### IN THE UNITED STATES BANKRUPTCY COURT

# FOR THE DISTRICT OF DELAWARE

In re:	) Chapter 11
NEWPAGE CORPORATION et al.,1	) Case No. 11-12804 (KG) ) (Jointly Administered)
Debtors.	)
	Objection Deadline: November 5, 2012 at 4:00 p. Hearing Date: Scheduled only if Necessary

# ELEVENTH MONTHLY APPLICATION FOR COMPENSATION AND REIMBURSEMENT OF EXPENSES OF PACHULSKI STANG ZIEHL & JONES LLP, AS CO-COUNSEL FOR THE DEBTORS AND DEBTORS IN POSSESSION, FOR THE PERIOD FROM JULY 1, 2012 THROUGH JULY 31, 2012

Name of Applicant:	Pachulski Stang Ziehl & Jones LLP
Authorized to Provide Professional Services to:	Debtors and debtors in possession
Date of Retention:	Nunc Pro Tunc to September 7, 2011 by order signed October 4, 2011
Period for which Compensation and Reimbursement is Sought:	July 1, 2012 through July 31, 2012 <sup>2</sup>
Amount of Compensation Sought as Actual, Reasonable and Necessary:	\$33,864.50
Amount of Expense Reimbursement Sought as Actual, Reasonable and Necessary:	\$ 2,398.19

This is a:	x monthly	interim	_ final application.	
	The total time ex	xpended for fee applica	tion preparation is approximately 3.5 l	hours
and the corre	esponding compens	sation requested is appr	oximately \$1,400.00.	

The applicant reserves the right to include any time expended in the time period indicated above in future application(s) if it is not included herein.



<sup>&</sup>lt;sup>1</sup> The Debtors in these chapter 11 cases, along with the last four (4) digits of each Debtor's federal tax identification number, as applicable, are: Chillicothe Paper Inc. (6154), Escanaba Paper Company (5598), Luke Paper Company (6265), NewPage Canadian Sales LLC (5384), NewPage Consolidated Papers Inc. (8330), NewPage Corporation (6156), NewPage Energy Services LLC (1838), NewPage Group Inc. (2465), NewPage Holding Corporation (6158), NewPage Port Hawkesbury Holding LLC (8330), NewPage Wisconsin System Inc. (3332), Rumford Paper Company (0427), Upland Resources, Inc. (2996), and Wickliffe Paper Company LLC (8293). The Debtors' corporate headquarters is located at 8540 Gander Creek Drive, Miamisburg, OH 45342.

# PRIOR APPLICATIONS FILED

Date	Period Covered	Requested	Requested	Approved	Approved
Filed	·	Fees	Expenses	Fees	Expenses
01/18/12	09/07/011 - 09/30/11	\$80,315.00	\$ 21,658.81	\$80,315.00	\$ 21,658.81
01/23/12	10/01/011 - 10/31/11	\$40,579.00	\$ 4,343.44	\$40,579.00	\$ 4,343.44
01/24/12	11/01/011 - 11/30/11	\$63,198.00	\$ 2,544.23	\$63,198.00	\$ 2,544.23
02/03/12	12/01/011 – 12/31/11	\$65,532.50	\$ 2,961.39	\$65,532.50	\$ 2,961.39
03/27/12	01/01/012 - 01/31/12	\$60,098.00	$3,363.00^3$	\$60,098.00	\$ 3,363.00
05/14/12	02/01/012 - 02/29/12	\$50,243.50	\$ 4,000.38	\$50,243.50	\$ 4,000.38
05/30/12	03/01/012 - 03/31/12	\$47,758.00	\$ 4,306.75	\$47,758.00	\$ 4,306.75
07/10/12	04/01/12 - 04/30/12	\$36,654.00	\$ 2,230.00	\$36,654.00	\$ 2,230.00
07/27/12	05/01/12 - 05/31/12	\$45,311.00	\$ 2,773.74	\$45,311.00	\$ 2,773.74
08/13/12	06/01/12 - 06/30/12	\$61,091.00	\$ 2,095.02	\$61,091.00	\$ 2,095.02

This amount reflects a reduction of \$37.88 due to a duplicate meal charge

# PSZ&J PROFESSIONALS

Name of Professional Individual	Position of the Applicant, Number of Years in that Position, Prior Relevant	Hourly Billing Rate	Total Hours Billed	Total Compensation
	Experience, Year of Obtaining	(including		
	License to Practice, Area of	Changes)		
<u> </u>	Expertise			
Laura Davis Jones	Partner 2000; Member of DE Bar since 1986	\$955.00	1.00	\$ 955.00
Bruce Grohsgal	Partner 2003; Member of PA Bar since 1984; Member of DE Bar since 1997	\$725.00	1.00	\$ 725.00
Michael R. Seidl	Partner 2003; Member of DE Bar since 2000; Member of Washington, D.C. Bar since 1996	\$615.00	23.40	\$14,391.00
Curtis A. Hehn	Partner 2006; Member of PA and NJ Bars since 1997; Member of DE Bar since 2002	\$595.00	0.10	\$ 59.50
William L. Ramseyer	Of Counsel 1989; Member of CA Bar since 1980	\$575.00	4.60	\$ 2,645.00
Timothy P. Cairns	Partner 2012; Member of DE Bar since 2002	\$525.00	3.10	\$ 1,627.50
Margaret L. McGee	Paralegal 2007	\$275.00	1.20	\$ 330.00
Cheryl A. Knotts	Paralegal 2000	\$265.00	1.00	\$ 265.00
Louise R. Tuschak	Paralegal 2000	\$265.00	34.80	\$ 9,222.00
Rita M. Olivere	Case Management Assistant 2000	\$185.00	6.20	\$ 1,147.00
Andrea R. Paul	Case Management Assistant 2001	\$185.00	10.00	\$ 1,850.00
Karen S. Neil	Case Management Assistant 2003	\$185.00	0.80	\$ 148.00
Beatrice M. Koveleski	Case Management Assistant 2009	\$185.00	1.50	\$ 277.50
Dina K. Whaley	Case Management Assistant 2010	\$185.00	1.20	\$ 222.00

Grand Total: \$ 33,864.50 Total Hours: 89.90 Blended Rate: \$ 376.69

# **COMPENSATION BY CATEGORY**

Project Categories	Total Hours	Total Fees
Asset Disposition	0.10	\$ 61.50
Appeals	2.20	\$1,248.00
Bankruptcy Litigation	15.10	\$6,204.50
Case Administration	29.40	\$6,216.00
Claims Admin/Objections	17.50	\$8,036.50
Compensation of Professional	7.70	\$4,088.50
Compensation of Prof./Others	8.50	\$3,590.50
Executory Contracts	4.20	\$1,956.00
Financing Filings	0.50	\$ 307.50
Plan & Disclosure Statement	1.10	\$ 676.50
Retention of Professional	0.40	\$ 106.00
Retention of Prof./Other	3.20	\$1,373.00

# **EXPENSE SUMMARY**

Expense Category	Service Provider <sup>4</sup>	Total
	(if applicable)	Expenses
Working Meals	Sugarfoot Fine Foods	\$166.60
Conference Call	CourtCall	\$204.00
Delivery/Courier Service	Digital Legal	\$ 55.00
Court Research	Pacer	\$568.90
Postage	US Mail	\$ 0.90
Reproduction Expense		\$412.70
Transcript	Veritext NY Reporting	\$779.70
Legal Research	Westlaw	\$210.39

<sup>&</sup>lt;sup>4</sup> PSZ&J may use one or more service providers. The service providers identified herein below are the primary service providers for the categories described.

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

In re:	) Chapter 11	
NEWPAGE CORPORATION et al., I	) Case No. 11-12804 (KG) ) (Jointly Administered)	
Debtors.	)	
	Objection Deadline: November 5, 2012 at 4:00 Hearing Date: Scheduled only if Necessary	0 p.m.

ELEVENTH MONTHLY APPLICATION FOR COMPENSATION AND REIMBURSEMENT OF EXPENSES OF PACHULSKI STANG ZIEHL & JONES LLP, AS CO-COUNSEL FOR THE DEBTORS AND DEBTORS IN POSSESSION, FOR THE PERIOD FROM JULY 1, 2012 THROUGH JULY 31, 2012

Pursuant to sections 330 and 331 of Title 11 of the United States Code (the "Bankruptcy Code"), Rule 2016 of the Federal Rules of Bankruptcy Procedure (collectively, the "Bankruptcy Rules"), and the Court's "Order Pursuant to Sections 105(a) and 331 of the Bankruptcy Code and Bankruptcy Rules 2016(a) and Local Rule 2016-2 Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals," signed on or about October 4, 2011 (the "Administrative Order"), Pachulski Stang Ziehl & Jones LLP ("PSZ&J" or the "Firm"), co-counsel for the debtors and debtors in possession ("Debtors"), hereby submits its Eleventh Monthly Application for Compensation and for Reimbursement of Expenses for the Period from July 1, 2012 through July 31, 2012 (the "Application").

<sup>&</sup>lt;sup>1</sup> The Debtors in these chapter 11 cases, along with the last four (4) digits of each Debtor's federal tax identification number, as applicable, are: Chillicothe Paper Inc. (6154), Escanaba Paper Company (5598), Luke Paper Company (6265), NewPage Canadian Sales LLC (5384), NewPage Consolidated Papers Inc. (8330), NewPage Corporation (6156), NewPage Energy Services LLC (1838), NewPage Group Inc. (2465), NewPage Holding Corporation (6158), NewPage Port Hawkesbury Holding LLC (8330), NewPage Wisconsin System Inc. (3332), Rumford Paper Company (0427), Upland Resources, Inc. (2996), and Wickliffe Paper Company LLC (8293). The Debtors' corporate headquarters is located at 8540 Gander Creek Drive, Miamisburg, OH 45342.

By this Application PSZ&J seeks a monthly interim allowance of compensation in the amount of \$33,864.50 and actual and necessary expenses in the amount of \$2,398.19 for a total allowance of \$36,262.69 and payment of \$27,091.60 (80% of the allowed fees) and reimbursement of \$2,398.19 (100% of the allowed expenses) for a total payment of \$29,489.79 for the period July 1, 2012 through July 31, 2012 (the "Interim Period"). In support of this Application, PSZ&J respectfully represents as follows:

# **Background**

- 1. On September 7, 2011 (the "Petition Date"), the Debtors filed voluntary petitions for relief under chapter 11 of the Bankruptcy Code. The Debtors continue in possession of their properties and continue to operate and manage their businesses as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. No trustee or examiner has been appointed in the Debtors' chapter 11 cases.
- 2. The Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334. This is a core proceeding pursuant to 28 U.S.C. § 157(b)(2).
- 3. On or about October 4, 2011, the Court signed the Administrative Order, authorizing certain professionals ("Professionals") to submit monthly applications for interim compensation and reimbursement for expenses, pursuant to the procedures specified therein. The Administrative Order provides, among other things, that a Professional may submit monthly fee applications. If no objections are made within twenty (20) days after service of the monthly fee application the Debtors are authorized to pay the Professional eighty percent (80%) of the requested fees and one hundred percent (100%) of the requested expenses. Beginning with the period ending December 31, 2011, at three-month intervals or such other intervals convenient to

the Court, each of the Professionals must file and serve an interim application for allowance of the amounts sought in its monthly fee applications for that period. All fees and expenses paid are on an interim basis until final allowance by the Court.

4. The retention of PSZ&J, as co-counsel to the Debtors, was approved effective as of September 7, 2011 by this Court's "Order Under Section 327(a) of the Bankruptcy Code, Rule 2014 of the Federal Rules of Bankruptcy Procedure, and Local Rule 2014-1 Authorizing the Employment and Retention of Pachulski Stang Ziehl & Jones LLP as Co-Counsel for the Debtors and Debtors in Possession *Nunc Pro Tunc* to the Petition Date," signed on or about October 4, 2011 (the "Retention Order"). The Retention Order authorized PSZ&J to be compensated on an hourly basis and to be reimbursed for actual and necessary out-of-pocket expenses.

# PSZ&J's APPLICATION FOR COMPENSATION AND FOR REIMBURSEMENT OF EXPENSES

# **Compensation Paid and Its Source**

- 5. All services for which PSZ&J requests compensation were performed for or on behalf of the Debtors.
- 6. PSZ&J has received no payment and no promises for payment from any source other than the Debtors for services rendered or to be rendered in any capacity whatsoever in connection with the matters covered by this Application. There is no agreement or understanding between PSZ&J and any other person other than the partners of PSZ&J for the sharing of compensation to be received for services rendered in these cases. PSZ&J has received payments from the Debtors during the year prior to the Petition Date in the amount of

\$125,000.00, including the Debtors' aggregate filing fees for these cases, in connection with the preparation of initial documents and its prepetition representation of the Debtors. PSZ&J was current as of the Petition Date. Upon final reconciliation of the amount actually expended prepetition, any balance remaining from the payments to PSZ&J was credited to the Debtors and utilized as PSZ&J's retainer to apply to postpetition fees and expenses pursuant to the compensation procedures approved by this Court and the Bankruptcy Code.

# Fee Statements

These statements contain daily time logs describing the time spent by each attorney and paraprofessional during the Interim Period. To the best of PSZ&J's knowledge, this Application complies with sections 330 and 331 of the Bankruptcy Code, the Bankruptcy Rules and the Administrative Order. PSZ&J's time reports are initially handwritten by the attorney or paralegal performing the described services. The time reports are organized on a daily basis. PSZ&J is particularly sensitive to issues of "lumping" and, unless time was spent in one time frame on a variety of different matters for a particular client, separate time entries are set forth in the time reports. PSZ&J's charges for its professional services are based upon the time, nature, extent and value of such services and the cost of comparable services other than in a case under the Bankruptcy Code. PSZ&J has reduced its charges related to any non-working "travel time" to fifty percent (50%) of PSZ&J's standard hourly rate. To the extent it is feasible, PSZ&J professionals attempt to work during travel.

### Actual and Necessary Expenses

- 8. A summary of actual and necessary expenses incurred by PSZ&J for the Interim Period is attached hereto as part of Exhibit A. PSZ&J customarily charges \$0.10 per page for photocopying expenses related to cases, such as these, arising in Delaware. PSZ&J's photocopying machines automatically record the number of copies made when the person that is doing the copying enters the client's account number into a device attached to the photocopier. PSZ&J summarizes each client's photocopying charges on a daily basis.
- 9. PSZ&J charges \$1.00 per page for out-going facsimile transmissions.

  There is no additional charge for long distance telephone calls on faxes. The charge for outgoing facsimile transmissions reflects PSZ&J's calculation of the actual costs incurred by PSZ&J for the machines, supplies and extra labor expenses associated with sending telecopies and is reasonable in relation to the amount charged by outside vendors who provide similar services.

  PSZ&J does not charge the Debtors for the receipt of faxes in these cases.
- 10. With respect to providers of on-line legal research services (e.g., LEXIS and WESTLAW), PSZ&J charges the standard usage rates these providers charge for computerized legal research. PSZ&J bills its clients the actual amounts charged by such services, with no premium. Any volume discount received by PSZ&J is passed on to the client.
- of law firms charge clients for such services. In addition, PSZ&J believes that such charges are in accordance with the American Bar Association's ("ABA") guidelines, as set forth in the ABA's Statement of Principles, dated January 12, 1995, regarding billing for disbursements and other charges.

# **Summary of Services Rendered**

- 12. The names of the partners and associates of PSZ&J who have rendered professional services in these cases during the Interim Period, and the paralegals and case management assistants of PSZ&J who provided services to these attorneys during the Interim Period, are set forth in the attached Exhibit A.
- 13. PSZ&J, by and through such persons, has prepared and assisted in the preparation of various motions and orders submitted to the Court for consideration, advised the Debtors on a regular basis with respect to various matters in connection with the Debtors' bankruptcy cases, and performed all necessary professional services which are described and narrated in detail below. PSZ&J's efforts have been extensive due to the size and complexity of the Debtors' bankruptcy cases.

# Summary of Services by Project

14. The services rendered by PSZ&J during the Interim Period can be grouped into the categories set forth below. PSZ&J attempted to place the services provided in the category that best relates to such services. However, because certain services may relate to one or more categories, services pertaining to one category may in fact be included in another category. These services performed, by categories, are generally described below, with a more detailed identification of the actual services provided set forth on the attached Exhibit A.

Exhibit A identifies the attorneys and paraprofessionals who rendered services relating to each category, along with the number of hours for each individual and the total compensation sought for each category.

#### **Asset Disposition** Α.

15. During the Interim Period, the Firm, among other things, performed work regarding a de minimis assets sale motion.

Fees: \$61.50;

Hours: 0.10

#### В. **Appeals**

16. During the Interim Period, the Firm, among other things: (1) reviewed and analyzed appellate documents; (2) attended to length of appellate brief issues; and (3) performed work regarding an appellate brief.

Fees: \$1,248.00;

Hours: 2.20

#### C. **Bankruptcy Litigation**

17. During the Interim Period, the Firm, among other things: (1) performed work regarding a reservation of rights concerning the Committee standing motion relating to PM35 and Cerberus; (2) performed work regarding Agenda Notices and Hearing Binders; (3) attended to discovery issues; (4) performed work regarding the Bancroft matter; (5) attended to scheduling issues; (6) performed work regarding orders; (7) attended to settlement issues; (8) prepared for and attended a telephonic hearing on July 12, 2012; (9) attended to removal issues; and (10) corresponded and conferred regarding litigation matters.

Fees: \$6,204.50;

Hours: 15.10

#### D. **Case Administration**

18. During the Interim Period, the Firm, among other things: (1) reviewed documents and pleadings and forwarded them to appropriate persons; (2) maintained document control; (3) maintained a memorandum of critical dates; and (4) performed work regarding

Hearing Notebooks.

Fees: \$6,216.00;

Hours: 29.40

E. Claims Administration and Objections

> 19. During the Interim Period, the Firm, among other things: (1) performed

work regarding the Seventh, Eighth, Ninth, Tenth, Eleventh, Twelfth and Thirteenth Omnibus

objections to claims; (2) performed work regarding Section 503(b)(9) claim issues; (3) attended

to issues regarding reclamation claims; (4) performed work regarding the TexPar matter;

(5) performed work regarding the Ferguson matter; (6) performed work regarding orders;

(7) attended to claim amendment issues; (8) attended to time extension issues; (9) performed

work regarding a motion establishing procedures regarding satisfied claims; (10) attended to

claim notice issues; (11) performed work regarding the Cascade matter; and (12) corresponded

and conferred regarding claim issues.

Fees: \$8,036.50;

Hours: 17.50

F. **Compensation of Professionals** 

> 20. This category includes work related to the fee applications of the Firm.

During the Interim Period, the Firm, among other things: (1) drafted its May and June 2012

monthly fee applications; (2) performed work regarding its April 2012 monthly fee application;

and (3) monitored the status and timing of fee applications.

Fees: \$4,088.50;

Hours: 7.70

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G. **Compensation of Professionals--Others** 

> 21. This category includes work related to the fee applications of

professionals, other than the Firm. During the Interim Period, the Firm, among other things,

performed work regarding the Lazard, PricewaterhouseCoopers, Deloitte, FTI, and Dewey

matters.

Fees: \$3,590.50;

Hours: 8.50

H. **Executory Contracts** 

> 22. This category includes work related to executory contracts and unexpired

leases of real property. During the Interim Period, the Firm, among other things: (1) performed

work regarding a stipulation in the Wilmington Trust matter; (2) performed work regarding a

motion to reject Yale leases; (3) performed work regarding the Continental Office matter;

(4) performed work regarding a motion to assume Essco contract; (5) attended to cure issues;

(6) performed work regarding orders; and (7) corresponded and conferred regarding contract and

lease issues.

Fees: \$1,956.00;

Hours: 4.20

I. **Financial Filings** 

> 23. This category includes work related to compliance with reporting

requirements. During the Interim Period, the Firm, among other things, performed work

regarding Monthly Operating Reports.

Fees: \$307.50;

Hours: 0.50

#### J. Plan and Disclosure Statement

24. This category includes work related to a Plan of Reorganization and Disclosure Statement. During the Interim Period, the Firm, among other things, performed work

regarding a response to letter from second lien holders.

Fees: \$676.50;

Hours: 1.10

#### Retention of Professionals K.

25. This category includes work related to the retention of the Firm. During

the Interim Period, the Firm, among other things, performed work regarding a supplemental

affidavit.

Fees: \$106.00;

Hours: 0.40

#### L. **Retention of Professionals-Others**

26. This category includes work related to the retention of professionals, other

than the Firm. During the Interim Period, the Firm, among other things, performed work

regarding Ordinary Course Professionals, and regarding the Proskauer, Dinsmore, and

PricewaterhouseCoopers matters.

Fees: \$1,373.00;

Hours: 3.20

# Valuation of Services

27. Attorneys and paraprofessionals of PSZ&J expended a total 89.90 hours in

connection with their representation of the Debtors during the Interim Period, as follows:

Name of Professional Individual	Position of the Applicant, Number of Years in that	Hourly Billing	Total Hours	Total Compensation
Inuividual	Position, Prior Relevant	Rate	Billed	Compensation
	Experience, Year of Obtaining	(including	Dinou	
	License to Practice, Area of	Changes)		
	Expertise	, ,		
Laura Davis Jones	Partner 2000; Member of DE Bar since 1986	\$955.00	1.00	\$ 955.00
Bruce Grohsgal	Partner 2003; Member of PA Bar since 1984; Member of DE Bar since 1997	\$725.00	1.00	\$ 725.00
Michael R. Seidl	Partner 2003; Member of DE Bar since 2000; Member of Washington, D.C. Bar since 1996	\$615.00	23.40	\$14,391.00
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Margaret L. McGee	Paralegal 2007	\$275.00	1.20	\$ 330.00
Cheryl A. Knotts	Paralegal 2000	\$265.00	1.00	\$ 265.00
Louise R. Tuschak	Paralegal 2000	\$265.00	34.80	\$ 9,222.00
Rita M. Olivere	Case Management Assistant 2000	\$185.00	6.20	\$ 1,147.00
Andrea R. Paul	Case Management Assistant 2001	\$185.00	10.00	\$ 1,850.00
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Beatrice M. Koveleski	Case Management Assistant 2009	\$185.00	1.50	\$ 277.50
Dina K. Whaley	Case Management Assistant 2010	\$185.00	1.20	\$ 222.00

Grand Total: \$ 33,864.50 Total Hours: 89.90 Blended Rate: \$ 376.69

28. The nature of work performed by these persons is fully set forth in <a href="Exhibit A">Exhibit A</a> attached hereto. These are PSZ&J's normal hourly rates for work of this character. The reasonable value of the services rendered by PSZ&J for the Debtors during the Interim Period is \$33,864.50.

29. In accordance with the factors enumerated in section 330 of the Bankruptcy Code, it is respectfully submitted that the amount requested by PSZ&J is fair and reasonable given (a) the complexity of the case, (b) the time expended, (c) the nature and extent of the services rendered, (d) the value of such services, and (e) the costs of comparable services other than in a case under the Bankruptcy Code. Moreover, PSZ&J has reviewed the requirements of Del. Bankr. LR 2016-2 and the Administrative Order and believes that this Application complies with such Rule and Order.

WHEREFORE, PSZ&J respectfully requests that, for the period July 1, 2012 through July 31, 2012, an interim allowance be made to PSZ&J for compensation in the amount of \$33,864.50 and actual and necessary expenses in the amount of \$2,398.19 for a total allowance of \$36,262.69 and payment of \$27,091.60 (80% of the allowed fees) and reimbursement of \$2,398.19 (100% of the allowed expenses) be authorized for a total payment of \$29,489.79 and for such other and further relief as this Court may deem just and proper.

Dated: October 15, 2012

PACHULSKLSTANG ZIEHL & JONES LLP

Laura Davis Jones (Bar No. 2436)

Michael R. Seidl (Bar No. 3889)

Timothy P. Cairns (Bar No. 4228)

919 N. Market Street, 17th Floor

P.O. Box 8705

Wilmington, Delaware 19899-8705 (Courier 19801)

Telephone: 302.652.4100 Facsimile: 302.652.4400 email: ljones@pszjlaw.com

> mseidl@pszjlaw.com tcairns@pszjlaw.com

Counsel for the Debtors and Debtors in Possession

# **VERIFICATION**

STATE OF DELAWARE

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COUNTY OF NEW CASTLE:

Laura Davis Jones, after being duly sworn according to law, deposes and says:

a) I am a partner at the applicant law firm Pachulski Stang Ziehl & Jones LLP, and have been admitted to appear before this Court.

b) I am familiar with the work performed on behalf of the Debtors by the lawyers and paraprofessionals of PSZ&J.

c) I have reviewed the foregoing Application and the facts set forth therein are true and correct to the best of my knowledge, information and belief. Moreover, I have reviewed Del. Bankr. LR 2016-2 and the Administrative Order signed on or about October 4, 2011, and submit that the Application substantially complies with such Rule and Order.

SWORN AND SUBSCRIBED

before me this 15 day of

, 2012.

Notary Public

My Commission Expires:

K A JOHN BOWER
NOTARY PUBLIC

STATE OF DELAWARE

My commission expires Dec. 10, 2012

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

	X	
In re	:	Chapter 11
NEWPAGE CORPORATION, et al.,	:	Case No. 11-12804 (KG)
Debtors. 1	:	Jointly Administered

Objection Deadline: November 5, 2012 at 4:00 p.m. Hearing Date: Scheduled only if necessary

# **NOTICE OF FILING OF FEE APPLICATION**

TO: (i) United States Trustee and (ii) Notice Parties Pursuant to the Administrative Order

PLEASE TAKE NOTICE that on October 15, 2012, Pachulski Stang Ziehl &

Jones LLP (the "Applicant"), counsel to NewPage Corporation, et al. (the "Debtors") in the

above-captioned chapter 11 case, filed its Eleventh Monthly Application for Compensation and

for Reimbursement of Expenses of Pachulski Stang Ziehl & Jones LLP, as Co-Counsel for the

Debtors and Debtors in Possession, for the Period from July 1, 2012 through July 31, 2012 (the
"Application"), seeking compensation for services in the amount of \$33,864.50 and

reimbursement of costs incurred in the amount of \$2,398.19.

PLEASE TAKE FURTHER NOTICE that any response or objection to the Application must be filed on or before November 5, 2012, at 4:00 p.m. prevailing Eastern time (the "Objection Deadline"). A copy of the response or objection to the Application, if any,

<sup>&</sup>lt;sup>1</sup> The Debtors in these chapter 11 cases, along with the last four (4) digits of each Debtor's federal tax identification number, as applicable, are: Chillicothe Paper Inc. (6154), Escanaba Paper Company (5598), Luke Paper Company (6265), NewPage Canadian Sales LLC (5384), NewPage Consolidated Papers Inc. (8330), NewPage Corporation (6156), NewPage Energy Services LLC (1838), NewPage Group Inc. (2465), NewPage Holding Corporation (6158), NewPage Port Hawkesbury Holding LLC (8330), NewPage Wisconsin System Inc. (3332), Rumford Paper Company (0427), Upland Resources, Inc. (2996), and Wickliffe Paper Company LLC (8293). The Debtors' corporate headquarters is located at 8540 Gander Creek Drive, Miamisburg, OH 45342.

must also be served so that it is received not later than November 5, 2012, at 4:00 p.m., prevailing Eastern time, by (i) NewPage Corporation, et al., 8540 Gander Creek Drive, Miamisburg, Ohio 45342, Attn: Douglas K. Cooper; (ii) counsel to the Debtor: (a) Pachulski Stang Ziehl & Jones LLP, 919 North Market Street, 17th Floor, P.O. Box 8705, Wilmington, Delaware 19899-8705 (Courier 19801), Attn: Laura Davis Jones, Esquire, and (b) Proskauer Rose LLP, Eleven Times Square, New York, NY, 10036-8299, Attn: Judy G.Z. Liu, Esquire, and Philip M. Abelson, Esquire; (iii) the Office of the United States Trustee for the District of Delaware, J. Caleb Boggs Federal Building, Room 2207, 844 North King Street, Wilmington, Delaware 19801, Attn.: David Klauder, Esquire; (iv) co-counsel to Creditors' Committee: (a) Young Conaway Stargatt & Taylor LLP, 1000 West Street, 17th Floor, Wilmington, DE 19801, Attn: James L. Patton, Jr., Esq.; (b) Paul Hastings LLP, 75 East 55<sup>th</sup> Street, New York, NY 10022, Attn: Luc A. Despins, Esquire; and (c) Paul Hastings LLP, 875 15th Street NW, Washington, DC 20005, Attn: Robert E. Winter; and (v) counsel to JPMorgan Chase Bank, N.A., as administrative agent for the Debtors' postpetition financing facility, Davis Polk & Wardwell LLP, 450 Lexington Avenue, New York, NY 10017, Attn: Marshall S. Huebner, Esquire.

PLEASE TAKE FURTHER NOTICE that if any responses or objections to the Application are timely filed, served and received a hearing on the Application will be held at the convenience of the Bankruptcy Court. Only those objections made in writing and timely filed and received in accordance with the *Administrative Order Establishing Procedures for Interim Compensation Pursuant to Section 331 of the Bankruptcy Code* (the "Administrative Order") [Docket No. 301] entered on October 4, 2011, and the procedures described herein will be considered by the Bankruptcy Court at such hearing.

# PLEASE TAKE FURTHER NOTICE that pursuant to the Administrative

Order, if no objection to the Application is timely filed, served, and received by the Objection Deadline, the Applicant may be paid an amount equal to the lesser of (i) 80 percent of the fees and 100 percent of expenses requested in the Application or (ii) 80 percent of the fees and 100 percent of the expenses not subject to an objection without the need for further order of the Bankruptcy Court.

Dated: October 15, 2012

PACHULSKI STANG ZIEHL & JONES LLP

Laura Davis Jones (Bar No. 2436)

Michael R. Seidl (Bar No. 3889)

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-and-

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New York, New York 10036-8299

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Facsimile: 212.969.2900

Attorneys for the Debtors and Debtors in

Possession

# EXHIBIT A

# PACHULSKI STANG ZIEHL & JONES LLP

919 North Market Street 17th Floor Wilmington, DE 19801

July 31, 2012

Invoice Number 100125

59998 00001

LDJ

David L. Santez Assistant General Counsel NewPage Corporation 8540 Gander Creek Drive Miamisburg, OH 45342

Balance forward as of last invoice, dated: June 30, 2012

\$150,117.48

Payments received since last invoice, last payment received -- September 24, 2012

\$150,117.48

Re: General Representation

Statement of Professional Services Rendered Through		07/31/2012			
			Hours	Rate	Amount
	Asset Dis	sposition [B130]			
07/09/12	MRS	Review Bacco response to de minimis sale motion	0.10	615.00	\$61.50
	Task Co	ode Total	0.10		\$61.50
	Appeals	[B430]			
07/12/12	MRS	Review committee reply in support of appeal	0.20	615.00	\$123.00
07/12/12	MRS	Call from Phil Abelson and Judy Liu re: length of appellate briefs	0.20	615.00	\$123.00
07/13/12	MRS	Research and review caselaw re: length of appellate brief	0.80	615.00	\$492.00
07/16/12	MRS	Call from Judy Liu and Ehud Barak re: appeal length	0.30	615.00	\$184.50
07/16/12	MRS	Discussion with Jamie O'Neill re: appeal brief length issues	0.20	615.00	\$123.00
07/16/12	MRS	Email to Judy Liu and Ehud Barak re: appeal length	0.20	615.00	\$123.00
07/17/12	LT	E-mail communications with M. Seidl re: submission o appellee's response brief in the appeal to USDC then coordinate preparation per Court protocol and delivery to clerk of the Court	of 0.30	265.00	\$79.50
	Task Co	ode Total	2.20		\$1,248.00

Bankruptcy Litigation [L430]

07/02/12	MRS	Draft notice of reservation of rights re: committee standing motion re: PM35 and Cerberus	0.40	615.00	\$246.00
07/02/12	MRS	Call and emails from and to Andrea Miller re: reservation of rights re: Committee standing	0.10	615.00	\$61.50
07/02/12	MRS	Review and revise agenda for 7/9 hearing	0.40	615.00	\$246.00
07/02/12	MRS	Review and revise agenda for 7/12 hearing	0.20	615.00	\$123.00
07/02/12	MRS	Finalize and coordinate filing and service of reservation re: PM35	0.10	615.00	\$61.50
07/02/12	LT	Research and draft agenda for 07/09/12 hearing	0.90	265.00	\$238.50
07/02/12	LT	Research and draft agenda for 07/12/12 hearing	0.80	265.00	\$212.00
07/02/12	LT	Prepare and file the reservation of rights re: authorizing Committee to prosecute certain claims (.3); coordinate service by KCC (.2)	0.50	265.00	\$132.50
07/03/12	MRS	Emails from and to Andrea Miller and to Blake Cleary re: status of committee discovery motion for Cerberus	0.10	615.00	\$61.50
07/03/12	MRS	Emails from and to Louise Tuschak and to Phil Abelson and Judy Liu re: possible cno for 8th omnibus objection and Proskauer retention	0.10	615.00	\$61.50
07/03/12	LT	E-mail discussion with counsel re: agenda for 07/09/12 hearing	0.20	265.00	\$53.00
07/03/12	LT	Ongoing revisions to agenda for the 07/09/12 hearing then continue to communicate changes with file room personnel	0.40	265.00	\$106.00
07/05/12	MRS	Email to Blake Cleary re: status of Cerberus discovery motion	0.10	615.00	\$61.50
07/05/12	MRS	Discussion with and email to Louise Tuschak re: revisions to agenda for 7/9 hearing	0.20	615.00	\$123.00
07/05/12	MRS	Review and execute agenda for 7/9 hearing	0.20	615.00	\$123.00
07/05/12	MRS	Emails from and to Andrea Miller re: Bancroft settlement	0.10	615.00	\$61.50
07/05/12	MRS	Emails from and to Judy Liu and to Louise Tuschak re: cno for Bancroft settlement	0.10	615.00	\$61.50
07/05/12	MRS	Review and execute cno re: Bancroft settlement	0.20	615.00	\$123.00
07/05/12	LT	Ongoing communications with M. Seidl re: continued matters then update the 07/09/12 agenda and forward to file room personnel	0.30	265.00	\$79.50
07/05/12	LT	Prepare and file agenda for 07/09/12 hearing (.3); coordinate handling of service by KCC (.1); review binder (.1); coordinate delivery of agenda and binder to the Court (.1)	0.60	265.00	\$159.00
07/06/12	MRS	Emails from and to chambers re: cancellation of 7/9 hearing; call to Louise Tuschak re: same; email to Phil Abelson and Judy Liu re: same	0.10	615.00	\$61.50
07/06/12	MRS	Review and execute amended agenda re: 7/9 hearing	0.10	615.00	\$61.50
07/06/12	LT	Draft and file the amended agenda cancelling the 07/09/12 hearing (.4); coordinate handling of service by KCC (.1); prepare the certification of no objection re: Bancroft Construction for the Court (.1); coordinate delivery of agenda and supplemental documents to the Court (.1)	0.70	265.00	\$185.50
07/09/12	MRS	Review agenda for 7/12 hearing; email to Judy Liu and	0.20	615.00	\$123.00

counsel regarding changes in status of matters

coordinate hand delivery to the Court

07/12/12

LT

scheduled for 07/12/12 hearing (.2); coordinate changes with file room personnel (.2); revise agenda (.2); file agenda and coordinate service with KCC (.3)

Review Binder of additional supporting documents then

0.30

265.00

\$79.50

Invoice nu	ımber 100	59998 00001		Pa	nge 4
07/18/12	MRS	Emails to and from Phil Abelson re: cno on Dewey fee application and motion to reject	0.10	615.00	\$61.50
07/25/12	MRS	Review critical dates memo; emails from and to Louise Tuschak re: same	0.10	615.00	\$61.50
07/26/12	MRS	Emails from and to Dan Butz and to and from Judy Liu re: adjournment of Union/CBA motions to September hearing	0.10	615.00	\$61.50
07/30/12	MRS	Emails from and to Andrea Miller re: seeking approval of DOJ deal; review issues re: same	0.20	615.00	\$123.00
07/30/12	MRS	Emails from and to Andrea Miller re: objection deadlines	0.10	615.00	\$61.50
07/31/12	MRS	Email to Phil Abelson and Judy Liu re: removal extension	0.10	615.00	\$61.50
07/31/12	MRS	Review critical dates memo; emails from and to Louise Tuschak re: same	0.10	615.00	\$61.50
Task Code Total 15.10					\$6,204.50
	Case Adr	ninistration [B110]			
07/02/12	LT	Review daily correspondence and pleadings and forward to the appropriate parties and in order to update the critical dates memo	0.50	265.00	\$132.50
07/02/12	LT	Update the critical dates memo	0.50	265.00	\$132.50
07/02/12	BMK	Prepared daily memo narrative and coordinated client distribution.	0.10	185.00	\$18.50
07/03/12	LT	Review daily correspondence and pleadings and forward to the appropriate parties	0.30	265.00	\$79.50
07/03/12	BMK	Prepared daily memo narrative and coordinated client distribution.	0.10	185.00	\$18.50
07/05/12	LT	Review daily correspondence and pleadings and forward to the appropriate parties	0.30	265.00	\$79.50
07/05/12	ARP	Prepare hearing notebook for hearing on 7/9/2012.	3.30	185.00	\$610.50
07/06/12	LT	Review daily correspondence and pleadings and forward to the appropriate parties	0.30	265.00	\$79.50
07/06/12	ARP	Prepare hearing notebook for hearing on 7/12/2012.	2.90	185.00	\$536.50
07/06/12	BMK	Prepared daily memo narrative and coordinated client distribution.	0.10	185.00	\$18.50
07/09/12	LT	Review daily correspondence and pleadings and forward to the appropriate parties	0.30	265.00	\$79.50
07/10/12	RMO	Maintain document control.	0.50	185.00	\$92.50
07/10/12	LT	Review daily correspondence and pleadings and forward to the appropriate parties	0.30	265.00	\$79.50
07/10/12	LT	Research and update the critical dates memo	0.20	265.00	\$53.00
07/10/12	ARP	Prepare hearing notebook for hearing on 7/12/2012.	2.30	185.00	\$425.50
07/10/12	KSN	Maintain document control.	0.30	185.00	\$55.50
07/10/12	BMK	Prepared daily memo narrative and coordinated client distribution.	0.10	185.00	\$18.50
07/10/12	DKW	Coordinate and distribute pending pleadings to clients	0.10	185.00	\$18.50

07/23/12

LT

Review daily correspondence and pleadings and

forward to the appropriate parties

0.20

265.00

\$53.00

Invoice n	umber 100	<b>0125</b> 59998 00001		Pa	age 6-
07/23/12	ARP	Prepare hearing claims binders.	1.50	185.00	\$277.50
07/23/12	BMK	Prepared daily memo narrative and coordinated client distribution.	0.10	185.00	\$18.50
07/23/12	DKW	Coordinate and distribute pending pleadings to clients and legal team.	0.10	185.00	\$18.50
07/24/12	RMO	Maintain document control.	0.50	185.00	\$92.50
07/24/12	LT	Review daily correspondence and pleadings and forward to the appropriate parties	0.20	265.00	\$53.00
07/24/12	BMK	Prepared daily memo narrative and coordinated client distribution.	0.10	185.00	\$18.50
07/24/12	DKW	Coordinate and distribute pending pleadings to clients and legal team.	0.10	185.00	\$18.50
07/25/12	RMO	Maintain document control.	0.80	185.00	\$148.00
07/25/12	LT	Review daily correspondence and pleadings and forward to the appropriate parties	0.20	265.00	\$53.00
07/25/12	LT	Finalize critical dates then circulate	1.50	265.00	\$397.50
07/25/12	DKW	Coordinate and distribute pending pleadings to clients and legal team.	0.10	185.00	\$18.50
07/26/12	LT	Review daily correspondence and pleadings and forward to the appropriate parties	0.20	265.00	\$53.00
07/26/12	BMK	Prepared daily memo narrative and coordinated client distribution.	0.10	185.00	\$18.50
07/26/12	DKW	Coordinate and distribute pending pleadings to clients and legal team.	0.10	185.00	\$18.50
07/27/12	RMO	Maintain document control.	0.50	185.00	\$92.50
07/30/12	RMO	Maintain document control.	0.20	185.00	\$37.00
07/30/12	LT	Review daily correspondence and pleadings and forward to the appropriate parties	0.20	265.00	\$53.00
07/30/12	LT	Update the critical dates	0.30	265.00	\$79.50
07/30/12	BMK	Prepared daily memo narrative and coordinated client distribution.	0.10	185.00	\$18.50
07/30/12	DKW	Coordinate and distribute pending pleadings to clients and legal team.	0.10	185.00	\$18.50
07/31/12	LT	Update the critical dates	0.30	265.00	\$79.50
	Task Co	ode Total	29.40		\$6,216.00
	Claims A	dmin/Objections[B310]			
07/05/12	MRS	Review and execute cno re: 8th omnibus objection	0.20	615.00	\$123.00
07/05/12	LT	E-mail communications with M. Seidl re: certification of no objection regarding the eighth omnibus objection to claims (.1); draft and prepare for filing (.3); file same (.2)	0.60	265.00	\$159.00
07/07/12	MRS	Emails from and to Katie Barber re: 503(b)(9) settlements	0.20	615.00	\$123.00
07/09/12	BG	Telephone conferences and correspondence regarding reclamation claims	0.30	725.00	\$217.50
07/09/12	MRS	Draft certification of counsel re: order resolving TexPar	0.30	615.00	\$184.50

Invoice n	umber 10	0125	59998 00001		P	age 7
		503(b	o)(9) claims			
07/09/12	MRS		certification of counsel re: order resolving uson 503(b)(9) claims	0.20	615.00	\$123.00
07/09/12	MRS		ew and execute Ferguson stipulation; finalize order orguson stipulation; coordinate filing and service ne	0.20	615.00	\$123.00
07/09/12	MRS		ew and execute TexPar stipulation; finalize order exPar stipulation; coordinate filing and service of	0.20	615.00	\$123.00
07/09/12	LT		re and file the certification of counsel re: ation with Ferguson	0.40	265.00	\$106.00
07/09/12	LT		are and file the certification of counsel re: ation with Texpar, et al.	0.40	265.00	\$106.00
07/10/12	MRS		ls from and to Katie Barber re: further omnibus tions to claims	0.10	615.00	\$61.50
07/10/12	MRS		ew ninth omnibus objection to claims and ancillary ments; execute objection	0.40	615.00	\$246.00
07/10/12	MRS		ew tenth omnibus objection to claims and ancillary ments; execute objection	0.40	615.00	\$246.00
07/10/12	MRS		ew eleventh omnibus objection to claim and ary documents; execute objection	0.40	615.00	\$246.00
07/10/12	MRS		ew twelfth omnibus objection and ancillary ments; execute objection	0.40	615.00	\$246.00
07/10/12	MRS		ew thirteenth omnibus objection to claims and lary documents; execute objection	0.40	615.00	\$246.00
07/10/12	MRS		ls from and to Katie Barber re: finalizing, filing, ervice of 9th through 13th omnibus objections	0.20	615.00	\$123.00

		503(b)(9) claims			
07/09/12	MRS	Draft certification of counsel re: order resolving Ferguson 503(b)(9) claims	0.20	615.00	\$123.00
07/09/12	MRS	Review and execute Ferguson stipulation; finalize order re: Ferguson stipulation; coordinate filing and service of same	0.20	615.00	\$123.00
07/09/12	MRS	Review and execute TexPar stipulation; finalize order re: TexPar stipulation; coordinate filing and service of same	0.20	615.00	\$123.00
07/09/12	LT	Prepare and file the certification of counsel re: stipulation with Ferguson	0.40	265.00	\$106.00
07/09/12	LT	Prepare and file the certification of counsel re: stipulation with Texpar, et al.	0.40	265.00	\$106.00
07/10/12	MRS	Emails from and to Katie Barber re: further omnibus objections to claims	0.10	615.00	\$61.50
07/10/12	MRS	Review ninth omnibus objection to claims and ancillary documents; execute objection	0.40	615.00	\$246.00
07/10/12	MRS	Review tenth omnibus objection to claims and ancillary documents; execute objection	0.40	615.00	\$246.00
07/10/12	MRS	Review eleventh omnibus objection to claim and ancillary documents; execute objection	0.40	615.00	\$246.00
07/10/12	MRS	Review twelfth omnibus objection and ancillary documents; execute objection	0.40	615.00	\$246.00
07/10/12	MRS	Review thirteenth omnibus objection to claims and ancillary documents; execute objection	0.40	615.00	\$246.00
07/10/12	MRS	Emails from and to Katie Barber re: finalizing, filing, and service of 9th through 13th omnibus objections	0.20	615.00	\$123.00
07/10/12	LT	E-mail communications with M. Seidl re: ninth omnibus objection to claims (.1); retrieve same and save to system (.1); review and assemble same (.2); prepare for filing and service (.1)	0.50	265.00	\$132.50
07/10/12	LT	E-mail communications with M. Seidl re: tenth omnibus objection to claims (.1); retrieve same and save to system (.1); review and assemble same (.2); revise to include all paragraph numbers (.1); prepare for filing and service (.1)	0.60	265.00	\$159.00
07/10/12	LT	E-mail communications with M. Seidl re: eleventh omnibus objection to claims (.1); retrieve same and save to system (.1); review and assemble same (.2); prepare for filing and service (.1)	0.50	265.00	\$132.50
07/10/12	LT	E-mail communications with M. Seidl re: twelfth omnibus objection to claims (.1); retrieve same and save to system (.1); review and assemble same (.2); prepare for filing and service (.1)	0.50	265.00	\$132.50
07/10/12	LT	E-mail communications with M. Seidl re: thirteenth omnibus objection to claims (.1); retrieve same and save to system (.1); review and assemble same (.2); prepare for filing and service (.1)	0.50	265.00	\$132.50
07/17/12	BG	Telephone conference and correspondence regarding reclamation claims	0.20	725.00	\$145.00
07/17/12	MRS	Call from Claire Siminsky re: amended claim	0.10	615.00	\$61.50
07/19/12	MRS	Review and execute notice of 503(b)(9) amendment;	0.30	615.00	\$184.50

		emails from and to Katie Barber re: same			
07/19/12	MRS	Call from Katie Barber re: correcting 503(b)(9) notice; correct same and have filed and served	0.20	615.00	\$123.00
07/19/12	LT	Assemble and coordinate filing and service of supplemental exhibit to 503(b)(9)	0.30	265.00	\$79.50
07/20/12	MRS	Call from Chris Walker re: claim	0.10	615.00	\$61.50
07/20/12	MRS	Calls from and to Dave at D&B Welding re: 12th omnibus objection	0.10	615.00	\$61.50
07/23/12	BG	Telephone conference and correspondence regarding reclamation claims extension	0.20	725.00	\$145.00
07/23/12	MRS	Emails from and to Katie Barber, to Tim Cairns, and discussion with Tim Cairns re: notice of satisfaction procedures	0.10	615.00	\$61.50
07/23/12	LT	E-mail communications with counsel re: filing and service of motion establishing procedures re: satisfied claims (.2); research and draft the notice of same (.2); file and coordinate service by KCC (.3)	0.70	265.00	\$185.50
07/23/12	TPC	Review for filing motion establishing procedures for providing notices of satisfied claims	0.40	525.00	\$210.00
07/23/12	TPC	Work with team regarding procedures for notice of satisfaction	0.30	525.00	\$157.50
07/23/12	TPC	Review precedents and related federal and local rules regarding motion establishing procedures for claim satisfactions	1.30	525.00	\$682.50
07/23/12	TPC	Further correspondences with co-counsel regarding motion for claim satisfaction procedures	0.30	525.00	\$157.50
07/23/12	TPC	Correspond with co-counsel regarding approval of settlement of 503 (b)(9) claim	0.20	525.00	\$105.00
07/24/12	LT	E-mail communications and office communications with counsel re: filing and service of certification of counsel re: the Hagemeyer allowing claims under 503(b)(9) (.1); research and draft the certification of counsel (.2); file same (.2); prepare per Court protocol and coordinate delivery to the Court (.2)	0.70	265.00	\$185.50
07/24/12	TPC	Draft certification regarding settlement of 503 (b) (9) claims	0.40	525.00	\$210.00
07/24/12	TPC	Work with staff regarding filing of 503 (b) (9) stipulation	0.20	525.00	\$105.00
07/25/12	MRS	Emails from and to Katie Barber re: 9th omnibus objection to claims and revision to order	0.20	615.00	\$123.00
07/25/12	LT	Coordinate service of Hagemeyer order with KCC	0.10	265.00	\$26.50
07/26/12	BG	Telephone conferences and correspondence regarding reclamation claims	0.30	725.00	\$217.50
07/26/12	MRS	Review, revise, and execute notice of submission of proofs of claim re: 12th and 13th omnibus objections; review claims binders	0.20	615.00	\$123.00
07/26/12	MRS	Emails from and to Katie Barber re: resolution of Cascade 503(b)(9) claim	0.20	615.00	\$123.00
07/26/12	LT	Draft, file and have KCC serve the notice of proofs of claim	0.50	265.00	\$132.50
07/26/12	LT	Review proofs of claim binders with M. Seidl and	0.30	265.00	\$79.50

Invoice nu	ımber 10	0125 59998 00001		P	age 9
		coordinate hand delivery to the Court along with the notice of submission			
07/26/12	LT	E-mail communications and office communications with counsel re: filing and service of certification of counsel re: the Motion Industries allowing claims under 503(b)(9) (.1); research and draft the certification of counsel (.2); file same (.2); prepare per Court protocol and coordinate delivery to the Court (.2)	0.70	265.00	\$185.50
07/27/12	MRS	Call from Steve Gerald re: 12th omnibus objection to claims	0.10	615.00	\$61.50
07/27/12	MRS	Emails from and to Gary Leibowitz re: Carl Belt claim	0.10	615.00	\$61.50
07/27/12	MRS	Emails from and to Katie Barber re: wrong debtor claims objections	0.10	615.00	\$61.50
07/30/12	MRS	Emails from and to Katie Barber re: claims objections	0.10	615.00	\$61.50
07/30/12	САН	Email from E. Johnson re proposed stipulation to resolve dispute over claims in 7th omnibus objection	0.10	595.00	\$59.50
07/31/12	MRS	Emails from and to Katie Barber and to Louise Tuschak re: omnibus objection continuances	0.10	615.00	\$61.50
07/31/12	MRS	Calls from and to Steven White and email to Andrea Miller re: Synagro claim and 12th omnibus objection	0.20	615.00	\$123.00
07/31/12	MRS	Review revised order re: claims procedures; emails from and to Andrea Miller re: same	0.20	615.00	\$123.00
	Task Co	ode Total	17.50		\$8,036.50
	Compens	sation Prof. [B160]			
07/03/12	CAK		0.40	265.00	\$106.00
07/03/12	LDJ	Review and update April Fee Application.	0.30	955.00	\$286.50
07/10/12	MRS	Review and revise interim fee application (April 2012) Review and execute notice of PSZ&J April fee	0.10	615.00	\$61.50
07/10/12	MIKS	application	0.10	013.00	ψ01.50
07/10/12	LT	Draft notice of fee application for the eighth monthly fees of PSZ&J (.2); file same and coordinate service with KCC (.4)	0.60	265.00	\$159.00
07/11/12	WLR	Prepare May 2012 fee application	0.80	575.00	\$460.00
07/20/12	WLR	Draft May 2012 fee application	1.20	575.00	\$690.00
07/21/12	WLR	Review and revise May 2012 fee application	0.70	575.00	\$402.50
07/24/12	CAK	Review and update May Fee Application.	0.50	265.00	\$132.50
07/27/12	LDJ	Review and finalize interim fee application (May 2012)	0.30	955.00	\$286.50
07/27/12	MRS	Review and execute notice of 9th PSZ&J fee application	0.10	615.00	\$61.50
07/27/12	LT	Draft notice of fee application for the ninth monthly fees of PSZ&J (.2); file same and coordinate service with KCC (.4)	0.60	265.00	\$159.00
07/31/12	LDJ	Correspondence with Cheryl Knotts regarding third quarterly fee application	0.20	955.00	\$191.00
07/31/12	WLR	Draft June 2012 fee application	1.20	575.00	\$690.00
07/31/12	WLR	Prepare June 2012 fee application	0.70	575.00	\$402.50
	Task Co	ode Total	7.70		\$4,088.50

	Comp. of	f Prof./Others			
07/03/12	MRS	Emails from and to Elizabeth Froseth re: PWC quarterly fee application	0.10	615.00	\$61.50
07/05/12	MRS	Review correspondence from OUST re: FTI May fees; email to FTI re: same and to Louise Tuschak re: cno	0.10	615.00	\$61.50
07/06/12	MRS	Emails from and to Joe Concannon re: FTI fee application	0.10	615.00	\$61.50
07/11/12	MRS	Email to David Klauder re: 8th FTI fee application	0.10	615.00	\$61.50
07/13/12	MRS	Review 2nd quarterly FTI fee application; emails from and to Carolyn Butterfield re: same	0.30	615.00	\$184.50
07/13/12	MRS	Review and execute notice of 2nd quarterly FTI fee application	0.10	615.00	\$61.50
07/13/12	MRS	Emails from David Klauder and to Louise Tuschak re: cno on 8th FTI fee application	0.10	615.00	\$61.50
07/13/12	LT	E-mail communications with M. Seidl and C. Butterfield re: filing and service of FTI's second interim fee application (.1); retrieve and assemble same (.2); draft the notice of filing (.2); file same and coordinate service of the notice and the entire fee application by KCC (.4)	0.90	265.00	\$238.50
07/13/12	LT	Research form for certification of no objection of FTI's eighth monthly fee application with certain amounts deducted per the Office of the US Trustee	0.20	265.00	\$53.00
07/16/12	MRS	Review and execute cno re:8th monthly FTI fee application	0.10	615.00	\$61.50
07/16/12	MRS	Emails from and to Joe Concannon re: cno for FTI 8th fee application	0.10	615.00	\$61.50
07/16/12	LT	Research and draft the certification of no objection for FTI's eighth monthly fee application (.2); file same and coordinate service by KCC (.3)	0.50	265.00	\$132.50
07/17/12	MRS	Emails from and to Elizabeth Froseth re: cno on 7th PWC fee application	0.10	615.00	\$61.50
07/17/12	MRS	Review 8th monthly Lazard fee application	0.30	615.00	\$184.50
07/17/12	MRS	Prepare notice of 8th monthly Lazard fee application; coordinate filing and service of application	0.30	615.00	\$184.50
07/18/12	MRS	Review 9th FTI fee application; emails from and to Carolyn Butterfield re: same	0.30	615.00	\$184.50
07/18/12	MRS	Review and execute cno re: 7th PWC fee application	0.10	615.00	\$61.50
07/18/12	MRS	Review and execute cno re: 7th Dewey fee application	0.10	615.00	\$61.50
07/18/12	MRS	Review and execute notice of 9th FTI fee application	0.10	615.00	\$61.50
07/18/12	MLM	Draft and coordinate filing and service of certificate of no objection re: PwC's May 2012 fee application	0.20	275.00	\$55.00
07/18/12	MLM	Draft and coordinate filing and service of certificate of no objection re: Dewey & LeBoeuf's April 2012 fee application	0.20	275.00	\$55.00
07/18/12	MLM	Finalize and coordinate filing and service of FTI's 9th interim fee application; correspondence re: same	0.40	275.00	\$110.00
07/20/12	MRS	Emails to and from Irene Canon-Geary re: third	0.10	615.00	\$61.50

Invoice number 100125 59998 00001 Pa					
		Deloitte FAS fee application			
07/20/12	MRS	Review and execute cno re: 3rd Deloitte FAS fee application	0.10	615.00	\$61.50
07/20/12	LT	E-mail communications with counsel re: filing the certification of no objection of Deloitte FAS' third monthly fee application	0.10	265.00	\$26.50
07/20/12	LT	Draft, file and coordinate service by KCC of the certification of no objection of Deloitte FAS' third monthly fee application	0.50	265.00	\$132.50
07/23/12	MRS	Review and execute cno re: 5th Deloitte tax fee application	0.10	615.00	\$61.50
07/23/12	LT	E-mail communications with counsel and with contacts at Deloitte tax re: filing and service of certification of no objection for fifth monthly application (.2); draft same (.2); file same and coordinate service with KCC (.2)	0.60	265.00	\$159.00
07/25/12	MRS	Review 8th PWC fee application; emails from and to Elizabeth Froseth re: same	0.30	615.00	\$184.50
07/25/12	MRS	Review and execute notice of 8th PWC fee application	0.10	615.00	\$61.50
07/25/12	LT	Draft the notice of PricewaterhouseCoopers' eighth fee application then prepare and file same and coordinate service by KCC of same	0.60	265.00	\$159.00
07/30/12	MRS	Review OCP report; emails from and to Ehud Barak res same	0.20	615.00	\$123.00
07/31/12	MRS	Review 6th monthly Deloitte Tax fee application; emails from and to Irene Canon Geary re: same; coordinate filing and service of same	0.30	615.00	\$184.50
07/31/12	MRS	Review and execute notice of 6th monthly Deloitte fee application	0.10	615.00	\$61.50
07/31/12	MRS	Call from Ehud Barak re: OCP report	0.10	615.00	\$61.50
07/31/12	LT	Prepare for filing then file the quarterly fee statements of ordinary course professionals and coordinate service by KCC	0.50	265.00	\$132.50
	Task Co	ode Total	8.50		\$3,590.50
	Executor	ry Contracts [B185]			
07/02/12	MRS	Finalize and coordinate filing and service of cert of counsel re: PM 35; emails from and to Andrea Miller re: same	0.30	615.00	\$184.50
07/02/12	MRS	Email to Andrea Miller re: entry of PM35 extension order	0.10	615.00	\$61.50
07/02/12	LT	File the certification of counsel re: stipulation Wilmington Trust and NewPage Wisconsin then prepare same per Court protocol and coordinate hand delivery to the Court	0.50	265.00	\$132.50
07/05/12	LT	E-mail communications with M. Seidl re: certification of no objection regarding the Bancroft Corporation contract (.1); draft and prepare for filing (.3); file same (.2)	0.60	265.00	\$159.00

Invoice n	umber 10	<b>0125</b> 59998 00001		P	age 12
07/06/12	MRS	Emails from and to Katie Barber re: lease termination	0.10	615.00	\$61.50
07/17/12	MRS	Review and coordinate filing and service of Continental Office rejection	0.40	615.00	\$246.00
07/17/12	MRS	Emails from and to and call to Katie Barber re: filing and service of Continental Office rejection	0.20	615.00	\$123.00
07/18/12	MRS	Review and execute cno re: rejection motion	0.10	615.00	\$61.50
07/18/12	MRS	Review motion to assume Essco contract and associated motion to seal; emails from and to Katie Barber re: same	0.50	615.00	\$307.50
07/18/12	MLM	Draft and coordinate filing and service of certification of no objection re: motion to reject Yale leases; correspondence re: same	0.30	275.00	\$82.50
07/19/12	MRS	Emails from and to Katie Barber re: motion to assume Essco agreement	0.10	615.00	\$61.50
07/19/12	MRS	Review, revise, finalize, execute, and coordinate filing and service of motion to assume Essco agreement	0.40	615.00	\$246.00
07/19/12	LT	File and coordinate service with KCC of the motion recure amounts	0.40	265.00	\$106.00
07/27/12	MRS	Emails from and to Katie Barber re: lease rejection order	0.10	615.00	\$61.50
07/31/12	MRS	Email to chambers re: order on motion to reject	0.10	615.00	\$61.50
	Task Co	ode Total	4.20		\$1,956.00
	Financia	l Filings [B110]			
07/30/12	MRS	Emails from and to Mike Panacio and to Judy Liu and Phil Abelson re: June MOR	0.20	615.00	\$123.00
07/30/12	MRS	Review June MOR; emails from and Ehud Barak re: same; coordinate filing and service of same	0.30	615.00	\$184.50
	Task Co	ode Total	0.50		\$307.50
	Plan & D	Disclosure Stmt. [B320]			
07/10/12	MRS	Review correspondence from informal second lien committee re: plan prospects	0.30	615.00	\$184.50
07/11/12	MRS	Call from Ehud Barak re: response to second liens process letter	0.10	615.00	\$61.50
07/11/12	MRS	Emails from and to Andrea Miller re: response to second liens process letter	0.10	615.00	\$61.50
07/11/12	MRS	Review exhibits to response to second lien letter	0.20	615.00	\$123.00
07/11/12	MRS	Review response to second liens process letter; call to Andrea Miller re: same	0.30	615.00	\$184.50
07/12/12	MRS	Review response of first liens to second liens letter re: plan process	0.10	615.00	\$61.50
	Task Co	ode Total	1.10		\$676.50

File and coordinate service with KCC of the supplemental affidavit of L. Jones         0.40         265.00         \$106.00           Ret. of Prot/Other           07/05/12         MRS         Emails from and to Andrea Miller re: cno for Proskauer of the color retention         0.10         615.00         \$61.50           07/05/12         MRS         Review and execute on or: Proskauer retention         0.20         615.00         \$123.00           07/05/12         LT         Familia Communications with M. Seldi re: certification of Proskauer (2)         0.60         265.00         \$159.00           07/12/12         MRS         Emails from and to Sunny Yoon re: Dinsmore retention         0.10         615.00         \$61.50           07/13/12         MRS         Emails from and to Ehud Barak re: PWC OCP         0.20         615.00         \$106.00           07/13/12         LT         Research the related document number for the supplemental affidavit of P. Abelson (1); file same and coordinate service with KCC (3)         0.10         615.00         \$106.00           07/13/12         MRS         Emails from and to Ehud Barak re: PWC OCP retention         0.10         615.00         \$106.00           07/16/12         MRS         Emails from and to Ehud Barak re: PWC OCP retention         0.10         615.00         \$123.00           0		Retention	of Prof. [B160]			
	07/19/12	LT		0.40	265.00	\$106.00
07/05/12         MRS         Emails from and to Andrea Miller re: cno for Proskauer         0.10         615.00         \$615.00           07/05/12         MRS         Review and execute cno re: Proskauer retention         0.20         615.00         \$123.00           07/05/12         LT         E-mail communications with M. Seidl re: certification of no objection regarding the retention of Proskauer (1); draft and prepare for filling (3); file same (2)         0.10         615.00         \$159.00           07/12/12         MRS         Emails from and to Sunny Yoon re: Dinsmore retention affidavit         0.10         615.00         \$61.50           07/13/12         MRS         Emails from and to Enud Barak re: PWC OCP retention affidavit         0.20         615.00         \$123.00           07/13/12         LT         Research the related document number for the coordinate service with KCC (3)         0.10         615.00         \$106.00           07/15/12         MRS         Emails from and to Ehud Barak re: PWC OCP retention         0.10         615.00         \$61.50           07/16/12         MRS         Emails from and to Ehud Barak re: PWC OCP retention         0.10         615.00         \$123.00           07/17/12         MRS         Email from David Klauder re: PWC OCP retention         0.10         615.00         \$61.50           07/17/12 <td< td=""><td></td><td>Task Co</td><td>de Total</td><td>0.40</td><td></td><td>\$106.00</td></td<>		Task Co	de Total	0.40		\$106.00
07/05/12         MRS         Emails from and to Andrea Miller re: cno for Proskauer retention         0.10         615.00         \$61.50           07/05/12         MRS         Review and execute cno re: Proskauer retention         0.20         615.00         \$123.00           07/05/12         LT         E-mail communications with M. Seidl re: certification of no objection regarding the retention of Proskauer (1); draft and prepare for filling (3); file same (2)         0.10         615.00         \$159.00           07/12/12         MRS         Emails from and to Sunny Yoon re: Dinsmore retention affldavit         0.10         615.00         \$61.50           07/13/12         MRS         Emails from and to Enud Barak re: PWC OCP retention character retention; call re: same         0.20         615.00         \$123.00           07/13/12         LT         Research the related document number for the supplemental affldavit of P. Abelson (1); file same and coordinate service with KCC (3)         0.10         615.00         \$106.00           07/15/12         MRS         Emails from and to Ehud Barak re: PWC OCP retention         0.10         615.00         \$61.50           07/16/12         MRS         Email from David Klauder re: PWC OCP retention         0.10         615.00         \$123.00           07/17/12         MRS         Email from David Klauder re: PWC OCP retention         0.10         615.00<						
Prof.   Pro		Ret. of Pr	of./Other			
07/05/12         LT         E-mail communications with M. Seidl re: certification of no objection regarding the retention of Proskauer (1); draft and prepare for filing (3); file same (2)         07/12/12         MRS         Emails from and to Sunny Yoon re: Dinsmore retention affidavit         0.10         615.00         \$61.50           07/13/12         MRS         Emails from and to Ehud Barak re: PWC OCP retention; call re: same         0.20         615.00         \$123.00           07/13/12         LT         Research the related document number for the supplemental affidavit of P. Abelson (1); file same and coordinate service with KCC (3)         0.40         265.00         \$106.00           07/15/12         MRS         Emails from and to Ehud Barak re: PWC OCP retention on 0.10         615.00         \$61.50           07/16/12         MRS         Emails from and to Ehud Barak re: PWC OCP retention on 0.10         615.00         \$123.00           07/16/12         MRS         Email from and to Ehud Barak re: PWC OCP retention on 0.10         615.00         \$61.50           07/16/12         MRS         Email from David Klauder re: PWC OCP retention on 0.10         615.00         \$61.50           07/17/12         MRS         Draft 10th supplement of OCP list; coordinate filing and service of same on occurrence of same of the same and coordinate service through KCC (4)         0.50         265.00         \$132.50           07/20/12	07/05/12	MRS		0.10	615.00	\$61.50
of no objection regarding the retention of Proskauer (1); draft and prepare for filing (3); file same (2)           07/12/12         MRS         Emails from and to Sunny Yoon re: Dinsmore retention affidavit         0.10         615.00         \$615.00           07/13/12         MRS         Emails from and to Ehud Barak re: PWC OCP         0.20         615.00         \$123.00           07/13/12         LT         Research the related document number for the supplemental affidavit of P. Abelson (1); file same and coordinate service with KCC (3)         0.10         615.00         \$106.00           07/15/12         MRS         Emails from and to Ehud Barak re: PWC OCP retention 0.10         615.00         \$61.50           07/16/12         MRS         Emails from and to Ehud Barak re: PWC OCP retention 0.20         615.00         \$123.00           07/16/12         MRS         Emails from and to Ehud Barak re: PWC OCP retention 0.10         615.00         \$61.50           07/16/12         MRS         Email to David Klauder re: PWC OCP retention 0.10         615.00         \$61.50           07/16/12         MRS         Email from David Klauder and to Ehud Barak re: PWC 0.10         615.00         \$61.50           07/17/12         MRS         Draft 10th supplement of OCP list; coordinate filing and service of same of questionnaire had not been filed (1); prepare and file same and coordinate service through KCC (.4)         <	07/05/12	MRS	Review and execute cno re: Proskauer retention	0.20	615.00	\$123.00
MRS	07/05/12	LT	of no objection regarding the retention of Proskauer	0.60	265.00	\$159.00
Tetention; call re: same	07/12/12	MRS	•	0.10	615.00	\$61.50
Supplemental affidavit of P. Abelson (.1); file same and coordinate service with KCC (.3)	07/13/12	MRS		0.20	615.00	\$123.00
07/16/12         MRS         Emails from and to Ehud Barak re: PWC OCP retention         0.20         615.00         \$123.00           07/16/12         MRS         Email to David Klauder re: PWC OCP retention         0.10         615.00         \$61.50           07/17/12         MRS         Email from David Klauder and to Ehud Barak re: PWC         0.10         615.00         \$61.50           07/17/12         MRS         Email from David Klauder and to Ehud Barak re: PWC         0.10         615.00         \$61.50           07/17/12         MRS         Draft 10th supplement of OCP list; coordinate filing and service of same         0.40         615.00         \$246.00           07/17/12         LT         Research to determine that PWC Canada 's affidavit and questionnaire had not been filed (.1); prepare and file same and coordinate service through KCC (.4)         0.50         265.00         \$132.50           07/20/12         LT         Research and update the supplemental ordinary course professional chart         0.20         265.00         \$53.00           Total professional services:         89.90         \$33,864.50           Costs Advanced:           Total professional services:         89.90         \$33,864.50           Costs Advanced:           06/22/2012         BM         Business Meal [E111	07/13/12	LT	supplemental affidavit of P. Abelson (.1); file same and	0.40	265.00	\$106.00
07/16/12         MRS         Email to David Klauder re: PWC OCP retention         0.10         615.00         \$61.50           07/17/12         MRS         Email from David Klauder and to Ehud Barak re: PWC         0.10         615.00         \$61.50           07/17/12         MRS         Draft 10th supplement of OCP list; coordinate filing and service of same         0.40         615.00         \$246.00           07/17/12         LT         Research to determine that PWC Canada 's affidavit and questionnaire had not been filed (.1); prepare and file same and coordinate service through KCC (.4)         0.50         265.00         \$132.50           07/20/12         LT         Research and update the supplemental ordinary course professional chart         0.20         265.00         \$53.00           Total professional services:         89.90         \$33,864.50           Costs Advanced:           06/22/2012         BM         Business Meal [E111] SugarFoot Fine Foods, working meal, Inv. \$14.15         \$14.15           06/22/2012         BM         Business Meal [E111] SugarFoot Fine Foods, working meal, Inv. \$143.50         \$8.95	07/15/12	MRS		0.10	615.00	\$61.50
07/17/12         MRS         Email from David Klauder and to Ehud Barak re: PWC         0.10         615.00         \$61.50           07/17/12         MRS         Draft 10th supplement of OCP list; coordinate filing and service of same         0.40         615.00         \$246.00           07/17/12         LT         Research to determine that PWC Canada 's affidavit and questionnaire had not been filed (.1); prepare and file same and coordinate service through KCC (.4)         0.50         265.00         \$132.50           07/20/12         LT         Research and update the supplemental ordinary course professional chart         0.20         265.00         \$53.00           Task Code Total         3.20         \$1,373.00           Costs Advanced:           Total professional services:         89.90         \$33,864.50           Costs Advanced:           06/22/2012         BM         Business Meal [E111] SugarFoot Fine Foods, working meal, Inv.         \$14.15           06/22/2012         BM         Business Meal [E111] SugarFoot Fine Foods, working meal, Inv.         \$143.50           06/22/2012         BM         Business Meal [E111] SugarFoot fine Foods, working meal, Inv.         \$8.95	07/16/12	MRS	Emails from and to Ehud Barak re: PWC OCP retention	0.20	615.00	\$123.00
OCP retention	07/16/12	MRS	Email to David Klauder re: PWC OCP retention	0.10	615.00	\$61.50
### Advanced:    Total professional services: 89.90   \$33,864.50	07/17/12	MRS		0.10	615.00	\$61.50
and questionnaire had not been filed (.11); prepare and file same and coordinate service through KCC (.4)  07/20/12 LT Research and update the supplemental ordinary course professional chart  Task Code Total 3.20 \$1,373.00  Total professional services: 89.90 \$33,864.50  Costs Advanced:  06/22/2012 BM Business Meal [E111] SugarFoot Fine Foods, working meal, Inv. \$14.15 509131, (1)  06/22/2012 BM Business Meal [E111] SugarFoot Fine Foods, working meal, Inv. \$143.50 509169, (7 ppl)  06/22/2012 BM Business Meal [E111] SugarFoot fine Foods, working meal, Inv. \$143.50	07/17/12	MRS		0.40	615.00	\$246.00
Task Code Total   3.20	07/17/12	LT	and questionnaire had not been filed (.1); prepare and	0.50	265.00	\$132.50
Total professional services:         89.90         \$33,864.50           Costs Advanced:           06/22/2012         BM         Business Meal [E111] SugarFoot Fine Foods, working meal, Inv. 509131, (1)         \$14.15           06/22/2012         BM         Business Meal [E111] SugarFoot Fine Foods, working meal, Inv. 509169, (7 ppl)         \$143.50           06/22/2012         BM         Business Meal [E111] SugarFoot fine Foods, working meal, Inv. \$8.95	07/20/12	LT	• • • • • • • • • • • • • • • • • • • •	0.20	265.00	\$53.00
Costs Advanced:         06/22/2012       BM       Business Meal [E111] SugarFoot Fine Foods, working meal, Inv. 509131, (1)       \$14.15         06/22/2012       BM       Business Meal [E111] SugarFoot Fine Foods, working meal, Inv. 509169, (7 ppl)       \$143.50         06/22/2012       BM       Business Meal [E111] SugarFoot fine Foods, working meal, Inv. \$8.95		Task Co	de Total	3.20		\$1,373.00
06/22/2012       BM       Business Meal [E111] SugarFoot Fine Foods, working meal, Inv. 509131, (1)       \$14.15         06/22/2012       BM       Business Meal [E111] SugarFoot Fine Foods, working meal, Inv. 509169, (7 ppl)       \$143.50         06/22/2012       BM       Business Meal [E111] SugarFoot fine Foods, working meal, Inv. \$8.95			Total professional services:	89.90		\$33,864.50
509131, (1)  06/22/2012 BM Business Meal [E111] SugarFoot Fine Foods, working meal, Inv. \$143.50  06/22/2012 BM Business Meal [E111] SugarFoot fine Foods, working meal, Inv. \$8.95	Cos	ts Advan	ced:			
06/22/2012 BM Business Meal [E111] SugarFoot Fine Foods, working meal, Inv. \$143.50 509169, (7 ppl)  06/22/2012 BM Business Meal [E111] SugarFoot fine Foods, working meal, Inv. \$8.95	06/22/2012	ВМ		meal, Inv.		\$14.15
06/22/2012 BM Business Meal [E111] SugarFoot fine Foods, working meal, Inv. \$8.95	06/22/2012	BM	Business Meal [E111] SugarFoot Fine Foods, working	meal, Inv.		\$143.50
	06/22/2012	ВМ		meal, Inv.		\$8.95

Invoice number	100125	59998 00001	Page 1	4
06/26/2012 TI	R Ti	ranscript [E116] Veritext NY Reporting Inc., Inv. NY467604	\$7	79.70
07/02/2012 D	C 59	9998.00001 Digital Legal Charges for 07-02-12		\$5.00
07/02/2012 R	E (:	51 @0.10 PER PG)		\$5.10
07/02/2012 R	E (:	564 @0.10 PER PG)	\$	556.40
07/02/2012 R	E (4	47 @0.10 PER PG)		\$4.70
07/02/2012 R	E (	1794 @0.10 PER PG)	\$1	79.40
07/03/2012 R	E (4	48 @0.10 PER PG)		\$4.80
07/05/2012 R	Ε (	12 @0.10 PER PG)		\$1.20
07/05/2012 R	E (:	24 @0.10 PER PG)		\$2.40
07/06/2012 D	C 59	9998.00001 Digital Legal Charges for 07-06-12		\$5.00
07/06/2012 R	E (:	2 @0.10 PER PG)		\$0.20
07/09/2012 PC	O 59	9998.00001 :Postage Charges for 07-09-12		\$0.90
07/10/2012 D	C 59	9998.00001 Digital Legal Charges for 07-10-12		\$5.00
07/10/2012 R	Ε (	10 @0.10 PER PG)		\$1.00
07/10/2012 R	E (4	46 @0.10 PER PG)		\$4.60
07/10/2012 R	E (	69 @0.10 PER PG)		\$6.90
07/10/2012 R	E (	74 @0.10 PER PG)		\$7.40
07/10/2012 R	Е (	100 @0.10 PER PG)	\$	310.00
07/11/2012 C	C C	Conference Call [E105] CourtCall 7/2/12 through 7/31/12	\$	\$21.00
07/11/2012 D	C 59	9998.00001 Digital Legal Charges for 07-11-12		\$5.00
07/11/2012 R	Ε (	16 @0.10 PER PG)		\$1.60
07/12/2012 C	C C	Conference Call [E105] CourtCall 7/2/12 through 7/31/12	\$	30.00
07/12/2012 D	C 59	9998.00001 Digital Legal Charges for 07-12-12		\$5.00
07/13/2012 D	C 59	9998.00001 Digital Legal Charges for 07-13-12		\$5.00
07/13/2012 R	E (	3 @0.10 PER PG)		\$0.30
07/13/2012 R	E (	7 @0.10 PER PG)		\$0.70
07/13/2012 W	/L 59	9998.00001 Westlaw Charges for 07-13-12	\$1	46.98
07/13/2012 W	/L W	Vestlaw - Legal Research [E106] CAH	\$	63.41
07/16/2012 R	E (	3 @0.10 PER PG)		\$0.30
07/16/2012 R	E (	6 @0.10 PER PG)		\$0.60
07/17/2012 D	C 59	9998.00001 Digital Legal Charges for 07-17-12		\$5.00
07/17/2012 R	E (	6 @0.10 PER PG)		\$0.60
07/17/2012 R	E (	54 @0.10 PER PG)		\$5.40
07/17/2012 R	E (	55 @0.10 PER PG)		\$5.50
07/17/2012 R	E (	81 @0.10 PER PG)		\$8.10
07/18/2012 R	Ε (	103 @0.10 PER PG)		\$10.30
07/18/2012 R	E (	200 @0.10 PER PG)		\$20.00
07/19/2012 C	C C	Conference Call [E105] CourtCall 7/2/12 through 7/31/12		\$51.00
07/19/2012 C	C C	Conference Call [E105] CourtCall 7/2/12 through 7/31/12		\$51.00
07/19/2012 C	C C	Conference Call [E105] CourtCall 7/2/12 through 7/31/12		\$21.00
07/19/2012 C	C C	Conference Call [E105] CourtCall 7/2/12 through 7/31/12		30.00
07/19/2012 R	•	7 @0.10 PER PG)		\$0.70
07/19/2012 R	E (	40 @0.10 PER PG)		\$4.00

Invoice number	100125	59998 00001		Page	15
07/19/2012	RE	( 17 @0.10 PER PG)			\$1.70
07/19/2012	RE	Reproduction Expense. [E101] 23 pgs, WLR			\$2.30
07/20/2012	RE	(13 @0.10 PER PG)			\$1.30
07/20/2012	RE	(2 @0.10 PER PG)			\$0.20
07/20/2012	RE	(53 @0.10 PER PG)			\$5.30
07/20/2012	RE	Reproduction Expense. [E101] 17 pgs, WLR			\$1.70
07/23/2012	DC	59998.00001 Digital Legal Charges for 07-23-12			\$5.00
07/23/2012	RE	(33 @0.10 PER PG)			\$3.30
07/23/2012	RE	(2 @0.10 PER PG)			\$0.20
07/23/2012	RE	( 16 @0.10 PER PG)			\$1.60
07/24/2012	DC	59998.00001 Digital Legal Charges for 07-24-12			\$5.00
07/24/2012	RE	( 158 @0.10 PER PG)			\$15.80
07/26/2012	DC	59998.00001 Digital Legal Charges for 07-26-12			\$5.00
07/26/2012	RE	(4@0.10 PER PG)			\$0.40
07/26/2012	RE	(95 @0.10 PER PG)			\$9.50
07/27/2012	RE	( 46 @0.10 PER PG)			\$4.60
07/30/2012	RE	( 20 @0.10 PER PG)			\$2.00
07/30/2012	RE	( 92 @0.10 PER PG)			\$9.20
07/30/2012	RE	( 48 @0.10 PER PG)			\$4.80
07/31/2012	DC	59998.00001 Digital Legal Charges for 07-31-12			\$5.00
07/31/2012	PAC	Pacer - Court Research			\$568.90
07/31/2012	RE	( 18 @0.10 PER PG)			\$1.80
07/31/2012	RE	Reproduction Expense. [E101] 30 pgs, WLR			\$3.00
07/31/2012	RE	Reproduction Expense. [E101] 18 pgs, WLR			\$1.80
		Total Expenses:		\$2,	398.19
	Summ	ary:			
	Total profe	essional services	\$33,864.50		
	Total expe	nses	\$2,398.19		
	Less: Prep	oaid Amount	\$37.88		

Total professional services	\$33,864.50
Total expenses	\$2,398.19
Less: Prepaid Amount	\$37.88
Net current charges	\$36,224.81

#### \$36,224.81 Total balance now due

ARP	Paul, Andrea R.	10.00	185.00	\$1,850.00
BG	Grohsgal, Bruce	1.00	725.00	\$725.00
BMK	Koveleski, Beatrice M.	1.50	185.00	\$277.50
CAH	Hehn, Curtis A.	0.10	595.00	\$59.50

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CAK	Knotts, Cheryl A.	1.00	265.00	\$265.00	
DKW	Whaley, Dina K.	1.20	185.00	\$222.00	
KSN	Neil, Karen S.	0.80	185.00	\$148.00	
LDJ	Jones, Laura Davis	1.00	955.00	\$955.00	
LT	Tuschak, Louise R.	34.80	265.00	\$9,222.00	
MLM	McGee, Margaret L.	1.20	275.00	\$330.00	
MRS	Seidl, Michael R.	23.40	615.00	\$14,391.00	
RMO	Olivere, Rita M.	6.20	185.00	\$1,147.00	
TPC	Cairns, Timothy P.	3.10	525.00	\$1,627.50	
WLR	Ramseyer, William L.	4.60	575.00	\$2,645.00	
		89.90		\$33,864.50	

Task Code Summary			
		Hours	Amount
AD	Asset Disposition [B130]	0.10	\$61.50
AP	Appeals [B430]	2.20	\$1,248.00
BL	Bankruptcy Litigation [L430]	15.10	\$6,204.50
CA	Case Administration [B110]	29.40	\$6,216.00
CO	Claims Admin/Objections[B310]	17.50	\$8,036.50
CP	Compensation Prof. [B160]	7.70	\$4,088.50
CPO	Comp. of Prof./Others	8.50	\$3,590.50
EC	Executory Contracts [B185]	4.20	\$1,956.00
FF	Financial Filings [B110]	0.50	\$307.50
PD	Plan & Disclosure Stmt. [B320]	1.10	\$676.50
RP	Retention of Prof. [B160]	0.40	\$106.00
RPO	Ret. of Prof./Other	3.20	\$1,373.00
		89.90	\$33,864.50

Expense Co	ode Summary
Working Meals [E1	\$166.60
Conference Call [E105]	\$204.00
Delivery/Courier Service	\$55.00
Pacer - Court Research	\$568.90
Postage [E108]	\$0.90
Reproduction Expense [E101]	\$412.70
Transcript [E116]	\$779.70
Westlaw - Legal Research [E106	\$210.39
	\$2,398.19