, if applicable, are: (i) Jennifer Convertibles, Inc. (4646); (ii) Jennifer Convertibles Boylston MA, Inc. (7904); (iii) Jennifer Chicago Ltd. (0505); (iv) Elegant Living Management, Ltd. (5049); (v) Hartsdale Convertibles, Inc. (1681); (vi) Jennifer Management III Corp. (3552); (vii) Jennifer Purchasing Corp. (7319); (viii) Jennifer Management II Corp. (9177); (ix) Jennifer Management V Ltd. (9876); (x) Jennifer Convertibles Natick, Inc. (2227); (xi) Nicole Convertibles, Inc. (5985); (xii) Washington Heights Convertibles, Inc. (0783).

affiliated debtors, as debtors in possession (together, the “Debtors”), hereby submits its monthly statement of services rendered and expenses incurred (the “Statement”) for the period of November 1, 2010 through and including November 30, 2010 (the “Statement Period”).

III. Itemization of Services Rendered by Olshan Professionals

Name	Title	Law School Graduation Year	Year of Partnership	Total Hours	2010 Hourly Rate	Fees Earned
Michael S. Fox	Partner	1982	1987	81.80	\$630	\$51,534.00
Kenneth A. Schlesinger	Partner	1987	1997	11.00	\$490	\$5,390.00
Allen R. Wolff	Partner	1992	1999	2.30	\$570	\$1,311.00
Nina M. Rokat	Partner	1996	2005	1.90	\$510	\$969.00
Jordanna L. Nadritch	Associate	2003	n/a	176.80	\$425	\$75,140.00
Ellen V. Holloman	Associate	1999	n/a	44.20	\$440	\$19,448.00
David Y. Wolnerman	Associate	2001	n/a	5.80	\$415	\$2,407.00
Jessica A. Berets	Associate	2002	n/a	7.50	\$430	\$3,225.00
Denise Wahba	Associate	2006	n/a	13.50	\$350	\$4,725.00
Jayne M. Bethel	Associate	2009	n/a	171.20	\$280	\$47,936.00
Alexander Sperber	Associate	2010	n/a	6.70	\$280	\$1,876.00
Suhailah S. Sallie	Legal Assistant	n/a	n/a	39.20	\$185	\$7,252.00
Louis J. Marasco	Legal Assistant	n/a	n/a	2.20	\$205	\$451.00
Jean-Claude J. Desrosiers	Legal Assistant	n/a	n/a	3.00	\$160	\$480.00
TOTAL:				567.10		\$222,144.00

Olshan’s time records are itemized by the tenth of the hour and by individual timekeeper.

IV. Itemization of Services Rendered and Disbursements Incurred by Category

The following charts itemize services rendered by Olshan professionals by matter and specify expenses incurred by category.

A. Detailed Summary of Services Rendered by Project Category

1. During the Statement Period, Olshan professionals devoted time to the following matters:

Matter	Hours	Fees Earned
Asset Analysis and Recovery	60.00	\$23,203.00
Asset Disposition	7.10	\$1,967.50
Business Operations	45.00	\$17,346.00
Case Administration	52.70	\$18,390.00
Claims Administration and Objections	5.30	\$1,714.50
Fee/Employment Applications	27.70	\$7,646.50
Financing	73.00	\$30,595.00
Litigation	71.80	\$28,484.00
Plan/Disclosure Statement	196.10	\$80,748.00
Creditor's Committee	1.50	\$842.50
SEC Matters	26.90	\$11,207.00
TOTAL:	567.10	\$222,144.00

2. To assist in the review of the fees sought by Olshan, Olshan has divided its time entries into the project categories set forth above. Below is a brief description of each project category.

Asset Analysis and Recovery (Fees \$23,203.00 and Total Hours 60.00):

3. This category represents time spent identifying and reviewing potential assets, specifically the Debtors' ongoing and go forward lease agreements, including drafting lease modification agreements and lease summaries and communications with KPMG CF Realty LLC and landlords regarding same. This category also includes time spent attending to and communicating with counsel for Jennifer Acquisitions Corp.

Asset Disposition (Fees \$1,967.50 and Total Hours 7.10):

4. This category represents time spent reviewing and analyzing the Debtors' leases to determine and assess which leases should be rejected pursuant to Bankruptcy Code section 365, drafting the related rejection notices, as well as communications with landlords regarding same. This category also includes time spent responding to objections filed by the landlords of the rejected leases.

Business Operations (Fees \$17,346.00 and Total Hours 45.00):

5. This category represents time spent in connection with the day to day operations of the Debtors as a chapter 11 debtor in possession, including communications with the Debtors' credit card processors, and drafting and negotiating stipulations with Merrick Bank and American Express. This category also includes communications and negotiations with Mengnu and Ashley, as well as time spent drafting the motion to assume the Ashley Trademark Usage Agreements.

Case Administration (Fees \$18,390.00 and Total Hours 52.70):

6. This category represents time spent on general and administrative matters related to this case, including preparation for and attending hearings, and communications with the court, client and the United States Trustee. This category also includes review of the Debtors' D&O insurance policy and issues related to audit request letters.

Claims Administration and Objections (Fees \$1,714.50 and Total Hours 5.30):

7. This category represents time spent attending to specific claim inquiries and objections, calls with BMC Group, Inc., and attention to the claims register in these chapter 11 cases.

Fee/Employment Applications (Fees \$7,646.50 and Total Hours 27.70):

8. This category represents time spent preparing monthly fee statements for Olshan and TM Capital. This category also includes time spent revising the KGS LLP ("KGS") retention application.

Financing (Fees \$30,595.00 and Total Hours 73.00):

9. This category represents time spent negotiating the terms of the DIP financing and drafting the motion to approve DIP financing and related documents, as well as communications with Mengnu and other parties with respect to same.

Litigation (Fees \$28,484.00 and Total Hours 71.80):

10. This category represents time spent attending to issues with regard to the California class action and the Motion of TMCC, Inc to Compel Payment of Post-Petition Lease Obligations, Directing Timely Performance of All Lease Obligations or, in the alternative, Compelling Immediate Rejection of Lease.

Plan/Disclosure Statement (Fees \$80,748.00 and Total Hours 196.10):

11. This category represents time spent negotiating and drafting all of the documents related to both the plan and disclosure statement, and researching attending to issues regarding timing, classification and treatment under the plan. This category also represents communications and negotiations with respect to same.

Creditor's Committee (Fees \$842.50 and Total Hours 1.50):

12. This category represents time spent communicating with Committee counsel.

SEC Matters (Fees \$11,207.00 and Total Hours 26.90):

13. This category represents time spent drafting and reviewing the Debtors' 10-K.

B. **Expenses Incurred**

14. The total expenses incurred by Olshan during the Statement Period were as follows:

Expenses	Amount
Meals	\$245.03
Reproduction	\$599.04
Telephone (Long Distance)	\$0.78
Transportation	\$287.84
UPS	\$9.91
Transcripts	\$2,786.41
Westlaw	\$471.31
Word processing	\$731.25
TOTAL:	\$5,131.57

V. Total Amounts Fees and Expenses Sought for the Statement Period

A. Total Fees and Expenses

16. The total amounts of fees and expenses that Olshan incurred during the statement were as follows:

FEES: \$222,144.00
EXPENSES: \$5,131.57
TOTAL: \$227,275.57

B. Amount Payable After Holdback

17. The fees earned for this Statement Period totaled \$222,144.00 for 567.10 hours of services performed. Pursuant to the Interim Compensation Order, the fees payable to Olshan for the Statement Period, after adjustment of the 20% holdback, are \$177,715.20.

18. The total expenses incurred during the Statement Period are \$5,131.57.

19. Accordingly, Olshan requests payment for the Statement Period in the total amount of \$182,846.77, which includes \$177,715.20 of fees (80% of total fees) and \$5,131.57 of expenses (100%).

20. Olshan respectfully requests that such amounts be paid in accordance with the Interim Compensation Order.

Dated: New York, New York
January 11, 2011

OLSHAN GRUNDMAN FROME
ROSENZWEIG & WOLOSKY LLP

By: /s/ Michael S. Fox
Michael S. Fox
Jordanna L. Nadritch
Jayme M. Bethel
Park Avenue Tower
65 East 55th Street
New York, New York 10022
(212) 451-2300

*Counsel to the Debtors and Debtors in
Possession*

Re: ASSET ANALYSIS AND RECOVERY**Matter #: 008086-001**

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
11/01/10	JMB	Revise lease modification agreements (.8), calls with landlords (0.4)	1.20
	JMB	Review Pearlstein Motion (0.2), meet with J. Nadritch re: JAC NDA (0.3).	0.50
	JLN	Attend to lease modification agreements (.5)	0.50
	JLN	Issues re: JAC (.4); calls and emails w/ R. Grien and R. Abada re: same (.5); emails w/ C. Katz (.3)	1.20
	JLN	Revised Woodbury lease modification (.7); emails w/ company and landlord re: same (.3)	1.00
	JLN	Calls and emails w. C. Fox re: lease modification agreements (.6); revise lease modification agreements (.5)	1.10
	JLN	Draft and revise NDA for JAC (1.0); discuss w/ M. Fox (.4); circulate (.2)	1.60
11/02/10	JAB	Review and revise lease modifications and abstracts (1.4); conference with JMB (0.1); prepare follow-up correspondence (0.4)	1.90
	JMB	Draft lease abstracts (0.8), meet with J. Berets re: same (0.1), draft lease modification agreements (0.3).	1.20
	JLN	Work on various issues w/ leases and landlords and modification agreements (2.0); call w/ KPMG (.4)	2.40
11/03/10	MSF	Telephone call with attorneys for JAC - Interest - NDA.	0.60
	JAB	Conferences with JMB and JLN (0.2); review and revise abstracts and	1.10

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
		modifications (0.9)	
	JMB	Research and draft motion to assume lease modification agreements (2.0), meet with J. Berets re: lease modification agreements (0.2)	2.20
	JMB	Review landlord motions (0.5), meet with M. Fox and J. Nadritch and calls re: JAC NDA (0.7)	1.20
	JLN	Call w/ C. Katz re: JAC acquisition (.5); revise NDA (.3); emails w/ C. Katz re: same (.4); call w/ C. Katz re: comments (.3); emails w/ M. Fox. R. Grien and R. Abada re: same (.3)	1.80
	JLN	Attend to lease modification issues and review and revise agreements and abstracts	1.50
11/04/10	MSF	Prepare for and participate in conference call with clients and with KPMG regarding real estate issues.	1.30
	JAB	Review and revise abstracts and prepare follow-up correspondence	0.80
	JMB	Draft lease abstracts (0.5), revise lease modification agreements (1.7).	2.20
	JLN	Call w/ KPMG and company re: leases and open issues	1.00
	JLN	Draft lease modification agreements for certain leases (.7); emails and calls w/ R. Tramantano re: same (.5)	1.20
11/05/10	JMB	Revise lease modification agreements.	0.40
11/07/10	JLN	Emails re: JAC	0.50
11/08/10	JMB	Draft response to landlord's counsel (0.3), revise Motion to Assume Leases (1.0).	1.30
	JLN	Call w/ Company and TM re: JAC meeting, Ashley	0.50

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
	JLN	Attend to lease modification issues (.4); review revised abstracts and circulate (.3); emails w/ D. Veltri re: modified rent (.3)	1.00
11/09/10	JAB	Review e-mail correspondence and prepare follow-up correspondence	0.10
11/10/10	JMB	Call with J. Nadritch and KPMG (0.2), draft lease modification agreements (0.6).	0.80
	JLN	Calls w/ KPMG re: various lease issues (.3); emails w/ landlords re: comments to modification agreements (.5); related follow-up on modification agreements (.4)	1.20
11/11/10	JAB	Review abstract (0.3); review lease modification (0.2); review and revise abstract (0.5); conference with JLN (0.1)	1.10
	JLN	Attend to lease modifications and review lease abstracts	1.00
11/12/10	JMB	Draft lease abstracts.	0.90
	JLN	Emails w/ KPMG re: various lease mod issues	0.50
11/15/10	JAB	Review lease modification (0.3); review and revise abstract (0.4); prepare follow-up e-mail correspondence (0.1)	0.80
11/16/10	JAB	Telephone conference with JLN re: lease abstract (0.1); prepare follow-up e-mail correspondence (0.1)	0.20
	JLN	Review and revise lease modification issues (.5); emails w/ landlords re: same (.4)	0.90
11/18/10	NMR	Review termsheet and emails	0.30
	JMB	Draft lease modification agreement.	0.40
11/19/10	NMR	Telephone call with Rami and mark up term sheet	0.60
	JAB	Review lease abstract and modification	1.00

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
		(0.5); review and revise abstract (0.4); prepare follow-up correspondence (0.1)	
11/22/10	JMB	Revise lease modification agreements and meet with J. Nadritch re: same.	1.30
	JLN	Attend to lease modification issues (1.2); calls and emails w/ landlords (1.2); calls and emails w/ KPMG re: modifications (.6); review agreements (.8)	3.80
11/23/10	JMB	Revise lease modifications and calls with KPMG re: same.	1.50
	JLN	Review and revise various lease modification agreements(1.5); calls w/ R. Tramantano and C. Fox re: same (.3)	1.80
11/24/10	JMB	Revise lease modification agreements (0.9), meet with J. Nadritch and calls with landlords re: same (1.2).	2.10
	JMB	Meet with J. Nadritch re: lease issues	0.40
	JLN	Draft/revise lease modification agreements (1.0); emails and calls w/ landlords re: same (.5); calls w/ .R Tramantano and C. Fox (.3)	1.80
11/26/10	NMR	Emails re: term sheet (0.2); revise term sheet & resend (0.2)	0.40
11/29/10	JAB	Conference with JLN re: lease abstracts	0.20
	JMB	Draft lease modification agreement.	0.70
	JLN	Attend to lease modification issues	0.50
11/30/10	NMR	Telephone call with Jeff Smith (0.3); email to client (0.1); review revised draft of term sheet (0.2)	0.60
	JAB	Proof abstract and review and revise any inputting errors	0.30
	JMB	Meet with J. Nadritch and calls re: lease issues (1.0), revise lease modification	1.60

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
		agreements (0.6).	
	JLN	Attend to lease modifications (1.2); calls w/ landlords (.3); calls w/ R. Tramantano and C. Fox (.5)	2.00
Total Fees:			\$23,203.00

Legal Services Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
JESSICA A. BERETS	7.50	430.00	\$3,225.00
JAYME M. BETHEL	19.90	280.00	\$5,572.00
JORDANNA NADRITCH	28.80	425.00	\$12,240.00
NINA M. ROKET	1.90	510.00	\$969.00
MICHAEL S. FOX	1.90	630.00	\$1,197.00
			<hr/> \$23,203.00

Total This Matter	<hr/> \$23,203.00 <hr/>
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Re: ASSET DISPOSITION
Matter #: 008086-002

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
11/03/10	JLN	Meet w/ M. Fox re: objections from landlords (.5); discuss responses w/ J. Bethel (.5) ; calls w/ J. Schillero re: rent issues (.3)	1.30

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>	
11/04/10	JMB	Revise Garrett Response (0.3), review and revise Hannington order (0.3)	0.60	
11/10/10	SXS	Conf with JMB/JLN (.20); ECF re 6th Notice of Rejection (.50); Coordination of service with BMC (.40)	1.10	
	JMB	Draft and file rejection notice.	0.20	
	JMB	Calls to banks and client with J. Nadritch (0.5), draft correspondence to Chase re: Hannington account (0.5).	1.00	
11/17/10	JMB	Call with Eisner re: rejected leases.	0.20	
11/23/10	JMB	Calls with Chase re: Hannington and meet with J. Nadritch re: same.	1.40	
11/30/10	SXS	Conf with JMB (.20); ECF re 7th Rejection Notice (.50); Coordinated BMC service re same (.40)	1.10	
	JMB	Draft rejection notice.	0.20	
Total Fees:				\$1,967.50

Legal Services Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
JAYME M. BETHEL	3.60	280.00	\$1,008.00
JORDANNA NADRITCH	1.30	425.00	\$552.50
SUHAILAH X. SALLIE	2.20	185.00	\$407.00
			<hr/> \$1,967.50

Total This Matter	<hr/> \$1,967.50 <hr/>
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Re: BUSINESS OPERATIONS**Matter #: 008086-003**

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
11/01/10	JLN	Call w/ M. Ehrlich re: consumer affairs violation (.3); review violation and related docs (.4)	0.70
11/02/10	JLN	Calls w/ R. Abada re: claims, operations, Ashley etc.	1.00
11/04/10	JMB	Review American Express stipulation (0.4), draft Seventh Merrick Stipulation (0.7).	1.10
	JLN	Call w/ Gurfein re: Merrick stip (.3); draft further stipulation and review and circulate (1.2)	1.50
11/05/10	JLN	Emails w/ Gurfein re: Merrick stipulation	0.30
	JLN	Status call w/ Mengnu and Company (1.0); follow-up discussion w/ M. Fox (.3)	1.30
11/08/10	JLN	Follow-up on Merrick stipulation (.3); emails w/ committee re stip (.2)	0.50
11/09/10	MSF	Attention to Ashley TUA Assumption issues - Review & outline steps.	2.00
	JMB	Research re: assuming a non-exclusive license and draft motion re: same	1.50
11/10/10	JLN	Call w/ J.PMorgan re: chase account release (.3); letter to Chase re: same (.4)	0.70
11/11/10	JMB	Revise Motion to Assume TUAs and research re: same.	3.10
	JLN	Research re: Ashley assumption (1.5); review and revise motion to assume (1.0); discuss research w/ J. Bethel (1.0)	3.50
11/12/10	JMB	Research re: and revise Motion to Assume TUAs (2.7), revise Landlord Response	4.40

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
		(1.7).	
11/16/10	JMB	Revise Motion to assume Ashley	0.20
11/19/10	JLN	Emails re: Merrick and LC	0.50
11/22/10	MSF	Telephone calls with clients, (Rami Abada) regarding Merrick (.5); telephone call with Ed Nieger regarding Merrick issues; conference regarding extension (.4); telephone call with Dan Gurfien & Tim Brock regarding issues on extension renewal timing (.4) review agreement (0.4)	1.70
	JMB	Review and revise Motions to Assume TUAs, and meet with J. Nadritch re: same.	2.10
	JLN	Calls w/ D. Sakol re: Microfocus (.3); emails re: same (.2); call w/ D. Rosenberg at Microfocus (.2); research re: settlement w/ Ashley (.3)	1.00
	JLN	Review and revise motion to assume Ashley TUA (1.2); review and revise lease modification motion (1.0)	2.20
11/23/10	JLN	Review Merrick stipulation	0.80
	JLN	Calls re: Microfocus (1.0); emails and calls w/ D. Sokol re: same (.4)	1.40
	JLN	Calls w/ J Schillero re: Hannington (.3); calls w./ JPM re: judgment (.8); draft correspondence to JPM re: same (.3)	1.40
11/24/10	JMB	Draft Eighth Merrick stipulation (1.0), meet with J. Nadritch and calls re: same (0.5).	1.50
	JLN	Calls w/ E Seidner re: JPM (.3); calls w/ JPM re: levy and judgment (.8); follow-up discussion w/ J. Schillero (.2)	1.30
	JLN	Call w/ D. Gurfein and T. Brock re: Merrick extension stipulation (.4); discuss stip w/ M. Fox (.3); meet w/ J. Bethel re:	1.10

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
		master stipulation (.4)	
11/26/10	JLN	Emails w/ E. Neiger re: Merrick	0.50
11/28/10	JLN	Emails w/ Neiger re: Merrick	0.20
11/29/10	JMB	Revise Motion to Assume (2.7), revise Merrick stipulation (0.7).	3.40
	JLN	Calls w/ T. Brock and D. Gurfein re: Merrick stipulation (.6); draft Eighth stipulation (1.5); discuss w/ M.Fox and circulate (.3)	2.40
	JLN	Review Ashley motion w/ M. Fox (.3); discuss revisions and review w/ J. Bethel and circulate (.7)	1.00
11/30/10	JMB	Revise and file Merrick stipulation.	0.20
	JLN	Call re: Ashley w/ all parties	0.50
Total Fees:			\$17,346.00

Legal Services Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
JAYME M. BETHEL	17.50	280.00	\$4,900.00
JORDANNA NADRITCH	23.80	425.00	\$10,115.00
MICHAEL S. FOX	3.70	630.00	\$2,331.00
			<u>\$17,346.00</u>

Total This Matter	<u>\$17,346.00</u>
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Re: CASE ADMINISTRATION**Matter #: 008086-004**

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
11/01/10	JMB	Meet with J. Nadritch re: case status (0.9), prepare for November 9 hearing (0.4)	1.30
11/02/10	JMB	Meet with J. Nadritch re: case status.	1.10
11/03/10	JMB	Meet with J. Nadritch re: status of issues (0.7), review TM Capital valuation documents (0.3)	1.00
11/04/10	SXS	Conf with JLN (.30); ECF re Sept 2010 MOR (.70)	1.00
	JMB	Meet with M. Fox and J. Nadritch and call with R. Abada (0.8), various calls with J. Nadritch (1.9), draft agenda and prepare for 11/9 hearing (0.8), meet with J. Nadritch re: status (0.3).	3.80
11/08/10	SXS	Conf with JMB (.20); Hearing prep re trial binder (.90); ECF re revised orders & Agenda (.80); ECF re Merrick 7th Chargeback Stip (.60)	2.50
	JMB	Prepare for 11/9 hearing (2.1), revise Merrick stipulation (0.1), meet with J. Nadritch re: status (0.9).	3.10
	JLN	Prep for hearing (1.2); revise orders and discuss w/ M. Fox (1.3); review and revise agenda for hearing (.8)	3.30
11/09/10	MSF	Prepare for and attend Court re: Exclusivity, rent , KGS.	2.50
	SXS	Monitoring of CM/ECF docket for weekly and monthly case activity (.10); Attn to calendaring of motion deadlines and responses to bankruptcy calendar (.10)	0.20
	JMB	Prepare for 11/9 hearing (0.7), meet with J.	1.10

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
		Nadritch re: status (0.4).	
	JLN	Prep for hearing (1.0); attend hearing (1.0); follow-up emails w/ R. Grien and R. Abada re: status and hearing update (1.2)	3.20
11/10/10	SXS	Conf with JMB/JLN re ins programs (.20); Transcript review re ins programs (.70)	0.90
11/12/10	JLN	Calls and emails re: dates for hearings	0.50
11/15/10	JLN	Calls and emails re: court hearing dates	0.80
11/16/10	SXS	Filesite maintenance	0.50
11/17/10	LJM	Attention to review of Audit Request Letter received from Jennifer Convertibles, Inc.	0.20
11/18/10	LJM	Confer with K. Schlesinger and D. Wahba re: Jennifer Convertible Audit Request Letter (0.4); begin audit review process, obtain billed/unbilled amounts requested from accounting department, begin to draft audit response (0.6)	1.00
	JMB	Meet with J. Nadritch re: status.	1.00
11/19/10	SXS	Conf with BMC re service (.90); Filesite maintenance (.20)	1.10
11/22/10	LJM	Confer with D. Wahba re: Jennifer Convertibles, Inc. Audit Reply Letter and attention to drafting same.	0.20
	SXS	Filesite maintenance (.50); Monitoring of CM/ECF docket for weekly and monthly case activity (.10); Attn to calendaring of motion deadlines and responses to bankruptcy calendar (.10)	0.70
	JMB	Meet with J. Nadritch re: Microfocus, status (1.4), review court calendar (0.1).	1.50
11/23/10	LJM	Continued attention to Audit Reply Letter for Jennifer Convertibles, Inc. (0.4), confer with D. Wahba re: pending litigation	0.80

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
		summary (0.2), obtaining audit committee approval and sending out to Sharon Keenan at Eisner LLP and client, attention to files re: same (0.2)	
	JMB	Meet with J. Nadritch re: status (0.7), meet with J. Nadritch and A. Wolff re: D&O policy (0.4).	1.10
	ARW	Research and work on insurance issues (0.6); telephone conferences with J. Nadritch and M. Fox re same (0.2); correspondence with Rami re same (0.2); meet with J. Nadritch to evaluate issues re retention and co-insurance (0.4)	1.40
	JLN	Jennifer Board Call	0.50
11/24/10	ARW	Work on issues re insurance renewal (0.5); telephone conference with Rami and Harley re same (0.2); correspondence with M. Fox re same (0.1)	0.80
11/29/10	SXS	Steve & Barry's docket review re cash collateral	0.50
	JMB	Draft 11/30 agenda (0.7), meet with J. Nadritch re: same and calls with court (0.5), meet with J. Nadritch and M. Fox re: DIP and 11/30 hearing (0.6), prepare for 11/30 hearing (1.5).	3.30
	JLN	Prepare for DIP hearing (.7); calls and correspondence w/ Chambers re: motion to shorten notice (.5)	1.20
11/30/10	MSF	Prepare for and attend court hearing re: DIP with Mengnu, issues with Ashley.	2.50
	SXS	Conf with BMC re outstanding invoices (.40); Docket review re Gropper procedures (.70)	1.10
	JMB	Prepare for hearing (0.5), meet with J. Nadritch re: hearing, status (0.8).	1.30

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>	
	ARW	Correspondence with client, J. Nadritch re D&O insurance renewal	0.10	
	JLN	Meeting w/ R. Grien and M. Fox to prepare for DIP Hearing (.8); prepare for hearing (.2)	1.00	
	JLN	Attend and participate in interim DIP hearing	3.30	
	JLN	Revise Interim Order (1.0); revise DIP agreement (.2); circulate to Chambers (.1)	1.30	
			Total Fees:	\$18,390.00

Legal Services Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
JAYME M. BETHEL	19.60	280.00	\$5,488.00
JORDANNA NADRITCH	15.10	425.00	\$6,417.50
LOUIS J. MARASCO	2.20	205.00	\$451.00
SUHAILAH X. SALLIE	8.50	185.00	\$1,572.50
MICHAEL S. FOX	5.00	630.00	\$3,150.00
ALLEN R. WOLFF	2.30	570.00	\$1,311.00
			<hr/> \$18,390.00

Disbursements:

	<u>Amount</u>
Meals	\$245.03
Reproduction	\$599.04
Transportation	\$287.84
U.P.S.	\$9.91

	<u>Amount</u>
Word Processing	\$731.25
Westlaw	\$471.31
Transcripts	\$2,786.41
Telephone (Long Distance)	\$0.78
Total Disbursements:	<hr/> \$5,131.57
Total This Matter	<hr/> \$23,521.57 <hr/>

Re: CLAIMS ADMINISTRATION AND OBJECTIONS
Matter #: 008086-005

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
11/02/10	JLN	Review objection to lease extension filed by Restful Furniture (.8); discuss w/ M. Fox (.2); call w/ Bank re: lease (.3)	1.30
	JLN	Draft email re: claims register and review same	0.50
11/03/10	JMB	Call with J. Nadritch, R. Abada and J. Schillero re: claims register.	0.40
	JLN	Call w/ R. Abada and J. Schillero re: claims register (.5); emails and review register (.6)	1.10
11/17/10	SXS	Conf with Michael Graham (.40); Conf with BMC re Graham Trucking claim reinstatement (.50); Letter confirmation re reinstatement of Graham Trucking claim (.60)	1.50
11/18/10	SXS	Conf with JMB (.30) Conf BMC re priority non-tax claims estimate (.20)	0.50

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
			Total Fees: \$1,714.50

Legal Services Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
JAYME M. BETHEL	0.40	280.00	\$112.00
JORDANNA NADRITCH	2.90	425.00	\$1,232.50
SUHAILAH X. SALLIE	2.00	185.00	\$370.00
			<hr/> \$1,714.50

Total This Matter	<hr/> \$1,714.50 <hr/>
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Re: FEE/EMPLOYMENT APPLICATIONS
Matter #: 008086-007

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
11/01/10	JMB	Revise KGS application.	1.50
	JLN	Review and revise KGS affidavit (1.0); revise KGS order (.3); emails w/ M. Kahn re: same (.2); call w/ UST (.2)	1.70
11/02/10	SXS	Prepare fee statement	0.60
	JMB	Revise KGS application and calls with US Trustee and Mitchell Kahn re: same.	1.00
11/03/10	SXS	Conf with MSF re: fee statements (.10); Doc review re Deloitte Aug Statement (.50); Conf with R. Grien re: TM fee	0.80

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
		statement (.20)	
	SXS	Conf with JMB and JLN (.20); ECF re KGS Supplemental Affidavit and Revised Retention Order (.80)	1.00
	JMB	Revise KGS application and correspond with US Trustee re: same.	0.50
	JLN	Finalized KGS affidavit and order (.5); emails UST for approval (.1)	0.60
11/09/10	JMB	Review October fee statement.	1.80
11/11/10	JMB	Review and revise October fee statement.	0.50
11/15/10	SXS	Conf with JMB re October bill/Monthly Statement (.30); Attn to October worksheet (.70); Attn to 1st Interim worksheet (.80)	1.80
	JMB	Revise October fee statement.	1.00
11/17/10	JLN	Review fee invoice and bill (1.2); discuss bill w/ J. Bethel (.3)	1.50
11/18/10	JMB	Revise Olshan fee statement (0.4), call with TM Capital re: fees (0.2).	0.60
11/19/10	SXS	Conf with JMB & acct (.40); Attn to fee worksheet (.80)	1.20
	JMB	Revise Olshan and TM fee statements.	1.00
11/22/10	SXS	Conf with JMB (.50); Attn to Oct Fee Statement revisions (.90)	1.40
	JMB	Review and revise Olshan fee statement.	2.90
11/23/10	SXS	Conf with JMB (.40); Attn to TM and Olshan Oct Fee Statement revisions (1.40); ECF re Oct Fee Statements (.60)	2.40
	JMB	Revise fee statement (1.4), meet with J. Nadritch re: same (0.2).	1.60
	JLN	Review and revise Olshan October fee statement (1.3); discuss w/ J. Bethel and M. Fox (.5)	1.80

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
11/30/10	SXS	ECF re Notice of Change Keen Affidavit	0.50
Total Fees:			\$7,646.50

Legal Services Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
JAYME M. BETHEL	12.40	280.00	\$3,472.00
JORDANNA NADRITCH	5.60	425.00	\$2,380.00
SUHAILAH X. SALLIE	9.70	185.00	\$1,794.50
			<hr/> \$7,646.50

Total This Matter	<hr/> \$7,646.50 <hr/>
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Re: FINANCING
Matter #: 008086-009

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
11/02/10	MSF	Review DIP agreement	2.50
	JMB	Meet with J. Nadritch re: DIP financing motion (0.4), revise letter of credit agreement and revise DIP motion re: same (2.4).	2.80
	JLN	Review DIP agreement (1.2); discuss w/ J. Bethel (.2); revise DIP Motion (1.3)	2.70
11/04/10	MSF	Review DIP draft, edit same (1.5); participate in call with Ed Neiger regarding	2.50

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
		same (1.0).	
	JMB	Call with M. Fox, J. Nadritch and E. Neiger re: DIP.	0.60
	JLN	Review DIP agreement (.8); call w/ E. Neiger re: same (.5)	1.30
11/05/10	JMB	Revise DIP Order.	0.70
11/08/10	MSF	Review DIP Motion.	1.50
	JMB	Revise DIP Motion.	0.90
	JLN	Meet w/ M. Fox re: DIP (.5); revise DIP Motion w/ J. Bethel (.8); discuss DIP w/ company and TM (.5)	1.80
11/09/10	MSF	Review proposed DIP Agreement.	2.10
	JLN	Review revised DIP financing agreement (1.2); discuss w/ M. Fox and J. Bethel (.8); review comments to motion re: same(.5); emails w/ R. Grien and R. Abada re: financing issues (.8)	3.30
11/10/10	JMB	Revise DIP Motion.	1.20
11/11/10	JMB	Revise DIP Motion (1.8), meet with J. Nadritch re: same (0.7).	2.50
	JLN	Revise DIP Motion and circulate	1.50
11/12/10	JMB	Revise DIP Motion.	0.90
11/15/10	JMB	Revise DIP Motion.	1.30
	JLN	Review revised DIP motion and mark-up (1.2); calls and emails w/ J. Bethel re: same (.5)	1.70
11/16/10	JMB	Revise DIP Motion.	0.40
	JLN	Review revised DIP agreement and committee comments re: same (1.0); discuss w/ E. Neiger (.4)	1.40
11/17/10	JMB	Revise DIP Motion and draft Motion to Shorten Notice re: same.	0.80

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
	JLN	Review and comment on interim DIP order (1.5); review revised DIP agreement and revise motion re: same (1.0); call re: DIP agreement (.6)	3.10
11/18/10	JMB	Revise DIP Motion (1.1), revise DIP Order (0.5), meet with J. Nadritch re: same (1.6).	3.20
	JLN	Call w/ E. Neiger re: DIP order and comments (.4); revise draft DIP order and provide comments on same (1.3); review and revise DIP motion and related documents (1.5)	3.20
	JLN	Review revised finalized DIP from E. Neiger	0.30
11/19/10	SXS	Attn to notice and motion prep (.90); ECF re notice and DIP motions (.70)	1.60
	JMB	Revise and file DIP Motion and related documents.	1.30
	JLN	Review DIP projections and comments (1.0); modify projections and calls w/ TM re: liquidation analysis and DCF (1.5)	2.50
11/23/10	MSF	Revise documents and prepare outline for DIP.	4.20
	JMB	Draft statement of clarification re: DIP Motion (1.1), meet with J. Nadritch re: same (0.2).	1.30
	JLN	Call w/ J. Adams re: DIP (.3); review and revise statement of clarification w/r/t DIP motion (.7)	1.00
11/24/10	MSF	Review and edit notes.	2.20
	JLN	Review revised DIP budget (.6); calls w/ K. Formica re same (.5)	1.10
11/28/10	JLN	Emails w/ Neiger re: Interim DIP order	0.30
11/29/10	MSF	Review and develop strategy regarding funding (1.3); conference call with Merrick	2.60

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
		re: same (1.3)	
	SXS	Conf with JMB (.60); Attn to hearing prep (1.50); ECF re revised DIP order, DIP Agmt, Blacklines & Notice of Agenda (.80)	2.90
	JMB	Review and revise DIP documents (1.2), meet with J. Nadritch and calls to E. Neiger re: same (1.3).	2.50
	JLN	Review Ashley objection and discuss w/ M. Fox (1.0); call w/ R. Grien and R. Abada re: same (.8); develop response (.8)	2.60
	JLN	Review revised DIP Order and Agreements and discuss w/ M.Fox (1.4); calls and emails w/ E. Neiger and J. Adams re: DIP order and comments (1.3)	2.70
Total Fees:			\$30,595.00

Legal Services Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
JAYME M. BETHEL	20.40	280.00	\$5,712.00
JORDANNA NADRITCH	30.50	425.00	\$12,962.50
SUHAILAH X. SALLIE	4.50	185.00	\$832.50
MICHAEL S. FOX	17.60	630.00	\$11,088.00
			<u>\$30,595.00</u>

Total This Matter	<u>\$30,595.00</u>
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Re: LITIGATION
Matter #: 008086-010

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
11/01/10	SXS	Conf w/EVH (.30); Attn to TMCC and GMM document production (.70); Doc retrieval re claims (1.20); Filesite maintenance (.60)	2.80
	JLN	Discuss TMCC production w/ E. Holloman (.3); review production (.3); emails re: same (.2)	0.80
	EVH	Review document production provided by TMCC and prepare summary re: same (1.7); prepare Rule 7001 meet & confer correspondence (0.8); correspondence Pollack re: same (0.4); attention to correspondence with Ed Seidner re: TMCC/GMM document production (0.6)	3.50
11/02/10	EVH	Meet and confer with B. Pollack re: documents to be produced (1.3); call with V. Emanuello re: document production from Josalco (0.3); call with E. Seidner re: documents at Jennifer/Hartsdale (0.4); attention to drafting motion to compel (0.6)	2.60
11/03/10	JJD	Meet with E. Holloman and schedule deposition re: TMCC	0.30
	JLN	Call w/ E. Holloman re: TMCC motion	0.50
	AJS	Meet with E. Holloman (0.3); research section 365(d)(3) of the Bankruptcy Code and research forms of various contracts under New York law (2.5)	2.80
	EVH	Attention to preparation for deposition (2.0); confer with Alex Sperber re: research assignments (0.3); confer with B. Pollack (Cullen Dykman) re: additional	3.40

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
		document production (1.1)	
11/04/10	MSF	Review issues regarding Combs.	0.50
	JJD	Correspondence with court reporter; E. Holloman (0.4); organize deposition exhibits (1.5)	1.90
	AJS	Meet with E. Holloman (0.5); research section 365(d)(3) of the Bankruptcy Code and research contracts under New York law (3.0)	3.50
	EVH	Attention to deposition outline (1.3); confer with S. Ross re: rent defunctional (0.7); prepare exhibits and deposition binder and prepare for deposition (1.7)	3.70
	DYW	Preparation for and meeting with M Fox re Combs settlement.	0.40
11/05/10	SXS	Filesite maintenance re GMM and TMCC supplemental doc productions	0.60
	EVH	Prepare for and attend deposition (G. McChrystal) (5.2); prepare memo to files re: same (.4); calls with E. Seidner re: status of payments and update on deposition (.4)	6.00
11/08/10	JJD	Meet with E. Holloman and schedule deposition re: TMCC	0.10
	AJS	Research re 365 for E. Holloman	0.40
	EVH	Attention to drafting objection/research review cases (.5); calls with V. Emanuello (Josalco) re: scheduling and attendance (.5)	1.00
	DYW	Telephonic meeting with A Harris and M Kavanaugh re Combs settlement.	0.60
11/09/10	EVH	Call with V. Emanuello re: deposition scheduling and attendance (.4); e-mails with B. Pollack (Cullen Dykman) regarding payments from debtor, court conference and transcript, prior e-mails	1.10

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
		concerning discovery scheduling, discovery/deposition scheduling, debtor's objection; TMCC's motion, document production (.7)	
	DYW	Telephonic meeting with A Harris re Combs settlement and follow up thereto.	0.40
11/10/10	JLN	Call w/ R. Abada and H. Greenfield re: Combs cause of action	0.50
	EVH	Calls with V. Emanuello (Josalco/non-party) concerning scheduling (.4); call with E. Seidner (Hartdale) re: status (.2); calls with M. Roseman (Cullen and Dykman) re: deposition and scheduling/attendance (.1)	0.70
	DYW	Draft revised Combs 9019 and meet with M Fox re same.	2.30
11/11/10	EVH	Attention to correspondence (B. Pollack/Cullen and Dykman) regarding TMCC's ongoing document production	0.10
	DYW	Draft revised Combs 9019 materials.	0.90
11/12/10	JJD	Reschedule deposition and correspondence with court reporter	0.30
11/15/10	JJD	Call with Court reporter re: depositions	0.40
	EVH	Attention to preparing for depositions of V. Emanuello and J. Picene (2.5): preparing exhibits and deposition outlines, confirming court reporter, confirming travel arrangements (1.7)	4.20
11/16/10	EVH	Depositions of Josalco (J. Picene and V. Emanuello) (4.0); attention to drafting objection (1.3)	5.30
11/17/10	MSF	Continue negotiations regarding Combs	1.20
	EVH	Attention to revising and drafting objection (3.7); confer with E. Seidner re: status and	3.90

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
		depositions (.2)	
11/18/10	JLN	Call w/ J. Carr re: Combs litigation (.5); call w/ Sperry and company re: Combs settlement (.8)	1.30
	EVH	Attention to correspondence from B. Pollack (.1); confer J. Nadritch and M. Fox re: submission status (.2); review Josalco transcripts (Picene and Emanuello) and revise and update Objection/Declaration (2.4)	2.70
	DYW	Telephonic meeting with A Harris and M Fox re Combs settlement and follow up thereto.	0.90
	DYW	Draft revised Combs 9019 materials.	0.30
11/19/10	MSF	Attention to Combs issues with Independent Board.	1.20
	EVH	Attention to Objection/Declaration drafting and revisions (1.3); confer with Ed Seidner re: same (.1)	1.40
11/22/10	SXS	Conf with EVH (.30); Motion prep (.60); ECF re TMCC Objection & Declaration (.80)	1.70
11/23/10	EVH	Confer with Ed Seidner re: document production related matters (.5); attention to document review (.3)	0.80
11/29/10	SXS	Conf with EVH (.40); Conf with Esquire re original 11/16/10 transcripts (.60)	1.00
	EVH	Attention to drafting Objections and Responses to TMCC document request (2.5); confer Michael Fox re: status (.1); reviewing documents in advance of production (.4)	3.00
11/30/10	EVH	Confer E. Seidner re: status (.2); attention to follow up correspondence with O. Wincig re: attorney lease file and other	0.80

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
		documents (.2); confer J. Nadritch (.2); confer B. Pollack (Cullen/Dykman) re: status conference and depo location (.2)	
		Total Fees:	\$28,484.00

Legal Services Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
JORDANNA NADRITCH	3.10	425.00	\$1,317.50
ALEXANDER SPERBER	6.70	280.00	\$1,876.00
ELLEN V. HOLLOMAN	44.20	440.00	\$19,448.00
DAVID Y. WOLNERMAN	5.80	415.00	\$2,407.00
JEAN-CLAUDE J. DESROSIERS	3.00	160.00	\$480.00
SUHAILAH X. SALLIE	6.10	185.00	\$1,128.50
MICHAEL S. FOX	2.90	630.00	\$1,827.00
			<hr/> \$28,484.00

Total This Matter	<hr/> \$28,484.00 <hr/>
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Re: PLAN AND DISCLOSURE STATEMENT
Matter #: 008086-012

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
11/01/10	MSF	Telephone conversation with Committee re: plan development;	1.20

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
	JMB	Revise Plan and Disclosure Statement.	1.80
11/03/10	MSF	Attention to memo regarding classifications, "Class Action" claim and treatment.	1.20
	JLN	Review TM valuation analysis and liquidation analysis	1.00
11/04/10	SXS	Docket review re RHI Entertainment Plan and DS	0.70
11/05/10	MSF	Plan preparation and analysis.	4.00
	JMB	Conference call re: plan and disclosure statement issues (1.4), revise plan and disclosure statement (1.8).	3.20
11/07/10	JLN	Review Mengnu comments to Plan (1.2); review term sheet (.8); review plan and incorporate (1.5)	3.50
11/08/10	JMB	Review Mengnu Plan comments (0.6), meet with J. Nadritch re: same (0.4), revise Plan and Disclosure Statement (3.2).	4.20
	JLN	Meet w/ M. Fox re: plan of reorg (.5); revise same (1.0)	1.50
11/09/10	MSF	Review plan and related DIP.	2.80
	JMB	Revise Plan and Disclosure Statement (2.0), meet with M. Fox, J. Nadritch and E. Neiger re: Plan issues (4.3).	6.30
	JLN	Meeting w/ E. Neiger re: comments to DIP and Plan	3.00
	JLN	Review, draft and revise Plan and Disclosure Statement	2.50
11/10/10	MSF	Continue to negotiate and draft plan/disclosure statement.	4.80
	JMB	Prepare for and conference calls re: plan issues and meet with M. Fox and J. Nadritch re: same (2.8), meet with J.	7.60

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
		Nadritch re: disclosure statement (0.9), revise plan and disclosure statement (3.9).	
	JLN	Revise plan and circulate to client for review	1.50
	JLN	Call w/ Mengnu advisors re: plan, financing and class action (1.5); follow-up call w/ S. Mash re: exit facility (.2)	1.70
	JLN	Draft and revise disclosure statement (4.0); meet w/ J. Bethel re: same (.7)	4.70
11/11/10	MSF	Prepare and participate in call with Committee/Mengnu timeline plan.	3.50
	SXS	Conf with JLN (.30); Conf with BMC re service procedures (.40)	0.70
	JMB	Prepare for and conference call re: plan issues (1.4), meet with J. Nadritch re: plan issues (0.4), revise plan and disclosure statement (1.5), revise ballots (0.3), call with BMC re: solicitation procedures (0.3).	3.90
	JLN	Pre call w/ company re: status of DIP and plan docs (.5); call w/ Mengnu and Committee re: status of DIP and Plan (1.0); follow-up calls w/ TM (.5)	2.00
	JLN	Call w/ M. Fox re: proposed timeline (.3); draft and circulate email to Mengnu and Committee re: timeline (.7)	1.00
11/12/10	MSF	Revise Plan/ Disclosure statement	2.50
	JMB	Conference call re: plan issues and timing (1.0), call with clerk re: hearing dates and draft email re: same (0.3), revise plan and disclosure statement (0.4), review TM financial valuation (0.2).	1.90
	JLN	Conference call w/ Mengnu and Committee re: plan timing and issues	1.50
	JLN	Review draft valuation section(1.2); emails w TM re: same (.4); review projections and	2.10

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
		liquidation analysis (.5)	
11/15/10	MSF	Plan /Disclosure Statement preparation.	4.00
	JMB	Call with J. Nadritch re: plan and timing issues (0.3), revise Motion and Order to Approve Disclosure Statement (2.2), review Committee comments to Plan and Disclosure Statement and revise accordingly (5.1).	7.60
	JLN	Review committee comments to DS and Plan (2.5); emails and discuss w/ J. Bethel re: same (1.0); call w/ M. Fox re: same (.2); call w/ E. Neiger re: committee comments (.3)	4.00
	JLN	Review/comment TM valuation materials	1.70
11/16/10	MSF	Plan and Disclosure statement revisions with clients /Committee/Mengnu.	5.90
	MSF	Review in preparation for meeting Plan/DS/DIP Merrick.	2.90
	JMB	Review TM valuation and call with J. Nadritch, M. Fox, and TM re: same (1.2), meet with M. Fox and J. Nadritch re: plan issues (1.1), revise Plan and Disclosure Statement (5.6), meet with J. Nadritch re: Committee comments to Plan (0.8), meet with Mengnu, Committee, TM re: plan issues (4.5).	13.20
	JLN	Review and revise plan and ds w/ committee comments (2.0); meet w/ J. Bethel (1.0); discuss classification issues and other related plan issues w/ M. Fox and J. Bethel (1.5); calls w/ R. Abada and TM re: various plan issues (.5)	5.00
	JLN	Call w/ TM re: valuation and discuss w/ MF re same	1.20
	JLN	All hands meeting w/ J. Adams, TM and Mengnu re: comments and issues to plan	4.50

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
		and disclosure statement	
11/17/10	MSF	Plan negotiations to document.	6.80
	SXS	Conf with JLN & BMC re plan & DS service (.40); Attn to Notice of Hearing (.80)	1.20
	JMB	Revise Motion and Order to Approve Disclosure Statement , ballots, exhibits (4.2), revise Plan and Disclosure Statement (7.0), meet with J. Nadritch re: plan filing issues (1.6).	12.80
	JLN	Revise plan and disclosure statement and circulate revised comments (4.5); meetings w/ J. Bethel re: same (1.5); revise ds motion, order, ballots, notice and solicitation procedures (3.5)	9.50
11/18/10	SXS	Conf with BMC (.40); Conf with JLN/JMB re plan, et al (.40); Attn to Draft Notice of Hearing (.70); Draft DIP Notice of Hearing (.30)	1.80
	JMB	Revise Plan and Disclosure Statement (5.2), call with J. Adams and E. Neiger re: plan issues (1.0), revise exhibits to Motion to Approve Disclosure Statement (1.4), meet with M. Fox and J. Nadritch re: Plan issues (0.6), meet with J. Nadritch re: plan issues (1.1).	9.30
	JLN	Review and revise plan and disclosure statement (6.0); review projections and calls re: same w/ R, Grien and M. Fox (1.2); calls w/ E. Neiger and J. Adams re: comments (1.0); meet w/ J. Bethel re: comments to documents (1.4)	9.60
	JLN	Review TM's revised valuation and projections	0.70
11/19/10	MSF	Continue attention to issues with Plan, Disclosure, DIP.	4.10

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
	SXS	Attn to motion prep (.90); ECF re motion to approve, plan and disclosure statement (.90)	1.80
	JMB	Revise and file Plan, Disclosure Statement and related documents.	4.40
	JLN	All hands call on final comments to plan (.5); make final revisions to plan and calls and emails w/ J. Bethel to finalize documents (2.5);	3.00
11/29/10	MSF	Modify Plan and Disclosure Statement and attention to issues re: timing.	4.80
Total Fees:			\$80,748.00

Legal Services Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
JAYME M. BETHEL	76.20	280.00	\$21,336.00
JORDANNA NADRITCH	65.20	425.00	\$27,710.00
SUHAILAH X. SALLIE	6.20	185.00	\$1,147.00
MICHAEL S. FOX	48.50	630.00	\$30,555.00
			<hr/> \$80,748.00

Total This Matter	<hr/> \$80,748.00 <hr/>
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Re: CREDITOR'S COMMITTEE
Matter #: 008086-014

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
11/01/10	JLN	Call w/ J. Carr re: Case Status and Combs objection	0.50
11/08/10	MSF	Email exchange with committee re: term sheet, JAC acquisition.	1.00
Total Fees:			\$842.50

Legal Services Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
JORDANNA NADRITCH	0.50	425.00	\$212.50
MICHAEL S. FOX	1.00	630.00	\$630.00
			<hr/> \$842.50
Total This Matter			<hr/> \$842.50 <hr/>

Re: SEC MATTERS
Matter #: 008086-015

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
11/03/10	KAS	Review New York qualification form	0.30
	JMB	Review Debtor 10-K	0.20
11/12/10	KAS	Discuss 10-K issues	0.40
11/15/10	KAS	Attention to 10-K issues	0.30
11/17/10	KAS	Review 10-K and audit response issues	0.70
11/18/10	KAS	Review and discuss numerous 10-K issues	1.80
	MSF	Review 10k and various related issues	1.20

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
		Eisner.	
	DDW	Meet with K. Schlesinger regarding status of bankruptcy-related disclosure in Form 10-K (1.8); Conference call with Eisner and company regarding status of Form 10-K (0.5)	2.30
11/19/10	KAS	Review and discuss 10-K and press release (1.6); attention to numerous emails and audit response letter (0.9)	2.50
	DDW	Meet with M. Fox re status of filing of plan of reorganization and DIP financing (0.4); discussion with J. Bethel regarding the same (0.2); attention to bankruptcy-related disclosure in draft Form 10-K (2.6); correspondence regarding the same (0.3); attention to fye earnings release (0.9); discussion with Harley Greenfield regarding the same (0.3)	4.70
	JMB	Revise 10-K section.	1.00
11/22/10	KAS	Review and discuss 10-K and press release issues	2.20
	DDW	Attention to Form 10-K and legal letter (1.7); drafted disclosure for Form 10-K (1.7) discussions with bankruptcy department regarding the same (0.3)	3.70
11/23/10	KAS	Board meeting and various discussions re 10-K issues	1.60
	DDW	Attention to Form 10-K revisions and legal letter.	2.80
11/24/10	KAS	Attention to 10-K issues	0.70
11/29/10	KAS	Attention to 10-K issues and discussion re: same	0.50
Total Fees:			\$11,207.00

Legal Services Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
DENISE WAHBA	13.50	350.00	\$4,725.00
JAYME M. BETHEL	1.20	280.00	\$336.00
KENNETH A SCHLESINGER	11.00	490.00	\$5,390.00
MICHAEL S. FOX	1.20	630.00	\$756.00
			<hr/> \$11,207.00

Total This Matter	<hr/> \$11,207.00 <hr/>
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Total Due This Bill	<hr/> \$227,275.57 <hr/>
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Previous Bills Outstanding

<u>Invoice No.</u>	<u>Date</u>	<u>Amount</u>
150689	09/17/10	\$47,043.33
150691	09/17/10	\$31,337.77
151297	10/20/10	\$28,060.90
151849	11/23/10	\$196,356.18
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Prior Balance Due		\$302,798.18

Total Due	<hr/> \$530,073.75 <hr/>
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