

UNITED STATES BANKRUPTCY COURT
DISTRICT OF MASSACHUSETTS

In re:

TELEXFREE, LLC,
TELEXFREE, INC., and
TELEXFREE FINANCIAL, INC.,

Debtors

Chapter 11 Cases

14-40987-MSH

14-40988-MSH

14-40989-MSH

Jointly Administered

**SECOND INTERIM APPLICATION FOR COMPENSATION
AND REIMBURSEMENT OF EXPENSES FOR MILLIGAN RONA
DURAN & KING LLC, CLASS COUNSEL TO THE DOMESTIC
AND INTERNATIONAL DEFENDANT CLASSES**

To the Honorable Melvin S. Hoffman, Chief United States Bankruptcy Judge:

Milligan Rona Duran & King LLC ("MRDK"), counsel to the defendant classes of "Net Winners" in *Darr v. Argueta*, Adv. Pro. 16-4006 (the "Domestic Case") and *Darr v. Alecci*, Adv. Pro. 16-4007 (the "International Case"), respectfully requests that this Court authorize and order that Stephen B. Darr, the Chapter 11 Trustee, (the "Trustee") of TelexFree LLC, TelexFree, Inc., and TelexFree Financial, Inc. (the "Debtors"), release **\$115,007.50** in reasonable attorneys' fees and **\$732.27** in expense reimbursement to MRDK, covering the period from March 24, 2017 to April 25, 2018. The total amount sought in this Application is: **\$115,739.77**. In support thereof, MRDK states as follows:

INTRODUCTION

1. MRDK requests reasonable compensation and reimbursement from defense funds created by the Trustee for this purpose pursuant to the class certification orders in the Domestic Case and International Case. See Exhibit A (*Domestic Case*, Doc. No. 194.);



1440987180427000000000002

Exhibit B (*International Case*, Doc. No. 479.) Under those orders this Court approved defense funds in the amount of \$225,000 (the “Domestic Defense Fund”) for the Domestic Case and \$165,000 (the “International Defense Fund”) for the International Case.

2. This Application is also made pursuant to Fed. R. Bankr. P. 2016 and Massachusetts Bankruptcy Local Rule 2016-1.

3. In this Application, MRDK requests a total of \$115,739.77. This amount consists of two components.

4. First, MRDK requests \$67,585.00 in reasonable attorneys’ fees and \$39.46 in costs, totaling **\$67,624.46**, from the **International Defense Fund**. See Exhibit K. This amount covers the period from March 24, 2017 to April 25, 2018. This is the first request for any interim fees relative to the International Case.

5. Second, MRDK requests \$47,422.50 in reasonable attorneys’ fees and \$692.81 in costs, totaling **\$48,115.31**, from the **Domestic Defense Fund**. See Exhibit L. This amount covers the period from August 1, 2017 to April 25, 2018. With respect to the Domestic Defense Fund, this is MRDK’s second interim fee application. In MRDK’s First Interim Application, this Court approved \$97,912.50 in attorneys’ fees and \$1,349.62 in cost and expense reimbursement from the Domestic Defense Fund, covering the period of April 26, 2016 to July 31, 2017. (Doc. Nos. 903, 913). Accordingly, as it relates to MRDK’s work in the Domestic Case, there is no temporal overlap between this application and the prior application.

6. There is currently \$125,737.88 remaining in the Domestic Defense Fund and \$165,000.00 remaining in the International Defense Fund.

7. This fee application covers the following general tasks and subject matter:

(1) MRDK's work with its experts at StoneTurn Group to further marshal, review, and analyze the Debtor's SIG data, for the purposes of refuting the Trustee's allegations;

(2) MRDK's work with its experts to prepare a preliminary version of their expert report, and exchange of preliminary reports with the Trustee; (3) MRDK's objections to the Trustee's claims administration process and resolution of those objections by way of new user account claiming procedures implemented by the Trustee; (4) MRDK's communication with Domestic and International Class members; (5) MRDK's initial investigation and preliminary work on the International Case; (6) MRDK's pursuit of class certification and creation of the International Defense Fund in the International Case; (7) the researching, drafting, and arguing a motion to dismiss on behalf of the International Class; (8) the drafting of a class-wide answer in the International Case; and (9) exploratory review of cost-effective mechanisms to potentially resolve these cases.

8. MRDK continues to promote the collective rights of the Domestic and International Class members and work towards a resolution that is just, fair, and efficient.

BACKGROUND

9. On January 15, 2016, the Trustee initiated these matters by filing initial complaints in both the Domestic Case and International Case.

10. The Trustee alleged that the Debtors operated a massive Ponzi scheme, defrauding hundreds of thousands out of people billions of dollars. In the Domestic Case, the Trustee alleged that roughly 15,000 “Net Winners” located in the U.S. illegally profited from the Debtors’ fraud. Similarly, in the International Case, the Trustee alleged that roughly 60,000 to 80,000 “Net Winners” located outside the U.S. illegally profited from the Debtors’ fraud. The Net Winners located in the U.S. comprise the Domestic Class sued in the Domestic Case, and the Net Winners located outside the U.S. comprise the International Class sued in the International Case. Both complaints named a number of the larger Net Winners, referring to them as “Named Defendants.”

11. On the same day that the initial complaints were filed, the Trustee filed motions for class certification, asking the Court to find that the Named Defendants will “fairly and adequately represent the interest of the Class.” (*Domestic Case*, Doc. No. 2.); (*International Case*, Doc. No. 2.) The motions also asked the Court to appoint class counsel in both cases.

MRDK’s Retention as Domestic Class Counsel

12. On October 6, 2016, this Court certified the defendant Net Winner class in the Domestic Case, appointed Franz Balan as Domestic Class representative, appointed MRDK as class counsel, and created the Domestic Defense Fund. (*Domestic Case*, Doc. No. 194.)

13. In the period of time after MRDK’s retention in the Domestic Case, MRDK has devoted significant time to furthering the interests of the Domestic Class. For example: in early 2017, MRDK filed an Amicus Brief in the related matter, *Darr v. Dos*

Santos, Adv. Pro. 15- 04055, arguing that the Debtor had at least an interest in the alleged transfers because they were Debtor's commissions that fell within the Massachusetts Wage Act; MRDK worked closely with its expert to obtain, review, and analyze TelexFree's enormous database known as "Sistemas de Informações Gerenciais" ("SIG"); MRDK then worked closely with its expert to prepare, refine, and present to the Trustee its opinions concerning flaws in the assumptions underpinning the Trustee's "net equity" calculations; and finally, MRDK set up an internal infrastructure, including a website and mass email capability, to communicate with thousands of class members.

MRDK's Involvement in the International Case

14. On May 16, 2016, and again on January 5, 2017, the Trustee amended the complaint in the International Case, naming a number of additional defendants.

15. In March 2017, a group of defendants in the International Case, including Marco Puzzarini ("Mr. Puzzarini") and Flavio Boffetti ("Mr. Boffetti"), approached MRDK to inquire whether the firm would represent them either individually or as class counsel.

16. MRDK then took on a limited engagement of Mr. Boffetti and began reviewing the steps needed to preserve the rights of the International Class. To this end, on March 31, 2017, MRDK filed a motion to enlarge time for Mr. Boffetti and the 79 or so other recently named defendants to respond to the International Complaint. (*International Case*, Doc. No. 388/390.) In that motion, MRDK stated that Mr. Boffetti and MRDK were in the process of trying to identify a suitable class representative and

were also considering whether MRDK should serve as class counsel for the foreign defendants. (*International Case*, Doc. No. 388/390.)

17. MRDK began conducting a preliminary review of the allegations in the International Case and spoke at considerable length with various members of International Class members. As part of this process, MRDK reviewed and analyzed the availability of threshold defenses, and whether international defendants would be able to challenge the Trustee's allegations using common proof. MRDK discussed the possible expansion of the scope of StoneTurn Group's work to include the International Class.

18. MRDK also met with counsel for the Trustee and discussed the Trustee's proposal for class certification.

19. Based on the MRDK's initial review, MRDK determined that International Class would substantially benefit from class certification.

20. MRDK determined that there were colorable grounds to file a motion to dismiss on behalf of the *entire* International Class. MRDK spent a significant amount of pre-retention time researching and drafting this motion to dismiss the International Case on behalf of *all* class members. MRDK also sought to preserve the rights of the International Class in the face of an impending wave of defaults against numerous defendants, and MRDK sought additional time to further evaluate the International Case.

21. On April 25, 2017, MRDK filed another motion to extend time to respond to the Trustee's Amended Complaint in the International Case on behalf of Mr. Boffetti

and the newly named defendants. (*International Case*, Doc. No. 409) In that motion, MRDK declared its belief that Mr. Puzzarini was a suitable class representative and also stated that Mr. Puzzarini intended to file a motion to dismiss on behalf of all International Class members. *Id.*

22. On May 9, 2017, MRDK filed a motion to designate Marco Puzzarini as class representative and appoint MRDK as class counsel for the International Class. (*International Case*, Doc. No. 423.)

23. Also on May 9, 2017, MRDK filed a motion to dismiss the International Case, on behalf of Marco Puzzarini and *all* other class members. (*International Case*, Doc. Nos. 425 & 426.) MRDK spent considerable time preparing this motion, and the accompanying memorandum, which argued that: (1) the Trustee could not assert personal jurisdiction over the 60,000 or more foreign defendants who had no minimum contacts with the United States; and (2) that this Court should refuse to hear the case based on the doctrine of *forum non conveniens*.

24. On June 21, 2017, MRDK argued its motion to dismiss.

25. While MRDK's motion to dismiss was ultimately denied (*International Case*, Doc. Nos. 453.), the motion nevertheless tested the legal sufficiency of the claims against the International Class. *See* Memorandum in Support of Motion to Dismiss. (*International Case*, Doc. Nos. 426.)

26. Throughout this process, MRDK advocated on behalf of the entire International Class without payment from any party.

27. On July 26, 2017, Mr. Puzzarini was appointed as class representatives of the International Class and MRDK was appointed class counsel. (*International Case*, Doc. Nos. 473.) At the Court's order, Sandro Paulo Freitas ("Mr. Freitas") was appointed as an additional class representative.

28. On August 3, 2017, after further negotiations between the Trustee and MRDK, this Court issued a full version of the agreed-to order regarding class certification, which created the International Defense Fund in the amount of \$165,000, and a \$60,000 fund for expert fees. See Exhibit B (*International Case*, Doc. Nos. 479.)

29. In MRDK's First Interim Application, the Court approved MRDK's pre-retention time in the Domestic Case, without objection.¹ MRDK requests the same treatment in this Application. This pre-retention work was done on behalf of the International Class, substantially benefited International Class, took a significant amount of time, and MRDK has not yet received any compensation for this work. Nor has MRDK received payment from class representatives Mr. Puzzarini or Mr. Freitas.

BRIEF SUMMARY OF SERVICES

30. MRDK attorneys' fees are divided into two temporal categories. For the first period, MRDK requests \$28,552.50 in fees from March 24, 2017 to July 26, 2017, for work done prior to MRDK's certification as class Counsel in *International Case*. (Exhibit C.)

¹ As previously stated in MRDK's First Interim Application, professional compensation for work performed before retention is permitted in "extraordinary circumstances." This Court "is empowered with discretion to grant *nunc pro tunc* retention orders and allow compensation." *In re Jarvis*, 53 F.3d 416, 419-20 (1st Cir. 1995), quoting 2 Lawrence P. King, *Collier on Bankruptcy* § 327.02, at 327-20 (15th ed. 1995). Due to the extraordinarily rare confluence of a massive international defense class action (in and of itself rare) and bankruptcy rules, it is appropriate for MRDK to receive compensation for work prior to class certification in the *International Case*.

During this period, MRDK communicated with potential class representatives, filed motions to preserve the rights of the International Class, researched, drafted, filed, and argued a motion to dismiss in the International Case, filed a motion for International Class certification, and negotiated with the Trustee the terms of MRDK's appointment and the size of the International Defense Fund. All of these services were necessarily incurred prior to MRDK's approval as class counsel in the International Case.²

31. For the second period, from August 1, 2017 to April 25, 2018, MRDK requests fees in the amount of \$39,032.50 in the International Case and \$47,422.50 in the Domestic Case (\$86,455.00 in total). (Exhibit D & Exhibit E.) During this period, MRDK worked with StoneTurn Group to develop a preliminary expert report, further tested validity of the Trustee's data and underlying assumptions, exchanged preliminary expert opinions with the Trustee, researched, drafted, argued the Domestic and International Classes' objection to the Trustee's claims administration (and resolved those objections), and continued to communicate with Domestic and International Class members.

32. For purposes of billing, MRDK maintains two separate client-matters for the Domestic and International Cases in the firm's billing software. None of the fees attributable to the Domestic Case have been billed to the International Case and *vice versa*. However, in some instances, MRDK has made a determination that work has benefited both the International and Domestic Classes equally and in a manner that

² MRDK's fees incurred on behalf of the Domestic Class during this time period were included in the firm's First Interim Fee Application, which was allowed by this Court in September 2017. (Doc. No. 913).

does not allow for the work to be solely attributed to one case to the exclusion of the other. In such instances, MRDK has split the applicable time entries in a manner that reflects an equal apportionment of attorney time to both cases. In splitting such entries, MRDK has used the following steps: (1) MRDK first rounded down the time entry to the nearest even tenth of an hour (*e.g.* 2.3 hours was rounded down to 2.2 hours); and (2) MRDK then split the time entry 50/50 (*e.g.* 1.1 hours) and applied the split entry to both matters.

33. In accordance with Bankruptcy Rule 2016 and MLBR 2016-1, MRDK provides further detail regarding its services below.

34. With regards to the first period (March 24, 2017 to July 26, 2017), MRDK performed the following tasks:

- a. Conducted its initial investigation into the International Case;
- b. Interviewed several International Class defendants and communicated with potential class representatives;
- c. Attended hearings on behalf of the International Class to preserve International Class rights until a class representative was appointed;
- d. Filed motions for extensions of time to answer the Second Amended Complaint in order to interview potential class representatives and explore potential grounds for a class-wide motion to dismiss (*International Case*, Doc. Nos. 388/390 & 409);

- e. Negotiated with the Trustee's counsel regarding class certification, appointment of class counsel, and creation of the International Defense Fund;
- f. Filed a Motion to designate class representative, appoint MRDK as class counsel, and create the International Defense Fund. (*International Case*, Doc. No. 423); and
- g. Researched, drafted, and filed a motion to dismiss and accompanying Memorandum of Law, on behalf of the International Class (*International Case*, Doc. Nos. 425 & 426).

35. With regards to the second period (August 1, 2017 to April 25, 2018), MRDK performed the following tasks:

- a. Drafted and filed a class-wide answer on behalf of the International Class (*International Case*, Doc. No. 485.);
- b. Worked with its experts to further review and analyze the Debtor's SIG data, for the purposes of refuting the Trustee's allegations;
- c. Worked with Trustees counsel to develop and file the Discovery Plan in both the International and Domestic Cases (*Domestic Case*, Doc. No. 250; *International Case*, Doc. No. 490.);
- d. Worked with its expert (StoneTurn Group) on the preparation of a preliminary version of its expert report;
- e. Exchanged preliminary reports with the Trustee;

- f. Held conferences with the Trustee to discuss the findings of both Huron and StoneTurn Group. In these meetings, the parties attempted to narrow the issues addressed in the expert reports;
- g. Drafted and filed an objection on behalf of the Domestic and International Classes to the Trustee's claims administration process (Doc. No. 930.);
- h. Resolved the Domestic and International Class objections by way of new user account claiming procedures jointly crafted by the Trustee and MRDK;
- i. Sent communications to the entire group of Domestic and International Class members regarding the user account claiming process implemented by the Trustee;
- j. Held strategy sessions with Class Representatives;
- k. Attended the pre-trial conference applicable to both the International and Domestic cases; and
- l. Internally explored potential resolution mechanisms for both cases.

36. MRDK has also incurred reasonable and necessary litigation expenses totaling \$732.27. Exhibit I. These expenses, which are itemized in and attached as Exhibit G & Exhibit H, include translation services, communication costs, PACER fees and legal research fees.

37. As set forth above, the total amount of compensation and reimbursement sought in this Application is \$115,739.77. (See Exhibit F, & Exhibit I, Grand Totals.)

38. MRDK states that the compensation and expenses herein sought belong solely to the firm and its attorneys, and such fees will not be divided, shared or pooled, directly or indirectly, with any other person or firm.

39. MRDK and its attorneys have not received or been promised any other payments for the services covered in this Application.

40. This is MRDK's second interim fee application. This Court approved MRDK's First Interim Application for \$97,912.50 in attorneys' fees and \$1,349.62 in cost and expense reimbursement. (Doc. No. 913.) MRDK was paid the aforementioned amounts from the Domestic Defense Fund. MRDK and its attorneys have not previously applied for payment or reimbursement from the International Defense Fund. Except for the foregoing, no retainer, partial payment, or interim allowances have yet been requested by or paid to MRDK in these adversary proceedings.

41. Pursuant to Bankruptcy Rule 2016 and MLBR 2016-1, MRDK submits the following information in support of the request for compensation and reimbursement of expenses:

- a. A copy of the Court's orders reciting the terms and conditions of employment and compensation (Exhibits A & B);
- b. A copy of the Court's orders authorizing MRDK as class counsel and approving the Domestic Defense Fund of \$225,000 and the International Defense Fund of \$165,000 from the Estate (Exhibits A & B);

- c. A brief narrative summary of the services rendered by MRDK in connection with its work (§§ 30 – 31, 34 - 35, *supra*);
- d. Charts breaking down MRDK's 351.1 total hours expended, showing the full name and initials of each attorney who worked on the case, and detailing the number of hours expended by each attorney for each of the two adversary proceedings, as follows:
 - i. In the International Case, March 24, 2017 to July 26, 2017 (§§ 30, 34 *supra*); (Exhibits C & K); and
 - ii. In the International Case, August 1, 2017 to April 25, 2018 (§§ 31, 35), *supra*) (Exhibits D & K); and
 - iii. In the Domestic Case, August 1, 2017 to April 25, 2018 (§§31, 35), *supra*) (Exhibits E & L);
- e. A table showing the grand totals per timekeeper within the firm (Exhibit F);
- f. Contemporaneous attorney time records describing the specific services performed each day by each person with the time broken down into units of tenths of one hour devoted to such services (Exhibit K & Exhibit L);
- g. Expense sheets, breaking down the \$732.27 in expenses into each individual expense (Exhibits G, H & I); and
- h. A brief biography of each person included in the fee application, stating his or her background and experience (Exhibit J).

WHEREFORE, MRDK respectfully requests that this Court enter an order regarding compensation and reimbursement of expenses, as follows:

1. That MRDK be paid \$67,585.00 in reasonable attorneys' fees and \$39.46 in costs, totaling **\$67,624.46**, from the International Defense Fund;
2. That MRDK be paid \$47,422.50 in reasonable attorneys' fees and \$692.81 in costs, totaling **\$48,115.31**, from the Domestic Defense Fund; and
3. That accordingly, the total amount authorized in this Application is **\$115,739.77**.

Respectfully Submitted,

MILLIGAN RONA DURAN & KING LLC

Dated: April 27, 2018

/s/ Ilyas J. Rona
Ilyas J. Rona, Esq. (BBO# 642964)
MILLIGAN RONA DURAN & KING, LLC
50 Congress Street, Suite 600
Boston, Massachusetts 02109
(617) 395-9570
ijr@mrdklaw.com

EXHIBIT A

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF MASSACHUSETTS**

In re:

TELEXFREE, LLC,
TELEXFREE, INC. and
TELEXFREE FINANCIAL, INC.,

Debtors.

STEPHEN B. DARR AS HE IS THE
TRUSTEE OF THE CHAPTER 11 ESTATES
OF EACH OF THE DEBTORS,

Plaintiff,

v.

BENJAMIN ARGUETA, ALEXANDRO
ROCHA, JOSE NETO, JULIO C. PAZ,
EUZEBIO SUDRE NETO, HUGO
ALVARADO, ANA R. RAMOS, LINDA
SUZANNE HACKETT, RUDDY ABREAU,
MARCO ALMEIDA, RODRIGO
MONTEMOR, LAUREANO ARELLANO,
AARON ATAIDE, ROSANE CRUZ, OMAR
QUINONEZ, CARLOS C. DEJESUS,
BILKISH SUNESARA, ANDRES BOLIVAR
ESTEVEZ, JOSE LOPEZ, ANA ROSA
LOPEZ, FRANTZ BALAN, MARCELO
DASILVA, GLADYS ALVARADO, MARIA
TERESA MILAGRES NEVES, MARCOS
LANA, LUIZ ANTONIO DA SILVA, BRUNO
GRAZIANI, EDUARDO N. SILVA, MICHEL
CHRISTIANO SANTOLIN DE ARRUDA,
FRANCISDALVA SIQUEIRA, ALEXANDER
N. AURIO, AMILCAR LOPEZ, RENATO
SACRAMENTO, JULIO SILVA, DAVIDSON
R. TEIXEIRA, JOSE CARLOS MACIEL,
JESUS OSUNA, CHAI HOCK NG, EDILENE
STORCK NAVARRO, SORAYA FERREIRA,
EDSON F. SOUZA, VAMING SERVICES,
JORGE ANTONIO MEJIA SEQUEIRA,
RODRIGO CASTRO, DAVID REIS,

Chapter 11 Cases

14-40987-MSH
14-40988-MSH
14-40989-MSH

Jointly Administered

Adversary Proceeding
No. 16-04006

ANA SANTOS, WESLEY DIAS, TIMEX
RESEARCH CONSULTING, INC., CELSO
ROBERTO SILVA FILHO, TEAM GLOBAL
ADVERTISING LLC, LWC MARKETING,
INC., BARTOLO CASTLLO, GASPAR
JESUS, LUISA E. LOPEZ, MARCIO SOUZA
NERY, DEBORA C. BRASIL, JOELITO
SOUZA CALDAS JUNIOR, UNITED GROUP
USA, JEAN 2004, ENTERPRISE CORP.,
RUDMAR GENTIL, NEW GENERATION
MED SUPPLY, INC., DANEUNG XIONG,
CARLOS ALFARO, LUSETTE BALAN,
TECHNOVIA, INC., FAITH SLOAN,
MARIZA S. MORINELLI, NUBIA R.
GLOULART, ROBERTO NUNEZ, GILSON
NASSAR, BINGJIAN PAN, YUE CHEN,
RODRIGO R. BREDAS, PAULO GIULIANO
DIOGENES DE BESSA ROSADO, JOSE
MIGUEL FILHO, LAN LAN JI,
VENERANDO CONTRERAS, JAP
INTERNATIONAL NETWORK, LLC,
WALACE AUGUSTO DA SILVA, EZAU
SOARES FERREIRA, EDDIT ALBERTO
DUVERGE, GLOBAL MARKETING
STRATEGIES, CAROL VANTERPOOL,
DEVENDRA SHAH, PAT JACKSON,
SILVERIO REYES, FABIANA ACACIA DA
CRUZ DOS SANTOS, GERALD AGNEW,
DWAYNE JONES, JOSEPH PIETROPAOLO,
JAMILSON MARCO CONCEICAO, SONYA
CROSBY, RANDY CROSBY, WESLEY
NASCIMENTO ALVESBY, ANTONIO
OLIVEIRA, RONEIL BARRETO,
MILAGROS ADAMES, LM DAVAR, INC.,
PARROT BAY HOMES, INC., EDGAR
BORELLI, RICHARDO FABIN, DANIEL
CHAVEZ, FAUSTINO TORRES, HELIO
BARBOSA, GELALIN-3377, LLC AND A
DEFENDANT CLASS OF NET WINNERS,
Defendant(s).

**CLASS CERTIFICATION ORDER
AND APPROVAL OF CLASS COUNSEL**

After notice and hearing, and for good cause shown, the Motion for Certification of a Defendant Class consisting of Net Winners¹ [docket entry 2] filed by Stephen B. Darr (the “Trustee”) is granted under Rule 23(a) and 23(b)(1) of the Federal Rules of Civil Procedure, as incorporated by Rule 7023 of the Federal Rules of Bankruptcy Procedure. The Court makes the following findings:

I. BACKGROUND

1. This litigation was commenced by the Trustee seeking to recover money paid to various Participants who received more in payments (both in direct transactions and Triangular Transactions) than the Participants paid directly or through Triangular Transactions to the Debtors, e.g., Net Winners. The Trustee has brought this action seeking a certification of a class of defendants consisting of all Net Winners residing in the United States of America. The Trustee asserts that the domestic Net Winner class consists of approximately 15,000 individuals or entities and the aggregate Net Winner payments exceed one hundred million dollars (\$100,000,000.00).

2. The Trustee asserts that he may recover the payments to Net Winners as Fraudulent Transfers pursuant to Section 548 of the Bankruptcy Code and the payments made within ninety (90) days of the commencement of these proceedings as preferences pursuant to Section 547 of the Bankruptcy Code. The Court has previously ruled that (1) the Debtors engaged in a Ponzi scheme, (2) claims are to be determined on a net equity basis and only Participants who paid more to the Debtors, either directly or through Triangular Transactions, than they received from the Debtors, either directly or through Triangular Transactions, will have an Allowed Claim (“Net Losers”) [docket entries 654, 687 in case no. 14-40987].

¹ Terms not otherwise defined herein shall have the meaning set forth in the *Memorandum in Support of Plaintiff's Motion for Class Certification*, docket entry 3.

II. DISCUSSION

3. The Federal Rules of Civil Procedure allow for a Defendant Class. Rule 23(a) states that “[o]ne or more members of a class may sue *or be sued*” Fed. R. Civ. P. 23(a) (It is apparent from the words of Rule 23(a) “sue or be sued as representative parties” that [suits] against a Defendant Class are permitted. *See Tilley v. TJX Companies, Inc.*, 345 F.3d 34, 37 (1st Cir. 2003) (Rule 23 treats plaintiff and defendant classes the same). Defendant Class actions have been certified when, as here, there is a need for a “procedural device that allows one who has a common grievance against a multitude of persons to resolve . . . the dispute by using only a few members of the class.”) *Broadhollow Funding Corp. v. Fitzmaurice (In re Broadhollow Funding Corp.)*, 66 B.R. 1005, 1007 (Bankr. E.D.N.Y. 1986).

4. A Defendant Class may be certified if it meets four prerequisites: (1) numerosity; (2) commonality; (3) typicality; and (4) fair and adequate representation. Fed. R. Civ. P. 23(a). In addition to meeting the four prerequisites of Rule 23(a), certification of the proposed class requires satisfaction of one of the class requirements set forth in Rule 23(b).

A. Rule 23(a) Analysis

Numerosity

5. It is undisputed that the proposed class meets the numerosity requirements, as it consists of approximately 15,000 Net Winner Defendants, who are dispersed throughout the United States. [Darr Decl. ¶ 31] The sheer number of the members of the proposed class and geographic diversity satisfy the numerosity requirement. *Kerrigan v. Phila. Bd. of Edu.*, 284 F.R.D. 740 (E.D.P. 2008); and *In re Carbon Black Antitrust Litig.*, 03-10191-DPW, 2005 WL 102966 (D. Mass. Jan. 18, 2005).

Commonality

6. The “commonality” factor examines whether there are “questions of law or fact common to the class.” Fed. R. Civ. P. 23(a)(2). Here, the common questions include, among others, (i) what transfers should be included in the determination of a Net Winner; (ii) whether Net Winners should be determined by an aggregation of Related User Accounts; (iii) whether the Net Winner Payments are avoidable as fraudulent transfers because the Debtors had the actual intent to hinder, delay, or defraud creditors; (iv) whether the Net Winner Payments are avoidable as fraudulent transfers because the transfers were made for less than fair consideration while the Debtors were insolvent, undercapitalized, or unable to pay debts as they became due; (v) whether the Net Preference Payments may be recovered as preferential transfers; (vi) whether the Court’s finding that the Debtors engaged in a Ponzi and pyramid scheme may be applied, along with any applicable presumptions, in determining the Trustee’s claims. (Darr Decl. ¶33). “It is not required that all factual or legal questions raised in the lawsuit be common so long as a single issue is common to all class members.” *Weinman v. Fid. Capital Appreciation Fund (In re Integra Realty Res., Inc.)*, 170 B.R. 264, 270 (Bankr. D. Colo. 1995); *see also In re Cardinal Indus.*, 105 B.R. 834, 844 (Bankr. S.D. Ohio 1989) (“There need only exist one significant issue or fact common to all members of the putative class.”) (citing *Newburg on Class Actions* § 3.10).

7. The proposed class members in this action share a common set of facts. The Trustee alleges that all class members had or controlled usernames and accounts with TelexFree through which the Trustee can trace all of the transactions, whether the transaction is direct or a Triangular Transaction. Further, class members are alleged to have received more money from TelexFree than they paid into TelexFree (their “Net Winnings”) during the course of their alleged participation in TelexFree’s scheme. There are also common questions of law, that is:

whether the payments from TelexFree to class members are fraudulent transfers that must be disgorged and repaid and whether the payments from TelexFree must be disgorged and repaid as preferential transfers.

8. Moreover, individual circumstances do not impact the commonality requirement. As a fraudulent transfer case, the Trustee's case focuses on whether there was a fraudulent transfer to all the Net Winners that must be repaid, without regard to the individual circumstances of participation in the scheme. Accordingly, the Court finds that the core common issues of law and fact that exist herein satisfy the commonality requirement.²

Typicality

9. The third prerequisite shifts the focus from the characteristics of the class members to the characteristics of the named class representatives. *See In re Broadhollow*, 66 B.R. at 1009. The typicality requirement addresses whether the "the claims or defenses of the representative parties are typical of the claims or defenses of the class." Fed. R. Civ. P. 23(a)(3). Frantz Balan, a named Defendant, has been proposed to serve as Class Representatives.

10. The typicality requirement does not mandate that the defenses of the representative parties and the class be completely identical or perfectly coextensive *In re Integra Realty Resources, Inc.*, 175 B.R. 264 (Bankr. D. Colo. 1995, aff'd 354 F.3d 1246 (10th Cir. 2004). Rather, it is sufficient if the defenses are substantially similar and "there is a nexus

² The Supreme Court's decision in *Wal-Mart*, its most recent look at the commonality requirement, has no bearing on this case. The plaintiffs failed the commonality test in *Wal-Mart*, mainly because of the unique nature of their claims. They sought to represent a class of 1.5 million female employees alleging that Wal-Mart had discriminated against them in employment by delegating pay and promotion decisions to local managers. The Court focused on the absence of a single, common policy that the plaintiffs were challenging; the whole point of their claims was that they were challenging many local policies and practices. There is no such issue here: the Trustee alleges a single Ponzi or pyramid scheme, with essentially identical transactions that carry essentially identical legal consequences for the Net Winners under bankruptcy law.

between class representatives/claims or defenses and common questions of fact or law which unite the class.” *In re Integra Realty Resources Inc.*, 179 B.R. at 270. Here, the Trustee alleges that the proposed Class Representative and class members participated in the same event and course of conduct that has given rise to the Defendant Class; that is, they are all accused of participating in and receiving more from TelexFree than they paid to TelexFree. Because the Class Representative is alleged to have participated in the same TelexFree scheme, he inevitably shares the same defenses against liability for repayment of the alleged fraudulent transfers made to the class, which does not depend on the personal circumstances of particular affiliates. *See Weinman*, 354 F. 3d at 1265. The Court finds that the typicality requirement is satisfied.

Fairly and Adequately Represent the Class

11. The last prerequisite for certification is that the proposed class representatives and their counsel be able to fairly and adequately represent the interests of the Defendant Class. Fed. R. Civ. P. 23(a)(4). In determining whether a named representative in a class action is “a fair and adequate representative,” some courts have applied a two-pronged test: (1) the representative must be able to conduct the litigation; and (2) the representative’s interests must not be antagonistic to those of the class members. *See Weinman*, 179 B.R. at 270-71; *see also Baehr v. Creig Northrop Team, P.C.*, WDQ-13-0933, 2014 WL 346635, at *9 (D. Md. Jan. 29, 2014) (noting representation is adequate if the named representatives’ interests are not opposed to those of the other class members, and the attorneys are “qualified, experienced and able to conduct the litigation”) (citing *Mitchell-Tracey v. United Gen. Title Ins. Co.*, 237 F.R.D. 551, 558 (D. Md. 2006)); *Harris v. Rainey*, 299 F.R.D. 486, 490-91 (W.D. Va. 2014).

12. Here, the proposed Class Representative’s interests are not antagonistic to but aligned with, the interests of the unnamed class members because they share the common

objective to defend against having to return funds received from TelexFree as demanded by the Trustee. Thus, there is no conflict which would defeat adequacy of representation. *See Harris*, 299 F.R.D. at 491 (recognizing that “[a] conflict must be fundamental to defeat adequacy of representation; a conflict is not fundamental when all class members ‘share common objectives and the same factual and legal oppositions and have the same interest in establishing the liability of defendants.’”) (quoting *Ward v Dixie Nat. Life Ins. Co.*, 595 F.3d 164, 180 (4th Cir. 2010) and *Gunnells v. Healthplans Servs., Inc.*, 348 F.3d 417, 431 (4th Cir. 2003)).

13. Further, the named Class Representative Frantz Balan is alleged to be a significant Net Winner of the TelexFree scheme. Allegedly, Frantz Balan received over \$500,000 from TelexFree (either individually or together with another family member). The proposed Class Representative is not likely to abandon or return these substantial sums without mounting a vigorous defense. Frantz Balan, the proposed Class Representative, has an arrangement with the law firm of Milligan Rona Duran & King LLC (“MRDK”). MRDK, the law firm proposed to be retained by Mr. Balan, is experienced and has qualified attorneys, fully capable of protecting the interests of their clients and consequently the class [See *Decl. of Ilyas Rona in Support of Motion to Designate Class Representative, Appoint Milligan Rona Duran & King LLC as Class Counsel and Create Defense Fund*, docket entry 189]

14. The participation of Class Counsel will serve to expedite the resolution of the action, resolution of the Class issues and provide for the most expeditious and least expensive method to accomplish these goals. Class Counsel will result in a substantial contribution to the Estates in resolving the claims and maximizing the return to Net Losers. *See Gray v. Shapiro (In re Dehon)*, 298 B.R. 206 (Bankr. D. Mass. 2003).

15. The Court finds that Defendants and their counsel can and will adequately represent the class.

B. Rule 23(b) Analysis

16. Rule 23(b)(1), under which the Trustee seeks to certify the Net Winner class, permits class certification in instances where prosecuting separate actions would either create:

- (A) inconsistent or varying adjudications with respect to individual class members that would establish incompatible standards of conduct for the party opposing the class; or
- (B) adjudications with respect to individual class members that, as a practical matter, would be dispositive of the interests of the other members not parties to the individual adjudications or would substantially impair or impede their ability to protect their interests.

Fed. R. Civ. P. 23(b)(1).

17. Courts have certified Defendant Classes pursuant to Rule 23(b)(1)(A) in actions involving voidable preferences and fraudulent conveyances “to insure that separate proceedings would not result in inconsistent adjudication of the common issues, thus leaving the trustee in a stalemated position.” *In re Broadhollow*, 66 B.R. at 1013 (finding certification under 23(b)(1)(A) warranted and adopting reasoning in *Guys v. Abdulla*, 57 F.R.D. 14 (N.D. Ohio 1972)).³ If the Trustee herein was forced to file separate actions against the 15,000 Defendants, he would certainly be risking inconsistent and varying adjudications. If one court found that a fraudulent transfer occurred, but another court did not, then those inconsistent decisions would place the Trustee in a stalemated or conflicted position. If the Trustee attempted to enforce a valid judgment against a particular Defendant that Defendant might refuse to pay because other Defendants similarly situated were not held to be liable for the same underlying conduct related to TelexFree. These conflicting results would leave the Trustee in an untenable position, and

³ In *Guy v. Abdulla*, the court certified a defendant class under Rule 23(b)(1)(A) so that the bankruptcy trustee could maintain an action against all parties allegedly holding voidable preferences and property transferred by fraudulent conveyances without the risk of inconsistent adjudication of the common issues.

circumstances such as these are precisely why class actions exist. *See Guy v. Abdulla*, 57 F.R.D. at 17-18.

18. The Court also finds that Rule 23(b)(1)(B) certification is appropriate. Advisory Notes to Rule 23 indicate that a “fraudulent conveyance” is exactly the type of situation where a class should be certified because separate adjudication “will necessarily or probably have an adverse practical effect.” Fed. R. Civ. P. 23 advisory committee’s note. In *Integra Realty Resources*, the Court of Appeals for the Tenth Circuit upheld class certification under Rule 23(b)(1)(B) in a class action involving questions of whether a fraudulent transfer occurred and whether there was an unlawful dividend distributed. *Integra Resources*, 354 F 3d at 1263-64. The court noted that the first suit against a defendant or group of defendants could be dispositive of all remaining suits and would decide the rights of absent defendants “without the class action’s assurance that they be adequately represented.” *Id.* at 1264. The court reasoned that, as here, a defendant “has only a small number of possible individual defenses” and “the primary legal and factual issues in the first case would not only form the basis for the application of stare decisis in subsequent cases; they would almost inevitably prove dispositive in those cases.” *Id.*

19. A Defendant Class action certified under Rule 23(b)(1) is fair to the Defendants, particularly relatively small Net Winners. The efficiency of one action in which all parties can argue their case and assert their rights will benefit both TelexFree and small winners and supports the intent behind both Rule 23(b)(1)(A) and (b)(1)(B). While the Court is mindful of due process concerns as well as other problems specific to Defendant Class actions, the Court finds a class action is the only means to reasonably and efficiently resolve the Trustee’s claims against 15,000 Net Winners.

Based on the foregoing, the Court makes the following further rulings and findings:

A. The proposed class of defendants (the “Class”) is so numerous and geographically dispersed that joinder of all members is impracticable;

B. There are questions of law and fact common to all class members including but not limited to that the common claims, issues, defenses of the Class include but are not limited to: (i) what transfers should be included in the determination of a Net Winner; (ii) whether Net Winners should be determined by an aggregation of Related User Accounts; (iii) whether the initial methodology for determining Related User Accounts is reasonable; (iv) whether the information maintained on the Debtors’ SIG records with respect to each Participant transactions with the Debtor and other Participants is reasonably reliable; (v) whether the Net Winner Payments are avoidable as fraudulent transfers because the Debtors had the actual intent to hinder, delay, or defraud creditors; (vi) whether the Net Winner Payments are avoidable as fraudulent transfers because the transfers were made for less than fair consideration while the Debtors were insolvent, undercapitalized, or unable to pay debts as they became due; (vii) whether the Net Preference Payments may be recovered as preferential transfers; (viii) whether the Court’s finding that the Debtors engaged in a Ponzi and pyramid scheme may be applied, along with any applicable presumptions, in determining the Trustee’s claims.

C. The defenses of Frantz Balan as the putative Class Representative are typical of the defenses of the Class;

D. Franz Balan as the Class Representative will fairly and adequately represent the interests of the Class;

E. The prosecution of separate actions by or against individual members of the Class would create the risk that adjudications with respect to individual members of the class would as a practical matter be dispositive of the interests of the other members not parties to the

adjudications, or may be inconsistent or varying, or substantially impair or impede the ability of Class members to protect their interests;

F. The questions of law and fact common to the members of the Class predominate over any questions affecting only individual members, and a class action is superior to other methods for fair and efficient adjudication of the controversy;

THEREFORE, IT IS HEREBY ORDERED THAT:

1. The proposed class action complaint satisfies the requirements of Fed. R. Civ. P. 23(a) and (b) as adopted by Fed. R. Bankr. P. 7023 and the Motion is granted, except as inconsistent with the terms of this Order.

2. The Court certifies a Class of all persons who reside in the United States, who purchased at least one membership plan (“Plan”) or voice over internet (“VoIP”) package from one or more of the Debtors (“a Participant”), and who satisfy one or both of the following criteria:

- (i) Is alleged to be a “Net Winner,” that is, a Participant who is alleged to have received more from the Debtors and from other persons in connection with the purchase of Plans or VoIP packages than such Participant paid to the Debtors or to other persons in connection with the purchase of Plans or VoIP packages, as determined based upon an aggregation of all activity in the User Accounts of a Participant (“Related User Accounts”);
- (ii) Is alleged to be a Net Winner as defined in section (i) above who also is alleged to have been a Net Winner with respect to transactions occurring in the 90 days prior to the bankruptcy filings.

3. The Class is certified under Fed. R. Civ. P. 23(a) and 23(b)(1). Accordingly, no member of the Class shall be permitted to opt out of the class, and each and every member of the class shall be bound by all orders or judgments of this Court in this adversary proceeding. At any time during the proceedings, the court may, upon motion or *sua sponte*, exercise its discretion under Fed. R. Civ. P. 23(c) and (d) to create sub-classes, remove or replace the Class Representative, or otherwise condition the conduct of this adversary proceeding in order to fairly and adequately protect the rights of the Class members.

4. Frantz Balan is appointed as the Class Representative.

5. The Class Representative has selected MRDK to serve as class counsel. The Court has reviewed the Affidavit submitted by Attorney Rona as to his qualifications to serve as class counsel and finds him qualified.

6. MRDK is hereby appointed Class Counsel for the Net Winner Class and shall serve until further order of the Court. Notice of the certification of the Net Winner Class and the appointment of MRDK as Class Counsel shall be sent to the members of the Class by the Trustee.

7. The Trustee is authorized to utilize estate funds in an aggregate amount not to exceed Two Hundred and Twenty Five Thousand Dollars (\$225,000.00) to pay Class Counsel for legal fees and cost incurred by Class Representative provided that (i) Class counsel submit a fee application that satisfies the requirement of the Bankruptcy Code, Federal Rules of Bankruptcy Procedure and the Massachusetts Local Bankruptcy Rules (MLBR), including without limitation MLBR 2016-1 and applicable case law in this district and (ii) any payment shall be authorized by this Court upon notice and after all interested parties have an opportunity to be heard.

8. The Trustee is authorized to utilize estate funds in an aggregate amount not to exceed Eighty Seven Thousand Five Hundred Dollars (\$87,500.00) to pay fees and cost incurred by Class Representative for his Expert to assist Class Counsel in representation of the Class provided that (i) the Expert submit a fee application that satisfies the requirement of the Bankruptcy Code, Federal Rules of Bankruptcy Procedure and the MLBR, including without limitation MLBR 2016-1 and applicable case law in this district and (ii) any payment shall be authorized by this Court upon notice and after all interest parties have an opportunity to be heard.

9. MRDK is authorized to communicate with the Net Winner Class as it deems reasonable and necessary through such means that it believes to be most efficient and cost-effective. The Trustee will provide to MRDK contact information, primarily email addresses, to facilitate MRDK's communications with the members of the Net Winner Class and the Trustee will assist the Class representative in sending Notices to the Class members.

10. MRDK is authorized and instructed to explain to the Net Winner Class that in the event that liability on one or more of the Trustee's claims is established, the Trustee intends to seek a process to determine the net winnings of each Net Winner Class member. Therefore, it is not necessary for any net winner to communicate with MRDK related to determining the amount of his or her net winnings because each member of the Class will have an opportunity to address those issues in the damages process ordered by the Court.

11. MRDK is authorized and instructed to inform the members of the Net Winner Class, if they have not already done so, to gather and preserve any documents or information (including electronic files) related to the amount each paid into and received from TelexFree so those documents and that information can be used in the later process to determine the amount of their individual net winnings.

12. MRDK is hereby appointed to serve without bond and shall have full power and authority to act in the best interests of the Net Winner Class. MRDK and its agents, acting within the scope of MRDK's duties, are entitled to rely on all outstanding rules of law and Orders of this Court and shall not be liable to anyone for their own good faith compliance with any order, rule, law, judgment, or decree. In no event shall MRDK be liable to anyone for its good faith compliance with its duties and responsibilities as Class Counsel, nor shall MRDK be liable to anyone for any actions taken or omitted except upon a finding by this Court that it acted or failed to act as a result of malfeasance, bad faith, gross negligence, or in reckless disregard of its duties.

13. Subject to this Court's having jurisdiction, this Court shall hear any action filed against MRDK based upon acts or omissions committed in its representative capacity.

14. In the event MRDK decides to resign, it shall first give written notice to the Court of its intention, and the resignation shall not be effective until the Court appoints a successor.

15. The Trustee has expressed a willingness to consider voluntary settlements on the Trustee's claims with TelexFree's Net Winners and others against whom the Trustee has claims. Accordingly, members of the Net Winner Class and the Trustee are permitted to discuss a potential settlement of the Trustee's claims against them even though they have become members of the Net Winner Class.

16. The Trustee is instructed to post, in English, Spanish and Portuguese, a copy of this order on the Claims and Noticing Agent's website and to send a copy to all potential Net Winners. Any member of the Net Winner Class or other interested person who objects to this order must file such objection within 30 days of the date of its entry. The Court finds that there is no just cause to delay the implementation of the agreement reflected in this order pending the

objection period, but may revise or terminate this order after review of any objections filed.

However, any fees incurred by MRDK prior to modification of this order shall be paid in accordance with the order.

Dated at Boston this 6th day of October, 2016



Hon. Melvin S. Hoffman
Chief United States Bankruptcy Judge

711465-v1

EXHIBIT B

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF MASSACHUSETTS**

In re:

TELEXFREE, LLC,
TELEXFREE, INC. AND
TELEXFREE FINANCIAL, INC.,

Debtors.

Chapter 11

Case Nos. 14-40987-MSH

14-40988-MSH

14-40989-MSH

Jointly Administered

STEPHEN B. DARR, AS HE IS THE TRUSTEE
OF THE CHAPTER 11 ESTATES OF EACH OF
THE DEBTORS,

Plaintiff,

Adversary Proceeding

No. 16-4007

v.

PAOLA ZOLLO ALECCI, et al. and a
Defendant Class of Net Winners,

Defendants.

**CLASS CERTIFICATION ORDER
AND APPROVAL OF CLASS COUNSEL**

After notice and hearing, and for good cause shown, the Motion for Certification of a Defendant Class consisting of Net Winners¹ [docket entry 2] filed by Stephen B. Darr (the “Trustee”) is granted under Rule 23(a) and 23(b)(1) of the Federal Rules of Civil Procedure, as incorporated by Rule 7023 of the Federal Rules of Bankruptcy Procedure. The Court makes the following findings:

I. BACKGROUND

¹ Terms not otherwise defined herein shall have the meaning set forth in the *Memorandum in Support of Plaintiff’s Motion for Class Certification*, docket entry 3.

1. This litigation was commenced by the Trustee seeking to recover money paid to various Participants who received more in payments (both in direct transactions and Triangular Transactions) than the Participants paid directly or through Triangular Transactions to the Debtors, i.e., Net Winners. The Trustee has brought this action seeking a certification of a class of defendants consisting of all Net Winners residing outside the United States of America. The Trustee asserts that the non-US Net Winner class consists of approximately 80,000 individuals or entities and the aggregate Net Winner payments exceed \$1,200,000,000.

2. The Trustee asserts that he may recover the payments to Net Winners as fraudulent transfers pursuant to Section 548 of the Bankruptcy Code and the payments made within ninety (90) days of the commencement of these proceedings as preferences pursuant to Section 547 of the Bankruptcy Code. The Court has previously ruled that (1) the Debtors engaged in a Ponzi scheme, (2) claims are to be determined on a net equity basis and only Participants who paid more to the Debtors, either directly or through Triangular Transactions, than they received from the Debtors, either directly or through Triangular Transactions, will have Allowed Claims (“Net Losers”) [docket entries 654, 687 in case no. 14-40987].

II. DISCUSSION

3. The Federal Rules of Civil Procedure allow for a Defendant Class. Rule 23(a) states that “[o]ne or more members of a class may sue *or be sued*” Fed. R. Civ. P. 23(a) (It is apparent from the words of Rule 23(a) “sue or be sued as representative parties” that [suits] against a Defendant Class are permitted. *See Tilley v. TJX Companies, Inc.*, 345 F.3d 34, 37 (1st Cir. 2003) (Rule 23 treats plaintiff and defendant classes the same). Defendant Class actions have been certified when, as here, there is a need for a “procedural device that allows one who has a common grievance against a multitude of persons to resolve . . . the dispute by using only a

few members of the class.” *Broadhollow Funding Corp. v. Fitzmaurice (In re Broadhollow Funding Corp.)*, 66 B.R. 1005, 1007 (Bankr. E.D.N.Y. 1986).

4. A Defendant Class may be certified if it meets four prerequisites: (1) numerosity; (2) commonality; (3) typicality; and (4) fair and adequate representation. Fed. R. Civ. P. 23(a). In addition to meeting the four prerequisites of Rule 23(a), certification of the proposed class requires satisfaction of one of the class requirements set forth in Rule 23(b).

A. Rule 23(a) Analysis

(1) Numerosity

5. It is undisputed that the proposed class meets the numerosity requirements, as it consists of approximately 80,000 Net Winner Defendants, who are dispersed throughout the world. [Darr Decl. ¶ 31] The sheer number of the members of the proposed class and geographic diversity satisfy the numerosity requirement. *Kerrigan v. Phila. Bd. of Edu.*, 284 FRD 740 (E.D.P. 2008); and *In re Carbon Black Antitrust Litig.*, 03-10191-DPW, 2005 WL 102966 (D. Mass. Jan. 18, 2005).

(2) Commonality

6. The “commonality” factor examines whether there are “questions of law or fact common to the class.” Fed. R. Civ. P. 23(a)(2). Here, the common questions include, among others, (i) what transfers should be included in the determination of a Net Winner; (ii) whether Net Winners should be determined by an aggregation of Related User Accounts; (iii) whether the Net Winner Payments are avoidable as fraudulent transfers because the Debtors had the actual intent to hinder, delay, or defraud creditors; (iv) whether the Net Winner Payments are avoidable as fraudulent transfers because the transfers were made for less than fair consideration while the Debtors were insolvent, undercapitalized, or unable to pay debts as they became due; (v) whether

the Net Preference Payments may be recovered as preferential transfers; (vi) whether the Court's finding that the Debtors engaged in a Ponzi and pyramid scheme may be applied, along with any applicable presumptions, in determining the Trustee's claims. "It is not required that all factual or legal questions raised in the lawsuit be common so long as a single issue is common to all class members." *Weinman v. Fid. Capital Appreciation Fund (In re Integra Realty Res., Inc.)*, 170 B.R. 264, 270 (Bankr. D. Colo. 1995); *see also In re Cardinal Indus.*, 105 B.R. 834, 844 (Bankr. S.D. Ohio 1989) ("There need only exist one significant issue or fact common to all members of the putative class.") (citing *Newburg on Class Actions* § 3.10).

7. The proposed class members in this action share a common set of facts. The Trustee alleges that all class members had or controlled usernames and accounts with TelexFree through which the Trustee can trace all of the transactions, whether the transaction is either a direct or a Triangular Transaction. Further, class members are alleged to have received more money from TelexFree than they paid into TelexFree (their "Net Winnings") during the course of their alleged participation in TelexFree's scheme. There are also common questions of law, that is: whether the payments from TelexFree to class members are fraudulent transfers that must be disgorged and repaid and/or preferential transfers that must be disgorged and repaid.

8. Moreover, individual circumstances do not impact the commonality requirement. As a fraudulent transfer case, the Trustee's case focuses on whether there was a fraudulent transfer to all the Net Winners that must be repaid, without regard to the individual circumstances of participation in the scheme. Accordingly, the Court finds that the core common issues of law and fact that exist herein satisfy the commonality requirement.²

² The Supreme Court's decision in *Wal-Mart Stores, Inc. v. Dukes*, 564 U.S. 338 (2011), its most recent look at the commonality requirement, has no bearing on this case. The plaintiffs failed the commonality test in *Wal-Mart*, mainly because of the unique nature of their claims. They sought to represent a class of

(3) Typicality

9. The third prerequisite shifts the focus from the characteristics of the class members to the characteristics of the named class representatives. *See In re Broadhollow*, 66 B.R. at 1009. The typicality requirement addresses whether the “the claims or defenses of the representative parties are typical of the claims or defenses of the class.” Fed. R. Civ. P. 23(a)(3). Marco Puzzarini and Sandro Paulo Freitas have been proposed to serve as Class Representatives.

10. The typicality requirement does not mandate that the defenses of the representative parties and the class be completely identical or perfectly coextensive *In re Integra Realty Resources, Inc.*, 175 B.R. 264 (Bankr. D. Colo. 1995, aff’d 354 F.3d 1246 (10th Cir. 2004). Rather, it is sufficient if the defenses are substantially similar and “there is a nexus between class representatives/claims or defenses and common questions of fact or law which unite the class.” *In re Integra Realty Resources Inc.*, 179 B.R. at 270. Here, the Trustee alleges that the proposed Class Representatives and class members participated in the same event and course of conduct that has given rise to the Defendant Class; that is, they are all accused of participating in and receiving more from TelexFree than they paid to TelexFree. Because the Class Representatives are alleged to have participated in the same TelexFree scheme, they inevitably share the same defenses against liability for repayment of the alleged fraudulent transfers made to the class, which does not depend on the personal circumstances of particular affiliates. *See Weinman*, 354 F. 3d at 1265. The Court finds that the typicality requirement is satisfied.

1.5 million female employees alleging that Wal-Mart had discriminated against them in employment by delegating pay and promotion decisions to local managers. The Court focused on the absence of a single, common policy that the plaintiffs were challenging; the whole point of their claims was that they were challenging many local policies and practices. There is no such issue here: the Trustee alleges a single Ponzi or pyramid scheme, with essentially identical transactions that carry essentially identical legal consequences for the Net Winners under bankruptcy law.

11. The Court has also previously determined that it has personal jurisdiction over the Class Representatives.

(4) Fairly and Adequately Represent the Class

12. The last prerequisite for certification is that the proposed class representatives and their counsel be able to fairly and adequately represent the interests of the Defendant Class. Fed. R. Civ. P. 23(a)(4). In determining whether a named representative in a class action is “a fair and adequate representative,” some courts have applied a two-pronged test: (1) the representative must be able to conduct the litigation; and (2) the representative’s interests must not be antagonistic to those of the class members. *See Weinman*, 179 B.R. at 270-71; *see also Baehr v. Creig Northrop Team, P.C.*, WDQ-13-0933, 2014 WL 346635, at *9 (D. Md. Jan. 29, 2014) (noting representation is adequate if the named representatives’ interests are not opposed to those of the other class members, and the attorneys are “qualified, experienced and able to conduct the litigation”) (citing *Mitchell-Tracey v. United Gen. Title Ins. Co.*, 237 F.R.D. 551, 558 (D. Md. 2006)); *Harris v. Rainey*, 299 F.R.D. 486, 490-91 (W.D. Va. 2014).

13. Here, the proposed Class Representatives’ interests are not antagonistic to but aligned with the interests of the unnamed class members because they share the common objective to defend against having to return funds received from TelexFree as demanded by the Trustee. Thus, there is no conflict which would defeat adequacy of representation. *See Harris*, 299 F.R.D. at 491 (recognizing that “[a] conflict must be fundamental to defeat adequacy of representation; a conflict is not fundamental when all class members ‘share common objectives and the same factual and legal oppositions and have the same interest in establishing the liability of defendants.’”) (quoting *Ward v Dixie Nat. Life Ins. Co.*, 595 F.3d 164, 180 (4th Cir. 2010) and *Gunnells v. Healthplans Servs., Inc.*, 348 F.3d 417, 431 (4th Cir. 2003)).

14. Further, the named Class Representatives are alleged to be significant Net Winners of the TelexFree scheme. Allegedly, Marco Puzzarini received more than \$334,000 from TelexFree and Sandro Paulo Freitas received more than \$1,647,000 from TelexFree (either individually or together with other family member(s)). The proposed Class Representatives are not likely to abandon or return these substantial sums without mounting a vigorous defense. The proposed Class Representatives have an arrangement with the law firm of Milligan Rona Duran & King LLC (“MRDK” or “Class Counsel”). MRDK, the law firm proposed to be retained by the Class Representatives, is experienced and has qualified attorneys, fully capable of protecting the interests of their clients and consequently the class [See *Decl. of Ilyas Rona in Support of Motion to Designate Class Representative, Appoint Milligan Rona Duran & King LLC as Class Counsel and Create Defense Fund*, docket entry 424]

15. The participation of Class Counsel will serve to expedite the resolution of the action, resolve the Class issues and provide for the most expeditious and least expensive method to accomplish these goals. Class Counsel will result in a substantial contribution to the Estates in resolving the claims and maximizing the return to Net Losers. See *In re Dehon*, 298 B.R. 206 (Bankr. D. Mass. 2003).

16. The Court finds that Defendants and their counsel can and will adequately represent the class.

B. Rule 23(b) Analysis

17. Rule 23(b)(1), under which the Trustee seeks to certify the Net Winner class, permits class certification in instances where prosecuting separate actions would either create:

- (A) inconsistent or varying adjudications with respect to individual class members that would establish incompatible standards of conduct for the party opposing the class; or

- (B) adjudications with respect to individual class members that, as a practical matter, would be dispositive of the interests of the other members not parties to the individual adjudications or would substantially impair or impede their ability to protect their interests.
Fed. R. Civ. P. 23(b)(1).

18. Courts have certified Defendant Classes pursuant to Rule 23(b)(1)(A) in actions involving voidable preferences and fraudulent conveyances “to insure that separate proceedings would not result in inconsistent adjudication of the common issues, thus leaving the trustee in a stalemated position.” *In re Broadhollow*, 66 B.R. at 1013 (finding certification under 23(b)(1)(A) warranted and adopting reasoning in *Guys v. Abdulla*, 57 F.R.D. 14 (N.D. Ohio 1972)).³ If the Trustee herein was forced to file separate actions against the 80,000 Defendants, he would certainly be risking inconsistent and varying adjudications. If one court found that a fraudulent transfer occurred, but another court did not, then those inconsistent decisions would place the Trustee in a stalemated or conflicted position. If the Trustee attempted to enforce a valid judgment against a particular Defendant that Defendant might refuse to pay because other Defendants similarly situated were not held to be liable for the same underlying conduct related to TelexFree. These conflicting results would leave the Trustee in an untenable position, and circumstances such as these are precisely why class actions exist. *See Guy v. Abdulla*, 57 F.R.D. at 17-18.

19. The Court also finds that Rule 23(b)(1)(B) certification is appropriate. Advisory Notes to Rule 23 indicate that a “fraudulent conveyance” is exactly the type of situation where a class should be certified because separate adjudication “will necessarily or probably have an adverse practical effect.” Fed. R. Civ. P. 23 advisory committee’s note. In *Integra Realty*

³ In *Guy v. Abdulla*, the court certified a defendant class under rule 23(b)(1)(A) so that the bankruptcy trustee could maintain an action against all parties allegedly holding voidable preferences and property transferred by fraudulent conveyances without the risk of inconsistent adjudication of the common issues.

Resources, the Tenth circuit upheld class certification under Rule 23(b)(1)(B) in a class action involving questions of whether a fraudulent transfer occurred and whether there was an unlawful dividend distributed. *Integra Resources*, 354 F 3d at 1263-64. The court noted that the first suit against a defendant or group of defendants could be dispositive of all remaining suits and would decide the rights of absent defendants “without the class action’s assurance that they be adequately represented.” *Id.* At 1264. The court reasoned that, as here, a defendant “has only a small number of possible individual defenses” and “the primary legal and factual issues in the first case would not only form the basis for the application of stare decisis in subsequent cases; they would almost inevitably prove dispositive in those cases.” *Id.*

20. A Defendant Class action certified under Rule 23(b)(1) is fair to the Defendants, particularly relatively small Net Winners. The efficiency of one action in which all parties can argue their case and assert their rights will benefit both TelexFree and small winners and supports the intent behind both Rule 23(b)(1)(A) and (b)(1)(B). While the Court is mindful of due process concerns as well as other problems specific to Defendant Class actions, the Court finds a class action is the only means to reasonably and efficiently resolve the Trustee’s claims against 80,000 Net Winners.

21. Accordingly, the Court makes the following express rulings and findings:

A. The proposed class of defendants (the “Class”) is so numerous and geographically dispersed that joinder of all members is impracticable;

B. There are questions of law and fact common to all class members including that the common claims, issues, defenses of the Class include but are not limited to: (i) what transfers should be included in the determination of a Net Winner; (ii) whether Net Winners should be determined by an aggregation of Related User Accounts; (iii) whether the initial methodology for

determining Related User Account is reasonable; (iv) whether the information maintained on the Debtors' SIG records with respect to each Participant transactions with the Debtor and other Participants is reasonably reliable; (v) whether the Net Winner Payments are avoidable as fraudulent transfers because the Debtors had the actual intent to hinder, delay, or defraud creditors; (vi) whether the Net Winner Payments are avoidable as fraudulent transfers because the transfers were made for less than fair consideration while the Debtors were insolvent, undercapitalized, or unable to pay debts as they became due; (vii) whether the Net Preference Payments may be recovered as preferential transfers; (viii) whether the Court's finding that the Debtors engaged in a Ponzi and pyramid scheme may be applied, along with any applicable presumptions, in determining the Trustee's claims.

C. The defenses of the putative Class Representatives are typical of the defenses of the Class;

D. Marco Puzzarini and Sandro Paulo Freitas as the Class Representatives will fairly and adequately represent the interests of the Class;

E. The prosecution of separate actions by or against individual members of the Class would create the risk that adjudications with respect to individual members of the class would as a practical matter be dispositive of the interests of the other members not parties to the adjudications, or may be inconsistent or varying, or substantially impair or impede the ability of Class members to protect their interests;

F. The questions of law and fact common to the members of the Class predominate over any questions affecting only individual members, and a class action is superior to other methods for fair and efficient adjudication of the controversy;

THEREFORE, IT IS HEREBY ORDERED THAT:

1. The proposed class action complaint satisfies the requirements of Fed. R. Civ. P. 23(a) and (b) as adopted by Fed. R. Bankr. P. 7023 and the Motion is granted, except as inconsistent with the terms of this Order.

2. The Court certifies a Class of all persons who reside outside of the United States, purchased at least one membership plan (“Plan”) or voice over internet (“VoIP”) package from one or more of the Debtors (“a Participant”), and satisfy one or both of the following criteria:

- (i) Is alleged to be a “Net Winner,” that is, a Participant who is alleged to have received more from the Debtors and from other persons in connection with the purchase of Plans or VoIP packages than such Participant paid to the Debtors or to other persons in connection with the purchase of Plans or VoIP packages, as determined based upon an aggregation of all activity in the User Accounts of a Participant (“Related User Accounts”);
- (ii) Is alleged to be a Net Winner as defined in section (i) above who also is alleged to have been a Net Winner with respect to transactions occurring in the 90 days prior to the bankruptcy filings.

3. The Class is certified under Fed. R. Civ. P. 23(a) and 23(b)(1). Accordingly, no member of the Class shall be permitted to opt out of the class, and each and every member of the class shall be bound by all orders or judgments of this Court in this adversary proceeding. At any time during the proceedings, the Court may, upon motion or *sua sponte*, exercise its discretion under Fed. R. Civ. P. 23(c) and (d) to create sub-classes, remove or replace the Class Representatives, or otherwise condition the conduct of this adversary proceeding in order to fairly and adequately protect the rights of the Class members.

4. Marco Puzzarini and Sandro Paulo Freitas are appointed as the Class Representatives.

5. The Class Representatives have agreed to have MRDK to serve as class counsel. The Court has reviewed the Affidavit submitted by Attorney Rona as to his qualifications to serve as class counsel and finds him and his law firm MRDK qualified.

6. MRDK is hereby appointed Class Counsel for the Net Winner Class and shall serve until further order of the Court. Notice of the certification of the Net Winner Class and the appointment of MRDK as Class Counsel shall be sent to the members of the Class by the Trustee.

7. The Trustee is authorized to utilize estate funds in an aggregate amount not to exceed One Hundred Sixty Five Thousand Dollars (\$165,000) to pay Class Counsel for legal fees and cost incurred by Class Representatives provided that (i) Class Counsel submit a fee application that satisfies the requirement of the Bankruptcy Code, Federal Rules of Bankruptcy Procedure and the Massachusetts Local Bankruptcy Rules (MLBR), including without limitation MLBR2016-1 and applicable case law in this district and (ii) any payment shall be authorized by this Court upon notice and after all interested parties have an opportunity to be heard.

8. The Trustee is authorized to utilize estate funds in an aggregate amount not to exceed Sixty Thousand Dollars (\$60,000) to pay fees and cost incurred by Class Representatives for their Expert to assist Class Counsel in representation of the Class provided that (i) the Expert submit a fee application that satisfies the requirement of the Bankruptcy Code, Federal Rules of Bankruptcy Procedure and the MLBR, including without limitation MLBR2016-1 and applicable case law in this district and (ii) any payment shall be authorized by this Court upon notice and after all interest parties have an opportunity to be heard.

9. MRDK is authorized to communicate with the Net Winner Class as MRDK deems reasonable and necessary through such means that MRDK believes to be most efficient and cost-effective. The Trustee will provide to MRDK contact information, primarily email addresses, to facilitate MRDK's communications with the members of the Net Winner Class and the Trustee will assist the Class representatives in sending Notices to the Class members.

10. MRDK is authorized and instructed to explain to the Net Winner Class that in the event that liability on one or more of the Trustee's claims is established, the Trustee intends to seek a process to determine the net winnings of each Net Winner Class member. Therefore, it is not necessary for any net winner to communicate with MRDK related to determining the amount of his or her net winnings because each member of the Class will have an opportunity to address those issues in the damages process ordered by the Court.

11. MRDK is authorized and instructed to inform the members of the Net Winner Class that, if they have not already done so, to gather and preserve any documents or information (including electronic files) related to the amount each paid into and received from TelexFree so those documents and that information can be used subsequently to determine the amount of each defendant's net winnings, if any.

12. MRDK is hereby appointed to serve without bond and shall have full power and authority to act in the best interests of the Net Winner Class. MRDK and its agents, acting within the scope of MRDK's duties, are entitled to rely on all outstanding rules of law and Orders of this Court and shall not be liable to anyone for their own good faith compliance with any order, rule, law, judgment, or decree. In no event shall MRDK be liable to anyone for its good faith compliance with its duties and responsibilities as Class Counsel, nor shall MRDK be liable to anyone for any actions taken or omitted except upon a finding by this Court that it acted

or failed to act as a result of malfeasance, bad faith, gross negligence, or in reckless disregard of its duties.

13. This Court shall retain jurisdiction over any action filed against MRDK based upon acts or omissions committed in MRDK's representative capacity.

14. In the event MRDK decides to resign, it shall first give written notice to the Court of MRDK's intention, and the resignation shall not be effective until the Court appoints a successor.

15. The Trustee has expressed a willingness to consider voluntary settlements on the Trustee's claims with TelexFree's Net Winners and others against whom the Trustee has claims. Accordingly, members of the Net Winner Class and the Trustee are permitted to discuss a potential settlement of the Trustee's claims against them even though they have become members of the Net Winner Class.

16. The Trustee is instructed to post, in English, Spanish, and Portuguese, a copy of this order on the Claims and Noticing Agent's website and to send a copy to all potential Net Winners. Any member of the Net Winner Class or other interested person who objects to this order must file such objection within 30 days of the date of its entry. The Court finds that there is no just cause to delay the implementation of the agreement reflected in this order pending the objection period, but may revise or terminate this order after review of any objections filed. However, any fees incurred by MRDK prior to modification of this order shall be paid in accordance with the order.

Dated at Boston this 3rd day of August, 2017.



Hon. Melvin S. Hoffman
Chief United States Bankruptcy Judge

730635

EXHIBIT C

EXHIBIT C

Puzzarini & Freitas Pre-Class Certification Time Entries for 2017 (3/24/2017 to 7/26/2017)				
<u>NAME (Time Period)</u>	<u>INITIALS</u>	<u>RATE</u>	<u>HOURS</u>	<u>FEE</u>
Ilyas J. Rona (3/24/2017 - 7/26/2017)	IJR	\$375/hour	42.8	\$16,050.00
Leonard E. Milligan (3/24/2017 - 7/26/2017)	LEM	\$350/hour	0.0	\$0.00
Michael J. Duran (3/24/2017 - 7/26/2017)	MJD	\$300/hour	41.0	\$12,300.00
Jin-Ho King (3/24/2017 - 7/26/2017)	JHK	\$300/hour	0.0	\$0.00
Gregory N. Corbin (3/24/2017 - 7/26/2017)	GNC	\$275/hour	0.0	\$0.00
Kasey A. Emmons (3/24/2017 - 7/26/2017)	KAE	\$225/hour	0.9	\$202.50
Sub-Total:			84.7	\$28,552.50

EXHIBIT D

EXHIBIT D

Puzzarini & Freitas Post-Class Certification Time Entries for 2017 & 2018 (8/1/2017 to 4/25/2018)				
<u>NAME (Time Period)</u>	<u>INITIALS</u>	<u>RATE</u>	<u>HOURS</u>	<u>FEE</u>
Ilyas J. Rona (8/1/2017 - 4/25/2018)	IJR	\$375/hour	50.5	\$18,937.50
Leonard E. Milligan (8/1/2017 - 4/25/2018)	LEM	\$350/hour	2.1*	\$420.00
Michael J. Duran (8/1/2017 - 4/25/2018)	MJD	\$300/hour	50.5	\$15,150.00
Jin-Ho King (8/1/2017 - 4/25/2018)	JHK	\$300/hour	8.7	\$2,610.00
Gregory N. Corbin (8/1/2017 - 4/25/2018)	GNC	\$275/hour	5.0	\$1,375.00
Kasey A. Emmons (8/1/2017 - 4/25/2018)	KAE	\$225/hour	2.4	\$540.00
Sub-Total:			119.2	\$39,032.50

*Includes 0.9 hours of uncharged time.

EXHIBIT E

EXHIBIT E

Balan Time Entries for 2017 & 2018 (8/1/2017 to 4/25/2018)				
<u>NAME (Time Period)</u>	<u>INITIALS</u>	<u>RATE</u>	<u>HOURS</u>	<u>FEE</u>
Ilyas J. Rona (8/1/2017 - 4/25/2018)	IJR	\$375/hour	63.3	\$23,737.50
Leonard E. Milligan (8/1/2017 - 4/25/2018)	LEM	\$350/hour	0.7	\$245.00
Michael J. Duran (8/1/2017 - 4/25/2018)	MJD	\$300/hour	35.5	\$10,650.00
Jin-Ho King (8/1/2017 - 4/25/2018)	JHK	\$300/hour	8.7	\$2,610.00
Gregory N. Corbin (8/1/2017 - 4/25/2018)	GNC	\$275/hour	28.1	\$7,727.50
Kasey A. Emmons (8/1/2017 - 4/25/2018)	KAE	\$225/hour	10.9	\$2,452.50
Sub-Total:			147.2	\$47,422.50

EXHIBIT F

EXHIBIT F

ATTORNEY FEES - GRAND TOTAL				
<u>NAME</u>	<u>INITIALS</u>	<u>RATE</u>	<u>HOURS</u>	<u>FEE</u>
Ilyas J. Rona	IJR	\$375	156.6	\$58,725.00
Leonard E. Milligan	LEM	\$350	2.8*	\$665.00
Michael J. Duran	MJD	\$300	127.0	\$38,100.00
Jin-Ho King	JHK	\$300	17.4	\$5,220.00
Gregory N. Corbin	GNC	\$275	33.1	\$9,102.50
Kasey A. Emmons	KAE	\$225	14.2	\$3,195.00
Grand Totals:			351.1	\$115,007.50

*Includes 0.9 hours of uncharged time.

EXHIBIT G

EXHIBIT G

PUZZARINI & FREITAS EXPENSES (4/1/2017 to 4/25/2018)			
<u>DATE</u>	<u>UTBMS EXPENSE CODE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
7/1/17	E106 Online research	PACER 2017 Q2 fees	\$5.20
10/1/17	E106 Online research	PACER Q3 usage	\$6.90
4/9/18	E105 Telephone	RingCentral international calling at 19¢/minute for 96 minutes with +351	\$18.24
4/10/18	E105 Telephone	RingCentral international calling at 19¢/minute for 48 minutes with +351	\$9.12
Sub-total			\$39.46

EXHIBIT H

EXHIBIT H

BALAN EXPENSES (8/1/2017 to 4/25/2018)			
<u>DATE</u>	<u>UTBMS EXPENSE CODE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
8/23/17	E107 Delivery services/messengers	PostNet mailing of MRDK's first interim fee application and notice of hearing.	\$275.16
8/28/17	E116 Trial transcripts	Hearing transcript (Dos Santos motion for SJ) February 22, 2017.	\$321.20
9/1/17	E124 Other	DigitalOcean hosting for telexfreelawsuit.com site for August 2017	\$5.05
10/1/17	E124 Other	DigitalOcean monthly invoice for hosting telexfreelawsuit.com website	\$5.05
10/1/17	E106 Online research	PACER Q3 usage	\$35.30
11/1/17	E124 Other	DigitalOcean monthly invoice for hosting telexfreelawsuit.com website	\$5.05
12/1/17	E124 Other	DigitalOcean monthly invoice for hosting telexfreelawsuit.com website	\$5.05
1/1/18	E124 Other	DigitalOcean monthly invoice for hosting telexfreelawsuit.com website	\$5.05
2/1/18	E124 Other	DigitalOcean monthly invoice for hosting telexfreelawsuit.com website	\$5.05
3/1/18	E124 Other	DigitalOcean monthly invoice for hosting telexfreelawsuit.com website	\$5.05
4/1/18	E124 Other	DigitalOcean monthly invoice for hosting telexfreelawsuit.com website	\$5.05
4/17/18	E124 Other	Amazon Web Services invoice for April (up through 2018-04-17) for email communications with class members	\$20.75
Sub-total			\$692.81

EXHIBIT I

EXHIBIT I

EXPENSES – GRAND TOTAL	
Puzzarini & Freitas Matter	\$39.46
Balan Matter	\$692.81
Grand Total	\$732.27

EXHIBIT J

ILYAS J. RONA

Ilyas J. Rona is a founding partner of the Milligan Rona Duran & King LLC. For well over a decade, Mr. Rona has successfully represented plaintiffs in various types of complex civil litigation. Mr. Rona has helped his clients obtain hundreds of millions of dollars in favorable recoveries.

Mr. Rona has successfully litigated large commercial cases, such as fraud claims, consumer protection actions, attorney and accountant malpractice, insurance disputes, and bankruptcy litigation. Mr. Rona has also successfully litigated qui tam actions under the false claims act. He has helped his clients and their families achieve significant compensation in cases for wrongful death or personal injury, including industrial/construction accidents, medical malpractice, and negligence cases. And he has helped his clients achieve fair compensation in employment cases involving wrongful termination and retaliation.

Successful representations include the following matters:

- Mr. Rona assisted a bankruptcy trustee in recovering \$7.4 million from insurance companies that provided insurance to Molten Metal Technology's officers and directors.
- Mr. Rona also assisted Molten Metal Technology's bankruptcy trustee in recovering \$9.6 million in settlement of claims that Lockheed Martin Corp. received an avoidable preference through a restructuring of its joint venture with MMT that was designed to avoid tax liability and remove the lone valuable asset before it entered receivership.
- Mr. Rona also assisted the bankruptcy trustee in recovering \$3.5 million recovered to settle of claims that Molten Metal Technology's other corporate partner, CBS/Westinghouse, received a fraudulent transfer by coercively divesting its half interest in a nuclear waste treatment plant by selling it a grossly inflated price.
- Mr. Rona was a member of the trial team that obtained a \$142 million verdict against Pfizer for fraudulent marketing of the drug Neurontin for various off-label uses.
- Mr. Rona assisted a construction worker in recovering \$1.6 from the owner of a backhoe who negligently failed to ensure a safe work area, which caused the backhoe to strike the worker in back.
- Mr. Rona conducted the discovery in a non-intervened qui tam case against Pfizer relating to the off-label marketing of the drug Detrol.

- Mr. Rona assisted the family of an electrical sign installer in recovering \$2.4 million in compensation from the Holyoke Mall's owner after the sign installer was electrocuted while replacing interior neon lighting at the mall that was susceptible to becoming energized.

Bar Admissions

Massachusetts
U.S. Court of Appeals for the First Circuit
U.S. District Court District of Massachusetts

Education

Northwestern University School of Law, Chicago, Illinois.
J.D. – 1998
Brown University, Providence, Rhode Island
A.B. (Magna Cum Laude) – 1995. Major: Political Science

LEONARD E. MILLIGAN III

Len Milligan is a founding partner of the Milligan Rona Duran & King LLC. His practice focuses on litigation in state and federal courts.

Every year since 2009, Mr. Milligan has been named a 'Rising Star' by the editors of New England Super Lawyers and Boston Magazine. In 2010, he was a scholarship recipient to the National Criminal Defense College, learning and working with ninety-six of the best lawyers from around the country on cutting edge trial issues. In 2011, Len was featured by Massachusetts Lawyers Weekly and the Massachusetts Bar Association's Excellence in the Law Awards as an "Up & Coming" Lawyer.

Mr. Milligan is a member of adjunct faculty at Northeastern University School of Law, where he teaches a clinical course in Criminal Advocacy. He also teaches courses in trial advocacy each fall at the Criminal Justice Institute at Harvard Law. Mr. Milligan also teaches Zealous Advocacy for MCLE and CPCS. Len has given expert legal commentary on Fox, ABC, NPR, and WEEL.

Mr. Milligan represents companies, large and small, in business litigation matters with serious consequences. His thorough work product and unique approach to dealing with opposing counsel often sets him apart from other litigators in the field. Many of the firms' largest business litigation clients were referred to us by former opposing counsel that, for one reason or another, needed to pass along a needy client to another attorney.

Len Milligan has extensive experience in serious felony criminal defense litigation and has represented hundreds of people in state and federal courts. He is certified by the Committee for Public Counsel Services (CPCS) to represent individuals in Superior and Appellate Courts in Massachusetts, and prides himself on his reputation among his peers as a dedicated and focused lawyer.

Bar Admissions

Massachusetts
U.S. District Court District of Massachusetts

Education

New England School of Law, Boston, Massachusetts
J.D.

University of Vermont, Burlington, Vermont
(Philosophy, Economics)

Faculty Appointments

Trial Advocacy, Harvard Law School
Criminal Advocacy and Clinic, Northeastern School of Law
MCLE/CPCS Zealous Advocacy

Honors and Awards

New England SuperLawyers Magazine–Rising Star, 2009 – 2015
Massachusetts Lawyers Weekly – Excellence in the Law, 2011
Scholarship recipient to the National Criminal Defense College

Professional Associations and Memberships

National Association of Criminal Defense Lawyers, Member, 2010
Massachusetts Association of Criminal Defense Lawyers, Member, 2007

MICHAEL J. DURAN

Mike Duran is a partner at Milligan Rona Duran & King LLC. While Mr. Duran now works in the firm's Boston office, he spent a number of years living in Colorado. He frequently travels back to Colorado to work on Colorado matters with Gregory Corbin.

Mr. Duran focuses on real estate development, land use, lending, foreclosure, venture capital, commercial litigation, and bankruptcy litigation. His clients include individuals, businesses, and non-profits from both Massachusetts and Colorado.

Prior to joining Milligan Rona, Mr. Duran worked for Rider & Quesenberry, LLP, a law firm that served as the court appointed Receiver for Valley Mortgage, Inc. (In re: Valley Mortgage, Inc., No. 10-19101-SBB), a multi-million dollar real estate based Ponzi scheme. Mr. Duran has significant experience pursuing UFTA claw-back claims in state courts, federal district courts, and bankruptcy courts.

Bar Admissions

Massachusetts

Colorado

U.S. District Court District of Massachusetts

U.S. District Court District of Colorado

Education

University of Minnesota Law School, Minneapolis, Minnesota

J.D.

Boston College, Chestnut Hill, Massachusetts

B.A. Major: English / Philosophy

Professional Associations and Memberships

Colorado Bar Association

Pitkin County Bar Association

JIN-HO KING

Jin-Ho King is a founding partner in Milligan Rona's Boston office. He concentrates his practice in criminal and civil appeals and litigation. He represents individuals and organizations seeking thoughtful guidance through complex disputes, investigations, and prosecutions.

Mr. King's wide-ranging litigation experience gives him keen insight on the issues his clients face. He has prevailed for his clients in contested jury trials and appeals in both state and federal courts. He also has particular subject-matter experience in criminal law, copyright, and civil asset forfeiture, as well as specific experience representing litigants accused of financial wrongdoing, including defendants charged with fraud, larceny by a fiduciary, and embezzlement.

Prior to joining Milligan Rona Duran & King LLC, Mr. King was an associate at a small Boston-based litigation firm for several years. Mr. King has also worked as a summer associate at a large law firm in Boston, as a public defender intern with the Committee for Public Counsel Services, and as an English editor and translator for an international law firm in China and Taiwan.

Mr. King received his Bachelor of Arts from Cornell University and his Juris Doctor with Honors from the George Washington University Law School. In law school, he served as the editor-in-chief of the George Washington International Law Review. Mr. King speaks fluent Mandarin Chinese.

Bar Admissions

Massachusetts
New York

U.S. District Court for the District of Massachusetts
U.S. District Court for the Eastern District of New York
U.S. District Court for the Southern District of New York
U.S. Court of Appeals for the First Circuit
U.S. Court of Appeals for the Second Circuit

Faculty Appointments

2017-2018 Lecturer, Boston University School of Law

Education

The George Washington University Law School, Washington, District of
Columbia (Juris Doctor with Honors. Editor-in-Chief, *The George Washington
International Law Review*)

Cornell University, Ithaca, New York
(Bachelor of Arts; Major: English)

Professional Associations and Memberships

American Bar Association Judicial Division
2016–2018 Member, Court Technology Committee
American Bar Association Young Lawyers Division
2016–2018 Liaison, Death Penalty Representation Project Special Committee
2016–2018 Co-Chair, Criminal Justice Committee
2015–2016 Senior Content Editor
Massachusetts Association of Criminal Defense Lawyers

Languages

English
Mandarin Chinese

Recent Published Opinions

Commonwealth v. Firmin, 89 Mass. App. Ct. 62, 46 N.E.3d 558 (2016)
Bradley v. Sugarbaker, 809 F.3d 8 (1st Cir. 2015)
Commonwealth v. Cullity, 470 Mass. 1022, 25 N.E.3d 313 (2015)
Commonwealth v. Shea, 467 Mass. 788, 7 N.E.3d 1028 (2014)

GREGORY N. CORBIN

Greg Corbin is an associate with Milligan Rona Duran & King LLC, practicing in both civil litigation and real-estate transactions.

Mr. Corbin has experience with complex litigation, including cases involving fraud, business disputes, adversary actions in bankruptcy, civil rights, wrongful death, and medical malpractice. Mr. Corbin has participated in four federal trials and numerous state trials.

Mr. Corbin has also developed a successful employment, wrongful termination, and wage act practice, managing and successfully prosecuting and defending employment cases. Mr. Corbin also works on residential and commercial real estate transactions, aiding clients in negotiations, project funding, and closings.

Bar Admissions

Massachusetts

Colorado

U.S. District Court District of Massachusetts

U.S. District Court District of Colorado

Education

Boston University School of Law, Boston, Massachusetts

Kansas State University, Manhattan, Kansas

KASEY A. EMMONS

Kasey Emmons is an associate with the firm, practicing in both civil and criminal litigation.

Ms. Emmons joined Milligan Rona Duran & King LLC as an associate in 2016. Prior to joining Milligan Rona Duran & King LLC, Ms. Emmons served as a judicial intern to the Honorable Amy Blake of the Massachusetts Appeals Court. Ms. Emmons also worked as a legal intern for several practitioners in Boston, assisting on cases involving criminal, civil, and immigration law.

Ms. Emmons received her Bachelor of Arts from the University of Vermont in 2013, and her Juris Doctor, cum laude, from New England Law | Boston in 2016. In law school, she served as a Comment and Note Editor of the New England Law Review.

Bar Admissions

Massachusetts
Vermont
U.S. District Court District of Massachusetts

Education

New England Law | Boston, Boston, Massachusetts
University of Vermont, Burlington, Vermont

EXHIBIT K

**MILLIGAN RONA
DURAN & KING**

A PROFESSIONAL LIMITED LIABILITY COMPANY

INVOICE

Invoice # 941
Date: 04/27/2018
Due On: 05/27/2018

Milligan Rona Duran & King LLC

50 Congress Street, Suite 600
Boston, MA 02109-4075
Phone: 617-395-9570

Marco Puzzarini, Sandro Paulo Freitas

01200-Puzzarini

TelexFREE International Defendant Class Representation

Services

Date	Attorney	Description	Quantity	Rate	Total
03/24/2017	Ilyas Rona	A106 Communicate (with client) L120 Analysis/Strategy: Email to Flavio Boffetti re international class action	0.10	\$375.00	\$37.50
03/27/2017	Ilyas Rona	A106 Communicate (with client) L120 Analysis/Strategy: Drafting email to Flavio Boffetti re international case	0.20	\$375.00	\$75.00
03/27/2017	Michael Duran	A106 Communicate (with client) L110 Fact Investigation/ Development: Draft email to potential international class members.	0.10	\$300.00	\$30.00
03/27/2017	Michael Duran	A106 Communicate (with client) L110 Fact Investigation/ Development: Prepare for and hold conference call with potential international class members.	0.60	\$300.00	\$180.00
03/27/2017	Ilyas Rona	A104 Review/analyze L120 Analysis/Strategy: Reviewed docket to determine applicable deadlines and default issues for members of potential international class	0.60	\$375.00	\$225.00
03/28/2017	Michael Duran	A106 Communicate (with client) L110 Fact Investigation/ Development: Draft and send email to potential class members.	0.10	\$300.00	\$30.00
03/28/2017	Ilyas Rona	A104 Review/analyze L120 Analysis/Strategy: Reviewed complaint, motion for class certification, and amended complaint to determine scope of international case	0.60	\$375.00	\$225.00

03/30/2017	Ilyas Rona	A108 Communicate (other external) L120 Analysis/Strategy: Drafting email to Charles Bennet and Andrew Lizotte re request for enlargement of time to respond to complaint on behalf of Flavio Boffetti and others	0.40	\$375.00	\$150.00
03/31/2017	Ilyas Rona	A103 Draft/revise L250 Other Written Motions and Submissions: Editing draft motion for extension of time for newly served defendants to respond to complaint	0.50	\$375.00	\$187.50
03/31/2017	Michael Duran	A104 Review/analyze L110 Fact Investigation/Development: Review complaint in International Case;	1.30	\$300.00	\$390.00
03/31/2017	Michael Duran	A104 Review/analyze L110 Fact Investigation/Development: Drafting motion to extend time.	1.10	\$300.00	\$330.00
03/31/2017	Michael Duran	A102 Research L120 Analysis/Strategy: Review research materials re: personal jurisdiction over international defendants.	1.60	\$300.00	\$480.00
03/31/2017	Michael Duran	Email to potential class members regarding Motion to Extend Time.	0.10	\$300.00	\$30.00
03/31/2017	Ilyas Rona	A102 Research L120 Analysis/Strategy: Legal research on extraterritoriality of bankruptcy claims	1.80	\$375.00	\$675.00
04/03/2017	Ilyas Rona	A103 Draft/revise L250 Other Written Motions and Submissions: Drafting COS re motion for extension of time	0.40	\$375.00	\$150.00
04/03/2017	Ilyas Rona	A103 Draft/revise L250 Other Written Motions and Submissions: Drafting notice of docket entry to be ECFed	0.30	\$375.00	\$112.50
04/03/2017	Ilyas Rona	A104 Review/analyze L120 Analysis/Strategy: Reviewed and made spreadsheet tracking defendants who have been defaulted versus defendants who have appeared in action	0.40	\$375.00	\$150.00
04/04/2017	Ilyas Rona	A106 Communicate (with client) L120 Analysis/Strategy: Skype conference with MJD and various potential class members from Italy re international case	0.10	\$375.00	\$37.50
04/04/2017	Michael Duran	A106 Communicate (with client) L110 Fact Investigation/Development: Conference call with IJR and potential class members for the international class.	0.10	\$300.00	\$30.00
04/14/2017	Ilyas Rona	A103 Draft/revise L260 Class Action Certification and Notice: Drafting motion and declaration in support of designation of class representative	0.80	\$375.00	\$300.00
04/17/2017	Ilyas Rona	A106 Communicate (with client) L120 Analysis/Strategy: Reviewed email from Duilo Cortassa re various issues concerning potential international class	0.30	\$375.00	\$112.50
04/17/2017	Ilyas Rona	A103 Draft/revise L260 Class Action Certification and Notice: Drafting motion and declaration in support of designation of class representative	1.30	\$375.00	\$487.50

04/19/2017	Ilyas Rona	A104 Review/analyze L250 Other Written Motions and Submissions: Reviewed draft motion by Trustee to reschedule hearings on defaults and MTDs	0.30	\$375.00	\$112.50
04/20/2017	Ilyas Rona	A108 Communicate (other external) L120 Analysis/Strategy: Drafting email to Charles Bennet and Andrew Lizotte re motion to reschedule hearing	0.10	\$375.00	\$37.50
04/20/2017	Ilyas Rona	A103 Draft/revise L260 Class Action Certification and Notice: Drafting motion and declaration in support of designation of class representative	0.40	\$375.00	\$150.00
04/21/2017	Michael Duran	A106 Communicate (with client) L110 Fact Investigation/Development: Prepare for and hold conference call with Marco and Dulio, potential class representatives.	0.80	\$300.00	\$240.00
04/21/2017	Ilyas Rona	A103 Draft/revise L260 Class Action Certification and Notice: Drafting motion and declaration in support of designation of class representative	0.20	\$375.00	\$75.00
04/24/2017	Ilyas Rona	A103 Draft/revise L260 Class Action Certification and Notice: Editing and revising draft motion and declaration in support of designation of class representative	0.20	\$375.00	\$75.00
04/24/2017	Michael Duran	A103 Draft/revise L260 Class Action Certification and Notice: Drafting of Motion to Appoint Class Rep in International case and supporting affidavit.	2.70	\$300.00	\$810.00
04/24/2017	Michael Duran	A103 Draft/revise L260 Class Action Certification and Notice: Draft email to counsel to the trustee re: class certification documents.	0.10	\$300.00	\$30.00
04/25/2017	Ilyas Rona	A108 Communicate (other external) L120 Analysis/Strategy: Drafting email to Charles Bennet and Andrew Lizotte re request for enlargement of time to respond to complaint on behalf of Flavio Boffetti and Marco Puzzarini	0.20	\$375.00	\$75.00
04/25/2017	Ilyas Rona	A103 Draft/revise L250 Other Written Motions and Submissions: Drafting and ECF filing updated motion for enlargement of time to respond to complaint on behalf of Flavio Boffetti and Marco Puzzarini	0.60	\$375.00	\$225.00
04/25/2017	Michael Duran	A108 Communicate (other external) L260 Class Action Certification and Notice: Review email from Trustee.	0.10	\$300.00	\$30.00
04/25/2017	Michael Duran	A106 Communicate (with client) L110 Fact Investigation/Development: email to potential class representative.	0.10	\$300.00	\$30.00
04/26/2017	Ilyas Rona	A102 Research L240 Dispositive Motions: Research on personal jurisdiction and forum non-conveniens defenses	2.10	\$375.00	\$787.50
04/27/2017	Ilyas Rona	A102 Research L240 Dispositive Motions: Research on forum non-conveniens defense	3.10	\$375.00	\$1,162.50
05/01/2017	Ilyas Rona	A102 Research L240 Dispositive Motions: Research on personal jurisdiction defenses	2.90	\$375.00	\$1,087.50

05/01/2017	Ilyas Rona	A102 Research L240 Dispositive Motions: Reviewed and organized cases for outline	1.90	\$375.00	\$712.50
05/02/2017	Michael Duran	A103 Draft/revise L120 Analysis/Strategy: Research re: forum non conveniens for international case mtd.	2.50	\$300.00	\$750.00
05/03/2017	Ilyas Rona	A102 Research L240 Dispositive Motions: Prepared and reviewed outline for motion to dismiss arguments	3.30	\$375.00	\$1,237.50
05/04/2017	Michael Duran	A104 Review/analyze L110 Fact Investigation/ Development: Review docket in Telexfree International Case.	0.80	\$300.00	\$240.00
05/04/2017	Michael Duran	A104 Review/analyze L120 Analysis/Strategy: Continue review of docket and other motions filed in this adversary action, and begin to review case law cited by other parties in individual motions to dismiss.	2.80	\$300.00	\$840.00
05/05/2017	Ilyas Rona	A105 Communicate (in firm) L120 Analysis/Strategy: Phone call with MJD to discuss MTD	0.60	\$375.00	\$225.00
05/05/2017	Michael Duran	A102 Research L120 Analysis/Strategy: Research case law for drafting MTD the complaint;	3.20	\$300.00	\$960.00
05/05/2017	Michael Duran	A105 Communicate (in firm) L120 Analysis/Strategy: Phone call with IJR to discuss possible MTD arguments.	0.60	\$300.00	\$180.00
05/06/2017	Michael Duran	A103 Draft/revise L240 Dispositive Motions: Research Forum Non Conveniens Defense for Motion to Dismiss.	1.30	\$300.00	\$390.00
05/06/2017	Michael Duran	A103 Draft/revise L210 Pleadings: Drafting of the Motion to Dismiss.	1.40	\$300.00	\$420.00
05/06/2017	Michael Duran	A104 Review/analyze L110 Fact Investigation/ Development: Review of Huron presentation on analysis of damages.	1.70	\$300.00	\$510.00
05/07/2017	Michael Duran	A103 Draft/revise L210 Pleadings: Drafting of the Motion to Dismiss.	2.60	\$300.00	\$780.00
05/08/2017	Kasey Emmons	A102 Research C200 Researching Law: Research personal jurisdiction cases.	0.90	\$225.00	\$202.50
05/08/2017	Ilyas Rona	A103 Draft/revise L240 Dispositive Motions: Edited and revised motion to dismiss	2.50	\$375.00	\$937.50
05/08/2017	Ilyas Rona	A103 Draft/revise B160 Fee/Employment Applications: Revised and prepared retention papers for filing	1.10	\$375.00	\$412.50
05/08/2017	Michael Duran	A102 Research L240 Dispositive Motions: Research re: personal jurisdiction for motion to dismiss complaint on class basis.	2.10	\$300.00	\$630.00
05/08/2017	Michael Duran	A103 Draft/revise L240 Dispositive Motions: Drafting of Motion to Dismiss Complaint.	2.60	\$300.00	\$780.00
05/08/2017	Michael Duran	A103 Draft/revise L210 Pleadings: Continue drafting of Motion to Dismiss.	3.90	\$300.00	\$1,170.00

05/08/2017	Ilyas Rona	A103 Draft/revise L260 Class Action Certification and Notice: Reviewed and finalized motion for designation of class representative and supporting declaration	0.70	\$375.00	\$262.50
05/08/2017	Ilyas Rona	A103 Draft/revise L240 Dispositive Motions: Edited and revised motion to dismiss	1.70	\$375.00	\$637.50
05/08/2017	Ilyas Rona	A103 Draft/revise L120 Analysis/Strategy: Prepared chart showing correlation between location of net winners and net losers for inclusion in motion to dismiss	1.00	\$375.00	\$375.00
05/09/2017	Ilyas Rona	A103 Draft/revise L240 Dispositive Motions: Edited and revised motion to dismiss	2.40	\$375.00	\$900.00
05/09/2017	Ilyas Rona	A110 Manage data/files L240 Dispositive Motions: Finalized motion to dismiss and ECF filed same	1.10	\$375.00	\$412.50
06/06/2017	Ilyas Rona	A108 Communicate (other external) L120 Analysis/Strategy: Conference call with Charlie Bennett and Andrew Lizotte and MJD to discuss class cert and the MTD	0.50	\$375.00	\$187.50
06/06/2017	Michael Duran	A108 Communicate (other external) L120 Analysis/Strategy: Conference call with IJR and counsel for the Trustee re: class cert and our MTD	0.50	\$300.00	\$150.00
06/19/2017	Ilyas Rona	A104 Review/analyze L260 Class Action Certification and Notice: Reviewed opposition to class certification	0.90	\$375.00	\$337.50
06/20/2017	Ilyas Rona	A101 Plan and prepare for L240 Dispositive Motions: Prepared for hearing on motion to dismiss	2.10	\$375.00	\$787.50
06/21/2017	Ilyas Rona	A109 Appear for/attend L240 Dispositive Motions: Appeared for and argued motion to dismiss	1.50	\$375.00	\$562.50
06/21/2017	Ilyas Rona	A101 Plan and prepare for L240 Dispositive Motions: Prepared for hearing on motion to dismiss	1.20	\$375.00	\$450.00
06/21/2017	Michael Duran	A109 Appear for/attend L240 Dispositive Motions: Attended MTD with IJR.	1.50	\$300.00	\$450.00
07/05/2017	Michael Duran	A103 Draft/revise L210 Pleadings: Drafting of Motion to Extend Time;	1.00	\$300.00	\$300.00
07/05/2017	Michael Duran	A102 Research L120 Analysis/Strategy: Research finality of Order on Motion to Dismiss.	1.30	\$300.00	\$390.00
07/26/2017	Ilyas Rona	A101 Plan and prepare for L450 Trial and Hearing Attendance: Prepared for hearing on class certification	1.10	\$375.00	\$412.50
07/26/2017	Ilyas Rona	A109 Appear for/attend L450 Trial and Hearing Attendance: Attended hearing on class certification and argued motion on behalf of M. Puzzarini	1.30	\$375.00	\$487.50
07/26/2017	Michael Duran	A101 Plan and prepare for L450 Trial and Hearing Attendance: Preparation for hearing with Ilyas	1.10	\$300.00	\$330.00

07/26/2017	Michael Duran	A109 Appear for/attend L450 Trial and Hearing Attendance: Attend hearing.	1.30	\$300.00	\$390.00
Quantity Subtotal					84.7
Services Subtotal					\$28,552.50

Expenses

Date	Description	Quantity	Rate	Total
07/01/2017	E106 Online research: PACER 2017 Q2 fees	1.00	\$5.20	\$5.20
Expenses Subtotal				\$5.20
Quantity Total				84.7
Subtotal				\$28,557.70
Total				\$28,557.70

Please make all amounts payable to: Milligan Rona Duran & King LLC

Please pay within 30 days.

**MILLIGAN RONA
DURAN & KING**

A PROFESSIONAL LIMITED LIABILITY COMPANY

INVOICE

Invoice # 944
Date: 04/27/2018
Due On: 05/27/2018

Milligan Rona Duran & King LLC

50 Congress Street, Suite 600
Boston, MA 02109-4075
Phone: 617-395-9570

Marco Puzzarini, Sandro Paulo Freitas

01200-Puzzarini

TelexFREE International Defendant Class Representation

Services

Date	Attorney	Description	Quantity	Rate	Total
08/01/2017	Ilyas Rona	A106 Communicate (with client) L260 Class Action Certification and Notice: Conference call with MJD, Manuel Pita, and Sandro Freitas to discuss class representation	1.40	\$375.00	\$525.00
08/01/2017	Michael Duran	A106 Communicate (with client) L110 Fact Investigation/Development: Conference call with Frietas, potential class rep.	1.40	\$300.00	\$420.00
08/01/2017	Michael Duran	A105 Communicate (in firm) L110 Fact Investigation/ Development: Conference with IJR to prepare for upcoming call with potential class rep.	0.20	\$300.00	\$60.00
08/01/2017	Michael Duran	A104 Review/analyze L260 Class Action Certification and Notice: Review proposed order from the Trustee's counsel regarding class representative.	0.40	\$300.00	\$120.00
08/01/2017	Ilyas Rona	A105 Communicate (in firm) L260 Class Action Certification and Notice: Phone call with MJD to prepare for call with S. Freitas	0.20	\$375.00	\$75.00
08/02/2017	Michael Duran	A103 Draft/revise L210 Pleadings: Draft changes to proposed order re: class cert and designation of class representative.	0.80	\$300.00	\$240.00

08/02/2017	Michael Duran	A105 Communicate (in firm) L210 Pleadings: conference call with Ilyas re: proposed order on class cert and class representative.	0.20	\$300.00	\$60.00
08/02/2017	Michael Duran	A108 Communicate (other external) L210 Pleadings: Send email to counsel for the trustee.	0.10	\$300.00	\$30.00
08/03/2017	Michael Duran	A108 Communicate (other external) L210 Pleadings: Respond to email from the Trustee's counsel.	0.10	\$300.00	\$30.00
08/07/2017	Ilyas Rona	A108 Communicate (other external) L120 Analysis/Strategy: Phone call with Manuel Pita, Sandro Freitas and Frank Morrissey to discuss possibility of estate funding for personal counsel	0.30	\$375.00	\$112.50
08/09/2017	Michael Duran	A103 Draft/revise L140 Document/File Management: Draft Engagement Agreement for class representative.	0.80	\$300.00	\$240.00
08/09/2017	Michael Duran	A105 Communicate (in firm) L190 Other Case Assessment, Development and Administration: Conference call with Ilyas re: Freitas Representation.	0.50	\$300.00	\$150.00
08/09/2017	Ilyas Rona	A105 Communicate (in firm) L120 Analysis/Strategy: Phone call with MJD to discuss engagement terms and strategy with respect to Freitas	0.50	\$375.00	\$187.50
08/09/2017	Ilyas Rona	A103 Draft/revise L120 Analysis/Strategy: Drafting email to Manuel Pita and Frank Morrissey re Sandro Freitas	0.60	\$375.00	\$225.00
08/15/2017	Ilyas Rona	A103 Draft/revise L120 Analysis/Strategy: Drafted proposed response to Sandro Freitas	0.40	\$375.00	\$150.00
08/15/2017	Michael Duran	A105 Communicate (in firm) L120 Analysis/Strategy: Conference call with Ilyas to discuss request by class representative for estate funding for local counsel.	0.70	\$300.00	\$210.00
08/15/2017	Michael Duran	A105 Communicate (in firm) L120 Analysis/Strategy: Review of draft email from Ilyas re: request for estate funding of local counsel from class representative.	0.10	\$300.00	\$30.00
08/15/2017	Ilyas Rona	A105 Communicate (in firm) L120 Analysis/Strategy: Phone call with MJD to discuss responding to Sandro Freitas email	0.70	\$375.00	\$262.50
08/15/2017	Leonard Milligan	A106 Communicate (with client) L110 Fact Investigation/Development: review email from class rep: draft and circulate proposed reply; confer with MJD and IJR re: same	0.50	\$350.00	\$175.00
08/15/2017	Leonard Milligan	A102 Research L120 Analysis/Strategy: review and reply to 11 USC 330 issue proposed by IJR, re: petition. NO CLIENT CHARGE	0.90	\$0.00	\$0.00
08/16/2017	Kasey Emmons	A105 Communicate (in firm) P280 Other: Review Sandro email and discuss with IJR re class representation.	0.30	\$225.00	\$67.50

08/17/2017	Ilyas Rona	A103 Draft/revise L250 Other Written Motions and Submissions: Drafting and ECF filing motion to enlarge time to answer complaint	0.60	\$375.00	\$225.00
08/18/2017	Ilyas Rona	A106 Communicate (with client) L250 Other Written Motions and Submissions: Drafting email to Sandro Freitas re motion to enlarge time to answer complaint	0.10	\$375.00	\$37.50
08/18/2017	Ilyas Rona	A105 Communicate (in firm) L120 Analysis/Strategy: Office conference to brainstorm defense strategy in light of meeting with Stoneturn	0.70	\$375.00	\$262.50
08/18/2017	Kasey Emmons	A105 Communicate (in firm) L120 Analysis/Strategy: Discuss expert's analysis with IJR and JHK.	0.70	\$225.00	\$157.50
08/18/2017	Jin-Ho King	A105 Communicate (in firm) L120 Analysis/Strategy: discuss w/ KAE and IJR methods of attacking the Trustee's aggregation methods and the benefits of using bank accounts as identifiers	0.70	\$300.00	\$210.00
08/29/2017	Michael Duran	A103 Draft/revise L210 Pleadings: Drafting of answer to international complaint.	2.30	\$300.00	\$690.00
08/29/2017	Michael Duran	A103 Draft/revise L210 Pleadings: Continue drafting of answer.	1.40	\$300.00	\$420.00
08/30/2017	Ilyas Rona	A108 Communicate (other external) L210 Pleadings: Drafted email to Sara Teixeira re coordinating answer	0.10	\$375.00	\$37.50
08/30/2017	Ilyas Rona	A104 Review/analyze L110 Fact Investigation/ Development: Reviewed documents and TelexFree videos to identify people who had presence both in US and internationally to determine whether Trustee determinations were justified and sent sample candidates to Stoneturn	1.10	\$375.00	\$412.50
08/30/2017	Ilyas Rona	A103 Draft/revise L210 Pleadings: Edit and revise draft class answer	2.40	\$375.00	\$900.00
08/30/2017	Ilyas Rona	A102 Research L210 Pleadings: Researching issue of master pleading and effect on prior filed constituent pleading	0.70	\$375.00	\$262.50
08/30/2017	Michael Duran	A103 Draft/revise L210 Pleadings: Continue work drafting answer and affirmative defenses. Email draft answer to Ilyas.	1.70	\$300.00	\$510.00
08/31/2017	Kasey Emmons	A105 Communicate (in firm) L210 Pleadings: Review draft answer for defendant class with IJR (discuss affirmative defenses).	1.00	\$225.00	\$225.00
08/31/2017	Ilyas Rona	A105 Communicate (in firm) L210 Pleadings: Office conference with KAE to review draft answer and affirmative defenses	1.00	\$375.00	\$375.00
08/31/2017	Ilyas Rona	A103 Draft/revise L210 Pleadings: Revised and proofed answer	1.10	\$375.00	\$412.50

08/31/2017	Michael Duran	Email draft answer to Class Representative Marco Puzzarini for his review and comment.	0.10	\$300.00	\$30.00
09/15/2017	Ilyas Rona	A105 Communicate (in firm) L210 Pleadings: Phone conference with MJD to discuss email from Sara Teixeira re answer	0.30	\$375.00	\$112.50
09/15/2017	Michael Duran	A105 Communicate (in firm) L210 Pleadings: Discuss email from counsel for Freitas.	0.30	\$300.00	\$90.00
09/15/2017	Ilyas Rona	A108 Communicate (other external) L210 Pleadings: Drafted email to Sara Texeira re questions and conference call re answer	0.10	\$375.00	\$37.50
09/18/2017	Ilyas Rona	A101 Plan and prepare for L120 Analysis/Strategy: Prepared for conference call with Sara Teixeira and Sandro Freitas to address list of specific questions sent by email.	2.20	\$375.00	\$825.00
09/18/2017	Michael Duran	A104 Review/analyze L120 Analysis/Strategy: Further review of Stoneturn Analysis. (Total time entry of 1.4 h split between Domestic and International Classes)	0.70	\$300.00	\$210.00
09/19/2017	Ilyas Rona	A106 Communicate (with client) L120 Analysis/Strategy: Phone call with MJD, Sandro Freitas, and Sara Teixeira to discuss answer and strategy	0.80	\$375.00	\$300.00
09/19/2017	Ilyas Rona	A109 Appear for/attend L230 Court Mandated Conferences: Attended pre-trial conference with MJD	0.90	\$375.00	\$337.50
09/19/2017	Michael Duran	A105 Communicate (in firm) L120 Analysis/Strategy: Conference call with IJR and Freitas, and his local counsel.	0.80	\$300.00	\$240.00
09/19/2017	Michael Duran	A109 Appear for/attend L230 Court Mandated Conferences: Attend Pre-trial conference with IJR	0.90	\$300.00	\$270.00
09/21/2017	Ilyas Rona	A108 Communicate (other external) L130 Experts/Consultants: Phone call with Josh Dennis of Stoneturn to request data on international class reps but to otherwise discuss work stop to conserve funds	0.40	\$375.00	\$150.00
09/21/2017	Ilyas Rona	A108 Communicate (other external) L130 Experts/Consultants: Reviewed email from Josh Dennis and drafted reply to confirm data request and work stop	0.60	\$375.00	\$225.00
09/21/2017	Ilyas Rona	A105 Communicate (in firm) L120 Analysis/Strategy: Brainstorming settlement strategies with MJD for international defendants	0.80	\$375.00	\$300.00
09/21/2017	Michael Duran	A105 Communicate (in firm) L120 Analysis/Strategy: Phone call with IJR to discuss settlement.	0.80	\$300.00	\$240.00
09/22/2017	Ilyas Rona	A106 Communicate (with client) L110 Fact Investigation/Development: Replied to Sandro Freitas's request for data and sent email to Stoneturn re same	0.30	\$375.00	\$112.50

09/25/2017	Ilyas Rona	A104 Review/analyze L110 Fact Investigation/Development: Reviewed data requested from Stoneturn relating to Sandro Freitas	0.80	\$375.00	\$300.00
09/25/2017	Ilyas Rona	A106 Communicate (with client) L110 Fact Investigation/Development: Drafted email to Sara Teixeira re Sandro Freitas's data	0.30	\$375.00	\$112.50
09/27/2017	Ilyas Rona	A106 Communicate (with client) L120 Analysis/Strategy: Phone call with Sandro Freitas, Sara Teixeira and MJD to discuss strategy and data	1.00	\$375.00	\$375.00
09/27/2017	Michael Duran	A106 Communicate (with client) L120 Analysis/Strategy: Phone call with Freitas, his local counsel, and IJR re: case data.	1.00	\$300.00	\$300.00
09/29/2017	Ilyas Rona	A103 Draft/revise L230 Court Mandated Conferences: Reviewed and approved edits to joint report on status of case	0.20	\$375.00	\$75.00
10/02/2017	Ilyas Rona	A108 Communicate (other external) L130 Experts/Consultants: Conference call with Josh Dennis and Patrick Ryan and MJD to discuss expert work and fee issues	0.60	\$375.00	\$225.00
10/02/2017	Michael Duran	A108 Communicate (other external) L130 Experts/Consultants: Conference call with experts to discuss expert work.	0.60	\$300.00	\$180.00
10/02/2017	Ilyas Rona	A105 Communicate (in firm) L120 Analysis/Strategy: Conference with MJD to discuss overall strategy and expert work	1.60	\$375.00	\$600.00
10/02/2017	Michael Duran	A105 Communicate (in firm) L120 Analysis/Strategy: Conference with IJR to discuss overall strategy and expert work.	1.60	\$300.00	\$480.00
10/02/2017	Ilyas Rona	A103 Draft/revise L230 Court Mandated Conferences: Reviewed draft conference report and made final edits	0.20	\$375.00	\$75.00
10/05/2017	Ilyas Rona	A108 Communicate (other external) L130 Experts/Consultants: Phone conversation with Joshua Dennis specifically addressing Freitas data	0.10	\$375.00	\$37.50
10/17/2017	Michael Duran	A105 Communicate (in firm) L120 Analysis/Strategy: Work with Ilyas looking at Trustee's data and analyzing on Sandro.	1.60	\$300.00	\$480.00
10/17/2017	Ilyas Rona	A105 Communicate (in firm) L120 Analysis/Strategy: Phone conference with MJD to analyze and attack Sandro Freitas's data	1.60	\$375.00	\$600.00
10/24/2017	Michael Duran	A104 Review/analyze L120 Analysis/Strategy: Begin review and analysis of Trustee's Motion to establish claims process. (Total time entry of 1.2 h split between Domestic and International Classes)	0.60	\$300.00	\$180.00

10/25/2017	Michael Duran	A104 Review/analyze L120 Analysis/Strategy: draft notes and arguments regarding use of user accounts as offset against net loser liability. (Total time entry of .8 h split between Domestic and International Classes)	0.40	\$300.00	\$120.00
11/08/2017	Michael Duran	A102 Research L210 Pleadings: Review of expert report and data as it relates to our potential objection.(Total time 1.5, but time entry split between Domestic and International Classes)	0.70	\$300.00	\$210.00
11/09/2017	Ilyas Rona	A103 Draft/revise B160 Fee/Employment Applications: Reviewed and made suggestions for Stoneturn fee application. (Total time entry of .4 h split between Domestic and International Classes)	0.20	\$375.00	\$75.00
11/10/2017	Ilyas Rona	A105 Communicate (in firm) L120 Analysis/Strategy: Phone conference with MJD to discuss strategy, expert issues and compensation, and next steps	0.70	\$375.00	\$262.50
11/10/2017	Michael Duran	A105 Communicate (in firm) L120 Analysis/Strategy: Discuss expert issues with Ilyas.	0.70	\$300.00	\$210.00
11/10/2017	Michael Duran	A105 Communicate (in firm) L210 Pleadings: Conference call with IJR re: response to Trustee's Claims Resolution Proposal. (Total time: .3, time entry rounded down and split between Domestic and International class)	0.10	\$300.00	\$30.00
11/10/2017	Ilyas Rona	A105 Communicate (in firm) L120 Analysis/Strategy: Conference with MJD and JHK to discuss response to Trustee proposal for claims administration given domestic class POCs. (Total time entry of 1 h split between Domestic and International Classes)	0.50	\$375.00	\$187.50
11/10/2017	Jin-Ho King	A105 Communicate (in firm) L120 Analysis/Strategy: discuss w/ IJR and MJD re: carve out policy for Trustee decisions on proofs of claim. (Total time entry of 1 h split between Domestic and International Classes)	0.50	\$300.00	\$150.00
11/10/2017	Michael Duran	A105 Communicate (in firm) L120 Analysis/Strategy: Conference call with IJR and JHK re: issues related to claims filing. (Total time entry of 1 h split between Domestic and International Classes)	0.50	\$300.00	\$150.00
11/10/2017	Michael Duran	A102 Research L120 Analysis/Strategy: Research regarding our position and potential response to the Trustee's Claims procedures. (Total time entry of 2.3 h, rounded down to 2.2 and split between Domestic and International Classes)	1.10	\$300.00	\$330.00
11/12/2017	Michael Duran	A102 Research L210 Pleadings: Research regarding the Research re our objection to Trustee's Procedures. . (Total time: 2.7, time entry rounded down and split between Domestic and International class)	1.30	\$300.00	\$390.00
11/13/2017	Michael Duran	Conference call with IJR re: response to Trustee's Claims Resolution Proposal. (Total time: 1.3, time entry	0.60	\$300.00	\$180.00

		rounded down and split between Domestic and International class)			
11/13/2017	Michael Duran	Conference call with IJR re: response to Trustee's Claims Resolution Proposal. (Total time: .6, time entry rounded down and split between Domestic and International class)	0.30	\$300.00	\$90.00
11/13/2017	Michael Duran	A103 Draft/revise L210 Pleadings: Drafting work re: response to Trustee's Claims Resolution Proposal. (Total time: 4.8, time entry split between Domestic and International class)	2.40	\$300.00	\$720.00
11/13/2017	Michael Duran	A103 Draft/revise L210 Pleadings: Drafting work re: response to Trustee's Claims Resolution Proposal. (Total time: 3.6, time entry split between Domestic and International class)	1.80	\$300.00	\$540.00
11/13/2017	Ilyas Rona	A104 Review/analyze L250 Other Written Motions and Submissions: Reviewed trustee's claims resolution proposal and made notes re potential response. (Total time entry of 1.8 h split between Domestic and International Classes)	0.90	\$375.00	\$337.50
11/13/2017	Ilyas Rona	A103 Draft/revise L250 Other Written Motions and Submissions: Drafting opposition to motion for claims allowance process. (Total time entry of 1.4 h split between Domestic and International Classes)	0.70	\$375.00	\$262.50
11/13/2017	Ilyas Rona	A105 Communicate (in firm) L120 Analysis/Strategy: Phone conference with MJD to discuss objections to Trustee's proposal for claims allowance. (Total time entry of 1.3 h, rounded down to 1.2 h and split between Domestic and International Classes)	0.60	\$375.00	\$225.00
11/13/2017	Ilyas Rona	A104 Review/analyze L250 Other Written Motions and Submissions: Reviewed claims data and expert preliminary opinions to assist with preparation of objection to Trustee's proposed claims allowance procedures. (Total time entry of 1.4 h split between Domestic and International Classes)	0.70	\$375.00	\$262.50
11/14/2017	Michael Duran	A103 Draft/revise L210 Pleadings: Drafting of Objection to Trustee's Motion to Establish Omnibus Procedures. Drafting work (Total time: 4.2, time entry split between Domestic and International class)	2.10	\$300.00	\$630.00
11/14/2017	Michael Duran	A105 Communicate (in firm) L210 Pleadings: Call with IJR re: response to Trustee's claim procedures. (Total time: .2, time entry split between Domestic and International class)	0.10	\$300.00	\$30.00
11/14/2017	Michael Duran	A105 Communicate (in firm) L210 Pleadings: Call with IJR re: response to Trustee's claim procedures. (Total time: 1.4, time entry split between Domestic and International class)	0.70	\$300.00	\$210.00

11/14/2017	Michael Duran	A105 Communicate (in firm) L210 Pleadings: Call with IJR re: response to Trustee's claim procedures. (Total time: .4, time entry split between Domestic and International class)	0.20	\$300.00	\$60.00
11/14/2017	Michael Duran	A105 Communicate (in firm) L210 Pleadings: Call with IJR re: response to Trustee's claim procedures. (Total time: .3, time entry rounded down and split between Domestic and International class)	0.10	\$300.00	\$30.00
11/14/2017	Kasey Emmons	A103 Draft/revise L210 Pleadings: Review/edit draft objection to Trustee's motion for omnibus procedures re: objections to claims.(Total time entry of .5 h rounded down to .4 and split between Domestic and International Classes)	0.20	\$225.00	\$45.00
11/14/2017	Ilyas Rona	A103 Draft/revise L250 Other Written Motions and Submissions: Editing and revising draft objection to trustee's proposes claims allowance procedures. (Total time entry of 3.8h split between Domestic and International Classes)	1.90	\$375.00	\$712.50
11/14/2017	Ilyas Rona	A103 Draft/revise L250 Other Written Motions and Submissions: Reviewed, proofread, and finalized objection to Trustee's proposed claims allowance procedures. (Total time entry of 1.2 h split between Domestic and International Classes)	0.60	\$375.00	\$225.00
11/14/2017	Ilyas Rona	A111 Other L250 Other Written Motions and Submissions: ECF filed objection. (Total time entry of .4h split between Domestic and International Classes)	0.20	\$375.00	\$75.00
11/21/2017	Ilyas Rona	A108 Communicate (other external) L250 Other Written Motions and Submissions: Conference call with MJD, H Murphy, and A Lizotte to discus and narrow objections to claims allowance procedures. (Total time entry of 1.2 h split between Domestic and International Classes)	0.60	\$375.00	\$225.00
11/21/2017	Michael Duran	A101 Plan and prepare for L120 Analysis/Strategy: Work with Ilyas to plan for upcoming call with the Trustee; Discuss strategy re: our position on certain issues related to class of defendants. (Total time entry of .4 h split between Domestic and International Classes)	0.20	\$300.00	\$60.00
11/21/2017	Ilyas Rona	A101 Plan and prepare for L120 Analysis/Strategy: plan for upcoming call with the Trustee with mjd; Discuss strategy re: our position on certain issues related to class of defendants. (Total time entry of .4 h split between Domestic and International Classes)	0.20	\$375.00	\$75.00
11/21/2017	Michael Duran	A108 Communicate (other external) L160 Settlement/ Non-Binding ADR: Conference call with Ilyas and counsel for the Trustee re: our opposition to the claims process on behalf of the defendant class. (Total time entry of 1.2 h split between Domestic and International Classes)	0.60	\$300.00	\$180.00

11/28/2017	Ilyas Rona	A101 Plan and prepare for L450 Trial and Hearing Attendance: Prepared for hearing on motion for claims allowance procedures with MJD. (Total time entry of .8 h split between Domestic and International Classes)	0.40	\$375.00	\$150.00
11/28/2017	Michael Duran	A101 Plan and prepare for L120 Analysis/Strategy: Prepare for hearing regarding claims procedures with IJR.(Total time entry of .8 h split between Domestic and International Classes)	0.40	\$300.00	\$120.00
11/28/2017	Ilyas Rona	A108 Communicate (other external) L450 Trial and Hearing Attendance: Phone call with Harry Murphy and Andy Lizotte re claims allowance procedures. (Total time entry of .3 h rounded down to .2h and split between Domestic and International Classes)	0.10	\$375.00	\$37.50
11/28/2017	Ilyas Rona	A109 Appear for/attend L450 Trial and Hearing Attendance: Attended hearing on Trustee's motion for claims allowance procedures. (Total time entry of .6 h split between Domestic and International Classes)	0.30	\$375.00	\$112.50
11/28/2017	Ilyas Rona	A108 Communicate (other external) L250 Other Written Motions and Submissions: Met with Trustee and his counsel and MJD to discuss options re motion for claims allowance procedure. (Total time entry of .4 h split between Domestic and International Classes)	0.20	\$375.00	\$75.00
11/28/2017	Michael Duran	A108 Communicate (other external) L160 Settlement/ Non-Binding ADR: Meet with Trustee and his counsel and IJR to discuss options for claims allowance. (Total time entry of .4 h split between Domestic and International Classes)	0.20	\$300.00	\$60.00
11/28/2017	Michael Duran	A109 Appear for/attend L250 Other Written Motions and Submissions: Attend hearing regarding claims procedures. (Total time entry of .6 h split between Domestic and International Classes)	0.30	\$300.00	\$90.00
11/28/2017	Michael Duran	Discuss strategy for plan moving forward re: the claims process and how it will influence adversary proceeding. (Total time entry of .5 h rounded down to .4 and split between Domestic and International Classes)	0.20	\$300.00	\$60.00
11/28/2017	Ilyas Rona	A105 Communicate (in firm) L120 Analysis/Strategy: Office conference with MJD to discuss strategy re claims allowance procedure. (Total time entry of .5 h rounded down to .4 and split between Domestic and International Classes)	0.20	\$375.00	\$75.00
12/05/2017	Ilyas Rona	A108 Communicate (other external) L130 Experts/ Consultants: Phone call with Josh Dennis to discuss claims allowance procedures. (Total time entry of .7 h rounded down to .6 and split between Domestic and International Classes)	0.30	\$375.00	\$112.50
12/13/2017	Ilyas Rona	A108 Communicate (other external) L130 Experts/ Consultants: Phone conference with Stoneturn to	0.40	\$375.00	\$150.00

		review claims data from trustee and discuss position as to objections. (Total time entry of .4 h split between Domestic and International Classes)			
12/18/2017	Ilyas Rona	A105 Communicate (in firm) L120 Analysis/Strategy: Phone call with MJD to review and analyze claims allowance procedure. (Total time entry of 2 h split between Domestic and International Classes)	1.00	\$375.00	\$375.00
12/18/2017	Michael Duran	A105 Communicate (in firm) L120 Analysis/Strategy: Review and discuss Trustee's Proposed revised Claims Procedures related to class of net winners. (Total time entry of 2 h split between Domestic and International Classes)	1.00	\$300.00	\$300.00
12/18/2017	Ilyas Rona	A108 Communicate (other external) L130 Experts/Consultants: Phone call with Stoneturn to discuss Trustee's specific claims allowance procedures. (Total time entry of .6 h split between Domestic and International Classes)	0.30	\$375.00	\$112.50
12/18/2017	Ilyas Rona	A108 Communicate (other external) B310 Claims Administration and Objections.: Conference call with Trustee and counsel and MJD to discuss proposed order on claims allowance procedure. (Total time entry of .6 h split between Domestic and International Classes)	0.30	\$375.00	\$112.50
12/18/2017	Ilyas Rona	A105 Communicate (in firm) L120 Analysis/Strategy: Phone call with MJD to discuss resolution of claims allowance procedure objections. (Total time entry of .2 h split between Domestic and International Classes)	0.10	\$375.00	\$37.50
12/18/2017	Michael Duran	A105 Communicate (in firm) L120 Analysis/Strategy: Conference with Ilyas post our call with the Trustee on Claims administration. (Total time entry of .2 h split between Domestic and International Classes)	0.10	\$300.00	\$30.00
12/18/2017	Michael Duran	A108 Communicate (other external) L190 Other Case Assessment, Development and Administration: Conference call with Trustee re: claims resolution process. (Total time entry of .6 h split between Domestic and International Classes)	0.30	\$300.00	\$90.00
12/19/2017	Ilyas Rona	A109 Appear for/attend L450 Trial and Hearing Attendance: Attended and spoke on behalf of defendant classes re claims allowance process and related objections. (Total time entry of 1.4 h split between Domestic and International Classes)	0.70	\$375.00	\$262.50
12/19/2017	Michael Duran	A109 Appear for/attend L450 Trial and Hearing Attendance: Attended hearing on claims procedures with IJR.(Total time entry of 1.4 h split between Domestic and International Classes)	0.70	\$300.00	\$210.00
12/21/2017	Michael Duran	A104 Review/analyze L120 Analysis/Strategy: Review and approve Trustee's proposed order on claims	0.20	\$300.00	\$60.00

		procedures. (Total time entry of .4 h split between Domestic and International Classes)			
01/04/2018	Ilyas Rona	A104 Review/analyze L120 Analysis/Strategy: Reviewed data pertaining to aggregation issues with international accounts	2.80	\$375.00	\$1,050.00
01/04/2018	Ilyas Rona	A104 Review/analyze L120 Analysis/Strategy: Reviewed data pertaining to international accounts for currency and triangular transfer issues	3.10	\$375.00	\$1,162.50
02/08/2018	Ilyas Rona	A108 Communicate (other external) L110 Fact Investigation/Development: Phone call from Doug Flahaut re Defendant Jorge Mejia and various data issues. (Total time entry of .7 h rounded down to .6 and split between Domestic and International Classes)	0.30	\$375.00	\$112.50
02/13/2018	Ilyas Rona	A104 Review/analyze L120 Analysis/Strategy: Reviewed claims allowance portal procedure. (Total time entry of .6 h split between Domestic and International Classes)	0.30	\$375.00	\$112.50
02/14/2018	Ilyas Rona	A108 Communicate (other external) L110 Fact Investigation/Development: Conference call with Trustee, Tim Marin, Harry Murphy, Andrew Lizotte, and MJD to discuss claims allowance procedure. (Total time entry of .6 h split between Domestic and International Classes)	0.30	\$375.00	\$112.50
02/14/2018	Michael Duran	A105 Communicate (in firm) L120 Analysis/Strategy: Conference with Ilyas re: upcoming call with Trustee.(Total time entry of .3 h rounded down to .2 h and split between Domestic and International Classes)	0.10	\$300.00	\$30.00
02/14/2018	Michael Duran	A105 Communicate (in firm) L120 Analysis/Strategy: Review materials to prepare for upcoming call with Trustee, including proposed notice, proposed portal layout. (Total time entry of 1.3 h rounded down to 1.2 and split between Domestic and International Classes)	0.60	\$300.00	\$180.00
02/15/2018	Ilyas Rona	A105 Communicate (in firm) L120 Analysis/Strategy: Discussed modifications of claims allowance hyperlink with MJD (Total time entry of 1.1 h rounded down to 1 h and split between Domestic and International Classes)	0.50	\$375.00	\$187.50
02/15/2018	Michael Duran	A105 Communicate (in firm) L120 Analysis/Strategy: Discuss modification of net winner portal with IJR. (Total time entry of 1.1 h rounded down to 1 h and split between Domestic and International Classes)	0.50	\$300.00	\$150.00
03/01/2018	Ilyas Rona	A105 Communicate (in firm) L120 Analysis/Strategy: Office conference with MJD to discuss strategy and status of PIEC appeal and possible effect on these cases. (Total time entry of .7 h rounded down to .6 h and split between Domestic and International Classes)	0.30	\$375.00	\$112.50

03/01/2018	Michael Duran	A105 Communicate (in firm) L120 Analysis/Strategy: Discuss strategy with IJR and status of PIEC Appeal. (Total time entry of .7 h rounded down to .6 h and split between Domestic and International Classes)	0.30	\$300.00	\$90.00
03/22/2018	Ilyas Rona	A105 Communicate (in firm) L120 Analysis/Strategy: discuss strategy w/ LEM, JHK, and MJD for communicating with class members re: claims process. (Total time entry of 1 h split between Domestic and International Classes)	0.50	\$375.00	\$187.50
03/22/2018	Leonard Milligan	A105 Communicate (in firm) L120 Analysis/Strategy: strategy call: discuss trustee claims process communication, class and individual duties, conflict concerns. (Total time entry of 1 h split between Domestic and International Classes)	0.50	\$350.00	\$175.00
03/22/2018	Michael Duran	A105 Communicate (in firm) L110 Fact Investigation/ Development: Conference call re: upcoming communication with Class Members.(Total time entry of 1 h split between Domestic and International Classes)	0.50	\$300.00	\$150.00
03/22/2018	Jin-Ho King	A105 Communicate (in firm) L120 Analysis/Strategy: discuss strategy w/ LEM, IJR, and MJD for communicating with class members re: claims process. (Total time entry of 1 h split between Domestic and International Classes)	0.50	\$300.00	\$150.00
03/22/2018	Michael Duran	A105 Communicate (in firm) L110 Fact Investigation/ Development: Additional conference call with LEM re: communications with clients. (Total time entry of .2 h split between Domestic and International Classes)	0.10	\$300.00	\$30.00
03/22/2018	Michael Duran	A105 Communicate (in firm) L120 Analysis/Strategy: Conference call with IJR re: our communication to class members. (Total time entry of .7 h rounded down to .6 split between Domestic and International Classes)	0.30	\$300.00	\$90.00
03/22/2018	Michael Duran	A105 Communicate (in firm) L120 Analysis/Strategy: Review materials needed to prepare communication to class members. (Total time entry of .8 h split between Domestic and International Classes)	0.40	\$300.00	\$120.00
03/22/2018	Michael Duran	A105 Communicate (in firm) L120 Analysis/Strategy: Drafting work on communication to class members. (Total time entry of 1.2 h split between Domestic and International Classes)	0.60	\$300.00	\$180.00
03/22/2018	Michael Duran	A103 Draft/revise B110 Case Administration: Continue drafting work on notice to class members. (Total time entry of 8 h split between Domestic and International Classes)	0.40	\$300.00	\$120.00
03/22/2018	Ilyas Rona	A103 Draft/revise L120 Analysis/Strategy: Reviewed and made edits to draft communication to class members re claims allowance process(Total time entry	0.60	\$375.00	\$225.00

		of 1.2 h split between Domestic and International Classes)			
03/23/2018	Jin-Ho King	A105 Communicate (in firm) L120 Analysis/Strategy: discuss messaging re: claims process w/ MJD. (Total time entry of .6 h split between Domestic and International Classes)	0.30	\$300.00	\$90.00
03/23/2018	Michael Duran	A105 Communicate (in firm) L120 Analysis/Strategy: discuss messaging with JHK. (Total time entry of .6 h split between Domestic and International Classes)	0.30	\$300.00	\$90.00
03/23/2018	Jin-Ho King	A103 Draft/revise L190 Other Case Assessment, Development and Administration: revise message to class members. (Total time entry of 1.7 h rounded down to 1.6 and split between Domestic and International Classes)	0.80	\$300.00	\$240.00
03/23/2018	Jin-Ho King	A110 Manage data/files L140 Document/File Management: update website with class notice RE: Trustee's recent email notice. (Total time entry of .8h split between Domestic and International Classes)	0.40	\$300.00	\$120.00
03/23/2018	Ilyas Rona	A103 Draft/revise L120 Analysis/Strategy: Reviewed and made edits to draft communication to class members re claims allowance process. (Total time entry of .8h split between Domestic and International Classes)	0.40	\$375.00	\$150.00
03/26/2018	Michael Duran	A105 Communicate (in firm) C300 Analysis and Advice: Conference call with Jhk re: internet posting notice to net winners. (Total time entry of .2 h split between Domestic and International Classes)	0.10	\$300.00	\$30.00
03/26/2018	Michael Duran	A108 Communicate (other external) C300 Analysis and Advice: Draft emails to translators. (Total time entry of .2 h split between Domestic and International Classes)	0.10	\$300.00	\$30.00
03/31/2018	Jin-Ho King	update class website w/ Spanish-language announcement about Trustee's email. (Total time entry of .3 h rounded down to .2 and split between Domestic and International Classes)	0.10	\$300.00	\$30.00
04/03/2018	Jin-Ho King	A106 Communicate (with client) L190 Other Case Assessment, Development and Administration: prepare email lists, text, and automation script, and send emails to 13K+ members of the defense class. (Total time entry of 1.8h split between Domestic and International Classes)	0.90	\$300.00	\$270.00
04/05/2018	Jin-Ho King	A106 Communicate (with client) L190 Other Case Assessment, Development and Administration: clean up, deduplicate, sort, and batch email addresses for sending of international case emails	0.90	\$300.00	\$270.00
04/06/2018	Jin-Ho King	A106 Communicate (with client) L190 Other Case Assessment, Development and Administration:	0.10	\$300.00	\$30.00

		schedule second batch of emails to international defense class members to begin sending			
04/06/2018	Kasey Emmons	A105 Communicate (in firm) L120 Analysis/Strategy: Discuss status and response to inquiries with IJR, MJD, and GNC. (Total time entry of .2h split between Domestic and International Classes)	0.10	\$225.00	\$22.50
04/06/2018	Jin-Ho King	A110 Manage data/files L140 Document/File Management: attempt to compile list of failed email addresses from batch of domestic emails. (Total time entry of .9 h rounded down to .8 h and split between Domestic and International Classes)	0.40	\$300.00	\$120.00
04/06/2018	Gregory Corbin	A105 Communicate (in firm) L120 Analysis/Strategy: Discuss summary judgment strategy w/ IJR, KAE, and MJD. (Total time entry of .2 h split between Domestic and International Classes)	0.10	\$275.00	\$27.50
04/08/2018	Michael Duran	A105 Communicate (in firm) L120 Analysis/Strategy: Conference with ijr re: communications with class members. (Total time entry of .3 h rounded down to .2 h and split between Domestic and International Classes)	0.10	\$300.00	\$30.00
04/08/2018	Ilyas Rona	A105 Communicate (in firm) L120 Analysis/Strategy: Phone conference with MJD to discuss strategy re message to class members and their responses. Total time entry of .3 h rounded down to .2 h and split between Domestic and International Classes)	0.10	\$375.00	\$37.50
04/09/2018	Ilyas Rona	A106 Communicate (with client) L120 Analysis/Strategy: Phone call with Sara Teixeira, Manuel Freitas, and MJD re updating Sandro Freitas on status of case and claims allowance procedure	1.60	\$375.00	\$600.00
04/09/2018	Michael Duran	A106 Communicate (with client) L120 Analysis/Strategy: Conference call with counsel for class rep Freitas with IJR.	1.60	\$300.00	\$480.00
04/09/2018	Michael Duran	A104 Review/analyze C100 Fact Gathering: Review emails from class members. (Total time entry of .7 h rounded down to .6 h and split between Domestic and International Classes)	0.30	\$300.00	\$90.00
04/09/2018	Jin-Ho King	A105 Communicate (in firm) L120 Analysis/Strategy: share thoughts on email responses received after email notice. (Total time entry of .3 h rounded down to .2 h and split between Domestic and International Classes)	0.10	\$300.00	\$30.00
04/09/2018	Michael Duran	A105 Communicate (in firm) L120 Analysis/Strategy: Discuss class communication with IJR and JHK. (Total time entry of .2 h split between Domestic and International Classes)	0.10	\$300.00	\$30.00
04/09/2018	Jin-Ho King	A105 Communicate (in firm) L120 Analysis/Strategy: discuss w/ MJD best method of addressing questions	0.40	\$300.00	\$120.00

		from class members (0.6); discuss w/ MJD and IJR re: class communications (0.2) (Total time entry of .8 h split between Domestic and International Classes)			
04/09/2018	Ilyas Rona	A105 Communicate (in firm) L120 Analysis/Strategy: Office conference with JHK and MJD to discuss communication with class members. (Total time entry of .2 h split between Domestic and International Classes)	0.10	\$375.00	\$37.50
04/09/2018	Michael Duran	A105 Communicate (in firm) L120 Analysis/Strategy: Discuss communications with class with JHK. (Total time entry of .8 h split between Domestic and International Classes)	0.40	\$300.00	\$120.00
04/09/2018	Jin-Ho King	A110 Manage data/files L120 Analysis/Strategy: aggregate and classify questions from class members. (Total time entry of .1.2 h split between Domestic and International Classes)	0.60	\$300.00	\$180.00
04/09/2018	Jin-Ho King	A110 Manage data/files L140 Document/File Management: create blacklists for email recipients based on email bounces and complaints (Total time entry of 0.6 h split between Domestic and International Classes)	0.30	\$300.00	\$90.00
04/09/2018	Michael Duran	A105 Communicate (in firm) L120 Analysis/Strategy: Conference with JHK re: email notice questions and issues. [Total time entry of 0.4 h split between Domestic and International Classes]	0.20	\$300.00	\$60.00
04/09/2018	Jin-Ho King	A105 Communicate (in firm) L120 Analysis/Strategy: discuss w/ MJD re compliance w/ anti-SPAM laws, Amazon SES policies, and court orders [Total time entry of 0.4 h split between Domestic and International Classes]	0.20	\$300.00	\$60.00
04/10/2018	Michael Duran	A106 Communicate (with client) L110 Fact Investigation/Development: Prepare for and hold conference call with class representative Sandro Freitas.	0.90	\$300.00	\$270.00
04/10/2018	Michael Duran	A106 Communicate (with client) L110 Fact Investigation/Development: Draft and send email to Marco Puzzarini.	0.10	\$300.00	\$30.00
04/10/2018	Michael Duran	A101 Plan and prepare for L190 Other Case Assessment, Development and Administration: Discuss scheduling of upcoming calls with IJR.	0.20	\$300.00	\$60.00
04/10/2018	Gregory Corbin	A108 Communicate (other external) L190 Other Case Assessment, Development and Administration: PC from Net Winner/Net Loser. Provide information contained in email. Collect information for further response if required. [Total time entry of 0.4 h split between Domestic and International Classes]	0.20	\$275.00	\$55.00

04/10/2018	Michael Duran	A104 Review/analyze L110 Fact Investigation/ Development: Review responses from class members to MRDK's notice. [Total time entry of 0.4 h split between Domestic and International Classes]	0.20	\$300.00	\$60.00
04/10/2018	Jin-Ho King	A110 Manage data/files L140 Document/File Management: add additional questions to FAQ document and manage DMARC reports [Total time entry of 0.3 rounded down to 0.2 h and split between Domestic and International Classes]	0.10	\$300.00	\$30.00
04/10/2018	Jin-Ho King	A103 Draft/revise L250 Other Written Motions and Submissions: update bio for inclusion in fee application [Total time entry of 0.2 h split between Domestic and International Classes]	0.10	\$300.00	\$30.00
04/11/2018	Jin-Ho King	A110 Manage data/files L140 Document/File Management: compile responses from class members and compare email addresses w/ email-recipient lists [Total time entry of 1.2 h split between Domestic and International Classes]	0.60	\$300.00	\$180.00
04/17/2018	Michael Duran	A103 Draft/revise L190 Other Case Assessment, Development and Administration: Draft email to international class representative.	0.60	\$300.00	\$180.00
04/17/2018	Gregory Corbin	A103 Draft/revise L250 Other Written Motions and Submissions: Draft First Interim Fee application.	1.40	\$275.00	\$385.00
04/17/2018	Ilyas Rona	A105 Communicate (in firm) B160 Fee/Employment Applications: Conference with GNC to discuss fee application [Total time entry of 0.3 h rounded down to 0.2 h and split between Domestic and International Classes]	0.10	\$375.00	\$37.50
04/17/2018	Gregory Corbin	A105 Communicate (in firm) L120 Analysis/Strategy: Fee App discussion with MJD. [Total time entry of 0.3 h rounded down to 0.2 h and split between Domestic and International Classes]	0.10	\$275.00	\$27.50
04/18/2018	Gregory Corbin	A103 Draft/revise L190 Other Case Assessment, Development and Administration: Draft Fee application	2.80	\$275.00	\$770.00
04/18/2018	Ilyas Rona	A105 Communicate (in firm) B160 Fee/Employment Applications: Discussed fee application issues with MJD	0.30	\$375.00	\$112.50
04/18/2018	Jin-Ho King	A110 Manage data/files L140 Document/File Management: compile questions from class members for possible FAQ [Total time entry of 0.6 h split between Domestic and International Classes]	0.30	\$300.00	\$90.00
04/18/2018	Gregory Corbin	A103 Draft/revise L190 Other Case Assessment, Development and Administration: Draft second interim fee application. [Total time entry of 0.8 h split between Domestic and International Classes]	0.40	\$275.00	\$110.00
04/19/2018	Ilyas Rona	A105 Communicate (in firm) B160 Fee/Employment Applications: Discussed fee application issues with MJD	0.30	\$375.00	\$112.50

04/19/2018	Ilyas Rona	A104 Review/analyze B160 Fee/Employment Applications: Reviewed and made edits to draft fee application	0.90	\$375.00	\$337.50
04/19/2018	Kasey Emmons	A105 Communicate (in firm) L120 Analysis/Strategy: Discuss claims inquiries with MJD. [Total time entry of 0.2 h split between Domestic and International Classes]	0.10	\$225.00	\$22.50
04/19/2018	Michael Duran	A105 Communicate (in firm) L110 Fact Investigation/ Development: Conference with KAE re: recent communications from class members. [Total time entry of 0.2 h split between Domestic and International Classes]	0.10	\$300.00	\$30.00
04/19/2018	Michael Duran	A105 Communicate (in firm) L110 Fact Investigation/ Development: Review and analyze recent communications from class members [Total time entry of 0.2 h split between Domestic and International Classes]	0.10	\$300.00	\$30.00
04/23/2018	Ilyas Rona	A105 Communicate (in firm) L120 Analysis/Strategy: Meeting with MJD to discuss overall strategy [Total time entry of 0.4 h split between Domestic and International Classes]	0.20	\$375.00	\$75.00
04/23/2018	Ilyas Rona	A105 Communicate (in firm) L130 Experts/Consultants: Meeting with MJD and LEM to discuss expert strategy [Total time entry of 0.5 h rounded down to 0.4 h and split between Domestic and International Classes]	0.20	\$375.00	\$75.00
04/23/2018	Michael Duran	A105 Communicate (in firm) L130 Experts/Consultants: Meeting with IJR and LEM to discuss expert strategy [Total time entry of 0.5 h rounded down to 0.4 h and split between Domestic and International Classes]	0.20	\$300.00	\$60.00
04/23/2018	Leonard Milligan	A105 Communicate (in firm) L130 Experts/Consultants: Meeting with IJR and MJD to discuss expert strategy [Total time entry of 0.5 h rounded down to 0.4 h and split between Domestic and International Classes]	0.20	\$350.00	\$70.00
04/23/2018	Michael Duran	A105 Communicate (in firm) L120 Analysis/Strategy: Meeting with IJR to discuss overall strategy. [Total time entry of 0.4 h split between Domestic and International Classes]	0.20	\$300.00	\$60.00
04/24/2018	Jin-Ho King	A105 Communicate (in firm) L120 Analysis/Strategy: discuss language issues on communications with class members and whether there are due process issues for class members whom cannot understand the Trustee's communications because of language issues	0.40	\$300.00	\$120.00
04/24/2018	Michael Duran	A105 Communicate (in firm) L110 Fact Investigation/ Development: conference with JHK re communication to international class members and language issue.	0.40	\$300.00	\$120.00
04/24/2018	Michael Duran	A103 Draft/revise B160 Fee/Employment Applications: Drafting work on Fee Application. (Total time entry of	1.20	\$300.00	\$360.00

		2.5 h rounded down to 2.4 h and split between Domestic and International Classes)			
04/24/2018	Ilyas Rona	A103 Draft/revise B160 Fee/Employment Applications: Editing and revising fee application [Total time entry of 1.6 h split between Domestic and International Classes]	0.80	\$375.00	\$300.00
04/25/2018	Michael Duran	A103 Draft/revise B160 Fee/Employment Applications: Drafting work on Fee Application. (Total time entry of 2.2 h split between Domestic and International Classes)	1.10	\$300.00	\$330.00
04/25/2018	Michael Duran	A103 Draft/revise B160 Fee/Employment Applications: Continue work on fee application. (Total time entry 2.4, split between Domestic and International Classes.)	1.20	\$300.00	\$360.00
				Quantity Subtotal	119.2
				Services Subtotal	\$39,032.50

Expenses

Date	Description	Quantity	Rate	Total
10/01/2017	E106 Online research: PACER Q3 usage	1.00	\$6.90	\$6.90
04/09/2018	E105 Telephone: RingCentral international calling at 19¢/minute for 96 minutes with +351	1.00	\$18.24	\$18.24
04/10/2018	E105 Telephone: RingCentral international calling at 19¢/minute for 48 minutes with +351	1.00	\$9.12	\$9.12
		Expenses Subtotal		\$34.26
		Quantity Total		119.2
		Subtotal		\$39,066.76
		Total		\$39,066.76

Please make all amounts payable to: Milligan Rona Duran & King LLC

Please pay within 30 days.

EXHIBIT L

**MILLIGAN RONA
 DURAN & KING**

A PROFESSIONAL LIMITED LIABILITY COMPANY

INVOICE

Invoice # 945
 Date: 04/27/2018
 Due On: 05/27/2018

Milligan Rona Duran & King LLC

50 Congress Street, Suite 600
 Boston, MA 02109-4075
 United States
 Phone: 617-395-9570

Frantz Balan

01111-Balan

TelexFREE Class Action

Services

Date	Attorney	Description	Quantity	Rate	Total
08/11/2017	Gregory Corbin	A103 Draft/revise B160 Fee/Employment Applications: Research FRBP 2014, FRCP 23(h), LR 2016-1. Draft and revise fee application. Review time entries to fit to 2016 categories.	3.70	\$275.00	\$1,017.50
08/14/2017	Gregory Corbin	A103 Draft/revise B160 Fee/Employment Applications: Finalize fee application to prepare for filing.	4.20	\$275.00	\$1,155.00
08/15/2017	Gregory Corbin	A103 Draft/revise B160 Fee/Employment Applications: Revise first interim fee application. Review time entries for A/C privilege and work product.	2.00	\$275.00	\$550.00
08/15/2017	Gregory Corbin	A103 Draft/revise B160 Fee/Employment Applications: Draft Expert Fee application	1.00	\$275.00	\$275.00
08/15/2017	Ilyas Rona	A103 Draft/revise B160 Fee/Employment Applications: Edited and revised first interim fee application	3.10	\$375.00	\$1,162.50
08/16/2017	Kasey Emmons	A105 Communicate (in firm) L210 Pleadings: Discuss first interim fee app with IJR, MJD, and GNC.	0.40	\$225.00	\$90.00
08/16/2017	Ilyas Rona	A105 Communicate (in firm) B160 Fee/Employment Applications: Conference call to discuss status and remaining action items on first interim fee application	0.40	\$375.00	\$150.00

08/16/2017	Gregory Corbin	A105 Communicate (in firm) B160 Fee/Employment Applications: PC with MJD IJR KAE re: fee application rule compliance	0.40	\$275.00	\$110.00
08/16/2017	Gregory Corbin	A103 Draft/revise B160 Fee/Employment Applications: Fee application Exhibit preparation.	1.60	\$275.00	\$440.00
08/16/2017	Gregory Corbin	A105 Communicate (in firm) B160 Fee/Employment Applications: PC with IJR - Confirm cross-referenced tables/numbers and additional work on Fee App.	1.20	\$275.00	\$330.00
08/16/2017	Ilyas Rona	A105 Communicate (in firm) B160 Fee/Employment Applications: Phone conference with GNC to review first interim fee application and cross check all figures and exhibit references	1.20	\$375.00	\$450.00
08/16/2017	Ilyas Rona	A103 Draft/revise B160 Fee/Employment Applications: Editing and finalizing draft first interim fee application	2.70	\$375.00	\$1,012.50
08/16/2017	Gregory Corbin	A103 Draft/revise B160 Fee/Employment Applications: Incorporate additional revisions from phone call.	0.40	\$275.00	\$110.00
08/16/2017	Jin-Ho King	A103 Draft/revise B160 Fee/Employment Applications: propose edits and comments on the first interim application for compensation and its supporting exhibits	0.80	\$300.00	\$240.00
08/16/2017	Gregory Corbin	A103 Draft/revise L160 Settlement/Non-Binding ADR: PC about and implementation of additional changes to fee app, exhibits.	1.70	\$275.00	\$467.50
08/17/2017	Kasey Emmons	A104 Review/analyze L210 Pleadings: Review first interim fee application .	0.50	\$225.00	\$112.50
08/17/2017	Ilyas Rona	A105 Communicate (in firm) B160 Fee/Employment Applications: Conference call with KAE and GNC to review final edits to fee application	0.30	\$375.00	\$112.50
08/17/2017	Kasey Emmons	A104 Review/analyze L210 Pleadings: Review final draft/edits of first interim fee application with IJR and GNC.	0.30	\$225.00	\$67.50
08/17/2017	Gregory Corbin	Revise and finalize fee app and exhibits to fee app to comport with FRBP and MLBR 2016-1.	2.10	\$275.00	\$577.50
08/17/2017	Gregory Corbin	A103 Draft/revise B160 Fee/Employment Applications: draft certification for fee app	1.30	\$275.00	\$357.50
08/17/2017	Ilyas Rona	A103 Draft/revise B160 Fee/Employment Applications: Reviewed, finalized, approved, and ECF filed first interim application for fees	0.80	\$375.00	\$300.00
08/18/2017	Ilyas Rona	A105 Communicate (in firm) L120 Analysis/Strategy: Office conference to discuss expert report status	0.30	\$375.00	\$112.50
08/18/2017	Kasey Emmons	A105 Communicate (in firm) L120 Analysis/Strategy: Discuss class issues and data with IJR and JHK.	0.30	\$225.00	\$67.50

08/18/2017	Kasey Emmons	A105 Communicate (in firm) L210 Pleadings: Discuss cert of service of fee petition and service with IJR and GNC.	0.50	\$225.00	\$112.50
08/18/2017	Jin-Ho King	A105 Communicate (in firm) L120 Analysis/Strategy: discuss w/ KAE and IJR credit transfer issues and methods of obtaining information re: claims of relevant individuals	0.30	\$300.00	\$90.00
08/18/2017	Gregory Corbin	A105 Communicate (in firm) L120 Analysis/Strategy: PC with IJR (and part with KAE) re: Fee app, certificate of service, service list, issues regarding hearing.	1.20	\$275.00	\$330.00
08/21/2017	Kasey Emmons	A103 Draft/revise L260 Class Action Certification and Notice: Draft and send notice (email) to parties regarding first interim fee application.	0.90	\$225.00	\$202.50
08/22/2017	Kasey Emmons	A105 Communicate (in firm) L210 Pleadings: Discuss certificate of service with GNC and MJD.	0.20	\$225.00	\$45.00
08/22/2017	Kasey Emmons	A108 Communicate (other external) P280 Other: Return call from Christopher Bates on behalf of Linda Garcia. Advise who MRDK represents, inquire as to who Ms. Garcia is and put in contact with appropriate resource.	0.30	\$225.00	\$67.50
08/22/2017	Jin-Ho King	A106 Communicate (with client) L190 Other Case Assessment, Development and Administration: update Class website to reflect ECF filings 903 and 904	0.50	\$300.00	\$150.00
08/22/2017	Gregory Corbin	A105 Communicate (in firm) L250 Other Written Motions and Submissions: PC to discuss certificate of service compliance. MJD and KAE present.	0.20	\$275.00	\$55.00
08/28/2017	Ilyas Rona	A104 Review/analyze L130 Experts/Consultants: Analyzed data relating to class rep in connection with preparation of expert report	3.60	\$375.00	\$1,350.00
08/29/2017	Kasey Emmons	A101 Plan and prepare for L130 Experts/Consultants: Review documents to prepare for today's meeting with expert.	0.20	\$225.00	\$45.00
08/29/2017	Kasey Emmons	A105 Communicate (in firm) L120 Analysis/Strategy: Discuss SIG data with IJR.	0.30	\$225.00	\$67.50
08/29/2017	Kasey Emmons	A108 Communicate (other external) L130 Experts/Consultants: Meeting with IJR and StoneTurn Group regarding data.	2.30	\$225.00	\$517.50
08/29/2017	Kasey Emmons	A105 Communicate (in firm) L120 Analysis/Strategy: Discuss data and meeting with expert with IJR.	0.40	\$225.00	\$90.00
08/29/2017	Ilyas Rona	A101 Plan and prepare for L130 Experts/Consultants: Reviewed data to prepare for meeting with Stoneturn	1.30	\$375.00	\$487.50
08/29/2017	Ilyas Rona	A108 Communicate (other external) L130 Experts/Consultants: Meeting with Josh Dennis, Patrick Ryan, and KAE (GNC by phone) to discuss expert findings and reparation of written report	2.30	\$375.00	\$862.50

08/29/2017	Ilyas Rona	A108 Communicate (other external) L130 Experts/Consultants: Drafting email to Charles Bennett and Andrew Lizotte re scheduling issues for experts	0.20	\$375.00	\$75.00
08/29/2017	Ilyas Rona	A105 Communicate (in firm) L130 Experts/Consultants: Office conference with KAE to discuss expert report issues	0.50	\$375.00	\$187.50
08/29/2017	Ilyas Rona	A106 Communicate (with client) L110 Fact Investigation/Development: Email with client to arrange time to speak	0.10	\$375.00	\$37.50
08/29/2017	Ilyas Rona	A106 Communicate (with client) L120 Analysis/Strategy: Phone call with class member to discuss status of case and strategy for expert report	0.40	\$375.00	\$150.00
08/29/2017	Gregory Corbin	A107 Communicate (other outside counsel) L130 Experts/Consultants: Meeting (GNC by phone) with IJR, KAE, and StoneTurn experts. Appear for only part of call. Discuss data, effect on strategy.	1.70	\$275.00	\$467.50
08/30/2017	Ilyas Rona	A108 Communicate (other external) L130 Experts/Consultants: Conference call with Charles Bennett and Andrew Lizotte and MJD to discuss expert reports	0.30	\$375.00	\$112.50
08/30/2017	Ilyas Rona	A105 Communicate (in firm) L130 Experts/Consultants: Phone call with MJD to discuss expert reports and next steps	0.20	\$375.00	\$75.00
08/30/2017	Michael Duran	Conference call with Trustee's Counsel and IJR.	0.30	\$300.00	\$90.00
08/30/2017	Michael Duran	A105 Communicate (in firm) L120 Analysis/Strategy: Conference call with IJR to prepare for call with Trustee's Counsel.	0.20	\$300.00	\$60.00
08/30/2017	Michael Duran	A105 Communicate (in firm) L120 Analysis/Strategy: Conference with LEM Re: our experts.	0.40	\$300.00	\$120.00
08/30/2017	Michael Duran	A105 Communicate (in firm) L120 Analysis/Strategy: Conference call with IJR re: our experts.	0.20	\$300.00	\$60.00
08/30/2017	Ilyas Rona	A108 Communicate (other external) L130 Experts/Consultants: Phone call with Josh Dennis to discuss possible presentation to Trustee, as well as substantive issues, timing issues, and cost issues	0.90	\$375.00	\$337.50
08/30/2017	Ilyas Rona	A106 Communicate (with client) L120 Analysis/Strategy: Phone call with Frantz Balan re trustee assumptions and ways to disprove them	0.60	\$375.00	\$225.00
08/31/2017	Ilyas Rona	A108 Communicate (other external) L130 Experts/Consultants: Exchanged emails with Josh Dennis re scheduling a meeting with Huron	0.20	\$375.00	\$75.00
08/31/2017	Ilyas Rona	A106 Communicate (with client) L120 Analysis/Strategy: Drafting detailed email to Frantz Balan explaining trustee's calculations and attaching data	0.50	\$375.00	\$187.50

08/31/2017	Kasey Emmons	A103 Draft/revise B160 Fee/Employment Applications: Review/proof StoneTurn's first fee application.	0.60	\$225.00	\$135.00
09/01/2017	Gregory Corbin	A105 Communicate (in firm) L120 Analysis/Strategy: PC w/ IJR reviewing conversations with experts and using new information to fine-tune defense strategy.	0.50	\$275.00	\$137.50
09/01/2017	Ilyas Rona	A105 Communicate (in firm) L120 Analysis/Strategy: Conference with GNC re discussing defense strategies in light of expert opinions and ways to attack collapsed net equity	0.50	\$375.00	\$187.50
09/01/2017	Ilyas Rona	A108 Communicate (other external) L130 Experts/ Consultants: Phone call with Josh Dennis to review data issues with triangular transactions, credit transfers, and purchased credits to see if we can't find further flaws	1.00	\$375.00	\$375.00
09/01/2017	Ilyas Rona	A104 Review/analyze L110 Fact Investigation/ Development: Reviewed triangular transaction data to assess extent of problem of improper aggregation	2.10	\$375.00	\$787.50
09/05/2017	Ilyas Rona	A104 Review/analyze L110 Fact Investigation/ Development: Reviewed data for aggregation and triangular transaction issues	3.40	\$375.00	\$1,275.00
09/13/2017	Ilyas Rona	A105 Communicate (in firm) L120 Analysis/Strategy: Phone conference with MJD to discuss strategy for meeting with Trustee	0.70	\$375.00	\$262.50
09/13/2017	Michael Duran	A105 Communicate (in firm) L120 Analysis/Strategy: Conference call with IJR to plan for meeting with Trustee.	0.70	\$300.00	\$210.00
09/13/2017	Ilyas Rona	A104 Review/analyze L110 Fact Investigation/ Development: Reviewed data to determine good cases studies for meeting with Huron	3.90	\$375.00	\$1,462.50
09/14/2017	Ilyas Rona	A108 Communicate (other external) L130 Experts/ Consultants: Meeting with Josh Dennis at Stoneturn to prepare for meeting with Huron tomorrow	2.40	\$375.00	\$900.00
09/15/2017	Ilyas Rona	A105 Communicate (in firm) L120 Analysis/Strategy: Phone conference with MJD re strategy re experts	0.60	\$375.00	\$225.00
09/15/2017	Michael Duran	A105 Communicate (in firm) L120 Analysis/Strategy: Discuss upcoming meeting with opposing counsel with Ilyas.	0.60	\$300.00	\$180.00
09/15/2017	Kasey Emmons	A108 Communicate (other external) L130 Experts/ Consultants: Meeting between parties and their experts (Huron and StoneTurn Group) to discuss methodologies.	2.50	\$225.00	\$562.50
09/15/2017	Ilyas Rona	A108 Communicate (other external) L130 Experts/ Consultants: Meeting between StoneTurn and Huron to discuss problems with Trustee's expert analysis	2.50	\$375.00	\$937.50

09/15/2017	Michael Duran	A109 Appear for/attend L160 Settlement/Non-Binding ADR: Attend meeting with Trustee, Trustee's counsel, Huron, and Stoneturn, along with IJR and KAE.	2.50	\$300.00	\$750.00
09/18/2017	Michael Duran	A104 Review/analyze L120 Analysis/Strategy: Further review of Stoneturn Analysis. (Total time entry of 1.4 h split between Domestic and International Classes)	0.70	\$300.00	\$210.00
09/19/2017	Ilyas Rona	A105 Communicate (in firm) L130 Experts/Consultants: Strategy discussion with LEM and MJD re experts and billing issues	0.50	\$375.00	\$187.50
09/19/2017	Michael Duran	A105 Communicate (in firm) L130 Experts/Consultants: Conference with IJR and LEM re: experts.	0.50	\$300.00	\$150.00
10/04/2017	Gregory Corbin	A105 Communicate (in firm) L120 Analysis/Strategy: PC with IJR and KAE re: status of case, next steps, and strategy on experts and net winner defenses	0.40	\$275.00	\$110.00
10/04/2017	Ilyas Rona	A105 Communicate (in firm) L120 Analysis/Strategy: PC with GNC and KAE re: status of case, next steps, and strategy on experts and net winner defenses	0.40	\$375.00	\$150.00
10/05/2017	Ilyas Rona	A108 Communicate (other external) L130 Experts/Consultants: Phone call with Joshua Dennis re remaining work, status of fee application, and strategy issues	0.70	\$375.00	\$262.50
10/12/2017	Ilyas Rona	A108 Communicate (other external) L130 Experts/Consultants: Exchanged emails with Andrew Lizotte and Josh Dennis re Stoneturn fee applications	0.30	\$375.00	\$112.50
10/17/2017	Kasey Emmons	A104 Review/analyze L210 Pleadings: Review Motion To Establish Omnibus Procedures for the Resolution of Disputed Participant Claims.	0.80	\$225.00	\$180.00
10/17/2017	Gregory Corbin	A104 Review/analyze L210 Pleadings: Review Doc. 921 in main bankruptcy case - motion for the resolution of disputed participant claims.	0.60	\$275.00	\$165.00
10/24/2017	Michael Duran	A104 Review/analyze L120 Analysis/Strategy: Begin review and analysis of Trustee's Motion to establish claims process. (Total time entry of 1.2 h split between Domestic and International Classes)	0.60	\$300.00	\$180.00
10/25/2017	Michael Duran	A104 Review/analyze L120 Analysis/Strategy: draft notes and arguments regarding use of user accounts as offset against net loser liability. (Total time entry of .8 h split between Domestic and International Classes)	0.40	\$300.00	\$120.00
11/08/2017	Michael Duran	A102 Research L210 Pleadings: Review of expert report and data as it relates to our potential objection.(Total time 1.5, but time entry split between Domestic and International Classes)	0.70	\$300.00	\$210.00
11/09/2017	Ilyas Rona	A103 Draft/revise B160 Fee/Employment Applications: Reviewed and made suggestions for Stoneturn fee	0.20	\$375.00	\$75.00

		application. (Total time entry of .4 h split between Domestic and International Classes)			
11/10/2017	Ilyas Rona	A108 Communicate (other external) B160 Fee/ Employment Applications: Phone conference with MJD and Josh Dennis to give final comments on fee app	0.10	\$375.00	\$37.50
11/10/2017	Ilyas Rona	A105 Communicate (in firm) L120 Analysis/Strategy: Conference with MJD and JHK to discuss response to Trustee proposal for claims administration given domestic class POCs. (Total time entry of 1 h split between Domestic and International Classes)	0.50	\$375.00	\$187.50
11/10/2017	Jin-Ho King	A105 Communicate (in firm) L120 Analysis/Strategy: discuss w/ IJR and MJD re: carve out policy for Trustee decisions on proofs of claim. (Total time entry of 1 h split between Domestic and International Classes)	0.50	\$300.00	\$150.00
11/10/2017	Michael Duran	A105 Communicate (in firm) L120 Analysis/Strategy: Conference call with IJR and JHK re: issues related to claims filing. (Total time entry of 1 h split between Domestic and International Classes)	0.50	\$300.00	\$150.00
11/10/2017	Michael Duran	A102 Research L120 Analysis/Strategy: Research regarding our position and potential response to the Trustee's Claims procedures. (Total time entry of 2.3 h, rounded down to 2.2 and split between Domestic and International Classes)	1.10	\$300.00	\$330.00
11/10/2017	Michael Duran	A105 Communicate (in firm) L210 Pleadings: Conference call with IJR re: response to Trustee's Claims Resolution Proposal. (Total time: .2, time entry split between Domestic and International class)	0.10	\$300.00	\$30.00
11/10/2017	Michael Duran	A105 Communicate (in firm) L210 Pleadings: Conference call with IJR re: response to Trustee's Claims Resolution Proposal. (Total time: .4, time entry split between Domestic and International class)	0.20	\$300.00	\$60.00
11/10/2017	Michael Duran	A105 Communicate (in firm) L210 Pleadings: Conference call with IJR re: response to Trustee's Claims Resolution Proposal. (Total time: .3, time entry rounded down and split between Domestic and International class)	0.10	\$300.00	\$30.00
11/10/2017	Michael Duran	A105 Communicate (in firm) L130 Experts/Consultants: Phone conference with IJR on Stoneturn Fee app.	0.10	\$300.00	\$30.00
11/12/2017	Michael Duran	A102 Research L210 Pleadings: Research regarding the Research re our objection to Trustee's Procedures. (time entry split between Domestic and International Classes)	1.30	\$300.00	\$390.00
11/13/2017	Ilyas Rona	A104 Review/analyze L250 Other Written Motions and Submissions: Reviewed trustee's claims resolution proposal and made notes re potential response. (Total	0.90	\$375.00	\$337.50

		time entry of 1.8 h split between Domestic and International Classes)			
11/13/2017	Michael Duran	A105 Communicate (in firm) L120 Analysis/Strategy: Conference call with IJR re: potential objection to the Trustee's proposed claim resolution process. (Total time: 1.3, time entry rounded down and split between Domestic and International class)	0.60	\$300.00	\$180.00
11/13/2017	Ilyas Rona	A103 Draft/revise L250 Other Written Motions and Submissions: Drafting opposition to motion for claims allowance process. (Total time entry of 1.4 h split between Domestic and International Classes)	0.70	\$375.00	\$262.50
11/13/2017	Ilyas Rona	A105 Communicate (in firm) L120 Analysis/Strategy: Phone conference with MJD to discuss objections to Trustee's proposal for claims allowance. (Total time entry of 1.3 h, rounded down to 1.2 h and split between Domestic and International Classes)	0.60	\$375.00	\$225.00
11/13/2017	Ilyas Rona	A104 Review/analyze L250 Other Written Motions and Submissions: Reviewed claims data and expert preliminary opinions to assist with preparation of objection to Trustee's proposed claims allowance procedures. (Total time entry of 1.4 h split between Domestic and International Classes)	0.70	\$375.00	\$262.50
11/13/2017	Michael Duran	A105 Communicate (in firm) L210 Pleadings: Conference call with IJR re: response to Trustee's Claims Resolution Proposal. (Total time: .6, time entry rounded down and split between Domestic and International class)	0.30	\$300.00	\$90.00
11/13/2017	Michael Duran	A103 Draft/revise L210 Pleadings: Drafting work re: response to Trustee's Claims Resolution Proposal. (Total time: 4.8, time entry split between Domestic and International class)	2.40	\$300.00	\$720.00
11/13/2017	Michael Duran	A103 Draft/revise L210 Pleadings: Drafting work re: response to Trustee's Claims Resolution Proposal. (Total time: 3.6, time entry split between Domestic and International class)	1.80	\$300.00	\$540.00
11/14/2017	Kasey Emmons	A103 Draft/revise L210 Pleadings: Review/edit draft objection to Trustee's motion for omnibus procedures re: objections to claims.(Total time entry of .5 h rounded down to .4 and split between Domestic and International Classes)	0.20	\$225.00	\$45.00
11/14/2017	Michael Duran	A103 Draft/revise L250 Other Written Motions and Submissions: Drafting of Objection to Trustee's Motion to Establish Omnibus Procedures. Drafting work (Total time: 4.2, time entry split between Domestic and International class)	2.10	\$300.00	\$630.00
11/14/2017	Ilyas Rona	A103 Draft/revise L250 Other Written Motions and Submissions: Editing and revising draft objection to	1.90	\$375.00	\$712.50

		trustee's proposes claims allowance procedures. (Total time entry of 3.8h split between Domestic and International Classes)			
11/14/2017	Ilyas Rona	A103 Draft/revise L250 Other Written Motions and Submissions: Reviewed, proofread, and finalized objection to Trustee's proposed claims allowance procedures. (Total time entry of 1.2 h split between Domestic and International Classes)	0.60	\$375.00	\$225.00
11/14/2017	Ilyas Rona	A111 Other L250 Other Written Motions and Submissions: ECF filed objection. (Total time entry of .4h split between Domestic and International Classes)	0.20	\$375.00	\$75.00
11/14/2017	Michael Duran	A105 Communicate (in firm) L210 Pleadings: Call with IJR re: response to Trustee's claim procedures. (Total time: .2, time entry split between Domestic and International class)	0.10	\$300.00	\$30.00
11/14/2017	Michael Duran	A105 Communicate (in firm) L210 Pleadings: Call with IJR re: response to Trustee's claim procedures. (Total time: 1.4, time entry split between Domestic and International class)	0.70	\$300.00	\$210.00
11/14/2017	Michael Duran	A105 Communicate (in firm) L210 Pleadings: Call with IJR re: response to Trustee's claim procedures. (Total time: .4, time entry split between Domestic and International class)	0.20	\$300.00	\$60.00
11/14/2017	Michael Duran	A105 Communicate (in firm) L210 Pleadings: Call with IJR re: response to Trustee's claim procedures. (Total time: .3, time entry rounded down and split between Domestic and International class)	0.10	\$300.00	\$30.00
11/16/2017	Michael Duran	A102 Research L210 Pleadings: Research for our objection to Trustee's Procedures. (Total time: .4, time entry split between Domestic and International class)	0.20	\$300.00	\$60.00
11/21/2017	Ilyas Rona	A108 Communicate (other external) L250 Other Written Motions and Submissions: Conference call with MJD, H Murphy, and A Lizotte to discus and narrow objections to claims allowance procedures. (Total time entry of 1.2 h split between Domestic and International Classes)	0.60	\$375.00	\$225.00
11/21/2017	Michael Duran	A101 Plan and prepare for L120 Analysis/Strategy: Work with Ilyas to plan for upcoming call with the Trustee; Discuss strategy re: our position on certain issues related to class of defendants. (Total time entry of .4 h split between Domestic and International Classes)	0.20	\$300.00	\$60.00
11/21/2017	Michael Duran	A108 Communicate (other external) L160 Settlement/ Non-Binding ADR: Conference call with Ilyas and counsel for the Trustee re: our opposition to the claims process on behalf of the defendant class. (Total time entry of 1.2 h split between Domestic and International Classes)	0.60	\$300.00	\$180.00

11/21/2017	Ilyas Rona	A101 Plan and prepare for L120 Analysis/Strategy: plan for upcoming call with the Trustee with mjd; Discuss strategy re: our position on certain issues related to class of defendants. (Total time entry of .4 h split between Domestic and International Classes)	0.20	\$375.00	\$75.00
11/28/2017	Ilyas Rona	A101 Plan and prepare for L450 Trial and Hearing Attendance: Prepared for hearing on motion for claims allowance procedures with MJD. (Total time entry of .8 h split between Domestic and International Classes)	0.40	\$375.00	\$150.00
11/28/2017	Ilyas Rona	A108 Communicate (other external) L450 Trial and Hearing Attendance: Phone call with Harry Murphy and Andy Lizotte re claims allowance procedures. (Total time entry of .3 h rounded down to .2h and split between Domestic and International Classes)	0.10	\$375.00	\$37.50
11/28/2017	Ilyas Rona	A109 Appear for/attend L450 Trial and Hearing Attendance: Attended hearing on Trustee's motion for claims allowance procedures. (Total time entry of .6 h split between Domestic and International Classes)	0.30	\$375.00	\$112.50
11/28/2017	Ilyas Rona	A108 Communicate (other external) L250 Other Written Motions and Submissions: Met with Trustee and his counsel and MJD to discuss options re motion for claims allowance procedure. (Total time entry of .4 h split between Domestic and International Classes)	0.20	\$375.00	\$75.00
11/28/2017	Michael Duran	A108 Communicate (other external) L160 Settlement/ Non-Binding ADR: Meet with Trustee and his counsel and IJR to discuss options for claims allowance. (Total time entry of .4 h split between Domestic and International Classes)	0.20	\$300.00	\$60.00
11/28/2017	Michael Duran	A101 Plan and prepare for L120 Analysis/Strategy: Prepare for hearing regarding claims procedures with IJR. (Total time entry of .8 h split between Domestic and International Classes)	0.40	\$300.00	\$120.00
11/28/2017	Michael Duran	A109 Appear for/attend L250 Other Written Motions and Submissions: Attend hearing regarding claims procedures. (Total time entry of .6 h split between Domestic and International Classes)	0.30	\$300.00	\$90.00
11/28/2017	Michael Duran	Discuss strategy for plan moving forward re: the claims process and how it will influence adversary proceeding. (Total time entry of .5 h rounded down to .4 and split between Domestic and International Classes)	0.20	\$300.00	\$60.00
11/28/2017	Ilyas Rona	A105 Communicate (in firm) L120 Analysis/Strategy: Office conference with MJD to discuss strategy re claims allowance procedure. (Total time entry of .5 h rounded down to .4 and split between Domestic and International Classes)	0.20	\$375.00	\$75.00
12/05/2017	Ilyas Rona	A108 Communicate (other external) L130 Experts/ Consultants: Phone call with Josh Dennis to discuss	0.30	\$375.00	\$112.50

		claims allowance procedures. (Total time entry of .7 h rounded down to .6 and split between Domestic and International Classes)			
12/13/2017	Ilyas Rona	A108 Communicate (other external) L130 Experts/Consultants: Phone conference with Stoneturn to review claims data from trustee and discuss position as to objections. (Total time entry of .4 h split between Domestic and International Classes)	0.40	\$375.00	\$150.00
12/18/2017	Ilyas Rona	A105 Communicate (in firm) L120 Analysis/Strategy: Phone call with MJD to review and analyze claims allowance procedure. (Total time entry of 2 h split between Domestic and International Classes)	1.00	\$375.00	\$375.00
12/18/2017	Michael Duran	A105 Communicate (in firm) L120 Analysis/Strategy: Review and discuss Trustee's Proposed revised Claims Procedures related to class of net winners. (Total time entry of 2 h split between Domestic and International Classes)	1.00	\$300.00	\$300.00
12/18/2017	Ilyas Rona	A108 Communicate (other external) L130 Experts/Consultants: Phone call with Stoneturn to discuss Trustee's specific claims allowance procedures. (Total time entry of .6 h split between Domestic and International Classes)	0.30	\$375.00	\$112.50
12/18/2017	Ilyas Rona	A108 Communicate (other external) B310 Claims Administration and Objections.: Conference call with Trustee and counsel and MJD to discuss proposed order on claims allowance procedure. (Total time entry of .6 h split between Domestic and International Classes)	0.30	\$375.00	\$112.50
12/18/2017	Ilyas Rona	A105 Communicate (in firm) L120 Analysis/Strategy: Phone call with MJD to discuss resolution of claims allowance procedure objections. (Total time entry of .2 h split between Domestic and International Classes)	0.10	\$375.00	\$37.50
12/18/2017	Michael Duran	A108 Communicate (other external) L190 Other Case Assessment, Development and Administration: Conference call with Trustee re: claims resolution process. (Total time entry of .6 h split between Domestic and International Classes)	0.30	\$300.00	\$90.00
12/18/2017	Michael Duran	A105 Communicate (in firm) L120 Analysis/Strategy: Conference with Ilyas post our call with the Trustee on Claims administration. (Total time entry of .2 h split between Domestic and International Classes)	0.10	\$300.00	\$30.00
12/19/2017	Ilyas Rona	A109 Appear for/attend L450 Trial and Hearing Attendance: Attended and spoke on behalf of defendant classes re claims allowance process and related objections. (Total time entry of 1.4 h split between Domestic and International Classes)	0.70	\$375.00	\$262.50

12/19/2017	Michael Duran	A109 Appear for/attend L450 Trial and Hearing Attendance: Attended hearing on claims procedures with IJR.(Total time entry of 1.4 h split between Domestic and International Classes)	0.70	\$300.00	\$210.00
12/21/2017	Michael Duran	A104 Review/analyze L120 Analysis/Strategy: Review and approve Trustee's proposed order on claims procedures. (Total time entry of .4 h split between Domestic and International Classes)	0.20	\$300.00	\$60.00
12/22/2017	Michael Duran	A108 Communicate (other external) L130 Experts/Consultants: Conference call with Trustee's counsel re: IRS claim issue that needed to be dealt with for the fee order.	0.10	\$300.00	\$30.00
12/27/2017	Michael Duran	A101 Plan and prepare for L130 Experts/Consultants: Review materials to prepare for hearing on Stoneturn Fee Application;	0.40	\$300.00	\$120.00
12/27/2017	Ilyas Rona	A105 Communicate (in firm) B160 Fee/Employment Applications: Conference with MJD to prepare for hearing on Stoneturn fee application	0.50	\$375.00	\$187.50
12/27/2017	Ilyas Rona	A109 Appear for/attend B160 Fee/Employment Applications.: Attending hearing on Stoneturn fee application	0.90	\$375.00	\$337.50
12/27/2017	Michael Duran	A105 Communicate (in firm) L130 Experts/Consultants: Conference with IJR to prepare for hearing on stoneturn fee application.	0.50	\$300.00	\$150.00
12/27/2017	Michael Duran	A109 Appear for/attend L130 Experts/Consultants: Attend hearing on Stoneturn Fee Application with IJR.	0.90	\$300.00	\$270.00
02/08/2018	Ilyas Rona	A108 Communicate (other external) L110 Fact Investigation/Development: Phone call from Doug Flahaut re Defendant Jorge Mejia and various data issues. (Total time entry of .7 h rounded down to .6 and split between Domestic and International Classes)	0.30	\$375.00	\$112.50
02/08/2018	Ilyas Rona	A108 Communicate (other external) L110 Fact Investigation/Development: Follow up email to Doug Flahaut re data	0.10	\$375.00	\$37.50
02/13/2018	Ilyas Rona	A104 Review/analyze L120 Analysis/Strategy: Reviewed claims allowance portal procedure. (Total time entry of .6 h split between Domestic and International Classes)	0.30	\$375.00	\$112.50
02/14/2018	Ilyas Rona	A108 Communicate (other external) L110 Fact Investigation/Development: Conference call with Trustee, Tim Marin, Harry Murphy, Andrew Lizotte, and MJD to discuss claims allowance procedure. (Total time entry of .6 h split between Domestic and International Classes)	0.30	\$375.00	\$112.50
02/14/2018	Michael Duran	A105 Communicate (in firm) L120 Analysis/Strategy: Conference with Ilyas re: upcoming call with	0.10	\$300.00	\$30.00

		Trustee.(Total time entry of .3 h rounded down to .2 h and split between Domestic and International Classes)				
02/14/2018	Michael Duran	A105 Communicate (in firm) L120 Analysis/Strategy: Review materials to prepare for upcoming call with Trustee, including proposed notice, proposed portal layout. (Total time entry of 1.3 h rounded down to 1.2 and split between Domestic and International Classes)	0.60	\$300.00	\$180.00	
02/15/2018	Ilyas Rona	A105 Communicate (in firm) L120 Analysis/Strategy: Discussed modifications of claims allowance hyperlink with MJD (Total time entry of 1.1 h rounded down to 1 h and split between Domestic and International Classes)	0.50	\$375.00	\$187.50	
02/15/2018	Michael Duran	A105 Communicate (in firm) L120 Analysis/Strategy: Discuss modification of net winner portal with IJR. (Total time entry of 1.1 h rounded down to 1 h and split between Domestic and International Classes)	0.50	\$300.00	\$150.00	
02/16/2018	Ilyas Rona	A108 Communicate (other external) L130 Experts/ Consultants: Conference call with Murphy King and MJD re various issues including experts	0.20	\$375.00	\$75.00	
03/01/2018	Ilyas Rona	A105 Communicate (in firm) L120 Analysis/Strategy: Office conference with MJD to discuss strategy and status of PIEC appeal and possible effect on these cases. (Total time entry of .7 h rounded down to .6 h and split between Domestic and International Classes)	0.30	\$375.00	\$112.50	
03/01/2018	Michael Duran	A105 Communicate (in firm) L120 Analysis/Strategy: Discuss strategy with IJR and status of PIEC Appeal. (Total time entry of .7 h rounded down to .6 h and split between Domestic and International Classes)	0.30	\$300.00	\$90.00	
03/22/2018	Ilyas Rona	A104 Review/analyze L110 Fact Investigation/ Development: Reviewed email and data form Global Marketing Strategies and drafted email reply with discussion about issues pertaining to claims administration and class defense	1.10	\$375.00	\$412.50	
03/22/2018	Leonard Milligan	A105 Communicate (in firm) L120 Analysis/Strategy: strategy call: discuss trustee claims process communication, class and individual duties, conflict concerns. (Total time entry of 1 h split between Domestic and International Classes)	0.50	\$350.00	\$175.00	
03/22/2018	Michael Duran	A105 Communicate (in firm) L110 Fact Investigation/ Development: Conference call re: upcoming communication with Class Members.(Total time entry of 1 h split between Domestic and International Classes)	0.50	\$300.00	\$150.00	
03/22/2018	Jin-Ho King	A105 Communicate (in firm) L120 Analysis/Strategy: discuss strategy w/ LEM, IJR, and MJD for communicating with class members re: claims process.	0.50	\$300.00	\$150.00	

		(Total time entry of 1 h split between Domestic and International Classes)				
03/22/2018	Jin-Ho King	A103 Draft/revise L190 Other Case Assessment, Development and Administration: draft emails to individual class member and class as a whole	0.50	\$300.00	\$150.00	
03/22/2018	Michael Duran	A105 Communicate (in firm) L110 Fact Investigation/ Development: Additional conference call with LEM re: communications with clients. (Total time entry of .2 h split between Domestic and International Classes)	0.10	\$300.00	\$30.00	
03/22/2018	Michael Duran	A105 Communicate (in firm) L120 Analysis/Strategy: Conference call with IJR re: our communication to class members. (Total time entry of .7 h rounded down to .6 split between Domestic and International Classes)	0.30	\$300.00	\$90.00	
03/22/2018	Michael Duran	A105 Communicate (in firm) L120 Analysis/Strategy: Review materials needed to prepare communication to class members. (Total time entry of .8 h split between Domestic and International Classes)	0.40	\$300.00	\$120.00	
03/22/2018	Michael Duran	A105 Communicate (in firm) L120 Analysis/Strategy: Drafting work on communication to class members. (Total time entry of 1.2 h split between Domestic and International Classes)	0.60	\$300.00	\$180.00	
03/22/2018	Michael Duran	A103 Draft/revise B110 Case Administration: Continue drafting work on notice to class members. (Total time entry of 8 h split between Domestic and International Classes)	0.40	\$300.00	\$120.00	
03/22/2018	Ilyas Rona	A103 Draft/revise L120 Analysis/Strategy: Reviewed and made edits to draft communication to class members re claims allowance process (Total time entry of 1.2 h split between Domestic and International Classes)	0.60	\$375.00	\$225.00	
03/22/2018	Ilyas Rona	A105 Communicate (in firm) L120 Analysis/Strategy: discuss strategy w/ LEM, JHK, and MJD for communicating with class members re: claims process. (Total time entry of 1 h split between Domestic and International Classes)	0.50	\$375.00	\$187.50	
03/23/2018	Ilyas Rona	A108 Communicate (other external) L110 Fact Investigation/Development: Phone conversation with Roy Lentz re Trustee's aggregation models and assumptions re liability calculations	0.60	\$375.00	\$225.00	
03/23/2018	Jin-Ho King	A105 Communicate (in firm) L120 Analysis/Strategy: discuss messaging re: claims process w/ MJD. (Total time entry of .6 h split between Domestic and International Classes)	0.30	\$300.00	\$90.00	
03/23/2018	Jin-Ho King	A103 Draft/revise L190 Other Case Assessment, Development and Administration: revise message to class members. (Total time entry of 1.7 h rounded down	0.80	\$300.00	\$240.00	

		to 1.6 and split between Domestic and International Classes)			
03/23/2018	Jin-Ho King	A110 Manage data/files L140 Document/File Management: update website with class notice RE: Trustee's recent email notice. (Total time entry of .8h split between Domestic and International Classes)	0.40	\$300.00	\$120.00
03/23/2018	Ilyas Rona	A103 Draft/revise L120 Analysis/Strategy: Reviewed and made edits to draft communication to class members re claims allowance process. (Total time entry of .8h split between Domestic and International Classes)	0.40	\$375.00	\$150.00
03/23/2018	Michael Duran	A105 Communicate (in firm) L120 Analysis/Strategy: discuss messaging with JHK. (Total time entry of .6 h split between Domestic and International Classes)	0.30	\$300.00	\$90.00
03/26/2018	Michael Duran	A108 Communicate (other external) C300 Analysis and Advice: Draft emails to translators. (Total time entry of .2 h split between Domestic and International Classes)	0.10	\$300.00	\$30.00
03/26/2018	Michael Duran	A105 Communicate (in firm) C300 Analysis and Advice: Conference call with Jhk re: internet posting notice to net winners. (Total time entry of .2 h split between Domestic and International Classes)	0.10	\$300.00	\$30.00
03/31/2018	Jin-Ho King	update class website w/ Spanish-language announcement about Trustee's email. (Total time entry of .3 h rounded down to .2 and split between Domestic and International Classes)	0.10	\$300.00	\$30.00
04/03/2018	Jin-Ho King	A106 Communicate (with client) L190 Other Case Assessment, Development and Administration: prepare email lists, text, and automation script, and send emails to 13K+ members of the defense class. (Total time entry of 1.8h split between Domestic and International Classes)	0.90	\$300.00	\$270.00
04/06/2018	Kasey Emmons	A105 Communicate (in firm) L120 Analysis/Strategy: Discuss status and response to inquiries with IJR, MJD, and GNC. (Total time entry of .2h split between Domestic and International Classes)	0.10	\$225.00	\$22.50
04/06/2018	Jin-Ho King	A110 Manage data/files L140 Document/File Management: attempt to compile list of failed email addresses from batch of domestic emails. (Total time entry of .9 h rounded down to .8 h and split between Domestic and International Classes)	0.40	\$300.00	\$120.00
04/06/2018	Gregory Corbin	A105 Communicate (in firm) L120 Analysis/Strategy: Discuss summary judgment strategy w/ IJR, KAE, and MJD. (Total time entry of .2 h split between Domestic and International Classes)	0.10	\$275.00	\$27.50
04/08/2018	Michael Duran	A105 Communicate (in firm) L120 Analysis/Strategy: Conference with ijr re: communications with class	0.10	\$300.00	\$30.00

		members. (Total time entry of .3 h rounded down to .2 h and split between Domestic and International Classes)			
04/08/2018	Ilyas Rona	A105 Communicate (in firm) L120 Analysis/Strategy: Phone conference with MJD to discuss strategy re message to class members and their responses. Total time entry of .3 h rounded down to .2 h and split between Domestic and International Classes)	0.10	\$375.00	\$37.50
04/09/2018	Michael Duran	A104 Review/analyze C100 Fact Gathering: Review emails from class members. (Total time entry of .7 h rounded down to .6 h and split between Domestic and International Classes)	0.30	\$300.00	\$90.00
04/09/2018	Jin-Ho King	A105 Communicate (in firm) L120 Analysis/Strategy: share thoughts on email responses received after email notice. (Total time entry of .3 h rounded down to .2 h and split between Domestic and International Classes)	0.10	\$300.00	\$30.00
04/09/2018	Jin-Ho King	A105 Communicate (in firm) L120 Analysis/Strategy: discuss w/ MJD best method of addressing questions from class members (0.6); discuss w/ MJD and IJR re: class communications (0.2) (Total time entry of .8 h split between Domestic and International Classes)	0.40	\$300.00	\$120.00
04/09/2018	Michael Duran	A105 Communicate (in firm) L120 Analysis/Strategy: Discuss class communication with IJR and JHK. (Total time entry of .2 h split between Domestic and International Classes)	0.10	\$300.00	\$30.00
04/09/2018	Ilyas Rona	A105 Communicate (in firm) L120 Analysis/Strategy: Office conference with JHK and MJD to discuss communication with class members. (Total time entry of .2 h split between Domestic and International Classes)	0.10	\$375.00	\$37.50
04/09/2018	Michael Duran	A105 Communicate (in firm) L120 Analysis/Strategy: Discuss communications with class with JHK. (Total time entry of .8 h split between Domestic and International Classes)	0.40	\$300.00	\$120.00
04/09/2018	Jin-Ho King	A110 Manage data/files L120 Analysis/Strategy: aggregate and classify questions from class members. (Total time entry of .1.2 h split between Domestic and International Classes)	0.60	\$300.00	\$180.00
04/09/2018	Jin-Ho King	A110 Manage data/files L140 Document/File Management: create blacklists for email recipients based on email bounces and complaints (Total time entry of 0.6 h split between Domestic and International Classes)	0.30	\$300.00	\$90.00
04/09/2018	Michael Duran	A105 Communicate (in firm) L120 Analysis/Strategy: Conference with JHK re: email notice questions and issues. [Total time entry of 0.4 h split between Domestic and International Classes]	0.20	\$300.00	\$60.00

04/09/2018	Jin-Ho King	A105 Communicate (in firm) L120 Analysis/Strategy: discuss w/ MJD re compliance w/ anti-SPAM laws, Amazon SES policies, and court orders [Total time entry of 0.4 h split between Domestic and International Classes]	0.20	\$300.00	\$60.00
04/10/2018	Gregory Corbin	A108 Communicate (other external) L190 Other Case Assessment, Development and Administration: PC from Net Winner/Net Loser. Provide information contained in email. Collect information for further response if required. [Total time entry of 0.4 h split between Domestic and International Classes]	0.20	\$275.00	\$55.00
04/10/2018	Michael Duran	A104 Review/analyze L110 Fact Investigation/ Development: Review responses from class members to MRDK's notice. [Total time entry of 0.4 h split between Domestic and International Classes]	0.20	\$300.00	\$60.00
04/10/2018	Jin-Ho King	A110 Manage data/files L140 Document/File Management: add additional questions to FAQ document and manage DMARC reports [Total time entry of 0.3 rounded down to 0.2 h and split between Domestic and International Classes]	0.10	\$300.00	\$30.00
04/10/2018	Jin-Ho King	A103 Draft/revise L250 Other Written Motions and Submissions: update bio for inclusion in fee application [Total time entry of 0.2 h split between Domestic and International Classes]	0.10	\$300.00	\$30.00
04/10/2018	Gregory Corbin	A104 Review/analyze L210 Pleadings: Review pleadings in cases and caselaw to continue strategy for summary judgment	3.10	\$275.00	\$852.50
04/11/2018	Jin-Ho King	A110 Manage data/files L140 Document/File Management: compile responses from class members and compare email addresses w/ email-recipient lists [Total time entry of 1.2 h split between Domestic and International Classes]	0.60	\$300.00	\$180.00
04/13/2018	Ilyas Rona	A108 Communicate (other external) L120 Analysis/ Strategy: Conference call with various alleged Net Winners to discuss status of case and next steps	1.40	\$375.00	\$525.00
04/13/2018	Ilyas Rona	A108 Communicate (other external) L130 Experts/ Consultants: Phone call with Charlie Bennett and Andrew Lizotte re expert reports and timing issues	0.30	\$375.00	\$112.50
04/13/2018	Ilyas Rona	A108 Communicate (other external) L130 Experts/ Consultants: Drafting email to Josh Dennis re expert issues in light if call with Trustee	0.40	\$375.00	\$150.00
04/13/2018	Ilyas Rona	A105 Communicate (in firm) L130 Experts/Consultants: Drafting email to MJD summarizing call with Trustee	0.20	\$375.00	\$75.00
04/13/2018	Ilyas Rona	A101 Plan and prepare for L120 Analysis/Strategy: Reviewed claims data and new winner data to prepare for call with various net winners	2.10	\$375.00	\$787.50

04/14/2018	Ilyas Rona	A108 Communicate (other external) L420 Expert Witnesses: Phone conference with Josh Dennis re responding to Expert proposal	0.40	\$375.00	\$150.00
04/17/2018	Gregory Corbin	A105 Communicate (in firm) L120 Analysis/Strategy: Fee App discussion with MJD. [Total time entry of 0.3 h rounded down to 0.2 h and split between Domestic and International Classes]	0.10	\$275.00	\$27.50
04/17/2018	Ilyas Rona	A105 Communicate (in firm) B160 Fee/Employment Applications: Conference with GNC to discuss fee application [Total time entry of 0.3 h rounded down to 0.2 h and split between Domestic and International Classes]	0.10	\$375.00	\$37.50
04/18/2018	Jin-Ho King	A110 Manage data/files L140 Document/File Management: compile questions from class members for possible FAQ [Total time entry of 0.6 h split between Domestic and International Classes]	0.30	\$300.00	\$90.00
04/18/2018	Gregory Corbin	A103 Draft/revise L190 Other Case Assessment, Development and Administration: Draft second interim fee application. [Total time entry of 0.8 h split between Domestic and International Classes]	0.40	\$275.00	\$110.00
04/19/2018	Kasey Emmons	A105 Communicate (in firm) L120 Analysis/Strategy: Discuss claims inquiries with MJD. [Total time entry of 0.2 h split between Domestic and International Classes]	0.10	\$225.00	\$22.50
04/19/2018	Michael Duran	A105 Communicate (in firm) L110 Fact Investigation/ Development: Conference with KAE re: recent communications from class members. [Total time entry of 0.2 h split between Domestic and International Classes]	0.10	\$300.00	\$30.00
04/19/2018	Michael Duran	A105 Communicate (in firm) L110 Fact Investigation/ Development: Review and analyze recent communications from class members [Total time entry of 0.2 h split between Domestic and International Classes]	0.10	\$300.00	\$30.00
04/23/2018	Ilyas Rona	A105 Communicate (in firm) L120 Analysis/Strategy: Meeting with MJD to discuss overall strategy [Total time entry of 0.4 h split between Domestic and International Classes]	0.20	\$375.00	\$75.00
04/23/2018	Ilyas Rona	A105 Communicate (in firm) L130 Experts/Consultants: Meeting with MJD and LEM to discuss expert strategy [Total time entry of 0.5 h rounded down to 0.4 h and split between Domestic and International Classes]	0.20	\$375.00	\$75.00
04/23/2018	Michael Duran	A105 Communicate (in firm) L130 Experts/Consultants: Meeting with IJR and LEM to discuss expert strategy [Total time entry of 0.5 h rounded down to 0.4 h and split between Domestic and International Classes]	0.20	\$300.00	\$60.00

04/23/2018	Leonard Milligan	A105 Communicate (in firm) L130 Experts/Consultants: Meeting with IJR and MJD to discuss expert strategy [Total time entry of 0.5 h rounded down to 0.4 h and split between Domestic and International Classes]	0.20	\$350.00	\$70.00
04/23/2018	Michael Duran	A105 Communicate (in firm) L120 Analysis/Strategy: Meeting with IJR to discuss overall strategy. [Total time entry of 0.4 h split between Domestic and International Classes]	0.20	\$300.00	\$60.00
04/24/2018	Michael Duran	A103 Draft/revise B160 Fee/Employment Applications: Drafting work on Fee Application. (Total time entry of 2.5 h rounded down to 2.4 h and split between Domestic and International Classes)	1.20	\$300.00	\$360.00
04/24/2018	Ilyas Rona	A103 Draft/revise B160 Fee/Employment Applications: Editing and revising fee application [Total time entry of 1.6 h split between Domestic and International Classes]	0.80	\$375.00	\$300.00
04/25/2018	Michael Duran	A103 Draft/revise B160 Fee/Employment Applications: Drafting work on Fee Application. (Total time entry of 2.2 h split between Domestic and International Classes)	1.10	\$300.00	\$330.00
04/25/2018	Michael Duran	A103 Draft/revise B160 Fee/Employment Applications: Continue work on fee application. (Total time entry 2.4, split between Domestic and International Classes.)	1.20	\$300.00	\$360.00
Quantity Subtotal					147.2
Services Subtotal					\$47,422.50

Expenses

Date	Description	Quantity	Rate	Total
08/23/2017	E107 Delivery services/messengers: PostNet mailing of MRDK's first interim fee application and notice of hearing.	1.00	\$275.16	\$275.16
08/28/2017	E116 Trial transcripts: Hearing transcript (Dos Santos motion for SJ) February 22, 2017.	1.00	\$321.20	\$321.20
09/01/2017	E124 Other: DigitalOcean hosting for telexfreelawsuit.com site for August 2017	1.00	\$5.05	\$5.05
10/01/2017	E124 Other: DigitalOcean monthly invoice for hosting telexfreelawsuit.com website	1.00	\$5.05	\$5.05
10/01/2017	E106 Online research: PACER Q3 usage	1.00	\$35.30	\$35.30
11/01/2017	E124 Other: DigitalOcean monthly invoice for hosting telexfreelawsuit.com website	1.00	\$5.05	\$5.05
12/01/2017	E124 Other: DigitalOcean monthly invoice for hosting telexfreelawsuit.com website	1.00	\$5.05	\$5.05

01/01/2018	E124 Other: DigitalOcean monthly invoice for hosting telexfreelawsuit.com website	1.00	\$5.05	\$5.05
02/01/2018	E124 Other: DigitalOcean monthly invoice for hosting telexfreelawsuit.com website	1.00	\$5.05	\$5.05
03/01/2018	E124 Other: DigitalOcean monthly invoice for hosting telexfreelawsuit.com website	1.00	\$5.05	\$5.05
04/01/2018	E124 Other: DigitalOcean monthly invoice for hosting telexfreelawsuit.com website	1.00	\$5.05	\$5.05
04/17/2018	E124 Other: Amazon Web Services invoice for April (up through 2018-04-17) for email communications with class members	1.00	\$20.75	\$20.75

Expenses Subtotal **\$692.81**

Quantity Total **147.2**

Subtotal **\$48,115.31**

Total **\$48,115.31**

Please make all amounts payable to: Milligan Rona Duran & King LLC

Please pay within 30 days.