

KLESTADT WINTERS JURELLER  
SOUTHARD & STEVENS, LLP  
Tracy L. Klestadt  
Joseph C. Corneau  
200 West 41<sup>st</sup> Street, 17<sup>th</sup> Floor  
New York, New York 10036  
(212) 972-3000

**Hearing Date:** October 19, 2016

**Hearing Time:** 10:00 a.m.

**Objection Deadline:** October 12, 2016  
4:00 p.m.

*Attorneys for the Debtors and Debtors-in-Possession*

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

In re:	:	Chapter 11
	:	
TGHI, INC., <u>et al.</u> ,	:	Case No. 16-10300 (MEW)
	:	
	:	Jointly Administered
Debtors <sup>1</sup>	:	
	:	

**SUMMARY OF FIRST AND FINAL APPLICATION FOR ALLOWANCE OF  
COMPENSATION AND REIMBURSEMENT OF EXPENSES PURSUANT TO  
SECTION 330 OF THE BANKRUPTCY CODE OF KLESTADT WINTERS JURELLER  
SOUTHARD & STEVENS, LLP, ATTORNEYS FOR THE DEBTORS**

Name of Applicant:	Klestadt Winters Jureller Southard & Stevens, LLP
Authorized to Provide Professional Services to:	TGHI, Inc. (" <u>Holdings</u> ") and Parent THI, Inc. (" <u>Parent</u> ," and together with Holdings, the " <u>Debtors</u> ")
Effective Date of Retention:	February 9, 2016
Period for Which Compensation and Reimbursement is Sought:	February 9, 2016 through September 14, 2016 (the " <u>Application Period</u> ")

<sup>1</sup>The Debtors and the last four digits of their taxpayer identification numbers are as follows: Parent THI, Inc. (5521) and TGHI, Inc. (3814).



Compensation Sought as Actual, Reasonable and Necessary for Application Period:	\$124,797.50
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Reimbursement of Expenses Sought as Actual, Reasonable and Necessary During Application Period:	\$3,264.45
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Number of Hours of Work Performed During Application Period:	277.60
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Blended Hourly Rate During Application Period:	\$449.55
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Fees Previously Requested:	\$0.00
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Fees Previously Awarded:	\$0.00
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Expenses Previously Requested:	\$0.00
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Expenses Previously Awarded:	\$0.00
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This is a: \_\_\_ interim   x   final application

**FIRST AND FINAL APPLICATION FOR ALLOWANCE OF COMPENSATION  
AND REIMBURSEMENT OF EXPENSES OF KLESTADT WINTERS  
JURELLER SOUTHARD & STEVENS, LLP, ATTORNEYS FOR THE DEBTORS**

**Fees by Professional**

<b>Name</b>	<b>Position/ Experience</b>	<b>Hourly Rate</b>	<b>Total Hours</b>	<b>Total Compensation</b>
Tracy L. Klestadt	Managing Partner; admitted in 1986.	\$675	8.80	\$5,940.00
Joseph C. Corneau	Partner; admitted in 2003.	\$475	215.90	\$102,457.50
Stephanie R. Sweeney	Associate; admitted in 2010.	\$375	22.90	\$8,587.50
Lauren C. Kiss	Associate; admitted in 2012.	\$325	16.30	\$5,297.50
Christopher J. Reilly	Associate; admitted in 2015.	\$250	4.60	\$1,150.00
Kristen Garofalo	Paralegal.	\$150	9.10	\$1,365.00
<b>Total</b>		<b>\$449.55</b> (Blended Hourly Rate)	<b>277.60</b>	<b>\$124,797.50</b>

**FIRST AND FINAL APPLICATION FOR ALLOWANCE OF COMPENSATION  
AND REIMBURSEMENT OF EXPENSES OF KLESTADT WINTERS  
JURELLER SOUTHARD & STEVENS, LLP, ATTORNEYS FOR THE DEBTORS**

**Fees by Project Category**

<b>Activity</b>	<b>Hours</b>	<b>Fees</b>
Chapter 11 General	55.80	\$25,695.00
Claims	15.80	\$6,605.00
Plan and Disclosure Statement	185.90	\$82,750.00
Retentions and Fees	20.10	\$9,747.50
<b>Total</b>	<b>277.60</b>	<b>\$124,797.50</b>

**FIRST AND FINAL APPLICATION FOR ALLOWANCE OF COMPENSATION  
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**Expenses**

<b>Disbursements</b>	<b>Amount</b>
Conference Calls	\$7.22
Federal Express	\$44.48
Filing Fees	\$90.00
Messenger	\$25.26
PACER	\$182.80
Photocopies	\$661.00
Subway	\$27.50
Transcripts	\$712.96
Westlaw	\$1,513.23
<b>Total Disbursements</b>	<b>\$3,264.45</b>

<sup>2</sup>The Debtors and the last four digits of their taxpayer identification numbers are as follows: Parent THI, Inc. (5521) and TGHI, Inc. (3814).

11 Case from February 9, 2016 through September 14, 2016 (the “Application Period”). In support of its Application, KWJS&S respectfully represents as follows:

**JURISDICTION AND VENUE**

1. This Court has jurisdiction over this Application pursuant to 28 U.S.C. §§ 157 and 1334. Venue of this case is proper in this district pursuant to 28 U.S.C. §§ 1408 and 1409. The statutory predicate for the relief sought herein is section 330 of the Bankruptcy Code and rules 2014 and 2016 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”).

**BACKGROUND**

2. On February 9, 2016 (the “Petition Date”), each of the Debtors filed a voluntary petition in this Court for relief under Chapter 11 of the Bankruptcy Code commencing the Chapter 11 Cases.

3. The Debtors continues to operate their respective businesses and manage their respective properties as debtors in possession pursuant to section 1107(a) and 1108 of the Bankruptcy Code.

4. No creditors’ committee, trustee or examiner has been appointed in the Debtors’ Chapter 11 Cases.

5. On April 15, 2016, the Debtors filed the *First Amended Joint Prepackaged Plan of Liquidation of the Debtors Pursuant to Chapter 11 of the Bankruptcy Code* (the “Prepack Plan”) [Docket No. 42].

6. On August 30, 2016, the Bankruptcy Court entered its *Findings of Fact, Conclusions of Law, and Order (I) Approving the Debtors’ (A) Disclosure Statement Pursuant to Sections 1125 and 1126(b) of the Bankruptcy Code and (B) Solicitation of Votes and Solicitation Procedures and*

*(II) Confirming the First Amended Joint Prepackaged Plan of Liquidation of the Debtors Pursuant to Chapter 11 of the Bankruptcy Code* [Docket No. 65].

7. The Prepack Plan became effective by its terms on September 14, 2016 (the “Effective Date”).

### **PROFESSIONAL FEE MATTERS**

8. On February 25, 2016, the Debtors filed their application to employ KWJS&S as attorneys for the Debtors (the “KWJS&S Retention Application”) [Docket No. 24]. The KWJS&S Retention Application was granted by order of the Bankruptcy Court dated March 15, 2016, nunc pro tunc to February 9, 2016 [Docket No. 41].

9. By this Application, KWJS&S respectfully seeks an order of this Court, pursuant to Bankruptcy Code section 330, allowing KWJS&S, on a final basis, the sum of (i) \$124,797.50 for compensation for services rendered during the Application Period, and (ii) the sum of \$3,264.45 for reimbursement of expenses incurred during the Application Period.

10. As of the Petition Date, KWJS&S held a retainer deposit in the amount of \$46,352.50 (the “Retainer”). KWJS&S will apply the Retainer to allowed fees and expenses.

11. KWJS&S has not sought or received payment of any compensation for services rendered or reimbursement of expenses since the Petition Date.

12. All services performed and expenses incurred by KWJS&S for which compensation and reimbursement are requested hereby were performed or incurred for and on behalf of the Debtors, were necessary, and were beneficial to the Debtors’ estates.

13. In conformity with the United States Trustee Guidelines For Reviewing Applications For Compensation And Reimbursement Of Expenses Filed Under 11 U.S.C. § 330, dated January 30,



1996 (the “U.S. Trustee Guidelines”) and General Order M-447 of the United States Bankruptcy Court for the Southern District of New York, the Administrative Order Re: Amended Guidelines for Fees and Disbursements for Professionals in Southern District of New York Bankruptcy Cases, dated January 29, 2013 (“General Order M-447”), KWJS&S has segregated its time entries during the Application Period into the following project categories, which correspond to the major tasks undertaken by KWJS&S during the same period:

- A. Chapter 11 General
- B. Claims
- C. Plan and Disclosure Statement
- D. Retentions and Fees

14. The time charges and disbursement items corresponding to the foregoing categories are attached hereto as **Exhibit A**. Although KWJS&S has made every effort to segregate its time entries by category, by virtue of constantly evolving developments in the Chapter 11 Cases, there may have been some unavoidable overlap of description in certain entries (for example, in situations in which multiple subjects were discussed in one telephone conversation, the particular telephone call or meeting may have been billed to the “Chapter 11 General” project category with a parenthetical listing of subjects discussed, rather than providing multiple billing entries in different categories). Accordingly, the Court is respectfully requested to consider the following discussion of services rendered in its entirety in evaluating the reasonableness of the fees requested by KWJS&S.

**DESCRIPTION OF SERVICES PERFORMED DURING  
THE APPLICATION PERIOD BY PROJECT CATEGORY**

15. In this section of the Application, KWJS&S describes, in summary fashion, the services performed during the Application Period by project category.

**A. Chapter 11 General**

16. The services provided to the Debtors by KWJS&S and billed under the project category entitled “Chapter 11 General,” include services rendered that are related to a variety of matters in connection with the Chapter 11 Cases that are not otherwise segregated into a separate project category.

17. KWJS&S’s time spent interacting with the Court, the U.S. Trustee, creditors and other parties in interest regarding the status of the Chapter 11 Cases, as well as scheduling and other case administrative matters, are billed under this project category. Likewise, internal meetings among the attorneys and staff of KWJS&S that cover multiple areas and topics related to the Chapter 11 Cases are billed under this project category.

18. The “Chapter 11 General” project category also includes time spent by KWJS&S related to, among other things: (a) preparation of certain “first-day” pleadings and related orders; (b) the preparation of the Debtors’ respective schedules of assets and liabilities and statement of financial affairs and amendments thereto; and (c) the preparation of monthly financial reports.

19. A total of 55.80 hours amounting to \$25,695.00 in fees and \$3,258.95 in expenses were incurred by KWJS&S in connection with this project category during the Application Period for a total of \$28,953.95.

**B. Claims**

20. During the Application Period, KWJS&S reviewed and analyzed certain filed claims, and performed legal research related thereto, in anticipation of confirmation of the Prepack Plan.

21. In addition, KWJS&S contacted various tax authorities during the Application Period regarding the basis for their respective claims and potential defenses that the Debtors might assert with respect thereto.

22. A total of 15.80 hours amounting to \$6,605.00 in fees and \$0.00 in expenses were incurred by KWJS&S in connection with this project category during the Application Period for a total of \$6,605.00.

**C. Plan and Disclosure Statement**

23. During the Application Period, in connection with confirmation of the Prepack Plan, KWJS&S drafted (i) the *Declaration of James Lee of Kurtzman Carson Consultants LLC Regarding the Transmission of Solicitation Packages, Voting and Tabulation of Ballots Accepting the Prepackaged Plan of Liquidation of the Debtors Pursuant to Chapter 11 of the Bankruptcy Code* [Docket No. 44]; (ii) the *Declaration of Christopher Layden in Support of Confirmation of the Debtors' First Amended Joint Prepackaged Plan of Liquidation Pursuant to Chapter 11 of the Bankruptcy Code* [Docket No. 46]; (iii) the *Debtors' Memorandum of Law in Support of Entry of an Order (I) Approving (A) the Debtors' Disclosure Statement Pursuant to Sections 1125 and 1126(b) of the Bankruptcy Code, and (B) the Solicitation Procedures, and (II) Confirming the First Amended Joint Prepackaged Plan of Liquidation of the Debtors Pursuant to the Bankruptcy Court* [Docket No. 47]; (iv) proposed *Findings of Fact, Conclusions of Law and Order (I) Approving (A) the Debtors' Disclosure Statement Pursuant to Sections 1125 and 1126(b) of the Bankruptcy Code, and (B) the Solicitation Procedures, and (II) Confirming the First Amended Joint Prepackaged Plan of Liquidation of the Debtors Pursuant to the Bankruptcy Court* [Docket No. 48, revised at Docket No.

64]; and (v) the *Declaration of James Lee of Kurtzman Carson Consultants LLC Regarding Claims Filed in Chapter 11 Cases* [Docket No. 63].

24. KWJS&S also researched several plan confirmation issues, including (i) the “per plan” and “per debtor” interpretations of section 1129(a)(10) of the Bankruptcy Code; (ii) modification of the Prepack Plan following solicitation and potential need to re-solicit votes; and (iii) the permitted scope of third-party releases under prevailing law.

25. In addition, during the Application period, KWJS&S prepared for and attended hearings on confirmation of the Prepack Plan on April 1, 2016, April 20, 2016 and August 30, 2016.

26. A total of 185.90 hours amounting to \$82,750.00 in fees and \$5.50 in expenses were incurred by KWJS&S in connection with this project category during the Application Period for a total of \$82,755.50.

**D. Retentions and Fees**

27. During the Application Period, KWJS&S prepared the necessary pleadings and other papers necessary for its retention, as well as two separate applications for the engagement of Kurtzman Carson Consultants as (i) claims and noticing agent pursuant to 28 U.S.C. 156(c) and Rule 5075-1 of the Southern District of New York Local Bankruptcy Rules; and (ii) as administrative agent pursuant to section 327(a) of the Bankruptcy Code.

28. KWJS&S obtained Court approval of the retention of these professionals that were required for the efficient and economical administration of the Debtors’ Chapter 11 Cases.

29. In addition, KWJS&S prepared substantially all of this Application during the Application period.

30. A total of 20.10 hours amounting to \$9,747.50 in fees and \$0.00 in expenses were incurred by KWJS&S in connection with this project category during the Application Period for a total of \$9,747.50.

**TIME AND DISBURSEMENT RECORDS AND STAFFING**

31. The services performed by KWJS&S for and on behalf of the Debtors in connection with the above matters during the Application Period are detailed and itemized in full in the time and disbursement logs annexed hereto as **Exhibit A**.

32. The persons at KWJS&S that assisted the Debtors on the above matters during the Application Period are as follows:

a. Tracy L. Klestadt is the managing partner of KWJS&S. Mr. Klestadt is a graduate of the University of Chicago Law School, and was admitted to practice before this Court in 1986. Mr. Klestadt's hourly rate of \$675 is reasonable and such rate was Mr. Klestadt's normal and customary rate during the Application Period.

b. Joseph C. Corneau is a partner employed by KWJS&S. Mr. Corneau is a graduate of Hofstra University School of Law, and was admitted to practice before this Court in 2003. Mr. Corneau's hourly rate of \$475 is reasonable and such rate was Mr. Corneau's normal and customary rate during the Application Period.

c. Stephanie R. Sweeney is an associate attorney employed by KWJS&S. Ms. Sweeney is a graduate of St. John's University School of Law and was admitted to practice before this Court in 2010. Ms. Sweeney's hourly rate of \$375 is reasonable, and such rate was Ms. Sweeney's normal and customary rates during the Application Period.

d. Lauren C. Kiss is an associate attorney employed by KWJS&S.

Ms. Kiss is a graduate of St. John's University School of Law and was admitted to practice before this Court in 2012. Ms. Kiss' hourly rate of \$325 is reasonable and such rate was Ms. Kiss' normal and customary rate during the Application Period.

e. Christopher Reilly is an associate attorney employed by KWJS&S.

Mr. Reilly is a graduate of New York Law School, and was admitted to practice before this Court in 2015. Mr. Reilly's hourly rate of \$250 is reasonable and such rate was Mr. Reilly's normal and customary rate during the Application Period.

f. Kristen Garofalo is a bankruptcy paralegal employed by KWJS&S.

Ms. Garofalo's hourly rate of \$150 per hour is reasonable and such rate was Ms. Garofalo's normal and customary rate during the Application Period.

33. The total fees for the services rendered in connection with this case during the Application Period amounts to \$124,797.50 based upon a total of 277.60.00 hours. The blended hourly rate for all services provided during the Application Period is \$459.71 (not including paralegal time) and \$449.55 (including all time).

### **CASE STATUS**

34. In accordance with General Order M-447, KWJS&S states as follows:

- (A) The Prepack Plan was confirmed by Order of the Court entered on August 30, 2016. The Prepack Plan became effective in accordance with its terms on September 14, 2016.
- (B) To the best of KWJS&S's knowledge, all quarterly fees due to the U.S. Trustee have been paid. Sufficient funds have been reserved to pay all quarterly fees through the expected closure of the Chapter 11 Cases in the 4<sup>th</sup> Quarter of 2016.
- (C) As of the date hereof, all financial reports due by the Debtors through August 2016 have been filed by the Debtors.

- (D) The Debtors will have sufficient funds available to pay the allowed fees and expenses of KWJS&S and other retained professionals.
- (E) To the best of KWJS&S's knowledge, no administrative expenses have accrued that have not been paid, other than professional fees and expenses.
- (F) In accordance with General Order M-447, KWJS&S has provided the Debtors with a monthly statement containing all of the information required by General Order M-447.
- (G) KWJS&S has provided the Debtors with a copy of this Application prior to filing of same.

### **LEGAL AUTHORITY FOR REQUESTED COMPENSATION**

#### **A. General Standard of Review**

35. Section 330(a)(1) of the Bankruptcy Code provides that a bankruptcy court may award "reasonable compensation for actual, necessary services rendered by the trustee, examiner, ombudsman, professional person, or attorney and by any paraprofessional person employed by any such person; and ...reimbursement of actual, necessary expenses." See 11 U.S.C. §330(a)(1).

36. When determining reasonable compensation for professionals, the court utilizes standards found within section 330 of the Bankruptcy Code. Section 330, and specifically subsection (a)(3), was amended in 1994 to codify the factors historically relied upon by the courts found in Johnson v. Georgia Highway Express, 488 F.2d 714 (5th Cir. 1977) and Am. Benefit Life Ins. Co. v. Baddock (In re First Colonial Corp.), 544 F.2d 1291, 1294 (5th Cir. 1977).

37. Under section 330(a)(3), the court is provided with latitude to consider "all relevant factors," with express enumeration of the following criteria:

- (A) the time spent on such services;
- (B) the rates charged for such services;

- (C) whether the services were necessary to the administration of, or beneficial at the time at which the services were rendered toward the completion of, a case under this title;
- (D) whether the services were performed within a reasonable amount of time commensurate with the complexity, importance, and nature of the problem, issue, or task addressed;
- (E) with respect to a professional person, whether the person is board certified or otherwise has demonstrated skill and experience in the bankruptcy field; and
- (F) whether the compensation is reasonable based on the customary compensation charged by comparably skilled practitioners in cases other than cases under this title.

11 U.S.C. §330(a)(3).

38. Courts in the Second Circuit have employed the “lodestar approach” for calculating judicial awards of compensation to attorneys. Developed by the Third Circuit in Lindy Bros. Builders Inc. v. American Radiator and Standard Sanitary Corp., 487 F.2d 161 (3d Cir. 1973), the “lodestar approach” involves multiplying the hours spent on a case, based on attorney time records, by a reasonable hourly rate of compensation for each attorney based on those normally charged for similar work by attorneys of comparable skill and experience, Arbor Hill Concerned Citizens Neighborhood Ass'n v. Cty of Albany, 522 F.3d 182, 186 (2d Cir. N.Y. 2007) (“Arbor Hill”); Savoie v. Merchants Bank, 166 F.3d 456, 460 (2d Cir. 1999); Detroit v. Grinnell Corp., 560 F.2d 1093, 1098 (2d Cir. N.Y. 1977). The resulting “lodestar” figure is presumed reasonable. Arbor Hill, 522 F.3d at 189; Madison Realty Capital, L.P. v. Morris, 2009 U.S. Dist. LEXIS 129175, at \*22 (S.D.N.Y. June 25, 2009) (citing Arbor Hill).

39. Once calculated, the lodestar amount may be adjusted upward or downward to take into account the facts of the particular case. See, Savoie v. Merchants Bank, 166 F.3d at 460.



Factors reflecting the litigation risk, complexity of the issues, contingent nature of the engagement, skill of the attorneys, and other factors may thereafter be employed to arrive at a reasonable and just compensation in excess of the lodestar figure. Savoie v. Merchants Bank, 166 F.3d at 460; In re Flag Telecom Holdings, 2010 U.S. Dist. LEXIS 119702, at \*69 (S.D.N.Y. Nov. 5, 2010).

40. KWJS&S respectfully submits that the services rendered and expenses incurred during the Application Period for which KWJS&S seeks compensation and reimbursement clearly satisfy the requisite standards of reasonableness including, inter alia, the following: the time and labor required; the novelty and difficulty of the questions and matters resolved; the skill required to perform the services properly; the experience, reputation and ability of the attorney performing the services; the fees charged and fees awarded in similar cases; the time involved; the undesirability of the case; and the results obtained. KWJS&S respectfully submits that application of the foregoing criteria more than justifies awarding payment in full of the compensation requested in this Application because the number of hours expended by and the hourly rates of KWJS&S are more than reasonable.

**DECLARATION PURSUANT TO BANKRUPTCY RULE 2016**

41. No agreement or understanding exists between the Debtors and any other person, or KWJS&S and any other person, for a division of compensation received or to be received for services rendered in or in connection with the Chapter 11 Cases.

42. No agreement or understanding prohibited by 18 U.S.C. §155 has been or will be made by KWJS&S. The services were performed for and on behalf of the Debtors.

**WHEREFORE**, K&W respectfully requests that this Court enter an order (a) allowing KWJS&S, on a final basis, the sum of (i) \$124,797.50 for compensation for services rendered during the Application Period, and (ii) the sum of \$3,264.45 for reimbursement of expenses incurred during the Application Period, and (b) authorizing and directing the Debtors to pay KWJS&S such allowed amounts.

Dated: New York, New York  
September 22, 2016

KLESTADT WINTERS JURELLER  
SOUTHARD & STEVENS, LLP

By: /s/ Tracy L. Klestadt

Tracy L. Klestadt

Joseph C. Corneau

200 West 41<sup>st</sup> Street, 17th Floor

New York, NY 10036

(212) 972-3000

*Attorneys for the Debtors and Debtors-in-Possession*

**Exhibit A**

**Exhibit B**

**Klestadt Winters Jureller Southard & Stevens, LLP****Informational Fee Statement****for  
TGHI, Inc.**

<b>Date</b>	<b>Professional</b>	<b>Matter ID/Client Sort Matter Description Narrative</b>	<b>Component</b>	<b>Hours</b>	<b>Units</b>	<b>Price</b>	<b>Value</b>
<b>Matter Description (First Line): Chapter 11 General</b>							
02/09/2016	Kristen M. Garofalo	10776.002/ TGHI, Inc. Chapter 11 General Assembling binders containing first day motions.	Fees	0.90	0.00	150.00	135.00
02/09/2016	Joseph C. Corneau	10776.002/ TGHI, Inc. Chapter 11 General Preparing and filing first-day motions (1.0). Telephone call with Ms. Yerramalli and then call to Chambers regarding first day hearing (0.3). Preparing agenda and notice of first day hearing (0.3). Conferring with Mr. Klestadt regarding case filing (0.2). Telephone call with Mr. Lee at KCC regarding filing. Reviewing KCC website and telephone calls with Mr. Lee thereon (0.4). Emailing with Ms. Golden regarding case filing (0.1). Preparing notices for KCC (0.2). Preparing documents for transmission to KCC for service (0.2). Reviewing binder for first day hearing (0.5).	Fees	3.20	0.00	475.00	1,520.00
02/09/2016	Tracy L. Klestadt	10776.002/ TGHI, Inc. Chapter 11 General Conferring with Mr. Corneau re case filing and first day hearing.	Fees	0.20	0.00	675.00	135.00
02/10/2016	Kristen M. Garofalo	10776.002/ TGHI, Inc. Chapter 11 General Preparing binders for messenger pickup (.5); assembling additional binder (.5).	Fees	1.00	0.00	150.00	150.00

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<=9/14/16 and matter id is not '10776.001'

**Klestadt Winters Jureller Southard & Stevens, LLP****Informational Fee Statement****for  
TGHI, Inc.**

<b>Date</b>	<b>Professional</b>	<b>Matter ID/Client Sort Matter Description Narrative</b>	<b>Component</b>	<b>Hours</b>	<b>Units</b>	<b>Price</b>	<b>Value</b>
02/10/2016	Joseph C. Corneau	10776.002/ TGHI, Inc. Chapter 11 General Emailing with Ms. Golden regarding first day hearing (0.1). Conferring with Ms. Garofalo regarding hearing binders (0.2). Telephone call with Ms. Yerramalli and Mr. Rogoff regarding first day hearing (0.7). Reviewing information for SOAL and SOFA (0.3). Emailing with KCC regarding SOAL and SOFA (0.1). Telephone call with Ms. Yerramalli, Mr. Goldstein and Mr. Ginsberg regarding first day hearing (0.3). Telephone call with Ms. Yerramalli regarding first day hearing (0.2). Preparing orders for first day hearing (0.6). Telephone call with Chambers regarding separation of scheduling order into three separate orders (0.2). Further revising orders pursuant to instructions from Chambers (3.3). Reviewing hearing outline in preparation for hearing (0.8).	Fees	6.80	0.00	475.00	3,230.00
02/11/2016	Tracy L. Klestadt	10776.002/ TGHI, Inc. Chapter 11 General Conferring with Mr. Corneau re results of first day hearing.	Fees	0.20	0.00	675.00	135.00

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<b>Date</b>	<b>Professional</b>	<b>Matter ID/Client Sort Matter Description Narrative</b>	<b>Component</b>	<b>Hours</b>	<b>Units</b>	<b>Price</b>	<b>Value</b>
02/11/2016	Joseph C. Corneau	10776.002/ TGHI, Inc. Chapter 11 General Preparing for hearing (2.7). Telephone call with Ms. Golden regarding first day hearing (0.2). Attending first day hearing (3.2). Revising orders (5.4).	Fees	11.30	0.00	475.00	5,367.50
02/11/2016	Joseph C. Corneau	10776.002/ TGHI, Inc. Chapter 11 General Subway to/from Court.	SUBWAY	0.00	2.00	2.75	5.50
02/12/2016	Kristen M. Garofalo	10776.002/ TGHI, Inc. Chapter 11 General Ordering hearing transcript per Mr. Corneau's request.	Fees	0.20	0.00	150.00	30.00
02/12/2016	Joseph C. Corneau	10776.002/ TGHI, Inc. Chapter 11 General Reviewing latest drafts of SOAL and SOFA (0.8). Telephone call with Ms. Yerramalli regarding status (0.2). Revising SOAL and SOFA (0.7).	Fees	1.70	0.00	475.00	807.50
02/16/2016	Joseph C. Corneau	10776.002/ TGHI, Inc. Chapter 11 General Reviewing and commenting on press release (0.2). Preparing order on UST issues (0.6). Revising KCC order (0.3). Reviewing and revising orders (0.5). Emailing with Chambers regarding revised orders (0.3). Telephone call with Chambers (0.2). Emailing with Ms. Yerramalli regarding various issues (0.3).	Fees	2.40	0.00	475.00	1,140.00

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<=9/14/16 and matter id is not '10776.001'

**Klestadt Winters Jureller Southard & Stevens, LLP****Informational Fee Statement****for  
TGHI, Inc.**

<b>Date</b>	<b>Professional</b>	<b>Matter ID/Client Sort Matter Description Narrative</b>	<b>Component</b>	<b>Hours</b>	<b>Units</b>	<b>Price</b>	<b>Value</b>
02/17/2016	Kristen M. Garofalo	10776.002/ TGHI, Inc. Chapter 11 General Comparing order submitted versus order as entered.	Fees	0.40	0.00	150.00	60.00
02/18/2016	Joseph C. Corneau	10776.002/ TGHI, Inc. Chapter 11 General Arkadin Inc. invoice no. C227132012016 for conference call on 1/25/16.	CONFCALLS	0.00	1.00	2.74	2.74
02/18/2016	Joseph C. Corneau	10776.002/ TGHI, Inc. Chapter 11 General Reviewing two orders entered regarding UST issues (0.2). Preparing list of discussion topics for call with KCC (0.2). Telephone call with Mr. Lee regarding SOAL/SOFA (0.2). Preparing and filing combined notice (0.2). Telephone call with Ms. Yerramalli regarding various issues (0.3). Conferring with Mr. Klestadt regarding status of case (0.2). Emailing with UST regarding order entered on UST issues (0.2).	Fees	1.50	0.00	475.00	712.50



**Klestadt Winters Jureller Southard & Stevens, LLP****Informational Fee Statement****for  
TGHI, Inc.**

<b>Date</b>	<b>Professional</b>	<b>Matter ID/Client Sort Matter Description Narrative</b>	<b>Component</b>	<b>Hours</b>	<b>Units</b>	<b>Price</b>	<b>Value</b>
02/18/2016	Joseph C. Corneau	10776.002/ TGHI, Inc. Chapter 11 General Reviewing and commenting on latest drafts of SOAL/SOFA (1.5). Reviewing and revising further drafts of SOAL and SOFA (0.5). Emailing with Mr. Lee regarding SOAL/SOFA (0.2). Emailing (multiple) with Ms. Yerramalli regarding SOAL/SOFA info (0.3).	Fees	2.50	0.00	475.00	1,187.50
02/18/2016	Tracy L. Klestadt	10776.002/ TGHI, Inc. Chapter 11 General Conferring with Mr. Corneau re case status.	Fees	0.20	0.00	675.00	135.00
02/19/2016	Tracy L. Klestadt	10776.002/ TGHI, Inc. Chapter 11 General Reviewing schedules of assets and liabilities and statements of financial affairs as filed.	Fees	0.50	0.00	675.00	337.50
02/19/2016	Joseph C. Corneau	10776.002/ TGHI, Inc. Chapter 11 General Emailing with KCC team regarding further revisions to SOAL/SOFA (0.2). Follow up email to KCC regarding SOAL/SOFA (0.1). Reviewing latest draft of SOAL/SOFA (0.7). Emailing with KCC regarding corrections to SOAL/SOFA (0.1). Emailing with Mr. Layden regarding SOAL/SOFA (0.2). Filing SOAL and SOFA for each debtor (0.8).	Fees	2.10	0.00	475.00	997.50

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**Klestadt Winters Jureller Southard & Stevens, LLP****Informational Fee Statement****for  
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<b>Date</b>	<b>Professional</b>	<b>Matter ID/Client Sort Matter Description Narrative</b>	<b>Component</b>	<b>Hours</b>	<b>Units</b>	<b>Price</b>	<b>Value</b>
02/22/2016	Joseph C. Corneau	10776.002/ TGHI, Inc. Chapter 11 General Letter to Judge Wiles enclosing SOAL and SOFA.	Fees	0.20	0.00	475.00	95.00
02/26/2016	Angela Plura	10776.002/ TGHI, Inc. Chapter 11 General FedEx invoice no. 5-357-41545 for shipment to Hon. Michael E. Wiles, US Bankruptcy Court, SDNY on 2/26/15.	FEDEX	0.00	1.00	11.57	11.57
02/29/2016	Stephanie L. Nocella	10776.002/ TGHI, Inc. Chapter 11 General Photocopies for February 2016.	PHOTOCOPY	0.00	2,427.00	0.10	242.70
02/29/2016	Stephanie L. Nocella	10776.002/ TGHI, Inc. Chapter 11 General Photocopies for February 2016.	PHOTOCOPY	0.00	2.00	0.10	0.20
03/02/2016	Joseph C. Corneau	10776.002/ TGHI, Inc. Chapter 11 General Telephone call with Ms. Yerramalli regarding status.	Fees	0.30	0.00	475.00	142.50
03/03/2016	Joseph C. Corneau	10776.002/ TGHI, Inc. Chapter 11 General Reviewing forms for DIP accounts (0.3). Telephone call with Ms. Linton at Signature Bank regarding bank account forms (0.2).	Fees	0.50	0.00	475.00	237.50
03/03/2016	Joseph C. Corneau	10776.002/ TGHI, Inc. Chapter 11 General Emailing with KCC regarding service of notice of name change.	Fees	0.20	0.00	475.00	95.00

**Klestadt Winters Jureller Southard & Stevens, LLP****Informational Fee Statement****for  
TGHI, Inc.**

<b>Date</b>	<b>Professional</b>	<b>Matter ID/Client Sort Matter Description Narrative</b>	<b>Component</b>	<b>Hours</b>	<b>Units</b>	<b>Price</b>	<b>Value</b>
03/04/2016	Joseph C. Corneau	10776.002/ TGHI, Inc. Chapter 11 General Reviewing bank account forms (0.2). Telephone call with Ms. Linton at Signature Bank regarding bank account forms (0.2). Emailing with Mr. Layden regarding bank account forms (0.2). Assembling documents confirming name changes and emailing with Ms. Linton regarding same (0.2).	Fees	0.80	0.00	475.00	380.00
03/07/2016	Joseph C. Corneau	10776.002/ TGHI, Inc. Chapter 11 General Telephone call with Ms. Yerramalli regarding status.	Fees	0.30	0.00	475.00	142.50
03/10/2016	Kristen M. Garofalo	10776.002/ TGHI, Inc. Chapter 11 General Veritext invoice no. NY2559578 for transcript of deposition on 2/11/16.	TRANS	0.00	1.00	277.36	277.36
03/16/2016	Joseph C. Corneau	10776.002/ TGHI, Inc. Chapter 11 General Telephone call with Mr. Weston regarding need for liquidator of inventory (0.2). Assemble DIP account bank forms (0.3).	Fees	0.50	0.00	475.00	237.50
03/17/2016	Stephanie L. Nocella	10776.002/ TGHI, Inc. Chapter 11 General XPO Logistics' invoice no. 567643 for messenger delivery to United States Bankruptcy Court on 2/10/16.	MESSENGER	0.00	1.00	12.63	12.63

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**Klestadt Winters Jureller Southard & Stevens, LLP****Informational Fee Statement****for  
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<b>Date</b>	<b>Professional</b>	<b>Matter ID/Client Sort Matter Description Narrative</b>	<b>Component</b>	<b>Hours</b>	<b>Units</b>	<b>Price</b>	<b>Value</b>
03/17/2016	Stephanie L. Nocella	10776.002/ TGHI, Inc. Chapter 11 General XPO Logistics' invoice no. 567643 for messenger delivery to Office of the US Trustee on 2/10/16.	MESSENGER	0.00	1.00	12.63	12.63
03/18/2016	Joseph C. Corneau	10776.002/ TGHI, Inc. Chapter 11 General Telephone call with Ms. Yerramalli regarding status (0.2).	Fees	0.20	0.00	475.00	95.00
03/21/2016	Joseph C. Corneau	10776.002/ TGHI, Inc. Chapter 11 General Telephone call with Ms. Yerramalli regarding status (0.2). Conferring with Mr. Klestadt, Ms. Sweeney, Ms. Kiss and Mr. Reilly regarding research assignments (0.2).	Fees	0.40	0.00	475.00	190.00
03/21/2016	Tracy L. Klestadt	10776.002/ TGHI, Inc. Chapter 11 General Conferring with Mr. Corneau, Ms. Sweeney, Ms. Kiss and Mr. Reilly re status and research assignments.	Fees	0.20	0.00	675.00	135.00
03/22/2016	Joseph C. Corneau	10776.002/ TGHI, Inc. Chapter 11 General Preparing form of disbursement declaration (0.4). Emailing with Ms. Yerramalli regarding disbursement declaration (0.1). Emailing with Mr. Layden regarding disbursement declaration (0.2). Preparing and filing disbursement declaration for February 2016 (0.2).	Fees	0.90	0.00	475.00	427.50

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**Klestadt Winters Jureller Southard & Stevens, LLP****Informational Fee Statement****for  
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<b>Date</b>	<b>Professional</b>	<b>Matter ID/Client Sort Matter Description Narrative</b>	<b>Component</b>	<b>Hours</b>	<b>Units</b>	<b>Price</b>	<b>Value</b>
03/23/2016	Joseph C. Corneau	10776.002/ TGHI, Inc. Chapter 11 General Telephone call with Ms. Yerramalli regarding status (0.3). Reviewing distribution analysis (0.2). Telephone call with Mr. Valez-Rivera regarding status (0.2). Emailing with Ms. Yerramalli regarding UST (0.2).	Fees	1.30	0.00	475.00	617.50
03/24/2016	Kristen M. Garofalo	10776.002/ TGHI, Inc. Chapter 11 General FedEx invoice no. 5-357-41545 for shipment to Hon. Michael E. Wiles, US Bankruptcy Court, SDNY on 2/22/16.	FEDEX	0.00	1.00	15.21	15.21
03/24/2016	Joseph C. Corneau	10776.002/ TGHI, Inc. Chapter 11 General Arkadin Inc. invoice no. C227132022016 for conference call on 2/1/16.	CONFCELLS	0.00	1.00	2.02	2.02
03/24/2016	Joseph C. Corneau	10776.002/ TGHI, Inc. Chapter 11 General Telephone call with Ms. Yerramalli regarding contracts.	Fees	0.10	0.00	475.00	47.50
03/28/2016	Joseph C. Corneau	10776.002/ TGHI, Inc. Chapter 11 General Telephone call with Ms. Linton at Signature Bank regarding DIP account (0.1). Emailing with Mr. Layden regarding DIP account (0.1). Telephone call with Mr. Lee regarding status (0.2).	Fees	0.40	0.00	475.00	190.00

**Klestadt Winters Jureller Southard & Stevens, LLP****Informational Fee Statement****for  
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03/29/2016	Stephanie R. Sweeney	10776.002/ TGHI, Inc. Chapter 11 General West information charges for legal research for February 2016, invoice no. 833569798.	WESTLAW	0.00	1.00	163.89	163.89
03/30/2016	Kristen M. Garofalo	10776.002/ TGHI, Inc. Chapter 11 General Assembling hearing binder per Mr. Corneau's request.	Fees	0.50	0.00	150.00	75.00
03/31/2016	Stephanie L. Nocella	10776.002/ TGHI, Inc. Chapter 11 General Photocopies for March 2016.	PHOTOCOPY	0.00	688.00	0.10	68.80
04/01/2016	Joseph C. Corneau	10776.002/ TGHI, Inc. Chapter 11 General Subway to/from Court.	SUBWAY	0.00	2.00	2.75	5.50
04/05/2016	Kristen M. Garofalo	10776.002/ TGHI, Inc. Chapter 11 General EScribers, LLC invoice no. 68442 for transcript of hearing on 4/1/16.	TRANS	0.00	1.00	187.55	187.55
04/07/2016	Joseph C. Corneau	10776.002/ TGHI, Inc. Chapter 11 General Preparing disbursement report for March 2016.	Fees	0.30	0.00	475.00	142.50
04/08/2016	Joseph C. Corneau	10776.002/ TGHI, Inc. Chapter 11 General Preparing and filing March disbursement report (0.2). Conferring with Mr. Klestadt regarding status (0.2).	Fees	0.40	0.00	475.00	190.00

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**Klestadt Winters Jureller Southard & Stevens, LLP****Informational Fee Statement****for  
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<b>Date</b>	<b>Professional</b>	<b>Matter ID/Client Sort Matter Description Narrative</b>	<b>Component</b>	<b>Hours</b>	<b>Units</b>	<b>Price</b>	<b>Value</b>
04/15/2016	Angela Plura	10776.002/ TGHI, Inc. Chapter 11 General FedEx invoice no. 5-417-48635 for shipment to Hon. Michael E. Wiles, USBC, SDNY.	FEDEX	0.00	1.00	17.70	17.70
04/20/2016	Lauren C. Kiss	10776.002/ TGHI, Inc. Chapter 11 General Public Access to Court Electronic Records for quarter ending 3/31/16.	PACER	0.00	1.00	102.90	102.90
04/20/2016	Stephanie R. Sweeney	10776.002/ TGHI, Inc. Chapter 11 General Public Access to Court Electronic Records for quarter ending 3/31/16.	PACER	0.00	1.00	3.30	3.30
04/20/2016	Joseph C. Corneau	10776.002/ TGHI, Inc. Chapter 11 General Public Access to Court Electronic Records for quarter ending 3/31/16.	PACER	0.00	1.00	27.30	27.30
04/20/2016	Christopher J. Reilly	10776.002/ TGHI, Inc. Chapter 11 General West information charges for legal research for March 2016, invoice no. 833741658.	WESTLAW	0.00	1.00	686.88	686.88
04/20/2016	Joseph C. Corneau	10776.002/ TGHI, Inc. Chapter 11 General Arkadin Inc. invoice no. C227132032016 for conference call on 3/11/16.	CONFCALLS	0.00	1.00	2.46	2.46
04/20/2016	Joseph C. Corneau	10776.002/ TGHI, Inc. Chapter 11 General Subway to/from Court.	SUBWAY	0.00	2.00	2.75	5.50

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**Klestadt Winters Jureller Southard & Stevens, LLP****Informational Fee Statement****for  
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<b>Date</b>	<b>Professional</b>	<b>Matter ID/Client Sort Matter Description Narrative</b>	<b>Component</b>	<b>Hours</b>	<b>Units</b>	<b>Price</b>	<b>Value</b>
04/29/2016	Kristen M. Garofalo	10776.002/ TGHI, Inc. Chapter 11 General EScribers, LLC invoice no. 69616 for transcription of hearing on 4/20/16.	TRANS	0.00	1.00	248.05	248.05
04/29/2016	Stephanie L. Nocella	10776.002/ TGHI, Inc. Chapter 11 General Photocopies for April 2016.	PHOTOCOPY	0.00	2,114.00	0.10	211.40
05/02/2016	Joseph C. Corneau	10776.002/ TGHI, Inc. Chapter 11 General Preparing disbursement declaration for April (0.3). Preparing and filing April 2016 disbursement declaration on ECF (0.2).	Fees	0.50	0.00	475.00	237.50
05/03/2016	Joseph C. Corneau	10776.002/ TGHI, Inc. Chapter 11 General Emailing with Mr. Velez-Rivera regarding April 20 transcript and UST fees (0.1). Emailing with Mr. Velez-Rivera regarding UST fees (0.2). Emailing with Signature Bank regarding DIP checks (0.2).	Fees	0.50	0.00	475.00	237.50
05/04/2016	Joseph C. Corneau	10776.002/ TGHI, Inc. Chapter 11 General Telephone call with Ms. Yerramalli regarding franchise tax returns.	Fees	0.30	0.00	475.00	142.50
05/11/2016	Joseph C. Corneau	10776.002/ TGHI, Inc. Chapter 11 General Emailing with Mr. Layden regarding payment of UST fees.	Fees	0.20	0.00	475.00	95.00



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TGHI, Inc.**

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05/20/2016	Joseph C. Corneau	10776.002/ TGHI, Inc. Chapter 11 General West information charges for legal research for April 2016, invoice no. 833937708.	WESTLAW	0.00	1.00	518.74	518.74
05/25/2016	Joseph C. Corneau	10776.002/ TGHI, Inc. Chapter 11 General Reviewing UST invoices received from company and emailing with Ms. Yerramalli regarding same.	Fees	0.20	0.00	475.00	95.00
05/26/2016	Joseph C. Corneau	10776.002/ TGHI, Inc. Chapter 11 General Conference call with Ms. Yerramalli, Ms. Rewers, Ms. Celebreeze and Mr. Oppenlander regarding tax filings.	Fees	0.60	0.00	475.00	285.00
05/31/2016	Joseph C. Corneau	10776.002/ TGHI, Inc. Chapter 11 General Telephone call with Ms. Perez at AIG regarding bar date (0.2). Reviewing information received from AIG (0.2). Emailing with Ms. Yerramalli regarding AIG inquiry (0.1).	Fees	0.50	0.00	475.00	237.50
05/31/2016	Stephanie L. Nocella	10776.002/ TGHI, Inc. Chapter 11 General Photocopies for May 2016.	PHOTOCOPY	0.00	33.00	0.10	3.30

# Klestadt Winters Jureller Southard & Stevens, LLP

## Informational Fee Statement

### for TGHI, Inc.

Date	Professional	Matter ID/Client Sort Matter Description Narrative	Component	Hours	Units	Price	Value
06/01/2016	Joseph C. Corneau	10776.002/ TGHI, Inc. Chapter 11 General Preparing disbursement declaration (0.2). Emailing with Mr. Layden regarding disbursement declaration (0.1). Telephone call with Mr. Layden regarding disbursement declaration (0.1). Preparing and filing disbursement declaration (0.2).	Fees	0.60	0.00	475.00	285.00
06/15/2016	Joseph C. Corneau	10776.002/ TGHI, Inc. Chapter 11 General Emailing with Ms. Yerramalli regarding AIG inquiry.	Fees	0.10	0.00	475.00	47.50
06/16/2016	Joseph C. Corneau	10776.002/ TGHI, Inc. Chapter 11 General Emailing with Ms. Perez at AIG regarding inquiry.	Fees	0.10	0.00	475.00	47.50

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<b>Date</b>	<b>Professional</b>	<b>Matter ID/Client Sort Matter Description Narrative</b>	<b>Component</b>	<b>Hours</b>	<b>Units</b>	<b>Price</b>	<b>Value</b>
07/06/2016	Joseph C. Corneau	10776.002/ TGHI, Inc. Chapter 11 General Emailing with Mr. Lee at KCC regarding need to amend SOAL (0.3). Preparing disbursement declaration for June (0.2). Emailing with Mr. Layden regarding disbursement declaration for June (0.2). Multiple emails with Ms. Yerramalli regarding DE claims, amendment to schedules and notice of confirmation hearing (0.3). Filing disbursement declaration (0.2). Researching forms for amendment to schedules (0.3). Reviewing escrow documents (0.3). Preparing notice of continued confirmation hearing (0.3).	Fees	2.10	0.00	475.00	997.50
07/07/2016	Joseph C. Corneau	10776.002/ TGHI, Inc. Chapter 11 General Preparing confirmation hearing notice (0.4). Preparing notice of filing of amended schedules (2.1). Telephone call with Mr. Lee at KCC regarding amended schedules (0.2). Assemble amended schedules and emailing with Mr. Layden regarding execution (0.5). Reviewing KCC invoices for April and May (0.2). Emailing with Ms. Yerramalli regarding KCC invoices (0.1). Preparing and filing confirmation hearing notice and notice of filing of amended schedules (0.6). Instructing KCC regarding service of pleadings (0.2).	Fees	4.30	0.00	475.00	2,042.50

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**Klestadt Winters Jureller Southard & Stevens, LLP****Informational Fee Statement****for  
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<b>Date</b>	<b>Professional</b>	<b>Matter ID/Client Sort Matter Description Narrative</b>	<b>Component</b>	<b>Hours</b>	<b>Units</b>	<b>Price</b>	<b>Value</b>
07/07/2016	Joseph C. Corneau	10776.002/ TGHI, Inc. Chapter 11 General Filing fee for amended Schedule E for TGHI, Inc.	FILEFEE	0.00	1.00	30.00	30.00
07/07/2016	Joseph C. Corneau	10776.002/ TGHI, Inc. Chapter 11 General Filing fee for amended Schedule E for Parent THI, Inc.	FILEFEE	0.00	1.00	30.00	30.00
07/08/2016	Joseph C. Corneau	10776.002/ TGHI, Inc. Chapter 11 General Public Access to Court Electronic Records for quarter ending 6/30/16.	PACER	0.00	1.00	49.30	49.30
07/12/2016	Joseph C. Corneau	10776.002/ TGHI, Inc. Chapter 11 General Reviewing escrow agreements and emailing with Ms. Yerramalli regarding same (1.3). Telephone call with Clerk's office regarding Amended Schedule E for Parent THI, Inc. (0.2). Preparing and re-filing Amended Schedule E for Parent THI, Inc. in Parent THI, Inc. case at Clerk's request (0.3).	Fees	1.80	0.00	475.00	855.00
07/12/2016	Joseph C. Corneau	10776.002/ TGHI, Inc. Chapter 11 General Filing fee for amended Schedule E for Parent THI, Inc. (refiled in Parent THI case as requested by clerk.)	FILEFEE	0.00	1.00	30.00	30.00

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07/13/2016	Joseph C. Corneau	10776.002/ TGHI, Inc. Chapter 11 General Emailing with Mr. Lee regarding address updates (0.1).	Fees	0.10	0.00	475.00	47.50
08/03/2016	Joseph C. Corneau	10776.002/ TGHI, Inc. Chapter 11 General Preparing disbursement declaration for July (0.2). Emailing with Mr. Layden regarding disbursement declaration and UST fees (0.2).	Fees	0.40	0.00	475.00	190.00
08/04/2016	Joseph C. Corneau	10776.002/ TGHI, Inc. Chapter 11 General Preparing and filing disbursement declaration.	Fees	0.20	0.00	475.00	95.00
08/08/2016	Joseph C. Corneau	10776.002/ TGHI, Inc. Chapter 11 General Organizing files.	Fees	0.20	0.00	0.00	0.00
08/30/2016	Joseph C. Corneau	10776.002/ TGHI, Inc. Chapter 11 General Subway to/from Court.	SUBWAY	0.00	2.00	2.75	5.50
08/31/2016	Rayella S. Bergman	10776.002/ TGHI, Inc. Chapter 11 General Photocopies for August 2016.	PHOTOCOPY	0.00	1,346.00	0.10	134.60

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09/01/2016	Joseph C. Corneau	10776.002/ TGHI, Inc. Chapter 11 General Drafting disbursement declaration for August and emailing with Mr. Layden regarding same (0.2). Preparing August disbursement declaration for filing and filing same (0.2).	Fees	0.40	0.00	475.00	190.00
09/07/2016	Joseph C. Corneau	10776.002/ TGHI, Inc. Chapter 11 General West information charges for legal research for August 2016, invoice no. 834634760.	WESTLAW	0.00	1.00	143.72	143.72
09/12/2016	Joseph C. Corneau	10776.002/ TGHI, Inc. Chapter 11 General Conferring with Mr. Klestadt regarding status.	Fees	0.10	0.00	475.00	47.50
<b>Matter Description (First Line): Chapter 11 General</b>				55.80	6,640.00		28,953.95
<b>Matter Description (First Line): Claims</b>							
02/24/2016	Joseph C. Corneau	10776.005/ TGHI, Inc. Claims Telephone call with Mr. Johnson at CA Board of Equalization.	Fees	0.30	0.00	475.00	142.50
03/21/2016	Christopher J. Reilly	10776.005/ TGHI, Inc. Claims Legal research re: straddle year taxes [1.5].	Fees	1.50	0.00	250.00	375.00

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03/22/2016	Christopher J. Reilly	10776.005/ TGHI, Inc. Claims Continued legal research re: straddle year taxes [1.0]; legal research re: post-petition taxes and interest payments [1.5].	Fees	2.50	0.00	250.00	625.00
03/22/2016	Joseph C. Corneau	10776.005/ TGHI, Inc. Claims Conferring with Mr. Reilly regarding research on administrative/priority status of franchise tax claim (0.1). Follow up conference with Mr. Reilly on tax claim (0.1).	Fees	0.20	0.00	475.00	95.00
03/23/2016	Joseph C. Corneau	10776.005/ TGHI, Inc. Claims Reviewing research by Mr. Reilly regarding tax claims (0.2).	Fees	0.20	0.00	475.00	95.00
06/01/2016	Joseph C. Corneau	10776.005/ TGHI, Inc. Claims Review filed claims spreadsheet and emailing with Mr. Lee at KCC regarding same (0.2). Reviewing claim filed by Texas Controller (0.4). Reviewing IRS claim and emailing with Ms. Yerramalli regarding same (0.2).	Fees	0.80	0.00	475.00	380.00

**Klestadt Winters Jureller Southard & Stevens, LLP****Informational Fee Statement****for  
TGHI, Inc.**

<b>Date</b>	<b>Professional</b>	<b>Matter ID/Client Sort Matter Description Narrative</b>	<b>Component</b>	<b>Hours</b>	<b>Units</b>	<b>Price</b>	<b>Value</b>
06/10/2016	Joseph C. Corneau	10776.005/ TGHI, Inc. Claims Researching regarding filing of DE franchise tax returns (0.4). Call with A. Yerramalli, S. Abbott, H. Meurer, E. Maraantidis regarding tax issues (1.0).	Fees	1.40	0.00	475.00	665.00
06/16/2016	Joseph C. Corneau	10776.005/ TGHI, Inc. Claims Emailing with Ms. Rewers regarding IRS claim.	Fees	0.10	0.00	475.00	47.50
06/28/2016	Joseph C. Corneau	10776.005/ TGHI, Inc. Claims Telephone call with Ms. Yerramalli regarding amendments to schedules (0.2). Emailing with Ms. Rewers regarding DE franchise tax claim (0.2).	Fees	0.40	0.00	475.00	190.00
07/13/2016	Joseph C. Corneau	10776.005/ TGHI, Inc. Claims Reviewing proof of claim filed by Texas Controller (0.3). Telephone call with Ms. Brown at Texas Controller regarding proof of claim (0.2). Emailing with Ms. Rewers regarding proof of claim (0.2).	Fees	0.70	0.00	475.00	332.50



**Klestadt Winters Jureller Southard & Stevens, LLP****Informational Fee Statement****for  
TGHI, Inc.**

<b>Date</b>	<b>Professional</b>	<b>Matter ID/Client Sort Matter Description Narrative</b>	<b>Component</b>	<b>Hours</b>	<b>Units</b>	<b>Price</b>	<b>Value</b>
08/03/2016	Joseph C. Corneau	10776.005/ TGHI, Inc. Claims Preparing email to TX Controller of Public Accounts regarding filing of return (0.6). Emailing (2x) with Ms. Rewers regarding Texas franchise tax claim (0.3). Emailing (2x) with Ms. Yerramalli and Ms. Rewers regarding IRS claim (0.2).	Fees	1.10	0.00	475.00	522.50
08/10/2016	Joseph C. Corneau	10776.005/ TGHI, Inc. Claims Emailing with Mr. Lee at KCC regarding final claims register (0.1). Reviewing final claims register and newly filed claim (0.2). Telephone call with Ms. Yerramalli regarding resolution of claims (0.7). Emailing with Ms. Rewers regarding claims filed by various taxing authorities (0.3). Telephone call with Mr. Lee regarding estimate for distribution agent services (0.2).	Fees	1.50	0.00	475.00	712.50
08/11/2016	Joseph C. Corneau	10776.005/ TGHI, Inc. Claims Telephone call with Ms. Brown at Texas Controller's office regarding withdrawal of proof of claim (0.2). Emailing with Ms. Yerramalli and Ms. Rewers regarding Texas proof of claim (0.2).	Fees	0.60	0.00	475.00	285.00

**Klestadt Winters Jureller Southard & Stevens, LLP****Informational Fee Statement****for  
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<b>Date</b>	<b>Professional</b>	<b>Matter ID/Client Sort Matter Description Narrative</b>	<b>Component</b>	<b>Hours</b>	<b>Units</b>	<b>Price</b>	<b>Value</b>
08/15/2016	Joseph C. Corneau	10776.005/ TGHI, Inc. Claims Emailing (2x) with Ms. Rewers regarding Texas taxing authorities (0.2). Telephone call with Agent Burke at IRS regarding proof of claim (0.1).	Fees	0.30	0.00	475.00	142.50
08/17/2016	Joseph C. Corneau	10776.005/ TGHI, Inc. Claims Multiple emails to/from Ms. Rewers regarding tax claims (0.2). Multiple emails with Ms. Yerramalli regarding tax claims and confirmation issues (0.3).	Fees	0.50	0.00	475.00	237.50
08/18/2016	Joseph C. Corneau	10776.005/ TGHI, Inc. Claims Telephone call with Ms. Yerramalli, and then telephone call with Ms. Yerramalli and Mr. Oppenlander regarding potential audit.	Fees	0.50	0.00	475.00	237.50
08/19/2016	Joseph C. Corneau	10776.005/ TGHI, Inc. Claims Telephone call with Ms. Burke at IRS regarding claim (0.2). Emailing with Ms. Yerramalli and Mr. Oppenlander regarding potential audit (0.1). Reviewing withdrawal of claim filed by Texas Controller (0.2). Emailing with Mr. Lee regarding filed claims (0.2). Multiple emails with Ms. Yerramalli, Ms. Rewers and Mr. Layden regarding claims (0.3).	Fees	1.00	0.00	475.00	475.00

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**Klestadt Winters Jureller Southard & Stevens, LLP****Informational Fee Statement****for  
TGHI, Inc.**

<b>Date</b>	<b>Professional</b>	<b>Matter ID/Client Sort Matter Description Narrative</b>	<b>Component</b>	<b>Hours</b>	<b>Units</b>	<b>Price</b>	<b>Value</b>
09/07/2016	Joseph C. Corneau	10776.005/ TGHI, Inc. Claims Reviewing amended claim filed by IRS.	Fees	0.20	0.00	475.00	95.00
09/08/2016	Joseph C. Corneau	10776.005/ TGHI, Inc. Claims Reviewing proof of claim filed by CA Franchise Tax Board and documentation supplied by company regarding payment of claim (0.4). Telephone call with Ms. Hammonds at CA FTB regarding POC (0.2). Follow up email with Ms. Hammonds at CA FTB regarding supporting documentation of payment (0.2). Telephone call with Mr. Kendall at CA FTB regarding proof of claim and allocation of payment (0.3). Emailing with Ms. Rewers regarding allocation issue (0.2).	Fees	1.30	0.00	475.00	617.50
09/09/2016	Joseph C. Corneau	10776.005/ TGHI, Inc. Claims Drafting letter to Mr. Kendall at CA FTB regarding claim and allocation of payment.	Fees	0.70	0.00	475.00	332.50
<b>Matter Description (First Line): Claims</b>				15.80	0.00		6,605.00

**Matter Description (First Line): Plan & Disclosure Statement**

**Klestadt Winters Jureller Southard & Stevens, LLP****Informational Fee Statement****for  
TGHI, Inc.**

<b>Date</b>	<b>Professional</b>	<b>Matter ID/Client Sort Matter Description Narrative</b>	<b>Component</b>	<b>Hours</b>	<b>Units</b>	<b>Price</b>	<b>Value</b>
02/17/2016	Stephanie R. Sweeney	10776.004/ TGHI, Inc. Plan & Disclosure Statement Meeting with Mr. Klestadt and Mr. Corneau re: background and research of confirmation issues [.4]; reviewing Disclosure Statement [2.5].	Fees	2.90	0.00	375.00	1,087.50
02/17/2016	Joseph C. Corneau	10776.004/ TGHI, Inc. Plan & Disclosure Statement Conferring with Mr. Klestadt and then with Ms. Sweeney regarding confirmation issues.	Fees	0.40	0.00	475.00	190.00
02/18/2016	Stephanie R. Sweeney	10776.004/ TGHI, Inc. Plan & Disclosure Statement Reviewing Disclosure Statement.	Fees	2.10	0.00	375.00	787.50
02/19/2016	Stephanie R. Sweeney	10776.004/ TGHI, Inc. Plan & Disclosure Statement Researching confirmation of plan with no impaired accepting class [2.1]; discussing preliminary findings with Mr. Corneau [.4].	Fees	2.50	0.00	375.00	937.50
02/19/2016	Joseph C. Corneau	10776.004/ TGHI, Inc. Plan & Disclosure Statement Conferring with Ms. Sweeney regarding research on confirmation issues (0.3). Follow up discussion with Ms. Sweeney regarding confirmation issues (0.2).	Fees	0.50	0.00	475.00	237.50
02/22/2016	Stephanie R. Sweeney	10776.004/ TGHI, Inc. Plan & Disclosure Statement Reviewing articles re: "per plan" and "per debtor" theories under 1129(a)(10) and preparing memo thereon.	Fees	1.40	0.00	375.00	525.00

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**Klestadt Winters Jureller Southard & Stevens, LLP****Informational Fee Statement****for  
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<b>Date</b>	<b>Professional</b>	<b>Matter ID/Client Sort Matter Description Narrative</b>	<b>Component</b>	<b>Hours</b>	<b>Units</b>	<b>Price</b>	<b>Value</b>
02/23/2016	Stephanie R. Sweeney	10776.004/ TGHI, Inc. Plan & Disclosure Statement Reviewing transcript of first day hearing.	Fees	0.50	0.00	375.00	187.50
02/24/2016	Stephanie R. Sweeney	10776.004/ TGHI, Inc. Plan & Disclosure Statement Reviewing cases re: 1129(a)(10) requirements for confirmation.	Fees	1.50	0.00	375.00	562.50
02/26/2016	Stephanie R. Sweeney	10776.004/ TGHI, Inc. Plan & Disclosure Statement Drafting memo re: per-debtor and per-plan requirement of Section 1129(a)(10) and sending to Mr. Corneau [1.3]; discussing same with Mr. Corneau [1.2]; highlighting relevant case law and sending same to Mr. Corneau [1.4].	Fees	1.90	0.00	375.00	712.50
02/26/2016	Joseph C. Corneau	10776.004/ TGHI, Inc. Plan & Disclosure Statement Reviewing research on confirmation issues.	Fees	0.50	0.00	475.00	237.50
02/29/2016	Joseph C. Corneau	10776.004/ TGHI, Inc. Plan & Disclosure Statement Reviewing cases on section 1129(a)(10).	Fees	1.10	0.00	475.00	522.50
03/04/2016	Joseph C. Corneau	10776.004/ TGHI, Inc. Plan & Disclosure Statement Conferring with Ms. Sweeney regarding confirmation issues to be researched.	Fees	0.20	0.00	475.00	95.00

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**Klestadt Winters Jureller Southard & Stevens, LLP****Informational Fee Statement****for  
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03/07/2016	Joseph C. Corneau	10776.004/ TGHI, Inc. Plan & Disclosure Statement Research on re-solicitation of votes.	Fees	1.50	0.00	475.00	712.50
03/10/2016	Stephanie R. Sweeney	10776.004/ TGHI, Inc. Plan & Disclosure Statement Drafting argument re: satisfaction of section 1129(a)(10) consenting impaired class requirement and related research.	Fees	1.00	0.00	375.00	375.00
03/10/2016	Joseph C. Corneau	10776.004/ TGHI, Inc. Plan & Disclosure Statement Drafting confirmation brief.	Fees	1.40	0.00	475.00	665.00
03/10/2016	Joseph C. Corneau	10776.004/ TGHI, Inc. Plan & Disclosure Statement Conferring with Mr. Klestadt regarding status of case.	Fees	0.20	0.00	475.00	95.00
03/11/2016	Stephanie R. Sweeney	10776.004/ TGHI, Inc. Plan & Disclosure Statement Drafting argument for confirmation brief re: satisfaction of section 1129(a)(10) consenting impaired class requirement and related research.	Fees	1.90	0.00	375.00	712.50
03/14/2016	Joseph C. Corneau	10776.004/ TGHI, Inc. Plan & Disclosure Statement Conferring with Ms. Sweeney regarding research for brief.	Fees	0.20	0.00	475.00	95.00

**Klestadt Winters Jureller Southard & Stevens, LLP****Informational Fee Statement****for  
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<b>Date</b>	<b>Professional</b>	<b>Matter ID/Client Sort Matter Description Narrative</b>	<b>Component</b>	<b>Hours</b>	<b>Units</b>	<b>Price</b>	<b>Value</b>
03/14/2016	Stephanie R. Sweeney	10776.004/ TGHI, Inc. Plan & Disclosure Statement Revising memo re: 1129(a)(10) as argument for confirmation brief, cite checking same and sending to Mr. Corneau.	Fees	1.60	0.00	375.00	600.00
03/15/2016	Stephanie R. Sweeney	10776.004/ TGHI, Inc. Plan & Disclosure Statement Reviewing Iridium case and related emails with Mr. Corneau [.8], discussing with Mr. Corneau various research issues re: re- solicitation [.4].	Fees	1.20	0.00	375.00	450.00
03/15/2016	Joseph C. Corneau	10776.004/ TGHI, Inc. Plan & Disclosure Statement Telephone call with Ms. Yerramalli regarding research on solicitation (0.2). Researching need to resolicit under circumstances of case (0.4). Telephone call with Ms. Yerramalli regarding status (0.2). Conferring with Ms. Sweeney regarding research on resolicitation (0.3).	Fees	1.10	0.00	475.00	522.50
03/16/2016	Stephanie R. Sweeney	10776.004/ TGHI, Inc. Plan & Disclosure Statement Reviewing case law and related research re: standards for requiring resolicitation of votes on prepackaged plans.	Fees	3.80	0.00	375.00	1,425.00
03/17/2016	Joseph C. Corneau	10776.004/ TGHI, Inc. Plan & Disclosure Statement Drafting confirmation brief (4.1). Reviewing research on re-solicitation (0.2).	Fees	4.30	0.00	475.00	2,042.50

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**Klestadt Winters Jureller Southard & Stevens, LLP****Informational Fee Statement****for  
TGHI, Inc.**

<b>Date</b>	<b>Professional</b>	<b>Matter ID/Client Sort Matter Description Narrative</b>	<b>Component</b>	<b>Hours</b>	<b>Units</b>	<b>Price</b>	<b>Value</b>
03/18/2016	Joseph C. Corneau	10776.004/ TGHI, Inc. Plan & Disclosure Statement Reviewing research on need to re-solicit.	Fees	0.50	0.00	475.00	237.50
03/21/2016	Stephanie R. Sweeney	10776.004/ TGHI, Inc. Plan & Disclosure Statement Meeting with Mr. Corneau, Mr. Klestadt, Ms. Kiss re: confirmation brief issues.	Fees	0.40	0.00	375.00	150.00
03/21/2016	Lauren C. Kiss	10776.004/ TGHI, Inc. Plan & Disclosure Statement Discussing research assignments with Messrs. Klestadt, Corneau and Reilly and Ms. Sweeney and follow up conversation with Mr. Corneau [.8]; researching post- petition modifications to prepackaged plan [1.3].	Fees	2.10	0.00	325.00	682.50
03/21/2016	Joseph C. Corneau	10776.004/ TGHI, Inc. Plan & Disclosure Statement Conferring with Ms. Kiss regarding research on re-solicitation.	Fees	0.30	0.00	475.00	142.50
03/22/2016	Stephanie R. Sweeney	10776.004/ TGHI, Inc. Plan & Disclosure Statement Discussing with Ms. Kiss research re: limiting resolicitation requirements.	Fees	0.20	0.00	375.00	75.00



**Klestadt Winters Jureller Southard & Stevens, LLP****Informational Fee Statement****for  
TGHI, Inc.**

<b>Date</b>	<b>Professional</b>	<b>Matter ID/Client Sort Matter Description Narrative</b>	<b>Component</b>	<b>Hours</b>	<b>Units</b>	<b>Price</b>	<b>Value</b>
03/22/2016	Lauren C. Kiss	10776.004/ TGHI, Inc. Plan & Disclosure Statement Researching post-petition modifications to prepackaged plan prior to confirmation [5.3]; discussing research results with Mr. Corneau [.2]; researching cases interpreting Bankruptcy Rule 3019 [2.4].	Fees	7.90	0.00	325.00	2,567.50
03/22/2016	Joseph C. Corneau	10776.004/ TGHI, Inc. Plan & Disclosure Statement Conferring with Ms. Kiss regarding re- solicitation research (0.2).	Fees	0.20	0.00	475.00	95.00
03/23/2016	Lauren C. Kiss	10776.004/ TGHI, Inc. Plan & Disclosure Statement Researching modifications to prepackaged bankruptcies and modifications to chapter 11 plans after solicitation [4.6]; discussing research results with Mr. Corneau [.2].	Fees	4.80	0.00	325.00	1,560.00
03/23/2016	Joseph C. Corneau	10776.004/ TGHI, Inc. Plan & Disclosure Statement Telephone call with Chambers regarding confirmation hearing (0.1). Telephone call with Ms. Yerramalli regarding confirmation hearing (0.1).	Fees	0.20	0.00	475.00	95.00
03/24/2016	Lauren C. Kiss	10776.004/ TGHI, Inc. Plan & Disclosure Statement Reviewing research results and e-mailing summary to Mr. Corneau.	Fees	1.50	0.00	325.00	487.50

**Klestadt Winters Jureller Southard & Stevens, LLP****Informational Fee Statement****for  
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<b>Date</b>	<b>Professional</b>	<b>Matter ID/Client Sort Matter Description Narrative</b>	<b>Component</b>	<b>Hours</b>	<b>Units</b>	<b>Price</b>	<b>Value</b>
03/24/2016	Joseph C. Corneau	10776.004/ TGHI, Inc. Plan & Disclosure Statement Drafting confirmation brief.	Fees	7.10	0.00	475.00	3,372.50
03/25/2016	Joseph C. Corneau	10776.004/ TGHI, Inc. Plan & Disclosure Statement Drafting confirmation order.	Fees	4.30	0.00	475.00	2,042.50
03/28/2016	Joseph C. Corneau	10776.004/ TGHI, Inc. Plan & Disclosure Statement Drafting confirmation order (2.1). Telephone call with Ms. Yerramalli regarding confirmation issues (0.4). Reviewing and revising draft of voting declaration (0.4).	Fees	2.90	0.00	475.00	1,377.50
03/29/2016	Joseph C. Corneau	10776.004/ TGHI, Inc. Plan & Disclosure Statement Drafting confirmation order (8.3). Telephone call with Mr. Lee regarding voting declaration (0.2).	Fees	8.50	0.00	475.00	4,037.50
03/30/2016	Tracy L. Klestadt	10776.004/ TGHI, Inc. Plan & Disclosure Statement Conferring with Mr. Corneau re status of plan process, current forecast regarding confirmation, etc.	Fees	0.20	0.00	675.00	135.00
03/30/2016	Joseph C. Corneau	10776.004/ TGHI, Inc. Plan & Disclosure Statement Telephone call with Ms. Yerramalli and Mr. Rogoff regarding hearing (0.5). Reviewing cross-holdings analysis (0.2).	Fees	0.70	0.00	475.00	332.50

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TGHI, Inc.**

<b>Date</b>	<b>Professional</b>	<b>Matter ID/Client Sort Matter Description Narrative</b>	<b>Component</b>	<b>Hours</b>	<b>Units</b>	<b>Price</b>	<b>Value</b>
03/31/2016	Joseph C. Corneau	10776.004/ TGHI, Inc. Plan & Disclosure Statement Telephone call with Ms. Yerramalli regarding status conference (0.3).	Fees	0.30	0.00	475.00	142.50
04/01/2016	Joseph C. Corneau	10776.004/ TGHI, Inc. Plan & Disclosure Statement Preparing for hearing (1.8). Attending Court on status conference regarding plan (2.6). Emailing with Ms. Garofalo regarding transcript (0.1). Telephone call with Ms. Yerramalli regarding status conference (0.3). Conferring with Mr. Klestadt regarding outcome of hearing (0.4).	Fees	5.20	0.00	475.00	2,470.00
04/01/2016	Tracy L. Klestadt	10776.004/ TGHI, Inc. Plan & Disclosure Statement Conferring with Mr. Corneau re results of status conference.	Fees	0.40	0.00	675.00	270.00
04/04/2016	Joseph C. Corneau	10776.004/ TGHI, Inc. Plan & Disclosure Statement Telephone call with Chambers regarding confirmation hearing.	Fees	0.10	0.00	475.00	47.50
04/05/2016	Joseph C. Corneau	10776.004/ TGHI, Inc. Plan & Disclosure Statement Emailing (2x) with Ms. Yerramalli regarding confirmation order.	Fees	0.20	0.00	475.00	95.00

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04/06/2016	Joseph C. Corneau	10776.004/ TGHI, Inc. Plan & Disclosure Statement Reviewing plan regarding releases and emailing with Ms. Yerramalli regarding same (0.5). Drafting confirmation brief (8.2).	Fees	8.70	0.00	475.00	4,132.50
04/07/2016	Kristen M. Garofalo	10776.004/ TGHI, Inc. Plan & Disclosure Statement Updating Table of Contents and Table of Authorities for Confirmation Brief per Mr. Corneau's request.	Fees	1.00	0.00	150.00	150.00
04/07/2016	Joseph C. Corneau	10776.004/ TGHI, Inc. Plan & Disclosure Statement Drafting confirmation brief.	Fees	1.50	0.00	475.00	712.50
04/08/2016	Tracy L. Klestadt	10776.004/ TGHI, Inc. Plan & Disclosure Statement Reviewing and commenting on drafts of (i) confirmation brief and (ii) proposed confirmation order.	Fees	2.20	0.00	675.00	1,485.00
04/08/2016	Joseph C. Corneau	10776.004/ TGHI, Inc. Plan & Disclosure Statement Drafting confirmation brief.	Fees	3.20	0.00	475.00	1,520.00
04/11/2016	Christopher J. Reilly	10776.004/ TGHI, Inc. Plan & Disclosure Statement Legal research for confirmation brief.	Fees	0.60	0.00	250.00	150.00

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<b>Date</b>	<b>Professional</b>	<b>Matter ID/Client Sort Matter Description Narrative</b>	<b>Component</b>	<b>Hours</b>	<b>Units</b>	<b>Price</b>	<b>Value</b>
04/11/2016	Joseph C. Corneau	10776.004/ TGHI, Inc. Plan & Disclosure Statement Researching regarding scope of releases (1.5). Telephone call with Ms. Yerramalli regarding plan status (0.4). Preparing notice of rescheduled confirmation hearing (0.4). Filing notice of rescheduled confirmation hearing (0.2). Emailing with KCC regarding service of notice of rescheduled confirmation hearing (0.2).	Fees	2.70	0.00	475.00	1,282.50
04/12/2016	Joseph C. Corneau	10776.004/ TGHI, Inc. Plan & Disclosure Statement Preparing voting declaration for filing (0.2). Reviewing plan regarding scope of releases (0.3). Emailing with Mr. Lee regarding voting declaration (0.2). Reviewing Chassix decision (0.8).	Fees	1.50	0.00	475.00	712.50
04/13/2016	Joseph C. Corneau	10776.004/ TGHI, Inc. Plan & Disclosure Statement Reviewing modified plan (0.3). Reviewing revisions to brief (0.5). Reviewing O'Connell declaration (0.6). Reviewing Layden declaration (0.5). Researching 1129(a)(10) issues (5.5).	Fees	7.40	0.00	475.00	3,515.00
04/14/2016	Kristen M. Garofalo	10776.004/ TGHI, Inc. Plan & Disclosure Statement Formatting Confirmation Order per Mr. Corneau's request (.2); updating table of contents on Confirmation Order (2.0).	Fees	2.20	0.00	150.00	330.00

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**Klestadt Winters Jureller Southard & Stevens, LLP****Informational Fee Statement****for  
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04/14/2016	Joseph C. Corneau	10776.004/ TGHI, Inc. Plan & Disclosure Statement Preparing notice of filing of confirmation order (0.4). Drafting of confirmation order (2.3). Telephone call with Ms. Yerramalli regarding status (0.2). Telephone call with Mr. Velez-Rivera regarding status (0.2). Working on outline for confirmation hearing (2.9). Revising declarations (0.8). Telephone call with Ms. Yerramalli and Mr. Ginsburg regarding confirmation order and confirmation brief (0.9). Telephone call with Ms. Yerramalli regarding drafts (0.2). Drafting confirmation brief and confirmation order to conform with discussions with various parties (3.9).	Fees	11.80	0.00	475.00	5,605.00
04/15/2016	Kristen M. Garofalo	10776.004/ TGHI, Inc. Plan & Disclosure Statement Updating table of contents and table of authorities per Mr. Corneau's request.	Fees	1.50	0.00	150.00	225.00
04/15/2016	Tracy L. Klestadt	10776.004/ TGHI, Inc. Plan & Disclosure Statement Reviewing amended plan pleadings as filed.	Fees	1.50	0.00	675.00	1,012.50
04/15/2016	Kristen M. Garofalo	10776.004/ TGHI, Inc. Plan & Disclosure Statement Assembling hearing binder per Mr. Corneau's request.	Fees	0.70	0.00	150.00	105.00

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<=9/14/16 and matter id is not '10776.001'

**Klestadt Winters Jureller Southard & Stevens, LLP****Informational Fee Statement****for  
TGHI, Inc.**

<b>Date</b>	<b>Professional</b>	<b>Matter ID/Client Sort Matter Description Narrative</b>	<b>Component</b>	<b>Hours</b>	<b>Units</b>	<b>Price</b>	<b>Value</b>
04/15/2016	Joseph C. Corneau	10776.004/ TGHI, Inc. Plan & Disclosure Statement Finalizing confirmation pleadings (3.2). Telephone call with Ms. Yerramalli regarding confirmation pleadings (0.1). Telephone call with Ms. Yerramalli and Mr. Abramson regarding O'Connell declaration (0.1). Preparing and filing modified plan, confirmation brief, proposed confirmation order, Layden declaration, Lee declaration, O'Connell declaration (0.9). Telephone calls (2x) with Chambers regarding confirmation pleadings (0.2).	Fees	4.50	0.00	475.00	2,137.50
04/19/2016	Joseph C. Corneau	10776.004/ TGHI, Inc. Plan & Disclosure Statement Preparing for confirmation hearing (2.7). Telephone call with Ms. Yerramalli regarding confirmation hearing (0.2). Conference call with Ms. Yerramalli, Mr. Layden and Mr. O'Connell regarding confirmation hearing (0.5). Emailing with Mr. Lee regarding confirmation hearing (0.1).	Fees	3.50	0.00	475.00	1,662.50
04/20/2016	Joseph C. Corneau	10776.004/ TGHI, Inc. Plan & Disclosure Statement Preparing for confirmation hearing (1.0). Attending confirmation hearing (3.0). Meeting with Ms. Yerramalli, Mr. Rogoff and Mr. O'Connell (1.5). Conferring with Ms. Garofalo regarding transcript (0.1).	Fees	5.60	0.00	475.00	2,660.00

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**Klestadt Winters Jureller Southard & Stevens, LLP****Informational Fee Statement****for  
TGHI, Inc.**

<b>Date</b>	<b>Professional</b>	<b>Matter ID/Client Sort Matter Description Narrative</b>	<b>Component</b>	<b>Hours</b>	<b>Units</b>	<b>Price</b>	<b>Value</b>
04/21/2016	Tracy L. Klestadt	10776.004/ TGHI, Inc. Plan & Disclosure Statement Conferring with Mr. Corneau re results of hearing yesterday.	Fees	0.30	0.00	675.00	202.50
04/21/2016	Joseph C. Corneau	10776.004/ TGHI, Inc. Plan & Disclosure Statement Conferring with Mr. Klestadt regarding confirmation hearing.	Fees	0.30	0.00	475.00	142.50
04/25/2016	Joseph C. Corneau	10776.004/ TGHI, Inc. Plan & Disclosure Statement Reviewing transcript of 4/20 hearing (1.1). Begin reviewing proposed confirmation order for matters requiring revision (0.5).	Fees	1.60	0.00	475.00	760.00
04/26/2016	Joseph C. Corneau	10776.004/ TGHI, Inc. Plan & Disclosure Statement Revising confirmation order (1.9). Telephone call with Ms. Yerramalli regarding status (0.5).	Fees	2.40	0.00	475.00	1,140.00
04/28/2016	Joseph C. Corneau	10776.004/ TGHI, Inc. Plan & Disclosure Statement Revising confirmation order.	Fees	2.80	0.00	475.00	1,330.00
04/29/2016	Joseph C. Corneau	10776.004/ TGHI, Inc. Plan & Disclosure Statement Reviewing update to Board.	Fees	0.20	0.00	475.00	95.00
04/29/2016	Tracy L. Klestadt	10776.004/ TGHI, Inc. Plan & Disclosure Statement Reviewing latest draft of confirmation order.	Fees	0.40	0.00	675.00	270.00

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**Klestadt Winters Jureller Southard & Stevens, LLP****Informational Fee Statement****for  
TGHI, Inc.**

<b>Date</b>	<b>Professional</b>	<b>Matter ID/Client Sort Matter Description Narrative</b>	<b>Component</b>	<b>Hours</b>	<b>Units</b>	<b>Price</b>	<b>Value</b>
08/01/2016	Joseph C. Corneau	10776.004/ TGHI, Inc. Plan & Disclosure Statement Reviewing fees to date in connection with estimate of necessary reserves.	Fees	0.20	0.00	475.00	95.00
08/11/2016	Joseph C. Corneau	10776.004/ TGHI, Inc. Plan & Disclosure Statement Reviewing April 20 transcript in preparation for continued confirmation hearing (1.4). Reviewing Transwest and SPGA cases on 1129(a)(10) issues (0.9).	Fees	2.30	0.00	475.00	1,092.50
08/12/2016	Joseph C. Corneau	10776.004/ TGHI, Inc. Plan & Disclosure Statement Emailing with Ms. Yerramalli regarding transcript and confirmation order.	Fees	0.10	0.00	475.00	47.50
08/18/2016	Joseph C. Corneau	10776.004/ TGHI, Inc. Plan & Disclosure Statement Briefly reviewing plan and then emailing with Ms. Yerramalli (0.2). Telephone call with Ms. Yerramalli regarding confirmation hearing and confirmation order (0.9). Telephone call with Ms. Yerramalli and Mr. Layden regarding confirmation status (0.4). Revising confirmation order (1.1).	Fees	2.60	0.00	475.00	1,235.00

**Klestadt Winters Jureller Southard & Stevens, LLP****Informational Fee Statement****for  
TGHI, Inc.**

<b>Date</b>	<b>Professional</b>	<b>Matter ID/Client Sort Matter Description Narrative</b>	<b>Component</b>	<b>Hours</b>	<b>Units</b>	<b>Price</b>	<b>Value</b>
08/22/2016	Joseph C. Corneau	10776.004/ TGHI, Inc. Plan & Disclosure Statement Reviewing KCC distribution account form and emailing with Mr. Layden regarding same (0.2). Draft declaration of James Lee regarding claims filed in Chapter 11 Cases (1.4). Follow up email with Mr. Lee regarding claims (0.1).	Fees	1.70	0.00	475.00	807.50
08/23/2016	Joseph C. Corneau	10776.004/ TGHI, Inc. Plan & Disclosure Statement Multiple emails with Ms. Yerramalli and Mr. Ginsberg regarding confirmation order.	Fees	0.30	0.00	475.00	142.50
08/24/2016	Joseph C. Corneau	10776.004/ TGHI, Inc. Plan & Disclosure Statement Reviewing plan provisions regarding releases and discharge and emailing with Ms. Yerramalli regarding same (0.3). Revising confirmation order (1.2).	Fees	1.50	0.00	475.00	712.50

**Klestadt Winters Jureller Southard & Stevens, LLP****Informational Fee Statement****for  
TGHI, Inc.**

<b>Date</b>	<b>Professional</b>	<b>Matter ID/Client Sort Matter Description Narrative</b>	<b>Component</b>	<b>Hours</b>	<b>Units</b>	<b>Price</b>	<b>Value</b>
08/25/2016	Joseph C. Corneau	10776.004/ TGHI, Inc. Plan & Disclosure Statement Reviewing KLN&F comments to confirmation order (0.2). Reviewing Stroock comments to confirmation order (0.2). Revising confirmation order per comments received (0.7). Preparing declaration for Mr. Lee regarding filed claims (0.4). Multiple emails with Mr. Lee regarding declaration (0.2). Emailing with Ms. Yerramalli and Mr. Ginsberg regarding confirmation order (0.3). Telephone call with Mr. Ginsburg regarding confirmation order (0.1). Further revisions to confirmation order (0.5). Drafting letter to Court regarding revised confirmation order (0.2). Preparing and filing Lee declaration (0.2). Preparing and filing Notice of Filing of Revised Confirmation Order (0.2).	Fees	3.20	0.00	475.00	1,520.00
08/26/2016	Joseph C. Corneau	10776.004/ TGHI, Inc. Plan & Disclosure Statement Reviewing plan and other confirmation- related pleadings in preparation for confirmation hearing (2.3). Emailing with Mr. Velez-Rivera regarding confirmation order (0.1).	Fees	2.40	0.00	475.00	1,140.00
08/29/2016	Kristen M. Garofalo	10776.004/ TGHI, Inc. Plan & Disclosure Statement Assembling hearing binder per Mr. Corneau's request.	Fees	0.70	0.00	150.00	105.00

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# Klestadt Winters Jureller Southard & Stevens, LLP

## Informational Fee Statement

### for TGHI, Inc.

Date	Professional	Matter ID/Client Sort Matter Description Narrative	Component	Hours	Units	Price	Value
08/29/2016	Tracy L. Klestadt	10776.004/ TGHI, Inc. Plan & Disclosure Statement Reviewing Court's mark-up of proposed confirmation order, comparing to original order language and plan terms and proposed effective changes proposed by Court, and conferring with Mr. Corneau thereon.	Fees	1.50	0.00	675.00	1,012.50
08/29/2016	Joseph C. Corneau	10776.004/ TGHI, Inc. Plan & Disclosure Statement Preparing for confirmation hearing (2.6). Telephone call with Chambers regarding confirmation order (0.1). Emailing with Chambers regarding confirmation order (0.1). Reviewing Court's comments to confirmation order (0.7). Telephone call with Ms. Yerramalli and then with Ms. Yerramalli and Mr. Layden regarding Court's markup of confirmation order (0.7). Conferring with Mr. Klestadt regarding status (0.1). Telephone call with Ms. Yerramalli and Mr. Ginsburg regarding Court markup of confirmation order (0.3).	Fees	4.60	0.00	475.00	2,185.00

**Klestadt Winters Jureller Southard & Stevens, LLP****Informational Fee Statement****for  
TGHI, Inc.**

<b>Date</b>	<b>Professional</b>	<b>Matter ID/Client Sort Matter Description Narrative</b>	<b>Component</b>	<b>Hours</b>	<b>Units</b>	<b>Price</b>	<b>Value</b>
08/30/2016	Joseph C. Corneau	10776.004/ TGHI, Inc. Plan & Disclosure Statement Preparing for and attending confirmation hearing (2.8). Briefly reviewing confirmation order as entered (0.2). Telephone call with Ms. Massman (2x) regarding confirmation order (0.2). Telephone call with Ms. Yerramalli regarding address list (0.1). Telephone call with Mr. Lee regarding address list (0.1). Telephone call with Ms. Yerramalli regarding claims (0.1). Preparing post- confirmation task list (0.3).	Fees	3.80	0.00	475.00	1,805.00
08/30/2016	Joseph C. Corneau	10776.004/ TGHI, Inc. Plan & Disclosure Statement Travel to/from Court	SUBWAY	0.00	2.00	2.75	5.50

**Klestadt Winters Jureller Southard & Stevens, LLP****Informational Fee Statement****for  
TGHI, Inc.**

<b>Date</b>	<b>Professional</b>	<b>Matter ID/Client Sort Matter Description Narrative</b>	<b>Component</b>	<b>Hours</b>	<b>Units</b>	<b>Price</b>	<b>Value</b>
08/31/2016	Joseph C. Corneau	10776.004/ TGHI, Inc. Plan & Disclosure Statement Preparing and filing Notice of Entry of Confirmation Order (0.4). Emailing with KCC regarding service of notice of entry of confirmation order (0.1). Telephone call with Ms. Yerramalli regarding post-confirmation tasks (0.3). Emailing with Mr. Layden regarding wire transfer (0.2). Preparing notice of effective date (0.4). Telephone call with Mr. Lee regarding requirements to make distributions (0.3). Emailing with Ms. Yerramalli regarding W-9s (0.1). Emailing with Mr. Lee regarding W-9s (0.1). Preparing spreadsheet for calculation of reserves (0.3). Reviewing distribution analysis (0.2).	Fees	2.40	0.00	475.00	1,140.00
09/01/2016	Joseph C. Corneau	10776.004/ TGHI, Inc. Plan & Disclosure Statement Drafting letter to Class 5 creditors regarding need for completed form W-9.	Fees	0.30	0.00	475.00	142.50
09/06/2016	Joseph C. Corneau	10776.004/ TGHI, Inc. Plan & Disclosure Statement Drafting motion and order for final decree (1.6). Drafting Chapter 11 closing report (0.5). Reviewing proposed disbursement check language received from KCC and respond to same (0.2).	Fees	2.30	0.00	475.00	1,092.50

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**Klestadt Winters Jureller Southard & Stevens, LLP****Informational Fee Statement****for  
TGHI, Inc.**

<b>Date</b>	<b>Professional</b>	<b>Matter ID/Client Sort Matter Description Narrative</b>	<b>Component</b>	<b>Hours</b>	<b>Units</b>	<b>Price</b>	<b>Value</b>
09/07/2016	Joseph C. Corneau	10776.004/ TGHI, Inc. Plan & Disclosure Statement Telephone call with Mr. Lee at KCC regarding distributions and related matters (0.3). Reviewing spreadsheet regarding W-9s and emailing with Mr. Layden regarding status thereof (0.2). Emailing with Ms. Yerramalli regarding post-confirmation tasks (0.4). Emailing with Mr. Tato regarding W-9 forms (0.1). Conferring with Mr. Winters regarding dissolution procedure in Delaware (0.1).	Fees	1.10	0.00	475.00	522.50
09/08/2016	Joseph C. Corneau	10776.004/ TGHI, Inc. Plan & Disclosure Statement Emailing with Ms. Yerramalli regarding communication to creditors regarding distribution (0.1). Reviewing revised form of disbursement check and emailing with Mr. Lee regarding same (0.2). Preparing distribution spreadsheet (1.2). Emailing with Ms. Abbott and Ms. Chaney regarding W-8s and W-9s required (0.2).	Fees	1.70	0.00	475.00	807.50
09/09/2016	Joseph C. Corneau	10776.004/ TGHI, Inc. Plan & Disclosure Statement Telephone call with Mr. Layden regarding W-9s and W-8s (0.1). Draft letter to Class 5 creditors regarding distribution (0.5). Emailing regarding outstanding W-9s and W-8s (0.2). Emailing with Mr. Lee regarding distributions (0.2).	Fees	1.00	0.00	475.00	475.00

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<=9/14/16 and matter id is not '10776.001'

**Klestadt Winters Jureller Southard & Stevens, LLP****Informational Fee Statement****for  
TGHI, Inc.**

<b>Date</b>	<b>Professional</b>	<b>Matter ID/Client Sort Matter Description Narrative</b>	<b>Component</b>	<b>Hours</b>	<b>Units</b>	<b>Price</b>	<b>Value</b>
09/13/2016	Joseph C. Corneau	10776.004/ TGHI, Inc. Plan & Disclosure Statement Multiple emails with Ms. Yerramalli and Mr. Rogoff regarding effective date and distribution timing (0.3). Multiple emails with Ms. Yerramalli regarding distributions (0.2). Telephone call with Mr. Layden regarding distributions (0.2). Multiple emails with KCC regarding distribution logistics (0.2). Preparing notice of effective date for filing (0.2).	Fees	1.10	0.00	475.00	522.50
09/14/2016	Joseph C. Corneau	10776.004/ TGHI, Inc. Plan & Disclosure Statement Preparing and filing notice of Effective Date (0.2). Emailing with various necessary parties regarding notice of Effective Date (0.2). Reviewing distribution spreadsheet for final approval (0.3). Telephone call with Mr. Lee regarding distributions (0.2). Emailing (2x) with Farallon representatives regarding correction of address (0.2). Telephone calls (2x) with Mr. Lee regarding distributions to Farallon entities and correct address therefor (0.2).	Fees	1.30	0.00	475.00	617.50
<b>Matter Description (First Line): Plan &amp; Disclosure Statement</b>				185.90	2.00		82,755.50

**Matter Description (First Line): Retention & Fees**

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**Klestadt Winters Jureller Southard & Stevens, LLP****Informational Fee Statement****for  
TGHI, Inc.**

<b>Date</b>	<b>Professional</b>	<b>Matter ID/Client Sort Matter Description Narrative</b>	<b>Component</b>	<b>Hours</b>	<b>Units</b>	<b>Price</b>	<b>Value</b>
02/16/2016	Joseph C. Corneau	10776.003/ TGHI, Inc. Retention & Fees Drafting KWJSS retention application.	Fees	0.90	0.00	475.00	427.50
02/17/2016	Joseph C. Corneau	10776.003/ TGHI, Inc. Retention & Fees Reviewing KCC 156 order as entered and emailing with KCC team regarding same.	Fees	0.20	0.00	475.00	95.00
02/18/2016	Tracy L. Klestadt	10776.003/ TGHI, Inc. Retention & Fees Reviewing draft of KWJSS retention pleadings and e-mails with Mr. Corneau thereon.	Fees	0.20	0.00	675.00	135.00
02/18/2016	Joseph C. Corneau	10776.003/ TGHI, Inc. Retention & Fees Emailing with Ms. Yerramalli regarding KLNf retention application (0.1). Emailing with Mr. Velez-Rivera regarding retention applications (0.1).	Fees	0.20	0.00	475.00	95.00
02/19/2016	Joseph C. Corneau	10776.003/ TGHI, Inc. Retention & Fees Drafting KWJSS retention application (0.8). Reviewing KLNf retention application (0.6). Telephone call with Ms. Yerramalli regarding retention applications (0.4). Revising KCC 327 order (0.4). Emailing with Ms. Arbeit and Mr. Velez-Rivera regarding retention applications (0.2).	Fees	2.40	0.00	475.00	1,140.00

**Klestadt Winters Jureller Southard & Stevens, LLP****Informational Fee Statement****for  
TGHI, Inc.**

<b>Date</b>	<b>Professional</b>	<b>Matter ID/Client Sort Matter Description Narrative</b>	<b>Component</b>	<b>Hours</b>	<b>Units</b>	<b>Price</b>	<b>Value</b>
02/25/2016	Joseph C. Corneau	10776.003/ TGHI, Inc. Retention & Fees Emailing with Ms. Yerramalli regarding retention application (0.1). Preparing retention applications for filing (0.3). Telephone call with Chambers regarding hearing date on retention applications (0.1). Telephone call with Ms. Yerramalli regarding retention application (0.1). Preparing notice of filing of revised KCC retention order (1.1). Preparing retention pleadings for filing (KWJSS, KLNF, KCC) including preparing notices of hearing (1.0). Filing KWJSS retention application (0.2). Filing KLNF retention application (0.2). Filing notice of filing of KCC revised order (0.2). Filing NOH for KCC 327 application (0.2). Emailing with KCC regarding service of retention pleadings (0.2).	Fees	3.80	0.00	475.00	1,805.00
02/26/2016	Joseph C. Corneau	10776.003/ TGHI, Inc. Retention & Fees Drafting letter to Judge Wiles with retention pleadings.	Fees	0.30	0.00	475.00	142.50

**Klestadt Winters Jureller Southard & Stevens, LLP****Informational Fee Statement****for  
TGHI, Inc.**

<b>Date</b>	<b>Professional</b>	<b>Matter ID/Client Sort Matter Description Narrative</b>	<b>Component</b>	<b>Hours</b>	<b>Units</b>	<b>Price</b>	<b>Value</b>
03/10/2016	Joseph C. Corneau	10776.003/ TGHI, Inc. Retention & Fees Reviewing LBR 9075-2 for timing and process for filing of Certificate of No Objection (0.2). Preparing Certificate of No Objection for KCC, KWJS&S and KLN&F (1.3). Preparing orders for submission to Court (0.4). Emailing with Mr. Velez-Rivera and Ms. Arbeit regarding U.S. Trustee approval of orders (0.2).	Fees	2.10	0.00	475.00	997.50
03/14/2016	Joseph C. Corneau	10776.003/ TGHI, Inc. Retention & Fees Preparing email to Judge Wiles regarding retention applications (0.5). Emailing with Ms. Yerramalli regarding retention applications and other matters (0.2). Preparing and filing CNO for KWJS&S retention application (0.2). Preparing and filing CNO for KLN&F retention application (0.2). Preparing and filing CNO for KCC retention application (0.2). Telephone call with Chambers regarding hearing on retention applications (0.1). Emailing with Ms. Yerramalli regarding hearing on retention applications (0.1). Telephone call with Mr. Velez-Rivera regarding hearing on retention applications and case status (0.2).	Fees	1.70	0.00	475.00	807.50

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**Klestadt Winters Jureller Southard & Stevens, LLP****Informational Fee Statement****for  
TGHI, Inc.**

<b>Date</b>	<b>Professional</b>	<b>Matter ID/Client Sort Matter Description Narrative</b>	<b>Component</b>	<b>Hours</b>	<b>Units</b>	<b>Price</b>	<b>Value</b>
03/15/2016	Joseph C. Corneau	10776.003/ TGHI, Inc. Retention & Fees Retrieving and reviewing retention orders entered today.	Fees	0.20	0.00	475.00	95.00
08/22/2016	Joseph C. Corneau	10776.003/ TGHI, Inc. Retention & Fees Begin drafting fee application.	Fees	1.40	0.00	475.00	665.00
08/24/2016	Joseph C. Corneau	10776.003/ TGHI, Inc. Retention & Fees Drafting fee application.	Fees	1.10	0.00	475.00	522.50
09/01/2016	Joseph C. Corneau	10776.003/ TGHI, Inc. Retention & Fees Drafting fee application.	Fees	1.10	0.00	475.00	522.50
09/07/2016	Tracy L. Klestadt	10776.003/ TGHI, Inc. Retention & Fees Reviewing and revising draft of fee application and conferring with Mr. Corneau thereon.	Fees	0.80	0.00	675.00	540.00
09/07/2016	Joseph C. Corneau	10776.003/ TGHI, Inc. Retention & Fees Drafting fee application (2.4). Emailing with Mr. Klestadt regarding fee application (0.2).	Fees	2.60	0.00	475.00	1,235.00
09/13/2016	Joseph C. Corneau	10776.003/ TGHI, Inc. Retention & Fees Preparing fee application.	Fees	0.50	0.00	475.00	237.50

# Klestadt Winters Jureller Southard & Stevens, LLP

## Informational Fee Statement

### for TGHI, Inc.

Date	Professional	Matter ID/Client Sort Matter Description Narrative	Component	Hours	Units	Price	Value
09/14/2016	Joseph C. Corneau	10776.003/ TGHI, Inc. Retention & Fees Emailing internally regarding fee application (0.1). Preparing fee application (0.5).	Fees	0.60	0.00	475.00	285.00
<b>Matter Description (First Line): Retention &amp; Fees</b>				20.10	0.00		9,747.50
<b>Grand Total:</b>				277.60	6,642.00		\$128,061.95

KLESTADT WINTERS JURELLER  
SOUTHARD & STEVENS, LLP  
Tracy L. Klestadt  
Joseph C. Corneau  
200 West 41<sup>st</sup> Street, 17<sup>th</sup> Floor  
New York, New York 10036  
(212) 972-3000

*Attorneys for the Debtors and Debtors-in-Possession*

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

In re:	:	Chapter 11
	:	
TGHI, INC., <u>et al.</u> ,	:	Case No. 16-10300 (MEW)
	:	
	:	Jointly Administered
Debtors <sup>3</sup>	:	

**CERTIFICATION**

Tracy L. Klestadt, an attorney duly admitted to practice before this Court and the courts of the State of New York, hereby certifies, in accordance with the Administrative Guidelines enacted by Order of the United States Bankruptcy Court for the Southern District of New York dated January 29, 2013 (“General Order M-447”) and the Guidelines for Reviewing Applications For Compensation as promulgated by the United States Trustee on January 30, 1996 (“U.S. Trustee Guidelines”) as follows:

1. I am a member of the law firm of Klestadt Winters Jureller Southard & Stevens, LLP (“KWJS&S”), and I submit this Certification with respect to the First and Final Application for

<sup>3</sup>The Debtors and the last four digits of their taxpayer identification numbers are as follows: Parent THI, Inc. (5521) and TGHI, Inc. (3814).

Allowance of Compensation and Reimbursement of Expenses Pursuant to Section 330 of the Bankruptcy Code of Klestadt Winters Jureller Southard & Stevens, LLP, Attorneys for the Debtors (the "Application") submitted by KWJS&S, attorneys for TGHI, Inc. ("Holdings") and Parent THI, Inc. ("Parent," and together with Holdings, the "Debtors") in the above-captioned Chapter 11 Cases.

2. I have read the aforementioned Application.

3. To the best of my knowledge, information and belief formed after reasonable inquiry, said Application complies with the mandatory guidelines set forth in General Order M-447 and the U.S. Trustee Guidelines.

4. To the best of my knowledge, information and belief formed after reasonable inquiry, the fees and disbursements sought in said Application fall within these guidelines.

5. The fees and disbursements sought in said Application are billed at rates and in accordance with practices customarily employed by the KWJS&S and generally accepted by KWJS&S's clients.

6. The Debtors, the United States Trustee and all other parties having filed a notice of appearance will be served with a copy of the Application no later than twenty-one (21) days before the hearing on the Application.

7. Pursuant to General Order M-447, KWJS&S has provided the Debtor with a monthly statement of fees and disbursements incurred for each month within 21 days of the end of such month, containing all of the information required by General Order M-447.

8. A representative of KWJS&S will be present at the hearing on the Application referred to herein.

9. With respect to reimbursement for expenses contained in the aforementioned

Application, KWJS&S does not make a profit on those services.

10. In charging for a particular reimbursement, KWJS&S has not included in the amount for which reimbursement is sought the amortization of the cost of any investment, equipment, or capital outlay.

11. In seeking reimbursement for services, which KWJS&S justifiably purchased or contracted for from a third party, KWJS&S has requested reimbursement only for the amount billed to KWJS&S by the third party vendor and paid by KWJS&S to such vendor.

Dated: New York, New York  
September 22, 2016

KLESTADT WINTERS JURELLER  
SOUTHARD & STEVENS, LLP

By: /s/ Tracy L. Klestadt

Tracy L. Klestadt  
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