

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

	X	
	:	Chapter 11
In re:	:	
	:	Case No. 18-12655 (CSS)
LBI MEDIA, INC., et al.,	:	
	:	Jointly Administered
Debtors.¹	:	Objection Deadline: July 5, 2019 at 4:00 p.m. (ET)
	:	
	X	

**SUMMARY OF FOURTH MONTHLY FEE APPLICATION OF EPIQ CORPORATE
RESTRUCTURING, LLC AS ADMINISTRATIVE ADVISOR TO THE DEBTOR AND
DEBTOR-IN-POSSESSION FOR ALLOWANCE OF
COMPENSATION AND REIMBURSEMENT OF EXPENSES FOR
THE PERIOD FROM APRIL 1, 2019 THROUGH APRIL 30, 2019**

Name of Applicant:	Epiq Corporate Restructuring, LLC
Authorized to Provide Professional Services to:	Debtors and Debtors-in-Possession
Date of Retention:	Order entered on December 12, 2018 retaining Epiq Corporate Restructuring, LLC <i>nunc pro tunc</i> to the Petition Date [Docket No. 188]
Period for which compensation and reimbursement is sought:	April 1, 2019 through April 30, 2019 (the <i>“Fee Period”</i>)
Amount of compensation sought as actual, reasonable and necessary:	\$440.64 (80% of \$550.80)
Amount of expense Reimbursement sought as actual, reasonable and necessary:	\$0.00
This is a: <u>X</u> monthly ___ interim ___ final application.	

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, as applicable, are: LBI Media, Inc. (8901); Liberman Broadcasting, Inc. (8078); LBI Media Holdings, Inc. (4918); LBI Media Intermediate Holdings, Inc. (9635); Empire Burbank Studios LLC (4443); Liberman Broadcasting of California LLC (1156); LBI Radio License LLC (8905); Liberman Broadcasting of Houston LLC (6005); Liberman Broadcasting of Houston License LLC (6277); Liberman Television of Houston LLC (2887); KZJL License LLC (2880); Liberman Television LLC (8919); KRCA Television LLC (4579); KRCA License LLC (8917); Liberman Television of Dallas LLC (6163); Liberman Television of Dallas License LLC (1566); Liberman Broadcasting of Dallas LLC (6468); and Liberman Broadcasting of Dallas License LLC (6537). The Debtors’ mailing address is 1845 West Empire Avenue, Burbank, California 91504.

COMPENSATION BY INDIVIDUAL

Name of Professional Individual	Position, year assumed position	Hourly Billing Rate (including changes)²	Total Hours Billed	Total Compensation
Jane Sullivan	Practice Director, joined company in 2004	\$212.40	1.90	\$403.56
Regina Amporfro	Director of Case Management, joined company in 2008	\$182.70	0.60	\$109.62
Stephenie Kjontvedt	Solicitation Consultant, joined company in 2008	\$188.10	0.20	\$37.62
Grand Total:			2.70	\$550.80

COMPENSATION BY PROJECT CATEGORY

Project Category	Total Hours	Total Fees
400 – Fee Applications	0.60	\$109.62
495 - Balloting/Solicitation Consultation	2.10	\$441.18
TOTALS	2.70	\$550.80

² An increase to Epiq's professional service rates became effective on January 2, 2019 pursuant to paragraph 3.2 of Epiq's Engagement Letter (as annexed to the Application of Debtors for Authority to Retain and Employ Epiq Corporate Restructuring, LLC as Administrative Advisor Nunc Pro Tunc to Petition Date, [Docket No. 115]).

EXPENSE SUMMARY BY CATEGORY

Expenses Category	Total Expenses
None	\$0.00
TOTAL	\$0.00

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	:	Chapter 11
In re	:	
	:	Case No. 18-12655 (CSS)
LBI MEDIA, INC., et al.,	:	
	:	Jointly Administered
Debtors.³	:	
	:	Objection Deadline: July 5, 2019 at 4:00 p.m. (ET)

**SUMMARY OF THIRD MONTHLY FEE APPLICATION OF EPIQ CORPORATE
RESTRUCTURING, LLC AS ADMINISTRATIVE ADVISOR TO THE DEBTOR AND
DEBTOR-IN-POSSESSION FOR ALLOWANCE OF
COMPENSATION AND REIMBURSEMENT OF EXPENSES FOR
THE PERIOD FROM APRIL 1, 2019 THROUGH APRIL 30, 2019**

Pursuant to sections 330 and 331 of title 11 of the United States Code, 11 U.S.C. §§ 101 *et seq.* (the “**Bankruptcy Code**”), Rule 2016 of the Federal Rules of Bankruptcy Procedure and Rule 2016-2 of the Local Rules for the United States Bankruptcy Court for the District of Delaware (the “**Local Rules**”), Epiq Corporate Restructuring, LLC (“**Epiq**”) hereby moves this Court for reasonable compensation for professional services rendered as administrative advisor to the above-captioned debtors and debtors-in-possession (the “**Debtors**”) in the amount of \$440.64 (80% of \$550.80) together with reimbursement for actual and necessary expenses incurred as administrative advisor in the amount of \$0.00, each for the period April 1, 2019 through and

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including April 30, 2019 (the “*Fee Period*”). In support of its Application, Epiq respectfully represents as follows:

RETENTION OF EPIQ BY DEBTORS

1. Epiq was employed to represent the Debtors as administrative advisor in connection with these chapter 11 cases, pursuant to an order entered by this Court on December 12, 2018 [Docket No. 188] (the “*Epiq 327 Retention Order*”).⁴ The Epiq 327 Retention Order authorized Epiq to be compensated on an hourly basis and to be reimbursed for actual and necessary out-of-pocket expenses. During the period covered by this Application, Epiq has received no payment and no promises for payment from any source for services rendered or to be rendered in any capacity whatsoever in connection with the matters covered by this Application. There is no agreement or understanding between Epiq and any other person, other than the partners of Epiq, for the sharing of compensation to be received for services rendered in these areas.

2. All services for which compensation is requested by Epiq as administrative advisor were performed for or on behalf of the Debtors.

SUMMARY OF SERVICES RENDERED

3. Attached hereto as Exhibit A is a detailed statement of fees incurred as administrative advisor during the Fee Period showing the amount of \$550.80 due for fees. Pursuant to this Monthly Fee Application, Epiq seeks reimbursement for 80% of such fees (\$440.64 in the aggregate).

⁴

In addition to being retained as administrative advisor, by the Court’s order on December 12, 2018, Epiq was retained, pursuant to 28 U.S.C. § 156(c), to serve as claims and noticing agent in these cases [Docket No. 24] (the “*Claims and Noticing Agent Order*”). In accordance with the Claims and Noticing Agent Order, all fees and expenses related to Epiq’s notice and claims agent services will be paid by the Debtor in the ordinary course of business without the necessity of a fee application or monthly statement. As such, none of Epiq’s notice and claims agent fees or expenses are included in this Application.

4. The services rendered by Epiq as administrative advisor during the Fee Period are grouped into the categories set forth in Exhibit A. The professionals who rendered services on behalf of the Debtors relating to each category are identified, along with the number of hours and the total compensation sought for each category, in the attachments hereto.

Summary of Services By Project for the Fee Period

5. 400 – Fee Applications

Fees: \$109.62 Total Hours: 0.60.

Time in this category was spent in the preparation of monthly fee applications and Epiq's first interim fee application.

6. 495 – Balloting/Solicitation

Fees: \$441.18 Total Hours: 2.10.

This category includes all matters related to the solicitation of Plan votes, including but not limited to: (i) reviewing draft solicitation documents, including the Disclosure Statement Order, Plan, Disclosure Statement, Ballots, and related notices; (ii) planning for production of solicitation materials, including estimating timing and deadlines for various production stages; (iii) reviewing Plan class descriptions and comparing to claim and schedule records for correct grouping of records for service of voting and non-voting Solicitation Packages; (iv) coordinating production and service of all voting and non-voting Solicitation Packages; (v) receiving, reviewing, and tabulating voted Ballots submitted in connection with the

Plan and responding to inquiries from creditors regarding same; and (vi) preparation of draft voting declaration.

DISBURSEMENTS

7. Epiq did not incur any out-of-pocket disbursements during the Fee Period.

VALUATION OF SERVICES

8. Professionals of Epiq have expended a total of 2.70 hours as administrative advisor in connection with this matter during the Fee Period.

9. The amount of time spent by each of these persons providing services to the Debtors as administrative advisor for the Fee Period is fully set forth in the detail attached hereto as Exhibit A. The hourly rates and corresponding rate structure utilized by Epiq in these chapter 11 cases are generally equivalent to the hourly rates and corresponding rate structure predominantly used by Epiq for comparable matters, whether in chapter 11 or otherwise, regardless of whether a fee application is required. The reasonable value of the services rendered by Epiq as administrative advisor for the Fee Period is \$550.80.

10. Epiq believes that the time entries included in Exhibit A attached hereto are in compliance with the requirements of Local Rule 2016-2.

11. In accordance with the factors enumerated in section 330 of the Bankruptcy Code, the amounts requested in this Application are fair and reasonable given (a) the complexity of these chapter 11 cases, (b) the time expended, (c) the nature and extent of the services rendered, (d) the value of such services, and (e) the costs of comparable services other than in a case under this title.

CONCLUSION

WHEREFORE, Epiq respectfully requests allowance be made to it in the sum of \$440.64, (which is 80% of the fees incurred during the Fee Period) as compensation for necessary professional services rendered to the Debtors for the Fee Period, and the sum of \$0.00 for reimbursement of actual necessary costs and expenses incurred for the Fee Period and further requests such other and further relief as this Court may deem just and proper.

Date: June 14, 2019

EPIQ CORPORATE RESTRUCTURING, LLC

/s/Brian Karpuk

Brian Karpuk

777 Third Avenue

12th Floor

New York, New York 10017

ADMINISTRATIVE ADVISOR FOR DEBTORS AND
DEBTORS-IN-POSSESSION

CERTIFICATION

I, Brian Karpuk, certify as follows:

1. I am a Director of the applicant firm, Epiq Corporate Restructuring, LLC.
2. I am thoroughly familiar with the work performed on behalf of the Debtors as administrative advisor by the professionals and paraprofessionals of Epiq Corporate Restructuring, LLC.
3. The facts set forth in the foregoing Application are true and correct to the best of my knowledge, information and belief.

Date: June 14, 2019

/s/Brian Karpuk
Brian Karpuk
Director

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF DELAWARE**

<i>In re:</i> LB MEDIA, INC., <i>et al.</i>, <div style="text-align: center;">Debtors.¹ </div>	X : : : : : : : : X	Chapter 11 Case No. 18-12655 (CSS) (Jointly Administered) Objection Deadline: July 5, 2019 at 4:00 p.m. (ET)
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NOTICE OF FEE APPLICATION

PLEASE TAKE NOTICE that Epiq Corporate Restructuring, LLC (the “**Applicant**”) has today filed the attached *Fourth Monthly Fee Application of Epiq Corporate Restructuring, LLC as Administrative Advisor to the Debtor and Debtor-in-Possession for Allowance of Compensation and Reimbursement of Expenses for the Period from April 1, 2019 through April 30, 2019* (the “**Application**”) with the United States Bankruptcy Court for the District of Delaware (the “**Court**”).

PLEASE TAKE FURTHER NOTICE that objections to the Application, if any, must be made in accordance with the *Order (I) Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals and (II) Granting Related Relief*, dated December 12, 2018 [Docket No. 190] (the “**Interim Compensation Order**”) and must be filed with the Clerk of the Bankruptcy Court, 824 North Market Street, 3rd Floor,

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Wilmington, Delaware 19801 on or before **4:00 p.m. (Eastern Time) on July 5, 2019** (the “**Objection Deadline**”), and served upon (i) the Debtors c/o LBI Media Inc. (Attn: Brian Kei); (ii) counsel for the Debtors, Weil, Gotshal & Manges LLP, 767 Fifth Avenue, New York, New York 10153 (Attn: Ray C. Schrock, P.C. and Garrett A. Fail, Esq.); (iii) co-counsel for the Debtors, Richards, Layton & Finger, P.A., One Rodney Square, 920 N. King St., Wilmington, DE 19801 (Attn: Daniel J. DeFranceschi, Esq.); (iv) the Office of the United States Trustee for the District of Delaware, 844 King Street, Suite 2207, Lockbox 35, Wilmington, DE 19899 (Attn: David L. Buchbinder, Esq.); (v) counsel for the DIP Agent and DIP Lenders, (a) Paul, Weiss, Rifkind, Wharton & Garrison LLP, 1285 Avenue of the Americas, New York, NY 10019 (Attn: Paul M. Basta, Esq., Jeffrey D. Saferstein, Esq., and Sarah Harnett, Esq.) and (b) Young Conaway Stargatt & Taylor, LLP, Rodney Square, 1000 North King Street, Wilmington, DE 19801 (Attn: Pauline K. Morgan, Esq. and M. Blake Cleary, Esq.); and (vii) proposed counsel for the Official Committee of Unsecured Creditors, (a) Squire Patton Boggs (US) LLP, 30 Rockefeller Plaza, 23rd Floor, New York, New York 10112 (Attn: Norman N. Kinel, Esq. and Nava Hazan, Esq.) and Bayard, P.A., 600 North King Street, Suite 400, Wilmington, Delaware 19801 (Attn: Scott D. Cousins, Esq. and Justin Alberto, Esq.).

PLEASE TAKE FURTHER NOTICE that if no objections to the Application are filed prior to the Objection Deadline, the Applicant may file a certification of no objection with the Bankruptcy Court, after which the Debtors shall be authorized by the Interim Compensation Order to pay the Applicant an amount equal to 80% of the fees and 100% of the expenses requested in its Application without the need for further order of the Bankruptcy Court.

PLEASE TAKE FURTHER NOTICE that if an objection to the Application is filed prior to the Objection Deadline, the Debtors shall be authorized by the Interim

Compensation Order to pay the Applicant 80% of the fees and 100% of the expenses requested in the Application not subject to such objection without the need for further order of the Bankruptcy Court.

Dated: June 14, 2019
Wilmington, Delaware

/s/ Megan E. Kenney
RICHARDS, LAYTON & FINGER, P.A.
Daniel J. DeFranceschi (No. 2732)
Zachary I. Shapiro (No. 5103)
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-and-

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Facsimile: (212) 310-8007

Attorneys for Debtors and Debtors in Possession

EXHIBIT A

MATTER NUMBER: 400							
Matter Description: Fee Applications							
Name	Date	Position	Matter Description	Detail	Hours Billed	Hourly Rate	Compensation
Regina Amporfro	4/10/2019	Director of Case Management II	400 Fee Applications	REVIEW MARCH 2019 INVOICE	0.1	\$182.70	\$18.27
Regina Amporfro	4/10/2019	Director of Case Management II	400 Fee Applications	RESPOND TO R. SPEAKER RE OBJECTIONS RECEIVED BY EPIQ TO FEE APPLICATION (.1);FOLLOW UP RE STATUS OF FILING SECOND MONTHLY FEE APPLICATION (.4)	0.5	\$182.70	\$91.35
TOTAL					0.60		\$109.62

MATTER NUMBER: 495							
Matter Description: Balloting/Solicitation Consultation							
Name	Date	Position	Matter Description	Detail	Hours Billed	Hourly Rate	Compensation
Jane Sullivan	4/1/2019	Practice Director	495 Balloting/Solicitation Consultation	CONFER WITH J RAGUSA, T OSULLIVAN, AND WEIL REGARDING DELIVERY OF MORGAN STANLEY POSITION (.7)	0.70	\$212.40	\$148.68
Jane Sullivan	4/4/2019	Practice Director	495 Balloting/Solicitation Consultation	CONFER WITH C LOGAN AND TEAM REGARDING CONTACTS AT CITIGROUP CAPITAL MARKETS.	0.30	\$212.40	\$63.72
Stephenie Kjontvedt	4/15/2019	Solicitation Consultant	495 Balloting/Solicitation Consultation	RESPOND TO J.SULLIVAN INQUIRY ON 2ND LIEN NOTES	0.10	\$188.10	\$18.81
Jane Sullivan	4/15/2019	Practice Director	495 Balloting/Solicitation Consultation	TELEPHONE CONFERENCE WITH M FINK AND F ADAMS REGARDING DISTRIBUTION ASPECTS FOR SECOND LIEN NOTES AND CONFER WITH S KJONTVEDT AND J ARENA REGARDING NOTE COMPOSITION (.5)	0.50	\$212.40	\$106.20
Jane Sullivan	4/16/2019	Practice Director	495 Balloting/Solicitation Consultation	CONFER WITH F ADAMS AND D COHEN REGARDING DISTRIBUTIONS OF TERM LOANS TO NOTEHOLDERS	0.40	\$212.40	\$84.96
Stephenie Kjontvedt	4/19/2019	Solicitation Consultant	495 Balloting/Solicitation Consultation	REVIEW DOCKET FOR UPDATE ON PLAN CONFIRMATION	0.10	\$188.10	\$18.81
TOTAL					2.10		\$441.18