

**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)
)	
)	Re: Docket No. 503

**SUPPLEMENT TO THE FIRST INTERIM 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 JANUARY 27, 2020 THROUGH APRIL 30, 2020**

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><i>nunc pro tunc</i> to Petition Date</u>
Period for which compensation and reimbursement is sought:	<u>January 27, 2020 through April 30, 2020</u>
Amount of Interim Compensation sought as actual, reasonable and necessary:	<u>\$618,751.50</u>
Amount of Interim Expense Reimbursement sought as actual, reasonable and necessary:	<u>\$8,098.90</u>
Total Interim Fees and Expenses sought:	<u>\$626,850.40</u>
Total Compensation Approved by Interim Order to Date:	<u>N/A</u>
Total Expenses Approved by Interim Order to Date:	<u>N/A</u>
Total Compensation Paid to Date for this period:	<u>\$495,001.20</u>

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.

Total Expenses Paid to Date for this period: \$8,098.90

Blended Rate in this Application for all Attorneys: \$519.94

Blended Rate in this Application for all Timekeepers: \$499.75

Compensation sought in this Application already paid pursuant to monthly compensation order but not yet allowed: \$495,001.20

Expenses sought in this Application already paid pursuant to monthly compensation order but not yet allowed: \$8,098.90

Number of Professionals included in this Application: 19

Number of Professionals billing fewer than 15 hours to the case during this Period 11²

Are any rates higher than those approved or disclosed at retention? No

This is a(n): Monthly ✓ Interim Final application

This is the first interim fee application filed in this case.

² Additional staffing was required for discreet real estate, tax and corporate matters.

Prior Applications:

		Requested		Approved		
Date Filed	Period Covered	Fees	Expenses	Fees [80%]	Expenses [100%]	Fee Holdback
First Monthly Filed 3/27/2020 DI No. 316 CNO DI No. 359	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 CNO DI No. 425	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 CNO DI No. 490	4/1/2020- 4/30/2020	\$217,141.00	\$1,377.91	\$173,712.80	\$1,377.91	\$43,428.20
TOTALS:		\$618,751.50	\$8,098.90	\$495,001.20	\$8,098.90	\$123,750.30

TIME AND COMPENSATION BREAKDOWN

NAME OF PROFESSIONAL PERSON	POSITION/ NUMBER OF YEARS	HOURLY BILLING RATE	TOTAL HOURS BILLED	TOTAL COMPENSATION
Bradley A. Kroase	Real Estate & Finance Partner Admitted to Bar 1990	\$750.00	4.00	\$3,000.00
Stephan L. Cutler	Real Estate & Finance Partner Admitted to Bar 1987	\$705.00	0.80	\$564.00
Domenic E. Pacitti	Bankruptcy & Restructuring Partner Admitted to Bar 1987	\$685.00	308.00	\$210,980.00
Sharon Shachar	Corporate & Securities Partner Admitted to Bar 1998	\$630.00	1.60	\$1,008.00
Michael P. Rittinger	Corporate & Securities Partner Admitted to Bar 1997	\$625.00	78.00	\$48,750.00
Matthew M. McDonald	Corporate & Securities Partner Admitted to Bar 1999	\$620.00	1.20	\$744.00
Rona J. Rosen	Litigation Partner Admitted to Bar 1980	\$600.00	9.80	\$5,880.00
Jawad H. Salah	Real Estate & Finance Partner Admitted to Bar 2001	\$530.00	14.00	\$7,420.00
Jonathan E. Maslow	Real Estate & Finance Partner Admitted to Bar 2007	\$500.00	47.70	\$23,850.00
Corinne S. Brennan	Bankruptcy & Restructuring Partner Admitted to Bar 2007	\$430.00	7.90	\$3,397.00
Michael Yurkewicz	Bankruptcy & Restructuring Of Counsel-Admitted to Bar 1998	\$475.00	389.10	\$184,822.50
Justin D. Csik	Corporate & Securities Associate Admitted to Bar 2008	\$400.00	0.50	\$200.00
Kyle W. Fox	Real Estate & Finance Associate Admitted to Bar 2012	\$400.00	75.20	\$30,080.00
Sally E. Veghte	Bankruptcy & Restructuring Associate-Admitted to Bar 2005	\$375.00	129.80	\$48,675.00
Drew Reinhold	Real Estate & Finance Associate Admitted to Bar 2018	\$320.00	11.60	\$3,712.00
Danielle N. Russ	Corporate & Securities Associate Admitted to Bar 2019	\$310.00	54.90	\$17,019.00
Christopher Mullen	Real Estate & Finance Associate Admitted to Bar 2019	\$300.00	2.00	\$600.00
Melissa K. Hughes	Bankruptcy & Restructuring Paralegal	\$275.00	90.30	\$24,832.50
Barbara Jean Silberberg	Real Estate & Finance Paralegal	\$275.00	11.70	\$3,217.50
TOTALS			1238.10	<u>\$618,751.50</u>
BLENDED RATE				<u>\$499.75</u>

COMPENSATION BY PROJECT CATEGORY

PROJECT CATEGORY	TASK CODES	TOTAL HOURS BILLED	TOTAL COMPENSATION
Asset Disposition	AD	269.10	\$153,095.50
Assumption and Rejection of Leases and Contracts	AL	198.70	\$96,374.00
Business Operations	BU	93.80	\$49,812.50
Claims Administration and Objections	CB	21.00	\$11,235.00
Corporate Governance and Board Matters	CG	29.60	\$9,393.00
Case Administration	CS	214.90	\$96,136.50
Employment and Fee Applications	EF	57.20	\$25,665.00
Employee Benefits and Pension	EP	8.80	\$5,545.00
Financing and Cash Collateral	FI	43.20	\$22,681.00
Litigation: Contested Matters and Adversary Proceedings	LC	73.20	\$41,333.00
Meetings and Communications with Creditors	MC	19.40	\$10,526.50
Plan and Disclosure Statement	PD	13.90	\$9,521.50
Real Estate	RE	118.20	\$47,995.50
Reporting	RG	58.90	\$30,646.50
Relief from Stay and Adequate Protection	RS	14.10	\$6,190.50
Tax	TA	4.10	\$2,600.50
TOTAL		1238.10	<u>\$618,751.50</u>

EXPENSE SUMMARY

EXPENSE CATEGORY	TOTAL COMPENSATION
Express Delivery	\$454.08
Pacer	\$1,045.30
Filing Fees	\$1,084.00
Special Copy	\$3,311.90
Service Fees	\$105.00
Court Reporter Services	\$43.50
Conference Call Charges	\$201.29
Travel	\$933.39
Meals	\$555.79
Computerized Research	\$364.65
TOTAL	\$8,098.90

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BUDGET FOR THE PERIOD
JANUARY 27, 2020 THROUGH APRIL 30, 2020
KLEHR HARRISON HARVEY BRANZBURG LLP

Matter Code	Project Category Description	Hours Budgeted	Actual Hours	Total Compensation Budgeted	Actual Compensation
Bankruptcy Proceedings					
AD	Asset Disposition	500	269.10	\$300,000	\$153,095.50
AL	Assumption/Rejection of Leases and Contracts	400	198.70	\$200,000	\$96,374.00
CB	Claims Administration & Objections	50	21.00	\$25,000	\$11,235.00
CS	Case Administration	375	214.90	\$175,000	96,136.50
EF	Employment & Fee Applications	75	57.20	\$50,000	\$25,665.00
MC	Meetings & Communications with Creditors	50	19.40	\$25,000	\$10,526.50
PD	Plan, Disclosure Statement	50	13.90	\$25,000	\$9,521.50
RS	Relief from Stay/Adequate Protection	50	14.10	\$25,000	\$6,190.50
Operational Issues					
BU/CG	Business Operations/Corporate Governance and Board Matters	150	123.40	\$100,000	\$59,205.50
EP	Employee Benefits and Pensions	50	8.80	\$25,000	\$5,545.00
FI	DIP Financing / Cash Collateral	100	43.20	\$75,000	\$22,681.00
RE	Real Estate	150	118.20	\$100,000	\$47,995.50
RG	Reporting	75	58.90	\$50,000	\$30,646.50
TA	Tax	50	4.10	\$25,000	\$2,600.50
Adversarial Matters					
LC	Litigation/Adversary Proceedings/Contested Matters	150	73.20	\$100,000	\$41,333.00
	TOTAL	2,275	1238.10	\$1,300,000.00	618,751.50

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STAFFING PLAN FOR THE PERIOD
JANUARY 27, 2020 THROUGH APRIL 30, 2020
KLEHR HARRISON HARVEY BRANZBURG LLP

Category of Timekeeper	Number of Timekeepers Expected to Work on the Matter Categories During the Budget Period	Number of Timekeepers Actually Worked on the Matter Categories During the Budget Period	Average Hourly Rate
Partner	6	10	
Counsel	1	1	
Associate	4	6	
Paralegal	3	2	
Total	14	19 ¹	

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CUSTOMARY AND COMPARABLE
COMPENSATION DISCLOSURES WITH FEE APPLICATIONS
KLEHR HARRISON HARVEY BRANZBURG LLP

Category of Timekeeper	Blended Hourly Rate for Firm Excluding Insolvency Professionals	Blended Hourly Rate Billed for this Case
Partner	\$569.00	\$607.50
Counsel	\$401.00	\$475.00
Associate	\$309.00	\$350.83
Paralegal	\$225.00	\$275.00

¹ Additional staffing was required for discreet real estate, tax and corporate matters.