

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF ALABAMA
SOUTHERN DIVISION**

In re:

PREMIER KINGS, INC., *et al.*,¹

Debtors.

(Chapter 11)

Case No. 23-02871-TOM

Jointly Administered

**FOURTH MONTHLY FEE STATEMENT OF COLE SCHOTZ P.C.
FOR COMPENSATION FOR SERVICES AND REIMBURSEMENT
OF EXPENSES AS COUNSEL TO DEBTORS FOR THE PERIOD
FEBRUARY 1, 2024 THROUGH FEBRUARY 29, 2024**

Name of Applicant:	Cole Schotz P.C.
Applicant's Role in Case:	Counsel to Debtors and Debtors-in-Possession
Date Order of Employment Signed:	November 29, 2023 (Docket No. 267)
Time Period:	February 1, 2024 through February 29, 2024
Total Fees Requested to be Paid in this Statement:	\$77,550.00 (80% of \$96,937.50)
Total Expenses Requested to be Paid in this Statement:	\$342.78
Total Fees and Expenses:	\$97,280.28
This is a(n): <input checked="" type="checkbox"/> Monthly Application <input type="checkbox"/> Interim Application <input type="checkbox"/> Final Application	

Pursuant to sections 327, 330, and 331 of chapter 11 of Title 11 of the United States Code (11 U.S.C. §§ 101 *et seq.* the “Bankruptcy Code”) and Rule 2016 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), the *Order Authorizing the Retention and Employment of Cole Schotz P.C. as Counsel for the Debtors and Debtors in Possession Effective*

¹ The Debtors in these cases, along with the last four digits of each Debtor's federal tax identification numbers, are: Premier Kings, Inc. (3932); Premier Kings of Georgia, Inc. (9797); and Premier Kings of North Alabama, LLC (9282). The Debtors' address is 7078 Peachtree Industrial Blvd., Suite #800, Peachtree Corners, GA 30071.



as of the *Petition Date* dated November 29, 2023 [Docket No. 267] (the “Retention Order”), and the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Professionals* dated November 29, 2023 [Docket No. 266] (the “Interim Compensation Order”),² Cole Schotz P.C. (“Cole Schotz”), counsel for Premier Kings, Inc. and its affiliated debtors and debtors in possession in this jointly administered case (collectively, the “Debtors”), hereby submits this *Fourth Monthly Fee Statement of Cole Schotz P.C. for Compensation for Services and Reimbursement of Expenses as Counsel to Debtors for the Period February 1, 2024 through February 29, 2024* (this “Fee Statement”).³ Specifically, Cole Schotz seeks: (i) interim allowance of \$96,937.50 for the reasonable and necessary legal services that Cole Schotz rendered to the Debtors during this Fee Period; (ii) compensation in the amount of \$77,550.00, which is equal to 80% of the total amount of compensation sought for actual and necessary legal services rendered during the Fee Period (*i.e.* \$96,937.50); and (iii) allowance and payment of \$342.78 for the actual and necessary expenses that Cole Schotz incurred in connection with such services during the Fee Period.

ITEMIZATION OF SERVICES RENDERED AND DISBURSEMENTS INCURRED

1. Attached hereto as **Exhibit A** is a schedule of the number of hours expended and fees incurred (on an aggregate basis) by Cole Schotz partners, associates, and paralegals during the Fee Period with respect to each of the project categories Cole Schotz established in accordance with its internal billing procedures. As reflected in **Exhibit A**, Cole Schotz incurred \$96,937.50 in

² Capitalized terms not otherwise defined herein shall be defined as set forth in the Interim Compensation Order.

³ The period from February 1, 2024 through and including February 29, 2024, is referred to herein as the “Fee Period.”

fees during the Fee Period. Pursuant to this Fee Statement, Cole Schotz seeks reimbursement for 80% of such fees (\$77,550.00 in the aggregate).

2. Attached hereto as **Exhibit B** is a schedule of Cole Schotz professionals and paralegals, including the standard hourly rate for each attorney and paraprofessional who rendered services to the Debtors in connection with these chapter 11 cases during the Fee Period and the title, hourly rate, aggregate hours worked and the amount of fees earned by each professional.

3. Attached hereto as **Exhibit C** is a schedule for the Fee Period setting forth the total amount of payment sought with respect to each category of expenses for which Cole Schotz is seeking payment in this Fee Application. All of these disbursements comprise the requested sum for Cole Schotz's out-of-pocket expenses, which total \$342.78.

4. Attached hereto as **Exhibit D** are the time records of Cole Schotz, which provide a daily summary of the time spent by each Cole Schotz professionals during the Fee Period as well as an itemization of expenses by project category.

NOTICE

5. Pursuant to the Interim Compensation Order, Application Recipients shall have until 4:00 p.m. (prevailing Central Time) on the 21st day following service of this Fee Statement to serve on Cole Schotz and the Application Recipients a Notice of Objection to Monthly Fee Statement.

6. On the date hereof, the Debtors will provide notice of this Fee Statement to the Application Recipients in accordance with paragraph 2(a) of the Interim Compensation Order. The Debtors submit that no other further notice is necessary.

WHEREFORE, Cole Schotz, in connection with services rendered on behalf of the Debtors, respectfully requests (i) interim allowance of compensation for professional services

rendered during the Fee Period, in the amount of \$96,937.50, (ii) payment in accordance with the procedures set forth in the Interim Compensation Order (*i.e.*, payment of 80% of the compensation sought, in the amount of \$77,550.00), and (iii) payment of 100% of expenses incurred, in the amount of \$342.78.

Dated: March 28, 2024
Birmingham, Alabama

/s/ Jesse S. Vogtle, Jr.
Jesse S. Vogtle, Jr.
Eric T. Ray
HOLLAND & KNIGHT LLP
1901 Sixth Avenue North, Suite 1400
Birmingham, Alabama 35203
Telephone: (205) 226-5700
Facsimile: (205) 214-8787
Jesse.Vogtle@hklaw.com
etray@hklaw.com

-and-

Gary H. Leibowitz (admitted *pro hac vice*)
Irving E. Walker (admitted *pro hac vice*)
H.C. Jones III (admitted *pro hac vice*)
J. Michael Pardoe (admitted *pro hac vice*)
COLE SCHOTZ P.C.
1201 Wills Street, Suite 320
Baltimore, MD 21231
Telephone: (410) 230-0660
Facsimile: (410) 230-0667
[gleibowitz@coleschotz.com](mailto:g Leibowitz@coleschotz.com)
iwalker@coleschotz.com
hjones@coleschotz.com
mpardoe@coleschotz.com

Attorneys for the Debtors and Debtors-in-Possession

EXHIBIT A

**SUMMARY OF EXPENSES EARNED FOR SERVICES RENDERED BY PROJECT
CATEGORY BY COLE SCHOTZ P.C. AS COUNSEL FOR DEBTORS AND DEBTORS-
IN-POSSESSION FOR FOURTH APPLICATION PERIOD**

PROJECT CODES	HOURS	AMOUNT
Asset Dispositions, Sales, Uses, and Leases (Section 363)	23.0	\$16,388.50
Automatic Stay Matters/Litigation	0.1	\$79.50
Business Operations	0.9	\$715.50
Case Administration	1.2	\$947.00
Cash Collateral and DIP Financing	1.3	\$1,033.50
Claims Analysis, Administration and Objections	0.6	\$477.00
Disclosure Statement/Voting Issues	3.2	\$2,034.00
Executory Contracts	4.5	\$3,110.50
Fee Application Matters/Objections	0.5	\$192.50
General	1.8	\$1,584.00
Leases (Real Property)	0.2	\$159.00
Litigation/ Gen. (Except Automatic Stay Relief)	3.3	\$2,623.50
Preparation for and Attendance at Hearings	2.2	\$1,216.00
Reorganization Plan	75.2	\$59,733.00
Retention Matters	8.0	\$5,849.00
U.S. Trustee Matters and Meetings	0.5	\$397.50
Vendor Matters	0.5	\$397.50
TOTAL	127.0	\$96,937.50

EXHIBIT B

**SUMMARY OF FEES EARNED FOR SERVICES RENDERED BY COLE SCHOTZ
P.C.'S PROFESSIONALS AS COUNSEL TO DEBTORS AND DEBTORS-IN-
POSSESSION FOR FOURTH APPLICATION PERIOD**

PROFESSIONAL	TITLE	HOURLY RATE	HOURS	TOTAL
Gary H. Leibowitz	Member	\$795.00	76.2	\$60,579.00
Irving E. Walker	Member	\$795.00	22.1	\$17,569.50
Roger M. Iorio	Member	\$880.00	1.8	\$1,584.00
Stacy L. Newman	Member	\$725.00	18.3	\$13,267.50
H.C. Jones III	Member	\$540.00	3.9	\$2,106.00
J. Michael Pardoe	Associate	\$495.00	0.2	\$99.00
Pauline Z. Ratkowiak	Paralegal	\$385.00	4.5	\$1,732.50
TOTALS			127.0	\$96,937.50

EXHIBIT C

**SUMMARY OF EXPENSES EARNED FOR SERVICES RENDERED BY PROJECT
CATEGORY BY COLE SCHOTZ P.C. AS COUNSEL FOR DEBTORS AND DEBTORS-
IN-POSSESSION FOR FOURTH APPLICATION PERIOD**

EXPENSES	TOTAL
Court Fees	\$18.20
Travel – Mileage/Tolls	\$23.00
Travel – Lodging	\$295.58
Data Host	\$6.00
TOTAL	\$342.78

EXHIBIT D

DETAILED DESCRIPTION OF TIME AND EXPENSES

PREMIER KINGS, INC.
112 SOUTH TRYON STREET, SUITE 1770
CHARLOTTE, NC 28284

Re: CHAPTER 11

Invoice Date: March 6, 2024
Invoice Number: 970952
Matter Number: 65533-0002

FOR PROFESSIONAL SERVICES THROUGH FEBRUARY 29, 2024

ASSET DISPOSITIONS, SALES, USES, AND LEASES (SECTION 363)			23.00	16,388.50
<u>DATE</u>	<u>INITIALS</u>	<u>Description</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/01/24	PVR	EMAIL FROM AND TO S. NEWMAN AND RESEARCH RE: SAMPLES OF PRIVATE SALE MOTIONS	0.80	308.00
02/01/24	SLN	DRAFT SALE MOTION, INCLUDING REVIEW NEWELL APA, BROKER MATERIALS AND LIEN SEARCHES (3.2);	3.20	2,320.00
02/01/24	IEW	EMAILS WITH CLIENT REGARDING ISSUES WITH BKC REGARDING REMOVAL OF BRINKS SAFES (.1); EMAILS WITH RRG COUNSEL AND CLIENT REGARDING RRG CONDITIONS FOR RELEASE OF ESCROW FUNDS (.2)	0.30	238.50
02/02/24	SLN	REVISIONS TO NEWELL-BERG SALE MOTION (1.7); REVIEW I. WALKER COMMENTS TO NEWELL-BERG SALE MOTION (.2); CORRESPONDENCE WITH CLIENT REGARDING DRAFT MOTION AND OPEN ISSUES (.1);	2.00	1,450.00
02/02/24	IEW	REVIEW/REVISE DRAFT MOTION FOR SALE OF REAL PROPERTY (.8); EMAILS WITH CLIENT REGARDING SAME (.1)	0.90	715.50
02/02/24	IEW	EMAILS WITH RRG COUNSEL AND R. IORIO REGARDING RELEASE OF ESCROW FUNDS (.1); CONFER WITH R. IORIO REGARDING SAME AND REVIEW MOSAIC REVISED LETTER CONSENTING TO RELEASE OF ESCROW FUNDS (.2)	0.30	238.50
02/05/24	SLN	CORRESPONDENCE WITH I. WALKER AND AMP REGARDING DRAFT LAWRENCEBURG SALE MOTION (.2);	0.40	290.00
02/05/24	IEW	EMAILS WITH CLIENT AND S. NEWMAN REGARDING SALE OF LAWRENCEBURG REAL PROPERTY (.2); EMAILS WITH CLIENT REGARDING MARCUS & MILLCHAP AGREEMENT (.2)	0.40	318.00
02/05/24	IEW	REVIEW ASSET PURCHASE AGREEMENTS AND CLOSING STATEMENTS TO ADVISE CLIENT ON POST-CLOSING "TRUE-UP" PROCESS FOR MOSAIC AND BULLDOG SALES (.2); CALL WITH B. TILLIS REGARDING ALLOCATION OF PAYABLES FOLLOWING CLOSINGS (.1)	0.30	238.50
02/05/24	IEW	REVIEW REVISED LETTERS FOR RELEASE OF MOSAIC FUNDS IN THE RRG ESCROW ACCOUNT	0.10	79.50
02/06/24	PVR	EMAIL TO S. NEWMAN AND RETRIEVE AND REVIEW PRIVATE SALE MOTION FILED IN NOGIN MATTER	0.20	77.00

COLE SCHOTZ P.C.

Re: CHAPTER 11
Client/Matter No. 65533-0002

Invoice Number 970952
March 6, 2024
Page 2

<u>DATE</u>	<u>INITIALS</u>	<u>Description</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/06/24	PVR	EMAIL FROM AND TO S. NEWMAN AND RESEARCH RE: SAMPLE MOTIONS TO RETAIN BROKER WITH RESPECT TO A SALE	1.70	654.50
02/07/24	IEW	EMAILS WITH LANDLORD COUNSEL REGARDING PAYMENT OF POST-CLOSING LEASE OBLIGATIONS (.2); REVIEW EMAILS REGARDING ESCROW AGENT WIRE FROM RRG ESCROW ACCOUNT;	0.20	159.00
02/07/24	IEW	EMAILS WITH S. NEWMAN REGARDING RESOLUTION OF CURE COST DISPUTES (.1); EMAILS WITH S. NEWMAN REGARDING SALE OF REAL PROPERTY AND RELATED PAPERS (.1)	0.20	159.00
02/08/24	SLN	CORRESPONDENCE WITH CS AND AMP REGARDING LAWRENCEBURG SALE MOTION (.3);	0.30	217.50
02/08/24	IEW	DRAFT FIRST NOTICE OF SALE OF LIMITED VALUE ASSETS AND EMAILS WITH CLIENT REGARDING SAME (.7); MULTIPLE EMAILS AND CALL WITH CLIENT TO FINALIZE SAME (.2); FINALIZE NOTICE OF PROPOSED SALE AND EMAIL TO E. RAY FOR FILING (.2); FOLLOW UP CALLS AND EMAILS WITH CLIENT REGARDING SALE OF LIMITED VALUE ASSETS TO RRG AND AN ANTICIPATED ADDITIONAL SALE (.3)	1.40	1,113.00
02/09/24	SLN	REVISIONS TO LAWRENCEBURG SALE MOTION AND APA (.3); EMAIL TO I. WALKER REGARDING OPEN ISSUES (.1); EMAIL TO L. KENDALL REGARDING NEW HOPE LISTING AGREEMENT (.1);	0.50	362.50
02/09/24	IEW	DRAFT BILL OF SALE FOR SALE OF LIMITED VALUE ASSETS TO BKC AND FOR GENERAL USE IN OTHER SIMILAR SALES	0.40	318.00
02/09/24	IEW	REVIEW AND PROVIDE COMMENTS TO DRAFT MOTION FOR SALE OF REAL PROPERTY (.2); EMAILS WITH R. IORIO REGARDING BILL OF SALE OF LIMITED VALUE ASSETS (.1)	0.20	159.00
02/11/24	SLN	CORRESPONDENCE WITH CS TEAM REGARDING SALE MOTION (.1);	0.10	72.50
02/12/24	SLN	CORRESPONDENCE WITH LENDER AND I. WALKER REGARDING SALE MOTION (.2); FOLLOW UP CORRESPONDENCE WITH I. WALKER (.1); CORRESPONDENCE WITH AMP (.1); REVISIONS TO SALE MOTION (.2);	0.60	435.00
02/12/24	IEW	EMAILS WITH LENDERS' COUNSEL AND S. NEWMAN REGARDING MOTION FOR SALE OF LAWRENCEBURG TN PROPERTY	0.20	159.00
02/13/24	GHL	REVISE R/E SALE MOTION	1.10	874.50
02/13/24	SLN	CORRESPONDENCE WITH LENDER REGARDING SALE MOTION (.2); REVISIONS TO SALE MOTION (.1); EMAIL TO I. WALKER (.1);	0.40	290.00
02/13/24	IEW	TEAMS MEETING WITH CLIENT REGARDING SALE OF NEW HOPE REAL PROPERTY AND PROFESSIONALS BEING CONSIDERED FOR SAME (.3); REVIEW AND REVISE APPLICATION TO EMPLOY M&M AS BROKER FOR THE SALE OF THE LAWRENCEBURG PROPERTY (.5); EMAILS WITH S. NEWMAN REGARDING SAME (.1)	0.90	715.50

COLE SCHOTZ P.C.

Re: CHAPTER 11
Client/Matter No. 65533-0002

Invoice Number 970952
March 6, 2024
Page 3

<u>DATE</u>	<u>INITIALS</u>	<u>Description</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/14/24	SLN	CORRESPONDENCE WITH I. WALKER REGARDING LAWRENCEBURG SALE MOTION (.2); CORRESPONDENCE WITH E. RAY REGARDING FILING (.2); EMAIL TO AMP REGARDING APA (.1); CORRESPONDENCE WITH AGENT REGARDING SALE MOTION (.2);	0.70	507.50
02/14/24	HCJ	REVIEW RETENTION APP FOR REAL ESTATE BROKER AND SALE MOTION AND ANALYZE NOTICE AND SERVICE REQUIREMENTS; COMMUNICATIONS WITH S.NEWMAN RE: SAME	0.50	270.00
02/14/24	IEW	CALL AND EMAILS WITH CLIENT REGARDING RRG FAILUARE TO PAY AMOUNTS PAST DUE UNDER APA AND PROPOSED COURSE OF ACTION (.3); PREPARE DEMAND LETTER AS REQUIRED BY APA AND SEND TO CLIENT FOR REVIEW (.5); EMAIL DEMAND LETTER TO RRG AND COUNSEL (.1)	0.90	715.50
02/15/24	SLN	CORRESPONDENCE WITH AGENT AND I. WALKER REGARDING LAWRENCEBURG SALE MOTION (.2); CORRESPONDENCE WITH AMP REGARDING APA (.2);	0.40	290.00
02/15/24	IEW	EMAILS WITH LENDERS' COUNSEL, S. NEWMAN AND CLIENT REGARDING MOTION TO SELL LAWRENCEBURG PROPERTY (.2)	0.20	159.00
02/15/24	IEW	REVIEW EMAIL FROM CLIENT WITH SUPPORTING INFORMATION FOR AMOUNTS OWED BY RRG AND CALL WITH CLIENT REGARDING SAME (.2); EMAIL TO RRG PROVIDING SUPPORTING INFORMAITON FOR DEMAND LETTER (.2); FOLLOW-UP EMAILS WITH RRG AND COUNSEL AND CLIENT, AND CALL WITH CLIENT REGARDING SAME TO SETTLE AMOUNTS OWED BY RRG (.5)	0.90	715.50
02/19/24	IEW	TRANSMIT SALE CLOSING DOCUMENTS (ASSIGNMENTS) TO COUNSEL FOR PREMIER HOLDINGS AS REQUESTED	0.50	397.50
02/22/24	IEW	DRAFT SECOND NOTICE OF LIMITED VALUE ASSETS SALE (.8); EMAILS WITH CLIENT REGARDING SAME (.1)	0.90	715.50
02/23/24	JMP	REVIEW MOTION FOR SETTLEMENT.	0.20	99.00
02/24/24	IEW	TRANSMIT SALE DOCUMENTS (ASSIGNMENTS) TO COUNSEL FOR PREMIER HOLDINGS AS REQUESTED	0.40	318.00
02/28/24	IEW	EMAILS WITH CLIENT REGARDING SECOND NOTICE OF LIMITED VALUE ASSETS SALE AND CONFIRMING NO OBJECTION AND ABILITY TO CLOSE (.1); DRAFT BILL OF SALE ()	0.10	79.50

COLE SCHOTZ P.C.

Re: CHAPTER 11
Client/Matter No. 65533-0002

Invoice Number 970952
March 6, 2024
Page 4

<u>DATE</u>	<u>INITIALS</u>	<u>Description</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/28/24	IEW	EMAIL CLIENT REGARDING SALE OF NEW HOPE PROPERTY (.1); REVIEW CLIENT INFORMATION REGARDING STATUS OF SALE EFFORTS (.1)	0.20	159.00

AUTOMATIC STAY MATTERS/LITIGATION	0.10	79.50
--	-------------	--------------

<u>DATE</u>	<u>INITIALS</u>	<u>Description</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/26/24	IEW	EMAILS WITH CLIENT REGARDING BUTLER LITIGATION AND LIMITED RELIEF FROM STAY	0.10	79.50

BUSINESS OPERATIONS	0.90	715.50
----------------------------	-------------	---------------

<u>DATE</u>	<u>INITIALS</u>	<u>Description</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/14/24	GHL	PREPARE FOR AND ATTEND BOARD MEETING RE: WIND DOWN	0.90	715.50

CASE ADMINISTRATION	1.20	947.00
----------------------------	-------------	---------------

<u>DATE</u>	<u>INITIALS</u>	<u>Description</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/09/24	IEW	CALL WITH CLIENT AND GARY L. TO REVIEW ALL ACTION ITEMS FOR THE CHAPTER 11 CASE	0.80	636.00
02/16/24	SLN	TELEPHONE CALL WITH H&K REGARDING FILING AND SERVICE (.1);	0.10	72.50
02/19/24	IEW	EMAILS WITH CLIENT REGARDING ACTION ITEMS AND PROGRESS TO ACHIEVE SAME	0.20	159.00
02/26/24	IEW	REVIEW CURRENT ORDERS AND OTHER COURT FILINGS TO MONITOR CASE	0.10	79.50

CASH COLLATERAL AND DIP FINANCING	1.30	1,033.50
--	-------------	-----------------

<u>DATE</u>	<u>INITIALS</u>	<u>Description</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/16/24	IEW	EMAILS WITH GARY L. REGARDING PLAN AND CASH COLLATERAL BUDGET	0.10	79.50
02/29/24	GHL	REVIEW AND ANALYZE CASH COLLATERAL ORDERS AND CONTINUED USE FOR WIND DOWN	1.20	954.00

CLAIMS ANALYSIS, ADMINISTRATION AND OBJECTIONS	0.60	477.00
---	-------------	---------------

<u>DATE</u>	<u>INITIALS</u>	<u>Description</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/01/24	IEW	EMAILS WITH LENDERS' COUNSEL AND CLIENT REGARDING POTENTIAL SETTLEMENT OF CLAIMS AGAINST DISPUTED CLAIMS RESERVE FUND	0.20	159.00
02/19/24	IEW	REVIEW CLIENT ANALYSIS OF BKC CLAIMS RECONCILIATION EFFORTS AND CALL WITH CLIENT AND GARY L. REGARDING SAME	0.40	318.00

DISCLOSURE STATEMENT/VOTING ISSUES	3.20	2,034.00
---	-------------	-----------------

<u>DATE</u>	<u>INITIALS</u>	<u>Description</u>	<u>HOURS</u>	<u>AMOUNT</u>
-------------	-----------------	--------------------	--------------	---------------

COLE SCHOTZ P.C.

Re: CHAPTER 11
Client/Matter No. 65533-0002

Invoice Number 970952
March 6, 2024
Page 5

<u>DATE</u>	<u>INITIALS</u>	<u>Description</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/11/24	IEW	REVIEW AND REVISE DISCLOSURE STATEMENT	0.50	397.50
02/15/24	IEW	CONFER WITH GARY L. REGARDING DISCLOSURE STATEMENT (.2)	0.20	159.00
02/16/24	IEW	REVIEW BEST INTEREST ANALYSIS FOR DISCLOSURE STATEMENT AND EMAILS WITH GARY L. REGARDING REVISIONS (.4); CONFER WITH GARY L. REGARDING REVISIONS TO SAME (.1)	0.50	397.50
02/27/24	HCJ	REVIEW/ANALYZE DRAFT PLAN AND DISCLOSURE STATEMENT; BEGIN DRAFTING DISCLOSURE STATEMENT ORDER	2.00	1,080.00

EXECUTORY CONTRACTS	4.50	3,110.50
----------------------------	-------------	-----------------

<u>DATE</u>	<u>INITIALS</u>	<u>Description</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/01/24	HCJ	EMAILS WITH B.TILLIS RE: POTENTIAL REJECTION OF EXECUTORY CONTRACTS	0.20	108.00
02/01/24	HCJ	EMAILS WITH L.KENDALL, B.TILLIS, AND J.MAGEE RE: POTENTIAL LEASE REJECTIONS	0.20	108.00
02/02/24	SLN	CORRESPONDENCE WITH HOLDINGS COUNSEL REGARDING CURE OBJECTION (.1);	0.10	72.50
02/02/24	HCJ	EMAILS WITH J.MAGEE, B.TILLIS, AND L.KENDALL RE: POTENTIAL REJECTION OF CERTAIN LEASES	0.30	162.00
02/02/24	IEW	EMAILS WITH CLIENT REGARDING ISSUES CONCERNING REMOVAL OF BRINKS SAFE FROM SOLD STORES (.1); REVIEW CLIENT EMAIL TO BKC REGARDING AMOUNTS PAID AND DUE (.1)	0.10	79.50
02/05/24	HCJ	ANALYSIS OF POTENTIAL REJECTION OF LEASES AND OTHER CONTRACTS	0.30	162.00
02/07/24	SLN	CORRESPONDENCE WITH CS AND AMP REGARDING HOLDINGS CURE OBJECTION AND RESOLUTION (.4); DRAFT STIPULATION RESOLVING HOLDINGS CURE OBJECTION (1.7); EMAIL DRAFT TO I. WALKER (.1);	2.20	1,595.00
02/07/24	HCJ	REVIEW OF RESPONSE TO SECOND OMNIBUS MOTION TO REJECT LEASES	0.20	108.00

COLE SCHOTZ P.C.

Re: CHAPTER 11
Client/Matter No. 65533-0002

Invoice Number 970952
March 6, 2024
Page 6

<u>DATE</u>	<u>INITIALS</u>	<u>Description</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/12/24	IEW	EMAILS WITH CLIENT REGARDING ISSUES WITH BKC ON CURE AMOUNTS AND REVIEW APA AND SETTLEMENT AGREEMENT TO ADVISE CLIENT REGARDING SAME (.6); EMAILS WITH CLIENT REGARDING ADVICE REGARDING ASSUMPTION OR ASSIGNMENT OF DEFERRED STORE LEASES UNDER THE BULLDOG APA (.2); REVIEW ORDER APPROVING REJECTION OF LEASES (.1)	0.90	715.50

FEE APPLICATION MATTERS/OBJECTIONS	0.50	192.50
---	-------------	---------------

<u>DATE</u>	<u>INITIALS</u>	<u>Description</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/12/24	PVR	EMAIL FROM AND TO G. LEIBOWITZ RE: JANUARY INVOICE AND DRAFT THIRD MONTHLY (JANUARY) FEE APPLICATION	0.50	192.50

GENERAL	1.80	1,584.00
----------------	-------------	-----------------

<u>DATE</u>	<u>INITIALS</u>	<u>Description</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/01/24	RMI	REVIEW REVISED DRAFT OF MOSAIC RELEASE AND CONFIRMATION LETTER AND CORRESPONDENCE WITH CLIENT RE: SAME	0.50	440.00
02/02/24	RMI	CORRESPONDENCES WITH COUNSEL FOR MOSAIC	0.20	176.00
02/02/24	RMI	REVIEW COMMENTS TO ESCROW RELEASE LETTER	0.20	176.00
02/02/24	RMI	TELEPHONE CALL AND CORRESPONDENCE WITH M. THALER	0.40	352.00
02/05/24	RMI	FINALIZE RELEASE OF ESCROW AGREEMENTS	0.30	264.00
02/07/24	RMI	CORRESPONDENCE TO ESCROW AGENT	0.20	176.00

LEASES (REAL PROPERTY)	0.20	159.00
-------------------------------	-------------	---------------

<u>DATE</u>	<u>INITIALS</u>	<u>Description</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/01/24	IEW	EMAILS WITH HC JONES REGARDING ADDITIONAL LEASES FOR REJECTION MOTIONS	0.10	79.50
02/07/24	IEW	REVIEW LANDLORD RESPONSE TO MOTION TO REJECT LEASES AND EMAIL WITH E. RAY REGARDING HANDLING OF HEARING ON MOTION TO REJECT	0.10	79.50

LITIGATION/ GEN. (EXCEPT AUTOMATIC STAY RELIEF)	3.30	2,623.50
--	-------------	-----------------

<u>DATE</u>	<u>INITIALS</u>	<u>Description</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/14/24	IEW	EMAILS AND CALL WITH CLIENT REGARDING INSURANCE AND OTHER MATTERS RELATED TO EMPLOYEE TRUCK ACCIDENT	0.10	79.50
02/14/24	IEW	EMAILS WITH COUNSEL FOR PREMIER HOLDINGS REGARDING STATUS OF NEGOTIATIONS OVER DISPUTED CLAIMS RESERVE FUND	0.10	79.50

COLE SCHOTZ P.C.

Re: CHAPTER 11
Client/Matter No. 65533-0002

Invoice Number 970952
March 6, 2024
Page 7

<u>DATE</u>	<u>INITIALS</u>	<u>Description</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/15/24	IEW	REVIEW DRAFT STIPULATION FOR RESOLUTION OF CLAIMS AGAINST DISPUTED CLAIMS RESERVE FUND, AND EMAILS WITH HOLDINGS COUNSEL AND CLIENT REGARDING SAME (.4); FOLLOW-UP EMAILS WITH CLIENT AND COUNSEL FOR HOLDINGS AND SECURED LENDERS REGARDING SAME (.3)	0.70	556.50
02/21/24	IEW	EMAILS WITH MEDIATOR (T. CORBETT) AND OTHER PARTIES REGARDING STATUS OF MEDIATION OVER DISPUTED CLAIMS RESERVE	0.40	318.00
02/22/24	IEW	REVIEW AND REVISE DRAFT RULE 9019 MOTION AND EMAILS WITH CO-COUNSEL REGARDING SAME	0.60	477.00
02/22/24	IEW	REVIEW AND REVISE STIPULATION SETTling DISPUTED CLAIM RESERVE LITIGATION (.5); EMAILS TO COUNSEL FOR LENDERS AND HOLDINGS, AND TO CLIENT REGARDING SAME (.1); EMAILS WITH LENDERS' COUNSEL AND CO-COUNSEL REGARDING PROCEDURE FOR NOTICE OF STIPULATION AND ORDER RESOLVING DISPUTED CLAIMS RESERVE ACCOUNT (.2)	0.80	636.00
02/22/24	IEW	EMAILS WITH CO-COUNSEL REGARDING MOTION FOR APPROVAL OF SETTLEMENT OF DISPUTED CLAIMS RESERVE FUND (.2); EMAILS WITH OTHER COUNSEL REGARDING PLAN TO FILE RULE 9019 MOTION (.1)	0.30	238.50
02/24/24	IEW	EMAILS WITH CLIENT REGARDING NOTICE OF HEARING IN STATE COURT LITIGATION V. ONE OF THE DEBTORS, AND EMAIL TO LOCAL COUNSEL TO ADD TO CREDITOR MATRIX AND FILE NOTICE OF BANKRUPTCY	0.20	159.00
02/26/24	IEW	EMAILS WITH E. RAY REGARDING STATUS CONFERENCE ON DISPUTED CLAIMS RESERVE LITIGATION (.1)	0.10	79.50

PREPARATION FOR AND ATTENDANCE AT HEARINGS	2.20	1,216.00
---	-------------	-----------------

<u>DATE</u>	<u>INITIALS</u>	<u>Description</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/07/24	PVR	REVIEW DOCKET AND UPDATE CASE CALENDAR RE: FEBRUARY 26, 2024 HEARING RE: MOTION FOR RELIEF FROM STAY FILED BY CREDITOR FORD MOTOR CREDIT COMPANY, LLC	0.20	77.00
02/15/24	PVR	RETRIEVE AND REVIEW NEWELL SALE MOTION, MARCUS MILLICHAP RETENTION APPLICATION AND NOTICE OF HEARING AND UPDATE CASE CALENDAR RE: MARCH 11, 2024 HEARING	0.40	154.00
02/20/24	PVR	RETRIEVE AND REVIEW ORDER REQUIRING NOTICE AND HEARING ON DISCL. STATEMENT AND UPDATE CASE CALENDAR RE: HEARING DATE AND OBJECTION DEADLINE	0.20	77.00
02/23/24	PVR	RETRIEVE AND REVIEW 9019 SETTLEMENT MOTION FILED IN MAIN CASE AND ADV. PROCEEDING AND NOTICE RE: STATUS CONFERENCE ON COMPLAINT AND UPDATE CASE CALENDAR RE: HEARING DATE	0.20	77.00
02/26/24	GHL	PREAPRE FOR HEARING ON RJ FEE APP AND LIFT STAY AND EMAILS TO E.RAY RE: SAME	0.90	715.50

COLE SCHOTZ P.C.

Re: CHAPTER 11
Client/Matter No. 65533-0002

Invoice Number 970952
March 6, 2024
Page 8

<u>DATE</u>	<u>INITIALS</u>	<u>Description</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/26/24	PVR	REVIEW DOCKET RE: STATUS OF 2/26/24 HEARING AND UPDATE CASE CALENDAR RE: RESCHEDULED MATTERS TO 3/11/24 HEARING	0.30	115.50

REORGANIZATION PLAN

75.20 59,733.00

<u>DATE</u>	<u>INITIALS</u>	<u>Description</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/02/24	GHL	PREPARE PLAN OF LIQUIDATION	6.80	5,406.00
02/05/24	GHL	PREPARE AND REVISE PLAN OF LIQUIDATION	7.10	5,644.50
02/06/24	GHL	PREPARE AND REVISE PLAN	6.60	5,247.00
02/06/24	IEW	REVIEW AND REVISE CHAPTER 11 PLAN AND EMAILS WITH GARY L. REGARDING SAME	1.00	795.00
02/07/24	GHL	PREPARE DISCLOSURE STATEMENT	7.40	5,883.00
02/07/24	HCJ	REVIEW L.KENDALL COMMENTS TO PLAN OF LIQUIDATION	0.20	108.00
02/08/24	GHL	PREPARE AND REVISE DISCLOSURE STATEMENT	7.50	5,962.50
02/08/24	GHL	CALL WITH J.DUTSON RE: PLAN AND WIND DOWN BUDGET	0.40	318.00
02/09/24	GHL	REVISE PLAN AND DISCLOSURE STATEMENT	5.10	4,054.50
02/09/24	GHL	CALL WITH L.KENDALL RE: WIND DOWN AND PLAN	0.70	556.50
02/11/24	GHL	PREPARE AND REVISE DISCLOSURE STATEMENT AND LIQUIDATION ANALYSIS	4.10	3,259.50
02/12/24	GHL	REVISE DISCLOSURE STATEMENT	4.90	3,895.50
02/13/24	GHL	PREPARE AND REVISE BEST INTEREST TEST	2.10	1,669.50
02/14/24	GHL	REVISE DISCLOSURE STATEMENT AND LIQUIDATION ANALYSIS	2.10	1,669.50
02/14/24	GHL	CALLS AND EMAILS WITH J.DUTSON AND L.KENDALL RE: WIND DOWN BUDGET AND REVISE PLAN AND DISCLOSURE STATEMENT AGAIN RE: SAME	2.10	1,669.50
02/15/24	GHL	REVIEW AND REVISE PLAN AND DISCLOSURE STATEMENT AND LIQUIDATION ANALYSIS AND ANALYZE COMMENTS FROM COMMITTEE AND LENDERS RE: SAME AND CASH COLLATERAL BUDGET FOR WIND-DOWN	9.50	7,552.50
02/15/24	IEW	TEAMS MEETING WITH GARY L. AND LENDERS' COUNSEL REGARDING TERMS OF CHAPTER 11 PLAN AND WIND-DOWN BUDGET (.6); CALL WITH CLIENT REGARDING SAME (.2); FOLLOW-UP EMAILS WITH GARY L. REGARDING SAME (.2)	1.00	795.00
02/20/24	IEW	REVIEW LENDERS' COMMENTS ON FILED CHAPTER 11 PLAN AND ADD MY NOTES TO COMMENT ON POTENTIAL WAYS TO REACH AGREEMENT	0.40	318.00
02/21/24	GHL	PREPARE MOTION AND ORDER TO EXTEND EXCLUSIVITY	3.10	2,464.50
02/21/24	IEW	REVIEW LENDERS' FURTHER REVISED PLAN	0.20	159.00
02/22/24	GHL	REVISE MOTION AND ORDER TO EXTEND EXCLUSIVITY	1.50	1,192.50
02/23/24	GHL	REVISE PLAN AGAIN WITH LENDER SUGGESTED REVISIONS	0.80	636.00
02/23/24	GHL	CALL WITH MARK SMITH RE: PLAN ADMINISTRATOR ROLE	0.30	238.50

COLE SCHOTZ P.C.

Re: CHAPTER 11
Client/Matter No. 65533-0002

Invoice Number 970952
March 6, 2024
Page 9

<u>DATE</u>	<u>INITIALS</u>	<u>Description</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/24/24	IEW	REVIEW EMAILS WITH LENDERS' REGARDING PLAN NEGOTIATIONS	0.20	159.00
02/29/24	IEW	CONFER WITH GARY L. REGARDING PLAN NEGOTIATIONS AND CASH COLLATERAL MATTERS	0.10	79.50

RETENTION MATTERS	8.00	5,849.00
--------------------------	-------------	-----------------

<u>DATE</u>	<u>INITIALS</u>	<u>Description</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/05/24	SLN	CORRESPONDENCE WITH I. WALKER, AMP AND MARCUS REGARDING RETENTION APPLICATION (.2);	0.40	290.00
02/06/24	SLN	CORRESPONDENCE WITH CO-COUNSEL REGARDING MARCUS & MILLICHAP RETENTION APPLICATION (.2);	0.20	145.00
02/07/24	SLN	DRAFT MARCUS & MILLICHAP RETENTION APPLICATION, REVIEW OF LISTING AGREEMENT AND CORRESPONDENCE WITH MARCUS & MILLICHAP REGARDING OPEN ISSUES (3.2); FOLLOW UP CORRESPONDENCE WITH I. WALKER (.2);	3.40	2,465.00
02/08/24	SLN	CORRESPONDENCE WITH MARCUS & MILLICHAP REGARDING RETENTION APPLICATION (.3);	0.30	217.50
02/08/24	IEW	EMAILS WITH S. NEWMAN AND E. RAY REGARDING EMPLOYMENT OF REAL ESTATE BROKER AND RELATED MATTERS (.1); EMAILS WITH CLIENT AND LENDERS' COUNSEL REGARDING SAME (.1)	0.10	79.50
02/09/24	SLN	REVISIONS TO MARCUS & MILLICHAP RETENTION APPLICATION (.4); EMAIL TO I. WALKER REGARDING OPEN ISSUES (.1); EMAIL TO CLIENT REGARDING LISTING AGREEMENT (.1);	0.60	435.00
02/09/24	IEW	EMAILS WITH M&M REGARDING APPLICATION TO EMPLOY M&M FOR REAL ESTATE SALE (.1); REVIEW AND REVISE APPLICATION TO EMPLOY M&M AND EMAILS WITH STACY N. REGARDING SAME (.3)	0.40	318.00
02/12/24	SLN	CORRESPONDENCE WITH HOLLAND KNIGHT REGARDING M&M RETENTION APPLICATION (.2); CORRESPONDENCE WITH M&M REGARDING DECLARATION AND DISCLOSURES (.1); CORRESPONDENCE WITH AMP REGARDING LISTING AGREEMENTS (.1); REVISIONS TO M&M RETENTION APPLICATION (.2);	0.60	435.00
02/12/24	IEW	EMAILS WITH CLIENT AND S. NEWMAN REGARDING APPLICATION TO EMPLOY REAL ESTATE BROKER	0.20	159.00
02/13/24	SLN	CORRESPONDENCE WITH I. WALKER AND M&M REGARDING RETENTION APPLICATION AND OPEN ISSUES (.5); CORRESPONDENCE WITH CO-COUNSEL REGARDING POTENTIAL PARTIES IN INTEREST LIST (.2); REVISIONS TO M&M RETENTION APPLICATION (.2); CORRESPONDENCE WITH E. RAY REGARDING M&M RETENTION APPLICATION AND OPEN ISSUES (.1);	1.00	725.00

COLE SCHOTZ P.C.

Re: CHAPTER 11
Client/Matter No. 65533-0002

Invoice Number 970952
March 6, 2024
Page 10

<u>DATE</u>	<u>INITIALS</u>	<u>Description</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/14/24	SLN	CORRESPONDENCE WITH E. RAY REGARDING M&M RETENTION APPLICATION AND LOCAL PRACTICE (.3); REVISIONS TO M&M RETENTION APPLICATION (.2); CORRESPONDENCE WITH M&M REGARDING RETENTION APPLICATION AND DECLARATION (.2); CORRESPONDENCE WITH E. RAY REGARDING FILING (.1);	0.80	580.00

U.S. TRUSTEE MATTERS AND MEETINGS	0.50	397.50
--	-------------	---------------

<u>DATE</u>	<u>INITIALS</u>	<u>Description</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/16/24	IEW	CALL WITH GREG BAKER REGARDING CALCULATION OF B.A. FEES (.2)	0.20	159.00
02/20/24	IEW	CALL WITH G. BAKER REGARDING CASH MANAGEMENT MATTERS AND PROPER CALCULATION OF B.A. FEES (.2); FOLLOW-UP CALL WITH CLIENT AND ERIC R. REGARDING SAME (.1)	0.30	238.50

VENDOR MATTERS	0.50	397.50
-----------------------	-------------	---------------

<u>DATE</u>	<u>INITIALS</u>	<u>Description</u>	<u>HOURS</u>	<u>AMOUNT</u>
02/09/24	IEW	EMAILS WITH CLIENT REGARDING ISSUE WITH VENDOR REGARDING TERMINATION OF SERVICES	0.10	79.50
02/13/24	IEW	EMAILS WITH CLIENT REGARDING VENDOR CLAIM ISSUES ARISING AFTER TERMINATION OF SERVICES, AND REVIEW CONTRACTS REGARDING SAME (.2); EMAILS WITH VENDOR REGARDING SAME (.2)	0.40	318.00

TOTAL HOURS 127.00

PROFESSIONAL SERVICES: \$96,937.50

TIMEKEEPER SUMMARY

<u>NAME</u>	<u>TIMEKEEPER TITLE</u>	<u>HOURS</u>	<u>RATE</u>	<u>AMOUNT</u>
Gary H. Leibowitz	Member	76.20	795.00	60,579.00
H.C. Jones, III	Member	3.90	540.00	2,106.00
Irving E. Walker	Member	22.10	795.00	17,569.50
J. Michael Pardoe	Associate	0.20	495.00	99.00
Pauline Z. Ratkowiak	Paralegal	4.50	385.00	1,732.50
Roger M. Iorio	Member	1.80	880.00	1,584.00
Stacy L. Newman	Member	18.30	725.00	13,267.50
Total		127.00		\$96,937.50

COLE SCHOTZ P.C.

Re: CHAPTER 11
Client/Matter No. 65533-0002

Invoice Number 970952
March 6, 2024
Page 11

COST SUMMARY

<u>Description</u>	<u>AMOUNT</u>
COURT FEES	18.20
TRAVEL - LODGING	295.58
TRAVEL- MILEAGE/TOLLS	23.00
DATA HOST	6.00
TOTAL COSTS	\$342.78

TOTAL SERVICES AND COSTS:	\$ 97,280.28
PREVIOUS BALANCE DUE:	\$ <u>298,584.45</u>
TOTAL DUE INCLUDING PREVIOUS BALANCE:	\$ <u>395,864.73</u>