

1 ADLESON, HESS & KELLY, APC  
2 Randy M. Hess (SBN 88635)  
3 577 Salmar Avenue, Second Floor  
4 Campbell, California 95008  
5 Telephone: (408) 341-0234  
6 Facsimile: (408) 341-0250  
7 [rhess@ahklaw.com](mailto:rhess@ahklaw.com)

8 Attorneys for Applicant,  
9 ADLESON, HESS & KELLY, APC

10 **UNITED STATES BANKRUPTCY COURT**  
11 **NORTHERN DISTRICT OF CALIFORNIA**  
12 **SAN JOSE DIVISION**

13 In re:  
14 TECHNOLOGY PROPERTIES LIMITED,  
15 LLC, a California limited liability company,  
16 Debtor.

Case No.: 13-51589SLJ

Chapter 11

HEARING:

Date: January 27, 2016

Time: 1:30 p.m.

Place: United States Bankruptcy Court  
280 South First Street, Room 3099  
San Jose, California 95113

Judge: Hon. Stephen L. Johnson

17 **FINAL APPLICATION OF SPECIAL COUNSEL ADLESON, HESS & KELLY FOR**  
18 **ALLOWANCE OF FEES; MEMORANDUM OF POINTS AND AUTHORITIES AND**  
19 **DECLARATION OF RANDY M. HESS IN SUPPORT THEREOF**

1 TO: THE HONORABLE STEPHEN L. JOHNSON, UNITED STATES BANKRUPTCY  
2 JUDGE, THE OFFICE OF THE UNITED STATES TRUSTEE, AND ALL OTHER PARTIES  
3 IN INTEREST:

4 Adleson, Hess & Kelly hereby presents its application for compensation for  
5 professional services rendered in connection with its representation of Debtor  
6 TECHNOLOGY PROPERTIES LIMITED, LLC ("TPL"), in insurance coverage matters in  
7 accordance with this Court's June 13, 2013 Order, entered on the docket on June 14, 2013  
8 in this proceeding (Doc. # 184), granting TPL's application to employ Adleson, Hess & Kelly  
9 as special counsel.

10 By this final application, Adleson, Hess & Kelly seeks allowance and payment of  
11 \$10,865.50 in attorneys' fees for services and \$60.10 for costs provided during the period of  
12 March 21, 2013 through March 30, 2015, plus another \$543.00 in fees for the preparation of  
13 this application.

14 This application is based on the following memorandum of points and authorities, the  
15 declaration of Randy M. Hess, the pleadings and evidence on file with the Court in this  
16 case, and upon such other evidence as the Court may allow.

17 WHEREFORE, Adleson, Hess & Kelly respectfully requests that the Court approve  
18 the amounts requested in this final application.

19 Dated: December 15, 2015

Respectfully submitted,

ADLESON, HESS & KELLY, APC

By: /s/ Randy M. Hess

Randy M. Hess

Attorneys for Applicant

ADLESON, HESS & KELLY, APC

1  
2  
3  
4  
5  
6  
7  
8  
9  
10  
11  
12  
13  
14  
15  
16  
17  
18  
19  
20  
21  
22  
23  
24  
25  
26  
27  
28

**MEMORANDUM OF POINTS AND AUTHORITIES**  
**IN SUPPORT OF FINAL APPLICATION**

**I.**

**INTRODUCTION AND PROCEDURAL BACKGROUND**

**A. Procedural Background and Employment of Adleson, Hess & Kelly.**

On March 20, 2013, TECHNOLOGY PROPERTIES LIMITED, LLC (“TPL”) filed its Chapter 11 voluntary petition in this matter. On May 10, 2013, TPL filed an ex parte application to employ Adleson, Hess & Kelly as special counsel in insurance coverage matters. On June 13, 2013, this Court entered its Order granting TPL’s application to employ Adleson, Hess & Kelly (Doc. #184).

On February 11, 2015, a hearing was held and the Chapter 11 plan filed by TPL was confirmed with changes as stated on the record. On March 19, 2015, the order confirming the Chapter 11 Plan was entered (Doc. #670), and Notice of Effective Date of the Plan was filed on August 28, 2015 (Doc., #693).

**B. Background of Adleson, Hess & Kelly and Its Attorneys Representing TPL**

Adleson, Hess & Kelly, Randy M. Hess, Patric J. Kelly, Phil M. Adleson and Pamela A. Bower have represented TPL in various insurance coverage matters since approximately July 2009, and have accumulated considerable information and knowledge regarding TPL’s business and transactional dealings and litigation matters.

Mr. Hess obtained his J.D. from Santa Clara University, School of Law in 1979 and has practiced with the firm of Adleson, Hess & Kelly since 1979 through the present. He is a senior attorney and shareholder of the law firm and his practice focuses primarily on insurance coverage matters including bad faith litigation.

Mr. Kelly obtained his J.D. from Santa Clara University, School of Law in 1976 and has practiced with the firm since 1978 through the present. He is a senior attorney and shareholder of the law firm and his practice focuses primarily on business transactions and creditor bankruptcy.

1 Mr. Adleson obtained his J.D. from Santa Clara University, School of Law in 1976  
2 and has practiced with the firm since 1977 through the present. He is a founder, senior  
3 attorney and shareholder of the law firm and his practice focuses primarily on real estate  
4 and business transactions.

5 Ms. Bower obtained her J.D. from Santa Clara University, School of Law in 1990 and  
6 joined Adleson, Hess & Kelly in 2006. Her practice focuses on insurance coverage matters  
7 including bad faith litigation.

8 This application also seeks the reimbursement of fees for services performed by  
9 Nicole S. Adams-Hess and Virginia T. Hess. Ms. Adams-Hess has been an associate  
10 attorney with Adleson, Hess & Kelly since 2012. She earned her J.D. from Santa Clara  
11 University School of Law in 2012 and works in numerous areas, including, but not limited to  
12 insurance coverage matters and bad faith litigation. Ms. Hess has been an associate  
13 attorney with Adleson, Hess & Kelly since 2012. She earned her J.D. - M.B.A. at Santa  
14 Clara in 1980 and works in numerous areas including but not limited to insurance coverage,  
15 bad faith litigation, business and commercial transactions and non-profit law.

16 **C. Fees Previously Requested and Awarded**

17 This is the only application submitted in this proceeding by or on behalf of Adleson,  
18 Hess & Kelly. No prior applications have been filed herein.

19 **D. Agreement Regarding Compensation**

20 No understanding exists for sharing compensation received or to be received by  
21 Adleson, Hess & Kelly for services rendered to TPL, except that compensation received  
22 shall be shared among the shareholders and associates of Adleson, Hess & Kelly. Adleson,  
23 Hess & Kelly has not received or been promised any other payments for services rendered  
24 or to be rendered in any capacity whatsoever in connection with its representation of TPL.

25 **E. Funds Available for Payment**

26 Adleson, Hess & Kelly is informed and believes that as of the date of this application,  
27 there are sufficient funds available in Debtor's estate for the payment of the amounts  
28 requested herein.

1  
2  
3  
4  
5  
6  
7  
8  
9  
10  
11  
12  
13  
14  
15  
16  
17  
18  
19  
20  
21  
22  
23  
24  
25  
26  
27  
28

**II**

**SUMMARY OF SERVICES PERFORMED**

A billing statement for the period covered by this application is attached as Exhibit "A" to the supporting declaration of Randy M. Hess. The billing statement is redacted, deleting references to attorney-client privileged matters, litigation strategy and settlement. A copy of the billing statement of the fees for preparation of this application is attached as Exhibit "B" to the supporting declaration of Randy M. Hess. Both Exhibits "A" and "B" set forth in detail the time spent, the specific professional services rendered, as redacted, the identity of the attorney rendering the services, the hourly rate, and the total amount billed for the specific services.

All of the services described on Exhibit "A" relate to the U.S. Trustee category of "Business Operations". Generally, all services were performed for the purposes of obtaining insurance coverage for TPL. Specifically, advice was provided concerning coverage and defense of various litigation claims and pursuing and responding to OneBeach America Insurance Company and their counsel and tender of claims.

**III**

**FEES AND EXPENSES INCURRED**

This application seeks allowance and payment of \$10,865.50 in attorneys' fees and \$60.10 in costs incurred during the period of March 21, 2013 through March 30, 2015. This application also seeks allowance and payment of another \$543.00 in fees for the preparation of this application, which amount is 5% of the fees requested.

**IV**

**LEGAL ARGUMENT**

Section 330 of the Bankruptcy Code (11 U.S.C. § 330) authorizes this application for allowance of compensation and reimbursement of expenses. The services rendered by Adleson, Hess & Kelly and its attorneys were performed during the time covered by this application and were actual and necessary, and compensation therefore is reasonable

1 based upon the time, nature, extent and value of the services. Therefore, Adleson, Hess &  
2 Kelly's fees as requested herein should be allowed and paid in full.

3 This Final Application for Allowance of Fees was sent to TPL at least twenty (20)  
4 days before the hearing date set forth herein in this Application.

5 V

6 **CONCLUSION**

7 Based upon the foregoing, Adleson, Hess & Kelly respectfully requests the Court to  
8 issue an order:

- 9 1. Approving this application and allowing fees and expenses in the amount of  
10 \$11,468.60;
- 11 2. Authorizing and directing TECHNOLOGY PROPERTIES LIMITED, LLC to  
12 forthwith pay the fees and expenses awarded; and
- 13 3. Granting Adleson, Hess & Kelly such other and further relief as this Court  
14 deems just and proper.

15 Dated: December 15, 2015

Respectfully submitted,

16 ADLESON, HESS & KELLY, APC

17 By: /s/ Randy M. Hess

18 Randy M. Hess

19 Attorneys for Applicant

20 ADLESON, HESS & KELLY, APC

**DECLARATION OF RANDY M. HESS**

1  
2           1.       I am an attorney at law licensed to practice before the courts of the State of  
3 California, and a member of the law firm of Adleson, Hess & Kelly, counsel of record for  
4 TECHNOLOGY PROPERTIES LIMITED, LLC (“TPL”). If called as a witness, I would  
5 competently testify to the following facts, all of which are within my own personal  
6 knowledge.

7           2.       On March 20, 2013, TPL filed its Chapter 11 voluntary petition in this matter.  
8 On May 10, 2013, TPL filed an *ex parte* application to employ Adleson, Hess & Kelly as  
9 special counsel in insurance coverage matters. On June 13, 2013, this Court entered its  
10 Order granting TPL’s application to employ Adleson, Hess & Kelly (Doc. #184). On  
11 February 11, 2015, a hearing was held and the Chapter 11 Plan filed by TPL was confirmed  
12 with changes as stated on the record. On March 19, 2015, the order confirming the Chapter  
13 11 Plan was entered (Doc. #670), and Notice of Effective Date of the Plan was filed on  
14 August 28, 2015 (Doc. #693).

15           3.       By this application, Adleson, Hess & Kelly seeks allowance and payment of  
16 \$10,865.50 in attorneys’ fees and \$60.10 in costs incurred during the period of March 21,  
17 2013 through March 30, 2015. A summary sheet of the combined total of fees requested is  
18 attached to this declaration as Exhibit “A”. This application also seeks allowance and  
19 payment of \$543.00 in attorneys’ fees for preparation of this application. A copy of the  
20 billing statement for the period covered by this application is attached to this declaration as  
21 Exhibit “B”.

22           4.       Adleson, Hess & Kelly, Randy M. Hess, Patric J. Kelly, Phil M. Adleson,  
23 Pamela A. Bower and Nicole Adams-Hess have represented TPL in various matters since  
24 approximately July 2009 and have accumulated considerable information and knowledge  
25 regarding TPL’s business and transactional dealings and litigation matters. I obtained my  
26 J.D. from Santa Clara University, School of Law in 1979 and have practiced with the firm  
27 Adleson, Hess & Kelly since 1979 through the present. I am a partner, senior attorney and  
28

1 shareholder of the law firm and my practice focuses primarily on insurance coverage  
2 matters including bad faith litigation.

3 Mr. Kelly obtained his J.D. from Santa Clara University, School of Law in 1976 and  
4 has practiced with the firm since 1978 through the present. He is a partner, senior attorney  
5 and shareholder of the law firm and his practice focuses primarily on business transactions  
6 and creditor bankruptcy.

7 Mr. Adleson obtained his J.D. from Santa Clara University, School of Law in 1976  
8 and has practiced with the firm since 1977 through the present. He is a founder, senior  
9 attorney and shareholder of the law firm and his practice focuses primarily on real estate  
10 and business transactions.

11 Ms. Bower obtained her J.D. from Santa Clara University, School of Law in 1990 and  
12 joined Adleson, Hess & Kelly in 2006. Her practice focuses on insurance coverage matters  
13 including bad faith litigation.

14 This application also seeks the reimbursement of fees for services performed by  
15 Nicole S. Adams-Hess and Virginia T. Hess. Ms. Adams-Hess has been an associate  
16 attorney with Adleson, Hess & Kelly since 2012. She earned her J.D. from Santa Clara  
17 University School of Law in 2012 and works in numerous areas, including, but not limited to  
18 insurance coverage matters and bad faith litigation. Ms. Hess has been an associate  
19 attorney with Adleson, Hess & Kelly since 2012. She earned her J.D. - M.B.A. at Santa  
20 Clara in 1980 and works in numerous areas including but not limited to insurance coverage,  
21 bad faith litigation, business and commercial transactions and non-profit law.

22 5. No prior applications for fees or expenses have been filed by or on behalf of  
23 Adleson, Hess & Kelly.

24 6. Adleson, Hess & Kelly has not agreed to share with any person or entity any  
25 compensation that may be awarded in this matter to Adleson, Hess & Kelly., except among  
26 member's firm. Adleson, Hess & Kelly has not received or been promised any other  
27 payments for the services rendered which are covered by this application.





1  
2  
3  
4  
5  
6  
7  
8  
9  
10  
11  
12  
13  
14  
15  
16  
17  
18  
19  
20  
21  
22  
23  
24  
25  
26  
27  
28

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct.

Executed on December 15, 2015, at Campbell, California.



\_\_\_\_\_  
Randy M. Hess

# EXHIBIT "A"

Selection Criteria

Clie.Selection Include: TechnologyProp/Brown  
 Slip.Slip Type Time  
 Slip.Transaction Dat 3/21/2013 - 3/30/2015  
 Slip.Selection Exclude: 445355; 445364; 445369; 445547; 445549; 445683; 445686; 445689; 446009;  
 446011; 446380; 446499; 446500; 446776; 448151; 448197; 448227; 448347; 448752;  
 448875; 449029; 449034; 449035; 449053; 449662; 451259; 451294; 451295; 451630;  
 451632; 451678; 451773; 460541; 460548; 461286; 465008; 465975; 472883; 472884;  
 472885; 481402; 496298; 496396

Slip ID	Dates and Time	Status	Description	Timekeeper Activity Client	Units	Rate	Slip Value
Timekeeper: NSH							
446395	4/3/2013	TIME	Billed Prepare application for special counsel, declaration of RMH and associated documents re bankruptcy; review incoming correspondence re same.	NSH Prepare TechnologyProp/Brown	1.70	250.00	425.00
446517	4/4/2013	TIME	Billed Prepare and review/revise application for special counsel, declaration of Randy Hess in support of application and fee agreement exhibit for Bankruptcy Counsel; conference with Attorney Hess re same; email to Bankruptcy Counsel re same.	NSH Prepare TechnologyProp/Brown	0.50	250.00	125.00
515754	4/4/2013	TIME	Billed Email to Attorney Hess re requirements for filing application for special counsel.	NSH Email TechnologyProp/Brown	0.10	250.00	25.00
515753	4/4/2013	TIME	Billed Phone call to Roya Shakoori at Binder Malter re preparation of application for special counsel.	NSH Phone call to TechnologyProp/Brown	0.20	250.00	50.00
515759	4/30/2013	TIME	Billed Review incoming correspondence from bankruptcy counsel re special counsel application and attached notes re same.	NSH Rev inc corspd TechnologyProp/Brown	0.10	250.00	25.00

11/17/2015  
7:53 PM

Adleson, Hess & Kelly  
Listing

Page 2

Slip ID	Dates and Time	Timekeeper	Activity	Units	Rate	Slip Value
Status	Description	Client				
448509	TIME	NSH		0.60	250.00	150.00
5/1/2013		Memo to				
Billed		TechnologyProp/Brown				
		Memo to BK counsel re outstanding questions on application for special counsel; conference with Attorney Hess re same.				
515760	TIME	NSH		0.10	250.00	25.00
5/3/2013		Rev & Analysis				
Billed		TechnologyProp/Brown				
		Review & analysis of amended declaration of Randy Hess re application for special counsel.				
448826	TIME	NSH		1.00	250.00	250.00
5/3/2013		Prepare				
Billed		TechnologyProp/Brown				
		Prepare finalization of Bankruptcy Court Special Counsel Application; correspondence with Bankruptcy Attorney re concerns re same; revision of Special Counsel Application re same; conference with Attorney Hess re same.				
515761	TIME	NSH		0.10	250.00	25.00
5/6/2013		Rev inc corspd				
Billed		TechnologyProp/Brown				
		Review incoming correspondence re special counsel application and declaration revisions.				
448852	TIME	NSH		1.60	250.00	400.00
5/6/2013		Revise				
Billed		TechnologyProp/Brown				
		Revise application for special counsel and declaration of Attorney Hess re Bankruptcy Proceedings per Bankruptcy's counsel's recommendations; revision of fee agreement re same; email to client re same; emails to Bankruptcy counsel re same.				
448952	TIME	NSH		0.30	250.00	75.00
5/7/2013		Rev inc corspd				
Billed		TechnologyProp/Brown				
		Review incoming correspondence from client and Bankruptcy counsel re relevant issues re Bankruptcy representation.				
515765	TIME	NSH		0.10	250.00	25.00
5/8/2013		Rev inc corspd				
Billed		TechnologyProp/Brown				
		Review incoming correspondence from client, Bankruptcy Counsel, and Attorney Hess re application for special counsel.				

11/17/2015  
7:53 PM

Adleson, Hess & Kelly  
Listing

Page 3

Slip ID	Dates and Time	Status	Description	Timekeeper Activity Client	Units	Rate	Slip Value
449128	TIME			NSH	0.30	250.00	75.00
	5/9/2013	Billed	Prepare finalized versions of application for special counsel; declaration of Randy Hess; and attached exhibits.	Prepare TechnologyProp/Brown			
449127	TIME			NSH	0.20	250.00	50.00
	5/9/2013	Billed	Review incoming correspondence from Bankruptcy counsel re finalization of special counsel application.	Rev inc corspd TechnologyProp/Brown			
449494	TIME			NSH	0.20	250.00	50.00
	5/14/2013	Billed	Review & analysis of proposed order for application of special counsel.	Rev & Analysis TechnologyProp/Brown			
449495	TIME			NSH	0.10	250.00	25.00
	5/14/2013	Billed	Review incoming correspondence from bankruptcy counsel re special counsel application.	Rev inc corspd TechnologyProp/Brown			
515769	TIME			NSH	0.25	250.00	62.50
	6/4/2013	Billed	No Charge Draft email to Bankruptcy Counsel re address Bankruptcy Court's questions regarding appointment of special counsel.	Draft TechnologyProp/Brown			
515768	TIME			NSH	0.10	250.00	25.00
	6/4/2013	Billed	Conference with Attorney Hess re requests re bankruptcy court.	Conf. w/ TechnologyProp/Brown			
515767	TIME			NSH	0.10	250.00	25.00
	6/4/2013	Billed	Review incoming correspondence from Attorney Thacker and Bankruptcy counsel re additional information needed for bankruptcy court re application for special counsel.	Rev inc corspd TechnologyProp/Brown			
515771	TIME			NSH	0.20	250.00	50.00
	6/7/2013	Billed	Revise supplemental briefing on application for	Revise TechnologyProp/Brown			

Slip ID	Dates and Time	Status	Description	Timekeeper Activity Client	Units	Rate	Slip Value
special counsel from Bankruptcy Counsel.							
515770	6/7/2013	TIME	Billed Review incoming correspondence from Bankruptcy counsel and attached draft response as required by the Court re review.	NSH Rev inc corspd TechnologyProp/Brown	0.20	250.00	50.00
515772	6/10/2013	TIME	Billed Revise answers to supplemental questions from Bankruptcy Court re application for special counsel re further review.	NSH Revise TechnologyProp/Brown	0.20	250.00	50.00
Total: NSH							
					Billable	8.00	2000.00
					Unbillable	0.25	62.50
					Total	8.25	2062.50
Timekeeper: PAB							
445555	3/27/2013	TIME	Billed Review incoming correspondence from Anhalt and Leckrone.	PAB Rev inc corspd TechnologyProp/Brown	0.10	395.00	39.50
			No Charge				
515746	3/27/2013	TIME	Billed Review incoming correspondence from Selvin regarding [REDACTED] email re [REDACTED]	PAB Rev inc corspd TechnologyProp/Brown	0.20	395.00	79.00
515749	3/28/2013	TIME	Billed Review incoming correspondence from Thacker; emails re same and Selvin issues.	PAB Rev inc corspd TechnologyProp/Brown	0.20	395.00	79.00
459519	9/23/2013	TIME	Billed Review incoming correspondence from Mark Thacker re [REDACTED] email string re [REDACTED]; review policy re [REDACTED]; email re [REDACTED]	PAB Rev inc corspd TechnologyProp/Brown	0.40	395.00	158.00

Slip ID	Dates and Time	Status	Description	Timekeeper Activity Client	Units	Rate	Slip Value
469443	2/7/2014	TIME	Billed Review incoming correspondence from Susan Anhalt regarding motions brought by creditors committee for appointment of trustee and other actions; review motions and opposition documents; email to Susan re same.	PAB Rev inc corspd TechnologyProp/Brown	0.50	395.00	197.50
471765	3/7/2014	TIME	Billed Email from Susan Anhalt regarding tender to insurer, status; review extensive emails re same to determine status; email to broker at Heffernan re same.	PAB Email TechnologyProp/Brown	0.50	395.00	197.50
515779	3/20/2014	TIME	Billed Email from Victoria Ryan with communications with insurer and explanations re same.	PAB Email TechnologyProp/Brown	0.30	395.00	118.50
515780	3/20/2014	TIME	Billed Phone call from Joe Decaminada and Rick Sanchez of AIG regarding [REDACTED]	PAB Phone call from TechnologyProp/Brown	0.30	395.00	118.50
515781	3/20/2014	TIME	Billed Email to Susan Anhalt regarding TPL bankruptcy claim and contacts with AIG.	PAB Email TechnologyProp/Brown	0.20	395.00	79.00
481401	6/30/2014	TIME	Billed Review & analysis of [REDACTED]; review and analysis of [REDACTED]; review and analysis of [REDACTED] draft communication to Victoria Ryan of Heffernan re [REDACTED]	PAB Rev & Analysis TechnologyProp/Brown	1.25	395.00	493.75
515785	6/30/2014	TIME	WIP	PAB Conf. w/ TechnologyProp/Brown	0.20	395.00	79.00



Slip ID Dates and Time Status Description	Timekeeper Activity Client	Units	Rate	Slip Value
Conference with cocounsel Hess re notice and timing issues.				
<b>Total: PAB</b>				
	Billable	4.05		1599.75
	Unbillable	0.10		39.50
	Total	4.15		1639.25
<b>Timekeeper: PJK</b>				
515766 5/16/2013 Billed Prepare proof of claim in bankruptcy.	TIME PJK Prepare TechnologyProp/Brown	0.10	495.00	49.50
<b>Total: PJK</b>				
	Billable	0.10		49.50
	Unbillable	0.00		0.00
	Total	0.10		49.50
<b>Timekeeper: PMA</b>				
481415 6/30/2014 Billed Emails with Victoria Ryan re [REDACTED] [REDACTED] emails with Susan Anhalt re [REDACTED]	TIME PMA Email TechnologyProp/Brown	1.00	495.00	495.00
<b>Total: PMA</b>				
	Billable	1.00		495.00
	Unbillable	0.00		0.00
	Total	1.00		495.00
<b>Timekeeper: RMH</b>				
445264 3/22/2013 Billed Conference with Binder re issues, bankruptcy impact, follow up, etc	TIME RMH Conf. w/ TechnologyProp/Brown	1.50	475.00	712.50
515744 3/26/2013 Billed Phone call with loannou	TIME RMH Phone call with TechnologyProp/Brown	0.30	475.00	142.50
515743 3/26/2013 Billed Review incoming correspondence, more emails, emails Binder, loannou, Thacker [REDACTED]	TIME RMH Rev inc corspd TechnologyProp/Brown	0.20	475.00	95.00

Slip ID	Dates and Time	Status	Description	Timekeeper Activity Client	Units	Rate	Slip Value
515742	3/26/2013	Billed	Review incoming correspondence, emails to and from defense counsel re [REDACTED]	RMH Rev inc corspd TechnologyProp/Brown	0.30	475.00	142.50
515745	3/27/2013	Billed	Review incoming correspondence, Review letter from Selvin, email to defense counsel and clients, email to Selvin	RMH Rev inc corspd TechnologyProp/Brown	0.30	475.00	142.50
515748	3/28/2013	Billed	Review incoming correspondence, emails to and from Thacker	RMH Rev inc corspd TechnologyProp/Brown	0.10	475.00	47.50
515747	3/28/2013	Billed	Review incoming correspondence, emails to and from client, tel call Binder	RMH Rev inc corspd TechnologyProp/Brown	0.20	475.00	95.00
515750	4/1/2013	Billed	Phone call with Opposing Counsel Selvin	RMH Phone w/ Opc TechnologyProp/Brown	0.20	475.00	95.00
515751	4/1/2013	Billed	Review incoming correspondence, emails to client, Thacker, Binder, etc.	RMH Rev inc corspd TechnologyProp/Brown	0.10	475.00	47.50
515752	4/3/2013	Billed	Phone call with Binder re application	RMH Phone call with TechnologyProp/Brown	0.10	475.00	47.50
515755	4/8/2013	Billed	Review incoming correspondence, additional emails, Review proposed judgment	RMH Rev inc corspd TechnologyProp/Brown	0.20	475.00	95.00

11/17/2015  
7:53 PM

Adleson, Hess & Kelly  
Listing

Page 8

Slip ID	Dates and Time	Status	Description	Timekeeper Activity Client	Units	Rate	Slip Value
515757	4/29/2013	TIME Billed	Phone call with Binder re issues	RMH Phone call with TechnologyProp/Brown	0.20	475.00	95.00
515758	4/29/2013	TIME Billed	Review incoming correspondence, emails to and from Thacker	RMH Rev inc corspd TechnologyProp/Brown	0.10	475.00	47.50
515756	4/29/2013	TIME Billed	Phone call with Binder	RMH Phone call with TechnologyProp/Brown	0.30	475.00	142.50
515762	5/7/2013	TIME Billed	Review incoming correspondence, emails Roy, emails cocounsel, Prepare of application	RMH Rev inc corspd TechnologyProp/Brown	0.10	475.00	47.50
515763	5/8/2013	TIME Billed	Phone call with Client, re fee agreement, status of case	RMH Phone w/ CI TechnologyProp/Brown	0.30	475.00	142.50
515764	5/8/2013	TIME Billed	Letter to Client re case, fee agreement, revisions, etc	RMH Letter to CI TechnologyProp/Brown	0.10	475.00	47.50
451298	6/4/2013	TIME Billed	Review incoming correspondence, emails Roy, Thacker, email to Roy, cocounsel	RMH Rev inc corspd TechnologyProp/Brown	0.20	475.00	95.00
515773	6/10/2013	TIME Billed	Review additional emails, emails to and from Roy, Thacker, Review final application	RMH Review TechnologyProp/Brown	0.10	475.00	47.50
451680	6/10/2013	TIME Billed	Prepare and revise application for employment	RMH Prepare TechnologyProp/Brown	0.30	475.00	142.50

11/17/2015  
7:53 PM

Adleson, Hess & Kelly  
Listing

Page 9

Slip ID	Timekeeper	Units	Rate	Slip Value
Dates and Time	Activity			
Status	Client			
Description				
451906	RMH	0.75	475.00	356.25
6/12/2013	Attend			
Billed	TechnologyProp/Brown			
Attend court appearance, telephone re same, Prepare re same				
456204	RMH	0.30	475.00	142.50
8/13/2013	Review			
Billed	TechnologyProp/Brown			
Review file, update re case, defense, One Beacon follow up, email to attorney loannou re same				
515774	RMH	0.30	475.00	142.50
9/19/2013	Rev inc corspd			
Billed	TechnologyProp/Brown			
Review incoming correspondence, emails to and from Thacker, follow up on coverage issues with defense counsel				
459325	RMH	0.30	475.00	142.50
9/19/2013	Rev inc corspd			
Billed	TechnologyProp/Brown			
Review incoming correspondence, Review emails, emails Thacker, emails cocounsel, analysis re attorneys fee provision, suppl. coverage provisions, email cocounsel				
515775	RMH	0.20	475.00	95.00
9/20/2013	Rev inc corspd			
Billed	TechnologyProp/Brown			
Review incoming correspondence, emails Thacker, email to opposing counsel				
460375	RMH	0.20	475.00	95.00
10/2/2013	Rev inc corspd			
Billed	TechnologyProp/Brown			
Review incoming correspondence, Review emails loannou, emails Binder, issues re Brown's correspondence				
515776	RMH	0.20	475.00	95.00
10/16/2013	Rev inc corspd			
Billed	TechnologyProp/Brown			
Review incoming correspondence, Review emails from Thacker, Brown counsel Kim, emails to and from Thacker				
515777	RMH	0.30	475.00	142.50
12/5/2013	Phone call with			
Billed	TechnologyProp/Brown			
Phone call with Mark Thacker re case, update,				

11/17/2015  
7:53 PM

Adleson, Hess & Kelly  
Listing

Page 10

Slip ID	Dates and Time	Status	Description	Timekeeper Activity Client	Units	Rate	Slip Value
			appeal				
515778	12/19/2013	TIME	Billed Phone call with Binder, update on issues, plan, insurance status, etc	RMH Phone call with TechnologyProp/Brown	0.30	475.00	142.50
467473	1/14/2014	TIME	Billed Review incoming correspondence, Review emails from client, Review docs from client	RMH Rev inc corspd TechnologyProp/Brown	0.20	475.00	95.00
467474	1/14/2014	TIME	Billed Phone call to, tel calls to and from client, voice mail, email to client re bankruptcy, coverage issues	RMH Phone call to TechnologyProp/Brown	0.20	475.00	95.00
467534	1/15/2014	TIME	Billed Phone call with Clients Dan and Janet re issues, status, strategy	RMH Phone w/ Cl TechnologyProp/Brown	0.20	475.00	95.00
467541	1/15/2014	TIME	Billed Review incoming correspondence, emails client re coverage and bankruptcy issues	RMH Rev inc corspd TechnologyProp/Brown	0.10	475.00	47.50
467718	1/16/2014	TIME	Billed Review incoming correspondence, emails client, Janet, re status, issues	RMH Rev inc corspd TechnologyProp/Brown	0.10	475.00	47.50
467764	1/17/2014	TIME	Billed Review incoming correspondence, emails to and from client	RMH Rev inc corspd TechnologyProp/Brown	0.10	475.00	47.50
467935	1/20/2014	TIME	Billed Review incoming correspondence, emails to and from client	RMH Rev inc corspd TechnologyProp/Brown	0.10	475.00	47.50

11/17/2015  
7:53 PM

Adleson, Hess & Kelly  
Listing

Page 11

Slip ID	Timekeeper	Units	Rate	Slip Value
468051 1/22/2014 Billed Review incoming correspondence, emails client	RMH Rev inc corspd TechnologyProp/Brown	0.20	475.00	95.00
472987 3/20/2014 Billed Conference with cocounsel, emails, client, D & O coverage issues	RMH Conf. w/ TechnologyProp/Brown	0.30	475.00	142.50
481440 6/30/2014 Billed Review incoming correspondence, emails from and to insurance broker [REDACTED], emails cocounsel	RMH Rev inc corspd TechnologyProp/Brown	0.20	475.00	95.00
481388 6/30/2014 Billed Review incoming correspondence, Review coverage letter from AIG, email from client, email to client, analysis re coverage issues	RMH Rev inc corspd TechnologyProp/Brown	0.30	475.00	142.50
481413 6/30/2014 Billed Prepare and review and revise email to client, [REDACTED]	RMH Prepare TechnologyProp/Brown	0.40	475.00	190.00
481397 6/30/2014 Billed Review incoming correspondence, Review emails broker, AIG, tender to AIG issues, emails cocounsel, client, analysis re time reporting by broker, email broker Heffernan, conf co-counsel re notice, AIG response, strategy	RMH Rev inc corspd TechnologyProp/Brown	0.50	475.00	237.50
515782 2/2/2015 Billed Phone call with Binder	RMH Phone call with TechnologyProp/Brown	0.30	475.00	142.50
496299 2/2/2015 Billed Review incoming correspondence, emails client, multiple, emails to and from Rob Harris,	RMH Rev inc corspd TechnologyProp/Brown	0.50	475.00	237.50

11/17/2015  
7:53 PM

Adleson, Hess & Kelly  
Listing

Page 12

Slip ID	Dates and Time	Status	Description	Timekeeper Activity Client	Units	Rate	Slip Value
			Review file, emails and correspondence from insurer, issues re reimbursement				
496322	2/2/2015	TIME	Billed Phone call with Rob Harris, Dan Leckrone, re [REDACTED]	RMH Phone call with TechnologyProp/Brown	0.30	475.00	142.50
496462	2/3/2015	TIME	Billed Review incoming correspondence, additional emails, to and from client, Harris	RMH Rev inc corspd TechnologyProp/Brown	0.10	475.00	47.50
496454	2/3/2015	TIME	Billed Phone call with Dan, Susan and Janet re One Beacon claim demands	RMH Phone call with TechnologyProp/Brown	0.30	475.00	142.50
496438	2/3/2015	TIME	Billed Review incoming correspondence, emails to and from client	RMH Rev inc corspd TechnologyProp/Brown	0.10	475.00	47.50
515784	2/3/2015	TIME	WIP Review multiple emails, client, Harris, etc . re OneBeacon	RMH Review TechnologyProp/Brown	0.20	475.00	95.00
496581	2/4/2015	TIME	Billed Review additional emails, Thacker, client, Harris, etc, tel call Harris office	RMH Review TechnologyProp/Brown	0.20	475.00	95.00
496572	2/4/2015	TIME	Billed Review incoming correspondence, emails additional client, Harris, etc re One Beacon, settlement, plan	RMH Rev inc corspd TechnologyProp/Brown	0.20	475.00	95.00
496536	2/4/2015	TIME	Billed Review incoming correspondence, Review numerous emails, email to and from attorney	RMH Rev inc corspd TechnologyProp/Brown	0.40	475.00	190.00

Slip ID	Dates and Time	Status	Description	Timekeeper Activity Client	Units	Rate	Slip Value
			Harris, emails client, multiple, issues re OneBeacon, settlement, plan				
496515	2/4/2015	TIME	Billed Review incoming correspondence, emails Harris, emails client re conf call, One Beacon issues	RMH Rev inc corspd TechnologyProp/Brown	0.20	475.00	95.00
496610	2/5/2015	TIME	Billed Phone call to Harris re [REDACTED] voice mail	RMH Phone call to TechnologyProp/Brown	0.10	475.00	47.50
496605	2/5/2015	TIME	Billed Review incoming correspondence, emails to and form Harris, clients, re OneBeacon issues	RMH Rev inc corspd TechnologyProp/Brown	0.20	475.00	95.00
500986	3/30/2015	TIME	Billed Review court order/ruling, order approving plan	RMH Rev. Ct Order TechnologyProp/Brown	0.10	475.00	47.50
<b>Total: RMH</b>							
				Billable	14.15		6721.25
				Unbillable	0.00		0.00
				<b>Total</b>	<b>14.15</b>		<b>6721.25</b>
<b>Grand Total</b>							
				Billable	27.30		10865.50
				Unbillable	0.35		102.00
				<b>Total</b>	<b>27.65</b>		<b>10967.50</b>

**Summary of Attorneys Fees**

<b>Randy M. Hess</b>	<b>\$6,721.25</b>
<b>Patric J. Kelly</b>	<b>\$ 49.50</b>
<b>Phil M. Adleson</b>	<b>\$ 495.00</b>
<b>Nicole S. Adams-Hess</b>	<b>\$2,000.00</b>
<b>Virginia T. Hess</b>	<b>\$ 543.00</b>
<b>TOTAL</b>	<b>\$11,468.60</b>



# EXHIBIT "B"

Selection Criteria

Clie.Selection Include: TechnologyProp/Brown  
Slip.Slip Type Time  
Slip.Transaction Dat 11/12/2015 - Latest

Slip ID	Dates and Time	Status	Description	Timekeeper Activity Client	Units	Rate	Slip Value
Timekeeper: VTH							
515427	11/12/2015	TIME	WIP Research & Analysis re app for attny fees, review files for order on employment , fees incurred	VTH Research & Anal TechnologyProp/Brown	1.20	375.00	450.00
515506	11/13/2015	TIME	WIP Drafting request for fees, review files for info needed, brief research	VTH Draft TechnologyProp/Brown	1.80	375.00	675.00
515640	11/16/2015	TIME	WIP Research & Analysis re update on additional fee app requirements	VTH Research & Anal TechnologyProp/Brown	0.40	375.00	150.00
515689	11/17/2015	TIME	WIP Drafting completed on fee app , emails with office manager re same and needed billing summaries	VTH Draft TechnologyProp/Brown	1.20	375.00	450.00
515703	11/17/2015	TIME	WIP Emails with billing dept re formatting of billings summaries and changes to conform to ct rules	VTH Email TechnologyProp/Brown	0.40	375.00	150.00
Total: VTH				Billable	5.00		1875.00
				Unbillable	0.00		0.00
				Total	5.00		1875.00
Grand Total				Billable	5.00		1875.00

Slip ID Dates and Time Status Description	Timekeeper Activity Client	Units	Rate	Slip Value
	Unbillable	0.00		0.00
	Total	5.00		1875.00