

BILZIN SUMBERG DUNN BAENA PRICE & AXELROD LLP

A PARTNERSHIP INCLUDING PROFESSIONAL ASSOCIATIONS

2500 FIRST UNION FINANCIAL CENTER

MIAMI, FLORIDA 33131-2336

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WR Grace-Official Committee of Prope

March 20, 2002

Invoice # 51138

FOR PROFESSIONAL SERVICES RENDERED
THROUGH January 31, 2002

Atty - SLB

RE: 01- Case Administration

Client No. 74817/15537

01/01/02	JMS	1.20	282.00	Prepare for 1/3 hearing (1.2).
01/02/02	SLB	4.80	2,160.00	Preparation with J. Sakalo for 1/3/02 hearing (1.1); telephone call from D. Caricoff re: 1/3/02 hearing and conference call (.1); telephone call from T. Sobol re: same (.2); telephone conference with all concerned re: 1/3/02 hearing (1.0); telephone call to B. Wolff, Esq., re: Acme (.2); telephone call to D. Rosenbloom re: same (.2); telephone call to P. Lockwood re: same (1.2); telephone conference with J. Sakalo and T. Tacconelli re: same (.6); telephone call to D. Bernick re: same (.2).
01/02/02	JMS	6.00	1,410.00	Telephone conference with D. Caricoff regarding hearing (.2); conference with S. Baena regarding preparation for hearing (.6); prepare for hearing en route to Pittsburgh (2.4); meet with local counsel and telephone call with Scott Baena in preparation for hearing (2.2); telephone conference with S. Baena regarding hearing issues (.6).
01/03/02	SLB	0.80	360.00	E-mail to and telephone call from D. Speights re: hearing, etc. (.8).
01/03/02	JMS	3.00	705.00	Prepare for hearing (2.0); telephone conference with S. Baena regarding follow-up results of hearing (1.0).
01/04/02	SLB	1.00	450.00	Telephone conference with D. Speights re: various issues regarding Committee counsel attention (1.0).
01/04/02	JMS	2.70	634.50	Draft memo summarizing 1/3/02 hearing (1.4); telephone conference with D. Speights, S. Baena regarding 1/3 hearing results and strategy issues raised at hearing (.8); telephone conference with T. Tacconelli regarding transcript from hearing and follow up on hearing issues (.2); emails (X3) to and from M. Dies regarding results of 1/3/02 hearing (.3).
01/06/02	SLB	1.60	720.00	Draft letter to Judge Wolin per First Case Management Order (1.6).
01/07/02	SLB	6.30	2,835.00	Letter from J. Baer re: Intercat settlement (.2); draft letter to Judge Wolin (2.7); circulate draft letter with accompanying e-mail (.2); telephone call from Judge Wolin's chambers and e-mail from local counsel re: meeting with Judge (.2); e-mail to and telephone call to D. Speights re: same (.3); telephone call from M. Dies re: status of various matters (.7); telephone conference with J. Sakalo, M. Dies and D. Speights re: conference with Judge Wolin and telephone conference with J. Sakalo and D. Scott re: same (2.0).
01/07/02	JMS	2.70	634.50	Review and revise draft letter to Judge Wolin (.6); telephone conference with D. Speights, M. Dies, S. Baena regarding status, strategy meeting with Judge Wolin and telephone conference with D. Scott, M. Dies regarding meeting with Judge Wolin (2.0); telephone conference with R. Miller regarding meeting with J. Wolin(.1).

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01/08/02	SLB	1.70	765.00	Telephone conference with D. Speights re: revisions to letter to Judge Wolin (.4); e-mails from and to E. Westbrook re: same (.2); e-mails from and to M. Dies re: same (.2); revise letter to Judge Wolin (.9).
01/08/02	JMS	0.70	164.50	Telephone conferences with M. Zaleski regarding Intercat (.2); revise letter to Judge Wolin (.5).
01/08/02	ADB	0.30	30.00	Keycite cases for Jay Sakalo
01/08/02	ADB	0.60	60.00	Keycite list of cases for Jay Sakalo
01/09/02	SLB	3.60	1,620.00	E-mail from M. Dies re: letter to Judge Wolin (.1); e-mails from and to E. Westbrook and D. Scott re: letter to Judge Wolin (.2); telephone call from and e-mail from D. Speights re: same (.2); telephone call from Elizabeth Magner re: case issues (1.6); telephone conference with D. Speights, J. Sakalo re: same and various issues (1.0); telephone call from D. Scott re: meeting with Judge Wolin, letter to Judge Wolin, ZAI issues (.3); e-mails from and to T. Sobol re: same (.2).
01/09/02	JMS	1.60	376.00	Telephone conference with S. Baena, D. Speights regarding meeting with Judge Wolin, letter to Judge Wolin, status (1.0); telephone conference with D. Scott, S. Baena re status, meeting with Judge Wolin (.3); review letter from insurers to Judge Wolin (.3).
01/09/02	JLH	0.80	80.00	Compile and review documents for scanning (.50); research Pacer system regarding an updated docket (.30).
01/10/02	SLB	0.20	90.00	Telephone call to P. Lockwood re: 1/11/02 meeting with Judge Wolin (.2).
01/10/02	JMS	0.20	47.00	Telephone conference with G. Boyer regarding NMC and follow up thereon (.2).
01/11/02	SLB	0.20	90.00	Telephone call from D. Speights re: meeting with Judge Wolin (.2).
01/11/02	JMS	0.40	94.00	Telephone conferences with D. Speights regarding meeting today with Judge Wolin (.4).
01/12/02	SLB	0.30	135.00	Telephone call to Elizabeth Magner re: separate motions for Meso documents, 524(g) issues, meeting with Judge Wolin (.3).
01/15/02	JMS	0.20	47.00	Review docket (.2).
01/15/02	JMS	1.10	258.50	Email to D. Speights, M. Dies, S. Baena thereon (.4).
01/16/02	JMS	0.30	70.50	Telephone conference with R. Turken regarding meeting with Judge Wolin (.3).
01/17/02	JMS	0.70	164.50	Review proposed order regarding 1/3/02 hearing (.3); emails to T. Tacconelli regarding Burlington Northern PD claims (.4).
01/18/02	JMS	0.10	23.50	Review docket (.1).
01/21/02	JMS	0.40	94.00	Review docket (.2); review email from PD creditor (.2).
01/22/02	SLB	1.00	450.00	Telephone call from D. Scott re: estimation of ZAI claims (.5); conference with J. Sakalo re: case administration issues (.5).
01/22/02	JMS	0.90	211.50	Conference with S. Baena re: case administration issues (.5); review docket (.1); email to PD creditors regarding status (.3).
01/23/02	JMS	0.30	70.50	Telephone conference with M. Zaleski regarding Price Waterhouse, status (.3).
01/23/02	JLH	0.60	60.00	Research Pacer system regarding an updated docket and download documents images and forward to various parties.
01/24/02	SLB	0.50	225.00	Review J. Sakalo's e-mail re: Debtors' motions to extend exclusivity and to extend time to reject (.5).
01/24/02	JMS	1.80	423.00	Telephone conference with G. Boyer regarding meeting in Delaware (.2); review and analysis of "Project Blueberry" (.6); review and analyze Debtors' motion to extend exclusivity and email memo to S. Baena thereon (.6); review and analyze Debtors' motion to extend time to assume/reject lease and email memo to S. Baena thereon (.4).
01/24/02	JLH	0.80	80.00	Research Pacer system regarding motion to appoint trustee and download images.
01/25/02	LMF	0.70	70.00	Download and review agenda for hearing on January 29, 2002 (.7).
01/25/02	JMS	0.20	47.00	Review of 1/29 hearing agenda (.2).
01/28/02	LMF	2.90	290.00	Review Agenda for hearing and compile all documents for hearing notebook (2.4); prepare index for same (.5).
01/28/02	JMS	2.40	564.00	Email to G. Boyer regarding "Borealis" acquisition and review of Press Release thereon (.5); emails to and from T. Tacconelli regarding W. Drier (.2); prepare for

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01/29/02	SLB	0.80	360.00	meeting with Conway Del Genio Gries en route to Delaware (1.7). E-mail to M. Dies and D. Speights re: Celotex Property Damage claims against Grace and telephone call from D. Speights re: same (.8).
01/29/02	JMS	0.30	70.50	Telephone conference with C. Berglin regarding results of Omnibus hearing (.3).
01/29/02	JLH	0.50	50.00	Research Pacer system regarding various updated docket.
01/30/02	SLB	0.30	135.00	E-mail to D. Speights re: 1/29/02 hearing (.3).
01/30/02	LMF	0.80	80.00	Compile exhibits to PD Committee's response to case management motion (.8).
01/30/02	JMS	2.40	564.00	Telephone conference with A. Krieger regarding all to Judge Wolin (.2); telephone conference with K. Pasquale thereon (.2); telephone conference with D. Speights regarding status (.6); emails to and from D. Speights regarding results of hearing and various strategy issues (.4); telephone conference with F. Rabinovitz regarding document request (.2); research regarding class certification in bankruptcy (.8).
01/30/02	JLH	0.50	50.00	Research Pacer system regarding various updated dockets.
01/31/02	JMS	0.60	141.00	Prepare and review document request from F. Rabinovitz (.3); letter to P. Silvern enclosing document request (.2); review docket (.1).
01/31/02	JLH	0.40	40.00	Research Pacer system regarding updated dockets.

PROFESSIONAL SERVICES

\$18,382.00

COSTS ADVANCED

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01/02/02	Lodging	VENDOR: JAY M. SAKALO; INVOICE#: JMS-01/08/02; DATE: 1/2/02 - CLIENT - 15537 TRAVEL TO PITTSBURGH, PA - ATTEND HEARING	112.86
01/02/02	Meals	VENDOR: JAY M. SAKALO; INVOICE#: JMS-01/08/02; DATE: 1/2/02 - CLIENT - 15537 TRAVEL TO PITTSBURGH, PA - ATTEND HEARING	32.29
01/02/02	Fares, Mileage, Parking	TAXI/PARKING - VENDOR: JAY M. SAKALO; INVOICE#: JMS-01/08/02; DATE: 1/2/02 - CLIENT - 15537 TRAVEL TO PITTSBURGH, PA - ATTEND HEARING	83.58
01/02/02	Long Distance Telephone-Outside Services	VENDOR: JAY M. SAKALO; INVOICE#: JMS-01/08/02; DATE: 1/2/02 - CLIENT - 15537 TRAVEL TO PITTSBURGH, PA -ATTEND HEARING	50.95
01/02/02	Long Distance Telephone	(843) 216-9146	0.46
01/02/02	Long Distance Telephone	(843) 216-9450	0.92
01/02/02	Long Distance Telephone	(302) 778-6464	0.92
01/02/02	Long Distance Telephone	(509) 242-2225	0.46
01/02/02	Long Distance Telephone	(509) 242-2225	0.92
01/02/02	Long Distance Telephone	(412) 644-3541	3.69

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01/02/02	Long Distance Telephone(215) 665-2013	0.46
01/02/02	Long Distance Telephone(803) 943-4599	1.85
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01/29/02	LodgingVENDOR: JAY M. SAKALO; INVOICE#: JMS-01/29/02; DATE: 1/30/02 - Client #15537 - Reim. for travel to/from Philadelphia/Delaware	259.32
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01/31/02	Photocopies 32.00pgs @ .15/pg	4.80
01/31/02	Photocopies 24.00pgs @ .15/pg	3.60
01/31/02	Telecopies 4.00pgs @ .50/pg	2.00
01/31/02	Federal ExpressVENDOR: FEDERAL EXPRESS CORP. INVOICE#: 961249607 DATE: 2/13/02	21.38
01/31/02	Long Distance Telephone-Outside ServicesVENDOR: AT&T TELECONFERENCE SERVICES; INVOICE#: 02/01/02; DATE: 2/1/02 - ACCT.#35648239-00001	405.81

TOTAL COSTS ADVANCED

\$6,971.61

MATTER SUMMARY OF PROFESSIONAL SERVICES

TIMEKEEPER	HOURS	RATE	TOTAL
Baena, Scott L	23.10	450.00	\$10,395.00
Sakalo, Jay M	30.20	235.00	\$7,097.00
Flores, Luisa M	4.40	100.00	\$440.00
Box, Anthony D	0.90	100.00	\$90.00
Heredia, Jose L	3.60	100.00	\$360.00
<i>TOTAL</i>	<i>62.20</i>		<i>\$18,382.00</i>

MATTER SUMMARY OF COSTS ADVANCED

Airfare	\$3,999.00
Photocopies	\$289.05
Fares, Mileage, Parking	\$170.58
Telecopies	\$189.00
Federal Express	\$54.81
Long Distance Telephone	\$429.02
Long Distance Telephone-Outside Services	\$456.76

BILZIN SUMBERG DUNN BAENA PRICE & AXELROD LLP

Lodging	\$676.90
Meals	\$75.48
Messenger Services	\$175.00
Staff Overtime	\$211.53
Pacer - Online Services	\$229.32
Postage	\$0.57
Westlaw-Online Legal Research	\$14.59
TOTAL	\$6,971.61

TOTAL PROFESSIONAL SERVICES AND COSTS ADVANCED THIS MATTER

\$25,353.61

BILZIN SUMBERG DUNN BAENA PRICE & AXELROD LLP

RE: 02 - Debtors' Business Operations

Atty - SLB
Client No. 74817/15538

01/07/02	SLB	0.90	405.00	Review Conway Del Genio report on operations (.9).
01/09/02	JMS	0.20	47.00	Voicemail to and from G. Boyer regarding Fresenius transaction (.2).
01/11/02	JMS	0.30	70.50	Fax to M. Dies regarding insurance issues (.3).
01/21/02	JMS	0.40	94.00	Review November operating report and letter to G. Boyer thereon (.4).

PROFESSIONAL SERVICES \$616.50

COSTS ADVANCED

01/07/02	Photocopies 15.00pgs @ .15/pg	2.25
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TOTAL COSTS ADVANCED \$2.25

MATTER SUMMARY OF PROFESSIONAL SERVICES

TIMEKEEPER	HOURS	RATE	TOTAL
Baena, Scott L	0.90	450.00	\$405.00
Sakalo, Jay M	0.90	235.00	\$211.50
<i>TOTAL</i>	<i>1.80</i>		<i>\$616.50</i>

MATTER SUMMARY OF COSTS ADVANCED

Photocopies	\$2.25
TOTAL	\$2.25

TOTAL PROFESSIONAL SERVICES AND COSTS ADVANCED THIS MATTER **\$618.75**

BILZIN SUMBERG DUNN BAENA PRICE & AXELROD LLP

Atty - SLB

RE: 03 - Creditors Committee

Client No. 74817/15539

01/10/02	SLB	0.80	360.00	Committee meeting (.8).
01/10/02	JMS	1.10	258.50	Prepare for committee call (.3); committee call (.8).
01/17/02	SLB	0.80	360.00	Telephone call from M. Dies re: 1/17/02 conference call agenda (.2); Committee meeting (.6).
01/17/02	JMS	0.50	117.50	Committee conference call (joined in progress) (.5).
01/22/02	JMS	0.30	70.50	Conference with S. Baena regarding status, committee issues (.3).
01/24/02	JMS	1.30	305.50	Prepare for committee call (.6); committee call (.4); conference with S. Baena regarding results of committee meeting (.3).
01/31/02	SLB	2.00	900.00	Meeting of Committee (1.0); telephone call from M. Dies re: portion of meeting he missed (.5); telephone call from D. Speights re: meeting he missed (.5).
01/31/02	JMS	1.20	282.00	Prepare for committee call (.2); committee call (1.0).

PROFESSIONAL SERVICES \$2,654.00

COSTS ADVANCED

01/10/02	Long Distance Telephone-Outside ServicesVENDOR: AT&T TELECONFERENCE SERVICES; INVOICE#: 02/01/02; DATE: 2/1/02 - ACCT.#35648239-00001	178.28
01/17/02	Long Distance Telephone-Outside ServicesVENDOR: AT&T TELECONFERENCE SERVICES; INVOICE#: 02/01/02; DATE: 2/1/02 - ACCT.#35648239-00001	151.46
01/24/02	Long Distance Telephone-Outside ServicesVENDOR: AT&T TELECONFERENCE SERVICES; INVOICE#: 02/01/02; DATE: 2/1/02 - ACCT.#35648239-00001	76.24

TOTAL COSTS ADVANCED \$405.98

MATTER SUMMARY OF PROFESSIONAL SERVICES

TIMEKEEPER	HOURS	RATE	TOTAL
Baena, Scott L	3.60	450.00	\$1,620.00
Sakalo, Jay M	4.40	235.00	\$1,034.00
<i>TOTAL</i>	<i>8.00</i>		<i>\$2,654.00</i>

MATTER SUMMARY OF COSTS ADVANCED

Long Distance Telephone-Outside Services	\$405.98
TOTAL	\$405.98

TOTAL PROFESSIONAL SERVICES AND COSTS ADVANCED THIS MATTER **\$3,059.98**

BILZIN SUMBERG DUNN BAENA PRICE & AXELROD LLP

RE: 04 - Retention of Professionals

Atty - SLB
Client No. 74817/15540

01/06/02	JMS	0.40	94.00	Revise retention papers for HRA, W.D. Hilton (.4).
01/10/02	JMS	0.30	70.50	Email to WD Hilton regarding affidavit (.3).
01/16/02	JMS	0.30	70.50	Email to M. Dies, D. Scott regarding HRA and WD Hilton engagement (.3).
01/25/02	JMS	0.90	211.50	Telephone conferences with T. Tacconelli regarding Hilton/Rabinovitz retention (.3); review draft orders thereon (.6).
01/30/02	JMS	1.20	282.00	Begin draft of application to retain Hilsoft Communications (1.2).
01/31/02	JMS	0.90	211.50	Receive and review UST objection to application of Price Waterhouse (.3); revise Hilsee retention application (.6).

PROFESSIONAL SERVICES **\$940.00**

MATTER SUMMARY OF PROFESSIONAL SERVICES

TIMEKEEPER	HOURS	RATE	TOTAL
Sakalo, Jay M	4.00	235.00	\$940.00
<i>TOTAL</i>	<i>4.00</i>		<i>\$940.00</i>

TOTAL PROFESSIONAL SERVICES AND COSTS ADVANCED THIS MATTER **\$940.00**

BILZIN SUMBERG DUNN BAENA PRICE & AXELROD LLP

RE: 07 - Fee Applications

Atty - SLB
Client No. 74817/15543

01/06/02	JMS	0.70	164.50	Review and analyze Reed Smith fee application for 11/2001 (.7).
01/07/02	LMF	0.30	30.00	Telephone conference with Hilsoft regarding payment of professional fees (.3).
01/18/02	LMF	0.90	90.00	Review prebill in preparation for fee application (.9).
01/21/02	JMS	1.00	235.00	Review Eighth Interim Fee Application for Stroock (.4); review fee applications of Casner & Edwards, Wallace King, et al., Pitney Hardin, et al., and Holme Roberts, et al. (.6).
01/23/02	LMF	1.20	120.00	Review and edits to December prebill in preparation for interim application for fees and expenses for month of December (1.2).
01/28/02	LMF	1.80	180.00	Review and edit prebill in preparation for December fee application (1.3); telephone conference with Hilsoft regarding reimbursement of professional fees (.2); provide reconciliation to accounting department regarding payment received from debtor (.3);
01/28/02	JMS	1.10	258.50	Review fee detail for December (.4); begin draft of narrative for December fee application (.7).
01/31/02	LMF	2.40	240.00	Prepare sixth interim fee application for Bilzin (2.4).
01/31/02	JMS	0.30	70.50	Revise fee detail (.3).

PROFESSIONAL SERVICES \$1,388.50

COSTS ADVANCED

01/02/02	Professional Services	VENDOR: AUTOMATED LEGAL SOLUTIONS; INVOICE#: 1357; DATE: 1/2/02 - Client #74817-15543 - Scanning and coding pleadings on disc.	547.88
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TOTAL COSTS ADVANCED \$547.88

MATTER SUMMARY OF PROFESSIONAL SERVICES

TIMEKEEPER	HOURS	RATE	TOTAL
Sakalo, Jay M	3.10	235.00	\$728.50
Flores, Luisa M	6.60	100.00	\$660.00
<i>TOTAL</i>	<i>9.70</i>		<i>\$1,388.50</i>

MATTER SUMMARY OF COSTS ADVANCED

Professional Services	\$547.88
TOTAL	\$547.88

TOTAL PROFESSIONAL SERVICES AND COSTS ADVANCED THIS MATTER **\$1,936.38**

BILZIN SUMBERG DUNN BAENA PRICE & AXELROD LLP

RE: 08 - Court Appearances

Atty - SLB
Client No. 74817/15544

01/03/02	SLB	2.00	900.00	Telephonic attendance (2.0).
01/03/02	JMS	5.40	1,269.00	Attend hearing (5.4).
01/29/02	SLB	2.60	1,170.00	Court appearance in Bankruptcy Court- omnibus hearing (2.6)
01/29/02	JMS	2.60	611.00	Attend Omnibus hearing (2.6).

PROFESSIONAL SERVICES **\$3,950.00**

MATTER SUMMARY OF PROFESSIONAL SERVICES

TIMEKEEPER	HOURS	RATE	TOTAL
Baena, Scott L	4.60	450.00	\$2,070.00
Sakalo, Jay M	8.00	235.00	\$1,880.00
<i>TOTAL</i>	<i>12.60</i>		<i>\$3,950.00</i>

TOTAL PROFESSIONAL SERVICES AND COSTS ADVANCED THIS MATTER **\$3,950.00**

BILZIN SUMBERG DUNN BAENA PRICE & AXELROD LLP

RE: 09 - Claims Administration/Objections

Atty - SLB
Client No. 74817/15545

PROFESSIONAL SERVICES **\$0.00**

MATTER SUMMARY OF PROFESSIONAL SERVICES

TIMEKEEPER	HOURS	RATE	TOTAL
<i>TOTAL</i>	<i>0</i>		<i>\$0.00</i>

TOTAL PROFESSIONAL SERVICES AND COSTS ADVANCED THIS MATTER **\$0.00**

BILZIN SUMBERG DUNN BAENA PRICE & AXELROD LLP

RE: 10 - Travel

Atty - SLB
Client No. 74817/15546

01/02/02	JMS	2.40	564.00	Travel to Pittsburgh (non-working) (2.4).
01/03/02	JMS	4.50	1,057.50	Travel back to Miami (non-working) (4.5).
01/28/02	SLB	4.00	1,800.00	Travel to Wilmington for hearing (4.0).
01/28/02	JMS	2.50	587.50	Travel to Delaware for meeting with Conwal Del Genio Gries and omnibus hearing (2.5).
01/29/02	SLB	4.00	1,800.00	Return to Miami (4.0).
01/29/02	JMS	4.00	940.00	Travel back to Miami (4.0).

PROFESSIONAL SERVICES \$6,749.00

PROFESSIONAL SERVICES DISCOUNT 50% **-\$3,374.50**

PROFESSIONAL SERVICES \$3,374.50

MATTER SUMMARY OF PROFESSIONAL SERVICES

TIMEKEEPER	HOURS	RATE	TOTAL
Baena, Scott L	8.00	450.00	\$3,600.00
Sakalo, Jay M	13.40	235.00	\$3,149.00
<i>TOTAL</i>	<i>21.40</i>		<i>\$6,749.00</i>

TOTAL PROFESSIONAL SERVICES AND COSTS ADVANCED THIS MATTER **\$3,374.50**

BILZIN SUMBERG DUNN BAENA PRICE & AXELROD LLP

Atty - SLB

RE: 11 - Fraudulent Transfer Litigation (Sealed Air/Fresenius)

Client No. 74817/15547

01/08/02	MEW	0.50	175.00	Attend strategy session with Scott Baena and Robert Turken.
01/08/02	SLB	0.50	225.00	Conference with R. Turken, et al., re: examination of fraudulent conveyance claims (.5).
01/08/02	JMS	2.00	470.00	Telephone conference with F. Rabinovitz, S. Baena regarding fraudulent transfer analysis (.4); conference with working group on fraudulent transfer (joined in progress) (.4); prepare document package regarding fraudulent transfer actions (1.2).
01/08/02	RWT	0.50	195.00	Review with S. Baena status and assignment and claim issues and begin work on same.
01/08/02	RMS	0.70	238.00	Conference with S. Baena, R. Turken regarding background (.5); review background information regarding same (.2).
01/08/02	MDS	0.50	137.50	Meeting with S. Baena regarding case and strategy.
01/09/02	SLB	0.10	45.00	Telephone call from F. Rabinovitz re: insolvency (.1).
01/09/02	JMS	0.80	188.00	Conference with R. Turken regarding fraudulent transfer (.8).
01/09/02	RWT	3.20	1,248.00	Work on analysis of claims and review same with J. Sakalo.
01/09/02	RMS	0.70	238.00	Review background information on fraudulent transfer claims.
01/11/02	JMS	1.20	282.00	Prepare for conference call with G. Boyer, S. Jones regarding fraudulent transfer issues (.8); telephone conference with G. Boyer, S. Jones regarding fraudulent transfers (.4).
01/14/02	RWT	0.90	351.00	Continue work on case analysis.
01/15/02	SLB	0.50	225.00	E-mails from HRA re: document requests and letter to D. Bernick re: same (.5).
01/17/02	RWT	1.10	429.00	Research regarding case issues.
01/19/02	SLB	1.20	540.00	Review proposed order on 1/3/02 hearing and e-mail to D. Bernick re: same (.8); review transcript of 1/3/02 hearing (.4).
01/21/02	SLB	0.20	90.00	E-mails from and to D. Bernick re: fraudulent transfer order and production (.2).
01/22/02	RWT	2.70	1,053.00	Continue analysis of claims and research regarding same.
01/23/02	JMS	1.90	446.50	Conference with R. Turken regarding strategic planning of fraudulent transfer analysis (.6); continue work on analysis of fraudulent transfer actions (1.3).
01/23/02	RWT	1.80	702.00	Continue analysis of claims and conference with J. Sakalo thereon.
01/24/02	SLB	1.00	450.00	Conference with R. Turken and J. Sakalo re: causes of action, insolvency issue and statute of limitations (1.0).
01/24/02	JMS	1.70	399.50	Continue analysis of fraudulent transfer actions, including conferences with S. Baena, R. Turken thereon (1.7).
01/24/02	RWT	2.40	936.00	Continue analysis of claims and insolvency issues; research regarding same including conference with S. Baena, J. Sakalo thereon.
01/25/02	MEW	0.40	140.00	Conference with Bob Turken regarding status of claims and meeting in New Jersey.
01/25/02	JMS	0.80	188.00	Prepare for meeting with Conway Del Genio Gries regarding fraudulent transfer issues (.8).
01/28/02	RG	1.50	390.00	Meet with B. Turken regarding research issue of when insolvency is measured under fraudulent transfer statute in terms of contingent asbestos claims (.6); begin research under New York Law (.9).
01/28/02	JMS	0.20	47.00	Telephone conference with G. Boyer regarding meeting on fraudulent transfers (.2).
01/29/02	RG	6.80	1,768.00	Research regarding how contingent claims are measured and

BILZIN SUMBERG DUNN BAENA PRICE & AXELROD LLP

				taken into consideration in determining insolvency as of the date of transfer under New York fraudulent transfer law.
01/29/02	SLB	3.00	1,350.00	Conference with M. Gries, G. Boyer, et al. re: insolvency issues joined in progress (3.0).
01/29/02	JMS	3.50	822.50	Meeting with Conway Del Genio Gries, S. Baena, R. Turken regarding fraudulent transfer analysis (3.5).
01/30/02	MEW	2.00	700.00	Meeting with Bob Turken, Raquel Gonzalez, Dan Green and Scott Baena regarding strategy; insolvency timing and determination and fair value.
01/30/02	RG	1.70	442.00	Meet with B. Turken, M. Widom and D. Green regarding miscellaneous issues including meeting with accountants and results of research under New York Law.
01/30/02	RG	0.50	130.00	Review report from accountants received from B. Turken regarding overview of Sealed Air transaction.
01/30/02	SLB	0.90	405.00	Telephone call to Elihu Inselbuch, J. Sakalo re: prosecution of claims (.3); telephone call from D. Speights re: same (.6).
01/30/02	DRG	1.70	306.00	Conference with Bob Turken, Mitch Widom and Raquel Gonzalez regarding fraudulent transfer research.
01/30/02	JMS	0.50	117.50	Telephone conference with M. Zaleski regarding fraud transfer issues (.2); telephone conference with E. Inselbuch, S. Baena thereon (.3).
01/31/02	MEW	0.40	140.00	Conference with B. Turken regarding meeting with Creditors Committee and Summary of Salient Points and review summary.
01/31/02	SLB	0.60	270.00	Telephone call from K. Pasquale re: case issues (.3); telephone conference with D. Bernick, K. Pasquale, T. Sobol, M. Brodie, Counsel for Sealed Air & Frenesius re: Complaint (.3).
01/31/02	JMS	0.20	47.00	Review memorandum from R. Turken to S. Baena regarding fraudulent transfer analysis (.2).

PROFESSIONAL SERVICES \$16,326.50

COSTS ADVANCED

01/31/02	Photocopies 309.00pgs @ .15/pg	46.35
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TOTAL COSTS ADVANCED \$46.35

MATTER SUMMARY OF PROFESSIONAL SERVICES

TIMEKEEPER	HOURS	RATE	TOTAL
Widom, Mitchell E	3.30	350.00	\$1,155.00
Baena, Scott L	8.00	450.00	\$3,600.00
Turken, Robert W	12.60	390.00	\$4,914.00
Siegel, Robert M	1.40	340.00	\$476.00
Seese, Michael D	0.50	275.00	\$137.50
Gonzalez, Raquel M	10.50	260.00	\$2,730.00
Green, Daniel R	1.70	180.00	\$306.00
Sakalo, Jay M	12.80	235.00	\$3,008.00
TOTAL	50.80		\$16,326.50

MATTER SUMMARY OF COSTS ADVANCED

Photocopies	\$46.35
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BILZIN SUMBERG DUNN BAENA PRICE & AXELROD LLP

TOTAL

\$46.35

TOTAL PROFESSIONAL SERVICES AND COSTS ADVANCED THIS MATTER

\$16,372.85

BILZIN SUMBERG DUNN BAENA PRICE & AXELROD LLP

Atty - SLB

RE: 27 - Litigation Consulting

Client No. 74817/15563

01/19/02	SLB	0.20	90.00	Letter from D. Scott re: motion to dismiss ZAI class action (.2).
01/19/02	JMS	1.50	352.50	Review docket (.2); receive and review certified complaint for declaratory judgment and injunction relief against National Claim Fire Insurance Company (.4); review docket in related adversary (.2); review affidavit of Jay Hughes in support of TRO/preliminary injunction against National Union (.7).
01/21/02	JMS	0.20	47.00	Review correspondence from D. Scott re Debtors' motion to dismiss ZAI class action adversary (.2).
01/22/02	SLB	0.50	225.00	Telephone call from D. Speights re: response to ZAI motion to dismiss (.3); telephone call to M. Dies re: same (.2).
01/25/02	JLH	1.00	100.00	Research Pacer system regarding new adversary filing of Sealed Air Corp., in the state of New York (.60); various telephone conversations with copy services in New York regarding duplication of documents (.40).
01/28/02	JLH	1.40	140.00	Research Pacer system regarding for updated docket (.80); research New York Supreme Court regarding new suit filed by Sealed Air Corp. (.60).
01/30/02	JMS	2.10	493.50	Begin draft of joinder to ZAI motion to dismiss (2.1).
01/31/02	SLB	0.70	315.00	Conference with J. Sakalo re: strategy on joinder in motion to dismiss (.3); review DC NY opinion (.4).
01/31/02	JMS	1.10	258.50	Telephone conference with S. Baena regarding motion to dismiss (.3); revise draft of joinder to motion to dismiss (.8).

PROFESSIONAL SERVICES

\$2,021.50

MATTER SUMMARY OF PROFESSIONAL SERVICES

TIMEKEEPER	HOURS	RATE	TOTAL
Baena, Scott L	1.40	450.00	\$630.00
Sakalo, Jay M	4.90	235.00	\$1,151.50
Heredia, Jose L	2.40	100.00	\$240.00
<i>TOTAL</i>	<i>8.70</i>		<i>\$2,021.50</i>

TOTAL PROFESSIONAL SERVICES AND COSTS ADVANCED THIS MATTER

\$2,021.50

BILZIN SUMBERG DUNN BAENA PRICE & AXELROD LLP

CLIENT SUMMARY OF PROFESSIONAL SERVICES THIS PERIOD

Widom, Mitchell E	3.30	\$1,155.00
Gonzalez, Raquel M	10.50	\$2,730.00
Baena, Scott L	49.60	\$22,320.00
Green, Daniel R	1.70	\$306.00
Flores, Luisa M	11.00	\$1,100.00
Sakalo, Jay M	81.70	\$19,199.50
Turken, Robert W	12.60	\$4,914.00
Siegel, Robert M	1.40	\$476.00
Box, Anthony D	0.90	\$90.00
Heredia, Jose L	6.00	\$600.00
Seese, Michael D	0.50	\$137.50
TOTAL PROFESSIONAL FEES THIS PERIOD		\$53,028.00
PROFESSIONAL SERVICES DISCOUNT		-\$3,374.50
PROFESSIONAL SERVICES		\$49,653.50

CLIENT SUMMARY OF COSTS ADVANCED

Airfare	\$3,999.00
Photocopies	\$337.65
Fares, Mileage, Parking	\$170.58
Telecopies	\$189.00
Federal Express	\$54.81
Long Distance Telephone	\$429.02
Long Distance Telephone-Outside Services	\$862.74
Lodging	\$676.90
Meals	\$75.48
Messenger Services	\$175.00
Staff Overtime	\$211.53
Pacer - Online Services	\$229.32
Postage	\$0.57
Professional Services	\$547.88
Westlaw-Online Legal Research	\$14.59
TOTAL COSTS ADVANCED THIS PERIOD	\$7,974.07
TOTAL AMOUNT DUE THIS PERIOD	<u>\$57,627.57</u>

BILZIN SUMBERG DUNN BAENA PRICE & AXELROD LLP

CLIENT SUMMARY

	TIME	COSTS ADVANCED	TOTAL
BALANCE AS OF- 01/31/02			
WR Grace-Official Committee of Prope			
01- Case Administration/15537	18,382.00	6,971.61	25,353.61
02 - Debtors' Business Operations/15538	616.50	2.25	618.75
03 - Creditors Committee/15539	2,654.00	405.98	3,059.98
04 - Retention of Professionals/15540	940.00	0.00	940.00
07 - Fee Applications/15543	1,388.50	547.88	1,936.38
08 - Court Appearances/15544	3,950.00	0.00	3,950.00
09 - Claims Administration/Objections/15545	0.00	0.00	0.00
10 - Travel/15546	3,374.50	0.00	6,749.00
11 - Fraudulent Transfer Litigation (Sealed Air/Fresenius)/15547	16,326.50	46.35	16,372.85
27 - Litigation Consulting/15563	2,021.50	0.00	2,021.50
Client Total	\$49,653.50	\$7,974.07	\$57,627.57