

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

In re:	)	Chapter 11
	)	
SOUTHCROSS ENERGY PARTNERS, L.P.,	)	Case No. 19-10702 (MFW)
<i>et al.</i> ,	)	
	)	Jointly Administered
Debtors. <sup>1</sup>	)	
	)	Obj. Deadline: Nov. 8, 2019 at 4:00 p.m. (ET)

**SIXTH MONTHLY APPLICATION OF MORRIS, NICHOLS, ARSHT &  
TUNNELL LLP, AS DELAWARE BANKRUPTCY CO-COUNSEL FOR THE  
DEBTORS AND DEBTORS IN POSSESSION, FOR ALLOWANCE OF  
MONTHLY COMPENSATION AND FOR MONTHLY REIMBURSEMENT OF  
ALL ACTUAL AND NECESSARY EXPENSES INCURRED FOR THE PERIOD  
SEPTEMBER 1, 2019 THROUGH AND INCLUDING SEPTEMBER 30, 2019**

Name of Applicant: MORRIS, NICHOLS, ARSHT & TUNNELL LLP

Authorized to Provide  
Professional Services to: Debtor

Date of Retention: May 3, 2019 *nunc pro tunc* to April 1, 2019

Period for which  
Compensation and  
reimbursement is sought: September 1, 2019 through September 30, 2019

<sup>1</sup> The debtors and debtors in possession in these chapter 11 cases, along with the last four digits of their respective Employer Identification Numbers, are as follows: Southcross Energy Partners, L.P. (5230); Southcross Energy Partners GP, LLC (5141); Southcross Energy Finance Corp. (2225); Southcross Energy Operating, LLC (9605); Southcross Energy GP LLC (4246); Southcross Energy LP LLC (4304); Southcross Gathering Ltd. (7233); Southcross CCNG Gathering Ltd. (9553); Southcross CCNG Transmission Ltd. (4531); Southcross Marketing Company Ltd. (3313); Southcross NGL Pipeline Ltd. (3214); Southcross Midstream Services, L.P. (5932); Southcross Mississippi Industrial Gas Sales, L.P. (7519); Southcross Mississippi Pipeline, L.P. (7499); Southcross Gulf Coast Transmission Ltd. (0546); Southcross Mississippi Gathering, L.P. (2994); Southcross Delta Pipeline LLC (6804); Southcross Alabama Pipeline LLC (7180); Southcross Nueces Pipelines LLC (7034); Southcross Processing LLC (0672); FL Rich Gas Services GP, LLC (5172); FL Rich Gas Services, LP (0219); FL Rich Gas Utility GP, LLC (3280); FL Rich Gas Utility, LP (3644); Southcross Transmission, LP (6432); T2 EF Cogeneration Holdings LLC (0613); and T2 EF Cogeneration LLC (4976). The debtors' mailing address is 1717 Main Street, Suite 5300, Dallas, TX 75201.



Amount of compensation  
sought as actual,  
reasonable and necessary: \$92,326.50

Amount of reimbursement  
sought as actual,  
reasonable and necessary: \$1,208.04

This is a x monthly    final application

The total time expended for fee application preparation is approximately 4.0 hours and the corresponding compensation requested is approximately \$1,500.00.<sup>2</sup>

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

<b>DATE FILED</b>	<b>PERIOD COVERED</b>	<b>REQUESTED FEES/EXPENSES</b>	<b>APPROVED FEES/EXPENSES</b>
5/31/19	4/1/19-4/30/19	\$177,788.00/\$10,186.43	\$176,361.00 <sup>3</sup> /\$10,186.43
6/27/19	5/1/19-5/31/19	\$149,283.50/\$2,676.83	\$149,283.50/\$2,676.83
7/24/19	6/1/19-6/30/19	\$74,913.50/\$5,289.51	\$74,913.50/\$5,289.51
8/30/19	7/1/19-7/31/19	\$46,173.00/\$542.38	\$36,938.40/\$542.38
10/11/19	8/1/19-8/31/19	\$73,994.50/\$2,416.38	\$59,195.60/\$2,416.38

<sup>2</sup> Allowance for compensation for such time is not requested in this application, but will be sought in a subsequent fee application.

<sup>3</sup> This amount reflects the \$1,427.00 reduction requested by the Fee Examiner and agreed upon by Morris Nichols, as reflected in the *Omnibus Order Granting Interim Allowance of Fees and Expenses for Certain Professionals* (D.I. 483).

**COMPENSATION BY PROFESSIONAL**

Southcross Energy Partners, L.P., et al.  
 (Case No. 19-10702 (MFW))  
 September 1, 2019 Through September 30, 2019

	<b>Position of the Applicant</b>	<b>Hourly Billing Rate (including changes)</b>	<b>Total Billed Hours</b>	<b>Total Compensation</b>
Robert J. Dehney	Partner/Bankruptcy	1,100	8.6	\$9,460.00
Jason Russell	Partner/Commercial	775	6.1	4,727.50
Andrew R. Remming	Partner/Bankruptcy	750	22.6	16,950.00
Tamara K. Mann	Associate/Bankruptcy	645	18.4	11,868.00
Joseph Barsalona	Associate/Bankruptcy	595	41.8	24,871.00
Eric Moats	Associate/Bankruptcy	495 <sup>4</sup>	21.6	10,692.00
Sean Sullivan	Associate/Commercial	495	7.0	3,465.00
Joseph Halsey	Associate/Bankruptcy	425	7.7	3,272.50
Andrew Workman	Associate/Bankruptcy	425	.3	127.50
Rena M. Fusco	Paralegal	305	17.0	5,185.00
Glenn Reimann	Paralegal	305	1.4	427.00
Billie Springart	Case Clerk	305	.7	213.50
Theresa M. Naimoli	Case Clerk	305 <sup>5</sup>	3.5	1,067.50
<b>Total</b>			<b>156.70</b>	<b>\$92,326.50</b>
<b>GRAND TOTAL:</b>		<b>\$92,326.50</b>		
<b>BLENDED RATE:</b>		<b>\$589.20</b>		

<sup>4</sup> Due to an accounting error, work performed by Eric W. Moats from January 2019 through June 2019 was incorrectly billed at \$465 per hour. Mr. Moats's correct rate is \$495 per hour and has been since January 2019. Morris Nichols has corrected the rate for this application and future work in these cases. Morris Nichols is not at this time seeking adjustment of fees previously billed in these cases, but reserves the right to do so.

<sup>5</sup> Due to an accounting error, work performed by Theresa M. Naimoli from January 2019 through June 2019 was incorrectly billed at \$165 per hour. Ms. Naimoli's correct rate is \$305 per hour and has been since January 2019. Morris Nichols has corrected the rate for this application and future work in these cases. Morris Nichols is not at this time seeking adjustment of fees previously billed in these cases, but reserves the right to do so.

**COMPENSATION BY PROJECT CATEGORY**

Southcross Energy Partners, L.P., et al.  
 (Case No. 19-10702 (MFW))  
 September 1, 2019 Through September 30, 2019

<b>Project Category</b>	<b>Total Hours</b>	<b>Total Fees</b>
Case Administration	1.3	\$755.50
Asset Dispositions/363 Sales	15.7	8,652.00
Creditor Communications and Meetings	.4	253.50
Fee Applications (MNAT – Filing)	4.4	1,766.50
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Financing Matters/ Cash Collateral	.8	538.00
Court Hearings	18.6	10,323.50
Claims Objections and Administration	4.0	2,459.50
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Professional Retention (MNAT-Filing)	.3	127.50
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General Corporate Matters	6.2	4,802.50
General Case Strategy	7.7	5,197.00
Schedules/SOFA/U.S. Trustee Reports	1.6	961.50
Acquired Companies	27.8	16,566.00
<b>TOTAL</b>	<b>156.7</b>	<b>\$92,326.50</b>

**EXPENSE SUMMARY**

Southcross Energy Partners, L.P., et al.  
 (Case No. 19-10702 (MFW))  
 September 1, 2019 Through September 30, 2019

<b>Expense Category</b>	<b>Service Provider (if applicable)</b>	<b>Total Expenses</b>
Pacer		\$148.50
In House Duplicating	Black and White	243.80
In House Duplicating	Color	1.60
In House Printing	Black and White	278.60
In House Printing	Color	29.60
Courier/Delivery Service		69.51
Messenger Service		40.00
Secretarial Overtime		137.15
Legal Assistants Overtime		65.93
Transcripts		53.35
Meals		140.00
<b>Total Expenses</b>		<b>\$1,208.04</b>

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

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In re:	)	Chapter 11
	)	
SOUTHCROSS ENERGY PARTNERS, L.P.,	)	Case No. 19-10702 (MFW)
<i>et al.</i> ,	)	
	)	Jointly Administered
Debtors. <sup>1</sup>	)	
	)	<b>Obj. Deadline: Nov. 8, 2019 at 4:00 p.m. (ET)</b>

**SIXTH MONTHLY APPLICATION OF MORRIS, NICHOLS, ARSHT & TUNNELL LLP, AS DELAWARE BANKRUPTCY CO-COUNSEL FOR THE DEBTORS AND DEBTORS IN POSSESSION, FOR ALLOWANCE OF MONTHLY COMPENSATION AND FOR MONTHLY REIMBURSEMENT OF ALL ACTUAL AND NECESSARY EXPENSES INCURRED FOR THE PERIOD SEPTEMBER 1, 2019 THROUGH AND INCLUDING SEPTEMBER 30, 2019**

Morris, Nichols, Arsht & Tunnell LLP (“**Morris Nichols**”), Delaware bankruptcy co-counsel to the debtors and debtors in possession in the above-captioned cases (collectively, the “**Debtors**”), submits this application (the “**Application**”) for monthly allowance of compensation for professional services rendered by Morris Nichols to the Debtors for the period September 1, 2019 through September 30, 2019 (the “**Application Period**”) and reimbursement of actual and necessary expenses incurred by Morris Nichols during the Application Period

The debtors and debtors in possession in these chapter 11 cases, along with the last four digits of their respective Employer Identification Numbers, are as follows: Southcross Energy Partners, L.P. (5230); Southcross Energy Partners GP, LLC (5141); Southcross Energy Finance Corp. (2225); Southcross Energy Operating, LLC (9605); Southcross Energy GP LLC (4246); Southcross Energy LP LLC (4304); Southcross Gathering Ltd. (7233); Southcross CCNG Gathering Ltd. (9553); Southcross CCNG Transmission Ltd. (4531); Southcross Marketing Company Ltd. (3313); Southcross NGL Pipeline Ltd. (3214); Southcross Midstream Services, L.P. (5932); Southcross Mississippi Industrial Gas Sales, L.P. (7519); Southcross Mississippi Pipeline, L.P. (7499); Southcross Gulf Coast Transmission Ltd. (0546); Southcross Mississippi Gathering, L.P. (2994); Southcross Delta Pipeline LLC (6804); Southcross Alabama Pipeline LLC (7180); Southcross Nueces Pipelines LLC (7034); Southcross Processing LLC (0672); FL Rich Gas Services GP, LLC (5172); FL Rich Gas Services, LP (0219); FL Rich Gas Utility GP, LLC (3280); FL Rich Gas Utility, LP (3644); Southcross Transmission, LP (6432); T2 EF Cogeneration Holdings LLC (0613); and T2 EF Cogeneration LLC (4976). The debtors' mailing address is 1717 Main Street, Suite 5300, Dallas, TX 75201.

under sections 330 and 331 of title 11 of the United States Code (the “**Bankruptcy Code**”), Rule 2016 of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”), Rule 2016-2 of the Local Rules of Bankruptcy Practice and Procedure for the United States Bankruptcy Court of the District of Delaware (the “**Local Rules**”), the United States Trustee’s Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses filed under 11 U.S.C. § 330, effective January 30, 1996 (the “**U.S. Trustee Guidelines**”) and the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Retained Professionals* (D.I. 191) (the “**Interim Compensation Procedures Order**”).<sup>2</sup> In support of this Application, Morris Nichols represents as follows:

#### **JURISDICTION**

1. This Court has jurisdiction over this Application pursuant to 28 U.S.C. §§ 157 and 1334. This is a core proceeding within the meaning of 28 U.S.C. § 157(b)(2). Venue in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409.

#### **BACKGROUND**

2. On April 1, 2019 (the “**Petition Date**”), the Debtors filed voluntary petitions for relief under Chapter 11 of the Bankruptcy Code. The Debtors continue to operate their businesses and manage their properties as debtors in possession pursuant to sections 1107 and 1108 of the Bankruptcy Code. No trustee or examiner has been appointed in these bankruptcy cases.

3. No Official Committee of Unsecured Creditors has been appointed in these cases.

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<sup>2</sup> Terms used but not otherwise defined herein have the meanings ascribed to them in the Interim Compensation Procedures Order.

**MORRIS NICHOLS' RETENTION**

4. Prior to the Petition Date, the Debtors engaged Morris Nichols as Delaware bankruptcy co-counsel in connection with these bankruptcy cases. On May 3, 2019, this Court entered the *Order Granting Debtors' Application for Entry of an Order Under 11 U.S.C. §§ 327(a), 328(a), and 1107(b), Fed. R. Bankr. P. 2014 and 2016, and Del. Bankr. L.R. 2014-1 and 2016-1, Authorizing Retention and Employment of Morris, Nichols, Arsht & Tunnell LLP as Delaware Bankruptcy Co-Counsel for the Debtors, Nunc Pro Tunc to the Petition Date* (D.I. 183).

**FEE PROCEDURES ORDER**

5. On May 6, 2019, the Court entered the Interim Compensation Procedures Order, which sets forth the procedures for interim compensation and reimbursement of expenses for all professionals in these cases.

6. In particular, the Interim Compensation Procedures Order provides that a Professional may file and serve a Monthly Fee Application with the Court no earlier than the 15th day of each month following the month or months for which compensation is sought. Provided that there are no objections to such Monthly Fee Application filed within 14 days after the service of a Monthly Fee Application, the Professional may file a certificate of no objection with the Court, after which the Debtors are authorized to pay such Professional 80 percent of the fees and 100 percent of the expenses requested in such Monthly Fee Application. If a partial objection to the Monthly Fee Application is filed, then the Debtors are authorized to pay 80 percent of the fees and 100 percent of the expenses not subject to an objection.

**RELIEF REQUESTED**

7. Morris Nichols submits this Application (a) for allowance of reasonable



compensation for the actual, reasonable and necessary professional services that it has rendered as bankruptcy counsel for the Debtors in this case for the period from September 1, 2019 through September 30, 2019, and (b) for reimbursement of actual, reasonable and necessary expenses incurred in representing the Debtors during that same period.

8. During the period covered by this Application, Morris Nichols incurred fees in the amount of \$92,326.50. For the same period, Morris Nichols incurred actual, reasonable and necessary expenses totaling \$1,208.04. With respect to these amounts, as of the date of this Application, Morris Nichols has received no payments. Morris Nichols' fees for the Compensation Period are based on the customary compensation charged by comparably skilled professionals in cases other than cases under Title 11.

9. Set forth on the foregoing "Compensation by Project Category" is a summary by subject matter categories of the time expended by timekeepers billing time to these cases.

10. Exhibit A attached hereto contains logs, sorted by case project category, which show the time recorded by professionals, paraprofessionals and other support staff and descriptions of the services provided.

11. Exhibit B attached hereto contains a breakdown of disbursements incurred by Morris Nichols during the Application Period.

12. Morris Nichols charges \$.10 per page for black and white photocopying and \$.80 per page for color photocopying.

13. Morris Nichols charges \$.25 per page for outgoing domestic facsimiles and does not charge for incoming facsimiles.

14. In accordance with Local Rule 2016-2, Morris Nichols has reduced its

request for compensation for non-working travel, if any, to 50% of its normal rate.

15. Morris Nichols has endeavored to represent the Debtors in the most expeditious and economical manner possible. Tasks have been assigned to attorneys, paralegals, and other support staff at Morris Nichols so that work has been performed by those most familiar with the particular matter or task and, where attorney or paralegal involvement was required, by the lowest hourly rate professional appropriate for a particular matter. Moreover, Morris Nichols has endeavored to coordinate with the other professionals involved in this case so as to minimize any duplication of effort and to minimize attorneys' fees and expenses to the Debtors. We believe we have been successful in this regard.

16. No agreement or understanding exists between Morris Nichols and any other person for the sharing of compensation received or to be received for services rendered in or in connection with these cases.

17. The undersigned has reviewed the requirements of Local Rule 2016-2 and certifies to the best of his information, knowledge and belief that this Application complies with that Rule.

**WHEREFORE**, Morris Nichols respectfully requests that this Court: (a) allow Morris Nichols (i) monthly compensation in the amount of \$92,326.50 for actual, reasonable and necessary professional services rendered on behalf of the Debtor during the period September 1, 2019 through September 30, 2019, and (ii) monthly reimbursement in the amount of \$1,208.04 for actual, reasonable and necessary expenses incurred during the same period; (b) authorize and direct the Debtors to pay to Morris Nichols the amount of \$75,069.24 which is equal to the sum of 80% (\$73,861.20) of Morris Nichols' allowed monthly compensation and 100% (\$1,208.04) of Morris Nichols' allowed expense reimbursement; and (c) grant such other and further relief as is just and proper.

October 25, 2019  
Wilmington, Delaware

MORRIS, NICHOLS, ARSHT & TUNNELL LLP

/s/ Eric W. Moats

Robert J. Dehney (No. 3578)  
Andrew R. Remming (No. 5120)  
Joseph C. Barsalona II (No. 6102)  
Eric W. Moats (No. 6441)  
1201 N. Market St., 16th Floor  
PO Box 1347  
Wilmington, DE 19899-1347  
Telephone: (302) 658-9200  
Facsimile: (302) 658-3989  
rdehney@mnat.com  
aremming@mnat.com  
jbarsalona@mnat.com  
emoats@mnat.com

*Co-Counsel for Debtors and Debtors in Possession*

13216120.1

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

In re:	)	
	)	Chapter 11
	)	
SOUTHCROSS ENERGY PARTNERS, L.P.,	)	Case No. 19-10702 (MFW)
<i>et al.</i> ,	)	
	)	Jointly Administered
Debtors. <sup>1</sup>	)	
	)	Obj. Deadline: Nov. 8, 2019 at 4:00 p.m. (ET)

**NOTICE OF SIXTH MONTHLY APPLICATION OF MORRIS, NICHOLS,  
ARSHT & TUNNELL LLP, AS DELAWARE BANKRUPTCY  
CO-COUNSEL FOR THE DEBTORS AND DEBTORS IN POSSESSION,  
FOR ALLOWANCE OF MONTHLY COMPENSATION AND FOR MONTHLY  
REIMBURSEMENT OF ALL ACTUAL AND NECESSARY EXPENSES  
INCURRED FOR THE PERIOD SEPTEMBER 1, 2019 THROUGH AND  
INCLUDING SEPTEMBER 30, 2019**

PLEASE TAKE NOTICE that today, Morris, Nichols, Arsht & Tunnell LLP as counsel to the Debtor in the above-captioned case (the “Debtor”), filed the attached **Sixth Monthly Application of Morris, Nichols, Arsht & Tunnell LLP, as Delaware Bankruptcy Co-Counsel for the Debtors and Debtors in Possession, for Allowance of Monthly Compensation and for Monthly Reimbursement of All Actual and Necessary Expenses Incurred for the Period September 1, 2019 Through and Including September 30, 2019** (the “Application”).

PLEASE TAKE FURTHER NOTICE that objections, if any, to the Application, must: (a) be filed with the Clerk of the Bankruptcy Court, 824 North Market Street, 3rd Floor, Wilmington, Delaware 19801, on or before **November 8, 2019 at 4:00 p.m. (Eastern Time)** (the “Objection Deadline”); and (b) be served so as to be received on or before the Objection Deadline by:

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<sup>1</sup> The debtors and debtors in possession in these chapter 11 cases, along with the last four digits of their respective Employer Identification Numbers, are as follows: Southcross Energy Partners, L.P. (5230); Southcross Energy Partners GP, LLC (5141); Southcross Energy Finance Corp. (2225); Southcross Energy Operating, LLC (9605); Southcross Energy GP LLC (4246); Southcross Energy LP LLC (4304); Southcross Gathering Ltd. (7233); Southcross CCNG Gathering Ltd. (9553); Southcross CCNG Transmission Ltd. (4531); Southcross Marketing Company Ltd. (3313); Southcross NGL Pipeline Ltd. (3214); Southcross Midstream Services, L.P. (5932); Southcross Mississippi Industrial Gas Sales, L.P. (7519); Southcross Mississippi Pipeline, L.P. (7499); Southcross Gulf Coast Transmission Ltd. (0546); Southcross Mississippi Gathering, L.P. (2994); Southcross Delta Pipeline LLC (6804); Southcross Alabama Pipeline LLC (7180); Southcross Nueces Pipelines LLC (7034); Southcross Processing LLC (0672); FL Rich Gas Services GP, LLC (5172); FL Rich Gas Services, LP (0219); FL Rich Gas Utility GP, LLC (3280); FL Rich Gas Utility, LP (3644); Southcross Transmission, LP (6432); T2 EF Cogeneration Holdings LLC (0613); and T2 EF Cogeneration LLC (4976). The debtors’ mailing address is 1717 Main Street, Suite 5300, Dallas, TX 75201.

- (i) the Debtors, 1717 Main Street, Suite 5300, Dallas, TX 75201 (Attn: Michael B. Howe);
- (ii) counsel for the Debtors, (a) Davis Polk & Wardwell LLP, 450 Lexington Avenue, New York, NY 10017, Attn: Darren S. Klein, darren.klein@davispolk.com; Steven Z. Szanzer, steven.szanzer@davispolk.com; and (b) Morris, Nichols, Arsht & Tunnell LLP, 1201 North Market Street, 16th Floor, P.O. Box 1347, Wilmington, DE 19899, Attn: Robert J. Dehney, rdehney@mnat.com; Andrew R. Remming, aremming@mnat.com; and Joseph C. Barsalona II, jbarsalona@mnat.com;
- (iii) counsel to any official committee appointed in the Chapter 11 Cases;
- (iv) counsel to the post-petition lenders and an ad hoc group of prepetition lenders, (a) Willkie Farr & Gallagher LLP, 787 Seventh Avenue, New York, NY 10019-6099, Attn: Paul V. Shalhoub, pshalhoub@willkie.com; Joseph G. Minias, jminias@willkie.com; and James H. Burbage, jrburbage@willkie.com and (b) Young Conaway Stargatt & Taylor, LLP, Rodney Square, 1000 North King Street, Wilmington, DE 19801, Attn: Matthew B. Lunn, mlunn@ycst.com;
- (v) counsel to Wells Fargo Bank, N.A. as administrative agent, Vinson & Elkins LLP, 2001 Ross Avenue, suite 3900, Dallas, TX 75201, Attn: William Wallander, bwallander@velaw.com; Bradley Foxman, bfoxman@velaw.com; and Matthew Pyeatt, mpyeatt@velaw.com; and
- (vi) the Fee Examiner, David M. Klauder, Esq., Bielli & Klauder, LLC, 1204 N. King Street, Wilmington, Delaware 19801, dklauder@bk-legal.com; and
- (vii) the Office of United States Trustee for the District of Delaware appointed in the Chapter 11 Cases, Caleb Boggs Federal Building, 844 King Street, Suite 2207, Lockbox 35, Wilmington, DE 19801, Attn: Richard L. Schepacarter, Richard.Schepacarter@usdoj.gov.

PLEASE TAKE FURTHER NOTICE THAT ONLY OBJECTIONS MADE IN WRITING AND TIMELY FILED AND RECEIVED, IN ACCORDANCE WITH THE PROCEDURES ABOVE, WILL BE CONSIDERED BY THE BANKRUPTCY COURT AT SUCH HEARING.

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

October 25, 2019  
Wilmington, Delaware

Respectfully submitted,  
MORRIS, NICHOLS ARSHT & TUNNELL LLP

/s/ Eric W. Moats

Robert J. Dehney (No. 3578)  
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Tel.: (302) 658-9200  
Fax: (302) 658-3989  
rdehney@mnat.com  
aremming@mnat.com  
jbarsalona@mnat.com  
emoats@mnat.com

-and-

DAVIS POLK & WARDWELL LLP

Marshall S. Huebner (admitted *pro hac vice*)  
Darren S. Klein (admitted *pro hac vice*)  
Steven Z. Szanzer (admitted *pro hac vice*)  
450 Lexington Avenue  
New York, New York 10017  
Tel.: (212) 450-4000  
Fax: (212) 701-5800  
marshall.huebner@davispolk.com  
darren.klein@davispolk.com  
steven.szanzer@davispolk.com

*Counsel to the Debtors and Debtors in Possession*

**EXHIBIT A****COMPENSATION BY PROJECT CATEGORY**

Southcross Energy Partners, L.P., et al.  
 (Case No. 19-10702 (MFW))  
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<b>Project Category</b>	<b>Total Hours</b>	<b>Total Fees</b>
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<b>TOTAL</b>	<b>156.7</b>	<b>\$92,326.50</b>

**Time Detail****Task Code:** B110 Case Administration

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
09/12/19	Halsey, Joseph	Meeting with T. Mann regarding Previously Entered Orders Motion	0.2	85.00
09/16/19	Barsalona, Joseph	Discussion with R. Fusco and E. Moats re: notice of withdrawal for K. Cheng	0.1	59.50
09/16/19	Barsalona, Joseph	Review and revise notice of withdrawal for Katherine Cheng	0.1	59.50
09/16/19	Dehney, Robert J.	Email from R. Fusco with docket update; review.	0.1	110.00
09/16/19	Fusco, Renae M.	draft Cheng notice of withdrawal	0.2	61.00
09/17/19	Remming, Andrew	review email from KCC re docket	0.1	75.00
09/18/19	Fusco, Renae M.	efile Cheng withdrawal	0.2	61.00
09/18/19	Barsalona, Joseph	Correspondence (x4) with K. Cheng and R. Fusco re: notice of withdrawal of appearance; Revise same	0.1	59.50
09/24/19	Dehney, Robert J.	Email from R. Fusco with docket update; review.	0.1	110.00
09/26/19	Remming, Andrew	review emails from A. Donny and J. Barsalona re notice question	0.1	75.00
<b>Total</b>			<b>1.3</b>	<b>755.50</b>

**Task Code:** B130 Asset Dispositions/363 Sales

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
08/31/19	Dehney, Robert J.	Emails with J. Barsalona re sale process.	0.1	110.00
09/05/19	Remming, Andrew	review and respond to email from E. Slight's re sale motions; email to J. Barsalona re same	0.1	75.00
09/06/19	Remming, Andrew	emails w/ E. Slight's re DOJ questions	0.1	75.00
09/06/19	Barsalona, Joseph	Discussion with A. Remming re: sale objection issues	0.1	59.50
09/08/19	Remming, Andrew	review and respond to email from E. Slight's re govt questions	0.1	75.00
09/08/19	Barsalona, Joseph	Correspondence (x2) with E. Slight's and A. Remming re: sale issues	0.1	59.50



<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
09/09/19	Remming, Andrew	review email from J. Barsalona re govt inquiry	0.1	75.00
09/09/19	Barsalona, Joseph	Discussion with A. Remming re: sale issues	0.1	59.50
09/11/19	Barsalona, Joseph	Draft correspondence to potential bidder in sale process on status of auction and sale	0.2	119.00
09/11/19	Barsalona, Joseph	Correspondence (x10) with J. Mitchell, S. Lawrence and S. Szanzer re: cure objections	0.2	119.00
09/12/19	Remming, Andrew	review email from J. Barsalona re APA filings	0.1	75.00
09/12/19	Remming, Andrew	prepare for and attend call re Holdings issues	0.5	375.00
09/12/19	Remming, Andrew	review email re APA filings; review email from S. Szanzer re same	0.1	75.00
09/12/19	Barsalona, Joseph	Correspondence (x4) with S. Szanzer and A. Remming re: APA	0.1	59.50
09/12/19	Remming, Andrew	office conf. w/ E. Moats re APA	0.1	75.00
09/12/19	Remming, Andrew	review email from D. Ariel re APA	0.1	75.00
09/12/19	Barsalona, Joseph	Correspondence (x3) with D. Ariel and E. Moats re: APA issues	0.1	59.50
09/12/19	Remming, Andrew	review further email from D. Ariel re APA	0.1	75.00
09/12/19	Barsalona, Joseph	Correspondence (x10) with D. Ariel and E. Moats re: revised ArcLight APA	0.2	119.00
09/12/19	Remming, Andrew	further emails w/ D. Ariel and E. Moats re APA	0.1	75.00
09/12/19	Moats, Eric	Phone call w/ D. Ariel re: sale notice revisions.	0.1	49.50
09/12/19	Moats, Eric	Draft motion to shorten re: 9019 sale settlement motion.	1.2	594.00
09/12/19	Moats, Eric	Confer w/ A. Remming re: APA	0.1	49.50
09/12/19	Moats, Eric	Revise ArcLight notice of revised APA.	0.2	99.00
09/12/19	Moats, Eric	Revise motion to shorten re: settlement motion.	1.2	594.00
09/13/19	Barsalona, Joseph	Correspondence (x7) with D. Ariel re: notice of withdrawal of APA (.1); Correspondence (x3) with KCC re: same (.1)	0.2	119.00

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
09/13/19	Fusco, Renae M.	put together APA notice for J Barsalona & email same	0.3	91.50
09/13/19	Fusco, Renae M.	efile notice of withdrawal	0.3	91.50
09/13/19	Barsalona, Joseph	Review revised APA	0.3	178.50
09/13/19	Fusco, Renae M.	efile revised APA	0.3	91.50
09/13/19	Remming, Andrew	review email from R. Fusco re filings; review email from D. Ariel re Kinder APA; further emails w/ T Mann re same	0.1	75.00
09/13/19	Barsalona, Joseph	Discussion with A. Remming re: APA issues	0.2	119.00
09/13/19	Remming, Andrew	review and respond to email from E. Slight re sale motion	0.1	75.00
09/13/19	Remming, Andrew	emails w/ J. Barsalona, S. Szanzer re rule 9019 motion	0.1	75.00
09/13/19	Barsalona, Joseph	Discussion with D. Ariel re: revised APA (.1); Re-file edited version of same (.1)	0.2	119.00
09/13/19	Barsalona, Joseph	Revise and finalize notice of filing of Kinder Morgan APA (.4); Correspondence (x3) with D. Ariel re: service of notices of APA (.1)	0.5	297.50
09/13/19	Barsalona, Joseph	Revise and finalize revised notice of filing of Arclight Revised APA	0.3	178.50
09/13/19	Barsalona, Joseph	Revise and finalize notice of withdrawal of Arclight APA	0.1	59.50
09/13/19	Naimoli, Theresa M.	Review and respond to email from J. Barsalona re filing of notice (.1); prepare & efile Notice of Revised Asset Purchase Agreement (.3)	0.4	122.00
09/13/19	Fusco, Renae M.	confer w J Barsalona re conf info in APA	0.2	61.00
09/13/19	Remming, Andrew	emails w/ J. Barsalona re govt inquiries	0.1	75.00
09/13/19	Remming, Andrew	emails w/ D. Ariel and S. Szanzer re service question	0.1	75.00
09/13/19	Barsalona, Joseph	Correspondence (x4) with E. Slight and A. Remming re: sale issues	0.1	59.50
09/13/19	Remming, Andrew	review and respond to email from D. Ariel re Kinder APA	0.1	75.00
09/13/19	Remming, Andrew	review email from D. Ariel re inquiry from govt re sale process	0.1	75.00

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
09/13/19	Fusco, Renae M.	draft notice of withdrawal re APA	0.2	61.00
09/13/19	Fusco, Renae M.	emails to Court re confidential info in APA	0.2	61.00
09/16/19	Remming, Andrew	review email from D. Ariel re notice re sale timeline	0.1	75.00
09/18/19	Remming, Andrew	review email from E. Slight re sale motion	0.1	75.00
09/18/19	Remming, Andrew	review email from D. Ariel re gov't questions re sale	0.1	75.00
09/18/19	Barsalona, Joseph	Correspondence (x2) with E. Slight and D. Ariel re: sale issues	0.1	59.50
09/19/19	Remming, Andrew	review email from J. Barsalona Re revised sale timeline	0.1	75.00
09/19/19	Naimoli, Theresa M.	Review and respond to email from J. Barsalona re filing of notice (.1); prepare & efile Notice of Revised Sale Timeline (.1)	0.2	61.00
09/19/19	Barsalona, Joseph	Review and revise notice of revised sale dates (.2); Assist with filing and service of same (.1)	0.3	178.50
09/20/19	Barsalona, Joseph	Call with D. Ariel re: service information re: sale notice	0.1	59.50
09/20/19	Remming, Andrew	review email from D. Ariel re service question	0.1	75.00
09/20/19	Barsalona, Joseph	Correspondence (x4) with D. Ariel re: sale notice	0.1	59.50
09/20/19	Remming, Andrew	review emails from J. Barsalona and D. Ariel re service question	0.1	75.00
09/20/19	Remming, Andrew	review email from D. Ariel re DOJ questions re sale	0.1	75.00
09/21/19	Barsalona, Joseph	Correspondence (x4) with L. Scott re: service of revised sale timeline	0.1	59.50
09/23/19	Barsalona, Joseph	Correspondence (x4) with D. Ariel and P. Romero re: affidavit of service for sale timeline	0.1	59.50
09/23/19	Sullivan, Sean	Draft consent re filings/sale	2.2	1,089.00
09/24/19	Barsalona, Joseph	Correspondence (x3) with S. Sullivan re: sale issues	0.1	59.50
09/24/19	Barsalona, Joseph	Discussion with E. Moats re: notice	0.2	119.00

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
09/25/19	Barsalona, Joseph	Factual investigation regarding assets subject to sale on request of potential purchaser (.2); Correspondence (x3) with potential purchaser re: same (.1)	0.3	178.50
09/25/19	Remming, Andrew	review email from E. Slight re govt questions re sale	0.1	75.00
09/30/19	Remming, Andrew	email from J. Erickson re de minimis asset sale	0.1	75.00
09/30/19	Moats, Eric	Email exchange w/ J. Erickson re: de minimis asset sale notice and review of same.	0.3	148.50
09/30/19	Barsalona, Joseph	Correspondence (x2) with P. Romero and E. Moats re: service of de minimis asset sale notice	0.1	59.50
09/30/19	Moats, Eric	Coordinate for filing and service of de minimis asset sale notice.	0.1	49.50
09/30/19	Remming, Andrew	review email from E. Moats re de minimis asset sales	0.1	75.00
09/30/19	Naimoli, Theresa M.	Review and respond to email from E. Moats re filing of notice (.1); Prepare & efile De Minimis Sale Asset Notice (.2)	0.3	91.50
09/30/19	Barsalona, Joseph	Correspondence (x4) with J. Erickson and E. Moats re: de minimis asset sale notice	0.1	59.50
<b>Total</b>			<b>15.7</b>	<b>8,652.00</b>

**Task Code:** B150 Creditor Communications and Meetings

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
09/03/19	Barsalona, Joseph	Correspondence (x2) with J. Coe and S. Szanzer re: creditor information	0.1	59.50
09/06/19	Barsalona, Joseph	Correspondence with E. Slight and A. Remming re: creditor issues	0.1	59.50
09/29/19	Remming, Andrew	further emails re govt bar date	0.1	75.00

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
09/30/19	Barsalona, Joseph	Review letter from certain creditor	0.1	59.50
<b>Total</b>			<b>0.4</b>	<b>253.50</b>

**Task Code:** B160 Fee Applications (MNAT - Filing)

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
09/12/19	Fusco, Renae M.	rvw & edit MNAT August fee exhibits	0.9	274.50
09/12/19	Fusco, Renae M.	email to acctg re August fee exhibits	0.1	30.50
09/12/19	Mann, Tamara K.	Conf. with R. Fusco re August fee exhibits	0.1	64.50
09/13/19	Remming, Andrew	review email from J. Barsalona re fee order	0.1	75.00
09/16/19	Barsalona, Joseph	Correspondence (x3) with M. Frank re: 2019 budget	0.1	59.50
09/16/19	Remming, Andrew	review and respond to email from R. Dehney re fee apps	0.1	75.00
09/16/19	Remming, Andrew	review email from J. Barsalona re fee examiner order; review email from M. Frank re same	0.1	75.00
09/24/19	Moats, Eric	Review MNAT August fee app.	0.9	445.50
09/25/19	Fusco, Renae M.	rvw revisions to fee exhibit for MNAT August fee app	0.1	30.50
09/25/19	Moats, Eric	Further review of MNAT August fee app.	0.3	148.50
09/26/19	Fusco, Renae M.	drafting MNAT August fee app	0.7	213.50
09/27/19	Fusco, Renae M.	drafting MNAT August fee app	0.9	274.50
<b>Total</b>			<b>4.4</b>	<b>1,766.50</b>

**Task Code:** B165 Fee Applications (Others - Filing)

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
09/03/19	Barsalona, Joseph	Correspondence (x3) with M. Frank and D. Klauder re: monthly fee data	0.1	59.50
09/03/19	Barsalona, Joseph	Correspondence (x2) with E. Levine and D. Klauder re: Evercore monthly fee application	0.1	59.50

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
09/04/19	Barsalona, Joseph	Attention to fee binders	0.1	59.50
09/04/19	Barsalona, Joseph	Discussion with E. Moats re: interim fee application issues	0.1	59.50
09/04/19	Barsalona, Joseph	Correspondence (x2) with E. Moats re: certificates of no objection for interim fee applications	0.1	59.50
09/04/19	Remming, Andrew	review further email from E. Moats re fee apps	0.1	75.00
09/04/19	Remming, Andrew	review emails from E. Moats re interim fee apps	0.1	75.00
09/06/19	Moats, Eric	Review Deloitte first combined fee app.	0.3	148.50
09/06/19	Barsalona, Joseph	Correspondence (x4) with R. Young and E. Moats re: Deloitte fee application	0.1	59.50
09/11/19	Moats, Eric	Revise Deloitte fee app.	0.3	148.50
09/11/19	Fusco, Renae M.	email to E Moats, J Barsalona re fee binder	0.1	30.50
09/11/19	Fusco, Renae M.	update fee binder exhibit & send fee binder to MFW chambers	0.2	61.00
09/12/19	Barsalona, Joseph	Correspondence (x3) with R. Young and E. Moats re: comments to Deloitte & Touche fee application	0.1	59.50
09/13/19	Barsalona, Joseph	Revise omnibus fee order and circulate same to professionals	0.2	119.00
09/14/19	Remming, Andrew	review email from E. Levine re interim fee order	0.1	75.00
09/14/19	Barsalona, Joseph	Correspondence (x2) with E. Levine re: comments to omnibus fee order	0.1	59.50
09/15/19	Remming, Andrew	review emails from J. Barsalona re interim fee order	0.1	75.00
09/15/19	Barsalona, Joseph	Revise interim fee order	0.3	178.50
09/15/19	Barsalona, Joseph	Correspondence (x2) with US Trustee re: interim fee order	0.1	59.50
09/15/19	Barsalona, Joseph	Correspondence (x3) with D. Klauder re: interim fee order	0.1	59.50
09/15/19	Dehney, Robert J.	Email from J. Barsalona with draft interim fee order; review.	0.1	110.00
09/16/19	Barsalona, Joseph	Comment to certificate of counsel regarding fee order	0.1	59.50
09/16/19	Moats, Eric	Draft COC re: first interim fee apps.	1.2	594.00
09/16/19	Moats, Eric	Coordinate for filing of COC for interim fee app.	0.1	49.50

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
09/16/19	Barsalona, Joseph	Further correspondence (x5) with M. Frank and D. Klauder re: A&M expense reduction (.1); Further revisions to fee order re: same (.1)	0.2	119.00
09/16/19	Barsalona, Joseph	Correspondence (x2) with S. Szanzer and E. Moats re: July fee applications	0.1	59.50
09/16/19	Barsalona, Joseph	Discussion with R. Schepacarter re: interim fee order	0.2	119.00
09/16/19	Barsalona, Joseph	Correspondence (x3) with S. Szanzer and E. Moats re: July fees	0.1	59.50
09/16/19	Barsalona, Joseph	Correspondence (x3) with A. Li and E. Moats re: A&M fee application	0.1	59.50
09/16/19	Fusco, Renae M.	upload fee order	0.1	30.50
09/16/19	Fusco, Renae M.	efile cert of counsel re interim fee order	0.2	61.00
09/17/19	Barsalona, Joseph	Correspondence with S. Szanzer and K. Jameson re: interim fee payments	0.1	59.50
09/17/19	Moats, Eric	Phone call w/ A. Li re: interim fee order and timing re: same.	0.1	49.50
09/17/19	Barsalona, Joseph	Correspondence (x3) with P. Romero and E. Moats re: service of fee order	0.1	59.50
09/17/19	Remming, Andrew	review email from S. Szanzer re interim fees	0.1	75.00
09/18/19	Barsalona, Joseph	Discussion with A. Li re: Evercore fee application	0.1	59.50
09/18/19	Barsalona, Joseph	Discussion with E. Moats re: Deloitte monthly fee application	0.1	59.50
09/18/19	Fusco, Renae M.	draft notice re Deloitte fee app	0.2	61.00
09/18/19	Moats, Eric	Email exchange w/ S. Szanzer re: Deloitte fee app.	0.1	49.50
09/18/19	Remming, Andrew	review email from E. Moats re Deloitte fee app	0.1	75.00
09/19/19	Remming, Andrew	review email from E. Moats re fee app	0.1	75.00
09/19/19	Remming, Andrew	review email from S. Szanzer re Deloitte fee app	0.1	75.00
09/19/19	Barsalona, Joseph	Correspondence (x2) with R. Young re: Deloitte fee application	0.1	59.50
09/20/19	Barsalona, Joseph	Correspondence (x3) with R. Young and E. Moats re: Deloitte fee application	0.1	59.50

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
09/20/19	Fusco, Renae M.	coordinate service of Deloitte fee app	0.1	30.50
09/20/19	Fusco, Renae M.	efile Deloitte first fee app	0.3	91.50
09/23/19	Barsalona, Joseph	Correspondence (x3) with R. Young re: second Deloitte fee application	0.1	59.50
09/25/19	Moats, Eric	Attn re: DPW august fee app.	0.1	49.50
09/25/19	Moats, Eric	Phone call w/ M. Giddens re: DPW August fee app.	0.1	49.50
09/30/19	Barsalona, Joseph	Correspondence (x2) with G. Fragrosso re: A&M August fee statement	0.1	59.50
<b>Total</b>			<b>7.5</b>	<b>4,059.00</b>

**Task Code:** B170 Fee Applications (MNAT - Objections)

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
09/03/19	Fusco, Renae M.	calendar MNAT July fee obj deadline	0.1	30.50
09/03/19	Fusco, Renae M.	draft CNO re MNAT interim fee app	0.1	30.50
09/04/19	Moats, Eric	Review fee examiner order re: procedures for comments to interim and monthly fee applications.	0.2	99.00
09/04/19	Moats, Eric	Email D. Klauder re: MNAT July fees.	0.1	49.50
09/06/19	Remming, Andrew	review email from D. Klauder re fee report	0.1	75.00
09/06/19	Dehney, Robert J.	Email from D. Klauder with fee examiner interim report re MNAT first fee application; review.	0.1	110.00
09/10/19	Barsalona, Joseph	Discussion with A. Remming re: preliminary fee report	0.1	59.50
09/11/19	Remming, Andrew	office conf. w/ J. Barsalona re fee examiner report	0.2	150.00
09/12/19	Mann, Tamara K.	Conf. with J. Barsalona re response to fee examiner and filing prep	0.3	193.50
09/12/19	Mann, Tamara K.	Review fee examiner order; draft response to fee examiner report	2.0	1,290.00
09/13/19	Barsalona, Joseph	Correspondence (x3) with S. Szanzer re: fee examiner order	0.1	59.50
09/13/19	Barsalona, Joseph	Discussion with A. Remming re: response to Fee Examiner	0.1	59.50



<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
09/15/19	Remming, Andrew	review and respond to email from D. Klauder re fee report	0.1	75.00
09/15/19	Dehney, Robert J.	Email from D. Klauder re MNAT first interim fee application.	0.1	110.00
09/16/19	Fusco, Renae M.	efile MNAT CNO re interim fee app	0.1	30.50
09/16/19	Fusco, Renae M.	email to acctg re fee auditor w/o of MNAT fees	0.1	30.50
09/16/19	Dehney, Robert J.	Email from D. Klauder with final report re first interim fee requests; review (.1); emails with A. Remming re same (.1).	0.2	220.00
09/16/19	Fusco, Renae M.	draft CNO re MNAT July fee app	0.1	30.50
09/16/19	Fusco, Renae M.	edit MNAT CNO re interim fee app	0.1	30.50
09/16/19	Dehney, Robert J.	Emails from J. Barsalona and D. Klauder re COC/first interim fee requests.	0.1	110.00
<b>Total</b>			<b>4.4</b>	<b>2,843.50</b>

**Task Code:** B175 Fee Applications (Other - Objections)

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
09/03/19	Fusco, Renae M.	calendar Alvarez fee obj deadline	0.1	30.50
09/03/19	Fusco, Renae M.	draft CNO re Evercore interim fee app	0.2	61.00
09/03/19	Fusco, Renae M.	draft CNO re Davis Polk interim fee app	0.2	61.00
09/03/19	Barsalona, Joseph	Discussion with R. Fusco re: certificates of no objection for interim fee applications	0.1	59.50
09/03/19	Fusco, Renae M.	draft CNO re Alvarez interim fee app	0.1	30.50
09/04/19	Moats, Eric	Email professionals re: comments to interim fee applications.	0.3	148.50
09/04/19	Barsalona, Joseph	Correspondence (x2) with E. Moats re: objection deadline to interim fee applications	0.1	59.50
09/04/19	Remming, Andrew	review email from D. Klauder re fee apps	0.1	75.00
09/04/19	Remming, Andrew	review further email from J. Barsalona re fee examiner	0.1	75.00

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
09/04/19	Remming, Andrew	review email from S. Szanzer re fee examiner; review email from J. Barsalona re same	0.1	75.00
09/04/19	Barsalona, Joseph	Correspondence (x4) with Fee Examiner re: preliminary report	0.1	59.50
09/04/19	Barsalona, Joseph	Correspondence (x3) with S. Szanzer and E. Moats re: comments to first interim fee application (.1); Discussion with A. Remming re: same (.1)	0.2	119.00
09/04/19	Barsalona, Joseph	Correspondence (x10) with E. Moats, A. Li, J. Erickson and M. Frank re: comments to interim fee applications	0.2	119.00
09/04/19	Remming, Andrew	office conf w/ J. Barsalona re fee examiner	0.1	75.00
09/04/19	Barsalona, Joseph	Correspondence (x3) with D. Klauder and E. Moats re: July fee applications	0.1	59.50
09/06/19	Barsalona, Joseph	Correspondence (x4) with D. Klauder re: interim reports	0.1	59.50
09/10/19	Remming, Andrew	review and respond to email from J. Barsalona re fee examiner	0.1	75.00
09/11/19	Barsalona, Joseph	Correspondence with M. Frank re: fee examiner response	0.1	59.50
09/11/19	Barsalona, Joseph	Analyze interim fee application report (.1); Meeting with A. Remming re: same (.2); Call to D. Klauder re: same (.1)	0.4	238.00
09/11/19	Remming, Andrew	review email from D. Klauder re fee reports	0.1	75.00
09/12/19	Remming, Andrew	review email from T. Mann re response to fee examiner	0.1	75.00
09/12/19	Remming, Andrew	review email from T. Mann re response to fee examiner	0.1	75.00
09/13/19	Remming, Andrew	review draft response to fee examiner	0.2	150.00
09/13/19	Remming, Andrew	work on response to fee examiner; tele w/ J. Barsalona re same	0.3	225.00
09/16/19	Moats, Eric	Coordinate for filing of CNOs for July fee apps.	0.2	99.00
09/16/19	Reimann, Glenn	File Certificates of No Objection for the Alvarez, Evercore, Davis Polk and Morris Nichols Fee Applications.	0.6	183.00
09/16/19	Moats, Eric	Review CNOs for professional interim fee applications.	0.2	99.00
09/16/19	Moats, Eric	Review CNOs for professional July fee apps.	0.2	99.00

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
09/16/19	Barsalona, Joseph	Correspondence (x2) with D. Klauder re: final report	0.1	59.50
09/16/19	Remming, Andrew	further emails w/ D. Klauder and J. Barsalona re final fee report	0.1	75.00
09/16/19	Fusco, Renae M.	edit Alvarez CNO re interim fee app	0.1	30.50
09/16/19	Fusco, Renae M.	email to J Barsalona, E Moats re CNO's	0.1	30.50
09/16/19	Fusco, Renae M.	efile Evercore CNO re interim fee app	0.1	30.50
09/16/19	Fusco, Renae M.	draft CNO re Davis Polk July fee app	0.1	30.50
09/16/19	Remming, Andrew	review email from D. Klauder re fee examiner report	0.1	75.00
09/16/19	Fusco, Renae M.	edit Evercore CNO re interim fee app	0.1	30.50
09/16/19	Fusco, Renae M.	edit DPW CNO re interim fee app	0.1	30.50
09/16/19	Barsalona, Joseph	Review final report for interim fee applications (.1); Revise fee order (.1) Correspondence (x3) with M. Frank, E. Moats and R. Fusco re: final fee order (.1)	0.3	178.50
09/16/19	Barsalona, Joseph	Discussion with E. Moats re: fee application issues	0.1	59.50
09/16/19	Barsalona, Joseph	Call with E. Moats re: CNOs for fee applications	0.1	59.50
09/16/19	Fusco, Renae M.	efile CNO re DPW interim fee app	0.1	30.50
09/16/19	Fusco, Renae M.	efile CNO re Alvarez interim fee app	0.1	30.50
09/16/19	Fusco, Renae M.	draft CNO re Alvarez July fee app	0.1	30.50
09/16/19	Fusco, Renae M.	draft CNO re Evercore July fee app	0.1	30.50
<b>Total</b>			<b>6.6</b>	<b>3,431.50</b>

**Task Code:** B185 Executory Contracts/Unexpired Leases

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
09/06/19	Barsalona, Joseph	Correspondence (x4) with S. Lawrence, D. Klein and S. Szanzer re: assumption issues	0.1	59.50

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
09/12/19	Remming, Andrew	review and respond to email from E. Sights re govt contracts	0.1	75.00
09/12/19	Remming, Andrew	further emails w/ E. Sights re govt contracts	0.1	75.00
09/20/19	Barsalona, Joseph	Correspondence (x2) with D. Ariel and E. Sights re: contract issues	0.1	59.50
09/23/19	Naimoli, Theresa M.	Review and respond to email from E. Moats re filing and service of notice (.1); prepare & efile Second Supplemental Notice of Potential Assumption and Assignment of Executory Contracts or Unexpired Leases and Cure Amount (.2)	0.3	91.50
09/23/19	Moats, Eric	Review amended notice of assumption and assignment and coordinate for filing of same.	0.3	148.50
09/23/19	Remming, Andrew	review email from D. Ariel re supplemental notice	0.1	75.00
09/23/19	Barsalona, Joseph	Correspondence (x5) with S. Szanzer re: supplemental cure notice	0.1	59.50
09/23/19	Moats, Eric	Email exchange w/ D. Ariel and KCC re: filing of amended notice of assumption/assignment.	0.2	99.00
09/26/19	Barsalona, Joseph	Correspondence (x4) with S. Szanzer and D. Ariel re: rejection issues	0.1	59.50
09/27/19	Barsalona, Joseph	Review nunc pro tunc relief insert for assumption and assignment	0.1	59.50
09/27/19	Moats, Eric	Email D. Ariel re: lease rejection research.	0.1	49.50
09/30/19	Remming, Andrew	further email from J. Barsalona re lease rejections	0.1	75.00
<b>Total</b>			<b>1.8</b>	<b>986.00</b>

**Task Code:** B190 Other Contested Matters

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
09/01/19	Dehney, Robert J.	Emails with D. Klein, A. Remming and J. Barsalona re draft term sheet for settlement (.1); review (.1).	0.2	220.00
09/13/19	Sullivan, Sean	Review resolutions	0.3	148.50
09/13/19	Sullivan, Sean	TC with A. Remming and J. Russell	0.3	148.50
09/15/19	Moats, Eric	Revise motion to shorten 9019 motion re: comments from Davis Polk.	0.2	99.00

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
09/16/19	Sullivan, Sean	OC with J. Russell re: resolutions	0.2	99.00
09/16/19	Sullivan, Sean	E-mails w/ MNAT re resolutions	0.2	99.00
09/16/19	Remming, Andrew	review email from K. Cheng re extensions of time	0.1	75.00
09/16/19	Sullivan, Sean	OC with J. Russell re resolutions	0.2	99.00
09/16/19	Remming, Andrew	review email from K. Cheng re extension of time	0.1	75.00
09/16/19	Remming, Andrew	review email from J. Barsalona re COCs re stipulations	0.1	75.00
09/17/19	Sullivan, Sean	Review org chart and consents	0.3	148.50
09/17/19	Sullivan, Sean	OC with J. Russell re consents	0.1	49.50
09/17/19	Fusco, Renae M.	upload order & send docs to MFW chambers	0.1	30.50
09/19/19	Sullivan, Sean	OC with J. Russell re resolutions	0.2	99.00
09/19/19	Sullivan, Sean	Review resolutions	0.5	247.50
09/20/19	Sullivan, Sean	Draft resolutions	1.2	594.00
09/23/19	Naimoli, Theresa M.	Review and respond to email from E. Moats re filing of notice (.1); prepare & efile Notice of Amended Settlement Agreement (.6)	0.7	213.50
09/23/19	Sullivan, Sean	Draft consent appointing officers	1.2	594.00
09/23/19	Sullivan, Sean	E-mails re resolutions	0.1	49.50
09/24/19	Naimoli, Theresa M.	Review and respond to email from E. Moats re filing of notice (.1); prepare & efile Notice of Filing of Revised Exhibit to Amended Settlement Agreement (.2)	0.3	91.50
<b>Total</b>			<b>6.6</b>	<b>3,255.50</b>

**Task Code:** B230 Financing Matters/Cash Collateral

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
09/11/19	Barsalona, Joseph	Correspondence (x3) with M. Schirle re: DIP budget	0.1	59.50
09/12/19	Remming, Andrew	further correspondence re carve out (4x)	0.1	75.00
09/12/19	Remming, Andrew	review email from M. Frank re budget	0.1	75.00
09/16/19	Barsalona, Joseph	Discussion with A. Remming re: updated budget (.1); Correspondence (x3) with M. Schirle and M. Frank re: same (.1)	0.2	119.00

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
09/16/19	Remming, Andrew	review email from M. Schirle re cash flow forecast	0.1	75.00
09/16/19	Remming, Andrew	review email from J. Barsalona Re budget	0.1	75.00
09/27/19	Barsalona, Joseph	Review adequate protection request from S. Kleinman	0.1	59.50
<b>Total</b>			<b>0.8</b>	<b>538.00</b>

**Task Code:** B300 Court Hearings

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
09/11/19	Fusco, Renae M.	edits to 9/18 agenda	0.2	61.00
09/11/19	Barsalona, Joseph	Contact chambers re: hearing dates (.1); Email correspondence re: same (.1)	0.2	119.00
09/13/19	Fusco, Renae M.	edit agenda	0.5	152.50
09/13/19	Barsalona, Joseph	Discussion with J. Halsey and A. Remming re: agenda for 9/18 Hearing	0.2	119.00
09/13/19	Barsalona, Joseph	Revise agenda and correspondence with S. Szanzer re: same	0.1	59.50
09/13/19	Halsey, Joseph	Review Notice of Agenda for Sept. 18 Hearing	0.2	85.00
09/15/19	Remming, Andrew	review email from J. Barsalona re agenda for 9/18 hearing; review emails from S. Szanzer re same	0.1	75.00
09/15/19	Barsalona, Joseph	Revise agenda for September 18 hearing	0.2	119.00
09/15/19	Barsalona, Joseph	Correspondence (x2) with Davis Polk team re: agenda	0.1	59.50
09/15/19	Barsalona, Joseph	Revise agenda (.2); Correspondence (x4) with S. Szanzer re: same (.1); Correspondence with R. Fusco and E. Moats re: hearing issues (.1)	0.4	238.00
09/15/19	Dehney, Robert J.	Email from J. Barsalona with draft 9/18 hearing agenda; review (.1); emails from S. Szanzer and J. Barsalona re edits to same (1).	0.2	220.00
09/16/19	Barsalona, Joseph	Discussion with E. Moats re: agenda	0.1	59.50
09/16/19	Barsalona, Joseph	Make arrangements for September 25 hearing	0.1	59.50

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
09/16/19	Barsalona, Joseph	Discussion with E. Moats re: hearing issues	0.2	119.00
09/16/19	Moats, Eric	Review agenda and accompanying attachments for 9/18 hearing.	0.1	49.50
09/16/19	Barsalona, Joseph	Discussion with R. Fusco re: agenda issues	0.1	59.50
09/16/19	Barsalona, Joseph	Revise and finalize agenda	0.1	59.50
09/16/19	Fusco, Renae M.	efile agenda	0.1	30.50
09/16/19	Fusco, Renae M.	coordinate service of agenda	0.1	30.50
09/16/19	Remming, Andrew	review agenda for 9/18 hearing	0.1	75.00
09/16/19	Fusco, Renae M.	send docs to MFW chambers & email to chambers re same	0.2	61.00
09/16/19	Fusco, Renae M.	edit agenda & fee exhibit	0.5	152.50
09/17/19	Fusco, Renae M.	draft amended agenda	0.1	30.50
09/17/19	Barsalona, Joseph	Correspondence (x4) with S. Szanzer and e. Moats re: September 18 hearing (.1); Discussion with S. Szanzer re: same (.1)	0.2	119.00
09/17/19	Reimann, Glenn	Electronically file Notice of Hearing for the settlement motion.	0.2	61.00
09/17/19	Reimann, Glenn	Electronically file agenda canceling September 18, 2019 hearing.	0.1	30.50
09/17/19	Reimann, Glenn	Draft Notice of Hearing for Motion to approve settlements.	0.5	152.50
09/17/19	Barsalona, Joseph	Call to chambers re: cancellation of hearing	0.1	59.50
09/18/19	Fusco, Renae M.	draft 9/25 agenda	0.2	61.00
09/19/19	Fusco, Renae M.	email to J Barsalona, E Moats re 9/25 agenda	0.1	30.50
09/20/19	Fusco, Renae M.	email to J Barsalona, E Moats re agenda	0.1	30.50
09/23/19	Dehney, Robert J.	Office conference with J. Barsalona re settlement hearing.	0.1	110.00
09/23/19	Barsalona, Joseph	Revise and finalize agenda	0.1	59.50

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
09/23/19	Barsalona, Joseph	Correspondence (x5) with S. Szanzer re: agenda issues	0.1	59.50
09/23/19	Fusco, Renae M.	put together hrg binders	0.5	152.50
09/23/19	Barsalona, Joseph	Correspondence (x5) with E. Levine and E. Moats re: settlement hearing	0.1	59.50
09/23/19	Barsalona, Joseph	Revise agenda for September 25 hearing (.2); Correspondence (x3) with S. Szanzer re: same (.1)	0.3	178.50
09/23/19	Dehney, Robert J.	Email from J. Barsalona with 9/25 hearing agenda; review.	0.1	110.00
09/23/19	Fusco, Renae M.	efile agenda	0.1	30.50
09/23/19	Barsalona, Joseph	Call with S. Szanzer re: settlement hearing issues (.1); Correspondence with chambers re: same (.1)	0.2	119.00
09/23/19	Remming, Andrew	review email from L. Capp re 9/25 hearing	0.1	75.00
09/23/19	Remming, Andrew	review email from J. Barsalona re agenda for 9/25 hearing	0.1	75.00
09/23/19	Remming, Andrew	review email from R. Fusco re 9/25 agenda; review email from J. Barsalona re same	0.1	75.00
09/23/19	Barsalona, Joseph	Discussion with R. Dehney re: settlement hearing	0.1	59.50
09/23/19	Fusco, Renae M.	coordinate service of agenda	0.1	30.50
09/23/19	Remming, Andrew	review email from J. Barsalona re 9/25 hearing	0.1	75.00
09/24/19	Barsalona, Joseph	Coordinate telephonic testimony of M. Howe	0.1	59.50
09/24/19	Naimoli, Theresa M.	Review and respond to email from E. Moats re filing of agenda (.1); prepare & efile Notice of Amended Agenda of Matters Scheduled for Hearing on September 25, 2019 at 3:00 P.M. (ET) (.2)	0.3	91.50
09/24/19	Barsalona, Joseph	Correspondence (x4) with S. Szanzer and E. Moats re: hearing preparations	0.1	59.50
09/24/19	Barsalona, Joseph	Discussion with E. Moats re: agenda issues	0.1	59.50
09/24/19	Moats, Eric	Review and revise 9.25 amended agenda and coordinate for filing of same.	0.2	99.00



<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
09/24/19	Springart, Billie	Make CourtCall reservation for Howe and emails re: same.	0.3	91.50
09/24/19	Moats, Eric	Prep for 9.25 hearing.	0.2	99.00
09/24/19	Naimoli, Theresa M.	Discussed with E. Moats preparation on binder (.1); Hearing Binder re 9-25-19 Hearing at 3:00 p.m. (.7)	0.8	244.00
09/24/19	Barsalona, Joseph	Discussion with E. Moats re: amended agenda	0.1	59.50
09/24/19	Fusco, Renae M.	draft amended agenda	0.3	91.50
09/25/19	Remming, Andrew	office conf. w/ J. Barsalona re prep for 9/25 hearing	0.2	150.00
09/25/19	Barsalona, Joseph	Prepare for hearing (.8); Assist D. Klein, S. Szanzer and S. Hannan with preparing for hearing (.4)	1.2	714.00
09/25/19	Barsalona, Joseph	Attention to omnibus hearing dates	0.2	119.00
09/25/19	Barsalona, Joseph	Attend hearing (1.0); Debrief of hearing with D. Klein, S. Szanzer and J. Minias (.9)	1.9	1,130.50
09/25/19	Moats, Eric	Prep for 9.25 hearing.	1.2	594.00
09/25/19	Barsalona, Joseph	Discussion with E. Moats re: hearing preparations	0.2	119.00
09/25/19	Fusco, Renae M.	email to L Capp @ MFW chambers re hrg date	0.1	30.50
09/25/19	Dehney, Robert J.	Prepare for and attend 9/25 hearing (1.0); post-hearing strategy conference with J. Barsalona, D. Klein, S. Szanzer and J. Minias (.9).	1.9	2,090.00
09/25/19	Fusco, Renae M.	update hrg binder	0.4	122.00
09/25/19	Springart, Billie	Make CourtCall reservations for Swent and Levine and emails re: same.	0.4	122.00
09/25/19	Barsalona, Joseph	Discussion with R. Dehney re: hearing preparations	0.1	59.50
09/25/19	Remming, Andrew	review email from J. Barsalona re hearing dates	0.1	75.00
09/25/19	Fusco, Renae M.	send dkt update email	0.1	30.50
09/25/19	Remming, Andrew	review email from S. Szanzer re hearing date; review email from S. Szanzer re acquired companies	0.1	75.00

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
09/26/19	Fusco, Renae M.	email to L Capp re hrg dates; email to E Moats, J Barsalona re same	0.1	30.50
<b>Total</b>			<b>18.6</b>	<b>10,323.50</b>

**Task Code:** B310 Claims Objections and Administration

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
09/05/19	Barsalona, Joseph	Correspondence (x4) with E. Slights, S. Szanzer and A. Remming re: outstanding claims	0.1	59.50
09/25/19	Barsalona, Joseph	Correspondence (x2) with E. Slights and S. Szanzer re: extension of governmental unit bar date	0.1	59.50
09/27/19	Remming, Andrew	tele w/ D. Ariel re govt bar date; email to D. Ariel re same	0.2	150.00
09/27/19	Barsalona, Joseph	Discussion with A. Remming re: government proof of claim issue	0.2	119.00
09/27/19	Barsalona, Joseph	Correspondence (x21) with D. Klein, S. Szanzer, D. Ariel and A. Remming re: government unit bar date issues	0.2	119.00
09/27/19	Remming, Andrew	review further email from D. Ariel re govt bar date	0.1	75.00
09/27/19	Remming, Andrew	emails (7x) w/ D. Ariel, S. Szanzer re govt bar date	0.1	75.00
09/29/19	Remming, Andrew	emails (5x) w/ E. Slights, D. Ariel and S. Szanzer re govt bar date	0.1	75.00
09/30/19	Barsalona, Joseph	Correspondence (x3) with E. McKeighan re: First Notice of Satisfied Claims	0.1	59.50
09/30/19	Barsalona, Joseph	Further correspondence with D. Klein and D. Ariel re: governmental bar date extension motion	0.1	59.50
09/30/19	Barsalona, Joseph	Further correspondence with D. Ariel and D. Klein re: government bar date extension	0.1	59.50
09/30/19	Moats, Eric	Draft stipulation and COC re: extension of governmental bar date.	0.4	198.00
09/30/19	Barsalona, Joseph	Discussion with A. Remming re: governmental bar date issues	0.1	59.50
09/30/19	Barsalona, Joseph	Correspondence (x9) with E. Slights, S. Szanzer and D. Ariel re: government bar date	0.2	119.00

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
09/30/19	Remming, Andrew	emails (4x) w/ D. Klein and D. Ariel re gov bar date	0.1	75.00
09/30/19	Barsalona, Joseph	Review certain proofs of claim filed by taxing authorities	0.1	59.50
09/30/19	Barsalona, Joseph	Legal research regarding stipulation to extend bar date solely with respect to the United States (.6); Comment to same (.1); Call with D. Ariel re: same (.3); Discussion with E. Moats re: same (.2)	1.2	714.00
09/30/19	Remming, Andrew	review email from D. Ariel re govt bar date; review email from E. McKeighan re notice of satisfied claims	0.1	75.00
09/30/19	Moats, Eric	Confer w/ J. Barsalona re: governmental bar date and US extension of same.	0.2	99.00
09/30/19	Remming, Andrew	Email exchange w/ D. Ariel re gov bar date	0.2	150.00
<b>Total</b>			<b>4.0</b>	<b>2,459.50</b>

**Task Code:** B320 Plan and Disclosure Statement

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
09/12/19	Moats, Eric	Email exchange w/ S. Szanzer re: plan/ds timeline.	0.2	99.00
09/16/19	Moats, Eric	Email exchange w/ T. Green re: notice of disclosure statement hearing.	0.1	49.50
09/16/19	Barsalona, Joseph	Correspondence (x3) with T. Green and E. Moats re: notice of DS hearing	0.1	59.50
09/16/19	Moats, Eric	Confer w/ J. Barsalona re: plan/ds notice procedures.	0.1	49.50
09/18/19	Moats, Eric	Confer w/ J. Barsalona re: DS and review of same.	0.1	49.50
09/18/19	Barsalona, Joseph	Correspondence (x3) with T. Green and E. Moats re: DS Motion	0.1	59.50
09/20/19	Barsalona, Joseph	Correspondence (x5) with E. Moats and S. Szanzer re: disclosure statement motion	0.1	59.50
09/20/19	Remming, Andrew	office conf. w/ E. Moats re plan and DS	0.1	75.00
09/20/19	Barsalona, Joseph	Discussion with A. Remming re: DS motion	0.1	59.50
09/23/19	Barsalona, Joseph	Discussion with E. Moats re: DS Motion	0.1	59.50

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
09/23/19	Remming, Andrew	review email from E. Moats re DS motion	0.1	75.00
09/23/19	Remming, Andrew	review draft of DS approval motion (.8); office conf. w/ E. Moats re same (.1)	0.9	675.00
09/23/19	Moats, Eric	Review disclosure statement motion.	1.4	693.00
09/24/19	Barsalona, Joseph	Correspondence (x4) with S. Szanzer, T. Green and E. Moats re: DS Approval Motion	0.1	59.50
09/24/19	Barsalona, Joseph	Correspondence (x3) with S. Szanzer and T. Green re: Disclosure Statement	0.1	59.50
09/24/19	Moats, Eric	Confer w/ A. Remming and J. Barsalona (in part) re: DS motion.	0.1	49.50
09/24/19	Barsalona, Joseph	Discussion with E. Moats re: Disclosure Statement Motion issues	0.1	59.50
09/25/19	Barsalona, Joseph	Legal research with respect to Plan	0.1	59.50
09/25/19	Remming, Andrew	office conf. w/ D. Klein, S. Szanzer, R. Dehney re plan/DS questions	0.1	75.00
09/26/19	Remming, Andrew	emails (3x) w/ D. Klein and J. Barsalona re confirmation dates	0.1	75.00
09/26/19	Barsalona, Joseph	Discussion with E. Moats re: confirmation timeline	0.1	59.50
09/26/19	Barsalona, Joseph	Further discussion with E. Moats re: confirmation timeline	0.1	59.50
09/26/19	Remming, Andrew	review emails from S. Szanzer and J. Barsalona re confirmation dates	0.1	75.00
09/26/19	Barsalona, Joseph	Correspondence (x3) with S. Szanzer and E. Moats re: confirmation hearing timeline and motion to shorten same	0.1	59.50
09/26/19	Barsalona, Joseph	Revise confirmation hearing timeline	0.1	59.50
09/26/19	Moats, Eric	Confer w/ J. Barsalona re: motion to shorten DS and timeline re: same.	0.3	148.50
09/26/19	Barsalona, Joseph	Correspondence (x6) with D. Klein and S. Szanzer re: confirmation hearing	0.1	59.50
09/26/19	Moats, Eric	Revise plan/ds timeline.	1.1	544.50
09/26/19	Moats, Eric	Email DPW re: revised plan/ds timeline.	0.1	49.50
09/27/19	Moats, Eric	Email DPW re: revised DS timeline.	0.1	49.50
09/27/19	Barsalona, Joseph	Correspondence (x3) with S. Szanzer and E. Moats re: confirmation calendar	0.1	59.50
09/27/19	Moats, Eric	Revise ds timeline re: comments from DPW.	0.1	49.50

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
09/27/19	Dehney, Robert J.	Email from E. Moats with proposed DS timeline; review.	0.1	110.00
09/30/19	Barsalona, Joseph	Discussion with E. Moats re: motion to shorten DS and Plan	0.1	59.50
09/30/19	Fusco, Renae M.	email to MFW chambers re confirmation hrg dates	0.1	30.50
09/30/19	Remming, Andrew	review email from J. Barsalona re confirmation calendar	0.1	75.00
09/30/19	Barsalona, Joseph	Correspondence (x4) with D. Klein and S. Szanzer re: confirmation hearing dates	0.1	59.50
09/30/19	Barsalona, Joseph	Review and analysis of potential confirmation calendar	0.3	178.50
<b>Total</b>			<b>7.4</b>	<b>4,287.00</b>

**Task Code:** B330      Litigation/Adversary Proceedings

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
09/01/19	Barsalona, Joseph	Correspondence (x3) with D. Klein, K. Cheng and R. Dehney term sheet for settlement	0.1	59.50
09/03/19	Barsalona, Joseph	Correspondence with R. Fusco re: adversary certifications of counsel and calendar same	0.1	59.50
09/03/19	Fusco, Renae M.	upload adv orders; send same to MFW chambers	0.4	122.00
09/04/19	Moats, Eric	Emails re: notifications of adversary proceedings.	0.2	99.00
09/04/19	Barsalona, Joseph	Discussion with E. Moats re: terms of potential settlement	0.1	59.50
09/04/19	Fusco, Renae M.	coordinate service of adv pro orders	0.2	61.00
09/04/19	Barsalona, Joseph	Discussion with R. Dehney re: settlement negotiations	0.1	59.50
09/04/19	Barsalona, Joseph	Call with S. Szanzer re: settlement (.2); Discussion with E. Moats re: same (.1); Legal research re: same (.2)	0.5	297.50
09/04/19	Dehney, Robert J.	Office conference with J. Barsalona re settlement negotiations.	0.1	110.00
09/05/19	Barsalona, Joseph	Legal research on settlement issues (3.2); Prepare timeline (1.0)	4.2	2,499.00
09/05/19	Barsalona, Joseph	Discussion with A. Remming re: settlement issues	0.3	178.50

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
09/05/19	Dehney, Robert J.	Office conference with J. Barsalona re settlement issues; review analysis.	0.2	220.00
09/05/19	Barsalona, Joseph	Correspondence (x3) with M. Talmo re: precedent for settlement issues	0.1	59.50
09/05/19	Barsalona, Joseph	Correspondence (x3) with D. Meyer and S. Szanzer re: settlement precedent	0.1	59.50
09/05/19	Barsalona, Joseph	Discussion with S. Szanzer re: settlement issues (.6); Discussion with A. Remming re: same (.2); Draft analysis of same for R. Dehney (.2)	1.0	595.00
09/05/19	Dehney, Robert J.	Email from J. Barsalona re settlement issues.	0.1	110.00
09/06/19	Barsalona, Joseph	Discussion with E. Moats re: motion to shorten settlement motion	0.3	178.50
09/10/19	Barsalona, Joseph	Call with S. Szanzer re: settlement issues	0.6	357.00
09/11/19	Barsalona, Joseph	Call with S. Szanzer re: settlement issues	0.3	178.50
09/11/19	Barsalona, Joseph	Attention to special hearing date for settlement motion	0.1	59.50
09/12/19	Barsalona, Joseph	Discussion with T. Mann re: settlement issues	0.2	119.00
09/12/19	Remming, Andrew	review email from E. Moats re 9019 motion	0.1	75.00
09/12/19	Dehney, Robert J.	Office conference with A. Remming and J. Barsalona re settlement issues.	0.2	220.00
09/12/19	Barsalona, Joseph	Discussion with R. Dehney and A. Remming re: settlement issues	0.2	119.00
09/13/19	Remming, Andrew	review email from court re redacted filings; review further email from J. Barsalona re same; further emails w/ D. Ariel re same	0.1	75.00
09/13/19	Remming, Andrew	emails w/ D. Ariel re sealed pleadings; emails w/ J. Barsalona re same	0.1	75.00
09/13/19	Barsalona, Joseph	Discussion with A. Remming re: settlement issues	0.2	119.00
09/13/19	Barsalona, Joseph	Correspondence (x3) with S. Szanzer re: settlement motion	0.1	59.50
09/13/19	Remming, Andrew	review email from E. Moats re 9019 motion	0.1	75.00
09/14/19	Remming, Andrew	review email from J. Barsalona re 9019 motion	0.1	75.00

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
09/14/19	Dehney, Robert J.	Emails with A. Remming (.1), J. Barsalona (.1) and D. Klein (.1) re settlement.	0.3	330.00
09/14/19	Remming, Andrew	emails (4x) w/ D. Klein and J. Barsalona re settlement	0.1	75.00
09/14/19	Barsalona, Joseph	Correspondence (x20) with D. Klein, R. Dehney and A. Remming re: settlement	0.3	178.50
09/14/19	Barsalona, Joseph	Revise motion to shorten Rule 9019 Motion (.7); Correspondence with R. Schepacarter re: settlement (.1)	0.8	476.00
09/14/19	Dehney, Robert J.	Emails from J. Barsalona and R. Schepacarter re settlement.	0.1	110.00
09/14/19	Remming, Andrew	review and respond to email from J. Barsalona re motion to shorten	0.1	75.00
09/14/19	Remming, Andrew	review email from D. Ariel re 9019 motion	0.1	75.00
09/15/19	Dehney, Robert J.	Email from J. Barsalona with draft 9019 motion and motion to shorten; review.	0.8	880.00
09/15/19	Remming, Andrew	review emails from J. Barsalona and T. Green re 9019 motion	0.1	75.00
09/15/19	Remming, Andrew	further emails (5x) re 9019 motion and motion to shorten re same	0.1	75.00
09/15/19	Dehney, Robert J.	Emails from R. Schepacarter and J. Barsalona re shortened notice on 9019 motion.	0.1	110.00
09/15/19	Dehney, Robert J.	Email from J. Barsalona re R. Schepacarter call re settlement.	0.1	110.00
09/15/19	Remming, Andrew	review email from J. Barsalona re tele w/ UST re 9019 motion	0.1	75.00
09/15/19	Barsalona, Joseph	Correspondence (x3) with R. Schepacarter re: shortened notice on settlement	0.1	59.50
09/15/19	Barsalona, Joseph	Call with R. Schepacarter re: settlement	0.1	59.50
09/15/19	Barsalona, Joseph	Correspondence (x3) with E. Moats re: settlement motion	0.1	59.50
09/15/19	Barsalona, Joseph	Circulate settlement documents to US Trustee	0.1	59.50
09/15/19	Dehney, Robert J.	Phone call with J. Barsalona re settlement call.	0.1	110.00
09/15/19	Barsalona, Joseph	Call with D. Klein, S. Szanzer, D. Ariel, R. Dehney and A. Remming re: settlement motion logistics	0.4	238.00

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
09/15/19	Barsalona, Joseph	Debrief of settlement call with R. Dehney	0.1	59.50
09/15/19	Remming, Andrew	participate in call w/ R. Dehney, J. Barsalona and DPW team re settlement motion	0.3	225.00
09/15/19	Dehney, Robert J.	Prepare for and attend conference call with A. Remming, J. Barsalona, D. Klein, S. Szanzer and D. Ariel re settlement motion.	0.4	440.00
09/16/19	Barsalona, Joseph	Correspondence (x3) re: settlement update	0.1	59.50
09/16/19	Moats, Eric	Review emails re: rule 9019 settlement motion and motion to shorten re: same.	0.2	99.00
09/16/19	Barsalona, Joseph	Discussion with E. Moats re: settlement status	0.1	59.50
09/16/19	Remming, Andrew	review email from S. Szanzer re status of settlement	0.1	75.00
09/16/19	Remming, Andrew	further email from S. Szanzer re update on 9019	0.1	75.00
09/16/19	Barsalona, Joseph	Correspondence (x3) with K. Cheng re: CoCs regarding extension to respond	0.1	59.50
09/16/19	Dehney, Robert J.	Emails re status, timing and settlement docs.	0.5	550.00
09/17/19	Barsalona, Joseph	Correspondence (x3) with R. Schepacarter re: settlement issues	0.1	59.50
09/17/19	Moats, Eric	Review and finalize rule 9019 motion.	0.4	198.00
09/17/19	Barsalona, Joseph	Correspondence (x3) with R. Schepacarter re: settlement motion	0.1	59.50
09/17/19	Fusco, Renae M.	efile 9019 motion & motion to shorten re same	0.6	183.00
09/17/19	Barsalona, Joseph	Discussion with E. Moats re: settlement motion	0.1	59.50
09/17/19	Dehney, Robert J.	Email from J. Barsalona re settlement motion.	0.1	110.00
09/17/19	Moats, Eric	Coordinate for filing and service of notice of settlement motion.	0.2	99.00
09/17/19	Remming, Andrew	review email from S. Szanzer re final settlement agreement	0.1	75.00
09/17/19	Remming, Andrew	emails w/ J. Barsalona and UST re 9019 motion	0.1	75.00
09/18/19	Barsalona, Joseph	Correspondence (x3) with K. Cheng re: adversary proceeding CoCs	0.1	59.50



<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
09/18/19	Dehney, Robert J.	Phone call with J. Barsalona re settlement.	0.1	110.00
09/18/19	Remming, Andrew	review email from K. Cheng re COCs	0.1	75.00
09/18/19	Barsalona, Joseph	Correspondence (x3) with S. Szanzer re: settlement documents (.1); Legal research re: same (.1); Call with R. Dehney re: same (.1)	0.3	178.50
09/18/19	Remming, Andrew	review numerous emails re 9019 settlement docs	0.1	75.00
09/18/19	Dehney, Robert J.	Numerous emails re 9019 settlement documents.	0.1	110.00
09/19/19	Remming, Andrew	review email from K. Cheng re COC for adversary proceeding	0.1	75.00
09/20/19	Barsalona, Joseph	Correspondence (x6) with K. Cheng and E. Moats re: adversary proceeding stipulations	0.1	59.50
09/20/19	Barsalona, Joseph	Correspondence (x2) with K. Cheng and E. Moats re: CoCs for adversary proceedings	0.1	59.50
09/20/19	Fusco, Renae M.	coordinate service of adv. COC's	0.1	30.50
09/20/19	Fusco, Renae M.	send adv. coc's to MFW chambers	0.2	61.00
09/20/19	Moats, Eric	Review stay of adversary proceeding COCs and coordinate for filing of same.	0.2	99.00
09/20/19	Fusco, Renae M.	upload adv orders	0.2	61.00
09/20/19	Remming, Andrew	review email from K. Cheng re stay of adversary	0.1	75.00
09/20/19	Fusco, Renae M.	efile Frio adv. COC re stay; efile Southcross adv. COC re stay	0.4	122.00
09/23/19	Fusco, Renae M.	coordinate service of adv. pro. orders	0.1	30.50
09/23/19	Barsalona, Joseph	Discussion with E. Moats re: stipulations of dismissal	0.1	59.50
09/23/19	Barsalona, Joseph	Correspondence (x2) with E. Moskowitz re: stipulation of dismissal	0.1	59.50
09/23/19	Barsalona, Joseph	Discussion with E. Moats re: settlement issues	0.1	59.50
09/23/19	Remming, Andrew	office conf. w/ J. Barsalona re adversary dismissal; tele w/ S. Szanzer and J. Barsalona re same	0.2	150.00

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
09/23/19	Remming, Andrew	review email from J. Barsalona re dismissal stip	0.1	75.00
09/23/19	Moats, Eric	Confer w/ J. Barsalona and A. Remming re: dismissal of adversary proceedings and notices re: same.	0.1	49.50
09/23/19	Moats, Eric	Revise COC and stipulation re: dismissal of adversary proceedings.	0.7	346.50
09/23/19	Barsalona, Joseph	Analysis of settlement issues (.4); Discussions with A. Remming re: same (.4); Correspondence (x5) with D. Klein and S. Szanzer re: same (.1)	0.9	535.50
09/23/19	Barsalona, Joseph	Assist with filing of settlement documents	0.6	357.00
09/23/19	Remming, Andrew	review email from E. Moskowitz re dismissal; review email from J. Barsalona re same	0.1	75.00
09/23/19	Remming, Andrew	review email from S. Szanzer re dismissal notices	0.1	75.00
09/23/19	Barsalona, Joseph	Analysis of stipulation of dismissal issues	0.2	119.00
09/23/19	Barsalona, Joseph	Revise and comment to stipulations of dismissal (.2); Legal research re: same (.4)	0.6	357.00
09/23/19	Barsalona, Joseph	Correspondence (x5) with E. Moskowitz re: stipulation of dismissal with prejudice	0.1	59.50
09/23/19	Remming, Andrew	review email from S. Szanzer re settlement agreement	0.1	75.00
09/23/19	Remming, Andrew	review email from D. Klein re dismissal stip	0.1	75.00
09/23/19	Remming, Andrew	review email from T. Mann re Holdings entities; review further email from J. Barsalona re notice of dismissal	0.1	75.00
09/23/19	Barsalona, Joseph	Correspondence (x4) with S. Szanzer and E. Moats re: stipulations of dismissal	0.1	59.50
09/23/19	Remming, Andrew	review settlement agreement docs and coordinate filing of same, including numerous correspondence re same	1.2	900.00
09/23/19	Moats, Eric	Coordinate for filing and service of notice of settlement.	0.3	148.50
09/23/19	Remming, Andrew	review further email from D. Klein re dismissal stip; review email from S. Szanzer re same	0.1	75.00

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
09/23/19	Remming, Andrew	review email from S. Szanzer re settlement agreement	0.1	75.00
09/23/19	Moats, Eric	Draft notice of amended settlement for 9019 agreement.	0.7	346.50
09/23/19	Moats, Eric	Draft and revise COCs, order, and stipulations re: dismissal of adversary proceedings.	1.8	891.00
09/23/19	Moats, Eric	Draft notices of dismissal for adversary proceedings.	0.2	99.00
09/24/19	Barsalona, Joseph	Further revise stipulations of dismissal	0.2	119.00
09/24/19	Barsalona, Joseph	Correspondence (x4) with G. Campbell and E. Moats re: comments to stipulation	0.1	59.50
09/24/19	Moats, Eric	Draft notice of revised exhibit to settlement agreement.	0.6	297.00
09/24/19	Barsalona, Joseph	Discussion with E. Moats re: further comments to stipulations of dismissal	0.3	178.50
09/24/19	Moats, Eric	Coordinate for filing and service of notice of amended exhibit to notice of settlement.	0.2	99.00
09/24/19	Barsalona, Joseph	Correspondence (x4) with E. Moskowitz and S. Szanzer re: stipulations of dismissal (.1); Revise same (.5)	0.6	357.00
09/24/19	Barsalona, Joseph	Correspondence (x3) with E. Moskowitz, S. Szanzer and E. Moats re: comments to dismissal stipulation	0.1	59.50
09/24/19	Moats, Eric	Confer w/ J. Barsalona re: filing of notices and dismissal of adversary proceedings.	0.2	99.00
09/24/19	Barsalona, Joseph	Discussion with E. Moats re: notice of filing of exhibit to settlement agreement	0.1	59.50
09/24/19	Remming, Andrew	review email from G. Campbell re settlement agreement	0.1	75.00
09/24/19	Remming, Andrew	review email from J. Barsalona re dismissal stip; review email from E. Moskowitz re same	0.1	75.00
09/24/19	Barsalona, Joseph	Comment to revised 9019 order	0.1	59.50
09/25/19	Moats, Eric	Email exchange w/ D. Ariel re: pacerpro notifications for adversary proceedings and issues re: same.	0.2	99.00
09/25/19	Fusco, Renae M.	upload settlement order	0.1	30.50

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
09/25/19	Fusco, Renae M.	coordinate service of settlement order	0.1	30.50
09/25/19	Remming, Andrew	emails (4x) w/ D. Klein, J. Barsalona and S. Szanzer re 9019 order	0.1	75.00
09/30/19	Barsalona, Joseph	Correspondence (x4) with T. Green re: stipulation effective date	0.1	59.50
<b>Total</b>			<b>32.8</b>	<b>20,595.00</b>

**Task Code:** B340 Professional Retention (MNAT - Filing)

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
09/18/19	Workman, Andrew	Attn to retention issues	0.2	85.00
09/18/19	Workman, Andrew	confer with E. Moats re: retention research and inquiries	0.1	42.50
<b>Total</b>			<b>0.3</b>	<b>127.50</b>

**Task Code:** B350 Professional Retention (MNAT - Objections)

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
09/16/19	Barsalona, Joseph	Attention to retention issues	0.1	59.50
09/18/19	Barsalona, Joseph	Correspondence (x2) with E. Moats re: retention issues	0.1	59.50
09/23/19	Barsalona, Joseph	Attention to retention issues	0.2	119.00
09/25/19	Barsalona, Joseph	Correspondence (x8) with L. Hering, A. Remming and R. Olson re: retention issues	0.1	59.50
<b>Total</b>			<b>0.5</b>	<b>297.50</b>

**Task Code:** B360 Professional Retention (Others - Filing)

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
09/23/19	Barsalona, Joseph	Correspondence (x4) with A. Li and E. Moats re: supplemental declaration for Evercore	0.1	59.50
09/23/19	Barsalona, Joseph	Discussion with E. Moats re: Evercore supplemental declaration	0.1	59.50

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
09/23/19	Moats, Eric	Phone call w/ A. Li re: supplemental disclosures for Evercore.	0.1	49.50
<b>Total</b>			<b>0.3</b>	<b>168.50</b>

**Task Code:** B400 General Corporate Matters (including Corporate Governance)

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
09/13/19	Russell, Jason	Review prior resolutions (.5); review settlement agreement in connection with potential new debtors (.4); call with A. Remming and S. Sullivan concerning the same (.3)	1.2	930.00
09/16/19	Russell, Jason	Review motion in connection with transfer of equity (.8); internal correspondence concerning questions relating to resolutions (.3); draft resolutions (.3)	1.4	1,085.00
09/17/19	Remming, Andrew	tele w/ J. Russell re resolutions	0.1	75.00
09/17/19	Russell, Jason	Call with Davis Polk and Southcross concerning acquisition (.4); draft resolutions for acquisition (.2)	0.6	465.00
09/19/19	Russell, Jason	Review settlement and purchase agreement (1); draft resolutions concerning the same (1)	2.0	1,550.00
09/23/19	Russell, Jason	Review organizational documents for companies being acquired pursuant to settlement (.5); draft resolutions (.4)	0.9	697.50
<b>Total</b>			<b>6.2</b>	<b>4,802.50</b>

**Task Code:** B410 General Case Strategy

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
09/01/19	Remming, Andrew	review email from R. Dehney re update term sheet	0.1	75.00
09/03/19	Dehney, Robert J.	Emails and phone call with D. Klein re strategy/Holdco.	0.7	770.00
09/04/19	Moats, Eric	Confer w/ J. Barsalona re: items requiring attention and case status.	0.1	49.50
09/05/19	Remming, Andrew	further office conf w/ J. Barsalona re Holdings issues	0.1	75.00

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
09/05/19	Remming, Andrew	review email from R. Dehney re Holdings research question; review further email from J. Barsalona re same	0.1	75.00
09/05/19	Remming, Andrew	review email from J. Barsalona re Holdings issue	0.1	75.00
09/05/19	Remming, Andrew	review draft timeline re Holdings issues; office conf. w/ J. Barsalona re same; tele w/ J. Barsalona, D. Klein and S. Szanzer re same	0.5	375.00
09/05/19	Remming, Andrew	review emails from J. Barsalona re Holdings research	0.1	75.00
09/05/19	Remming, Andrew	Office conf with J. Barsalona re Holdings issues, strategy.	0.2	150.00
09/06/19	Moats, Eric	Confer w/ J. Barsalona re: case status and items requiring attention going forward.	0.1	49.50
09/09/19	Remming, Andrew	tele w/ S. Szanzer re sale and Holdings issues, objection deadline re same	0.2	150.00
09/10/19	Remming, Andrew	review vmail from S. Szanzer re Holdings issues	0.1	75.00
09/10/19	Remming, Andrew	tele w/ S. Szanzer and J. Barsalona re Holdings issues; office conf. w/ J. Barsalona re same	0.3	225.00
09/11/19	Remming, Andrew	tele w/ S. Szanzer re Holdings issues	0.1	75.00
09/11/19	Dehney, Robert J.	Office conference with T. Mann re petitions and first day papers.	0.1	110.00
09/12/19	Remming, Andrew	review email from E. McKeighan re filings prep	0.1	75.00
09/12/19	Remming, Andrew	review email from R. Fusco re filings	0.1	75.00
09/12/19	Fusco, Renae M.	send dkt update email	0.3	91.50
09/12/19	Dehney, Robert J.	Email from R. Fusco re docket update; review.	0.1	110.00
09/13/19	Remming, Andrew	review and respond to email from T. Mann re prep for potential new cases	0.1	75.00
09/13/19	Remming, Andrew	review and respond to email from S. Szanzer re new petitions	0.1	75.00
09/13/19	Fusco, Renae M.	send dkt update	0.2	61.00
09/13/19	Dehney, Robert J.	Email from R. Fusco re docket update; review.	0.1	110.00

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
09/13/19	Remming, Andrew	tele w/ J. Russell and S. Sullivan re resolutions	0.1	75.00
09/13/19	Dehney, Robert J.	Office conference with A. Remming re status.	0.3	330.00
09/14/19	Remming, Andrew	review draft of motion to shorten	0.1	75.00
09/16/19	Remming, Andrew	emails w/ J. Russell re resolutions	0.1	75.00
09/16/19	Remming, Andrew	review email from R. Fusco re filings	0.1	75.00
09/16/19	Fusco, Renae M.	download & save filed docs	0.2	61.00
09/16/19	Fusco, Renae M.	send dkt update email	0.2	61.00
09/18/19	Dehney, Robert J.	Email from R. Fusco re docket update; review.	0.1	110.00
09/18/19	Fusco, Renae M.	download & save efiled docs	0.4	122.00
09/18/19	Fusco, Renae M.	send dkt update	0.2	61.00
09/20/19	Dehney, Robert J.	Email from R. Fusco with docket update; review.	0.1	110.00
09/20/19	Fusco, Renae M.	send dkt update	0.2	61.00
09/20/19	Fusco, Renae M.	download & save filed docs	0.2	61.00
09/20/19	Remming, Andrew	review email from R. Fusco re filings	0.1	75.00
09/23/19	Fusco, Renae M.	download & save efiled docs	0.1	30.50
09/23/19	Fusco, Renae M.	dkt update email	0.1	30.50
09/23/19	Remming, Andrew	review email from R. Fusco re filings	0.1	75.00
09/23/19	Dehney, Robert J.	Email from R. Fusco with docket update; review.	0.1	110.00
09/24/19	Fusco, Renae M.	dkt update email	0.2	61.00
09/24/19	Fusco, Renae M.	download & save filed docs	0.1	30.50
09/25/19	Remming, Andrew	review email from R. Fusco re filings	0.1	75.00

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
09/25/19	Dehney, Robert J.	Email from R. Fusco with docket update; review.	0.1	110.00
09/30/19	Remming, Andrew	review email from R. Fusco re filings	0.1	75.00
09/30/19	Fusco, Renae M.	send out dkt update email	0.2	61.00
09/30/19	Dehney, Robert J.	Email from R. Fusco with docket update; review.	0.1	110.00
<b>Total</b>			<b>7.7</b>	<b>5,197.00</b>

**Task Code:** B420 Schedules/SOFA/U.S. Trustee Reports

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
09/04/19	Barsalona, Joseph	Discussion with E. Moats re: US Trustee fee issue	0.1	59.50
09/04/19	Barsalona, Joseph	Legal research regarding 2015.3 reports	0.1	59.50
09/16/19	Remming, Andrew	review email from E. Moats re UST fees	0.1	75.00
09/18/19	Remming, Andrew	review email from E. Moats re UST fees	0.1	75.00
09/18/19	Remming, Andrew	office conf. w/ E. Moats re UST fees	0.1	75.00
09/18/19	Remming, Andrew	review further email from E. Moats re UST fees	0.1	75.00
09/18/19	Moats, Eric	Email UST re: fee delinquency notice.	0.1	49.50
09/23/19	Remming, Andrew	review email from K. Jameson re Holdings entities	0.1	75.00
09/27/19	Barsalona, Joseph	Correspondence (x2) with R. Olson re: August MOR	0.1	59.50
09/30/19	Barsalona, Joseph	Attention to filing August monthly operating report	0.1	59.50
09/30/19	Barsalona, Joseph	Correspondence with M. Frank re: August monthly operating report	0.1	59.50
09/30/19	Barsalona, Joseph	Correspondence (x2) with G. Fragrosso re: August MOR	0.1	59.50
09/30/19	Barsalona, Joseph	Review and comment to August MOR	0.2	119.00



<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
09/30/19	Naimoli, Theresa M.	Review and respond to email from J. Barsalona re filing of report (.1); prepare & efile Monthly Operating Report for the Period August 1, 2019 through August 31, 2019 (.1)	0.2	61.00
<b>Total</b>			<b>1.6</b>	<b>961.50</b>

**Task Code:** B520 Acquired Companies

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
09/11/19	Mann, Tamara K.	Conf. with R. Dehney re petitions and first day papers	0.1	64.50
09/12/19	Mann, Tamara K.	Review previously entered orders motions and conf. with J. Halsey and E. Moats re same	0.7	451.50
09/12/19	Halsey, Joseph	Draft Previous Orders Motion	0.7	297.50
09/13/19	Mann, Tamara K.	Draft chapter 11 filing prep list	2.1	1,354.50
09/13/19	Mann, Tamara K.	Confs. with A. Remming, J. Barsalona and J. Halsey re filing prep and draft WIP list re same	0.5	322.50
09/13/19	Mann, Tamara K.	Email to Davis Polk and A&M teams re filing prep	0.1	64.50
09/13/19	Mann, Tamara K.	Email from A. Remming re comments re WIP list and revise same	0.3	193.50
09/13/19	Remming, Andrew	office conf. w/ T Mann re motion to join new cases	0.2	150.00
09/13/19	Remming, Andrew	review draft of settlement motion, proposed order and declaration in support	0.9	675.00
09/13/19	Remming, Andrew	review email memo re Holdings prep; email comments to T. Mann re same	0.2	150.00
09/13/19	Halsey, Joseph	Draft Previous Orders Motion	0.4	170.00
09/16/19	Halsey, Joseph	Draft Previously Entered Orders motion	2.1	892.50
09/16/19	Barsalona, Joseph	Review and analyze closing checklist (.2); Correspondence (x6) with A. Remming and T. Mann re: same (.1)	0.3	178.50
09/16/19	Moats, Eric	Confer w/ J. Halsey re: background for motion to incorporate first day motions.	0.3	148.50

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
09/16/19	Barsalona, Joseph	Correspondence (x3) with J. Russell and A. Remming re: resolutions	0.1	59.50
09/16/19	Halsey, Joseph	Draft Joint Administration Motion for New Debtors	0.6	255.00
09/16/19	Remming, Andrew	Review revised version of settlement motion, declarations and proposed order.	0.4	300.00
09/17/19	Mann, Tamara K.	Conf. with J. Halsey re previously entered orders motion and filing prep	0.3	193.50
09/17/19	Mann, Tamara K.	Call with J. Halsey re previously entered orders motion	0.1	64.50
09/17/19	Barsalona, Joseph	Discussion with T. Mann re: consolidated top 20	0.2	119.00
09/17/19	Mann, Tamara K.	Emails to Davis Polk team re filing prep	0.1	64.50
09/17/19	Barsalona, Joseph	Discussion with T. Mann re: organizational chart	0.1	59.50
09/17/19	Mann, Tamara K.	Call with J. Halsey re debtor prep and conf. with J. Barsalona re same (.3); email to D. Meyer re same (.1)	0.4	258.00
09/17/19	Mann, Tamara K.	Emails with A&M team re filing prep	0.3	193.50
09/17/19	Mann, Tamara K.	Call with M. Frank and J. Halsey re new debtor filing prep	0.4	258.00
09/17/19	Remming, Andrew	participate in update call re new filing entities	0.4	300.00
09/17/19	Remming, Andrew	review email from T. Mann re info for new filings	0.1	75.00
09/17/19	Halsey, Joseph	Meeting with T. Mann re: new debtor preparation	0.3	127.50
09/17/19	Halsey, Joseph	Draft Previously Entered Orders Motion	1.5	637.50
09/17/19	Halsey, Joseph	Call with D. Mann with regarding new debtors preparation	0.3	127.50
09/18/19	Mann, Tamara K.	Conf. with J. Halsey re previously entered orders motion and org chart (.3); emails with D. Ariel re org chart and first day declaration (.1); review first day declaration (.2)	0.6	387.00
09/18/19	Mann, Tamara K.	Revise previously entered orders motion	1.8	1,161.00
09/18/19	Mann, Tamara K.	Email from E. McKeighan re Frio LaSalle Debtors filing prep	0.1	64.50

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
09/18/19	Mann, Tamara K.	Emails from K. Jameson and J. Koncar re Frio LaSalle petitions	0.1	64.50
09/19/19	Mann, Tamara K.	Emails with S. Szanzer re equity holders list and research re same (.3); review petition documents (.2); email to J. Russell re resolutions and consents (.1)	0.6	387.00
09/19/19	Mann, Tamara K.	Email to M. Frank re draft previously entered orders motion	0.1	64.50
09/19/19	Remming, Andrew	review emails from T. Mann and S. Szanzer re petition question	0.1	75.00
09/19/19	Mann, Tamara K.	Call with A&M, Davis Polk, A. Remming and J. Halsey re filing prep	0.4	258.00
09/19/19	Remming, Andrew	review email from T. Mann re previously entered orders motion	0.1	75.00
09/19/19	Mann, Tamara K.	Emails with J. Russell and A. Remming re resolutions and consents	0.1	64.50
09/19/19	Remming, Andrew	review emails from T. Mann and J. Russell re petitions	0.1	75.00
09/19/19	Mann, Tamara K.	Conf. with J. Halsey re chapter 11 prep	0.2	129.00
09/19/19	Remming, Andrew	review email from T. Mann re corporate ownership statement	0.1	75.00
09/19/19	Barsalona, Joseph	Correspondence (x4) with A. Burke and J. Russell re: resolutions	0.1	59.50
09/19/19	Remming, Andrew	participate in update call re Holdings entities	0.4	300.00
09/19/19	Remming, Andrew	office conf w/ T. Mann re petitions	0.1	75.00
09/19/19	Mann, Tamara K.	Revise previously entered orders motion	2.9	1,870.50
09/19/19	Barsalona, Joseph	Discussion with J. Russell re: resolutions	0.1	59.50
09/19/19	Halsey, Joseph	Talk with T. Mann re: petition preparation	0.3	127.50
09/19/19	Halsey, Joseph	Call with Co-Counsel re: Filing preparation	0.2	85.00
09/20/19	Barsalona, Joseph	Correspondence (x3) with R. Schepacarter re: acquired companies	0.1	59.50
09/20/19	Mann, Tamara K.	Revise first day declaration	1.5	967.50
09/20/19	Halsey, Joseph	Review Potential Parties in Interest	0.5	212.50

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
09/20/19	Remming, Andrew	review email from M. Frank re potential new filings	0.1	75.00
09/23/19	Halsey, Joseph	Review conflicts for retention application	0.2	85.00
09/23/19	Halsey, Joseph	Communicate with co-counsel re: previously entered orders motion	0.1	42.50
09/24/19	Mann, Tamara K.	Draft Frio LaSalle petition attachments; conf. with J. Halsey re filing prep	0.7	451.50
09/25/19	Mann, Tamara K.	Email from S. Szanzer re chapter 11 filing prep	0.1	64.50
09/25/19	Mann, Tamara K.	Revise joint administration motion and draft petition attachments	1.4	903.00
09/25/19	Halsey, Joseph	Email accounting re: case closure for conflicts	0.1	42.50
<b>Total</b>			<b>27.8</b>	<b>16,566.00</b>

**Exhibit B****EXPENSE SUMMARY**

Southcross Energy Partners, L.P., et al.  
 (Case No. 19-10702 (MFW))  
 September 1, 2019 Through September 30, 2019

<b>Expense Category</b>	<b>Service Provider (if applicable)</b>	<b>Total Expenses</b>
Pacer		\$148.50
In House Duplicating	Black and White	243.80
In House Duplicating	Color	1.60
In House Printing	Black and White	278.60
In House Printing	Color	29.60
Courier/Delivery Service		69.51
Messenger Service		40.00
Secretarial Overtime		137.15
Legal Assistants Overtime		65.93
Transcripts		53.35
Meals		140.00
<b>Total Expenses</b>		<b>\$1,208.04</b>

**Cost Detail**

<u>Date</u>	<u>Description</u>	<u>Quantity</u>	<u>Amount</u>
09/03/19	Messenger Service - USBC - 9/3/2019	1.0	5.00
09/03/19	In-House Duplicating	215.0	21.50
09/04/19	Pacer	6.0	0.60
09/11/19	Pacer	23.0	2.30
09/11/19	Messenger Service - USBC - 9/11/2019	1.0	5.00
09/12/19	Secretarial Overtime	1.0	31.22
09/12/19	Pacer	86.0	8.60
09/12/19	In-House Printing - black & white	411.0	41.10
09/13/19	Pacer	457.0	45.70
09/13/19	In-House Duplicating - color	2.0	1.60
09/13/19	In-House Printing - black & white	1,169.0	116.90
09/13/19	In-House Duplicating	2,223.0	222.30
09/16/19	Pacer	42.0	4.20
09/16/19	In-House Printing - color	1.0	0.80
09/16/19	Messenger Service - bankruptcy - 9/16/2019	1.0	5.00
09/16/19	In-House Printing - black & white	39.0	3.90
09/16/19	Legal Assistants Overtime	1.0	49.45
09/17/19	Pacer	136.0	13.60
09/17/19	In-House Printing - color	30.0	24.00
09/17/19	Legal Assistants Overtime	1.0	16.48
09/17/19	In-House Printing - black & white	40.0	4.00
09/18/19	In-House Printing - black & white	106.0	10.60
09/18/19	Messenger Service - USBC - 9/18/2019	1.0	5.00
09/19/19	Pacer	174.0	17.40
09/19/19	Secretarial Overtime	1.0	105.93
09/19/19	In-House Printing - black & white	47.0	4.70
09/20/19	Pacer	23.0	2.30
09/20/19	Messenger Service - USBC - 9/20/2019	1.0	5.00
09/20/19	In-House Printing - black & white	106.0	10.60
09/23/19	Pacer	177.0	17.70
09/23/19	Messenger Service - USBC - 9/23/2019	1.0	5.00
09/23/19	In-House Printing - black & white	115.0	11.50
09/24/19	Pacer	130.0	13.00
09/24/19	In-House Printing - black & white	264.0	26.40
09/25/19	Pacer	196.0	19.60
09/25/19	In-House Printing - black & white	468.0	46.80

<u>Date</u>	<u>Description</u>	<u>Quantity</u>	<u>Amount</u>
09/25/19	Meals - Reimbursement of expenses for meal w/ Joseph Barsalona, D Klein, S Szanzer, J Minias for post-hearing strategy conference w/ co-counsel and Wilke Far Counsel - 09/25/2019	1.0	140.00
09/25/19	Transcripts - Expedited transcript - 09/25/2019	1.0	53.35
09/25/19	Courier/Delivery Service - BLUE MARBLE	1.0	69.51
09/25/19	Messenger Service - USBC 5th fl Ct. #4 - 9/25/2019	2.0	10.00
09/30/19	Pacer	35.0	3.50
09/30/19	In-House Printing - color	6.0	4.80
09/30/19	In-House Printing - black & white	21.0	2.10
	<b>Total</b>		<b>\$1,208.04</b>