

UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

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:
In re : Chapter 11
:
ADVANTA CORP., *et al.*, : Case No. 09-13931 (KJC)
:
Debtors.¹ : (Jointly Administered)
:
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**FIFTEENTH MONTHLY APPLICATION OF WEIL, GOTSHAL & MANGES LLP
FOR ALLOWANCE OF COMPENSATION FOR
SERVICES RENDERED AND FOR REIMBURSEMENT OF EXPENSES INCURRED
AS COUNSEL TO THE DEBTORS AND DEBTORS IN POSSESSION
FOR THE PERIOD FROM FEBRUARY 1, 2011 THROUGH FEBRUARY 28, 2011**

¹ The Debtors in these jointly administered chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are Advanta Corp. (2070), Advanta Investment Corp. (5627), Advanta Business Services Holding Corp. (4047), Advanta Business Services Corp. (3786), Advanta Shared Services Corp. (7074), Advanta Service Corp. (5625), Advanta Advertising Inc. (0186), Advantennis Corp. (2355), Advanta Mortgage Holding Company (5221), Advanta Auto Finance Corporation (6077), Advanta Mortgage Corp. USA (2654), Advanta Finance Corp. (8991), Advanta Ventures Inc. (5127), BE Corp. (8960), ideablob Corp. (0726), Advanta Credit Card Receivables Corp. (7955), Great Expectations International Inc. (0440), Great Expectations Franchise Corp. (3326), and Great Expectations Management Corp. (3328). Additional information regarding the Debtors' businesses and the background relating to events leading up to these chapter 11 cases can be found in (i) the Declaration of William A. Rosoff in Support of the Debtors' Chapter 11 Petitions and First-Day Motions, filed on November 8, 2009 (the "*Rosoff Declaration*"), the date the majority of Debtors filed their petitions under chapter 11 of title 11 of the United States Code (the "*Bankruptcy Code*"), and (ii) that certain supplement thereto, filed on November 20, 2009, the date Advanta Ventures Inc., BizEquity Corp. ideablob Corp. and Advanta Credit Card Receivables Corp. filed their chapter 11 cases. The Debtors are authorized to continue to operate their businesses and manage their properties as debtors and debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. Further, in accordance with an order of this Court, the Debtors' cases are being jointly administered pursuant to Rule 1015(b) of the Federal Rules of Bankruptcy Procedure (the "*Bankruptcy Rules*").

Name of Applicant: Weil, Gotshal & Manges LLP

Authorized to Provide Professional Services to: Debtors and Debtors in Possession

Date of Retention: December 3, 2009 *nunc pro tunc* to November 8, 2009

Period for which compensation and reimbursement are sought: February 1, 2011 through February 28, 2011

Amount of compensation sought for allowance as actual, reasonable, and necessary: \$388,967.00 (80% is \$311,173.60)

Amount of expense reimbursement sought for allowance as actual, reasonable, and necessary: \$3,483.74

This is a(n): monthly interim final application

Prior Applications Filed:

- First Monthly Application: November 8, 2009- December 31, 2010 [Docket No. 345]
- Second Monthly Application: January 1, 2010- January 31, 2010 [Docket No. 449]
- Third Monthly Application: February 1, 2010- February 28, 2010 [Docket No. 502]
- Fourth Monthly Application: March 1, 2010- March 31, 2010 [Docket No. 518]
- Interim Application for Compensation: November 8, 2009 to March 31, 2010 (Amended) [Docket No. 532]
- Fifth Monthly Application: April 1, 2010- April 30, 2010 [Docket No. 626]
- Sixth Monthly Application: May 1, 2010- May 31, 2010 [Docket No. 654]
- Seventh Monthly Application: June 1, 2010 - June 30, 2010 [Docket No. 786]
- Eighth Monthly Application: July 1, 2010 – July 31, 2010 [Docket No. 806]
- Second Interim Fee Application for Compensation: April 1, 2010 to July 31, 2020 [Docket No. 809]
- Ninth Monthly Application: August 1, 2010- August 31, 2010 [Docket No. 892]
- Tenth Monthly Application: September 1, 2010- September 30, 2010 [Docket No. 929]
- Eleventh Monthly Application: October 1, 2010- October 31, 2010 [Docket No. 1096]
- Twelfth Monthly Application: November 1, 2010- November 30, 2010 [Docket No. 1102]
- Third Interim Fee Application for Compensation: August 1, 2010-November 30, 2010 [Docket No. 1103]
- Thirteenth Monthly Application: December 1, 2010- December 31, 2010 [Docket No. 1194]
- Fourteenth Monthly Application: January 1, 2011- January 31, 2011 [Docket No. 1195]

**COMPENSATION BY PROFESSIONAL
FEBRUARY 1, 2011 THROUGH FEBRUARY 28, 2011**

NAME OF PROFESSIONAL PERSON	DEPARTMENT AND YEAR ADMITTED ² Year of Obtaining License to Practice, Area of Expertise	HOURLY BILLING RATE	TOTAL BILLED HOURS	TOTAL COMPENSATION
Partner/ of Counsel				
Simeon Gold	CORP - 1974	\$1,075.00	14.10	\$15,157.50
Marcia L. Goldstein	BFR - 1976	\$1,075.00	2.10	\$2,257.50
Stuart J. Goldring	TAX - 1984	\$1,075.00	4.10	\$4,407.50
Paul A. Ferrillo	LR-1989	\$780.00	0.80	\$624.00
Steven M. Margolis	TAX-1989	\$780.00	9.70	\$7,566.00
Robert J. Lemons	BFR - 2001	\$850.00	77.30	\$64,472.50
Total Partners and Counsel			108.10	\$94,485.00
Associate				
Vaughan Petherbridge	CORP - 2001	\$740.00	13.80	\$10,212.00
Max A. Goodman	TAX - 2004	\$740.00	8.90	\$6,586.00
Victoria Vron	BFR - 2004	\$720.00	120.90	\$86,040.00
Patricia Wencelblat	LR- 2006	\$685.00	4.70	\$3,219.50
Joshua Pohl	TAX- 2007	\$645.00	0.50	\$322.50
David N. Griffiths	BFR - 2007	\$600.00	4.20	\$2,520.00
Debora Hoehne	BFR - 2008	\$600.00	82.40	\$49,440.00
Peter J. McRae	CORP-2009	\$560.00	58.50	\$32,760.00
Jennifer N. Ganesh	BFR - 2010	\$560.00	94.70	\$53,032.00
Peter M. Milligan	CORP-2010	\$495.00	68.60	\$33,957.00
Total Associates			457.20	\$278,089.00
Paralegals, Clerks, Library Staff, and Other Non-Legal Staff:				
Sean P. Devaney	CORP	\$230.00	6.60	\$1,518.00
Priya K. Ghodasara	BFR	\$175.00	37.60	\$6,580.00
Mel C. Maravilla	CORP	\$280.00	15.50	\$4,340.00
Danielle Z. Sawaya	CORP	\$175.00	22.60	\$3,955.00
Total Paraprofessionals			82.30	\$16,393.00

² BFR - Business Finance & Restructuring, CORP - Corporate, LR - Litigation/Regulatory, TAX - Tax.

PROFESSIONALS	BLENDED RATE	TOTAL HOURS BILLED	TOTAL COMPENSATION
TOTALS:			
Partners and Counsel		108.10	\$94,485.00
Associates		457.20	\$278,089.00
Paraprofessionals		82.30	\$16,393.00
Blended Professional/ Paraprofessional Rate	\$600.63		
Total Fees Incurred		647.60	\$388,967.00

**COMPENSATION BY PROJECT CATEGORY FOR THE PERIOD
FEBRUARY 1, 2011 THROUGH FEBRUARY 28, 2011**

TASK CODE	PROJECT DESCRIPTION	HOURS	AMOUNT
002	Asset Dispositions / 363 Sales	7.40	\$5,380.00
004	Bar Date Motion and Claims Reconciliation Issues	85.40	\$50,547.00
005	Case Administration	5.00	\$875.00
009	Customer/Vendor/Creditor Issues	0.30	\$180.00
011	Employee / ERISA / Benefits Issues	15.60	\$11,541.50
015	General Case Strategy/Internal Communications & Meetings	1.30	\$936.00
016	General Corporate Issues / Corporate Governance	30.30	\$18,501.00
022	Non-Working Travel	5.70	\$2,240.50
023	Plan of Reorganization / Disclosure Statement / Solicitation / Voting	446.30	\$280,279.50
026	Retention/ Fee Applications / Billing: Weil	30.70	\$10,630.00
028	Retention/Fee Applications/Other Professionals	1.90	\$1,064.00
029	Schedules/ Statement of Financial Affairs MOR's	17.10	\$6,348.50
030	Tax Issues	0.60	\$444.00
	TOTAL	647.60	\$388,967.00

**EXPENSE SUMMARY FOR THE PERIOD
FEBRUARY 1, 2011 THROUGH FEBRUARY 28, 2011**

EXPENSES	AMOUNTS
Local Transportation	\$153.83
Meals	\$700.54
Duplicating & Document Scanning	\$403.30
Service Fees – Edgar Filings	\$195.00
Computerized Research	\$1,870.01
Clipping Service	\$85.00
Taxi Service	\$75.18
Postage	\$0.88
Total Expenses Requested:	\$3,483.74

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

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In re : Chapter 11
ADVANTA CORP., et al., : Case No. 09-13931 (KJC)
Debtors. : (Jointly Administered)
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**FIFTEENTH MONTHLY APPLICATION OF WEIL, GOTSHAL & MANGES LLP
FOR ALLOWANCE OF COMPENSATION FOR SERVICES RENDERED
AND FOR REIMBURSEMENT OF EXPENSES INCURRED AS
COUNSEL TO THE DEBTORS AND DEBTORS IN POSSESSION
FOR THE PERIOD FROM FEBRUARY 1, 2011 THROUGH FEBRUARY 28, 2011**

Pursuant to sections 330 and 331 of the Bankruptcy Code, Bankruptcy Rule 2016, Rule 2016-2 of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware (the "**Local Rules**"), the United States Trustee Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. § 330 issued by the Executive Office for United States Trustees (the "**Guidelines**"), and the Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals [Docket No. 125] (the "**Interim Compensation Order**"), Weil, Gotshal & Manges LLP ("**Weil**") hereby files this Fifteenth Monthly Application for Allowance of Compensation for Services Rendered and for Reimbursement of Expenses Incurred as Counsel to the Debtors and Debtors in Possession for the Period from February 1, 2011 through February 28, 2011 (the "**Application**"). By this Application, Weil seeks allowance of \$388,967.00 for compensation and \$3,483.74 for reimbursement of actual and necessary expenses incurred for the period February 1, 2011 through February 28, 2011 (the

“*Compensation Period*”).³ In support of this Application, Weil respectfully represents as follows:

Preliminary Statement

1. Through the efforts of Weil professionals and paraprofessionals, the debtors in the above captioned cases (the “*Debtors*”) have worked throughout these chapter 11 cases to stabilize their business, preserve value, mitigate claims, institute procedures to streamline the chapter 11 process, develop a chapter 11 plan to wind down their affairs, solicit acceptances of such plan, and implement such plan. Over the course of February 2011, Weil, among other things, (i) worked with the Debtors to preserve the value for their estates; (ii) advised the Debtors on various matters related to their operations in chapter 11; (iii) negotiated revisions to the Chapter 11 Plan (the “*Plan*”); (iv) prosecuted confirmation of the Plan; (v) prepared all necessary documentation and took all necessary steps to implement the Plan; and (vi) performed all of the other professional services described in this Application.

Background

2. On November 8, 2009 (the “*Commencement Date*”), the majority of the Debtors filed voluntary petitions for relief under chapter 11 of the Bankruptcy Code.

3. Pursuant to the Order Authorizing the Employment and Retention of Weil, Gotshal & Manges LLP as Attorneys for the Debtors, *Nunc Pro Tunc* to the Commencement Date [Docket No. 104] (the “*Retention Order*”), Weil was retained as counsel to the Debtors effective as of the Commencement Date and was authorized to be paid in accordance with the Order Implementing Certain Procedures for the Interim Compensation and Reimbursement of

³ Pursuant to the Interim Compensation Order, at this time Weil seeks payment of only 80% of the total compensation for the Compensation Period, totaling \$311,173.60, and 100% of the expenses incurred during the Compensation Period in the amount of \$3,483.74.

Professionals [Docket No. 102] (the “*Interim Compensation Order*”) and the Order Appointing Fee Auditor and Establishing Related Procedures Concerning the Payment of Compensation and Reimbursement of Expenses of Professionals and Members of Official Committees and Consideration of Fee Applications [Docket No. 249] (the “*Fee Auditor Order*”). The Retention Order authorized Weil to be compensated on an hourly basis and to be reimbursed for actual and necessary out-of-pocket expenses pursuant to sections 330 and 331 of the Bankruptcy Code.

4. Similarly, by order dated December 3, 2009 [Docket No. 103], the Court approved the employment and retention of Richards, Layton & Finger, P.A. (“*RL&F*”) as co-counsel for the Debtors. Weil and RL&F have divided responsibilities regarding representation of the Debtors and have made every effort to avoid or minimize unnecessary duplication of efforts in these chapter 11 cases.

**Summary of Professional Compensation
and Reimbursement of Expenses Requested**

5. All services for which compensation is requested by Weil were performed for or on behalf of the Debtors.

6. During the period covered by this Application, Weil has received no payment and no promises for payment from any source for services rendered or to be rendered in any capacity whatsoever in connection with the matters covered by this Application. There is no agreement or understanding between Weil and any other person other than the members of Weil for the sharing of compensation to be received for services rendered in these cases.

7. The fees charged by Weil in these cases are billed in accordance with Weil’s existing billing rates and procedures in effect during the Compensation Period. The rates Weil charges for the services rendered by its professionals and paraprofessionals in these chapter 11 cases are the same rates Weil charges for professional and paraprofessional services rendered

in comparable non-bankruptcy related matters. Such fees are reasonable based on the customary compensation charged by comparably skilled practitioners in comparable non-bankruptcy cases in a competitive national legal market.

8. Weil maintains computerized records of the time spent by all Weil attorneys and paraprofessionals in connection with its representation of the Debtors. Subject to redaction where necessary to preserve the attorney-client privilege, annexed hereto as *Exhibit A* are copies of Weil's itemized time records for professionals and paraprofessionals who performed services for the Debtors during the Compensation Period. All entries itemized in Weil's time records comply with the requirements set forth in Local Rule 2016-2 and the Guidelines, including the use of separate work codes for different project types, as hereinafter described.

9. Itemized records of expenses incurred by Weil during the Compensation Period are attached hereto as *Exhibit B*. All entries itemized in Weil's expense records comply with the requirements set forth in Local Rule 2016-2 and the Guidelines.

Summary of Services by Project

10. The following is a summary of the significant professional services rendered by Weil during the Compensation Period. This summary is organized in accordance with the internal system of work codes set up by Weil at the outset of these chapter 11 cases. These categories are generally described below, with a more detailed identification of the actual services provided set forth on *Exhibit A*. The attorneys and paraprofessionals who rendered services relating to each category are identified, along with the number of hours for each individual and the total compensation sought for each category, in *Exhibit A*. Only those work codes for which five (5) or more hours of work was performed during the Compensation Period

are listed below.

- a. Bar Date Motion and Claims Reconciliation Issues (Task Code 004)
Fees: \$50,547.00; Hours 85.40

Relates to (i) review of proofs of claim and communications with Debtors and Debtors' other professionals regarding the same; and (ii) preparation of omnibus claims objections.

- b. Case Administration (Task Code 005)
Fees: \$875.00; Hours: 5.00

Includes attending to day-to-day administration of the chapter 11 cases, including preparing and circulating the docket and maintaining the case calendar.

- c. General Corporate Issues / Corporate Governance (Task Code 016)
Fees: \$18,501.00; Hours: 30.30

Includes (i) preparing and filing SEC Form 8-Ks, (ii) preparing corporate documents necessary for implementation of the Plan, such as amended and restated charters and by-laws and corporate dissolution certificates, and (iii) addressing general corporate issues.

- d. Plan of Reorganization/Disclosure Statement/Solicitation/Voting (Task Code 023)
Fees: \$280,279.50; Hours: 446.30

Includes (i) internal communications with Debtors and Debtors' other professionals, and communications and negotiations with professionals for the Creditors' Committee, regarding revisions to the Plan; (ii) negotiating and preparing plan supplement documents, including trust agreements; (iii) reviewing and addressing objections to the Plan; (iv) preparing confirmation documents such as the confirmation brief, the proposed confirmation order, and declarations in support of confirmation of the Plan; (v) prosecuting confirmation of the Plan at the confirmation hearing; and (vi) finalizing all documents necessary to implement the Plan.

- e. Retention / Fee Applications / Billing: WGM (Task Code 026)
Fees: \$10,630.00; Hours: 30.70

Includes preparation and review of Weil's December and January monthly billing statements for compliance with Local Rules and U.S. Trustee guidelines and preparation of the fee applications related to the same.

- f. Schedules / Statement of Financial Affairs / MORs (Task Code 029)
Fees: \$6,348.50; Hours: 17.10

Includes (i) review of the Debtors' January monthly operating report; (ii) communications with A&M regarding the same; and (iii) communications with the Debtors and the Debtors' other professionals regarding the form of post-confirmation operating reports.

11. The foregoing professional services performed by Weil were (a) necessary and appropriate to the administration of the Debtors' chapter 11 cases, (b) in the best interests of the Debtors and their estates, and (c) provided without unnecessary duplication of effort or expense incurred by professionals and paraprofessionals employed by RL&F.

12. Compensation for the foregoing services as requested is commensurate with the complexity, importance, and nature of the problems, issues, or tasks involved. The professional services were performed with expedition and in an efficient manner.

13. A significant percentage of services performed by members, counsel, and associates of Weil were rendered by the Business Finance and Restructuring Department. Weil has a preeminent practice in this area and enjoys a national reputation for its expertise in financial reorganizations and restructurings of troubled entities, with approximately 80 attorneys specializing in this area of law. Weil has been actively involved in major chapter 11 cases, and currently represents or has represented, among others, the following debtors: General Motors Corporation; Lehman Brothers Holdings Inc.; Enron Corp.; Pilgrim's Pride Corporation; BearingPoint, Inc.; SemGroup L.P.; Extended Stay Inc.; Magna Entertainment Group; Finlay

Enterprises, Inc.; LandSource Communities Development LLC; Vertis Holdings, Inc.; PRC, LLC; Charys Holding Co., Inc. and Crochet & Borel Services, Inc.; Sharper Image Corporation; Silicon Graphics, Inc.; Atkins Nutritionals, Inc.; Footstar, Inc.; New World Pasta Company; Parmalat USA Corp.; Loral Space & Communications Ltd.; TL Administration Corporation; Republic Engineered Product Holdings; WestPoint Stevens Inc.; Worldcom, Inc.; and Adelpia Business Solutions, Inc. As a consequence, Weil brings to these cases a high level of expertise and experience that inures to the benefit of the Debtors and all parties in interest.

14. Professional services performed by Weil on behalf of the Debtors during the Compensation Period required an aggregate expenditure of 647.60 recorded hours by Weil's members, counsel, associates, and paraprofessionals. Of the aggregate time expended, 108.10 recorded hours were expended by partners and counsel of Weil, 457.20 recorded hours were expended by associates, and 82.30 recorded hours were expended by paraprofessionals of Weil.

15. During the Compensation Period, Weil's hourly billing rates for professionals ranged from \$160 to \$990 per hour. Allowance of compensation in the amount requested would result in a blended hourly rate for professionals of approximately \$600.63 (based on 647.60 recorded hours at Weil's regular billing rates in effect at the time of the performance of services).⁴

Actual and Necessary Disbursements of Weil

16. Annexed hereto as *Exhibit B* are WGM's itemized records detailing expenses incurred on behalf of the Debtors during the Compensation Period. Weil requests allowance of actual and necessary expenses incurred by Weil during the Compensation Period in the aggregate amount of \$3,483.74.

⁴ The blended professional rate was calculated by dividing total professional compensation of \$388,967.00 by total professional hours billed of 647.60.

17. Weil's disbursement policies pass through out of pocket expenses at actual cost or an estimated actual cost when the actual cost is difficult to determine. For example, with respect to duplication charges, Weil will charge \$.10 per page because the actual cost is difficult to determine. Similarly, as it relates to computerized research, Weil believes that it does not make a profit on that service as a whole although the cost of any particular search is difficult to ascertain. Other reimbursable expenses (whether the service is performed by Weil in-house or through a third party vendor) include, but are not limited to, facsimiles, toll calls, overtime, overtime meals, deliveries, court costs, cost of food at meetings, transcript fees, travel, clerk fees, and document review services. Notably, Weil charges all of its clients \$1.00/page for out-going facsimile transmissions and does not charge its clients for incoming facsimile transmissions.

Reservation

18. To the extent time or disbursement charges for services rendered or disbursements incurred relate to the Compensation Period but were not processed prior to the preparation of this Application, or Weil has for any other reason not sought compensation or reimbursement of expenses herein with respect to any services rendered or expenses incurred during the Compensation Period, Weil reserves the right to request additional compensation for such services and reimbursement of such expenses in a future application.

Notice

19. No trustee or examiner has been appointed in these chapter 11 cases. Pursuant to the Interim Compensation Order and the Fee Auditor Order, notice of this Application will be provided to (i) the Office of the United States Trustee for the District of Delaware; (ii) Warren H. Smith & Associates, P.C., as the fee auditor appointed in these chapter 11 cases; and (iii) counsel to the Creditors' Committee. The Debtors respectfully submit that no

further notice of this Application is required.

Conclusion

WHEREFORE Weil respectfully requests (i) allowance of compensation for professional services rendered to the Debtors during the Compensation Period in the amount of \$388,967.00 (80% of which equals \$311,173.60) and reimbursement for actual and necessary costs and expenses incurred by Weil during the Compensation Period in the amount of \$3,483.74, for a total of \$392,450.74 (ii) that, in accordance with the Interim Compensation Order, the Court direct the Debtors to pay Weil \$314,657.34, representing 80% of the total amount of fees and 100% of the expenses allowed, (iii) that the allowance of such compensation for professional services rendered and reimbursement of actual and necessary expenses incurred be without prejudice to Weil's right to seek such further compensation for the full value of services performed and expenses incurred, and (iv) that the Court grant Weil such other and further relief as is just.

Dated: April 4, 2011
Wilmington, Delaware



Marcia L. Goldstein
Robert J. Lemons
WEIL, GOTSHAL & MANGES LLP
767 Fifth Avenue
New York, NY 10153
Telephone: (212) 310-8000
Facsimile: (212) 310-8007

ATTORNEYS FOR
DEBTORS AND DEBTORS IN
POSSESSION

VERIFICATION

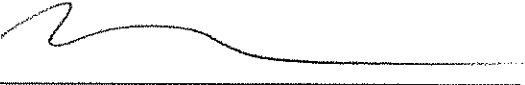
STATE OF NEW YORK)
) SS:
COUNTY OF NEW YORK)

Robert J. Lemons, after being duly sworn according to law, deposes and says as follows:

(a) I am a member with the applicant firm, Weil, Gotshal & Manges LLP, and have been admitted *pro hac vice* to appear before this Court.

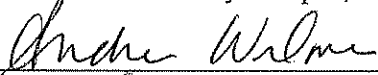
(b) I have personally performed many of the legal services rendered by Weil, Gotshal & Manges LLP, as counsel to the Debtors,¹ and am thoroughly familiar with the other work performed on behalf of the Debtors by the lawyers in the firm.

(c) I have reviewed the foregoing Application, and the facts set forth therein are true and correct to the best of my knowledge, information and belief. Moreover, I have reviewed the applicable section of the Bankruptcy Rules, Local Rule 2016-2, and the Guidelines, and submit that the Application substantially complies with such rule.



Robert J. Lemons, Esq.

SWORN TO AND SUBSCRIBED
before me this 4th day of April, 2011.



Notary Public
My Commission Expires: 2011

ANDREA WILMER
Notary Public, State of New York
No. 01W16172356
Qualified in Kings County
Commission Expires August 6, 2011

¹ Capitalized terms not defined herein have the meaning ascribed to such terms in the Application.

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

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In re : Chapter 11
:
ADVANTA CORP., *et al.*, : Case No. 09-13931 (KJC)
:
Debtors.¹ : (Jointly Administered)
:
: **Objection Deadline: 4/25/11 at 4:00 p.m. (EDT)**
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NOTICE OF FEE APPLICATION

PLEASE TAKE NOTICE that Richards, Layton & Finger, P.A. (“*RL&F*”) on behalf of Weil, Gotshal & Manges LLP (“*WG&M*”) has today filed the attached **Fifteenth Monthly Application of Weil, Gotshal & Manges LLP for Allowance of Compensation for Services Rendered and for Reimbursement of Expenses Incurred As Counsel to the Debtors and Debtors in Possession for the Period from February 1, 2011 Through February 28, 2011** (the “*Application*”) with the United States Bankruptcy Court for the District of Delaware, 824 North Market Street, 3rd Floor, Wilmington, Delaware 19801 (the “*Bankruptcy Court*”).

PLEASE TAKE FURTHER NOTICE that objections, if any, to the Application must be made in accordance with the *Order Pursuant to Sections 330 and 331 of the Bankruptcy Code and Bankruptcy Rule 2016 Implementing Certain Procedures for the Interim*

¹ The Debtors in these cases, along with the last four digits of each Debtor’s federal tax identification number, are Advanta Corp. (2070), Advanta Investment Corp. (5627), Advanta Business Services Holding Corp. (4047), Advanta Business Services Corp. (3786), Advanta Shared Services Corp. (7074), Advanta Service Corp. (5625), Advanta Advertising Inc. (0186), Advantennis Corp. (2355), Advanta Mortgage Holding Company (5221), Advanta Auto Finance Corporation (6077), Advanta Mortgage Corp. USA (2654), Advanta Finance Corp. (8991), Advanta Ventures Inc. (5127), BE Corp. (8960), ideablob Corp. (0726), Advanta Credit Card Receivables Corp. (7955), Great Expectations International Inc. (0440), Great Expectations Franchise Corp. (3326), and Great Expectations Management Corp. (3328).

Compensation and Reimbursement of Professionals [Docket No. 102] (the “**Administrative Order**”) and must be filed with the Clerk of the Bankruptcy Court, and be served upon and received by (i) the above-captioned debtors (the “**Debtors**”), Advanta Corp., Plymouth Corporate Center, 625 W. Ridge Pike, Building E, Suite 100 Conshohocken, Pennsylvania 19428 (Attn: Jay A. Dubow); (ii) counsel to the Debtors, WG&M, 767 Fifth Avenue, New York, New York 10153 (Attn: Robert J. Lemons); (iii) local counsel to the Debtors, RL&F, One Rodney Square, 920 North King Street, Wilmington, Delaware 19801 (Attn: Chun I. Jang); (iv) counsel to Official Committee of Unsecured Creditors (the “**Committee**”), Latham & Watkins LLP, 885 Third Avenue, New York, New York 10022-4834 (Attn: Roger G. Schwartz); (v) local counsel to Committee, Drinker Biddle & Reath LLP, 1100 North Market Street, Suite 1000, Wilmington, Delaware 19801 (Attn: Howard A. Cohen); and (vi) the Office of the United States Trustee for the District of Delaware, 844 King Street, Suite 2207, Lockbox 35, Wilmington, Delaware 19801 (Attn: Dave Klauder) by no later than **4:00 p.m. (Eastern Daylight Time) on April 25, 2011** (the “**Objection Deadline**”).

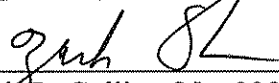
PLEASE TAKE FURTHER NOTICE that if any responses or objections to the Application are timely filed, served and received in accordance with this notice, a hearing on the Application will be held at the convenience of the Bankruptcy Court. Only those objections made in writing and timely filed and received in accordance with the Administrative Order and the procedures described herein will be considered by the Bankruptcy Court at such hearing.

PLEASE TAKE FURTHER NOTICE that, pursuant to the Administrative Order, if no objection to the Application is timely filed, served and received by the Objection Deadline, WG&M shall be paid an amount equal to 80 percent of the fees and 100 percent of expenses requested in the Application without the need for further order of the Bankruptcy Court.

PLEASE TAKE FURTHER NOTICE that, pursuant to the Administrative Order, if an objection to the Application is timely filed, served and received by the Objection Deadline, WG&M shall be paid an amount equal to 80 percent of the fees and 100 percent of the expenses not subject to an objection without the need for further order of the Bankruptcy Court.

Dated: April 4, 2011
Wilmington, Delaware

Respectfully submitted,



Mark D. Collins (No. 2981)
Paul N. Heath (No. 3704)
Chun I. Jang (No. 4790)
Zachary I. Shapiro (No. 5103)
RICHARDS, LAYTON & FINGER, P.A.
One Rodney Square
920 North King Street
Wilmington, Delaware 19801
(302) 651-7700 (Telephone)
(302) 651-7701 (Facsimile)

- and -

WEIL, GOTSHAL & MANGES LLP
Marcia L. Goldstein
Robert J. Lemons
767 Fifth Avenue
New York, NY 10153
Telephone: (212) 310-8000
Facsimile: (212) 310-8007

ATTORNEYS FOR THE DEBTORS

Exhibit A
Itemized Time Records

ITEMIZED SERVICES - 78221.0007 - CHAPTER 11

DATE	TIMEKEEPER/DESCRIPTION	HOURS	AMOUNT	TASK	TIME ID
02/07/11	Vron, Victoria EMAILS WITH N. GORDON RE: DE MINIMIS SALE NOTICE.	0.30	\$ 216.00	002	21626233
02/13/11	Lemons, Robert EMAILS WITH V. VRON RE: DE MINIMIS ASSET SALES.	0.40	340.00	002	21557115
02/13/11	Vron, Victoria PREPARE DE MINIMIS ASSET SALE NOTICE.	0.30	216.00	002	21509500
02/14/11	Vron, Victoria PREPARE DE MINIMIS SALE NOTICE FOR CERTAIN ASSETS (1.5); EMAILS WITH CLIENT RE: SAME (.4).	1.90	1,368.00	002	21509234
02/15/11	Vron, Victoria REVISE DE MINIMIS SALE NOTICE AND EMAIL SAME TO UST AND LATHAM.	0.60	432.00	002	21509413
02/16/11	Vron, Victoria PREPARE NEW DE MINIMIS ASSET ABANDONMENT NOTICE.	0.10	72.00	002	21511705
02/16/11	Vron, Victoria EMAILS RE: DE MINIMIS ASSETS SALE NOTICE (.4); CONFER WITH R. SCHWARTZ RE: SAME (.3); EMAIL TO B. MEYER RE: SAME (.3); REVIEW BONUS CALCULATION AND CONFER WITH A. SAGAT RE: SAME (1.0); RESPOND TO EMAILS RE: CLOSING CHECKLIST (.4).	2.40	1,728.00	002	21511847
02/17/11	Vron, Victoria PREPARE DE MINIMIS ASSET ABANDONMENT NOTICE (.8); CONFER WITH R. LEMONS RE: SALES OF COMPUTERS (.2).	1.00	720.00	002	21512129
02/18/11	Vron, Victoria EMAIL DE MINIMIS ABANDONMENT NOTICE.	0.10	72.00	002	21509240
02/18/11	Vron, Victoria CONFER WITH R. LEMONS RE: DE MINIMIS SALE NOTICES AND SEVERANCE ISSUES.	0.30	216.00	002	21626247
SUBTOTAL TASK CODE 002 - ASSET DISPOSITIONS / 363 SALES:		7.40	\$ 5,380.00		
02/02/11	Vron, Victoria CALL WITH ALVAREZ & MARSAL, J. GANESH AND D. HOEHNE RE: TRANSITION MEETING WITH FTI RE: CLAIMS RECONCILIATION.	1.10	792.00	004	21468263
02/02/11	Ganesh, Jennifer CALL WITH ALVAREZ & MARSAL AND TEAM RE: TRANSITION MEETING RE: CLAIMS RECONCILIATION (1.1); REVIEW CHART RE: SAME (.7).	1.80	1,008.00	004	21460315
02/02/11	Hoehne, Debora CALL WITH D. LEWANDOWSKI, J. GANESH, A. SAGAT, AND V. VRON TO DISCUSS CLAIMS RECONCILIATION AND TRANSITION TO LIQUIDATING TRUSTEE.	1.10	660.00	004	21458179
02/03/11	Ganesh, Jennifer CALL WITH CREDITORS RE: OMNIBUS CLAIMS OBJECTION (.7); CONFER WITH D. LEWANDOWSKI RE: SAME (1.0); EMAILS WITH V. VRON RE: SAME (.2).	1.90	1,064.00	004	21460320

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02/04/11	Ganesh, Jennifer CALL WITH ALVAREZ & MARSAL RE: OMNIBUS CLAIMS OBJECTION.	1.20	672.00	004	21490990
02/09/11	Hoehe, Debora DISCUSS CLAIMS TRANSITION MEMO WITH J. GANESH.	0.20	120.00	004	21474143
02/10/11	Ganesh, Jennifer REVIEW ALVAREZ & MARSAL'S CLAIMS DATABASE (2.1); RECONCILE WITH PREVIOUS OMNIBUS CLAIMS OBJECTIONS (.9); DISCUSS SAME WITH D. HOEHNE (.2); REVIEW NO LIABILITY CLAIMS (1.0).	4.20	2,352.00	004	21490983
02/10/11	Hoehe, Debora REVIEW CLAIMS RECONCILIATION SUMMARY (.7); REVISE DRAFT OMNIBUS SEVERANCE CLAIMS OBJECTION AND EXHIBITS (.6); CALL WITH D. LEWANDOWSKI RE: EMPLOYEE CLAIMS (.9); CALL WITH J. GANESH RE: SATISFIED CLAIMS (.1).	2.30	1,380.00	004	21477366
02/11/11	Vron, Victoria CALL WITH D. HOEHNE, J. GANESH AND ALVAREZ & MARSAL RE: CLAIMS RECONCILIATION MATERIALS FOR MEETING WITH LATHAM AND FTI (1.0); REVIEW MATERIALS FOR SAME (.2).	1.20	864.00	004	21485361
02/11/11	Ganesh, Jennifer CALL WITH ALVAREZ & MARSAL, D. HOEHNE AND V. VRON RE: CLAIMS (1.0); REVIEW CLAIMS AND DRAFT TRANSITION MEMO RE: SAME (4.8); FOLLOW UP EMAILS WITH V. VRON RE: SAME (.3).	6.10	3,416.00	004	21490981
02/11/11	Hoehe, Debora DISCUSS CLAIMS TRANSITION MEMO WITH J. GANESH (.2); REVIEW REVISED CLAIMS SUMMARY (.1); CLAIMS RECONCILIATION AND TRANSITION CALL WITH D. LEWANDOWSKI, V. VRON, J. GANESH, A. SAGAT (1.0).	1.30	780.00	004	21489156
02/12/11	Vron, Victoria REVIEW CLAIMS RECONCILIATION PRESENTATION FOR FTI AND LATHAM (.4); REVISE CLAIMS TRANSITION MEMO (1.4).	1.80	1,296.00	004	21484891
02/13/11	Vron, Victoria REVIEW REVISED CLAIMS RECONCILIATION PRESENTATION FOR FTI.	0.40	288.00	004	21509280
02/13/11	Vron, Victoria REVISE DRAFT MEMO FOR LATHAM RE: CLAIMS STATUS.	0.60	432.00	004	21509249
02/13/11	Ganesh, Jennifer REVISE TRANSITION MEMO FOR CREDITORS' COMMITTEE AND FTI (.7); EMAILS TO THE TEAM RE: SAME (.8); PREPARE MATERIALS FOR MEETING WITH THE CREDITORS' COMMITTEE (2.1).	3.60	2,016.00	004	21490980
02/13/11	Hoehe, Debora REVISE CLAIMS TRANSITION MEMO (.3); CORRESPONDENCE WITH V. VRON, J. GANESH, A. SAGAT, AND D. LEWANDOWSKI RE: CLAIMS RECONCILIATION (.2).	0.50	300.00	004	21485044
02/14/11	Vron, Victoria MEET WITH CLIENT, ALVAREZ & MARSAL, DRINKER & BIDDLE, FTI, LATHAM, D. HOEHNE, J. GANESH AND R. LEMONS (PARTIAL) TO DISCUSS STATUS OF CLAIMS RECONCILIATION PROCESS AND TRANSITION OF CLAIMS RESOLUTION TO LIQUIDATING TRUSTEE (3.0); CONFER WITH A. SAGAT RE: SAME IN PREPARATION FOR MEETING (.7).	3.70	2,664.00	004	21509235
02/14/11	Ganesh, Jennifer	6.70	3,752.00	004	21490979

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DATE	TIMEKEEPER/DESCRIPTION	HOURS	AMOUNT	TASK	TIME ID
	PREPARE FOR MEETING WITH CREDITORS' COMMITTEE AND FTI RE: CLAIMS TRANSITION (2.7); ATTEND MEETING WITH LATHAM, FTI, ALVAREZ & MARSAL, V. VRON AND R. LEMONS (PARTIAL) RE: SAME (3.0); REVIEW NOTES AND FOLLOW UP WITH D. LEWANDOWSKI RE: SAME (1.0).				
02/14/11	Hoehne, Debora	3.60	2,160.00	004	21489232
	REVIEW MATERIALS FOR CLAIMS TRANSITION MEETING WITH LATHAM AND FTI (.5); ATTEND CLAIMS TRANSITION MEETING WITH V. VRON, J. GANESH, R. LEMONS (PARTIAL), A. SAGAT, D. LEWANDOWSKI, R. SCHWARTZ, A. SINGER, FTI AND DRINKER BIDDLE (3.1).				
02/14/11	Ghodasara, Priya	1.00	175.00	004	21507531
	PREPARE DOCUMENTS FOR J. GANESH RE: OMNIBUS CLAIMS OBJECTIONS.				
02/15/11	Ganesh, Jennifer	0.90	504.00	004	21490978
	REVIEW CLAIMS RECONCILIATION WORKSHEET (.4); DISCUSS SAME WITH D. LEWANDOWSKI (.5).				
02/15/11	Hoehne, Debora	1.50	900.00	004	21492814
	REVIEW TAX CLAIMS.				
02/16/11	Vron, Victoria	0.10	72.00	004	21511136
	REVIEW EMAIL RE: REVISED CLAIM RECONCILIATION SPREADSHEET.				
02/16/11	Griffiths, David	1.10	660.00	004	21510279
	EMAIL GCG RE: STATE OF CALIFORNIA ESCHEATMENT CLAIM (.1); PREPARE AUTOMATIC STAY LETTER FOR STATE OF CALIFORNIA (.9); REVIEW EMAIL FROM GCG RE: STATE OF CALIFORNIA (.1).				
02/16/11	Ganesh, Jennifer	4.60	2,576.00	004	21607135
	CALL WITH D. LEWANDOWSKI RE OMNIBUS CLAIMS OBJECTIONS (.3); FOLLOW UP EMAILS TO D. HOEHNE AND D. LEWANDOWSKI RE SAME (.5); REVISE FIFTH OMNIBUS CLAIMS OBJECTION (3.8).				
02/16/11	Hoehne, Debora	2.30	1,380.00	004	21502463
	CORRESPONDENCE WITH D. LEWANDOWSKI RE: EMPLOYEE SEVERANCE CLAIMS (.3); REVIEW TAX CLAIMS (2.0).				
02/17/11	Griffiths, David	0.80	480.00	004	21510189
	EMAIL TO GCG RE: STATE OF CALIFORNIA ESCHEATMENT CLAIM (.1); EMAIL TO A. SAGAT RE: SAME (.1); REVISE LETTER RE: SAME (.3); EMAIL WITH V. VRON RE: SAME (.1); CONDUCT RESEARCH RE: ISSUE HISTORY (.2).				
02/17/11	Ganesh, Jennifer	4.80	2,688.00	004	21607136
	CALL WITH FTI, GARDEN CITY GROUP AND ALVAREZ & MARSAL RE: TRANSFER OF MATERIALS RE OMNIBUS CLAIMS OBJECTION (.7); REVISE FIFTH OMNIBUS CLAIMS OBJECTION (2.3); REVISE EXHIBITS (1.5); EMAIL D. LEWANDOWSKI RE: SAME (.3).				
02/18/11	Vron, Victoria	0.40	288.00	004	21626246
	CONFER WITH D. HOEHNE RE: SEVERANCE OBJECTION.				
02/18/11	Griffiths, David	0.40	240.00	004	21510089
	EMAIL TO D. HOEHNE RE: CALIFORNIA ESCHEATMENT ISSUES (.1); EMAIL TO V. VRON RE: SAME (.1); CALL TO D. ALBERT RE: SAME (.1); EMAILS WITH V. VRON RE: SAME (.1).				
02/18/11	Hoehne, Debora	0.10	60.00	004	21502447
	CORRESPONDENCE RE: DRAFT SEVERANCE CLAIMS OBJECTION.				

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DATE	TIMEKEEPER/DESCRIPTION	HOURS	AMOUNT	TASK	TIME ID
02/22/11	Vron, Victoria REVIEW DRAFT OF FIFTH OMNIBUS CLAIM OBJECTION.	0.70	504.00	004	21512095
02/22/11	Griffiths, David CALL WITH D. ALBERT RE: STATE OF CALIFORNIA TAX CLAIM (.2); EMAIL TO D. ALBERT RE: SAME (.1); CALL WITH CREDITOR L. DENBURG AND UPDATING COMMUNICATIONS LOG (.2); REVISE STATE OF CALIFORNIA AUTOMATIC STAY LETTER (.3); REVIEW EMAIL FROM D. ALBERT (.1).	0.90	540.00	004	21523051
02/22/11	Ganesh, Jennifer CALL WITH D. LEWANDOWSKI RE: FIFTH AND SIXTH OMNIBUS CLAIMS OBJECTION (.6); EMAILS RELATED TO THE SAME (.9); REVIEW EXHIBITS TO THE SAME (1.1); DRAFT SIXTH OMNIBUS CLAIMS OBJECTION (3.8); CONFER WITH D. HOEHNE RE: SAME (.5); CONFER WITH V. VRON RE: SAME (.3).	7.20	4,032.00	004	21530505
02/22/11	Hoehne, Debora REVIEW FILE RE: EMPLOYEE MARGIN LOANS (.1); CALL WITH R. LEMONS, J. PLAVNER, AND P. BROWNE RE: SAME (.3); CALL WITH J. PLAVNER AND P. KELLY RE: EMPLOYEE SEVERANCE OBJECTION (.4); REVISE DRAFT SEVERANCE OBJECTION AND EXHIBITS (.4); REVIEW MARGIN LOAN INFORMATION (.1).	1.30	780.00	004	21516981
02/24/11	Griffiths, David FINALIZE LETTER TO CALIFORNIA STATE CONTROLLER (.2); CALL FROM D. CARLTON RE: LIFT STAY MOTION (.2); CALL TO A. SINGER RE: SAME (.1); EMAIL TO D. CARLTON RE: SAME (.2).	0.70	420.00	004	21522886
02/24/11	Hoehne, Debora REVIEW V. VRON'S COMMENTS TO FIFTH OMNIBUS CLAIM OBJECTION EXHIBITS (.2); CALL WITH D. LEWANDOWSKI RE: CHANGES TO SAME (.3); REVISE FIFTH OMNIBUS OBJECTION TO CLAIMS (.6).	1.10	660.00	004	21517932
02/25/11	Vron, Victoria REVIEW REVISED FIFTH OMNIBUS CLAIMS OBJECTION.	0.80	576.00	004	21530271
02/25/11	Hoehne, Debora DISCUSS CLAIMS OBJECTION ISSUES WITH V. VRON (.1); CALL WITH D. LEWANDOWSKI, N. GORDON, AND V. VRON (P/T) RE: CLAIMS RECONCILIATION FOR SIXTH OMNIBUS CLAIMS OBJECTION (.9).	1.00	600.00	004	21523560
02/26/11	Hoehne, Debora REVISE FIFTH OMNIBUS OBJECTION TO CLAIMS (.5); EMAIL TO D. LEWANDOWSKI RE: CHANGES TO EXHIBIT D TO FIFTH OMNIBUS OBJECTION (.1); REVISE SIXTH OMNIBUS OBJECTION TO CLAIMS (.3).	0.90	540.00	004	21528255
02/27/11	Hoehne, Debora REVISE OBJECTION TO SEVERANCE CLAIMS AND EXHIBITS THERETO (1.7); DRAFT AND REVISE SIXTH OMNIBUS OBJECTION TO CLAIMS (1.2).	2.90	1,740.00	004	21528662
02/28/11	Vron, Victoria REVIEW OMNIBUS CLAIMS OBJECTION SEVERANCE TO CLAIMS.	1.30	936.00	004	21550930
02/28/11	Hoehne, Debora REVISE SEVERANCE OBJECTION AND EXHIBITS (1.2); REVIEW TAX CLAIMS (2.0); REVISE EXHIBITS TO SIXTH OMNIBUS CLAIMS OBJECTION (2.1).	5.30	3,180.00	004	21556943
SUBTOTAL TASK CODE 004 - BAR DATE MOTION AND CLAIMS RECONCILIATION ISSUES:		85.40	\$ 50,547.00		
02/01/11	Ghodasara, Priya	0.40	70.00	005	21485573

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DATE	TIMEKEEPER/DESCRIPTION	HOURS	AMOUNT	TASK	TIME ID
	PREPARE DOCKET UPDATE AND DISTRIBUTE TO TEAM.				
02/02/11	Ghomasara, Priya	0.40	70.00	005	21485665
	PREPARE DOCKET UPDATE AND DISTRIBUTE TO TEAM.				
02/03/11	Ghomasara, Priya	0.40	70.00	005	21485681
	PREPARE DOCKET UPDATE AND DISTRIBUTE TO TEAM.				
02/04/11	Ghomasara, Priya	0.30	52.50	005	21485650
	PREPARE DOCKET UPDATE AND DISTRIBUTE TO TEAM.				
02/07/11	Ghomasara, Priya	0.30	52.50	005	21507347
	PREPARE DOCKET UPDATE AND DISTRIBUTE TO TEAM.				
02/08/11	Ghomasara, Priya	0.30	52.50	005	21507449
	PREPARE DOCKET UPDATE AND DISTRIBUTE TO TEAM.				
02/10/11	Ghomasara, Priya	0.40	70.00	005	21508050
	PREPARE DOCKET UPDATE AND DISTRIBUTE TO TEAM.				
02/11/11	Ghomasara, Priya	0.40	70.00	005	21507335
	PREPARE DOCKET UPDATE AND DISTRIBUTE TO TEAM.				
02/14/11	Ghomasara, Priya	0.30	52.50	005	21507382
	PREPARE DOCKET UPDATE AND DISTRIBUTE TO TEAM.				
02/16/11	Ghomasara, Priya	0.30	52.50	005	21507683
	PREPARE DOCKET UPDATE AND DISTRIBUTE TO TEAM.				
02/17/11	Ghomasara, Priya	0.30	52.50	005	21507326
	PREPARE DOCKET UPDATE AND DISTRIBUTE TO TEAM.				
02/18/11	Ghomasara, Priya	0.20	35.00	005	21507616
	PREPARE DOCKET UPDATE AND DISTRIBUTE TO TEAM.				
02/22/11	Ghomasara, Priya	0.20	35.00	005	21550506
	PREPARE DOCKET UPDATE AND DISTRIBUTE TO TEAM.				
02/23/11	Ghomasara, Priya	0.20	35.00	005	21550808
	PREPARE DOCKET UPDATE AND DISTRIBUTE TO TEAM.				
02/24/11	Ghomasara, Priya	0.20	35.00	005	21550187
	PREPARE DOCKET UPDATE AND DISTRIBUTE TO TEAM.				
02/25/11	Ghomasara, Priya	0.20	35.00	005	21550252
	PREPARE DOCKET UPDATE AND DISTRIBUTE TO TEAM.				
02/28/11	Ghomasara, Priya	0.20	35.00	005	21549537
	PREPARE DOCKET UPDATE AND DISTRIBUTE TO TEAM.				

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DATE	TIMEKEEPER/DESCRIPTION	HOURS	AMOUNT	TASK	TIME ID
SUBTOTAL TASK CODE 005 - CASE ADMINISTRATION:		5.00	\$ 875.00		
02/28/11	Griffiths, David EMAIL TO A. SINGER RE: FORECLOSURE ISSUE (.1); EMAIL TO Z.GOLDBERG RE: FORECLOSURE (.2).	0.30	180.00	009	21535766
SUBTOTAL TASK CODE 009 - CUSTOMER / VENDOR / CREDITOR ISSUES:		0.30	\$ 180.00		
02/01/11	Margolis, Steven REVIEW AND COMMENT ON DRAFT SEPARATION AGREEMENT (.1); CORRESPONDENCE WITH J. PLAVNER RE: SAME (1.1).	1.20	936.00	011	21554514
02/02/11	Margolis, Steven CONFER WITH J. PLAVNER RE: EMPLOYEE ISSUES.	0.40	312.00	011	21554683
02/02/11	Wencelblat, Patricia MEET WITH D. HOENHE RE: ERISA CLAIMS (.6); PREPARE FOR MEETING (.3); LEGAL RESEARCH RE: SUBORDINATION OF INDEMNIFICATION CLAIMS (1.5); EMAILS TO V. VRON AND D. HOEHNE RE: SAME (.2).	2.60	1,781.00	011	21463358
02/03/11	Margolis, Steven CONFER WITH J. DORSCH ON DOL ISSUES AND REVIEW CORRESPONDENCE FOR SAME (.3); REVIEW ISSUES FROM V. VRON RE: EMPLOYEE ISSUES (.3).	0.60	468.00	011	21556258
02/03/11	Wencelblat, Patricia DRAFT INSERT FOR ERISA SUBORDINATION CLAIMS.	1.30	890.50	011	21463356
02/04/11	Wencelblat, Patricia REVIEW CASES FOR V. VRON RE: ERISA CLAIMS (.5); REVIEW INSERT FOR SUBORDINATION OF ERISA CLAIMS (.3).	0.80	548.00	011	21476481
02/06/11	Hoehne, Debora CORRESPOND WITH V. VRON RE: POSTPETITON SEVERANCE PLAN.	0.10	60.00	011	21466718
02/07/11	Margolis, Steven CONFER WITH J. PLAVNER RE: SEPARATION AGREEMENT ISSUES (.3); REVIEW PRIOR SEPARATION AGREEMENT DOCUMENTATION (.4).	0.70	546.00	011	21554499
02/07/11	Vron, Victoria EMAILS WITH R. LEMONS RE: SEVERANCE ISSUES.	0.30	216.00	011	21626234
02/15/11	Margolis, Steven ATTEND CONFERENCE WITH J. PLAVNER RE: SEPARATION AGREEMENT ISSUES AND REVIEW SAME.	0.60	468.00	011	21558407
02/16/11	Hoehne, Debora CORRESPONDENCE WITH P. BROWNE RE: INCENTIVE BONUS.	0.20	120.00	011	21502459
02/17/11	Margolis, Steven REVIEW NEW FORM OF SEPARATION AGREEMENT AND CONFERENCES AND CORRESPONDENCE WITH R. LEMONS AND J. PLAVNER RE: SAME.	1.10	858.00	011	21558651

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02/18/11	Margolis, Steven	3.30	2,574.00	011	21558650
	REVIEW ISSUES ON SEPARATION AGREEMENT, COBRA AND SEVERANCE PAY (1.2); CORRESPONDENCE WITH R. LEMONS RE: SAME (.3); DRAFT MEMORANDUM TO J. PLAVNER RE: DISCUSSIONS WITH LATHAM (.5); CONFERENCES WITH A. OZAWA AND J. PLAVNER ON SAME (.7); REVIEW NEW DRAFTS OF DOCUMENTS AND COMMENTS TO SAME (.6).				
02/18/11	Hoechne, Debora	0.40	240.00	011	21502462
	EMAILS TO V. VRON, R. LEMONS, J. PLAVNER, J. DUBOW, AND P. BROWNE RE: EMPLOYEE SEVERANCE ISSUES.				
02/20/11	Margolis, Steven	0.80	624.00	011	21558428
	REVIEW NEW DRAFTS OF DOCUMENTS FROM J. PLAVNER AND CORRESPONDENCE RE: SAME.				
02/20/11	Hoechne, Debora	0.20	120.00	011	21507000
	CALL WITH J. PLAVNER RE: EMPLOYEE CLAIMS (.1); EMAIL TO R. LEMONS RE: SAME (.1).				
02/22/11	Margolis, Steven	1.00	780.00	011	21558242
	CONFER WITH A. OZAWA (LATHAM) RE: SEPARATION AGREEMENT ISSUES (.3); REVIEW FINAL VERSION OF DOCUMENTATION (.4); REVIEW ISSUE FROM J. PLAVNER RE: DOL INQUIRY FOR RESPONSE LETTER (.3).				
SUBTOTAL TASK CODE 011 - EMPLOYEE / ERISA / BENEFITS ISSUES:		15.60	\$ 11,541.50		
02/04/11	Vron, Victoria	0.90	648.00	015	21626232
	CALL WITH ALVAREZ & MARSAL AND ADVANTA RE: MOLI OBLIGATIONS (.6); RESPOND TO EMAILS FROM L. BROWNE RE: SAME (.3).				
02/23/11	Vron, Victoria	0.40	288.00	015	21626519
	EMAILS WITH LATHAM AND CLIENT RE: LITIGATION HOLD MEMOS (.2); EMAILS WITH A. SINGER AND L. BROWNE RE: MOLI ISSUES (.2).				
SUBTOTAL TASK CODE 015 - GENERAL CASE STRATEGY / INTERNAL COMMUNICATIONS & MEETINGS:		1.30	\$ 936.00		
02/08/11	Gold, Simeon	2.50	2,687.50	016	21474635
	REVIEW AND REVISE CLIENT'S PRESS RELEASE AND FORM 8-K RE: PLAN CONFIRMATION.				
02/08/11	Petherbridge, Vaughan	0.30	222.00	016	21533206
	REVIEW AND RESPOND TO EMAILS RE: 8-K REQUIREMENTS AND RELATED ISSUES.				
02/08/11	McRae, Peter	2.60	1,456.00	016	21568224
	CALL WITH ADVANTA RE: 8K (.3); CONDUCT RESEARCH RE: SEC AND PRECEDENT (2.3).				
02/09/11	Gold, Simeon	1.30	1,397.50	016	21474593
	RESPOND TO EMAILS AND CALLS RE: CLIENT'S FORM 8-K.				
02/10/11	McRae, Peter	1.30	728.00	016	21568140
	CONDUCT RESEARCH RE: 8K DISCLOSURE.				
02/13/11	McRae, Peter	0.90	504.00	016	21505214

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	CONDUCT RESEARCH RE: 8K.				
02/13/11	Milligan, Peter	1.50	742.50	016	21501345
	REVIEW ADVANTA SEC FILINGS RE: TRUST PREFERRED STOCK.				
02/14/11	McRae, Peter	1.00	560.00	016	21505166
	CONDUCT RESEARCH RE: 8K (.3); REVIEW AND REVISE CERTIFICATES OF DISSOLUTION (.7).				
02/14/11	Milligan, Peter	5.80	2,871.00	016	21501350
	REVIEW SEC RULES RE: FORM 15 (.8); ATTEND TO 8-K PRECEDENT (1.9); DRAFT ADVANTA FILINGS (3.1).				
02/15/11	McRae, Peter	0.20	112.00	016	21505211
	REVIEW OF 8K COMMENTS.				
02/18/11	McRae, Peter	1.20	672.00	016	21505239
	REVIEW AND REVISE POWERS OF ATTORNEY FOR DEBTOR/NON-DEBTOR ENTITIES (.9); PREPARE FUNDS FLOW/WIRE MEMO (.3).				
02/22/11	Gold, Simeon	1.00	1,075.00	016	21515898
	ATTEND TO CORPORATE/SECURITIES LAW ASPECTS AND CLIENT'S EFFECTIVE DATE FORM 8-K.				
02/23/11	Gold, Simeon	1.30	1,397.50	016	21522210
	ATTEND TO CORPORATE/SECURITIES ASPECTS AND FORM 8-K FILINGS.				
02/23/11	McRae, Peter	0.30	168.00	016	21563621
	REVIEW AND COMMENT 8K.				
02/23/11	Maravilla, Mel	4.50	1,260.00	016	21576804
	PREPARE FORM 8-K AND MONTHLY OPERATING REPORT EXHIBIT FOR FILING WITH THE SEC VIA EDGAR (4.3); EMAILS WITH P. MCRAE RE: SAME (.1); CIRCULATE EDGAR DRAFTS (.1).				
02/24/11	Gold, Simeon	1.20	1,290.00	016	21522216
	ATTEND TO CORPORATE/SECURITIES ASPECTS AND FORM 8-K FILINGS.				
02/24/11	Vron, Victoria	0.40	288.00	016	21528962
	RESPOND TO EMAILS FROM CLIENT AND LATHAM RE: PREPARATION OF DOCUMENTS FOR EFFECTIVE DATE.				
02/24/11	McRae, Peter	1.00	560.00	016	21563632
	REVIEW AND COMMENT ON 8K (.2); REVIEW FORM 15 AND RESPOND TO VARIOUS RELATED QUESTIONS (.8).				
02/25/11	Sawaya, Danielle	1.50	262.50	016	21555833
	REVIEW AND REVISE FORM 8-K FOR FILING WITH THE SEC PER REQUEST OF P. MCRAE.				
02/28/11	Milligan, Peter	0.50	247.50	016	21558733
	ATTEND 8-K CALL WITH WGM TEAM, L&W TEAM, AND ADVANTA TEAM.				
SUBTOTAL TASK CODE 016 - GENERAL CORPORATE ISSUES / CORPORATE GOVERNANCE:		30.30	\$ 18,501.00		

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DATE	TIMEKEEPER/DESCRIPTION	HOURS	AMOUNT	TASK	TIME ID
02/10/11	Lemons, Robert NON-WORKING TRAVEL FROM CONFIRMATION HEARING.	2.90	1,232.50	022	21556613
02/10/11	Vron, Victoria NON-WORKING TRAVEL BACK FROM CONFIRMATION HEARING.	2.80	1,008.00	022	21613630
SUBTOTAL TASK CODE 022 - NON-WORKING TRAVEL:		5.70	\$ 2,240.50		
02/01/11	Goldstein, Marcia ATTEND PRELIMINARY REVIEW OF CONFIRMATION OBJECTIONS (.4); EMAILS WITH V. VRON (.1).	0.50	537.50	023	21530201
02/01/11	Petherbridge, Vaughan REVIEW AND RESPOND TO EMAILS RE: LIQUIDATING TRUST ISSUES.	0.20	148.00	023	21506657
02/01/11	Lemons, Robert CALLS AND EMAILS WITH R. SCHWARTZ AND J. DUBOW RE: PLAN IMPLEMENTATION (.3); REVIEW CONFIRMATION BRIEF AND DECLARATIONS IN SUPPORT OF SAME (1.2).	1.50	1,275.00	023	21556844
02/01/11	Vron, Victoria REVIEW OBJECTIONS TO PLAN CONFIRMATION (1.3); EMAIL OBJECTIONS AND LATEST VOTING RESULTS TO CLIENT AND TEAM (.4); CALL WITH A. SINGER RE: PLAN ISSUES (.3); EMAILS WITH R. LEMONS RE: SAME (.2); EMAIL WITH L. PARK RE: RESIDENT TRUSTEE (.1); REVIEW REVISED CONFIRMATION MATERIALS AND EMAILS SAME TO THE CLIENT (.7); EMAIL DRAFT CONFIRMATION MATERIALS TO RLF (.1); REVISE PLAN (1.8).	4.90	3,528.00	023	21468247
02/01/11	Ganesh, Jennifer CALL WITH F. MCGINN RE: IRON MOUNTAIN LEASE TO DETERMINE ASSUMPTION IN PLAN SUPPLEMENT (.4); EMAIL F. MCGINN RE: SAME (.6); FOLLOW UP CALLS WITH V. VRON RE: SAME (.5); REVIEW IRON MOUNTAIN'S SUMMARY OF ACCOUNTS (.5); EMAILS WITH COMPANY RE: SAME (.7).	2.70	1,512.00	023	21460314
02/01/11	Hoehe, Debora CORRESPOND WITH D. LEWANDOWSKI RE: PLAN RESERVE FOR EMPLOYEE CLAIMS.	0.30	180.00	023	21453405
02/01/11	Hoehe, Debora REVISE ROSOFF DECLARATION (.6); EMAIL TO V. VRON RE: REVISED DOCUMENTS (.1); EMAIL CHANGES TO ROSOFF DECLARATION AND CONFIRMATION BRIEF TO V VRON (.3); REVISE CONFIRMATION BRIEF (.8); REVIEW PLAN OBJECTIONS (1.2).	3.00	1,800.00	023	21454481
02/02/11	Goldstein, Marcia REVIEW EMAILS RE: VOTE ON PROPOSED PLAN.	0.20	215.00	023	21533824
02/02/11	Petherbridge, Vaughan REVIEW COMMENTS RE: LIQUIDATING TRUST AGREEMENTS AND PLAN (.6); PREPARE SUCCESSIVE REVISED DRAFTS OF LIQUIDATING TRUST AGREEMENTS (1.1); REVIEW AND RESPOND TO EMAILS RE: LIQUIDATING TRUST AGREEMENTS AND PLAN (.3); REVIEW POWER OF ATTORNEY (1.1); REVIEW AND RESPOND TO EMAILS RELATING THERETO (.3); EMAIL WITH P. MCRAE RE: POWER OF ATTORNEY ISSUES (.2).	3.60	2,664.00	023	21506138
02/02/11	Lemons, Robert REVIEW OMNIBUS CLAIMS OBJECTIONS TO PLAN.	1.10	935.00	023	21556846

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02/02/11	Goodman, Max REVISE CHAPTER 11 PLAN (.3); REVISE LIQUIDATING TRUST AGREEMENTS (.6); RESPOND TO E-MAIL FROM P. MCRAE RE: POWERS OF ATTORNEY (.2).	1.10	814.00	023	21458936
02/02/11	Vron, Victoria REVIEW PLAN OBJECTIONS (.7); EMAILS WITH R. LEMONS RE: SAME (.1); CALL WITH J. DUBOW RE: SAME AND RESIDENT TRUSTEE SELECTION (.3); EMAILS WITH J. DRUCKER RE: UNDERLAND LANGUAGE (.9); CALLS WITH J. DRUCKER RE: SAME (.4); EMAIL REVISED UNDERLAND LANGUAGE TO LATHAM (.1); CALL WITH A. SINGER RE: RESIDENT TRUSTEE ISSUE AND CONFIRMATION ORDER (.2); CALL WITH CLIENT RE: COMMENTS TO CONFIRMATION DOCUMENTS (.6); REVISE CONFIRMATION DOCUMENTS (.5); REVISE CHART OF RESPONSES TO PLAN OBJECTIONS (2.5); REVIEW GCG'S DRAFT VOTING CERTIFICATION AND EMAIL GCG COMMENTS TO SAME (1.2); EMAIL CLIENT AND LATHAM PRELIMINARY VOTING RESULTS (.4); REVIEW REVISED BONDI DECLARATION (.2); REVIEW REVISED FORM TRUST AGREEMENT (.3); EMAILS WITH M. GOODMAN AND V. PETHERBRIDGE RE: SAME (.1); EMAIL SAME TO CLIENT FOR REVIEW (.2).	8.70	6,264.00	023	21468262
02/02/11	Ganesh, Jennifer REVISE NOTICE OF EFFECTIVE DATE.	1.00	560.00	023	21460317
02/02/11	Ganesh, Jennifer REVIEW OBJECTIONS TO THE PLAN (2.5); SUMMARIZE THE SAME FOR EXHIBIT TO THE REPLY (2.7).	5.20	2,912.00	023	21460316
02/02/11	Hoehne, Debora REVISE BONDI DECLARATION (.4); MEET WITH P. WENCELBLAT TO DISCUSS PLAN OBJECTIONS (.6); CONDUCT RESEARCH RE: RESPONSE TO PLAN OBJECTIONS (.6); DISCUSS CLIENT CHANGES TO CONFIRMATION BRIEF WITH V. VRON (.2); DISCUSS BRIEF REVISIONS WITH V. VRON (.6); REVIEW VOTING RESULTS (.1); REVISE ROSOFF DECLARATION (.1); REVISE CONFIRMATION BRIEF (1.6).	4.20	2,520.00	023	21457755
02/02/11	McRae, Peter REVISE TRUST DOCUMENTS AND OTHER DOCUMENTS REQUIRED FOR EFFECTIVE DATE.	3.80	2,128.00	023	21505273
02/03/11	Goldstein, Marcia REVIEW OBJECTION TO DISCLOSURE STATEMENT SUMMARY.	0.60	645.00	023	21552780
02/03/11	Petherbridge, Vaughan REVIEW AND RESPOND TO EMAILS RE: POWERS OF ATTORNEY (.2); REVIEW AND RESPOND TO EMAILS RE: REORGANIZED ADVANTA AND RELATED ISSUES (.1); REVIEW AND RESPOND TO EMAILS RE: LIQUIDATING TRUST AGREEMENTS (.4).	0.70	518.00	023	21506610
02/03/11	Lemons, Robert CORRESPONDENCE WITH V. VRON AND D. HOEHNE RE: PLAN OBJECTIONS AND CONFIRMATION BRIEF AND ORDER (1.5); REVIEW OBJECTIONS, RESPONSES TO SAME AND CASES RE: SAME (1.4); CALL WITH V. VRON, D. HOEHNE, R. SCHWARTZ AND A. SINGER RE: SAME (1.3).	4.20	3,570.00	023	21556930
02/03/11	Vron, Victoria REVISE DRAFT OF CONFIRMATION ORDER (2.3); MEET WITH R. LEMONS AND D. HOEHNE RE: RESPONSES TO PLAN OBJECTIONS (1.4); CALL WITH D. HOEHNE, R. LEMONS AND LATHAM RE: SAME (1.5); EMAILS WITH R. LEMONS AND R. SCHWARTZ RE: PLAN ISSUES (.3); EMAIL CONFIRMATION ORDER TO CLIENT (.1); REVISE SUMMARY OF PLAN OBJECTIONS AND RESPONSES (.3); EMAIL SAME TO CLIENT (.1); REVISE PLAN (1.0); EMAIL SAME TO R. LEMONS (.1); EMAILS WITH Z. SHAPIRO RE: HEARING AGENDA AND BRIEF (.3); EMAILS WITH P. MCRAE RE: COMMENTS TO TRUST AGREEMENTS (.3); EMAILS WITH R. LEMONS RE: CURE AMOUNT ISSUES (.2); REVIEW REVISED UNDERLAND LANGUAGE AND EMAIL TO LATHAM (.2).	8.10	5,832.00	023	21484901
02/03/11	Ganesh, Jennifer	0.70	392.00	023	21460319

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DATE	TIMEKEEPER/DESCRIPTION	HOURS	AMOUNT	TASK	TIME ID
	EMAILS WITH N. GORDON AND F. MCGINN RE: IRON MOUNTAIN'S CURE AMOUNT.				
02/03/11	Ganesh, Jennifer	2.70	1,512.00	023	21460318
	REVISE CONFIRMATION ORDER (2.5); CONFER WITH V. VRON RE: SAME (.2).				
02/03/11	Hoehne, Debora	11.60	6,960.00	023	21461532
	EMAILS WITH R. LEMONS AND V. VRON TO DISCUSS OBJECTIONS TO PLAN AND RESPONSES THERETO (1.0); REVIEW AND COMMENT ON GCG VOTING DECLARATION (.2); CALL WITH R. SCHWARTZ, V. VRON, R. LEMONS, A. ROJE, AND A. SINGER RE: RESPONSE TO PLAN OBJECTIONS (1.3); DISCUSS CHANGES TO PLAN WITH V. VRON (.3); CONDUCT RESEARCH RE: PLAN OBJECTIONS (2.0); REVISE CONFIRMATION BRIEF AND DRAFT RESPONSES IN BRIEF TO PLAN OBJECTIONS (6.8).				
02/03/11	McRae, Peter	2.10	1,176.00	023	21505277
	REVISE TRUST DOCUMENTS AND OTHER DOCUMENTS REQUIRED FOR THE EFFECTIVE DATE.				
02/04/11	Ferrillo, Paul	0.40	312.00	023	21548615
	REVIEW AND RESPOND TO EMAILS RE: CONFIRMATION OF PLAN.				
02/04/11	Petherbridge, Vaughan	0.90	666.00	023	21506703
	REVIEW AND RESPOND TO EMAILS RE: LIQUIDATING TRUST AGREEMENTS (.7); EMAIL WITH P. MCRAE RE: TRUST AGREEMENTS (.2).				
02/04/11	Lemons, Robert	7.10	6,035.00	023	21557117
	REVIEW REVISED PLAN (1.1); REVIEW COMMENTS TO CONFIRMATION ORDER (.9); EMAILS WITH V. VRON AND W. ROSOFF RE: SAME (.3); REVIEW CASES AND BACKGROUND MATERIALS FOR CONFIRMATION BRIEF AND HEARING (4.8).				
02/04/11	Goodman, Max	0.10	74.00	023	21466998
	REVIEW REVISIONS TO CHAPTER 11 PLAN.				
02/04/11	Vron, Victoria	5.50	3,960.00	023	21468171
	REVIEW LATHAM'S COMMENTS TO THE CONFIRMATION ORDER (.6); EMAILS WITH R. LEMONS RE: SAME (.3); REVISE CHAPTER 11 PLAN AND EMAIL TO CLIENT (2.9); REVIEW REVISED CONFIRMATION BRIEF (.4); CONFER WITH A. SAGAT RE: CLAIMS MEETING (.2); REVISE CONFIRMATION ORDER (.5); REVISE EXHIBIT TO CONFIRMATION BRIEF AND EMAIL SAME TO CLIENT (.6).				
02/04/11	Ganesh, Jennifer	0.70	392.00	023	21490989
	EMAILS WITH V. VRON RE: IRON MOUNTAIN'S CURE CLAIM (.2); EMAILS TO F. MCGINN RE: SAME (.2); EMAIL COMPANY RE: SAME (.2); EMAIL D. LEWANDOWSKI RE: WITHDRAWAL OF CLAIM (.1).				
02/04/11	Ganesh, Jennifer	3.20	1,792.00	023	21490991
	GATHER AND REVIEW INSURANCE POLICIES IN PREPARATION FOR CONFIRMATION HEARING.				
02/04/11	Hoehne, Debora	8.50	5,100.00	023	21462945
	CONDUCT RESEARCH RE: ISSUES WITH RESPONSES TO PLAN OBJECTIONS (1.5); DRAFT CONFIRMATION BRIEF (6.5); EMAIL REVISIONS TO V. VRON (.2); ATTEND TO PREPARATIONS FOR HEARING (.3).				
02/04/11	McRae, Peter	2.30	1,288.00	023	21505286
	REVISE TRUST DOCUMENTS AND OTHER DOCUMENTS REQUIRED FOR THE EFFECTIVE DATE.				
02/04/11	Ghodasara, Priya	1.30	227.50	023	21485655

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DATE	TIMEKEEPER/DESCRIPTION	HOURS	AMOUNT	TASK	TIME ID
	CONDUCT RESEARCH FOR CONFIRMATION BRIEF RE: COMPLAINT FILED BY STEAMFITTERS AND WESTERN PENNSYLVANIA.				
02/04/11	Devaney, Sean	3.70	851.00	023	21481978
	REVIEW AND UPDATE TRUST AGREEMENTS WITH EDITS FROM OPPOSING COUNSEL IN PREPARATION FOR RULING.				
02/05/11	Vron, Victoria	7.20	5,184.00	023	21484675
	REVIEW AND REVISE CONFIRMATION BRIEF (2.4); EMAILS WITH LATHAM AND R. LEMONS RE: CONFIRMATION ORDER (1.0); EMAILS WITH R. LEMONS RE: SAME (.7); REVISE PLAN AND CONFIRMATION ORDER AS PER CLIENT'S AND LATHAM'S COMMENTS (2.5); RESPOND TO EMAILS FROM CLIENT RE: PLAN CHANGES (.4); REVIEW AND REVISE AGENDA FOR CONFIRMATION HEARING (.2).				
02/05/11	Hoehne, Debora	5.50	3,300.00	023	21463506
	REVISE AND DRAFT CONFIRMATION BRIEF (5.4); REVISE ROSOFF DECLARATION (.1).				
02/06/11	Lemons, Robert	4.40	3,740.00	023	21557500
	REVIEW AND REVISE CONFIRMATION BRIEF (3.2); EMAILS WITH LATHAM, V. VRON, AND D. HOEHNE RE: SAME (.7); EMAILS WITH V. VRON RE: AMENDMENTS TO PLAN (.5).				
02/06/11	Vron, Victoria	2.30	1,656.00	023	21469583
	REVIEW WILMONGTON TRUST'S COMMENTS TO TRUST AGREEMENT (.5); REVISE PLAN AND CONFIRMATION (.7); EMAIL LATHAM SAME (.1); EMAIL P. MCRAE RE: FURTHER COMMENTS TO TRUST AGREEMENT (.2); RESPOND TO EMAILS FROM R. LEMONS AND D. HOEHNE RE: CONFIRMATION BRIEF (.6); CALL WITH D.HOEHNE RE: BRIEF (.2).				
02/06/11	Hoehne, Debora	4.20	2,520.00	023	21466723
	REVISE CONFIRMATION BRIEF (3.5); REVIEW CORRESPONDENCE FROM A. SINGER (.1); CALL WITH V. VRON RE: REVISIONS TO BRIEF (.2); RESEARCH INSURANCE ISSUE RE: RESPONSE TO PLAN OBJECTIONS IN BRIEF (.4).				
02/06/11	McRae, Peter	1.40	784.00	023	21505279
	REVISE TRUST DOCUMENTS AND OTHER DOCUMENTS REQUIRED FOR THE EFFECTIVE DATE.				
02/07/11	Petherbridge, Vaughan	0.30	222.00	023	21533205
	REVIEW AND RESPOND TO EMAILS RE: LIQUIDATING TRUSTS.				
02/07/11	Pohl, Joshua	0.30	193.50	023	21548042
	REVIEW ENTITIES AND EIN APPLICATIONS IN DRAFT OF PLAN.				
02/07/11	Lemons, Robert	7.70	6,545.00	023	21557499
	CALLS WITH W. ROSOFF, J. DUBOW, R. SCHWARTZ, V. VRON AND D. HOEHNE RE: PLAN AMENDMENTS AND CONFIRMATION BRIEF (.7); EMAILS WITH SAME RE: SAME (2.8); REVIEW AND REVISE PLAN, CONFIRMATION ORDER, AND CONFIRMATION BRIEF (4.2).				
02/07/11	Goodman, Max	0.30	222.00	023	21469531
	RESPOND TO E-MAIL FROM P. MCRAE RE: LIQUIDATING TRUST AGREEMENTS (.1); REVIEW REVISIONS TO LIQUIDATING TRUST AGREEMENTS (.2).				
02/07/11	Vron, Victoria	11.70	8,424.00	023	21509386

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	CALL WITH R. LEMONS AND CLIENT RE: REVISIONS TO THE PLAN (.7); EMAILS WITH R. LEMONS RE: SAME (.3); REVISE SECTION OF THE PLAN AND EMAIL SAME TO CLIENT (1.0); EMAIL SAME TO LATHAM (.1); CALL WITH COUNSEL FOR ERISA PLAINTIFFS RE: ERISA AND SECURITIES OBJECTION (.5); EMAILS WITH R. LEMONS AND/OR D. HOEHNE RE: THE SAME THROUGHOUT DAY (1.3); EMAIL WITH P. MCRAE AND LATHAM RE: TRUST AGREEMENTS (.6); EMAILS WITH P. MCRAE RE: SAME (.2); CALL WITH LATHAM RE: CHANGES TO THE PLAN AND CONFIRMATION ORDER (.5); EMAILS WITH R. LEMONS RE: SAME (.3); REVIEW INSURANCE POLICIES RELATED TO SAME (.3); REVIEW REVISED BRIEF AND PROVIDE COMMENTS TO SAME (1.8); REVISE PLAN AND CONFIRMATION ORDER (1.0); REVISE SECTION OF PLAN RE: RETIREE BENEFITS AND SEVERANCE AND EMAIL SAME TO R. LEMONS, CLIENT, AND LATHAM (1.1); REVIEW REVISED BONDI AND ROSOFF DECLARATIONS (.8); REVIEW REVISED GCG DECLARATION (.2); EMAILS WITH CLIENT RE: SCHEDULE 8.1 AND CURE AMOUNTS (.5); CONFER WITH J. GANESH RE: SAME (.2); REVIEW CASE LAW RE: INSURANCE POLICIES (.3).				
02/07/11	Ganesh, Jennifer	0.50	280.00	023	21490987
	CALL WITH CREDITORS RE: PROPOSED PLAN.				
02/07/11	Ganesh, Jennifer	9.90	5,544.00	023	21490988
	EMAILS TO CLIENT RE: IRON MOUNTAIN'S CURE CLAIM (.9); CALLS AND EMAILS WITH F. MCGINN RE: SAME (.9); EMAILS AND CALLS WITH V. VRON RE: SAME (.7); CALL WITH S. GIUSTI RE: SAME (.2); CALL WITH D. LEWANDOWSKI RE: INSURANCE CLAIMS (.2); EMAIL V. VRON RE: SAME (.3); EMAIL WITH V. VRON RE: SAME (.2); CALL WITH Z. SHAPIRO RE: PLAN (.2); EMAIL Z. SHAPIRO RE: SAME (.1); REVISE CONFIRMATION BRIEF (3.2); REVISE SCHEDULE 8.1 (3.0).				
02/07/11	Hoehne, Debora	5.80	3,480.00	023	21469157
	REVISE CONFIRMATION BRIEF (4.1); REVISE ROSOFF DECLARATION (.2); CALL WITH R. SCHWARTZ, V. VRON, AND R. LEMONS RE: PLAN LANGUAGE (.5); CALL WITH J. VERDESCA RE: INSURANCE ISSUE RELATED TO PLAN OBJECTIONS (.4); EMAILS WITH V. VRON AND R. LEMONS TO DISCUSS ISSUES IN CONNECTION WITH CONFIRMATION BRIEF (.3); EMAIL CHANGES TO CONFIRMATION BRIEF WITH V. VRON (.3).				
02/07/11	McRae, Peter	3.00	1,680.00	023	21568579
	REVISE DRAFTS OF TRUSTS AND RELATED DOCUMENTS.				
02/07/11	Sawaya, Danielle	6.00	1,050.00	023	21471696
	DRAFT AND REVIEW TRUST AGREEMENTS FOR FILING PER REQUEST OF P. MCRAE.				
02/08/11	Goldring, Stuart	2.40	2,580.00	023	21475307
	EMAIL RE: STATE QUALIFICATION OF LIQUIDATING TRUST (.3); EMAILS WITH P. MCRAE AND C. PARKER RE: SAME (.3); CONDUCT RESEARCH RE: USE OF STATUTORY TRUST (1.1); CALL WITH C. MCCAFFREY RE: SAME (.3); EMAILS WITH P. MCCRAE RE: STATE QUALIFICATION (.4).				
02/08/11	Ferrillo, Paul	0.40	312.00	023	21548618
	EMAILS RE: CONFIRMATION PLAN ISSUES.				
02/08/11	Pohl, Joshua	0.20	129.00	023	21548043
	EMAILS RE: CLEANUP OF PLAN STRUCTURE.				
02/08/11	Lemons, Robert	6.10	5,185.00	023	21556516
	CALLS WITH W. ROSOFF AND J. DUBOW RE: PLAN AMENDMENTS (.4); EMAILS WITH V. VRON, R. SCHWARTZ, AND D. HOEHNE RE: SAME (2.3); REVIEW AND REVISE CONFIRMATION BRIEF AND REVISED PLAN DOCUMENTS (3.4).				
02/08/11	Goodman, Max	0.30	222.00	023	21472048
	DISCUSS LIQUIDATING TRUST AGREEMENTS WITH P. MCRAE, V. VRON, AND C. GREAR (.2); DISCUSS LIQUIDATING TRUST AGREEMENTS WITH S. GOLDRING (.1).				

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DATE	TIMEKEEPER/DESCRIPTION	HOURS	AMOUNT	TASK	TIME ID
02/08/11	Vron, Victoria	13.60	9,792.00	023	21484832
	REVIEW AND REVISE PLAN AND CONFIRMATION ORDER (3.5); REVISE PLAN, CONFIRMATION ORDER, SCHEDULES 8.1 AND 8.7 OF THE PLAN AS PER COMMENTS FROM LATHAM AND THE CLIENT AND EMAIL REVISIONS TO SAME TO LATHAM AND CLIENT (4.4); EMAILS WITH P. MCRAE RE: TRUST AGREEMENTS (9); EMAILS WITH P. MCRAE RE: SAME (.4); CALL WITH WILMINGTON TRUST'S COUNSEL RE: SAME (.2); REVIEW AND PROVIDE COMMENTS TO TRUST AGREEMENTS (1.5); RESPOND TO EMAIL FROM L. BROWNE RE: 8K (.4); RESPOND TO EMAIL FROM L. BROWNE RE: MOLI OBLIGATIONS (.2); CALLS/EMAILS WITH GCG RE: VOTING CERTIFICATION (.2); CALL WITH A. SAGAT RE: CONFIRMATION HEARING (.1); REVIEW CONFIRMATION HEARING AGENDA (.2); EMAIL COUNSEL FOR LITIGATION PLAINTIFFS PROPOSED CONFIRMATION ORDER LANGUAGE (.3); EMAILS WITH CLIENT RE: SECTION 8.7 OF THE PLAN (.3); REVIEW AND REVISE PLAN SUPPLEMENT MODIFICATION COVER LETTER (.3); PREPARE CONFIRMATION DOCUMENTS FOR FILING (.7).				
02/08/11	Ganesh, Jennifer	5.90	3,304.00	023	21490985
	DRAFT NOTICE OF FILING REVISED PLAN SUPPLEMENT (2.5); EMAILS WITH V. VRON RE: SAME (.3); EMAILS TO AND FROM V. VRON RE: PLAN SUPPLEMENT (1.7); EMAILS TO P. MCRAE RE: EXHIBITS TO THE PLAN SUPPLEMENT (.2); CREATE BLACKLINES OF THE SAME (1.2).				
02/08/11	Hoehne, Debora	9.50	5,700.00	023	21474214
	REVISE AND FINALIZE CONFIRMATION BRIEF FOR FILING (6.0); CORRESPONDENCE RE: INSURANCE ISSUES (.3); CONFER WITH V. VRON RE: BRIEF AND PLAN MODIFICATIONS (.3); CORRESPOND WITH CLIENT RE: REVISED BRIEF AND DECLARATION (.2); CORRESPOND WITH Z. SHAPIRO RE: BRIEF AND EXHIBITS FOR FILING (.2); REVIEW MOTION TO EXCEED PAGE LIMIT AND CORRESPOND WITH Z. SHAPIRO RE: SAME (.3); EMAILS WITH R. LEMONS RE: BRIEF REVISIONS (.8); REVIEW COMMITTEE COMMENTS TO CONFIRMATION BRIEF (.4); CORRESPOND WITH J. BONDI AND W. ROSOFF RE: FILING OF DECLARATIONS IN SUPPORT OF CONFIRMATION (.2); FINALIZE DECLARATIONS FOR FILING (.5); REVIEW GCG DECLARATION FOR FILING (.3).				
02/08/11	McRae, Peter	4.40	2,464.00	023	21629531
	REVISE TRUST AGREEMENTS (2.4); CALL WITH WILMINGTON TRUST COMPANY RE: PREVIOUS (.5); CALLS WITH V. VRON RE: SAME (.4); CALLS WITH LATHAM RE: PREVIOUS AND OTHER REQUIRED DOCUMENTS (1.1).				
02/08/11	Ghadasara, Priya	0.20	35.00	023	21635169
	EMAIL CORRESPONDENCE WITH D. HOEHNE RE: CONFIRMATION BRIEF.				
02/08/11	Ghadasara, Priya	2.30	402.50	023	21507774
	ASSIST D. HOEHNE WITH PREPARATION RE: CONFIRMATION HEARING ON FEBRUARY 12, 2011.				
02/08/11	Sawaya, Danielle	6.80	1,190.00	023	21471699
	DRAFT AND REVIEW TRUST AGREEMENTS FOR FILING.				
02/08/11	Devaney, Sean	2.90	667.00	023	21482099
	REVIEW TRUST AGREEMENTS AND MAKE EDITS TO THE DOCUMENTS AS NEEDED FOR FILING PURPOSES (2.6); REVIEW CHARTERS AND BYLAWS TO PREPARE FOR FILING (.3).				
02/09/11	Goldring, Stuart	0.60	645.00	023	21475319
	CONFER WITH L. HORTON (.3) AND M. GOODMAN (.3) RE: TRUST STATUS.				
02/09/11	Petherbridge, Vaughan	0.20	148.00	023	21533207
	REVIEW EMAILS RE: LIQUIDATING TRUSTS.				
02/09/11	Lemons, Robert	9.70	8,245.00	023	21556864
	DRAFT PRESENTATION FOR CONFIRMATION HEARING (5.3); REVIEW CASES, INSURANCE POLICIES, OBJECTIONS, AND ERISA STATUTES IN PREPARATION FOR SAME (4.4).				

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DATE	TIMEKEEPER/DESCRIPTION	HOURS	AMOUNT	TASK	TIME ID
02/09/11	Goodman, Max RESPOND TO E-MAIL FROM V. VRON RE: LIQUIDATING TRUSTS (.1); DISCUSS LIQUIDATING TRUSTS WITH S. GOLDRING (.3).	0.40	296.00	023	21474723
02/09/11	Vron, Victoria PREPARE SCRIPTS FOR CONFIRMATION HEARING (3.8); CALL WITH COUNSEL FOR ERISA PLAINTIFFS RE: OBJECTION (.2); EMAILS WITH R. LEMONS RE: SAME (.2); PREPARE MATERIALS FOR CONFIRMATION HEARING (.9).	5.10	3,672.00	023	21485289
02/09/11	Ganesh, Jennifer REVISE CONFIRMATION ORDER AS PER V. VRON'S COMMENTS (4.1); EMAILS TO V. VRON AND THE COMPANY RE: SAME (1.0); PREPARE MATERIALS FOR HEARING (1.8).	6.90	3,864.00	023	21490984
02/09/11	Hoehne, Debora CONFERENCES WITH P. GHODASARA RE: PREPARATIONS FOR HEARING (.3); EMAIL TO A. SINGER RE: CONFIRMATION BRIEF (.1); EMAIL TO Z. SHAPIRO RE: HEARING PREPARATIONS (.1); ATTEND TO PREPARATIONS FOR CONFIRMATION HEARING, INCLUDING VARIOUS MATERIALS FOR R. LEMONS' PRESENTATION TO COURT (2.6); EMAILS WITH V. VRON RE: HEARING PREPARATIONS (.2).	3.30	1,980.00	023	21474185
02/09/11	McRae, Peter DRAFT POWERS OF ATTORNEY (1.3); REVISE DRAFTS OF TRUSTS (.8); CALL RE: PREVIOUS (.4); DRAFTS OF OTHER REQUIRED CORPORATE DOCS FOR THE TRANSACTION (.9).	3.70	2,072.00	023	21568567
02/09/11	Ghudasara, Priya CORRESPONDENCE WITH D. HOEHNE RE: CONFIRMATION HEARING ON FEBRUARY 10, 2011 (.3); PREPARE DOCUMENTS RE: SAME (6.8).	7.10	1,242.50	023	21507789
02/09/11	Sawaya, Danielle REVIEW AND UPDATE TRUST AGREEMENTS FOR FILING.	1.50	262.50	023	21484005
02/10/11	Gold, Simeon RESPOND TO QUESTIONS RE: TRUST AGREEMENTS.	1.20	1,290.00	023	21493844
02/10/11	Goldring, Stuart CONFER WITH C. MCCAFFREY RE: STATUS OF LIQUIDATING TRUSTS (.3); DRAFT AND SEND EMAIL RE: SAME TO P. MCRAE, V. PETHERBRIDGE AND OTHERS (.2); EMAILS WITH P. MCRAE RE: SAME (.2).	0.70	752.50	023	21490746
02/10/11	Petherbridge, Vaughan REVIEW EMAILS RE: LIQUIDATING TRUSTS.	0.20	148.00	023	21533208
02/10/11	Lemons, Robert PREPARE FOR AND ATTEND CONFIRMATION HEARING.	7.60	6,460.00	023	21556612
02/10/11	Goodman, Max DISCUSS LIQUIDATING TRUSTS WITH J. NOLL FROM LATHAM.	0.20	148.00	023	21477744
02/10/11	Vron, Victoria TRAVEL (WORKING) TO DELAWARE FOR CONFIRMATION HEARING (2.0); MEET WITH CLIENT AND ALVAREZ & MARSAL TO PREPARE FOR CONFIRMATION HEARING (1.5); ATTEND CONFIRMATION HEARING (2.0); REVISE LANGUAGE FOR CONFIRMATION ORDER AND SEND TO OBJECTING PARTIES (.5).	6.00	4,320.00	023	21509350
02/10/11	Milligan, Peter	2.50	1,237.50	023	21479526

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	DRAFT TRUSTEE POWERS OF ATTORNEY.				
02/10/11	Sawaya, Danielle	1.60	280.00	023	21483998
	REVISE AND REVIEW TRUST AGREEMENTS FOR FILING.				
02/11/11	Goldstein, Marcia	0.30	322.50	023	21551796
	FOLLOW-UP EMAILS AND CALLS RE: STATUS OF PLAN.				
02/11/11	Petherbridge, Vaughan	0.10	74.00	023	21533209
	REVIEW EMAILS RE: LIQUIDATING TRUSTS AND RELATED ISSUES.				
02/11/11	Lemons, Robert	0.70	595.00	023	21556619
	EMAILS WITH C. MARTIN AND V. VRON RE: CONFIRMATION ORDER.				
02/11/11	Vron, Victoria	2.90	2,088.00	023	21485360
	CALL WITH J. PLAVNER RE: EFFECTIVE DATE (.1); RESPOND TO L. PRESTON RE: DISTRIBUTION RECORD DATE (.1); REVISE CONFIRMATION ORDER AND PLAN (.7); EMAILS WITH OBJECTORS AND LATHAM RE: REVISED LANGUAGE FOR CONFIRMATION ORDER (.6); EMAIL FINAL CONFIRMATION ORDER AND PLAN TO RLF FOR FILING (.2); REVIEW DRAFT 8K AND PROVIDE COMMENTS (.5); REVIEW REVISED TRUST DOCUMENTS AND EMAIL COMMENTS TO SAME (.7).				
02/11/11	McRae, Peter	1.50	840.00	023	21568244
	REVISE TRUSTS (.6); CALL WITH WILMINGTON TRUST RE: TRUST AGREEMENTS (.2); RESPOND TO CLIENT QUESTIONS RE: EFFECTIVE DATE DOCUMENTS (.7).				
02/11/11	Milligan, Peter	4.90	2,425.50	023	21479528
	REVIEW AND AMEND TRUSTEE POWERS OF ATTORNEY AND 8-K.				
02/11/11	Sawaya, Danielle	1.00	175.00	023	21484741
	DRAFT AND REVIEW TRUST AGREEMENTS FOR FILING.				
02/13/11	Lemons, Robert	0.70	595.00	023	21557114
	REVIEW MEMOS RE: POST-EFFECTIVE DATE CLAIMS RESOLUTION.				
02/14/11	Petherbridge, Vaughan	0.10	74.00	023	21533210
	REVIEW EMAILS RE: CLOSING ITEMS AND POST-EFFECTIVE DATE ACTIONS.				
02/14/11	Lemons, Robert	3.00	2,550.00	023	21557112
	EMAILS WITH V. VRON, D. HOEHNE AND J. DUBOW RE: PLAN EFFECTIVE DATE, ASSET SALES, AND POST-EFFECTIVE DATE CLAIMS OBJECTIONS (.6); REVIEW PLAN DOCS RE: SAME (.4); MEETING (PARTIAL) WITH LATHAM, FTI, ADVANTA, V. VRON, D. HOEHNE, AND J. GANESH RE: POSTEFFECTIVE DATE CLAIMS RESOLUTION PROCESS (2.0).				
02/14/11	Goodman, Max	0.70	518.00	023	21489086
	DISCUSS PLAN IMPLEMENTATION WITH J. NOLL FROM LATHAM (.3); DISCUSS PLAN IMPLEMENTATION WITH V. VRON (.4).				
02/14/11	Vron, Victoria	1.50	1,080.00	023	21509232
	PREPARE CLOSING CHECK LIST (.5); EMAIL LIST OF SAME TO P. MILLIGAN AND P. MCRAE FOR INCORPORATION (.3); REVIEW EMAILS FROM CLIENT RE: DISSOLUTION OF NON-DEBTOR ENTITIES AND RESPOND TO SAME (.5); REVIEW REVISED PLAN OF ACTION (.2).				
02/14/11	Milligan, Peter	1.10	544.50	023	21501349

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DATE	TIMEKEEPER/DESCRIPTION	HOURS	AMOUNT	TASK	TIME ID
	AMEND POWERS OF ATTORNEY.				
02/15/11	Goldstein, Marcia EMAILS WITH R. LEMONS RE: PLAN.	0.20	215.00	023	21555951
02/15/11	Petherbridge, Vaughan REVIEW AND RESPOND TO EMAILS RE: LIQUIDATING TRUSTS AND RELATED ISSUES.	0.20	148.00	023	21533211
02/15/11	Lemons, Robert REVIEW EMPLOYEE EFFECTIVE DATE SEPARATION AGREEMENT AND CONFER WITH J. PLAVNER RE: SAME (1.3); REVIEW PLAN CLOSING CHECKLIST AND EXCHANGE EMAILS WITH V. VRON RE: SAME (.7).	2.00	1,700.00	023	21556784
02/15/11	Goodman, Max E-MAIL CORRESPONDENCE WITH S. GIUSTI RE: LIQUIDATING TRUSTS (.8); RESPOND TO E-MAIL FROM V. VRON RE: PLAN IMPLEMENTATION (.1).	0.90	666.00	023	21492331
02/15/11	Vron, Victoria REVIEW REVISED TRUST AGREEMENT (.1); RESPOND TO EMAILS FROM CLIENT RE: DISSOLUTION OF ENTITIES AND PLAN EFFECTIVE DATE PREPARATION MATTERS (.5).	0.60	432.00	023	21509361
02/15/11	Hoehne, Debora CONFER WITH P. GHODASARA RE: CONFIRMATION PLEADINGS AND DOCUMENTS FOR R. LEMONS.	0.20	120.00	023	21493046
02/15/11	McRae, Peter DRAFT OF CHECKLIST FOR PRE AND POST EFFECTIVE DATE.	1.80	1,008.00	023	21629722
02/15/11	McRae, Peter REVIEW DISSOLUTION PLAN EMAILS AND CERTIFICATES (.7); FINALIZE TRUST AGREEMENTS WITH TRUSTEES (1.1).	1.80	1,008.00	023	21635170
02/15/11	Milligan, Peter DRAFT AND AMEND CLOSING CHECKLIST.	4.10	2,029.50	023	21501351
02/15/11	Ghodasara, Priya PREPARE DOCUMENTS FOR R. LEMONS RE: PLAN AND DISCLOSURE STATEMENT (2.5); CONFER WITH D. HOEHNE RE: SAME (.2).	2.70	472.50	023	21507539
02/15/11	Sawaya, Danielle REVISE THE CLOSING CHECKLIST.	0.50	87.50	023	21507914
02/16/11	Goldring, Stuart CONFER WITH M. GOODMAN RE: ENTITY SIMPLIFICATION.	0.40	430.00	023	21497658
02/16/11	Petherbridge, Vaughan REVIEW EMAILS RE: CLOSING ITEMS.	0.10	74.00	023	21533212
02/16/11	Lemons, Robert CONFER WITH J. PLAVNER AND R. SCHWARTZ RE: EMPLOYEE TERMINATIONS AND ASSET PURCHASES ON PLAN EFFECTIVE DATE.	1.00	850.00	023	21557161
02/16/11	Goodman, Max	0.80	592.00	023	21495553

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DATE	TIMEKEEPER/DESCRIPTION	HOURS	AMOUNT	TASK	TIME ID
	DISCUSS CASE STATUS WITH J. POHL (.2); EMAIL WITH V. VRON RE: CASE STATUS (.1); EMAIL WITH S. GOLDRING RE: PLAN IMPLEMENTATION (.3); RESPOND TO E-MAIL FROM L. BROWNE RE: PLAN IMPLEMENTATION (.2).				
02/16/11	McRae, Peter	1.40	784.00	023	21505157
	REVIEW DISSOLUTION PLAN EMAILS AND CERTIFICATES (.5); DRAFT REVISE MISCELLANEOUS DOCUMENTS REQUIRED FOR EFFECTIVE DATE (.9).				
02/16/11	Milligan, Peter	6.50	3,217.50	023	21501354
	REVIEW AND AMEND CLOSING CHECKLIST, DISSOLUTION CERTIFICATES, AND TRUST AGREEMENTS.				
02/16/11	Sawaya, Danielle	1.70	297.50	023	21507693
	REVISE THE CLOSING CHECKLIST.				
02/17/11	Petherbridge, Vaughan	0.10	74.00	023	21533213
	REVIEW EMAILS RE: CLOSING ITEMS.				
02/17/11	Lemons, Robert	3.60	3,060.00	023	21557704
	EMAILS WITH W. ROSOFF, J. PLAVNER AND A. SAGAT RE: EMPLOYEE TERMINATIONS UPON PLAN EFFECTIVE DATE (2.5); REVIEW RELEASES RE: SAME (.3); CALL WITH R. SCHWARTZ, R. MALIONEK AND B. MEYER RE: SAME (.4); CONFER WITH V. VRON RE: BONUS CALCULATIONS (.4).				
02/17/11	Goodman, Max	0.80	592.00	023	21499319
	DISCUSS PLAN IMPLEMENTATION WITH J. NOLL FROM LATHAM (.4); REVIEW REVISIONS TO FORM SS-4S (.1); E-MAIL CORRESPONDENCE WITH D. ALBERT RE: PLAN IMPLEMENTATION (.3).				
02/17/11	Vron, Victoria	1.30	936.00	023	21511642
	CALL WITH P. MCRAE, P. MILLIGAN, FTI, LATHAM AND ADVANTA RE: CLOSING CHECK LIST (.5); RESPOND TO EMAILS RE: LEGAL ENTITY CLEAN UP (.4); CONFER WITH R. LEMONS RE: BONUS CALCULATION (.4).				
02/17/11	McRae, Peter	1.80	1,008.00	023	21505164
	PARTICIPATE IN CLOSING CHECKLIST CALL WITH V VRON, LATHAM, WILMINGTON TRADE AND THE LIQUIDATING TRUSTEE INCLUDING PREP AND POST CAL CONFERENCE (1.1); REVIEW DISSOLUTION PLAN EMAILS AND CERTIFICATES (.7).				
02/17/11	Milligan, Peter	0.50	247.50	023	21501360
	ATTEND CONFERENCE WITH WGM TEAM, LATHAM & WATKINS, ADVANTA, AND FTI TO DISCUSS CLOSING ITEMS.				
02/17/11	Milligan, Peter	5.40	2,673.00	023	21501361
	REVIEW AND AMEND CLOSING CHECKLIST, POWERS OF ATTORNEY, AND TRUST AGREEMENTS.				
02/18/11	Lemons, Robert	1.30	1,105.00	023	21557968
	CONFER WITH J. DUBOW AND V. VRON RE: TERMINATION OF EMPLOYEES ON PLAN EFFECTIVE DATE (.3); CALL WITH S. MARGOLIS RE: EFFECTIVE DATE SEPARATION AGREEMENTS (.3); REVIEW DRAFT OF SAME (.7).				
02/18/11	Goodman, Max	0.70	518.00	023	21541648
	RESPOND TO E-MAIL FROM V. VRON RE: FORM SS-4S (.3); DISCUSS PLAN IMPLEMENTATION WITH J. NOLL FROM LATHAM (.4).				
02/18/11	Vron, Victoria	1.30	936.00	023	21509506

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DATE	TIMEKEEPER/DESCRIPTION	HOURS	AMOUNT	TASK	TIME ID
	RESPOND TO EMAILS RE: PREPARATIONS FOR EFFECTIVE DATE (1.1); CALL WITH R. LEMONS AND J. DUBOW RE: SALE OF COMPUTERS (.2).				
02/18/11	Milligan, Peter	4.90	2,425.50	023	21501362
	AMEND CLOSING CHECKLIST, POWERS OF ATTORNEY, AND TRUST AGREEMENTS AND DRAFT FORM OF WIRE MEMO.				
02/21/11	McRae, Peter	1.30	728.00	023	21563845
	REVIEW AND REVISE TRUST DOCUMENTS.				
02/22/11	Petherbridge, Vaughan	1.90	1,406.00	023	21533723
	DISCUSS MATTER WITH P. MCRAE (.2); REVIEW AND RESPOND TO EMAILS RE: SEC REPORTING ISSUES AFTER FURTHER CONSIDERATION OF STAFF LEGAL BULLETIN NO.2, THE PLAN, AND FORM 15 (.9); DISCUSS SEC REPORTING ISSUES WITH S. GOLD (.1); REVIEW CLOSING CHECKLIST AND REVIEW AND RESPOND TO EMAILS RE: CLOSING ITEMS (.7).				
02/22/11	Lemons, Robert	3.20	2,720.00	023	21556964
	CONFER WITH J. PLAVNER, P. BROWNE AND D. HOEHNE RE: EMPLOYEE ISSUES UPON PLAN CONFIRMATION (.8); REVIEW AND REVISE PLAN RELATED DOCUMENTS (1.4); CONFER WITH J. DUBOW, V. VRON AND R. SCHWARTZ RE: PLAN EFFECTIVENESS ISSUES (1.0).				
02/22/11	Vron, Victoria	1.00	720.00	023	21511620
	EMAILS WITH R. LEMONS RE: CLOSING CHECKLIST (.5); EMAIL TO P. MCRAE AND V. PETHERBRIDGE RE: SAME (.2); EMAIL WITH A. SAGAT RE: EFFECTIVE DATE MATTERS (.1); EMAIL TO R. SCHWARTZ RE: ENTITY CLEAN UP ISSUES (.1); REVISE CLOSING CHECKLIST (.1).				
02/22/11	McRae, Peter	3.00	1,680.00	023	21563663
	REVIEW AND REVISE EFFECTIVE DATE CHECKLIST (.7); REVIEW/COMMENT 8K (.3); FOLLOW UP RE: LEGAL ENTITY CLEAN UP (.5); FINALIZE TRUST AGREEMENTS (.7) AND BOARD RESOLUTIONS (.8).				
02/22/11	Milligan, Peter	3.60	1,782.00	023	21523427
	AMEND TRUST AGREEMENTS AND PREPARE SIGNATURE PAGES.				
02/23/11	Petherbridge, Vaughan	0.50	370.00	023	21626518
	REVIEW AND REVISE 8-K RE: EFFECTIVE DATE AFTER CHECKING 8-K REQUIREMENTS.				
02/23/11	Petherbridge, Vaughan	1.10	814.00	023	21533773
	REVIEW AND RESPOND TO EMAILS RELATING TO CLOSING ITEMS (.7); ATTEND 2PM CLOSING CHECKLIST CALL WITH V. VRON, L. PARK, P. MILLIGAN, J. DUBOW AND OTHERS (.4).				
02/23/11	Lemons, Robert	1.00	850.00	023	21557483
	EMAILS WITH W. ROSOFF AND A. SAGAT RE: SEVERANCE AMOUNTS DUE ON PLAN EFFECTIVE DATE (.1); EMAIL WITH V. VRON RE: VARIOUS CLOSING DOCUMENTATION ISSUES (.9).				
02/23/11	Vron, Victoria	2.90	2,088.00	023	21516290
	REVIEW AND REVISE DRAFT 8K RE: EFFECTIVE DATE (.4); CALLS WITH A. SINGER RE: NON-DEBTOR ENTITY CLEAN UP (.2); EMAILS WITH CLIENT AND R. LEMONS RE: SAME (.9); EMAILS WITH CLIENT RE: CLOSING ISSUES (.6); CALL WITH A. SINGER RE: EFFECTIVE DATE (.1); CALL WITH P. MILLIGAN RE: CLOSING MATTERS (.2); CALL WITH CLIENT, LATHAM AND FTI RE: CLOSING MATTERS (.5).				
02/23/11	McRae, Peter	0.40	224.00	023	21625935
	REVIEW AND REVISE EFFECTIVE DATE CHECKLIST.				
02/23/11	McRae, Peter	1.60	896.00	023	21629723

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DATE	TIMEKEEPER/DESCRIPTION	HOURS	AMOUNT	TASK	TIME ID
	FINALIZE TRUST AGREEMENTS (.8); REVIEW AND REVISE BOARD RESOLUTIONS (.8).				
02/23/11	Milligan, Peter	0.50	247.50	023	21523431
	ATTEND CLOSING CHECKLIST CALL WITH WGM TEAM, LATHAM & WATKINS TEAM, FTI TEAM, AND ADVANTA TEAM.				
02/23/11	Milligan, Peter	4.60	2,277.00	023	21523432
	REVIEW AND AMEND CERTIFICATES OF DISSOLUTION, AND CONSENTS FOR NEW DIRECTORS AND OFFICERS.				
02/24/11	Petherbridge, Vaughan	0.40	296.00	023	21533144
	REVIEW AND RESPOND TO EMAILS RE: EFFECTIVE DATE 8-K AND OTHER CLOSING ITEMS (.3); EMAILS WITH S. GOLD RE: 8-K(.1);.				
02/24/11	McRae, Peter	0.50	280.00	023	21629724
	DRAFT OF REQUIRED DOCUMENTS FOR EFFECTIVE DATE.				
02/24/11	McRae, Peter	1.10	616.00	023	21626228
	REVIEW AND REVISE EFFECTIVE DATE CHECKLIST (.3); CALL WITH COMPANY RE: EFFECTIVE DATE ACTIONS WITH POST CALL CONFERENCE (.8).				
02/24/11	McRae, Peter	1.70	952.00	023	21635171
	FINALIZE TRUST AGREEMENTS (1.0); ATTEND TO BOARD RESOLUTIONS (.7).				
02/24/11	Milligan, Peter	0.50	247.50	023	21523434
	ATTEND CLOSING CHECKLIST CALL WITH WGM TEAM AND ADVANTA TEAM.				
02/24/11	Milligan, Peter	3.50	1,732.50	023	21523435
	REVIEW AND AMEND EFFECTIVE DATE DOCUMENTS.				
02/25/11	Gold, Simeon	2.80	3,010.00	023	21551937
	ASSIST CLIENTS, CO-COUNSEL AND WEIL TEAM ON CLOSING PREPARATIONS AND CLIENT'S SEC FILINGS.				
02/25/11	Petherbridge, Vaughan	0.60	444.00	023	21533838
	REVIEW AND RESPOND TO EMAILS RE: CLOSING ITEMS (.3); REVIEW FURTHER REVISED 8-K (.1); REVIEW FORM 15 (.2).				
02/25/11	Goodman, Max	2.00	1,480.00	023	21563780
	E-MAIL CORRESPONDENCE WITH CLIENT AND J. NOLL FROM LATHAM RE: PLAN IMPLEMENTATION.				
02/25/11	Vron, Victoria	1.80	1,296.00	023	21530270
	CALL WITH WEIL, LATHAM, FTI AND L. BROWNE RE: CLOSING MATTERS (.6); EMAILS WITH P. MCRAE THROUGHOUT DAY RE: CLOSING ISSUES (.2); CALL WITH R. SCHWARTZ RE: PLAN (.3); EMAIL TO R. LEMONS RE: SAME (.1); REVISE NOTICE OF EFFECTIVE DATE AND CIRCULATE SAME TO LATHAM (.3); RESPOND TO EMAILS FROM LATHAM RE: EFFECTIVE DATE MATTERS (.3).				
02/25/11	McRae, Peter	0.50	280.00	023	21626230
	ATTEND CLOSING/EFFECTIVE DATE CALL WITH ALL PARTIES.				
02/25/11	McRae, Peter	2.10	1,176.00	023	21563761
	FINALIZE REQUIRED EFFECTIVE DATE DOCUMENTS.				

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02/25/11	Milligan, Peter ATTEND CLOSING CHECKLIST CALL WITH WGM TEAM, L&W TEAM, FTI TEAM, AND ADVANTA TEAM.	0.50	247.50	023	21523400
02/25/11	Milligan, Peter REVIEW AND AMEND EFFECTIVE DATE FILINGS AND AGREEMENTS.	5.10	2,524.50	023	21523401
02/26/11	Gold, Simcon WORK WITH CLIENTS, CO-COUNSEL AND WEIL TEAM ON CLOSING PREPARATIONS, CLIENT'S SEC FILINGS, ETC.	1.30	1,397.50	023	21551938
02/26/11	Lemons, Robert EMAILS WITH R. SCHWARTZ, W. ROSOFF, J. DUBOW, AND V. VRON RE: PLAN AMENDMENT.	4.70	3,995.00	023	21556963
02/26/11	Vron, Victoria CALL WITH CLIENT AND R. LEMONS RE: PLAN MODIFICATION (.6); REVIEW LATHAM'S PROPOSED PLAN MODIFICATION AND EMAILS TO CLIENT RE: SAME (1.0).	1.60	1,152.00	023	21528757
02/27/11	Petherbridge, Vaughan REVIEW LATHAM REVISION OF 8-K (.1); REVIEW AND RESPOND TO EMAILS RE: 8-K AND OTHER CLOSING ITEMS (.3).	0.40	296.00	023	21533392
02/27/11	Vron, Victoria EMAIL TO LATHAM RE: MOLI OBLIGATIONS (.3); EMAIL TO LAHAM RE: PLAN CHANGES (.3).	0.60	432.00	023	21528414
02/28/11	Gold, Simeon ASSIST CLIENTS, CO-COUNSEL AND WEIL TEAM ON CLOSING PREPARATIONS AND CLIENT'S SEC FILINGS.	1.50	1,612.50	023	21551939
02/28/11	Goldstein, Marcia EMAILS WITH R. LEMONS RE: CASE STRATEGY (.1); CONFER WITH W. ROSOFF RE: SAME (.2).	0.30	322.50	023	21556910
02/28/11	Petherbridge, Vaughan REVIEW AND RESPOND TO EMAILS RE: CLOSING ITEMS; REVIEW AND REVISE 8-K RE: EFFECTIVE DATE (1.0); EMAIL WITH P. MCRAE AND P. MILLIGAN RE: SAME (.1); DISCUSS 8-K WITH V. VRON AND J. DUBOW (.2); ATTEND CALL RE: 8-K WITH L. BROWN, J. DUBOW AND LATHAM (.2); ATTEND CONFERENCE CALL WITH A. SINGER, V. VRON AND OTHERS RE: EFFECTIVE DATE 8-K (.2); ATTEND CONFERENCE CALL WITH L. BROWN, V. VRON AND LATHAM RE: 8-K (.2).	1.90	1,406.00	023	21542162
02/28/11	Lemons, Robert REVIEW SEC AND PLAN EFFECTIVENESS MATERIALS AND CONFER WITH V. VRON RE: SAME (1.1); CALLS AND EMAILS WITH J. DUBOW, L. BROWNE, V. VRON, R. SCHWARTZ, V. PETHERBRIDGE, AND S. GOLD RE: LAST MINUTE PLAN EFFECTIVENESS ISSUES (2.3).	3.40	2,890.00	023	21557392
02/28/11	Vron, Victoria REVISE PLAN AND EMAIL TO CLIENT FOR SIGNATURE (.2); REVIEW REVISED TRUST AGREEMENTS AND BLACKLINES OF SAME FOR FILING (.3); CALL WITH WEIL, ADVANTA AND LATHAM RE: CLOSING ISSUES (.7); CALL WITH LATHAM, ADVANTA AND SIDELY RE: MOLI (.3); CALL WITH CLIENT AND V. PETHERBRIDGE RE: 8K (.2); CALL WITH LATHAM, CLIENT AND WEIL RE: 8K (.2); CALLS WITH A. SINGER RE: 8K (.2); REVISE NOTICE OF EFFECTIVE DATE AND EMAIL SAME TO CLIENT AND RLF (.3); REVIEW NOTICES OF FILING MODIFIED DOCUMENTS (.5); EMAIL A. HOLDERER RE: UTAH ABANDONMENT NOTICE (.1); REVIEW EMAILS FROM CLIENT AND CORPORATE TEAM RE: REVISED ORGANIZATIONAL DOCUMENTS (.7); EMAILS WITH LATHAM RE: FINALIZING OPEN ITEMS FOR CLOSING (.6); REVIEW DRAFT AMCUSA ASSIGNMENT DOCUMENTS AND EMAILS TO LATHAM RE: SAME (.6); EMAIL TEAM RE: EFFECTIVE DATE AND FINAL PLAN (.7).	5.60	4,032.00	023	21550054

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DATE	TIMEKEEPER/DESCRIPTION	HOURS	AMOUNT	TASK	TIME ID
02/28/11	McRac, Peter CALL RE: EFFECTIVE DATE CLOSING LIST AND RELATED DOCUMENTS.	1.10	616.00	023	21626231
02/28/11	McRac, Peter CALL RE: 8K (.3); REVIEW AND REVISE TRUSTS, GOVERNING DOCUMENTS SEC FORMS MISC DOCS FOR EFFECTIVE DATE (5.3).	5.60	3,136.00	023	21563735
02/28/11	Milligan, Peter ATTEND CLOSING CALL WITH WGM TEAM, L&W TEAM, FTI TEAM, AND ADVANTA TEAM.	0.50	247.50	023	21558924
02/28/11	Milligan, Peter DRAFT, AMEND AND FILE EFFECTIVE DATE CHARTERS, RESOLUTIONS, TRUST AGREEMENTS, AND SEC FILINGS.	8.60	4,257.00	023	21558734
02/28/11	Sawaya, Danielle REVIEW AND REVISE TRUST AGREEMENTS TO BE FILED WITH THE COURT PER REQUEST OF V. VRON.	2.00	350.00	023	21556340
SUBTOTAL TASK CODE 023 - PLAN OF REORGANIZATION/DISCLOSURE STATEMENT/SOLICITATION/VOTING:		446.30	\$ 280,279.50		
02/03/11	Ganesh, Jennifer REVIEW ORDER RE: WEIL'S SECOND INTERIM FEE APPLICATION (.2); EMAIL Z. SHAPIRO RE: SAME (.1).	0.30	168.00	026	21460321
02/03/11	Ghodasara, Priya ASSIST J. GANESH WITH PREPARATION OF BILLING SUMMARY REPORT.	2.30	402.50	026	21485504
02/04/11	Ghodasara, Priya ASSIST J. GANESH WITH PREPARATION OF BILLING SUMMARY REPORT.	1.50	262.50	026	21485653
02/07/11	Ghodasara, Priya ASSIST J. GANESH WITH PREPARATION OF JANUARY BILLING SUMMARY REPORT.	4.10	717.50	026	21507352
02/10/11	Ghodasara, Priya ASSIST J. GANESH WITH PREPARATION OF JANUARY BILLING SUMMARY REPORT.	1.50	262.50	026	21508054
02/11/11	Ghodasara, Priya ASSIST J. GANESH WITH PREPARATION OF BILLING SUMMARY REPORT.	3.20	560.00	026	21507338
02/15/11	Ganesh, Jennifer REVIEW JANUARY BILLING STATEMENT.	2.50	1,400.00	026	21490977
02/15/11	Ghodasara, Priya EMAIL CORRESPONDENCE WITH J. GANESH AND L. YEARWOOD RE: JANUARY BILLING SUMMARY REPORT.	0.10	17.50	026	21507537
02/18/11	Vron, Victoria REVIEW DECEMBER BILLING SUMMARY REPORT.	0.10	72.00	026	21509487
02/18/11	Ganesh, Jennifer	2.10	1,176.00	026	21607429

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SECOND ROUND REVISIONS TO THE JANUARY BILLING STATEMENT.					
02/21/11	Vron, Victoria	0.60	432.00	026	21528000
	REVIEW AND REVISE DECEMBER AND JANUARY MONTHLY FEE STATEMENTS.				
02/22/11	Vron, Victoria	0.10	72.00	026	21512092
	REVIEW REVISED DECEMBER AND JANUARY BSRS.				
02/22/11	Ganesh, Jennifer	2.10	1,176.00	026	21530504
	DRAFT JANUARY AND DECEMBER FEE APPLICATIONS.				
02/22/11	Ghudasara, Priya	4.50	787.50	026	21550784
	ASSIST J. GANESH WITH PREPARATION OF DECEMBER AND JANUARY MONTHLY FEE APPLICATION.				
02/23/11	Ganesh, Jennifer	3.40	1,904.00	026	21607430
	FINALIZE JANUARY AND DECEMBER FEE APPLICATIONS (2.9); EMAIL L. YEARWOOD RE SAME (.2); EMAIL V. VRON RE SAME (.3).				
02/24/11	Vron, Victoria	0.80	576.00	026	21528341
	REVIEW DECEMBER MONTHLY BILLING STATEMENT.				
02/25/11	Vron, Victoria	0.10	72.00	026	21626520
	EMAIL WITH Z. SHAPIRO RE: FINAL FEE HEARING.				
02/25/11	Vron, Victoria	0.60	432.00	026	21530734
	REVIEW JANUARY MONTHLY BILLING STATEMENT.				
02/25/11	Ghudasara, Priya	0.80	140.00	026	21550256
	REVISE DECEMBER AND JANUARY MONTHLY FEE APPLICATION.				
SUBTOTAL TASK CODE 026 - RETENTION / FEE APPLICATIONS / BILLING: WGM:		30.70	\$ 10,630.00		
02/11/11	Ganesh, Jennifer	1.90	1,064.00	028	21490982
	REVIEW ALVAREZ & MARSAL'S RETENTION APPLICATION AND ENGAGEMENT LETTER (1.5); RESPOND TO A. SAGAT'S INQUIRY RE: SAME (.4).				
SUBTOTAL TASK CODE 028 - RETENTION / FEE APPLICATIONS: OTHER PROFESSIONALS:		1.90	\$ 1,064.00		
02/07/11	McRae, Peter	0.80	448.00	029	21629430
	MONTHLY OPERATING REPORT AND 8K RESPONSE.				
02/08/11	Milligan, Peter	3.50	1,732.50	029	21479521
	REVIEW SEC RULES AND FILING PRECEDENT TO RESPOND TO CLIENT'S QUESTIONS WITH REGARD TO 8-K DISCLOSURE REQUIREMENTS.				
02/14/11	Vron, Victoria	0.20	144.00	029	21509233
	EMAIL COMMENTS TO DRAFT QUARTERLY POST-CONFIRMATION REPORT TO THE CLIENT.				
02/16/11	Vron, Victoria	0.20	144.00	029	21626235

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DATE	TIMEKEEPER/DESCRIPTION	HOURS	AMOUNT	TASK	TIME ID
	REVIEW JANUARY MONTHLY OPERATING REPORT.				
02/22/11	Vron, Victoria	0.10	72.00	029	21511404
	CALL WITH CLIENT RE: JANUARY MONTHLY OPERATING REPORT.				
02/24/11	Maravilla, Mel	9.00	2,520.00	029	21576889
	PREPARE FORM 8-K AND MONTHLY OPERATING REPORT EXHIBIT FOR FILING WITH THE SEC VIA EDGAR (8.8); EMAIL WITH P. MCRAE RE: SAME (.1); PROVIDE FILING CONFIRMATION (.1).				
02/25/11	McRae, Peter	1.30	728.00	029	21626229
	REVIEW AND FILE MONTHLY OPERATING REPORT.				
02/25/11	Maravilla, Mel	2.00	560.00	029	21576816
	PREPARE AND FILE FORM 8-K AND MONTHLY OPERATING REPORT EXHIBIT WITH THE SEC VIA EDGAR (1.8); EMAIL WITH P. MCRAE RE: SAME (.1); PROVIDE FILING CONFIRMATION (.1).				
SUBTOTAL TASK CODE 029 - SCHEDULES / STATEMENT OF FINANCIAL AFFAIRS / MORS:		17.10	\$ 6,348.50		
02/03/11	Goodman, Max	0.10	74.00	030	21461346
	RESPOND TO E-MAIL FROM P. MCRAE RE: POWERS OF ATTORNEY.				
02/11/11	Goodman, Max	0.50	370.00	030	21484642
	REVISE TAX POWER OF ATTORNEY.				
SUBTOTAL TASK CODE 030 - TAX ISSUES:		0.60	\$ 444.00		
GRAND TOTAL:		647.60	\$ 388,967.00		

Exhibit B
Itemized Expenses

ITEMIZED DISBURSEMENTS - 78221.0007 - Chapter 11

<u>DATE</u>	<u>NAME/ DESCRIPTION</u>	<u>DISB TYPE</u>	<u>DISB ID#</u>	<u>AMOUNT</u>
02/04/11	VRON, VICTORIA LOCAL TRANSPORTATION VENDOR: WG&M LLP - PETTY CASH NY; INVOICE#: 20110204; DATE: 2/4/2011 - NY PETTY CASH 02/04/11- VICTORIA VRON- TAXIS HOME, 12/15/10, 12/10/10	011	16509914	16.00
02/04/11	VRON, VICTORIA LOCAL TRANSPORTATION VENDOR: WG&M LLP - PETTY CASH NY; INVOICE#: 20110204; DATE: 2/4/2011 - NY PETTY CASH 02/04/11- VICTORIA VRON- TAXIS HOME, 2/1, 2/02, 2/03/11	011	16509915	19.00
02/04/11	VRON, VICTORIA LOCAL TRANSPORTATION VENDOR: WG&M LLP - PETTY CASH NY; INVOICE#: 20110204; DATE: 2/4/2011 - NY PETTY CASH 02/04/11- VICTORIA VRON- TAXIS HOME, 10/27, 11/17, 12/09/10	011	16509916	24.00
02/04/11	VRON, VICTORIA LOCAL TRANSPORTATION VENDOR: WG&M LLP - PETTY CASH NY; INVOICE#: 20110204; DATE: 2/4/2011 - NY PETTY CASH 02/04/11- VICTORIA VRON- TAXIS HOME, 9/14, 10/19, 10/20/10	011	16509917	21.00
02/04/11	HOEHNE, DEBORA LOCAL TRANSPORTATION VENDOR: HOEHNE, DEBORA INVOICE#: CREX0079622202042145 DATE: 2/4/2011 TAXI/CAR SERVICE JAN 17, 2011 - TAXI HOME - FROM/TO: WGM/HOME	011	16511722	25.00
02/14/11	MILLIGAN, PETER M. LOCAL TRANSPORTATION VENDOR: WG&M LLP - PETTY CASH NY; INVOICE#: 20110211; DATE: 2/14/2011 - NY PETTY CASH 02/11/11. P.MILLIGAN - TAXIS HOME, 02/10, 02/08/11	011	16530251	19.67
02/28/11	HOEHNE, DEBORA LOCAL TRANSPORTATION VENDOR: HOEHNE, DEBORA INVOICE#: CREX0083938002282045 DATE: 2/28/2011 TAXI/CAR SERVICE FEB 04, 2011 - TAXI HOME - FROM/TO: WGM/HOME	011	16549536	29.16
02/01/11	MCRAE, PETER J. TAXI SERVICE - LEGAL VENDOR: XYZ INVOICE#: 1408702 DATE: 1/26/2011 XYZ 1011254381 418 PETER MCRAE 5489 RIDE DATE: 2011-01-18 FROM: M 767 5 AVE TO: QU 26 ST RIDE TIME: 22:44	014	16522899	37.59

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<u>DATE</u>	<u>NAME/ DESCRIPTION</u>	<u>DISB TYPE</u>	<u>DISB ID#</u>	<u>AMOUNT</u>
02/01/11	MCRAE, PETER J. TAXI SERVICE - LEGAL VENDOR: XYZ INVOICE#: 1408702 DATE: 1/26/2011 XYZ 1011254694 280 PETER MCRAE 5489 RIDE DATE: 2011-01-20 FROM: M 767 5 AVE TO: QU 26 ST RIDE TIME: 21:10	014	16523035	37.59
02/16/11	SAWAYA, DANIELLE Z. SUPPORT STAFF O/T MEALS SEAMLESS WEB MEALS ORDERED ON 02/07/11 AT 19:35	019A	16533656	20.00
02/28/11	SAWAYA, DANIELLE Z. SUPPORT STAFF O/T MEALS 02/08/2011 DINNER DANIELLE SAWAYA CORPORATE- PARALEGAL	019G	16563418	9.65
02/04/11	GANESH, JENNIFER N. ATTORNEY MEALS SEAMLESS WEB MEALS ORDERED ON 01/24/11 AT 17:51	020A	16511068	34.43
02/04/11	GANESH, JENNIFER N. ATTORNEY MEALS SEAMLESS WEB MEALS ORDERED ON 01/30/11 AT 19:39	020A	16511186	35.00
02/16/11	HOEHNE, DEBORA ATTORNEY MEALS SEAMLESS WEB MEALS ORDERED ON 02/02/11 AT 12:07	020A	16533144	35.00
02/16/11	HOEHNE, DEBORA ATTORNEY MEALS SEAMLESS WEB MEALS ORDERED ON 02/03/11 AT 18:30	020A	16533289	30.95
02/16/11	HOEHNE, DEBORA ATTORNEY MEALS SEAMLESS WEB MEALS ORDERED ON 02/04/11 AT 18:10	020A	16533327	30.71
02/16/11	MILLIGAN, PETER M. ATTORNEY MEALS SEAMLESS WEB MEALS ORDERED ON 02/10/11 AT 18:24	020A	16533450	35.00
02/16/11	GANESH, JENNIFER N. ATTORNEY MEALS SEAMLESS WEB MEALS ORDERED ON 02/11/11 AT 17:57	020A	16533519	25.71
02/16/11	GANESH, JENNIFER N. ATTORNEY MEALS SEAMLESS WEB MEALS ORDERED ON 02/09/11 AT 17:50	020A	16533784	35.00

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<u>DATE</u>	<u>NAME/ DESCRIPTION</u>	<u>DISB TYPE</u>	<u>DISB ID#</u>	<u>AMOUNT</u>
02/28/11	MILLIGAN, PETER M. ATTORNEY MEALS SEAMLESS WEB MEALS ORDERED ON 02/14/11 AT 18:36	020A	16559023	35.00
02/28/11	GANESH, JENNIFER N. ATTORNEY MEALS SEAMLESS WEB MEALS ORDERED ON 02/16/11 AT 17:55	020A	16559067	35.00
02/28/11	MILLIGAN, PETER M. ATTORNEY MEALS SEAMLESS WEB MEALS ORDERED ON 02/17/11 AT 19:19	020A	16559108	34.67
02/08/11	VRON, VICTORIA ATTORNEY MEALS 02/03/2011 DINNER VICTORIA VRON BUSINESS FINANCE & RESTRUCTURING	020G	16519085	11.01
02/08/11	VRON, VICTORIA ATTORNEY MEALS 02/02/2011 DINNER VICTORIA VRON BUSINESS FINANCE & RESTRUCTURING	020G	16519198	14.14
02/08/11	VRON, VICTORIA ATTORNEY MEALS 02/01/2011 DINNER VICTORIA VRON BUSINESS FINANCE & RESTRUCTURING	020G	16519274	15.46
02/28/11	MILLIGAN, PETER M. ATTORNEY MEALS 02/08/2011 DINNER PETER MILLIGAN CORPORATE	020G	16563441	29.95
02/28/11	VRON, VICTORIA ATTORNEY MEALS 02/08/2011 DINNER VICTORIA VRON BUSINESS FINANCE & RESTRUCTURING	020G	16563482	13.15
02/28/11	LEMONS, ROBERT J. ATTORNEY MEALS 02/07/2011 DINNER ROBERT LEMONS BUSINESS FINANCE & RESTRUCTURING	020G	16563526	10.90
02/28/11	VRON, VICTORIA ATTORNEY MEALS 02/07/2011 DINNER VICTORIA VRON BUSINESS FINANCE & RESTRUCTURING	020G	16563557	13.50
02/28/11	VRON, VICTORIA	020G	16563631	10.95

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<u>DATE</u>	<u>NAME/ DESCRIPTION</u>	<u>DISB TYPE</u>	<u>DISB ID#</u>	<u>AMOUNT</u>
	ATTORNEY MEALS 02/04/2011 DINNER VICTORIA VRON BUSINESS FINANCE & RESTRUCTURING			
02/28/11	GRIFFITHS, DAVID N. POSTAGE POSTAGE NY DISK 02/24/2011 NUMBER OF PIECE(S): 1	022	16562565	0.88
02/09/11	WGM, FIRM DUPLICATING (FIRM) PHOTOCOPIES MADE IN NEW YORK BETWEEN 1/31/2011 TO 2/6/2011	024	16524691	0.10
02/25/11	WGM, FIRM DUPLICATING (FIRM) PHOTOCOPIES MADE IN NEW YORK BETWEEN 2/7/2011 TO 2/13/2011	024	16545358	74.20
02/28/11	WGM, FIRM DUPLICATING (FIRM) PHOTOCOPIES MADE IN NEW YORK BETWEEN 2/14/2011 TO 2/20/2011	024	16548354	52.50
02/28/11	WGM, FIRM DUPLICATING (FIRM) PHOTOCOPIES MADE IN NEW YORK BETWEEN 2/21/2011 TO 2/27/2011	024	16561795	1.20
02/07/11	WGM, FIRM DUPLICATING (FIRM) 1992 PAGES PRINTED IN NEW YORK BETWEEN 01/04/2011 TO 01/28/2011	024D	16518383	199.20
02/06/11	WGM, FIRM DUPLICATING (FIRM) 726 PAGES SCANNED IN NEW YORK BETWEEN 01/03/2011 TO 01/26/2011	024I	16520993	72.60
02/28/11	VIOLA, MATTHEW SERVICE FEES-EDGAR FILINGS JANUARY 2011 EDGAR FILING - ACCESSION NUMBER: 0000909518-11-000035,SEC FILING DATE: ,NUMBER OF PAGES: 29	064B	16565271	195.00
02/28/11	PETHERBRIDGE, VAUGHAN ELECTRONIC RESEARCH MORNING STAR USE ON 12/20/2010 BY: MERILL.LOSICK@WEIL.COM	072S	16565815	15.00
02/28/11	PETHERBRIDGE, VAUGHAN	072S	16565831	15.00

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<u>DATE</u>	<u>NAME/ DESCRIPTION</u>	<u>DISB TYPE</u>	<u>DISB ID#</u>	<u>AMOUNT</u>
	ELECTRONIC RESEARCH MORNING STAR USE ON 12/22/2010 BY: MARIE.CARMANT@WEIL.COM			
02/28/11	VRON, VICTORIA ELECTRONIC RESEARCH NY LEXIS - VRON, VICTORIA 02/07/2011 ACCOUNTS: 100248	072S	16550834	21.78
02/28/11	WENCELBLAT, PATRICIA ELECTRONIC RESEARCH NY LEXIS - GRECO, MAXIMILIANO 02/04/2011 ACCOUNTS: 100248	072S	16550835	21.78
02/28/11	HOEHNE, DEBORA ELECTRONIC RESEARCH NY LEXIS - HOEHNE, DEBORA 02/07/2011 ACCOUNTS: 100248	072S	16550836	21.78
02/28/11	MCRAE, PETER J. ELECTRONIC RESEARCH NY LEXIS - MCLAUGHLIN, DANIEL 02/08/2011 ACCOUNTS: 100248	072S	16550837	201.20
02/28/11	PARKER, CHRISTOPHER M. ELECTRONIC RESEARCH NY WESTLAW - PARKER, CHRISTOPHER M 02/08/2011 CONNECT TIME: 0:01:06 DOC/LINE(S): 1 TRANSACTIONS: 0	072S	16555962	12.16
02/28/11	WENCELBLAT, PATRICIA ELECTRONIC RESEARCH NY WESTLAW - WENCELBLAT, PATRICIA 01/20/2011 CONNECT TIME: 0:00:00 DOC/LINE(S): 3 TRANSACTIONS: 8	072S	16555963	137.51
02/28/11	WENCELBLAT, PATRICIA ELECTRONIC RESEARCH NY WESTLAW - WENCELBLAT, PATRICIA 02/02/2011 CONNECT TIME: 0:00:00 DOC/LINE(S): 2 TRANSACTIONS: 4	072S	16555964	74.04
02/28/11	WENCELBLAT, PATRICIA ELECTRONIC RESEARCH NY WESTLAW - WENCELBLAT, PATRICIA 01/24/2011 CONNECT TIME: 0:00:00 DOC/LINE(S): 1 TRANSACTIONS: 1	072S	16555965	13.28
02/28/11	WENCELBLAT, PATRICIA ELECTRONIC RESEARCH NY WESTLAW - WENCELBLAT, PATRICIA 01/23/2011 CONNECT TIME: 0:00:00 DOC/LINE(S): 0 TRANSACTIONS: 4	072S	16555966	21.01
02/28/11	WENCELBLAT, PATRICIA	072S	16555967	93.89

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<u>DATE</u>	<u>NAME/ DESCRIPTION</u>	<u>DISB TYPE</u>	<u>DISB ID#</u>	<u>AMOUNT</u>
	ELECTRONIC RESEARCH NY WESTLAW - WENCELBLAT,PATRICIA 02/04/2011 CONNECT TIME: 0:00:00 DOC/LINE(S): 4 TRANSACTIONS: 6			
02/28/11	HOEHNE, DEBORA ELECTRONIC RESEARCH NY WESTLAW - HOEHNE,DEBORA 02/05/2011 CONNECT TIME: 0:00:00 DOC/LINE(S): 0 TRANSACTIONS: 7	072S	16555968	118.89
02/28/11	HOEHNE, DEBORA ELECTRONIC RESEARCH NY WESTLAW - HOEHNE,DEBORA 02/06/2011 CONNECT TIME: 0:00:00 DOC/LINE(S): 0 TRANSACTIONS: 2	072S	16555969	88.84
02/28/11	HOEHNE, DEBORA ELECTRONIC RESEARCH NY WESTLAW - HOEHNE,DEBORA 02/08/2011 CONNECT TIME: 0:10:31 DOC/LINE(S): 4 TRANSACTIONS: 0	072S	16555970	72.33
02/28/11	HOEHNE, DEBORA ELECTRONIC RESEARCH NY WESTLAW - HOEHNE,DEBORA 01/30/2011 CONNECT TIME: 0:00:00 DOC/LINE(S): 4 TRANSACTIONS: 17	072S	16555971	159.62
02/28/11	HOEHNE, DEBORA ELECTRONIC RESEARCH NY WESTLAW - HOEHNE,DEBORA 02/09/2011 CONNECT TIME: 0:00:08 DOC/LINE(S): 7 TRANSACTIONS: 8	072S	16555972	99.63
02/28/11	HOEHNE, DEBORA ELECTRONIC RESEARCH NY WESTLAW - HOEHNE,DEBORA 02/04/2011 CONNECT TIME: 0:00:00 DOC/LINE(S): 7 TRANSACTIONS: 9	072S	16555973	151.56
02/28/11	HOEHNE, DEBORA ELECTRONIC RESEARCH NY WESTLAW - HOEHNE,DEBORA 02/03/2011 CONNECT TIME: 0:00:00 DOC/LINE(S): 4 TRANSACTIONS: 11	072S	16555974	92.44
02/28/11	HOEHNE, DEBORA ELECTRONIC RESEARCH NY WESTLAW - HOEHNE,DEBORA 01/17/2011 CONNECT TIME: 0:00:00 DOC/LINE(S): 1 TRANSACTIONS: 15	072S	16555975	184.98
02/28/11	MCRAE, PETER J. ELECTRONIC RESEARCH NY WESTLAW - ESPITIA,SADYS 02/08/2011 CONNECT TIME: 0:47:47 DOC/LINE(S): 3 TRANSACTIONS: 0	072S	16555976	244.47
02/28/11	CHAN, HERBERT	072S	16555977	8.82

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<u>DATE</u>	<u>NAME/ DESCRIPTION</u>	<u>DISB TYPE</u>	<u>DISB ID#</u>	<u>AMOUNT</u>
	ELECTRONIC RESEARCH NY WESTLAW - CHAN,HERBERT 02/08/2011 CONNECT TIME: 0:00:00 DOC/LINE(S): 0 TRANSACTIONS: 2			
02/28/11	MILLIGAN, PETER M. DUPLICATING SERVICES - SPIRAL SPIRAL BINDING IN NEW YORK CITY ON 02/09/11 07:04PM 1 BINDING(S) FROM UNIT 12	082	16547123	3.50
02/25/11	PETHERBRIDGE, VAUGHAN CLIPPING SERVICE/SEC WATCH JANUARY 2011 SEC WATCH FOR ADVANTA CORP ORIGINATING ON 11/10/2009	097	16544411	85.00
02/14/11	LEMONS, ROBERT J. MEALS-MEETINGS/CONFERENCE COST CONFERENCE MEAL 2/14/2011 LEMONS, ROBERT 12:00 #PEOPLE: 15 MEAL CODE LU1 INV# 20032	109	16564781	185.36
TOTAL DISBURSEMENTS:				<u>\$3,483.74</u>