

1 JOHN WALSHE MURRAY (074823)
ROBERT A. FRANKLIN (091653)
2 THOMAS T. HWANG (218678)
DORSEY & WHITNEY LLP
3 305 Lytton Avenue
Palo Alto, CA 94301
4 Telephone: (650) 857-1717
Facsimile: (650) 857-1288
5 Email: murray.john@dorsey.com
Email: franklin.robert@dorsey.com
6 Email: hwang.thomas@dorsey.com

7 Attorneys for Official
Committee of Unsecured Creditors

8
9 **UNITED STATES BANKRUPTCY COURT**
10 **NORTHERN DISTRICT OF CALIFORNIA**
11 **SAN JOSE DIVISION**

12 In re:

13 **TECHNOLOGY PROPERTIES LIMITED LLC,**
14 **fka TECHNOLOGY PROPERTIES LIMITED**
15 **INC., A CALIFORNIA CORPORATION,**
16 **fka TECHNOLOGY PROPERTIES LIMITED,**
17 **A CALIFORNIA CORPORATION,**

18 Debtor.

Case No. 13-51589-SLJ-11

Chapter 11

Date: April 9, 2014

Time: 1:30 p.m.

Place: United States Bankruptcy Court
280 S. First Street, Room 3099
San Jose, CA 95113

Judge: Honorable Stephen L. Johnson

19 **EXHIBIT "FF"**

20 **TO**

21 **FIRST APPLICATION FOR INTERIM COMPENSATION AND REIMBURSEMENT OF EXPENSES**
22 **BY ATTORNEYS FOR OFFICIAL COMMITTEE OF UNSECURED CREDITORS**

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EXHIBIT COVER

Official Unsecured Creditors' Committee of
 Client-Matter No.: 494643-00001
 Invoice No.: *****

 March 17, 2014
 Page 352

		Subordination / Recharacterization of Claims		
U				
05/31/13	J. Murray	Legal research regarding O'Donnell, et. al. v. Tristar Esperanza Properties, LLC regarding Section 510(b) subordination of claims (.3)	0.30	201.00
07/01/13	R. Franklin	Legal research regarding Section 510(b) and potential of mandatory subordination of 13% claimants (1.0)	1.00	510.00
08/01/13	R. Franklin	Review and revise draft memorandum regarding subordination of 13ers claims and interoffice conference T. Hwang regarding same (.6); analysis and evaluation regarding classification issues (.6); draft correspondence Committee regarding status of memorandum (.1)	1.30	663.00
08/01/13	R. Franklin	Legal research regarding legal standards required for subordination of 13%ers claims (.4)	0.40	204.00
08/13/13	J. Murray	Interoffice conference R. Franklin regarding subordination of 13%ers claims (.1); legal research regarding same and correspondence to R. Franklin regarding same (.2)	0.30	201.00
08/19/13	R. Franklin	Legal research regarding Sec. 510(b) (1.0)	1.00	510.00
08/20/13	J. Murray	Correspondence to R. Franklin regarding treatment of 13%ers (.1); review correspondence to/from G. Felcyn and S. Anhalt regarding subordination of claims, etc., review multiple correspondence from G. Felcyn regarding same, correspondence to/from C. Brown regarding same (.2)	0.30	201.00
08/20/13	R. Franklin	Legal research regarding subordination under Sec. 510(b) (2.0)	2.00	1,020.00
08/21/13	J. Murray	Correspondence to/from R. Franklin	0.10	67.00

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 March 17, 2014
 Page 353

U		Subordination / Recharacterization of Claims	
		regarding analysis of 13%ers claims (.1)	
08/22/13	R. Franklin	Draft memorandum regarding 13%ers claims (3.5)	3.50 1,785.00
08/23/13	R. Franklin	Review and revise memorandum on subordination issues (4.0)	4.00 2,040.00
08/26/13	R. Franklin	Review and revise memorandum regarding subordination of claims (5.5)	5.50 2,805.00
08/29/13	T. Hwang	Review memorandum R. Franklin regarding claims subordination issues (.1)	0.10 42.00
08/29/13	R. Franklin	Revise and finalize memorandum regarding subordination issues (3.3)	3.30 1,683.00
08/30/13	R. Franklin	Analysis and evaluation regarding subordination and interoffice conference T. Hwang regarding same (.2); review memorandum regarding action items and respond to same (.3)	0.50 255.00
09/06/13	R. Franklin	Interoffice conference with J. Murray regarding action items and subordination issue (.2); correspondence S. Kim regarding Brown claim (.2); review and revise Memorandum (1.0)	1.40 714.00
09/06/13	J. Murray	Review correspondence from S. Kim regarding subordination of claims of 13%ers, correspondence to/from R. Franklin regarding memorandum regarding subordination of claims of 13%ers (.2)	0.20 134.00
09/12/13	T. Hwang	Review memorandum and comments from J. Murray regarding subordination of claims issues	0.10 42.00
09/12/13	J. Murray	Review correspondence from G. Felcyn regarding legal research regarding subordination of 13%ers' claims, review memorandum regarding same, legal	2.60 1,742.00

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March 17, 2014
 Page 354

U		Subordination / Recharacterization of Claims	
		research regarding same, correspondence to R. Franklin regarding same, review correspondence from S. Kim regarding same (2.6)	
09/13/13	R. Franklin	Review and revise subordination memorandum (1.0)	1.00 510.00
09/13/13	J. Murray	Conference R. Franklin regarding legal research regarding subordination of 13%ers (.5)	0.50 335.00
09/16/13	R. Franklin	Review and revise memorandum to include discussion of classification issues and effect of subordination issue on same (2.8)	2.80 1,428.00
09/17/13	R. Franklin	Review and revise subordination memorandum and include classification issues (2.5)	2.50 1,275.00
09/18/13	R. Franklin	Prepare for and attend detailed telephone conference with B. Kirkendall regarding 13%er claim (.4); analysis and evaluation regarding same (.5); continued legal research regarding definition of "investment contract" (2.1);detailed telephone conference with S. Kim regarding Brown claim and insider 13%er claims (.5); continue preparation of memorandum (2.3)	5.80 2,958.00
09/19/13	T. Hwang	Meeting R. Franklin regarding subordination and classification of claims issues	0.10 42.00
09/19/13	R. Franklin	Continued legal research regarding "investment contract" (4.8); review and revise memorandum regarding subordination and classification issues (3.0)	7.80 3,978.00

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March 17, 2014
 Page 355

		Subordination / Recharacterization of Claims		
U				
09/19/13	J. Murray	Review correspondence from R. Franklin regarding memorandum regarding subordination issues (.1)	0.10	67.00
09/20/13	R. Franklin	Legal research regarding subordination (.7)	0.70	357.00
09/20/13	J. Murray	Correspondence to committee regarding memorandum regarding subordination issues (.1)	0.10	67.00
09/23/13	T. Hwang	Review memoranda R. Franklin and J. Murray regarding issues of classification and subordination, regarding debtor's treatment of 13% claims (.2)	0.20	84.00
09/23/13	R. Franklin	Review comments from J. Murray and review and revise memorandum regarding subordination (3.2)	3.20	1,632.00
09/23/13	J. Murray	Continue preparation of memorandum regarding subordination (5.0); Review revisions to memorandum regarding subordination and interoffice conference R. Franklin regarding same (.7)	5.70	3,819.00
09/24/13	T. Hwang	Review memoranda R. Franklin regarding issues of classification and subordination	0.10	42.00
09/24/13	R. Franklin	Further legal research and revision of subordination and classification memorandum (9.0)	9.00	4,590.00
09/24/13	J. Murray	Review, analysis and evaluation correspondence from R. Franklin regarding memorandum regarding subordination of claims (.2); interoffice conference R. Franklin regarding same (.2)	0.40	268.00
09/24/13	J. Murray	Analysis and evaluation regarding correspondence from R. Franklin regarding memorandum regarding subordination issues (.1)	0.10	67.00

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 March 17, 2014
 Page 356

		Subordination / Recharacterization of Claims		
U				
09/26/13	R. Franklin	Legal research regarding equitable subordination of insider claims, review employment agreements and draft insert for memorandum regarding employee compensation claims (5.0); interoffice conference T. Hwang regarding same (.3); detailed telephone conference D. Wright regarding same (.2)	5.50	2,805.00
09/27/13	J. Murray	Review multiple correspondence from P. Marcoux regarding memorandum regarding 13%ers subordination issues and analysis and evaluation regarding same (.2)	0.20	134.00
09/27/13	J. Murray	Continue preparation of of memorandum regarding subordination of claims of 13%ers (1.2); correspondence to committee regarding same (.3)	1.50	1,005.00
11/26/13	T. Hwang	Correspondence S. Kim regarding subordination memorandum; investigation and review memorandum (.1)	0.10	42.00
11/27/13	T. Hwang	Correspondence S. Kim regarding subordination memorandum, and meeting R. Franklin regarding same (.1)	0.10	42.00
12/23/13	J. Murray	Multiple correspondence to/from team regarding legal research regarding subordination and re characterization of insider claims (.2)	0.20	134.00
Subtotal for		Subordination / Recharacterization of Claims		40,500.00

Subordination / Recharacterization of Claims

Task	Timekeeper	Rate	Hours	Amount
U	John Murray	670	12.60	8,442.00
U	Robert Franklin	510	62.20	31,722.00
U	Thomas Hwang	420	0.80	336.00
U	Total		75.60	40,500.00

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 Invoice No.: *****

 March 17, 2014
 Page 357

V		Standing Motion		
07/29/13	J. Murray	Review correspondence from G. Kaplan regarding debtor's request that committee waive right to review and object to claims and pursue litigation against insiders (.1)	0.10	67.00
01/08/14	T. Hwang	Meetings J. Murray, R. Franklin regarding case status and action items, regarding subordination and recharacterization of claims (.1); review memoranda J. Murray and R. Franklin regarding same (.1); legal research regarding subordination and regarding derivative standing and memoranda J. Murray, R. Franklin regarding same (2.6); draft motion for derivative standing (1.6)	4.40	1,848.00
01/08/14	R. Franklin	Legal research regarding standing (2.3)	2.30	1,173.00
01/08/14	J. Murray	Correspondence to/from H. Binder regarding consent to Order Shortening Time regarding Creditors Committee motion for authority to bring actions, correspondence to team regarding same (.1); multiple correspondence to team regarding actions against insiders (.8)	0.90	603.00
01/08/14	J. Murray	Review continuance from H. Binder regarding Order Shortening Time regarding standing motion, multiple correspondence to/from R. Franklin and T. Hwang regarding same (.3)	0.30	201.00
01/09/14	T. Hwang	Legal research regarding derivative standing (.5); draft motion for derivative standing (2.2); meeting R. Franklin regarding same (.1)	2.80	1,176.00
01/10/14	T. Hwang	Draft motion for derivative standing (2.8); meeting R. Franklin regarding same (.1)	2.90	1,218.00
01/10/14	J. Murray	Correspondence to/from R. Franklin and T. Hwang regarding Order Shortening Time	0.10	67.00

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 March 17, 2014
 Page 358

V.		Standing Motion		
		regarding standing motion (.1)		
01/11/14	T. Hwang	Draft motion for derivative standing	3.10	1,302.00
01/12/14	T. Hwang	Draft motion for derivative standing (2.8); draft motion for Order Shortening Time (.5)	3.30	1,386.00
01/13/14	T. Hwang	Draft, revise, finalize motion for derivative standing and review comments to same (1.0); draft motion for Order Shortening Time and supporting pleadings (1.7); correspondences J. Wesolowski regarding ex parte Motion for Order Shortening Time (.2); telephone conference with J. Wesolowski regarding same (.1); memorandum R. Franklin regarding same (.1); meeting J. Murray, R. Franklin regarding same (.1)	3.20	1,344.00
01/13/14	R. Franklin	Review and revise Motion for standing (2.1)	2.10	1,071.00
01/13/14	J. Murray	Review correspondence from R. Franklin regarding standing motion (.1); review multiple correspondence to/from J. Wesolowski and T. Hwang regarding motion for Order Shortening Time regarding standing motion (.2)	0.30	201.00
01/14/14	J. Murray	Review Court Order denying motion for Order Shortening Time regarding standing motion (.1)	0.10	67.00
01/21/14	J. Murray	Review correspondence from T. Hwang regarding hearing on standing motion (.1)	0.10	67.00
01/23/14	T. Hwang	Draft Notice regarding motion for derivative standing	0.40	168.00
01/24/14	T. Hwang	Draft, revise Notice regarding Motion for standing (.6), and investigation regarding service parties (.5); memorandum J. Murray, R. Franklin regarding same (.1)	1.20	504.00

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March 17, 2014
 Page 359

V		Standing Motion	
01/24/14	J. Murray	Review correspondence from T. Hwang regarding notice of hearing on standing motion (.1); review correspondence from S. Bloomer regarding notice parties regarding standing motion, analysis and evaluation regarding same (.2)	0.30 201.00
01/27/14	T. Hwang	Analysis and evaluation regarding notice and motion for derivative standing (.3)	0.30 126.00
01/28/14	T. Hwang	Correspondence Committee regarding Motion for derivative standing (.3); micellaneous of same (.3)	0.60 252.00
01/28/14	J. Murray	Review correspondence to Creditors Committee regarding notice parties regarding standing motion (.1)	0.10 67.00
01/29/14	T. Hwang	Review and evaluation correspondences K. Beresford, M. Brown and evaluation and investigation Debtor pleadings regarding potential parties to derivative actions, and prepare service list regarding motion for derivative standing (1.9); memoranda J. Murray regarding same, regarding ownership of entities (.2)	2.10 882.00
01/29/14	J. Murray	Review correspondence from M. Brown regarding standing motion (.1)	0.10 67.00
01/29/14	J. Murray	Multiple correspondence to/from R. Franklin and T. Hwang regarding service parties for standing motion (.1)	0.10 67.00
02/12/14	J. Murray	Commence review of debtor's Opposition to standing motion (.4)	0.40 268.00
02/12/14	T. Hwang	Review Debtor opposition to Motion for derivative standing (.2); review opposition of S. Venkidu regarding same (.1)	0.30 126.00
02/13/14	J. Murray	Preliminary review of debtor's and Venkidu's Opposition to standing motion	0.40 268.00

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 March 17, 2014
 Page 360

V	Standing Motion		
	(.4)		
02/18/14 T. Hwang	Draft reply to opposition to motion for derivative standing (7.3); conference R. Franklin regarding same (.1); memorandum R. Franklin regarding same (.1)	7.50	3,150.00
02/18/14 T. Hwang	Meeting R. Franklin regarding motion for derivative standing and Committee Plan of Reorganization (.2)	0.20	84.00
02/18/14 R. Franklin	Review Debtor's and Venkidu's opposition to standing motion (.5); legal research re standard and cases cited by Debtor (1.4); continue preparation of Reply brief (2.1); interoffice conference T. Hwang regarding same (.3)	4.30	2,193.00
02/19/14 T. Hwang	Review comments and draft, revise and finalize reply to opposition to motion for derivative standing (3.4); memoranda R. Franklin regarding same (.1); meeting R. Franklin regarding same (.2)	3.70	1,554.00
02/19/14 T. Hwang	Continue preparation of Application for Compensation	0.40	168.00
02/19/14 R. Franklin	Continue preparation of reply to Debtor's and Venkidu's Opposition (1.5); review and revise Reply (.6); interoffice conference T. Hwang regarding same (.3)	2.40	1,224.00
02/21/14 J. Murray	Correspondence to R. Franklin regarding standing motion (.1)	0.10	67.00
02/25/14 J. Murray	Commence preparation for hearing on standing motion (1.6)	0.60	402.00
Subtotal for	Standing Motion		23,629.00

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March 17, 2014
Page 361

Standing Motion

Task	Timekeeper	Rate	Hours	Amount
V	John Murray	670	4.00	2,680.00
V	Robert Franklin	510	11.10	5,661.00
V	Thomas Hwang	420	36.40	15,288.00
V	Total		51.50	23,629.00

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Judge: Honorable Stephen L. Johnson

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EXHIBIT COVER

Case Administration

Task	Timekeeper	Rate	Hours	Amount	
A	John Murray		670	34.40	23,048.00
A	Robert Franklin		510	16.50	8,415.00
A	Thomas Hwang		420	10.50	4,410.00
A	Total		61.40		35,873.00

Internal Communications and Case Management

Task	Timekeeper	Rate	Hours	Amount	
Ba	John Murray		670	3.40	2,278.00
Ba	Robert Franklin		510	4.50	2,295.00
Ba	Thomas Hwang		420	4.70	1,974.00
Ba	Total		12.60		6,547.00

Communications With Committee

Task	Timekeeper	Rate	Hours	Amount	
Bb	Erin Darda		300	3.60	1,080.00
Bb	John Murray		670	98.30	65,861.00
Bb	Robert Franklin		510	50.90	25,959.00
Bb	Thomas Hwang		420	37.90	15,918.00
Bb	Total		190.70		108,818.00

Committee Meeting Minutes

Task	Timekeeper	Rate	Hours	Amount	
Bc	Erin Darda		300	2.20	660.00
Bc	John Murray		670	13.30	8,911.00
Bc	Robert Franklin		510	6.50	3,315.00
Bc	Thomas Hwang		420	99.90	41,958.00
Bc	Total		121.90		54,844.00

Communications With Debtor

Task	Timekeeper	Rate	Hours	Amount	
C	Erin Darda		300	8.20	2,460.00
C	John Murray		670	9.00	6,030.00
C	Robert Franklin		510	1.30	663.00
C	Thomas Hwang		420	0.50	210.00
C	Total		19.00		9,363.00

Communications With Third Parties

Task	Timekeeper	Rate	Hours	Amount	
D	John Murray		670	4.40	2,948.00
D	Robert Franklin		510	0.90	459.00
D	Thomas Hwang		420	2.90	1,218.00
D	Total		8.20		4,625.00

Employment of Professionals - Forensic Accountant

Task	Timekeeper	Rate	Hours	Amount	
Ea	John Murray		670	10.40	6,968.00

Ea	Robert Franklin	510	6.10	3,111.00
Ea	Thomas Hwang	420	8.10	3,402.00
Ea	Total		24.60	13,481.00

Employment of Professionals - Dorsey & Whitney LLP

Task	Timekeeper	Rate	Hours	Amount	
Eb	John Murray		670	9.10	6,097.00
Eb	Thomas Hwang		420	6.90	2,898.00
Eb	Total		16.00	8,995.00	

Employment of Professionals - Debtor's Professional

Task	Timekeeper	Rate	Hours	Amount	
Ec	John Murray		670	10.80	7,236.00
Ec	Robert Franklin		510	7.70	3,927.00
Ec	Thomas Hwang		420	29.90	12,558.00
Ec	Total		48.40	23,721.00	

Financial Pleadings

Task	Timekeeper	Rate	Hours	Amount	
F	John Murray		670	5.10	3,417.00
F	Robert Franklin		510	1.30	663.00
F	Thomas Hwang		420	7.30	3,066.00
F	Total		13.70	7,146.00	

Investigation / Diligence re Debtor

Task	Timekeeper	Rate	Hours	Amount	
G	Erin Darda		300	0.20	60.00
G	John Murray		670	21.70	14,539.00
G	Robert Franklin		510	68.10	34,731.00
G	Thomas Hwang		420	9.80	4,116.00
G	Total		99.80	53,446.00	

Investigation/Diligence re Debtor - Non Disclosure

Task	Timekeeper	Rate	Hours	Amount	
Ga	John Murray		670	4.70	3,149.00
Ga	Robert Franklin		510	29.80	15,198.00
Ga	Thomas Hwang		420	1.10	462.00
Ga	Total		35.60	18,809.00	

Motion for Relief from Stay

Task	Timekeeper	Rate	Hours	Amount	
H	John Murray		670	17.80	11,926.00
H	Robert Franklin		510	1.90	969.00
H	Thomas Hwang		420	6.60	2,772.00
H	Total		26.30	15,667.00	

Executory Contracts and Licenses

Task	Timekeeper	Rate	Hours	Amount
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I	John Murray	670	12.10	8,107.00
I	Robert Franklin	510	28.40	14,484.00
I	Thomas Hwang	420	15.00	6,300.00
I	Total		55.50	28,891.00

Compensation of Professionals - Dorsey & Whitney LL

Task	Timekeeper	Rate	Hours	Amount
J	John Murray	670	55.80	37,386.00
J	Robert Franklin	510	1.30	663.00
J	Thomas Hwang	420	9.50	3,990.00
J	Total		66.60	42,039.00

Compensation of Professionals - Binder & Malter LLP

Task	Timekeeper	Rate	Hours	Amount
Ja	John Murray	670	0.30	201.00
Ja	Total		0.30	201.00

Settlement Procedures Motion

Task	Timekeeper	Rate	Hours	Amount
Ka	Erin Darda	300	1.00	300.00
Ka	John Murray	670	14.80	9,916.00
Ka	Robert Franklin	510	12.40	6,324.00
Ka	Thomas Hwang	420	14.80	6,216.00
Ka	Total		43.00	22,756.00

Settlements

Task	Timekeeper	Rate	Hours	Amount
Kb	John Murray	670	44.80	30,016.00
Kb	Robert Franklin	510	7.10	3,621.00
Kb	Thomas Hwang	420	11.90	4,998.00
Kb	Total		63.80	38,635.00

Cash Collateral

Task	Timekeeper	Rate	Hours	Amount
L	John Murray	670	45.20	30,284.00
L	Robert Franklin	510	59.60	30,396.00
L	Thomas Hwang	420	16.10	6,762.00
L	Total		120.90	67,442.00

Mediation

Task	Timekeeper	Rate	Hours	Amount
M	John Murray	670	58.20	38,994.00
M	Robert Franklin	510	49.80	25,398.00
M	Thomas Hwang	420	19.30	8,106.00
M	Total		127.30	72,498.00

Negotiations With Debtor - Pre-Mediation

Task	Timekeeper	Rate	Hours	Amount
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Na	John Murray	670	9.50	6,365.00
Na	Robert Franklin	510	7.30	3,723.00
Na	Thomas Hwang	420	6.10	2,562.00
Na	Total		22.90	12,650.00

Negotiations With Debtor - Post-Mediation

Task	Timekeeper	Rate	Hours	Amount	
Nb	John Murray		670	83.00	55,610.00
Nb	Robert Franklin		510	10.40	5,304.00
Nb	Thomas Hwang		420	14.40	6,048.00
Nb	Total			107.80	66,962.00

Exclusivity

Task	Timekeeper	Rate	Hours	Amount	
O	John Murray		670	11.20	7,504.00
O	Robert Franklin		510	17.00	8,670.00
O	Thomas Hwang		420	4.80	2,016.00
O	Total			33.00	18,190.00

Debtor's Plan

Task	Timekeeper	Rate	Hours	Amount	
P	Erin Darda		300	9.50	2,850.00
P	John Murray		670	95.40	63,918.00
P	Robert Franklin		510	43.70	22,287.00
P	Thomas Hwang		420	45.80	19,236.00
P	Total			194.40	108,291.00

Debtor's Disclosure Statement

Task	Timekeeper	Rate	Hours	Amount	
Pa	John Murray		670	19.20	12,864.00
Pa	Robert Franklin		510	64.80	33,048.00
Pa	Thomas Hwang		420	36.40	15,288.00
Pa	Total			120.40	61,200.00

Committee's Plan

Task	Timekeeper	Rate	Hours	Amount	
Q	John Murray		670	19.00	12,730.00
Q	Robert Franklin		510	22.90	11,679.00
Q	Thomas Hwang		420	55.30	23,226.00
Q	Total			97.20	47,635.00

Committee's Disclosure Statement

Task	Timekeeper	Rate	Hours	Amount	
Qa	John Murray		670	3.70	2,479.00
Qa	Robert Franklin		510	46.80	23,868.00
Qa	Thomas Hwang		420	22.90	9,618.00
Qa	Total			73.40	35,965.00

Trustee / Contempt Motion

Task	Timekeeper	Rate	Hours	Amount	
R	John Murray		670	86.70	58,089.00
R	Robert Franklin		510	19.50	9,945.00
R	Thomas Hwang		420	33.90	14,238.00
R	Total			140.10	82,272.00

Claims

Task	Timekeeper	Rate	Hours	Amount	
S	John Murray		670	10.40	6,968.00
S	Robert Franklin		510	27.60	14,076.00
S	Thomas Hwang		420	27.80	11,676.00
S	Total			65.80	32,720.00

Objections to Claims

Task	Timekeeper	Rate	Hours	Amount	
T	John Murray		670	0.50	335.00
T	Thomas Hwang		420	10.60	4,452.00
T	Total			11.10	4,787.00

Subordination / Recharacterization of Claims

Task	Timekeeper	Rate	Hours	Amount	
U	John Murray		670	12.60	8,442.00
U	Robert Franklin		510	62.20	31,722.00
U	Thomas Hwang		420	0.80	336.00
U	Total			75.60	40,500.00

Standing Motion

Task	Timekeeper	Rate	Hours	Amount	
V	John Murray		670	4.00	2,680.00
V	Robert Franklin		510	11.10	5,661.00
V	Thomas Hwang		420	36.40	15,288.00
V	Total			51.50	23,629.00

Total without Task W**1,168,598.00****Pre-Engagement: Through 4/2/13**

Task	Timekeeper	Rate	Hours	Amount	
W	John Murray		670	27.00	18,090.00
W	Thomas Hwang		420	2.60	1,092.00
W	Total			29.60	19,182.00

Total with Task W**1,187,780.00**