

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

)	
In re:)	Chapter 11
)	
BL RESTAURANTS HOLDING, LLC, <i>et al.</i> , ¹)	Case No. 20-10156 (MFW)
)	
Debtors.)	(Jointly Administered)
)	

**FIFTEENTH MONTHLY FEE APPLICATION OF KLEHR HARRISON
HARVEY BRANZBURG LLP FOR PAYMENT OF COMPENSATION AND
REIMBURSEMENT OF EXPENSES AS COUNSEL FOR THE DEBTORS
FOR THE PERIOD FROM APRIL 1, 2021 THROUGH APRIL 30, 2021**

Name of Applicant:	<u>Klehr Harrison Harvey Branzburg LLP</u>
Authorized to Provide Professional Services to:	<u>Debtors and Debtors-In-Possession</u>
Date of Retention:	<u>nunc pro tunc to Petition Date</u>
Period for which compensation and reimbursement is sought:	<u>April 1, 2021 through April 30, 2021</u>
Amount of Compensation sought as actual, reasonable and necessary:	<u>\$57,252.50 (80% \$45,802.00)</u>
Amount of Expense Reimbursement sought as actual, reasonable and necessary:	<u>\$520.69</u>
This is a(n):	<input checked="" type="checkbox"/> Monthly <input type="checkbox"/> Interim <input type="checkbox"/> Final application

This is the fifteenth monthly fee application filed in this case.

¹ The Debtors in these chapter 11 cases, along with the last four digits of each of the Debtors' respective federal tax identification numbers, are as follows: BL Restaurants Holding, LLC (6665); BL Restaurant Operations, LLC (7062); BL Restaurant Franchises, LLC (6923); and BL Hunt Valley, LLC (9513). The Debtors' headquarters and mailing address is: 4550 Beltway Drive, Addison, TX 75001.

Prior Applications:

Date Filed	Period Covered	Requested		Approved		Fee Holdback
		Fees	Expenses	Fees [80%]	Expenses [100%]	
First Monthly Filed 3/27/2020 DI No. 316	1/27/2020- 2/29/2020	\$247,225.00	\$6,390.30	\$197,780.00	\$6,390.30	\$49,445.00
Second Monthly Filed 4/21/2020 DI No. 364	3/1/2020- 3/31/2020	\$154,385.50	\$330.69	\$123,508.40	\$330.69	\$30,877.10
Third Monthly Filed 5/28/2020 DI No. 449	4/1/2020- 4/30/2020	\$217,141.00	\$1,377.91	\$173,712.80	\$1,377.91	\$43,428.20
Fourth Monthly Filed 7/2/2020 DI No. 500	5/1/2020- 5/31/2020	\$152,976.50	\$950.55	\$122,381.20	\$950.55	\$30,595.30
Fifth Monthly Filed 7/29/2020 DI No. 543	6/1/2020- 6/30/2020	\$51,773.50	\$1,431.59	\$41,418.80	\$1,431.59	\$10,354.79
Sixth Monthly Filed 8/26/2020 DI No. 583	7/1/2020- 7/31/2020	\$61,822.00	\$1,483.15	\$49,457.60	\$1,483.15	\$12,364.40
Seventh Monthly Filed 9/24/2020 DI No. 636	8/1/2020- 8/31/2020	\$81,787.00	\$188.46	\$65,429.60	\$188.46	\$16,357.40
Eighth Monthly Filed 10/22/2020 DI No. 658	9/1/2020- 9/30/2020	\$79,375.00	\$90.00	\$63,500.00	\$90.00	\$15,875.00
Ninth Monthly Filed 12/4/2020 DI No. 691	10/1/2020- 10/31/2020	\$44,495.50	\$835.42	\$35,596.40	\$835.42	\$8,899.10
Tenth Monthly Filed 1/15/2021 DI No. 719	11/1/2020- 11/30/2020	\$37,429.50	\$110.85	\$29,943.60	\$110.85	\$7,485.90
Eleventh Monthly Filed 1/26/2021 DI No. 739	12/1/2020- 12/31/202	\$33,914.50	\$706.96	\$27,131.60	\$706.96	\$6,782.90

Twelfth Monthly Filed 2/24/2021 DI No. 773	1/1/2021- 1/31/2021	\$41,630.00	\$520.69	\$33,304.00	\$520.69	\$8,326.00
Thirteenth Monthly Filed 4/8/2021 DI No. 812	2/1/2021- 2/28/2021	\$48,148.00	\$681.93	\$38,518.40	\$681.93	\$9,629.60
Fourteenth Monthly Filed 5/5/2021 DI No. 841	3/1/2021- 3/31/2021	\$38,127.00	\$77.24	\$30,501.60	\$77.24	\$7,625.40

TIME AND COMPENSATION BREAKDOWN
APRIL 1, 2021 THROUGH APRIL 30, 2021

NAME OF PROFESSIONAL PERSON	POSITION/ NUMBER OF YEARS	HOURLY BILLING RATE	TOTAL HOURS BILLED	TOTAL COMPENSATION
Domenic E. Pacitti	Bankruptcy & Restructuring Partner Admitted to Bar 1987	\$700.00	\$50.40	\$35,280.00
Michael Yurkewicz	Bankruptcy & Restructuring Partner Admitted to Bar 1998	\$500.00	32.30	\$16,150.00
Zachary J. Schnapp	Bankruptcy & Restructuring Associate-Admitted to Bar 2020	\$325.00	5.20	\$1,690.00
Melissa K. Hughes	Bankruptcy & Restructuring Paralegal	\$285.00	14.50	\$4,132.50
Totals:			102.40	<u>\$57,252.50</u>
BLENDED RATE				<u>\$558.56</u>

COMPENSATION BY PROJECT CATEGORY
APRIL 1, 2021 THROUGH APRIL 30, 2021

PROJECT CATEGORY	TASK CODES	TOTAL HOURS BILLED	TOTAL COMPENSATION
Asset Disposition	AD	13.40	\$7,300.00
Assumption and Rejection of Leases and Contracts	AL	1.40	\$760.00
Claims Administration and Objections	CB	7.50	\$3,427.50
Case Administration	CS	15.90	\$7,218.50
Employment and Fee Applications	EF	6.70	\$2,307.50
Litigation: Contested Matters and Adversaries	LC	6.90	\$4,830.00
Plan and Disclosure Statement	PD	48.40	\$30,169.00
Reporting	RG	2.20	\$1,240.00
TOTAL		102.40	<u>\$57,252.50</u>

EXPENSE SUMMARY
APRIL 1, 2021 THROUGH APRIL 30, 2021

EXPENSE CATEGORY	TOTAL COMPENSATION
Service Fee	\$420.00
Conference Call Charges	\$4.69
Pacer	\$96.00
TOTAL	\$520.69

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

In re:)	
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BL RESTAURANTS HOLDING, LLC, <i>et al.</i> , ¹)	Case No. 20-10156 (MFW)
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Debtors.)	(Jointly Administered)
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**FIFTEENTH MONTHLY FEE APPLICATION OF KLEHR HARRISON
HARVEY BRANZBURG LLP FOR PAYMENT OF COMPENSATION AND
REIMBURSEMENT OF EXPENSES AS COUNSEL FOR THE DEBTORS
FOR THE PERIOD FROM APRIL 1, 2021 THROUGH APRIL 30, 2021**

Klehr Harrison Harvey Branzburg LLP (“Klehr Harrison”), counsel to BL Restaurants Holding, LLC and its debtor affiliates, as debtors and debtors in possession in the above-captioned chapter 11 cases (collectively, the “Debtors”), hereby submits its fifteenth monthly application (the “Application”) for entry of an order pursuant to section 331 of title 11 of the United States Code, 11 U.S.C. §§101 *et seq.*, as amended (the “Bankruptcy Code”) granting it interim compensation and reimbursement of expenses for the period from April 1, 2021 through April 30, 2021. In support hereof, Klehr Harrison respectfully represents as follows:

**I. JURISDICTION, VENUE AND STATUTORY
PREDICATES FOR RELIEF SOUGHT**

1. This Court has jurisdiction over this Application pursuant to 28 U.S.C. §1334. This is a core proceeding pursuant to 28 U.S.C. §157(b)(2)(A) and (B). Venue of this proceeding and this Application is proper in this District pursuant to 28 U.S.C. §§1408 and 1409. The statutory predicate for the relief sought herein is section 331 of the Bankruptcy Code.

¹ The Debtors in these chapter 11 cases, along with the last four digits of each of the Debtors’ respective federal tax identification numbers, are as follows: BL Restaurants Holding, LLC (6665); BL Restaurant Operations, LLC (7062); BL Restaurant Franchises, LLC (6923); and BL Hunt Valley, LLC (9513). The Debtors’ headquarters and mailing address is: 4550 Beltway Drive, Addison, TX 75001.

II. BACKGROUND

2. On January 27, 2020, (the "Petition Date"), the Debtors each filed a voluntary petition for relief under chapter 11 of the Bankruptcy Code. The Debtors have continued in the management of its businesses and operation of its properties pursuant to sections 1107(a) and 1108 of the Bankruptcy Code.

3. On June 15, 2020, the United States Trustee appointed an Official Committee of Unsecured Creditors (the "Committee") in these cases.

4. On February 26, 2020, this Court entered an Order [Docket No. 192] approving the retention of Klehr Harrison as counsel to the Debtors, *nunc pro tunc* to the Petition Date.

5. Klehr Harrison has continuously rendered services on behalf of the Debtors for the period from April 1, 2021 through April 30, 2021 (the "Compensation Period"), totaling 102.40 hours of professional time.

6. Attached hereto as Exhibit "A" is a full and detailed statement describing the professional services rendered by each Klehr Harrison attorney and paraprofessional during the Compensation Period.

7. The total sum due to Klehr Harrison for professional services rendered on behalf of the Debtors for the Compensation Period is \$57,252.50. Klehr Harrison submits that the professional services it rendered on behalf of the Debtor during this time were reasonable and necessary.

8. Klehr Harrison also expended costs on behalf of the Debtor in the sum of \$520.69 during the Compensation period. Attached hereto as Exhibit "B" is an itemized list of expenses incurred during the compensation period. In accordance with Local Bankruptcy Rule 2016-2(e)(iii),

the line designated "Photocopying" represents in-house copying based on a cost of \$0.10 per page.

9. Klehr Harrison accordingly seeks allowance of the sum of \$57,252.50 in fees and \$520.69 in expenses, for a total of \$57,773.19.

10. The undersigned hereby attests that he has reviewed the requirements of Local Rule 2016-1 and this Application conforms to such requirements.

WHEREFORE, Klehr Harrison hereby requests: (a) allowance of compensation for necessary and valuable professional services rendered to the Debtors in the sum of \$57,252.50 and reimbursement of actual and necessary expenses incurred in the sum of \$520.69 for the period from April 1, 2021 through April 30, 2021; (b) payment in the total amount of \$46,322.69, which represents (i) 80% of the total fees billed (\$45,802.00) and (ii) 100% of the expenses incurred (\$520.69) during the Application Period, as provided under the Interim Compensation Order; and (c) such other relief as this Court deems just and proper.

Dated: May 25, 2021
Wilmington, Delaware

/s/ Domenic E. Pacitti
Domenic E. Pacitti (DE Bar No. 3989)
Michael W. Yurkewicz (DE Bar No. 4165)
Sally E. Veghte (DE Bar No. 4762)
KLEHR HARRISON HARVEY BRANZBURG LLP
919 North Market Street, Suite 1000
Wilmington, Delaware 19801
Telephone: (302) 426-1189
Facsimile: (302) 426-9193
Email: dpacitti@klehr.com
myurkewicz@klehr.com
sveghte@klehr.com

Counsel to the Debtors

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

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In re:)	Chapter 11
)	
BL RESTAURANTS HOLDING, LLC, <i>et al.</i> , ¹)	Case No. 20-10156 (MFW)
)	
Debtors.)	(Jointly Administered)
)	

CERTIFICATION OF DOMENIC E. PACITTI

I, Domenic E. Pacitti, under penalty of perjury, declare as follows:

1. I am a partner in the firm of Klehr Harrison Harvey Branzburg LLP (“Klehr Harrison”), Counsel to the Debtors and Debtors in Possession in these cases (the “Debtors”).

2. I have read the foregoing *Fifteenth Monthly Fee Application of Klehr Harrison Harvey Branzburg LLP for Allowance of Compensation and Reimbursement of Expenses as Counsel for the Debtors for the Period from April 1, 2021 through April 30, 2021* and know the contents thereof. The same contents are true to the best of my knowledge, except as to matters therein alleged to be upon information and belief, and as to those matters, I believe them to be true. I have personally performed many of the legal services rendered by Klehr Harrison and am thoroughly familiar with all other work performed on behalf of the Debtors by the attorneys and paraprofessionals in Klehr Harrison.

3. In accordance with Rule 2016(a) of the Federal Rules of Bankruptcy Procedure and Section 504 of Title 11, United States Code, no agreement or understanding exists between Klehr

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Harrison and any other person for the sharing of compensation to be received in connection with the above-captioned cases.

4. I have reviewed the requirements of Local Rule 2016-2 of the United States Bankruptcy Court for the District of Delaware, and to the best of my knowledge, information and belief, this Application complies with Local Rule 2016-2.

6. Klehr Harrison did not agree to any variations from, or alternatives to, its standard and customary billing arrangements for the proposed engagement by the Debtors pursuant to the Application.

7. None of the professionals at Klehr Harrison included in the proposed engagement by the Debtors pursuant to the Application vary their rates based on geographic location of the bankruptcy case.

8. Other than an annual rate increase effective January 1 of each calendar year, during the twelve months prior to the filing of the Debtors' chapter 11 petitions, the billing rates of Klehr Harrison with respect to the Debtors was not different than those sought under the Application. The rates effective as of January 1, 2020 are the rates charged to the Debtors in the Application

9. The Application does not include time or fees related to reviewing or revising time records or preparing, reviewing, or revising invoices.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on May 25, 2021

/s/ Domenic E. Pacitti
Domenic E. Pacitti (DE Bar No. 3989)

EXHIBIT A

**KLEHR HARRISON
HARVEY BRANZBURG^{LLP}**919 N. Market Street | Suite 1000
Wilmington, DE 19801
t 302.426.1189 f 302.426.9193
www.klehr.com

May 17, 2021

BL Restaurants et al.
Jonathan Ehrart
4550 Beltway Drive
Addison, TX 75001Invoice #: 446439
Client #: 20671
Matter #: 0001

For professional services through April 30, 2021:

RE: Restructuring**PROFESSIONAL SERVICES****Asset Disposition**

Date	Atty	Description	Hours	Rate	Amount
4/01/21	DEP	Emails with client and CM team re: liquor license sale status and issues	.50	700.00	350.00
4/01/21	MWY	Address Fenway license sale (0.4) / follow up on proceeds from license sales (0.4)	.80	500.00	400.00
4/05/21	MWY	Address liquor license sale closings	.60	500.00	300.00
4/06/21	MWY	Review and address landlord correspondence on Fenway license	.50	500.00	250.00
4/08/21	DEP	Work on Liquor License Sales open issues (1.50) / email exchanges with clients and broker re: same (.50) / email exchanges with committee counsel re: same (.50)	2.50	700.00	1,750.00
4/08/21	MWY	Work on liquor license summary and committee updates (1.4) / address Warrington sale (0.4)	1.80	500.00	900.00
4/09/21	MWY	Address liquor license sale follow up (0.6) / work on UCC updates on sales (0.5)	1.10	500.00	550.00
4/13/21	MWY	Call with UCC on liquor license (1.0) / follow up on additional sales (0.4)	1.40	500.00	700.00
4/14/21	MWY	Address additional sale noticing	.80	500.00	400.00
4/15/21	MWY	Address liquor license sale procedures	.70	500.00	350.00
4/22/21	MWY	Address sale noticing issues (0.4) / follow up on sale closings (0.7)	1.10	500.00	550.00

20671: BL Restaurants et al.
0001: RestructuringMay 17, 2021
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Date	Atty	Description	Hours	Rate	Amount
4/23/21	MWY	Work on Warrington sale (.3)/ address Anderson Towne closing (.4)	.70	500.00	350.00
4/26/21	MWY	Work on liquor license sale noticing (.3)/ follow up on proceeds from Ohio (.4)	.70	500.00	350.00
4/29/21	MWY	Follow up on sale license closings	.20	500.00	100.00

Task Total:**\$ 7,300.00****Assumption and Rejection of Leases and C**

Date	Atty	Description	Hours	Rate	Amount
4/07/21	DEP	Email exchange with CM team re: landlord issues at Nashville location	.30	700.00	210.00
4/07/21	MWY	Address landlord follow up issues	.60	500.00	300.00
4/20/21	MWY	Address lease modification issues	.50	500.00	250.00

Task Total:**\$ 760.00****Claims Administration and Objections**

Date	Atty	Description	Hours	Rate	Amount
4/07/21	MWY	Work on claims reconciliation	2.20	500.00	1,100.00
4/09/21	MWY	Work on claims reconciliation	1.60	500.00	800.00
4/13/21	MKH	Review revise and prepare Supplemental Declaration of Alec Haesler in Support of the Debtors' First Omnibus Objection (Substantive) to Certain Claims for filing and efile same with Bankruptcy Court	.50	285.00	142.50
4/13/21	MKH	Review revise and prepare Certification of Counsel Regarding First Omnibus Objection to Claims, proposed order and exhibits A-E for filing and efile same with Bankruptcy Court	.60	285.00	171.00
4/13/21	MKH	Revise proposed order and exhibits re First Omnibus Objection to Claims and upload same to Bankruptcy Court	.40	285.00	114.00
4/13/21	MWY	Work on claims objection submissions	1.20	500.00	600.00
4/14/21	MWY	Call on Alverson issues	.20	500.00	100.00
4/21/21	MWY	Follow up on claims objection orders	.30	500.00	150.00
4/26/21	MWY	Follow up on 1st omnibus objection to claims	.50	500.00	250.00

Task Total:**\$ 3,427.50**

20671: BL Restaurants et al.
0001: RestructuringMay 17, 2021
Invoice #: 446439**Case Administration**

Date	Atty	Description	Hours	Rate	Amount
4/06/21	DEP	Email exchange with L. Hilton of River Road, re: open issues on invoices (.40) / email exchange with CM team re: same (.30)	.70	700.00	490.00
4/11/21	MWY	Address Alverson funds issues	.40	500.00	200.00
4/13/21	MKH	Draft agenda for April 21, 2021 confirmation hearing and prepare email attaching same to counsel	2.10	285.00	598.50
4/13/21	MWY	Address class action funds	.40	500.00	200.00
4/14/21	MKH	Revise agenda for April 21, 2021 hearing	.50	285.00	142.50
4/14/21	MWY	Address voting issues	1.40	500.00	700.00
4/14/21	MWY	Call with CM team on Alverson issues and plan	.50	500.00	250.00
4/15/21	MKH	Revise agenda for April 21, 2021 and confer with D. Pacitti re same	1.20	285.00	342.00
4/15/21	MKH	Review revise and prepare Notice of Proposed Sale of Liquor License for filing and efile same with Bankruptcy Court	.40	285.00	114.00
4/16/21	DEP	Review and revise agenda for 4/21 hearing	.40	700.00	280.00
4/16/21	MKH	Revise and finalize agenda for April 21, 2021 hearing for filing and efile same with Bankruptcy Court	.70	285.00	199.50
4/19/21	DEP	Review wind down budget and cash flow (.70) / call with A. Haesler re: same (.30) / emails with L. Schlusser re: same (.20)	1.20	700.00	840.00
4/19/21	MWY	Address lease issues	.70	500.00	350.00
4/20/21	DEP	Emails with client re: Sedgwick issues	.30	700.00	210.00
4/20/21	MWY	Address hearing preparation (0.4) / Address insurer disbursements (0.3)	.70	500.00	350.00
4/21/21	DEP	Post hearing call with clients	.30	700.00	210.00
4/21/21	MWY	Address Sedgwick escrow issues	.30	500.00	150.00
4/22/21	MWY	Call on Sedgwick insurance issues (0.5) / follow up on Sedgwick issues (0.4) / additional follow up on Sedgwick issues (0.6)	1.50	500.00	750.00
4/26/21	MKH	Review and prepare Certification of Counsel Regarding Sale of Liquor License (Warrington), proposed order for filing and efile same with Bankruptcy Court	.50	285.00	142.50
4/26/21	MKH	Revise and upload proposed order re Sale of Liquor License (Warrington) with Bankruptcy Court	.40	285.00	114.00
4/28/21	MKH	Review and prepare Debtor-In-Possession Monthly Operating Report for Filing Period 02/25/2021 - 03/31/2021 for filing and efile same with Bankruptcy Court	.30	285.00	85.50
4/28/21	MWY	Address post confirmation planning	.70	500.00	350.00
4/30/21	MWY	Address status conference request from court	.30	500.00	150.00

20671: BL Restaurants et al.
0001: RestructuringMay 17, 2021
Invoice #: 446439**Task Total:****\$ 7,218.50****Employment and Fee Applications**

Date	Atty	Description	Hours	Rate	Amount
4/08/21	DEP	Review and revise February Fee Application of Klehr Harrison	.40	700.00	280.00
4/08/21	MKH	Draft and prepare Fourteenth Monthly Compensation Report of Carl Marks Advisory Group LLC During the Period from March 1, 2021 through March 31, 2021, Notice, Exhibits for filing and efile same with Bankruptcy Court	1.30	285.00	370.50
4/08/21	MKH	Draft and prepare Thirteenth Monthly Fee Application of Klehr Harrison Harvey Branzburg LLP for Payment of Compensation and Reimbursement of Expenses as Counsel for the Debtors for the Period from February 1, 2021 through February 28, 2021, Notice, Certification, Charts and Exhibits for filing and efile same with Bankruptcy Court	1.50	285.00	427.50
4/08/21	MKH	Coordinate service re Carl Mark's Thirteenth Fee Application for March 2021 and Twentieth Monthly Fee Application of Klehr Harrison Harvey Branzburg LLP for Payment of Compensation and Reimbursement of Expenses as Co-Counsel to the Debtors and Debtors In Possession for the period February 1, 2021 to February 28, 2021	.20	285.00	57.00
4/08/21	MWY	Address CMA fee statements	.30	500.00	150.00
4/22/21	MWY	Address RAS fee application	.20	500.00	100.00
4/28/21	DEP	Email exchange with A. Haesler re: professional Fee Escrow reconciliation	.30	700.00	210.00
4/30/21	MKH	Review case docket and draft and prepare CNO re Fourteenth Monthly Compensation Report of Carl Marks Advisory Group LLC During the Period from March 1, 2021 through March 31, 2021 for filing and efile same with Bankruptcy Court	.70	285.00	199.50
4/30/21	MKH	Review case docket and draft and prepare CNO re Thirteenth Monthly Fee Application of Klehr Harrison Harvey Branzburg LLP for Payment of Compensation and Reimbursement of Expenses as Counsel for the Debtors for the Period from February 1, 2021 through February 28, 2021 for filing and efile same with Bankruptcy Court	.70	285.00	199.50
4/30/21	MKH	Update professional fee chart with new applications filed	1.10	285.00	313.50

Task Total:**\$ 2,307.50**

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0001: Restructuring

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Litigation: Contested Matters and Advers

Date	Atty	Description	Hours	Rate	Amount
4/08/21	DEP	Email exchange with Rust Consulting re: Alverson escrow	.20	700.00	140.00
4/12/21	DEP	Emails with Rust and Plaintiffs counsel and review of docs on Alverson QSF escrow	.40	700.00	280.00
4/14/21	DEP	Call with J. Wilson re: Alverson case	.40	700.00	280.00
4/14/21	DEP	Call with clients and Carl Marks re: Alverson case	.40	700.00	280.00
4/20/21	DEP	Prepare for confirmation hearing	1.50	700.00	1,050.00
4/21/21	DEP	Prepare hearing outline and preparation for confirmation hearing	3.00	700.00	2,100.00
4/21/21	DEP	Attend confirmation hearing	.60	700.00	420.00
4/29/21	DEP	Emails with J. Wilson re: status of case, injunction and pending actions	.40	700.00	280.00

Task Total:

\$ 4,830.00

Plan and Disclosure Statement

Date	Atty	Description	Hours	Rate	Amount
4/01/21	DEP	Emails with client and CM team re: interim voting results	.40	700.00	280.00
4/01/21	ZJS	Completed draft proposed order, dec in support, and notice for D. Pacitti	.40	325.00	130.00
4/05/21	DEP	Email exchange with L. Schlüssel re: Trust agreement (.20) / review draft of trust agreement (.60)	.80	700.00	560.00
4/05/21	DEP	Draft initial draft of plan administrator agreement (.80) / email L. Schlüssel re: same (.20)	1.00	700.00	700.00
4/05/21	DEP	Finalize initial draft of confirmation order (1.20) / email exchange with L. Schlüssel re: same (.30)	1.50	700.00	1,050.00
4/05/21	DEP	Draft a Notice of Filing of Plan Supplement	.50	700.00	350.00
4/05/21	DEP	Draft DRAFT of Howard Meitiner's Declaration in Support of Plan Confirmation (1.10) / email with L. Schlüssel re: same (.20)	1.30	700.00	910.00
4/05/21	ZJS	Reviewed the BL Draft Trust Agreement for consistency and made changes as necessary for D. Pacitti.	2.00	325.00	650.00
4/05/21	ZJS	Drafted a notice of plan supplement for D. Pacitti	.30	325.00	97.50
4/06/21	DEP	Draft Notice of Filing of Plan Supplement (.40) / email exchange with L. Schlüssel re: same (.20)	.60	700.00	420.00
4/06/21	DEP	Call with Carl Marks and client re: plan issues and pleadings	.40	700.00	280.00

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Date	Atty	Description	Hours	Rate	Amount
4/06/21	DEP	Work on revisions to plan administrator agreement and plan trust agreement (1.50) / email exchanges with L. Schluskel re: same (.40) / email exchanges with H. Meitiner re: same (.30)	2.20	700.00	1,540.00
4/06/21	DEP	Review interim voting results from EPIQ (.30) emails with L. Schluskel re: same (.20) emails with H. Meitiner re: same (.20)	.70	700.00	490.00
4/06/21	MWY	Call with CM team on plan documents (0.4) / review plan documents (0.7)	1.10	500.00	550.00
4/06/21	ZJS	Call with H. Meitiner from Carl Marks to discuss his declaration and involvement as plan admin with D. Pacitti and M. Yurkewicz	.30	325.00	97.50
4/07/21	MWY	Review plan documentation	.50	500.00	250.00
4/08/21	DEP	Review updated interim voting results from Epiq (.40) / emails with client re: same (.20) / email with L. Schluskel re: same (.10)	.70	700.00	490.00
4/09/21	DEP	Review plan and related potential issues and draft initial draft of outline and declarations	2.60	700.00	1,820.00
4/10/21	DEP	Email exchange with J. Adams and L. Schluskel re: draft confirmation order and sending to UST	.30	700.00	210.00
4/12/21	DEP	Review and revise confirmation order with committee comments (.40) / email committee counsel re: confirmation order changes (.20) / email UST re: draft confirmation order (.20)	.80	700.00	560.00
4/12/21	DEP	Emails with Kelley Drye team re: changes to confirmation order and declarations	.50	700.00	350.00
4/12/21	DEP	Work on changes to confirmation order and declarations	.50	700.00	350.00
4/13/21	DEP	Emails with Kelley Drye team re: changes to confirmation order and declarations	.50	700.00	350.00
4/13/21	DEP	Emails with client and CM Team re: changes to confirmation order and declarations	.50	700.00	350.00
4/13/21	DEP	Email with D. Buchbinder re: comments to confirmation order (.30) / emails with Kelley Drye team re: UST comments to confirmation order (.20)	.50	700.00	350.00
4/13/21	DEP	Review draft of UST confirmation objection	.50	700.00	350.00
4/13/21	DEP	Work on changes to confirmation order per UST comments (1.20) / research DE precedent on confirmation order issues raised by UST (1.70) / email exchanges with committee counsel re: UST issues on order and addressing same (.60)	3.50	700.00	2,450.00
4/13/21	DEP	Review interim voting report from Epiq and email with Kelley Drye re: same	.40	700.00	280.00
4/13/21	DEP	Review ballots (1.30) /work on reach out to creditors to vote (.60)	1.90	700.00	1,330.00

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Date	Atty	Description	Hours	Rate	Amount
4/13/21	MWY	Review UST issues on plan (0.4) / address landlord issues on plan (0.9)	1.30	500.00	650.00
4/13/21	ZJS	Research for D. Pacitti regarding recoupment	1.40	325.00	455.00
4/14/21	DEP	Call with K. Drye and S. Fleischer re: landlord issues in plan	.40	700.00	280.00
4/14/21	DEP	Review new ballots (.60) /work on reach out to creditors to vote (.60) / call with committee counsel re: getting creditor vote (.60) / emails with various creditor counsel to return ballots (.60)	2.40	700.00	1,680.00
4/14/21	DEP	Call with S. Fleischer landlords counsel re: revised confirmation order language (.40) / revises confirmation order language for landlord issues (.40) / emails to S. Fleischer re: same (.30)	1.10	700.00	770.00
4/14/21	DEP	Call with L. Roglan landlords counsel re: revised confirmation order language (.60) / revises confirmation order language for landlord issues (.40) / emails to L. Roglan re: same (.30)	1.30	700.00	910.00
4/14/21	DEP	Emails with E. Young re: final voting report and review of same (.60) / emails with Committee counsel e: same (.30)	.90	700.00	630.00
4/14/21	MWY	Call on landlord language re plan confirmation (0.4) / follow up on landlord requests for confirmation order (0.9)	1.30	500.00	650.00
4/15/21	DEP	Email with E. Young re: plan voting declaration finalization	.20	700.00	140.00
4/15/21	ZJS	Editing brief in support of plan confirmation for D. Pacitti	.60	325.00	195.00
4/16/21	DEP	Review, revise and finalize the Declaration of Emily Young of Epiq Corporate Restructuring, LLC Regarding Voting and Tabulation of Ballots (.80) / email exchanges with E. Young re: same (.40)	1.20	700.00	840.00
4/16/21	DEP	Review, revise and finalize the Declaration of Howard Meitiner In Support of Amended Joint Chapter 11 Plan (1.20) / email exchange with H. Meitiner re: same (.40)	1.60	700.00	1,120.00
4/16/21	DEP	Review, revise and finalize the memorandum of Law in Support of Amended Joint Chapter 11 Plan	1.50	700.00	1,050.00
4/16/21	DEP	Review, revise and finalize the Proposed Findings of Fact and Conclusions of Law	1.60	700.00	1,120.00
4/16/21	DEP	Email exchanges with L. Schlüssel re: finalizing confirmation Order, declarations and brief	.70	700.00	490.00
4/16/21	MKH	Review revise and prepare Declaration of Emily Young of Epiq Corporate Restructuring, LLC Regarding Voting and Tabulation of Ballots Cast on Amended Joint Chapter 11 Plan of Liquidation for filing and efile same with Bankruptcy Court	.30	285.00	85.50
4/16/21	MKH	Review and prepare Declaration of Howard Meitiner In Support of Amended Joint Chapter 11 Plan of Liquidation of BL Restaurants Holding, LLC and its Debtor Affiliates Pursuant to Chapter 11 of the Bankruptcy Code for filing and efile same with Bankruptcy Court	.30	285.00	85.50

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Date	Atty	Description	Hours	Rate	Amount
4/16/21	MKH	Review revise and prepare Memorandum of Law in Support of Amended Joint Chapter 11 Plan of Liquidation of BL Restaurants Holding, LLC and Its Debtor Affiliates Pursuant to Chapter 11 of the Bankruptcy Code for filing and efile same with Bankruptcy Court	.40	285.00	114.00
4/16/21	MKH	Review revise and prepare Notice of Proposed Findings of Fact, Conclusions of Law, and Order Confirming the Amended Joint Chapter 11 Plan of Liquidation of BL Restaurants Holding, LLC and Its Debtor Affiliates Pursuant to Chapter 11 of the Bankruptcy Code for filing and efile same with Bankruptcy Court	.40	285.00	114.00
4/19/21	MWY	Address wind down needs (0.7) / review plan ancillary documents (0.6) /	1.30	500.00	650.00
4/21/21	MWY	Confirmation hearing	.40	500.00	200.00
4/21/21	ZJS	Attended court hearing for plan confirmation with D. Pacitti and M. Yurkewicz	.20	325.00	65.00
4/27/21	DEP	Emails with CM team re: wind down, document destruction and Effective Date	.40	700.00	280.00

Task Total:

\$ 30,169.00

Reporting

Date	Atty	Description	Hours	Rate	Amount
4/27/21	MWY	Call with company on post confirmation reports (0.3) / work on post confirmation workflow (0.7)	1.00	500.00	500.00
4/28/21	DEP	Emails with A. Haesler re: reconciling accounts for MOR	.30	700.00	210.00
4/28/21	DEP	Review P# operating report from Carl Marks	.40	700.00	280.00
4/28/21	MWY	Work on operating report	.50	500.00	250.00

Task Total:

\$ 1,240.00

TOTAL PROFESSIONAL SERVICES

\$ 57,252.50

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SUMMARY OF PROFESSIONAL SERVICES

Name	Staff Level	Hours	Rate	Total
Pacitti, Domenic E.	Partner	50.40	700.00	35,280.00
Yurkewicz, Michael W.	Partner	32.30	500.00	16,150.00
Schnapp, Zachary J	Associate	5.20	325.00	1,690.00
Hughes, Melissa K.	Paralegal	14.50	285.00	4,132.50
TOTALS		102.40		\$ 57,252.50

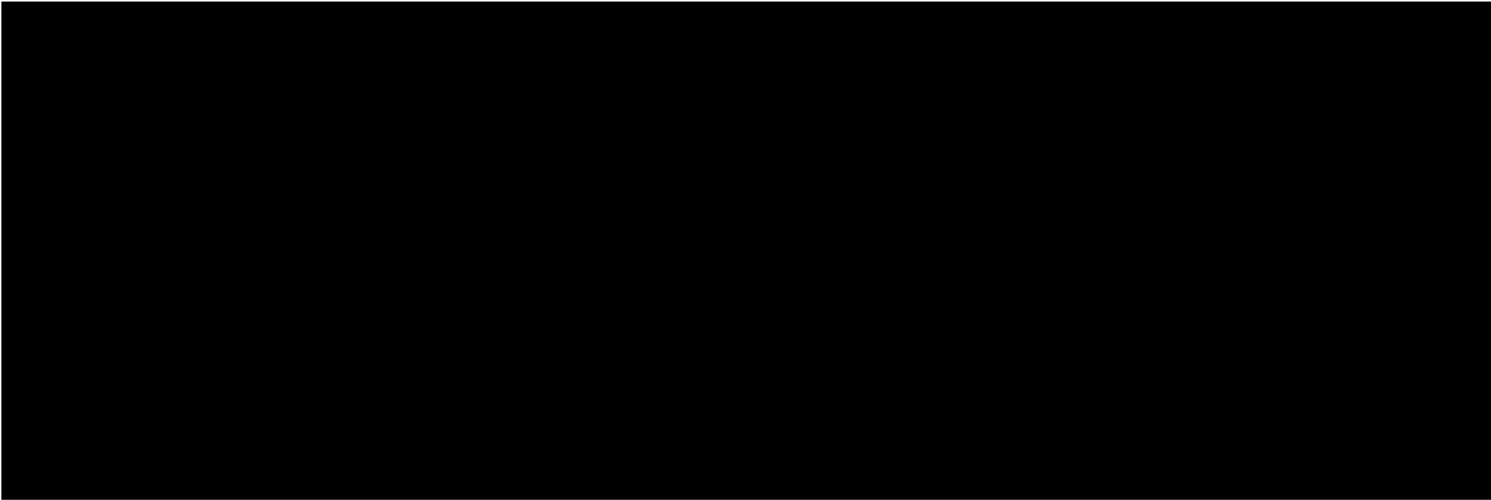
EXHIBIT B

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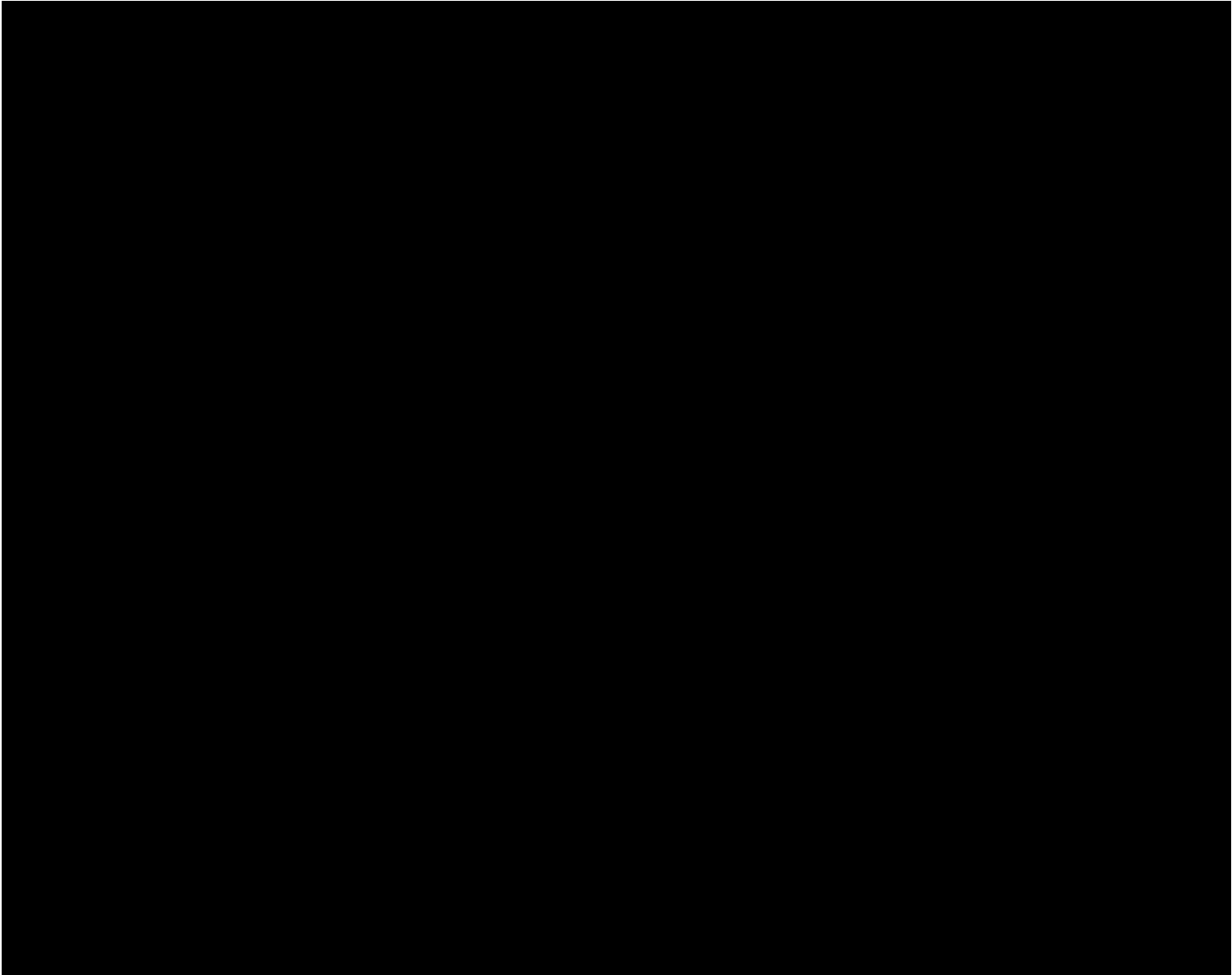
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DISBURSEMENTS

Description	Amount
Service Fees	420.00
Conference Call Charges	4.69
Pacer	96.00
TOTAL DISBURSEMENTS	\$ 520.69
TOTAL THIS INVOICE	\$ 57,773.19



CLIENT MATTER				
20671-0001				
<i>Date: 03/24/21</i>	<i>Moderator: Domenic Pacitti</i>	<i>Service: Readyconference Plus Audio</i>		
<i>Time: 1:57 PM</i>	<i>Description</i>	<i>Participants</i>	<i>Unit Price</i>	<i>Minutes/Qty</i>
	<i>GlobalMeet® Audio NA - Toll Free</i>	<i>4</i>	<i>0.030</i>	<i>102</i>
	<i>Call Total: 4.69</i>	<i>Sub Total Pre-Tax: 3.06</i>		<i>Taxes and Surcharges: 1.63</i>



Report for klehradmin							
Client	Matter	<u>Client Code</u>	<u>Login</u>	<u>Pages</u>	<u>Audio</u>	<u>Cost</u>	<u>Atty</u>
20671	0001	20671	myurkewicz Michael Yurkewicz (4215889)	19	0	1.90	M. Yurkewicz
20671	0001	20671-0001	KH4345 Mellisa Hughes (4207484)	743	0	74.30	KH. Hughes
20671	0001	20671.0001	dpacitti Domenic Pacitti (4215899)	28	0	2.80	D. Pacitti
20671	0001	20671.0001	KH4345 Mellisa Hughes (4207484)	129	0	12.90	KH. Hughes
20671	0001	20671.0001	myurkewicz Michael Yurkewicz (4215889)	41	0	4.10	M. Yurkewicz

WSFS Wire Charges

[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]
20671-0001	15.00 01/06/2021
20671-0001	30.00 01/06/2021
20671-0001	15.00 01/14/2021
20671-0001	15.00 01/14/2021
20671-0001	15.00 01/22/2021
20671-0001	15.00 01/29/2021
20671-0001	15.00 02/03/2021
[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]
20671-0001	15.00 02/10/2021
[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]
20671-0001	30.00 02/17/2021
20671-0001	30.00 02/17/2021
[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]
20671-0001	15.00 02/18/2021
20671-0001	15.00 02/18/2021
[REDACTED]	[REDACTED]
20671-0001	15.00 12/03/2020
[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]
20671-0001	15.00 12/10/2020
20671-0001	30.00 12/11/2020
20671-0001	30.00 12/11/2020
20671-0001	15.00 12/14/2020
[REDACTED]	[REDACTED]
20671-0001	15.00 12/16/2020
20671-0001	15.00 12/22/2020
[REDACTED]	[REDACTED]
20671-0001	15.00 12/23/2020
[REDACTED]	[REDACTED]
20671-0001	15.00 12/30/2020
20671-0001	30.00 12/30/2020
[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]