

Exhibit A

Client Manager	10766	J.J. Brown	Proforma No.	as of 12/31/12	Page 2 (2)
Matter Manager	10766	J.J. Brown	Requested By	on 02/05/13	
Client	973343	TWG Capital, Inc.			
Matter	973343.000011	Restructuring			

UNBILLED SERVICES

Date	Tkpr	Name	Hours	Rate	Value	Index	Description
09/14/12	03861	S. Mulligan	.20	205	41.00	35384808	Keycite cases for W. Ponader; review results; draft explanatory email
Total for			.20		41.00		
B001 Asset Analysis and Recovery							
09/18/12	16281	M.T. Albaugh	.10	370	37.00	35516618	Prepare notice of bankruptcy filing for Landlord lawsuit in Marion Superior
Total for B001			.10		37.00		
B002 Asset Disposition							
09/14/12	18503	K.D. Britton	1.70	225	382.50	35409741	Review and revise motions for approval of bidding procedures and sale
09/14/12	18503	K.D. Britton	.20	225	45.00	35409753	Review and revise notice of cure amount
09/14/12	18503	K.D. Britton	.10	225	22.50	35409757	Distribute signature page to APA to 221 Partners for execution
09/21/12	10806	J. Jaffe	.30	550	165.00	35472816	Telephone conference with M. Nondorf regarding rejection of LION contract
09/24/12	10806	J. Jaffe	.20	550	110.00	35478402	Email M. Nondorf to obtain copies of LION contracts
09/25/12	10766	J.J. Brown	.40	550	220.00	35503135	Meeting with Jaffe regarding Schedules to APA and other matters(.20); call with Nondorf regarding various matters (.20)
09/25/12	10806	J. Jaffe	.20	550	110.00	35487350	Review LION Trust correspondence with agents
09/25/12	10806	J. Jaffe	.20	550	110.00	35487354	Conference with W. Ponader regarding preparation of LION Trust rejection motion
09/27/12	18503	K.D. Britton	.20	225	45.00	35497380	Consult with Wendy Ponader regarding APA schedules
09/27/12	10766	J.J. Brown	1.80	550	990.00	35497841	Meeting with Jaffe in preparation for call with Melanie Otto to discuss Imagine issues (.20); participation in call (1.4); review follow-up email received from Imagine and emails with Jaffe regarding same and strategy for call tomorrow (.20)
09/27/12	10732	W.W. Ponader	.70	435	304.50	35511394	Drafting Lion Trust rejection
09/28/12	10766	J.J. Brown	.30	550	165.00	35524462	Email from Nondorf regarding recommendations regarding contracts to be assumed and subsidiary interests to be assigned in connection with APA (.10); call with Nondorf regarding same (.20)
09/28/12	10732	W.W. Ponader	1.10	435	478.50	35511441	Drafting Lion Trust Agreements rejecting motion

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Date	Tkpr	Name	Hours	Rate	Value	Index	Description
09/30/12	10732	W.W. Ponader	.50	435	217.50	35511612	Telephone call with M. Otto regarding Lion Trust Agreement, rejection considerations
09/30/12	10732	W.W. Ponader	.50	435	217.50	35511617	Drafting rejection motion
10/01/12	18503	K.D. Britton	1.10	225	247.50	35538422	Research recent case law on application of business judgment rule
10/01/12	18503	K.D. Britton	.40	225	90.00	35538425	Revise section on business judgment rule for lease rejection motion
10/01/12	18503	K.D. Britton	.30	225	67.50	35538429	Conference call with W. Ponader and M. Nondorf regarding schedules to the APA
10/01/12	10766	J.J. Brown	.30	550	165.00	35766838	Review spreadsheet of assumed contracts and membership interest prepared by Nondorf and Nondorf's related email regarding same (.10); call to Nondorf regarding same (.10); brief meeting with Jaffe (.10)
10/01/12	10806	J. Jaffe	.50	550	275.00	35534668	Review M. Nondorf emails and APA schedules, then telephone conference with M. Nondorf and W. Ponader regarding same
10/01/12	10806	J. Jaffe	.50	550	275.00	35534671	Review and revise Motion to reject LION Trust agreements
10/01/12	10806	J. Jaffe	.20	550	110.00	35534673	Conference with W. Ponader regarding amendments to APA
10/01/12	10806	J. Jaffe	.30	550	165.00	35534679	Email B. Gebhard regarding potential sale to Imagine
10/01/12	10732	W.W. Ponader	.30	435	130.50	35533398	Review information from M. Nondorf regarding Asset Purchase Agreement Schedule preparation, confer with J. Jaffe
10/01/12	10732	W.W. Ponader	.40	435	174.00	35533401	Conference call with M. Nondorf and K. Britton regarding Schedule data, related changes to Asset Purchase Agreement
10/01/12	10732	W.W. Ponader	.70	435	304.50	35533405	Revise Asset Purchase Agreement, circulate same for review
10/01/12	10732	W.W. Ponader	1.10	435	478.50	35533408	Complete draft of LION Trust Agreement Rejection Motion, pending updated case cites from K. Britton, confer with J. Jaffe regarding same
10/02/12	18503	K.D. Britton	.20	225	45.00	35538936	Draft notice of submission of APA exhibits and schedules
10/02/12	18503	K.D. Britton	.60	225	135.00	35538943	Review, revise and finalize schedules and exhibits to APA
10/02/12	18503	K.D. Britton	.20	225	45.00	35538949	Conference with W. Ponader regarding APA exhibits and other issues related to filing
10/02/12	10766	J.J. Brown	.20	550	110.00	35543033	Call with Nondorf regarding status of various matters (.10); email to Nondorf

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Date	Tkpr	Name	Hours	Rate	Value	Index	Description
							and 221 regarding possible forgiveness of subordinated debt (.1)
10/02/12	10806	J. Jaffe	.20	550	110.00	35543032	Review revised LION rejection motion
10/02/12	10806	J. Jaffe	.30	550	165.00	35543047	Email exchanges regarding modifications to APA
10/02/12	10732	W.W. Ponader	.40	435	174.00	35552599	Prepare Order regarding rejection of LION Trust Agreements
10/02/12	10732	W.W. Ponader	.70	435	304.50	35552602	Final revision of Rejection Motion with law cite updates, email to M. Otto and M. Nondorf requesting review, missing exhibit data
10/02/12	10732	W.W. Ponader	.10	435	43.50	35552610	Review P. Partee email with additional changes to Asset Purchase Agreement
10/02/12	10732	W.W. Ponader	.50	435	217.50	35552614	Further revise Asset Purchase Agreement per 221 additional changes, plus adding final data on Schedules, prepare email to P. Partee attaching drafts
10/02/12	10732	W.W. Ponader	.20	435	87.00	35552616	Follow-up emails to TWG and Carmel
10/03/12	18503	K.D. Britton	.60	225	135.00	35553171	Funding regarding execution, logistics
10/03/12	18503	K.D. Britton	1.50	225	337.50	35553173	Review and revise rejection motion
10/03/12	18503	K.D. Britton	.50	225	112.50	35553175	Prepare exhibits to rejection motion for filing
10/03/12	18503	K.D. Britton	.50	225	112.50	35553175	Prepare notice of submission of amended and restated APA
10/03/12	10806	J. Jaffe	.20	550	110.00	35545916	Respond to questions concerning LION rejection motion
10/03/12	10806	J. Jaffe	.80	550	440.00	35545917	Prepare for sale procedures hearing
10/03/12	10732	W.W. Ponader	1.90	435	826.50	35552661	Reviewed TWG comments, finalized LION Trust Rejection Motion, reviewed/revise draft Order, telephone call with M. Otto regarding supplemental payments to Downlines from TWG cash flow
10/03/12	10732	W.W. Ponader	.10	435	43.50	35552662	Email exchange with P. Partee regarding execution of Amended and Restated Asset Purchase Agreement, filing same
10/04/12	18503	K.D. Britton	.30	225	67.50	35554483	Revise order on bidding procedures to prepare for entry
10/04/12	18503	K.D. Britton	.30	225	67.50	35554506	Phone call with Mark Nondorf regarding list of executory contracts and schedules
10/04/12	10806	J. Jaffe	.50	550	275.00	35550653	Prepare for hearing and conduct preliminary meeting with Mark and Melanie
10/05/12	18503	K.D. Britton	.90	225	202.50	35557645	Review and revise schedule of cure amounts
10/05/12	18503	K.D. Britton	.40	225	90.00	35557657	Consult with S. Herendeen regarding notice of procedures order, bidding procedures and notice of cure amounts

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Date	Tkpr	Name	Hours	Rate	Value	Index	Description
10/05/12	10806	J. Jaffe	.20	550	110.00	35568149	Emails regarding meeting with Carmel Funding on sale issues
10/09/12	10806	J. Jaffe	.20	550	110.00	35580749	Review Cure Notice and exhibits
10/10/12	18503	K.D. Britton	.90	225	202.50	35597549	Draft notice of sale hearing
10/10/12	10806	J. Jaffe	1.30	550	715.00	35597762	Meeting with client, Carmel Funding regarding pre/post sale matters
10/10/12	10732	W.W. Ponader	.10	435	43.50	35585910	Conference with K. Britton regarding preparation of Notice of Sale
10/11/12	18503	K.D. Britton	.20	225	45.00	35600770	Finalize notice of sale hearing
10/11/12	18503	K.D. Britton	.20	225	45.00	35600779	Consult with S. Herendeen on service of sale hearing notice
10/11/12	10806	J. Jaffe	.30	550	165.00	35600884	Conference with J. Brown regarding development of settlement proposals, sale process
10/12/12	10766	J.J. Brown	1.70	550	935.00	35780693	Conference call with Jaffe and LTC's counsel (.5); preparation of draft confidentiality letter with LTC Global and email to Winston & Strawn regarding same (.7); follow-up email to Melanie Otto regarding same, results of call with LTC Global and things to do (.5)
10/12/12	10806	J. Jaffe	2.20	550	1,210.00	35618860	Several telephone conferences and communications with LTC Global and client regarding interest in bidding on assets
10/12/12	10806	J. Jaffe	.20	550	110.00	35618869	Telephone conference with M. Nondorf regarding Aqualine expression of interest
10/12/12	10806	J. Jaffe	.20	550	110.00	35618871	Telephone conference with M. Nondorf regarding sale process issues
10/12/12	10732	W.W. Ponader	.40	435	174.00	35609933	Review Cure Notice regarding calculations of minimum Initial Overbid, deposit for competing bidder
10/12/12	10732	W.W. Ponader	.20	435	87.00	35609936	Consideration of financial data necessary to qualify a competing bidder
10/12/12	10732	W.W. Ponader	.80	435	348.00	35609940	Participate in conference call with LTC Global, potential competing bidder
10/12/12	10732	W.W. Ponader	.30	435	130.50	35609944	Telephone call with C. Schreiber of LTC Global
10/15/12	10766	J.J. Brown	.20	550	110.00	35648844	Review comments on LTC Confidentiality Agreement received from Winston & Strawn (.10); emails to working group regarding same (.10)
10/16/12	10806	J. Jaffe	.60	550	330.00	35637373	Conference call with M. Nondorf, M. Otto to go over questions regarding schedules, sale process activity
10/17/12	10766	J.J. Brown	.10	550	55.00	35640598	Emails regarding Confidentiality Agreement with LTC
10/19/12	10806	J. Jaffe	.80	550	440.00	35658600	Several emails C. Schreiber regarding

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Date	Tkpr	Name	Hours	Rate	Value	Index	Description
10/19/12	10806	J. Jaffe	.20	550	110.00	35658601	LTC Global due diligence request Telephone call and email M. Otto regarding due diligence materials
10/22/12	10766	J.J. Brown	.50	550	275.00	35664626	Call with Jaffe regarding appropriate materials to request from LTC to demonstrate their qualifications as a bidder (.10); brief review of LTC financial statements received in response to request and meeting with Jaffe regarding same (.20); review due diligence request list received from LTC and email to Jaffe, Otto and Nondorf regarding same and next steps (.20)
10/22/12	10806	J. Jaffe	.50	550	275.00	35664494	Telephone call Mark and Melanie to discuss assembly of due diligence materials in advance of meeting with LTC
10/22/12	10806	J. Jaffe	.20	550	110.00	35664499	Telephone call J. Brown regarding qualifications of overbidder
10/22/12	10806	J. Jaffe	.30	550	165.00	35664510	Telephone call C. Schreiber regarding due diligence requests, bidder qualifications
10/22/12	10806	J. Jaffe	.50	550	275.00	35664549	Review LTC financials for bid qualification
10/23/12	10766	J.J. Brown	.70	550	385.00	35667420	Preparation for and conference call with Jaffe, Ponader and TWG to discuss possible structure for Imagine transaction and result of discussions with LTC Global
10/23/12	10806	J. Jaffe	.20	550	110.00	35667340	Conference with M. Nondorf, M. Otto, J. Brown regarding LTC diligence requests
10/29/12	10806	J. Jaffe	.30	550	165.00	35749406	Telephone conference with M. Nondorf and M. Otto regarding response to LTC Global diligence request
10/30/12	18503	K.D. Britton	.50	225	112.50	35753240	Meeting with Melanie Otto Mark Nondorf, and Ray Siegel regarding proposed sale and various other case matters
10/30/12	10806	J. Jaffe	.20	550	110.00	35759188	Telephone conference with M. Otto regarding potential delay of sale dates
10/30/12	10806	J. Jaffe	1.00	550	550.00	35759195	Meeting with R. Siegel, M. Otto, M. Nondorf regarding sale deadlines, Imagine discussions, anticipation of sale objections
10/30/12	10806	J. Jaffe	.20	550	110.00	35759200	Email P. Partee regarding potential amendment to APA
11/01/12	18503	K.D. Britton	.20	225	45.00	35788963	Conference with W. Ponader regarding objection deadlines related to sale motion
11/01/12	10766	J.J. Brown	.70	550	385.00	35797338	Review revised draft Term Sheet

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Date	Tkpr	Name	Hours	Rate	Value	Index	Description
							received from Imagine and M. Otto's comments on same (.20); email to Jaffe regarding my questions and comments on same (.20); review July Transitional Services Agreement with Imagine and email to working group regarding same (.10); follow-up meeting with Jaffe regarding results of conversations today and final things to do to complete Imagine Agreement and Amendment to Purchase Agreement (.20)
11/01/12	10806	J. Jaffe	.50	550	275.00	35790159	Review Lion revised term sheet
11/01/12	10806	J. Jaffe	.80	550	440.00	35790160	Conference call with Fifth Third, Carmel Funding regarding resolution of IR7 issues
11/01/12	10806	J. Jaffe	.50	550	275.00	35790161	Conference call with M. Nondorf and M. Otto to generate comments on revised Lion term sheet
11/01/12	10806	J. Jaffe	.50	550	275.00	35790164	Extended telephone conferences with B. Gephard regarding reaction to revised Lion term sheet
11/01/12	10806	J. Jaffe	.50	550	275.00	35790170	Telephone conference with M. Nondorf regarding settlement discussions with Fifth Third, Carmel Funding
11/01/12	10806	J. Jaffe	.30	550	165.00	35790182	Revise Lion term sheet; emails to B. Gephard regarding same
11/01/12	10806	J. Jaffe	.60	550	330.00	35790187	Conference call with B. Gephard, S. Schwarz regarding TWG revisions, movement to finalizing Lion term sheet
11/01/12	10806	J. Jaffe	.30	550	165.00	35790192	Conference with J. Brown to identify changes to APA if agreement is reached with Lion
11/01/12	10732	W.W. Ponader	.20	435	87.00	35789267	Review M. Otto comments to Imagine revised draft
11/01/12	10732	W.W. Ponader	.80	435	348.00	35789269	Telephone call with M. Otto, M. Nondorf and J. Jaffe reviewing open issues, Imagine further changes, further follow-up with M. Nondorf
11/01/12	10732	W.W. Ponader	.80	435	348.00	35789271	Revise Imagine proposal per discussions with TWG, prepare email circulating revised draft
11/01/12	10732	W.W. Ponader	.10	435	43.50	35789277	Attention to questions about November 2 as deadline to oppose sale
11/02/12	18503	K.D. Britton	.20	225	45.00	35792856	Compile pleadings in preparation for Sale Hearing
11/02/12	18503	K.D. Britton	.70	225	157.50	35792862	Conference with J. Jaffe and W. Ponader regarding settlement with Lion Trust and amendment to APA
11/02/12	18503	K.D. Britton	1.30	225	292.50	35792867	Review settlement term sheet and letter

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Date	Tkpr	Name	Hours	Rate	Value	Index	Description
11/02/12	18503	K.D. Britton	3.30	225	742.50	35792876	agreements to incorporate relevant provisions into the First Amendment to Amended and Restated Purchase Agreement Draft, review and revise First Amendment to Amended and Restated Purchase Agreement
11/02/12	18503	K.D. Britton	.20	225	45.00	35792890	Distribute First Amendment to Amended and Restated Purchase Agreement to Carmel Funding, Mark Nondorf, and Melanie Otto
11/02/12	18503	K.D. Britton	1.50	225	337.50	35792895	Draft, review, and revise notice of submission of First Amendment to Amended and restated Purchase Agreement
11/02/12	18503	K.D. Britton	.50	225	112.50	35792907	Begin drafting 9006(c) request for Imagine/Lion Trust settlement motion
11/02/12	10806	J. Jaffe	4.70	550	2,585.00	35797622	Multiple calls, emails and drafting to finalize Lion settlement term sheet, amendment to Carmel Funding APA, and Motion to Approve Settlement
11/02/12	10806	J. Jaffe	.30	550	165.00	35797627	Review and revise Fifth Third suggested language for sale order and email P. Partee regarding same
11/02/12	10732	W.W. Ponader	5.60	435	2,436.00	35800742	Extensive work regarding settlement with LION/Imagine and related issues on Asset Purchase Agreement, drafting 9019 Motion, conferences, conference calls and email exchanges with J. Jaffe, K. Britton, M. Nondorf, M. Otto and B. Gehard regarding the same
11/04/12	18503	K.D. Britton	1.80	225	405.00	35793010	Draft motion to shorten notice and expedite hearing on Imagine/Lion Trust settlement motion and order approving
11/04/12	18503	K.D. Britton	1.90	225	427.50	35793017	Draft motion and order continuing hearing on Motion to Reject Lion Trust Agreements
11/05/12	18503	K.D. Britton	1.20	225	270.00	35802207	Review, revise and finalize motion to continue hearing on rejection motion and motion to expedite hearing on Lion Trust settlement
11/05/12	18503	K.D. Britton	.30	225	67.50	35802210	Phone call and emails to Mark Nondorf and Melanie Otto regarding sale status and upcoming hearing
11/05/12	18503	K.D. Britton	.20	225	45.00	35802212	Distribute execution copies of First Amendment to Amended and Restated Asset Purchase Agreement
11/05/12	18503	K.D. Britton	.80	225	180.00	35802214	Draft notice of submission of executed First Amendment to Amended and Restated Asset Purchase Agreement
11/05/12	18503	K.D. Britton	.20	225	45.00	35802215	Revise order approving Lion Trust

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11/05/12	10806	J. Jaffe	.40	550	220.00	35800612	settlement motion Telephone conference with M. Nondorf and M. Otto regarding bid deadline and monitor for submission of overbids
11/05/12	10806	J. Jaffe	.30	550	165.00	35800616	Telephone conference with B. Gebhard regarding APA amendment, comments to Settlement Motion, Order
11/05/12	10806	J. Jaffe	.30	550	165.00	35800617	Review and conference with K. Britton regarding final submission of APA Amendment
11/05/12	10806	J. Jaffe	1.30	550	715.00	35800645	Multiple emails; conference with W. Ponader and revisions to settlement motion/order
11/05/12	10806	J. Jaffe	.30	550	165.00	35800657	Review and revise motion to expedite hearing, continue Rejection Motion
11/05/12	10806	J. Jaffe	.50	550	275.00	35800889	Several emails to C. Reimer et al regarding inclusion of language in sale order to comfort Fifth Third
11/05/12	10806	J. Jaffe	.20	550	110.00	35800891	Review Imagine limited objection to sale
11/05/12	10732	W.W. Ponader	.70	435	304.50	35800756	Draft Order regarding LION 9019 Motion, review LION proposed changes to 9019 Motion and draft Order
11/05/12	10732	W.W. Ponader	.40	435	174.00	35800761	Telephone calls with M. Otto and M. Nondorf regarding questions on schedule Accounts Receivable related to Senior Payments, qualification of benefits to estate of settlement
11/05/12	10732	W.W. Ponader	.40	435	174.00	35800873	Telephone call with B. Gebhard regarding change to Motion
11/05/12	10732	W.W. Ponader	1.00	435	435.00	35800875	Revise and finalize 9019 Motion and Order
11/06/12	18503	K.D. Britton	.20	225	45.00	35825562	Phone call with court staff regarding details of sale hearing and revision to order to continue hearing on Rejection Motion
11/06/12	18503	K.D. Britton	.20	225	45.00	35825566	Revise order to continue hearing on Rejection Motion
11/06/12	18503	K.D. Britton	.20	225	45.00	35825573	Several emails to counsel for Fifth Third and Carmel Funding regarding bid deadline and sale hearing schedule
11/06/12	18503	K.D. Britton	1.60	225	360.00	35825583	Review and revise notice on motion to approve settlement with Imagine
11/06/12	10806	J. Jaffe	.20	550	110.00	35812708	Conference with K. Britton regarding modification of order to continue hearing on rejection motion
11/06/12	10806	J. Jaffe	.30	550	165.00	35812725	Telephone conference and email to J. Knauer and others regarding bid status
11/06/12	10806	J. Jaffe	1.00	550	550.00	35812807	Extended telephone conference with M. McCrory regarding Fifth Third concerns

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11/06/12	10806	J. Jaffe	.30	550	165.00	35812809	with sale, revisions to sale order
11/06/12	10806	J. Jaffe	.40	550	220.00	35812810	Follow-up telephone conference with M. McCrory regarding concerns with subservicing agreement
11/06/12	10806	J. Jaffe	.30	550	165.00	35812818	Review subservicing agreement and consider solution for Fifth Third issues
11/06/12	10732	W.W. Ponader	.20	435	87.00	35807774	Telephone conference with P. Partee regarding new Fifth Third issues and suggested response
11/06/12	10732	W.W. Ponader	.10	435	43.50	35807781	Review LION/Imagine Conditional Objection to Sale
11/06/12	10732	W.W. Ponader	.20	435	87.00	35807785	Review/revise Notice regarding LION/Imagine settlement
11/07/12	18503	K.D. Britton	.50	225	112.50	35819377	Work with K. Britton regarding next steps given no competing bidders
11/07/12	18503	K.D. Britton	.30	225	67.50	35819389	Revise reply to Fifth Third's objection to sale and file with the court
11/07/12	18503	K.D. Britton	.10	225	22.50	35819390	Phone call with counsel for L/A Shadeland regarding resolution to objection to sale
11/07/12	10806	J. Jaffe	.50	550	275.00	35813082	Distribute sale-related pleadings to Mark Nondorf and Melanie Otto
11/07/12	10806	J. Jaffe	.50	550	275.00	35813091	Telephone conference with B. Gebhard regarding reaction to Fifth Third objection and hearing strategy
11/07/12	10806	J. Jaffe	.80	550	440.00	35813097	Review Fifth Third objection
11/07/12	10806	J. Jaffe	2.00	550	1,100.00	35813101	Extended telephone conference with C. Reimer, M. McCrory regarding new Fifth Third concerns
11/07/12	10806	J. Jaffe	1.00	550	550.00	35813105	Prepare response to Fifth Third objection
11/07/12	10806	J. Jaffe	.80	550	440.00	35813117	Telephone conference with M. Nondorf, review pleadings/objections, and otherwise prepare for sale hearing
11/07/12	10806	J. Jaffe	.80	550	440.00	35813121	Review proposed Fifth Third insert to Sale Order and multiple email changes regarding same
11/07/12	10732	W.W. Ponader	.20	435	87.00	35846471	Late night calls with M. McCrory, P. Partee to attempt to resolve Fifth Third objection to sale
11/08/12	18503	K.D. Britton	1.00	225	225.00	35819548	Prepare email to M. Otto and M. Nondorf regarding questions on Imagine settlement matters
11/08/12	18503	K.D. Britton	.20	225	45.00	35819565	Prepare for and participate in sale hearing
11/08/12	18503	K.D. Britton	.90	225	202.50	35819578	Follow-up meeting with J. Jaffe, M. Nondorf and M. Otto regarding post-sale issues
							Revise order approving sale and exhibit

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Date	Tkpr	Name	Hours	Rate	Value	Index	Description
11/08/12	18503	K.D. Britton	.10	225	22.50	35819584	Distribute revised order language to counsel for Carmel Funding
11/08/12	18503	K.D. Britton	.20	225	45.00	35819588	Distribute redlined order to court
11/08/12	10806	J. Jaffe	.60	550	330.00	35830762	Meeting with M. Nondorf and M. Otto and prepare for sale hearing
11/08/12	10806	J. Jaffe	.30	550	165.00	35831140	Post hearing meeting with M. Nondorf and M. Otto
11/08/12	10806	J. Jaffe	.60	550	330.00	35831441	Revise Sale Order
11/08/12	10806	J. Jaffe	.30	550	165.00	35831447	Telephone conference with P. Partee regarding Sale Order revisions, closing
11/08/12	10806	J. Jaffe	.20	550	110.00	35831459	Emails to Court and K. Britton regarding submission of revised Sale Order
11/12/12	10806	J. Jaffe	.20	550	110.00	35841069	Emails to C. Reimer regarding closing timing
11/13/12	10806	J. Jaffe	.30	550	165.00	35844703	Conference with W. Ponader regarding sale and closing issues
11/13/12	10806	J. Jaffe	.50	550	275.00	35844704	Extended telephone conference with B. Gebhard regarding Imagine settlement
11/13/12	10806	J. Jaffe	.50	550	275.00	35844706	Review and comment on Imagine settlement agreement
11/13/12	10806	J. Jaffe	.20	550	110.00	35844715	Emails to P. Partee et al regarding comments to Imagine settlement
11/13/12	10732	W.W. Ponader	.10	435	43.50	35846557	Review M. Otto email regarding rejection of LTPC Services Agreement, contact M. Otto to discuss same
11/13/12	10732	W.W. Ponader	.10	435	43.50	35846561	Give information to S. Herendeen regarding LTPC change of address, service of pending pleadings
11/14/12	10766	J.J. Brown	.50	550	275.00	35883801	Review and mark-up of draft Settlement Agreement with Imagine and call with Nondorf and Otto regarding same (.50)
11/14/12	10806	J. Jaffe	.50	550	275.00	35883447	Conference call with M. Otto and M. Nondorf regarding closing sale to Carmel Funding, IR 7 transition issues
11/14/12	10732	W.W. Ponader	.40	435	174.00	35886950	Review draft Imagine Settlement Agreement, compare to Term Sheet
11/15/12	18503	K.D. Britton	.90	225	202.50	35890541	Draft motion to shorten notice and expedite hearing on rejection motion and order
11/15/12	18503	K.D. Britton	.20	225	45.00	35890543	Consult with W. Ponader regarding second rejection motion
11/15/12	10806	J. Jaffe	.20	550	110.00	35885404	Email B. Kramer regarding status of Imagine settlement motion
11/15/12	10806	J. Jaffe	.70	550	385.00	35885415	Review comments to Imagine Agreement, revise same and conference with W. Ponader regarding same
11/15/12	10806	J. Jaffe	.50	550	275.00	35885420	Follow-up calls and emails to B. Gebhard, M. Otto, W. Ponader regarding

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Date	Tkpr	Name	Hours	Rate	Value	Index	Description
11/15/12	10732	W.W. Ponader	.90	435	391.50	35887176	Imagine Agreement
11/15/12	10732	W.W. Ponader	1.90	435	826.50	35887181	Review and revise draft Settlement Agreement
11/15/12	10732	W.W. Ponader	.30	435	130.50	35887183	Multiple telephone calls and email exchanges with LION Trust, Imagine counsel M. Otto and M. Nondorf regarding review and revision to draft Settlement Agreement
11/16/12	18503	K.D. Britton	.40	225	90.00	35890599	Confer with M. Otto regarding factors for rejection of LTPC Servicing Agreement
11/16/12	18503	K.D. Britton	.50	225	112.50	35890611	Participate in hearing on Imagine settlement
11/16/12	18503	K.D. Britton	.30	225	67.50	35890619	Conference call with counsel for Imagine and Wendy Ponader regarding revisions to settlement agreement
11/16/12	18503	K.D. Britton	.90	225	202.50	35890637	Conference with Jay Jaffe and Wendy Ponader regarding finalizing settlement agreement
11/16/12	10806	J. Jaffe	.30	550	165.00	35895130	Review, revise and finalize rejection motion, motion to shorten notice and hearing notice
11/16/12	10806	J. Jaffe	.30	550	165.00	35895132	Participate in Imagine call
11/16/12	10806	J. Jaffe	.30	550	165.00	35895133	Receive update from W. Ponader regarding finalization of settlement agreement
11/16/12	10806	J. Jaffe	.40	550	220.00	35895139	Prepare for Imagine settlement hearing
11/16/12	10732	W.W. Ponader	2.90	435	1,261.50	35907877	Participate in Imagine settlement hearing
11/19/12	10806	J. Jaffe	.30	550	165.00	35901100	Review LTPC Agreements Draft, revise finalize LTPC Rejection Motion, review same with M. Otto (2.8); prepare email response to M. Nondorf regarding employee wage claims for vacation (.1)
11/19/12	10732	W.W. Ponader	.40	435	174.00	35943254	Review "final" Lion agreement and order
11/19/12	10732	W.W. Ponader	.30	435	130.50	35943256	Follow-up telephone calls and email exchanges with B. Gebhard regarding revising and finalizing Settlement Agreement (clean-up from November 16 "final")
11/19/12	10732	W.W. Ponader	.30	435	130.50	35943266	Email exchanges and telephone calls with B. Gebhard regarding Confidential Agreement and Release, terms, parties to review
11/20/12	18503	K.D. Britton	.70	225	157.50	35916811	Telephone calls and email exchanges with B. Gebhard regarding Order Approving Settlement, logistics
							Prepare exhibits to order approving TWG and Imagine settlement agreement

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Date	Tkpr	Name	Hours	Rate	Value	Index	Description
11/20/12	10806	J. Jaffe	.30	550	165.00	35908484	Multiple emails and exchanges of drafts to finalize and execute Lion agreement
11/20/12	10806	J. Jaffe	.40	550	220.00	35908500	Conference call with M. otto, J. Brown regarding Fifth Third and Carmel
11/20/12	10806	J. Jaffe	.20	550	110.00	35908502	Funding discussions, impact on closing Conference with W. Ponader regarding
11/20/12	10732	W.W. Ponader	.70	435	304.50	35908599	need to nail down Transition agreement Follow-up attention to execution of Settlement Agreement; revisions to draft Order regarding more Imagine
							comments, email exchanges and calls with B. Geghard regarding same (.4); review of draft Confidentiality Agreement and Release prepared by Imagine
11/21/12	10806	J. Jaffe	.20	550	110.00	35924262	Several emails regarding comments to Lion documents
11/21/12	10732	W.W. Ponader	.40	435	174.00	35943315	Telephone call with M. Otto regarding cost sharing issues, review of Confidentiality Agreement and Release per Imagine Settlement
11/21/12	10732	W.W. Ponader	.70	435	304.50	35943326	Final review of Confidentiality Agreement and Release, revised Confidentiality Agreement, prepared email to B. Gebhard noting changes and requesting discussion of closing
							logistics regarding scheduling and timing for delivery of Materials
11/21/12	10732	W.W. Ponader	.10	435	43.50	35943333	Further email exchange with Imagine counsel on logistics
11/26/12	18503	K.D. Britton	.10	225	22.50	35925658	Email to M. Otto regarding service of motion to reject LTPC agreement
11/29/12	10806	J. Jaffe	.30	550	165.00	35950529	Conference with W. Ponader and emails to P. Partee regarding extension of APA closing date
11/29/12	10732	W.W. Ponader	.30	435	130.50	35970763	Confer with J. Jaffe regarding matters related to Carmel Funding transaction, closing considerations, other case consideration
11/29/12	10732	W.W. Ponader	.20	435	87.00	35970798	Email exchange with M. Otto regarding Imagine settlement; status, entry of order; follow-up
11/29/12	10732	W.W. Ponader	.40	435	174.00	35970808	Call with B. Gebhard regarding next steps in settlement, delivery of materials, related matters
11/30/12	10806	J. Jaffe	.20	550	110.00	35980943	Emails to P. Partee, W. Ponader regarding extension of closing date
11/30/12	10732	W.W. Ponader	.20	435	87.00	35972919	Confer with M. Otto and M. Nondorf regarding APA requirements for close on

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11/30/12	10732	W.W. Ponader	.20	435	87.00	35972935	or before 12/1/2012 Prepare email to Carmel Funding counsel with proposal/confirmation of parties agreement to extend
11/30/12	10732	W.W. Ponader	.40	435	174.00	35972952	Review APA to identify all references to outside close date, other relayed provisions for purposes of drafting Second Amendment
11/30/12	10732	W.W. Ponader	.60	435	261.00	35972967	Draft and finalize Second Amendment
11/30/12	10732	W.W. Ponader	.30	435	130.50	35972994	Call with B. Gebhard regarding entry of order authorized rejection by LTFC agreements, follow-up on delivery of Carmel Funding Confidential Agreement and Release, Imagine questions on close with Carmel Funding
12/03/12	18503	K.D. Britton	1.70	225	382.50	35981093	Draft notice of extension of closing date of asset purchase agreement
12/04/12	18503	K.D. Britton	.40	225	90.00	35986802	Revise, finalize and prepare notice of closing date extension for filing
12/04/12	18503	K.D. Britton	.10	225	22.50	35986807	Phone call to Bob Gebhard regarding execution copies
12/04/12	10806	J. Jaffe	.20	550	110.00	35990962	Email M. McCrory regarding extension of Carmel Funding closing date
12/06/12	18503	K.D. Britton	.10	225	22.50	36002608	Email to J. Jaffe and W. Ponader regarding deadline to assume or reject leases
12/09/12	18503	K.D. Britton	1.50	225	337.50	36010455	Draft motion for extension of time to assume or reject office lease and order
12/10/12	18503	K.D. Britton	1.10	225	247.50	36022306	Review, revise and distribute motion for extension of time to assume or reject office lease
12/10/12	10806	J. Jaffe	.20	550	110.00	36022991	Review Motion to extend time to assume/reject office lease
12/11/12	18503	K.D. Britton	.10	225	22.50	36028541	Distribute draft motion to extend time to assume office lease to Mark and Melanie
12/11/12	18503	K.D. Britton	.20	225	45.00	36028544	Prepare motion to extend time to assume office lease for filing
12/12/12	18503	K.D. Britton	.10	225	22.50	36036675	Distribute wiring instructions for settlement payment from Imagine
12/17/12	10732	W.W. Ponader	.20	435	87.00	36065691	Prepare email to M. Nondorf regarding outstanding conditions precedents to close Carmel Funding transaction, considerations of Cost Sharing Motion
12/19/12	10806	J. Jaffe	.20	550	110.00	36082801	Conference with J. Brown regarding closing to Carmel Funding
12/21/12	10806	J. Jaffe	.20	550	110.00	36094533	Email M. Nondorf to confirm Carmel Funding closing
12/27/12	18503	K.D. Britton	.30	225	67.50	36106915	Conference with J. Jaffe regarding

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12/27/12	10806	J. Jaffe	.30	550	165.00	36107345	amendment to APA (0.2); review and distribute to J. Jaffe prior amendment to APA (0.1)
12/27/12	10806	J. Jaffe	.30	550	165.00	36107349	Emails to Carmel Funding regarding exclusion of cash from closing
12/27/12	10806	J. Jaffe	.20	550	110.00	36107358	Multiple emails to address and respond to closing issues
12/27/12	10806	J. Jaffe	.80	550	440.00	36107362	Telephone conference with M. Nondorf regarding documentation issues
12/28/12	10766	J.J. Brown	1.80	550	990.00	36119281	Work on APA amendments
12/28/12	10806	J. Jaffe	.50	550	275.00	36128308	Call with Nondorf regarding his comments on draft Employment Agreements and proposed Settlement Agreement structure (.20); call with Ponader regarding same and other things to do (.10); preparation of revised draft Employment Agreements for Nondorf and Otto and email to working group regarding same (.90); review draft Bill of Sale prepared by Ponader and email to her regarding same (.10); review 221 response to Fifth Third regarding transition of servicing and Jaffe's follow-up comments on same (.40); brief meeting with Jaffe regarding status of closing on Monday (.10)
12/28/12	10732	W.W. Ponader	.90	435	391.50	36122345	Conference with W. Ponader regarding changes to employment agreements additional documents needed for closing
12/28/12	10732	W.W. Ponader	1.50	435	652.50	36122352	Meetings and conference calls with M. Nondorf and J. Jaffe regarding closing matters
12/31/12	10766	J.J. Brown	.30	550	165.00	36129570	Drafting Bill of Sale, preparing other signature pages
12/31/12	10806	J. Jaffe	.20	550	110.00	36153567	Several calls/emails with Nondorf regarding Employment Agreements and final closing matters
12/31/12	10806	J. Jaffe	.30	550	165.00	36153611	Review M. Nondorf revisions to response to TWG Direction Letter
12/31/12	10732	W.W. Ponader	5.60	435	2,436.00	36128332	Several emails to M. Nondorf, W. Ponader regarding final closing considerations
							Multiple email exchanges and telephone calls with M. Nondorf, M. Otto, Ray Siegel, P. Partee and J. Brown regarding closing, funds to be segregated per SBA agreement, other final considerations regarding closing, etc., and drafting/revising ancillary

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Date	Tkpr	Name	Hours	Rate	Value	Index	Description
			documents per close of TWG/Carmel Funding transaction				
Total for B002			139.60		58,722.50		
B003 Business Operations							
09/14/12	10732	W.W. Ponader	6.80	435	2,958.00	35399415	Continued preparation of all first day filings and other pleadings
09/17/12	18503	K.D. Britton	.40	225	90.00	35414105	Conference with M. Nondorf, M. Otto and W. Ponader regarding bank account issues and talking points in discussing Chapter 11 filing
09/17/12	10732	W.W. Ponader	.40	435	174.00	35453665	Conference call with M. Nondorf and M. Otto regarding logistical considerations, communications with creditors
09/17/12	10732	W.W. Ponader	.60	435	261.00	35453691	Prepare "Talking Point" memorandum and questionnaire to assist TWG
09/17/12	10732	W.W. Ponader	.50	435	217.50	35453697	Draft letter to be sent by Company to Shareholders to advise of filing
09/17/12	10732	W.W. Ponader	.30	435	130.50	35453722	Other "First Day" Motion follow-up
09/18/12	10806	J. Jaffe	.30	550	165.00	35427230	Review IDI materials and email M. Nondorf regarding same
09/19/12	18503	K.D. Britton	.70	225	157.50	35453299	Revise cash management order, wages order and commission orders
09/19/12	10806	J. Jaffe	.70	550	385.00	35452912	Meeting with R. Siegel, M. Otto and M. Nondorf regarding communications with creditors and other stakeholders, next steps in case
09/19/12	10806	J. Jaffe	.20	550	110.00	35453351	Respond to inquiry relating to replacing a resigning employee
09/20/12	18503	K.D. Britton	.10	225	22.50	35468376	Phone call to Department of Labor regarding TWG 401(K) plan
09/20/12	18503	K.D. Britton	.30	225	67.50	35468386	Several emails to Mark Nondorf regarding cash management orders and coordination with bank and details on 401(K) plan
09/20/12	10806	J. Jaffe	.20	550	110.00	35461946	Review M. Nondorf response to DOL inquiry
09/21/12	10806	J. Jaffe	1.20	550	660.00	35472809	Respond to emails and conference call with client to provide operational and reporting guidance
09/24/12	10806	J. Jaffe	.20	550	110.00	35478411	Review SBA communications
09/24/12	10732	W.W. Ponader	.10	435	43.50	35492935	Telephone call with J. Jaffe regarding possible employee resignation
09/26/12	10806	J. Jaffe	.30	550	165.00	35495085	Review Imagine materials to prepare for call with M. Otto
09/27/12	10806	J. Jaffe	1.50	550	825.00	35503184	Conference call with M. Otto regarding complexity of LION Trust relationship and multiple aspects of any global

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09/27/12	10806	J. Jaffe	.20	550	110.00	35503190	settlement Review Imagine information request
09/27/12	10806	J. Jaffe	.30	550	165.00	35503201	Prepare for Imagine conference call
09/28/12	10806	J. Jaffe	1.20	550	660.00	35511168	Conference call with Imagine counsel
09/28/12	10806	J. Jaffe	.30	550	165.00	35511196	Telephone conference and email M. Otto regarding input from Carmel Funding on Imagine/LION Trust issues
10/01/12	10806	J. Jaffe	1.00	550	550.00	35534645	Conference call with Carmel Funding regarding Imagine/LION Trust issues and several follow-up emails regarding same
10/03/12	10806	J. Jaffe	.20	550	110.00	35545915	Telephone call vendor regarding assumption of lease
10/10/12	10806	J. Jaffe	1.00	550	550.00	35597755	Several telephone conferences and emails to Mayer Brown, client and Carmel Funding regarding Fifth Third communications inquiring about IR7 intentions
10/11/12	10806	J. Jaffe	.50	550	275.00	35600878	Extended conference with M. McCrory, M. Owens regarding IR7 issues
10/11/12	10806	J. Jaffe	.30	550	165.00	35600881	Emails to LION/Imagine counsel regarding development of proposal
10/11/12	10806	J. Jaffe	.20	550	110.00	35600891	Review M. Otto first draft of LION/Imagine proposal
10/12/12	10806	J. Jaffe	.30	550	165.00	35618874	Conference with J. Brown regarding comments on draft Imagine proposal
10/15/12	10806	J. Jaffe	.40	550	220.00	35627665	Revise Imagine proposal
10/16/12	10806	J. Jaffe	.40	550	220.00	35637368	Conference with J. Brown and email M. Otto regarding revised Imagine proposal
10/16/12	10806	J. Jaffe	.30	550	165.00	35637377	Email to Imagine counsel transmitting proposal
10/19/12	10806	J. Jaffe	.30	550	165.00	35658604	Telephone call and email B. Gebhard to solicit response to TWG proposal on LION Trust
10/22/12	10806	J. Jaffe	.30	550	165.00	35664550	Emails B. Gebhard, et al. regarding LION Trust
10/23/12	10806	J. Jaffe	1.00	550	550.00	35667360	Extended call with B. Gebhard, M. Fischer to discuss possible Imagine settlement
10/23/12	10806	J. Jaffe	.80	550	440.00	35667365	Conference call with M. Nondorf and M. Otto to go over Imagine proposal, LTC visit
10/23/12	10732	W.W. Ponader	.20	435	87.00	35682533	Discuss with J. Jaffe proposed terms of settlement with Imagine
10/23/12	10732	W.W. Ponader	.60	435	261.00	35682542	Follow-up conference call with J. Jaffe, J. Brown, M. Otto and M. Nondorf regarding review of proposed terms, implications, next steps
10/24/12	10806	J. Jaffe	.20	550	110.00	35694268	Email B. Gebhard regarding status of Imagine proposal

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10/24/12	10732	W.W. Ponader	.90	435	391.50	35756914	Telephone call with M. Otto and M. Nondorf discussing details, possible implications of settlement with Imagine, overlay with pending sale, discussion of "highest and best" offer
10/31/12	10806	J. Jaffe	1.00	550	550.00	35780041	Several telephone conferences with M. McCrory and C. Reimer regarding Fifth Third position on IR7 servicing
10/31/12	10806	J. Jaffe	.70	550	385.00	35780056	Several emails to P. Partee regarding Fifth Third communications and proposals
10/31/12	10806	J. Jaffe	.30	550	165.00	35780089	Several emails to M. Otto et al regarding Fifth Third proposal and response
10/31/12	10732	W.W. Ponader	.10	435	43.50	35779210	Confer with J. Jaffe regarding latest Fifth Third developments
11/05/12	10766	J.J. Brown	.20	550	110.00	35843810	Meeting with Jaffe regarding various matters
11/07/12	10806	J. Jaffe	.20	550	110.00	35813077	Email exchange regarding communications with Huntington
11/07/12	10806	J. Jaffe	.30	550	165.00	35813112	Telephone conference with M. Nondorf regarding alternative proposal for IR 7 servicing
11/08/12	10806	J. Jaffe	.40	550	220.00	35831462	Conference with W. Ponader and emails to M. Nondorf and M. Otto regarding need for post sale transition services agreements with Debtor
11/08/12	10732	W.W. Ponader	1.70	435	739.50	35846497	Conference call with M. Nondorf and M. Otto regarding post-close matters related to administrative services sharing and consulting services, explanation of relevant motions, follow-up with J. Jaffe, prepare email to M. Otto and M. Nondorf regarding consulting services refinements
11/12/12	10806	J. Jaffe	.30	550	165.00	35841073	Telephone conference with C. Reimer regarding transition negotiations for IR 7 portfolio
11/13/12	10732	W.W. Ponader	.20	435	87.00	35846548	Telephone call with M. Nondorf discussing terms, logistics of anticipated Motion to Approve Consulting Agreements and Administrative Services Agreement
11/13/12	10732	W.W. Ponader	.10	435	43.50	35846553	Discussions with J. Jaffe regarding same
11/15/12	10806	J. Jaffe	.30	550	165.00	35885424	Telephone conference with M. Nondorf regarding Fifth Third negotiations, relationship to Carmel Funding, post closing considerations
11/16/12	18503	K.D. Britton	.40	225	90.00	35890606	Follow-up meeting with Mark and Melanie
11/16/12	18503	K.D. Britton	.20	225	45.00	35890630	Phone call with Mark regarding total

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11/16/12	10806	J. Jaffe	.40	550	220.00	35895143	transfers to IR6 and IR7
11/16/12	10806	J. Jaffe	.20	550	110.00	35895148	Follow-up meeting with M. Nondorf and M. Otto
11/19/12	10766	J.J. Brown	.10	550	55.00	35898487	Email M. Nondorf regarding availability for meeting on November 28
11/20/12	10766	J.J. Brown	.30	550	165.00	35907205	Brief meeting with Jaffe regarding status of discussions with Fifth Third
11/21/12	10806	J. Jaffe	.20	550	110.00	35924156	Conference call with Jaffe and Otto regarding status of discussions with Fifth Third and 221 Partners
11/26/12	10806	J. Jaffe	.20	550	110.00	35934697	Conference with W. Ponader regarding transition services development
11/27/12	10806	J. Jaffe	.30	550	165.00	35935494	Email M. Nondorf regarding budget issues
11/28/12	10766	J.J. Brown	.20	550	110.00	35939459	Emails to M. Nondorf regarding meeting with Carmel Funding, Oak Street, post closing issues
11/28/12	10806	J. Jaffe	2.50	550	1,375.00	35940646	Meeting with Jaffe regarding results of his meeting with TWG and 221 today
11/29/12	10806	J. Jaffe	.20	550	110.00	35950537	Extended meeting with M. Nondorf and M. Otto and conference call with R. Siegel regarding Carmel closing, post-closing matters
12/03/12	10732	W.W. Ponader	.40	435	174.00	35981875	Conference with W. Ponader regarding employee issue and suggested solutions
12/03/12	10732	W.W. Ponader	.50	435	217.50	35981901	Telephone call with M. Otto regarding considerations/issues on commencement of delivery of materials to Imagine, requirements regarding receipt of fully executed receipt of Confidentiality Agreement and Release
12/03/12	10732	W.W. Ponader	.10	435	43.50	35981905	Email exchange with M. Nondorf regarding termination of 401-K and other plans effective December 31, 2012, preliminary work regarding drafting motion for authority to terminate, discuss draft of motion with K. Britton
12/04/12	18503	K.D. Britton	.90	225	202.50	35986805	Email exchange with P. Partee, Carmel Funding counsel, on open matters; instruct K. Britton on draft of Notice regarding Second Amendment to Asset Purchase Agreement
12/04/12	10806	J. Jaffe	.20	550	110.00	35990956	Prepare, finalize and distribute execution copies of Confidentiality Agreement and Release
12/04/12	10806	J. Jaffe	.20	550	110.00	35990957	Several emails to P. Partee, S. Schwartz regarding status of Lion settlement
12/04/12	10806	J. Jaffe	.20	550	110.00	35990957	Review final Lion documents from K.

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12/04/12	10732	W.W. Ponader	.40	435	174.00	35994167	Britton Telephone call with B. Gebhard and S. Schwartz regarding closing on Imagine deal, timing for delivery of materials, Carmel Funding stance on execution and delivery of Confidentiality Agreement and Release
12/04/12	10732	W.W. Ponader	.40	435	174.00	35994168	Email exchange with P. Partee regarding follow-up, confirmation of approval of Confidentiality Agreement and Release; execution
12/06/12	10806	J. Jaffe	.20	550	110.00	36003070	Email K. Britton regarding authorization to seek extension of time to assume/reject office lease
12/07/12	18503	K.D. Britton	.10	225	22.50	36010383	Distribute TWG signature page to release to counsel for Imagine LION Trust and Carmel Funding
12/07/12	18503	K.D. Britton	.10	225	22.50	36010392	Follow-up regarding status of fully executed release and confidentiality agreement
12/07/12	10806	J. Jaffe	.20	550	110.00	36014888	Review and respond to R. Gebhard comments to executed Lion settlement documents
12/07/12	10732	W.W. Ponader	.30	435	130.50	36046309	Follow-up on open items for Imagine settlement
12/10/12	18503	K.D. Britton	.30	225	67.50	36022301	Follow-up with Carmel Funding regarding distribution of signature pages to Release and Confidentiality
12/10/12	10766	J.J. Brown	.20	550	110.00	36021389	Email from Nondorf regarding proposed terms of Employment Agreements and emails with Ponader regarding same
12/10/12	10806	J. Jaffe	.20	550	110.00	36022984	Review M. Nondorf term sheet and conference with W. Ponader regarding preparation of employment agreement
12/10/12	10732	W.W. Ponader	.40	435	174.00	36046357	Telephone call with M. Nondorf regarding issues related to Nondorf/Otto employment by Carmel Funding, cost sharing, Carmel Funding consents
12/10/12	10732	W.W. Ponader	.10	435	43.50	36046361	Email exchange with parties regarding signatures on Confidential Agreement and Release
12/11/12	18503	K.D. Britton	.30	225	67.50	36028549	Distribute fully executed Release and Confidentiality Agreement
12/11/12	10806	J. Jaffe	.30	550	165.00	36032517	Several telephone conferences and email B. Gebhard regarding delivery of final signatures, wire instructions for Lion settlement
12/11/12	10806	J. Jaffe	.50	550	275.00	36032526	Extended telephone conference with P.

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12/11/12	10732	W.W. Ponader	.20	435	87.00	36046391	Partee regarding latest issue with Fifth Third, Lion signatures, and plan vs conversion More follow-up regarding finalizing/close on Imagine settlement, email exchanges with B. Gebhard and P. Partee regarding same
12/12/12	10806	J. Jaffe	.20	550	110.00	36040662	Emails to B. Gebhard regarding payment of Lion settlement
12/12/12	10806	J. Jaffe	.30	550	165.00	36040666	Emails to R. Siegel, M. Nondorf regarding plan vs conversion or dismissal
12/13/12	10766	J.J. Brown	1.70	550	935.00	36046537	Preparation of draft Employment Agreements for Melanie Otto and Mark Nondorf based on their existing Employment Agreements and to reflect terms of proposed employment with Carmel Funding, LLC and email to working group regarding same and things to consider in connection with potential Assignment and Assumption of Existing Employment Agreements
12/14/12	10766	J.J. Brown	.50	550	275.00	36057337	Preparation of revised draft Employment Agreements for Otto and Nondorf to build comments received from Nondorf; email to working group regarding same
12/17/12	10732	W.W. Ponader	.50	435	217.50	36065674	Review Otto and Nondorf Carmel Funding Employment Agreements in connection with TWG expectation of their respective consulting services, propose revisions to same
12/18/12	10806	J. Jaffe	.20	550	110.00	36076559	Email M. Otto regarding response to Genworth
12/18/12	10806	J. Jaffe	.30	550	165.00	36076561	Emails to M. Nondorf regarding 12/19 meeting with Fifth Third in Chicago
12/21/12	10766	J.J. Brown	.50	550	275.00	36100745	General review of direction letter received from Mayer Brown on behalf of Fifth Third Bank; emails with TWG working group regarding same; brief meeting with Jaffe regarding same and plan for next week
12/21/12	10806	J. Jaffe	1.00	550	550.00	36094532	Review Fifth Third letter and engage in multiple email exchanges regarding response to same
12/21/12	10806	J. Jaffe	.30	550	165.00	36094537	Review CPA information request and several emails to client regarding responsive materials
12/24/12	10806	J. Jaffe	.20	550	110.00	36094618	Email exchange with R. Siegel regarding response to Fifth Third

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Date	Tkpr	Name	Hours	Rate	Value	Index	Description
12/27/12	10806	J. Jaffe	.20	550	110.00	36107341	Review amendments to employment agreement, suggestion for settlement agreement
12/27/12	10806	J. Jaffe	.20	550	110.00	36107364	Conference with J. Brown regarding modification of Mark and Melanie employment agreements
12/27/12	10806	J. Jaffe	.30	550	165.00	36107370	Revise form of Mark/Melanie employment agreements
12/28/12	10806	J. Jaffe	.20	550	110.00	36128311	Email M. Nondorf regarding agreements with remaining employees
12/28/12	10806	J. Jaffe	.50	550	275.00	36128539	Review and draft supplemental response to Fifth Third direction letter
12/28/12	10806	J. Jaffe	.20	550	110.00	36128543	Conference with W. Ponader regarding Fifth Third issues
Total for B003			50.50		24,723.00		
B004 Case Administration							
09/14/12	18503	K.D. Britton	.40	225	90.00	35409772	Phone call with M. Nondorf to discuss comments to pleadings to be filed on petition date
09/14/12	18503	K.D. Britton	1.30	225	292.50	35409779	Several phone calls, emails and conferences with J. Jaffe, M. Nondorf, W. Ponader and S. Herendeen regarding filing issues
09/14/12	18503	K.D. Britton	.50	225	112.50	35409785	Resolve issues related to timing and manner of service on a Friday night filing
09/14/12	18503	K.D. Britton	1.00	225	225.00	35409795	Review and provide comments on petition and creditor lists
09/14/12	18503	K.D. Britton	1.60	225	360.00	35409800	Conference with M. Nondorf to discuss and execute pleadings, petition, and creditor list
09/14/12	18503	K.D. Britton	5.50	225	1,237.50	35409802	Review, revise and finalize all pleadings, orders and exhibits in preparation for filing
09/14/12	19310	J.M. Detmer	.30	195	58.50	35411587	Assist with preparation of first day filings
09/14/12	10414	S.B. Herendeen	15.20	220	3,344.00	35412177	Create ownership interests schedule for insertion into asset purchase agreement following email message from W. Ponader (.2); work on reformatting creditor data for insertion into schedules (3.8); update schedules (.8); revise first day pleadings (.3); status consultation with K. Britton (.1); import creditor data (.2); work on list of twenty largest creditors, equity security holders, and secured creditor (.4); consultations with K. Britton, S.

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Date	Tkpr	Name	Hours	Rate	Value	Index	Description
							Reid and C. Wondra regarding service issues (.4); work on service list (.2); revise, finalize and electronically file all first day documents to commence bankruptcy case following numerous consultations with K. Britton (8.8)
09/14/12	10806	J. Jaffe	3.80	550	2,090.00	35416522	Multiple emails, telephone calls and work on filing documents to launch Chapter 11 case
09/14/12	10806	J. Jaffe	1.00	550	550.00	35416528	Meeting with M. Nondorf to go over filing materials
09/14/12	10806	J. Jaffe	.30	550	165.00	35416534	Telephone call and email with K. Britton regarding completion of filing, identification of Judge
09/17/12	18503	K.D. Britton	.80	225	180.00	35414077	Several emails and phone calls with court staff regarding scheduling first day hearing
09/17/12	18503	K.D. Britton	.20	225	45.00	35414080	Phone call with creditor regarding filing
09/17/12	18503	K.D. Britton	1.40	225	315.00	35414086	Create case calendar and summary of sale deadlines
09/17/12	18503	K.D. Britton	.90	225	202.50	35414091	Draft motion for emergency hearing on remission motion
09/17/12	18503	K.D. Britton	.20	225	45.00	35414094	Distribute notice of first day hearing
09/17/12	18503	K.D. Britton	.20	225	45.00	35414111	Review and revise notice of first day hearing
09/17/12	18503	K.D. Britton	.30	225	67.50	35414119	Conferences with W. Ponader regarding various post-filing issues
09/17/12	18503	K.D. Britton	.20	225	45.00	35414125	Review creditor matrix for necessary revisions
09/17/12	10414	S.B. Herendeen	4.60	220	1,012.00	35472399	Revise, finalize and distribute task code memos (.3); consultation with K. Britton regarding court issues (.1); email messages with C. Wondra regarding service issues (.1); update eDockets calendar (.3); create dial-in information summary (.1); download pleadings and update master status spreadsheet (.5); revise hearing notice and forward to K. Britton (.3); revise, finalize and electronically file motion for emergency hearing (.3); revise, finalize and electronically file certificate of service (.3); create hearing date chart (.3); consultation with S. Engle regarding service issues (.1); obtain pro hac vice appearance information and forward to P. Partee

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Date	Tkpr	Name	Hours	Rate	Value	Index	Description
							(.2); assemble hearing binder for J. Jaffe (.5); telephone calls with Federal Express regarding delivery issues (.3); update service list (.1); forward pleadings to P. Partee (.2); finalize and electronically file notice of hearing (.2); revise, finalize and electronically file certificate of service (.2); draft change of address notice (.2)
09/17/12	10806	J. Jaffe	.20	550	110.00	35416555	Email K. Britton regarding converting Remission Motion from First Day to Emergency Motion
09/17/12	10806	J. Jaffe	.20	550	110.00	35416628	Telephone call with The Deal regarding story on filing
09/17/12	10806	J. Jaffe	.30	550	165.00	35416635	Several emails to arrange and calendar hearings on First Day Motions
09/17/12	10806	J. Jaffe	.20	550	110.00	35416640	Email P. Partee regarding hearing date/time and intent to do it telephonically
09/17/12	10806	J. Jaffe	.30	550	165.00	35416653	Emails with M. Nondorf regarding talking points for creditors, shareholders, and need to contact bank regarding checks in transit
09/17/12	10806	J. Jaffe	.20	550	110.00	35416656	Review draft letter to shareholders
09/18/12	10414	S.B. Herendeen	2.80	220	616.00	35472427	Telephone calls with Federal Express regarding delivery issues (.1); internet search for updated addresses (.4); draft agenda (.3); update eDockets calendar (.3); draft notices of bankruptcy and prepare exhibit following email messages from M. Albaugh and J. Jaffe (.5); revise, finalize, electronically file and serve agenda (.4); email messages with C. Andonian at P. Partee's office regarding pro hac vice application (.1); prepare check request (.1); revise notice of address change (.2); forward exemplar monthly operating report to M. Nondorf (.1); organize files (.1); update master status spreadsheet following review of recently filed pleadings (.2)
09/18/12	10806	J. Jaffe	.20	550	110.00	35421653	True up pre-petition fee payments
09/18/12	10806	J. Jaffe	.60	550	330.00	35421659	Telephone conference with B. Kramer with case background
09/18/12	10806	J. Jaffe	1.80	550	990.00	35427539	Prepare for first day hearings
09/18/12	10806	J. Jaffe	.50	550	275.00	35427771	Telephone conference with M. Nondorf to

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Date	Tkpr	Name	Hours	Rate	Value	Index	Description
09/18/12	10806	J. Jaffe	.30	550	165.00	35428691	clarify matters for first day hearings
09/18/12	10806	J. Jaffe	.20	550	110.00	35428881	Review and forward non-delivery notifications from USPS, Fed Ex
09/18/12	10806	J. Jaffe	.20	550	110.00	35429015	Email to P. Partee regarding pro hac motion
09/18/12	10806	J. Jaffe	.30	550	165.00	35431253	Review/revise Agenda
09/18/12	10806	J. Jaffe	.30	550	165.00	35434530	Respond to calls from consultants
09/19/12	18503	K.D. Britton	.50	225	112.50	35453281	Email M. Nondorf to respond to questions about matrix, schedules
09/19/12	18503	K.D. Britton	.50	225	112.50	35453285	Conference with Melanie Otto, Mark Nondorf, Ray Siegel and Jay Jaffe in preparation for first day hearing
09/19/12	18503	K.D. Britton	.50	225	112.50	35453290	Participated in first day hearing
09/19/12	18503	K.D. Britton	.50	225	112.50	35453294	Conference with S. Herendeen regarding service of hearing notices and first day orders
09/19/12	10414	S.B. Herendeen	1.30	220	286.00	35472497	Conference with J. Jaffe regarding various follow-up matters after first day hearing
09/19/12	10806	J. Jaffe	.80	550	440.00	35452855	Telephone call from case manager B. West regarding filing issue (.1); consultation with S. Engle regarding Federal Express issue (.1); email C. Andonian (.1); consultation with S. Engle regarding copying and filing of pro hac vice motion (.1); attention to Soundpath issues following telephone call from K. Goss (.1); finalize pro hac vice order (.1); finalize and upload order regarding commission motion (.1); revise service labels (.3); revise, finalize and upload first day orders following emails with K. Britton (.3)
09/19/12	10806	J. Jaffe	1.20	550	660.00	35452860	Several telephone conferences with M. Nondorf regarding preparation for first day hearings
09/19/12	10806	J. Jaffe	.50	550	275.00	35453322	Several telephone conferences and emails to B. Kramer regarding U.S. Trustee issues on first day motions
09/19/12	10806	J. Jaffe	.30	550	165.00	35453326	Participate in first day hearings
09/19/12	10806	J. Jaffe	.30	550	165.00	35453374	Follow-up with M. Nondorf et al regarding U.S. Trustee reporting, timing for entry of orders on first day
09/19/12	10806	J. Jaffe	.20	550	110.00	35453395	Review and revise orders on First Day Motions
09/20/12	18503	K.D. Britton	.30	225	67.50	35468365	Email K. Goss regarding Minute Entry and appearances at telephonic hearing
							Several emails and phone calls to court

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Date	Tkpr	Name	Hours	Rate	Value	Index	Description
							staff regarding entry of first day orders, hearing notices and other administrative matters
09/20/12	18503	K.D. Britton	.70	225	157.50	35468369	Coordinate service of first day orders and hearing notices
09/21/12	18503	K.D. Britton	.20	225	45.00	35468495	Phone call with creditor on top 20 list regarding TWG filing
09/21/12	10806	J. Jaffe	.20	550	110.00	35472813	Conference with W. Ponader regarding bar date motion
09/23/12	18503	K.D. Britton	.10	225	22.50	35468586	Update case calendar
09/24/12	18503	K.D. Britton	1.40	225	315.00	35475162	Several emails to Mark Nondorf regarding materials for initial conference with the UST
09/24/12	18503	K.D. Britton	.30	225	67.50	35475188	Emails to UST regarding consolidated financial and other reporting issues and extension of time to file schedules and SOFA
09/24/12	18503	K.D. Britton	.20	225	45.00	35475192	Phone call with creditor on top 20 list
09/24/12	18503	K.D. Britton	1.50	225	337.50	35475221	Review and revise motion to extend time to file schedules and SOFA and order approving
09/24/12	18503	K.D. Britton	.20	225	45.00	35475226	Conference with J. Jaffe regarding initial debtor conference and other procedural issues
09/24/12	10414	S.B. Herendeen	1.50	220	330.00	35477705	Update master status spreadsheet and calendar following review of recently filed pleadings (.5); work on certificate of service following email messages with K. Britton and B. Turner (.3); review notices of address unavailability (.1); revise, finalize and electronically file certificate of service (.3); draft motion and order for extension of time to file schedules following consultation with K. Britton (.3)
09/24/12	10806	J. Jaffe	.40	550	220.00	35478399	Respond to consultant and creditor inquiries
09/24/12	10806	J. Jaffe	.20	550	110.00	35478414	Conference with K. Britton regarding Schedules, IDI preparation
09/24/12	10806	J. Jaffe	.20	550	110.00	35478422	Conference with W. Ponader regarding bar date/schedules
09/25/12	18503	K.D. Britton	.20	225	45.00	35482271	Review six month forecast
09/25/12	18503	K.D. Britton	.80	225	180.00	35482283	Conference with Mark Nondorf in preparation for initial interview with the UST
09/25/12	18503	K.D. Britton	.10	225	22.50	35482290	Distribute documents to UST
09/25/12	10414	S.B. Herendeen	4.30	220	946.00	35492892	Internet search for updated creditor addresses (.9); revise notice of

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							updated addresses (.2); revise, finalize, electronically file and serve motion to extend deadline to file schedules following email messages from K. Britton and J. Jaffe (.4); upload order (.1); create list of added creditors (.2); work on updating and revising schedules (2.5)
09/25/12	10806	J. Jaffe	.20	550	110.00	35487327	Review and revise motion for extension of time to file schedules
09/25/12	10806	J. Jaffe	.20	550	110.00	35487341	Review notice of M. Brown appearance and research individuals
09/26/12	18503	K.D. Britton	.20	225	45.00	35491282	Consult with S. Herendeen regarding service issues
09/26/12	10414	S.B. Herendeen	.50	220	110.00	35506033	Update service list following email messages from J. Jaffe and R. Gebhard (.1); update master status spreadsheet following review of recently filed pleadings (.2); consultation with K. Britton regarding service issues (.1); email messages with A. Lutchka and C. Kelly regarding invoice for pro hac vice fees (.1)
09/26/12	10806	J. Jaffe	.10	550	55.00	35495081	Review CNA appearance
09/27/12	18503	K.D. Britton	.20	225	45.00	35497379	Phone call with Department of Labor regarding TWG's chapter 11 filing
09/27/12	10414	S.B. Herendeen	1.30	220	286.00	35506058	Email messages with C. Kelly and C. Andonian regarding invoice for pro hac vice fees (.1); begin drafting motion and order to implement key employee retention program following email message from W. Ponader (1.0); update master status spreadsheet, calendar and service list following review of recently filed pleadings (.2)
09/27/12	10806	J. Jaffe	.30	550	165.00	35503193	Respond to creditor inquiries
09/27/12	10806	J. Jaffe	.70	550	385.00	35503198	Extended telephone conference with M. Nondorf regarding schedules/SOFA and APA schedule preparation
09/28/12	10806	J. Jaffe	.40	550	220.00	35511164	Extended telephone conference with B. Kramer regarding Committee formation, and questionable pre-petition claims of downline agents
09/28/12	10806	J. Jaffe	.20	550	110.00	35511209	Review biographies of appearing counsel for Imagine
10/01/12	18503	K.D. Britton	.20	225	45.00	35538413	Review and revise notice of telephonic hearing
10/01/12	18503	K.D. Britton	.30	225	67.50	35538415	Prepare for initial meeting with UST
10/01/12	10414	S.B. Herendeen	2.00	220	440.00	35535883	Draft, finalize, electronically file

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							and serve notice of telephonic hearing following email messages with J. Jaffe and K. Britton (.5); email messages with C. Andonian regarding filing of P. Partee's appearance (.1); attention to reviewing returned mail and internet search for updated addresses (1.0); update master status spreadsheet following review of recently filed pleadings (.4)
10/01/12	10806	J. Jaffe	.30	550	165.00	35534662	Telephone conference with K. Goss regarding conduct of hearing as telephonic
10/01/12	10806	J. Jaffe	.30	550	165.00	35534664	Telephone conference with K. Goss regarding telephonic hearing, Committee status
10/02/12	18503	K.D. Britton	2.20	225	495.00	35538887	Prepare for and participate in initial conference with the UST
10/02/12	18503	K.D. Britton	.10	225	22.50	35538903	Distribute notice of telephonic hearing
10/02/12	18503	K.D. Britton	.20	225	45.00	35538909	Conference with J. Jaffe regarding noticing agent, next hearing and details of initial debtor conference
10/02/12	18503	K.D. Britton	.20	225	45.00	35538912	Prepare documents for hearing binder
10/02/12	18503	K.D. Britton	.50	225	112.50	35538929	Review and compile executed copies of contracts and agreements
10/02/12	10414	S.B. Herendeen	4.00	220	880.00	35540500	Revise hearing date chart (.2); organize files (.1); continue reviewing returned mail and creating list of insufficient addresses (.3); revise motion to reject certain agreements and finalize exhibits following email message from W. Ponader (.4); telephone call from W. Ponader regarding scheduling of certain creditors (.1); continue working on schedules (1.9); update master status spreadsheet following review of recently filed pleadings (.2); revise, finalize, electronically file and serve notice of submission of exhibits and schedules to sale motion following email messages from W. Ponader and K. Britton (.8)
10/02/12	10806	J. Jaffe	.30	550	165.00	35543041	Conference with K. Britton regarding feedback from UST initial interview
10/02/12	10806	J. Jaffe	.20	550	110.00	35543043	Email Mark/Melanie regarding appearance by IREH
10/02/12	10806	J. Jaffe	.50	550	275.00	35543066	Emails V. Bakshian, TWG regarding need to hire noticing/ballot/claim agent
10/03/12	18503	K.D. Britton	.20	225	45.00	35553176	Email to Mark Nondorf regarding

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10/03/12	10414	S.B. Herendeen	2.30	220	506.00	35544796	scheduling certain unsecured claims Revise, finalize and electronically file notice of submission of final DIP order and exhibits following email message from K. Britton (1.3); consultation with J. Jaffe and K. Britton regarding service agent (.1); work on exhibits to asset purchase agreement (.3); revise, finalize and electronically file motion to reject certain agreements following email messages from W. Ponader and K. Britton (.6)
10/03/12	10806	J. Jaffe	.20	550	110.00	35545908	Respond to M. Nondorf questions regarding schedules
10/03/12	10806	J. Jaffe	.40	550	220.00	35545913	Conference with K. Britton regarding options for notice agent and conference with S. Herendeen regarding retention of BMC
10/03/12	10806	J. Jaffe	.30	550	165.00	35545914	Telephone call B. Kramer regarding DIP Order, committee formation
10/04/12	18503	K.D. Britton	.20	225	45.00	35554462	Several emails to court staff regarding agenda and hearing procedures
10/04/12	18503	K.D. Britton	.80	225	180.00	35554471	Participate in post-hearing meeting with Mark Nondorf and Melanie Otto to discuss LTPC and schedule issues
10/04/12	18503	K.D. Britton	.20	225	45.00	35554492	Email to Mark Nondorf regarding creditor inquiry about post-petition payments
10/04/12	18503	K.D. Britton	2.10	225	472.50	35554497	Review and revise statement of financial affairs
10/04/12	10414	S.B. Herendeen	4.00	220	880.00	35556384	Prepare rejection motion for service (.2); draft, finalize and electronically file agenda following telephone call from K. Britton (.4); attention to reviewing returned mail and internet search for updated addresses (.5); continue working on schedules and email messages with K. Britton regarding same (.5); organize files (.3); finalize and upload orders following email messages from K. Britton (.3); draft, finalize and electronically file supplemental certificate of service and exhibits (.4); revise and re-upload orders following email message from K. Goss (.2); update hearing date chart (.1); update calendar following review of

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10/04/12	10806	J. Jaffe	.80	550	440.00	35550658	orders (.3); revise statement of financial affairs following email message from K. Britton (.4); update master status spreadsheet following review of recently filed pleadings (.4)
10/04/12	10806	J. Jaffe	.20	550	110.00	35550659	Post-hearing meeting with Mark and Melanie to go over LTPC and schedule issues
10/04/12	10806	J. Jaffe	.30	550	165.00	35550660	Emails BMC regarding notice agent engagement
10/05/12	18503	K.D. Britton	.20	225	45.00	35557664	Work on and review schedules
10/05/12	10414	S.B. Herendeen	3.30	220	726.00	35556393	Phone call with Mark Nondorf regarding schedules and SOFA
10/08/12	18503	K.D. Britton	.20	225	45.00	35572167	Continue working on schedules and statement of financial affairs (.3); consultation with K. Britton regarding service of bid procedures order (.1); work on additional service labels (.8); prepare all creditor service labels (1.0); revise, finalize and upload order granting billing procedures motion (.2); revise, finalize, electronically file and serve notice of cure amount (.3); update master status spreadsheet and calendar (.3); attention to service of DIP order (.3)
10/08/12	18503	K.D. Britton	.20	225	45.00	35572168	Quick review of comments to draft schedules
10/08/12	10414	S.B. Herendeen	3.40	220	748.00	35567341	Review and revise certificates of service for proper noticing
10/09/12	18503	K.D. Britton	1.20	225	270.00	35577673	Draft certificates of service and forward to K. Britton for review (.6); update master status spreadsheet (.1); revise, finalize and upload employment orders (.1); begin revising schedules and statement of financial affairs following receipt of M. Nondorf's edits (2.6)
10/09/12	18503	K.D. Britton	.20	225	45.00	35577678	Review and revise draft schedules and SOFA
10/09/12	10414	S.B. Herendeen	3.90	220	858.00	35583896	Consult with S. Herendeen regarding certificates of service
							Continue working on schedules and statement of financial affairs following receipt of additional edits from M. Nondorf (2.5); revise notice of change of addresses (.2); work on list of added creditors to be uploaded (.4); status consultation with K. Britton

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							(.1); finalize/electronically file certificates of service and update master status spreadsheet (.3); revise business income and expense form following email message from M. Nondorf (.3); telephone call from J. Jaffe regarding status of schedules (.1)
10/09/12	10806	J. Jaffe	.20	550	110.00	35580748	Respond to questions concerning preparation of Statement of Financial Affairs
10/09/12	10806	J. Jaffe	.20	550	110.00	35580750	Conference with S. Herendeen regarding progress on Schedules/Statement of Financial Affairs
10/10/12	18503	K.D. Britton	1.20	225	270.00	35597535	Review and revise schedules and SOFA
10/10/12	18503	K.D. Britton	1.00	225	225.00	35597539	Conference with Mark Nondorf to discuss schedules and SOFA
10/10/12	18503	K.D. Britton	.30	225	67.50	35597544	Communicate with Mark Nondorf regarding UST reporting
10/10/12	18503	K.D. Britton	.10	225	22.50	35597567	Communicate with court staff regarding notice issues
10/10/12	10414	S.B. Herendeen	1.30	220	286.00	35593891	Email messages with K. Britton regarding UCC search results (.1); consultation with K. Britton regarding updated schedules (.1); revise schedules and statement of financial affairs following receipt of K. Britton's edits (.9); prepare clean drafts for K. Britton (.2)
10/10/12	10806	J. Jaffe	.20	550	110.00	35597759	Email T. Feil regarding BMC engagement
10/10/12	10806	J. Jaffe	.20	550	110.00	35597760	Confirm order uploads
10/10/12	10806	J. Jaffe	.30	550	165.00	35597761	Review form for subsidiary reporting and conference with M. Nondorf regarding same
10/11/12	18503	K.D. Britton	.20	225	45.00	35600767	Phone call with Mark Nondorf regarding schedules
10/11/12	18503	K.D. Britton	.20	225	45.00	35600768	Confer with Jay Jaffe regarding scheduling agents
10/11/12	18503	K.D. Britton	.40	225	90.00	35600784	Review and comment on proposed attachments to schedules
10/11/12	10414	S.B. Herendeen	3.00	220	660.00	35622136	Update master status spreadsheet following review of recently filed pleadings (.1); prepare orders for service (.1); draft certificates of service (.3); finalize and electronically file notice of sale (.2); work on creditor service labels (.3); revise statement of financial affairs and schedules following email messages from M. Nondorf and K. Britton

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							(1.6); create schedule B-13 attachment (.4)
10/11/12	10806	J. Jaffe	.30	550	165.00	35600873	Work with client and staff to complete schedules
10/11/12	10806	J. Jaffe	.30	550	165.00	35600889	Review LTC Global appearance and emails to client to identify interest
10/12/12	18503	K.D. Britton	2.80	225	630.00	35619206	Review and revise schedules and SOFA
10/12/12	10414	S.B. Herendeen	3.00	220	660.00	35622148	Continue revising schedules and prepare final drafts (2.3); revise, finalize and electronically file schedules, statement of financial affairs and business income and expense schedule (.6); download same and forward to M. Nondorf (.1)
10/12/12	10806	J. Jaffe	.30	550	165.00	35618863	Telephone conference with M. Nondorf regarding completion of schedules and review same
10/12/12	10806	J. Jaffe	.20	550	110.00	35618867	Telephone conference with M. Nondorf regarding subsidiary reporting
10/15/12	18503	K.D. Britton	.20	225	45.00	35625752	Emails to Mark Nondorf regarding operating reports
10/15/12	18503	K.D. Britton	.20	225	45.00	35625755	Review and comment on operating report
10/15/12	18503	K.D. Britton	.20	225	45.00	35625782	Review notice of new address to approve for filing
10/15/12	18503	K.D. Britton	.20	225	45.00	35625791	Consult with S. Herendeen regarding notice issues
10/15/12	10414	S.B. Herendeen	2.00	220	440.00	35627298	Revise, finalize and electronically file certificates of service (.4); revise notice of change of addresses (.6); prepare documents to be served (.2); electronically file monthly operating report following email message from K. Britton (.3); consultation with K. Britton regarding returned mail (.1); revise, finalize and electronically file notice of change of addresses (.2); update master status spreadsheet (.2)
10/15/12	10806	J. Jaffe	.20	550	110.00	35627658	Conference with S. Herendeen regarding management of mail returns
10/15/12	10806	J. Jaffe	.30	550	165.00	35627661	Review first U.S. Trustee report and approve for filing
10/16/12	10414	S.B. Herendeen	1.80	220	396.00	35641319	Update master status spreadsheet and calendar following review of recently filed pleadings (.4); draft, finalize and electronically file certificate of service (.2); draft certificate of service regarding notice to added creditors and prepare service labels

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10/16/12	10806	J. Jaffe	.90	550	495.00	35637375	(.7); revise, finalize, electronically file and serve same (.3); download creditor matrix (.1); compose email message to V. Bakhshian regarding service issues (.1)
10/18/12	10414	S.B. Herendeen	.90	220	198.00	35661079	Review Schedule F. in light of new information and email M. Nondorf, M. Otto regarding options relating to Remission Motion
10/19/12	18503	K.D. Britton	.30	225	67.50	35654796	Voice mail message from and telephone call to C. Wondra regarding notice of invoice (.1); update master status spreadsheet following review of recently filed pleadings (.1); revise notice of invoice (.2); telephone call from W. Ponader regarding scheduling of certain creditors (.2); draft notice of change of address for L. Volosin following email message from W. Ponader (.3)
10/22/12	18503	K.D. Britton	.30	225	67.50	35666831	Emails to Mark Nondorf regarding periodic reporting
10/22/12	18503	K.D. Britton	.30	225	67.50	35666835	Several phone calls with creditors inquiring as to case status and impact on commissions
10/22/12	10806	J. Jaffe	.30	550	165.00	35664506	Review periodic report regarding value of subsidiaries
10/22/12	10806	J. Jaffe	.80	550	440.00	35664544	Telephone call M. Nondorf to go over questions regarding schedules
10/23/12	18503	K.D. Britton	.80	225	180.00	35666892	Review subsidiary financial statements
10/23/12	18503	K.D. Britton	.30	225	67.50	35666900	Review and comment on periodic report on debtor's subsidiaries
10/23/12	10414	S.B. Herendeen	.50	220	110.00	35669376	Review UST fee guidelines to address question regarding invoice reflecting UST quarterly fees
10/23/12	10806	J. Jaffe	.20	550	110.00	35667374	Finalize and electronically file periodic report following email messages with K. Britton (.3); draft notice of change of address following email message from W. Ponader (.2)
10/24/12	18503	K.D. Britton	.10	225	22.50	35677031	Review revised subsidiary filings
10/24/12	10414	S.B. Herendeen	1.10	220	242.00	35688029	Review and revise notice of change of address
10/25/12	18503	K.D. Britton	.20	225	45.00	35690909	Forward draft notice of change of address to K. Britton (.1); sort returned mail and update list of insufficient addresses (1.0)
							Telephone call with unsecured creditor regarding case status and proposed sale

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10/25/12	10414	S.B. Herendeen	.10	220	22.00	35688043	Email messages from K. Britton regarding address changes
10/29/12	18503	K.D. Britton	.30	225	67.50	35747367	Update case calendar and notices
10/29/12	10414	S.B. Herendeen	1.10	220	242.00	35747229	Consultation with K. Britton regarding returned mail (.1); electronically file notice of change of address (.2); update master status spreadsheet (.1); continue sorting returned mail and update insufficient address list (.7)
10/30/12	10414	S.B. Herendeen	.10	220	22.00	35756637	Email messages with K. Britton and B. Turner regarding preparation of hearing binder
10/31/12	10414	S.B. Herendeen	.10	220	22.00	35766669	Update master status spreadsheet following review of recently filed pleadings
11/01/12	18503	K.D. Britton	.10	225	22.50	35788967	Review notice of revised address to approve for filing
11/01/12	10414	S.B. Herendeen	1.90	220	418.00	35788789	Update master status spreadsheet following review of recently filed pleadings (.2); sort additional returned mail (.4); revise third and fourth notices of address changes (.5); email messages with case manager J. Curry regarding updates to creditor matrix (.1); prepare pleadings for service on creditors with updated addresses (.3); revise, finalize, electronically file and serve notice of address changes (.4)
11/02/12	18503	K.D. Britton	.80	225	180.00	35792899	Finalize and file Notice of Submission of First Amendment to Amended and Restated Purchase Agreement and Exhibit
11/02/12	10414	S.B. Herendeen	3.30	220	726.00	35795227	Update master status spreadsheet following review of recently filed pleadings (.2); update hearing date chart (.1); email messages from K. Britton regarding emergency filings (.1); email K. Goss and R. Andis regarding expedited hearing date (.1); status email messages with K. Britton (.1); update notice of change of address following receipt of corrected address from creditor (.2); revise notice and forward to K. Britton (.2); draft motion and order to set emergency hearing on shortened notice (.9); review schedules to determine number of downline agent claims and value following voice mail message from W.

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11/05/12	18503	K.D. Britton	.20	225	45.00	35802218	Ponader (1.2); electronically file notice of change of address (.2) Email to creditor inquiring as to why they were receiving notices in the chapter 11 case
11/05/12	10414	S.B. Herendeen	3.30	220	726.00	35805547	Update master status spreadsheet and calendar following review of recently filed pleadings (.3); draft agenda (.3); email messages with K. Britton and K. Goss regarding 11/15 hearing availability (.2); revise, finalize and upload order approving BMC Group's employment (.2); email messages with S. Ordaz regarding address updates and notice group recipients (.2); telephone call to K. Goss regarding hearing date and time (.1); set up BMC Group email distribution group (.1); prepare list of 2002 service parties and send to BMC Group (.4); revise, finalize, electronically file and serve settlement motion, motion to shorten notice, motion to continue hearing, and notice of executed first amendment to APA (1.2); draft objection notice and forward to K. Britton (.3)
11/06/12	18503	K.D. Britton	.30	225	67.50	35825584	Review and revise mockup of BMC's TWG case site
11/06/12	10414	S.B. Herendeen	1.70	220	374.00	35807680	Update master status spreadsheet and calendar following review of recently filed pleadings (.4); draft certificate of service regarding employment order (.2); draft notice of telephonic hearing following email message from K. Britton (.2); upload order continuing hearing following email message from K. Britton (.1); finalize, electronically file and serve notice of telephonic hearing (.3); revise all creditor objection notice and forward to K. Goss (.2); electronically file same and forward to BMC Group for service (.2); email messages with K. Britton and BMC Group (.1)
11/06/12	10806	J. Jaffe	.20	550	110.00	35812710	Conference with K. Britton regarding telephonic hearing for Sale Motion
11/07/12	18503	K.D. Britton	.20	225	45.00	35819371	Review and revise proposed agenda for a hearing
11/07/12	10414	S.B. Herendeen	.90	220	198.00	35812404	Finalize and electronically file

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							certificate of service (.2); revise, finalize and electronically file agenda (.2); prepare continuance order for service (.1); draft notice of change of address (.2); update master status spreadsheet following review of recently filed pleadings (.2)
11/08/12	18503	K.D. Britton	.10	225	22.50	35819590	Consult with S. Herendeen regarding order upload
11/08/12	10414	S.B. Herendeen	.70	220	154.00	35824609	Electronically file certificate of service regarding order and notice (.1); update master status spreadsheet (.1); electronically file certificate of service regarding continuance order (.1); review minute entries and update master status spreadsheet (.1); review notice of proposed cure amounts following email message from K. Britton (.1); finalize/upload sale order following email message from K. Britton (.2)
11/08/12	10806	J. Jaffe	.80	550	440.00	35830846	Participate in sale hearing
11/09/12	10414	S.B. Herendeen	1.00	220	220.00	35824617	Update master status spreadsheet following review of recently filed pleadings (.2); work on service labels concerning service of sale order following consultation with K. Britton (.5); draft, finalize and electronically file certificate of service (.3)
11/09/12	10806	J. Jaffe	.20	550	110.00	35836843	Email from K. Goss regarding form of sale order
11/13/12	18503	K.D. Britton	.20	225	45.00	35846596	Phone call with creditor inquiring about meaning of bankruptcy notices
11/13/12	18503	K.D. Britton	.10	225	22.50	35846601	Update case calendar
11/13/12	18503	K.D. Britton	.80	225	180.00	35846613	Prepare and file notice of change of address for LTPC
11/13/12	10414	S.B. Herendeen	.50	220	110.00	35846348	Finalize and electronically file notice of second invoice following voice mail and email messages from C. Wondra (.2); update master status spreadsheet (.1); revise notice of change of address (.1); prepare documents for service on J. Chatalas (.1)
11/13/12	10806	J. Jaffe	.20	550	110.00	35844708	Telephone conference with J. Mason (the Deal) regarding sale to Carmel Funding
11/14/12	10414	S.B. Herendeen	.70	220	154.00	35853572	Email message from K. Britton regarding address update (.1); draft, finalize, electronically file and serve notice of

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11/15/12	18503	K.D. Britton	.80	225	180.00	35890530	telephonic hearing (.4); draft agenda and forward to K. Britton (.2)
11/15/12	18503	K.D. Britton	.10	225	22.50	35890534	Several phone calls and emails to court staff regarding scheduling an expedited hearing on pending rejection motions
11/15/12	10414	S.B. Herendeen	1.30	220	286.00	35883055	Distribute relevant pleadings to M. Nondorf and M. Otto for 11/16 hearing
							Update hearing date chart (.1); electronically file agenda (.2); electronically file monthly operating report following email message from K. Britton (.2); revise, finalize and electronically file certificate of service (.2); email messages with S. Ordaz at BMC Group regarding schedules (.1); revise, finalize, electronically file and serve notice of change of address (.2); email BMC Group regarding same (.1); consultation with K. Britton regarding same (.1); update master status spreadsheet regarding recently filed pleadings (.1)
11/16/12	18503	K.D. Britton	.20	225	45.00	35890594	Several emails to court staff regarding 11/30 hearing schedule and logistics
11/16/12	10414	S.B. Herendeen	1.90	220	418.00	35899226	Draft notice of hearing regarding rejection motion following email message from K. Britton (.2); prepare exhibit following email message from W. Ponader (.2); update master status spreadsheet following review of minute entry (.1); prepare service labels (.3); revise notice of hearing (.2); revise, finalize and electronically file rejection motion and motion to shorten notice (.4); upload order (.1); email K. Goss regarding same (.2); finalize, electronically file and serve notice of hearing (.2)
11/18/12	18503	K.D. Britton	.10	225	22.50	35890694	Update case calendar
11/19/12	18503	K.D. Britton	.20	225	45.00	35900426	Communicate with court staff regarding 11/30 telephonic hearing and entry of order shortening notice
11/19/12	10414	S.B. Herendeen	.80	220	176.00	35914048	Telephone call from K. Goss regarding entry of order shortening time (.1); email messages with K. Britton regarding telephonic hearing (.1); revise and re-upload order (.1); prepare service labels (.1); update master status spreadsheet (.2);

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11/20/12	10414	S.B. Herendeen	.80	220	176.00	35914094	attention to service of order (.2) Draft, finalize and electronically file certificate of service regarding order shortening notice (.2); assemble, finalize and upload order following email messages with K. Britton (.4); email messages with creditor L. Volosin regarding address change (.1); update master status spreadsheet (.1)
11/21/12	10414	S.B. Herendeen	.30	220	66.00	35914811	Draft, finalize and electronically file notice of change of address regarding L. Volosin (.2); update master status spreadsheet (.1)
11/27/12	18503	K.D. Britton	.20	225	45.00	35932570	Prepare pleadings for 11/30 hearing
11/27/12	10414	S.B. Herendeen	.80	220	176.00	35935364	Draft 11/30 agenda (.3); update master status spreadsheet following review of recently filed pleadings (.1); attention to service of order (.1); email S. Ordaz at BMC Group regarding address update (.1); draft, finalize and electronically file certificate of service (.2)
11/27/12	10806	J. Jaffe	.20	550	110.00	35936239	Emails to K. Britton regarding Lion rejection hearing
11/28/12	18503	K.D. Britton	.30	225	67.50	35940069	Several emails to court clerk regarding vacating 11/30 hearing and uploading orders
11/28/12	18503	K.D. Britton	.10	225	22.50	35940073	Consult with S. Herendeen regarding setting omnibus hearing dates
11/28/12	10414	S.B. Herendeen	.50	220	110.00	35943544	Update hearing date chart (.1); consultation with K. Britton regarding orders following 11/30 hearing (.1); email messages from K. Britton and K. Goss regarding same (.1); revise, finalize and upload orders (.1); email K. Goss regarding hearing dates (.1)
11/29/12	18503	K.D. Britton	.20	225	45.00	35949208	Distribute final orders on rejection motions and Imagine settlement to Mark Nondorf and Melanie Otto
11/29/12	18503	K.D. Britton	.20	225	45.00	35949209	Communicate with Peter Partee regarding 11/30 hearing
11/29/12	18503	K.D. Britton	.10	225	22.50	35949213	Conference with W. Ponader regarding status of Imagine settlement documents
11/29/12	10414	S.B. Herendeen	.30	220	66.00	35945443	E mail messages with K. Britton and K. Goss regarding hearing dates (.1); draft notice of hearing dates (.2)
11/30/12	18503	K.D. Britton	.10	225	22.50	35959549	Review notice of additional omnibus hearing dates
11/30/12	10414	S.B. Herendeen	1.00	220	220.00	35958366	Email messages with K. Britton

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							regarding notice of hearing dates (.1); update master status spreadsheet following review of recently filed pleadings (.1); attention to service of orders (.1); draft, finalize, electronically file and serve certificate of service (.2); revise, finalize, electronically file and serve notice of hearing dates (.2); update hearing date chart (.2); update eDockets calendar (.1)
12/04/12	10414	S.B. Herendeen	.70	220	154.00	35990765	Revise, finalize and electronically file notice of additional hearing dates (.2); revise, finalize, electronically file and serve notice of extension of outside closing date of asset purchase agreement following email messages from K. Britton (.3); update master status spreadsheet following review of recently filed pleadings (.2)
12/06/12	18503	K.D. Britton	.20	225	45.00	36002606	Phone call with unsecured creditor inquiring about case status
12/09/12	18503	K.D. Britton	.30	225	67.50	36010452	Update case calendar
12/10/12	18503	K.D. Britton	.10	225	22.50	36022297	Email to Mark Nondorf and Melanie Otto regarding monthly reporting
12/10/12	10414	S.B. Herendeen	.10	220	22.00	36039002	Update master status spreadsheet
12/11/12	10414	S.B. Herendeen	.40	220	88.00	36035630	Revise, finalize, electronically file and serve motion to extend time to assume lease and motion to extend exclusivity following email message from K. Britton (.3); update master status spreadsheet (.1)
12/13/12	18503	K.D. Britton	.20	225	45.00	36048640	Phone call with unsecured auditor regarding case status
12/13/12	18503	K.D. Britton	.10	225	22.50	36048703	Follow-up email to unsecured creditor regarding updated address
12/13/12	18503	K.D. Britton	.10	225	22.50	36049414	Quick review of monthly operating report prior to filing
12/14/12	18503	K.D. Britton	.30	225	67.50	36056919	Phone call with counsel for general unsecured creditor inquiring about case status
12/14/12	10414	S.B. Herendeen	.50	220	110.00	36054020	Electronically file and serve operating report (.1); draft, finalize and electronically file certificate of service (.1); email messages with J. Curry and R. Andis regarding notice issue (.1); revise, finalize and electronically file notice of invoice following email message from C. Wondra

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Date	Tkpr	Name	Hours	Rate	Value	Index	Description
							(.2)
12/14/12	10806	J. Jaffe	.20	550	110.00	36061237	Review draft U.S. Trustee report
12/17/12	10806	J. Jaffe	.20	550	110.00	36067182	Review letter from Genworth and email M. Nondorf regarding response
12/19/12	18503	K.D. Britton	.20	225	45.00	36079802	Revise and distribute amended notice of omnibus hearing dates
12/19/12	10414	S.B. Herendeen	.50	220	110.00	36100373	Email K. Goss regarding notices (.1); draft notice of amended hearing date following email message from K. Britton (.2); finalize and electronically file same (.2)
12/20/12	18503	K.D. Britton	.20	225	45.00	36094338	Phone call with court staff regarding noticing of pending motions
12/20/12	10414	S.B. Herendeen	.50	220	110.00	36100047	Draft notice of opportunity to object following email message from K. Britton (.2); finalize and electronically file same (.2); forward notice to BMC Group for service (.1)
12/26/12	18503	K.D. Britton	.30	225	67.50	36106888	Review, finalize and file certificate of service of notice of opportunity to object
12/27/12	10806	J. Jaffe	.20	550	110.00	36107366	Respond to creditor inquiry
12/28/12	18503	K.D. Britton	.10	225	22.50	36116618	Phone call from unsecured creditor inquiring about recent bankruptcy notices
12/28/12	18503	K.D. Britton	.20	225	45.00	36116622	Conference with J. Jaffe regarding procedural mechanism for purging creditor list
Total for B004			171.70		47,319.50		
B005 Claims Administration and Objections							
09/19/12	10806	J. Jaffe	.20	550	110.00	35452871	Assemble materials relating to employee and creditor claims for U.S. Trustee
09/24/12	10806	J. Jaffe	.40	550	220.00	35478418	Telephone conference with J. Moly regarding J. Wallace claim
09/24/12	10732	W.W. Ponader	.30	435	130.50	35492938	Telephone call with F. Protogere regarding SBA claim against TWG, explanation of SBA as Receiver
09/25/12	10806	J. Jaffe	.50	550	275.00	35487347	Extended telephone conference with C. Owen regarding class action lawsuit and interest of class in estate
09/25/12	10806	J. Jaffe	1.00	550	550.00	35487361	Conference call with counsel for Imagine and follow-up correspondence regarding their claims/interests
09/25/12	10806	J. Jaffe	.30	550	165.00	35487365	Several emails with M. Nondorf and M. Otto regarding Imagine desire to resolve pieces of claim
10/03/12	10806	J. Jaffe	.20	550	110.00	35545912	Conference with M. McRory regarding representation of Fifth Third

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Date	Tkpr	Name	Hours	Rate	Value	Index	Description
10/03/12	10732	W.W. Ponader	.30	435	130.50	35552663	Telephone call with S. Rockett of Leaf Leasing regarding inquiry on assumption or rejection of copier lease, TWG post-petition payment obligations
10/05/12	10806	J. Jaffe	.20	550	110.00	35568154	Respond to creditor (Bradle) inquiries
10/09/12	18503	K.D. Britton	.10	225	22.50	35577676	Phone call with unsecured creditor
10/09/12	10806	J. Jaffe	.30	550	165.00	35580795	Email and telephone conference with C. Reimer regarding Fifth Third issues
10/10/12	18503	K.D. Britton	.10	225	22.50	35597555	Phone call with Mark Nondorf regarding utility company unauthorized setoff
10/10/12	18503	K.D. Britton	.60	225	135.00	35597561	Several phone calls with creditors regarding general inquiries
10/10/12	10732	W.W. Ponader	.20	435	87.00	35585905	Telephone call to S. Rockett of Leaf regarding additional question of assumption or rejection of Lease
10/10/12	10732	W.W. Ponader	.30	435	130.50	35585908	Conference with K. Britton regarding discussion points with "Downlines" regarding inquiry on rejection motion
10/11/12	10806	J. Jaffe	.20	550	110.00	35600886	Respond to creditor inquiries
10/15/12	18503	K.D. Britton	.20	225	45.00	35625764	Phone call with IPL regarding setoff
10/15/12	18503	K.D. Britton	.40	225	90.00	35625774	Several phone calls with creditors regarding general inquiries
10/15/12	10806	J. Jaffe	.80	550	440.00	35627660	Respond to multiple creditor calls and telephone conference with M. Nondorf regarding same
10/16/12	18503	K.D. Britton	.70	225	157.50	35635991	Phone calls with various creditors regarding bankruptcy filing and status
10/16/12	10806	J. Jaffe	.30	550	165.00	35637379	Review SBA proof of claim and telephone conference with M. Nondorf regarding filing an objection to same
10/16/12	10732	W.W. Ponader	.20	435	87.00	35637161	Review email inquiry from down line agent, preliminary response
10/17/12	10806	J. Jaffe	.60	550	330.00	35643824	Respond to creditor inquiries
10/17/12	10806	J. Jaffe	.30	550	165.00	35643831	Conference with K. Britton regarding preparation of adversary proceeding to contest SBA claim and highlight provisions in documents and claim
10/17/12	10732	W.W. Ponader	.60	435	261.00	35649539	Telephone calls and email exchanges with downline agent and affinity creditors
10/18/12	10732	W.W. Ponader	.20	435	87.00	35649594	Communication with Downline agent on claim question
10/18/12	10732	W.W. Ponader	.40	435	174.00	35649596	Telephone call with M. Nondorf reviewing Schedule in part of differential between "Custodian Commission due Agent" and "Holder"
10/19/12	10414	S.B. Herendeen	.40	220	88.00	35661176	Respond to creditor L. Volosin's inquiry regarding address change (.2); revise, finalize and electronically

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Date	Tkpr	Name	Hours	Rate	Value	Index	Description
10/22/12	10806	J. Jaffe	.20	550	110.00	35664547	file notice of invoice following email message from C. Wondra (.2)
10/22/12	10806	J. Jaffe	.40	550	220.00	35664554	Respond to creditor inquiries
10/23/12	10806	J. Jaffe	.30	550	165.00	35667352	Extended telephone call J. Knauer regarding Huntington Bank questions and concerns
10/25/12	10766	J.J. Brown	.30	550	165.00	35682532	Respond to creditor inquiries
10/25/12	10806	J. Jaffe	.20	550	110.00	35694350	Review counter proposal received from Imagine and email to working group regarding same
10/25/12	10732	W.W. Ponader	1.30	435	565.50	35682611	Emails to R. Gebhard regarding revised Imagine proposal
10/26/12	10806	J. Jaffe	.30	550	165.00	35694410	Review LIION Trust counter proposal and related data, emails to M. Otto and M. Nondorf regarding review, next steps
10/26/12	10732	W.W. Ponader	.60	435	261.00	35689799	Review Imagine communications and prepare for conference call
10/26/12	10732	W.W. Ponader	.10	435	43.50	35689801	Telephone call with M. Otto regarding review of Imagine counter-proposal, issues, further review of Imagine data requests
10/26/12	10732	W.W. Ponader	.10	435	43.50	35689801	Follow-up emails with Imagine counsel regarding Monday, October 29 meetings
10/29/12	18503	K.D. Britton	.20	225	45.00	35747362	Phone call with unsecured creditor inquiring about sale notices
10/29/12	10766	J.J. Brown	1.70	550	935.00	35698745	Review counter proposal received from Imagine and Melanie's comments on same (.30); conference call with TWG working group regarding same (.50); preparation of revised draft Term Sheet with Imagine and meeting with Jaffe regarding same (.20); follow-up conference call to discuss strategy for moving forward with Imagine (.70)
10/29/12	10806	J. Jaffe	1.00	550	550.00	35749351	Extended telephone conference with M. nondorf, M. Otto regarding response to Imagine counterproposal
10/29/12	10806	J. Jaffe	.50	550	275.00	35749410	Revise Imagine term sheet
10/29/12	10806	J. Jaffe	.50	550	275.00	35749534	Conference call with Imagine group
10/29/12	10806	J. Jaffe	.70	550	385.00	35749544	Further revisions to Imagine term sheet and follow-up call with M. Nondorf and M. Otto
10/29/12	10806	J. Jaffe	.30	550	165.00	35749547	Emails to Imagine counsel with revised term sheet
10/29/12	10732	W.W. Ponader	.20	435	87.00	35758501	Review M. Otto comments to Imagine counter-proposal
10/29/12	10732	W.W. Ponader	.90	435	391.50	35758510	Conference call with J. Jaffe, J. Brown, M. Otto, M. Nondorf regarding TWG reactions/concerns regarding

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Date	Tkpr	Name	Hours	Rate	Value	Index	Description
10/29/12	10732	W.W. Ponader	.70	435	304.50	35758520	Imagine counter-proposal
10/30/12	10806	J. Jaffe	.30	550	165.00	35759186	Follow-up conference call with TWG and Imagine and counsel, discussion of TWG positions on counter-proposal
10/30/12	10806	J. Jaffe	.20	550	110.00	35759197	Telephone conference with M. Otto regarding conference with J. Doyle, changes to Imagine proposal
10/30/12	10732	W.W. Ponader	.30	435	130.50	35758638	Review IRS Proof of Claim
10/30/12	10732	W.W. Ponader	.20	435	87.00	35758644	Telephone call with J. Jaffe and M. Otto regarding October 30 follow-up telephone call between TWG and Imagine on components of settlement
10/31/12	10766	J.J. Brown	1.10	550	605.00	35767226	Review material dates regarding sale related deadlines, prepare email to Imagine counsel on timeline considerations in light of sale
10/31/12	10806	J. Jaffe	.20	550	110.00	35779994	Conference call with Jaffe and Imagine's counsel to negotiate counter-proposal for proposed settlement agreement with Imagine (1.0); follow-up call with Melanie Otto regarding same (.1)
10/31/12	10806	J. Jaffe	.20	550	110.00	35780401	Follow-up emails on IRS claim issue
10/31/12	10806	J. Jaffe	1.00	550	550.00	35780419	Emails responding to creditors
10/31/12	10806	J. Jaffe	.20	550	110.00	35780427	Conference call with Imagine counsel to refine settlement proposal and follow-up telephone conference with M. Otto
10/31/12	10732	W.W. Ponader	.40	435	174.00	35779197	Quick review of revised imagine term sheet
11/01/12	10806	J. Jaffe	.20	550	110.00	35790156	Review further proposed revisions regarding settlement with Imagine, and conference with J. Jaffe regarding same
11/07/12	10806	J. Jaffe	.30	550	165.00	35813080	Email M. Nondorf regarding tax claim resolution, retention of records for later objection
11/08/12	10806	J. Jaffe	.20	550	110.00	35831467	Review Huntington proofs of claim and emails to M. Nondorf and M. Otto regarding same
11/24/12	18503	K.D. Britton	2.20	225	495.00	35918907	Review former landlord claim and forward to client
		Total for B005	27.70		12,812.50		Draft claims analysis worksheet
	B006	Employee Benefit/Pensions					
09/19/12	10806	J. Jaffe	.20	550	110.00	35453396	Telephone conference with the Department of Labor regarding 401k plan
09/24/12	10806	J. Jaffe	.30	550	165.00	35478733	Telephone conference with M. Nondorf and conference with W. Ponader

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Date	Tkpr	Name	Hours	Rate	Value	Index	Description
09/26/12	10732	W.W. Ponader	.70	435	304.50	35491537	regarding KERP for employees Begin work regarding KERP and Rejection Motions
09/27/12	10732	W.W. Ponader	.60	435	261.00	35511382	Preliminary work on KERP motion, follow-up
10/02/12	10806	J. Jaffe	.20	550	110.00	35543034	Emails regarding need for KERP
10/02/12	10732	W.W. Ponader	.20	435	87.00	35552607	Email exchange with M. Otto regarding decision to not go forward with proposed KERP
Total for B006			2.20		1,037.50		
B007 Fee/Employment Applications							
09/21/12	10806	J. Jaffe	1.20	550	660.00	35472805	Several extended calls with B. Kramer and assemble materials relating to conflict clearance and waivers
09/24/12	10806	J. Jaffe	.20	550	110.00	35478406	Telephone conference with B. Kramer regarding disclosures relating to retention
10/03/12	10414	S.B. Herendeen	.70	220	154.00	35544798	Draft application and order to employ BMC Group as claims, notice and balloting agent
10/04/12	18503	K.D. Britton	1.00	225	225.00	35554510	Review and revise application to employ BMC and order
10/04/12	10414	S.B. Herendeen	.30	220	66.00	35556385	Email messages with V. Bakhshian of BMC Group regarding retention issues (.1); revise application and order to employ (.2)
10/05/12	18503	K.D. Britton	.40	225	90.00	35557671	Revise and distribute motion to employ claims agent
10/05/12	10806	J. Jaffe	.50	550	275.00	35568153	Attention to BMC retention, including revising application and responding to BMC/client questions
10/10/12	18503	K.D. Britton	.30	225	67.50	35597572	Finalize and distribute application to employ BMC as noticing agent
10/11/12	10414	S.B. Herendeen	.60	220	132.00	35622135	Revise/finalize application to employ (.3); draft notice of submission of Feil Declaration (.1); electronically file and serve same following email messages with K. Britton (.2)
10/15/12	10806	J. Jaffe	.30	550	165.00	35627663	Prepare first draw request
10/18/12	18503	K.D. Britton	.10	225	22.50	35647844	Email to court clerk regarding retention of BMC as noticing agent
10/18/12	10806	J. Jaffe	.30	550	165.00	35651507	Revise and finalize draw request
10/19/12	18503	K.D. Britton	.20	225	45.00	35654734	Communicate with BMC regarding court clerk follow-up questions
10/22/12	18503	K.D. Britton	.20	225	45.00	35666810	Several emails with court clerk regarding retention of noticing agent
10/22/12	18503	K.D. Britton	.40	225	90.00	35666818	Revise and distribute retention order approving BMC as noticing agent

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Date	Tkpr	Name	Hours	Rate	Value	Index	Description
10/29/12	10806	J. Jaffe	.20	550	110.00	35749489	Telephone conference with B. Kramer regarding UST concerns over draw request
10/29/12	10806	J. Jaffe	.20	550	110.00	35749529	Arrange for amended detail to attach to draw request
10/30/12	10806	J. Jaffe	.20	550	110.00	35759190	Letter to U.S. Trustee regarding amended invoice
11/04/12	18503	K.D. Britton	.20	225	45.00	35793006	Prepare order approving retention of BMC for upload and entry
11/05/12	10806	J. Jaffe	.90	550	495.00	35800894	Review and edit time entries for draw request
11/07/12	18503	K.D. Britton	.10	225	22.50	35819360	Email to Kevin Dempsey regarding BMC retention approval and TWG website
12/06/12	10806	J. Jaffe	.30	550	165.00	36003072	Review and edit time detail for draw request
Total for B007			8.80		3,369.50		
B009 Financing							
09/14/12	10766	J.J. Brown	1.00	550	550.00	35524248	Call with Nondorf regarding various subsidiary and manager roles for subsidiaries LLCs to be assumed in bankruptcy and impact on schedules to APA (.30); review existing LLC Agreements and Operating Agreements for subsidiary LLCs to determine whether we want to schedule those Agreements as assets to be purchased in APA (.60); follow-up call to Ponader regarding same and impact on documents to be filed with initial bankruptcy filing (.10)
09/19/12	18503	K.D. Britton	.30	225	67.50	35453296	Revise interim DIP order
09/19/12	10806	J. Jaffe	.20	550	110.00	35452878	Telephone conference with P. Partee regarding Lender response to U.S. Trustee comments
09/28/12	10806	J. Jaffe	.20	550	110.00	35511180	Email P. Partee regarding need for final DIP Order
10/01/12	10806	J. Jaffe	.30	550	165.00	35534677	Telephone conference with P. Partee regarding preparation of final DIP Order, hearing
10/01/12	10806	J. Jaffe	.60	550	330.00	35534678	Several emails to resolve Imagine objection to DIP Order
10/02/12	10806	J. Jaffe	.20	550	110.00	35543038	Review objection to "the bankruptcy"
10/02/12	10806	J. Jaffe	.50	550	275.00	35543052	Extended telephone call Mayer Brown regarding DIP, IR7 issues
10/02/12	10806	J. Jaffe	.30	550	165.00	35543055	Follow-up emails to client and P. Partee regarding Mayer Brown requests
10/02/12	10806	J. Jaffe	.50	550	275.00	35543063	Email to Mayer Brown responding to information requests
10/03/12	18503	K.D. Britton	1.70	225	382.50	35553196	Review and revise final order on DIP

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Date	Tkpr	Name	Hours	Rate	Value	Index	Description
10/03/12	18503	K.D. Britton	.40	225	90.00	35553204	Financing Prepare notice of submission of final order on DIP Financing
10/03/12	18503	K.D. Britton	.30	225	67.50	35553207	Distribute proposed final order on DIP Financing
10/03/12	10806	J. Jaffe	.80	550	440.00	35545909	Review and revise final DIP order
10/03/12	10806	J. Jaffe	.50	550	275.00	35545911	Several telephone calls and emails counsel regarding DIP order and circulate same
10/03/12	10732	W.W. Ponader	.10	435	43.50	35552664	Review objection letter, follow-up with J. Jaffe
10/04/12	18503	K.D. Britton	1.50	225	337.50	35554459	Prepare for and participate in telephonic hearing
10/04/12	18503	K.D. Britton	.20	225	45.00	35554475	Prepare final DIP order for entry
10/04/12	10806	J. Jaffe	.60	550	330.00	35550655	Participate in hearing of DIP, sale motion
10/31/12	18503	K.D. Britton	.10	225	22.50	35767938	Email to M. Nondorf regarding borrowing request
11/01/12	10806	J. Jaffe	.30	550	165.00	35790158	Review DIP borrowing request and budget reconciliation
11/14/12	10766	J.J. Brown	.60	550	330.00	36010617	Preparation for and conference call with Otto and Nondorf regarding results of initial conversations with Fifth Third and strategy for negotiating a possible follow-on servicing arrangement with Fifth Third for IR7 (.60)
12/27/12	10766	J.J. Brown	.40	550	220.00	36111917	Call with Nondorf regarding proposed restructuring of equity arrangements and bonus payments in connection with year-end closing (.10); follow-up emails with Nondorf and Jaffe regarding same (.10); review comments on Employment Agreement received from Nondorf and meeting with Jaffe regarding recommended treatment of existing Employment Agreements (.10); review comments on Employment Agreement received from Jaffe; etc. (.10)
12/28/12	10806	J. Jaffe	.20	550	110.00	36128313	Review TWG DIP draw and email M. Nondorf regarding new budget
12/31/12	10806	J. Jaffe	.30	550	165.00	36153570	Several emails regarding need to set aside SBA adequate protection fund
Total for B009			12.10		5,181.00		
B010 Litigation							
09/18/12	16281	M.T. Albaugh	.10	370	37.00	35516525	Prepare notice of bankruptcy filing for Alabama class action
09/20/12	16281	M.T. Albaugh	.20	370	74.00	35512170	Review Court order dismissing without

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Date	Tkpr	Name	Hours	Rate	Value	Index	Description
							prejudice TWG Capital from putative class action; update to client and team regarding case status; revise calendar for case
10/16/12	10806	J. Jaffe	.20	550	110.00	35637370	Email M. Albaugh regarding local counsel in Alabama class action
Total for B010			.50		221.00		
B011 Meetings of Creditors							
10/23/12	18503	K.D. Britton	.30	225	67.50	35666909	Distribute schedules and related documents to Mark Nondorf and Melanie Otto to prepare for 341 meeting
10/29/12	10806	J. Jaffe	.40	550	220.00	35749407	Telephone conference with M. Nondorf and M. Otto regarding preparation for 341 meeting
10/30/12	18503	K.D. Britton	2.00	225	450.00	35753207	Prepare for and participate in 341 meeting of creditors
10/30/12	10806	J. Jaffe	.40	550	220.00	35759185	Prepare for 341 meeting
10/30/12	10806	J. Jaffe	1.50	550	825.00	35759192	Attend 341 meeting
Total for B011			4.60		1,782.50		
B012 Plan and Disclosure Statement							
11/16/12	10806	J. Jaffe	.40	550	220.00	35895146	Telephone conference with M. Nondorf and M. Otto regarding plan development
11/29/12	10806	J. Jaffe	.20	550	110.00	35950542	Conference with W. Ponader regarding timing for plan preparation
12/09/12	18503	K.D. Britton	2.70	225	607.50	36010458	Draft motion for extension of debtor's exclusive periods to file a plan and order
12/10/12	18503	K.D. Britton	1.20	225	270.00	36022305	Review, revise and distribute motion for extension of debtor's exclusive periods to file a plan
12/11/12	18503	K.D. Britton	.10	225	22.50	36028545	Distribute draft motion to extend exclusive period to file a plan to Mark and Melanie
12/11/12	18503	K.D. Britton	.20	225	45.00	36028547	Prepare motion to extend exclusive periods to file a plan for filing
Total for B012			4.80		1,275.00		
B015 Business Analysis							
09/17/12	10766	J.J. Brown	.20	550	110.00	35414216	Call with Jaffe regarding results of proceedings on Friday, status and things to do
09/21/12	10732	W.W. Ponader	.40	435	174.00	35472449	Confer with J. Jaffe regarding TWG rejection of certain contracts
09/27/12	10732	W.W. Ponader	.30	435	130.50	35511377	Attention to Schedules to Asset Purchase Agreement, prepare email to M. Nondorf
Total for B015			.90		414.50		

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B017	Data Analysis						
09/25/12	10806	J. Jaffe	1.50	550	825.00	35487338	Review LION Trust agreements to determine whether and which to reject
Total for B017			1.50		825.00		
Total Services			425.20		157,761.50		

UNBILLED COSTS

Date	Quantity	Value	Check No	Voucher ID	Index	Description
000002	Internal Copying/Printing					
09/14/12	5	.75			14199900	Internal Copying/Printing
09/15/12	4,526	678.90			14249185	Internal Copying/Printing
09/15/12	2,034	305.10			14249187	Internal Copying/Printing
09/17/12	168	25.20			14249189	Internal Copying/Printing
09/17/12	2	.30			14249191	Internal Copying/Printing
09/18/12	88	13.20			14249193	Internal Copying/Printing
09/18/12	4	.60			14249195	Internal Copying/Printing
09/18/12	24	1.20			14249986	Internal Copying/Printing Folding
09/18/12	1	2.17			14250356	Internal Copying/Printing 1.5 Ring Binder
09/19/12	201	30.15			14249183	Internal Copying/Printing
09/19/12	27	4.05			14249197	Internal Copying/Printing
09/19/12	67	10.05			14249752	Internal Copying/Printing
09/19/12	22	1.10			14249989	Internal Copying/Printing Folding
09/19/12	250	2.00			14249991	Internal Copying/Printing Drilling
09/19/12	1	1.79			14250357	Internal Copying/Printing 1 Ring Binder
09/24/12	1	28.00			14260350	Internal Copying/Printing Overtime (Weekend/Taxable)
09/25/12	184	27.60			14258468	Internal Copying/Printing
09/25/12	478	71.70			14258469	Internal Copying/Printing
09/25/12	16	2.40			14258470	Internal Copying/Printing
09/27/12	23	1.15			14260264	Internal Copying/Printing Folding
09/27/12	494	3.95			14260265	Internal Copying/Printing Drilling
09/27/12	1	6.04			14260351	Internal Copying/Printing 4 Ring Binder
09/27/12	10	2.50			14260352	Internal Copying/Printing Custom Tabs
10/01/12	72	10.80			14264941	Internal Copying/Printing
10/02/12	805	120.75			14264943	Internal Copying/Printing
10/02/12	1	.15			14264945	Internal Copying/Printing
10/02/12	2	.30			14264947	Internal Copying/Printing
10/02/12	6	.90			14264949	Internal Copying/Printing
10/02/12	28	4.20			14265714	Internal Copying/Printing

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Client 973343 TWG Capital, Inc.
 Matter 973343.000011 Restructuring

Requested By on 02/05/13

Date	Quantity	Value	Check No	Voucher ID	Index	Description
10/02/12	22	3.30			14265715	Internal Copying/Printing
10/03/12	2,623	393.45			14264952	Internal Copying/Printing
10/03/12	42	6.30			14265716	Internal Copying/Printing
10/04/12	2,782	417.30			14264954	Internal Copying/Printing
10/05/12	713	106.95			14264956	Internal Copying/Printing
10/05/12	3,300	495.00			14264958	Internal Copying/Printing
10/05/12	230	34.50			14264960	Internal Copying/Printing
10/05/12	1	.15			14264962	Internal Copying/Printing
10/05/12	5,154	773.10			14264964	Internal Copying/Printing
10/05/12	2	.30			14265717	Internal Copying/Printing
10/05/12	2	.30			14265718	Internal Copying/Printing
10/08/12	3	.45			14281296	Internal Copying/Printing
10/09/12	23	1.15			14282260	Internal Copying/Printing Folding
10/09/12	23	1.15			14282263	Internal Copying/Printing Folding
10/11/12	621	93.15			14279959	Internal Copying/Printing
10/11/12	2,700	405.00			14279960	Internal Copying/Printing
10/15/12	342	51.30			14280370	Internal Copying/Printing
10/15/12	432	64.80			14280372	Internal Copying/Printing
10/15/12	368	55.20			14280374	Internal Copying/Printing
10/15/12	2	.30			14280376	Internal Copying/Printing
10/15/12	650	32.50			14282627	Internal Copying/Printing Folding
10/15/12	26	1.30			14282631	Internal Copying/Printing Folding
10/15/12	23	1.15			14282635	Internal Copying/Printing Folding
10/15/12	650	32.50			14282639	Internal Copying/Printing Folding
10/15/12	46	2.30			14282643	Internal Copying/Printing Folding
10/15/12	23	1.15			14282647	Internal Copying/Printing Folding
10/16/12	1,227	184.05			14280378	Internal Copying/Printing
10/16/12	399	59.85			14280380	Internal Copying/Printing
10/16/12	5	.75			14280382	Internal Copying/Printing
10/16/12	18	2.70			14280383	Internal Copying/Printing
10/19/12	87	13.05			14280385	Internal Copying/Printing
10/22/12	57	2.85			14295245	Internal Copying/Printing Folding
10/22/12	58	2.90			14295247	Internal Copying/Printing Folding
10/23/12	150	1.20			14295249	Internal Copying/Printing Drilling
10/23/12	43	6.45			14295310	Internal Copying/Printing
10/29/12	150	1.20			14297838	Internal Copying/Printing Drilling
10/29/12	50	.40			14297840	Internal Copying/Printing Drilling
10/29/12	5	1.25			14298176	Internal Copying/Printing Custom Tabs
10/29/12	1	.15			14298178	Internal Copying/Printing Tabs
10/29/12	6	.90			14298180	Internal Copying/Printing Tabs
11/01/12	3	.45			14306889	Internal Copying/Printing
11/02/12	11	1.65			14306890	Internal Copying/Printing
11/05/12	1,109	166.35			14307137	Internal Copying/Printing
11/07/12	46	6.90			14307139	Internal Copying/Printing
11/07/12	115	17.25			14307141	Internal Copying/Printing
11/09/12	765	114.75			14307143	Internal Copying/Printing
11/12/12	250	2.00			14329108	Internal Copying/Printing Drilling
11/12/12	1	1.79			14329370	Internal Copying/Printing 1 Ring

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Date	Quantity	Value	Check No	Voucher ID	Index	Description
						Binder
11/13/12	140	21.00			14327685	Internal Copying/Printing
11/14/12	92	13.80			14327690	Internal Copying/Printing
11/14/12	6	.90			14327694	Internal Copying/Printing
11/14/12	2	.30			14328432	Internal Copying/Printing
11/15/12	38	5.70			14327698	Internal Copying/Printing
11/16/12	1,030	154.50			14327703	Internal Copying/Printing
11/16/12	12	1.80			14328436	Internal Copying/Printing
11/16/12	200	1.60			14329109	Internal Copying/Printing Drilling
11/17/12	23	1.15			14329222	Internal Copying/Printing Folding
11/17/12	1	.05			14329223	Internal Copying/Printing Folding
11/17/12	23	1.15			14329224	Internal Copying/Printing Folding
11/17/12	45	2.25			14329225	Internal Copying/Printing Folding
11/18/12	23	1.15			14329226	Internal Copying/Printing Folding
11/18/12	23	1.15			14329227	Internal Copying/Printing Folding
11/18/12	27	1.35			14329228	Internal Copying/Printing Folding
11/19/12	81	12.15			14327543	Internal Copying/Printing
11/20/12	4	.60			14327549	Internal Copying/Printing
11/20/12	1	.15			14328269	Internal Copying/Printing
11/21/12	27	1.35			14329229	Internal Copying/Printing Folding
11/24/12	27	1.35			14334992	Internal Copying/Printing Folding
11/24/12	27	1.35			14334994	Internal Copying/Printing Folding
11/27/12	460	69.00			14334332	Internal Copying/Printing
11/30/12	108	16.20			14334334	Internal Copying/Printing
11/30/12	92	13.80			14334337	Internal Copying/Printing
11/30/12	1	.15			14334339	Internal Copying/Printing
12/04/12	230	34.50			14365587	Internal Copying/Printing
12/04/12	5	.75			14365588	Internal Copying/Printing
12/05/12	38	.30			14369739	Internal Copying/Printing Drilling
12/05/12	126	1.01			14369742	Internal Copying/Printing Drilling
12/05/12	30	.24			14369745	Internal Copying/Printing Drilling
12/05/12	10	1.50			14370775	Internal Copying/Printing Tabs
12/05/12	11	1.65			14370776	Internal Copying/Printing Tabs
12/05/12	9	1.35			14370777	Internal Copying/Printing Tabs
12/10/12	23	1.15			14369900	Internal Copying/Printing Folding
12/10/12	23	1.15			14369903	Internal Copying/Printing Folding
12/11/12	391	58.65			14365940	Internal Copying/Printing
12/14/12	391	58.65			14365944	Internal Copying/Printing
12/14/12	51	7.65			14365948	Internal Copying/Printing
12/27/12	23	1.15			14370353	Internal Copying/Printing Folding
12/27/12	23	1.15			14370355	Internal Copying/Printing Folding
12/27/12	23	1.15			14370357	Internal Copying/Printing Folding
12/27/12	27	1.35			14370359	Internal Copying/Printing Folding
Subtotal for Internal Copying/Printi		5,417.19				
000005	Color Copies					
	09/17/12	2	.80		14249767	Color Copies
	09/25/12	1	.40		14259950	Color Copies
	09/25/12	1	.40		14259952	Color Copies

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 Matter 973343.000011 Restructuring

Requested By on 02/05/13

Date	Quantity	Value	Check No	Voucher ID	Index	Description
09/25/12	1	.40			14259954	Color Copies
11/15/12	368	147.20			14327769	Color Copies
Subtotal for Color Copies		149.20				
000300 Postage						
09/15/12	1	18.02			14251796	Postage FedEx
09/15/12	1	26.63			14251797	Postage FedEx
09/15/12	1	13.38			14251798	Postage FedEx
09/15/12	1	26.06			14251799	Postage FedEx
09/15/12	1	9.64			14251800	Postage FedEx
09/15/12	1	16.73			14251801	Postage FedEx
09/15/12	1	22.71			14251802	Postage FedEx
09/15/12	1	26.06			14251803	Postage FedEx
09/15/12	1	23.64			14251804	Postage FedEx
09/15/12	1	21.36			14251805	Postage FedEx
09/15/12	1	21.36			14251806	Postage FedEx
09/15/12	1	18.02			14251807	Postage FedEx
09/15/12	1	9.64			14251808	Postage FedEx
09/15/12	1	18.02			14251809	Postage FedEx
09/15/12	1	12.99			14251810	Postage FedEx
09/15/12	1	34.64			14251899	Postage FedEx
09/15/12	1	19.66			14251900	Postage FedEx
09/17/12	1	9.20			14284566	Postage FedEx
09/17/12	1	13.06			14284567	Postage FedEx
09/17/12	1	9.22			14284568	Postage FedEx
09/17/12	1	14.10			14284569	Postage FedEx
09/17/12	1	14.10			14284570	Postage FedEx
09/17/12	1	21.76			14284571	Postage FedEx
09/17/12	1	14.89			14284572	Postage FedEx
09/17/12	1	12.54			14284573	Postage FedEx
09/17/12	1	12.57			14284574	Postage FedEx
09/17/12	1	12.87			14284575	Postage FedEx
09/17/12	1	10.76			14284576	Postage FedEx
09/17/12	1	16.21			14284577	Postage FedEx
09/17/12	1	10.76			14284578	Postage FedEx
09/17/12	1	10.76			14284579	Postage FedEx
09/17/12	1	16.21			14284580	Postage FedEx
09/17/12	1	9.20			14284581	Postage FedEx
09/17/12	1	9.20			14284582	Postage FedEx
09/17/12	1	13.06			14284583	Postage FedEx
11/13/12	1	9.43			14330415	Postage FedEx
11/13/12	1	9.43			14330416	Postage FedEx
Subtotal for Postage		587.89				
000702 Westlaw (Online Legal Research)						
09/14/12	1	25.50			14207305	Westlaw (Online Legal Research)
Subtotal for Westlaw (Online Legal R		25.50				
001000 Miscellaneous Expense Disbursements						

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Date	Quantity	Value	Check No	Voucher ID	Index	Description
10/12/12	1	30.00	JJMC1112	30028366	14304641	Miscellaneous Expense Disbursements - Clerk, U.S. Bankruptcy Court - Jay Jaffe Mastercard - Added creditors fee Bank ID: MASTER Check Number: JJMC1112
Subtotal for Miscellaneous Expense D		30.00				
001801	Filing Fees					
09/14/12	1	1,046.00	JJ10121	30024978	14286231	Filing Fees - Clerk, U.S. Bankruptcy Court - Jay Jaffe Mastercard - Chapter 11 Bankruptcy Case Filing Bank ID: MASTER Check Number: JJ10121
Subtotal for Filing Fees		1,046.00				
222147	Search Fees					
09/14/12	1	132.00	476145	30016478	14242603	Search Fees - National Corporate Research, Ltd. UCC/FTL Search - Delaware Department of State - TWG Capital, Inc. Bank ID: OPERIN Check Number: 476145
09/14/12	1	59.50	476145	30016478	14242604	Search Fees - National Corporate Research, Ltd. UCC Search - Tennessee Department of State - TWG Capital, Inc. Bank ID: OPERIN Check Number: 476145
Subtotal for Search Fees		191.50				
222602	Computerized Research					
09/14/12	1	158.44			14251129	Computerized Research - Westlaw
10/12/12	1	469.86			14291855	Computerized Research - Westlaw
Subtotal for Computerized Research		628.30				
222603	Computerized Research - Other					
09/30/12	1	3.00			14324125	Computerized Research - Other IN.gov - September 2012
09/30/12	1	7.20			14324463	Computerized Research - Other Pacer - September 2012
09/30/12	1	.80			14324571	Computerized Research - Other Pacer - September 2012
10/10/12	1	50.00			14308669	Computerized Research - Other D&B
10/31/12	1	4.90			14360527	Computerized Research - Other Pacer - October 2012
10/31/12	1	3.20			14360528	Computerized Research - Other Pacer - October 2012
10/31/12	1	1.40			14360816	Computerized Research - Other Pacer - October 2012
10/31/12	1	.20			14360817	Computerized Research - Other

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Client 973343 TWG Capital, Inc.
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Requested By on 02/05/13

Date	Quantity	Value	Check No	Voucher ID	Index	Description
11/30/12	1	3.40			14362299	Pacer - October 2012 Computerized Research - Other
11/30/12	1	.20			14362302	Pacer - November 2012 Computerized Research - Other
11/30/12	1	1.60			14362715	Pacer - November 2012 Computerized Research - Other
11/30/12	1	1.70			14362717	Pacer - November 2012 Computerized Research - Other
Subtotal for Computerized Research -		77.60				
222612 Postage						
09/17/12	1	113.40			14250250	Postage Postage
09/20/12	1	163.25			14250252	Postage Postage
09/24/12	1	178.90			14260329	Postage Postage
09/25/12	1	10.35			14260330	Postage Postage
10/01/12	1	10.80			14266232	Postage Postage
10/02/12	1	34.50			14266234	Postage Postage
10/03/12	1	66.70			14266236	Postage Postage
10/04/12	1	70.20			14266238	Postage Postage
10/05/12	1	20.70			14266240	Postage Postage
10/05/12	1	422.50			14266242	Postage Postage
10/05/12	1	34.50			14266244	Postage Postage
10/11/12	1	293.65			14283001	Postage Postage
10/11/12	1	34.50			14283003	Postage Postage
10/15/12	1	25.30			14283153	Postage Postage
10/15/12	1	30.40			14283156	Postage Postage
10/15/12	1	24.70			14283157	Postage Postage
10/16/12	1	87.37			14283159	Postage Postage
11/05/12	1	39.30			14305415	Postage Postage
11/06/12	1	25.30			14305416	Postage Postage
11/09/12	1	58.51			14305417	Postage Postage
11/14/12	1	10.35			14329325	Postage Postage
11/16/12	1	40.50			14329326	Postage Postage
11/19/12	1	12.15			14329360	Postage Postage
11/27/12	1	29.90			14335265	Postage Postage
11/30/12	1	12.15			14335267	Postage Postage
11/30/12	1	10.35			14335269	Postage Postage
12/04/12	1	25.30			14370587	Postage Postage
12/11/12	1	29.90			14370648	Postage Postage
12/14/12	1	29.90			14370649	Postage Postage
Subtotal for Postage		1,945.33				

Total Costs 10,098.51

Total Services and Costs 167,860.01

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 Matter 973343.000011 Restructuring

Requested By on 02/05/13

TIME SUMMARY

Timekeeper	Classification	Hours	Matter Rate	Matter Value	Rate 1 Value	Last Date
16281 Albaugh, M.T.	Partner	0.40	370.00	148.00	148.00	09/20/12
10766 Brown, J.J.	Partner	18.50	550.00	10,175.00	10,175.00	12/31/12
10806 Jaffe, J.	Partner	130.40	550.00	71,720.00	71,720.00	12/31/12
10732 Ponader, W.W.	Counsel	67.30	435.00	29,275.50	29,275.50	12/31/12
18503 Britton, K.D.	Associate	112.30	225.00	25,267.50	25,267.50	12/28/12
19310 Detmer, J.M.	Associate	0.30	195.00	58.50	58.50	09/14/12
10414 Herendeen, S.B.	Paralegal	95.80	220.00	21,076.00	21,076.00	12/20/12
03861 Mulligan, S.	Researcher	0.20	205.00	41.00	41.00	09/14/12
Total Services		425.20		157,761.50	157,761.50	

TASK SUMMARY

Task Description	Hours	Value
	.20	41.00
B001 Asset Analysis and Recovery	.10	37.00
B002 Asset Disposition	139.60	58,722.50
B003 Business Operations	50.50	24,723.00
B004 Case Administration	171.70	47,319.50
B005 Claims Administration and Objections	27.70	12,812.50
B006 Employee Benefit/Pensions	2.20	1,037.50
B007 Fee/Employment Applications	8.80	3,369.50
B009 Financing	12.10	5,181.00
B010 Litigation	.50	221.00
B011 Meetings of Creditors	4.60	1,782.50
B012 Plan and Disclosure Statement	4.80	1,275.00
B015 Business Analysis	.90	414.50
B017 Data Analysis	1.50	825.00
	425.20	157,761.50