

McGUIREWOODS

Mark E. Freedlander
412.667.7928

Dominion Tower, 23rd Floor
625 Liberty Avenue
Pittsburgh PA 15222

December 8, 2006

INVOICE NO. 90890416

Official Committee of Unsecured Creditors (CEP)
c/o Bruce Tobiansky
DuPont Corporation
DuPont Legal, D-4026
1007 Market Street
Wilmington, DE 19898

TAX ID NO. 54-0505857

JOINT GROUP #2048970

Current Invoice:

Current Fees:	\$86,126.00	
Current Disbursements:	<u>\$3,911.43</u>	
Current Invoice Total:		<u>\$90,037.43</u>

PLEASE REMIT PAYMENT TO THE FOLLOWING ADDRESS:

McGuireWoods LLP
Attn: Accounts Receivable
901 E. Cary Street
Richmond, VA 23286-0645

PAYMENT IN FULL IS DUE WITHIN 30 DAYS OF DATE OF INVOICE

McGUIREWOODS

For professional services rendered and expenses incurred from
November 1, 2006 through November 30, 2006 regarding File
Number 2048970 :

<u>Matter</u>	<u>Fees</u>	<u>Disb.</u>	<u>Total</u>
General Administration			
2048970-0001	\$7,879.00	\$939.43	\$8,818.43
Petition, Schedules and Financial Information			
2048970-0002	\$1,306.00	\$.00	\$1,306.00
Investigation of Prepetition Transactions			
2048970-0003	\$70.00	\$.00	\$70.00
Debtor-in-Possession Financing			
2048970-0004	\$2,359.50	\$.00	\$2,359.50
Docket Review			
2048970-0008	\$536.50	\$.00	\$536.50
Employee Matters			
2048970-0009	\$1,717.50	\$.00	\$1,717.50
Executory Contracts, Personalty Leases and Real Estate			
2048970-0010	\$1,710.00	\$.00	\$1,710.00
Client Conferences			
2048970-0012	\$155.00	\$.00	\$155.00
Disclosure Statement and Plan of Reorganization			
2048970-0013	\$11,085.50	\$.00	\$11,085.50
Creditors' Committee			
2048970-0017	\$4,235.50	\$.00	\$4,235.50
Claims Processing			
2048970-0018	\$3,121.00	\$1,970.00	\$5,091.00

Miscellaneous Motions and Adversary Proceedings			
2048970-0019	\$18,013.00	\$2.00	\$18,015.00
 Sales			
2048970-0020	\$33,187.00	\$1,000.00	\$34,187.00
 Retention of Professionals and Fee Application			
2048970-0022	\$750.50	\$.00	\$750.50
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	\$86,126.00	\$3,911.43	\$90,037.43

FOR PROFESSIONAL SERVICES RENDERED AND EXPENSES INCURRED:

Re: General Administration

Our File No. 2048970-0001

For Services Rendered Through Nov 30, 2006

11/01/06	Analyze winddown budget and communications with L. Marcero regarding same Mark E. Freedlander	.80
11/01/06	Review and update case files Heather R. Hickman	1.60
11/02/06	Review and update of case files Heather R. Hickman	2.50
11/03/06	Review and update case files Heather R. Hickman	1.40
11/06/06	Review and update case files Heather R. Hickman	1.40
11/07/06	Prepare, scan, upload and e-file documents with Bankruptcy Court Thomas Matthew Collins	.00
11/08/06	Review and update case files Heather R. Hickman	1.50
11/09/06	Office meeting with S. Edison regarding case status and strategy; issues relating to committee conference call Mark E. Freedlander	1.00
11/09/06	Address winddown budget issues Mark E. Freedlander	.90
11/09/06	Address Wachovia paydown and cash management issues Mark E. Freedlander	.80
11/10/06	Status and strategy meeting with S. Edison and B. Price Mark E. Freedlander	.80
11/10/06	Research key pleadings filed by Committee and supporting documentation for W. Price Heather R. Hickman	1.40

11/10/06	Prepare and revise CEP attendee list for S. Edison Heather R. Hickman	.30
11/13/06	Review and organize case files Heather R. Hickman	1.80
11/14/06	Review and organize case files Heather R. Hickman	1.00
11/15/06	Review and update case files Heather R. Hickman	.50
11/16/06	Review and analysis of case files Heather R. Hickman	1.10
11/17/06	Conference call with Debtor professionals regarding resolution of open issues with auctioneer, claims issues and miscellaneous asset issues; communications with committee and Grant Thornton regarding same Mark E. Freedlander	2.30
11/20/06	Communications with J. Hutchison regarding landlord deposits, Delphi receivable and other case status/strategy items Mark E. Freedlander	1.00
11/20/06	Review and update case files Heather R. Hickman	.90
11/21/06	Address issues relating to ownership of assets in Mexico Mark E. Freedlander	1.00
11/21/06	Review Mexican bailment agreement William C. Price	.50
11/21/06	Review and update case files Heather R. Hickman	.50
11/22/06	Address asset liquidation, claims issues Mark E. Freedlander	1.00
11/22/06	Draft case status and forward the same to S. Edison William C. Price	1.00
11/27/06	Review and draft comments to committee information and status update memo Mark E. Freedlander	.50

11/27/06	Draft correspondence to Grant Thornton regarding status of document request to debtors; draft correspondence to debtors regarding same and review replies Sally E. Edison	.30
11/27/06	Review articles re foreign bankruptcy proceedings Heather R. Hickman	.30
11/27/06	Research Bid It Up issues for S. Edison Thomas Matthew Collins	.40
11/28/06	Research estoppel issue; discuss same with W. Price Michael J. Roeschenthaler	.40
11/28/06	E-mails to Grant Thornton regarding Thermoplastics loan and security agreement (0.2); review of agreement (0.2) Heather R. Hickman	.40
11/28/06	Review and update case files Heather R. Hickman	.70
11/29/06	Review and update case files Heather R. Hickman	2.10
11/30/06	Multiple telephone conferences with Court regarding request for 10/24/06 - 10/26/06 hearing transcript Heather R. Hickman	.30

<u>Timekeeper</u>	<u>Rate/HR</u>	<u>Hours</u>	<u>Fees</u>
Mark E. Freedlander	\$425.00	10.1	\$4,292.50
Sally E. Edison	\$350.00	0.3	\$105.00
William C. Price	\$310.00	1.5	\$455.00
Michael J. Roeschenthaler	\$255.00	0.4	\$102.00
Heather Rajoppi Hickman	\$145.00	19.7	\$2,856.50
Thomas Matthew Collins	\$145.00	0.4	\$58.00
		32.4	\$7,879.00
TOTAL FEES			

Disbursements and Other Expenses:

Copy Charges	\$33.60
Rate=.10 Quantity=936	
Computer Research - Lexis	\$254.00
Pacer Research	\$317.52
Long Distance Telephone Charges	\$9.00
11/07/06 GENESYS CONFERENCING - Conference call hosted by Edison Sally on 11/07/2006	\$26.89
11/10/06 GENESYS CONFERENCING - Conference call hosted by Edison Sally on 11/10/2006	\$29.85
11/10/06 Sally E Edison- Travel for hearing 10/24/06; mileage, tolls	\$36.28
11/10/06 GENESYS CONFERENCING - Conference call hosted by Edison Sally on 11/10/2006	\$2.66
11/14/06 Sally E Edison- Travel for Hearing 11/7/06; mileage, tolls	\$119.63
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TOTAL EXPENSES	\$939.43

TOTAL FOR MATTER 2048970-0001

\$8,818.43

Re: Petition, Schedules and Financial Information
Our File No. 2048970-0002
For Services Rendered Through Nov 30, 2006

11/03/06 Research regarding status of debtors real property
Sally E. Edison 2.20

11/03/06 Review and analyze schedules
Sally E. Edison 1.20

11/10/06 Prepare additional binders containing Debtors' schedules
Heather R. Hickman .30

<u>Timekeeper</u>	<u>Rate/HR</u>	<u>Hours</u>	<u>Fees</u>
Sally E. Edison	\$350.00	3.4	\$1,190.00
Heather Rajoppi Hickman	\$145.00	0.8	\$116.00
		<u>4.2</u>	<u>\$1,306.00</u>
TOTAL FEES			

TOTAL FOR MATTER 2048970-0002

\$1,306.00

Re: Investigation of Prepetition Transactions
Our File No. 2048970-0003
For Services Rendered Through Nov 30, 2006

11/17/06 Review correspondence from D. Clay regarding .20
information request concerning payment of
independent contractors
Sally E. Edison

<u>Timekeeper</u>	<u>Rate/HR</u>	<u>Hours</u>	<u>Fees</u>
Sally E. Edison	\$350.00	0.2	\$70.00
		<u>0.2</u>	<u>\$70.00</u>
TOTAL FEES			

TOTAL FOR MATTER 2048970-0003 \$70.00

Re: Debtor-in-Possession Financing
Our File No. 2048970-0004
For Services Rendered Through Nov 30, 2006

11/01/06	Draft correspondence to T. Wearsch regarding lien search request and review reply Sally E. Edison	.40
11/01/06	Draft correspondence to B. Tobiansky and other case professionals regarding committee signature on exhibits to DIP order Sally E. Edison	.60
11/01/06	Meeting with M. Freedlander regarding same Sally E. Edison	.20
11/01/06	Review various correspondence from M. Freedlander, L. Marcero regarding facility winddown budgets Sally E. Edison	.70
11/01/06	Participate in conference call with M. Freedlander L. Marcero regarding same Sally E. Edison	.70
11/01/06	Meeting with S. Edison regarding lien perfection review (.3); review loan documents (1.5) William C. Price	1.80
11/08/06	Communications with J. Downs and GT regarding Wachovia balance issues and borrowing base certificate inquiries Mark E. Freedlander	.70
11/09/06	Review correspondence from J. Serda, M. Freedlander regarding Wachovia debt summary Sally E. Edison	.20
11/09/06	Review and update case files Heather R. Hickman	.80
11/16/06	Review correspondence from M. Freedlander regarding status of Wachovia loan Sally E. Edison	.10
11/16/06	Prepare binders containing final DIP Order Heather R. Hickman	.40

11/17/06 Review correspondence from L. Marcero regarding .10
collection of accounts receivable
Sally E. Edison

11/21/06 Review various correspondence from case .40
professionals regarding pre-petition AP
Sally E. Edison

11/22/06 Review various correspondence from case .40
professionals regarding pre-petition aging
report
Sally E. Edison

<u>Timekeeper</u>	<u>Rate/HR</u>	<u>Hours</u>	<u>Fees</u>
Mark E. Freedlander	\$425.00	0.7	\$297.50
Sally E. Edison	\$350.00	3.8	\$1,330.00
William C. Price	\$310.00	1.8	\$558.00
Heather Rajoppi Hickman	\$145.00	1.2	\$174.00
		7.5	\$2,359.50
TOTAL FEES			

TOTAL FOR MATTER 2048970-0004

\$2,359.50

Re: Docket Review

Our File No. 2048970-0008

For Services Rendered Through Nov 30, 2006

11/01/06 Review docket; distribute Heather R. Hickman	.20
11/02/06 Review docket; distribute Heather R. Hickman	.20
11/03/06 Review docket; distribute Heather R. Hickman	.20
11/06/06 Review docket; distribute Heather R. Hickman	.20
11/08/06 Review docket; distribute Heather R. Hickman	.20
11/09/06 Review docket; distribute Heather R. Hickman	.20
11/10/06 Review docket; distribute Heather R. Hickman	.20
11/13/06 Review docket; distribute Heather R. Hickman	.20
11/14/06 Review docket; distribute Heather R. Hickman	.20
11/15/06 Review docket; distribute Heather R. Hickman	.20
11/16/06 Review docket; distribute Heather R. Hickman	.20
11/17/06 Review docket; distribute Heather R. Hickman	.10
11/20/06 Review docket; distribute Heather R. Hickman	.20
11/21/06 Review docket; distribute Heather R. Hickman	.20
11/22/06 Review docket; distribute Heather R. Hickman	.20

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11/27/06	Review docket; distribute Heather R. Hickman	.20
11/28/06	Review docket; distribute Heather R. Hickman	.20
11/29/06	Review docket; distribute Heather R. Hickman	.20
11/30/06	Review docket; distribute Heather R. Hickman	.20

<u>Timekeeper</u>	<u>Rate/HR</u>	<u>Hours</u>	<u>Fees</u>
Heather Rajoppi Hickman	\$145.00	3.7	\$536.50
		<u>3.7</u>	<u>\$536.50</u>
TOTAL FEES			

TOTAL FOR MATTER 2048970-0008

\$536.50

Re: Employee Matters

Our File No. 2048970-0009

For Services Rendered Through Nov 30, 2006

11/16/06	Office meeting with S. Edison regarding proposed resolution of committee objection to payment of independent contractor claims Mark E. Freedlander	.50
11/22/06	Review various correspondence from case professionals regarding payment of incentive plan Sally E. Edison	.30
11/28/06	Review various correspondence from M. Freedlander regarding incentive comp hearing status Sally E. Edison	.20
11/28/06	Meeting with M. Freedlander, B. Price regarding same Sally E. Edison	.40
11/28/06	Review and analyze pleadings related to incentive comp Sally E. Edison	.80
11/28/06	Review regarding same Sally E. Edison	1.20
11/28/06	Revise committee response to debtors' motion to enforce incentive comp plan order Sally E. Edison	.40
11/29/06	Review committee response to debtors' motion to enforce incentive comp plan order Sally E. Edison	.60
11/29/06	Meeting with M. Freedlander, B. Price regarding same Sally E. Edison	.40

<u>Timekeeper</u>	<u>Rate/HR</u>	<u>Hours</u>	<u>Fees</u>
Mark E. Freedlander	\$425.00	0.5	\$212.50
Sally E. Edison	\$350.00	4.3	\$1,505.00
		4.8	\$1,717.50
TOTAL FEES			

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TOTAL FOR MATTER 2048970-0009

\$1,717.50

**Re: Executory Contracts, Personalty Leases and Real Estate
Leases**

Our File No. 2048970-0010

For Services Rendered Through Nov 30, 2006

11/21/06	Meetings with W. Price regarding lease deposit treatment issues; review applicable caselaw; communications with counsel to CEP and/or counsel to Wachovia regarding treatment of lease deposits Mark E. Freedlander	2.50
11/21/06	Address issues of lease allocation relating to severence of master equipment lease between Crestline and Tuscaloosa Mark E. Freedlander	.70
11/21/06	Review correspondence from T. Wearsch regarding JP Morgan lease Sally E. Edison	.20
11/22/06	Review correspondence from J. Stephenson regarding pre-petition deposits Sally E. Edison	.10
11/22/06	Review correspondence from T. Wearsch regarding JP Morgan lease Sally E. Edison	.20
11/22/06	Review correspondence from T. Wearch regarding bailment agreement Sally E. Edison	.10
11/22/06	Review various correspondence from case professionals regarding security deposits and payment of post-petition rent Sally E. Edison	.40

<u>Timekeeper</u>	<u>Rate/HR</u>	<u>Hours</u>	<u>Fees</u>
Mark E. Freedlander	\$425.00	3.2	\$1,360.00
Sally E. Edison	\$350.00	1.0	\$350.00
		4.2	\$1,710.00
TOTAL FEES			

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TOTAL FOR MATTER 2048970-0010

\$1,710.00

Re: Client Conferences

Our File No. 2048970-0012

For Services Rendered Through Nov 30, 2006

11/10/06 Participate in creditors' committee conference .50
call
William C. Price

<u>Timekeeper</u>	<u>Rate/HR</u>	<u>Hours</u>	<u>Fees</u>
William C. Price	\$310.00	0.5	\$155.00
		<u>0.5</u>	<u>\$155.00</u>
	TOTAL FEES		

TOTAL FOR MATTER 2048970-0012 \$155.00

Re: Disclosure Statement and Plan of Reorganization
Our File No. 2048970-0013
For Services Rendered Through Nov 30, 2006

11/10/06 Meeting with M. Freedlander regarding plan Michael J. Roeschenthaler	.10
11/10/06 Review schedules, statements of financial affairs, motion to convert case to chapter 7 and objection to debtor-in-possession financing in preparation for drafting joint plan of liquidation (2.0); review liquidating plans (3.0) William C. Price	5.00
11/13/06 Meeting with M. Freedlander regarding plan status Sally E. Edison	.40
11/13/06 Meeting with W. Price regarding same Sally E. Edison	.20
11/14/06 Draft joint plan of liquidation William C. Price	4.50
11/15/06 Draft joint plan of liquidation (6.5); meeting with M. Freedlander regarding joint plan of liquidation (.2); meeting with S. Edison regarding joint plan of liquidation (.3) William C. Price	7.00
11/16/06 Review final debtor-in-possession financing order (1.5); review subordinated participation agreement and amendments (1.0); draft joint plan of liquidation (3.5) William C. Price	6.00
11/17/06 Participate in conference call with M. Freedlander, S. Edison, Wachovia's counsel and debtors' representatives (1.0); draft deliverables list stemming from conference call (.3); revise joint plan of liquidation (2.2) William C. Price	4.00
11/19/06 Revise joint plan of liquidation William C. Price	4.00

11/20/06 Review, revise and finalize joint plan of liquidation; meeting with S. Edison regarding joint plan of liquidation
 William C. Price 4.00

11/27/06 Finalize joint plan of liquidation and forward the same to M. Freedlander for review
 William C. Price .50

<u>Timekeeper</u>	<u>Rate/HR</u>	<u>Hours</u>	<u>Fees</u>
Sally E. Edison	\$350.00	0.6	\$210.00
William C. Price	\$310.00	35.0	\$10,850.00
Michael J. Roeschenthaler	\$255.00	0.1	\$25.50
TOTAL FEES		35.7	\$11,085.50

TOTAL FOR MATTER 2048970-0013

\$11,085.50

Re: Creditors' Committee
Our File No. 2048970-0017
For Services Rendered Through Nov 30, 2006

11/07/06	Draft correspondence to committee chair and vice chair regarding proposed committee conference call Sally E. Edison	.20
11/08/06	Draft correspondence to committee chairs regarding scheduling of conference call with committee Sally E. Edison	.30
11/08/06	Draft correspondence to committee regarding scheduling conference call concerning case status Sally E. Edison	.30
11/10/06	Prepare for and participate in status and strategy call with committee Mark E. Freedlander	1.50
11/10/06	Telephone call from L. Marcero regarding prep for committee call Sally E. Edison	.20
11/10/06	Prepare for and attend call with committee Sally E. Edison	1.50
11/10/06	Telephone call from Brown Corp. regarding case status and call with committee Sally E. Edison	.40
11/14/06	Review various correspondence from case professionals regarding BidItUp auction matters Sally E. Edison	.40
11/14/06	Meeting with M. Freedlander regarding same Sally E. Edison	.30
11/14/06	Meeting with W. Price regarding auction sales status Sally E. Edison	.10
11/14/06	Telephone conference with case professionals regarding same Sally E. Edison	1.00

11/14/06	Draft correspondence to case professionals regarding same Sally E. Edison	.10
11/21/06	Communications with S. Edison regarding auction schedules (.1) James E. Van Horn	.10
11/22/06	Draft correspondence to committee regarding case update Sally E. Edison	1.20
11/26/06	Revise correspondence to committee regarding case update and status Sally E. Edison	.90
11/26/06	Draft correspondence to M. Freedlander regarding same Sally E. Edison	1.00
11/27/06	Participate in conference call with case professionals regarding payment of employee incentive plan Sally E. Edison	.60
11/27/06	Review and analyze various pleadings regarding same Sally E. Edison	.60
11/27/06	Meeting with M. Freedlander regarding same Sally E. Edison	.30
11/27/06	Review correspondence from M. Freelandler regarding correspondence to committee regarding case update and status Sally E. Edison	.10
11/27/06	Review correspondence to committee regarding same Sally E. Edison	.70

<u>Timekeeper</u>	<u>Rate/HR</u>	<u>Hours</u>	<u>Fees</u>
Mark E. Freedlander	\$425.00	1.5	\$637.50
Sally E. Edison	\$350.00	10.2	\$3,570.00
James E. Van Horn	\$280.00	0.1	\$28.00
		11.8	\$4,235.50
TOTAL FEES			

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TOTAL FOR MATTER 2048970-0017

\$4,235.50

Re: Claims Processing

Our File No. 2048970-0018

For Services Rendered Through Nov 30, 2006

11/10/06	Research BMC website for claims register information (0.2); telephone conferences with BMC regarding request for same (0.3) Heather R. Hickman	.50
11/13/06	Review of claims register received from BMC; e-mail to M. Freedlander Heather R. Hickman	.30
11/17/06	Prepare for and attend conference call with debtors professionals regarding numerous claims issues Sally E. Edison	.50
11/17/06	Meeting with M. Freedlander and B. Price regarding same Sally E. Edison	.20
11/17/06	Draft correspondence to debtors professionals requesting documents related to claims and other issues Sally E. Edison	.40
11/20/06	Review e-mail from M. Freedlander regarding Delphi claim liquidation and landlord deposits (.3); research setoff case law related to rejection damages (1.7) William C. Price	2.00
11/21/06	Research setoff case law related to security deposits (3.0); review debtors' research related to setoff case law (.5); review Wachovia's counsel's position regarding security deposit application (.2); meeting with M. Freedlander regarding setoff research (.3); finalize setoff research (2.0) William C. Price	6.00
11/27/06	Telephone call from D. Clay regarding independent contractor pre-petition claim Sally E. Edison	.30
11/27/06	Telephone conference with T. Wearsch regarding same Sally E. Edison	.10

<u>Timekeeper</u>	<u>Rate/HR</u>	<u>Hours</u>	<u>Fees</u>
Sally E. Edison	\$350.00	1.5	\$525.00
William C. Price	\$310.00	8.0	\$2,480.00
Heather Rajoppi Hickman	\$145.00	0.8	\$116.00
		<hr/>	<hr/>
	TOTAL FEES	10.3	\$3,121.00

Disbursements and Other Expenses:

Computer Research - Lexis	\$50.00
Westlaw Research	\$1,920.00
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TOTAL EXPENSES	\$1,970.00

TOTAL FOR MATTER 2048970-0018 \$5,091.00

Re: Miscellaneous Motions and Adversary Proceedings
Our File No. 2048970-0019
For Services Rendered Through Nov 30, 2006

11/01/06 Update critical dates calendar; distribute Heather R. Hickman	.90
11/02/06 Additional calendaring of critical dates Heather R. Hickman	.80
11/03/06 Research Motions scheduled for 11/7/06 hearings Heather R. Hickman	.60
11/06/06 Prepare hearing binder for S. Edison Heather R. Hickman	.80
11/06/06 Research cases on Lexis for S. Edison Heather R. Hickman	.30
11/06/06 Review and analysis of pleadings filed by independent contractors Heather R. Hickman	.40
11/07/06 Meetings with case professionals regarding payment of pre-petition independent contractor expenses Sally E. Edison	.40
11/09/06 Update critical dates calendar; distribute Heather R. Hickman	.90
11/10/06 Update of additional critical dates to calendar Heather R. Hickman	.70
11/13/06 Update critical dates calendar Heather R. Hickman	.30
11/13/06 Research CEP auction dates Heather R. Hickman	.40
11/14/06 Prepare and e-file Certificate of Service re retention of MW and Grant Thornton Heather R. Hickman	.40
11/17/06 Research hearings scheduled for 11/20/06 Heather R. Hickman	.20
11/17/06 Prepare files for 11/20/06 hearings Heather R. Hickman	.80

11/20/06	Prepare for and participate in telephonic hearing on final approval of BIU as auctioneer Mark E. Freedlander	.80
11/21/06	Telephone call from D. Clay regarding independent contractors pre-petition claim Sally E. Edison	.20
11/21/06	Review proposed order regarding same Sally E. Edison	.30
11/21/06	Update critical dates calendar Heather R. Hickman	.70
11/21/06	Research final Order granting retention of Bid It Up; distribute Heather R. Hickman	.30
11/22/06	Communications with CEP and customers regarding bonus plan funding issues Mark E. Freedlander	1.00
11/27/06	Participate in conference call with CEP and customers regarding funding of employee bonus plan; telephone conference with J. Hutchinson regarding strategy relating to employee bonus plan funding issue; communication with J. Downs regarding Wachovia position on bonus plan financing issues; status/strategy meeting with S. Edison and B. Price regarding bonus plan funding issues Mark E. Freedlander	2.50
11/27/06	Participate in conference call regarding bonus plan (.5); review incentive bonus plan motion (.5); review debtor-in-possession financing order (1.0); review order approving incentive bonus plan motion (.5) William C. Price	2.50
11/27/06	Research of Debtors' employee bonus Motion and all related pleadings; distribute Heather R. Hickman	.90
11/27/06	Review Debtors' DIP Motion and related pleadings regarding customer contributions to employee incentive plan Heather R. Hickman	2.20
11/27/06	Prepare files for 11/28/06 hearings Heather R. Hickman	.80

11/27/06 Update of critical dates calendar Heather R. Hickman	.50
11/27/06 Review docket re Debtors' employee bonus Motion and related hearing dates (0.2); conference with M. Freedlander regarding request for hearing transcript (0.1) Heather R. Hickman	.30
11/28/06 Office meeting with S. Edison and B. Price regarding approach for responsive pleading to motion to compel compliance with employee bonus plan; discussion with M. Hammer regarding potential resolution to bonus plan motion Mark E. Freedlander	1.00
11/28/06 Conference call with J. Hutchinson and CEP representatives regarding status and strategy for Tuscaloosa facility sale; meeting with B. Price regarding same; review Vistean and Delphi offers for Tuscaloosa Mark E. Freedlander	1.30
11/28/06 Review order regarding bonus plan (.5); review emergency motion to enforce order granting bonus plan (1.0); review financing order (1.0); review bonus plan orders (.5); draft response to emergency motion to enforce order granting bonus plan (4.0) William C. Price	7.00
11/28/06 Review pleadings filed on 11/27/06 relating to employee bonus plan; distribute Heather R. Hickman	.30
11/28/06 Telephone conferences with Court regarding request for 10/24/06 hearing transcript (0.3); conferences with attorneys regarding same (0.1) Heather R. Hickman	.40
11/28/06 Review matters scheduled for hearing on 11/30/06 Heather R. Hickman	.20

11/29/06	Review and draft revisions to Committee response to motion to compel bonus plan payments; communications with M. Hammer, J. Hutchinson and/or K. Katsma regarding potential resolution of motion to compel; address status/strategy issues regarding motion to compel with B. Price Mark E. Freedlander	3.50
11/29/06	Review unofficial transcript from bonus plan hearing (1.0); research judicial estoppel standard (1.5); revise response to emergency motion to enforce bonus plan order (1.5); review Visteon Corporation's objection to emergency motion to enforce bonus plan order (1.0); review Delphi's opposition to emergency motion to enforce bonus plan order (.5); review, revise and finalize response to emergency motion to enforce bonus plan order (1.5); coordinate filing and service of response to emergency motion to enforce bonus plan order (.5); review Debtors' reply to objections to motion to enforce bonus plan order (.5) William C. Price	8.00
11/29/06	Research Visteon Objection and related Joinder by Delphi Corp. to Debtors' Motion to enforce performance bonus plan Order; distribute Heather R. Hickman	.30
11/29/06	Prepare file for 11/30/06 hearing Heather R. Hickman	.80
11/30/06	Travel to/from Akron for hearing on motion to compel performance under bonus plan (4.0); attend motion to compel hearing (1.2); draft revisions to stipulated resolution of motion to compel (1.1); communications with D. Fusco regarding USW proposed reservations under stipulated order (.4) Mark E. Freedlander	6.70
11/30/06	Travel to and from hearing on emergency motion to enforce bonus plan order (4.0); attend emergency motion to enforce bonus plan order (1.2); draft stipulated order resolving emergency motion to enforce bonus plan order	8.70

(1.5); review, revise and finalize draft stipulated order resolving emergency motion to enforce bonus plan order (.5); coordinate circulation of draft stipulated order resolving emergency motion to enforce bonus plan order to interested parties (.5)
William C. Price

11/30/06 Update critical dates calendar; distribute 1.60
Heather R. Hickman

<u>Timekeeper</u>	<u>Rate/HR</u>	<u>Hours</u>	<u>Fees</u>
Mark E. Freedlander	\$425.00	16.8	\$7,140.00
Sally E. Edison	\$350.00	0.9	\$315.00
William C. Price	\$310.00	26.2	\$8,122.00
Heather Rajoppi Hickman	\$145.00	16.8	\$2,436.00
		<hr/>	<hr/>
	TOTAL FEES	60.7	\$18,013.00

Disbursements and Other Expenses:

Westlaw Research	\$2.00
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TOTAL EXPENSES	\$2.00

TOTAL FOR MATTER 2048970-0019 \$18,015.00

Re: Sales

Our File No. 2048970-0020
For Services Rendered Through Nov 30, 2006

11/01/06	Communications with S. Edison, counsel to Wachovia and counsel to CEP regarding auctioneer retention issues Mark E. Freedlander	2.20
11/01/06	Review and analyze revised auctioneer proposal and related correspondence among professionals regarding same Sally E. Edison	1.90
11/02/06	Review correspondence from T. Wearsch regarding additional proposed M&E sale and related correspondence from case professionals Sally E. Edison	.80
11/02/06	Review various correspondence from case professionals regarding sale of Mexican assets and related agreement of sale Sally E. Edison	.80
11/02/06	Review and analyze Biditup terms and conditions of auctions sales Sally E. Edison	.50
11/02/06	Review and analyze real estate marketing proposals Sally E. Edison	.60
11/03/06	Draft revisions to proposed form of auctioneer retention agreement Mark E. Freedlander	1.00
11/03/06	Address issues regarding terms and conditions of Bid It Up retention; communications with counsel to Wachovia and counsel to CEP regarding same Mark E. Freedlander	2.60
11/03/06	Prepare for and attend conference call with case professionals regarding auctioneer retention Sally E. Edison	1.70

11/03/06	Review numerous correspondence from case professionals regarding same and related order and auctioneer agreement Sally E. Edison	.90
11/03/06	Meeting with M. Freedlander regarding same Sally E. Edison	.40
11/04/06	Review revised proposed auction sale order and auctioneer retention agreement Sally E. Edison	.90
11/04/06	Review various correspondence from case professionals regarding same Sally E. Edison	.40
11/06/06	Review and comment on drafts of auction agreement and order authorizing sale and auctioneer retention; communications with counsel to Wachovia and counsel to CEP regarding auctioneer retention issues; participate in status conference with court; status and strategy meeting with S. Edison regarding asset disposition issues Mark E. Freedlander	4.40
11/06/06	Prepare for and attend conference call with case professionals regarding auctioneer retention agreement and related matters Sally E. Edison	1.20
11/06/06	Review numerous correspondence from case professionals regarding same Sally E. Edison	.90
11/06/06	Prepare for 11/7 omnibus hearing Sally E. Edison	2.60
11/06/06	Review and analyze various proposed sales of M&E and correspondence from case professionals regarding same Sally E. Edison	.70
11/07/06	Telephone conference with S. Mattes regarding open issues relating to Bid It Up retention; participate in conference call regarding resolution of auctioneer retention order and agreement Mark E. Freedlander	2.30

11/07/06	Review proposed revisions to agreement of sale with Delphi Mark E. Freedlander	.40
11/07/06	Travel to and from CEP omnibus hearings Sally E. Edison	4.20
11/07/06	Attend omnibus hearings Sally E. Edison	1.00
11/07/06	Various meetings with case professionals regarding auctioneer agreement and related matters Sally E. Edison	3.80
11/07/06	Review various correspondence from case professionals regarding auctioneer agreement Sally E. Edison	.50
11/08/06	Participate in status call with bankruptcy court regarding Bid It Up retention issues Mark E. Freedlander	.50
11/08/06	Address issues relating to proposed sale of Chihauhua facility Mark E. Freedlander	.50
11/08/06	Address issues relating to proposed retention of Bid It Up as auctioneers Mark E. Freedlander	1.70
11/08/06	Address issues related to Hermosillo sale Mark E. Freedlander	.50
11/08/06	Meeting with M. Freedlander regarding status of BiditUp auction sale Sally E. Edison	.50
11/08/06	Review numerous correspondence from case professionals regarding same Sally E. Edison	.50
11/08/06	Meeting with M. Freedlander regarding status of sales of Mexican assets Sally E. Edison	.20
11/08/06	Review various correspondence from case professionals regarding same Sally E. Edison	.50

11/09/06	Review final versions of auctioneer agreement and auction sale order; participate on telephonic hearing regarding auctioneer issues Mark E. Freedlander	1.00
11/09/06	Review numerous correspondence from case professionals regarding auction sale order Sally E. Edison	.40
11/09/06	Meeting with M. Freedlander regarding same Sally E. Edison	.20
11/10/06	Participate in sale issues strategy call with debtor representatives and Wachovia Mark E. Freedlander	2.00
11/10/06	Prepare for and participate in call with case professionals regarding outstanding issues related to action of M&E and real property Sally E. Edison	2.40
11/10/06	Review various correspondence from case professional regarding BidItUp LC Sally E. Edison	.40
11/10/06	Review motion to employ BidItUp Michael J. Roesenthaler	.20
11/10/06	Participate in conference call with M. Freedlander, S. Edison, debtor's counsel, debtors and Wachovia's counsel regarding sales and case status William C. Price	1.50
11/13/06	Review analysis of real estate broker regarding real estate liquidation and communications with S. Edison regarding same Mark E. Freedlander	.70
11/13/06	Review various correspondence from case professionals regarding status of Vandalia press auction Sally E. Edison	.20
11/13/06	Meeting with M. Freedlander regarding auction sale status Sally E. Edison	.20
11/13/06	Review correspondence from Atlas regarding proposed real estate auction Sally E. Edison	.10

11/13/06 Meeting with M. Freedlander regarding same Sally E. Edison	.10
11/13/06 Draft summary of real property status Sally E. Edison	.40
11/14/06 Address issues relating to modification of auctioneer guaranty Mark E. Freedlander	2.60
11/14/06 Participate in conference call with M. Freedlander, S. Edison, debtors' representatives and Wachovia regarding sales William C. Price	1.00
11/15/06 Communications with counsel to debtor, counsel to Wachovia and BIU regarding open issues with guaranteed auction proposal and potential resolution thereof Mark E. Freedlander	1.50
11/15/06 Review numerous correspondence from case professionals regarding terms of retention of BIU and related auction sales Sally E. Edison	.40
11/15/06 Review various correspondence among committee professionals regarding Tuscaloosa sale Sally E. Edison	.30
11/15/06 Review correspondence from T. Wearsch regarding results of Vandalia equipment auction Sally E. Edison	.10
11/16/06 Communications with BIU, counsel to debtors and counsel to Wachovia regarding open issues with final auction agreement and potential resolution thereof Mark E. Freedlander	3.10
11/16/06 Review Visteon offer for Tuscaloosa and communications with Grant Thorton regarding case Mark E. Freedlander	.80
11/16/06 Communications with real estate brokers regarding marketing of owned real property Mark E. Freedlander	.70

11/16/06	Review correspondence from committee professionals regarding terms of sale of Tuscaloosa Sally E. Edison	.20
11/16/06	Review correspondence among various case professionals regarding terms of engagement of BIU and auction sales Sally E. Edison	.40
11/17/06	Discussions with J. Hutchison and with S. Mattes regarding negotiation of final terms of BIU guaranteed auction agreement Mark E. Freedlander	1.50
11/17/06	Address issues regarding withdrawal of Tuscaloosa stalking horse bid Mark E. Freedlander	.80
11/17/06	Prepare for and attend conference call with debtors professionals regarding open BIU auction issues Sally E. Edison	1.50
11/17/06	Meeting with M. Freedlander and B. Price regarding same Sally E. Edison	.20
11/17/06	Review numerous correspondence from case professionals regarding same Sally E. Edison	.30
11/17/06	Review draft letter of credit (.3); draft comments to draft letter of credit and forward the same to S. Edison (.2); review amendment to asset marketing agreement (.3) William C. Price	.80
11/20/06	Communications with L. Woodard regarding status/strategy relating to Chihuahua sale Mark E. Freedlander	.80
11/20/06	Address issues relating to sale facility order authorizing free and clear sales Mark E. Freedlander	.50
11/20/06	Review numerous correspondence from case professionals regarding BidItUp, letter of credit, order of court and related issues Sally E. Edison	.70

11/21/06	Review various correspondence from case professionals regarding BidItUp stand-by letter of credit and related matters Sally E. Edison	.30
11/22/06	Review various correspondence from case professionals regarding status of Mexican assets Sally E. Edison	.40
11/22/06	Draft correspondence to M. Freedlander regarding real estate proposal summary Sally E. Edison	.10
11/22/06	Review various correspondence from case professionals regarding BidItUp stand-by letter of credit Sally E. Edison	.40
11/27/06	Review and draft comments to proposed Mexican affiliate sale orders; participate in status conference with court regarding Mexican affiliate sales Mark E. Freedlander	.90
11/27/06	Communications with CEP and Wachovia regarding Tuscaloosa sale issues; communications with S. Mattes regarding same Mark E. Freedlander	.80
11/27/06	Review numerous correspondence from case professionals regarding Mexican asset sales and related orders Sally E. Edison	.20
11/27/06	Meeting with B. Price regarding issues related to BidItUp auctions Sally E. Edison	.30
11/27/06	Review numerous correspondence from case professionals regarding Mexican asset sales and related orders Sally E. Edison	.20
11/27/06	Meeting with M. Freedlander regarding same Sally E. Edison	.20
11/27/06	Research chapter 15 applicability for domestic debtor selling foreign assets (1.5); coordinate attendance at auctions (.5) William C. Price	2.00

11/28/06	Review and comment on Chihuahua and Hermisillo sale orders Mark E. Freedlander	.40
11/28/06	Travel to/from Akron for sale hearings (4.0); attend hearings on sales of Mexican affiliates and preliminary hearing on motion to compel performance of bonus plan (2.5) Mark E. Freedlander	6.50
11/28/06	Review various correspondence from case professionals regarding revisions to sale orders Sally E. Edison	.40
11/28/06	Review various correspondence from M. Freedlander regarding sale hearing status Sally E. Edison	.20
11/29/06	Address issues relating to potential sale of Lapeer real estate with CEP representatives and B. Price Mark E. Freedlander	1.00
11/30/06	Address equipment exclusion issues with BIU relating to Lapeer realty proposal; office meeting with B. Price regarding phase 1 report implications on potential Lapeer realty sale Mark E. Freedlander	1.10
11/30/06	Review Phase I Environmental Site Assessment Report; conference with M. Freedlander David P. Pusateri	1.00
11/30/06	Review site assessment report for Lapeer, MI facility Heather R. Hickman	.40

<u>Timekeeper</u>	<u>Rate/HR</u>	<u>Hours</u>	<u>Fees</u>
Mark E. Freedlander	\$425.00	42.8	\$18,190.00
David P. Pusateri	\$400.00	1.0	\$400.00
Sally E. Edison	\$350.00	36.7	\$12,845.00
William C. Price	\$310.00	5.3	\$1,643.00
Michael J. Roesenthaler	\$255.00	0.2	\$51.00
Heather Rajoppi Hickman	\$145.00	0.4	\$58.00
		86.4	\$33,187.00
TOTAL FEES			

Disbursements and Other Expenses:

Westlaw Research \$1,000.00

TOTAL EXPENSES \$1,000.00

TOTAL FOR MATTER 2048970-0020 \$34,187.00

Re: Retention of Professionals and Fee Application
Our File No. 2048970-0022
For Services Rendered Through Nov 30, 2006

11/06/06	Communications with S. Isenberg regarding Wachovia demands for retention orders Mark E. Freedlander	.40
11/06/06	Telephone call to Court regarding status of MW retention Order Heather R. Hickman	.20
11/06/06	Research proposed Grant Thornton and MW Orders Heather R. Hickman	.20
11/07/06	Draft correspondence to M. Roeschenthaler regarding McGuireWoods retention order Sally E. Edison	.30
11/07/06	Correspondence with S. Edison regarding proposed orders; revise retention orders; telephone call with Thornton regarding same Michael J. Roeschenthaler	.50
11/08/06	Review of MW and GT retention Orders Heather R. Hickman	.20
11/08/06	E-file Supplement to Exhibit 2 to M. Freedlander Affidavit in Support of MW retention Heather R. Hickman	.30
11/09/06	Obtain MW and GT retention Orders entered Heather R. Hickman	.20
11/13/06	Coordinate service of MW and GT retention Orders Heather R. Hickman	.40
11/27/06	Coordinate service of Grant Thornton October monthly statement (0.2); e-mail to Grant Thornton regarding same (0.2) Heather R. Hickman	.40
11/28/06	Review of outstanding fees and expenses (0.3); e-mail to S. Edison regarding same (0.2) Heather R. Hickman	.50

<u>Timekeeper</u>	<u>Rate/HR</u>	<u>Hours</u>	<u>Fees</u>
Mark E. Freedlander	\$425.00	0.4	\$170.00
Sally E. Edison	\$350.00	0.3	\$105.00
Michael J. Roeschenthaler	\$255.00	0.5	\$127.50
Heather Rajoppi Hickman	\$145.00	2.4	\$348.00
		<hr/>	<hr/>
	TOTAL FEES	3.6	\$750.50

TOTAL FOR MATTER 2048970-0022

\$750.50

Summary of Fees and Expenses:

Total Fees for all Matters:	\$86,126.00
Total Expenses for all Matters:	<u>\$3,911.43</u>
Total for this Invoice:	<u>\$90,037.43</u>