
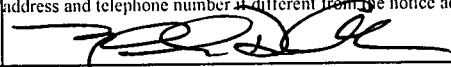


UNITED STATES BANKRUPTCY COURT FOR THE DISTRICT OF DELAWARE		ADMINISTRATIVE CLAIM FORM
In re: Quantum Foods, LLC	Case No. 14-10318 (Jointly Administered)	PLEASE NOTE: <i>This form should only be used to assert an unpaid administrative expense claim arising on or after February 18, 2014 through and including September 30, 2014.</i> <div style="text-align: center;">Claim # 313</div> <div style="text-align: center;">THIS SPACE IS FOR COURT USE ONLY</div>
Debtor against which claim is asserted: (Check One) <input checked="" type="checkbox"/> Quantum Foods, LLC Case No. 14-10318 <input type="checkbox"/> Quantum Foods 213-D, LLC Case No. 14-10319 <input type="checkbox"/> Quantum Culinary, LLC Case No. 14-10320 <input type="checkbox"/> GDC Logistics, LLC Case No. 14-10321 <input type="checkbox"/> Choice One Foods, LLC Case No. 14-10322	<input type="checkbox"/> Check box if you are aware that anyone else has filed a proof of claim relating to your claim. Attach copy of statement giving particulars. <input type="checkbox"/> Check box if you have never received any notices from the bankruptcy court in this case. <input type="checkbox"/> Check box if the address differs from the address on the envelope sent to you by the court	
Name of Creditor and Address: the person or other entity to whom the debtor owes money or property Richards, Layton & Finger P.A. 920 N. King Street Wilmington, DE 19801 Attn: Mark D. Collins, Esq.	<div style="border: 1px solid black; padding: 5px; display: inline-block;"> RECEIVED NOV 05 2014 BMC GROUP </div>	
Creditor Telephone Number (302) 651-7700		
Name and address where notices should be sent (if different from above): <div style="height: 40px;"></div>		
Creditor Telephone Number ()		
Account or other number by which creditor identifies debtor:	Check here if this claim: <input type="checkbox"/> replaces <input type="checkbox"/> amends a previously filed claim, dated:	
1. Basis for Claim: Legal Services provided to the Official Committee of Unsecured Creditors appointed in this Chapter 11 case.		
2. Date debt was incurred: Debt incurred between February 27, 2014 and September 30, 2014.		
3. Brief description of claim, including the basis for the priority nature of the claim (if any) (attach additional information): Claim is for fees and expenses incurred in connection with the provision of professional services during the Debtor's Chapter 11 case on behalf of the Official Committee of Unsecured Creditors. The claim is entitled to administrative expense priority pursuant to Section 503(b)(2) of the Bankruptcy Code.		
4. Total Amount of Administrative Claim: \$ 72,235.92 <input type="checkbox"/> Check this box if claim includes interest or other charges in addition to the principal amount of the claim. Attach itemized statement of all interest or additional charges.		
5. CREDITS: The amount of all payments on this claim has been credited for the purpose of making this proof of claim.		
6. SUPPORTING DOCUMENTS: <u>Attach copies of supporting documents</u> , such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, court judgments, mortgages, security agreements, and evidence of perfection of lien. DO NOT SEND ORIGINAL DOCUMENTS. If the documents are not available, explain. If the documents are voluminous, attach a summary.		
7. DATE-STAMPED COPY: To receive an acknowledgment of the filing of your claim, enclose a stamped, self-addressed envelope and copy of this proof of claim.		
The original of this completed proof of claim form must be sent by mail or hand delivered (no electronic submissions or facsimiles will be accepted) so that it is actually received on or before 4:00 pm prevailing Eastern Time on November 7, 2014. BY MAIL TO: BMC Group, Inc. Attn: Quantum Foods, LLC Claims Processing P.O. Box 3020 Chanhassen, MN 55317-3020 BY HAND OR OVERNIGHT DELIVERY TO: BMC Group, Inc. Attn: Quantum Foods, LLC Claims Processing 18675 Lake Drive East Chanhassen, MN 55317		<div style="text-align: center;"> THIS SPACE FOR COURT USE ONLY Quantum Foods POC  90115 </div>
DATE November 4, 2014	SIGNATURE: The person filing this claim must sign it. Sign and print name and title, if any, of the creditor or other person authorized to file this claim and state address and telephone number if different from the notice address above. Attach copy of power of attorney, if any. 	

Penalty for presenting fraudulent claim is a fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U. S.C. §§ 152 AND 3571.

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:	)	Chapter 11
QUANTUM FOODS, LLC, <i>et al.</i> , ¹	)	Case No. 14-10318 (KJC)
Debtors.	)	Jointly Administered
)	
	)	Obj. Deadline: July 30, 2014 at 4:00 p.m. (EDT)
	)	Hearing Date: August 19, 2014 at 1:00 p.m. (EDT)

NOTICE OF FIRST INTERIM FEE APPLICATION
REQUEST OF RICHARDS, LAYTON & FINGER, P.A. FOR
THE PERIOD FROM FEBRUARY 27, 2014 THROUGH MAY 31, 2014

Name of Applicant:	<u>Richards, Layton & Finger, P.A.</u>
Authorized to Provide Professional Services to:	<u>Official Committee of Unsecured Creditors</u>
Date of Retention:	<u>April 17, 2014 <i>nunc pro tunc</i> to</u> <u>February 27, 2014</u>
Period for which Compensation and Reimbursement is Sought:	<u>February 27, 2014 through May 31, 2014</u>
Amount of Compensation Sought as Actual, Reasonable and Necessary:	<u>\$478,505.00</u>
Amount of Expense Reimbursement Sought as Actual, Reasonable and Necessary:	<u>\$8,944.83</u>

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal taxpayer identification number are: Quantum Foods, LLC (9437); Quantum Foods 213-D, LLC (1862); Quantum Culinary, LLC (1302); GDC Logistics, LLC (1997); and Choice One Foods, LLC (9512). The Debtors' mailing address is c/o Quantum Foods, LLC, 750 South Schmidt Road, Bolingbrook, Illinois 60440.

Summary of Monthly Fee Applications for Interim Period:

D.I. Date Filed	Period Covered	Requested		Amount Received		Holdback Fees Requested
		Fees	Expenses	Fees (80%)	Expenses (100%)	Fees (20%)
D.I. 272 4/25/14	2/27/14 - 3/31/14	\$324,929.00	\$4,673.30	\$259,943.20	\$4,673.30	\$64,985.80
D.I. 307 5/9/14	4/1/14 - 4/30/14	\$103,672.00	\$3,466.83	\$82,937.60	\$3,466.83	\$20,734.40
D.I. 426 6/13/14	5/1/14- 5/31/14	\$49,904.00	\$804.70	\$39,923.20	\$804.70	\$9,980.80
Total		\$478,505.00	\$8,944.83	\$382,804.00	\$8,944.83	\$95,701.00

Summary of Any Objections to Monthly Fee Applications: None

PLEASE TAKE NOTICE that, pursuant to the **Order Authorizing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals** [Docket No. 124] (the "Administrative Order"), Richards, Layton & Finger P.A. (the "Applicant") hereby files its Notice of First Interim Fee Application Request of Richards, Layton & Finger, P.A. for the Period from February 27, 2014 through May 31, 2014 (the "Interim Fee Application") with the United States Bankruptcy Court for the District of Delaware, 824 North Market Street, 3rd Floor, Wilmington, Delaware 19801 (the "Bankruptcy Court").

PLEASE TAKE FURTHER NOTICE that, pursuant to the Administrative Order, objections, if any, to the Interim Fee Application must be in writing, filed with the Clerk of the Bankruptcy Court, 824 Market Street, 3rd Floor, Wilmington, Delaware 19801, and served upon and received by Applicant at the address set forth below and the Notice Parties (as such term is defined in the Administrative Order) so as to be actually received on or before 4:00 p.m. (Eastern Daylight Time) on July 30, 2014 (the "Objection Deadline").

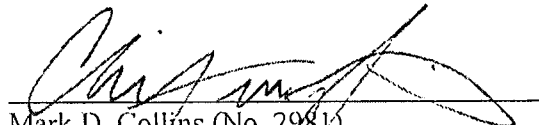
PLEASE TAKE FURTHER NOTICE that, if an objection is timely filed, served and received and such objection is not otherwise timely resolved, a hearing to consider such

objection and the Interim Fee Application will be held before The Honorable Kevin J. Carey at the Bankruptcy Court, 824 North Market Street, 5th Floor, Courtroom 5, Wilmington, Delaware 19801 on **August 19, 2014 at 1:00 p.m. (Eastern Daylight Time)**.

PLEASE TAKE FURTHER NOTICE THAT IF NO OBJECTION IS TIMELY FILED AND SERVED WITH RESPECT TO THE INTERIM FEE APPLICATION BY THE OBJECTION DEADLINE, THE BANKRUPTCY COURT MAY ENTER AN ORDER GRANTING TO RELIEF SOUGHT IN THE INTERIM FEE APPLICATION WITHOUT A HEARING.

Dated: July 15, 2014
Wilmington, Delaware

Respectfully submitted,



Mark D. Collins (No. 2981)
Russell C. Silberglie (No. 3462)
Michael J. Merchant (No. 3854)
Christopher M. Samis (No. 4909)
RICHARDS, LAYTON & FINGER, P.A.
One Rodney Square
920 North King Street
Wilmington, Delaware 19801
Telephone: (302) 651-7700
Facsimile: (302) 651-7701

*Counsel for the Official Committee of
Unsecured Creditors*

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:	)	Chapter 11
)	
QUANTUM FOODS, LLC, <i>et al.</i> , ¹	)	Case No. 14-10318 (KJC)
)	
Debtors.	)	Jointly Administered
)	
	)	Obj. Deadline: Nov. 3, 2014 at 4:00 p.m. (EST)
	)	Hearing Date: Dec. 9, 2014 at 2:00 p.m. (EST)

**NOTICE OF SECOND INTERIM FEE APPLICATION
REQUEST OF RICHARDS, LAYTON & FINGER, P.A. FOR
THE PERIOD FROM JUNE 1, 2014 THROUGH AUGUST 31, 2014**

Name of Applicant:	Richards, Layton & Finger, P.A. _____
Authorized to Provide Professional Services to:	Official Committee of Unsecured Creditors _____
Date of Retention:	April 17, 2014 <i>nunc pro tunc</i> to _____ February 27, 2014 _____
Period for which Compensation and Reimbursement is Sought:	June 1, 2014 through August 31, 2014 _____
Amount of Compensation Sought as Actual, Reasonable and Necessary:	\$66,653.50 _____
Amount of Expense Reimbursement Sought as Actual, Reasonable and Necessary:	\$2,812.14 _____

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal taxpayer identification number are: Quantum Foods, LLC (9437); Quantum Foods 213-D, LLC (1862); Quantum Culinary, LLC (1302); GDC Logistics, LLC (1997); and Choice One Foods, LLC (9512). The Debtors' mailing address is c/o Quantum Foods, LLC, 750 South Schmidt Road, Bolingbrook, Illinois 60440.

Summary of Monthly Fee Applications for Interim Period:

D.I. Date Filed	Period Covered	Requested		Amount Authorized by Certification of No Objection		Holdback Fees Requested
		Fees	Expenses	Fees (80%)	Expenses (100%)	Fees (20%)
D.I. 530 7/14/14	6/1/14 - 6/30/14	\$34,877.50	\$1,041.97	\$27,902.00	\$1,041.97	\$6,975.50
D.I. 622 8/21/14	7/1/14 - 7/31/14	\$19,632.50	\$1,157.17	\$15,706.00	\$1,157.17	\$3,926.50
D.I. 651 9/23/14	8/1/14- 8/31/14	\$12,143.50	\$613.00	\$9,714.80	\$613.00	\$2,428.70
Total	6/1/14-8/31/14	\$66,653.50	\$2,812.14	\$53,322.800	\$2,812.14	\$13,330.70

Summary of Any Objections to Monthly Fee Applications: None

PLEASE TAKE NOTICE that, pursuant to the **Order Authorizing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals** [Docket No. 124] (the "Administrative Order"), Richards, Layton & Finger P.A. (the "Applicant") hereby files its Notice of Second Interim Fee Application Request of Richards, Layton & Finger, P.A. for the Period from June 1, 2014 through August 31, 2014 (the "Interim Fee Application") with the United States Bankruptcy Court for the District of Delaware, 824 North Market Street, 3rd Floor, Wilmington, Delaware 19801 (the "Bankruptcy Court").

PLEASE TAKE FURTHER NOTICE that, pursuant to the Administrative Order, objections, if any, to the Interim Fee Application must be in writing, filed with the Clerk of the Bankruptcy Court, 824 Market Street, 3rd Floor, Wilmington, Delaware 19801, and served upon and received by Applicant at the address set forth below and the Notice Parties (as such term is defined in the Administrative Order) so as to be actually received on or before 4:00 p.m. (Eastern Standard Time) on November 3, 2014 (the "Objection Deadline").

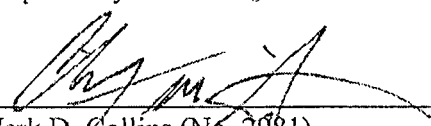
PLEASE TAKE FURTHER NOTICE that, if an objection is timely filed, served and received and such objection is not otherwise timely resolved, a hearing to consider such

objection and the Interim Fee Application will be held before The Honorable Kevin J. Carey at the Bankruptcy Court, 824 North Market Street, 5th Floor, Courtroom 5, Wilmington, Delaware 19801 on **December 9, 2014 at 2:00 p.m. (Eastern Standard Time)**.

PLEASE TAKE FURTHER NOTICE THAT IF NO OBJECTION IS TIMELY FILED AND SERVED WITH RESPECT TO THE INTERIM FEE APPLICATION BY THE OBJECTION DEADLINE, THE BANKRUPTCY COURT MAY ENTER AN ORDER GRANTING TO RELIEF SOUGHT IN THE INTERIM FEE APPLICATION WITHOUT A HEARING.

Dated: October 17, 2014
Wilmington, Delaware

Respectfully submitted,



Mark D. Collins (No. 2981)
Russell C. Silberglid (No. 3462)
Michael J. Merchant (No. 3854)
Christopher M. Samis (No. 4909)
RICHARDS, LAYTON & FINGER, P.A.
One Rodney Square
920 North King Street
Wilmington, Delaware 19801
Telephone: (302) 651-7700
Facsimile: (302) 651-7701

*Counsel for the Official Committee of
Unsecured Creditors*

Creditors Committee of Quantum Foods
Edward B. Bleka, Chief Executive Officer and Manager
Quantum Foods, LLC
750 South Schmidt Road
Bolingbrook IL 60440

October 16, 2014
Invoice 467763
Page 2
Client # 742699

Matter # 184016

For services through September 30, 2014
relating to Case Administration

09/02/14	Daily docket update			
Paralegal	Lindsey A. Edinger	0.20 hrs.	235.00	\$47.00
09/03/14	Daily docket update			
Paralegal	Lindsey A. Edinger	0.10 hrs.	235.00	\$23.50
09/04/14	Email correspondence with J. Marcolini re: critical dates for group calendar (.1); Daily docket update (.1)			
Paralegal	Lindsey A. Edinger	0.20 hrs.	235.00	\$47.00
09/05/14	Update and circulate critical dates			
Paralegal	Lindsey A. Edinger	0.10 hrs.	235.00	\$23.50
09/08/14	Daily docket update			
Paralegal	Lindsey A. Edinger	0.10 hrs.	235.00	\$23.50
09/09/14	Daily docket update			
Paralegal	Lindsey A. Edinger	0.10 hrs.	235.00	\$23.50
09/10/14	Docket update			
Paralegal	Lindsey A. Edinger	0.10 hrs.	235.00	\$23.50
09/11/14	Daily docket update			
Paralegal	Lindsey A. Edinger	0.20 hrs.	235.00	\$47.00
09/12/14	Update critical dates and circulate (.1); Daily docket update (.1)			
Paralegal	Lindsey A. Edinger	0.20 hrs.	235.00	\$47.00
09/15/14	Daily docket update			
Paralegal	Lindsey A. Edinger	0.20 hrs.	235.00	\$47.00

Creditors Committee of Quantum Foods
Edward B. Bleka, Chief Executive Officer and Manager
Quantum Foods, LLC
750 South Schmidt Road
Bolingbrook IL 60440

October 16, 2014
Invoice 467763
Page 3
Client # 742699

Matter # 184016

09/16/14	Daily docket update			
Paralegal	Lindsey A. Edinger	0.10 hrs.	235.00	\$23.50
09/22/14	Review docket for critical pleadings			
Paralegal	Lindsey A. Edinger	0.10 hrs.	235.00	\$23.50
09/25/14	Draft letter to B. Clearly re: conversion of cases (.4); Email to M. Collins re: letter to B. Clearly re: conversion of cases (.1)			
Associate	Christopher M. Samis	0.50 hrs.	465.00	\$232.50
09/26/14	Email J. Marcolini critical dates (.1); Update and circulate critical dates (.1); Daily docket update (.2)			
Paralegal	Lindsey A. Edinger	0.40 hrs.	235.00	\$94.00
09/29/14	Docket distribution			
Paralegal	Lindsey A. Edinger	0.10 hrs.	235.00	\$23.50
09/30/14	Review and circulate docket			
Paralegal	Barbara J. Witters	0.20 hrs.	235.00	\$47.00

Total Fees for Professional Services \$796.50

TOTAL DUE FOR THIS INVOICE	<hr/> \$796.50
BALANCE BROUGHT FORWARD	\$5,888.78
TOTAL DUE FOR THIS MATTER	<hr/> \$6,685.28

Creditors Committee of Quantum Foods
Edward B. Bleka, Chief Executive Officer and Manager
Quantum Foods, LLC
750 South Schmidt Road
Bolingbrook IL 60440

October 16, 2014
Invoice 467763
Page 4
Client # 742699

Matter # 184016

For services through September 30, 2014
relating to Litigation/Adversary Proceedings

09/19/14	Call to R. Lauter re: acting as local counsel for preference actions (.3); Emails to R. Lauter re: acting as local counsel for preference actions (.3)			
Associate	Christopher M. Samis	0.60 hrs.	465.00	\$279.00
09/30/14	Finalize and file re: Applebees 9019 motion (.2); Finalize and file re: Bell 9019 motion (.2); Finalize and file re: Bindmax 9019 motion (.2); Finalize and file re: Budenheim 9019 motion (.2)			
Paralegal	Barbara J. Witters	0.80 hrs.	235.00	\$188.00
09/30/14	Email to B. Witters re: finalizing, filing and serving avoidance action 9019 motions (.1); Email to M. Collins re: finalizing, filing and serving avoidance action 9019 motions (.1); Attention to finalizing, filing and serving avoidance action 9019 motions (.3); Meet with B. Witters re: finalizing, filing and serving avoidance action 9019 motions (.2)			
Associate	Christopher M. Samis	0.70 hrs.	465.00	\$325.50

Total Fees for Professional Services \$792.50

TOTAL DUE FOR THIS INVOICE	<hr/> \$792.50
BALANCE BROUGHT FORWARD	\$21,317.96
TOTAL DUE FOR THIS MATTER	<hr/> \$22,110.46

Creditors Committee of Quantum Foods
Edward B. Bleka, Chief Executive Officer and Manager
Quantum Foods, LLC
750 South Schmidt Road
Bolingbrook IL 60440

October 16, 2014
Invoice 467763
Page 5
Client # 742699

Matter # 184016

For services through September 30, 2014
relating to RLF Fee Applications

09/10/14	Prepare CNO re RLF fifth fee application			
Paralegal	Lindsey A. Edinger	0.20 hrs.	235.00	\$47.00
09/16/14	Review and revise RLF 6th fee application (.2); Email correspondence with C. Samis re: budget and staffing plan for August (.1); Email J. Marcolini critical dates for group calendar (.1)			
Paralegal	Lindsey A. Edinger	0.40 hrs.	235.00	\$94.00
09/19/14	Update critical dates chart			
Paralegal	Lindsey A. Edinger	0.10 hrs.	235.00	\$23.50
09/23/14	Meeting with C. Samis re: RLF 6th fee application (.1); Finalize and file same (.4); Circulate and coordinate service of same (.1)			
Paralegal	Lindsey A. Edinger	0.60 hrs.	235.00	\$141.00
09/24/14	Research Quantum cap on fees and expenses (.3); Email to M. Collins re: Quantum cap on fees and expenses (.1); Email to L. Stevenson re: Quantum cap on fees and expenses (.1); Email to L. Edinger re: Quantum cap on fees and expenses (.1)			
Associate	Christopher M. Samis	0.60 hrs.	465.00	\$279.00
09/24/14	Phone call with C. Samis re: cap on fees and expenses (.1); Retrieve and email same to C. Samis (.3)			
Paralegal	Lindsey A. Edinger	0.40 hrs.	235.00	\$94.00
09/25/14	Daily docket update			
Paralegal	Lindsey A. Edinger	0.20 hrs.	235.00	\$47.00

Total Fees for Professional Services \$725.50

Creditors Committee of Quantum Foods
Edward B. Bleka, Chief Executive Officer and Manager
Quantum Foods, LLC
750 South Schmidt Road
Bolingbrook IL 60440

October 16, 2014
Invoice 467763
Page 6
Client # 742699

Matter # 184016

TOTAL DUE FOR THIS INVOICE	\$725.50
BALANCE BROUGHT FORWARD	\$9,797.49
TOTAL DUE FOR THIS MATTER	\$10,522.99

Creditors Committee of Quantum Foods
Edward B. Bleka, Chief Executive Officer and Manager
Quantum Foods, LLC
750 South Schmidt Road
Bolingbrook IL 60440

October 16, 2014
Invoice 467763
Page 7
Client # 742699

Matter # 184016

For services through September 30, 2014
relating to Fee Applications of Others

09/17/14	Emails to M. Collins re: Quantum conversion letter and budget and staffing plans (x2)			
Associate	Christopher M. Samis	0.20 hrs.	465.00	\$93.00

Total Fees for Professional Services	<hr/> \$93.00
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TOTAL DUE FOR THIS INVOICE	<hr/> \$93.00
BALANCE BROUGHT FORWARD	\$3,913.84
TOTAL DUE FOR THIS MATTER	<hr/> \$4,006.84

Creditors Committee of Quantum Foods
Edward B. Bleka, Chief Executive Officer and Manager
Quantum Foods, LLC
750 South Schmidt Road
Bolingbrook IL 60440

October 16, 2014
Invoice 467763
Page 8
Client # 742699

Summary of Hours

	Hours	Rate/Hr	Dollars
Barbara J. Witters	1.00	235.00	235.00
Christopher M. Samis	2.60	465.00	1,209.00
Lindsey A. Edinger	4.10	235.00	963.50
TOTAL	7.70	\$312.66	2,407.50

TOTAL DUE FOR THIS INVOICE

\$2,668.27

Payment may be made by wire transfer to our account at M&T Bank,
Rodney Square North, Wilmington, Delaware 19890, Account No.
2264-1174, ABA No. 022000046. Please indicate on wire transfer the
invoice number stated above.

Photocopying and printing are charged at \$0.10 per page. Telephone
charges are billed at standard AT&T rates which may not be our cost.

PAYABLE WHEN RENDERED

742699

RICHARDS LAYTON & FINGER

Creditors Committee of Quantum Foods
Edward B. Bleka, Chief Executive Officer and Manager
Quantum Foods, LLC
750 South Schmidt Road
Bolingbrook IL 60440

Tax I.D. No.: 51-0226371

October 16, 2014
Invoice 467763

Page 1

Client # 742699

Matter # 184016

For disbursements incurred through September 30, 2014
relating to Quantum - Creditors Committee

OTHER CHARGES:

Conference Calling	\$30.00
Court Reporter Services	\$49.74
Document Retrieval	\$59.80
Messenger and delivery service	\$75.95
Photocopying/Printing	\$37.30
255 @ \$.10 pg./ 118 @ \$.10/pg.	
Postage	\$7.98

Other Charges	<hr/> \$260.77
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TOTAL DUE FOR THIS INVOICE	<hr/> \$260.77
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BALANCE BROUGHT FORWARD	<hr/> \$2,812.14
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TOTAL DUE FOR THIS MATTER	<hr/> \$3,072.91
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■ ■ ■

One Rodney Square ■ 920 North King Street ■ Wilmington, DE 19801 ■ Phone: 302-651-7700 ■ Fax: 302-651-7701

www.rlf.com

Creditors Committee of Quantum Foods
Edward B. Bleka, Chief Executive Officer and Manager
Quantum Foods, LLC
750 South Schmidt Road
Bolingbrook IL 60440

October 16, 2014
Invoice 467763
Page 9
Client # 742699

Client: Creditors Committee of Quantum Foods
Matter: Quantum - Creditors Committee
Case Administration
Litigation/Adversary Proceedings
RLF Fee Applications
Fee Applications of Others

Date	Description	Summary Phrase
07/30/14	VERITEXT: Transcript - 184016 Amount = \$49.74	CTRPT
08/25/14	CourtCall Amount = \$30.00	CONF CALL
09/02/14	PACER Amount = \$2.50	DOCRETRI ---
09/04/14	PACER Amount = \$0.30	DOCRETRI ---
09/04/14	PACER Amount = \$0.10	DOCRETRI ---
09/04/14	PACER Amount = \$0.10	DOCRETRI ---
09/04/14	PACER Amount = \$3.00	DOCRETRI ---
09/04/14	PACER Amount = \$0.10	DOCRETRI ---
09/10/14	Printing Amount = \$0.10	DUP.10CC ~
09/10/14	Printing Amount = \$0.10	DUP.10CC ~
09/10/14	Printing Amount = \$0.10	DUP.10CC ~
09/10/14	Printing Amount = \$0.30	DUP.10CC ~

Creditors Committee of Quantum Foods
Edward B. Bleka, Chief Executive Officer and Manager
Quantum Foods, LLC
750 South Schmidt Road
Bolingbrook IL 60440

October 16, 2014
Invoice 467763
Page 10
Client # 742699

09/16/14	Printing	Amount = \$0.30	DUP.10CC ~
09/17/14	Printing	Amount = \$0.30	DUP.10CC ~
09/17/14	Printing	Amount = \$0.30	DUP.10CC ~
09/17/14	Printing	Amount = \$0.30	DUP.10CC ~
09/17/14	Printing	Amount = \$0.30	DUP.10CC ~
09/17/14	Printing	Amount = \$0.30	DUP.10CC ~
09/17/14	Printing	Amount = \$0.30	DUP.10CC ~
09/23/14	Photocopies	Amount = \$25.50	DUP.10CC ~
09/23/14	Messenger and delivery	Amount = \$75.95	MESS
09/23/14	Postage	Amount = \$7.98	POST
09/23/14	Printing	Amount = \$0.10	DUP.10CC ~
09/23/14	Printing	Amount = \$2.00	DUP.10CC ~
09/23/14	Printing	Amount = \$0.30	DUP.10CC ~
09/23/14	Printing	Amount = \$0.30	DUP.10CC ~
09/23/14	Printing	Amount = \$0.10	DUP.10CC ~
09/23/14	Printing	Amount = \$0.10	DUP.10CC ~
09/23/14	Printing	Amount = \$0.10	DUP.10CC ~

Creditors Committee of Quantum Foods
Edward B. Bleka, Chief Executive Officer and Manager
Quantum Foods, LLC
750 South Schmidt Road
Bolingbrook IL 60440

October 16, 2014
Invoice 467763
Page 11
Client # 742699

09/23/14	Printing	Amount = \$5.10	DUP.10CC ~
09/23/14	Printing	Amount = \$0.10	DUP.10CC ~
09/24/14	PACER	Amount = \$3.00	DOCRETRI ---
09/24/14	PACER	Amount = \$0.10	DOCRETRI ---
09/24/14	PACER	Amount = \$3.00	DOCRETRI ---
09/24/14	PACER	Amount = \$3.00	DOCRETRI ---
09/24/14	PACER	Amount = \$0.90	DOCRETRI ---
09/24/14	PACER	Amount = \$0.50	DOCRETRI ---
09/24/14	PACER	Amount = \$0.70	DOCRETRI ---
09/24/14	PACER	Amount = \$1.30	DOCRETRI ---
09/24/14	PACER	Amount = \$0.20	DOCRETRI ---
09/24/14	PACER	Amount = \$1.00	DOCRETRI ---
09/24/14	PACER	Amount = \$3.00	DOCRETRI ---
09/24/14	PACER	Amount = \$1.00	DOCRETRI ---
09/24/14	PACER	Amount = \$3.00	DOCRETRI ---
09/24/14	PACER	Amount = \$3.00	DOCRETRI ---
09/24/14	PACER	Amount = \$1.00	DOCRETRI ---

Creditors Committee of Quantum Foods
Edward B. Bleka, Chief Executive Officer and Manager
Quantum Foods, LLC
750 South Schmidt Road
Bolingbrook IL 60440

October 16, 2014
Invoice 467763
Page 12
Client # 742699

09/24/14	PACER		DOCRETRI
		Amount = \$3.00	---
09/24/14	PACER		DOCRETRI
		Amount = \$1.50	---
09/24/14	PACER		DOCRETRI
		Amount = \$3.00	---
09/24/14	PACER		DOCRETRI
		Amount = \$16.00	---
09/25/14	Printing		DUP.10CC
		Amount = \$0.20	~
09/25/14	Printing		DUP.10CC
		Amount = \$0.20	~
09/25/14	Printing		DUP.10CC
		Amount = \$0.10	~
09/29/14	PACER		DOCRETRI
		Amount = \$0.40	---
09/29/14	PACER		DOCRETRI
		Amount = \$0.20	---
09/29/14	PACER		DOCRETRI
		Amount = \$1.30	---
09/29/14	PACER		DOCRETRI
		Amount = \$1.00	---
09/29/14	PACER		DOCRETRI
		Amount = \$0.10	---
09/29/14	PACER		DOCRETRI
		Amount = \$1.20	---
09/29/14	PACER		DOCRETRI
		Amount = \$1.30	---
09/30/14	Printing		DUP.10CC
		Amount = \$0.20	~
09/30/14	Printing		DUP.10CC
		Amount = \$0.20	~

TOTALS FOR 742699

Creditors Committee of Quantum Foods

Creditors Committee of Quantum Foods
Edward B. Bleka, Chief Executive Officer and Manager
Quantum Foods, LLC
750 South Schmidt Road
Bolingbrook IL 60440

October 16, 2014
Invoice 467763
Page 13
Client # 742699

Expenses \$260.77

ORIGIN ID:ZWIA (302) 651-7604
MAILROOM
RICHARDS LAYTON AND FINGER
920 KING ST
STE 200
WILMINGTON, DE 19801
UNITED STATES US

SHIP DATE: 04NOV14
ACTWGT: 2.2 LB
CAD: 0216063/CAFE2704

BILL SENDER

TO **QUANTUM FOODS LLC CLAIMS PROCESSING**

BMC GROUP INC
18675 LAKE DRIVE EAST

CHANHASSEN MN 55317

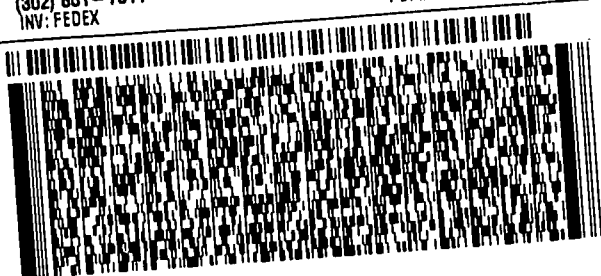
(302) 651-7811
INV: FEDEX

REF: 184016

PO: M TERRANOVA

RECEIVED
NOV 05 2014
BMC GROUP

518C1/618C/6F03



FedEx
Express



J13111305230126

TRK# 5744 3604 2357
0201

WED - 05 NOV 10:30A
PRIORITY OVERNIGHT
RECEIVED

XH FBLA

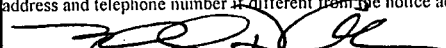
NOV 05 2014 55317
MN-US MSP

BMC GROUP



Part # 156148-434 RIT2 06/14

The World On

UNITED STATES BANKRUPTCY COURT FOR THE DISTRICT OF DELAWARE		ADMINISTRATIVE CLAIM FORM
In re: Quantum Foods, LLC	Case No. 14-10318 (Jointly Administered)	PLEASE NOTE: <i>This form should only be used to assert an unpaid administrative expense claim arising on or after February 18, 2014 through and including September 30, 2014.</i> THIS SPACE IS FOR COURT USE ONLY
Debtor against which claim is asserted: (Check One) <input checked="" type="checkbox"/> Quantum Foods, LLC Case No. 14-10318 <input type="checkbox"/> Quantum Foods 213-D, LLC Case No. 14-10319 <input type="checkbox"/> Quantum Culinary, LLC Case No. 14-10320 <input type="checkbox"/> GDC Logisfics, LLC Case No. 14-10321 <input type="checkbox"/> Choice One Foods, LLC Case No. 14-10322	<input type="checkbox"/> Check box if you are aware that anyone else has filed a proof of claim relating to your claim. Attach copy of statement giving particulars. <input type="checkbox"/> Check box if you have never received any notices from the bankruptcy court in this case. <input type="checkbox"/> Check box if the address differs from the address on the envelope sent to you by the court	
Name of Creditor and Address: the person or other entity to whom the debtor owes money or property Richards, Layton & Finger P.A. 920 N. King Street Wilmington, DE 19801 Attn: Mark D. Collins, Esq.	<div>RECEIVED NOV 05 2014 BMC GROUP</div>	
Creditor Telephone Number (302) 651-7700		
Name and address where notices should be sent (if different from above):		
Creditor Telephone Number ()		
Account or other number by which creditor identifies debtor:	Check here if this claim: <input type="checkbox"/> replaces <input type="checkbox"/> amends a previously filed claim, dated:	
1. Basis for Claim: Legal Services provided to the Official Committee of Unsecured Creditors appointed in this Chapter 11 case.		
2. Date debt was incurred: Debt incurred between February 27, 2014 and September 30, 2014.		
3. Brief description of claim, including the basis for the priority nature of the claim (if any) (attach additional information): Claim is for fees and expenses incurred in connection with the provision of professional services during the Debtor's Chapter 11 case on behalf of the Official Committee of Unsecured Creditors. The claim is entitled to administrative expense priority pursuant to Section 503(b)(2) of the Bankruptcy Code.		
4. Total Amount of Administrative Claim: \$ 72,235.92 <input type="checkbox"/> Check this box if claim includes interest or other charges in addition to the principal amount of the claim. Attach itemized statement of all interest or additional charges.		
5. CREDITS: The amount of all payments on this claim has been credited for the purpose of making this proof of claim.		
6. SUPPORTING DOCUMENTS: <u>Attach copies of supporting documents</u> , such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, court judgments, mortgages, security agreements, and evidence of perfection of lien. DO NOT SEND ORIGINAL DOCUMENTS. If the documents are not available, explain. If the documents are voluminous, attach a summary.		
7. DATE-STAMPED COPY: To receive an acknowledgment of the filing of your claim, enclose a stamped, self-addressed envelope and copy of this proof of claim. <div>DO NOT SEND ORIGINAL DOCUMENTS. ATTACHED DOCUMENTS MAY BE DESTROYED AFTER SCANNING.</div>		
The original of this completed proof of claim form must be sent by mail or hand delivered (no electronic submissions or facsimiles will be accepted) so that it is actually received on or before 4:00 pm prevailing Eastern Time on November 7, 2014. BY MAIL TO: BMC Group, Inc. Attn: Quantum Foods, LLC Claims Processing P.O. Box 3020 Chanhassen, MN 55317-3020 BY HAND OR OVERNIGHT DELIVERY TO: BMC Group, Inc. Attn: Quantum Foods, LLC Claims Processing 18675 Lake Drive East Chanhassen, MN 55317		THIS SPACE FOR COURT USE ONLY
DATE November 4, 2014	SIGNATURE: The person filing this claim must sign it. Sign and print name and title, if any, of the creditor or other person authorized to file this claim and state address and telephone number if different from the notice address above. Attach copy of power of attorney, if any. 	

Penalty for presenting fraudulent claim is a fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 152 AND 3571.

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:	)	Chapter 11
QUANTUM FOODS, LLC, <i>et al.</i> , ¹	)	Case No. 14-10318 (KJC)
Debtors.	)	Jointly Administered
)	
	)	Obj. Deadline: July 30, 2014 at 4:00 p.m. (EDT)
	)	Hearing Date: August 19, 2014 at 1:00 p.m. (EDT)

NOTICE OF FIRST INTERIM FEE APPLICATION
REQUEST OF RICHARDS, LAYTON & FINGER, P.A. FOR
THE PERIOD FROM FEBRUARY 27, 2014 THROUGH MAY 31, 2014

Name of Applicant:	<u>Richards, Layton & Finger, P.A.</u>
Authorized to Provide Professional Services to:	<u>Official Committee of Unsecured Creditors</u>
Date of Retention:	<u>April 17, 2014 <i>nunc pro tunc</i> to</u> <u>February 27, 2014</u>
Period for which Compensation and Reimbursement is Sought:	<u>February 27, 2014 through May 31, 2014</u>
Amount of Compensation Sought as Actual, Reasonable and Necessary:	<u>\$478,505.00</u>
Amount of Expense Reimbursement Sought as Actual, Reasonable and Necessary:	<u>\$8,944.83</u>

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal taxpayer identification number are: Quantum Foods, LLC (9437); Quantum Foods 213-D, LLC (1862); Quantum Culinary, LLC (1302); GDC Logistics, LLC (1997); and Choice One Foods, LLC (9512). The Debtors' mailing address is c/o Quantum Foods, LLC, 750 South Schmidt Road, Bolingbrook, Illinois 60440.

Summary of Monthly Fee Applications for Interim Period:

D.I. Date Filed	Period Covered	Requested		Amount Received		Holdback Fees Requested
		Fees	Expenses	Fees (80%)	Expenses (100%)	Fees (20%)
D.I. 272 4/25/14	2/27/14 - 3/31/14	\$324,929.00	\$4,673.30	\$259,943.20	\$4,673.30	\$64,985.80
D.I. 307 5/9/14	4/1/14 - 4/30/14	\$103,672.00	\$3,466.83	\$82,937.60	\$3,466.83	\$20,734.40
D.I. 426 6/13/14	5/1/14 - 5/31/14	\$49,904.00	\$804.70	\$39,923.20	\$804.70	\$9,980.80
Total		\$478,505.00	\$8,944.83	\$382,804.00	\$8,944.83	\$95,701.00

Summary of Any Objections to Monthly Fee Applications: None

PLEASE TAKE NOTICE that, pursuant to the **Order Authorizing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals** [Docket No. 124] (the "Administrative Order"), Richards, Layton & Finger P.A. (the "Applicant") hereby files its Notice of First Interim Fee Application Request of Richards, Layton & Finger, P.A. for the Period from February 27, 2014 through May 31, 2014 (the "Interim Fee Application") with the United States Bankruptcy Court for the District of Delaware, 824 North Market Street, 3rd Floor, Wilmington, Delaware 19801 (the "Bankruptcy Court").

PLEASE TAKE FURTHER NOTICE that, pursuant to the Administrative Order, objections, if any, to the Interim Fee Application must be in writing, filed with the Clerk of the Bankruptcy Court, 824 Market Street, 3rd Floor, Wilmington, Delaware 19801, and served upon and received by Applicant at the address set forth below and the Notice Parties (as such term is defined in the Administrative Order) so as to be actually received on or before 4:00 p.m. (Eastern Daylight Time) on July 30, 2014 (the "Objection Deadline").

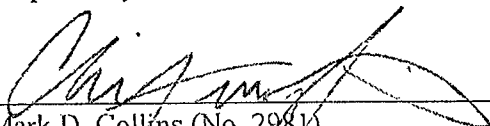
PLEASE TAKE FURTHER NOTICE that, if an objection is timely filed, served and received and such objection is not otherwise timely resolved, a hearing to consider such

objection and the Interim Fee Application will be held before The Honorable Kevin J. Carey at the Bankruptcy Court, 824 North Market Street, 5th Floor, Courtroom 5, Wilmington, Delaware 19801 on **August 19, 2014 at 1:00 p.m. (Eastern Daylight Time)**.

PLEASE TAKE FURTHER NOTICE THAT IF NO OBJECTION IS TIMELY FILED AND SERVED WITH RESPECT TO THE INTERIM FEE APPLICATION BY THE OBJECTION DEADLINE, THE BANKRUPTCY COURT MAY ENTER AN ORDER GRANTING TO RELIEF SOUGHT IN THE INTERIM FEE APPLICATION WITHOUT A HEARING.

Dated: July 15, 2014
Wilmington, Delaware

Respectfully submitted,



Mark D. Collins (No. 2981)
Russell C. Silberglied (No. 3462)
Michael J. Merchant (No. 3854)
Christopher M. Samis (No. 4909)
RICHARDS, LAYTON & FINGER, P.A.
One Rodney Square
920 North King Street
Wilmington, Delaware 19801
Telephone: (302) 651-7700
Facsimile: (302) 651-7701

*Counsel for the Official Committee of
Unsecured Creditors*

In re:)	Chapter 11
)	
QUANTUM FOODS, LLC, <i>et al.</i> , ¹)	Case No. 14-10318 (KJC)
)	
Debtors.)	Jointly Administered
)	
)	
)	Obj. Deadline: Nov. 3, 2014 at 4:00 p.m. (EST)
)	Hearing Date: Dec. 9, 2014 at 2:00 p.m. (EST)

Name of Applicant:	<u>Richards, Layton & Finger, P.A.</u>
Authorized to Provide Professional Services to:	<u>Official Committee of Unsecured Creditors</u>
Date of Retention:	<u>April 17, 2014 <i>nunc pro tunc</i> to</u> <u>February 27, 2014</u>
Period for which Compensation and Reimbursement is Sought:	<u>June 1, 2014 through August 31, 2014</u>
Amount of Compensation Sought as Actual, Reasonable and Necessary:	<u>\$66,653.50</u>
Amount of Expense Reimbursement Sought as Actual, Reasonable and Necessary:	<u>\$2,812.14</u>

Docket No. 699
Date Filed: 10/17/14

Summary of Monthly Fee Applications for Interim Period:

D.I. Date Filed	Period Covered	Requested		Amount Authorized by Certification of No Objection		Holdback Fees Requested
		Fees	Expenses	Fees (80%)	Expenses (100%)	Fees (20%)
D.I. 530 7/14/14	6/1/14 - 6/30/14	\$34,877.50	\$1,041.97	\$27,902.00	\$1,041.97	\$6,975.50
D.I. 622 8/21/14	7/1/14 - 7/31/14	\$19,632.50	\$1,157.17	\$15,706.00	\$1,157.17	\$3,926.50
D.I. 651 9/23/14	8/1/14- 8/31/14	\$12,143.50	\$613.00	\$9,714.80	\$613.00	\$2,428.70
Total	6/1/14-8/31/14	\$66,653.50	\$2,812.14	\$53,322.80	\$2,812.14	\$13,330.70

Summary of Any Objections to Monthly Fee Applications: None

PLEASE TAKE NOTICE that, pursuant to the **Order Authorizing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals** [Docket No. 124] (the "Administrative Order"), Richards, Layton & Finger P.A. (the "Applicant") hereby files its Notice of Second Interim Fee Application Request of Richards, Layton & Finger, P.A. for the Period from June 1, 2014 through August 31, 2014 (the "Interim Fee Application") with the United States Bankruptcy Court for the District of Delaware, 824 North Market Street, 3rd Floor, Wilmington, Delaware 19801 (the "Bankruptcy Court").

PLEASE TAKE FURTHER NOTICE that, pursuant to the Administrative Order, objections, if any, to the Interim Fee Application must be in writing, filed with the Clerk of the Bankruptcy Court, 824 Market Street, 3rd Floor, Wilmington, Delaware 19801, and served upon and received by Applicant at the address set forth below and the Notice Parties (as such term is defined in the Administrative Order) so as to be actually received on or before 4:00 p.m. (Eastern Standard Time) on November 3, 2014 (the "Objection Deadline").

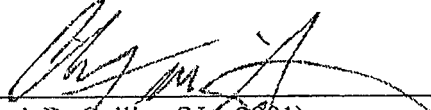
PLEASE TAKE FURTHER NOTICE that, if an objection is timely filed, served and received and such objection is not otherwise timely resolved, a hearing to consider such

objection and the Interim Fee Application will be held before The Honorable Kevin J. Carey at the Bankruptcy Court, 824 North Market Street, 5th Floor, Courtroom 5, Wilmington, Delaware 19801 on **December 9, 2014 at 2:00 p.m. (Eastern Standard Time)**.

PLEASE TAKE FURTHER NOTICE THAT IF NO OBJECTION IS TIMELY FILED AND SERVED WITH RESPECT TO THE INTERIM FEE APPLICATION BY THE OBJECTION DEADLINE, THE BANKRUPTCY COURT MAY ENTER AN ORDER GRANTING TO RELIEF SOUGHT IN THE INTERIM FEE APPLICATION WITHOUT A HEARING.

Dated: October 17, 2014
Wilmington, Delaware

Respectfully submitted,



Mark D. Collins (No. 2981)
Russell C. Silberglid (No. 3462)
Michael J. Merchant (No. 3854)
Christopher M. Samis (No. 4909)
RICHARDS, LAYTON & FINGER, P.A.
One Rodney Square
920 North King Street
Wilmington, Delaware 19801
Telephone: (302) 651-7700
Facsimile: (302) 651-7701

*Counsel for the Official Committee of
Unsecured Creditors*

Creditors Committee of Quantum Foods
Edward B. Bleka, Chief Executive Officer and Manager
Quantum Foods, LLC
750 South Schmidt Road
Bolingbrook IL 60440

October 16, 2014

Invoice 467763

Page 2

Client # 742699

Matter # 184016

For services through September 30, 2014
relating to Case Administration

09/02/14	Daily docket update			
Paralegal	Lindsey A. Edinger	0.20 hrs.	235.00	\$47.00
09/03/14	Daily docket update			
Paralegal	Lindsey A. Edinger	0.10 hrs.	235.00	\$23.50
09/04/14	Email correspondence with J. Marcolini re: critical dates for group calendar (.1); Daily docket update (.1)			
Paralegal	Lindsey A. Edinger	0.20 hrs.	235.00	\$47.00
09/05/14	Update and circulate critical dates			
Paralegal	Lindsey A. Edinger	0.10 hrs.	235.00	\$23.50
09/08/14	Daily docket update			
Paralegal	Lindsey A. Edinger	0.10 hrs.	235.00	\$23.50
09/09/14	Daily docket update			
Paralegal	Lindsey A. Edinger	0.10 hrs.	235.00	\$23.50
09/10/14	Docket update			
Paralegal	Lindsey A. Edinger	0.10 hrs.	235.00	\$23.50
09/11/14	Daily docket update			
Paralegal	Lindsey A. Edinger	0.20 hrs.	235.00	\$47.00
09/12/14	Update critical dates and circulate (.1); Daily docket update (.1)			
Paralegal	Lindsey A. Edinger	0.20 hrs.	235.00	\$47.00
09/15/14	Daily docket update			
Paralegal	Lindsey A. Edinger	0.20 hrs.	235.00	\$47.00

Creditors Committee of Quantum Foods
Edward B. Bleka, Chief Executive Officer and Manager
Quantum Foods, LLC
750 South Schmidt Road
Bolingbrook IL 60440

October 16, 2014

Invoice 467763

Page 3

Client # 742699

Matter # 184016

09/16/14	Daily docket update			
Paralegal	Lindsey A. Edinger	0.10 hrs.	235.00	\$23.50
09/22/14	Review docket for critical pleadings			
Paralegal	Lindsey A. Edinger	0.10 hrs.	235.00	\$23.50
09/25/14	Draft letter to B. Clearly re: conversion of cases (.4); Email to M. Collins re: letter to B. Clearly re: conversion of cases (.1)			
Associate	Christopher M. Samis	0.50 hrs.	465.00	\$232.50
09/26/14	Email J. Marcolini critical dates (.1); Update and circulate critical dates (.1); Daily docket update (.2)			
Paralegal	Lindsey A. Edinger	0.40 hrs.	235.00	\$94.00
09/29/14	Docket distribution			
Paralegal	Lindsey A. Edinger	0.10 hrs.	235.00	\$23.50
09/30/14	Review and circulate docket			
Paralegal	Barbara J. Witters	0.20 hrs.	235.00	\$47.00

Total Fees for Professional Services \$796.50

TOTAL DUE FOR THIS INVOICE \$796.50

BALANCE BROUGHT FORWARD \$5,888.78

TOTAL DUE FOR THIS MATTER \$6,685.28

Creditors Committee of Quantum Foods
Edward B. Bleka, Chief Executive Officer and Manager
Quantum Foods, LLC
750 South Schmidt Road
Bolingbrook IL 60440

October 16, 2014

Invoice 467763

Page 4

Client # 742699

Matter # 184016

For services through September 30, 2014
relating to Litigation/Adversary Proceedings

09/19/14	Call to R. Lauter re: acting as local counsel for preference actions (.3); Emails to R. Lauter re: acting as local counsel for preference actions (.3)			
Associate	Christopher M. Samis	0.60 hrs.	465.00	\$279.00
09/30/14	Finalize and file re: Applebees 9019 motion (.2); Finalize and file re: Bell 9019 motion (.2); Finalize and file re: Bindmax 9019 motion (.2); Finalize and file re: Budenheim 9019 motion (.2)			
Paralegal	Barbara J. Witters	0.80 hrs.	235.00	\$188.00
09/30/14	Email to B. Witters re: finalizing, filing and serving avoidance action 9019 motions (.1); Email to M. Collins re: finalizing, filing and serving avoidance action 9019 motions (.1); Attention to finalizing, filing and serving avoidance action 9019 motions (.3); Meet with B. Witters re: finalizing, filing and serving avoidance action 9019 motions (.2)			
Associate	Christopher M. Samis	0.70 hrs.	465.00	\$325.50

Total Fees for Professional Services \$792.50

TOTAL DUE FOR THIS INVOICE	<hr/> \$792.50
BALANCE BROUGHT FORWARD	\$21,317.96
TOTAL DUE FOR THIS MATTER	<hr/> \$22,110.46

Creditors Committee of Quantum Foods
Edward B. Bleka, Chief Executive Officer and Manager
Quantum Foods, LLC
750 South Schmidt Road
Bolingbrook IL 60440

October 16, 2014

Invoice 467763

Page 5

Client # 742699

Matter # 184016

For services through September 30, 2014
relating to RLF Fee Applications

09/10/14	Prepare CNO re RLF fifth fee application			
Paralegal	Lindsey A. Edinger	0.20 hrs.	235.00	\$47.00
09/16/14	Review and revise RLF 6th fee application (.2); Email correspondence with C. Samis re: budget and staffing plan for August (.1); Email J. Marcolini critical dates for group calendar (.1)			
Paralegal	Lindsey A. Edinger	0.40 hrs.	235.00	\$94.00
09/19/14	Update critical dates chart			
Paralegal	Lindsey A. Edinger	0.10 hrs.	235.00	\$23.50
09/23/14	Meeting with C. Samis re: RLF 6th fee application (.1); Finalize and file same (.4); Circulate and coordinate service of same (.1)			
Paralegal	Lindsey A. Edinger	0.60 hrs.	235.00	\$141.00
09/24/14	Research Quantum cap on fees and expenses (.3); Email to M. Collins re: Quantum cap on fees and expenses (.1); Email to L. Stevenson re: Quantum cap on fees and expenses (.1); Email to L. Edinger re: Quantum cap on fees and expenses (.1)			
Associate	Christopher M. Samis	0.60 hrs.	465.00	\$279.00
09/24/14	Phone call with C. Samis re: cap on fees and expenses (.1); Retrieve and email same to C. Samis (.3)			
Paralegal	Lindsey A. Edinger	0.40 hrs.	235.00	\$94.00
09/25/14	Daily docket update			
Paralegal	Lindsey A. Edinger	0.20 hrs.	235.00	\$47.00

Total Fees for Professional Services

\$725.50

Creditors Committee of Quantum Foods
Edward B. Bleka, Chief Executive Officer and Manager
Quantum Foods, LLC
750 South Schmidt Road
Bolingbrook IL 60440

October 16, 2014

Invoice 467763

Page 6

Client # 742699

Matter # 184016

TOTAL DUE FOR THIS INVOICE	\$725.50
BALANCE BROUGHT FORWARD	\$9,797.49
TOTAL DUE FOR THIS MATTER	\$10,522.99

Creditors Committee of Quantum Foods
Edward B. Bleka, Chief Executive Officer and Manager
Quantum Foods, LLC
750 South Schmidt Road
Bolingbrook IL 60440

October 16, 2014

Invoice 467763

Page 7

Client # 742699

Matter # 184016

For services through September 30, 2014
relating to Fee Applications of Others

09/17/14	Emails to M. Collins re: Quantum conversion letter and budget and staffing plans (x2)			
Associate	Christopher M. Samis	0.20 hrs.	465.00	\$93.00

Total Fees for Professional Services	\$93.00
--------------------------------------	---------

TOTAL DUE FOR THIS INVOICE	\$93.00
----------------------------	---------

BALANCE BROUGHT FORWARD	\$3,913.84
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TOTAL DUE FOR THIS MATTER	\$4,006.84
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Creditors Committee of Quantum Foods
Edward B. Bleka, Chief Executive Officer and Manager
Quantum Foods, LLC
750 South Schmidt Road
Bolingbrook IL 60440

October 16, 2014
Invoice 467763
Page 8
Client # 742699

Summary of Hours

	Hours	Rate/Hr	Dollars
Barbara J. Witters	1.00	235.00	235.00
Christopher M. Samis	2.60	465.00	1,209.00
Lindsey A. Edinger	4.10	235.00	963.50
TOTAL	7.70	\$312.66	2,407.50

TOTAL DUE FOR THIS INVOICE

\$2,668.27

Payment may be made by wire transfer to our account at M&T Bank,
Rodney Square North, Wilmington, Delaware 19890, Account No.
2264-1174, ABA No. 022000046. Please indicate on wire transfer the
invoice number stated above.

Photocopying and printing are charged at \$0.10 per page. Telephone
charges are billed at standard AT&T rates which may not be our cost.

PAYABLE WHEN RENDERED

742699

RICHARDS LAYTON & FINGER

Creditors Committee of Quantum Foods
Edward B. Bleka, Chief Executive Officer and Manager
Quantum Foods, LLC
750 South Schmidt Road
Bolingbrook IL 60440

Tax I.D. No.: 51-0226371

October 16, 2014
Invoice 467763

Page 1

Client # 742699

Matter # 184016

For disbursements incurred through September 30, 2014
relating to Quantum - Creditors Committee

OTHER CHARGES:

Conference Calling	\$30.00
Court Reporter Services	\$49.74
Document Retrieval	\$59.80
Messenger and delivery service	\$75.95
Photocopying/Printing	\$37.30
255 @ \$.10 pg./ 118 @ \$.10/pg.	
Postage	\$7.98

Other Charges	<u>\$260.77</u>
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TOTAL DUE FOR THIS INVOICE	<u>\$260.77</u>
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BALANCE BROUGHT FORWARD	<u>\$2,812.14</u>
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TOTAL DUE FOR THIS MATTER	<u>\$3,072.91</u>
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■ ■ ■

One Rodney Square ■ 920 North King Street ■ Wilmington, DE 19801 ■ Phone: 302-651-7700 ■ Fax: 302-651-7701

www.rlf.com

Creditors Committee of Quantum Foods
Edward B. Bleka, Chief Executive Officer and Manager
Quantum Foods, LLC
750 South Schmidt Road
Bolingbrook IL 60440

October 16, 2014
Invoice 467763
Page 9
Client # 742699

Client: Creditors Committee of Quantum Foods

Matter: Quantum - Creditors Committee
Case Administration
Litigation/Adversary Proceedings
RLF Fee Applications
Fee Applications of Others

Date	Description	Summary Phrase
07/30/14	VERITEXT: Transcript - 184016 Amount = \$49.74	CTRPT
08/25/14	CourtCall Amount = \$30.00	CONF CALL
09/02/14	PACER Amount = \$2.50	DOCRETRI ---
09/04/14	PACER Amount = \$0.30	DOCRETRI ---
09/04/14	PACER Amount = \$0.10	DOCRETRI ---
09/04/14	PACER Amount = \$0.10	DOCRETRI ---
09/04/14	PACER Amount = \$3.00	DOCRETRI ---
09/04/14	PACER Amount = \$0.10	DOCRETRI ---
09/10/14	Printing Amount = \$0.10	DUP.10CC -
09/10/14	Printing Amount = \$0.10	DUP.10CC -
09/10/14	Printing Amount = \$0.10	DUP.10CC -
09/10/14	Printing Amount = \$0.30	DUP.10CC -

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October 16, 2014
Invoice 467763
Page 10
Client # 742699

09/16/14	Printing	Amount = \$0.30	DUP.10CC ~
09/17/14	Printing	Amount = \$0.30	DUP.10CC ~
09/17/14	Printing	Amount = \$0.30	DUP.10CC ~
09/17/14	Printing	Amount = \$0.30	DUP.10CC ~
09/17/14	Printing	Amount = \$0.30	DUP.10CC ~
09/17/14	Printing	Amount = \$0.30	DUP.10CC ~
09/17/14	Printing	Amount = \$0.30	DUP.10CC ~
09/23/14	Photocopies	Amount = \$25.50	DUP.10CC ~
09/23/14	Messenger and delivery	Amount = \$75.95	MESS
09/23/14	Postage	Amount = \$7.98	POST
09/23/14	Printing	Amount = \$0.10	DUP.10CC ~
09/23/14	Printing	Amount = \$2.00	DUP.10CC ~
09/23/14	Printing	Amount = \$0.30	DUP.10CC ~
09/23/14	Printing	Amount = \$0.30	DUP.10CC ~
09/23/14	Printing	Amount = \$0.10	DUP.10CC ~
09/23/14	Printing	Amount = \$0.10	DUP.10CC ~
09/23/14	Printing	Amount = \$0.10	DUP.10CC ~

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October 16, 2014
Invoice 467763
Page 11
Client # 742699

09/23/14	Printing		DUP.10CC
		Amount = \$5.10	~
09/23/14	Printing		DUP.10CC
		Amount = \$0.10	~
09/24/14	PACER		DOCRETRI
		Amount = \$3.00	---
09/24/14	PACER		DOCRETRI
		Amount = \$0.10	---
09/24/14	PACER		DOCRETRI
		Amount = \$3.00	---
09/24/14	PACER		DOCRETRI
		Amount = \$3.00	---
09/24/14	PACER		DOCRETRI
		Amount = \$0.90	---
09/24/14	PACER		DOCRETRI
		Amount = \$0.50	---
09/24/14	PACER		DOCRETRI
		Amount = \$0.70	---
09/24/14	PACER		DOCRETRI
		Amount = \$1.30	---
09/24/14	PACER		DOCRETRI
		Amount = \$0.20	---
09/24/14	PACER		DOCRETRI
		Amount = \$1.00	---
09/24/14	PACER		DOCRETRI
		Amount = \$3.00	---
09/24/14	PACER		DOCRETRI
		Amount = \$1.00	---
09/24/14	PACER		DOCRETRI
		Amount = \$3.00	---
09/24/14	PACER		DOCRETRI
		Amount = \$3.00	---
09/24/14	PACER		DOCRETRI
		Amount = \$1.00	---

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October 16, 2014
Invoice 467763
Page 12
Client # 742699

09/24/14	PACER	Amount = \$3.00	DOCRETRI ---
09/24/14	PACER	Amount = \$1.50	DOCRETRI ---
09/24/14	PACER	Amount = \$3.00	DOCRETRI ---
09/24/14	PACER	Amount = \$16.00	DOCRETRI ---
09/25/14	Printing	Amount = \$0.20	DUP.10CC ~
09/25/14	Printing	Amount = \$0.20	DUP.10CC ~
09/25/14	Printing	Amount = \$0.10	DUP.10CC ~
09/29/14	PACER	Amount = \$0.40	DOCRETRI ---
09/29/14	PACER	Amount = \$0.20	DOCRETRI ---
09/29/14	PACER	Amount = \$1.30	DOCRETRI ---
09/29/14	PACER	Amount = \$1.00	DOCRETRI ---
09/29/14	PACER	Amount = \$0.10	DOCRETRI ---
09/29/14	PACER	Amount = \$1.20	DOCRETRI ---
09/29/14	PACER	Amount = \$1.30	DOCRETRI ---
09/30/14	Printing	Amount = \$0.20	DUP.10CC ~
09/30/14	Printing	Amount = \$0.20	DUP.10CC ~

TOTALS FOR 742699

Creditors Committee of Quantum Foods

Creditors Committee of Quantum Foods
Edward B. Bleka, Chief Executive Officer and Manager
Quantum Foods, LLC
750 South Schmidt Road
Bolingbrook IL 60440

October 16, 2014

Invoice 467763

Page 13

Client # 742699

Expenses \$260.77

**RICHARDS
LAYTON &
FINGER**

One Rodney Square
920 North King Street
Wilmington, DE 19801

Marisa Terranova, Esq.
Richards, Layton & Finger, PA
One Rodney Square
920 North King Street, Box 551
Wilmington, DE 19801

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