IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:	Chapter 11
W.R. Grace & Co., et al.	Case No. 01-01139 (JKF)
Debtors.	Jointly Administered

SEVENTEENTH MONTHLY FEE APPLICATION OF STROOCK & STROOCK & LAVAN LLP FOR COMPENSATION FOR SERVICES RENDERED AND REIMBURSEMENT OF EXPENSES AS COUNSEL TO THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS FOR THE PERIOD FROM AUGUST 1, 2002 THROUGH AUGUST 31, 2002

Name of Applicant	**Stroock & Stroock & Lavan LLP**
Authorized to Provide Professional Services to:	**Official Committee of Unsecured Creditors**
Date of Retention:	**April 12, 2001**
Period for which compensation and reimbursement is sought	**August 1, 2002 – August 31, 2002**
Amount of Compensation sought as actual, reasonable and necessary:	**$93,522.50 (80% - $74,818.00)**
Amount of Expense Reimbursement sought as actual, reasonable and necessary:	**$11,539.51 (Stroock)** **$5,046.70 (Chambers)**

This is an: ☒ interim ☐ final application

The total time expended for the preparation of the Sixteenth Monthly Fee Statement and the Fifth Quarterly Fee Application is approximately 19.9 hours and the corresponding compensation requested is approximately $6,982.00.

Attachment A

Monthly Fee Applications

		Requested		Approved for Payment	
Date Filed	Period Covered	Fees	Expenses	Fees	Expenses
May 30, 2001	4/12/01-4/30/01	$138,926.00	$1,975.13	$111,140.80	$1,975.13
July 2, 2001	5/1/01 – 5/31/01	$139,928.75	$6,884.73	$111.943.00	$6,884.73
July 30, 2001	6/1/01 – 6/30/01	$91,019.00	$10,458.14	$72,815.20	$10,458.14
August 31, 2001	7/1/01-7/31/01	$92,308.00	$5,144.37	$73,846.40	$5,144.37
October 2, 2001	8/1/01 8/31/01	$53,873.50	$3,069.88	$43,098.80	$3,069.88
October 31, 2001	9/1/01 – 9/30/01	$58,742.00	$6,801.32	$46,993.60	$6,801.32
November 26, 2001	10/1/01 – 10/31/01	$101,069.00	$3,562.09	$80,855.20	$3,562.09
January 8, 2002	11/1/01 – 11/30/01	$136,368.50	$8,847.34	$109,094.80	$8,847.34
February 1, 2002	12/01/01 – 12/31/01	$92,064.50	$9,471.47	$73,651.60	$9,471.47
March 14, 2002	01/01/02 – 01/31/02	$100,231.50	$14,675.58	$80,185.20	$14,675.58
April 22, 2002	02/01/02 – 02/28/02	$88,974.50	$16,863.97	$71,179.60	$16,863.97
May 8, 2002	03/01/02 – 03/31/02	$77,964.25	$1,190.44	$62,371.40	$1,190.44
June 3, 2002	04/01/02 – 04/30/02	$97,251.50	$11,588.86	$77,801.20	$11,588.86

July 3, 2002	05/01/02-05/31/02	$71,910.75	$46,105.12	$59,918.60	$46,105.12
August 5, 2002	06/01/02 – 06/30/02	$73,097.75	$116,720.77	$58,477.40	$116,720.77
September 20, 2002	07/01/02 – 07/31/02	$90,903.27	$13,274.04	$72,722.61	$13,274.04

WR GRACE & CO				
ATTACHMENT B				
AUGUST 1, 2002 - AUGUST 31, 2002				
	Hours	Rate	Amount	No. of Years In Position
Partners				
Kruger, Lewis	8.6	$ 695.00	$ 5,977.00	32
Pasquale, Kenneth	26.3	$ 495.00	$ 13,018.50	3
Associates				
Berg, Madelaine	0.2	$ 500.00	$ 100.00	22
Krieger, Arlene	98.9	$ 475.02	$ 46,977.50	18
Sasson, Moshe	38.7	$ 395.00	$ 15,286.50	8
Taruschio Anna	17.3	$ 285.00	$ 4,930.50	2
Paraprofessionals				
Bertuglia Lyons, Jessica	6.2	$ 155.00	$ 961.00	4
Calvo, Fernando	0.5	$ 135.00	$ 67.50	1
Defreitas, Vaughn	14.2	$ 100.00	$ 1,420.00	14
Kaufman, Eric	0.2	$ 120.00	$ 24.00	4
Mariano, Christine	16.9	$ 155.00	$ 2,619.50	6
Schoenfeld, Benjamin	3.5	$ 155.00	$ 542.50	1
Serrette, Rosemarie	9.4	$ 170.00	$ 1,598.00	14
Subtotal	**240.9**		**$ 93,522.50**	
Less 50% Travel	**-0.8**		**$ (371.25)**	
Total	**240.1**		**$ 93,151.25**	

WR GRACE & CO			
COMPENSATION BY PROJECT CATEGORY			
AUGUST 1, 2002 - AUGUST 31, 2002			
Matter Code	**Project Category**	**Hours**	**Total Fees ($)**
0002	Asbestos: Claims Analysis and Valuations	37.9	$ 16,731.50
0008	Asset Acquisitions/Business Combinations	1.3	$ 617.50
0013	Business Operations	0.9	$ 432.50
0014	Case Administration	31.2	$ 8,928.50
0015	Claims Analysis/Objections/Administration (Non-Asbestos)	0.6	$ 285.00
0017	Committee Matters and Creditor Meetings	14.5	$ 6,887.50
0018	Fee Applications of Self	19.9	$ 6,982.00
0020	Fee Applications of Others	2.3	$ 1,092.50
0021	Employee Matters	6.3	$ 2,992.50
0034	Litigation/Fraudulent Conveyance	110.2	$ 39,190.00
0035	Non-Working Travel Time	1.5	$ 742.50
0037	Preparation for and Attendance at Hearings	12.9	$ 7,975.50
0040	Retention of Professionals	0.7	$ 332.50
0041	Stay Litigation (Section 362)	0.7	$ 332.50
	Subtotal	**240.9**	**$ 93,522.50**
	Less 50% Travel	**-0.8**	**$ (371.25)**
	Total	**240.2**	**$ 93,151.25**

STROOCK

SERVICE AND EXPENSE REMITTANCE SUMMARY

DATE	October 23, 2002
INVOICE NO.	271613
CLIENT	W R Grace & Co
	7500 Grace Drive
	Columbia, MD 21044-4098
RE	699843 W R Grace & Co

TOTAL FOR PROFESSIONAL SERVICES RENDERED	$ 93,522.50
TOTAL DISBURSEMENTS/CHARGES	$ 11,539.51
TOTAL BILL	$ 105,062.01

Please return this page with your remittance and please reference the client/matter number on all related correspondence.

AMOUNT PAID $

Any disbursement balances shown are compiled from original sources as entered on our records to the billing date shown. Any disbursements/charges invoiced to us or posted by us subsequent to that date will be reflected in future billing.

STROOCK

DATE	October 23, 2002
INVOICE NO.	271613
CLIENT	W R Grace & Co
	7500 Grace Drive
	Columbia, MD 21044-4098
RE	699843 W R Grace & Co

FOR PROFESSIONAL SERVICES RENDERED and disbursements incurred for the period through August 31, 2002 in connection with the following matters:

	FEES	DISBURSMENTS	TOTAL
0002 Asbestos: Claims Analysis and Valuations	16,731.50	0.00	16,731.50
0008 Asset Acquisitions/Business Combinations	617.50	0.00	617.50
0013 Business Operations	432.50	0.00	432.50
0014 Case Administration	8,928.50	0.00	8,928.50
0015 Claims Analysis/Objections/Administration (Non-Asbestos)	285.00	0.00	285.00
0017 Committee Matters and Creditor Meetings	6,887.50	0.00	6,887.50
0018 Fee Applications of Self	6,982.00	0.00	6,982.00
0020 Fee Applications of Others	1,092.50	0.00	1,092.50
0021 Employee Matters	2,992.50	0.00	2,992.50
0024 Expenses	0.00	11,539.51	11,539.51
0034 Litigation/Fraudulent Conveyance	39,190.00	0.00	39,190.00
0035 Non-Working Travel Time	742.50	0.00	742.50
0037 Preparation for and Attendance at Hearings	7,975.50	0.00	7,975.50
0040 Retention of Professionals	332.50	0.00	332.50
0041 Stay Litigation (Section 362)	332.50	0.00	332.50
TOTAL	93,522.50	11,539.51	105,062.01

STROOCK

INVOICE

DATE	October 23, 2002
INVOICE NO.	271613
CLIENT	W R Grace & Co
	7500 Grace Drive
	Columbia, MD 21044-4098

FOR PROFESSIONAL SERVICES RENDERED in the captioned matter for the period through August 31, 2002, including:

RE	Asbestos: Claims Analysis and Valuations 699843 0002

DATE	DESCRIPTION	NAME	HOURS
08/01/2002	M. Sasson - Research and obtain 3rd Circ. decision in re: Federal Mogul	Kaufman, E.	0.2
08/01/2002	Review Chambers response to ACC brief, incorporate into brief (3.0); obtain and review Federal Mogul decision by 3rd Circuit (.8); e-mails, t/c K. Pasquale re: use in brief same (.3).	Sasson, M.	4.1
08/02/2002	Attention to Committee's draft brief on case management issues (5.0)	Pasquale, K.	5.0
08/02/2002	Review Chambers response to ACC brief, incorporate into brief (3.0); o/c K. Pasquale re: same (.2); review SA memo re: federal (. 1); t/c M. Lyman re: ACC response brief (.2).	Sasson, M.	3.5
08/05/2002	Memos to and from K. Pasquale re draft brief on PI asbestos claims case management (.1); review draft committee brief (.8); office conference KP re same (.2); review recently filed discovery-related pleadings in the ZAI	Krieger, A.	1.8

DATE	DESCRIPTION	NAME	HOURS
	litigation (.6); Judge Fitzgerald July 22 Order re ZAI motion of leave to appeal (.1).		
08/05/2002	Further attention to Committee's draft case management brief (2.0); telephone conference T. Maher re same (.1)	Pasquale, K.	2.1
08/05/2002	Review comments from Chambers, K. Pasquale, revise brief (2.0); finalize, t/c and e-mail to local counsel (.2).	Sasson, M.	2.2
08/06/2002	Review Equity Committee brief regarding pi case management (.2).	Krieger, A.	0.2
08/06/2002	Revise/finalize CMO brief (.3); attention to filing/service issues (t/c J. Greenberg, R. Riley, B. Ketchum, K. Pasquale re: same; review dockets for associated filintgs) (1.5); attention to filings (equity committee brief; transcript of 7/22/02 hearing (1.5).	Sasson, M.	3.3
08/07/2002	Reviewed proposed order setting ZAI litigation schedule (.3) and review other recent pleadings; memorandum of unofficial committee of select asbestos claimants re case management process (.3).	Krieger, A.	0.6
08/07/2002	Review ZAI CMO (.2); review SAC reply/exhibits to estimation motions and exhibits (.8); review equity committee case management proposal (.5).	Sasson, M.	1.5
08/08/2002	Review Debtor's revised ZAI budget (.2)..	Krieger, A.	0.2
08/08/2002	Review unofficial committee of select asbestos claimants' memorandum re pi claims management proposals (.7).	Krieger, A.	0.7
08/12/2002	Review equity security holders brief re case management proposals (.2).	Krieger, A.	0.2
08/12/2002	Attention to filings/memos (memo re: class certification decision in Armstrong; settlement info re: B&W).	Sasson, M.	0.4
08/13/2002	Review ZAI claimants revised special counsel designation and litigation budget for trial (.2).	Krieger, A.	0.2
08/13/2002	Attention to case management brief submitted by Unofficial Select Asbestos Claimants	Pasquale, K.	1.2

DATE	DESCRIPTION	NAME	HOURS
	Committee (1.0); attention to Equity Committee's case management brief (.2)		
08/13/2002	Attention to filings (revised ZAI budget).	Sasson, M.	0.2
08/19/2002	Attention to filings (Order Denying ZAI Motion to Appeal).	Sasson, M.	0.2
08/21/2002	Attention to PI Committee reply brief regarding case management issues (.3).	Pasquale, K.	0.3
08/21/2002	Review ACC reply motion on case management order.	Sasson, M.	0.5
08/22/2002	Review Carol Gerard pleadings for August 26, 2002 hearing (1.5).	Krieger, A.	1.5
08/22/2002	Attention to debtors' reply on case management issues (1.0).	Pasquale, K.	1.0
08/22/2002	Review debtors reply brief re: case management proposal.	Sasson, M.	1.5
08/23/2002	Review Debtor's certification with respect to the ZAI trial (.3); review Continental Casualty's objection to Gerard motion for consideration (.7); Debtors' objection to Gerard (.3); Maryland's objection (.4).	Krieger, A.	1.7
08/27/2002	Review memorandum to the Court seeking declaration from court on voting by nonimpaired claimants (2.0).	Krieger, A.	2.0
08/29/2002	Complete review of memorandum to the Court, with exhibits re seeking declaration that unimpaired claims have no present right to payment and cannot vote (1.6).	Krieger, A.	1.6

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Kaufman, Eric	0.2	$ 120	$ 24.00
Krieger, Arlene	10.7	475	5,082.50
Pasquale, Kenneth	9.6	495	4,752.00
Sasson, Moshe	17.4	395	6,873.00

TOTAL FOR PROFESSIONAL SERVICES RENDERED	$ 16,731.50

TOTAL FOR THIS MATTER	$ 16,731.50

RE	Asset Acquisitions/Business Combinations 699843 0008

DATE	DESCRIPTION	NAME	HOURS
08/23/2002	Telephone call S. Cunningham, L. Hamilton re acquisitions of OCC Technology by ART, Grace, Chevron joint venture, other matters (.5); review memo from FTI re ART acquisition analysis (.5).	Krieger, A.	1.0
08/27/2002	Memo to S. Cunningham re comments to memorandum on OCC acquisition (.2); telephone call S. Cunningham re memo comments (.1).	Krieger, A.	0.3

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Krieger, Arlene	1.3	$ 475	$ 617.50

TOTAL FOR PROFESSIONAL SERVICES RENDERED	$ 617.50

TOTAL FOR THIS MATTER	$ 617.50

RE	Business Operations 699843 0013

DATE	DESCRIPTION	NAME	HOURS
08/19/2002	O/C A. Krieger re: fraudulent transfer litigation.	Berg, M.	0.2
08/19/2002	Office conference M.Berg re Grace's environmental liabilities and evaluation in the fraudulent conveyance litigation (.3).	Krieger, A.	0.3
08/29/2002	Complete review of FTI analysis of second quarter operating performance (.2); memo to S. Cunningham, L. Hamilton re same (.1).	Krieger, A.	0.3
08/29/2002	Office conference F. Calvo re Form 101 and Form 8K recently filed by the Company.	Krieger, A.	0.1

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Berg, Madelaine	0.2	$ 500	$ 100.00
Krieger, Arlene	0.7	475	332.50
TOTAL FOR PROFESSIONAL SERVICES RENDERED		$ 432.50	
TOTAL FOR THIS MATTER		$ 432.50	

RE	Case Administration 699843 0014

DATE	DESCRIPTION	NAME	HOURS
08/05/2002	Memo from and to FTI re acquisition of PWC employees and supplemental affidavit to be filed (.1); review same (.4); review updated docket (.1).	Krieger, A.	0.6
08/06/2002	Office conference S. Cunningham re review of supplemental affidavit of Ed Ordway, meeting with Chambers, other (.2); review proposed form of supplemental affidavit and comments thereto (.5); memos to LK re same (.2); telephone call S. Cunningham re affidavit comments (.2); review updated case docket (.2); memos from and to LK re hearing schedule before Judge Fitzgerald (.1); memo to LK re upcoming omnibus hearing dates (.1),	Krieger, A.	1.5
08/06/2002	Creditor inquiry (Ann Costantino) re bar date (.3); office conference RS re above (.2)	Krieger, A.	0.5
08/06/2002	Conf. w/ former employee re: proof of claim (.1)	Serrette, R.	0.1
08/07/2002	Reviewed revised Ordway supplemental affidavit (.1); telephone call S. Cunningham, L. Hamilton re supplemental affidavit and outstanding receivable to BRS (.2); memos to and from LK, KP re Ross Expert Report, Sealed Air pleadings and distribution of the same (.2).	Krieger, A.	0.5
08/08/2002	Download court filed doc's into system database and distribute to working group	Defreitas, V.	1.2
08/08/2002	Memo to L.Hamilton, S. Cunningham re responding to the fee auditor's report (.1).	Krieger, A.	0.1
08/08/2002	Telephone call A. Brown re creditors inquiry re the bar date and proof of claim form (.1).	Krieger, A.	0.1

DATE	DESCRIPTION	NAME	HOURS
08/09/2002	Various updating/documents in filesurf database.	Defreitas, V.	3.3
08/09/2002	Correspondence from and to FTI re acquisition of BRS group of PWC (.4).	Krieger, A.	0.4
08/12/2002	Office conference LK re Babcock case (.1); memos to and from J. Baer re Babcock case and press release issues (.2); memo to LK re same (.1).	Krieger, A.	0.4
08/13/2002	Office conference V. DeFreitas re new docketed pleadings (.5); review updated docket (.1); memo to VD re pleadings to be obtained (.1)	Krieger, A.	0.7
08/14/2002	Downloading electronically filed documents and distribute same (1.0); updated correspondence & memo (.2); updating various doc's in filesurf database (2.3)	Defreitas, V.	3.5
08/15/2002	Office conference S. McLaughlin re Committee contact list revision (.1).	Krieger, A.	0.1
08/16/2002	Download electronically filed Bky; Adv Pro doc's and distribute same (1.4); research transcript filed July 25, 2002 at L. Kruger request (.5); conf with K.S & AK in regards to electronic filing system (.3)	Defreitas, V.	2.2
08/16/2002	Office conferences V. Defreitas, RS re daily review of docket; newly filed opinions, documents (.5); memos from and to KP re transcript of 7/25/02 hearing (.1); office conference LK re 7/25/02 hearing (.1).	Krieger, A.	0.7
08/19/2002	Memo to KP re August 26, 2002 hearing before Judge Fitzgerald (.2); review agenda for 8/26/02 hearing (.1); office conference LK re 8/26/02 hearing (.1); telephone call S. Cunningham re Ordway affidavit on PWC acquisition (.1).	Krieger, A.	0.5
08/20/2002	Review correspondence from L. Hamilton re revised form of supplemental affidavit of Ed Ordway (.1); memo to L. Hamilton re outstanding questions on acquisition (.1).	Krieger, A.	0.2
08/21/2002	Telephone call L. Hamilton re supplemental Ordway application discussing BRS acquisition	Krieger, A.	0.7

DATE	DESCRIPTION	NAME	HOURS
	(.3); memo to LK re same (.1); memo from L. Hamilton re FTI response to fee auditor and memo to LK re same (.1); telephone call L. Hamilton re filing of response to fee auditor's report (.1); telephone call LK re same (.1).		
08/22/2002	Download recently filed asbestos bankruptcy case pleadings and distribute same (1.3), Researched at R.S's request re: fee auditor's report (.2); searched outline court docket for transcript dated July 25, 2002 at re: A. Krieger's request (.3).	Defreitas, V.	1.8
08/22/2002	Memo to and from L. Hamilton re status of discussion with W. Smith with respect to FTI's 4th Quarterly report (.1); review correspondence to W. Smith (.1); further memo to L. Hamilton re updated analysis of compensation request (.1).	Krieger, A.	0.3
08/23/2002	Download recently filed asbestos bankruptcy case pleadings and distribute same; Retrieved at R.S's request monthly file statements	Defreitas, V.	0.9
08/23/2002	Memos to and from KP re Chambers' invoices to be forwarded to Smith (.3); memo to and from M. Lastowski re obtaining July 25, 2002 transcript and process to receive notification of docket matters (.3); memo to KP, LK re global strategy meeting with FTI, Chambers Associates (.1); memo to an from L. Hamilton re agreement with fee auditor on fee award, related matters (.2).	Krieger, A.	0.9
08/26/2002	Telephone conference with creditor re pending litigation against the debtors, related matters (.5).	Krieger, A.	0.5
08/26/2002	Telephone call Warren Smith re hearing results on fee applications, preparation of spread sheets and earlier drafts of amended fee order (.3); office conference RS re spreadsheet (.1); prepare correspondence to W. Smith re fifty-two matter numbers used by SSL (.5); review files for earlier drafts of amended administrative fee order (.5); office conference V. DeFreitas re prior drafts of amended fee order (.3); review correspondence from Duane Morris re updated docket (.1).	Krieger, A.	1.8

DATE	DESCRIPTION	NAME	HOURS
08/27/2002	Download various court filed documents and distributed same	Defreitas, V.	0.5
08/27/2002	Memos to V. DeFreitas re July 25, 2002 transcript (.2); telephone call Judge Wolin's chambers re July 25, 2002 transcript (.1); telephone call Jackie Kashmen re July 25, 2002 transcript (.1); memo to LK, KP re same (.1); telephoen calls R. Douglas re Committee composition (.1); office conference LK re same (.1); office conference S. McLaughlin re Sealed Air motion to strike and July 25 transcript (.2); telephone call L. Hamilton re 8/26/02 hearing before the Court (.1); correspondence form W. Smith re proposed matter numbers (.1); telephone call RS re message re proposed matter numbers (.1).	Krieger, A.	1.2
08/28/2002	Download court filed doc's into system database and distribute to working group.	Defreitas, V.	0.8
08/28/2002	Memo to Warren Smith re proposed matter categories for spread sheet (.2); office conferences RS re same (.6); memo to and from W. Smith re proposed matter categories (.4); telephone conference W. Smith re categories and outstanding questions (.2); memo to RS re final categories (.1).	Krieger, A.	1.5
08/28/2002	Telephone call Conor Bastable (Davidson Kempner) re status of the case, including the ZAI and fraudulent transfer litigations (.5).	Krieger, A.	0.5
08/29/2002	Per A. Krieger, obtained the latest W.R. Grace 10-Q and 8-K.	Calvo, F.	0.5
08/29/2002	Office conference RS re substance of conversation with W. Smith on spreadsheet matter categories (.3); telephone call with W. Smith re revisions to matter categories, look to Trustee's Guidelines for guidance (.2); further memo from W. Smith (.1); reviewed orders issued by the Court on 8/26/02 including the BMW and GE stipulations, the order approving the Debtors' implementation of compensation programs, ZAI litigation (.3).	Krieger, A.	0.9
08/29/2002	Memo from and to Conor Bastable re follow-up inquiry on ZAI, fraudulent transfer	Krieger, A.	0.5

DATE	DESCRIPTION	NAME	HOURS
	litigations (.5).		
08/29/2002	Conferences with A. Krieger to finalize with the Fee Auditor the matters for the preparation of the fee spread sheet (.3); work regarding same (.9).	Serrette, R.	1.2
08/30/2002	Memo from and to C. Bastable re ZAI pleadings.	Krieger, A.	0.1

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Calvo, Fernando	0.5	$ 135	$ 67.50
Defreitas, Vaughn	14.2	100	1,420.00
Krieger, Arlene	15.2	475	7,220.00
Serrette, Rosemarie	1.3	170	221.00
TOTAL FOR PROFESSIONAL SERVICES RENDERED		$ 8,928.50	
TOTAL FOR THIS MATTER		$ 8,928.50	

RE	Claims Analysis/Objections/Administration (Non-Asbestos) 699843 0015

DATE	DESCRIPTION	NAME	HOURS
08/09/2002	Telephone call C. Lane re status of pending matters including Debtors' motion for compensation benefits, Kane stay relief motion, Kellogg motion, BMW Constructors lien issues and GE Railcar motion to compel payment and assumption of railcars (.5).	Krieger, A.	0.5
08/30/2002	Memo from and to J. Baer re review of claims docket and reporting from Rust Consulting (.1).	Krieger, A.	0.1

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Krieger, Arlene	0.6	$ 475	$ 285.00

TOTAL FOR PROFESSIONAL SERVICES RENDERED	$ 285.00

TOTAL FOR THIS MATTER	$ 285.00

RE	Committee Matters and Creditor Meetings 699843 0017

DATE	DESCRIPTION	NAME	HOURS
08/05/2002	Telephone call T. Osseloff re Judge Wolin's decision (.1); memos from and to R. Douglas re confirmation from Grace of agreement to sign-off on schedule A parties to confidentiality agreement and distribution of materials to same (.3); telephone call R. Douglas re same (.1).	Krieger, A.	0.5
08/06/2002	Review transcript of July 22 hearing and prepare draft memorandum to the Committee advising of hearing results (1.5).	Krieger, A.	1.5
08/07/2002	Continue to review transcript from July 22 hearings before Judge Fitzgerald and prepare memo to Committee re results of same (3.3); telephone call S. Cunningham re 7/22/02 hearing on Debtors compensation motion (.1); review correspondence from R. Douglas (.1) telephone call R. Douglas re sign off by Grace on transmittal of materials to bank signatories (.1); memo to and from LK re same (.1).	Krieger, A.	3.7
08/08/2002	Memorandum to the Committee re Conway DelGenio Expert Report (.5); review Debtors' motion to further extend exclusivity (.3); prepare memo to the Committee re same, other (1.5); memo to C. Lane re status of pending matters (.1); memo to and from R. Douglas re form of cover letter to be used for forwarding documentation to R. Douglas for signatory Banks/Transferees (.3); memo to S. Cunningham re transmittal letter for Signatory Banks/Transferees (.1); memo to and from E. Ordway, S. Cunningham re information to the Committee with respect to FTI's acquisition of BRS practice of PWC (.4); finalize memorandum to the Committee re Judge Newsome's decision denying class certification issues (.5); office conferences LK re Debtors' exclusivity motion (.1).	Krieger, A.	3.8

DATE	DESCRIPTION	NAME	HOURS
08/09/2002	Memos from FTI re financial documentation to Signatory Banks (.1); memo from R. Douglas re documentation to Signatory Banks (.1).	Krieger, A.	0.2
08/13/2002	Memo to LK re exclusivity memo (.1); memo to LK re memo discussing Babcock settlement discussions (.1); prepare memo on Babcock settlement (.7); memo to the Committee re settlement terms of Babcock case (.1); memo to TM re exclusivity extension request (.1).	Krieger, A.	1.1
08/13/2002	Review McDermott, B&W web sites for information relating to the settlement discussion and economic terms thereof (1.0); memo to LK re above (.1).	Krieger, A.	1.1
08/14/2002	Memorandum to the Committee re Debtors' motion to extend exclusivity (.1); memo from committee member re response to exclusivity motion (.1).	Krieger, A.	0.2
08/15/2002	Prepare memorandum to the committee re BMW motion (.8); prepare memorandum to the Committee re Bates Expert Report (.5).	Krieger, A.	1.3
08/16/2002	Memo to and from LK re BMW Constructors memorandum (.1); memorandum to the Committee re pending motion of BMW and proposed resolution thereon (.1).	Krieger, A.	0.2
08/20/2002	Review KP memo to the Committee re Sealed Air motion to strike plaintiffs' experts' reports, and underlying motion (.6); memo to KP re same (.1); office conference KP re same (.1).	Krieger, A.	0.8
08/27/2002	Telephone call R. Douglas re documentation and inquiries from participants (.1).	Krieger, A.	0.1

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Krieger, Arlene	14.5	$ 475	$ 6,887.50

TOTAL FOR PROFESSIONAL SERVICES RENDERED	$ 6,887.50

TOTAL FOR THIS MATTER	$ 6,887.50

RE	Fee Applications of Self 699843 0018

DATE	DESCRIPTION	NAME	HOURS
08/02/2002	Prepare 15th monthly fee application with exhibits for filing and service. (3.7)	Serrette, R.	3.7
08/05/2002	Prepare June fee application for filing and service.	Serrette, R.	1.0
08/05/2002	Draft Notice of filing of June fee application (.4); prepare June Fee application for filing and service (.6).	Serrette, R.	1.0
08/06/2002	Office conference RS re preparation of fifth interim quarterly fee application (.1).	Krieger, A.	0.1
08/06/2002	Conf. w/ A. Krieger to prepare for fee hearing (.2); begin preparation for drafting of 5th Quarterly fee application (.5); review of Admin order to determine procedure for hearing on quarterly (.3).	Serrette, R.	1.0
08/07/2002	Review fee auditor's final report to SSL's fourth quarterly (.1).	Krieger, A.	0.1
08/08/2002	Began to prepare SSL Fifth Quarterly Fee Application.	Krieger, A.	1.5
08/09/2002	Continue to prepare Fifth Quarterly Fee Application (3.5).	Krieger, A.	3.5
08/12/2002	Preparation of draft fee application/fifth quarterly (2.8).	Krieger, A.	2.8
08/13/2002	Preparation of quarterly fee application (2.5).	Krieger, A.	2.5
08/15/2002	Edits to exhibits to Fifth Quarterly and prepare same for filing.	Serrette, R.	1.4
08/16/2002	Office conference RS re preparation of fee invoice for July 2002 (.1).	Krieger, A.	0.1
08/25/2002	Review July 2002 fee detail (1.2).	Krieger, A.	1.2

DATE	DESCRIPTION	NAME	HOURS

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Krieger, Arlene	11.8	$ 475	$ 5,605.00
Serrette, Rosemarie	8.1	170	1,377.00
TOTAL FOR PROFESSIONAL SERVICES RENDERED		$ 6,982.00	
TOTAL FOR THIS MATTER		$ 6,982.00	

RE	Fee Applications of Others 699843 0020

DATE	DESCRIPTION	NAME	HOURS
08/07/2002	Review fee auditor's final report to FTI P&M's quarterly application (1.0); telephone call S. Cunningham, L. Hamilton re same (.3); memos to and from LK, KP re fee auditor's comments (.2).	Krieger, A.	1.5
08/09/2002	Memo to FTI re responses to Fee Auditor's comments (.2).	Krieger, A.	0.2
08/15/2002	Memos to and from KP re Chambers' invoices, Carella Byrne fee application (.1).	Krieger, A.	0.1
08/20/2002	Review Reed Smith response to fee auditor's report (.2); review K&E's response to fee auditor's report (.3).	Krieger, A.	0.5

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Krieger, Arlene	2.3	$ 475	$ 1,092.50

TOTAL FOR PROFESSIONAL SERVICES RENDERED	$ 1,092.50

TOTAL FOR THIS MATTER	$ 1,092.50

RE	Employee Matters 699843 0021

DATE	DESCRIPTION	NAME	HOURS
08/19/2002	Review PD Committee's supplemental objection to Debtors' compensation program motion and extensive exhibits thereto (3.8); telephone call S. Cunningham re review of same (.1)	Krieger, A.	3.9
08/20/2002	Prepare comments to supplemental objection by PD Committee to Debtors' compensation programs motion (.6).	Krieger, A.	0.6
08/23/2002	Review of Debtors' response to PD Committee's supplemental objection to motion to implement revised compensation programs (1.3); prepare memo re same (.5).	Krieger, A.	1.8

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Krieger, Arlene	6.3	$ 475	$ 2,992.50

TOTAL FOR PROFESSIONAL SERVICES RENDERED	$ 2,992.50

TOTAL FOR THIS MATTER	$ 2,992.50

RE	Expenses 699843 0024

TOTAL FOR PROFESSIONAL SERVICES RENDERED	$ 0.00

MATTER DISBURSEMENT SUMMARY	
Outside Messenger Service	$ 55.42
Meals	11.75
Local Transportation	131.29
Long Distance Telephone	164.62
Duplicating Costs-in House	736.00
Duplicating Costs-Outside	8739.23
Postage	3.02
Process Service & Calendar Watch	621.74
In House Messenger Service	10.75
Lexis/Nexis	14.25
Facsimile Charges	87.00
Travel Expenses - Transportation	265.00
Westlaw	621.44
Word Processing - Logit	78.00
TOTAL DISBURSEMENTS/CHARGES	$ 11,539.51

TOTAL FOR THIS MATTER	$ 11,539.51

RE	Litigation/Fraudulent Conveyance 699843 0034

DATE	DESCRIPTION	NAME	HOURS
08/01/2002	Attention to Sealed Air motion for leave to appeal (.6); drafted statement joining in motion for leave to appeal (.9)	Pasquale, K.	1.5
08/01/2002	Attention to filings (discovery objections by Sealed Air, deposition notices, motion to compel.	Sasson, M.	0.4
08/05/2002	Review Committee statement in support of Sealed Air motion for leave to appeal (.1); memos to and from KP re same (.1); review Sealed Air motion for leave to appeal (.6); review Judge Wolin's decision on solvency issues (2.2); memo to and from KP re same (.3); review recently field discovery-related pleadings including US's Reply to Special Masters 7/24/02 Order, J, Wolin order denying USA's objections to Special Masters order, Sealed Air's objection to USA discovery requests, notices of deposition (.9).	Krieger, A.	4.2
08/05/2002	Obtain copies of e-mails from bankruptcy and review (.2) and file (.6).	Mariano, C.	0.8
08/05/2002	Attention to plaintiffs' solvency expert report (1.0)	Pasquale, K.	1.0
08/05/2002	Review Hickey deposition.	Sasson, M.	2.5
08/05/2002	Attention to filings (Sealed Air notice to appeal, discovery requests).	Sasson, M.	0.5
08/06/2002	Review plaintiffs memorandum in opposition to Sealed Air's motion for leave to appeal (.5); Judge Dreiers's order on Grace's protective order motion (.1); review Conway DelGenio's expert report (2.0).	Krieger, A.	2.6
08/06/2002	Review e-mails frrom Bankrputcy , & documents received from counsel	Mariano, C.	1.4

DATE	DESCRIPTION	NAME	HOURS
08/06/2002	Attention to plaintiffs' opposition to Sealed Air's motion for leave to appeal (.5)	Pasquale, K.	0.5
08/07/2002	Memo to and from A. Taruschio re fraudulent transfer related research to be conducted (.2).	Krieger, A.	0.2
08/07/2002	Review e-mails from bankruptcy and print and file (1.3)	Mariano, C.	1.3
08/07/2002	Attention to appeal papers (debtors' motion, ACC opposition papers, CC supporting papers)	Sasson, M.	0.8
08/08/2002	Telephone call LK re research to be performed in connection with fraudulent transfer litigation (.2); memo to MS, KP re above (.2); review Grace joinder to Sealed Air motion for leave to appeal (.2); office conference AT re status of research on reasonably equivalent value (.1).	Krieger, A.	0.7
08/08/2002	Draft letter to Pat Abrahams at Group Digesting regarding digesting deposition trasncripts (.3), organize transcripts (3.) and forward via hand delivery (.2). Speak to Ms. Abrahams regarding deposition transcripts (.3) Review e-mails from Bankruptcy and print (6.). Speak to Moshe Sasson regarding deposition transcripts.(.1)	Mariano, C.	1.8
08/08/2002	Review Gries expert report (1.5); attention to filings (opp. to motion to certify; amended witness list; opposition to U.S. motion to reconsider; SAC reply paper to appeal (2.5).	Sasson, M.	4.0
08/09/2002	Printout JR docs from e-mail	Bertuglia Lyons, J.	2.0
08/09/2002	Correspondence from Milberg to Judge Wolin re ZAI decision pre-dating 1998 transfer (.3); office conference LK re same (.1).	Krieger, A.	0.4
08/09/2002	As per Moshe Sasson's direction, obtain additional copies of transcripts, and review transcript for issues re: his reponse to counsel's requests.	Mariano, C.	1.2
08/10/2002	Westlaw research re fraudlulent transfers under UFTA (1.0); review cases, review Wolin decision re insolvency (1.5)	Taruschio, A.	2.5
08/11/2002	Review Harasche case decision.	Krieger, A.	0.2

DATE	DESCRIPTION	NAME	HOURS
08/11/2002	Research re fraudulent transfers under UFA (1.2); review complaint re same (.7)	Taruschio, A.	1.9
08/12/2002	Memos from and to KP re measure of damages for fraudulent transfers (.2); memo to and from LK re above (.2); review analyses of J.Wolin's decision on legal standard for solvency determination (.5); review H. Wasserstein correspondence to Judge Wolin re agenda for 8/16/02 conference (.1); review asbestos Committee's brief in response to Grace's joinder with Sealed Air to certify July 29 Decision (.2); Sealed Air reply in further support of motion for leave to appeal (.2); Sealed Air opposition to USA reconsideration motion (.1).	Krieger, A.	1.5
08/13/2002	Review USA's objection to Special Master's Report (.3).	Krieger, A.	0.3
08/13/2002	Obain copies of e-mails from Bankruptcy (.2), review (.3), print (.4) and organize (.4).	Mariano, C.	1.3
08/13/2002	Attention to filings (brief in opp. to joinder on appeal; USA objections to Special Master's Order).	Sasson, M.	0.4
08/14/2002	Obtain depositions from JaneRose (.2), review (.3), obtain diskettes& load into livenote (.7), review transcripts for accurancy (.5).	Mariano, C.	1.7
08/15/2002	Printout JR docs from email and update jr files	Bertuglia Lyons, J.	4.2
08/15/2002	Memos to and from LK re Bates expert report (.3).	Krieger, A.	0.3
08/15/2002	Meet with Jessica Bertuglia to discuss filing documents in Judgment Roll in Adv. Pro. (.2) Meet with paralegal B. Schoenfeld to discuss deposition transcripts and the indexes (.3). Review indexes prepared by B. Schoenfeld (.8). Load additional transcripts into livenote.(.2)	Mariano, C.	1.5
08/16/2002	Office conferences LK re Judge Wolin's denial of motion for leave to appeal outstanding legal issues on fraudulent transfer action (.4); office conference KP re status of review of corporate transaction discussed with LK (.3).	Krieger, A.	0.7

DATE	DESCRIPTION	NAME	HOURS
08/16/2002	Attention to J. Wolin decision denying interlocutory appeal (.2); memo to committee regarding same (.2); attention to Sealed Air's motion to strike expert reports (1.0).	Pasquale, K.	1.4
08/19/2002	Office conference MS re indemnification provisions of 1998 transaction (.7); office conferences KP re reasonably equivalent value research (.1); office conference LK re same (.1); began to review Sealed Air/Grace transaction documents (.3); telephone call S. Cunningham re review and critique of Conway DelGenio valuation analysis (.1); telephone call David Kaplan (Milberg Weiss) re M. Peterson's expert report and other documents subject to the "attorneys eyes only protective order" (.1); memo to Jan Baer re above (.4); court's memorandum decision denying Sealed Air motion for leave to appeal July 29 Order (.1); order re USA's motion for reconsideration of 7/24/02 order (.1); review supplemental affidavit of Henry Wasserstein (.5).	Krieger, A.	2.5
08/19/2002	Attention to Bates expert report (2.3).	Pasquale, K.	2.3
08/19/2002	Review/analyze indemnification provisions (2.0); o/c K. Pasquale re: same (.2); o/c A. Kreiger re: same (.5); review sealed air motion to strike expert opinion (1.0); draft memo to committee re: same (1.5); attention to filings (discovery orders, order denying expedited appeal) (.2).	Sasson, M.	5.4
08/20/2002	Review applicable sections of Grace/Sealed Air transaction documents (4.5); office conference LK, KP re Sealed Air motion and impact on trial (3.); memo to J. Baer re M. Peterson report inquiry (.1).	Krieger, A.	4.9
08/20/2002	Telephone call with H. Kaminsky regarding Sealed Air's motion before Judge Wolin.	Kruger, L.	0.2
08/20/2002	Attention to filings (motion to extend time (.3); letter from court cancelling conference (.1); letter to Drier re: same (.1); SA letters to Court re: conference (.2); Grace's objection to Drier's ruling (.2); sealed air motion to exclude ZAI evidence (.9); Hass expert report (1.0); SA interrogatories (.2).	Sasson, M.	3.0

DATE	DESCRIPTION	NAME	HOURS
08/21/2002	Continue to review Sealed Air/Grace merger documents (1.0); memos from and to Jan Baer re obtaining the Peterson expert report (.2); memos to and from LK, KP re Debtors' position on "eyes only" documents and our response thereto (.2); telephone calls KP re M. Browdy conversation re documentation (.2).	Krieger, A.	1.6
08/21/2002	Attention to plaintiffs' solvency expert report (1.5); telephone call M. Browdy regarding disclosure of attorneys' eyes only information (.2); drafted letter regarding same (.2).	Pasquale, K.	1.9
08/21/2002	T/c K. Pasquale, V. Defreitas re: Protective Order, search for same.	Sasson, M.	0.3
08/21/2002	Research/review caselaw regarding fraudulent conveyance (2.3).	Taruschio, A.	2.3
08/22/2002	Memo to and from KP re selected provisions of the transaction documents (.6); review additional selected Sealed Air transaction documents and memo to KP re same (1.8); memo from J. Baer re Committee's request to receive documents subject to the "eyes only" protective order (.2); memo to and from KP and LK re same (.2).	Krieger, A.	2.8
08/22/2002	Attention to recent decision of J. Walrath regarding solvency issue/J. Wolin decision (.5); attention to motion to strike Grace's experts (.5).	Pasquale, K.	1.0
08/23/2002	Review Debtors' amended witness disclosure (.2).	Krieger, A.	0.2
08/23/2002	Attention to Grace-Sealed Air indemnity issues (.6); attention to supplemental expert report of Ross and Conway (.5).	Pasquale, K.	1.1
08/26/2002	Memo from and to KP, LK re Committee access to "eyes only" documentation and motion to be prepared seeking such relief (.2); review draft correspondence to Judge Dreier re request for documentation (.4); telephone call KP re comments to draft correspondence to Judge Dreier (.1); review supplement of Wilber Ross to his expert report (.2); review Sealed Air motion to preclude ZAI evidence	Krieger, A.	1.3

DATE	DESCRIPTION	NAME	HOURS
	(.4).		
08/26/2002	Obtain copies of deposition digests for Ken Pasquale (.4). Speak to Group Digesting regarding obtaining additional transcripts (.2). Obtain e-mails from Bankruptcy and review, and print. (1.0)	Mariano, C.	1.6
08/26/2002	Voicemails from and to M. Browdy regarding disclosure issues (.2); attention to Grace opposition to plaintiffs' motion to preclude Grace experts (.5); attended court hearing before Judge Wolin regarding same (1.5); drafted letter motion to Judge Drier regarding attorneys' eyes only documents (.8).	Pasquale, K.	3.0
08/26/2002	Research/review case law regarding reasonably equivalent value (3.1); Westlaw research regarding same (1.3).	Taruschio, A.	4.4
08/27/2002	Review transcript from the 7/20/02 hearing before Judge Wolin (1.0); memo from and to V. DeFreitas re 7/25/02 transcript (.1); office conferences M. Sasson re latest disputes arising out of Courts solvency standards decision, 8/26/02 hearing before Judge Wolin (.3); review Plaintiffs' opposition to Grace objection to Judge Drier's August 19 ruling (.5); began review of July 25, transcript (1.6); review minute order of the 8/26/02 hearing before Judge Wolin and memo to LK re same (.2).	Krieger, A.	3.7
08/27/2002	Review e-mails from Bankruptcy (.2); Create Binder of Documents for Ken Pasquale (.3); Meet with paralegal re: filing of documents from adversarial proceeding (.3); Speak to Pat Abrahams at Group Digesting re: Obtaining additional transcripts for review (.3)	Mariano, C.	1.1
08/27/2002	Attention to filings (expert report responding to Bates opinion (.7); Ross' reply expert report (.7); plaintiff's response to Grace's objection to 8/9/02 ruling (.3); letter to Wolin re: hearing (.3); Grace's opposition to motion to strike (.5).	Sasson, M.	2.5
08/27/2002	Research regarding fraudulent transfer issue (3.5); Westlaw research regarding same (.8).	Taruschio, A.	4.3
08/28/2002	Complete review of 7/25/02 hearing transcript	Krieger, A.	1.5

DATE	DESCRIPTION	NAME	HOURS
	(1.0); memos to LK re indemnification given in the Sealed Air transaction (.2); review Grace's objection to Judge Dreier's decision in discovery issues (.30)		
08/28/2002	Speak with Jessica Bertuglia re: indexes for adversairal proceeding (.3), review e-mails from Vaughn in Bankruptcy (.2), print for Moshe Sasson (.4) and copy for the file (.3)	Mariano, C.	1.2
08/28/2002	Review of deposition testimony (digests) of fact witnesses (1.2)	Pasquale, K.	1.2
08/28/2002	Telephone call with K. Pasquale regarding memo on fraudulent transfer (.3); research/Westlaw regarding same (.7); read case law, memos regarding same (.9).	Taruschio, A.	1.9
08/29/2002	Meet with Moshe Sasson re: Deposition Digests (.2) and obtaining a copy of the docket (.3)	Mariano, C.	0.5
08/29/2002	Attention to Grace's motion and plaintiffs' response re privilege ruling by J. Dreier (.3)	Pasquale, K.	0.3
08/29/2002	Reviewed emails for bankruptcy case (1.0); printed out & organized emails (1.0); Indexed and filed in correspondance (1.5)	Schoenfeld, B.	3.5
08/30/2002	Speak to Vaughn in Bankruptcy and request Docket (.2), review docket for documents relationg to experts (.9). Meet with Moshe Sasson re: Docket. (.2) Send fax to Ms. Flieschman at Millberg's office. (.2)	Mariano, C.	1.5
08/30/2002	T/c K. Pasquale, Judge Drier re: motion for attorneys eyes only documentss (.3); t/c R. Flisehman re: same, direct fax of motion fo F. Flieshman (.3); attention to filings (additional discovery) (.3); coordinate conference call, advise parties (.3); t/c K. Pasquale, docketing re: EDNY Manville hearing (.3).	Sasson, M.	1.5

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Bertuglia Lyons, Jessica	6.2	$ 155	$ 961.00
Krieger, Arlene	29.6	475	14,060.00

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Kruger, Lewis	0.2	695	139.00
Mariano, Christine	16.9	155	2,619.50
Pasquale, Kenneth	15.2	495	7,524.00
Sasson, Moshe	21.3	395	8,413.50
Schoenfeld, Benjamin	3.5	155	542.50
Taruschio Anna	17.3	285	4,930.50

TOTAL FOR PROFESSIONAL SERVICES RENDERED	$ 39,190.00

TOTAL FOR THIS MATTER	$ 39,190.00

RE	Non-Working Travel Time 699843 0035

DATE	DESCRIPTION	NAME	HOURS
08/26/2002	Attendant travel regarding hearing before Judge Wolin (1.5).	Pasquale, K.	1.5

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Pasquale, Kenneth	1.5	$ 495	$ 742.50

TOTAL FOR PROFESSIONAL SERVICES RENDERED	$ 742.50

TOTAL FOR THIS MATTER	$ 742.50

RE	Preparation for and Attendance at Hearings 699843 0037

DATE	DESCRIPTION	NAME	HOURS
08/05/2002	Review of brief to court regarding case management order.	Kruger, L.	0.4
08/16/2002	Telephone call with H. Wasserstein regarding results of Judge Wolin's decision.	Kruger, L.	0.3
08/21/2002	Office conference LK re preparation of materials for the 8/26 hearing (.1).	Krieger, A.	0.1
08/21/2002	Office conference with A. Krieger reviewing court agenda for 8/26 and committees' position.	Kruger, L.	0.3
08/22/2002	Preparation for 8/26/02 hearing (1.6); office conference LK re hearing files (.1); office conferences RS and V. DeFreitas re hearing files (.2); reviewed amended agenda notice (.1).	Krieger, A.	2.0
08/22/2002	Telephone call with K. Kelley of JP Morgan Chase regarding current status in light of Judge Wolin's July 29 decision and Sealed Air's motion to strike.	Kruger, L.	0.4
08/23/2002	Preparation of documentation for 8/26/02 hearings (1.9); office conferences RS re preparation of schedule of outstanding SSL fees/expenses (.2).	Krieger, A.	2.1
08/26/2002	Telephone calls LK re hearings before Judge Fitzgerald (.2); telephone call W. Smith re fee matrix requirements (.1)	Krieger, A.	0.3
08/26/2002	Travel time to NYC from Delaware (2.0).	Kruger, L.	2.0
08/26/2002	Preparing for court hearing, reviewing Libby Montana's motion to vacate stay and responses, ZAI litigation and budget, fee application and examiner's objection (1.6); in court before Judge Fitzgerald regarding various agenda items, ZAI and fees (3.2)	Kruger, L.	4.8

DATE	DESCRIPTION	NAME	HOURS
08/27/2002	Telephone call with D. Bernick regarding results of court hearing.	Kruger, L.	0.2

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Krieger, Arlene	4.5	$ 475	$ 2,137.50
Kruger, Lewis	8.4	695	5,838.00
TOTAL FOR PROFESSIONAL SERVICES RENDERED		$ 7,975.50	
TOTAL FOR THIS MATTER		$ 7,975.50	

RE	Retention of Professionals 699843 0040

DATE	DESCRIPTION	NAME	HOURS
08/13/2002	Review Chambers' invoices and memo to KP re same (.6); telephone call L. Hamilton re contact Smith to discuss open matters (.1).	Krieger, A.	0.7

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Krieger, Arlene	0.7	$ 475	$ 332.50

TOTAL FOR PROFESSIONAL SERVICES RENDERED	$ 332.50

TOTAL FOR THIS MATTER	$ 332.50

RE	Stay Litigation (Section 362) 699843 0041

DATE	DESCRIPTION	NAME	HOURS
08/14/2002	Memo from and to C. Lane re BMW's motion for stay relief and analysis of lien position (.1).	Krieger, A.	0.1
08/15/2002	Telephone call C. Lane re BMW and GE Railcar matters (.1).	Krieger, A.	0.1
08/19/2002	Review Debtors' objection to Timothy Kane lift stay motion (.1).	Krieger, A.	0.1
08/19/2002	Memo to C. Lane re committee position on appropriate stipulation resolving BMW motion (.1).	Krieger, A.	0.1
08/20/2002	Review proposed stipulation re BMW Constructors and memo to Chris Lane re comments thereto (.3).	Krieger, A.	0.3

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Krieger, Arlene	0.7	$ 475	$ 332.50

TOTAL FOR PROFESSIONAL SERVICES RENDERED	$ 332.50

TOTAL FOR THIS MATTER	$ 332.50

TOTAL FOR PROFESSIONAL SERVICES RENDERED	$ 93,522.50
TOTAL DISBURSEMENTS/CHARGES	$ 11,539.51
TOTAL BILL	$ 105,062.01

Any disbursement balances shown are compiled from original sources as entered on our records to the billing date shown. Any disbursements/charges invoiced to us or posted by us subsequent to that date will be reflected in future billing.

STROOCK

DATE	October 23, 2002
INVOICE NO.	271613
CLIENT	W R Grace & Co
	7500 Grace Drive
	Columbia, MD 21044-4098

FOR EXPENSES INCURRED for the period through August 31, 2002

DATE	DESCRIPTION	AMOUNT
Outside Messenger Service		
08/02/2002	Federal Express T#824841041170 S MCLAUGHLIN to: LEWIS KRUGER BEDFORD,NY	9.00
08/05/2002	Federal Express T#829409582850 R SERRETTE to: FRANK J PERCH WILMINGTON,DE	8.96
08/05/2002	Federal Express T#829409582860 R SERRETTE to: WARREN H SMITH DALLAS,TX	10.93
08/05/2002	Federal Express T#829409582871 R SERRETTE to: DAVID SIEGEL COLUMBIA,MD	8.96
08/13/2002	Federal Express T#814154274866 R.SERRETTE to: SYLVIA ASH BROOKLYN,NY	8.96
08/27/2002	FedEx Log 08/02/02 S MCLAUGHLIN TO LEWIS KRUGER	1.35
08/27/2002	FedEx Log 08/05/02 R SERRETTE TO WARREN SMITH	5.80
08/27/2002	FedEx Log 08/05/02 R SERRETTE TO DAVID SIEGEL	1.46
Outside Messenger Service Total		**55.42**
Meals		
08/09/2002	VENDOR: Harry's Outgoing, Inc.; INVOICE#: 073102; DATE: 7/31/02 07/09 Rose Serrette	11.75
Meals Total		**11.75**
Local Transportation		
08/07/2002	NYC Two Ways Inc. SERRETTE 07/17/02 22:19 M from 180 MAIDEN LA to RICHMOND HILL	41.88

DATE	DESCRIPTION	AMOUNT
08/07/2002	VENDOR: Ken Pasquale; INVOICE#: 07/31/02; DATE: 8/7/02 - 07/25 COURT HEARING IN NEWARK, NJ - PARKING CHARGES	40.00
08/22/2002	NYC Two Ways Inc. KRUGER 07/08/02 11:13 M from 180 MAIDEN LA to 343 7 AVE M	19.71
08/22/2002	NYC Two Ways Inc. TARUSCHIO 08/11/02 19:45 M from 180 MAIDEN LA to E 87 ST M	29.70
Local Transportation Total		**131.29**
Long Distance Telephone		
08/01/2002	EXTN.5492, TEL.868-638-5235, S.T.17:22, DUR.03:30	11.08
08/01/2002	EXTN.5562, TEL.973-424-2031, S.T.10:55, DUR.07:00	2.27
08/01/2002	EXTN.5562, TEL.973-424-2000, S.T.16:50, DUR.01:06	0.65
08/02/2002	EXTN.5492, TEL.757-575-0584, S.T.10:45, DUR.00:18	0.32
08/02/2002	EXTN.5492, TEL.757-575-0584, S.T.11:12, DUR.05:42	1.94
08/02/2002	EXTN.5492, TEL.201-384-1279, S.T.15:27, DUR.01:36	0.65
08/02/2002	EXTN.5562, TEL.973-424-2031, S.T.13:13, DUR.00:18	0.32
08/02/2002	EXTN.6015, TEL.202-454-6624, S.T.10:34, DUR.00:24	0.32
08/02/2002	EXTN.6015, TEL.202-454-6624, S.T.12:33, DUR.00:18	0.32
08/02/2002	EXTN.6015, TEL.202-454-6624, S.T.13:14, DUR.00:42	0.32
08/02/2002	EXTN.6015, TEL.202-371-9770, S.T.15:52, DUR.04:18	1.62
08/05/2002	EXTN.5492, TEL.302-657-4924, S.T.11:18, DUR.08:48	2.92
08/05/2002	EXTN.5492, TEL.609-452-9400, S.T.19:01, DUR.02:18	0.74
08/05/2002	EXTN.5492, TEL.609-452-9400, S.T.19:57, DUR.01:06	0.49
08/05/2002	EXTN.5492, TEL.267-981-3322, S.T.20:14, DUR.07:30	1.98
08/05/2002	EXTN.6015, TEL.973-424-2064, S.T.10:43, DUR.04:00	1.30
08/05/2002	EXTN.6015, TEL.973-424-2064, S.T.17:52, DUR.00:54	0.32
08/06/2002	EXTN.3544, TEL.201-556-4040, S.T.16:12, DUR.00:24	0.32
08/06/2002	EXTN.5430, TEL.312-861-2460, S.T.15:36, DUR.02:54	0.97

DATE	DESCRIPTION	AMOUNT
08/06/2002	EXTN.5492, TEL.847-478-4397, S.T.16:20, DUR.00:36	0.32
08/06/2002	EXTN.5544, TEL.201-556-4040, S.T.14:20, DUR.00:36	0.32
08/06/2002	EXTN.6015, TEL.973-424-2064, S.T.10:26, DUR.00:12	0.32
08/06/2002	EXTN.6015, TEL.302-657-4900, S.T.10:45, DUR.01:18	0.65
08/06/2002	EXTN.6015, TEL.973-424-2064, S.T.10:50, DUR.00:48	0.32
08/06/2002	EXTN.6015, TEL.973-424-2064, S.T.14:34, DUR.00:12	0.32
08/07/2002	EXTN.5544, TEL.201-556-4040, S.T.16:15, DUR.01:54	0.65
08/08/2002	EXTN.5544, TEL.978-465-5664, S.T.16:39, DUR.00:48	0.32
08/09/2002	EXTN.5006, TEL.312-861-3268, S.T.13:48, DUR.00:54	0.32
08/09/2002	EXTN.5492, TEL.201-384-1279, S.T.14:04, DUR.03:36	1.30
08/12/2002	EXTN.5492, TEL.954-731-1035, S.T.14:00, DUR.00:12	0.32
08/12/2002	EXTN.5492, TEL.954-731-1035, S.T.14:45, DUR.17:48	5.83
08/12/2002	EXTN.5492, TEL.757-575-0584, S.T.20:01, DUR.00:54	0.25
08/12/2002	EXTN.5492, TEL.757-575-0584, S.T.20:03, DUR.00:06	0.25
08/13/2002	EXTN.5492, TEL.954-731-1035, S.T.12:47, DUR.01:06	0.65
08/13/2002	EXTN.5492, TEL.757-575-0584, S.T.12:53, DUR.06:18	2.27
08/13/2002	EXTN.5492, TEL.757-575-0584, S.T.14:22, DUR.00:12	0.32
08/13/2002	EXTN.5492, TEL.757-575-0584, S.T.14:46, DUR.00:30	0.32
08/13/2002	EXTN.5492, TEL.757-575-0584, S.T.14:47, DUR.07:18	2.59
08/13/2002	EXTN.5492, TEL.757-575-0584, S.T.17:05, DUR.01:00	0.32
08/13/2002	EXTN.5492, TEL.757-575-0584, S.T.17:07, DUR.00:06	0.32
08/13/2002	EXTN.5492, TEL.757-575-0584, S.T.17:14, DUR.12:48	4.21
08/13/2002	EXTN.5492, TEL.757-575-0584, S.T.18:44, DUR.05:30	1.94
08/14/2002	EXTN.5492, TEL.201-384-1279, S.T.09:47, DUR.03:12	1.30
08/15/2002	EXTN.5492, TEL.201-384-1279, S.T.12:38, DUR.03:06	1.30

DATE	DESCRIPTION	AMOUNT
08/15/2002	EXTN.5492, TEL.201-384-1279, S.T.14:14, DUR.03:30	1.30
08/15/2002	EXTN.5492, TEL.954-731-1035, S.T.17:46, DUR.01:42	0.65
08/15/2002	EXTN.5544, TEL.312-861-3268, S.T.11:31, DUR.05:24	1.94
08/16/2002	EXTN.3760, TEL.973-424-2037, S.T.10:57, DUR.00:30	0.32
08/16/2002	EXTN.5492, TEL.757-575-0584, S.T.16:47, DUR.00:12	0.32
08/16/2002	EXTN.5492, TEL.954-731-1035, S.T.17:07, DUR.00:18	0.32
08/16/2002	EXTN.5492, TEL.757-575-0584, S.T.19:46, DUR.00:30	0.25
08/19/2002	EXTN.3544, TEL.201-556-4040, S.T.16:30, DUR.00:48	0.32
08/19/2002	EXTN.5431, TEL.973-424-2031, S.T.13:47, DUR.02:30	0.97
08/19/2002	EXTN.5492, TEL.201-384-1279, S.T.10:06, DUR.05:42	1.94
08/19/2002	EXTN.5492, TEL.201-384-1279, S.T.15:51, DUR.05:48	1.94
08/19/2002	EXTN.5492, TEL.954-731-1035, S.T.18:57, DUR.06:36	1.96
08/19/2002	EXTN.5492, TEL.868-628-7021, S.T.21:01, DUR.13:54	38.77
08/19/2002	EXTN.5544, TEL.732-329-0191, S.T.11:17, DUR.01:00	0.32
08/19/2002	EXTN.5544, TEL.973-297-4889, S.T.11:20, DUR.01:06	0.65
08/20/2002	EXTN.3430, TEL.973-424-2031, S.T.12:51, DUR.03:36	1.30
08/20/2002	EXTN.3544, TEL.973-297-4889, S.T.15:57, DUR.00:48	0.32
08/20/2002	EXTN.5431, TEL.973-424-2031, S.T.11:43, DUR.00:12	0.32
08/20/2002	EXTN.5492, TEL.703-352-2963, S.T.14:14, DUR.00:18	0.32
08/20/2002	EXTN.5492, TEL.301-518-3998, S.T.14:15, DUR.02:36	0.97
08/20/2002	EXTN.5492, TEL.201-384-1279, S.T.14:19, DUR.00:06	0.32
08/20/2002	EXTN.5492, TEL.201-384-1279, S.T.14:30, DUR.01:06	0.65
08/20/2002	EXTN.5562, TEL.202-371-9770, S.T.12:37, DUR.02:42	0.97
08/21/2002	EXTN.3544, TEL.201-556-4021, S.T.10:01, DUR.13:00	4.21
08/21/2002	EXTN.5544, TEL.973-297-4889, S.T.09:51, DUR.00:36	0.32

DATE	DESCRIPTION	AMOUNT
08/21/2002	EXTN.5544, TEL.201-556-4021, S.T.12:48, DUR.01:24	0.65
08/21/2002	EXTN.5562, TEL.203-719-8541, S.T.08:36, DUR.16:06	5.51
08/21/2002	EXTN.5562, TEL.312-861-2000, S.T.12:08, DUR.08:24	2.92
08/22/2002	EXTN.5492, TEL.954-731-1035, S.T.11:54, DUR.03:54	1.30
08/22/2002	EXTN.5492, TEL.954-731-1035, S.T.19:54, DUR.05:00	1.24
08/22/2002	EXTN.5544, TEL.973-297-4889, S.T.10:57, DUR.00:54	0.32
08/23/2002	EXTN.5492, TEL.201-384-1279, S.T.10:52, DUR.07:06	2.59
08/23/2002	EXTN.5492, TEL.954-722-1445, S.T.12:40, DUR.02:06	0.97
08/23/2002	EXTN.5492, TEL.201-384-1279, S.T.13:11, DUR.00:06	0.32
08/23/2002	EXTN.5492, TEL.201-384-1279, S.T.14:47, DUR.02:30	0.97
08/23/2002	EXTN.5492, TEL.954-731-1035, S.T.17:22, DUR.01:30	0.65
08/23/2002	EXTN.5544, TEL.201-556-2121, S.T.14:57, DUR.00:06	0.32
08/23/2002	EXTN.5544, TEL.201-556-4040, S.T.14:58, DUR.10:54	3.56
08/26/2002	EXTN.5492, TEL.954-731-1035, S.T.17:11, DUR.10:06	3.56
08/26/2002	EXTN.5492, TEL.954-731-1035, S.T.18:05, DUR.10:06	3.56
08/26/2002	EXTN.5492, TEL.757-575-0584, S.T.19:26, DUR.01:42	0.49
08/26/2002	EXTN.5544, TEL.302-657-4942, S.T.10:01, DUR.01:54	0.65
08/26/2002	EXTN.5544, TEL.214-698-3868, S.T.12:50, DUR.01:06	0.65
08/26/2002	EXTN.5562, TEL.973-424-2000, S.T.08:37, DUR.01:30	0.65
08/26/2002	EXTN.5562, TEL.312-861-2000, S.T.09:07, DUR.02:54	0.97
08/27/2002	EXTN.5430, TEL.973-424-2031, S.T.15:53, DUR.00:12	0.32
08/27/2002	EXTN.5431, TEL.312-861-2248, S.T.17:08, DUR.01:18	0.65
08/27/2002	EXTN.5544, TEL.973-645-2580, S.T.12:12, DUR.01:24	0.65
08/27/2002	EXTN.6015, TEL.312-861-2000, S.T.12:32, DUR.00:48	0.32
08/28/2002	EXTN.2006, TEL.973-424-2031, S.T.17:48, DUR.01:12	0.65

DATE	DESCRIPTION	AMOUNT
08/28/2002	EXTN.5492, TEL.954-722-1445, S.T.11:24, DUR.06:12	2.27
08/28/2002	EXTN.5492, TEL.954-722-1445, S.T.12:00, DUR.00:42	0.32
08/28/2002	EXTN.5492, TEL.954-731-1035, S.T.12:01, DUR.01:18	0.65
08/28/2002	EXTN.5492, TEL.503-293-4037, S.T.12:25, DUR.00:42	0.32
08/28/2002	EXTN.5492, TEL.301-518-3998, S.T.13:48, DUR.05:54	1.94
08/28/2002	EXTN.5562, TEL.973-645-2580, S.T.17:07, DUR.01:42	0.65
08/29/2002	EXTN.3492, TEL.954-718-7182, S.T.10:14, DUR.01:24	0.65
08/29/2002	EXTN.5492, TEL.954-731-1035, S.T.11:36, DUR.00:12	0.32
08/29/2002	EXTN.5492, TEL.954-722-1445, S.T.14:16, DUR.03:36	1.30
08/30/2002	EXTN.6015, TEL.908-507-1632, S.T.11:07, DUR.07:18	2.59
08/30/2002	EXTN.6015, TEL.908-722-0700, S.T.11:08, DUR.04:06	1.62
Long Distance Telephone Total		**164.62**
Duplicating Costs-in House		
08/01/2002		5.60
08/01/2002		67.30
08/01/2002		11.90
08/07/2002	on 08/05/2002	7.60
08/07/2002	on 08/05/2002	2.40
08/07/2002	on 08/05/2002	3.10
08/07/2002	on 08/05/2002	18.60
08/07/2002	on 08/06/2002	38.40
08/07/2002	on 08/06/2002	77.00
08/07/2002	on 08/06/2002	2.10
08/07/2002	on 08/06/2002	9.80
08/07/2002	on 08/06/2002	0.10

DATE	DESCRIPTION	AMOUNT
08/07/2002		0.20
08/08/2002		2.40
08/08/2002		40.90
08/08/2002		0.10
08/09/2002		3.30
08/09/2002		150.60
08/09/2002		0.60
08/11/2002		1.90
08/13/2002		2.50
08/13/2002		42.50
08/13/2002		18.40
08/14/2002		1.50
08/15/2002		4.00
08/15/2002		8.10
08/16/2002		0.10
08/16/2002		4.80
08/16/2002		62.40
08/20/2002		8.90
08/20/2002		5.00
08/21/2002		0.10
08/21/2002		3.60
08/22/2002		26.30
08/22/2002		13.00
08/22/2002		0.30
08/22/2002		0.50

DATE	DESCRIPTION	AMOUNT
08/23/2002		9.20
08/23/2002		2.30
08/23/2002		26.80
08/23/2002		28.20
08/23/2002		0.40
08/23/2002		1.00
08/23/2002		2.00
08/27/2002		5.60
08/27/2002		13.50
08/28/2002		0.30
08/30/2002		0.20
08/30/2002		0.60
Duplicating Costs-in House Total		**736.00**
Duplicating Costs-Outside		
08/26/2002	VENDOR: Group Digesting Services, Inc.; INVOICE#: 11271; DATE: 7/10/02 - Kevin Collins & W.Brian McGowan taken 7/10/02 W.R. Grace & Company Chapter 11	1,445.00
08/26/2002	VENDOR: Group Digesting Services, Inc.; INVOICE#: 11272; DATE: 7/11/02 - Daniel Rourke taken 07/11/02 W R Grace & Company Chapter 11	1,088.00
08/26/2002	VENDOR: Group Digesting Services, Inc.; INVOICE#: 11273; DATE: 7/3/02 - Dr. Thomas Florence taken 07/03/02 W R Grace & Company Chapter 11	1,351.50
08/29/2002	VENDOR: Perfect Copy Center; INVOICE#: 3794; DATE: 8/29/02 - Orig date 03/08/02 Copies	477.62
08/29/2002	VENDOR: Perfect Copy Center; INVOICE#: 3632; DATE: 8/29/02 - Orig date 02/22/02 copies	3,341.66
08/29/2002	VENDOR: Perfect Copy Center; INVOICE#: 3588; DATE: 8/29/02 - orig date 02/20/02 Copies	558.96
08/29/2002	VENDOR: Perfect Copy Center; INVOICE#: 3503; DATE: 8/29/02 - orig date 02/12/02 Copies	476.49

DATE	DESCRIPTION	AMOUNT
Duplicating Costs-Outside Total		**8,739.23**
Postage		
08/20/2002	Postage Charged by on 08/06/2002	0.37
08/20/2002	Postage Charged by on 08/06/2002	0.37
08/27/2002	Postage Charged by on 08/12/2002	2.28
Postage Total		**3.02**
Process Service & Calendar Watch		
07/25/2002	VENDOR: Pacer Service Center; INVOICE#: 071002; DATE: 7/10/02 - Billing cycle 04/01/02 to 06/30/02	160.09
08/30/2002	VENDOR: Pacer Service Center; INVOICE#: 053102; DATE: 5/31/02 - Billing Cycle 05/01/02 - 05/31/02	230.86
08/30/2002	VENDOR: Pacer Service Center; INVOICE#: 043002; DATE: 4/30/02 - Billing Cycle 04/01/02 - 04/30/02	34.16
08/30/2002	VENDOR: Pacer Service Center; INVOICE#: 043002; DATE: 4/30/02 - Billing Cycle 04/01/02 - 04/30/02	196.63
Process Service & Calendar Watch Total		**621.74**
In House Messenger Service		
08/08/2002	Early Bird Messenger Bike Standard from to GROUP DIGESTING, 280 PARK AVE	10.75
In House Messenger Service Total		**10.75**
Lexis/Nexis		
08/01/2002		14.25
Lexis/Nexis Total		**14.25**
Facsimile Charges		
08/15/2002	FAX # 214-840-5301	41.00
08/19/2002	FAX # 973-667-5022	3.00
08/20/2002	FAX # 350-4702	26.00
08/28/2002	FAX # 735-2000	3.00
08/28/2002	FAX # 973-645-4549	11.00
08/30/2002	FAX # 868-1229	3.00

DATE	DESCRIPTION	AMOUNT
Facsimile Charges Total		**87.00**
Travel Expenses - Transportation		
08/14/2002	VENDOR: American Express; INVOICE#: 061702J; DATE: 7/16/02 - lawyers trav fee 6/17 NYP WIL NYP	67.00
08/14/2002	VENDOR: American Express; INVOICE#: 061702K; DATE: 6/17/02 - amex law trav A Krieger NYP WIL NYP 6/17	198.00
Travel Expenses - Transportation Total		**265.00**
Westlaw		
08/01/2002	; Duration 0:10:47; By SASSON MOSHE	61.47
08/02/2002	; Duration 0:07:31; By SASSON MOSHE	42.85
08/10/2002	; Duration 0:00:00; By TARUSCHIO ANNA	15.00
08/11/2002	; Duration 0:00:00; By TARUSCHIO ANNA	10.00
08/26/2002	; Duration 0:03:37; By TARUSCHIO ANNA	179.12
08/27/2002	; Duration 0:00:00; By TARUSCHIO ANNA	100.00
08/28/2002	; Duration 0:00:00; By TARUSCHIO ANNA	213.00
Westlaw Total		**621.44**
Word Processing - Logit		
08/08/2002		18.00
08/08/2002		60.00
Word Processing - Logit Total		**78.00**

BILL DISBURSEMENT SUMMARY		
Outside Messenger Service	$ 55.42	
Meals	11.75	
Local Transportation	131.29	
Long Distance Telephone	164.62	
Duplicating Costs-in House	736.00	
Duplicating Costs-Outside	8739.23	
Postage	3.02	
Process Service & Calendar Watch	621.74	
In House Messenger Service	10.75	
Lexis/Nexis	14.25	
Facsimile Charges	87.00	
Travel Expenses - Transportation	265.00	
Westlaw	621.44	
Word Processing - Logit	78.00	
TOTAL DISBURSEMENTS/CHARGES		$ 11,539.51