

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

In re: WASHINGTON MUTUAL, INC. <i>et al.</i> , Debtors.	Chapter 11 Case No. 08-12229 (MFW) Objection Deadline: 7/8/09 at 4:00 p.m. EST
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**SEVENTH MONTHLY APPLICATION OF PEPPER HAMILTON LLP,
CO-COUNSEL FOR THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS,
FOR COMPENSATION AND REIMBURSEMENT OF EXPENSES INCURRED FOR
THE PERIOD APRIL 1, 2009 THROUGH APRIL 30, 2009**

Name of Applicant: Pepper Hamilton LLP

Authorized to provide professional services to: Co-Counsel to the Official Committee of Unsecured Creditors

Date of Retention: November 26, 2008 *nunc pro tunc* to October 15, 2008

Period for which compensation and reimbursement are sought: April 1, 2009 through April 30, 2009

Amount of compensation sought as actual, reasonable, and necessary: \$94,698.50

Amount of expense reimbursement sought as actual, reasonable, and necessary: \$5,119.92

This is an: monthly interim final application.

The Applicant intends to seek compensation in connection with the preparation of this Application at a later date.



If this is not the first application filed, disclose the following for each prior application:

<u>Date Filed</u>	<u>Period Covered</u>	<u>Requested Fees, Expenses</u>	<u>Approved Fees, Expenses</u>
12/1/08 (Dkt. No. 367)	10/15/08 – 10/31/08	\$156,207.25 (fees) \$2,274.11 (expenses)	\$156,207.25 (fees) \$2,274.11 (expenses)
1/6/09 (Dkt. No. 540)	11/1/08 - 11/30/08	\$354,558.75 (fees) \$14,908.11 (expenses)	\$354,558.75 (fees) \$14,908.11 (expenses)
2/2/09 (Dkt. No. 636)	12/1/08 12/31/08	\$214,419.32 (fees) \$15,956.38 (expenses)	\$214,419.32 (fees) \$15,956.38 (expenses)
3/6/09 (Dkt. No. 748)	1/1/09 - 1/31/09	\$103,622.00 (fees) \$65,894.44 (expenses)	\$103,622.00 (fees) \$65,894.44 (expenses)
4/1/09 (Dkt. No. 833)	2/1/09 - 2/28/09	\$120,089.00 (fees) \$3,598.72 (expenses)	
5/1/09 (Dkt. No. 977)	3/1/09 - 3/31/09	\$78,106.00 (fees) \$7,445.77 (expenses)	

COMPENSATION BY TIMEKEEPER

<u>Name of Professional Person</u>	<u>Position With the Applicant and Number of Years in That Position</u>	<u>Hourly Billing Rate (Including Changes)</u>	<u>Total Billed Hours</u>	<u>Total Compensation</u>
Laurence Z. Shiekman	Partner (31 years) J.D. 1971	\$680.00	54.80	\$37,264.00
Timothy R. McTaggart	Partner (10 years) J.D. 1985	\$670.00	22.60	\$15,142.00
Annette M. Ahlers	Partner (6 years) J.D. 1990/ LL.M. 1992	\$665.00	1.60	\$1,064.00
David B. Stratton	Partner (20 years) J.D. 1978	\$650.00	32.70	\$21,255.00
Elizabeth S. Campbell	Of Counsel (9 years) J.D. 1999	\$420.00	23.00	\$9,660.00
Travis P. Nelson	Associate (8 years) J.D. 2001	\$450.00	10.30	\$4,635.00
Evelyn J. Meltzer	Associate (8 years) J.D. 2001	\$375.00	3.00	\$1,125.00
John H. Schanne, II	Associate (6 months) J.D. 2008	\$240.00	2.40	\$576.00
J. Helen Cook	Senior Paralegal	\$215.00	17.50	\$3,762.50
David Smith	Document Clerk	\$50.00	4.30	\$215.00

COMPENSATION BY PROJECT CATEGORY

<u>Project Category</u>	<u>Total Hours</u>	<u>Total Fees</u>
Case Administration	5.10	\$474.00
General Creditor Inquiries	0.50	\$187.50
Asset Analysis and Recovery	25.50	\$14,811.00
Relief From Stay/ Adequate Protection Proceedings	0.80	\$205.50
Creditors' Committee	11.10	\$7,143.00
Court Hearings	2.10	\$836.00
Fees	13.30	\$3,617.00
Fees/ Objections	2.30	\$494.50
Employment of Professionals	1.90	\$456.50
Assumption/ Rejection of Leases and Contracts	0.20	\$75.00
General Litigation	99.40	\$60,568.50
Non-Working Travel	9.60	\$5,625.00
Business Operations	0.20	\$130.00
Plan and Disclosure Statement	0.20	\$75.00
TOTAL HOURS:	172.20	
TOTAL FEES:	\$94,698.50	
BLENDED RATE:	\$549.93	

EXPENSE SUMMARY

<u>Expense Category</u>	<u>Service Provider</u>	<u>Total Expenses</u>
Duplicating and Reproduction	(Internal)	\$805.90
	PARCELS, Inc.	\$962.00
Messenger Service		\$52.50
Overnight Courier		\$144.39
Postage		\$619.81
Telephone		\$18.25
Local Transportation		\$349.00
Database Research		\$1,376.02
Reference Service	PACER	\$84.32
Reporting Service	J&J Court Transcribers	\$6.30
Filing Service	PARCELS, Inc.	\$10.88
Travel Expenses		\$682.80
Meals		\$7.75
TOTAL EXPENSES:		\$5,119.92

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

In re: WASHINGTON MUTUAL, INC. <i>et al.</i> , Debtors.	Chapter 11 Case No. 08-12229 (MFW) Objection Deadline: 7/8/09 at 4:00 p.m. EST
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**SEVENTH MONTHLY APPLICATION OF PEPPER HAMILTON LLP,
CO-COUNSEL FOR THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS,
FOR COMPENSATION AND REIMBURSEMENT OF EXPENSES INCURRED FOR
THE PERIOD APRIL 1, 2009 THROUGH APRIL 30, 2009**

For its Seventh Monthly Application for Compensation and Reimbursement of Expenses (the “Application”) Pepper Hamilton LLP (the “Applicant”), Co-Counsel to the Official Committee of Unsecured Creditors (the “Committee”), respectfully represents as follows:

A. BACKGROUND

1. On September 26, 2008 (the “Petition Date”), the Debtors filed voluntary petitions for relief under chapter 11 of title 11 of the United States Code (the “Bankruptcy Code”).
2. Pursuant to 11 U.S.C. §§ 1107(a) and 1108, the Debtors continue to operate their businesses and manage their properties as a debtors-in-possession.
3. On October 15, 2008, the Office of the United States Trustee appointed the Committee pursuant to 11 U.S.C. § 1102. Pursuant to Section 1103(a) of the Bankruptcy Code, the Committee has selected Akin Gump Strauss Hauer & Feld LLP (“Akin Gump”) to serve as its lead counsel and Pepper Hamilton to serve as its Delaware counsel.

4. On November 26, 2008, the Court entered an Order Pursuant to 11 U.S.C. §§ 328(a) and 1103 Authorizing and Approving Employment and Retention of Pepper Hamilton LLP as Delaware Counsel to the Official Committee of Unsecured Creditors (Docket No. 358; the “Retention Order”). A copy of the Retention Order is attached hereto as Exhibit A.

5. Applicant has rendered services on behalf of the Committee from April 1, 2009 through April 30, 2009 totaling 172.20 hours, and in connection therewith requests allowance of interim compensation in the amount of \$98,698.50 and reimbursement of expenses in the amount of \$5,119.92.

6. The Debtors have paid Applicant \$1,038,440.85 for services rendered and expenses incurred from the commencement of this case through March 31, 2009.

7. Applicant maintains contemporaneous records of the time expended for the professional services and expenses related thereto performed in connection with these Chapter 11 cases and such records are maintained in the ordinary course of its business. These records provide a detailed description of the services rendered and expenses incurred during the period for which this Application is being made. Applicant's time records in the sum of \$98,698.50 regarding the Chapter 11 proceedings are annexed hereto as Exhibit B

B. DESCRIPTION OF SERVICES AND EXPENSES AND RELIEF REQUESTED

8. Applicant's services on behalf of the Committee are described in detail in Exhibit A. In general, Applicant has assisted co-counsel in representing the Committee in all aspects of the Debtor's bankruptcy proceedings, including, without limitations, the following:

a. Advise co-counsel and the Committee with respect to its rights, duties and powers in this case;

b. assist and advise co-counsel and the Committee in its consultations with the Debtor, and other parties in interest, relating to the administration of this case;

c. assist co-counsel and the Committee in analysis of FDIC, receivership and regulatory issues related to the interests of unsecured creditors;

d. assist and advise co-counsel and the Committee in its investigation of the acts, conduct, assets, liabilities and financial condition of the Debtor and other parties involved with the Debtor, and of the operation of the Debtor's businesses; and;

e. advise co-counsel and the Committee respecting local standards, rules, practices and procedures.

9. To assist the Court in its review of the fees sought by Applicant, Applicant has separated its time entries in Exhibit B into the following categories:

a. Case Administration. This category includes time spent by Applicant in connection with the performance of its duties as counsel for the Committee which do not fall within any of the more specific categories discussed below. Time in this category was incurred maintaining pleadings files; updating a critical dates calendar; revising the 2002 service list; and other services of a miscellaneous nature necessary for the management of these cases. The total fees sought under this category for the period April 1, 2009 through April 30, 2009 are \$474.00. The detailed time entries of Applicant's professionals which fall within this category are attached as Exhibit B.1.

b. General Creditor Inquiries. This category includes time spent by Applicant's professionals responding to telephone calls received from creditors and other interested parties inquiring about the status of the case and other matters of a general nature. Where possible, Applicant made every effort to have qualified professionals with the lowest billing rates or administrative personnel respond to creditor inquiries. The total fees sought under this category for the period April 1, 2009 through April 30, 2009 are \$187.50. The

detailed time entries of Applicant's professionals which fall within this category are attached as Exhibit B.2.

c. Asset Analysis and Recovery. Entries in this category include times spent in the review of and research regarding FDIC, receivership and regulatory issues related to the interests of unsecured creditors. The total fees sought under this category for the period April 1, 2009 through April 30, 2009 are \$14,811.00. The detailed time entries of Applicant's professionals which fall within this category are attached as Exhibit B.3.

d. Relief From Stay/ Adequate Protection Proceedings. Time in this category was spent in research regarding violations of the automatic stay. The total fees sought under this category for the period April 1, 2009 through April 30, 2009 are \$205.50. The detailed time entries of Applicant's professionals which fall within this category are attached as Exhibit B.4.

e. Creditors' Committee. This category includes time spent by Applicant in representing the Committee's interests with respect to various matters including Committee meetings, strategic planning, telephone conferences, committee meetings and communications with co-counsel. The total fees sought under this category for the period April 1, 2009 through April 30, 2009 are \$7,143.00. The detailed time entries of Applicant's professionals which fall within this category are attached as Exhibit B.5.

f. Court Hearings. This category includes time spent preparing for and attending numerous hearings. The total fees sought under this category for the period April 1, 2009 through April 30, 2009 are \$836.00. The detailed time entries of Applicant's professionals which fall within this category are attached as Exhibit B.6.

g. Fees. Entries in this category include time spent in the preparation and filing of Applicant's Sixth Application for Compensation and Reimbursement of Expenses. Applicant also spent 2.5 hours in the coordination of the filing and service of the applications for compensation of the Committee's other retained professionals. The total fees sought under this category for the period April 1, 2009 through April 30, 2009 are \$3,617.0050. The detailed time entries of Applicant's professionals which fall within this category are attached as Exhibit B.7.

h. Fees/ Objections. Entries in this category include in the preparation, filing and service of Certificates of No Objection regarding various applications for compensation and reimbursement of expenses filed by the Committee's professionals. The total fees sought under this category for the period April 1, 2009 through April 30, 2009 are \$494.50. The detailed time entries of Applicant's professionals which fall within this category are attached as Exhibit B.8.

i. Employment of Professionals. This category includes time spent in connection with the continued retention of Applicant as co-counsel to the Committee, including the preparation and filing of supplemental verified statements in support of Applicant's retention. The total fees sought under this category for the period April 1, 2009 through April 30, 2009 are \$456.50. The detailed time entries of Applicant's professionals which fall within this category are attached as Exhibit B.9.

j. Assumption/ Rejection of Leases/ Contracts. Entries in this category include time spent in the review of various notices to reject leases and contracts. The total fees sought under this category for the period April 1, 2009 through April 30, 2009 are \$75.00. The detailed time entries of Applicant's professionals which fall within this category are attached as Exhibit B.10.

k. General Litigation. This category includes time spent in the review of certain adversary proceedings and litigation issues related thereto and in the preparation and filing of a motion to intervene in the litigation. The total fees sought under this category for the period April 1, 2009 through April 30, 2009 are \$60,568.50. The detailed time entries of Applicant's professionals which fall within this category are attached as Exhibit B.11.

l. Non-Working Travel. This category includes travel time expended by Applicant in travel to and from New York for meetings with the Debtors and other parties. The entries submitted herein for non-working travel are requested at 50% of the billed value as permitted under Del.Bankr.LR 2016-2(d)(viii). The total fees sought under this category for the period April 1, 2009 through April 30, 2009 are \$5,625.00. The detailed time entries of Applicant's professionals which fall within this category are attached as Exhibit B.12.

k. Business Operations. Time in this category was spent in the review of the Bank of New York indemnification letter. The total fees sought under this category for the period April 1, 2009 through April 30, 2009 are \$130.00. The detailed time entries of Applicant's professionals which fall within this category are attached as Exhibit B.13.

l. Plan and Disclosure Statement. This category includes time spent in the review of the motion to extend the Debtors' exclusive period in which to file a Plan and Disclosure Statement. The total fees sought under this category for the period April 1, 2009 through April 30, 2009 are \$75.00. The detailed entries of Applicant's professionals which fall within this category are attached as Exhibit B.14.

10. The foregoing general description of services rendered in specific areas is not intended to be exhaustive of the scope of Applicant's activities on behalf of the Committee in

this case. The time records attached as Exhibit B present more completely the work performed by Applicant in each billing category during the period covered by this Application.

11. Applicant believes that the services rendered during the period April 1, 2009 through April 30, 2009 on behalf of the Committee are reasonably worth the sum of \$94,698.50, and Applicant requests the allowance of such sum. The blended hourly rate for all services rendered by Applicant during this period is \$549.93.

12. Applicant further requests reimbursement of costs expended on behalf of the Committee for the period ending April 30, 2009 in connection with this Chapter 11 proceeding in the sum of \$5,119.92 as set forth in the summary attached as Exhibit C.

13. The expenses incurred by Applicant may include long distance telephone calls, over-night delivery, travel expenses, local messenger service, meals, facsimiles, postage, duplicating, and computerized legal research charges, all of which Applicant normally bills to its non-bankruptcy clients at rates calculated to compensate Applicant for only the actual cost of the expense. The rate Applicant charges for photocopying is \$0.10 per page and out-going facsimile transmission charges are \$1.00 per page. Applicant does not charge for incoming facsimiles. Consistent with the firm's charges to non-bankruptcy clients, where Applicant's Court Liaison Department handles electronic filings with the Court, Applicant charges a \$10.00 filing fee.

14. As outlined above, the attorneys who worked on these cases from April 1, 2009 through April 30, 2009 have various levels of expertise. From time to time these attorneys consulted with each other and other attorneys on different aspects of the case. It is submitted that this is a more efficient way to run a case than to expect a single attorney to be an expert in all applicable areas of law. If a single attorney were to attempt to run a case such as this, the attorney would have to learn through research what other attorneys know and can tell him based

on their years of knowledge and experience. The primary attorneys and their areas of expertise are listed on Exhibit D attached hereto.

15. Applicant has reviewed the requirements of Del.Bankr.LR 2016-2 and believes that this Application complies with the requirements of the same.

WHEREFORE, Applicant prays this Court enter an Order allowing Applicant interim compensation from in the sum of \$94,698.50 and reimbursement of costs expended through April 30, 2009 in the sum of \$5,119.92, directing prompt payment of the same by the Debtors to the extent not previously paid, and granting such other and further relief as may be just.

Dated: June 18, 2009
Wilmington, Delaware

PEPPER HAMILTON LLP

/s/ David B. Stratton
David B. Stratton (DE No. 960)
David M. Fournier (DE No. 2812)
Evelyn J. Meltzer (DE No. 4581)
Hercules Plaza, Suite 5100
1313 N. Market Street
Wilmington, Delaware 19801
(302) 777-6500
Fax: (302) 421-8390

*Co-Counsel for the Official Committee of
Unsecured Creditors*

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

In re: : Chapter 11
: :
WASHINGTON MUTUAL, INC., *et al.* : Case No. 08-12229 (MFW)
: (Jointly Administered)
: :
Debtors. : **Hearing Date: To be scheduled by the Debtors.**
: **Objection Deadline: 7/8/2009 at 4:00 p.m.**

NOTICE OF APPLICATION

TO: U.S. Trustee; Debtors, and Counsel to the Debtors.

Pepper Hamilton LLP, co-counsel to the Official Committee of Unsecured Creditors, (hereinafter referred to as “Applicant”) has filed its **Seventh Monthly Application for Compensation and Reimbursement of Expenses Incurred for the Period April 1, 2009 Through April 30, 2009** (the “Application”).

You are required to file a response to the attached Application on or before **July 8, 2009 at 4:00 p.m. (Prevailing Eastern Time)**.

At the same time, you must also serve a copy of the response upon the following parties:

David B. Stratton, Esq.
David M. Fournier, Esq.
Evelyn J. Meltzer, Esq.
PEPPER HAMILTON LLP
Hercules Plaza, Suite 5100
1313 Market Street,
P.O. Box 1709
Wilmington, Delaware 19899-1709

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1301 Second Avenue, WMC3301
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Marcia L. Goldstein, Esq.
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RICHARDS LAYTON & FINGER, P.A.
One Rodney Square
920 North King Street
Wilmington, Delaware 19801

Joseph McMahon, Esq.
OFFICE OF THE UNITED STATES TRUSTEE
844 King Street
Suite 2207, Lockbox 35
Wilmington, Delaware 19801

A HEARING ON THE APPLICATION WILL BE SCHEDULED at the Court's convenience before the Honorable Mary F. Walrath, United States Bankruptcy Court for the District of Delaware, 824 Market Street, Wilmington, Delaware 19801.

IF YOU FAIL TO RESPOND IN ACCORDANCE WITH THIS NOTICE, THE COURT MAY GRANT THE RELIEF DEMANDED IN THE APPLICATION WITHOUT FURTHER NOTICE OR HEARING.

Date: June 18, 2009
Wilmington, Delaware

/s/ David B. Stratton
David B. Stratton (DE No. 960)
David M. Fournier (DE No. 2812)
Evelyn J. Meltzer (DE No. 4581)
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*Counsel to the Official Committee of Unsecured
Creditors*

EXHIBIT A

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re: WASHINGTON MUTUAL, INC. <i>et al.</i> , Debtors.	Chapter 11 Case No. 08-12229 (MFW) Related D.I. 259
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ORDER PURSUANT TO 11 U.S.C. §§ 328(A) AND 1103 AUTHORIZING AND
APPROVING THE EMPLOYMENT AND RETENTION OF PEPPER HAMILTON LLP
AS DELAWARE COUNSEL TO THE OFFICIAL COMMITTEE
OF UNSECURED CREDITORS

UPON CONSIDERATION OF the Application (the "Application") of the Official Committee of Unsecured Creditors (the "Committee") of the above-captioned debtors and debtors-in-possession (the "Debtors"), for an order, pursuant to 11 U.S.C. §§ 328(a) and 1103 and Federal Rules of Bankruptcy Procedure 2014(a) and 2016, authorizing the Committee to employ and retain the law firm of Pepper Hamilton LLP ("Pepper Hamilton") as its Delaware counsel *nunc pro tunc* to October 15, 2008; and upon the affidavit of David B. Stratton, Esquire, a partner of the firm of Pepper Hamilton (the "Affidavit"); and the Court finding based on the representations made in the Application and the Affidavit that Pepper Hamilton is a disinterested person as that term is defined under section 101(14) of the Bankruptcy Code, Pepper Hamilton does not hold or represent an interest adverse to the Debtors' estates with respect to the matters on which Pepper Hamilton is retained, and the employment of Pepper Hamilton as co-counsel to the Committee is appropriate; and after due deliberation and sufficient cause appearing therefore, it is hereby

ORDERED, ADJUDGED AND DECREED THAT:

1. Pursuant to §§ 328 and 1103 of the Bankruptcy Code, the Committee is hereby authorized and empowered to employ the firm of Pepper Hamilton, *nunc pro tunc* to

October 15, 2008, as its co-counsel in this Chapter 11 case, and Pepper Hamilton is authorized to perform the services set forth in the Application.

2. Pepper Hamilton shall be compensated in accordance with the procedures set forth in §§ 330 and 331 of the Bankruptcy Code, the applicable Federal Rules of Bankruptcy Procedure, the rules of this Court, and such other procedures as may be fixed by order of this Court.

Dated: Nov. 26, 2008
Wilmington, Delaware



THE HONORABLE MARY F. WALRATH
UNITED STATES BANKRUPTCY JUDGE

EXHIBIT B

EXHIBIT B.1

Time Detail by Task Code

TASK CODE: B110 Case Administration

<u>Date</u>	<u>Name</u>	<u>Services</u>	<u>Time</u>	<u>Rate</u>	<u>Fees</u>
04/01/09	J.H. Cook	Review 2002 list on KCC site.	0.10	215.00	21.50
04/03/09	D. Smith	Review and organize pleadings file.	0.30	50.00	15.00
04/06/09	D. Smith	Review and organize pleadings file.	0.20	50.00	10.00
04/08/09	D. Smith	Review docket and organize pleadings file.	0.80	50.00	40.00
04/16/09	J.H. Cook	Updates to 2002 service list.	0.20	215.00	43.00
04/16/09	D. Smith	Review docket and organize pleadings file.	1.00	50.00	50.00
04/22/09	D. Smith	Review docket and organize pleadings file.	0.80	50.00	40.00
04/23/09	D. Smith	Review and organize pleadings file.	0.20	50.00	10.00
04/27/09	D. Smith	Review docket and organize pleadings file.	1.00	50.00	50.00
04/29/09	J.H. Cook	Filing of miscellaneous Affidavits of Service.	0.30	215.00	64.50
04/30/09	D. Stratton	Review notices of e-filing.	0.20	650.00	130.00
Total B110 Case Administration			5.10		474.00

EXHIBIT B.2

Washington Mutual Official Committee of Unsecured Creditors
Client/Matter Number: 135495.00002
May 29, 2009

Invoice: 10554087
Page 4

TASK CODE: B112 General Creditor Inquiries

<u>Date</u>	<u>Name</u>	<u>Services</u>	<u>Time</u>	<u>Rate</u>	<u>Fees</u>
04/29/09	E. Meltzer	Telephone call to creditor re proof of claim.	0.10	375.00	37.50
04/30/09	E. Meltzer	Confer with creditors re proof of claims.	0.40	375.00	150.00
Total B112 General Creditor Inquiries			0.50		187.50

EXHIBIT B.3

TASK CODE: B120 Asset Analysis and Recovery

<u>Date</u>	<u>Name</u>	<u>Services</u>	<u>Time</u>	<u>Rate</u>	<u>Fees</u>
04/01/09	T.R. McTaggart	Emails to F. Hodara re [Redacted] (.3); review [Redacted] (.6); review email on status from D. Stratton (.1).	1.00	670.00	670.00
04/01/09	T.P. Nelson	Research and report on [Redacted] (1.8); research and report on [Redacted] (2.0).	3.80	450.00	1,710.00
04/03/09	T.P. Nelson	Review and report on past issues for relevance to pending matter.	1.50	450.00	675.00
04/05/09	T.P. Nelson	Research examples.	1.50	450.00	675.00
04/06/09	T.R. McTaggart	Email from F. Hodara re case management (.2); case management email review from Akin team (.7).	0.90	670.00	603.00
04/21/09	A. Ahlers	Email correspondence and review of final draft of [Redacted]	0.80	665.00	532.00
04/21/09	T.R. McTaggart	Review emails from Quinn firm (.2); telephone call with D. Ellsberg, Quinn firm (.3); email/telephone call with T. Nelson re FOIA inquiries (.1).	0.60	670.00	402.00
04/22/09	A. Ahlers	Coordinating follow-up [Redacted] information on [Redacted] and follow-up discussion with H. Jacobson on [Redacted].	0.60	665.00	399.00
04/22/09	A. Ahlers	Review order exception emails.	0.20	665.00	133.00

04/22/09	T.R. McTaggart	Review Pepper FOIA requests (.6); email to J. Catanzarite and T. Nelson re same (.2); review materials from T. Nelson (.6).	1.40	670.00	938.00
04/22/09	T.P. Nelson	Research and assemble FOIA documents.	1.00	450.00	450.00
04/22/09	T.P. Nelson	Research and assemble FOIA documents.	0.50	450.00	225.00
04/23/09	T.R. McTaggart	Review FOIA information (.8); email to T. Nelson re FOIA documents (.4); provide FOIA information to D. Elsberg (.8); further review of FOIA information from T. Nelson (.7); email to T. Nelson re FOIA documents (.1); further FOIA document review (.4); transmission of same (.3).	3.50	670.00	2,345.00
04/23/09	T.P. Nelson	Assemble FOIA responsive materials; conference with FDIC FOIA staff.	2.00	450.00	900.00
04/24/09	T.R. McTaggart	Review email from R. Johnson re deposit issues (.3).	0.30	670.00	201.00
04/27/09	T.R. McTaggart	Review R. Johnson email re deposits (.2); further review of deposit-related email (.3).	0.50	670.00	335.00
04/28/09	T.R. McTaggart	Review email from R. Johnson re intervention (.2); telephone call with T. Nelson re FDIC FOIA documents (.1).	0.30	670.00	201.00
04/29/09	T.R. McTaggart	Email reply to B. Rothschild (.3); further email review re [Redacted] to B. Rothschild (.2); review brief in opposition to JPM motion to	4.20	670.00	2,814.00

		intervene (2.9); email comments re brief to Akin team (.6); review FOIA issues with T. Nelson (.2).			
04/29/09	T.R. McTaggart	Email reply to B. Rothschild (.3); further email review re [Redacted] to B. Rothschild (.2); review brief in opposition to JPM motion to intervene (2.9); email comments re brief to Akin team (.6); review FOIA issues with T. Nelson (.2); review brief issues with T. Nelson (.2).	0.20	670.00	134.00
04/30/09	T.R. McTaggart	Review e-mail from B. Rothschild re [Redacted] (.2); review Fed actions re WAMU (.3); email to B. Rothschild re [Redacted] (.2).	0.70	670.00	469.00
Total B120 Asset Analysis and Recovery			<u>25.50</u>	<u>14,811.00</u>	

EXHIBIT B.4

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TASK CODE: B140 Relief from Stay/Adequate Protection Proceedings

<u>Date</u>	<u>Name</u>	<u>Services</u>	<u>Time</u>	<u>Rate</u>	<u>Fees</u>
04/01/09	J.H. Schanne, II	Research on automatic stay violations.	0.70	240.00	168.00
04/02/09	E. Meltzer	Review motion for relief from stay.	0.10	375.00	37.50
Total B140 Relief from Stay/Adequate Protection Proceedings			0.80		205.50

EXHIBIT B.5

TASK CODE: B150 Creditors' Committee

<u>Date</u>	<u>Name</u>	<u>Services</u>	<u>Time</u>	<u>Rate</u>	<u>Fees</u>
04/01/09	T.R. McTaggart	Participate in Committee call; meeting with debtor.	3.80	670.00	2,546.00
04/06/09	T.R. McTaggart	Participate in committee call (.8).	0.80	670.00	536.00
04/06/09	D. Stratton	Participate in conference call with committee to review developments in litigation.	0.90	650.00	585.00
04/14/09	L. Shiekman	Participate in committee conference call to review litigation strategy.	1.00	680.00	680.00
04/14/09	D. Stratton	Participate in committee conference call to review litigation strategy.	0.70	650.00	455.00
04/21/09	D. Stratton	Participate in committee conference call.	0.50	650.00	325.00
04/21/09	E.S. Campbell	Participate in Committee conference call.	0.50	420.00	210.00
04/21/09	E.S. Campbell	Participate in Committee conference call.	0.50	420.00	210.00
04/29/09	L. Shiekman	Participate in Committee conference call.	1.20	680.00	816.00
04/29/09	D. Stratton	Participate in committee conference call.	1.20	650.00	780.00
Total B150 Creditors' Committee			11.10		7,143.00

EXHIBIT B.6

TASK CODE: B155 Court Hearings

<u>Date</u>	<u>Name</u>	<u>Services</u>	<u>Time</u>	<u>Rate</u>	<u>Fees</u>
04/21/09	E. Meltzer	E-mail to H. cook re 4/23/09 hearing.	0.10	375.00	37.50
04/21/09	E. Meltzer	E-mail to D. Stratton re 4/23/09 hearing.	0.10	375.00	37.50
04/21/09	J.H. Cook	Preparation of telephonic appearance forms for 4/23/09 Hearing.	0.20	215.00	43.00
04/22/09	J.H. Cook	Circulate telephonic appearance confirmation for 4/23/09 fee hearing.	0.50	215.00	107.50
04/23/09	D. Stratton	Prepare for and attend omnibus hearing.	0.70	650.00	455.00
04/23/09	E. Meltzer	E-mail to S. Albernio re 4/23/09 hearing.	0.10	375.00	37.50
04/27/09	E. Meltzer	Review 4/29/09 hearing agenda (.1); e-mail to D. Stratton re same (.1).	0.20	375.00	75.00
04/28/09	J.H. Cook	Circulate telephonic appearance confirmations for 4/29/09 hearing.	0.20	215.00	43.00
Total B155 Court Hearings			2.10		836.00

EXHIBIT B.7

TASK CODE: B160 Fees

<u>Date</u>	<u>Name</u>	<u>Services</u>	<u>Time</u>	<u>Rate</u>	<u>Fees</u>
04/01/09	E. Meltzer	Update fee application chart (.2); confer with H. Cook re Pepper Hamilton's fifth fee application (.1).	0.30	375.00	112.50
04/01/09	J.H. Cook	Preparation re filing and service of PH 5th Fee Application.	0.50	215.00	107.50
04/01/09	J.H. Cook	Phone call with M. Ojha re fee hearing and preparation of Notice re same.	0.70	215.00	150.50
04/01/09	J.H. Cook	Preparation re filing and service of Notice of Fee Application Hearing.	0.30	215.00	64.50
04/02/09	J.H. Cook	Preparation of Notices and COS re A&M 2nd Application.	0.30	215.00	64.50
04/03/09	J.H. Cook	Emails to/from R. Ozols re Akin fee application.	0.20	215.00	43.00
04/03/09	J.H. Cook	Preparation of Notices and Certificates of Service re Akin fee application.	0.40	215.00	86.00
04/06/09	E. Meltzer	Updating fee application chart.	0.10	375.00	37.50
04/06/09	J.H. Cook	Review 3/09 time in preparation of fee application.	1.00	215.00	215.00
04/14/09	E. Meltzer	Reviewing 3/09 time for Pepper Hamilton's fee application.	0.40	375.00	150.00
04/14/09	J.H. Cook	Preparation of COC re PH Fee Applications.	0.70	215.00	150.50
04/14/09	J.H. Cook	Phone call with Chambers re	0.10	215.00	21.50

		fee application hearing and order.			
04/15/09	J.H. Cook	Preparation of Certificates of Counsel binder re Pepper Hamilton's Fee Applications.	0.50	215.00	107.50
04/16/09	D. Stratton	Review and revise time entries for monthly fee application.	0.80	650.00	520.00
04/16/09	J.H. Cook	Review Certification of Counsel re Pepper Hamilton's fees and binder re same (0.2); preparation re filing and service of Certification of Counsel (0.4).	0.60	215.00	129.00
04/17/09	D. Stratton	Finish review and edit of time entries for monthly fee application.	0.30	650.00	195.00
04/17/09	J.H. Cook	Revisions to CONO re FTI 4th Fee Application.	0.10	215.00	21.50
04/17/09	J.H. Cook	Review draft Omni fee order and email to E. Meltzer re same.	0.20	215.00	43.00
04/21/09	E. Meltzer	E-mail to H. Cook re disclosure chart.	0.10	375.00	37.50
04/21/09	E. Meltzer	Update fee application chart.	0.10	375.00	37.50
04/21/09	J.H. Cook	Preparation of AOS re Certificate of Counsel re Pepper Hamilton Fee Orders.	0.20	215.00	43.00
04/21/09	J.H. Cook	Preparation of PH 6th Fee Application.	2.00	215.00	430.00
04/22/09	E. Meltzer	E-mail to S. Alberino re Akin's fee applications.	0.10	375.00	37.50
04/22/09	J.H. Cook	Preparation of Pepper Hamilton Fee Application.	1.50	215.00	322.50
04/22/09	J.H. Cook	Revisions to Pepper	0.70	215.00	150.50

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Hamilton Fee Application.					
04/24/09	D. Stratton	Confer with A. Logan re monthly fee application.	0.20	650.00	130.00
04/27/09	J.H. Cook	Preparation of Notices and Certificates of Service re FTI Fee Application (0.3); preparation re filing of FTI Application (0.3).	0.60	215.00	129.00
04/28/09	E. Meltzer	Update fee application chart.	0.10	375.00	37.50
04/29/09	J.H. Cook	Email to M. Ojba re Pepper Hamilton 1st Quarterly Fee Order; discussion with D. Fournier re same.	0.20	215.00	43.00
Total B160 Fees			<u>13.30</u>	<u>3,617.00</u>	

EXHIBIT B.8

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TASK CODE: B161 Fees/Objections

<u>Date</u>	<u>Name</u>	<u>Services</u>	<u>Time</u>	<u>Rate</u>	<u>Fees</u>
04/01/09	J.H. Cook	Preparation of CONO re PH Fee Application.	0.40	215.00	86.00
04/01/09	J.H. Cook	Preparation re filing of CONO re PH Fee Application.	0.40	215.00	86.00
04/16/09	J.H. Cook	Preparation of CONO re FTI 4th Fee Application.	0.30	215.00	64.50
04/27/09	J.H. Cook	Preparation of CONOs re Pepper and Akin Fee Applications.	0.60	215.00	129.00
04/27/09	J.H. Cook	Filing and Service of CONO re Pepper Hamilton Fee Application.	0.30	215.00	64.50
04/27/09	J.H. Cook	Filing and Service of CONO re Akin Fee Application.	0.30	215.00	64.50
Total B161 Fees/Objections			2.30		494.50

EXHIBIT B.9

TASK CODE: B170 Employment of Professionals

<u>Date</u>	<u>Name</u>	<u>Services</u>	<u>Time</u>	<u>Rate</u>	<u>Fees</u>
04/03/09	J.H. Cook	Preparation re filing and service of second supplemental 2014 declaration of F. Hodara.	0.20	215.00	43.00
04/15/09	J.H. Cook	Review docket re continued retention issues.	0.50	215.00	107.50
04/16/09	E. Meltzer	Reviewing motion to approve employment agreement with Towers Perrin.	0.20	375.00	75.00
04/20/09	J.H. Cook	Preparation of 6th Supplemental 2014 Affidavit.	0.60	215.00	129.00
04/21/09	E. Meltzer	Review Pepper Hamilton's sixth supplemental retention affidavit.	0.10	375.00	37.50
04/22/09	J.H. Cook	Revisions to Stratton Sixth Supplemental 2014 Affidavit.	0.30	215.00	64.50
Total B170 Employment of Professionals			1.90		456.50

EXHIBIT B.10

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TASK CODE: B185 Assumption/Rejection of Leases and Contracts

<u>Date</u>	<u>Name</u>	<u>Services</u>	<u>Time</u>	<u>Rate</u>	<u>Fees</u>
04/07/09	E. Meltzer	Reviewing notice to reject contracts.	0.10	375.00	37.50
04/23/09	E. Meltzer	Reviewing notice to reject leases.	0.10	375.00	37.50
Total B185 Assumption/Rejection of Leases and Contracts			0.20		75.00

EXHIBIT B.11

TASK CODE: B191 General Litigation

<u>Date</u>	<u>Name</u>	<u>Services</u>	<u>Time</u>	<u>Rate</u>	<u>Fees</u>
04/01/09	L. Shiekman	Discuss litigation with D. Stratton.	0.30	680.00	204.00
04/01/09	L. Shiekman	Attend committee meeting to discuss litigation strategy.	5.60	680.00	3,808.00
04/01/09	L. Shiekman	Discuss litigation with D. Stratton.	0.30	680.00	204.00
04/01/09	D. Stratton	Confer with L. Shiekman re litigation issues.	0.30	650.00	195.00
04/01/09	D. Stratton	Review JPMC complaint.	0.40	650.00	260.00
04/01/09	D. Stratton	Meet with committee to discuss strategy (1.7); meet with bondholders to discuss strategy (.7); meet with Debtors and bondholders to discuss response to JPMC complaint (2.5); meet with committee and co-counsel to discuss follow-up (.6).	5.50	650.00	3,575.00
04/01/09	E.S. Campbell	Analysis regarding legal issues.	1.80	420.00	756.00
04/03/09	T.R. McTaggart	E-mail to L. Shiekman re DC litigation.	0.20	670.00	134.00
04/03/09	L. Shiekman	Participate in conference call re litigation strategy.	2.90	680.00	1,972.00
04/03/09	L. Shiekman	Review litigation materials.	2.60	680.00	1,768.00
04/03/09	D. Stratton	Participate in litigation strategy call.	1.20	650.00	780.00
04/06/09	L. Shiekman	Litigation conference with Akin Gump, et al.	2.90	680.00	1,972.00
04/06/09	L. Shiekman	Review litigation pleadings.	2.10	680.00	1,428.00
04/06/09	D. Stratton	Telephone call with L.	0.30	650.00	195.00

		Shiekman re litigation issues (.2); e-mails re Quinn Emmanuel.			
04/07/09	L. Shiekman	Teleconference with R. Johnson re intervention.	0.60	680.00	408.00
04/07/09	L. Shiekman	Teleconference with McTaggart re FDIC issues.	0.70	680.00	476.00
04/07/09	L. Shiekman	Review memos re legal issues.	4.60	680.00	3,128.00
04/08/09	T.R. McTaggart	Conference call re litigation/status issues, led by Quinn firm (1.5); follow-up internal call led by R. Johnson on open issues (.5).	2.00	670.00	1,340.00
04/08/09	L. Shiekman	Review FDIC motion.	0.60	680.00	408.00
04/08/09	L. Shiekman	Litigation conference call.	1.00	680.00	680.00
04/08/09	L. Shiekman	Conference call with Akin Gump, R. Johnson, et al.	0.50	680.00	340.00
04/08/09	L. Shiekman	Review with E. Campbell steps going forward.	0.70	680.00	476.00
04/08/09	L. Shiekman	Litigation conference call.	0.70	680.00	476.00
04/08/09	D. Stratton	Litigation strategy conference call.	1.00	650.00	650.00
04/08/09	D. Stratton	Phone call with L. Shiekman re litigation issues and staffing.	0.20	650.00	130.00
04/09/09	L. Shiekman	Teleconference with D. Stratton re NYC litigation meeting (0.2); teleconference with E. Campbell re same.	0.40	680.00	272.00
04/09/09	L. Shiekman	Review of trust preferred issues.	1.80	680.00	1,224.00
04/09/09	E.S. Campbell	Confer with L. Shiekman regarding litigation strategy (0.2); review complaint and	1.50	420.00	630.00

		background material.			
04/10/09	L. Shiekman	Review J. P. Morgan adversary complaint, [Redacted] memoranda and draft 2004 Exam.	3.70	680.00	2,516.00
04/13/09	L. Shiekman	Attend litigation meeting re J. P. Morgan complaint.	2.50	680.00	1,700.00
04/13/09	D. Stratton	Review complaint and prepare for meeting (4/12 and 4/13).	2.50	650.00	1,625.00
04/13/09	D. Stratton	Meeting with Akin Gump, debtors, et al. re JPMC complaint.	4.60	650.00	2,990.00
04/13/09	E.S. Campbell	Attend counsel meeting regarding answer to Delaware action and litigation strategy.	5.00	420.00	2,100.00
04/14/09	L. Shiekman	Emails re answer and counterclaims (0.9); teleconference with D. Stratton re same (0.4).	1.30	680.00	884.00
04/14/09	D. Stratton	Telephone call with L. Shiekman re D.C. Action (.2); e-mails re answer date and common interest agreement (.3); telephone call with L. Shiekman re JPMC claims (.2).	0.70	650.00	455.00
04/14/09	E.S. Campbell	Conference call regarding litigation strategy.	1.00	420.00	420.00
04/14/09	E.S. Campbell	Review documents in eRoom.	0.50	420.00	210.00
04/14/09	E.S. Campbell	Analysis regarding common interest agreement.	0.50	420.00	210.00
04/14/09	E.S. Campbell	Meeting with L. Shiekman regarding litigation strategy.	0.50	420.00	210.00

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04/15/09	D. Stratton	Review numerous e-mails from R. Johnson re litigation.	0.20	650.00	130.00
04/17/09	E.S. Campbell	Various correspondence regarding litigation strategy.	0.50	420.00	210.00
04/20/09	T.R. McTaggart	Review email from R. Johnson re FDIC-corp and FDIC-receiver status (.2); email to E. Campbell (.1); review inquiry from B. Rothschild re FDIC receivership (.3); reply to B. Rothschild re same (.3); further reply to B. Rothschild re FDIC receivership (.5); further consideration of R. Johnson inquiry and reply to same (.7); email to E. Campbell (.1).	2.20	670.00	1,474.00
04/22/09	L. Shiekman	Review emails re litigation strategy.	0.90	680.00	612.00
04/22/09	L. Shiekman	Review draft pleadings.	0.50	680.00	340.00
04/22/09	D. Stratton	Telephone call with L. Shiekman and R. Johnson re intervention and litigation strategy.	0.40	650.00	260.00
04/22/09	E.S. Campbell	Conference call with R. Johnson, L. Shiekman and D. Stratton regarding litigation strategy.	0.40	420.00	168.00
04/23/09	D. Stratton	E-mails re conference call with Debtors re JPMC response to settlement offer.	0.20	650.00	130.00
04/27/09	L. Shiekman	Review turnover complaint; teleconferences re same.	3.30	680.00	2,244.00
04/27/09	D. Stratton	Confer with R. Johnson re standing issue.	0.20	650.00	130.00

04/27/09	D. Stratton	Review draft turnover complaint.	0.80	650.00	520.00
04/27/09	D. Stratton	E-mails and telephone calls re turnover complaint.	0.40	650.00	260.00
04/27/09	E.S. Campbell	Various correspondence regarding litigation and strategy.	0.80	420.00	336.00
04/28/09	L. Shiekman	Conference call re intervention.	0.30	680.00	204.00
04/28/09	L. Shiekman	Discuss intervention with E. Campbell and D. Stratton.	0.20	680.00	136.00
04/28/09	L. Shiekman	Work on 2004 issues.	1.60	680.00	1,088.00
04/28/09	D. Stratton	Review motion to intervene and rules (.6); telephone calls with co-counsel and L. Sheikman re approach in motion (.2).	0.80	650.00	520.00
04/28/09	D. Stratton	Review e-mails re counter-offer; developments in case and filings.	0.80	650.00	520.00
04/28/09	D. Stratton	Confer with S. Kirpilani re turnover complaint.	0.20	650.00	130.00
04/28/09	E.S. Campbell	Analysis regarding debtor's complaint for turnover.	0.80	420.00	336.00
04/28/09	E.S. Campbell	Meeting with L. Shiekman, D. Stratton and Akin Gump lawyers regarding intervention papers.	0.40	420.00	168.00
04/28/09	E.S. Campbell	Prepare and revise intervention papers.	2.80	420.00	1,176.00
04/28/09	E.S. Campbell	Review Third Circuit precedent regarding Creditor Committee intervention.	0.50	420.00	210.00
04/28/09	J.H. Schanne, II	Research Committee's right to intervene in an adversary proceeding.	1.20	240.00	288.00

04/29/09	L. Shiekman	Review 2004 exam and intervention papers (3.2); teleconference with R. Johnson (0.6) and P. Calamar re same 0.8).	4.60	680.00	3,128.00
04/29/09	L. Shiekman	Review cases re turnover complaint (0.5); teleconference with D. Stratton (0.2).	0.70	680.00	476.00
04/29/09	D. Stratton	Review and note comments on intervention papers.	0.50	650.00	325.00
04/29/09	D. Stratton	Review Strumpf case and violation of stay issue.	0.30	650.00	195.00
04/29/09	D. Stratton	Review JPMC settlement counteroffer.	0.30	650.00	195.00
04/29/09	D. Stratton	Calls re 2004 motion.	0.40	650.00	260.00
04/29/09	D. Stratton	Finalize Motion to Intervene and Memorandum of Law; serve and file same.	0.50	650.00	325.00
04/29/09	E.S. Campbell	Revise motion to intervene joinder in complaint and briefing in support of intervention motion per L. Shiekman, D. Stratton and Akin Gump lawyers' comments.	1.30	420.00	546.00
04/29/09	E.S. Campbell	Prepare proposed order.	0.30	420.00	126.00
04/29/09	E.S. Campbell	Review additional cases on intervention for inclusion in brief.	0.40	420.00	168.00
04/29/09	J.H. Schanne, II	Research intervention in adversary proceeding in Delaware.	0.50	240.00	120.00
04/29/09	J.H. Cook	Preparation of Service materials and Certificates of Service re Motion to Intervene and Memo of Law	1.30	215.00	279.50

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		re same (1.0); filing and service of same (0.3).			
04/30/09	L. Shiekman	Review and revise Rule 2004 Exam draft.	1.90	680.00	1,292.00
04/30/09	L. Shiekman	Email to R. Johnson re 2004 edits.	0.30	680.00	204.00
04/30/09	D. Stratton	E-mails re mediation and 5/20/09 status conference.	0.20	650.00	130.00
Total B191 General Litigation			<u>99.40</u>		<u>60,568.50</u>

EXHIBIT B.12

TASK CODE: B195 Non-Working Travel

<u>Date</u>	<u>Name</u>	<u>Services</u>	<u>Time</u>	<u>Rate</u>	<u>Fees</u>
04/01/09	L. Shiekman	Travel to New York City to attend committee meeting. (Billed at 1/2 time)	1.00	680.00	680.00
04/01/09	D. Stratton	Travel to NYC for creditors' committee meeting. (Billed at 1/2 time)	1.40	650.00	910.00
04/01/09	D. Stratton	Travel to Wilmington from committee meeting. (Billed at 1/2 time)	1.20	650.00	780.00
04/13/09	L. Shiekman	Travel to New York City and return for litigation meeting. (Billed at 1/2 time)	1.50	680.00	1,020.00
04/13/09	D. Stratton	Non-working travel to New York City for meeting with Akin Gump, debtors, et al. re JPMC complaint. (Billed at 1/2 time)	0.50	650.00	325.00
04/13/09	D. Stratton	Non-working travel to Wilmington from New York City. (Billed at 1/2 time)	1.00	650.00	650.00
04/13/09	E.S. Campbell	Travel to and from counsel meeting (B195).	3.00	420.00	1,260.00
Total B195 Non-Working Travel			9.60		5,625.00

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TASK CODE: B210 Business Operations

<u>Date</u>	<u>Name</u>	<u>Services</u>	<u>Time</u>	<u>Rate</u>	<u>Fees</u>
04/17/09	D. Stratton	Review BONY indemnification letter; e-mail P. Gurfein re same.	0.20	650.00	130.00
Total B210 Business Operations			0.20		130.00

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TASK CODE: B320 Plan and Disclosure Statement

<u>Date</u>	<u>Name</u>	<u>Services</u>	<u>Time</u>	<u>Rate</u>	<u>Fees</u>
04/23/09	E. Meltzer	Reviewing motion to extend exclusivity.	0.20	375.00	75.00
Total B320 Plan and Disclosure Statement			0.20		75.00

EXHIBIT C

Detail of Expenses

<u>Date</u>	<u>Code</u>	<u>Description</u>	<u>Units</u>	<u>Cost</u>	<u>Value</u>
03/15/09	TEL	Soundpath conference call	1	12.13	12.13
04/01/09	DUP	DUP - Finney Maureen A. - 04/01/2009	75	0.10	7.50
04/01/09	DUP	DUP - Finney Maureen A. - 04/01/2009	528	0.10	52.80
04/01/09	DUP	DUP - Finney Maureen A. - 04/01/2009	352	0.10	35.20
04/01/09	DUP	DUP - Finney Maureen A. - 04/01/2009	1,065	0.10	106.50
04/01/09	DUP	DUP - Finney Maureen A. - 04/01/2009	8	0.10	0.80
04/01/09	DUP	DUP - Finney Maureen A. - 04/01/2009	497	0.10	49.70
04/01/09	LEX	LEX - Nelson Travis P. - 04/01/2009	1	258.21	258.21
04/01/09	LEX	LEX - Shiekman Laurence Z. - 04/01/2009	1	85.50	85.50
04/02/09	DUP	DUP - Boettger Heather D. - 04/02/2009	2	0.10	0.20
04/03/09	DUP	DUP - Finney Maureen A. - 04/03/2009	81	0.10	8.10
04/03/09	DUP	DUP - Finney Maureen A. - 04/03/2009	567	0.10	56.70
04/03/09	DUP	DUP - Finney Maureen A. - 04/03/2009	13	0.10	1.30
04/06/09	TXI	Local Transportation - LAURENCE Z. SHIEKMAN - TRAVEL TO NEW YORK CITY TO ATTEND COMMITTEE MEETING 4/1/09	1	122.00	122.00
04/07/09	MES4	FedEx: FRED S HODARA, ESQ NEW YORK CITY	1	18.27	18.27
04/07/09	MES4	FedEx: MEETA OJHA SEATTLE	1	13.53	13.53
04/07/09	MES4	FedEx: PETER J GURFEIN, ES LOS ANGELES	1	13.53	13.53
04/07/09	MES4	FedEx: MARCIA L GOLDSTEIN, NEW YORK CITY	1	8.27	8.27
04/07/09	MES4	FedEx: SCOTT L ALBERINO, E WASHINGTON	1	8.27	8.27
04/08/09	DUP	DUP - Campbell Elizabeth S. - 04/08/2009	614	0.10	61.40
04/08/09	MES	Messenger Service - 3/26/09	1	15.00	15.00

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04/08/09	POS	Postage - 04/01/09	1	176.22	176.22
04/10/09	RPT	Reporting Services - J & J COURT TRANSCRIBERS INC. -FINNEY- FEDERAL COURT EXPEDITED ON 2/27/09	1	6.30	6.30
04/13/09	DUP	DUP - Boettger Heather D. - 04/13/2009	3	0.10	0.30
04/14/09	MES4	FedEx: MEETA OJHA SEATTLE	1	21.47	21.47
04/14/09	MES4	FedEx: MARCIA L GOLDSTEIN, NEW YORK CITY	1	9.86	9.86
04/14/09	MES4	FedEx: FRED S HODARA,ESQ NEW YORK CITY	1	19.86	19.86
04/14/09	MES4	FedEx: SCOTT L ALBERINO, E WASHINGTON	1	9.86	9.86
04/14/09	MES4	FedEx: PETER J GURFEIN, ES LOS ANGELES	1	21.47	21.47
04/15/09	MES	Messenger Service - 4/01/09	1	15.00	15.00
04/15/09	MES	Messenger Service - 4/03/09	1	15.00	15.00
04/15/09	POS	Postage - 03/17/09	1	146.08	146.08
04/15/09	TRV	STRATTON AMTRAK 040109	1	149.00	149.00
04/15/09	TRV	STRATTON AMTRAK 040109	1	133.90	133.90
04/16/09	DUP	DUP - Cook J. Helen - 04/16/2009	14	0.10	1.40
04/16/09	DUP	DUP - Finney Maureen A. - 04/16/2009	7	0.10	0.70
04/16/09	DUP	DUP - Finney Maureen A. - 04/16/2009	1,183	0.10	118.30
04/16/09	DUP	DUP - Finney Maureen A. - 04/16/2009	36	0.10	3.60
04/16/09	DUP4	STRATTON 032309 - PARCELS COPY WORK	1	173.36	173.36
04/16/09	DUP4	MELTZER 032609 - PARCELS COPY WORK	1	276.68	276.68
04/22/09	DUP	DUP - Catanzarite Janaki Rege - 04/22/2009	192	0.10	19.20
04/22/09	DUP	DUP - Finney Maureen A. - 04/22/2009	3	0.10	0.30
04/22/09	DUP	DUP - Finney Maureen A. - 04/22/2009	285	0.10	28.50

<u>Date</u>	<u>Code</u>	<u>Description</u>	<u>Units</u>	<u>Cost</u>	<u>Value</u>
04/22/09	DUP	DUP - Finney Maureen A. - 04/22/2009	285	0.10	28.50
04/22/09	DUP	DUP - Finney Maureen A. - 04/22/2009	289	0.10	28.90
04/22/09	TEL	Long Distance Telephone - 04/22/2009	2	1.12	2.23
04/22/09	TRV	STRATTON AMTRAK 041309	1	142.90	142.90
04/23/09	TRV	Travel Expense - LAURENCE Z. SHIEKMAN - TRAIN (\$243.00) AND CAB (\$14.00) TO NEW YORK TO ATTEND LITIGATION MEETING 4/13/09	1	257.00	257.00
04/24/09	TXI	Local Transportation - ELIZABETH S. CAMPBELL - TRAVEL EXPENSES RELATING TO MEETING IN NEW YORK ON 4/14/09	1	217.00	217.00
04/27/09	DUP	Duplicating & Reproduction - 4/22/09 - BINDING CHARGES - CATANZARITE	1	2.50	2.50
04/27/09	DUP	DUP - Finney Maureen A. - 04/27/2009	27	0.10	2.70
04/27/09	DUP	DUP - Finney Maureen A. - 04/27/2009	36	0.10	3.60
04/27/09	DUP	DUP - Finney Maureen A. - 04/27/2009	2	0.10	0.20
04/27/09	DUP	DUP - Lano Christopher - 04/27/2009	210	0.10	21.00
04/27/09	DUP	DUP - Finney Maureen A. - 04/27/2009	1,534	0.10	153.40
04/27/09	DUP4	FINNEY 040309 - PARCELS COPY WORK	1	511.96	511.96
04/27/09	MES	Messenger Service - 4/16/09	1	7.50	7.50
04/28/09	LEX	WST - Campbell Elizabeth S. - 04/28/2009	1	544.90	544.90
04/28/09	LEX	LEX - Schanne, II John H. - 04/28/2009	1	5.06	5.06
04/28/09	POS	Postage - 4/16/09	1	148.94	148.94
04/29/09	CON	Meals - DAVID STRATTON - TRAVEL TO NYC FOR MEETING OF UNSECURED CREDITORS' COMMITTEE 4/1/09	1	7.75	7.75
04/29/09	DUP	DUP - Cook J. Helen - 04/29/2009	98	0.10	9.80
04/29/09	DUP	DUP - Cook J. Helen - 04/29/2009	28	0.10	2.80
04/29/09	LEX	WST - Campbell Elizabeth S. - 04/29/2009	1	426.37	426.37

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<u>Date</u>	<u>Code</u>	<u>Description</u>	<u>Units</u>	<u>Cost</u>	<u>Value</u>
04/29/09	LEX	LEX - Schanne, II John H. - 04/29/2009	1	2.72	2.72
04/29/09	REF3	PACER REFERENCE SERVICE 010109 - 033109	1	82.80	82.80
04/29/09	REF3	PACER REFERENCE SERVICE 010109 - 033109	1	1.52	1.52
04/29/09	TXI	Local Transportation - DAVID STRATTON - TRAVEL TO NYC FOR MEETING OF UNSECURED CREDITORS' COMMITTEE 4/1/09	1	10.00	10.00
04/30/09	LEX	LEX - Bartlett Margaret M. - 04/30/2009	1	53.26	53.26
04/30/09	POS	Postage - 04/22/09	1	148.57	148.57
04/30/09	SPD	Filing Service - 01/01/09-03/31/09	1	10.88	10.88
04/30/09	TEL	Long Distance Telephone - 04/30/2009	1	3.89	3.89
		Total			<u>5,119.92</u>

EXHIBIT D

BIOGRAPHIES

Laurence Z. Shiekman – Mr. Shiekman is a Partner in the Commercial Litigation Practice Group of Pepper Hamilton LLP and has been practicing law since 1971. He has spoken at the National CLE Conference on class action litigation, both in the antitrust and ERISA areas and is an Adjunct Professor on the faculty of the University of Pennsylvania Law School, where he teaches trial advocacy. He is admitted to the bar of Pennsylvania.

Timothy R. McTaggart – Mr. McTaggart is a Partner in the Financial Services Practice Group of Pepper Hamilton LLP and has been practicing law since 1985. He is a former Delaware State Bank Commissioner and former counsel to the U.S. Senate Banking Committee. He is also the former chair of the Trust and Investment Services Committee of the American Bar Association and has published numerous articles on bank regulation, privacy, data security and corporate law issues pertaining to financial services firms. He is admitted to the bars of the District of Columbia and Massachusetts.

Annette M. Ahlers – Ms. Ahlers is a Partner in the Tax Practice Group of Pepper Hamilton LLP and has been practicing law since 1990. She is a former attorney-adviser in the Office of the Chief Counsel of the Internal Revenue Service and has appeared as a frequent commentator in numerous publications. She is admitted to the bars of the District of Columbia and Massachusetts.

David B. Stratton – Mr. Stratton is a Partner in the Corporate Restructuring and Bankruptcy Practice Group of Pepper Hamilton LLP and has been practicing law since 1978. He is co-chair of the firm's Corporate Restructuring and Bankruptcy Practice Group. He is also a member of the American Bar Association Business Law Section and a member of the Bankruptcy Subcommittee of the Banking Committee. He is admitted to the bar of Delaware.

Elizabeth S. Campbell – Ms. Campbell is Of Counsel in the Commercial Litigation Practice Group of Pepper Hamilton LLP and has been practicing law since 1999. She is admitted to the bar of Pennsylvania.

Travis P. Nelson – Mr. Nelson is an Associate in the Financial Services Practice Group of Pepper Hamilton LLP and has been practicing law since 2002. He is admitted to the bars of New Jersey, Maryland, the District of Columbia and Maryland.

Evelyn J. Meltzer – Ms. Meltzer is an Associate in the Corporate Restructuring and Bankruptcy Practice Group of Pepper Hamilton LLP and has been practicing law since 2001. She is admitted to the bars of Pennsylvania and Delaware.

John H. Schanne, II – Mr. Schanne is an Associate with the Corporate Restructuring and Bankruptcy Practice Group of Pepper Hamilton LLP and has been practicing law since 2008. He is admitted to the bar of Delaware.

CERTIFICATE OF SERVICE

I, David B. Stratton, hereby certify that on the 18th day of June, 2009, I did serve a copy of the foregoing **Seventh Monthly Application of Pepper Hamilton LLP, Co-Counsel for the Official Committee of Unsecured Creditors, for Compensation and Reimbursement of Expenses Incurred for the Period April 1, 2009 Through April 30, 2009** by causing a copy thereof to be served upon those parties and in the manner indicated on the attached service list.

/s/ David B. Stratton
David B. Stratton (DE No. 960)

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