

PAUL HASTINGS LLP

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*Co-Counsel to the Official Committee
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*Co-Counsel to the Official Committee
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**UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF NEW JERSEY**

In re:

WEWORK INC., et al.,

Debtors.¹

Chapter 11

Case No. 23-19865 (JKS)

Hon. John K. Sherwood

**SEVENTH MONTHLY FEE STATEMENT OF PAUL HASTINGS LLP
FOR THE PERIOD FROM MAY 1, 2024 THROUGH MAY 31, 2024**

Paul Hastings LLP (“Paul Hastings”), co-counsel to the Official Committee of Unsecured Creditors (the “Committee”) of WeWork Inc., *et al.* (collectively, the “Debtors”), submits this Seventh Monthly Fee Statement (the “Monthly Fee Statement”) for the period from May 1, 2024 through May 31, 2024 (the “Compensation Period”), pursuant to the Court’s *Administrative Fee Order Establishing Procedures for the Allowance and Payment of Interim*

¹ A complete list of each of the Debtors in these chapter 11 cases may be obtained on the website of the Debtors’ proposed claims and noticing agent at <https://dm.epiq11.com/WeWork>. The location of Debtor WeWork Inc.’s principal place of business is 12 East 49th Street, 3rd Floor, New York, NY 10017; the Debtors’ service address in these chapter 11 cases is WeWork Inc. c/o Epiq Corporate Restructuring, LLC 10300 SW Allen Blvd. Beaverton, OR 97005.

Compensation and Reimbursement of Expenses of Professionals Retained by Order of This Court,
entered on December 6, 2023 [Docket No. 340].

Dated: June 25, 2024

PAUL HASTINGS LLP

/s/ Kristopher M. Hansen
Kristopher M. Hansen, Esq. (admitted pro hac vice)
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Gabriel E. Sasson, Esq.
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*Co-Counsel to the Official Committee
of Unsecured Creditors*

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEW JERSEY**

MONTHLY COMPENSATION COVER SHEET

MAY 1, 2024 THROUGH MAY 31, 2024

Debtors: WEWORK INC., <i>et al.</i>	APPLICANT: Paul Hastings LLP
CASE NO.: 23-19865 (JKS)	CLIENT: The Official Committee of Unsecured Creditors
CHAPTER: 11	Case Filed: November 6, 2023

**SECTION 1
FEE SUMMARY**

X Interim Fee Statement No. 7 or ☐ Final Fee Application

	<u>FEES</u>	<u>EXPENSES</u>
Total Previous Fee Request:	\$13,080,816.25	\$199,814.03
Total Fees Allowed to Date:	\$9,919,734.25	\$107,024.73
Total Retainer (If Applicable):	\$0.00	\$0.00
Total Holdback (If Applicable):	\$632,216.40	\$0.00
Total Received by Applicant:	\$12,448,599.85	\$199,814.03

	NAME OF PROFESSIONAL & TITLE	YEAR ADMITTED	RATE	HOUR	FEE
1	Kris Hansen, Partner	1996	\$2,300.00	14.00	\$32,200.00
2	Frank Merola, Partner	1988	\$2,100.00	108.10	\$227,010.00
3	Gabe Sasson, Partner	2010	\$1,835.00	84.50	\$155,057.50
4	Jeffrey S. Lowenthal, Of Counsel	1984	\$2,185.00	7.90	\$17,261.50
5	Emily Kuznick, Of Counsel	2014	\$1,850.00	5.60	\$10,360.00
6	Conrad Coutinho, Of Counsel	2015	\$1,650.00	1.00	\$1,650.00
7	Katherine A. Traxler, Of Counsel	1990	\$1,120.00	0.60	\$672.00
8	Jake R. Rutherford, Associate	2016	\$1,395.00	1.20	\$1,674.00
9	Matthew D. Friedrich, Associate	2019	\$1,365.00	112.70	\$153,835.50
10	Matthew D. Friedrich, Associate	2019	\$682.50	2.00	\$1,365.00
11	Caroline Diaz, Associate	2021	\$1,295.00	0.70	\$906.50
12	Angelika S. Glogowski, Associate	2021	\$1,185.00	0.90	\$1,066.50
13	Schlea M. Thomas, Associate	2022	\$985.00	3.20	\$3,152.00
14	Brian Kay, Associate	2022	\$985.00	0.70	\$689.50
15	Annie (Xue) Yu, Associate	2024	\$885.00	26.60	\$23,541.00
16	Mat Laskowski, Paralegal		\$565.00	29.50	\$16,667.50
	Michael Magzamen, Paralegal		\$565.00	0.60	\$339.00

FEE TOTALS \$647,447.50
LESS HOLDBACK PER ORDER (20%) (\$129,489.50)

TOTAL FEES	\$517,958.00
DISBURSEMENTS TOTALS	\$48,538.05
TOTAL REQUESTED	\$566,496.05

SECTION II FEE SUMMARY		
SERVICES RENDERED	HOURS	FEE (\$)
1) B110 Claims Administration	10.70	\$14,188.00
2) B112 General Creditor Inquiries	5.50	\$8,034.50
3) B113 Pleadings Review	25.90	\$20,924.00
4) B115 Debtor Communications and Meetings	28.90	\$51,413.00
5) B150 Meetings of and Communications with Creditors	48.00	\$78,749.00
6) B155 Court Hearings	27.80	\$41,947.00
7) B160 Fee/Employment Applications	9.20	\$10,726.50
8) B165 Fee/Employment Applications for Other Professionals	1.30	\$2,365.50
9) B185 Assumption/Rejection of Leases and Contracts	7.00	\$14,700.00
10) B195 Non-working Travel	2.00	\$1,365.00
11) B210 Business Operations	0.60	\$953.00
12) B211 Financial Reports (Monthly Operating Reports)	0.50	\$1,050.00
13) B230 Financing/Cash Collections	36.10	\$62,463.50
14) B310 Claims Administration and Objections	1.00	\$2,100.00
15) B320 Plan and Disclosure Statement (including business plan)	195.30	\$336,468.50
SERVICE TOTALS:	399.80	\$647,447.50

SECTION III SUMMARY OF DISBURSEMENTS		
DISBURSEMENTS		AMOUNT
1)	Computer Search (Other)	\$7.47
2)	Taxi/Ground Transportation	\$875.22
3)	Outside Professional Services	\$47,605.36
4)	Vendor Expense	\$50.00
DISBURSEMENTS TOTAL:		\$48,538.05

I certify under penalty of perjury that the above is true.

Date: June 25, 2024

/s/ Kristopher M. Hansen
Kristopher M. Hansen

CASE HISTORY/SUMMARY OF SERVICES PROVIDED

A. Background

1. On November 6, 2023, the Debtors filed voluntary petitions for relief with this Court under chapter 11 of the Bankruptcy Code, thereby commencing the above-captioned bankruptcy cases (the “Cases”).

2. On November 16, 2023, pursuant to section 1102 of the Bankruptcy Code, the United States Trustee for the District of New Jersey (the “U.S. Trustee”) appointed the Committee, which consists of seven (7) members: (i) Beacon Capital Partners, LLC; (ii) Carr Properties; (iii) Computershare Trust Company, N.A.; (iv) Nuveen Real Estate; (v) Delaware Trust Company; (vi) ABM Industry Groups, LLC; and (vii) Hudson Pacific Properties, Inc.

3. Thereafter, on November 20, 2023, after the Committee held its initial meeting, the Committee, among other things, voted to retain Paul Hastings as lead bankruptcy counsel and Riker Danzig as New Jersey co-counsel in the Cases.

4. On January 17, 2024, the Court entered an Order approving Paul Hastings’ retention as co-counsel to the Committee *nunc pro tunc* to November 20, 2023 [Docket No. 1156].

5. On January 23, Paul Hastings filed with the Court its First Monthly Fee Statement for the period from November 20, 2023 through November 30, 2023 [Docket No. 1199].

6. On January 25, Paul Hastings filed with the Court its Second Monthly Fee Statement for the period from December 1, 2023 through December 31, 2023 [Docket No. 1221].

7. On February 23, Paul Hastings filed with the Court its Third Monthly Fee Statement for the period from January 1, 2024 through January 31, 2024 [Docket No. 1417].

8. On March 25, Paul Hastings filed with the Court its Fourth Monthly Fee Statement for the period from February 1, 2024 through February 29, 2024 [Docket No. 1551].

9. On April 15, Paul Hastings filed its *First Interim Application of Paul Hastings LLP, Co-Counsel to the Official Committee of Unsecured Creditors, for Compensation and Reimbursement of Expenses* [Docket No. 1657].

10. On April 25, Paul Hastings filed with the Court its Fifth Monthly Fee Statement for the period from March 1, 2024 through March 31, 2024 [Docket No. 1733].

11. On May 24, Paul Hastings filed with the Court its Sixth Monthly Fee Statement for the period from April 1, 2024 through April 30, 2024 [Docket No. 1988].

12. On May 29, the Court entered the *Omnibus Order Allowing First Interim Fee Applications of Professionals Retained by the Official Committee of Unsecured Creditors* [Docket No. 2042].

B. Services Performed During the Compensation Period

13. During the Compensation Period, Paul Hastings, inter alia: (i) evaluated the Debtors' determination to assume and reject certain leases; (ii) reviewed and negotiated with the Debtors regarding post-petition financing; (iii) prepared for and participated in the May 7 hearing on the *Debtors Motion for Entry of Interim and Final Orders (I) Authorizing the Debtors to Obtain New Postpetition Financing, (II) Granting Liens And Providing Claims Superpriority Administrative Expense Status, (III) Modifying the Automatic Stay, (IV) Scheduling a Final Hearing, and (V) Granting Related Relief* [Docket No. 1804]; (iv) engaged in settlement discussion with the Debtors and other key parties-in-interest; (v) revised the Plan and the confirmation order in connection with a Committee settlement; (vi) prepared and participated in the May 30 confirmation hearing; (vii) advised the Committee on its strategies in the Cases; and (viii) communicated with the Debtors, the Committee and the Committee's advisors regarding each of the foregoing. See Exhibit A.

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RESERVATION OF RIGHTS

Paul Hastings reserves the right to amend the fees and expense reimbursement sought herein in the event that a subsequent review of Paul Hastings' records reveals that additional professional services were rendered or expenses incurred which were not processed in advance of this Monthly Fee Statement. In the event such amendments are required, Paul Hastings reserves the right to seek such additional fees or expenses in any subsequent monthly fee statements or fee applications.

Dated: June 25, 2024

PAUL HASTINGS LLP

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matthewfriedrick@paulhastings.com

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EXHIBIT A



PAUL HASTINGS LLP
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Official Committee of Unsecured Creditors in WeWork June 24, 2024
CSC

251 Little Falls Drive
Wilmington, DE 19808

Please Refer to
Invoice Number: 2402231

Attn: Michelle A. Dreyer

PH LLP Tax ID No. 95-2209675

SUMMARY SHEET

Case Administration - WeWork Chapter 11 cases

PH LLP Client/Matter # 52542-00002
Kris Hansen

Legal fees for professional services
for the period ending May 31, 2024

\$647,447.50

Costs incurred and advanced

48,538.05

Current Fees and Costs Due

\$695,985.55

Total Balance Due - Due Upon Receipt

\$695,985.55

We encourage our clients to pay via ACH, however, in the event that you pay by check, please send payment to the remittance address below:

TO PROTECT AGAINST FRAUD, the Firm will not change its wiring instructions via email. We strongly encourage clients to confirm any change in wiring instructions by contacting Teri Goffredo @ 213-683-5045 or via email @ terigoffredo@paulhastings.com and requesting written and verbal confirmation.

Wiring and ACH Instructions:

Citibank
ABA # 322271724
SWIFT Address: CITIUS33
787 W. 5th Street
Los Angeles, CA 90071
Account Number: 206628380
Account Name: Paul Hastings LLP

Remittance Address:

Paul Hastings LLP
Lockbox 4803
PO Box 894803
Los Angeles, CA
90189-4803

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REMITTANCE COPY

Case Administration - WeWork Chapter 11 cases

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Invoice Number: 2402231

Attn: Michelle A. Dreyer

PH LLP Tax ID No. 95-2209675

FOR PROFESSIONAL SERVICES RENDERED
for the period ending May 31, 2024

Case Administration - WeWork Chapter 11 cases **\$647,447.50**

<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
B110 Case Administration					
05/01/2024	AG29	Review case issues related to DIP, plan and DS	0.20	1,185.00	237.00
05/01/2024	AY8	Update case issues/task list	0.50	885.00	442.50
05/01/2024	FM7	Review and comment on case issues/task list	2.00	2,100.00	4,200.00
05/08/2024	AY8	Update case issues/task list	0.80	885.00	708.00
05/08/2024	AY8	Attend update call with G. Sasson, F. Merola, and M. Friedrich regarding case matters and related workstreams	0.20	885.00	177.00
05/08/2024	FM7	Review case issues/task list (0.2); telephone conference with G. Sasson, A. Yu, and M. Friedrich regarding case matters and related workstreams (0.2)	0.40	2,100.00	840.00
05/08/2024	GS13	Telephone conference with M. Friedrich, F. Merola, and A. Yu regarding pending and upcoming case matters	0.20	1,835.00	367.00
05/08/2024	MDF1	Call with G. Sasson, F. Merola, and A. Yu re case issues and next steps (.2); update case issues/task list re same (.4)	0.60	1,365.00	819.00

Official Committee of Unsecured Creditors in WeWork
52542-00002
Invoice No. 2402231

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<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
05/11/2024	ML30	Review notice of dataroom updates (.1); review new documents and index and update working group re same (.6)	0.70	565.00	395.50
05/15/2024	AY8	Update case issues/task list	0.60	885.00	531.00
05/15/2024	AY8	Attend call with G. Sasson, F. Merola, and M. Friedrich re case matters and related workstreams	0.30	885.00	265.50
05/15/2024	FM7	Review case issues/task list (0.2); participate in telephone conference with G. Sasson, M. Friedrich, and A. Yu regarding case matters and related workstreams (0.3)	0.50	2,100.00	1,050.00
05/15/2024	GS13	Telephone conference with F. Merola, M. Friedrich, and A. Yu regarding case matters and related workstreams	0.30	1,835.00	550.50
05/15/2024	MDF1	Call with G. Sasson, F. Merola and A. Yu re case issues and next steps	0.30	1,365.00	409.50
05/22/2024	AY8	Attend call with G. Sasson, M. Friedrich, and F. Merola regarding pending case matters and related issues/task list	0.20	885.00	177.00
05/22/2024	AY8	Update case issues/task list	0.50	885.00	442.50
05/22/2024	FM7	Review updated workstreams list (0.2); participate in workstreams call with G. Sasson, M. Friedrich, and A. Yu (0.2)	0.40	2,100.00	840.00
05/22/2024	GS13	Call with F. Merola, M. Friedrich, and A. Yu regarding plan confirmation workstreams and case updates	0.20	1,835.00	367.00
05/22/2024	ML30	Review notice of new dataroom documents (.1); review new documents and index and update working group re same (.4)	0.50	565.00	282.50
05/22/2024	MDF1	Call with G. Sasson, F. Merola and A. Yu re confirmation workstreams	0.20	1,365.00	273.00
05/29/2024	AY8	Update case issues/task list	0.60	885.00	531.00
05/29/2024	ML30	Review notice of new dataroom documents (.1); review new documents and index and update working group re same (.4)	0.50	565.00	282.50
Subtotal: B110 Case Administration			10.70		14,188.00

Official Committee of Unsecured Creditors in WeWork
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<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
B112 General Creditor Inquiries					
05/09/2024	GS13	Telephone conference with creditor regarding case inquiries	0.60	1,835.00	1,101.00
05/09/2024	MDF1	Call with creditor regarding case inquiries (.3); correspond with creditors re plan (.2)	0.50	1,365.00	682.50
05/13/2024	MDF1	Correspond with creditors re plan inquiries (.3); review plan documents re same (.4)	0.70	1,365.00	955.50
05/14/2024	MDF1	Calls with creditors re plan and opt in/opt out questions (.4); correspond with creditor re same (.3)	0.70	1,365.00	955.50
05/15/2024	FM7	Review creditor correspondence regarding solicitation	0.20	2,100.00	420.00
05/15/2024	MDF1	Correspond with creditors re plan	0.50	1,365.00	682.50
05/16/2024	CD19	Discussion with general unsecured creditor re plan document questions	0.70	1,295.00	906.50
05/16/2024	FM7	Review creditor correspondence regarding solicitation	0.20	2,100.00	420.00
05/16/2024	MDF1	Calls with unsecured creditors re plan and releases	0.70	1,365.00	955.50
05/20/2024	MDF1	Calls with creditors and equity holders re non-voting status and plan confirmation	0.70	1,365.00	955.50
Subtotal: B112 General Creditor Inquiries			5.50		8,034.50
B113 Pleadings Review					
04/30/2024	FM7	Review notice of rescheduled landlord motion to compel	0.20	2,100.00	420.00
05/01/2024	FM7	Review notice of withdrawn hearing regarding landlord's motion to compel	0.10	2,100.00	210.00
05/01/2024	ML30	Review recent filings and update working group re same (.9); correspond with local counsel re docket update (.1); update case calendars re same (.3)	1.30	565.00	734.50

Official Committee of Unsecured Creditors in WeWork
52542-00002
Invoice No. 2402231

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<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
05/02/2024	ML30	Review recent filings and update working group re same (.5); correspond with local counsel re docket update (.1)	0.60	565.00	339.00
05/03/2024	AY8	Review docket update	0.20	885.00	177.00
05/03/2024	FM7	Review notice of adjournment regarding landlord motions	0.20	2,100.00	420.00
05/03/2024	ML30	Review recent filings and update working group re same (.6); correspond with local counsel re docket update (.1); update case calendars re same (.2)	0.90	565.00	508.50
05/05/2024	FM7	Review Debtor witness & exhibit list for 5/7 hearing	0.20	2,100.00	420.00
05/05/2024	ML30	Review new filings and update working group re same	0.50	565.00	282.50
05/06/2024	FM7	Review agenda for 5/7 hearing (0.2); review amended witness & exhibit list for same (0.2)	0.40	2,100.00	840.00
05/06/2024	FM7	Review landlord rescheduled hearing	0.20	2,100.00	420.00
05/06/2024	FM7	Review A. Neumann witness & exhibit list for 5/7 hearing	0.10	2,100.00	210.00
05/06/2024	ML30	Review recent filings and update working group re same (1.1); correspond with local counsel re docket update (.1); update case calendars re same (.3); correspond with A. Yu re calendaring (.1)	1.60	565.00	904.00
05/06/2024	MM57	Research re: ECF filings and update working group re: same	0.20	565.00	113.00
05/07/2024	ML30	Review recent filings and update working group re same (.8); correspond with local counsel re docket update (.1); update case calendars re same (.1)	1.00	565.00	565.00
05/08/2024	ML30	Review recent filings and update working group re same (.8); correspond with local counsel re docket update (.1); update case calendars re same (.4); correspond with M. Friedrick re document request (.1); review and handle same (.3)	1.70	565.00	960.50

Official Committee of Unsecured Creditors in WeWork
52542-00002
Invoice No. 2402231

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<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
05/09/2024	ML30	Review recent filings and update working group re same (.4); correspond with local counsel re docket update (.1); update case calendars re same (.2)	0.70	565.00	395.50
05/10/2024	ML30	Review recent filings and update working group re same (.6); correspond with local counsel re docket update (.1)	0.70	565.00	395.50
05/13/2024	ML30	Review recent docket filings and update working group re same (.5); correspond with local counsel re docket update (.1); update case calendars re same (.2)	0.80	565.00	452.00
05/13/2024	MDF1	Review recently filed pleadings	0.30	1,365.00	409.50
05/14/2024	ML30	Review recent docket filings and update working group re same (.5); correspond with local counsel re docket update (.1)	0.60	565.00	339.00
05/15/2024	ML30	Review recent docket filings and update working group re same (.4); correspond with local counsel re docket update (.1); update case calendars re same (.3)	0.80	565.00	452.00
05/16/2024	FM7	Review notice of hearing regarding IQHQ objection to assumption	0.10	2,100.00	210.00
05/16/2024	ML30	Review recent docket filings and update working group re same (.4); correspond with local counsel re docket update (.1)	0.50	565.00	282.50
05/17/2024	ML30	Review recent docket filings and update working group re same (.4); correspond with local counsel re docket update (.1); correspond with F. Merola re pleading needed (.1); research same (.1)	0.70	565.00	395.50
05/20/2024	ML30	Review recent docket filings and update working group re same (.4); correspond with local counsel re docket update (.1); update case calendars re same (.1)	0.60	565.00	339.00
05/21/2024	FM7	Review withdrawal of landlord's motion to compel (0.1); review notice of assumption of leases (0.2)	0.30	2,100.00	630.00

Official Committee of Unsecured Creditors in WeWork
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Invoice No. 2402231

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<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
05/21/2024	ML30	Review recent filings and update working group re same (.5); correspond with local counsel re docket update (.1); update case calendars re same (.3)	0.90	565.00	508.50
05/22/2024	FM7	Review withdrawal of landlord's motion to compel (0.1); review withdrawal of landlord's motion to compel (0.1)	0.20	2,100.00	420.00
05/22/2024	ML30	Review recent filings and update working group re same (.6); correspond with local counsel re docket update (.1); update case calendars re same (.2)	0.90	565.00	508.50
05/23/2024	FM7	Review withdrawal of landlord's motion to compel	0.10	2,100.00	210.00
05/23/2024	ML30	Review recent filings and update working group re same (.4); correspond with local counsel re docket update (.1); update case calendars re same (.2)	0.70	565.00	395.50
05/24/2024	FM7	Review notices of de minimis sale (0.4); review landlord's stipulation in lieu of motion (0.2)	0.60	2,100.00	1,260.00
05/24/2024	FM7	Review withdrawal of landlord's motion to compel	0.10	2,100.00	210.00
05/24/2024	ML30	Review recent filings and update working group re same (.7); correspond with local counsel re docket update (.1); update case calendars re same (.2)	1.00	565.00	565.00
05/26/2024	FM7	Review notice of de minimis settlement	0.20	2,100.00	420.00
05/27/2024	ML30	Review new docket filings and update working group re same	0.50	565.00	282.50
05/28/2024	FM7	Review U.S. Trustee response regarding redaction (0.2); review second motion to enlarge removal period (0.2)	0.40	2,100.00	840.00
05/28/2024	FM7	Review withdrawal of landlords' motion to compel	0.20	2,100.00	420.00
05/28/2024	ML30	Review recent case filings and update working group re same (1.8); correspond with local counsel re docket update (.1); update case calendars re same (.4)	2.30	565.00	1,299.50

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<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
05/29/2024	FM7	Review withdrawal of hearing on landlord's motion to compel (0.1); review notice of adjournment regarding landlord's motion to compel (0.1)	0.20	2,100.00	420.00
05/29/2024	ML30	Review recent docket filings and update working group re same (.6); correspond with local counsel re docket update (.1); update case calendars re same (.2)	0.90	565.00	508.50
05/30/2024	ML30	Review recent docket filings and update working group re same (.4); correspond with local counsel re docket update (.1); update case calendars re same (.1)	0.60	565.00	339.00
05/31/2024	FM7	Review withdrawal of landlord's motion to compel	0.10	2,100.00	210.00
05/31/2024	ML30	Review recent docket filings and update working group re same (.4); correspond with local counsel re docket update (.1)	0.50	565.00	282.50
Subtotal: B113 Pleadings Review			25.90		20,924.00

B115 Debtor Communications and Meetings

04/30/2024	FM7	Review K&E update regarding solicitation	0.20	2,100.00	420.00
05/01/2024	EK12	Call with K&E, G. Sasson, F. Merola, and M. Friedrich re plan terms	0.60	1,850.00	1,110.00
05/01/2024	FM7	Review K&E correspondence regarding UCC solicitation letter	0.20	2,100.00	420.00
05/01/2024	FM7	Call with K&E, G. Sasson, E. Kuznick, and M. Friedrich re plan markup (0.6); call with Debtors, AHG, and M. Friedrich re plan settlement (0.7); review K&E correspondence re plan changes (0.2)	1.50	2,100.00	3,150.00
05/01/2024	GS13	Telephone conference with K&E, E. Kuznick, F. Merola, and M. Friedrich regarding plan	0.60	1,835.00	1,101.00
05/01/2024	GS13	Emails with K&E regarding plan comments	0.20	1,835.00	367.00

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<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
05/01/2024	MDF1	Call with K&E, G. Sasson, E. Kuznick, and F. Merola re plan terms (.6); call with K&E, AHC, and F. Merola re settlement issues (.7); further calls with K&E re same (.6); correspond with K&E re draft committee letter (.2); correspond with K&E re revised DS (.3)	2.40	1,365.00	3,276.00
05/02/2024	FM7	Review K&E correspondence regarding UCC solicitation letter (0.2); review K&E correspondence regarding stub rent (0.2); review Riker correspondence with K&E regarding claims objection protocol (0.2)	0.60	2,100.00	1,260.00
05/02/2024	FM7	Review K&E correspondence re plan edits	0.20	2,100.00	420.00
05/02/2024	FM7	Correspond with K&E regarding DIP budget	0.20	2,100.00	420.00
05/03/2024	FM7	Review K&E correspondence regarding DIP LC facility amendment (0.2); review K&E correspondence regarding plan amendments (0.2); review K&E correspondence regarding unsecured noteholder rule 9019 motion (0.2); review K&E correspondence regarding deadline regarding DIP objections (0.2); correspond with K&E regarding DIP order markup (0.2)	1.00	2,100.00	2,100.00
05/03/2024	GS13	Telephone conference with K&E regarding revised DIP order	0.50	1,835.00	917.50
05/04/2024	FM7	Review G. Sasson correspondence with K&E re stub rent	0.20	2,100.00	420.00
05/05/2024	FM7	Review K&E correspondence regarding DIP objection deadline	0.10	2,100.00	210.00
05/06/2024	FM7	Review K&E correspondence regarding indenture trustee's plan comments (0.2); review K&E correspondence regarding DIP objection deadline (0.2)	0.40	2,100.00	840.00
05/06/2024	FM7	Review G. Sasson update correspondence with K&E	0.20	2,100.00	420.00
05/06/2024	MDF1	Correspond with K&E re plan	0.20	1,365.00	273.00

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<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
05/07/2024	FM7	Review K&E correspondence regarding AHG Noteholder rule 9019 motion	0.20	2,100.00	420.00
05/07/2024	FM7	Review K&E markup of AHG Noteholder rule 9019 motion and order (0.2); review K&E correspondence regarding AHG Noteholder rule 9019 motion and order markup (0.2)	0.40	2,100.00	840.00
05/08/2024	FM7	Review K&E correspondence regarding UCC comments to AHG Noteholder rule 9019 motion	0.20	2,100.00	420.00
05/08/2024	GS13	Emails with K&E regarding AHG Noteholder rule 9019 settlement motion	0.60	1,835.00	1,101.00
05/09/2024	FM7	Review K&E correspondence regarding plan discussion	0.20	2,100.00	420.00
05/10/2024	FM7	Review G. Sasson correspondence with K&E regarding AHG Noteholder rule 9019 motion	0.20	2,100.00	420.00
05/11/2024	FM7	Review K&E correspondence regarding 17th assumption notice	0.20	2,100.00	420.00
05/13/2024	AY8	Call with K&E, G. Sasson, F. Merola, and M. Friedrich re AHG Noteholder rule 9019 motion	0.40	885.00	354.00
05/13/2024	FM7	Review K&E correspondence regarding plan emergence documents (0.2); review K&E correspondence regarding DTC documents (0.2); telephone conference with K&E, G. Sasson, A. Yu, and M. Friedrich regarding AHG Noteholder rule 9019 settlement (0.4); telephone conference with K&E, G. Sasson, and M. Friedrich regarding indenture trustee plan comments (0.2)	1.00	2,100.00	2,100.00
05/13/2024	GS13	Call with K&E, F. Merola, and M. Friedrich regarding plan comments (.2); call with K&E, F. Merola, M. Friedrich and A. Yu regarding rule 9019 settlement documents (.4)	0.60	1,835.00	1,101.00

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<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
05/13/2024	MDF1	Call with K&E, G. Sasson, and F. Merola re plan markup (.2); call with K&E, G. Sasson, F. Merola, and A. Yu re AHG Noteholder rule 9019 motion (.4)	0.60	1,365.00	819.00
05/14/2024	AY8	Call with debtors, G. Sasson, F. Merola, and M. Friedrich re AHG noteholders rule 9019 motion	0.50	885.00	442.50
05/14/2024	FM7	Telephone conference with counsel to the indenture trustee, K&E, G. Sasson, M. Friedrich, and A. Yu regarding rule 9019 settlement mechanics	0.50	2,100.00	1,050.00
05/14/2024	GS13	Emails with K&E regarding rule 9019 order and term sheet (.4); call with K&E, F. Merola, M. Friedrich, and A. Yu regarding same (.5)	0.90	1,835.00	1,651.50
05/14/2024	MDF1	Call K&E, G. Sasson, F. Merola, and A. Yu re AHG Noteholder rule 9019 issues	0.50	1,365.00	682.50
05/15/2024	AY8	Call with debtors, F. Merola, and M. Friedrich re rule 9019 motion	0.60	885.00	531.00
05/15/2024	FM7	Review K&E correspondence regarding opt in procedure comments (0.2); review M. Friedrich correspondence with K&E regarding plan comments (0.2)	0.40	2,100.00	840.00
05/15/2024	FM7	Telephone conference with K&E, counsel to the indenture trustee, M. Friedrich and A. Yu re opt in procedures (0.6); correspond with K&E re rule 9019 term sheet comments (0.2)	0.80	2,100.00	1,680.00
05/15/2024	MDF1	Call with K&E, F. Merola, and A. Yu re rule 9019 settlement (.6); correspond with K&E re plan (.2)	0.80	1,365.00	1,092.00
05/16/2024	FM7	Review K&E correspondence regarding opt in and settlement term sheet markup (0.1); review K&E correspondence regarding GUC trust (0.1)	0.20	2,100.00	420.00
05/16/2024	MDF1	Correspond with K&E re GUC trust agreement (.2); correspond with K&E re rule 9019 settlement documents (.3)	0.50	1,365.00	682.50

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05/17/2024	FM7	Review M. Friedrich correspondence with K&E regarding plan comments (0.2); review K&E correspondence regarding GUC trustee designation (0.2); review K&E correspondence regarding deadline regarding AHG rule 9019 motion (0.2); review K&E correspondence regarding revised rule 9019 term sheet (0.1); review K&E correspondence regarding comments on rule 9019 term sheet (0.2); review K&E correspondence regarding AHG rule 9019 settlement documents (0.2); correspond with K&E regarding GUC trust agreement (0.2)	1.30	2,100.00	2,730.00
05/17/2024	GS13	Emails with K&E regarding rule 9019 documents	0.30	1,835.00	550.50
05/17/2024	MDF1	Correspond with K&E re GUC trust agreement (.4); further correspond with K&E re GUC trust agreement (.2)	0.60	1,365.00	819.00
05/19/2024	FM7	Review K&E correspondence regarding rule 9019 motion objection deadline (0.2); review K&E correspondence regarding Unsecured AHG's counsel's feedback (0.2)	0.40	2,100.00	840.00
05/19/2024	MDF1	Correspond with K&E re rule 9019 documents (.3); correspond with K&E re restructuring transactions (.1)	0.40	1,365.00	546.00
05/20/2024	AY8	Call with debtors, G. Sasson, and M. Friedrich re rule 9019 motion	0.30	885.00	265.50
05/20/2024	FM7	Review G. Sasson correspondence with K&E regarding AHG rule 9019 settlement (0.2); review K&E correspondence regarding Unsecured AHG's counsel's comments on AHG rule 9019 settlement documents (0.2); review K&E correspondence regarding Unsecured AHG's counsel fees (0.2); review K&E correspondence regarding UCC expenses (0.2)	0.80	2,100.00	1,680.00

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05/20/2024	FM7	Review Debtor correspondence regarding exclusion of certain leases from rejection notice	0.20	2,100.00	420.00
05/20/2024	GS13	Call with K&E, M. Friedrich and A. Yu regarding rule 9019 settlement documents	0.30	1,835.00	550.50
05/20/2024	MDF1	Call with K&E, G. Sasson, and A. Yu re revised rule 9019 order, opt in form and settlement term sheet (.3); correspond with K&E re plan supplement (.2)	0.50	1,365.00	682.50
05/21/2024	FM7	Review K&E correspondence regarding amended order regarding AHG rule 9019 motion	0.10	2,100.00	210.00
05/22/2024	FM7	Correspond with K&E regarding revised plan (0.2); review K&E correspondence regarding confirmation order findings (0.2); review K&E correspondence regarding depositions (0.2)	0.60	2,100.00	1,260.00
05/22/2024	FM7	Review K&E correspondence re canceled depositions	0.20	2,100.00	420.00
05/22/2024	MDF1	Correspond with K&E re plan	0.40	1,365.00	546.00
05/23/2024	FM7	Review K&E correspondence regarding A. Neumann (0.2); review K&E correspondence regarding third amended plan (0.1); review K&E correspondence regarding confirmation order (0.2); review K&E correspondence regarding DIP order (0.1)	0.60	2,100.00	1,260.00
05/24/2024	FM7	Review K&E correspondence regarding confirmation order markup (0.1); review K&E correspondence regarding third amended plan (0.2); review K&E correspondence regarding DIP order (0.1)	0.40	2,100.00	840.00
05/24/2024	MDF1	Correspond with K&E re confirmation order	0.20	1,365.00	273.00
05/28/2024	FM7	Review K&E correspondence regarding plan objections	0.20	2,100.00	420.00

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05/29/2024	FM7	Review K&E correspondence regarding third amended plan (0.1); review K&E correspondence regarding confirmation order (0.1)	0.20	2,100.00	420.00
05/29/2024	MDF1	Correspond with K&E re revised confirmation order (.4); call with K&E re revised confirmation order (.3)	0.70	1,365.00	955.50
05/30/2024	FM7	Review K&E correspondence regarding confirmation order (.2); review K&E correspondence regarding effective date (.2)	0.40	2,100.00	840.00
05/30/2024	MDF1	Correspond with K&E re revised confirmation order	0.20	1,365.00	273.00
Subtotal: B115 Debtor Communications and Meetings			28.90		51,413.00

B150 Meetings of and Communications with Creditors

05/01/2024	AG29	Telephone conference with UCC advisors regarding case issues to prepare for UCC meeting	0.70	1,185.00	829.50
05/01/2024	AY8	Attend Committee professionals call to prepare for upcoming Committee meeting	0.70	885.00	619.50
05/01/2024	BK15	Attend call with UCC advisors regarding proposed terms of settlement in prep for UCC meeting	0.70	985.00	689.50
05/01/2024	CC42	Review discovery updates in preparation for call with committee professionals (.3); participate in call with committee professionals re case matters and upcoming committee meeting (.7)	1.00	1,650.00	1,650.00
05/01/2024	FM7	Correspond with UCC professionals regarding compromise and plan draft (0.3); participate in UCC professionals telephone conference re case issues and prep for UCC meeting (0.7)	1.00	2,100.00	2,100.00

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<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
05/01/2024	GS13	Review agenda and advisor presentations to prepare for committee telephone conference (.5); telephone conference with committee professionals regarding same (.7)	1.20	1,835.00	2,202.00
05/01/2024	JSL1	Attend call with UCC professional advisors re case updates and prep for UCC meeting (.7); prepare follow up notes regarding plan issues (.1)	0.80	2,185.00	1,748.00
05/01/2024	MDF1	Participate in UCC professionals call to prepare for UCC meeting (.7); prepare email to UCC re same (.2); review BRG and Moelis deck re same (.4); correspond with Moelis re same (.1)	1.40	1,365.00	1,911.00
05/02/2024	AY8	Attend Committee call	0.60	885.00	531.00
05/02/2024	FM7	Review UCC correspondence regarding meeting agenda (0.2); review draft BRG presentation for UCC (0.3); participate in UCC meeting (0.6); review UCC correspondence regarding trustee (0.2)	1.30	2,100.00	2,730.00
05/02/2024	GS13	Prepare outline regarding certain case and plan issues for Committee telephone conference (.4); participate in Committee telephone conference (.6)	1.00	1,835.00	1,835.00
05/02/2024	MDF1	Prepare notes for UCC call (.1); attend UCC call (.6)	0.70	1,365.00	955.50
05/02/2024	MDF1	Call with UCC member counsel re plan (.5); correspond with UCC member counsel re same (.3); review comments to solicitation documents from UCC member (.4)	1.20	1,365.00	1,638.00
05/03/2024	EK12	Correspond with G. Sasson, UCC, and UCC advisors re settlement discussions and DIP	0.30	1,850.00	555.00
05/03/2024	FM7	Review G. Sasson UCC update regarding plan (0.2); review UCC correspondence regarding plan changes (0.2)	0.40	2,100.00	840.00
05/03/2024	SMT1	Correspond with G. Sasson and UCC re settlement updates	0.50	985.00	492.50

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<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
05/06/2024	FM7	Review UCC update correspondence regarding new money DIP (0.2); review UCC correspondence regarding GUC trustee (0.2)	0.40	2,100.00	840.00
05/06/2024	FM7	Review UCC correspondence regarding GUC trustee	0.20	2,100.00	420.00
05/07/2024	AY8	Draft committee email re committee call	0.20	885.00	177.00
05/07/2024	FM7	Review K. Hansen correspondence regarding UCC meeting (0.1); review UCC correspondence regarding rescheduled meeting (0.1); review UCC correspondence regarding DIP hearing (0.1)	0.30	2,100.00	630.00
05/07/2024	SMT1	Correspond with A. Yu and UCC re committee meeting	0.10	985.00	98.50
05/08/2024	AY8	Prepare for upcoming Committee meeting with Committee professionals	0.30	885.00	265.50
05/08/2024	EK12	Attend UCC professionals call to prepare for Committee meeting	0.30	1,850.00	555.00
05/08/2024	FM7	Review UCC correspondence regarding AHG Noteholder rule 9019 motion (0.2); participate in UCC professionals telephone conference regarding case updates and Committee issues (0.3)	0.50	2,100.00	1,050.00
05/08/2024	GS13	Emails with Committee members regarding GUC trust documents	0.60	1,835.00	1,101.00
05/08/2024	GS13	Call with UCC advisors re case issues and upcoming UCC meeting	0.30	1,835.00	550.50
05/08/2024	JSL1	Attend case update call with Committee professionals to prepare for UCC meeting (.3); review rule 9019 issues discussed in same (.5)	0.80	2,185.00	1,748.00
05/08/2024	MDF1	Prepare Committee summary re AHG noteholder rule 9019 motion (.7); correspond with UCC re same (.2); call with landlord re plan (.4); call with UCC advisors re upcoming UCC meeting (.3)	1.60	1,365.00	2,184.00
05/08/2024	SMT1	Correspond with UCC and M. Friedrich re Noteholder settlement rule 9019 motion	0.10	985.00	98.50

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<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
05/09/2024	FM7	Revise UCC correspondence regarding meeting (0.2); review UCC correspondence regarding meeting agenda (0.2); review BRG deck for UCC meeting (0.3)	0.70	2,100.00	1,470.00
05/09/2024	MDF1	Call with landlord lawyer regarding case questions (.3); correspond with Committee re upcoming meeting (.3); correspond with S. Thomas re same (.3)	0.90	1,365.00	1,228.50
05/09/2024	SMT1	Correspond with M. Friedrick and UCC re trustee candidate documents (.1); correspond with BRG and M. Friedrick re presentation documents for committee meeting (.1); correspond with M. Friedrick and UCC re committee meeting agenda (.1)	0.30	985.00	295.50
05/10/2024	AY8	Attend Committee call	0.90	885.00	796.50
05/10/2024	FM7	Participate in portion of UCC meeting	0.50	2,100.00	1,050.00
05/10/2024	GS13	Review agenda and advisor presentations to prepare for committee telephone conference (.5); participate in committee telephone conference (.9); telephone conferences with committee members regarding GUC trustee (.9)	2.30	1,835.00	4,220.50
05/10/2024	KH18	Review Committee update (.3); correspond with G. Sasson on committee call discussions (.2)	0.50	2,300.00	1,150.00
05/10/2024	MDF1	Prepare notes for UCC call (.1); attend UCC call (.9)	1.00	1,365.00	1,365.00
05/13/2024	FM7	Correspond with UCC professionals re Committee issues and case matters	0.30	2,100.00	630.00
05/15/2024	AY8	Attend UCC advisors call to prepare for UCC meeting	0.30	885.00	265.50
05/15/2024	FM7	Participate in UCC professionals telephone conference re case matters and prep for UCC meeting (0.3); revise draft agenda for UCC meeting (0.2); review and revise BRG update presentation for UCC (0.2); review UCC correspondence regarding BRG deck (0.1); review UCC correspondence regarding meeting agenda (0.2)	1.00	2,100.00	2,100.00

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05/15/2024	GS13	Telephone conference with Committee advisors regarding case and plan matters	0.30	1,835.00	550.50
05/15/2024	JSL1	Participate in UCC professionals update call to prepare for UCC meeting (.3); follow up review and comment on certain plan issues discussed (.4)	0.70	2,185.00	1,529.50
05/15/2024	MDF1	Call with UCC advisors re upcoming UCC call (.3); prepare update to UCC re case and plan matters (.3); correspond with BRG re same (.3); correspond with Moelis re same (.4)	1.30	1,365.00	1,774.50
05/15/2024	SMT1	Correspond with M. Friedrich and UCC re agenda for 5/16 meeting (.1); correspond with Moelis re committee meeting presentation documents (.1)	0.20	985.00	197.00
05/16/2024	AY8	Attend Committee call	0.50	885.00	442.50
05/16/2024	FM7	Participate in UCC meeting (0.5); review UCC correspondence regarding GUC trust (0.2)	0.70	2,100.00	1,470.00
05/16/2024	GS13	Review agenda and prepare notes for Committee call (.3); participate in Committee call (.5); prepare follow up notes regarding Committee questions and discussion regarding plan, trust, and settlement issues (.3)	1.10	1,835.00	2,018.50
05/16/2024	KH18	Participate in committee call (.5); post-call review of GUC trust and rule 9019 issues discussed (.4)	0.90	2,300.00	2,070.00
05/16/2024	MDF1	Attend UCC call	0.50	1,365.00	682.50
05/16/2024	MDF1	Correspond with Computershare counsel re rule 9019 settlement documents (.3); call with indenture trustee's counsel re same (.3); revise same per indenture trustee's input (.4); review comments to revised settlement documents from indenture trustee's counsel (.3)	1.30	1,365.00	1,774.50
05/16/2024	SMT1	Correspond with UCC, BRG and M. Friedrich re GUC trust agreement	0.30	985.00	295.50

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05/19/2024	FM7	Review committee member counsel's correspondence regarding post-effective date ownership (0.2); review UCC correspondence regarding AHG rule 9019 documents (0.2)	0.40	2,100.00	840.00
05/19/2024	MDF1	Prepare correspondence to Committee re revised rule 9019 documents	0.70	1,365.00	955.50
05/19/2024	SMT1	Correspond with UCC and M. Friedrich re noteholder rule 9019 settlement	0.10	985.00	98.50
05/20/2024	EK12	Correspond with G. Sasson and UCC members re rule 2019 statement	0.20	1,850.00	370.00
05/20/2024	FM7	Correspond with UCC regarding rule 9019 settlement documents (0.2); review Gottfried correspondence regarding AHG rule 9019 settlement (0.2)	0.40	2,100.00	840.00
05/20/2024	GS13	Emails with Committee re: rule 9019 order and term sheet (.3); call with Committee member regarding same (.3)	0.60	1,835.00	1,101.00
05/20/2024	MDF1	Correspond with committee re revised rule 9019 order, opt in form and settlement term sheet	0.20	1,365.00	273.00
05/20/2024	SMT1	Correspond with UCC and G. Sasson re case updates	0.70	985.00	689.50
05/21/2024	MDF1	Correspond with UCC member re rule 9019 order	0.40	1,365.00	546.00
05/22/2024	AY8	Attend UCC professionals call regarding case updates and prep for UCC meeting	0.20	885.00	177.00
05/22/2024	EK12	Participate in update call with UCC professionals re case matters and to prepare for UCC meeting	0.20	1,850.00	370.00
05/22/2024	FM7	Participate in UCC professionals call re case matters and prep for UCC meeting (0.2); revise UCC update correspondence (0.2); review BRG presentation documents for UCC (0.3); review UCC correspondence re update and meeting (0.2)	0.90	2,100.00	1,890.00

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05/22/2024	GS13	Review presentation documents for UCC meeting (.5); draft update email to the Committee (.7); call with UCC advisors regarding case updates and next steps (.2)	1.40	1,835.00	2,569.00
05/22/2024	MDF1	Call with UCC advisors re case updates and prep for UCC meeting (.2); review committee update (.5)	0.70	1,365.00	955.50
05/22/2024	SMT1	Correspond with UCC and G. Sasson re case updates	0.10	985.00	98.50
05/23/2024	FM7	Review UCC correspondence regarding plan and confirmation order markup	0.20	2,100.00	420.00
05/23/2024	MDF1	Correspond with UCC members re confirmation order (.3); correspond with UCC members re revised plan (.7); call with UCC member re further revised plan (.3)	1.30	1,365.00	1,774.50
05/23/2024	SMT1	Correspond with M. Friedrich and UCC re plan and confirmation order	0.20	985.00	197.00
05/24/2024	MDF1	Correspond with UCC members re confirmation order	0.50	1,365.00	682.50
05/24/2024	SMT1	Correspond with UCC members re plan and confirmation order	0.10	985.00	98.50
05/28/2024	MDF1	Correspond with UCC members re revised plan	0.30	1,365.00	409.50
05/29/2024	FM7	Revise UCC correspondence regarding confirmation hearing (0.1); review UCC correspondence regarding confirmation hearing (0.2)	0.30	2,100.00	630.00
05/29/2024	SMT1	Correspond with G. Sasson and UCC re case updates	0.20	985.00	197.00
05/29/2024	SMT1	Correspond with Moelis and G. Sasson re UCC professionals update/call	0.20	985.00	197.00
05/30/2024	FM7	Call with creditor regarding stock (.1); review UCC correspondence regarding plan confirmation (.2)	0.30	2,100.00	630.00
05/30/2024	KH18	Post-hearing discussions with clients regarding confirmation and effective date	1.40	2,300.00	3,220.00
05/30/2024	SMT1	Correspond with K. Hansen and UCC re case update	0.10	985.00	98.50

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Subtotal: B150 Meetings of and Communications with Creditors			48.00		78,749.00

B155 Court Hearings

05/06/2024	AY8	Prepare for court hearing on DIP	0.20	885.00	177.00
05/06/2024	AY8	Prepare for hearing on DIP	0.10	885.00	88.50
05/06/2024	FM7	Correspond with Chambers regarding hearing appearances	0.10	2,100.00	210.00
05/06/2024	GS13	Review submissions and prepare outline for DIP hearing	0.90	1,835.00	1,651.50
05/06/2024	ML30	Correspond with F. Merola re 5.7 hearing needs	0.20	565.00	113.00
05/06/2024	MM57	Correspond with D. Bloom (Riker) re: hearing prep (.1); correspond with F. Merola, G. Sasson and K. Hansen re: same (.2); correspond with M. Laskowski re: same (.1)	0.40	565.00	226.00
05/07/2024	AY8	Attend hearing on DIP motion	2.10	885.00	1,858.50
05/07/2024	AY8	Prepare summary of the DIP hearing	0.60	885.00	531.00
05/07/2024	AY8	Prepare for DIP hearing	0.10	885.00	88.50
05/07/2024	EK12	Listen to parts of the DIP hearing (0.5); review summary of same from A. Yu (0.1)	0.60	1,850.00	1,110.00
05/07/2024	FM7	Participate in DIP hearing	2.10	2,100.00	4,410.00
05/07/2024	FM7	Revise draft summary of DIP hearing results	0.20	2,100.00	420.00
05/07/2024	GS13	Review legal issues and supplement outline for DIP hearing (1.1); participate in DIP hearing (2.1)	3.20	1,835.00	5,872.00
05/07/2024	KH18	Review DIP issues and notes (.4); listen to part of DIP hearing (1.1)	1.50	2,300.00	3,450.00
05/07/2024	ML30	Monitor the DIP hearing	2.10	565.00	1,186.50
05/07/2024	MDF1	Attend interim DIP hearing	2.10	1,365.00	2,866.50

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<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
05/20/2024	FM7	Review correspondence from unsecured AHG's counsel regarding hearing (0.1); review Chambers correspondence regarding hearing (0.1); review notice of cancellation of hearing (0.1)	0.30	2,100.00	630.00
05/28/2024	ML30	Correspond with local counsel re 5.30 hearing	0.10	565.00	56.50
05/29/2024	AY8	Prepare for the confirmation hearing	0.30	885.00	265.50
05/29/2024	ML30	Correspond with local counsel and F. Merola re 5.30 hearing	0.10	565.00	56.50
05/30/2024	AY8	Listen to the confirmation hearing (1.2); prepare hearing summary (0.5)	1.70	885.00	1,504.50
05/30/2024	FM7	Participate in confirmation hearing	1.20	2,100.00	2,520.00
05/30/2024	FM7	Review revised agenda for confirmation hearing	0.20	2,100.00	420.00
05/30/2024	GS13	Continue analyzing plan issues and documents and prepare outline for confirmation hearing (2.2); participate in confirmation hearing (1.2)	3.40	1,835.00	6,239.00
05/30/2024	KH18	Review issues and prepare notes for confirmation (.4); attend confirmation hearing (1.2)	1.60	2,300.00	3,680.00
05/30/2024	ML30	Monitor the confirmation hearing	1.20	565.00	678.00
05/30/2024	MDF1	Attend confirmation hearing	1.20	1,365.00	1,638.00
Subtotal: B155 Court Hearings			27.80		41,947.00

B160 Fee/Employment Applications

05/08/2024	AY8	Draft interim fee app order language	0.70	885.00	619.50
05/09/2024	AY8	Revise interim fee app order language	0.30	885.00	265.50
05/09/2024	FM7	Revise interim fee order (0.3); review G. Sasson correspondence regarding interim fee order (0.2); review M. Friedrich correspondence regarding interim fee order (0.2); review K. Hansen correspondence regarding interim fee order (0.2)	0.90	2,100.00	1,890.00

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05/10/2024	MDF1	Review language re interim fee application order (.3); revise same (.4)	0.70	1,365.00	955.50
05/13/2024	FM7	Review G. Sasson correspondence regarding interim fee order (0.2); review Riker correspondence regarding interim fee hearing (0.2)	0.40	2,100.00	840.00
05/15/2024	AY8	Correspond with C. Edge and K. Traxler re invoice for April services	0.10	885.00	88.50
05/20/2024	AY8	Review invoice for April services	1.40	885.00	1,239.00
05/21/2024	AY8	Review and comment on invoice for April services (.4); draft fee statement re April services (1.5)	1.90	885.00	1,681.50
05/21/2024	KAT2	Prepare UST Appendix B information regarding April services	0.30	1,120.00	336.00
05/22/2024	AY8	Draft fee statement for April services	0.60	885.00	531.00
05/22/2024	MDF1	Review April invoice for privilege (.7); revise monthly fee statement for April services (.4)	1.10	1,365.00	1,501.50
05/23/2024	AY8	Review correspondence from C. Edge and G. Sasson re invoice for April services	0.50	885.00	442.50
05/23/2024	KAT2	Review issue regarding May services (.1); correspond with A. Yu and G. Sasson regarding same (.1); review draft fee statement for April services (.1)	0.30	1,120.00	336.00
Subtotal: B160 Fee/Employment Applications			9.20		10,726.50

B165 Fee/Employment Applications for Other Professionals

05/07/2024	FM7	Review application re auditor retention	0.20	2,100.00	420.00
05/10/2024	FM7	Review Riker correspondence regarding fee objection	0.20	2,100.00	420.00
05/16/2024	FM7	Review hearing minutes regarding fee orders	0.10	2,100.00	210.00
05/20/2024	FM7	Review Riker correspondence regarding fee statements (0.1); review order authorizing employment of Grant Thornton (0.1)	0.20	2,100.00	420.00

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05/23/2024	FM7	Review Riker correspondence regarding fee statements	0.20	2,100.00	420.00
05/24/2024	AY8	Correspond with Riker re monthly fee statement	0.20	885.00	177.00
05/30/2024	AY8	Correspond with G. Sasson re Committee member invoice	0.10	885.00	88.50
05/30/2024	FM7	Review Riker correspondence regarding fee order	0.10	2,100.00	210.00
Subtotal: B165 Fee/Employment Applications for Other Professionals			1.30		2,365.50
 B185 Assumption/Rejection of Leases and Contracts					
04/30/2024	FM7	Review notice of assumption of leases (0.2); review notice of rejection of leases (0.2)	0.40	2,100.00	840.00
05/01/2024	FM7	Review 9th order regarding rejection	0.10	2,100.00	210.00
05/02/2024	FM7	Review 9th order regarding rejection (0.1); review 10th order regarding assumption (0.1)	0.20	2,100.00	420.00
05/04/2024	FM7	Review 16th assumption notice	0.20	2,100.00	420.00
05/05/2024	FM7	Review BRG correspondence re stub rent (0.2); review G. Sasson correspondence re stub rent (0.2); review BRG correspondence re stub rent (0.2)	0.60	2,100.00	1,260.00
05/06/2024	FM7	Review landlord's motion to shorten time and motion to compel (0.2); review notice to assume (0.2)	0.40	2,100.00	840.00
05/07/2024	FM7	Review landlord's motion to compel	0.20	2,100.00	420.00
05/08/2024	FM7	Review notice of hearing regarding motion to compel (0.1); review 10th order regarding contract/lease rejection (0.1); review notice of rejection of leases (0.2); review landlord's motion to compel (0.2)	0.60	2,100.00	1,260.00
05/09/2024	FM7	Review landlord's motion to compel payment	0.20	2,100.00	420.00

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05/13/2024	FM7	Review 17th notice of assumption (0.2); review notice of appeal regarding section 365(d)(4) order (0.2); review landlord's objection regarding assumption (0.2)	0.60	2,100.00	1,260.00
05/14/2024	FM7	Review entered orders regarding 12th and 13th contract/lease rejection and 12th and 14th contract/lease assumption	0.20	2,100.00	420.00
05/18/2024	FM7	Review 18th contract/lease assumption notice	0.20	2,100.00	420.00
05/20/2024	FM7	Review 15th contract/lease rejection notice (0.2); review notice of contract/lease assumption (0.2)	0.40	2,100.00	840.00
05/22/2024	FM7	Review 14th order approving contract/lease rejection (0.1); review 15th order regarding contract/lease assumption (0.1); review 16th order regarding contract/lease assumption (0.1); review 13th order regarding contract/lease assumption (0.1); review notice of rejection (0.1)	0.50	2,100.00	1,050.00
05/24/2024	FM7	Review notice regarding DC leases (0.2); review Debtors' reply regarding assumption of IQHQ lease (0.2)	0.40	2,100.00	840.00
05/26/2024	FM7	Review 19th lease/contract assumption notice	0.20	2,100.00	420.00
05/27/2024	FM7	Review landlord statement of issues on appeal	0.10	2,100.00	210.00
05/28/2024	FM7	Review creditor's objection regarding assumption (0.2); review landlord's witness & exhibit list (0.1); review cure objections (0.2); review 19th notice of lease/contract assumption (0.2)	0.70	2,100.00	1,470.00
05/29/2024	FM7	Review 17th order regarding contract/lease assumption (0.1); review creditor's limited objection regarding cure (0.2); review notice regarding leases (0.2)	0.50	2,100.00	1,050.00
05/30/2024	FM7	Review motion to extend time to assume or reject leases	0.20	2,100.00	420.00
05/31/2024	FM7	Review creditor's objection regarding cure amount	0.10	2,100.00	210.00

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		Subtotal: B185 Assumption/Rejection of Leases and Contracts	7.00		14,700.00

B195 Non-Working Travel

05/30/2024	MDF1	Travel to and from confirmation hearing (bill at 1/2 rate)	2.00	682.50	1,365.00
		Subtotal: B195 Non-Working Travel	2.00		1,365.00

B210 Business Operations

05/01/2024	FM7	Review insurance payment matrix	0.20	2,100.00	420.00
05/03/2024	FM7	Review A&M correspondence regarding critical vendor	0.20	2,100.00	420.00
05/03/2024	ML30	Review notice of SEC filing and update working group re same	0.20	565.00	113.00
		Subtotal: B210 Business Operations	0.60		953.00

B211 Financial Reports (Monthly Operating Reports)

04/30/2024	FM7	Review MOR	0.30	2,100.00	630.00
05/03/2024	FM7	Review 8-k in connection with MOR	0.20	2,100.00	420.00
		Subtotal: B211 Financial Reports (Monthly Operating Reports)	0.50		1,050.00

B230 Financing/Cash Collections

05/01/2024	AY8	Review DIP motion	0.10	885.00	88.50
05/01/2024	AY8	Review DIP motion	0.20	885.00	177.00
05/01/2024	FM7	Review DIP motion and related motion to shorten time (1.2); review G. Sasson correspondence regarding DIP issues (0.2)	1.40	2,100.00	2,940.00

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05/01/2024	GS13	Review and comment on DIP order	1.20	1,835.00	2,202.00
05/02/2024	FM7	Review G. Sasson correspondence regarding DIP issues (0.2); review K. Hansen correspondence regarding DIP issues (0.2); review DIP exhibits (0.3); review DIP budget (0.3); review Ducera invoice (0.1); review and revise draft DIP order (0.6); review BRG correspondence regarding DIP budget (0.2)	1.90	2,100.00	3,990.00
05/02/2024	GS13	Review and comment on DIP order (2.3); telephone conference with DPW and M. Friedrich regarding same (.6)	2.90	1,835.00	5,321.50
05/02/2024	MDF1	Call with DPW and G. Sasson re open DIP issues (.6); review DIP order (1.4); revise same (.9); correspond with G. Sasson re same (.2)	3.10	1,365.00	4,231.50
05/03/2024	FM7	Review exhibits to DIP new money motion (0.3); review BRG correspondence re DIP budget (0.2); review DPW correspondence re DIP order (0.2); review objection to postpetition financing and witness & exhibit list (0.2); review G. Sasson correspondence re DIP order markup (0.2); review and revise DIP order markup (0.4)	1.50	2,100.00	3,150.00
05/03/2024	GS13	Review and revise DIP order to reflect UCC advisors' comments	3.10	1,835.00	5,688.50
05/04/2024	AY8	Review and prepare summary of DIP objections	1.10	885.00	973.50
05/04/2024	FM7	Review LC DIP amendment (0.3); correspond with M. Pecar re LC DIP amendment (0.1); review new money DIP order (0.3); review G. Sasson correspondence with DPW re DIP order (0.2); correspond with Riker re DIP update (0.2); correspond with M. Friedrich re DIP LC amendment (0.2); review DIP objection (0.2); review DPW correspondence re new money DIP comments (0.2)	1.70	2,100.00	3,570.00
05/04/2024	MDF1	Review DIP objections	0.50	1,365.00	682.50

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05/05/2024	FM7	Review G. Sasson correspondence with DIP lenders (0.2); review objection to DIP loan (0.2)	0.40	2,100.00	840.00
05/05/2024	MDF1	Continue reviewing DIP objections	0.40	1,365.00	546.00
05/06/2024	AY8	Review and summarize debtors' reply to DIP objection and supporting declaration	0.80	885.00	708.00
05/06/2024	AY8	Correspond with M. Friedrick re DIP interim order	0.20	885.00	177.00
05/06/2024	AY8	Draft reservation of rights re DIP	0.80	885.00	708.00
05/06/2024	FM7	Review Debtors' reply regarding Flow DIP objection and Corio declaration (0.3); review G. Sasson correspondence regarding stub rent (0.2); review Baird declaration regarding DIP loan (0.2); review UCC reservation of rights regarding DIP loan (0.3); exchange BRG correspondence regarding stub rent provision (0.2); review redlined DIP order (0.3); review AHG reply regarding DIP loan (0.2); review Cupar joinder regarding DIP (0.1)	1.80	2,100.00	3,780.00
05/06/2024	GS13	Review and comment on revised DIP order	2.40	1,835.00	4,404.00
05/06/2024	MDF1	Continue reviewing DIP pleadings	0.40	1,365.00	546.00
05/06/2024	MDF1	Review and revise reservation of rights re DIP and settlement	0.80	1,365.00	1,092.00
05/07/2024	FM7	Review withdrawal of objection to DIP (0.1); review lodged redlined DIP order (0.3); review stipulation regarding amended LC DIP facility (0.2)	0.60	2,100.00	1,260.00
05/07/2024	GS13	Review and comment on revised DIP order	1.90	1,835.00	3,486.50
05/08/2024	FM7	Review interim order regarding new money DIP (0.3); review notice regarding final DIP hearing (0.1)	0.40	2,100.00	840.00
05/14/2024	FM7	Review Cupar invoice	0.10	2,100.00	210.00
05/17/2024	FM7	Review stipulation and consent order regarding DIP LC facility	0.20	2,100.00	420.00
05/22/2024	FM7	Review LC summary	0.20	2,100.00	420.00

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05/23/2024	FM7	Review final new DIP order (0.4); review Kelley Drye invoices (0.1)	0.50	2,100.00	1,050.00
05/23/2024	MDF1	Review final DIP order	0.40	1,365.00	546.00
05/24/2024	FM7	Review revised DIP order	0.30	2,100.00	630.00
05/24/2024	GS13	Review and comment on DIP order (1.9); emails with M. Friedrich regarding same (.2)	2.10	1,835.00	3,853.50
05/24/2024	MDF1	Review final DIP order	2.20	1,365.00	3,003.00
05/30/2024	AY8	Correspond with PH Billing re fee estimate for May services per DIP	0.10	885.00	88.50
05/30/2024	FM7	Review final DIP order (.3); review entered DIP order (.1)	0.40	2,100.00	840.00
Subtotal: B230 Financing/Cash Collections			36.10		62,463.50

B310 Claims Administration and Objections

05/01/2024	FM7	Review Riker correspondence regarding claims procedures (0.2); review Riker correspondence with UCC regarding claims objection procedures (0.2)	0.40	2,100.00	840.00
05/02/2024	FM7	Review Riker correspondence regarding claim objection procedures	0.20	2,100.00	420.00
05/09/2024	FM7	Review order regarding omnibus claims objections	0.10	2,100.00	210.00
05/11/2024	FM7	Review 31st through 42nd objections to claims	0.30	2,100.00	630.00
Subtotal: B310 Claims Administration and Objections			1.00		2,100.00

B320 Plan and Disclosure Statement (including Business Plan)

04/30/2024	FM7	Correspond with M. Friedrich regarding solicitation issues	0.20	2,100.00	420.00
04/30/2024	FM7	Outline UCC solicitation letter	0.30	2,100.00	630.00

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05/01/2024	AY8	Attend call with G. Sasson, E. Kuznick, F. Merola, and M. Friedrich re plan and plan markup	0.50	885.00	442.50
05/01/2024	EK12	Conference with G. Sasson, F. Merola, A. Yu, and M. Friedrich re plan terms (0.5); review and comment on plan and draft UCC letter (2.1)	2.60	1,850.00	4,810.00
05/01/2024	FM7	Review redlined K&E plan markup (0.7); review M. Friedrich correspondence re plan issues (0.3); call with G. Sasson, E. Kuznick, A. Yu, and M. Friedrich re plan markup (0.5); review UCC solicitation letter (0.3); review M. Friedrich DS comments (0.4); review further revised and redlined plan (0.7); review K&E comments re solicitation letter (0.2); review DPW correspondence re plan comments (0.2); review G. Sasson correspondence re plan changes (0.2); review redlined DS (0.8); review DPW plan comments (0.4); review K. Hansen correspondence re plan edits (0.2)	4.90	2,100.00	10,290.00
05/01/2024	FM7	Review U.S. Trustee correspondence with unsecured AHG's counsel regarding objection deadline	0.20	2,100.00	420.00
05/01/2024	FM7	Review correspondence from indenture trustee's counsel re unsecured notes rule 9019 motion (0.2); review J. Lowenthal correspondence re unsecured notes settlement (0.2)	0.40	2,100.00	840.00
05/01/2024	GS13	Review and revise plan comments (2.3); telephone conference with E. Kuznick, F. Merola, A. Yu, and M. Friedrich regarding same (.5)	2.80	1,835.00	5,138.00
05/01/2024	ML30	Correspond with G. Sasson re DIP motion filed on short notice and provide requested documents	0.30	565.00	169.50

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<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
05/01/2024	MDF1	Review revised plan from K&E (1.2); correspond with G. Sasson re same (.2); call with G. Sasson, E. Kuznick, F. Merola, and A. Yu re same (.5); revise plan per discussion (.8); calls with DPW re plan terms (.7); correspond with G. Sasson, E. Kuznick, and F. Merola re revised plan (.4); review revised draft plan (1.2); revise draft committee letter (.4); review revised DS (1.0); correspond with notes trustee re revised DS (.3); review comments to same (.2)	6.90	1,365.00	9,418.50
05/02/2024	EK12	Review filed plan and correspond with G. Sasson, M. Friedrich, and F. Merola re same	0.20	1,850.00	370.00
05/02/2024	FM7	Review notice of filing of third amended DS (0.1); review notice of filing of third amended plan (0.1); review Weil correspondence re plan edits (0.2); review DPW correspondence re plan edits (0.2); review indenture trustee's comments to solicitation letter (0.2)	0.80	2,100.00	1,680.00
05/02/2024	FM7	Review J. Lowenthal correspondence re unsecured notes settlement (0.2); review AHG settlement proposal (0.3); review M. Friedrich correspondence re AHG settlement proposal (0.2)	0.70	2,100.00	1,470.00
05/02/2024	JSL1	Telephone call with M. Friedrich re notice being given to unsecured noteholders and rule 9019 settlement (.5); analyze issues and mechanics regarding same (.4)	0.90	2,185.00	1,966.50
05/02/2024	MDF1	Review revised plan from DPW (.6); correspond with G. Sasson, E. Kuznick, and F. Merola re same (.3); call with J. Lowenthal re AHG rule 9019 settlement mechanics (.5)	1.40	1,365.00	1,911.00

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05/03/2024	FM7	Review G. Sasson correspondence re plan and AHG Noteholder rule 9019 motion (0.2); review draft plan/rule 9019 settlement proposal (0.3); review indenture trustee's proposal re opt in procedures (0.3); review G. Sasson correspondence with BRG re unsecured note rule 9019 motion (0.2); review notice of confirmation hearing and proof of publication (0.2); review M. Friedrich correspondence re 3L notes plan treatment (0.2)	1.40	2,100.00	2,940.00
05/03/2024	MDF1	Review plan (.3); correspond with G. Sasson re same (.2)	0.50	1,365.00	682.50
05/04/2024	FM7	Review Moelis correspondence re note trading (0.2); review correspondence from indenture trustee's counsel re record date and trading (0.2)	0.40	2,100.00	840.00
05/05/2024	EK12	Correspond with G. Sasson re plan and settlement updates	0.40	1,850.00	740.00
05/05/2024	FM7	Review K. Hansen correspondence re unsecured notes AHG (0.2); review B. Brownstein correspondence re note trading (0.2); review correspondence from committee member re 3L note treatment (0.2); review G. Sasson correspondence re unsecured noteholder rule 9019 motion (0.2); review M. Friedrich correspondence re unsecured noteholder rule 9019 motion (0.2); review draft unsecured noteholder rule 9019 motion (0.3); review plan comments from indenture trustee (0.2)	1.50	2,100.00	3,150.00
05/05/2024	GS13	Review AHG noteholder rule 9019 motion documents and comment on same (1.8); telephone conference with indenture trustee's counsel regarding same (.3)	2.10	1,835.00	3,853.50
05/06/2024	AY8	Review amended RSA	0.40	885.00	354.00
05/06/2024	FM7	Review K. Hansen correspondence regarding GUC trust (0.2); review BRG correspondence regarding GUC trust (0.2)	0.40	2,100.00	840.00

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05/06/2024	FM7	Review Moelis correspondence regarding note trading (0.2); correspond with J. Lowenthal regarding opt in (0.2); review K. Hansen correspondence regarding unsecured notes AHG settlement (0.2); review revised AHG Noteholder rule 9019 motion and order (0.4)	1.00	2,100.00	2,100.00
05/06/2024	FM7	Review amended RSA	0.60	2,100.00	1,260.00
05/06/2024	GS13	Review and comment on plan and rule 9019 motion papers (2.3); telephone conference with BRG regarding same (.3); correspond with M. Friedrich regarding same (.4)	3.00	1,835.00	5,505.00
05/06/2024	JSL1	Review and comment on draft rule 9019 motion (1.1); correspond re same with M. Friedrich (.1)	1.20	2,185.00	2,622.00
05/06/2024	MDF1	Review trustee comments to plan (.6); incorporate changes to plan (.1); review revised RSA (1.3); review draft rule 9019 motion (1.5); revise same (.9)	4.40	1,365.00	6,006.00
05/07/2024	AY8	Correspond with M. Laskowski re GUC trust agreement	0.10	885.00	88.50
05/07/2024	AY8	Correspond with G. Sasson re trustee candidate	0.20	885.00	177.00
05/07/2024	FM7	Review redlined AHG rule 9019 motion and order (0.3); review J. Lowenthal markup of opt in provision (0.2); review J. Lowenthal correspondence regarding AHG Noteholder rule 9019 motion (0.2); review M. Friedrich correspondence to indenture trustee's counsel regarding AHG Noteholder rule 9019 settlement (0.2); review indenture trustee mark up of AHG Noteholder rule 9019 motion and order (0.3); review UCC markup of AHG Noteholder rule 9019 motion and order (0.3); review filed rule 9019 motion regarding AHG Noteholder settlement and motion to shorten time re same (0.4); review G. Sasson correspondence regarding opt in period (0.2)	2.10	2,100.00	4,410.00

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<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
05/07/2024	JSL1	Review and comment on opt-in form (0.6); correspond with G. Sasson and M. Friedrich re same (0.4)	1.00	2,185.00	2,185.00
05/07/2024	ML30	Correspond with A. Yu re precedent GUC trust documents (.2); research same (1.5); follow up correspondence with A. Yu re same (.2)	1.90	565.00	1,073.50
05/07/2024	MDF1	Revise AHG noteholders rule 9019 motion (1.4); revise opt in form and notice re same (.7); review revised rule 9019 motion from K&E (.6); correspond with indenture trustee's counsel re same (.3); review comments from indenture trustee to rule 9019 motion documents (.6); revise motion, opt in form, and notice re same (.9); review filed draft rule 9019 motion from K&E (.5); correspond with J. Lowenthal re same (.2)	5.20	1,365.00	7,098.00
05/08/2024	AY8	Correspond with G. Sasson re GUC trustee	0.10	885.00	88.50
05/08/2024	GS13	Review GUC trust documents (.8); review and comment on AHG Noteholder rule 9019 settlement motion (1.1)	1.90	1,835.00	3,486.50
05/08/2024	KH18	Review and comment on rule 9019 issues (.3); correspond with G. Sasson regarding same (.2)	0.50	2,300.00	1,150.00
05/08/2024	MDF1	Review and revise solicitation version of the plan	2.30	1,365.00	3,139.50
05/09/2024	AY8	Correspond with M. Friedrich re GUC trustee agreement	0.10	885.00	88.50
05/09/2024	AY8	Revise GUC trustee agreement	1.50	885.00	1,327.50
05/09/2024	FM7	Correspond with GUC trustee candidate regarding GUC trust (0.2); analyze draft GUC trust agreement (0.4); review indenture trustee's counsel's correspondence regarding note trading (0.2)	0.80	2,100.00	1,680.00
05/09/2024	GS13	Telephone conference with potential GUC trustee and M. Friedrich re role as trustee (.5); review AHG Noteholder rule 9019 settlement motion and comments regarding same (.7)	1.20	1,835.00	2,202.00

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05/09/2024	MDF1	Review precedent re GUC trust (1.3); prepare parts of GUC trust agreement (3.6); review plan re same (.7); call with potential trustee and G. Sasson re role as trustee (.5)	6.10	1,365.00	8,326.50
05/10/2024	EK12	Correspond with M. Friedrich re settlement updates	0.20	1,850.00	370.00
05/10/2024	FM7	Review UCC plan mark up	1.20	2,100.00	2,520.00
05/10/2024	FM7	Correspond with potential trustee regarding GUC trust (0.2); correspond with J. Lowenthal regarding GUC trust (0.2)	0.40	2,100.00	840.00
05/10/2024	MDF1	Review revised plan	1.00	1,365.00	1,365.00
05/12/2024	FM7	Review M. Friedrich correspondence regarding DTC forms	0.20	2,100.00	420.00
05/13/2024	FM7	Review J. Lowenthal comments regarding DE statutory trust (0.2); review comments regarding DTC forms regarding AHG settlement opt in (0.2); review indenture trustee's comments regarding rule 9019 settlement mechanics (0.3); telephone conference with G. Sasson regarding rule 9019 settlement mechanics (0.2)	0.90	2,100.00	1,890.00
05/13/2024	GS13	Review revised draft of settlement term sheet and order and comment on same (1.1); conference with F. Merola regarding same (.2); review plan and confirmation order and comment on same (1.4)	2.70	1,835.00	4,954.50
05/13/2024	JSL1	Correspond with G. Sasson and M. Friedrich re GUC trust agreement	0.50	2,185.00	1,092.50
05/13/2024	MDF1	Review plan markup (.4); review trust agreement (.6); review issues re AHG Noteholder rule 9019 motion (.3)	1.30	1,365.00	1,774.50
05/14/2024	FM7	Review noteholder correspondence regarding opt in (0.2); telephone conference with creditor regarding opt out and ballot instructions (0.2); telephone conference with UBS regarding ballot instructions (0.2); review correspondence from creditor regarding solicitation (0.1)	0.70	2,100.00	1,470.00

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05/14/2024	FM7	Correspond with potential GUC trustee regarding GUC trust (0.2); review A. Neumann discovery (0.5); review Riker correspondence regarding GUC trust (0.2); review comments from G. Sasson regarding plan and rule 9019 settlement issues (0.2); review J. Lowenthal correspondence regarding GUC trust (0.2); review M. Friedrich correspondence regarding GUC trust (0.2); review GUC trust markup (0.3)	1.80	2,100.00	3,780.00
05/14/2024	GS13	Review and revise plan (2.3); review and comment on rule 9019 order and term sheet (1.2); review and revise GUC trust agreement (1.3); emails with trustee regarding same (.4); emails with J. Lowenthal and M. Friedrich regarding trust agreement (.3)	5.50	1,835.00	10,092.50
05/14/2024	JRR1	Correspond with discovery vendor regarding wind-down of engagement	1.20	1,395.00	1,674.00
05/14/2024	JSL1	Review and comment on draft GUC trust agreement	1.20	2,185.00	2,622.00
05/14/2024	KH18	Analyze and comment on rule 9019 issues	0.50	2,300.00	1,150.00
05/14/2024	MDF1	Revise and supplement GUC trust agreement (1.2); review revised GUC trust agreement (.7); correspond with J. Lowenthal and G. Sasson re same (.4); correspond with potential GUC trustee re same (.2); review precedent re same (.4); analyze caselaw re same (.5); review Rule 9019 issues (.3)	3.70	1,365.00	5,050.50

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05/15/2024	FM7	Review K&E revision to opt in form (0.3); correspond with indenture trustee's counsel re opt In form (0.5); telephone conference with G. Sasson, M. Friedrich re opt out update (0.2); correspond with Moelis re note trading (0.2); correspond with Flow counsel re depositions (0.2); review indenture trustee's counsel correspondence re plan edits (0.2); review K&E markup of rule 9019 motion and term sheet (0.4); review Riker correspondence re GUC trust (0.2); review UCC markup of rule 9019 settlement term sheet (0.3); review committee member's correspondence re GUC trust agreement (0.3); review G. Sasson correspondence re A. Neumann discovery (0.2); analyze A. Neumann confirmation hearing discovery (0.6)	3.60	2,100.00	7,560.00
05/15/2024	GS13	Review and revise GUC trust agreement (1.9); emails with trustee and counsel regarding same (.8); call with counsel for trustee regarding same (.4); review and comment on rule 9019 documents (.7); emails with indenture trustee regarding same (.5); telephone conference with F. Merola and M. Friedrich regarding opt out (.2)	4.50	1,835.00	8,257.50
05/15/2024	KH18	Review and comment on rule 9019 and plan process	0.50	2,300.00	1,150.00
05/15/2024	ML30	Correspond with F. Merola re upcoming discovery and calendaring (.2); review discovery requests and depositions notices (.2)	0.40	565.00	226.00
05/15/2024	MDF1	Call with G. Sasson and F. Merola re rule 9019 settlement (.2); revise Rule 9019 settlement (.9); review indenture trustee's comments to same (1.0); review plan (.4)	2.50	1,365.00	3,412.50

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<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
05/16/2024	FM7	Review Riker correspondence re GUC trust (0.2); review redlined opt in form and settlement term sheet (0.3); review revised GUC trust (0.4); review committee member's comments re GUC trust (0.2); review A. Neumann comments re feasibility (0.2); review G. Sasson correspondence re GUC trust (0.2); correspond with Flow counsel re discovery (0.2); review BRG correspondence re de minimis distributions (0.2); review UCC markup re opt in and settlement term sheet (0.3); review J. Lowenthal correspondence re GUC trust (0.1); review BRG correspondence re GUC recovery (0.2); review BRG correspondence re fee estimates (0.2)	2.70	2,100.00	5,670.00
05/16/2024	FM7	Review committee member's counsel's correspondence regarding GUC trust	0.20	2,100.00	420.00
05/16/2024	GS13	Review and revise plan (1.8); review and revise GUC trust agreement (1.4); conferences with M. Friedrich regarding same (.3); emails with trustee regarding same (.4)	3.90	1,835.00	7,156.50
05/16/2024	JSL1	Review and comment on revised draft of GUC trust agreement	0.80	2,185.00	1,748.00
05/16/2024	KH18	Review and comment on Rule 9019 settlement documents and plan updates	0.60	2,300.00	1,380.00
05/16/2024	MDF1	Correspond with trustee re GUC trust agreement (.2); conferences with G. Sasson regarding same (.3); review and revise same (1.4); correspond with J. Lowenthal re same (.1); revise rule 9019 settlement documents (1.3)	3.30	1,365.00	4,504.50

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<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
05/17/2024	FM7	Review committee member's correspondence regarding GUC trustee indemnity (0.2); review K&E revised settlement term sheet, opt in form and order (0.4); correspond with indenture trustee's counsel regarding rule 9019 settlement and opt in (0.4); review indenture trustee's counsel's correspondence regarding AHG rule 9019 documents (0.2); review revised GUC trust agreement (0.2)	1.40	2,100.00	2,940.00
05/17/2024	GS13	Review and comment on plan documents (2.3); review and comment on rule 9019 documents (2.1); emails with indenture trustee counsel regarding same (.3); call with indenture trustee counsel regarding same (.2)	4.90	1,835.00	8,991.50
05/17/2024	MDF1	Review comments to GUC trust agreement (.9); correspond with trustee re same (.3); review comments to GUC trust agreement from lenders (.3); review revised drafts of rule 9019 documents from K&E (.7); correspond with indenture trustee counsel re same (.4); review filed plan supplement (2.5)	5.10	1,365.00	6,961.50
05/18/2024	FM7	Review plan supplement	0.30	2,100.00	630.00
05/19/2024	FM7	Review indenture trustee's counsel comments regarding AHG rule 9019 documents	0.20	2,100.00	420.00
05/19/2024	GS13	Review rule 9019 order and comments (.6); call with B. indenture trustee's counsel regarding same (.2)	0.80	1,835.00	1,468.00
05/19/2024	MDF1	Review revised draft rule 9019 documents (.2); correspond with G. Sasson re same (.2); review restructuring transactions memo (.3)	0.70	1,365.00	955.50

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05/20/2024	FM7	Review K&E revised AHG rule 9019 settlement term sheet, opt in and order (0.4); review Riker correspondence regarding A. Neumann discovery (0.2); review Riker correspondence regarding AHG rule 9019 hearing (0.1); review indenture trustee's counsel correspondence regarding AHG rule 9019 settlement documents (0.2); review revised AHG 9019 settlement documents (0.3); correspond with K. Hansen regarding AHG settlement (0.2); correspond with A. Neumann's counsel regarding A. Neumann depositions (0.2)	1.60	2,100.00	3,360.00
05/20/2024	GS13	Review rule 9019 order and term sheet (1.2); review and revise plan (1.0); conferences with M. Friedrich regarding same (.4)	2.60	1,835.00	4,771.00
05/20/2024	KH18	Analyze rule 9019 related issues (.7); comment on same for G. Sasson and M. Friedrich (.3)	1.00	2,300.00	2,300.00
05/20/2024	MDF1	Review revised rule 9019 order, opt in form and settlement term sheet from K&E (.6); review issues re same (.2); review plan supplement documents (.9); conferences with G. Sasson regarding plan and plan supplement documents (.4); correspond with Moelis re same (.1)	2.20	1,365.00	3,003.00
05/21/2024	FM7	Review minutes of hearing regarding AHG rule 9019 motion (0.1); review entered order regarding AHG rule 9019 motion (0.1); review indenture trustee counsel's correspondence regarding AHG rule 9019 settlement opt in (0.2)	0.40	2,100.00	840.00
05/21/2024	KH18	Analyze and comment rule 9019 related issues	0.50	2,300.00	1,150.00
05/21/2024	MDF1	Review filed rule 9019 order	0.30	1,365.00	409.50

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05/22/2024	FM7	Review A. Neumann's counsel's correspondence re depositions (0.2); review M. Friedrich correspondence re opt in (0.2); review A. Neumann's counsel's correspondence re canceled depositions (0.2); review M. Friedrich correspondence re opt in (0.2); review draft confirmation order (0.6); review redlined third amended plan (0.6)	2.00	2,100.00	4,200.00
05/22/2024	KH18	Analyze confirmation related issues (.7); correspond with G. Sasson regarding same (.3)	1.00	2,300.00	2,300.00
05/22/2024	MDF1	Correspond with noteholders re settlement	0.70	1,365.00	955.50
05/23/2024	FM7	Review revised confirmation order (0.9); review UCC markup of third amended plan (0.7); review M. Friedrich correspondence regarding related parties (0.2); review M. Friedrich correspondence regarding minimum distribution (0.2); review UCC markup of confirmation order (0.3); review committee member counsel's plan comments (0.3); review indenture trustee counsel's plan sign off (0.1); review K&E markup of confirmation order (0.3)	3.00	2,100.00	6,300.00
05/23/2024	GS13	Review and comment on confirmation order (2.1); conferences with M. Friedrich regarding same (.6); review and comment on revised plan (1.1); review plan supplement documents (.9)	4.70	1,835.00	8,624.50
05/23/2024	KH18	Analyze rule 9019 related issues and confirmation order	0.50	2,300.00	1,150.00
05/23/2024	MDF1	Review confirmation order (2.1); conferences with G. Sasson regarding same (.6); prepare revisions to confirmation order (.6); review revised plan (1.4); review further revised plan (.6)	5.30	1,365.00	7,234.50

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<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
05/24/2024	FM7	Review indenture trustee counsel's comments regarding confirmation order (0.2); review committee member's correspondence regarding minimum distribution (0.2); revise confirmation order (1.8); review indenture trustee's correspondence regarding 3L trustee issues (0.2); review landlord's limited objection (0.2); review UCC confirmation order redline (0.3)	2.90	2,100.00	6,090.00
05/24/2024	MDF1	Continue to review and revise confirmation order (2.8); correspond with F. Merola and G. Sasson re same (.3); review F. Merola comments to confirmation order (.7); review revised filed plan supplement (1.3)	5.10	1,365.00	6,961.50
05/25/2024	FM7	Review redlined confirmation order	0.30	2,100.00	630.00
05/25/2024	KH18	Review and comment on issues for confirmation	0.50	2,300.00	1,150.00
05/25/2024	MDF1	Review revised confirmation order (.8); correspond with G. Sasson and F. Merola re same (.2)	1.00	1,365.00	1,365.00
05/26/2024	FM7	Review M. Friedrich correspondence regarding confirmation order comments	0.20	2,100.00	420.00
05/26/2024	KH18	Review and comment on issues for confirmation	0.50	2,300.00	1,150.00
05/27/2024	FM7	Review lodged findings of fact and conclusions of law regarding confirmation (0.4); review amended plan supplement (0.4)	0.80	2,100.00	1,680.00
05/27/2024	GS13	Review and comment on confirmation order	2.30	1,835.00	4,220.50
05/28/2024	AY8	Review U.S. Trustee response re debtors' plan	0.10	885.00	88.50

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05/28/2024	FM7	Review K&E plan edits (0.3); review M. Friedrich correspondence regarding third amended plan (0.2); review Debtors' witness & exhibit list (0.1); review notice of withdrawal of Flow/A. Neumann objection (0.2); review objections to confirmation (0.6); review Special Committee declaration (0.3); review Baird declaration regarding confirmation (0.2); review Corio declaration regarding confirmation (0.2); review affidavit regarding publication (0.1); review Frank declaration regarding confirmation (0.2); review Wehner declaration regarding confirmation (0.2); review solicitation and tabulation declaration (0.2); review Debtors amended witness & exhibit list (0.2)	3.00	2,100.00	6,300.00
05/28/2024	KH18	Analyze and comment on confirmation issues and plan documents	1.00	2,300.00	2,300.00
05/28/2024	MDF1	Review filed declarations in support of confirmation (1.7); correspond with G. Sasson and F. Merola re same (.3); review revised plan (.9); review objections to confirmation (1.1); prepare summary of same for Committee (.4)	4.40	1,365.00	6,006.00

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05/29/2024	FM7	Review redlined confirmation order (0.4); review M. Friedrich correspondence regarding confirmation order (0.2); review revised conditions precedent regarding UCC trust (0.3); review redlined third amended plan (0.4); review committee member counsel's correspondence regarding confirmation order footnote (0.2); review comments regarding antitrust issues (0.2); review Debtors' confirmation brief (0.9); review comments regarding confirmation hearing (0.2); review committee member counsel's correspondence regarding plan (0.2); review indenture trustee counsel's correspondence regarding confirmation order (0.2); review redlined third amended plan (0.4); review final confirmation order (0.3); review final plan supplement (0.3); review U.S. Trustee plan response (0.2)	4.40	2,100.00	9,240.00
05/29/2024	FM7	Review G. Sasson correspondence regarding plan releases	0.20	2,100.00	420.00
05/29/2024	GS13	Review changes to plan and confirmation order (3.8); conferences with M. Friedrich regarding same (.7); analyze plan issues and documents to prep for confirmation hearing (.7)	5.20	1,835.00	9,542.00
05/29/2024	KH18	Analyze and comment on confirmation issues and plan documents	1.00	2,300.00	2,300.00
05/29/2024	MDF1	Review revised confirmation order (1.3); conferences with G. Sasson re same (.7); further revise confirmation order (1.0); review revised plan (1.6); review confirmation brief (1.7); review related confirmation pleadings (1.2)	7.50	1,365.00	10,237.50

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<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
05/30/2024	FM7	Review motion to seal released parties exception schedule (.2); review final confirmation order (.4); review indenture trustee's correspondence regarding confirmation order (.1); review objection to confirmation (.2); review entered confirmation order (.2); review entered findings of fact and conclusions of law (.3)	1.40	2,100.00	2,940.00
05/30/2024	GS13	Review and comment on confirmation order	1.20	1,835.00	2,202.00
05/30/2024	MDF1	Review revised confirmation order (.6); review filed plan and confirmation order (1.1)	1.70	1,365.00	2,320.50
Subtotal: B320 Plan and Disclosure Statement (including Business Plan)			195.30		336,468.50
Total			399.80		647,447.50

Timekeeper Summary

<u>ID</u>	<u>Timekeeper Name</u>	<u>Title</u>	<u>Hours</u>	<u>Rate</u>	<u>Fee</u>
KH18	Kris Hansen	Partner	14.00	2,300.00	32,200.00
FM7	Frank Merola	Partner	108.10	2,100.00	227,010.00
GS13	Gabe Sasson	Partner	84.50	1,835.00	155,057.50
JSL1	Jeffrey S. Lowenthal	Of Counsel	7.90	2,185.00	17,261.50
EK12	Emily Kuznick	Of Counsel	5.60	1,850.00	10,360.00
CC42	Conrad Coutinho	Of Counsel	1.00	1,650.00	1,650.00
KAT2	Katherine A. Traxler	Of Counsel	0.60	1,120.00	672.00
JRR1	Jake R. Rutherford	Associate	1.20	1,395.00	1,674.00
MDF1	Matthew D. Friedrich	Associate	112.70	1,365.00	153,835.50
MDF1	Matthew D. Friedrich	Associate	2.00	682.50	1,365.00
CD19	Caroline Diaz	Associate	0.70	1,295.00	906.50
AG29	Angelika S. Glogowski	Associate	0.90	1,185.00	1,066.50
SMT1	Schlea M. Thomas	Associate	3.20	985.00	3,152.00

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BK15	Brian Kay	Associate	0.70	985.00	689.50
AY8	Annie (Xue) Yu	Associate	26.60	885.00	23,541.00
ML30	Mat Laskowski	Paralegal	29.50	565.00	16,667.50
MM57	Michael Magzamen	Paralegal	0.60	565.00	339.00

Costs incurred and advanced

<u>Date</u>	<u>Description</u>	<u>Quantity</u>	<u>Rate</u>	<u>Amount</u>
03/31/2024	Prebilled Hard Costs - Consilio, LLC, Invoice# INV579320532 Dated 03/31/24, Active Hosting, Project Management & Support Services for March 2024			29,939.07
04/22/2024	Computer Search (Other)			1.26
04/30/2024	Outside Professional Services - Consilio, LLC, Invoice# INV579333660 Dated 04/30/24, Active Hosting, Project Management & Support Services for April 2024			17,582.53
05/03/2024	Vendor Expense - Kris Hansen; 04/23/2024; CourtSolutions, LLC; telephonic court appearance; court expense in connection with client hearing			50.00
05/06/2024	Computer Search (Other)			6.21
05/10/2024	Local - Taxi - Kris Hansen; 04/28/2024; From/To: Hearing/Home ; Service Type: Car Service; car service expense for car ride to Newark in connection with client hearing			185.00
05/10/2024	Local - Taxi - Kris Hansen; 04/28/2024; From/To: Office/Hearing; Service Type: Car Service; car service expense for car ride to Newark in connection with client hearing			185.00
05/10/2024	Local - Taxi - Frank Merola; 04/29/2024; From/To: Newark/hotel; Service Type: Uber; taxi expense for car ride back from Newark in connection with disclosure statement hearing			81.38
05/10/2024	Local - Taxi - Frank Merola; 04/29/2024; From/To: hotel/Newark; Service Type: Uber; taxi expense for car ride to Newark in connection with disclosure statement hearing			96.95

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05/17/2024	Copies of Documents - Restructuring Concepts LLC, Invoice# 134827 Dated 05/17/24, Chapter 11 Dockets downloads requested by A. Yu	83.76
05/20/2024	Local - Taxi - Gabe Sasson; 05/07/2024; From/To: Office/Court ; Service Type: Uber; taxi expense for car ride to court	148.61
05/22/2024	Local - Taxi - Gabe Sasson; 05/07/2024; From/To: Court/Home; Service Type: Uber; Uber expense for car ride home from court.	178.28
Total Costs incurred and advanced		<hr/> \$48,538.05
Current Fees and Costs		\$695,985.55
Total Balance Due - Due Upon Receipt		\$695,985.55
