

EXHIBIT C

**SERVICES RENDERED BY PROFESSIONALS
JULY 18, 2010 THROUGH FEBRUARY 22, 2011**

Name	Department	Law School Graduation Date	Year of Partnership	Hours	Hourly Rate	Fees Earned
PARTNERS						
Michael S. Fox	Bankruptcy	1982	1987	570.60	\$630	\$359,478.00
Andrea Fischer	Bankruptcy	1990	2003	30.60	\$465	\$14,229.00
Steven R. Gursky	Intellectual Property	1979	1983	8.40	\$620	\$5,208.00
Thomas J. Fleming	Litigation	1978	1986	26.60	\$650	\$17,290.00
Kenneth A. Schlesinger	Corporate	1988	1997	64.90	\$490	\$31,801.00
Allen R. Wolff	Commercial Litigation	1992	1999	55.0	\$570	\$31,350.00
Mitchell B. Stern	Real Estate	1984	2008	19.90	\$560	\$11,144.00
Nina M. Rokit	Real Estate	1996	2005	9.80	\$510	\$4,998.00
Aliza F. Herzberg	Employment Practices	1994		28.0	\$515	\$14,420.00
TOTAL				813.80		\$489,918.00

Name	Department	Law School Graduation Date	Year of Partnership	Hours	Hourly Rate	Fees Earned
COUNSEL						
Fredrick J. Levy	Bankruptcy	1987	N/A	1.00	\$465	\$465.00
TOTAL				1.00		\$465.00

Name	Department	Law School Graduation Date	Year of Partnership	Hours	Hourly Rate	Fees Earned
ASSOCIATES						
Jordanna L. Nadritch	Bankruptcy	2003	N/A	1,060.50	\$425	\$450,712.50
David Y. Wolnerman	Bankruptcy	2001	N/A	75.0	\$415	\$31,125.00
Jayne M. Bethel	Bankruptcy	2009	N/A	930.70	\$280	\$260,596.00
Jessica A. Berets	Real Estate	2002	N/A	101.0	\$430	\$43,430.00
Safia A. Anand	Intellectual Property	2002	N/A	2.30	\$395	\$908.50
Ellen V. Holloman	Litigation	1999	N/A	89.0	\$440	\$39,160.00
Charles R. Fritch	Litigation	2009	N/A	.50	\$280	\$140.00
Denise Wahba	Securities	2006	N/A	56.40	\$350	\$19,740.00
Alexander J. Sperber	Litigation	2010	N/A	6.70	\$280	\$1,876.00
Jason P. Katz	Corporate	2009	N/A	34.4	\$280	\$9,632.00
TOTAL				2,356.50		\$857,320.00

Name	Department	Law School Graduation Date	Year of Partnership	Hours	Hourly Rate	Fees Earned
LEGAL ASSISTANT						
Suhailah S. Sallie	Bankruptcy	N/A	N/A	466.70	\$185	\$86,339.50
Brian K. Simpson	Litigation	N/A	N/A	2.20	\$225	\$495.00
Wendy A. Bloom	Real Estate	N/A	N/A	3.60	\$255	\$918.00
Louis J. Marasco	Corporate	N/A	N/A	2.20	\$205	\$451.00
Jean-Claude J. Desrosiers	Litigation	N/A	N/A	3.0	\$160	\$480.00
Annette A. Messano	Employment	N/A	N/A	1.40	\$300	\$420.00
TOTAL				479.10		\$89,103.50

JULY 2010 INVOICE

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

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
07/25/10	MSF	Calls with KPMG	0.50
07/28/10	AFF	Merrick - Review Section 553 issues	1.30
	MSF	Attention to Landord issues re: KPMG leases	0.80
07/29/10	MSF	Review landlord issues re: Coram, Ashley, Carle Place.	2.80
	JMB	Revise letters to landlords re: existing location (0.3), calls with landlords and landlords' counsel re: same (1.8).	2.10
07/30/10	AFF	Efforts re: landlord issues re: go forward stores	0.60
Total Fees:			\$4,054.50

Legal Services Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
JAYME M. BETHEL	2.10	280.00	\$588.00
ANDREA FISCHER	1.90	465.00	\$883.50
MICHAEL S. FOX	4.10	630.00	\$2,583.00
			<hr/> \$4,054.50

Total This Matter	<hr/> \$4,054.50 <hr/>
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Re: ASSET DISPOSITION

Matter #: 008086-002

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
07/20/10	JLN	Call w/ Great American (.5); review agency agreement and revise motion, bid procedures and proposed order (2.0); review rules re: notice (.5)	3.00
07/22/10	JMB	Revise Sale Motion exhibits	2.30
	JLN	Sale procedure revisions (1.0); discuss w/ M/ Fox (.3); revise order (.5)	1.80
07/23/10	DYW	Drafting revised sale order (4.4), meeting with M. Fox re same (.5).	4.90
07/25/10	MSF	Telephone calls with Gordon Brothers (0.8), Call with G/A call with SB Capital - Agency Agreement.(0.7)	1.50
	MSF	Calls with GA (0.8); revise documents (1.3)	2.10
07/26/10	MSF	Calls and emails re: GAFS and store closings	2.90
	JMB	Meet with J. Nadritch re: landlord issues	0.70
	JMB	Meet with J. Nadritch and revise bid procedures and bid procedures order	0.50
	JLN	Revise bid procedures and bid procedures order for store closing sale (1.0) emails and calls w/ J. Adams re: same (.3); discuss revisions w/ M. Fox (.3); finalize order and procedures and send to chambers (.5)	2.10
07/27/10	MSF	Review Agency Agreement (1.2); objection and sale order (2.0); develop protocol and plan regarding landlords, Ashley - operations (1.9)	5.10
	MSF	Efforts re: store closing issues	3.30
07/28/10	MSF	Met with Nadritch re: G/A revisions (1.0); attend to store closing issues (2.9)	3.90

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
	JMB	Meet with J. Nadritch re: Yellen Declaration (0.4), review Sale Order and Agency Agreement (0.5).	0.90
	JMB	Draft letter to landlords and calls with landlords' counsel re sale locations.	3.20
	JMB	Calls with M. Fox, J. Nadritch, GAFS, LLC counsel	1.90
	JLN	Meet with J. Yellen re: revised agency agreement (1.0); review and revise 2014 declaration and get comments from UST (.8); revise declaration w. J. Yellen and file w/ court (.6); review and revise sale order and agency agreement (.8); calls w/ B. Brownstein re: sale order and hearing (.4); emails w/ UST and Committee counsel re: same (.5)	4.10
	JLN	Calls w. O. Wincig re: lease issues(.5); draft and revise letter to Atlanta and SF landlords re: violation of stay (.7); calls w/ J. schillero and K. Mattler re: same (.3); call w landlords (.5); misc lease issues (.4)	2.40
	DYW	Drafting revised sale order (1.0), meeting with M Fox and telephonic meeting with Committee counsel re same. (0.9)	1.90
07/29/10	JLN	Call w/ R. Abada, E. Seidner and M. Fox re: various lease issues (2.0); draft letters to PKP landlord and Scarsdale landlord re: violations of stay (1.0); send letters and emails re: violations of stay (.5); calls w/ E. Seidner and O. Wincig re: same (.4); call w/ landlord (.1)	4.00
	JLN	Review sale order (.4); circulate to client and Great American (.2)	0.60
07/30/10	JMB	Calls with landlords, landlords' counsel, GAFS (3.0), research and draft liquidated damages clause (0.8).	3.80

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
	JMB	Research and draft liquidated damages clause	0.80
	JLN	Calls and emails w/ J. Bethel, M. Fox and L. Gee re: lease issues (pkp)	1.50
Total Fees:			\$26,901.50

Legal Services Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
JAYME M. BETHEL	14.10	280.00	\$3,948.00
JORDANNA NADRITCH	19.50	425.00	\$8,287.50
DAVID Y. WOLNERMAN	6.80	415.00	\$2,822.00
MICHAEL S. FOX	18.80	630.00	\$11,844.00
			<hr/> \$26,901.50
Total This Matter			<hr/> \$26,901.50 <hr/>

Re: BUSINESS OPERATIONS**Matter #: 008086-003**

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
07/22/10	AFF	Review and comment on Merrick stipulation (0.7); repeated t/cs w/ UST re status of orders (1.0); revise complaint (0.5)	2.20
	JLN	Call w/ company re: schedules (1.0); calls and emails re: banks and cash management motion (2.0); call w/ american express re: holdback and related follow-up with	4.80

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
		company (1.0); call w/ Merrick re: reserve issues (.8)	
	JLN	Call and emails w/ E. Seidner re: lease issues (.5); discuss w/ R. Abada (.5)	1.00
07/23/10	AFF	Negotiate Merrick stip (1.2); revise Merrick stip (1.5); t.c client re Merrick stip (0.5); turnover issues (0.4)	3.60
07/24/10	MSF	Attend to Merrick charge back issues (0.5); revise language (0.4); same for Amex (0.5)	1.40
07/26/10	AFF	Continue Merrick stip negotiation (1.2); revise stip (0.8)	2.00
	MSF	Conference call with Mengnu - operations.	1.50
	JLN	Calls and emails re: landlord notices and proceedings (1.3); discuss issues w/ E. Seidner and O. Wincing (.5); draft notice of bankruptcy (.5); discuss w/ M. Fox (.2)	2.50
07/27/10	AFF	Draft and revise motion to approve Merrick stip (4.0); repeated t/cs w/ Merrick counsel re issues (1.5)	5.50
	MSF	Efforts re: store closing issues	2.50
	JLN	Review revised Merrick stipulation (0.5); emails w/ A. Fisher re: same (0.3); review motion seeking approval (0.3); discuss w/ M. Fox (0.4)	1.50
	JLN	Review KPMG presentation	0.50
07/28/10	MSF	Review & revise Merrick Bank; Amex issues.	1.40
	MSF	Attend to Mengnu issues re: COD and - Critical Vendor.	1.10
	JLN	Review Merrick stip and motions(.4); discuss related issues w/ M. Fox (.3)	0.70
	JLN	Calls w/ Bank of America re: debtors' accounts (.5); calls w/ Jill Dunican re:	0.80

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
		same (0.8)	
07/29/10	AFF	Merrick - Review Section 553 issues (1.3), negotiate w/ Merrick Bank (.4); revise stip (.8)	2.50
	MSF	Review TM capital reports (0.7); review digest and coordinate go forward leases (0.4); calls re: Ashley issues w/License (0.4)	1.50
	MSF	Merrick calls re: reserve (1.0); telephone conference re: reserve set-off, prep and post petition set-off/recomponent (1.0)	2.00
	MSF	Calls and meeting re: CV Motion/503(b) 9-Mengnu and Ashley.	1.50
	JMB	Research and draft memo re: prepetition utilities (1.1), research re: landlord damages (1.5), draft Motion to Shorten Time for Utilities Motion (0.7), meet with J. Nadritch and calls to client, clerk (0.4), revise Utilities Motion (1.0)	4.70
	JLN	Calls w/ B. Brownstein re: utilities motion (.4); review and revise motion to shorten time(1.0); revise utilities motion (.5); discuss utilities motion w/ M. Fox (.3); discuss w/ J. Bethel (.3)	2.50
	JLN	Calls w/ R. Abada and J. Schillero re: Merrick issues (.5); call w/ D. Gurfein and T. Brock re: Merrick stipulation (.7); follow-up emails and review inventory and customer deposit reports (.8)	2.00
07/30/10	AFF	Negotiations with Merrick Bank	0.90
	JMB	Conference call with Mengnu counsel	0.50
	JLN	Emails and calls re: revised merrick stipulation (.5); review revised Merrick stip (.5)	1.00
	JLN	Call w/ counsel for Mengnu and related	1.00

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
		follow-up	
07/31/10	AFF	Review revised Merrick stip	0.40
Total Fees:			\$25,312.00

Legal Services Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
JAYME M. BETHEL	5.20	280.00	\$1,456.00
JORDANNA NADRITCH	18.30	425.00	\$7,777.50
ANDREA FISCHER	17.10	465.00	\$7,951.50
MICHAEL S. FOX	12.90	630.00	\$8,127.00
			<u>\$25,312.00</u>
Total This Matter			<u>\$25,312.00</u>

Re: CASE ADMINISTRATION
Matter #: 008086-004

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
07/18/10	MSF	Review draft motions and petitions and prepare for filing (4.0); calls with counsel for Mengnu re filing (1.0); calls with company re: filing (1.0)	6.00
	SXS	Conf with JMB, JLN, AFF & MSF (.80); Attn to multiple petition and exhibits prep/revisions (5.2); Attn to Consolidated Top 30 List (.30); ECF filing re 12 petitions (1.0)	7.30
	JMB	Revise First Day Motions (5.5); Revise	9.30

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
		chapter 11 Petitions (3.0); revise Plan Support Agreement (0.8)	
	JLN	Review and revise petitions (3.5); calls and emails w/ S. Sallie and J. Bethel (2.0); work on first day motions (1.0); revise critical vendor motion (2.5); calls w/ Darby and Neiger (0.8); prepare petitions for filing; (0.9) calls w/ TM (0.3); calls and emails w/ M. Fox (0.5); calls and emails w/ R. Abada re: declaration (0.5)	12.00
07/19/10	KAS	Discuss and review status of case	0.30
	AFF	Repeated t/cs w/ UST	1.30
	MSF	Review case management issues and prepare for first day hearing.	5.50
	SXS	Conf w/attys re 1st Day motions and procedures (.80); Attn to Motion prep and finalization (4.70); Coordination of 1st Day binders to UST and chambers (.20); ECF filing re 1st Day Motions (5.0); Attn. to calendaring of motion deadlines and responses to bankruptcy calendar (.30); Conf with BMC re service (1.0)	12.00
	JMB	Revise and file motion for joint administration, cash management motion, wage motion, common carriers motion, customer programs motion, motion to pay taxes, critical vendors motion, motion to extend time to file schedules, motion authorizing lease rejections, motion re: 503 (b)(9) claims, motion re: utilities, motion for interim compensation procedures and Olshan retention motion.	11.00
	JLN	Revise Adaba declaration and call w/ R. Abada re: same (2.0) draft, review and revise first day motions and orders, including critical vendor and PSA (5.0); file same w/ court and attend to admin case	10.00

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
		issues re: first day hearings (3.0)	
	DYW	Preparation for first day hearings (.4); drafting s 362 stay letter (.2).	0.60
07/20/10	AFF	Repeated t/c w/ UST re 1st day motions (1.4); repeated t/cs w/ client re 1st day motions (0.5); hearing preparation (0.9)	2.80
	MSF	Continue review of filing issues (2.5); Plan/PS, schedules, retention, Committee meeting (1.5); First Day Hearings (4.5)	8.50
	AEM	Review of email from J Nadritch and client regarding audit response (0.2); review of audit inquiry letter (0.1); preparation of requests for information needed to process response (0.3); review of attorney response poll and individual replies, note and file (0.3); review of information for response to audit inquiry letter and preparation of draft response (0.4); submit audit response for signature (.1)	1.40
	SXS	Conf with chambers re 1st Day Motions (.60); Attn to chambers hearing pkg (2.50); Attn to Hearing prep (1.30); Conf with Jennifer Group Attys (.60); Conf with BMC re procedures and service requests (1.0); ECF re Sale motion, hearing Agenda & Amended top 30 (1.50)	7.50
	JMB	Revise First Day Motions(1.8), prepare new client/matter memo (0.3), meet with J. Nadritch and prepare for 7/21 hearing (5.1), meet with A. Fischer re: First Day Motions (0.2).	7.40
	JLN	Review UST objection to first day motions (.5); call w/ US Trustee re: comments (1.0); follow-up call w/ TM, R. Abada and H. Greenfield (1.0)	2.50
	JLN	Draft script for hearing based on motions	2.00

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
		and agenda (1.5); revise agenda (.5)	
	JLN	Revise transcript for first day hearing	0.50
07/21/10	AFF	Revise notice motion (.8); revise direct questions (0.4); client meeting (0.8)	2.00
	MSF	Prepare for First Day hearings with client (1.5); attend first day hearing (3.5); meet and calls w/ counsel for Mengnu (2.0)	7.00
	MSF	Follow-up with clients regarding hearing (0.5); attend to case administration, real estate and store closing (1.0)	1.50
	SXS	Conf with group attys (.50); Attn to Hearing Agenda revisions (.50); Trial prep (4.6); Conf with Chambers (.50); Conf with BMC re service coordination and procedures (.50).	6.60
	JMB	Draft Motion re: creditor consolidation (1.0), prepare for and attend hearing (4.4).	5.40
	JLN	Attend first day hearings and argue motions (3.0); follow-up discussions w/ B. Brownstein and attend to case admin (1.0)	4.00
	JLN	Pre-meeting w/ T. Sperry and E. Neiger (1.0); call w/ UST re; objection to critical vendor motion (.4); prep w/ R. Abada and H. Greenfield for hearing (2.0); meeting w/ R. Grien and M. Fox re: critical vendor issues (.5); review and revise proposed orders w/ J. Bethel (1.3)	5.20
07/22/10	MSF	Efforts re: operations of company and related calls (6.0); Chapter 11 follow - up from first day hearing w/ client and Mengnu (2.0)	8.00
	SXS	Docket review re 1st day orders (3.0); Conf with Chambers (.40); Conf with group attys (.60); Coordination with BMC re service 1st Day motion (1.80); Filesite maintenance of Chapter 11 documents	6.30

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
		(.50)	
	JMB	Research re: chapter 11 cases and bonus payments (2.0), research re: section 345 (1.1).	3.10
	JMB	Review orders and calls with various attorneys general, banks (2.7), meet with J. Nadritch re: same (0.2), calls with client, counsel for Mengnu (0.5)	3.40
07/23/10	MSF	Effort re various day to day bankruptcy issues (4.0); calls with company and TM re: Schedules (3.0); review orders (1.0)	8.00
	SXS	Conf with BMC service revisions (1.50); Conf with Chambers re COD order (.40); Conf with group attys re COD & Hearing Agenda (.60); Attn to Hearing agenda revisions (1.6); ECF filings re COD order & hearing agendas (1.0)	5.10
	JMB	Review COD Order and agenda (0.9), conference call with TM Capital, J. Nadritch (0.8), research re: credit card processors and the automatic stay (0.8), revise Cash Management/Hartsdale Convertibles Order (0.6)	3.10
	JLN	Call w/ company and TM re: schedules (.8); follow-up emails and calls w/ J. Bethel and M. Hoagberg re: schedules and statements (1.0); review schedules prepared by company (.8)	2.60
07/25/10	JLN	Prepare for hearing (1.0); review and revise proposed order (.5)	1.50
07/26/10	MSF	Attend court regarding sale/GOB motion	2.00
	SXS	Conf with attys re hearing prep (.90); Conf with attys re sale/bid procedures (.40); BMC service coordination re bid order & procedures (.40); Attn to multiple schdl prep (3.70)	5.40

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
07/27/10	JMB	Prep for hearing (1.3), research re: landlords and violation of the automatic stay (0.4), calls with banks re: debtor accounts (2.9)	4.60
	JLN	Prep for hearing and review and revise orders (1.5); meet w/ client re: hearing and store closing issues (.5); attend hearing (3.0)	5.00
	JLN	Attend to general case administration issues (0.2); discuss notice w/ S. Sallie (0.3)	0.50
	DYW	Revising sale order.	1.30
	SXS	Conf with JMB & AFF (.70); Conf with Chambers (.70); Attn to multiple schedules (2.90); Attn to Notice of Presentment (.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); Attn re 8.4.10 Hearing Agenda (1.0); Conf with BMC re address corrections; 341 mtg; pending service (.40)	6.40
07/28/10	JMB	Calls with landlord counsel and banks (1.0), draft Motion to Shorten Notice and revise Merrick Stipulation (1.0), draft agenda (0.5).	2.50
	DYW	Drafting revised sale order (2.0); meetings with M Fox re same (0.5); analysis of Committee comments to same (1.6)	4.10
	SXS	Conf with Attys (.50); Conf with BMC re service, 341 Notice prep, et al (.50); ECF re Merrick Motion (.80); Conf with Chambers (.40); ECF re Yellen Declaration (.60); Attn to multiple Schedule prep (3.0); Hearing Agenda revisions (.50); ECF re Sales Order & Amended GAFS Agency Agmt	6.30

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
	JMB	Draft agenda and Olshan task list (2.2), research re: adequate assurance deposits (0.4), review transcript of first day hearing (1.3), meet with J. Nadritch and calls with US Trustee and court (0.8).	4.70
07/29/10	SXS	Conf with BMC re service, updated lists (.60); Attn to schedules prep and revisions (6.20); Conf with Chambers (.50); Filesite maintenance (.90); ECF re 8.4 Hearing Agenda (.80); Conf with JLN re schedules revisions (.50)	9.50
	JMB	Meet with J. Nadritch re: notice of stay and CA class action (0.5)	0.50
	JLN	Revise draft agenda (.5) and review and revise draft 341 notice. (.7)	1.20
	JLN	Review and mark-up schedules for JCI (.7); discuss changes w/ S. Sallie and J. Bethel (.5)	1.20
07/30/10	SXS	Conf with BMC re service, updated lists (1.0); Attn to schedules prep and revisions (.40); Coordination of hearing binders prep (.70); Conf with the UST & Clerk of the Court re 341 Notice approval (.70)	2.80
	JMB	Draft notice of stay	1.00
	JLN	Emails w/ company re: schedules and statements	0.50
Total Fees:			\$85,478.00

Legal Services Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
JAYME M. BETHEL	56.00	280.00	\$15,680.00
JORDANNA NADRITCH	48.70	425.00	\$20,697.50
DAVID Y. WOLNERMAN	6.00	415.00	\$2,490.00
ANNETTE E. MESSANO	1.40	300.00	\$420.00
SUHAILAH X. SALLIE	75.20	185.00	\$13,912.00
KENNETH A SCHLESINGER	0.30	490.00	\$147.00
ANDREA FISCHER	6.10	465.00	\$2,836.50
MICHAEL S. FOX	46.50	630.00	\$29,295.00
			<hr/> \$85,478.00

Disbursements:

	<u>Amount</u>
Meals	\$38.73
Reproduction	\$2,961.90
Postage	\$18.30
Secretarial O/T	\$170.00
Taxi	\$83.70
Transportation	\$174.86
Travel Expense	\$9.00
Word Processing	\$1,200.00
Westlaw	\$1,801.09
Pacer Service Center (Searches)	\$382.88
Telephone (Long Distance)	\$4.54
	<hr/>
Total Disbursements:	\$6,845.00

Total This Matter

\$92,323.00

Re: FEE/EMPLOYMENT APPLICATIONS**Matter #: 008086-007**

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
07/19/10	AFF	Draft and revise Olshan retention motion (.9), draft and revise TM retention motion (.3)	1.20
07/22/10	JMB	Revise KPMG Retention Motion	2.10
	JLN	Attend to KPMG motion and application (.5); calls w/ M. Bordwin and company (.8)	1.30
07/27/10	JMB	Revise interim compensation order.	1.60
07/29/10	MSF	Attend to Retention issues re: KPMG/TM.	1.20
	JMB	Revise interim compensation order.	0.30
	JMB	Research success fees and revise TM retention order	1.00
07/30/10	JMB	Review and revise KPMG order	0.20
		Total Fees:	\$3,322.50

Legal Services Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
JAYME M. BETHEL	5.20	280.00	\$1,456.00
JORDANNA NADRITCH	1.30	425.00	\$552.50
ANDREA FISCHER	1.20	465.00	\$558.00
MICHAEL S. FOX	1.20	630.00	\$756.00
			<hr/> \$3,322.50
Total This Matter			<hr/> \$3,322.50 <hr/>

Re: CREDITOR'S COMMITTEE**Matter #: 008086-014**

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
07/23/10	JLN	Call w/ M. Fox re: committee formation (.2); emails w/ J. Bethel re: committee (.3)	0.50
07/25/10	MSF	Review Committee issues list and response.	1.90
	MSF	Telephone calls with Committee Counsel	0.30
	JLN	Emails w/ committee counsel re:objections to motions; emails w/ M. Fox re: same	1.00
07/27/10	MSF	Several telephone calls with Committee Counsel.	2.50
	JLN	Call w/ Committee counsel re: critical vendor motion and related status update	1.00
07/29/10	MSF	Review and coordinate protocol issues with Committee (1.0); Efforts re committee for Forecasts, Budgets, Retention history of case w/Mengnu (1.0)	2.00

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
	JMB	Calls with client and committee counsel	0.30
	JLN	Emails and calls w/ J. Adams re: August 4 agenda and issues re: motions	0.60
07/30/10	JLN	Review emails from Committee re: objections to motion, emails re: same	0.50
Total Fees:			\$5,835.00

Legal Services Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
JAYME M. BETHEL	0.30	280.00	\$84.00
JORDANNA NADRITCH	3.60	425.00	\$1,530.00
MICHAEL S. FOX	6.70	630.00	\$4,221.00
			<u>\$5,835.00</u>

Total This Matter	<u>\$5,835.00</u>
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Total Due This Bill	<u>\$157,748.50</u>
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Previous Bills Outstanding

<u>Invoice No.</u>	<u>Date</u>	<u>Amount</u>
	Prior Balance Due	<u>\$243,046.51</u>
	Total Due	<u><u>\$400,795.01</u></u>

AUGUST 2010 INVOICE

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

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
08/02/10	JMB	Meet with J. Nadritch and calls to landlords (0.4), revise liquidated damages clause (0.2).	0.60
	JLN	Calls w/ E. Seidner and J. Schillero re: various lease analysis	1.30
	JLN	Calls w various landlords	0.50
08/03/10	MBS	Office conference with M. Fox re: various leases (0.4); telephone conference with Landlord (0.4); review of bankruptcy language re: liquidated damage (1.1); review of Lease Modification Agreements and Extension Agreements re: Carle Place (1.3)	3.20
08/04/10	JMB	Draft Motion for new Lease	2.50
	MBS	Conference call with M. Fox, J. Nadritch, O. Wincig, and E. Seidner re: Coram Lease (0.5); preparation of correspondence to Landlord, re: Coram Lease (0.3); preparation of Rider and Lease Modification for Carle Place (1.8)	2.60
	JLN	Call w/ O. Wincig and E. Seidner re: various lease issues	0.50
	JLN	Meet w/ M. Stern and M. Fox re: various lease modifications and amendments (.6); provide comments re: same (.2)	0.80
	MBS	Office conference with M. Fox re: Review Lease Modification Agreements (0.2); preparation of redrafts of Lease Modification Agreements and correspondence to E. Seidner re: same (0.4); telephone conference with	1.80

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
		Landlord's attorney, re: Coram Lease (0.3); revise Rider (0.2); telephone conference with O. Wincig re: Coram Lease and rent structure and timing (0.2); preparation of memo to M. Fox re: same (0.5)	
08/06/10	MBS	Review of correspondence from M. Fox re: Leases (0.2); preparation of memo to M. Fox re: same (0.7); preparation of correspondence to Landlord's attorney and client, re: Coram Lease (0.4)	1.30
08/09/10	JMB	Draft motion to enter new lease	1.70
	MBS	Review of correspondence from J. Dawber re: Lease Modification Agreements (0.1); preparation of correspondence to M. Fox re: same (0.2)	0.30
08/10/10	JMB	Revise motion to enter lease and meet with J. Nadritch re: same	3.30
	MBS	Review of correspondence from M. Fox re: Lease Modification Agreements and preparation of correspondence to M. Fox re: same	0.40
	JLN	Review and revise motion to enter to coram lease(1.3); revise lease and rider (.3); prepare for filing (.3)	1.90
	JLN	Various calls w/ Landlords re: claims	0.40
08/11/10	JLN	Emails re: coram lease	0.30
	JLN	Vms and calls w/ landlords re: rent checks	0.20
08/12/10	JLN	Calls w/ landlords	0.20
08/13/10	MSF	Draft various lease and modification agreements.	1.90
08/16/10	JMB	Revise Coram Lease Summary	0.60
	JLN	Review revised coram lease (0.8); circulate to J. Adams and E. Neiger (0.1); file same with court (0.1)	1.00

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
	JLN	Attend to various lease issues and calls w/ landlords (.5) ; update coram lease summary (.4)	0.90
08/17/10	MSF	Draft modification Agreement re: Somerville, NJ	1.10
	JMB	Revise Coram lease summary (0.7), meet with J. Nadritch and calls to landlords and draft letters re: same (1.7)	2.40
08/19/10	JLN	Calls w/ various landlords re; lease issues (1.3); call w/ R. Abada re: update (.5); review and revise Carle place amendments (.5); emails w/ C. Cositore re; same (.3)	2.60
08/23/10	MSF	Draft Lease modifications - 8 locations.	2.80
	JMB	Revise Coram lease summary	0.50
	JLN	Call w/ E. Seidner and R. Abada re: misc leases(1.0) ; followup w/ M. Fox (.4)	1.40
08/24/10	JLN	Call w/ B. Lehane re: lease issues	0.20
08/26/10	MSF	Attend to various Real Estate modifications and negotiations	1.70
	MSF	Analyze issues in IP and Asset valuation	1.50
	JLN	Emails re: lease amendment issue for carle place	0.40
Total Fees:			\$19,649.00

Legal Services Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
JAYME M. BETHEL	11.60	280.00	\$3,248.00
JORDANNA NADRITCH	12.60	425.00	\$5,355.00
MICHAEL S. FOX	9.00	630.00	\$5,670.00
MITCHELL B. STERN	9.60	560.00	\$5,376.00
			<hr/> \$19,649.00

Total This Matter	<hr/> \$19,649.00 <hr/>
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Re: ASSET DISPOSITION
Matter #: 008086-002

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
08/03/10	JMB	Research and draft motions for lease rejection procedures and lease rejections	3.70
08/04/10	JMB	Research and draft memo re: lease rejections nunc pro tunc	1.40
	JLN	Prepare motion to reject leases and motion to establish procedures re rejection (1.2); discuss both objections w. J. Bethel (.4)	1.60
08/05/10	SXS	ECF re Motion to reject	0.70
	JMB	Research re: lease rejection procedures and meet with M. Fox re: same (0.9), revise Lease Procedures Motion and Motion to Reject Leases and meet with J. Nadritch re: same (3.1).	4.00
	JMB	Draft letters to landlords of sale locations and meet with J. Nadritch re: same.	1.40

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
	JLN	Review lease rejection procedures and revise motion (1.8); meet w/ J. Bethel re: same (.5)	2.30
	JLN	Revise motion to reject 5 leases (1.5); prepare for filing (.3); call w/ B. Brownstein re: hearing date (.1)	1.90
08/06/10	JMB	Draft lease rejection Motion (1.5), calls with GAFS (0.2)	1.70
	JMB	Call with J. Nadritch and draft letters to landlords (0.3), revise lease rejection procedures Motion (0.2)	0.50
	JLN	Review revised lease rejection procedures and provide comments (.5); calls w/ J. Bethel re: same (.3); review finalized motion and circulate draft to CC (.5);	1.30
08/09/10	SXS	ECF re Revised orders and Lease Rejection Procedures, et al	2.70
	JMB	Revise lease rejection procedures motion	0.40
	JMB	Draft letter to landlord of sale location	0.20
08/19/10	JMB	Draft letters to landlords of rejected lease locations	0.40
08/20/10	JMB	Calls with landlord's counsel of rejected lease locations	0.20
08/23/10	JMB	Draft letters to landlords of rejected lease locations	2.00
	JLN	Attend to notice of landlords re; 15 vacating stores (.4); review draft letters and revise (.6); circulate letters (.1)	1.10
08/25/10	JMB	Draft letters to landlords of rejected lease locations	0.30
08/26/10	JMB	Calls and correspondence with landlord counsel for rejected lease locations	1.30
08/27/10	JMB	Calls and correspondence with landlords of	0.40

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
		sale locations	
08/31/10	JMB	Draft letters to landlords of sale locations	1.00
Total Fees:			\$9,406.00

Legal Services Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
JAYME M. BETHEL	18.90	280.00	\$5,292.00
JORDANNA NADRITCH	8.20	425.00	\$3,485.00
SUHAILAH X. SALLIE	3.40	185.00	\$629.00
			<hr/> \$9,406.00
Total This Matter			<hr/> \$9,406.00 <hr/>

Re: BUSINESS OPERATIONS
Matter #: 008086-003

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
08/02/10	AFF	Repeated t/cs w/ Merrick, Megnu counsel, re stip (0.5) repeatedly revise stip (1.1)	1.60
	JLN	Call w/ company re: chargebacks	0.70
	JLN	Review Ashley objection to motions (.7); call w/ Ashley and counsel re: objections (.8); follow-up call w. R. Grien (.4)	1.90
	JLN	Review revised Merrick stipulation	0.50
08/03/10	AFF	Continue stip negotiations (1.5); repeated revisions to stip (1.2)	2.70
	JLN	Call w/ TM re: Mengnu	1.00

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
	JLN	Discuss issues w. Merrick stip w/ A. Fischer	0.60
	JLN	Calls w. E. neiger re: Merrick stip (.6); calls w/ T. brock re: stipulation(.4); review finalized stip and prepare for filing (1.0)	2.00
08/04/10	MSF	Telephone call with Ashley attorneys re: objection to 503(b)(9), cash management and Merrick.	1.00
	JMB	Research re: adequate assurance deposits	2.20
08/05/10	JMB	Review letters from utility companies	1.30
08/06/10	JMB	Research utility orders and adequate assurance procedures	1.30
	JMB	Revise utilities order and research re: Code section 366(c)	1.00
	JLN	Research re; 366 utility issues and timing of adequate assurance (0.4); call w/ J. Bethel re: same (0.3)	0.70
08/09/10	MSF	Calls negotiations w/ Merrick (2.1); review Mengnu reclamation claims (1.1)	3.20
	JMB	Revise utilities order	0.40
	JLN	Review Gropper utilities order (.3); revise and review utilities order and file same (.7)	1.00
	JLN	Calls w/ R. Grien re: Merrick and Mengnu	0.80
08/10/10	MSF	Develop strategy regarding Mengnu, CV, PSA, CIA issues	1.30
	JMB	Review letters from utilities	0.30
	JLN	Call w/ T. Brock re: Merrick	0.50
	JLN	Post-hearing discussion w/ J. Adams; E. Neiger and R. Grien re: Mengnu and CIA payment	0.50
	JLN	Call w/ R. Abada re: Mengnu CIA and open issues (1.0); follow-up call w/ R.	1.50

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
		Grien (.5)	
08/11/10	MSF	Calls / exchanges with client regarding CIA and Mengnu demands.	0.90
	JMB	Calls to utility companies	0.80
	JLN	Calls w/ various utilities re: adequate assurance (.8); follow-up discussion w/ J. Bethel (.2)	1.00
08/12/10	MSF	Attend to Mengnu issues.	2.20
	MSF	Negotiation of Coram Lease, Limitation of Liability and damages.	1.80
	JLN	Call w/ Florida Power & Light re: adequate assurance	0.50
08/13/10	JMB	Research re: Code section 366(c)(4)	2.10
08/14/10	JLN	Review emails re: Mengnu shipping (.5); emails re: Merrick reserve (.5)	1.00
08/16/10	JLN	Call w/ T. Brock and T. Gurfein re: Merrick stipulation (.4); emails re: same (.3)	0.70
	JLN	Call w/ J. Schillero re: Merrick	0.50
08/17/10	MSF	Merrick negotiations.	2.20
	MSF	Efforts re: debtors daily business operations.	1.50
	JMB	Calls with utility companies	0.80
	JLN	Call w/ R. Abada re: various issues and strategy and Merrick	1.20
	JLN	Calls and emails w/ company re: CIA plan (1.0); discuss issues w/ R. Abada (0.5)	1.50
	JLN	Calls w/ T Brock and Gurfein re: second extension (1.0); follow-up discussions w. R. Abada re: same (0.6); discuss terms of stipulation w/ M. Fox (0.8)	2.40
08/18/10	MSF	Attend to Mengnu issues (1.5); analyze	3.00

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
		claims; statements and schedules (1.5).	
	JMB	Calls with utility companies	1.10
	JLN	Draft second Merrick stipulation (1.5); calls w/ company re: customer deposits, merrick(.5) calls w/ D. Gurfein and T. Brock (1.0)	3.00
08/19/10	MSF	Participate in series of conference calls with client and Mengnu, re: Liquid analysis and CIA.	4.40
	MSF	Participate in telephone conferences regarding Mengnu, Escrow Agreement.	1.10
	MSF	Review leases and resolutions regarding various lease locations and Ashley.	2.00
	JMB	Calls with utility companies and research re: adequate assurance	1.70
	JLN	Negotiate terms of Merrick stipulation (1.4); calls w/ D. Gurfein and T. Brock re: same (1.1); discuss proposed changes w/ company and M. Fox (0.4); call w/ J. Schillero re: Merick exposure report; revise stipulation (0.4); call w/ J. Adams re: terms of stipulation (0.5)	3.80
	JLN	Calls w/ E. Neiger and T. Sperry re: terms of CIA and escrow (1.0); follow-up call w/ company re: same (.6)	1.60
	JLN	Meet w/ J. Bethel re: motion to approve CIA (.5) ; review initial draft and comment on same (1.0); attend to issues re: escrow agent (.2)	1.70
08/20/10	JMB	Revise Merrick Stipulation (0.2), research re: CIA Motion (0.9).	1.10
	JLN	Comment on proposed escrow motion and discuss same w/ M. Fox	1.00
	JLN	Emails w. T. Brock re: Merrick stip (.4); revise Merrick stip (.6); calls and emails w.	1.50

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
		M. Fox re: same (.5)	
08/23/10	MSF	Review terms of Merrick Stipulation.	1.00
	MSF	Call w/ Mengnu re: CIA: escrow agreement (0.6); call with debtors re: same (1.3); draft up term sheet and motion (1.1)	3.00
	JMB	Calls with utility companies and correspondence and calls with client re: same	1.10
	JLN	Draft and revise motion to enter into stipulation (1.5); discuss w/ J. Bethel (.8); meet w/ Fox re; revisions (.6); revise and circulate (.5)	3.40
	JLN	Revise CIA stipulation (1.0); review order form and discuss w. R. Abada (.5); discuss stipulation w/ M. Fox and R. Abada and circulate to Mengnu (1.0)	2.50
	JLN	Call w. Sperry, Darby and Neiger re; CIA (.9); follow-up call w. R. Abada (.5)	1.40
	JLN	Calls w/ T. Brock and D. Gurfein re: Merrick stip (.4); call and email chambers re; stip (.2); discuss terms of stip w/ R. Abada and J. Schillero (.5); prepare final executed stip (.5)	1.60
08/24/10	JMB	Calls with utility companies and P. Rameshwar	1.00
	JLN	Attend to various issues w/ utilities (.5); discuss w/ M. Fox and J. Bethel re: same (.3)	0.80
	JLN	Draft escrow agreement (1.3); discuss w/ M. Fox (.4); review and revise and circulate to Committee and Mengnu (.7)	2.40
08/25/10	MSF	Met with client (2.0); internal meetings and calls; re: plan issues, case issues, Landlord, supply chain (1.0)	3.00

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
	JMB	Calls with utilities and P. Rameshwar and draft correspondence re: same	1.60
	JLN	Work on CIA stipulation and emails re: same	1.00
08/26/10	MSF	Revise CIA Motion and escrow agreement	1.90
	JLN	Draft email to Merrick re: reporting; discuss w/ M. Fox	1.00
	JLN	Revise CIA stipulation, escrow agreement and motion per Mengnu comments and Committee comments (2.0); call w/ J. Adams (.3) calls w/ E. Neiger (.5); emails re: same: discuss issues w/ M. Fox and calls w/ R. Abada (1.0); review and revise affidavit of disinterestedness for ACL, motion to shorten notice and emails re: same (1.2)	5.00
08/27/10	JMB	Calls and correspondence with utility companies and P. Rameshwar	4.10
	JLN	Emails re: CIA and escrow agreement (0.8); emails re: motion to shorten notice (0.3)	1.10
08/30/10	JMB	Calls with utilities and draft correspondence re: same	1.90
	JLN	Review UST objection to escrow (.5); discuss revisions to affidavit w/ J. Bethel (.3); emails w/ E. Neiger re: escrow issues (.4); review and revise proposed orders (.4)	1.60
08/31/10	JMB	Correspond with utility companies	0.30
Total Fees:			\$53,185.00

Legal Services Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
JAYME M. BETHEL	24.10	280.00	\$6,748.00
JORDANNA NADRITCH	54.90	425.00	\$23,332.50
ANDREA FISCHER	4.30	465.00	\$1,999.50
MICHAEL S. FOX	33.50	630.00	\$21,105.00
			<hr/> \$53,185.00
Total This Matter			<hr/> \$53,185.00 <hr/>

Re: CASE ADMINISTRATION
Matter #: 008086-004

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
08/02/10	JMB	Calls with R. Abada and R. Grien re: case issues (1.2), draft final orders and meet with J. Nadritch re: same (4.9), research re: 503(b)(9) procedures (0.7), revise confidentiality agreement (0.9).	7.70
	JLN	Revise agenda for hearing (.4); review and revise proposed orders (1.3); circulate to same committee counsel and UST for review (.2)	1.90
	JLN	Address various questions by company personnel re: postpetition business operations	1.00
08/03/10	MSF	Review and attend to case management issues (4.5); calls w/client and TM re: same (3.5)	8.00
	SXS	Attn to hearing binders (2.50); Conf with attys (1.50); Attn to Hearing Agenda	8.00

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
		revisions (.60); Attn to schedules/petition issues (2.40); Conf with Chambers (.10); ECF re final orders & agenda (.90)	
	JMB	Revise confidentiality agreement (0.6), revise orders and meet with J. Nadritch re: same (2.0), call with client re: same (0.3), revise agenda for 8/4 hearing (0.4), draft script for 8/4 hearing (0.7)	4.00
	JLN	Prep for hearing (1.2); revise amended agenda (.3); review binders for chambers (.4); further revise orders per UST and Committee and emails re: same (1.3); calls w/ UST and J. Adams re: same (.5)	3.70
	JLN	Calls w. B. Brownstein re: hearing on 8/4 and proposed orders	0.50
	JLN	Research re: 503(b)(9) orders (0.6); discuss w/ M. Fox and J. Bethel (0.4)	1.00
	JLN	Call w/ counsel for Ashley re: objection issues	0.80
	JLN	Back and forth emails w/ counsel for Ashley (1.0) revise 503b-9 order per Ashley's comments (.5)	1.50
08/04/10	MSF	Review case management issues (2.5); calls with debtors (3.0); calls w/ TM capital re: same (1.0); attend hearing (1.5)	8.00
	SXS	Hearing prep (.60); Conf with JLN & JMB (.60); Coordinated exhibit clean up (.60); Attn to amended petitions, schedules and schdl attachments (5.80)	7.60
	JLN	Call w/ Ashley bankruptcy counsel re: objections to motions	0.70
	JLN	Prep for hearing (1.0); further revise 503(b)(9) order (.3); attend hearing (1.5); follow-up discussions after hearing w/ R. Abada (.5)	3.30

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
08/05/10	MSF	Attend to Case Management issues (2.5); re: various case issues (2.4); calls with TM Capital	4.90
	MSF	Telephone calls with client re: status of case	2.20
	SXS	Attn to schedules and SOFAs prep/revisions	4.90
	JLN	Review and comment on draft schedules (.8); meet w. S. Sallie re: same and emails to D. Harrison (1.0)	1.80
08/06/10	SXS	Conf call with client re: schedules (.90); Conf with BMC service re 341 Notice, Final Orders & Motion to Reject 5 Leases (.80); Attn to schedules and petition attachments (1.0)	2.70
	JMB	Review Petitions and Schedules and call with D. Harrison and J. Nadritch re: same	2.20
	JLN	Review information on schedules and statements for call (1.0) call w/ D. Harrison re: questions on information for schedules and statements (.6); follow-up call w/ S. Sallie and J. Bethel (.2)	1.80
08/09/10	MSF	Review Case Management issues	1.60
	SXS	Conf with attys (.60); Attn to Draft Hearing Agenda (2.50); Hearing Prep re binders & cds (2.20)	5.30
	JMB	Meet with M. Fox and J. Nadritch re: case status (0.5); Revise agenda and prepare for 8/10 hearing (3.7)	4.20
	JLN	Call and email B. Brownstein re: hearing and proposed orders	0.40
08/10/10	MSF	Attend court hearings re: Retentions, Interim comp and Status Conference.	2.00
	MSF	Review Case Management Issues	0.50

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
	SXS	Conf with JLN (.60); Attn to amended petitions and final schedules (7.70); ECF re Coram Lease Motion (.80); BMC service coordination (.50)	9.60
	JMB	Prepare for 8/10 hearing (1.7), draft Notes to Schedules and SOFA (3.3), meet with J. Nadritch re: hearing (0.4), review court orders and revise calendar (0.4), research re: Code section 503 (0.4).	6.20
	JLN	Prep for hearing (0.8); revise orders and email B. Brownstein (0.9)	1.70
	JLN	Discussions w/ S. Sallie re: schedules (0.6); emails and calls w/ J. Schillero and D. Harrison re: same (0.4)	1.00
	JLN	Attend hearing and follow-up re: revised orders	1.50
	JLN	Review UST guidelines (.3); discuss guidelines w/ R. Abada (.2)	0.50
08/11/10	SXS	Conf with creditors re claims (.50); Conf with Client (.60); Attn to schedules/SOFA/petition revisions (7.80)	8.90
	JMB	Meet with M. Fox, J. Nadritch and TM Capital (1.4), revise Notes to Schedules and SOFA (1.3), meet with J. Nadritch re: case status (0.3)	3.00
	JLN	Call w/ R. Abada re: initial debtor interview	0.30
	JLN	Review and mark-up draft JCI schedules and SOFAs (1.5) and discuss comments w/ S. Sallie and J. Bethel (1.0)	2.50
08/12/10	SXS	Conf with JLN (.60); Attn to schdl revisions (4.80); Conf with Client (.80); Attn to mtg prep (1.50)	7.70
	JMB	Meet with J. Nadritch re: status (0.6), revise Notes to Schedules and SOFA (0.7),	4.20

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
		meet with J. Nadritch and calls to landlords and Jennifer customers (0.5), revise Schedules (2.4).	
	JLN	Meet w/ S. Sallie to discuss comments and issues w/ Schedules (.8); emails w/ D. Harrison re: open schedule issues(.3); review specific items on schedules (.5)	1.60
08/13/10	SXS	Offsite at Client's office re meeting to discuss revisions to Schedules (6.0); Attn to schedule revisions re 12 entities (4.50).	10.50
	JMB	Revise Schedules	0.20
	JLN	Meeting w/ D. Harrison, S. Sallie and J. Schillero re: schedules and statements(2.5); review and comment on same (1.5); meet w/ R. Abada re: schedules and notes for same (1.0)	5.00
	JLN	Followup calls and emails w/ D. Harrison and S. Sallie re: questions on schedules	0.80
	JLN	Revise notes for schedules and statements	0.50
08/14/10	SXS	Attn to petition schedules, addendums and SOFA revisions re 12 entities (10.0); Conf with Client, MSF & JLN (1.0)	11.00
08/15/10	SXS	Attn to petition schedules, addendums and SOFA revisions re 12 entities	4.00
08/16/10	SXS	Conf with JLN re pending schedule revisions and client follow up (.90); BMC service coordination (.10); Conf with Client re outstanding schld info (.40); Attn to Petition/Schedule Revisions (2.80)	4.20
	JMB	Meet with J. Nadritch re: status (0.4), draft NDA and meet with J. Nadritch re: same (1.3), meet with J. Nadritch and call to D. Harrison re: Schedules (0.7), revise Notes to Schedules and SOFAs (2.8), research re: insiders and the Bankruptcy Code (0.5)	5.70

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
08/17/10	JMB	Meet with J. Nadritch re: status (0.4), draft NDA and meet with J. Nadritch re: same (1.3), meet with J. Nadritch and call to D. Harrison re: Schedules (0.7)	2.40
	JLN	Work re: schedules and statements (1.4); meetings w/ S. Sallie (0.9); calls and emails w/ D. Harrison (0.7); work on SOFA (1.5)	4.50
	JLN	Draft NDA for Florida entity (1.3); call w/ attorney re: same (.2); discuss w/ R. Abada (.1)	1.60
	JLN	Calls and emails re: independent directors	0.50
	MSF	Review Statements and schedules (1.3); review issue; of corporate structure & commingling (1.6)	2.90
	SXS	Review of Client Notes (.60); Attn to schedule revisions (6.70); Conf with JLN & MSF re schedules (1.20)	8.50
	JMB	Draft notices of stay (1.1), draft motion to extend schedules filing date (1.5), meet with J. Nadritch re: status (0.6), revise Notes to Schedules and SOFAs (1.4).	4.60
08/18/10	JLN	Review various emails, documents for schedules (0.4); discuss w/ S. Sallie (1.2); review latest drafts of various schedules and statements (0.9)	2.50
	SXS	Conf with client re schedule revisions (2.0); Conf with JLN re pending assignments (.50); Attn to schedule and addendum revisions (4.10)	6.60
	JMB	Revise Notes to Schedules and SOFAs (0.4), revise motion extending schedules filing time and draft proposed order re: same (3.0), meet with J. Nadritch re: status (1.6), meet with J. Nadritch re: notices of stay and revise same (1.1), calls with Bank	6.50

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
		of America (0.4).	
	JLN	Meeting w/ M. Fox re: schedules and statements and related follow-up (1.3); discuss w. S. Sallie (1.0); calls w/ R. Abada (.6); call w/ S. Kreit (.3); prepare motion to extend deadline to file schedules and statements and discuss w/ J. Bethel (1.4)	4.60
08/19/10	SXS	BMC service coordination re Extension Order (.40); Conf with Eisner re schedules review (.70); Attn to schedules/addendum revisions (4.10)	5.20
	JMB	Meet with J. Nadritch re: status (0.8), file order extending schedules date (0.2), research re: substantive consolidation (2.0), research and draft motion re: CIA terms and escrow agent (3.9), meet with M. Fox re: status (0.2).	7.10
	JLN	Call w/ S. Kreit re: schedules and statements (.5); discuss same w/ S. Sallie (.4); research re: related issues and discuss w/ J. Bethel (.5)	1.40
	JLN	Review revised liquidation analysis (.3); pre call w/ R. Grien and R. Abada (.5); call w/ team Mengnu re; analysis (.4)	1.20
08/20/10	SXS	Attn to JCI schedules/addendum revisions (2.20); Attn to suggestions of bankruptcy (.80)	3.00
	JMB	Research and draft memo re: substantive consolidation (3.9), draft notice of stay (0.2), revise Schedules (0.1), research and draft memo re: security deposits and arrears (2.5)	6.70
	JLN	Review sub con memo and related cases and sent comments to J. Bethel	1.50
08/23/10	JMB	Revise Coram lease order (0.2), meet with	4.50

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
		J. Nadritch re: status (0.8), research re: escrow agents (0.2), review correspondence (0.3), draft escrow agent declaration (0.7), draft motion to enter stipulation and motion to shorten time re: same (2.3)	
	BKS	EFile the second Merrick stipulation (0.4); Draft letter to the trial court of the Commonwealth of Massachusetts Boston Municipal Court Dept. to file the suggestion of Bankruptcy with the clerk's office, per J. Bethel (0.6)	1.00
08/24/10	MSF	Review of liquidation analysis reviews (0.4); review Seamen's offer and develop response (0.8)	1.20
	JMB	Review Winfield Group motion (0.3), meet with J. Nadritch re: status (0.4), call with UST (0.1), research re: substantive consolidation (0.8), call with Board of Directors (0.5), meet with M. Fox and J. Nadritch (0.5), draft correspondence to counsel (0.1), research and revise Schedules and SOFAs (2.4), draft notices of bankruptcy (0.4)	5.50
	JLN	Calls w/ R. Abada re: trucker issue (.3); call w/ K. Mattler and d Trucking company re: same (.6); email re: same (.1)	1.00
	JLN	Prep for call (.3); call with independent directors re: case status (.5) follow up discussion (.2)	1.00
	JLN	Meeting w/ M. Fox re: schedules and sub con research (.5); research and meet w/ J. Bethel re: same (.8)	1.30
	JLN	Draft response to counsel for JAC re: LOI	1.00
	BKS	Draft letter and forward the Suggestion of Bankruptcy to the Orange County Superior	0.40

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
		Court for filing, per J, Bethel	
08/25/10	MSF	Review issues with Consolidated Statement and Schedules with regard to consolidation (0.6); call with Mitchell Kahn and Rami Abada (0.5)	1.10
	SXS	Conf with JLN re revisions, et al (.60); Conf with Client (3.90); Attn to schedule/sofa revisions (4.30)	8.80
	JMB	Meet with J. Nadritch re: status (0.6), research re: schedules and consolidation (0.7), draft notice of stay and correspondence re: same (0.6), draft motion to consolidate schedules (5.0), research re: substantive consolidation (1.0).	7.90
	JLN	Call w/ M. Kahn re: debtors' financials (1.4); meeting w/ Fox, Abada and Sallie re: schedules and statements (1.5); review and comments on motion re: consolidated schedule; discuss w/ Bethel and Fox (1.5)	4.40
08/26/10	SXS	Conf with MSF/JLN/JMB re schdl consolidation (1.50); Conf with Client re consolidation (.20); Attn to schdl/SOFA consolidation (1.90)	3.60
	JMB	Revise motion to consolidate schedules and meet with M. Fox re: same (1.8), meet with M. Fox and J. Nadritch re: status (0.9), revise Schedules (0.2), meet with J. Nadritch (0.3), revise Coram lease order (0.2), meet with J. Nadritch re: status and various calls (1.3), draft notices of stay (0.3), draft 8/31 agenda (0.7), revise Notes to Schedules and SOFAs (0.3), revise escrow agent declaration (0.5)	6.50
	JLN	Meeting w/ Fox and Sallie re: schedules (.8); follow-up meeting w/ Sallie (1.0); revise schedules and statements and calls	4.30

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
		w/ D. Harrison and J. Schillero re: same (2.5)	
	JLN	Attend to UST interview issues (.5); call R. Abada (.3)	0.80
	JLN	Attend to misc case administration re schedules and statements	0.80
08/27/10	SXS	Attn to schedules/sofas consolidation	2.50
	JMB	Revise 8/31 agenda (0.2), revise Notes to Schedules and SOFAs (1.0), calls with court and draft notice of adjournment (0.3)	1.50
08/28/10	SXS	Review of client documents (.90); Attn to schedule/SOFA/addendum consolidation (3.10)	4.00
08/29/10	SXS	Revise schedule/SOFA/addendum consolidation (6.0); calls and meetings re: same (2.0)	8.00
08/30/10	MSF	Telephone call with Nazar K. (UST) re; CIA Stipulation.	0.70
	SXS	Conf with BMC and JMB re hearing prep and draft POC	0.50
	JMB	Prepare for 8/31 hearing (1.0), revise proposed orders (0.9), calls and correspondence with escrow agent and revise declaration re: same (0.3).	2.20
	JLN	Review and comment on agenda (0.3); call w/ S. Sallie re: schedules and statements (0.2); review consolidated financials (0.5)	1.00
08/31/10	MSF	Prepare for & attend hearing	2.90
	MSF	Continue review of issues- litigation analysis and impact on plan timing.	2.50
	SXS	Conf with Client re consolidation revisions (.50); Attn to consolidation revisions (2.50); Conf with BMC re POC (.40)	3.40

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>	
	JMB	Prepare for hearing and attend hearing (3.0), revise CIA stipulation order (0.2).	3.20	
	JLN	Review draft schedules and statements and mark-up	4.00	
			Total Fees:	\$107,332.50

Legal Services Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
JAYME M. BETHEL	96.00	280.00	\$26,880.00
JORDANNA NADRITCH	71.20	425.00	\$30,260.00
SUHAILAH X. SALLIE	138.50	185.00	\$25,622.50
BRIAN K. SIMPSON	1.40	225.00	\$315.00
MICHAEL S. FOX	38.50	630.00	\$24,255.00
			<hr/> \$107,332.50

Disbursements:

	<u>Amount</u>
Federal Express	\$35.30
Meals	\$53.02
Messenger	\$109.29
Reproduction	\$460.62
Taxi	\$9.90
Transportation	\$871.19
U.P.S.	\$281.81
Word Processing	\$262.50
Telephone (Long Distance)	\$0.88
Total Disbursements:	<hr/> \$2,084.51

Total This Matter

\$109,417.01

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

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
08/04/10	JMB	Draft Bar Date Motion	2.00
08/05/10	JLN	Misc calls w/ Landlords and counsel re: claims (.5); emails and calls w/ various creditors re: same (.5)	1.00
08/09/10	FJL	Discussion with MF and JN and conference call with MF, JN and ENeiger re reclamation claims and prerequisites (.5), follow up research on administrative claim therefore (.3) and discussions with each JN and JB re same (.2)	1.00
08/11/10	JMB	Revise bar date motion	1.00
08/12/10	JMB	Research re: bar date notice (0.5), revise bar date motion (1.6)	2.10
	JMB	Calls with creditors	0.30
	JLN	Review draft bar date motion and mark-up (1.3); discuss w/ J. Bethel re: same (.5)	1.80
08/16/10	JMB	Revise bar date motion (0.6)	0.60
	JMB	Return calls to Jennifer customers re: claims	0.30
	JMB	Revise Coram Lease Summary (0.6).	0.60
08/17/10	JMB	Research re: customer deposits and bar date	1.00
	JLN	Discuss bar date motion with J. Bethel (.5); review draft (.8); review SDNY order re:	1.60

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
		same (.3)	
08/18/10	JMB	Research re: customer deposits and bar date	0.30
08/19/10	JMB	Calls with Debtors' creditors re: claims	0.40
08/24/10	JMB	Research re: bar date publication and revise motion re: same	0.80
	JLN	Call w. Cheryle Orr re: class action litigation	0.50
08/25/10	JMB	Calls with Debtor equity holders re: claims	0.20
	JMB	Revise bar date motion	0.30
08/26/10	MSF	Review statement and schedules (1.3); attend to consolidation issues (0.9).	2.20
	MSF	Review & revise Bar Date motion and related documents.	2.20
	JMB	Calls with Jennifer equity holders re: claims	0.20
	JMB	Research re: filing bar date motion	0.10
	JLN	Review and revise Bar Date motion (.8); discuss w/ M. Fox and J. Bethel (.5); circulate same to committee (.4)	1.70
08/31/10	JMB	Revise bar date motion	2.00
Total Fees:			\$9,458.00

Legal Services Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
JAYME M. BETHEL	12.20	280.00	\$3,416.00
JORDANNA NADRITCH	6.60	425.00	\$2,805.00
FREDRICK J. LEVY	1.00	465.00	\$465.00
MICHAEL S. FOX	4.40	630.00	\$2,772.00
			<hr/> \$9,458.00

Total This Matter	<hr/> \$9,458.00 <hr/>
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Re: FEE/EMPLOYMENT APPLICATIONS**Matter #: 008086-007**

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
08/05/10	SXS	Research re retention orders (.60); Review Interim Comp Order (.50)	1.10
	JMB	Revise interim compensation order.	0.80
	JLN	Revise Olshan retention order	0.60
08/06/10	JMB	Review UST retention comments.	0.80
08/08/10	JMB	Revise Olshan retention order.	0.90
	JLN	Review and revise Olshan retention docs	1.00
08/09/10	JMB	Revise Olshan retention order (2.8), revise interim compensation order (0.2), meet with J. Nadritch re: same (0.4), meet with J. Nadritch and revise TM Capital retention order (2.2).	5.60
	JLN	Draft, review and revise Olshan supplemental declaration w/ J. Bethel (1.2); draft revise order (1.0); preview UST	2.70

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
		(0.1); prepare for filing (0.4)	
	JLN	Draft and revise TM supplemental declaration (.8); revise TM proposed order (1.0); discuss order and declaration w/ R. Grien and revise accordingly (.7); preview UST and emails re: same (.2); prepare for filing (.3); review filings and amend order (.5)	3.50
	JLN	Review and mark-up revised interim comp order (.5); emails w/ UST re: same (.2); prepare for filing (.3)	1.00
08/11/10	JMB	Draft Eisner retention application	1.00
	JLN	Discuss Eisner retention application w/ J. Bethel (0.2); review same (0.4); review engagement letter (0.2)	0.80
08/12/10	JMB	Revise Eisner retention motion	1.00
	JLN	Review revised Eisner application and declaration	0.80
08/13/10	SXS	Prepare filing of Eisner motions (0.8); ECF re Eisner Retention (0.2)	1.00
	JMB	Revise Eisner Application and Notice of Presentment	0.90
	JLN	Review Eisner application (.5); emails and calls w/ J. Bethel re: notice of presentment (.5)	1.00
Total Fees:			\$8,313.50

Legal Services Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
JAYME M. BETHEL	11.00	280.00	\$3,080.00
JORDANNA NADRITCH	11.40	425.00	\$4,845.00
SUHAILAH X. SALLIE	2.10	185.00	\$388.50
			<hr/> \$8,313.50

Total This Matter	<hr/> \$8,313.50 <hr/>
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Re: FEE/EMPLOYMENT OBJECTIONS**Matter #: 008086-008**

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
08/05/10	JLN	Emails w. UST re: retention issues (.3); review pillowtex disclosures (.5)	0.80
08/06/10	JLN	Review UST objections to retention applications (1.0); discuss w/ M. Fox (.2); emails w/ KPMG re: same (.2)	1.40
08/08/10	JLN	Prep for call w/ UST (.5); call w/ UST and KPMG (.7)	1.20
08/09/10	JLN	Call w/ UST re: fee application objections for Olshan TM and KPMG (1.0); follow-up emails w/ UST (.4); discuss TM retention issues w. R. Grien (.8)	2.20
Total Fees:			\$2,380.00

Legal Services Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
JORDANNA NADRITCH	5.60	425.00	\$2,380.00
			<hr/> \$2,380.00
Total This Matter			<hr/> \$2,380.00 <hr/>

Re: CREDITOR'S COMMITTEE**Matter #: 008086-014**

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
08/01/10	JLN	Review committee issues and objections to motions for 8/4 hearing (.5); revise orders to reflect comments (1.0)	1.50
08/02/10	MSF	Prepare for & conduct call with Counsel for Committee re: revision to papers, Mengnu & Merrick.	1.20
	JMB	Review orders and prepare for call (0.8), conference call with Committee Counsel (0.7).	1.50
	JLN	Pre-meeting w/ M. Fox re: committee issues (.5); call w/ committee counsel re: objections to motion and case status(.9); follow-up call w/ R. Grien (.3);	1.70
	JLN	Review sample NDA and prepare NDA for committee	0.80
08/03/10	JLN	Draft NDA for committee (1.8); discuss w. M. Fox (.3)	2.10
08/04/10	JLN	Review committee bylaws and call J. Adams re: comments	0.70
08/05/10	MSF	Telephone calls with Committee Counsel.	0.90

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
	JLN	Prep for committee call (.5); call w/ Committee (.8); follow-up w/ R. Abada (.3); review comments to NDA and committee bylaws (1.0)	2.60
08/06/10	JLN	Review NDA w/ committee; email M. Fox re: comments	0.80
08/09/10	MSF	Attend to issues and demands from Committee	3.20
	JLN	Review committee comments to lease rejection procedures (.2); revise same (.3)	0.50
	JLN	Call w/ J Adams re: comments to NDA (.3); discuss w/ M. Fox (.3); discuss w/ F. Levy (.4); calls and emails w. R. Grien re: comments to NDA (.4)	1.40
08/10/10	MSF	Preparation for Committee meeting with TM Capital.	2.90
	JLN	Meeting at TM re; preparation for creditors committee presentation, liquidation analysis, open issues	2.50
08/11/10	MSF	Preparation for meeting with Mengnu & Committee re: business options & cash flow.	2.00
	MSF	Meet with Committee re: update on presentations, cash flows, plan, company.	3.00
	MSF	Follow up telephone call w/ committee re: Mengnu and debtors' operations	2.70
	JMB	Prepare for and attend meeting with M. Fox, J. Nadritch, TM Capital, and committee counsel.	4.50
	JLN	Pre-meeting w/ TM and M. Fox re: creditors committee meeting	1.00
	JLN	Meeting w. creditors committee professionals	3.50
	JLN	Recap call w/ R. Abada re: meeting w/	1.50

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
		creditor committee; mengnu and misc issues.	
08/19/10	JLN	Call w. J. Carr and J. Adams re; CIA terms; follow-up email re: same	1.20
08/20/10	JLN	Emails w. committee and mengnu re; shipment	0.80
08/23/10	MSF	Prepare for meeting with Committee and review liquid analysis.	2.50
	JLN	Call w. J. Adams re; outstanding objections to lease issues (.3); discuss issues w/ M. Fox (.4)	0.70
08/24/10	MSF	Prepare for meeting with Committee	2.20
	JLN	Prep for committee meeting (.5); prepare agenda (.5) ; emails w/ Mengnu re: same (.5)	1.50
08/25/10	MSF	Meeting with Committee and Mengnu	5.00
	JLN	Pre-meeting w/ R. Grien, R. Abada re: committee meeting	1.00
	JLN	Meeting w/ creditors committee advisors	2.50
	JLN	Meeting w/ Mengnu's advisors re: liquidation analysis and creditors committee	1.80
	JLN	Follow-up meeting w/ R. Abada and R. Grien re: creditors committee/ unsecured creditors	1.50
Total Fees:			\$31,238.00

Legal Services Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
JAYME M. BETHEL	6.00	280.00	\$1,680.00
JORDANNA NADRITCH	31.60	425.00	\$13,430.00
MICHAEL S. FOX	25.60	630.00	\$16,128.00
			<hr/> \$31,238.00

Total This Matter	<hr/> \$31,238.00 <hr/>
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Total Due This Bill	<hr/> \$243,046.51 <hr/> <hr/>
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SEPTEMBER 2010 INVOICE

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

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
09/01/10	JMB	Calls with landlords re: admin rent	0.30
09/13/10	MSF	Review various real estate deals (1.5); calls w/debtors and KPMG re: same (0.6)	2.10
	JMB	Calls with landlords and landlords' counsel re: Lease Amendment	0.30
09/14/10	MSF	Draft various modification agreements regarding leases.	2.10
09/15/10	JLN	Call w. E. Seider re: various leases	0.50
09/17/10	MSF	Attend to Lease Modification re: several locations.	1.50
09/20/10	MSF	Telephone call with attorneys regarding Farmingdale - Claims with TMCC.	1.20
	MSF	Several telephone calls with Attorney UMW (1.0); NJ Attorney - Lease Modification (1.0)	2.00
09/21/10	JAB	Conference with M. Fox (0.1); review e-mail correspondence and prepare follow-up correspondence (0.8); review files and submit relevant abstracts to be put on the system (0.60)	1.50
	JMB	Call with J. Nadritch and E. Seidner re: Woodbury lease.	0.30
	JLN	Work re: lease modifications and review of leases and related summaries (2.0); discuss Woodbury lease with M. Fox (.5); call w/ E. Seidner re: same (.4)	2.90
09/22/10	JAB	Review form of abstract (0.2); prepare follow-up correspondence and submit additional abstracts for revision (0.2)	0.40

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
	JMB	Draft Lease Modification for Woodbury location and calls with C. Wenz, M. McMahon, J. Dawber and E. Seidner re: same (2.2), draft Lease Modification for Rohnert Park location (1.5).	3.70
	JLN	Draft and revise lease modifications for Woodbury and Rohnert Park (1.5); review lease summaries, discuss w/ J. Bethel and emails w/ KPMG re: same (1.2); emails and calls w/ E. Seidner re: Woodbury (.4); calls w/ C. Wentz and M. McMahon re: modifications (.5)	3.60
09/23/10	JAB	Review lease modifications and abstracts (0.7); review and revise abstracts (3.9); conference with MSF (0.2); prepare follow-up e-mail correspondence (0.4)	5.20
09/24/10	JAB	Conference with J. Bethel (0.3); review remaining lease modifications and abstracts (0.6); review and revise abstracts (3.3); telephone conference with MSF (0.2); prepare follow-up correspondence (0.4)	4.80
	JMB	Meet with J. Berets and revise various lease summaries.	2.20
09/27/10	MSF	Attend to Real Estate issues.	1.50
	JAB	Conference with MSF re: lease abstracts	0.40
	JLN	Call re: Woodbury lease modification (.3); emails w/ R. Abada and E. Seidner re: same (.5); revise Woodbury lease modification (.6)	1.40
	JLN	Draft lease modifications for various locations	1.50
09/28/10	JAB	Telephone conference with D. Brissman (0.2); review abstracts and lease modifications (0.6)	0.80

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
	JLN	Attend to various lease issues (.5); emails w/ R. Abada and E. Seidner re: same (.4)	0.90
09/29/10	MSF	Telephone call with Ed Seidner (0.6); attend to issues re: real estate (0.4); review of lease summaries & lease modifications (0.5)	1.50
	JAB	Review lease modifications and revise abstracts (1.4); conference with NMR (0.2); conference with MSF (0.2)	1.80
	JLN	Draft and revise lease modifications (1.0); call w/ E. Seidner and R. Abada re: lease issues (1.2)	2.20
09/30/10	JAB	Review lease modifications (0.6); review and revise abstracts (1.3)	1.90
	JMB	Revise multiple lease modification agreements and draft stipulation and order re: same.	2.70
Total Fees:			\$22,906.00

Legal Services Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
JESSICA A. BERETS	16.80	430.00	\$7,224.00
JAYME M. BETHEL	9.50	280.00	\$2,660.00
JORDANNA NADRITCH	13.00	425.00	\$5,525.00
MICHAEL S. FOX	11.90	630.00	\$7,497.00
			<hr/> \$22,906.00

Total This Matter	<hr/> \$22,906.00 <hr/>
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Re: ASSET DISPOSITION**Matter #: 008086-002**

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
09/01/10	MSF	Telephone call with Great American, reconciliation - lease, exhibit 8-1 (1.3); attend issues with augmentation and closing issues (0.8)	2.10
	SXS	Conf with JMB re Notice of Rejection (.60); Attn to Notice of Rejection review and assembly (.90); ECF re Notice of Rejection (.60); Service coordination with BMC re Notice of Rejection (.50)	2.60
	JMB	Meet with M. Fox and calls with GAFS (1.9), draft and file rejection notice (5.5)	7.40
09/08/10	JMB	Draft rejection notice.	0.60
09/09/10	JMB	Draft rejection notice.	0.30
09/10/10	JMB	Revise rejection notice.	0.10
09/14/10	JMB	Review Boylston Street objection and lease rejection procedures.	0.30
09/30/10	JMB	Draft rejection notice.	0.20
Total Fees:			\$4,296.00

Legal Services Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
JAYME M. BETHEL	8.90	280.00	\$2,492.00
SUHAILAH X. SALLIE	2.60	185.00	\$481.00
MICHAEL S. FOX	2.10	630.00	\$1,323.00
			<hr/> \$4,296.00

Total This Matter

\$4,296.00

Re: BUSINESS OPERATIONS**Matter #: 008086-003**

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
09/01/10	MSF	Several Telephone call with Ashley regarding substantive consolidation (2.9); issues on new business and operations (1.3); review License Agreements (1.3)	5.50
	MSF	Review and edit documents - Merrick Stipulation, reserves.	1.50
	SXS	Docket/Filesite review re Merrick Stipulations	1.10
	JMB	Calls with utility companies and P. Rameshwar	0.40
09/03/10	JMB	Calls with P. Rameshwar and utility companies re: adequate protection	0.10
09/07/10	MSF	Follow-up with Rami Abada and Rob Grien re: Liquidate Analysis, core markets, plan and replacement processor.	1.70
	JMB	Calls with P. Rameshwar and calls and correspondence with utility companies.	2.00
09/09/10	JMB	Calls with utility companies re: adequate protection	1.00
09/10/10	JMB	Calls with utility companies re: adequate protection	0.30
09/13/10	MSF	Telephone call with Ed Neiger re: Eisner - BSA -COD- Liquid Values.	0.30
	JLN	Call w/ R. Abada re: Eisner, Committee and Merrick (0.8); follow-up discussions w/ M. Fox (0.2)	1.00

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
09/14/10	JMB	Calls with utility companies.	0.60
09/15/10	JLN	Call w/ R. Abada and M. Ehrlich re: Merrick (.8); follow-up discussion w/ M. Fox (.4)	1.20
09/16/10	JMB	Research re: credit card processors.	0.30
	JLN	Call w/ D. Gurfein re: chargeback issues (.4); emails and calls w/ M. Fox (.5)	0.90
09/17/10	MSF	Conference with Merrick Bank re: regarding reserve (1.0); prep for call (0.1)	1.10
	MSF	Attend to issues re: Mengnu/PSA/Eisner.	0.80
	JMB	Calls and correspondence with P. Rameshwar and utility companies (0.5), call with M. Fox, J. Nadritch, and Merrick, and follow-up calls and correspondence re: same (2.8)	3.30
	JLN	Call w/ T. Brock and D. Gurfein re: further stipulation (1.0); follow-up calls w/ M. Fox and J. Bethel (.6); review memo and cases re: issues (1.0)	2.60
09/20/10	MSF	Attend to issues re: Merrick/Discover/Amex.	2.00
	JMB	Calls with utility companies and P. Rameshwar and meet with J. Nadritch re: same (0.7); revise Merrick stipulation and send same to Committee (0.2).	0.90
	JLN	Draft Merrick fourth stipulation (2.0); discuss w/ M/ Fox (.5); review and revise (.5); emails w/ D. Gurfein, T. Brock and Committee re: Stipulation (.5)	3.50
	JLN	Call w/ Discover re: reserve and chargeback (0.8); follow-up w/ M. Ehrlich (0.2)	1.00
09/21/10	JMB	Calls and correspondence with ConEdison and P. Rameshwar (1.3), call with M.	2.60

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
		Ehrlich, M. Fox and J. Nadritch (0.4), call with Merrick and follow-up (0.9).	
	JLN	Review and research cases re: setoff, chargeback and merchant agreements (1.0); discuss cases and issues w/ M. Fox (1.0); prep for and call w/ D. Gurfein, T. Brock (.8); follow-up call w/ M. Ehrlich (.4)	3.20
09/22/10	JLN	Call w/ M. Ehrlich re: Amex	0.50
	MSF	Call with Rob Grien, Rami Abada (1.3); debrief and strategy regarding Mengnu (1.2)	2.50
	JLN	Calls and emails w/ D. Gurfein re: Merrick (0.4); calls w/ M. Ehrlich re: Merrick (0.4); emails re: same (0.2); research re: reserves and chargebacks (0.5)	1.50
09/23/10	JMB	Calls and correspondence with utility companies re: deposition	1.10
09/27/10	MSF	Evaluate counter proposal to Mengnu/Jennifer by Committee	2.50
	JLN	Draft Merrick 5th Stipulation (1.7) review and discuss w. M. Fox (.5); emails and calls w/ T. Brock re: same (.5)	2.70
09/28/10	MSF	Prepare for and attend meeting with potential new credit card processor regarding transition, reserves, business.	3.20
	JLN	Call w/ Mengnu, R. Abada, and TM re: Misc. issues, liquidation, plan (1.6); follow-up w/ M. Fox (.4); follow-up w/ R. Abada (.3)	2.30
	JLN	Calls w/ M. Fox and T. Brock re: Merrick stip (.4); revise stipulation and recirculate (.8);	1.20
09/29/10	MSF	Prepare for and participate in call with client and Mengnu.	3.50

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
	MSF	Telephone call and email with Rob Grien (0.6); attend to issues re: debrief (0.2); prepare Mengnu deliverables (0.3)	1.10
	JLN	Finalize Merrick stipulation (.8); emails and calls w/ Brock, Adams etc. re: same (.7)	1.50
Total Fees:			\$29,740.00

Legal Services Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
JAYME M. BETHEL	12.60	280.00	\$3,528.00
JORDANNA NADRITCH	23.10	425.00	\$9,817.50
SUHAILAH X. SALLIE	1.10	185.00	\$203.50
MICHAEL S. FOX	25.70	630.00	\$16,191.00
			\$29,740.00
Total This Matter			\$29,740.00

Re: CASE ADMINISTRATION
Matter #: 008086-004

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
09/01/10	SXS	Conf with BMC re service list additions/corrections (.80); Review of client and JLN comments re consolidated addendum/schedules, et al (1.0); Attn to addendum/schedules/sofas consolidation revisions (4.0); Conf with MSF re consolidation issues (.60)	6.40

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
	JMB	Revise and file amended stipulation order (0.3), meet with M. Fox and S. Sallie re: Schedules (0.3), revise Schedules (0.7).	1.30
	JLN	Review and comment on schedules and statements (3.7); emails and calls w/ S. Sallie re: same (0.9); call w/ M. Fox re: Schedules (0.4)	5.00
09/02/10	SXS	Conf with Client, JLN and JMB re consolidation issues/revisions (.90); Attn to addendum/SOFAS/Schedule revisions (3.6)	4.50
	JMB	Review escrow agreement (0.2), prepare for debtor interview (1.0), revise Notes to Schedules and SOFAs (2.4)	3.60
09/03/10	SXS	Conf with Client re consolidation revisions (.50); Review of consolidated schedules/SOFAS revisions (.90); Attn to consolidated schedules/SOFAS revisions (5.7); Attn to final proofread re schedules/notes/SOFAS (.90)	8.00
	JMB	Prepare for debtor interview	0.70
	JMB	Review, revise and file Schedules and SOFAs	8.30
	JLN	Review revised schedules and statements (3.0); emails w/ D. Harrison and S. Sallie re: same (1.0); call w/ J. Bethel and S. Sallie re: comments (1.5)	5.50
09/04/10	SXS	Attn to assembly and ECF filing of 12 notes/schedules/SOFAS	2.00
09/07/10	MSF	Prepare for and attend meeting with UST.	2.50
	SXS	Conf with MSF re UST interview (.40); Conf with UST (.20); Conf with D. Harrison re amendments (.30); Conf with Acct re July/Aug Invoice (.40); Conf with JMB re monthly interim compensation	1.60

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
		(.30)	
09/08/10	MSF	Attend to various issues re: case management	2.50
	SXS	Conf with JMB re pending assignments & requested docs (.50); Filesite maintenance re: consolidated schedules/SOFAS (.50); Research re Suggestion of Bankruptcy for Small Claims Orange County (.40); Research re D&O Payments (.40); Research re Jennifer By-Laws and Articles (.50)	2.30
	JMB	Meet with M. Fox re: status (0.4), research re: class action and indemnification (2.5) and draft motion re: indemnification (2.3).	5.20
	DYW	Research re indemnification issues and draft related motion (2.1), meetings with M Fox and J Bethel re same (0.3)	2.40
09/09/10	JMB	Draft motion re: indemnification.	3.30
09/10/10	KAS	Review disclosure materials	0.70
	JMB	Draft agenda for 9/14 hearing.	1.00
09/13/10	KAS	Review and discuss objection to audited financials	0.70
	JMB	Prepare for 9/14 hearing (3.3), meet with M. Fox re: Winfield Group motion (0.1), meet with J. Nadritch re: status (0.8), revise agenda for 9/14 hearing (0.5).	4.70
	JLN	Meet w/ M. Fox re: various case issues and strategy (1.5), calls w/ company re: same (1.0)	2.50
09/14/10	MSF	Prepare for and attend hearing re: Eisner/San Jose/Bar Date/Kelly Drye including chambers conference.	3.50
	SXS	Conf with JMB re MOR's (.30); Conf with BMC re 3rd Rejection Notice (.50);	1.50

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
		Filesite maintenance (.70)	
	JMB	Prepare for 9/14 hearing (0.4), prepare for 341 meeting (0.2), draft JAC NDA (1.1), meet with J. Nadritch re: hearing and status (1.2).	2.90
	JLN	Prep for hearing and review motions (1.5); attend hearing and follow-up calls and discussions (2.5)	4.00
09/15/10	MSF	Telephone call with Rami Abada re: Case Administration and progress.	0.80
	MSF	Several telephone calls with Harley Greenfield re: class action and the board.	1.10
	MSF	Strategy with Rob Grien (1.2); update on Vales and Delitto (0.3)	1.50
	SXS	Conf with JLN re SOFA amendments	0.20
	JMB	Meet with J. Nadritch re: status (1.1), research and draft email to client re: UST quarterly fees (0.2), blackline orders for court and send same to M. Bruckman (0.2).	1.50
09/16/10	SXS	Filesite maintenance (.50); Conf with JLN re Escrow Agmt (.40); ECF re Escrow Agmt & Labroschiano Declaration (.80)	1.70
09/17/10	JMB	Meet with M. Fox re: status (0.5), research re: credit card processors (0.9), research re: setoffs (0.5), research re: financing agreements (0.5).	2.40
09/20/10	JMB	Meet with J. Nadritch re: case status.	0.20
09/21/10	JMB	Meet with J. Nadritch re: status (1.3), review materials re: credit card processors (0.2), research re: bank freezes and the automatic stay (0.6), prepare for 9/22 hearing (0.3), review revised Deloitte order (0.1).	2.50
09/22/10	SXS	Monitoring of CM/ECF docket for weekly and monthly case activity (.10); Attn to	0.20

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
		calendar of motion deadlines and responses to bankruptcy calendar (.10)	
	JMB	Meet with J. Nadritch re: status.	0.20
09/26/10	JLN	Review emails re: cash administration (0.6); emails w/ M. Fox re: open issues (0.4)	1.00
09/27/10	MSF	Review side-by-side, Liquidation Analysis with client.	1.40
	SXS	Conf with JLN re MOR's and TM Cap inquiry re 507(4)(a) vacation cap (.40); ECF re Notice of Rejection (.60); Conf with BMC re service of Notice (.40)	1.40
	SXS	Conf with JLN re 1st MOR (.40); ECF re July 18 to August 31 Monthly Operating Report (.60)	1.00
	JLN	Review MOR (.5); call w/ J. Bernstein re: same (.4); emails w. S. Sallie re; filing (.1)	1.00
	JLN	Board call (.5); follow-up w/ M.Fox (.4)	0.90
09/28/10	MSF	Met with Rami Abada and update on miscell matters.	1.00
09/29/10	SXS	Conf with JLN (.40); ECF re 5th Chargeback Stipulation (.60)	1.00
09/30/10	SXS	Conf with MSF and JMB (.50); ECF re Notice of Rejection (.60); Conf with BMC re service (.40); Research re Barcalounger Corp (1.20)	2.70
	JMB	Meet with M. Fox re: status.	0.30
Total Fees:			\$36,199.00

Legal Services Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
JAYME M. BETHEL	38.10	280.00	\$10,668.00
JORDANNA NADRITCH	19.90	425.00	\$8,457.50
DAVID Y. WOLNERMAN	2.40	415.00	\$996.00
SUHAILAH X. SALLIE	34.50	185.00	\$6,382.50
KENNETH A SCHLESINGER	1.40	490.00	\$686.00
MICHAEL S. FOX	14.30	630.00	\$9,009.00
			<hr/> \$36,199.00

Disbursements:

	<u>Amount</u>
Meals	\$586.19
Messenger	\$12.01
Reproduction	\$279.72
Postage	\$54.90
Secretarial O/T	\$85.00
Transportation	\$253.02
U.P.S.	\$393.59
Word Processing	\$937.50
Facsimile	\$8.00
Westlaw	\$749.12
Outside Copying	\$27.09
Telephone (Long Distance)	\$1.73
Total Disbursements:	<hr/> \$3,387.87
Total This Matter	<hr/> \$39,586.87

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

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
09/02/10	JMB	Review committee notes to bar date motion.	0.40
09/07/10	JMB	Calls with Jennifer customers (0.2), revise bar date notice and order (0.4).	0.60
09/08/10	SXS	Conf with BMC re POC revisions	0.50
	JMB	Meet with S. Sallie re: proof of claim form (0.2), calls with BMC Group and committee counsel and make corresponding revisions to bar date notice (0.5), calls with Jennifer creditors (0.2).	0.90
09/13/10	JMB	Calls with Jennifer creditors	0.20
09/14/10	MSF	Attend issues with Bar Date	0.60
	JMB	Revise bar date order.	1.20
	JLN	Revise bar date order per M386 and meet w/ J. Bethel re: same (1.0); emails w/ J. Adams re: bar date order and emails w/ M. Fox re: same (1.0)	2.00
09/15/10	SXS	Conf with BMC re Bar Date Notice & US Today quote (.40); Conf with JP&R Ad re US Today quote (.60);	1.00
	JMB	Revise bar date notice and order (2.2), calls with Jennifer creditors (0.1).	2.30
	JLN	Call w/ J. Adams re: Bar Date Order and notice (.5); revise and review bar date order and notice (1.0); discuss same w/ J. Bethel (.4); calls w/ clerk of court and emails re: same (.5); calls and emails w/ M. Bruckner re: Bar Date order (.5);	3.50

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
		review and submit order to court (.6)	
09/16/10	SXS	Conf with JP&R re USA Today quote	0.80
	JMB	Review draft bar date notice for publication.	0.20
	JLN	Work re: bar date notice, order and publication	0.80
09/20/10	SXS	Conf with JLN re Bar Date Notice Publication (.60); Conf with BMC re USA Today publication (.40)	1.00
	JLN	Calls w/ R. Abada re: bar date notice (.5); discuss w/ S. Sallie (.3); emails and calls w/ advertiser (.3)	1.10
09/21/10	SXS	Conf with MSF and JLN re publication (.60); Conf with JP&R re media authorization (.80); Conf with client re JP&R wire instructions (.40)	1.80
	JMB	Revise publication notice for USA Today.	0.60
	JLN	Efforts re: bar Notice publication (.3); calls w/ R. Abada and J. Schillero (.5); review typeset (.6)	1.40
09/22/10	SXS	Conf with BMC and JMB re typeset edits (.60); Finalization of USA Today Publication re Bar Date Notice (.40)	1.00
	JMB	Make revisions to publication notice.	0.20
	JLN	Review final typeset of bar notice	0.40
09/23/10	JMB	Calls with creditors re: specific claim inquires	0.20
09/24/10	JMB	Calls with creditors re: specific claim inquiries.	0.20
09/27/10	SXS	Conf with JP&R re USA Today and Certificate of Publication	0.30

Total Fees: \$7,432.00

Legal Services Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
JAYME M. BETHEL	7.00	280.00	\$1,960.00
JORDANNA NADRITCH	9.20	425.00	\$3,910.00
SUHAILAH X. SALLIE	6.40	185.00	\$1,184.00
MICHAEL S. FOX	0.60	630.00	\$378.00
			<hr/> \$7,432.00
Total This Matter			<hr/> \$7,432.00 <hr/>

Re: FEE/EMPLOYMENT APPLICATIONS
Matter #: 008086-007

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
09/07/10	JMB	Review Olshan fee invoices.	1.30
09/13/10	MSF	Telephone call with UST regarding Eisner - agree to Changes/modifications (.4); Follow up call with Steve Kreit - UST comments (.3).	0.70
	JMB	Revise Eisner affidavit and order	0.90
09/14/10	MSF	Attend issues with Eisner	0.50
	SXS	Conf with Acct re invoice revisions (.40); Conf with JMB re monthly compensation (.30); Docket review (.40)	1.10
	JMB	Research re: monthly operating reports (0.2), review and draft July and August invoices and meet with J. Nadritch re: same (1.2), revise Eisner retention order (0.1).	1.50

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
	JLN	Review time for monthly fee statement (1.2); meet w/ M. Fox re: same (0.3)	1.50
09/15/10	SXS	Attn to draft monthly compensation request (.50); Conf with acct re invoice revisions (.50); Conf with JLN re monthly fee format and revisions (.40)	1.40
	JMB	Review and revise July and August statement and meet with J. Nadritch re: same.	1.00
	JLN	Work related to preparation of monthly fee statement (2.0); meet w/ J. Bethel re: same (.5); discuss w/ M. Fox and S. Sallie (.5)	3.00
09/16/10	SXS	Conf with JMB & JLN (.30); Attn to draft cover letter (.50); Attn to fee app worksheet (1.20); Attn to draft Monthly Fee Summaries (.90)	2.90
	JMB	Draft and revise monthly fee statement for July and August invoices(1.1) and meet with J. Nadritch re: same (1.1)	2.20
	JLN	Work related to finalizing fee applications for July and August (1.5); meeting w/ J. Bethel re: same (1.0)	2.50
09/17/10	JMB	Revise monthly fee statements for July and August , correspondence re: same.	2.40
	JLN	Work on fee applications and review	2.00
09/20/10	JMB	Revise Olshan and TM invoices for July and August (1.0), draft TM Capital fee application (0.5).	2.50
	JLN	Prepare monthly fee entries for TM Capital	0.50
09/21/10	SXS	ECF re TM Capital Monthly Statements	0.50
	JMB	Revise TM fee application and circulate same.	1.00
	JLN	Calls w/ R. Grien re: fee application (.5); work w/ J. Bethel re: TM fee application	1.80

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
		and revise (1.3)	
09/30/10	JMB	Draft KGS retention documents.	1.40
Total Fees:			\$10,626.00

Legal Services Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
JAYME M. BETHEL	14.20	280.00	\$3,976.00
JORDANNA NADRITCH	11.30	425.00	\$4,802.50
SUHAILAH X. SALLIE	5.90	185.00	\$1,091.50
MICHAEL S. FOX	1.20	630.00	\$756.00
			<hr/> \$10,626.00
Total This Matter			<hr/> \$10,626.00 <hr/>

Re: FEE/EMPLOYMENT OBJECTIONS
Matter #: 008086-008

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
09/10/10	JMB	Review Committee Objection to Eisner retention.	0.50
09/13/10	JLN	Review committee objection and discuss w/ M. Fox (1.0); calls w/ E. Neiger re: Eisner and committee objection (1.0);	2.00
	JLN	Call w/ UST re: Eisner application (.5); review and revise Eisner order (.5); review amended affidavit of disinterestedness (.5);	1.50
	JLN	Call w/ J. Carr re: Eisner objection, liquidation analysis and related issues(.8);	1.80

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
		draft email to Carr re: Eisner; review and revise w/ M. Fox (1.0)	
09/14/10	JLN	Calls and emails w/ company re: Eisner objection (.8); call w/ J. Carr re: committee objection (.5)	1.30
	JLN	Review Committee comments to Eisner application and discuss w/ M. Fox (.8); revise Eisner order and emails w/ Committee re: same (1.0)	1.80
Total Fees:			\$3,710.00

Legal Services Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
JAYME M. BETHEL	0.50	280.00	\$140.00
JORDANNA NADRITCH	8.40	425.00	\$3,570.00
			<hr/> \$3,710.00
Total This Matter			<hr/> \$3,710.00 <hr/>

Re: LITIGATION
Matter #: 008086-010

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
09/15/10	JMB	Review Northern District of California class action litigation docket.	0.30
	JLN	Discussions re: class action settlement and issues w/ M. Fox and D. Wolnerman (1.0); review settlement (.4)	1.40

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
	DYW	Draft class action 9019 materials (2.2), meeting with M Fox re same (0.4), telephonic meeting with A Harris re same (0.5)	3.10
09/16/10	DYW	Draft Combs 9019 materials.	2.60
09/22/10	DYW	Telephonic meeting with A Harris re settlement issues.	0.20
09/28/10	DYW	Draft revised Combs 9019 materials.	1.20
Total Fees:			\$3,625.50

Legal Services Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
JAYME M. BETHEL	0.30	280.00	\$84.00
JORDANNA NADRITCH	1.40	425.00	\$595.00
DAVID Y. WOLNERMAN	7.10	415.00	\$2,946.50
			<u>\$3,625.50</u>
Total This Matter			<u>\$3,625.50</u>

Re: PLAN AND DISCLOSURE STATEMENT
Matter #: 008086-012

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
09/01/10	MSF	Attend to various plan of re organization re issues	1.60
	DYW	Research regarding plan classification issues.	0.40

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
09/07/10	JMB	Review draft plan template	0.40
09/15/10	MSF	Update on classification issues.	2.10
09/20/10	MSF	Review issues re: classification	1.10
09/21/10	MSF	Develop format regarding classification issues, plan, analysis, reserves.	3.50
09/27/10	SXS	Conf with JLN re Plan, DS and Motion to Approve (.30); Research re retail plans, DS and motions to approve (2.30)	2.60
	JLN	Review committee proposal (.4); review Sperry analysis and email (.5) call w/ E. Neiger re: committee proposal (.2)	1.10
	JLN	Research plan classification and read cases re: same (3.0); discuss plan issues w/ M. Fox (.5)	3.50
	DYW	Meeting with N Nadritch re classification issues.	0.10
09/28/10	MSF	Prepare and participate in conference call with Mengnu and Jennifer regarding Plan outlines.	3.70
	SXS	Research and doc retrieval re Plan, DS, confirmation order and motion to approve	5.50
	JLN	Further research for Plan/classification (2.0); work on documents for Plan (2.0)	4.00
09/29/10	SXS	Research re Plan, Disclosure Statements & motion to approve	1.50
	JLN	Call w/ team Mengnu re: Plan (1.3); follow-up w/ M. Fox (.5)	1.80
	JLN	Work re: Plan documents, Disclosure Statement etc., emails w/ J. Bethel re: same (2.7); call w/ J. Bethel (0.3)	3.00
	DYW	Attention to plan classification issues.	0.40
09/30/10	MSF	Calls w/company TM re: draft Plan and DS (2.0); review draft plan and DS (1.0);	4.00

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
		discuss plan with R. Abada (1.0)	
	JMB	Revise draft of Plan (6.8), revise motion to approve disclosure statement (2.0).	8.80
Total Fees:			\$20,500.50

Legal Services Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
JAYME M. BETHEL	9.20	280.00	\$2,576.00
JORDANNA NADRITCH	13.40	425.00	\$5,695.00
DAVID Y. WOLNERMAN	0.90	415.00	\$373.50
SUHAILAH X. SALLIE	9.60	185.00	\$1,776.00
MICHAEL S. FOX	16.00	630.00	\$10,080.00
			<u>\$20,500.50</u>
Total This Matter			<u>\$20,500.50</u>

Re: CREDITOR'S COMMITTEE
Matter #: 008086-014

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
09/07/10	JMB	Calls with committee counsel.	0.10
09/15/10	JMB	Call with J. Nadritch and J. Adams (0.2), review Committee letter to Gropper (0.1).	0.30
09/21/10	JLN	Review Deloitte order (.3); emails w/ J. Adams re: hearing (.2)	0.50
09/22/10	MSF	Preparation for call with Client regarding E-Brite/Committee.	1.50

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
			Total Fees: \$1,269.50

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	0.50	425.00	\$212.50
MICHAEL S. FOX	1.50	630.00	\$945.00
			<u>\$1,269.50</u>

Total This Matter	<u>\$1,269.50</u>
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Total Due This Bill	<u>\$143,692.37</u>
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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
		<u>\$78,381.10</u>

Prior Balance Due	\$78,381.10
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Total Due	<u>\$222,073.47</u>
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OCTOBER 2010 INVOICE

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

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
10/01/10	JMB	Draft various lease modification agreements.	0.60
10/04/10	JMB	Call with J. Nadritch and D. Harrison re: leases.	0.30
	JLN	Emails w. L. Chang re: expressions of interest	0.50
10/05/10	JAB	Conference with J. Nadritch (0.5); review and revise abstracts and lease modifications (0.5)	1.00
	JMB	Call with landlord re: lease modifications (0.3), call with KPMG (0.2), research re: assumption of modified leases and draft motion re: same (0.5).	1.00
	JLN	Review and revise lease modification agreements per discussions w/ LLs (1.2); call w/ company re: leases (.8) draft modification agreements based upon negotiations with KPMG (1.0); calls and emails w/ LLs re: same (.3)	3.30
10/06/10	JAB	Review and revise abstract and lease modifications	0.80
	JMB	Draft various Lease Modification Agreements.	1.20
10/07/10	JAB	Review and revise abstract and lease modification (0.4); conference with J. Nadritch (0.2); prepare follow-up correspondence (0.2)	0.80
	JMB	Research and draft various Lease Modification Agreements and meet with J. Nadritch re: same.	0.80

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
10/08/10	JMB	Draft various lease modification agreements and discuss with J. Nadritch	0.80
	JLN	Emails re: lease modification agreements (.4); review lease deals and discuss w/ J. Bethel (.5)	0.90
10/11/10	JMB	Draft and revise various lease modification agreements.	0.50
	JLN	Calls w/ landlords re: various issues (.8); review and revise lease modification agreements (2.2)	3.00
10/12/10	MSF	Review Lease Modification regarding Hannington and draft stipulation re: same	1.20
	JAB	Review revised lease modification (0.2); review and revise abstract (0.1); prepare follow-up correspondence (0.1)	0.40
	JMB	Draft various lease modification agreements.	0.60
10/13/10	JMB	Draft and revise various lease modification agreements.	0.40
	JLN	Work on lease modifications (.7); discuss open lease mod issues w/ M. Fox (.5); emails and calls w/ KPMG re: same (.8); call various landlords (.3)	2.30
10/14/10	JAB	Review and revise abstract (0.4); conference with J. Nadritch (0.2); prepare follow-up correspondence (0.2)	0.80
	JMB	Meet with J. Nadritch and call with KPMG re: Lease Modification Agreements (0.5), call with landlord (0.3), revise various Lease Modification Agreements (0.2).	1.00
	JLN	Attend to lease modifications (1.5); call w/ R. Tramantano re: same (.4); follow-up emails and calls (.3);	2.20
	JLN	Review misc case issues and leases with	1.60

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
		M. Fox (.8); review leases and follow-up w/ KPMG (.8)	
10/15/10	JAB	Review and revise abstract and lease modification (0.4); prepare follow-up correspondence (0.1)	0.50
	JLN	Emails re: lease modifications	1.00
10/18/10	JAB	Review and revise abstracts and lease modifications (0.4); prepare follow-up correspondence (0.4)	0.80
	JLN	Call w/ KPMG re: lease modifications (.3); meet w/ M. Fox re: various lease modifications (.5); attend to emails and comments from landlords re: lease modifications (.5)	1.30
10/19/10	JAB	Review and revise abstract (0.2); prepare follow-up correspondence (0.1)	0.30
	JMB	Research and draft 9019 Motion and Hannington Stipulation and Motion to Shorten Notice re: same, revise lease modification agreements.	1.00
	JMB	Meet with J. Nadritch re: Hannington stipulation, lease modifications, and plan/disclosure statement (1.3), research re: UST fees (0.2).	1.50
	JLN	Draft/ review/ revise lease modification agreements and attend to related least issues	3.00
	JLN	Work re: Hannington stipulation (.8); review case papers and revise 9019 motion and discuss w/ M. Fox (1.5)	2.30
10/20/10	JMB	Revise various lease modification agreements (0.4), meet with J. Nadritch and call to KPMG (0.1).	0.50
	JLN	Attend to lease modifications, draft, review and revise (2.0); call w/ KPMG (.3); calls	3.30

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
		and emails w/ Landlords re: modifications and rent (1.0)	
10/21/10	JMB	Revise lease modification agreements	0.20
	JLN	Revise lease modification agreements (1.0); circulate agreements to KPMG and landlords (.3)	1.30
	JLN	Draft comprehensive memo w/ lease issues to R. Abada and J. Schillero (1.5); review issues w/r/t 40 lease locations (1.0)	2.50
10/22/10	JMB	Calls with J. Nadritch and client re: ongoing leases	0.50
	JLN	Call w/ Jennifer team re: open lease issues	0.50
	JLN	Attend to various issues re: lease modifications	1.00
10/24/10	JLN	Work on various lease modifications and abstracts	1.50
10/25/10	JAB	Review and revise abstracts (0.2); conference with J. Nadritch (0.2); prepare follow-up correspondence (0.1)	0.50
	JLN	Call w/ J. Schillero and E. Seidner re: various lease issues	0.30
	JLN	Draft/work on lease modifications and review abstracts	1.50
10/26/10	WAB	Conference with J. Berets and proofread lease abstracts	1.40
	JAB	Conferences with WAB and JLN (0.3); review and revise abstracts (0.2); review e-mail correspondence and prepare follow-up correspondence (0.3)	0.80
10/27/10	WAB	Proofread lease abstracts	0.90
	JAB	Review and revise abstracts (0.5); conferences with JLN (0.5)	1.00
	JLN	Emails and calls w/ Landlords re: lease	3.60

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
		modifications (.7); call w/ R. Tramantano re: status of modifications (.4); revise various lease modifications and review abstracts (1.5); discuss issues re: revised abstracts w/ J. Berets (.5); meet w. M. Fox re; questions on lease modifications (.5)	
10/28/10	WAB	Proofread lease abstracts	1.30
	JAB	Conferences with JLN (0.2); review and revise abstracts (0.2); prepare follow-up correspondence (0.1)	0.50
	JLN	Draft lease modification agreements (2.0); review abstracts, emails w/ company re: same (1.0); meet w/ M. Fox re: various issues on specific leases (.5); discuss w/ KPMG issues w/ certain landlords (.4)	3.90
10/29/10	JAB	Review e-mail correspondence and prepare follow-up correspondence (0.2); review CTU Lease Modification Agreement (0.2)	0.40
	JLN	Draft/revise lease modification agreements (1.0); emails w/ KPMG re: negotiated terms and emails w/ landlords re: same (.5)	1.50
Total Fees:			\$26,401.50

Legal Services Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
JESSICA A. BERETS	8.60	430.00	\$3,698.00
JAYME M. BETHEL	10.90	280.00	\$3,052.00
JORDANNA NADRITCH	42.30	425.00	\$17,977.50
WENDY A. BLOOM	3.60	255.00	\$918.00
MICHAEL S. FOX	1.20	630.00	\$756.00
			<hr/> \$26,401.50

Total This Matter	<hr/> \$26,401.50 <hr/>
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Re: ASSET DISPOSITION
Matter #: 008086-002

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
10/01/10	JMB	Revise rejection notice.	0.20
10/04/10	JMB	Create lease rejection chart (2.1), draft proposed Winfield Group order (0.3).	2.40
	JLN	Call w/ D Harrison re: lease payments and rejected leases (.4); review and revise chart re: rejected leases (.4)	0.80
	JLN	Review order w/ Winfield and revise same	0.50
10/06/10	JLN	Emails and review Winfield stip and order	0.60
10/07/10	JMB	Review Winfield Group correspondence and lease.	0.20
	JMB	Review Motion filed by Jerome H. Meyer	0.50

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
		& Co. and draft email re: same.	
10/08/10	JMB	Review objections to lease rejections.	0.50
10/11/10	JMB	Review landlord objections.	0.80
	JLN	Review chart re: landlord objections (.4); emails w/ R. Abada and J. Schillero re; same (.3); call re: lease issues (.2)	0.90
10/13/10	JMB	Draft motion to extend time to assume/reject.	1.20
10/14/10	JMB	Revise Motion to extend time to assume/reject leases and draft Notice of Presentment re: same.	1.10
10/21/10	JLN	Review joinder of Restful Furniture (.4); discuss w/ M. Fox (.3); email to counsel re: procedural deficiency and issues (.3)	1.00
10/25/10	JLN	Call w. counsel for Restful Furniture re:joinder	0.30
10/28/10	JLN	Calls w/ Bank re: Pachogue location (.7); call w/ counsel for R. Furniture re: same (.2)	0.90
Total Fees:			\$4,057.00

Legal Services Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
JAYME M. BETHEL	6.90	280.00	\$1,932.00
JORDANNA NADRITCH	5.00	425.00	\$2,125.00
			<u>\$4,057.00</u>

Total This Matter	<u>\$4,057.00</u>
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Re: BUSINESS OPERATIONS**Matter #: 008086-003**

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
10/01/10	JMB	Calls with P. Rameshwar and utility companies re: postpetition accounts	1.40
10/04/10	MSF	Telephone calls with Rami Abada (0.5); review ongoing L. Chang inquiry and marketing of assets (0.5); coordinate issues regarding Mengnu (0.2)	1.20
	MSF	Review Strategy regarding Ashley restructuring.	1.50
	JMB	Revise American Express stipulation (0.2), calls with utility companies re: postpetition accounts (1.3).	1.50
10/05/10	JMB	Calls and correspondence with P. Rameshwar and utility companies re: postpetition accounts (1.6), revise Winfield Group Stipulation and Order (0.8).	2.40
	JLN	Review company's projections and calls w/ company and TM re: same (1.2); call w/ Mengnu re: company's projections and analysis re: same (1.0)	2.20
10/06/10	JMB	Calls with utility companies and P. Rameshwar re: adequate assurance	0.50
10/07/10	JMB	Meet with J. Nadritch re: open issues	1.00
10/08/10	JMB	Attend to insurance issues and calls with J. Nadritch re: same.	1.00
10/11/10	MSF	Participate in conference calls with client and with TM regarding Ashley and D & O.	2.20
	JLN	Call w/ R. Abada and R. Grien re: creditors meeting w/ Mengnu, plan term sheet,	2.20

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
		Ashley etc.	
10/12/10	MSF	Review Ashley documents regarding Assumption (1.4); review and digest punch list Ashley (1.5).	2.90
	JMB	Research and draft memo re: assuming license agreements and meet with J. Nadritch re: same	3.60
	JMB	Prepare for and calls with Mengnu and TM Capital.	2.20
	SRG	Review of sample Trademark Usage Agreement with Ashley Furniture (0.5); conference with M. Fox and J. Nadritch (0.2); conferences with S. Anand re "assignment research" (0.2); preparation of memo to M. Fox (0.7); conference call with clients, M. Fox and J. Nadritch (1.2)	2.80
	SAA	Conferences with S. Gursky and research re assignments in Wisconsin (0.2); research re same (2.1)	2.30
	JLN	Review Ashley wishlist (.6); calls w/ R. Abada and R. Grien re: same and strategy(1.4); draft and devise counter proposal to Ashley (1.5)	3.00
	JLN	Meet w/ S. Gursky re: Ashley agreements (1.2); research re: IP and assumption/assignment of nonexclusive licenses (2.0); review and revise draft memo re: same (.5); calls w/ R. Abada and others re: Ashley IP issues (1.4)	5.10
	DYW	Attention to license assumption issues.	0.20
10/13/10	MSF	Review Ashley - counter to term sheet (0.6); conference calls with clients and Mengnu (1.9)	2.50
	SRG	Conference call re Ashley Tuas	0.40
	JLN	Review Ashley counterproposal (.5); call	1.30

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
		w/ R. Abada, S. Mash and Fox re: comments (.5); review revised proposal (.3)	
	JLN	Call w/ R. Abada re: various day to day issues, Ashley, Mengnu,	1.00
	JLN	Call w/ Mengnu Advisors re: Ashley counterproposal, projections and other related issues	1.30
	JLN	Email and calls re: Merrick stipulation (.2); discuss reserve true-up w/ J. Schillero (.3);	0.50
10/14/10	JLN	Calls w/ R. Abada and R. Grien re; Ashley, other potential interests, Mengnu	1.30
	JLN	Draft/revise Merrick 6th stipulation (.7); emails w/ Merrick re: same (.4); emails w/ Committee re: consent (.2)	1.30
10/15/10	MSF	Creative issues with Mengnu/Committee/Ashley and develop responses.	2.00
	MSF	Telephone call with Rami Abada regarding Ashley/Mengnu - meetings and strategy (on High Point NM).	1.20
	JMB	Review and file Merrick stipulation and suggestion of bankruptcy.	0.40
	JLN	Email re: Merrick stipulation	0.30
10/18/10	JMB	Call with utility company re: postpetition account.	0.70
	JLN	Call w/ R. Grien re: Ashley and Mengnu (.8); emails w/ T. Sperry re: questions and requests (.5)	1.30
10/19/10	MSF	Telephone call with Rami Abada regarding Ashley/Mengnu, meetings and strategy on High Point ND.	1.20
10/20/10	MSF	Telephone call with Rami Abada and Rob Grien regarding Ashley-Mengnu-Deloitte.	1.00

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
	SRG	Search of Jennifer trademarks and preparation of related email (1.1); review of Ashley agreement re possible "going out of business" sale (0.4); conference with M. Fox and J. Nadritch (0.4); preparation of draft memo re Ashley trademark usage agreements (1.0)	2.90
	JLN	Meet w/ S. Gursky re: Ashley and TUA (.6); meet w/ J. Bethel re: research re: licenses (.3); review and revise memo re: Ashley (1.2)	2.10
10/21/10	MSF	Continue reviewing issues regarding Ashley licenses.	1.20
	JMB	Call with P. Rameshwar and correspond with utility companies re: establishing postpetition accounts.	2.30
	SRG	Further review of Ashley agreement and preparation of email clarifying issues regarding licensed territory (0.8); conference call with clients, M. Fox and J. Nadritch (0.6)	1.40
	JLN	Draft/review and revise memo re: IP licenses and Ashley TUA (2.0); meet w/ J. Bethel (1.0); discuss w/ M. Fox (.5)	3.50
	JLN	Review issues re: LC (.5) email E. Neiger: same (.3)	0.80
	JLN	Call w. Team Mengnu to discuss Ashley TUAs and other related issues	1.00
10/22/10	JMB	Calls with P. Rameshwar and calls and correspondence with utility companies re: establishing postpetition accounts.	0.30
10/25/10	JLN	Call w. R. Grien re: various issues w/ Ashley, financial projections,	1.20
10/27/10	SRG	Conference with M. Fox re Ashley (0.2); review of Third Circuit opinion re	0.90

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
		trademark licenses (0.4); attendance at meeting (0.3)	
	JLN	Meet w/ R. Grien re: Ashley	1.00
10/28/10	MSF	Review issues with CB Discover.	1.10
	JLN	Call w/ discover (.4); pre call w/ J. Schillero (.1)	0.50
	JLN	Review Amex stipulation (.5); discuss w/ M. Fox (.2)	0.70
	JLN	Call w/ D. Sokol re: Ashley/Microfocus (.3); review correspondence re: same (.3)	0.60
10/29/10	JLN	Review email to Ashley (.5); review Mengnu's comments to email (.3)	0.80
Total Fees:			\$36,408.50

Legal Services Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
JAYME M. BETHEL	17.30	280.00	\$4,844.00
SAFIA A. ANAND	2.30	395.00	\$908.50
JORDANNA NADRITCH	33.00	425.00	\$14,025.00
DAVID Y. WOLNERMAN	0.20	415.00	\$83.00
MICHAEL S. FOX	18.00	630.00	\$11,340.00
STEVEN R. GURSKY	8.40	620.00	\$5,208.00
			<hr/> \$36,408.50

Total This Matter

\$36,408.50

Re: CASE ADMINISTRATION**Matter #: 008086-004**

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
10/01/10	SXS	Conf with JMB re: status	0.10
10/04/10	JMB	Meet with J. Nadritch re: status.	0.30
10/05/10	JMB	Meet with J. Nadritch re: status.	0.40
10/06/10	SXS	Conf with group atty re case status (0.2); Conf with Renaissance landlord (0.2); ECF re Notice of Publication (0.1)	0.50
	ARW	Correspondence and telephone conferences with M. Fox and J. Nadritch re bankruptcy issues; review policy re same	1.50
	JLN	Review D&O Policy (0.2); discuss w/ A. Wolf (0.1)	0.30
10/07/10	SXS	Filesite maintenance	0.90
	ARW	Telephone conference with J. Nadritch (0.2); research and work on issues re insurance coverage in bankruptcy (2.2); conference call with insurance industry consultant (0.6); conference call with client (0.3); review further correspondence from J. Nadritch and client (0.2)	3.50
	JLN	Meet w/ A. Wolf re; D&O Policy (0.2); call w/ R. Abada and H. Greenfield re; D&O issues (0.1); follow-up re: same (0.1)	0.40
	JLN	Review D&O Policy and research (0.3)draft summary memo to company re: policy and related issues (0.2)	0.50
	JLN	Emails w/ M. Ehlirch re: small claims issues and automatic stay	0.20
10/08/10	SXS	Filesite maintenance (0.5); Monitoring of CM/ECF docket for weekly and monthly case activity (0.1)	0.60

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
10/11/10	ARW	Correspondence and telephone conferences with J. Nadritch re insurance issues (0.5); research and work on same (2.1); correspondence with client and reps of Mengnu (0.7); telephone conference with Ed. Neiger (0.4)	3.70
	JLN	Review D&O policy and revise email to H. Greenfield and R. Abada (0.4); emails and calls w/ M. Fox (0.8); emails w/ Mengnu advisors re: same (0.8)	2.00
	SXS	Conf with MSF	0.20
	JMB	Meet with J. Nadritch re: status.	0.60
	ARW	Research re insurance issues (2.3); review Delaware court decision re D&O coverage (0.6); work on issues re same in conference with M. Fox, J. Nadritch, D. Wolnerman (0.5); conference call with Rami and Harley re same (0.4)	3.80
	JLN	Meet w/ A. Wolf, M. Fox re: D&O policy (1.6); call w/ R. Abada re: same (1.7)	3.30
10/12/10	DYW	Attention to indemnification/ insurance issues and meeting with A. Wolff re same.	1.60
	ARW	Work on issues re insurance coverage	0.40
10/14/10	SXS	Monitoring of CM/ECF docket for weekly and monthly case activity (0.1); Attn to calendaring of motion deadlines and responses to bankruptcy calendar (0.1)	0.20
	JMB	Meet with J. Nadritch and revise Hannington Stipulation and Notice of Presentment re: same (2.5), research re: D&O insurance issues (1.0), meet with J. Nadritch re: status (0.3).	3.80
	ARW	Review materials and work on issues re insurance coverage with M. Fox and J. Nadritch	1.20

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
	JLN	Review and mark-up motion to extend time to assume leases (0.3); meet w/ J. Bethel re: same (0.2)	0.50
	JLN	Review and revise motion to extend assumption of leases	0.80
10/15/10	SXS	ECF re 6th Merrick Stipulation (0.3); Filesite maintenance (0.3); Attn to Subpoenas (0.2); Conf with DLS, Inc. (0.1)	0.90
10/17/10	JMB	Revise motion to extend exclusivity.	0.50
	JLN	Review and mark-up draft exclusivity motion; review motion to extend leases	0.20
10/18/10	MSF	Calls with Rob Grien regarding analysis and support needed.	1.30
	JMB	Meet with J. Nadritch re: status (0.2), revise motion extending time to assume/reject (0.3), draft 9019 motion (0.3).	0.80
	ARW	Telephone conference with J. Nadritch re case issues	0.10
	JLN	Call w/ Independent Directors	0.50
	JLN	Revise and mark-up motion to extend exclusivity and motion to extend rejection period (1.8); meet w/ M. Fox re: same (0.5); meet w/ J. Bethel re: comments (0.2); finalize motions for filing (0.5)	3.00
10/19/10	SXS	Conf with BMC re service re 10/18 motions	0.20
10/20/10	SXS	Conf with BMC re service 10/19 motions	0.40
	JMB	Review Joinder filed by Restful Furniture (3.0), meet with J. Nadritch re: status (1.0), research and draft motion re: assuming executory contracts (1.0).	5.00
	ARW	Prepare for and meet with M. Fox, D. Wolnerman and J. Nadritch re insurance	1.10

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
		issues (0.7); review cases and follow up work on same (0.4)	
	JLN	Draft issues list for call w/ R. Abada	0.80
	JLN	Meet w/ A. Wolf re: D&O coverage	0.70
10/21/10	SXS	Conf with process server re Joseph Picone info	0.40
	JMB	Meet with J. Nadritch re: status (0.4), revise memo to client (0.1).	0.50
	JLN	Call w/ R. Abada re: open issues, operational, leases	0.40
10/22/10	SXS	Conf with DLS re affidavits (0.4); Conf with EVH re affidavits & Notices (0.3); Attn to Notices of Subpoenas (0.1); Conf with BMC re service (0.1); Circuit City doc review re atty noted docs (0.1)	1.00
10/25/10	SXS	Conf with process server re subpoenas (0.3); Conf with BMC re service list corrections (0.5)	0.80
	ARW	Correspondence with Rami re D&O coverage and review materials re same	0.20
10/26/10	MSF	Meet with Escrow agent (1.1); issues on purchases for disbursed and extension of agreement (0.3)	1.40
	SXS	Conf with chambers (0.1); Conf with JLN (0.1); Hearing prep (0.3)	0.50
	ARW	Conference call with Rami, Ira and M. Fox re claims issues (0.5); correspondence with Rami re D&O coverage application (0.2); research and follow up work on same (2.1)	2.80
	JLN	Call w/ Jennifer re: D&O policy, indemnification and related actions/issues	0.50
10/27/10	SXS	Conf with client re Mengnu claim (0.3); Filesite maintenance (0.2)	0.50

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
	ARW	Review insurance policy re renewal and application issues and automatic tail issues	0.50
	JLN	Prep for, travel to, and attend hearing, and update M. Fox re: same	3.30
	EVH	Preparation for and attendance at hearing (Hon. Gropper) re: Section 365 motion and joinder (2.3); prepare status memo re: same with J. Nadritch (0.5); confer M. Fox with J. Nadritch re: scheduling and rulings (0.5); confer J. Nadritch re: Delaware State Department docs (0.4)	3.70
10/28/10	SXS	Notices of Rejection review re CSJ (4.0); Docket review re Journal Register and Foodstar disclosure statements (1.0)	5.00
	JLN	Emails re: exclusivity	0.30
10/29/10	SXS	Conf with MSF (0.4); Attn to TUA/Lease term chart (1.6); Monitoring of CM/ECF docket for weekly and monthly case activity (1.0); Attn to calendaring of motion deadlines and responses to bankruptcy calendar (0.1)	3.10
Total Fees:			\$28,394.00

Legal Services Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
JAYME M. BETHEL	11.90	280.00	\$3,332.00
JORDANNA NADRITCH	17.70	425.00	\$7,522.50
ELLEN V. HOLLOMAN	3.70	440.00	\$1,628.00
DAVID Y. WOLNERMAN	1.60	415.00	\$664.00
SUHAILAH X. SALLIE	15.30	185.00	\$2,830.50
MICHAEL S. FOX	2.70	630.00	\$1,701.00
ALLEN R. WOLFF	18.80	570.00	\$10,716.00
			<hr/> \$28,394.00

Disbursements:

	<u>Amount</u>
Meals	\$291.85
Messenger	\$65.77
Reproduction	\$1,032.84
Process Service	\$317.00
Telephone	\$600.75
Travel Expense	\$130.00
U.P.S.	\$184.38
Westlaw	\$320.98
Witness Fees	\$120.00
Pacer Service Center (Searches)	\$957.53
Transcripts	\$1,475.50
Telephone (Long Distance)	\$0.08
Total Disbursements:	<hr/> \$5,496.68

Total This Matter

\$33,890.68**Re: CLAIMS ADMINISTRATION AND OBJECTIONS****Matter #: 008086-005**

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
10/01/10	JMB	Calls with Debtor creditors re: specific claims.	0.30
10/04/10	JMB	Calls with Debtor creditors re: specific claims.	0.40
	JLN	Review Mengnu preference analysis	0.80
10/07/10	SXS	Conf with JLN (.30); File review re Sterling service (.40); Conf with Client re confirmation of Sterling (.70)	1.40
10/08/10	JMB	Calls with creditor re: claim.	0.30
10/11/10	JLN	Emails w/ TM re 503b-9 claims	0.50
10/18/10	JMB	Call with equity holder re: claim	0.10
10/25/10	SXS	Conf with BMC re claims register (.50); Conf with JLN & MSF re Combs POC and Claims Register (.30)	0.80
	JLN	Review prelim claims issues (.5); review claims filed by class action plaintiff (.4); draft email to M. Fox and R. Abada re: same (.3)	1.20
10/26/10	JLN	Review and analyze claims register	1.00
10/28/10	SXS	Conf with BMC re level 1 claims review	0.50
	JLN	Call w/ BMC re: claims reconciliation process (.5); followup discussion w/ S. Sallie (.3)	0.80

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>	
10/29/10	SXS	Conf with BMC re updated Claims Register	0.50	
	JLN	Review updated claims register	0.50	
			Total Fees:	\$2,940.00

Legal Services Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
JAYME M. BETHEL	1.10	280.00	\$308.00
JORDANNA NADRITCH	4.80	425.00	\$2,040.00
SUHAILAH X. SALLIE	3.20	185.00	\$592.00
			<hr/> \$2,940.00

Total This Matter

\$2,940.00

Re: FEE/EMPLOYMENT APPLICATIONS
Matter #: 008086-007

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
10/04/10	JMB	Revise supplemental Eisner affidavit (0.6), revise KGS Application (0.4).	1.00
10/05/10	JMB	Research re: expanding the scope of debtor's counsel and draft supplemental Olshan declaration re: same.	0.50
10/06/10	JMB	Review September fee statement.	0.70
10/08/10	SXS	ECF re Eisner Supplemental Affidavit	0.60

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
	JMB	File supplemental Kreit affidavit and send same to US Trustee.	0.20
10/13/10	JMB	Review and revise September fee statement.	0.50
	JLN	Review of September time and invoice	1.50
10/14/10	JMB	Revise KGS retention application.	0.50
10/15/10	JMB	Draft Notice of Presentment for KGS retention application (0.2), revise September fee statement (0.2).	0.40
	JLN	Work re: fee statement and call w. J. Bethel re: same	1.20
10/17/10	JLN	Review KGS retention paper and revise	1.00
10/18/10	JMB	Revise TM Capital fee statement (1.3), revise Olshan fee statement (2.9), revise KGS retention application (1.5).	5.70
	JLN	Review and finalize Olshan September invoice and fee statement (2.0); discuss w/ M. Fox (.3); review and finalize TM invoice and fee statement (.8)	3.10
	JLN	Mark-up and revise KGS retention application, notice of presentment (1.2); call w./ J. Schillero and discuss w/ J. Bethel (.5)	1.70
10/19/10	SXS	Conf with JMB re KGS retention (.30); ECF re KGS retention (.60)	0.90
	JMB	Revise and file KGS retention application.	1.40
	JLN	Work re: KGS retention application and revise draft order	1.20

Total Fees: \$7,452.00

Legal Services Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
JAYME M. BETHEL	10.90	280.00	\$3,052.00
JORDANNA NADRITCH	9.70	425.00	\$4,122.50
SUHAILAH X. SALLIE	1.50	185.00	\$277.50
			<hr/> \$7,452.00

Total This Matter	<hr/> \$7,452.00 <hr/>
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Re: FEE/EMPLOYMENT OBJECTIONS
Matter #: 008086-008

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
10/25/10	JLN	Attend KGS retention questions/issues raised by UST	1.00

Total Fees:	\$425.00
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Legal Services Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
JORDANNA NADRITCH	1.00	425.00	\$425.00
			<hr/> \$425.00

Total This Matter	<hr/> \$425.00 <hr/>
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Re: FINANCING**Matter #: 008086-009**

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
10/06/10	JMB	Meet with J. Nadritch and research re: letters of credit and DIP financing	2.40
10/07/10	JMB	Research re: DIP Motions (0.5), draft motion re: letter of credit facility (1.6).	2.10
10/11/10	JMB	Revise motion re: DIP financing.	0.90
10/12/10	JMB	Revise motion re: DIP financing.	1.50
10/13/10	JMB	Revise motion re: DIP financing.	0.60
10/17/10	JLN	Review DIP motion	0.60
10/20/10	JMB	Revise motion re: DIP financing	1.70
	JLN	Meet w/ J. Bethel re: DIP motion (.5); review/mark-up draft motion (1.3); review DIP orders examples and mark-up (1.0)	2.80
10/21/10	JMB	Research re: DIP financing (0.6), draft Order re: DIP Financing Motion (1.7).	2.30
Total Fees:			\$4,665.00

Legal Services Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
JAYME M. BETHEL	11.50	280.00	\$3,220.00
JORDANNA NADRITCH	3.40	425.00	\$1,445.00
			<u>\$4,665.00</u>

Total This Matter

\$4,665.00**Re: LITIGATION****Matter #: 008086-010**

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
10/04/10	DYW	Draft Combs 9019 materials.	0.50
10/06/10	DYW	Telephonic meeting with R Abada and M Fox re Combs settlement and follow up	0.40
10/07/10	DYW	Telephonic meeting with A Harris re Combs settlement.	0.20
	DYW	Telephonic meeting with R Abada and H Greenfield re Combs settlement.	0.30
10/08/10	DYW	Telephonic meeting with A. Harris re Combs settlement.	0.20
10/13/10	JLN	Meet w/ E. Holloman re: TMCC motion (.5); meet w/ M. Fox re: discovery re: same (.5)	1.00
	EVH	Meeting with Nadritch and Fox re: discovery and opposition motion (4.0); draft notice (sample) (1.0)	5.00
10/14/10	SXS	Conf with EVH re subpoenas and service	0.40
	JLN	Meet w/ E. Holloman re: TMCC motion and call w/ E. Seidner re: same	0.70
	JLN	Review schedule of document requests to TMCC etc. and review (1.0); discuss changes w/ E. Holloman (.5)	1.50
	EVH	Attention to drafting discovery requests (0.2); research bankruptcy procedure (2004 vs. 9016) (0.6); prepare subpoenas and notices (0.2)	1.00
10/15/10	EVH	Call to B. Pollack (0.8); attention to	1.50

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
		finalizing schedule A and finalizing notices, etc. (0.7)	
10/19/10	EVH	Calls/voicemails and call with B. Pollack re: discovery and scheduling (0.3); confer T. Fleming and J. Nadritch re: same (0.4); confer S. Sallie re: subpoena status (0.1)	0.80
	DYW	Attention to Combs class action and indemnification issues.	1.30
10/20/10	JLN	Calls and emails w/ E. Holloman re: TMCC discovery schedule (.8); review patchogue objection and draft summary email re: same (.5)	1.30
	EVH	Calls/e-mails with B. Pollack re: discovery-related matters and scheduling (0.4); e-mails, calls with Nadritch and Fox to confer re: proposed schedule (0.1)	0.50
	DYW	Meeting with M Fox, J Nadritch and A Wolff re insurance and class action issues.	0.90
	DYW	Telephonic meeting with R Abada, M Fox and H Greenfield re Combs settlement and follow up thereto.	0.70
10/21/10	EVH	Confer E. Seidner re: deposition availability (0.4); attention to discovery-related matters (0.5)	0.90
10/22/10	JMB	Research and draft memo re: TMCC Motion.	4.80
	EVH	Attention to correspondence with B. Pollack re: scheduling (1.0); call with V. Emmanulle re: scheduling and TMCC's Motion (1.0); attention to correspondence (1.0); prepare memo to files re: telephone calls (0.5); research opposition motion and prepare for depositions (0.5)	4.00
10/25/10	EVH	Attention to objection to TMCC matters, scheduling matters (0.2); calls to B. Pollack (Cullen Dykman) and V.	1.00

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
		Emanuello (Josasco, Inc.) re: same (0.6); confer J. Nadritch; review cases pulled by J. Bethel and review Bethel memo (0.2)	
10/26/10	EVH	Attention to drafting/researching opposition papers & researching "true lease" issues (1.3); confer M. Fox and J. Nadritch re: hearing tomorrow (0.3); review Bankruptcy Code and leases (0.3); confer V. Emanuello and B. Pollack re: scheduling issues (0.3); prepare for court conference (0.6)	2.80
	DYW	Meeting with M Fox re Combs issues (.3) and follow up with Committee counsel re same (.7).	1.00
10/28/10	CRF	Confer with EH re need for research on 365 claims and need to draft objection.	0.50
	EVH	E-mails/correspondence with B. Pollack re: notice of subpoenas	0.40
10/29/10	EVH	Attention to drafting objection and reviewing cases (0.9); confer B. Pollack re: notice of motion issues (0.2)	1.10
Total Fees:			\$14,113.00

Legal Services Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
JAYME M. BETHEL	4.80	280.00	\$1,344.00
CHARLES R. FRITCH	0.50	280.00	\$140.00
JORDANNA NADRITCH	4.50	425.00	\$1,912.50
ELLEN V. HOLLOMAN	19.00	440.00	\$8,360.00
DAVID Y. WOLNERMAN	5.50	415.00	\$2,282.50
SUHAILAH X. SALLIE	0.40	185.00	\$74.00
			<hr/> \$14,113.00

Total This Matter	<hr/> \$14,113.00 <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>
10/01/10	JMB	Revise Disclosure Statement (0.5), draft Order Approving Disclosure Statement (0.5).	1.00
10/03/10	JLN	Review and mark-up draft plan and disclosure statement (1.5); review draft motion and order and mark-up (1.5)	3.00
10/04/10	JMB	Revise Motion to Approve Disclosure Statement.	0.50
	JLN	Review Mengnu Plan treatment (.6); discuss w./ J. Bethel (.5); work re draft plan and ds (1.5)	2.60
10/05/10	MSF	Review and digest several plan options.	5.20

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
10/06/10	JMB	Revise Plan (0.3), revise Disclosure Statement (0.2).	0.50
	JLN	Meetings w/ J. Bethel re: plan and DS (1.0); review comp plans and draft and plan and ds (1.5)	2.50
	JLN	Call w/ TM and Company re: terms of plan	1.00
	MSF	Draft terms of plan and negotiate with Mengnu.	3.00
	JMB	Research re: drafting plan (1.2), meet with J. Nadritch re: Plan and Disclosure Statement (0.6), revise Disclosure Statement (5.5).	7.30
	JLN	Draft, review, revise plan and ds (3.5); research re: same (2.0)	5.50
10/07/10	JLN	Call w/ Neiger re: plan terms (.5); call w/ team Mengnu and TM re: terms of plan, plan issues etc. (.9); follow-up call w/ R. Abada (.5)	1.90
	JMB	Research and revisions to Plan and Disclosure Statement (4.8); meet with J. Nadritch re: same (0.5).	5.30
10/08/10	JMB	Revise Disclosure Statement.	1.30
10/10/10	JLN	Review revised term sheet(.4); research re; plan (.8); work on plan and ds (2.3)	3.50
10/11/10	MSF	Evaluate plan treatment and issues for Disclosure Statement.	6.00
	JMB	Review Mengnu plan terms (0.5), revise Plan and Disclosure Statement (4.8), revise Motion to Approve Disclosure Statement (0.6).	5.90
10/12/10	JLN	Draft/work on disclosure statement w/ J. Bethel	1.50
	MSF	Participate in conference call with client and Mengnu re: plan issues	1.20

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
	SXS	Conf with JMB (.40); Conf with BMC (.40); Docket review re Confirmation Order (.50)	1.30
	JMB	Revise Plan and Disclosure Statement (2.2), research re: ballots and draft same (1.1).	3.30
	JLN	Review and mark-up initial draft plan (2.0); meet w. J. Bethel re: same (.5)	2.50
10/13/10	JMB	Draft plan supplement (0.6), revise Plan and Disclosure Statement (6.0), meet with J. Nadritch re: Disclosure Statement (0.4), review Committee counter-proposal (0.2).	7.20
	JLN	Meet w/ J. Bethel re: disclosure statement (.3); mark-up various sections and provide comments (1.3); discuss w/ M. Fox (.3)	1.90
	JLN	Review committee counterproposal to plan terms (.4); discuss w/ J. Bethel, M. Fox (.3); email BOD (.2)	0.90
10/14/10	MSF	Telephone calls with Rami Abada regarding Plan (1.1); revise and plan DS (2.1)	3.20
	JMB	Revise ballots (0.8), revise Disclosure Statement (0.4), draft Motion to Extend Exclusivity and Notice of Presentment (1.5).	2.70
	JLN	Work re: plan and disclosure statement (1); meet w/ J. Bethel re: same (.5)	1.50
10/15/10	MSF	Attention to IP issues and Ashley agreements and their impact on plan.	2.90
	JMB	Review Mengnu proposed terms (0.2), revise Disclosure Statement (0.5).	0.70
10/17/10	JLN	Review Mengnu counterproposal and compare (.8); work re: disclosure statement (1.0)	1.80

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
10/18/10	MSF	Revise POR and classification issues.	3.50
	MSF	Attend to subordination issues with A-D notes classification.	1.20
	JMB	Revise motion to extend exclusivity and draft notice of hearing re: same (0.9), review Committee term sheet (0.2).	1.10
10/19/10	JMB	Revise plan and disclosure statement.	1.20
	JLN	Work re: plan and DS (0.5); meet w/ J. Bethel re: same (0.5)	1.00
10/20/10	JMB	Research re: drafting plan/disclosure statement and revise same.	1.80
10/21/10	MSF	Issues with classification - Mengnu/Ashley.	2.10
	JLN	Work w/ J. Bethel on draft of plan and DS	1.00
	JLN	Call w/ E. Neiger re: LC and Term sheet	0.30
10/22/10	JMB	Revise Disclosure Statement and Motion to Approve Disclosure Statement.	1.20
	JLN	Calls w/ J. Bethel re: DS docs	0.50
	JLN	Review status of plan docs and draft open issues list	0.50
10/25/10	JLN	Revise draft plan and DS and review case docket and history re: same	3.70
10/26/10	MSF	Review documents regarding Combs and impact on Plan and PSI.	1.50
	MSF	Review and analyze D &O issues and the interplay with the plan and DS	1.90
	MSF	Review and edit Plan of Reorganization.	3.10
	JLN	Meet w/ M. Fox re: Plan (1.0); draft and revise Plan and DS (3.0); circulate prelim draft to client for discussion (.2)	4.20
	JLN	Call w/ R. Abada re: plan and outstanding issues (.5); meet w/ M. Fox re: list of open	0.80

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
		issues (.3)	
	JLN	Review financial projections prepared by TM (.5); review DCF model (.4); call w/ S. Mash re: valuation (.3)	1.20
10/27/10	MSF	Attend to Ashley issues and Plan issues.	1.90
	JLN	Prep w/ M. Fox for call w/ Mengnu advisors (.2); pre call w/ R. Abada and R. Grien (.3); call w. T. Sperry, R. Abada et al re: plan issues (0.5)	1.00
10/28/10	MSF	Attend to issues with Plan Disclosure Statement.	1.00
10/29/10	MSF	Review issues re: timing with client; call with TM and follow-up revision to Plan Financing.	2.90
	JLN	Call w/ TM re: valuation (0.2); follow-up research and review re: valuation models (0.3)	0.50
Total Fees:			\$56,338.50

Legal Services Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
JAYME M. BETHEL	41.00	280.00	\$11,480.00
JORDANNA NADRITCH	44.80	425.00	\$19,040.00
SUHAILAH X. SALLIE	1.30	185.00	\$240.50
MICHAEL S. FOX	40.60	630.00	\$25,578.00
			<u>\$56,338.50</u>

Total This Matter	<u>\$56,338.50</u>
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Re: CREDITOR'S COMMITTEE**Matter #: 008086-014**

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>	
10/11/10	MSF	Several telephone calls with Mengnu regarding debrief (0.7); conference call with committee and follow-up (0.4)	1.10	
	JLN	Call w/ E. Neiger re: committee meeting	0.50	
10/20/10	JLN	Call w/ J. Adams re: pleadings filed (.5); follow-up discussion w/ M. Fox and R. Abada (.6)	1.10	
10/26/10	MSF	Review with Committee Counsel issues re: class action; Ashley; Mengnu.	0.80	
	JLN	Call w/ J. Adams re; class action claims	0.30	
			Total Fees:	\$2,004.50

Legal Services Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
JORDANNA NADRITCH	1.90	425.00	\$807.50
MICHAEL S. FOX	1.90	630.00	\$1,197.00
			\$2,004.50

Total This Matter	<u>\$2,004.50</u>
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Re: SEC MATTERS

Matter #: 008086-015

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
10/05/10	KAS	Email correspondence re: 10K	0.20
10/06/10	KAS	Review and discuss SEC rules re Directors (0.9); discuss underwriting and disclosure issues (0.7)	1.60
	JLN	Meet w/ K. Schlesinger re: securities law issues	0.50
10/25/10	KAS	Review and discuss 10-K issues; D/O questionnaire, SEC issues	1.40
10/26/10	KAS	Attend to 10-K issues	0.40
10/27/10	KAS	Discuss 10-K issues w/ M. Fox	0.30
10/29/10	KAS	Review Form 10-K	2.50
11/01/10	KAS	Review Form 10-K	2.60
11/02/10	KAS	Review and discuss Form 10-K	2.50
11/03/10	KAS	Review and discuss 10-K; review D/O questionnaire	2.50
11/04/10	KAS	Review and discuss 10-K issues	0.60
11/05/10	KAS	Review D/O Questionnaire	0.30
11/09/10	KAS	Review D/O Questionnaire	0.30
Total Fees:			\$7,660.50

Legal Services Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
JORDANNA NADRITCH	0.50	425.00	\$212.50
KENNETH A SCHLESINGER	15.20	490.00	\$7,448.00
			<u>\$7,660.50</u>

Total This Matter	<u>\$7,660.50</u>
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Total Due This Bill	<u>\$196,356.18</u>
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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
		<u>\$106,442.00</u>

Prior Balance Due

Total Due	<u>\$302,798.18</u>
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NOVEMBER 2010 INVOICE

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
			<u>\$1,967.50</u>

Total This Matter	<u>\$1,967.50</u>
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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> (1.7).	<u>Time</u>
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
			<u>\$1,714.50</u>

Total This Matter	<u>\$1,714.50</u>
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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
			<hr/> \$30,595.00

Total This Matter	<hr/> \$30,595.00 <hr/>
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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
			<u>\$11,207.00</u>

Total This Matter	<u>\$11,207.00</u>
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Total Due This Bill	<u>\$227,275.57</u>
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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
	Prior Balance Due	\$302,798.18

Total Due	<u>\$530,073.75</u>
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DECEMBER 2010 INVOICE

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

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
12/01/10	NMR	Review and revise letter of intent and e-mails to Jeff Smith re: same	0.60
	JAB	Review and revise abstract	0.50
	JLN	Review and finalize Woodbury lease modification and emails w/ landlord	1.50
	JLN	Review lease summaries and abstracts (1.0); attend to lease modification agreements (.5)	1.50
12/02/10	JMB	Draft lease abstracts and lease modification agreements and calls re: same.	1.30
	JLN	Draft and review various lease modification agreements (2.0); calls and emails w/ KPMG re: same (1.0)	3.00
12/03/10	JLN	Review and revise escrow agreement	0.50
12/06/10	MSF	Telephone call with Ed Seidner re: lease issues	1.50
	JAB	(0.3) - proof FCL and JFL abstract; (0.3) - proof other JFL abstract; (0.3) - review lease modification agreement; (0.4) - revise FCL and JFL abstract; (0.3) - revise other JFL abstract; (0.1) - prepare follow-up e-mail correspondence	1.70
	JMB	Revise Motion to Assume Leases (0.9), revise lease abstracts (0.4).	1.30
	JLN	Review motion to modify leases (.6); discuss w/ J. Bethel (.3)	0.90
12/07/10	JAB	(0.3) - review lease modification agreement; (0.1) - review e-mail correspondence; (0.2) - begin proof of	0.60

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
		abstract	
	JMB	Meet with J. Nadritch re: lease issues (0.5), revise lease summaries and attention to lease issues (1.7).	2.20
	JLN	Attend to lease modification issues (1.5) ; calls and emails w/ landlords (.5)	2.00
	JLN	Draft lease modification agreements for various locations and lease abstracts	2.00
12/08/10	JAB	(0.2) - finish proofing abstract; (0.8) - review and revise abstract	1.00
	JAB	Review e-mail correspondence and prepare follow-up correspondence	0.20
	JMB	Meet with J. Nadritch re: lease issues (0.6), revise estoppel letter (0.5), revise lease summaries (1.7).	2.80
	JLN	Work on lease modification issues (1.3); review and revise agreements and emails w/ landlords re: same (.5); attend to issues w/ revise lease abstracts (.6); meet w/ Bethel re: open issues (.3)	2.70
12/09/10	JAB	(0.1) - make clean-up revisions to abstract; (0.1) - prepare follow-up e-mail correspondence	0.20
	JMB	Revise lease abstracts, summaries.	2.30
	JLN	Attend to lease modification agreement issues	1.00
12/10/10	MSF	Revise Lease Modification regarding 86th St. Brooklyn, Ashley.	0.80
	JAB	San Bernadino Lease - review e-mail correspondence and term sheet (0.3); telephone conference with NMR (0.3); review and revise lease (0.6)	1.20
12/13/10	NMR	Conference call with client (0.5); conference with JAB (0.3)	0.80

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
	MSF	Review and approve various lease modifications.	1.10
	JAB	Telephone conference with NMR, Rami and Steve (0.9); review and revise lease and addendum; prepare rider (0.5); review e-mail correspondence and prepare follow-up correspondence (0.6)	2.00
	JAB	(0.3) - proof abstract; (0.3) - review lease modification; (0.5) - review and revise abstract; (0.1) - prepare follow-up e-mail correspondence	1.20
	JMB	Attention to lease issues and meet with J. Nadritch re: same.	0.70
	JLN	Review and revise lease modification agreements (1.0); call w/ landlord re; same (.2); discuss lease modification agreements w/ M. Fox (.4); emails w/ KPMG (.3)	1.90
12/14/10	JAB	Conference with NMR (0.2); review and revise lease, inserts and riders to reflect additional changes (0.5); prepare follow-up correspondence (0.4)	1.10
	JAB	(0.4) - proof abstract; (0.3) - review modification; (0.5) - review and revise abstract	1.20
	JMB	Attention to lease issues.	0.30
	JLN	Calls and emails w/ R. Sasloff re: Restful furniture (.4); emails w/ company re: lease obligations (.2)	0.60
12/15/10	JAB	(0.3) - prepare follow-up e-mail correspondence and review correspondence; (0.2) - review and revise abstract	0.50
	JMB	Attention to lease issues.	0.30
	JLN	Draft and revise lease modification agreements (1.5); discuss w/ KPMG (.5)	2.00

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
12/16/10	MSF	Review and negotiate purchase settlement regarding Ashley location including several calls with Counsel for Patchogue.	1.20
12/21/10	NMR	Review lease and emails re: lease	0.40
12/22/10	NMR	Confer with JAB re: lease comments (0.4); meet with MF re: same (0.2); start to review showroom lease (1.7)	2.30
	MSF	Attention to Lease assumption notice.	1.30
	JAB	Conference with NMR (0.4); review e-mail correspondence and prepare follow-up correspondence (1.2); conference with NMR and M. Fox (0.5)	2.10
	JAB	(0.1) - review correspondence; (0.3) - proof abstract; (0.2) - review modification	0.60
	JLN	Review summary spreadsheet re: lease modification terms (.5); calls w/ R. Tramantano re: same (.5); emails w/ J. Adams and E. Neiger re: lease motion and terms of modification (.7); review and revise draft motion (.6)	2.30
12/23/10	NMR	Telephone call with Steve F. re: warehouse lease (0.3); telephone calls re: showroom lease (0.4); review term sheet (0.3)	1.00
	JMB	Attention to lease issues (0.9)	0.90
	MBS	Review of Term Sheet re: Lease for Laguna Hills, CA (0.3); review of correspondence from N. Rokat re: Lease transaction (0.2); telephone conference with N. Rokat re: same (0.2)	0.70
12/25/10	MBS	Review of Lease re: Laguna Hills, CA (0.4); preparation of revisions to Lease (1.7); preparation of list of comments and questions to client (0.4)	2.50
12/27/10	NMR	Telephone call with M. Stern re: lease	0.20

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
	JAB	(0.4) - review and revise abstract; (0.1) - prepare follow-up e-mail correspondence	0.50
	MBS	Telephone conference with N. Roket re: Lease (0.2); preparation of draft of memo to client re: Lease points (0.4); preparation of revisions to Lease (0.3); preparation of draft Addendum to Lease (0.3)	1.20
	JLN	Review modification deals and draft agreements	1.50
12/28/10	NMR	Review comments to showroom lease (0.3); telephone call with SF (0.5); review email from SF re: warehouse lease (0.2)	1.00
	MBS	Finalize draft Addendum and memo to client (0.4); preparation of correspondence to K. Mattler and J. Schillero at Jennifer Convertibles re: Lease comments and memo of questions (0.6)	1.00
	JLN	Draft lease modifications (1.8); emails w/ KPMG and review various lease mods provided by landlord (1.7)	3.50
12/29/10	NMR	Review revised lease and emails with SF	0.80
	JAB	Review revisions to the lease and e-mail correspondence (0.6); prepare follow-up correspondence regarding outstanding issues (0.7)	1.30
	JLN	Attend to various lease issues	0.70
12/30/10	NMR	E-mails and telephone call with SF re: warehouse lease	0.80
	JLN	Draft and review lease modification agreements (1.0); emails w/ landlords (.5); calls w/ Ed Seidner and R. Tramantano (.7)	2.20
Total Fees:			\$33,660.00

Legal Services Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
JESSICA A. BERETS	15.90	430.00	\$6,837.00
JAYME M. BETHEL	12.10	280.00	\$3,388.00
JORDANNA NADRITCH	29.80	425.00	\$12,665.00
NINA M. ROKET	7.90	510.00	\$4,029.00
MICHAEL S. FOX	5.90	630.00	\$3,717.00
MITCHELL B. STERN	5.40	560.00	\$3,024.00
			<hr/> \$33,660.00

Total This Matter	<hr/> \$33,660.00 <hr/>
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Re: ASSET DISPOSITION
Matter #: 008086-002

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
12/07/10	JMB	Revise Garrett Response re: rejected location	1.10
12/08/10	JMB	Revise Garrett Response and meet with M. Fox re: same.	1.40
	JLN	Review objection to Todd Garrett motion and mark-up (.4); discuss w. J. Bethel (.3)	0.70
12/15/10	SXS	ECF re Rejection Notice (.40); Conf with BMC re service (.30)	0.70
	JMB	Draft rejection notice.	0.20
12/23/10	JMB	Research re: 502(b)(6)	0.60

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
Total Fees:			\$1,351.00

Legal Services Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
JAYME M. BETHEL	3.30	280.00	\$924.00
JORDANNA NADRITCH	0.70	425.00	\$297.50
SUHAILAH X. SALLIE	0.70	185.00	\$129.50
			<u>\$1,351.00</u>

Total This Matter	<u>\$1,351.00</u>
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Re: BUSINESS OPERATIONS
Matter #: 008086-003

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
12/01/10	JMB	Calls with P. Rameshwar and utility companies re: postpetition billing.	1.10
	JLN	Calls and emails re: Merrick stipulation (.8); review draft (.4)	1.20
12/02/10	JMB	Meet with J. Nadritch and calls re: Merrick stip (0.4), calls with utility company re: postpetition deposits (0.4), meet with J. Nadritch re: Ashley Motion and research re: same (2.2), revise Ashley Motion (1.2).	4.20
	JMB	Meet with J. Nadritch and review demand letter re: D&O policy (0.7), meet with J. Nadritch re: status (0.5).	1.20

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
	ARW	Research and prepare for conference call with client re insurance issues (0.6); conference call with J. Nadritch and Rami and Harley re same (0.8); participate in conference call with client and insurance broker and insurer re renewal issues (0.6)	2.00
	JLN	Call w/ R. Abada and H. Greenfield re: D&O (.7); call w/ broker (.5); follow-up call w/ Abada and Greenfield (.5); review D&O letter from committee and discuss w/ A. Wolff (1.0)	2.70
	JLN	Calls and emails w/ D. Gurfein re: revised Merrick stipulation (.5); review and revise Merrick stipulation (1.0); recirculate same (.2)	1.70
	JLN	Call w/ J. Adams re: comments to Ashley motion (.3); emails and calls w/ E. Neiger re: same (.3); review and revise motion w/ J. Bethel (.5)	1.10
12/03/10	JMB	Research re: Ashley Motion (0.5), revise and file same (0.4).	0.90
	JLN	Emails re: Merrick stipulation (.8); review revised draft (.5); discuss w/ M. Fox (.3)	1.60
12/06/10	JMB	Draft Notice of Presentment for Merrick stipulation (0.5), research re: cases cited in Ashley Objection (1.0), calls with utility companies re: post-petition accounts (0.4).	1.90
	ARW	Review materials re demand made by creditors committee (0.5); work on issues re same with M. Fox and J. Nadritch (1.2); telephone conference re same with Rami Abada (0.5); work on tender letter to refer demand from creditors committee to insurer (0.8)	3.00
	JLN	Review Merrick Stipulation w/ M. Fox (.5); call w/ R. Abada re: same (.5); calls	4.10

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
		w./ T. Brock and D. Gurfein (.8); review and revise stipulation (.8); calls w. J. Adams re: same (.4); emails re: stipulation (.5); call w/ Sperry (.2); email court re: stipulation and call w. M. Bruckner re: same (.4)	
	JLN	Meeting w/ M. Fox and A. Wolff re: D&O issues (.5); calls w/ R. Abada re: same (.8); draft letter to insurer and discuss w/ A. Wolff (1.2)	2.50
12/07/10	MSF	Attention to Merrick issue regarding windown/assumption of K.	1.10
	JMB	Meet with J. Nadritch re: D&O issues	0.40
	ARW	Work with J. Nadritch and M. Fox on issues re D&O coverage (0.7); review correspondence re same and reply to same (0.3)	1.00
	JLN	Calls and emails w/ company and broker re: D&O coverage	1.00
12/08/10	ARW	Prepare for and participate in conference call with Rami, Joe, N. Unger, and J. Nadritch re D&O issues (1.2); follow up work on same (0.8)	2.00
	JLN	Call w/ R. Abada and H. Greenfield re: D&O renewal (.9); call w/ broker re: new proposal (.4); review new proposal (.5)	1.80
12/09/10	MSF	Review issues regarding D&O renewal/extension - feasibility posts & disclosure.	1.80
	ARW	Research and work on issues re D&O coverage (2.2); correspondence and meetings with M. Fox re same (0.4); conference calls with M. Fox, client, broker re same (0.9)	3.50
	JLN	Call w/ A. Wolff and M. Fox re: insurance	0.80

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
		issues	
12/10/10	ARW	Conference calls re insurance coverage issues with clients, brokers, underwriters, wholesale brokers, M. Fox (1.7); follow up work and conference calls on same (3.3)	5.00
12/11/10	ARW	Research and work on issues re D&O insurance (0.8); prepare and send correspondence re same to M. Fox (0.2)	1.00
12/12/10	ARW	Prepare for and participate in conference call with M. Fox, 3 independent directors, Harley and R. Yankwitt	1.50
12/13/10	MSF	Review and digest issues on insurance and corporate governance.	2.90
	ARW	Research and prepare for conference call with creditors committee re D&O insurance issues (0.8); conference call with J. Carr, J. Adams, R. Milone, and M. Fox (0.4); review follow up correspondence re same (0.1); follow up telephone conference with Rami A. re same (0.2)	1.50
	JLN	Emails w/ Ashley re: cure claims and DS objection (.5); discussions w/ TM and R. Abada re: same (.5)	1.00
	JLN	Calls re: D&O insurance issues (.6); discuss w/ M. Fox and A. Wolff (.2)	0.80
12/14/10	JMB	Correspondence with UST and AmEx re: stipulation.	0.30
	ARW	Review correspondence from N. Unger re insurance coverage (0.5); correspondence with M. Fox re same (0.3); work on issues re same (0.7)	1.50
12/15/10	JMB	Revise Discover stipulation and draft notice of presentment.	0.30
	ARW	Review correspondence from insurer re notification of claim (0.3); correspondence	0.40

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
		re same with M. Fox (0.1)	
	JLN	Work re: stipulation with Discover (1.0); calls w/ counsel re: same (.5); call w/ J. Schillero re: Discover numbers (.3)	1.80
	JLN	Call w/ D. Sakol re: Microfocus (.4); emails w/ D. Sakol and R. Abada re: same (.5)	0.90
12/17/10	ARW	Correspondence from M. Berman and follow up on same	0.20
12/20/10	ARW	Review correspondence from N. Unger re insurance issues	0.50
12/22/10	JMB	Revise Ashley Motion to assume	1.10
12/23/10	JMB	Revise Ashley Motion to assume	0.60
Total Fees:			\$29,956.00

Legal Services Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
JAYME M. BETHEL	12.00	280.00	\$3,360.00
JORDANNA NADRITCH	23.00	425.00	\$9,775.00
MICHAEL S. FOX	5.80	630.00	\$3,654.00
ALLEN R. WOLFF	23.10	570.00	\$13,167.00
			<hr/> \$29,956.00

Total This Matter	<hr/> \$29,956.00 <hr/>
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Re: CASE ADMINISTRATION**Matter #: 008086-004**

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
12/01/10	SXS	Conf with BMC re outstanding invoices	0.50
	JMB	Meet with J. Nadritch re: status.	0.60
	JLN	Review notice of hearing re: DIP and discuss w/ S. Sallie	0.50
12/02/10	SXS	Conf with JLN (.20); Attn re October MOR (.20); ECF re October MOR (.50)	0.90
	JLN	Emails and calls w/ J. Adams re D&O letter (.5); emails w/ Mengnu, Board and Abada re: D&O Letter (.5)	1.00
	JLN	Review Oct MOR (.5); call w. J. Bernstein re: same (.3); emails w/ S. Sallie re: filing (.2); send to UST office (.2)	1.20
12/03/10	SXS	Conf with JMB (.40); Attn to Notice of Hearing (.60); ECF re Notice and Motion to Assume Ashley TUA's (.50)	1.50
12/06/10	JMB	Meet with J. Nadritch re: status.	0.70
12/09/10	MSF	Prepare outline for DIP - final hearing.	1.50
	JMB	Draft and send notice of stay letter.	0.50
12/10/10	JMB	Meet with M. Fox re: status.	0.30
12/13/10	SXS	Conf with JLN re pending assignments	0.50
	JMB	Meet with M. Fox and J. Nadritch re: 12/21 hearing (0.8), prepare for 12/21 hearing and meet with J. Nadritch re: same (2.9), draft task list (0.8).	4.50
	JLN	Meeting w/ M. Fox re: go forward issues and prep for hearings (.5); review transcripts and prep for hearings and discuss w/ J. Bethel (1.0)	1.50

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
12/14/10	JMB	Prepare for 12/21 hearing and meet with J. Nadritch re: same (2.0), calls with clerk (0.2).	2.20
12/15/10	JMB	Prepare for 12/21 hearing (0.8), meet with J. Nadritch re: status and calls to various landlords, AmEx (1.8), meet with M. Fox and J. Nadritch re: 12/21 hearing (0.5).	3.10
12/16/10	SXS	Conf with JMB and JLN (.60); Conf with BMC re solicitation service (.50); Attn to Notices of Adjournment (.60); ECF re Notices of Adjournment (.50); Hearing prep (.70); ECF re Discovery Stip (.60)	3.50
	JMB	Prepare for 12/21 hearing and meet with J. Nadritch re: same.	1.90
	JLN	Review transcripts (1.0) draft and revise DIP proffer (1.5); discuss w/ M. Fox (.5); emails w/ R. Grien re: same (.3); review and revise DS script (.8)	4.10
12/17/10	JMB	Prepare for 12/21 hearing and revise agenda.	0.60
12/20/10	SXS	Hearing prep re binders and cds (5.30); Conf with JLN & JMB (.90); Attn to Agenda (.40); Conf w/Messenger (.80); Conf with Chambers	7.40
	JMB	Prepare for 12/21 hearing (2.8), meet with J. Nadritch and S. Sallie re: status (0.7), draft notice of stay (0.3).	3.80
	JLN	Prepare for hearing (2.0); attend to binders and revised orders (1.5); discuss issues w/ J. Bethel (.5)	4.00
12/21/10	MSF	Preparation for hearings on DS/DIP/TMCC.	4.80
	SXS	Attn to hearing prep and binders	4.10
	JMB	Prepare for and attend hearing re: final DIP, Disclosure Statement.	4.00

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
	JLN	Prepare for hearing	1.50
	JLN	Attend hearing	2.50
12/22/10	SXS	Conf with BMC re solicitation (.50); Monitoring of CM/ECF docket for weekly and monthly case activity (.20); Attn to calendar of motion deadlines and responses to bankruptcy calendar (.20); Attn to Notice of Adj re 1/11 & 1/13 dates (.60); Filesite maintenance (.60)	2.10
	JMB	Meet with J. Nadritch re: status (1.0), draft notices of stay (0.9).	1.90
	JLN	Correspondence w. chambers (.3); call w/ all parties re: solicitation (.5); calls w/ Neiger and BMC (.5)	1.30
12/23/10	SXS	Conf with JMB (.40); Attn to Notice of Hearing (.50); ECF re Motion to Assume (.70); Coordination of BMC service (.40)	2.00
	SXS	Conf with JMB (.30); Conf with Chambers (.40); ECF re Notice of Adjournment (.60)	1.30
	JLN	Emails w/ J. Bethel re: lease motion and comments to claims objection motion	0.50
	JLN	Follow-up re: solicitation process (.5); emails w. BMC, S.Sallie and client re: same (.5)	1.00
Total Fees:			\$23,237.50

Legal Services Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
JAYME M. BETHEL	24.10	280.00	\$6,748.00
JORDANNA NADRITCH	19.10	425.00	\$8,117.50
SUHAILAH X. SALLIE	23.80	185.00	\$4,403.00
MICHAEL S. FOX	6.30	630.00	\$3,969.00
			<hr/> \$23,237.50

Disbursements:

	<u>Amount</u>
Meals	\$120.40
Reproduction	\$338.04
Secretarial O/T	\$42.50
Telephone	\$95.49
Transportation	\$203.79
U.P.S.	\$266.74
Word Processing	\$1,106.25
Westlaw	\$145.35
Transcripts	\$1,779.87
Total Disbursements:	<hr/> \$4,098.43
Total This Matter	<hr/> <hr/> \$27,335.93

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

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
12/02/10	JMB	Calls with equity holders re: claims.	0.20
12/16/10	JLN	Emails w. counsel for Ashley re: claims reconciliation	0.40
12/20/10	JMB	Draft Omnibus Objection to Duplicate Claims.	3.60
12/21/10	SXS	Conf with JMB (.30); Conf with word processing (.20); Coordination of draft omnibus motion re dup claims (.40); Docket review re Tronox omnibus motions (.40)	1.30
	JMB	Draft Omnibus Objection.	1.70
12/22/10	MSF	Review Claims Objection	1.00
	SXS	Conf with JMB (.50); Conf with BMC re Dup claims report (.50)	1.00
	JMB	Revise Duplicate Claims Objection (2.5), draft Claims Stipulation (1.2).	3.70
	JLN	Review duplicate claims register (.5) meet w/ M. Fox re: omnibus objection to claims (.5); review and revise omnibus motion (.6)	1.60
12/23/10	SXS	Conf with JMB (.40); Attn to Notice of Hearing (.50); ECF re Duplicate Claims Objection (.70); Coordination of BMC service (.40)	2.00
	JMB	Revise Claims Stipulation (0.5), revise Duplicate Claims Objection (1.0).	1.50
Total Fees:			\$5,271.50

Legal Services Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
JAYME M. BETHEL	10.70	280.00	\$2,996.00
JORDANNA NADRITCH	2.00	425.00	\$850.00
SUHAILAH X. SALLIE	4.30	185.00	\$795.50
MICHAEL S. FOX	1.00	630.00	\$630.00
			<hr/> \$5,271.50

Total This Matter	<hr/> \$5,271.50 <hr/>
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Re: FEE/EMPLOYMENT APPLICATIONS
Matter #: 008086-007

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>	
12/01/10	JLN	Ateention to KPMG amended disclosure and emails w/ UST office re: same	0.70	
12/07/10	JMB	Revise November invoice.	1.30	
		Total Fees:		\$661.50

Legal Services Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
JAYME M. BETHEL	1.30	280.00	\$364.00
JORDANNA NADRITCH	0.70	425.00	\$297.50
			<hr/> \$661.50

Total This Matter	<hr/> \$661.50 <hr/>
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Re: FINANCING
Matter #: 008086-009

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
12/01/10	SXS	Conf re DIP order (.30); Attn to Final DIP Notice of Hearing (.90); ECF re Notice of Hearing (.50); Coordination of service (.40)	2.10
	JMB	Review and revise DIP documents.	0.50
	JLN	Review interim DIP order and circulate	0.50
12/13/10	SXS	Docket research re: final DIP order (3.40); Conf with JLN and JMB (.60)	4.00
12/16/10	JLN	Review and revise Final DIP order (1.0) call w/ J. Adams re: DIP order (.5); circulate blackline w/ comments (.2); emails w/ Mengnu re: comments (.3)	2.00
12/17/10	JMB	Revise and file Final DIP Order.	1.50
	JLN	Calls w/ TM re: DIP and budget issues	0.50
	JLN	Review revise DIP order (.7); calls and	1.20

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
		emails re: same (.5)	
12/20/10	MSF	DIP preparation	1.20
	JLN	Meeting w. R. Grien re: prep for DIP hearing and testimony	1.50
	JLN	Revise DIP Proffer	0.50
Total Fees:			\$5,079.50

Legal Services Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
JAYME M. BETHEL	2.00	280.00	\$560.00
JORDANNA NADRITCH	6.20	425.00	\$2,635.00
SUHAILAH X. SALLIE	6.10	185.00	\$1,128.50
MICHAEL S. FOX	1.20	630.00	\$756.00
			<hr/> \$5,079.50

Total This Matter	<hr/> \$5,079.50 <hr/>
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Re: LITIGATION
Matter #: 008086-010

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
12/01/10	SXS	Conf with EVH re doc production	0.40
	EVH	Confer S. Sallie and J. Nadritch re: document production matters (.4); attention to document review (.6); attention	1.20

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
		to document collection matters (.2)	
12/02/10	EVH	Calls with Owen Wincig/Tamara Kenthworthy (.5); attention to document production issues and reviewing documents (0.7); preparing cover letter and finalizing objections and responses (.4); confer S. Sallie re: production (.1)	1.70
	DYW	Analysis and revision of Combs settlement agreement.	2.40
12/03/10	SXS	Attn to JCI Supplemental Doc production and batestamping (2.50); Conf with EVH (.40)	2.90
	EVH	Attention to finalizing objections, production letter and production	0.20
	DYW	Drafting revised Combs Settlement Agreement.	2.90
12/07/10	EVH	Preparing for deposition (1.5); call with E. Seidman (Jennifer) re: preparing for deposition (1.2)	2.70
12/08/10	EVH	Attendance at deposition of E. Seidman (6.0); prepare memo to files re: same (.2)	6.20
12/15/10	MSF	Revise 9019 regarding class action.	1.20
	JLN	Discuss TMCC litigation w/ E. Holloman	0.50
	EVH	Attention to correspondence with B. Pollack (Cullen/Dykman) re: availability of E. Seidner transcript	0.20
	DYW	Attention to Combs settlement, meeting with M Fox re same.	1.30
12/16/10	EVH	Attention to review of Seidner transcript	0.70
	DYW	Telephonic meeting with M Kavanaugh re revisions to settlement agreement (1.2), meeting with M Fox re same (0.7)	1.90
12/17/10	MSF	Review Ed Seidner deposition regarding Farmingdale litigation and TMCC	1.00

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
		objection.	
	DYW	Drafting revised settlement agreement and related research.	2.60
12/20/10	EVH	Meet with J. Nadritch re: TMCC	0.60
	DYW	Attention to Combs settlement and related materials.	2.50
12/21/10	DYW	Drafting Combs settlement and related materials.	2.40
12/22/10	MSF	Review issues with TMCC and with 89 Broadway Columbus Convertibles.	1.50
	DYW	Meeting with M Fox re Combs Settlement, revising settlement agreement.	0.60
12/23/10	DYW	Drafting Combs settlement materials - motion, order, form of notices and agreement).	2.60
12/28/10	DYW	Attention to Combs settlement.	2.20
12/29/10	EVH	Preparing draft e-mail re: TMCC motion	0.60
	DYW	Drafting revised Combs 9019 motion, settlement agreement, proposed order and proposed form of notice, related research.	7.40
12/30/10	BKS	Filing of the motion for entry of an order authorizing and approving Combs	0.80
	DYW	Drafting revised Combs settlement materials, multiple telephonic meetings with A Harris re same.	4.20
Total Fees:			\$23,233.00

Legal Services Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
JORDANNA NADRITCH	0.50	425.00	\$212.50
ELLEN V. HOLLOMAN	14.10	440.00	\$6,204.00
DAVID Y. WOLNERMAN	33.00	415.00	\$13,695.00
SUHAILAH X. SALLIE	3.30	185.00	\$610.50
BRIAN K. SIMPSON	0.80	225.00	\$180.00
MICHAEL S. FOX	3.70	630.00	\$2,331.00
			<hr/> \$23,233.00

Total This Matter	<hr/> \$23,233.00 <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>
12/01/10	JLN	E-mail R. Yankitt indemnification language from Plan	0.50
12/08/10	JMB	Review TMCC Objection to Disclosure Statement.	0.30
12/13/10	MSF	Review issues with substantial consolidation (Ashley) and plan promulgation.	1.80
12/14/10	JMB	Review UST Objection to Disclosure and meet with J. Nadritch re: same.	0.40
	JLN	Review UST Objection to Plan (.5); review TMCC objection to Plan (.5); discuss w/	2.30

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
		M. Fox (.3); emails w/ company and Mengnu (.5); call w/ J. Adams re: same (.2); emails w/ N. Shultz re: Ashley position (.3)	
12/15/10	JMB	Call with Committee and Mengnu re: Disclosure Statement objections (0.3), revise Plan and Disclosure Statement (0.8), draft Reply to objections (1.6).	2.70
	JLN	All hands call re DS objection and DIP order	1.00
	JLN	Work re: reply in support of DS and responses to objections (1.0); discussions w/ J Bethel and M. Fox re: same (.7)	1.70
12/16/10	MSF	Disclosure statement preparation.	2.50
	JMB	Draft reply to objections (2.8), calls with UST, Committee re: objections (0.7), revise Plan and Disclosure Statement and related documents (2.5), call with BMC re: solicitation (0.4)	6.40
	JLN	Call w/ UST re: comments to DS (.5); revise Plan and DS accordingly (1.0)	1.50
	JLN	Call w/ BMC re: plan solicitation	0.50
12/17/10	MSF	Attention to issues re: Budget, Disclosure Statement, Classification.	1.20
	JMB	Calls with TM re: financial projections (0.6), revise and file amended Plan and Disclosure Statement and related documents (4.7).	5.30
	JLN	Calls w/ TM re: DS amendments (.8); work to revise DS documents and calls w/ J. Bethel re: same (.7)	1.50
12/20/10	MSF	Disclosure statement preparation.	2.00
	JMB	Revise Disclosure Statement Order and exhibits.	2.00

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
12/21/10	JLN	Review and comment on committee support letter (1.5); circulate changes and further revise per Mengnu (.5); calls w/ J. Adams re: same (.3)	2.30
	JLN	Revise DS order and solicitation materials per committee comments (.8); discuss comments w/ M. Fox (.2)	1.00
	JMB	Revise Plan, Disclosure Statement, and related documents.	6.10
	JLN	Revise DS order and related solicitation procedures (1.5); discuss changes w/ J. Adams (.8)	2.30
	JLN	Meeting w/ J. Adams to revise plan and DS (3.0); emails w/ Chambers re: same (.4); emails w/ Neiger re: comments (.3)	3.70
12/22/10	MSF	Clean up issues regarding Plan/ Disclosure Statement.	2.00
	MSF	Issue with K's and Plan Supplements.	1.20
	MSF	Plan & Disclosure statement issues, timing, notice and strategy for alternatives, documents needed.	2.50
	SXS	Conf with JMB & JLN (.50); Conf with BMC (.50); Coordination of final solicitation docs (.80)	1.80
	JMB	Meet with M. Fox and J. Nadritch re: timing issues, Disclosure Statement and related documents (1.1), call with Mengnu and Committee re: same (0.5), meet with J. Nadritch re: same (0.4).	2.00
	JLN	Review plan supplement docs and draft email to parties re: necessary plan supplement docs (1.0); discuss w/ M. Fox (.4)	1.40
12/23/10	JMB	Draft Notice of Plan Supplement.	1.00

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
Total Fees:			\$24,357.50

Legal Services Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
JAYME M. BETHEL	26.20	280.00	\$7,336.00
JORDANNA NADRITCH	19.70	425.00	\$8,372.50
SUHAILAH X. SALLIE	1.80	185.00	\$333.00
MICHAEL S. FOX	13.20	630.00	\$8,316.00
			<hr/> \$24,357.50

Total This Matter	<hr/> \$24,357.50 <hr/>
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Re: SEC MATTERS
Matter #: 008086-015

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
12/01/10	KAS	Email correspondence re: 10-Q	0.20
12/02/10	KAS	Attention to 8-K issues and email correspondence	0.40
12/10/10	KAS	Draft board minutes re 10-Q and emails re: same	1.00
12/13/10	KAS	Finalize board minutes re: 10-Q and email re: same correspondence	0.40
12/14/10	KAS	Emails re 10-Q issues	0.20

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>	
12/21/10	KAS	Attention to 10-Q issues	0.20	
12/28/10	DDW	Review of and comment on Form 10-Q for the fiscal quarter ended November 27, 2010 (1.1); coordinate with bankruptcy department to receive comments to bankruptcy-related disclosure in the Form 10-Q (0.5); Correspondence and discussions regarding the same (0.8)	2.40	
12/30/10	DDW	Comments to Form 10-Q and discussions regarding the same.	1.20	
	DYW	Attention to 10Q.	0.30	
			Total Fees:	\$2,560.50

Legal Services Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
DENISE WAHBA	3.60	350.00	\$1,260.00
DAVID Y. WOLNERMAN	0.30	415.00	\$124.50
KENNETH A SCHLESINGER	2.40	490.00	\$1,176.00
			<u>\$2,560.50</u>

Total This Matter	<u>\$2,560.50</u>
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Total Due This Bill	<u>\$153,466.43</u>
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JANUARY 2011 INVOICE

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

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
01/03/11	JAB	Review e-mail correspondence and lease revisions (0.6); conference with MSF (0.2); prepare follow-up correspondence (0.4)	1.20
	JMB	Work on lease issues and modifications (2.0); call with KPMG re: same (0.6)	2.60
	JLN	Work on lease mods and abstracts (2.0), calls w/ KPMG re: same (.5)	2.50
01/04/11	JAB	Review e-mail correspondence and lease revisions (0.1); conference with MSF (0.1); telephone conference with MSF and client (0.4); prepare follow-up correspondence and execution instructions (0.2)	0.80
	JMB	Draft various lease modification agreements and meet with J. Nadritch re: same.	1.70
	JLN	Work on lease mods and other lease related issues (1.0); emails and calls w/ LL re: same (.6)	1.60
01/05/11	MSF	Attention to real estate issues and ongoing leases.	1.10
	JAB	(0.5) - review lease modifications; (0.8) proof abstracts; (0.9) review and revise abstracts; (0.1) review relevant provisions of existing lease; (0.2) telephone conference with JLN; (0.2) prepare follow-up correspondence	2.70
	JAB	Review term sheet and e-mail correspondence re: lease (0.7); prepare follow-up correspondence of open business issues (0.4); review and revise lease (3.6)	4.70

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
	JMB	Attention to lease modifiactions and meet with J. Nadritch re: same.	1.10
01/06/11	JAB	(0.1) - conference with J. Bethel re lease abstract; (0.3) - review and revise opt out provision for lease modification; (0.2) - telephone conferences with JLN	0.60
	JAB	(0.5) - telephone conferences with K .Mattler; (0.3) - review e-mail correspondence and prepare follow-up correspondence; (1.5) - review and revise lease and riders	2.30
	JMB	Draft lease modification agreements and calls with KPMG re: same	1.10
01/07/11	JAB	(0.2) - conference with MSF re: new lease in Torrance; (0.1) - telephone conference with K. Mattler; (0.3) - review e-mail correspondence	0.60
	JAB	(0.2) - review and revise abstract; (0.1) - prepare follow-up correspondence	0.30
	JMB	Attention to lease issues (1.4), calls with KPMG re: same (0.6), draft lease summary (0.3).	2.30
	JLN	Calls and emails w/ C. Fox, Landlords and J. Bethel re: finalizing various lease modifications.	2.00
01/10/11	JAB	Review lease modification (0.2); review and revise abstract (0.5)	0.70
	JMB	Attention to lease issues (0.5), draft landlord agreement re: extension of time (0.9), meet with J. Nadritch re: lease issues and calls to landlords re: same (0.7), draft lease modification agreements (0.5)	2.60
	JLN	Attend to lease issues with KPMG and various landlords (2.0); revise various lease modification agreements (1.5)	3.50

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
01/11/11	JAB	Prepare follow-up e-mail correspondence to K. Mattler and review correspondence	0.20
	JAB	(0.1) - review and revise abstract; (0.1) prepare follow-up e-mail correspondence and review correspondence; (0.1) telephone conference with JLN	0.30
	JMB	Revise landlord extension agreement (0.7), call with KPMG (0.2), attention to various lease issues (1.5), meet with J. Nadritch and calls to landlords (0.6), revise lease modification agreements (0.5).	3.50
	JLN	Calls w. R. Abada and J. Schillero re: cures, various leases and outstanding issues w/ landlords	1.50
	JLN	Calls and emails w/ landlords (1.0); calls w/ KPMG (.7); review and revise various lease modification agreements (1.5)	3.20
	JLN	Emails and calls w/ J. Schillero and D. Veltri re: various lease issues (.7); attend to cure and rejection issues (.5)	1.20
01/12/11	JAB	(0.3) - proof existing abstract; (0.2) - review modification; (0.3) - review and revise abstract; (0.2) - prepare follow-up correspondence	1.00
	JMB	Attention to lease issues (1.6), draft letter agreement extending time (0.2)	1.80
	JLN	Finalized various lease mods w/ landlords, KMPG and company (1.5); calls and emails re: same (0.5)	2.00
01/13/11	JMB	Attention to lease issues and draft lease modification agreements.	1.20
01/14/11	SXS	Conf with JMB (.40); ECF re Amended Exhibit A to Modified Lease (.50); Conf with BMC re service (.60)	1.50
	JMB	Attention to lease issues.	0.20

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
01/18/11	JMB	Attention to lease issues and lease modification agreements.	0.40
	JLN	Finalize certain lease issues (.6); emails and calls w. KPMG re: same and various landlords (1.0)	1.60
01/19/11	JAB	Torrance Lease - review e-mail correspondence and prepare follow-up correspondence (0.2); telephone conference with Kevin re: same (0.1)	0.30
	JAB	(0.3) - proof existing abstract; (0.2) - review modification; (0.4) - review and revise abstract; (0.1) - prepare follow-up correspondence	1.00
	JMB	Draft and revise lease modification agreements.	1.70
01/20/11	JAB	(0.3) - proof existing abstract; (0.2) - review modification; (0.3) - review and revise abstract; (0.1) - prepare follow-up correspondence	0.90
	JAB	Review e-mail correspondence regarding Torrance Lease and prepare follow-up correspondence	0.20
	JMB	Calls and efforts re: lease issues and lease modification agreements.	1.50
	JLN	Attend to various lease issues and calls w/ KPMG re: same	1.80
	JLN	Finalize deal for TMCC and Pachogue and revise lease mod agreements	1.00
01/21/11	JAB	(1.0) - proof abstracts; (0.2) - review lease modification; (0.3) - review and revise abstract	1.50
01/24/11	JAB	(0.6) - review and revise abstracts; (0.2) - prepare follow-up e-mail correspondence	0.80
01/26/11	JAB	Review e-mail correspondence and prepare	1.50

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
		follow-up correspondence (0.4); review revised lease (1.1)	
	JLN	Review lease modification and create schedule of payments (1.0); emails w/ R. Tramantano re: various open issues (.5)	1.50
01/27/11	JAB	Telephone conference with Kevin (0.6); review and revise lease (0.5); review e-mail correspondence and prepare follow-up correspondence (0.3); conference with NMR (0.8)	2.20
	JAB	(0.3) - proof abstract; (0.3) - review lease modification; (0.4) - review and revise abstract; (0.2) - prepare follow-up e-mail correspondence	1.20
	JMB	Attention to lease issues and calls re: same	2.30
	JLN	Work re: leases and emails and calls re: same	1.50
01/28/11	JAB	(0.3) - proof abstract; (0.3) - review lease modification; (0.4) - review and revise abstract; (0.1) - prepare follow-up correspondence	1.10
	JMB	Work on various lease issues.	1.50
	JLN	Emails re: lease abstracts and final issues re: open lease mods	1.00
01/31/11	JAB	Review landlord's changes to the lease and e-mail correspondence (0.4); telephone conference with K. Mattler (0.1); prepare follow-up correspondence (0.4)	0.90
	JMB	Attention to lease issues re: open lease mods	0.60
Total Fees:			\$30,896.00

Legal Services Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
JESSICA A. BERETS	27.00	430.00	\$11,610.00
JAYME M. BETHEL	26.10	280.00	\$7,308.00
JORDANNA NADRITCH	25.90	425.00	\$11,007.50
SUHAILAH X. SALLIE	1.50	185.00	\$277.50
MICHAEL S. FOX	1.10	630.00	\$693.00
			<hr/> \$30,896.00

Total This Matter	<hr/> \$30,896.00 <hr/>
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Re: ASSET DISPOSITION
Matter #: 008086-002

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
01/03/11	JMB	Draft and file rejection notice.	0.20
01/04/11	SXS	Conf with JMB (.30); ECF re Notice of Rejection (.80); Coordinated service of same (.50)	1.60
01/05/11	JMB	Research re: assume/reject deadline	0.30
01/07/11	JMB	Revise rejection notice.	0.20
01/10/11	SXS	Conf with JMB (.20); ECF re Notice of Rejection (.50); Conf with BMC re service coordination (.40)	1.10
	JLN	Calls w/ J. Schillero re: cure schedule and rejection schedule (.4); work on cure notice and rejection schedule (.7)	1.10

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
01/26/11	JMB	Review cure objections and meet with J. Nadritch re: same.	1.50
Total Fees:			\$1,583.00

Legal Services Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
JAYME M. BETHEL	2.20	280.00	\$616.00
JORDANNA NADRITCH	1.10	425.00	\$467.50
SUHAILAH X. SALLIE	2.70	185.00	\$499.50
			<u>\$1,583.00</u>

Total This Matter	<u>\$1,583.00</u>
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Re: BUSINESS OPERATIONS
Matter #: 008086-003

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
01/03/11	MSF	Attention to Ashley - TUA issues, including coordination of responses, motions.	1.00
	JLN	D&O review document requests	0.50
01/04/11	JMB	Review Ashley Objection to Motion to Assume and draft Reply re: same.	1.40
	JLN	Call w/ J. Adams and A. Wolff re: D&O actions (.7); draft memo to file (.8)	1.50
	JLN	Calls re: cash flow, cure schedule	1.50

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
	JLN	Review Ashley objection to TUA motion and circulate	1.10
01/05/11	JMB	Revise Reply to Ashley Objection	2.80
	ARW	Work with M. Fox and J. Nadritch on issues re D&O coverage (0.5); review correspondence re discovery demand (0.3); review material from insurer (0.7)	1.50
	JLN	Research and review responses to Ashley motion (2.5); calls re: same (.5)	3.00
01/06/11	JMB	Revise Reply to Ashley Objection (2.8), meet with J. Nadritch re: same (0.7).	3.50
	JLN	Review and revise reply to Ashley (3.5); meet w/ J. Bethel re: same (1.0)	4.50
01/07/11	MSF	Review Ashley Response and revise/edit reply.	1.90
	JMB	Revise Reply to Ashley Objection.	0.40
	ARW	Review informal discovery demand from Creditors Committee (0.3); prepare and send correspondence to insurer re same (0.7)	1.00
	JLN	Review revised reply to Ashley objection (.5); calls w. M. Fox re: same (.3); call w/ J. Bethel and mark-up (.5)	1.30
01/10/11	MSF	Review strategy regarding Ashley.	2.10
	JMB	Revise Reply to Ashley Objection.	0.80
	JLN	Emails w/ counsel for Amex re: stipulation (.4); emails w/ UST re: revised order (.3)	0.70
	JLN	Call re: reply to Ashley objection (.5); further revise reply and discuss w/ M. Fox and J. Bethel (.8)	1.30
01/11/11	MSF	Revise response to Ashley motion (2.5); Work on settlement re: TMCC (2.8)	5.30
	JMB	Revise Reply to Ashley Objection.	0.30

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
01/12/11	JLN	Review Merrick agreement and discuss w/ R. Abada (.8) call w/ Sperry re: Merrick agreement (.6); follow-up call w/ R. Abada re: same (.3)	1.70
	JLN	Finalize reply to Ashley objection and prepare for filing	1.50
	JMB	Review Mengnu joinder to Ashley Motion (0.3), call with Mengnu re: Merrick (0.6), revise Merrick Stipulation (0.5), additional research re: Ashley Motion (0.8).	2.20
	JLN	Review Merrick agreement and call w/ Sperry and R. Abada re: Merrick agreement and comments (.8); revise agreement and emails re: same (1.0)	1.80
01/13/11	TJF	Review Briefs and Emails re: Ashley and conference with M. Fox re: same	1.20
01/18/11	JLN	Emails re: Ashley and hearing	1.00
	TJF	Conference with M. Fox, J. Nadritch re: Abada deposition and prepare for same	3.20
	MSF	Attention to Merrick Agreements	1.20
	ARW	Review insurance materials from R. Abada	1.00
01/19/11	JLN	Calls w/ company and TM re: Ashley (1.0); discuss issues w/ M. Fox and research sub con and related issues (1.5)	2.50
	JLN	Call w/ Mengnu and Committee re: Ashley (.8); follow-up calls w/R. Abada (.4)	1.20
	JLN	Meeting w/ M. Fox and T. Fleming re: Ashley and call w/ R. Abada and J. Schillero re: same (1.5); review Ashley TUAs (.5)	2.00
	TJF	Conference with M. Fox, R. Abada, J. Nadritch (0.4); Prep for and attend depo. (4.0); Draft document demand (2.4)	6.80
	JMB	Prepare for deposition of R. Abada (0.8),	1.30

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
		research re: Hartsdale document request (0.5).	
	JLN	Review/revise document requests to Ashley	0.80
01/20/11	TJF	Conference with M. Fox re: Ashley (0.4); conference with J. Nadritch re: same (0.8)	1.20
	SXS	Conf with JLN (.30); Conf with Urban Express (.30); Attn to GT letter (.20); Coordination of Hartsdale Requests (.60)	1.40
	JLN	Review Abada depo transcript (.4); discuss w/ T. Fleming (.8)	1.20
01/22/11	JLN	Emails re: Ashley TUAs	0.80
01/23/11	TJF	Conference with M. Fox re: Ashley	0.20
	MSF	Confirmation preparation/Ashley TUA preparation.	4.50
01/24/11	TJF	Review Ashley opposition and prepare for hearing (3.0); conference with M. Fox, J. Nadritch (0.3)	3.30
01/25/11	ARW	Review insurance materials re policy with Great American and discuss same with M. Fox	1.00
01/26/11	ARW	Review materials re insurance with Great American (0.4); correspondence with Rami and M. Fox re same (0.4)	0.80
01/27/11	ARW	Review insurance materials and correspondence with client re same	1.00
	JLN	Call w/ T. Brock re: Merrick and hearing	0.50
01/28/11	ARW	Telephone conference with R. Abada (0.5); prepare and send correspondence re insurance issues to R. Abada and N. Unger (1.0)	1.50
	JLN	Review plan re: stock and dilution and emails and calls w/ A. Herzberg re: same (1.2); review signature pages and emails	2.00

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
		w/ T. Sperry re: same (.8)	
01/31/11	ARW	Review correspondence from N. Unger re policies from Great American	0.50
	JLN	Emails w/ A. Harris re: Combs settlement (0.3); review order and circulate (0.2)	0.50
Total Fees:			\$42,943.50

Legal Services Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
JAYME M. BETHEL	12.70	280.00	\$3,556.00
JORDANNA NADRITCH	32.90	425.00	\$13,982.50
SUHAILAH X. SALLIE	1.40	185.00	\$259.00
THOMAS J. FLEMING	15.90	650.00	\$10,335.00
MICHAEL S. FOX	16.00	630.00	\$10,080.00
ALLEN R. WOLFF	8.30	570.00	\$4,731.00
			<hr/> \$42,943.50

Total This Matter	<hr/> \$42,943.50 <hr/>
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Re: CASE ADMINISTRATION
Matter #: 008086-004

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
01/03/11	MSF	Meet with Harley Greenfield regarding case development.	1.50
	JMB	Meet with M. Fox and J. Nadritch re:	1.60

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
		status of the case (1.0), meet with J. Nadritch re: lease, plan, and financing issues (0.6).	
	JLN	Status update w/ M. Fox	0.80
01/05/11	SXS	Conf with BMC re service list revisions (.60); Conf with JMB (.30); Conf with Chambers (.20); Attn to Suggestion of Bankr (.80); Attn re Amended Notice of Hearing (.50); ECF re Amended Notice of Hearing (.60)	3.00
	JMB	Meet with J. Nadritch re: status of various issues (0.6), draft multiple notices of stay (1.5).	2.10
01/06/11	SXS	Attn to Suggestions of Bankruptcy (1.40); Conf with BMC re address changes (.50); Docket review re confirmation procedures (.30)	2.20
01/07/11	SXS	Conf with JMB (.20); Attn to Suggestions of Bankr (2.50)	2.70
	JMB	Draft notices of stay and letters re: same.	2.20
01/10/11	SXS	Conf with JMB (.40); Research re confirmation transcripts (1.70); Filesite maintenance (.40);	2.50
	SXS	Conf with JLN (.20); ECF re Nov 2010 MOR (.50)	0.70
	JLN	Review November MOR and prepare for filing (.8); call w/ J. Bernstein re: same (.2)	1.00
01/11/11	SXS	Hearing prep re trial binders (.40); Conf with BMC re Boardridge invoice (.40); Attn to index (.50)	1.30
	JMB	Draft agenda for 1/14 hearing (0.6), meet with J. Nadritch and M. Fox re: status (0.3).	0.90
01/12/11	SXS	Attn to hearing binders (.80); Conf with JLN and JMB re hearing prep and BMC	2.50

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
		issues(.70); Conf with BMC (.60); Attn to agenda revisions (.40)	
	JMB	Prepare for 1/14 hearing (0.5), revise agenda for same (0.5).	1.00
	JLN	Prep with J. Bethel and M. Fox re: hearing (1.2); review and revise agenda and binder (.5)	1.70
01/13/11	MSF	Prepare for Ashley Hearing	2.90
	SXS	Filesite maintenance (.60); Conf with MSF re Broadridge invoice (.40); Conf with BMC (.50); Hearing binder prep (.50); Attn to hearing index and agenda revisions (.50); Attn to chambers courtesy copy (.60); Attn to cd prep (.50)	3.60
	JMB	Prepare for 1/14 hearing (2.7), meet with M. Fox and various calls to client re: same (0.4).	3.10
01/14/11	MSF	Prepare for and attend hearing re: Ashley TUA/TMCC.	6.00
	SXS	Conf with JMB (.40); Attn to Suggestions of Bankruptcy (.70)	1.10
	JMB	Prepare for and attend hearing	2.50
01/18/11	JMB	Draft and file notices of stay.	0.30
01/19/11	SXS	Conf with BMC (.70); Conf with JMB re BMC declaration (.30); Filesite maintenance (.50); Attn to Suggestion of Bankruptcies (.90)	2.40
	JMB	Review 1/14 hearing transcript (0.6), draft notices of stay (0.5).	1.10
	JLN	Misc. case issues and admin, and meet w/ J. Bethel	1.00
01/20/11	SXS	Conf with BMC (.50); Conf with JMB (.50); Assembly of confirmation binders (2.70)	3.70

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
	JMB	Draft 1/25 hearing agenda.	0.80
01/21/11	SXS	Conf with JMB (.50); Attn to Binder index (1.10); Review of filesite re TUA agmts (.50); Motion assembly (.50); ECF re Plan supplement, Rami Decl, Memo of Law, et al (.90)	3.50
01/24/11	SXS	Conf with JMB (.60); Attn to hearing prep (6.0); ECF filings re confirmation hearing (1.50)	8.10
	JMB	Draft notices of stay	0.30
01/25/11	TJF	Appear at confirmation hearing and conferences with client re: same	4.50
	MSF	Attend confirmation Ashley TUA hearing	7.50
	SXS	Hearing prep (2.50); Filesite maintenance (.50)	3.00
	JLN	Attend confirmation hearing	7.50
01/26/11	MSF	Update with BOD Jennifer (1.0); clean up lease modifications and Plan documents (2.9)	3.90
	SXS	Conf with JMB (.20); Attn to Ochoa Suggestion of Bankruptcy (.70); Filesite maintenance (.90); Conf with BMC re service (.30)	2.10
	JMB	Draft notices of stay.	0.30
	JLN	Meet w/ M. Fox re: recap, go forward issues, leases and other misc effective date issues	1.50
01/27/11	JMB	Meet with J. Nadritch re: case status.	0.70
01/28/11	SXS	Conf with JMB (.20); Attn to Chambers Courtesy copies (.60); Conf with BMC re service (.60)	1.30
01/31/11	MSF	Attention to Case issues, leases, confirmation.	1.50

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
	JLN	Emails and calls w/ J. Schillero re: misc case issues	0.50
Total Fees:			\$36,370.50

Legal Services Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
JAYME M. BETHEL	16.90	280.00	\$4,732.00
JORDANNA NADRITCH	14.00	425.00	\$5,950.00
SUHAILAH X. SALLIE	43.70	185.00	\$8,084.50
THOMAS J. FLEMING	4.50	650.00	\$2,925.00
MICHAEL S. FOX	23.30	630.00	\$14,679.00
			<hr/> \$36,370.50

Disbursements:

	<u>Amount</u>
Meals	\$544.07
Reproduction	\$148.14
Transportation	\$570.45
U.P.S.	\$497.94
Word Processing	\$1,650.00
Westlaw	\$2,480.94
Pacer Service Center (Searches)	\$1,126.00
Outside Copying	\$126.89
Telephone (Long Distance)	\$1.16
Total Disbursements:	<hr/> \$7,145.59

Total This Matter	<u>\$43,516.09</u>
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Re: CLAIMS ADMINISTRATION AND OBJECTIONS
Matter #: 008086-005

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
01/03/11	SXS	Conf with BMC re claims register (.50); Conf with JLN re: same (.50)	1.00
	JMB	Draft Hannington and Mengnu duplicate claim stipulations.	1.10
01/04/11	JMB	Revise Hannington duplicate claim stipulation (0.3), calls with creditor re: claim (0.2).	0.50
	JLN	Prepare stipulations re: duplicate claims (.8); emails re: same (.2)	1.00
01/05/11	JMB	Calls with creditor re: claims.	0.20
01/19/11	JMB	Calls with creditors re: claims process.	0.20
01/27/11	JMB	Revise Mengnu duplicate claims stip and draft Notice of Presentment re: same (1.0), calls with equity holders (0.3).	1.30
01/28/11	JMB	Review claims register.	0.80
		Total Fees:	\$1,758.00

Legal Services Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
JAYME M. BETHEL	4.10	280.00	\$1,148.00
JORDANNA NADRITCH	1.00	425.00	\$425.00
SUHAILAH X. SALLIE	1.00	185.00	\$185.00
			<hr/> \$1,758.00

Total This Matter	<hr/> \$1,758.00 <hr/>
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Re: EMPLOYEE BENEFITS/PENSIONS
Matter #: 008086-006

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
01/17/11	AFH	Various emails and teleconference re: negotiations with buyer (1.3); revise message to T. Sperry (0.2)	1.50
01/18/11	AFH	Review Abada emails (0.2); teleconference with Abada (0.4); various correspondence (0.4)	1.00
01/20/11	AFH	Emails with Abada re: employment agreement (0.8); teleconference with Abada (0.5)	1.30
01/21/11	AFH	Meet with Abada (1.1); confirm details re: vesting and exercise of stock options (0.7)	1.80
01/24/11	AFH	Conference with Barnea (0.2); revise agreement (1.0); teleconference with Abada re: details of offer (0.8)	2.00
01/25/11	AFH	Review revised agreement (0.4); various teleconferences with Abada re: terms (0.6)	1.00

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
01/26/11	AFH	Various emails and teleconference with Abada re: terms	0.80
01/27/11	AFH	Revise agreement (0.2); conference with Silverman (0.5); teleconference with Abada (0.3); conference with Schlesinger (0.4)	1.40
	JLN	Emails w. T. Sperry and A. Herzberg re: Abada employment agreement	0.50
01/28/11	AFH	Teleconference with Abada (0.3); conference with Schlesinger re: language (0.3); emails re: signature pages (0.1); finalize document and forward to Abada (0.1); teleconference with Abada (0.5); review Sperry's emails (0.2)	1.50
01/31/11	AFH	Teleconference with Schlesinger and Abada (0.4); teleconference with Nadritch (0.2); teleconference with Abada (0.1); revise agreement (0.3)	1.00
Total Fees:			\$7,062.00

Legal Services Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
JORDANNA NADRITCH	0.50	425.00	\$212.50
ALIZA F. HERZBERG	13.30	515.00	\$6,849.50
			<u>\$7,062.00</u>

Total This Matter	<u>\$7,062.00</u>
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Re: FEE/EMPLOYMENT APPLICATIONS
Matter #: 008086-007

<u>Date</u>	<u>Attv</u>	<u>Description</u>	<u>Time</u>
01/07/11	JMB	Draft November fee statement.	2.20
01/10/11	SXS	Attn to monthly fee app	0.30
	JMB	Revise November fee statement.	2.00
	JLN	Review fee statement for November and revise	1.00
01/11/11	SXS	Conf with JMB (.30); Attn to Monthly Fee Statements (.60); ECF re Olshan and TM Capital MFS (.70)	1.60
	JMB	Revise November fee statement.	0.30
01/12/11	JMB	Revise December statement	0.80
01/18/11	JMB	Revise December statement	0.70
01/27/11	JMB	Review KPMG supplemental declaration.	0.20
Total Fees:			\$2,512.50

Legal Services Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
JAYME M. BETHEL	6.20	280.00	\$1,736.00
JORDANNA NADRITCH	1.00	425.00	\$425.00
SUHAILAH X. SALLIE	1.90	185.00	\$351.50
			<hr/> \$2,512.50

Total This Matter	<hr/> \$2,512.50 <hr/>
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Re: LITIGATION
Matter #: 008086-010

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
01/03/11	SXS	Attn to Combs 9019 to chambers (.70); Conf with DYW re Combs 9019 (.40)	1.10
01/05/11	DYW	Preparation for Combs settlement hearing.	0.40
01/06/11	EVH	Conference call re: TMCC	1.00
	DYW	Attention to combs post-assignment issues.	0.60
01/07/11	DYW	Preparation for Combs settlement hearing.	0.50
01/10/11	EVH	Confer M. Fox and J. Nadritch re: TMCC (.3); confer J. Fox and R. Pollack re: same (.5)	0.80
	DYW	Preparation for Combs 9019 hearing.	1.90
01/11/11	DYW	Preparation for Combs 9019 hearing.	1.80
01/12/11	EVH	Prepare for hearing (2.5); attention to correspondence (.4); confer with M. Fox (.2)	3.10
01/13/11	EVH	Confer with M. Fox (.3); attention to drafting agreements/lease modification (1.8)	2.10
01/19/11	EVH	Correspondence with B. Pollack re: modification agreement (.1); confer with M. Fox re: same (.2); attention to review of modification agreement drafts (.3)	0.60
01/20/11	EVH	Correspondence with B. Pollack (Cullen and Dykman) re: draft of modification agreement (.3); confer with M. Fox re: same (0.1)	0.40
01/27/11	JLN	Call and email w/ A. Harris re: final settlement hearing (.3); email w/ M. Bruckner re same (.2)	0.50

Total Fees: \$6,094.00

Legal Services Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
JORDANNA NADRITCH	0.50	425.00	\$212.50
ELLEN V. HOLLOMAN	8.00	440.00	\$3,520.00
DAVID Y. WOLNERMAN	5.20	415.00	\$2,158.00
SUHAILAH X. SALLIE	1.10	185.00	\$203.50
			<hr/> \$6,094.00

Total This Matter	<hr/> \$6,094.00 <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>
01/03/11	MSF	Confirmation preparation and admin issues.	3.00
	JMB	Draft confirmation order.	2.30
	JLN	Revise confirmation order	0.50
01/04/11	MSF	Plan and disclosure statement preparation including calls with Plan Sponsor client.	4.50
	JMB	Draft cure and rejection schedules.	4.20
	JLN	Draft checklist for confirmation items and discuss w/ M. Fox	1.20
01/05/11	MSF	Plan confirmation issues.	1.80
	JMB	Revise cure and rejection schedules.	0.30
	JLN	Call w. Mengnu re: plan supplement documents	0.70

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
01/06/11	MSF	Continue with issues on confirmation.	3.90
	JMB	Revise cure and rejection schedules (1.3), draft rejection notice (0.3).	1.60
	JLN	Work on cure schedule and notice of rejected contracts and send to company (1.2); call w. J. schillero re: same (.3)	1.50
01/10/11	MSF	Attention to several issues regarding confirmation and needed documents.	3.50
	JMB	Meet with J. Nadritch re: confirmation hearing (0.5), draft script and Declarations for confirmation hearing (3.4).	3.90
	JLN	All hands call re: plan supplement documents	0.80
	JLN	Review confirmation transcripts and discuss script w/ J. Bethel	1.50
	JLN	Draft memo of law and declarations for confirmation	0.80
01/11/11	JMB	Draft confirmation declarations and proposed order, memo of law.	4.10
	JLN	Review and mark-up draft confirmation order (1.5); meet w/ J. Bethel re: same (.5)	2.00
01/12/11	MSF	Attention to Plan and Disclosure issues.	7.00
	JLN	Work, review and revise plan supp docs (2.0); review/revise cure and rejection notice and review lease mods (2.5)	4.50
	JLN	Review and revise draft confirmation brief (1.3); review script re: same (.5); meetings w/ J. Bethel re: confirmation docs (.5)	2.30
01/13/11	JMB	Revise cure schedule.	1.40
	JLN	Emails w/ J. Bethel re: various issues including plan supplement and cure/rejection schedules (1.5); review documents (1.5)	3.00

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
01/14/11	SXS	Conf with JMB (.50); ECF re plan supplement (2.60); Conf with BMC re service (.40)	3.50
	JMB	Revise and file Plan Supplement.	5.90
	JLN	Emails w/ J. Bethel re: plan suppl docs (1.0); review plan supp docs (2.0)	3.00
01/15/11	JMB	Attention to Plan Supplement issues.	0.60
01/18/11	MSF	Preparation for confirmation hearing.	5.80
	JMB	Revise Plan Supplement (0.8), research re: and draft post-confirmation order (1.3), meet with J. Nadritch re: confirmation order and related documents (1.3), revise confirmation order (0.3), calls with client, Mengnu and Committee re: confirmation issues (1.5), revise confirmation memo of law (1.8).	7.00
	JLN	Review plan supplement docs	1.50
	JLN	Revise draft confirmation order (1.5); discuss w/ M. Fox (.5); review and circulate (.5)	2.50
	JLN	Review revised notes for plan supplement	0.70
	MSF	Confirmation hearing preparation.	7.50
01/19/11	SXS	Conf with BMC (.60); Conf with JMB (.20); ECF re BMC Certification of Ballots (.50)	1.30
	JMB	Revise confirmation declarations and meet with J. Nadritch re: same (3.0), revise confirmation order and memo of law (0.5), revise BMC declaration (1.0).	4.50
	JLN	Prep of R. Abada for depo (2.5); attend deposition of R. Abada (4.0)	6.50
	JLN	Review and comment on BMC declaration (.5); emails w/J. Bethel re: same (.3)	0.80

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
01/20/11	JMB	Meet with J. Nadritch re: confirmation issues (0.8), review Abada deposition transcript (1.1), revise confirmation declarations and related documents (1.4), draft Notice of Nonmaterial Plan Modifications (1.4)	4.70
	JLN	Revise Abada Declaration	3.00
	JLN	Meeting w/ T. Fleming and M. Fox re: Abada declaration and Grien Prep	1.50
	JLN	Review committee comments to confirmation order (.8); prepare post-confirmation order (.5); revise confirmation order and recirculate (1.0)	2.30
	JLN	Revise brief in support of confirmation	1.00
	JLN	Review Ashley segment financials (.6); review corp docs for Hartsdale Convertibles (.6)	1.20
01/21/11	TJF	Revise Affidavit (1.1); conference with M. Fox , Abada, Greene (5.1)	6.20
	MSF	Plan confirmation issues and preparation.	8.00
	JMB	Revise confirmation declarations and related confirmation documents.	3.50
	JLN	Revise plan supplement (2.0); calls re: changes to notes and Ashley (1.0); meet w/ R. Abada re: declaration and revise accordingly (3.0); review changes to exit agreement and calls w/ Neiger re: same (.8); meet w/ R. Grien (.5); emails w/ J. Bethel and meet w/ J. Bethel re: modification and Abada declaration (.5)	7.80
01/22/11	JLN	Review filed declaration and plan supplement	1.30
01/23/11	JMB	Revise confirmation declarations and related confirmation documents.	7.10

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
	JLN	Revise memo of law (1.0); revise Grien affidavit (1.5); meet w/ M. Fox re: hearing prep (1.0); review revised notes and exit agreements and review notice of modifications (2.0); conference call w/ Sperry et al re: Sperry declaration (.9); review same (.5); follow-up emails re: Sperry declaration (.3)	7.20
01/24/11	MSF	Confirmation preparation	5.80
	JMB	Revise confirmation documents and prepare for hearing	8.00
	JLN	Review and revise Grien Affidavit and meetings w/ R. Grien and T. Fleming re:same (4.5); prep Grien re: financials and projections (1.5);	6.00
	JLN	Revise misc orders and calls and emails re: misc motions (1.0); revise agenda (.5); review/revise script for hearing (1.0); finalize documents for hearing (2.0)	4.50
01/25/11	JLN	All hands meeting prep for hearing (3.0); follow-up emails (.5)	3.50
01/26/11	JMB	Meet with M. Fox and J. Nadritch re: confirmation issues (1.3), draft Effective Date and post-Effective Date task lists and meet with J. Nadritch re: same (2.4).	3.70
	JLN	Prepare effective date checklist; review and revise same (1.5); discuss w/ J. Bethel and M. Fox and circulate (.9)	2.40
01/27/11	JMB	Attention to common stock issuance issues.	0.80
Total Fees:			\$86,817.50

Legal Services Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
JAYME M. BETHEL	63.60	280.00	\$17,808.00
JORDANNA NADRITCH	75.50	425.00	\$32,087.50
SUHAILAH X. SALLIE	4.80	185.00	\$888.00
THOMAS J. FLEMING	6.20	650.00	\$4,030.00
MICHAEL S. FOX	50.80	630.00	\$32,004.00
			<hr/> \$86,817.50

Total This Matter	<hr/> \$86,817.50 <hr/>
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Re: SEC MATTERS
Matter #: 008086-015

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
01/03/11	KAS	10-Q review and discussions	1.20
	DDW	Work on Jennifer Form 10-Q.	0.20
01/04/11	KAS	Review and discuss 10-Q issues	0.60
	DDW	Review and comment on Form 10-Q.	1.50
	DYW	Work on summary for 10K and meeting with D Wahba re same.	0.20
01/05/11	KAS	Address Board and 10-Q issues	0.60
01/06/11	KAS	Attention to Board and 10-Q issues	0.60
01/07/11	KAS	Board meeting and attention to 10-Q issues	1.00
	DDW	Work on Form 10-Q.	1.50
01/10/11	KAS	Attention to 10-Q issues, press release issues, audit response	1.50

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
	DDW	Attention to Form 10-Q and audit response letter (0.6); discussions and correspondence regarding the same (0.4)	1.00
	JLN	Review and comment on audit letter	0.30
01/11/11	KAS	Attention to audit response letters and 10-Q issues	0.60
	DDW	Work related to Form 10-Q and audit response letter.	0.40
01/14/11	KAS	Discuss various securities law and corporate issues with respect to new shares(0.9); direct board minutes (0.4)	1.30
01/18/11	KAS	Review and discuss disclosure SEC issues related to press release	0.80
01/19/11	KAS	Conference call with American Stock Transfer & Trust	1.10
	DDW	Meeting on emergence from bankruptcy and related SEC issues.	1.10
01/20/11	KAS	Call with transfer agent re: shares to be issued.	0.80
	DDW	Work on press release re: emergence from bankruptcy.	0.30
01/21/11	KAS	Discuss SEC disclosure and stock issues	0.50
01/24/11	KAS	Conference with R. Abada re: SEC filings	0.20
	DDW	Attention to SEC filings required upon emergence from bankruptcy.	0.90
01/25/11	KAS	E-mail correspondence re: 8-K	0.20
	DDW	Revise certificate/by laws effective upon emergence from bankruptcy.	1.50
01/26/11	KAS	Conference calls with DTCC re: share cancellations	1.30
	DDW	Attention to share cancellations upon emergence from bankruptcy.	1.40

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
01/27/11	KAS	E-mail correspondence re: 8-K	0.70
01/28/11	KAS	Work on 8-K issues related to new stock issuance	0.50
	KAS	Discuss employment agreement issues and disclosure issues	0.80
	DDW	Review certificate/by laws effective upon emergence from bankruptcy.	0.20
01/31/11	KAS	Review and discuss employment and capitalization issues	0.70
Total Fees:			\$11,060.50

Legal Services Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
DENISE WAHBA	10.00	350.00	\$3,500.00
JORDANNA NADRITCH	0.30	425.00	\$127.50
DAVID Y. WOLNERMAN	0.20	415.00	\$83.00
KENNETH A SCHLESINGER	15.00	490.00	\$7,350.00
			<u>\$11,060.50</u>

Total This Matter	<u>\$11,060.50</u>
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Total Due This Bill	<u>\$234,243.09</u>
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FEBRUARY 2011 INVOICE

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

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
02/01/11	JAB	Review e-mail correspondence and prepare follow-up correspondence	0.10
02/02/11	JAB	Review Landlord's comments to remaining issues and e-mail correspondence (0.5); prepare follow-up correspondence (0.2); telephone conferences with Landlord and K. Mattler (0.6); review and revise lease (1.2)	2.50
02/03/11	JAB	Telephone conferences with K. Mattler and the landlord (0.2); review e-mail correspondence and prepare follow-up correspondence (0.2)	0.40
	JMB	Attention to lease modification issues.	1.30
02/04/11	JAB	Telephone conferences with K. Mattler and landlord (0.1); review and revise lease (0.3); prepare follow-up correspondence (0.1)	0.50
02/07/11	JAB	Review e-mail correspondence and prepare follow-up correspondence	0.20
	MBS	Preparation of correspondence to K Mattler re: Lease (0.2); preparation of correspondence to T. Trask re: Lease (0.2)	0.40
02/08/11	JAB	Review e-mail correspondence and prepare follow-up correspondence (0.3); prepare and circulate execution versions of the lease and instructions (0.2)	0.50
	JMB	Draft lease summaries and attention to miscellaneous lease issues.	2.10
	MBS	Preparation of Comment Letter to T. Trask, Landlord re: open points in Lease	0.50
02/09/11	JAB	Telephone conference with K. Mattler	2.80

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
02/10/11		(0.4); prepare lease summary of Torrance Lease and follow-up correspondence (2.4)	
	JAB	(0.3) - conferences with JLN and JMB; (0.8) - review modifications; (1.7) - review and revise abstracts; (0.1) - prepare follow-up correspondence	2.90
	JMB	Draft lease summaries and attention to related lease issues.	2.50
	MBS	Review of revised draft of Lease (0.5); review memo from T. Trask re: Lease (0.2); preparation of response memo to T. trask re open Lease points (0.4)	1.10
	JLN	Attend to lease abstracts	0.40
	JAB	Review and revise abstract (0.9); prepare follow-up correspondence (0.3)	1.20
	JAB	(0.2) - review modification; (0.3) - review and revise abstract; (0.1) - prepare follow-up correspondence	0.60
	JMB	Draft lease summaries (1.6), revise lease agreements (0.3).	1.90
	MBS	Preparation of comment memo to T. Trask, Landlord, re: remaining open Lease points (0.3); preparation of Lease Summary (1.0); telephone conference with K. Mattler re: Lease (0.3)	1.60
	JLN	Revise lease summaries (.8); revise modification agreement (.4); call w/ Keen re: lease (.2); call/emails w/ company re: abstracts (.3)	1.70
02/11/11	JAB	(0.5) - review lease modifications, (0.8) - review and revise abstracts, (0.1) - conference with JMB; (0.2) - prepare follow-up correspondence	1.60
	JMB	Attention to lease modification issues.	0.60

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
	MBS	Review of correspondence from T. Trask, Landlord re: Lease (0.1); review of revised draft of Lease with proposed language for Landlord Lien Waiver (0.2)	0.30
02/14/11	JAB	Telephone conference with K. Mattler regarding estoppel (0.2); review e-mail correspondence and prepare follow-up correspondence (0.1)	0.30
	JAB	(0.2) - conference with J. Nadritch; (0.3) - review modification; (0.4) - review and revise abstract; (0.1) - prepare follow-up correspondence	1.00
	JMB	Work on various lease abstracts and summaries.	1.90
02/15/11	JAB	CHB Estoppel - Review original lease (0.2); review and revise estoppel (0.5); conferences with NMR and J. Nadritch (0.3); telephone conference with K. Mattler (0.1); review e-mail correspondence and prepare follow-up correspondence (0.1)	1.20
	JAB	Review term sheet re: new lease and e-mail correspondence with K. Mattler	0.20
	JMB	Attention to lease abstracts and summaries	0.60
02/16/11	JAB	Review and revise Lease	2.10
	JAB	Telephone conference with K. Mattler re: estoppel (0.1); review and revise estoppel (0.1); review e-mail correspondence and prepare follow-up correspondence (0.1)	0.30
	JMB	Revise lease summaries (1.4), call with landlord (0.2), meet with J. Nadritch re: various lease issues (0.5).	2.10
02/17/11	JAB	Review Sit N Sleep Agreement re: Torrance Lease (0.2); telephone conference with K. Mattler (0.2); review e-	0.50

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
		mail correspondence and prepare follow-up correspondence (0.1)	
	JAB	Telephone conference with K. Mattler (0.2); review and revise lease (3.8); prepare e-mail correspondence re: same (0.3)	4.30
02/18/11	JAB	Review revisions to lease and prepare follow-up e-mail correspondence	0.60
	JAB	(0.4) - review abstracts; (0.4) - review lease modifications; (0.5) - review and revise abstracts; (0.1) - prepare follow-up correspondence	1.40
02/21/11	MBS	Review of correspondence from K. Mattler re: Lease Agreement and Lease Abstract;	0.20
02/22/11	JMB	Review and revise lease abstracts	0.20
	MBS	Review of Lease Abstract and Lease Agreement (0.2); telephone conference with K. Mattle re: same (0.1); preparation of correspondence to T. Trask, Landlord, re: Lease (0.2); review of revised draft of Lease (0.3)	0.80
Total Fees:			\$18,168.50

Legal Services Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
JESSICA A. BERETS	25.20	430.00	\$10,836.00
JAYME M. BETHEL	13.20	280.00	\$3,696.00
JORDANNA NADRITCH	2.10	425.00	\$892.50
MITCHELL B. STERN	4.90	560.00	\$2,744.00
			<hr/> \$18,168.50

Total This Matter	<hr/> \$18,168.50 <hr/>
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Re: BUSINESS OPERATIONS**Matter #: 008086-003**

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
02/01/11	ARW	Review insurance policy from Great American and correspondence with R. Abada re: same	1.50
02/03/11	MSF	Attention to D & O compliance issues	0.60
02/08/11	JLN	Review Merrick agreement (.4); discuss w/ M. Fox and emails to T. Sperry re: same (.8)	1.20
02/09/11	MSF	Attention to merchant agreement issues and D&O issues.	1.00
	ARW	Prepare and send correspondence to insurer re discovery demand from creditors committee	1.00
	JLN	Call re: D&O discovery (.5); work w/ A. Wolff re: letter to carrier (.5)	1.00

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
	JLN	Review Merrick agreement re: effectiveness and emails w/ Sperry and Brock re: same (.5)	0.50
02/10/11	MSF	Prepare for and call with Ashley re: cure	1.50
02/14/11	JLN	Review Merrick agreement (.3) ; emails w T. Sperry re: same (.4); calls w/ T. Brock re: amendment (.5) emails re: same (.2)	1.40
02/15/11	JMB	Review and revise Ninth Merrick Stipulation.	0.70
	JLN	Review and revise Merrick stipulation (1.0); call w. T. Brock re: comments (.3); circulate revised draft and file same (.5)	1.80
Total Fees:			\$6,081.50

Legal Services Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
JAYME M. BETHEL	0.70	280.00	\$196.00
JORDANNA NADRITCH	5.90	425.00	\$2,507.50
MICHAEL S. FOX	3.10	630.00	\$1,953.00
ALLEN R. WOLFF	2.50	570.00	\$1,425.00
			<hr/> \$6,081.50

Total This Matter	<hr/> \$6,081.50 <hr/>
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Re: CASE ADMINISTRATION
Matter #: 008086-004

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
02/07/11	SXS	Conf with BMC re Claims register (.60); Conf with JLN re: same (.20); Filesite maintenance (.70)	1.50
02/09/11	SXS	Conf with team	0.20
	JLN	Efforts re: closing date documents (1.5); emails w/ J. Adams and E. Neiger re: UCC (.2); emails w/ company re: same (.2); review Merrick agreement re: effectiveness and emails w/ Sperry and Brock re: same (.5)	2.40
02/10/11	SXS	Attn to suggestion of bankruptcy	0.60
	JMB	Draft and file notice of stay.	0.70
02/15/11	SXS	Research re California Form CM-180 and Nassau County Small Claims address (.70); Monitoring of CM/ECF docket for weekly and monthly case activity (.10); Attn to calendaring of motion deadlines and responses to bankruptcy calendar (.10); Reissue of Suggestions of Bankruptcy (.50)	1.40
02/17/11	SXS	Conf with JLN (.30); Research re Name/Case Caption Change (.90); Closing Prep (3.30)	4.50
02/18/11	SXS	Attn to closing prep (3.50); Conf with JLN & MSF (.50)	4.00
02/22/11	SXS	Conf with JLN and JMB (.50); Attn to effective date closing prep and execution (6.40);	6.90
	JMB	Prepare documents for effective date closing and attend same.	3.10
	JLN	Meetings w/ R. Abada re: closing documents (2.0) closing prep and work re: closing and effective date (4.5)	6.50
Total Fees:			\$8,380.00

Legal Services Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
JAYME M. BETHEL	3.80	280.00	\$1,064.00
JORDANNA NADRITCH	8.90	425.00	\$3,782.50
SUHAILAH X. SALLIE	19.10	185.00	\$3,533.50
			<hr/> \$8,380.00

Disbursements:

	<u>Amount</u>
Meals	\$165.59
Messenger	\$133.79
Telephone	\$168.44
Transportation	\$319.18
U.P.S.	\$98.36
Westlaw	\$387.48
Edgarization Fees	\$1,358.00
Outside Copying	\$813.08
	<hr/>
Total Disbursements:	\$3,443.92
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Total This Matter	\$11,823.92
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Re: CLAIMS ADMINISTRATION AND OBJECTIONS
Matter #: 008086-005

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
02/01/11	JMB	Respond to cure objections.	0.30
02/02/11	JMB	Review cure objections.	0.20
02/04/11	JMB	Calls and emails related to claims register	0.60
02/07/11	SXS	ECF re KPMG CF Realty's Supplemental Declaration (.50); Claim register review re NYS Dept Tax & Finance Claim (.40)	0.90
	JMB	Review claims register (0.4), draft omnibus claims objection (3.4).	3.80
	JLN	Review cure objections (.7); discuss w/ J. Bethel and review updated claims register (.5)	1.20
02/09/11	SXS	Conf with JLN (.40); Review and doc retrieval re noted claims (3.80)	4.20
	JMB	Revise Second Omnibus Claims Objection.	2.00
02/10/11	JMB	Review claims register and proofs of claim filed (3.4), research and draft 503(b)(9) objection (1.2).	4.60
	JMB	Review cure objection procedures.	0.50
	JLN	Call w/ N. Schultz re: Ashley cure claim (.5); review Ashley claim objection and related proofs of claims and meet w/ M. Fox (1.0); draft email to company re: call w/ Ashley and claim (.5)	2.00
	JLN	Review claims and meet w/ J. Bethel re: claims objections/ duplicates etc.	2.50
02/14/11	JMB	Calls with JCI creditors re: individual claims.	0.30
02/15/11	JMB	Review claims register and meet with J. Nadritch re: same (1.2), revise Second Omnibus Claims Objection (1.5).	2.70
	JLN	Review claims for second omnibus objection and revise objection	1.50
02/16/11	SXS	Conf with JMB (.30); Conf with Chambers	2.30

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
		re hearing date (.40); Attn Notice of Hearing (.50); ECF re 2nd Omnibus Claims Objections (.60); Conf with BMC re service (.50)	
	JMB	Review cure objections (0.7), revise Second Omnibus Objection to Claims and meet with M. Fox and J. Nadritch re: same (3.0), attention to individual creditor claim (0.4).	4.10
	JLN	Review claims w/ J. Bethel (1.5); meet w/ M. Fox re: claims objection (1.2); finalize claims objection and prepare for filing (1.5)	4.20
02/22/11	JMB	Call with individual creditor re: cure claim.	0.20
	JLN	Calls w/ landlords/counsel re: cure claim questions	0.50
Total Fees:			\$11,830.50

Legal Services Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
JAYME M. BETHEL	19.30	280.00	\$5,404.00
JORDANNA NADRITCH	11.90	425.00	\$5,057.50
SUHAILAH X. SALLIE	7.40	185.00	\$1,369.00
			<u>\$11,830.50</u>

Total This Matter	<u>\$11,830.50</u>
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Re: EMPLOYEE BENEFITS/PENSIONS

Matter #: 008086-006

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
02/01/11	AFH	Final changes to the Abada agreement (0.5); emails with Barnea re: same (0.3)	0.80
02/03/11	AFH	Review consulting agreement terms (0.4); work with Barnea to prepare agreement (0.8); consult with Abada re: contract terms (0.3)	1.50
02/04/11	AFH	Emails with Abada and Sperry re: employment agreements (0.7); preliminary call with Sperry (0.3)	1.00
02/05/11	AFH	Teleconference with Sperry and emails re: same re: employment agreement terms	1.30
02/07/11	AFH	Teleconference with Fox (0.3); revise Abada agreement (2.5); teleconference with Abada (0.2); various emails with Sperry, Fox, Abada and Greenfield (0.8)	3.80
02/08/11	AFH	Review Abada email and email to Sperry re: Abada's acceptance of the terms (0.3); conference with Fox re: Greenfield consulting agreement (0.6); review documents, revise and transmit (0.6)	1.50
02/15/11	AFH	Emails with Abada re: final employment agreement (0.3); review stock option agreement (0.2); conference with Schlesinger and Nadritch re: details (0.5)	1.00
02/16/11	AFH	Email to Fox re: Sperry request for comparison (0.1); conference with Fox (0.3); email to Sperry (0.1); teleconference with Fox re: agreement (0.3); conference with Katz re: agreements (0.2)	1.00
02/17/11	KAS	Review Employment agreement for potential issues	0.50
	AFH	Prepare stock option agreement (1.3); revise and transmit to Schlesinger (0.2)	1.50

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
02/18/11	AFH	Review Schlesinger email re: stock options	0.20
02/19/11	AFH	Various emails re: option agreements and employment agreements	0.30
02/20/11	AFH	Various emails re: Adaba employment agreement (0.2); Revise Greenfield consulting agreement and stock option agreements (0.3)	0.50
02/21/11	AFH	Email with Katz re: option agreements (0.1); emails with Schlesinger re: same (0.1); emails with Abada re: final agreement and final changes (0.1)	0.30
Total Fees:			\$7,815.50

Legal Services Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
KENNETH A SCHLESINGER	0.50	490.00	\$245.00
ALIZA F. HERZBERG	14.70	515.00	\$7,570.50
			<hr/> \$7,815.50

Total This Matter

\$7,815.50

Re: FEE/EMPLOYMENT APPLICATIONS
Matter #: 008086-007

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
02/02/11	JMB	Revise December fee statement	0.70
02/07/11	JLN	Review Keen affidavit and emails re: same	0.50

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
02/08/11	JMB	Revise December fee statement.	1.50
02/09/11	SXS	Conf with JMB (.40); ECF re TM and Olshan Dec. 2010 fees (.60)	1.00
	JMB	Revise and file December fee statement (Olshan and TM Capital).	1.90
	JLN	Review December bill and review and revise fee statement (2.0); meet w/ J. Bethel re: same (.5); discuss w/ M. Fox and circulate December fee applications (.5)	3.00
02/10/11	SXS	Attn to draft 1st and final fee application	0.90
Total Fees:			\$2,987.00

Legal Services Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
JAYME M. BETHEL	4.10	280.00	\$1,148.00
JORDANNA NADRITCH	3.50	425.00	\$1,487.50
SUHAILAH X. SALLIE	1.90	185.00	\$351.50
			<hr/> \$2,987.00

Total This Matter	<hr/> \$2,987.00 <hr/>
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Re: LITIGATION
Matter #: 008086-010

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
02/14/11	JMB	Review 2004 Motion and draft Response	2.50

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
		to same.	
02/15/11	JMB	Revise 2004 Response.	1.00
02/16/11	JLN	Meet w/ J. Bethel re: draft response to 2004 motion and comment on draft	1.00
02/17/11	JLN	Review and revise draft response to committee 2004 motion	2.00
Total Fees:			\$2,255.00

Legal Services Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
JAYME M. BETHEL	3.50	280.00	\$980.00
JORDANNA NADRITCH	3.00	425.00	\$1,275.00
			<u>\$2,255.00</u>

Total This Matter	<u>\$2,255.00</u>
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Re: PLAN AND DISCLOSURE STATEMENT
Matter #: 008086-012

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
02/01/11	JMB	Attentions to new common stock issuance issues and meet with J. Nadritch re: same.	1.20
	JLN	Attention to various effective date issues; including common stock issuance (1.0); meeting w/ D. Wahba (0.2) ; discuss w/ M. Fox (0.3)	1.50
02/03/11	MSF	Prepare Effective Date documents	0.60

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
02/04/11	JLN	Call w/ Mengnu and Company re: effective date docs (.8); follow-up emails and calls re: order (.2)	1.00
02/07/11	JMB	Calls with Mengnu, Committee, client re: confirmation order (2.1), meet with J. Nadritch re: confirmation issues (0.5).	2.60
	JLN	Precall w/ company and call w/ Mengnu and Committee re: court opinion and related issues	1.00
	JLN	Review claims register for Hartsdale (1.3); draft emails w/ J. Schillero and calls w/ J. Schillero and R. Abada, M. Fox re: same (1.5)	2.80
02/08/11	MSF	Prepare for and attend conference with court re: confirmation issues.	3.20
	JMB	Meet with M. Fox and J. Nadritch re: confirmation issues (0.6), calls with Court re: confirmation order and meet with J. Nadritch re: same (1.4), revise confirmation order (1.0).	3.00
	JLN	Call w/ J. Gropper re: confirmation order (.7); revise order and circulate (2.0)	2.70
	JLN	Attend to misc issues re: effective date and confirmation (1.5); calls w/ J. Schillero and meetings w/ M. Fox re: same (1.0)	2.50
02/09/11	MSF	Review revision to confirmation order with Law Clerk (0.7); memo to clients regarding same (1.8)	2.50
	JLN	Review confirmation order for changes and discuss w/ M. Fox	0.50
	JLN	Efforts re: closing date documents (1.5); emails w/ J. Adams and E. Neiger re: UCC (.2); emails w/ company re: same (.2);	1.90
02/11/11	MSF	Work on closing issues and administrative claims.	1.50

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
02/14/11	MSF	Attention Effective Date issues and exit loan documents.	1.50
	JLN	Work and issues re: effective date documents (2.5); emails re: UCC and calls re: same (1.0)	3.50
02/15/11	MSF	Calls with company and emails re: closing/effective date issues and documents	2.10
	JMB	Draft Notice of Effective Date and prepare effective date documents and task list.	1.30
02/16/11	MSF	Review closing/Effective Date documents	2.80
	MSF	Prepare for all hands call (0.9); call with Plan Sponsor and Committee re: effective date issues. (0.6)	1.50
	JMB	Prepare documents needing signatures on effective date.	0.50
	JLN	All hands call re: effective date closing docs (.6); follow-up calls w/ R. Abada and J. Schillero (0.9)	1.50
02/17/11	JLN	Review documents for effective date (3.0); emails and calls re: closing date issues (1.5); review revised draft of escrow agreement and calls w/ Neiger, R. Abada re: same (1.0)	5.50
02/18/11	JLN	Emails and calls re: closing docs (1.0); review finalized sig pages and closing documents (1.5)	2.50
02/21/11	JLN	Review revised closing documents (1.5); emails re same (.5); call w/ M. Fox re: same (.2)	2.20
Total Fees:			\$24,666.50

Legal Services Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
JAYME M. BETHEL	8.60	280.00	\$2,408.00
JORDANNA NADRITCH	29.10	425.00	\$12,367.50
MICHAEL S. FOX	15.70	630.00	\$9,891.00
			<hr/> \$24,666.50

Total This Matter	<hr/> \$24,666.50 <hr/>
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Re: RELIEF FROM STAY PROCEEDINGS
Matter #: 008086-013

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
02/14/11	MSF	Review issues regarding Columbus Convertibles and relief from stay (1.0) Telephone call with attorney regarding settlement. (0.6)	1.60
02/22/11	JMB	Prepare for and attend relief from stay hearing.	2.50
	JLN	Review JP Morgan lift stay motion (.4); call w/ M. Bruckner re: same (.1); prep for hearing w/ J. Bethel (.4)	0.90
Total Fees:			\$2,090.50

Legal Services Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
JAYME M. BETHEL	2.50	280.00	\$700.00
JORDANNA NADRITCH	0.90	425.00	\$382.50
MICHAEL S. FOX	1.60	630.00	\$1,008.00
			<hr/> \$2,090.50

Total This Matter	<hr/> \$2,090.50 <hr/>
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Re: CREDITOR'S COMMITTEE
Matter #: 008086-014

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
02/10/11	MSF	Attention to transition issues regarding Committee.	1.20

Total Fees:	\$756.00
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Legal Services Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
MICHAEL S. FOX	1.20	630.00	\$756.00
			<hr/> \$756.00

Total This Matter	<hr/> \$756.00 <hr/>
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Re: SEC MATTERS
Matter #: 008086-015

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
02/01/11	KAS	Review issues related to new common stock	0.70
	DDW	Attention to stock certificates issue (1.4); conference call with transfer agent (0.6); call with DTCC (0.3). Attention to press release re confirmation of the plan. (1.1)	3.40
02/02/11	KAS	Attention to issues re: stock certificate issuance	0.50
02/03/11	KAS	Calls re: press release issues	0.50
02/04/11	KAS	Discuss press release and 8-K issues with company	0.80
	DDW	Call with transfer agent regarding information required for issuances.	0.20
	JPk	Meet with D. Wahba and fill out Edgar Form ID's for Jennifer directors and officers.	0.40
02/05/11	KAS	Various e-mails and discussions re securities law obligations and press release obligation	1.00
02/06/11	KAS	Review revised press release	0.50
02/07/11	KAS	Various discussions re SEC compliance issues	1.40
	DDW	Meeting with J. Nadritch and K. Schlesinger (0.6); revisions to press release (1.3); attention to EDGAR Codes for SEC filings. (0.8)	2.70
	JMB	Meet with K. Schlesinger, D. Wahba and J. Nadritch re: 8K issues.	0.60
	JLN	Prepare for meeting w/ D. Wahba and K. Schlessinger (.7); meeting w/ K.	1.70

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
		Schlessinger and D. Wahba and related follow-up re: 8K (1.0)	
02/08/11	KAS	Various discussions re: 8K and other SEC filings	0.70
	DDW	Attention to by laws.	0.90
	JPK	Research and write memo re: restricted securities	2.00
02/09/11	KAS	Review and discuss various SEC disclosure issues	0.80
	DDW	Attention to Form 8-K for confirmation of Plan (2.2). Conference call with FINRA regarding notification requirements. (0.7)	2.90
	JPK	Draft letter from Company to FINRA regarding progress of reorganization.	1.20
02/10/11	KAS	Review Nasdaq issues (0.1); conference call with DW and R. Abada (0.5); review memo re audit committee (0.2); review FINRA response (0.1); Attention to transfer agent issues (0.2)	1.10
	DDW	Draft Form 8-K for confirmation of the plan (2.3). Attention to request for information from FINRA. (1.7)	4.00
	JPK	Draft Edgar code applications (1.0), make revisions to letter from company to FINRA regarding status of reorganization (1.2), draft D&O questionnaire for directors and officers (2.2), research re: audit committees (1.4).	5.80
02/11/11	KAS	Review and discuss numerous issues re plan confirmation (0.2); 8-K revision (0.6)	0.80
02/14/11	KAS	Review various 8-K and SEC disclosure issues	0.70
	DDW	Attention to Form 8-K for confirmation of the plan (0.4). Revisions reflecting comments (0.8). File Form 8-K with SEC.	1.40

<u>Date</u>	<u>Atty</u>	<u>Description</u> (0.2)	<u>Time</u>
02/15/11	KAS	Attention to Blue Sky and closing, 8-K issues	0.80
	DDW	Meeting regarding closing (1.0). Attention to Section 16 filings. (1.2)	2.20
	JPK	Review Edgar proof of Form 8-K for D. Wahba.	1.40
02/16/11	KAS	Discussion and review re closing/effectiveness issues (0.3); work on amended charter issues, SEC issues and filings (0.9)	1.20
	DDW	Calls and emails re: authorized capital. (0.3) Correspondence regarding Section 16 filings and EDGAR codes. (0.3) Attention to closing documents (letter to transfer agent, letter to DTCC, SEC filings). (1.0)	1.60
	JPK	Review employment agreements for terms of option agreements and meet with D. Wahba re: same (1.5), draft POS AM (1.4), draft Post-Effective Amendment to three Forms S-8 (1.5), draft 8-A12G/A registering new stock (2.0), make amendment to charter (1.0), draft letter to transfer agent (1.0), draft letter to DTC (1.0)	9.40
02/17/11	KAS	Review and discuss numerous closing documents for SEC docs	1.30
	DDW	Review and comment on closing documents. (1.4) Meetings and correspondence regarding the same. (0.7) Revisions to COI and Bylaws. (1.9) Notification of effective date to FINRA. (1.1) Correspondence with DTCC and transfer agent. (0.3)	5.40
	JPK	Make revisions to charter bylaws and POSAM (2.0), Post-Effective Date	7.00

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
		Amendment to S-8's (.5), letter to DTC (1.0), letter to transfer agent (1.0), 8-A12G/A (2.5).	
02/18/11	KAS	Review option agreements and various discussions re closing issues	1.20
	DDW	Attention to closing-related documents (0.4) Distribution of SEC documents for review and signature. (0.6) Meeting with M. Fox regarding the same. (0.1)	1.10
	JPK	Edgarize and Edgar-proof documents (1.2), draft Forms 3 and Forms 4 to be filed by directors, officers, and 10% holders (1.1).	2.30
02/19/11	KAS	Review and discuss option agreements	1.20
02/20/11	KAS	Review and discuss option agreements	1.20
	DDW	Drafted Zou option agreement and correspondence regarding the same.	0.80
02/21/11	KAS	Review and numerous discussions re Zou option agreements	1.50
	JPK	Revise option agreements with new terms from Tom Sperry (3.1), speak with R. Abada and K. Schlesinger about same (1.0).	4.10
02/22/11	KAS	Review and discuss SEC issues, press release, option agreement issues and closing issues	1.20
	DDW	Attention to stock option agreements. (0.4) Attention to closing of bankruptcy. (1.0) Communications with FINRA, DTCC, American Stock Transfer and Trust regarding the same. (1.1) Attention to Form 8-K disclosing Plan effectiveness. (0.2)	2.70
	JPK	Revise Forms 4 with new option agreement terms and draft emails re: same	0.80

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
Total Fees:			\$30,136.50

Legal Services Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
DENISE WAHBA	29.30	350.00	\$10,255.00
JAYME M. BETHEL	0.60	280.00	\$168.00
JASON P. KATZ	34.40	280.00	\$9,632.00
JORDANNA NADRITCH	1.70	425.00	\$722.50
KENNETH A SCHLESINGER	19.10	490.00	\$9,359.00
			<u>\$30,136.50</u>

Total This Matter	<u>\$30,136.50</u>
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Total Due This Bill	<u>\$118,611.42</u>
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Previous Bills Outstanding

<u>Invoice No.</u>	<u>Date</u>	<u>Amount</u>
150689	09/17/10	\$28,861.27
150691	09/17/10	\$16,336.84
151297	10/20/10	\$13,715.33
151849	11/23/10	\$143,954.21
152719	01/11/11	\$169,021.82
153261	02/09/11	\$53,466.43