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Co-Counsel for Chapter 11 Debtors and
Debtors In Possession

UNITED STATES BANKRUPTCY COURT

CENTRAL DISTRICT OF CALIFORNIA - LOS ANGELES DIVISION

In re,

VERITY HEALTH SYSTEM OF
CALIFORNIA, INC., *et al.*,

Debtors and Debtors In Possession.

☒ Affects All Debtors

- ☐ Affects O'Connor Hospital
☐ Affects Saint Louise Regional Hospital
☐ Affects St. Francis Medical Center
☐ Affects St. Vincent Medical Center
☐ Affects Seton Medical Center
☐ Affects O'Connor Hospital Foundation
☐ Affects Saint Louise Regional Hospital
Foundation
☐ Affects St. Francis Medical Center of
Lynwood Medical Foundation
☐ Affects St. Vincent Foundation
☐ Affects St. Vincent Dialysis Center, Inc.
☐ Affects Seton Medical Center Foundation
☐ Affects Verity Business Services
☐ Affects Verity Medical Foundation
☐ Affects Verity Holdings, LLC
☐ Affects DePaul Ventures, LLC
☐ Affects DePaul Ventures - San Jose
Dialysis, LLC
☐ Affects DePaul Ventures-San Jose ASC,
LLC

Debtors and Debtors In Possession.

Lead Case No. 2:18-bk-20151-ER

Jointly administered with:

Case No. 2:18-bk-20162-ER
Case No. 2:18-bk-20163-ER
Case No. 2:18-bk-20164-ER
Case No. 2:18-bk-20165-ER
Case No. 2:18-bk-20167-ER
Case No. 2:18-bk-20168-ER
Case No. 2:18-bk-20169-ER
Case No. 2:18-bk-20171-ER
Case No. 2:18-bk-20172-ER
Case No. 2:18-bk-20173-ER
Case No. 2:18-bk-20175-ER
Case No. 2:18-bk-20176-ER
Case No. 2:18-bk-20178-ER
Case No. 2:18-bk-20179-ER
Case No. 2:18-bk-20180-ER
Case No. 2:18-bk-20181-ER

Chapter 11 Cases

Hon. Ernest M. Robles

**PACHULSKI STANG ZIEHL & JONES LLP'S
MONTHLY FEE APPLICATION FOR
ALLOWANCE AND PAYMENT OF INTERIM
COMPENSATION AND REIMBURSEMENT OF
EXPENSES FOR THE PERIOD AUGUST 1 – 31,
2019**

PACHULSKI STANG ZIEHL & JONES LLP
ATTORNEYS AT LAW
SAN FRANCISCO, CALIFORNIA



Pachulski Stang Ziehl & Jones LLP (the “Firm”) submits its eleventh monthly fee statement (the “11th Fee Statement”) for the period from August 1 through August 31, 2019 (the “Fee Period”) for services rendered and expenses incurred on behalf of the above-captioned debtors and debtors in possession (the “Debtors”). In support of this 11th Fee Statement, the Firm respectfully represents as follows:

1. The Firm is bankruptcy co-counsel to the Debtors in the above-referenced jointly administered Chapter 11 cases (the “Cases”). The Firm hereby applies to the Court for allowance and payment of interim compensation for services rendered and reimbursement of expenses incurred during the Fee Period.

2. As set forth in the *Application for an Order Authorizing and Approving the Employment of Pachulski Stang Ziehl & Jones LLP as Bankruptcy Co-Counsel Nunc Pro Tunc to the Petition Date* [Docket No. 421] (the “Retention Application”), the Firm has agreed to a 15% reduction of its charges for services rendered on account of the Debtors’ non-profit status. The Court entered an order granting the Retention Application on November 14, 2018, *nunc pro tunc* to the Petition Date [Docket No. 818].

3. During the Fee Period, the Firm incurred a total of \$186,805.00 in fees and \$4,198.94 expenses. During the Fee Period, the Firm recorded 207.70 hours for services rendered. After application of the 15% non-profit adjustment of \$28,020.75, the fees and expenses requested by the Firm in this 11th Fee Statement are:

Period	Fees	Expenses	Total
08/01/19 – 08/31/19	\$158,784.25	\$4,198.94	\$162,983.19

4. Accordingly, the Firm seeks allowance of interim compensation in the amount of \$131,226.34 at this time. This total is comprised of: \$127,027.40 in fees (80% of fees sought) plus \$4,198.94 in expenses (100% of expenses incurred).

5. For the postpetition period from September 1, 2018 through December 31, 2018, the Firm has received payment of 100% of its fees and 100% of its expenses on account of the Firm’s prior monthly fee statements in the aggregate amount of \$148,452.88.

6. For the postpetition period from January 1, 2019 through April 30, 2019, the Firm has received payment of 100% of its fees and 100% of its expenses on account of the Firm's prior monthly fee statements in the aggregate amount of \$490,851.75.

7. Attached hereto as **Exhibit A** is the name of each professional who performed services in connection with this case during the Fee Period and the standard hourly rate for each such professional. Attached hereto as **Exhibit B** is the detailed time and expense statement for the Fee Period.

8. The Firm has served a copy of this 11th Fee Statement on counsel to the Office of the United States Trustee, the above-captioned Debtors, and the Official Committee of Unsecured Creditors. The statement was mailed by first class mail, postage prepaid, on the date hereof. The notice of this 11th Fee Statement will be given by lead counsel for the Debtors pursuant to the terms of the Interim Compensation Order (defined below).

9. Pursuant to the *Amended Order on Debtors' Motion Establishing Procedures for Monthly Payment of Fees and Expense Reimbursement* [Docket No. 826] ("Interim Compensation Order"), the Debtors are authorized, at the times set forth in such order with respect to the Firm, to make the payment requested herein without a further hearing or order of this Court unless an objection to this 11th Fee Statement is filed with the Court and served upon the undersigned and the Notice Parties (as defined in the Interim Compensation Order) within ten (10) calendar days after the date of mailing of the notice of this statement. If such an objection is filed, the Debtors are authorized to pay (again, at the times set forth in the order with respect to the Firm) 80% of the uncontested fees and 100% of the uncontested expenses without further order of the Court. If no objection is filed, the Debtors are authorized to pay 80% of all fees requested in the 11th Fee Statement and 100% of the uncontested expenses without further order of the Court at the times set forth in the Interim Compensation Order with respect to the Firm.

10. The interim compensation and reimbursement of expenses sought in this 11th Fee Statement is not final. The Firm will seek approval from the Court of the fees and expenses incurred in these Cases in further fee applications to be filed on a quarterly and final basis as required

1 pursuant to the Interim Compensation Order and the Bankruptcy Code. Any compensation received
2 by the Firm pursuant to the Interim Compensation Order will be credited towards the final fees and
3 expenses as may be allowed by the Court.

4 **WHEREFORE**, the Firm respectfully requests that the Debtors pay compensation to the
5 Firm as requested herein pursuant to and in accordance with the terms of the Interim Compensation
6 Order.

7 Dated: September 17, 2019

PACHULSKI STANG ZIEHL & JONES LLP

8 /s/ Shirley S. Cho

9 Henry C. Kevane
Shirley S. Cho

10 Co-Counsel for the Debtors and
11 Debtors in Possession

PACHULSKI STANG ZIEHL & JONES LLP
ATTORNEYS AT LAW
SAN FRANCISCO, CALIFORNIA

EXHIBIT A

Timekeeper	Rate	Hours	Total Fees
Henry C. Kevane	\$975.00	118.10	\$115,147.50
James K.T. Hunter	\$975.00	5.70	\$5,272.50
Steven J. Kahn	\$925.00	16.40	\$15,170.00
Iain A.W. Nasatir	\$925.00	2.40	\$2,220.00
Shirley S. Cho	\$850.00	1.70	\$1,445.00
Gail S. Greenwood	\$750.00	63.40	\$47,550.00
Grand Total		207.70	\$186,805.00

EXHIBIT B

Pachulski Stang Ziehl & Jones LLP

150 California St.
Floor 15th
San Francisco, CA 94111

August 31, 2019

Invoice 123008

Client 89566

Matter 00002

Elspeth D. Paul
Verity Health Systems
2040 East Mariposa Avenue
El Segundo, CA 90245

HCK

RE: Conflicts Counsel - Post Pet.

STATEMENT OF PROFESSIONAL SERVICES RENDERED THROUGH 08/31/2019

FEES	\$186,805.00
EXPENSES	\$4,198.94
LESS NONPROFIT ADJUSTMENT	\$28,020.75
TOTAL CURRENT CHARGES	\$162,983.19
BALANCE FORWARD	\$537,247.35
LAST PAYMENT	\$96,332.45
TOTAL BALANCE DUE	\$603,898.09

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Summary of Services by Professional

<u>ID</u>	<u>Name</u>	<u>Title</u>	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>
GSG	Greenwood, Gail S.	Counsel	750.00	63.40	\$47,550.00
HCK	Kevane, Henry C.	Partner	975.00	118.10	\$115,147.50
IAWN	Nasatir, Iain A. W.	Partner	925.00	2.40	\$2,220.00
JKH	Hunter, James K. T.	Counsel	925.00	5.70	\$5,272.50
SJK	Kahn, Steven J.	Counsel	925.00	16.40	\$15,170.00
SSC	Cho, Shirley S.	Partner	850.00	1.70	\$1,445.00
				<hr/> 207.70	<hr/> \$186,805.00

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Summary of Services by Task Code

<u>Task Code</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
AA	Asset Analysis/Recovery[B120]	101.60	\$84,717.50
AD	Asset Disposition [B130]	5.80	\$5,655.00
BL	Bankruptcy Litigation [L430]	6.60	\$6,080.00
BO	Business Operations	33.90	\$33,052.50
CA	Case Administration [B110]	8.90	\$8,375.00
EB	Employee Benefit/Pension-B220	17.00	\$16,405.00
EC	Executory Contracts [B185]	13.00	\$12,302.50
GB	General Business Advice [B410]	13.10	\$12,772.50
OP	Operations [B210]	1.40	\$1,355.00
PC	PSZ&J Compensation	4.10	\$3,860.00
PR	PSZ&J Retention	0.30	\$280.00
SL	Stay Litigation [B140]	2.00	\$1,950.00
		207.70	<hr/> \$186,805.00

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Summary of Expenses

<u>Description</u>	<u>Amount</u>
Conference Call [E105]	\$54.31
CourtLink	\$91.73
Federal Express [E108]	\$29.95
Pacer - Court Research	\$51.90
Postage [E108]	\$232.30
Reproduction Expense [E101]	\$1,721.60
Reproduction/ Scan Copy	\$20.30
Transcript [E116]	\$1,996.85
	<hr/>
	\$4,198.94

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				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Asset Analysis/Recovery[B120]						
08/01/2019	HCK	AA	Review further analysis from J. Duong re health plan AVPs.	0.20	975.00	\$195.00
08/01/2019	HCK	AA	Memos to / from G. Greenwood re complaint fact recitals.	0.20	975.00	\$195.00
08/01/2019	JKH	AA	Emails from, to, telephone conference with Gail S. Greenwood regarding Aetna draft complaint and review, revise same.	1.20	925.00	\$1,110.00
08/01/2019	GSG	AA	Confer with J. Hunter re turnover complaints (.2); review contracts re interest provisions (.3); and revise draft complaint (.1).	0.60	750.00	\$450.00
08/02/2019	HCK	AA	Confer with G. Greenwood re E. Paul memo and next steps / summary of claims.	0.60	975.00	\$585.00
08/02/2019	HCK	AA	Memos to / from S. Kahn re health plan underpayment actions.	0.20	975.00	\$195.00
08/02/2019	HCK	AA	Memos to / from G. Greenwood re health plan AVP overview to E. Paul and revise same and discuss edits.	0.40	975.00	\$390.00
08/02/2019	HCK	AA	Further follow-up with G. Greenwood and S. Sharma re AVP backup.	0.40	975.00	\$390.00
08/02/2019	HCK	AA	Memos to / from E. Paul regarding excluded plan claims under APA and review files.	0.80	975.00	\$780.00
08/02/2019	JKH	AA	Emails from, to Gail S. Greenwood, Steven J. Kahn, H. Kevane regarding draft email to client, final submission date and telephone conference with Steven J. Kahn regarding same.	0.70	925.00	\$647.50
08/02/2019	SJK	AA	Review emails from J. Duong and E. Paul regarding remaining claim data regarding plans for suit.	0.20	925.00	\$185.00
08/02/2019	SJK	AA	Memoranda to and from Henry C. Kevane regarding plan contacts pre-suit; additional plans identified by J. Duong.	0.30	925.00	\$277.50
08/02/2019	SJK	AA	Review and edit email to client regarding complaint filing/preparation.	0.20	925.00	\$185.00
08/02/2019	SJK	AA	Review memoranda from E. Paul and Henry C. Kevane regarding payor complaint allegations and respond.	0.30	925.00	\$277.50
08/02/2019	SJK	AA	Review memoranda from Gail S. Greenwood and	0.30	925.00	\$277.50

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				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
			telephone conference with Gail S. Greenwood regarding complaint preparation issues.			
08/02/2019	GSG	AA	Confer with S. Kahn re timing of turnover complaints and status.	0.30	750.00	\$225.00
08/02/2019	GSG	AA	Draft email re current receivables and status of turnover complaints; confer with H. Kevane re same.	0.50	750.00	\$375.00
08/02/2019	GSG	AA	Email E. Paul re turnover complaints and summary status.	0.40	750.00	\$300.00
08/02/2019	GSG	AA	Prepare exhibits to Care 1st complaint.	0.50	750.00	\$375.00
08/02/2019	GSG	AA	Email J. Duong re Care 1st / Seton.	0.40	750.00	\$300.00
08/02/2019	GSG	AA	Additional emails re Care 1st contract issues and detail.	0.30	750.00	\$225.00
08/02/2019	GSG	AA	Confer with S. Kahn re turnover complaints and asset sales.	0.30	750.00	\$225.00
08/02/2019	GSG	AA	Draft Care 1st turnover complaints and circulate among team with exhibits.	2.10	750.00	\$1,575.00
08/02/2019	GSG	AA	Draft / revise turnover complaint re BSC and outstanding A/R.	1.40	750.00	\$1,050.00
08/02/2019	GSG	AA	Prepare exhibits to BSC complaint.	0.60	750.00	\$450.00
08/05/2019	HCK	AA	Telephone call with S. Kahn re health plan causes of action and various follow-up re cut-off dates.	0.40	975.00	\$390.00
08/05/2019	HCK	AA	Continue to review draft health plan excluded asset complaints / backup.	1.30	975.00	\$1,267.50
08/05/2019	HCK	AA	Further research re SGM APA excluded assets for team call.	1.60	975.00	\$1,560.00
08/05/2019	SJK	AA	Telephone conference with Henry C. Kevane regarding payor litigation issues.	0.20	925.00	\$185.00
08/05/2019	SJK	AA	Review emails between Henry C. Kevane and client regarding claims subject to suit.	0.20	925.00	\$185.00
08/05/2019	SJK	AA	Review meet and confer issues for CHP letter.	0.30	925.00	\$277.50
08/06/2019	HCK	AA	Memos to / from S. Kahn re excluded causes of action and telephone call with Mr. Kahn re same.	0.30	975.00	\$292.50
08/06/2019	HCK	AA	Confer with G. Greenwood re UHC claim backup.	0.10	975.00	\$97.50
08/06/2019	SJK	AA	Conference with James K. T. Hunter regarding status of complaint preparation issues.	0.30	925.00	\$277.50

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				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
08/06/2019	SJK	AA	Communications with Henry C. Kevane regarding plan suit issues and call with client.	0.20	925.00	\$185.00
08/06/2019	GSG	AA	Review UHC contracts re exhibits and payment provisions.	2.40	750.00	\$1,800.00
08/06/2019	GSG	AA	Draft UHC turnover complaint re underlying contract and notice of bankruptcy for purposes of stay violations.	0.90	750.00	\$675.00
08/06/2019	GSG	AA	Review UHC 2001 contract among multiple CHW entities and research CHW status.	1.60	750.00	\$1,200.00
08/06/2019	GSG	AA	Review first day declaration re historical ownership and CHW / Dignity issues.	0.40	750.00	\$300.00
08/07/2019	HCK	AA	Various follow-up re draft health plan excluded asset claims.	0.20	975.00	\$195.00
08/07/2019	SJK	AA	Telephone conference with Gail S. Greenwood regarding complaint preparation status and issues regarding available underlying contracts.	0.20	925.00	\$185.00
08/07/2019	GSG	AA	Review Blue Cross FFS contracts and relevant claim submission provisions; begin revised form of complaint.	1.20	750.00	\$900.00
08/07/2019	GSG	AA	Review Health Net contracts in database.	0.50	750.00	\$375.00
08/07/2019	GSG	AA	Review Cigna FFS contracts and outline existing data.	1.30	750.00	\$975.00
08/07/2019	GSG	AA	Review Kaiser FFS contracts in database.	1.10	750.00	\$825.00
08/07/2019	GSG	AA	Review Valley Health, Humana, Scan, and Molina contracts re database re turnover claims.	1.90	750.00	\$1,425.00
08/07/2019	GSG	AA	Review Blue Cross MediCal files re FFS agreements.	0.40	750.00	\$300.00
08/08/2019	HCK	AA	Continue to work on excluded asset claims and analysis of asset purchase scope issues.	1.30	975.00	\$1,267.50
08/09/2019	SJK	AA	Draft letter to CHP counsel regarding Trieu testimony and additional required witnesses.	0.50	925.00	\$462.50
08/09/2019	GSG	AA	Draft Blue Cross complaint re turnover.	1.30	750.00	\$975.00
08/09/2019	GSG	AA	Draft Health Net complaint re turnover.	1.40	750.00	\$1,050.00
08/09/2019	GSG	AA	Review Kaiser contracts and invoicing provisions applicable to different hospitals.	1.20	750.00	\$900.00

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				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
08/09/2019	GSG	AA	Draft Kaiser complaint re turnover.	0.80	750.00	\$600.00
08/12/2019	SJK	AA	Review and revise 30(b)(6) letter to CHP counsel and forward to Gail S. Greenwood.	0.20	925.00	\$185.00
08/12/2019	GSG	AA	Draft / revise Kaiser complaint re prayer for relief.	0.20	750.00	\$150.00
08/12/2019	GSG	AA	Review Molina files / contracts re A/R.	0.20	750.00	\$150.00
08/12/2019	GSG	AA	Email H. Kevane / S. Kahn re status of turnover complaints; confer re CHW contract and UHC.	1.30	750.00	\$975.00
08/13/2019	HCK	AA	Memos to / from G. Greenwood re preparation of health insurance plan complaints and confer with G. Greenwood re same.	0.90	975.00	\$877.50
08/13/2019	HCK	AA	Follow-up with S. Kahn / G. Greenwood re health plan causes of action / contracts and revise chart re missing agreements.	0.60	975.00	\$585.00
08/13/2019	HCK	AA	Further follow-up with G. Greenwood re missing FFS contracts.	0.40	975.00	\$390.00
08/13/2019	SJK	AA	Review memoranda from Gail S. Greenwood regarding complaint/contract open issues.	0.20	925.00	\$185.00
08/13/2019	SJK	AA	Review memorandum from E. Paul regarding L.A. Care/plan litigation and from A. Chou regarding ITP of San Mateo and respond.	0.10	925.00	\$92.50
08/13/2019	SJK	AA	Review memorandum from S. Muller regarding location of remaining plan contracts.	0.10	925.00	\$92.50
08/13/2019	GSG	AA	Confer with H. Kevane re turnover complaints.	0.20	750.00	\$150.00
08/13/2019	GSG	AA	Review database re Davita contracts.	0.60	750.00	\$450.00
08/13/2019	GSG	AA	Prepare email summary re status of turnover complaints based on claims identified in SGM schedule.	0.90	750.00	\$675.00
08/13/2019	GSG	AA	Revise / update Care First turnover complaint based on current directive.	0.40	750.00	\$300.00
08/13/2019	GSG	AA	Confer with H. Kevane re results of conference call with client and send email re complaint status and request for missing contracts.	0.40	750.00	\$300.00
08/14/2019	HCK	AA	Memos to / from E. Paul, A. Chou et al. re health plan causes of action.	0.40	975.00	\$390.00
08/14/2019	HCK	AA	Memos to / from S. Muller re Health Net replacement check.	0.10	975.00	\$97.50

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				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
08/14/2019	GSG	AA	Review dataroom re updated contracts and amendments.	0.60	750.00	\$450.00
08/14/2019	GSG	AA	Review Cigna contracts re payment and claim submission terms.	0.80	750.00	\$600.00
08/14/2019	GSG	AA	Draft turnover complaint re Cigna A/R.	2.80	750.00	\$2,100.00
08/14/2019	GSG	AA	Review facts re notice of bankruptcy stay by Cigna and service of pleadings.	0.40	750.00	\$300.00
08/15/2019	HCK	AA	Memos to / from G. Greenwood re plan causes of action.	0.50	975.00	\$487.50
08/15/2019	GSG	AA	Review Davita contracts from dataroom.	0.90	750.00	\$675.00
08/15/2019	GSG	AA	Confer with S. Kahn and H. Kevane re complaint status and arbitration provisions.	0.20	750.00	\$150.00
08/15/2019	GSG	AA	Follow-up email to client re Davita contract and outstanding UHC contracts.	0.10	750.00	\$75.00
08/15/2019	GSG	AA	Final review and revisions to turnover contracts re Aetna, Blue Shield, and Care 1st.	1.40	750.00	\$1,050.00
08/19/2019	HCK	AA	Confer with G. Greenwood re health plan complaints.	0.20	975.00	\$195.00
08/19/2019	GSG	AA	Review UHC contracts per S. Muller email.	0.60	750.00	\$450.00
08/19/2019	GSG	AA	Draft UHC turn over complaint.	0.70	750.00	\$525.00
08/20/2019	HCK	AA	Memos to / from S. Muller re Health Net payment.	0.10	975.00	\$97.50
08/20/2019	HCK	AA	Memos to / from G. Greenwood, E. Paul, and S. Kahn re excluded claims.	0.40	975.00	\$390.00
08/20/2019	SJK	AA	Telephone conference with Gail S. Greenwood regarding complaint status; pending issues.	0.20	925.00	\$185.00
08/20/2019	GSG	AA	Conference call with client team re fee for service contracts & email re same.	0.20	750.00	\$150.00
08/20/2019	GSG	AA	Draft UHC turnover complaint.	2.10	750.00	\$1,575.00
08/20/2019	GSG	AA	Confer with S. Kahn re compliant status & email re drafts.	0.20	750.00	\$150.00
08/21/2019	HCK	AA	Memos to / from E. Paul et al. re health plan excluded claims and confer with G. Greenwood re final drafts / counsel contacts.	0.50	975.00	\$487.50
08/21/2019	HCK	AA	Telephone calls with S. Kahn re health plan claims	0.30	975.00	\$292.50

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				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
			and final drafts and review lead template.			
08/21/2019	SJK	AA	Review memorandum from G. Greenwood to E. Paul regarding complaints and memorandum from E. Paul to H. Kevane regarding circulation.	0.10	925.00	\$92.50
08/21/2019	SJK	AA	Review memorandum from H. Kevane to E. Paul regarding pre-filing Complaint circulation and reply.	0.10	925.00	\$92.50
08/21/2019	SJK	AA	Telephone conference with H. Kevane and James K. T. Hunter regarding complaint finalization review.	0.30	925.00	\$277.50
08/21/2019	GSG	AA	Confer with H. Kevane and email Dentons re attorney contracts for health plans.	0.20	750.00	\$150.00
08/21/2019	GSG	AA	Prepare summary email of turnover complaints and damages.	0.80	750.00	\$600.00
08/21/2019	GSG	AA	Further emails re health plans.	0.20	750.00	\$150.00
08/22/2019	HCK	AA	Review / proof and edit G. Greenwood latest draft of lead complaint for excluded claims.	1.70	975.00	\$1,657.50
08/22/2019	HCK	AA	Discuss edits to lead complaint with G. Greenwood.	0.20	975.00	\$195.00
08/22/2019	HCK	AA	Various follow-up with G. Greenwood and J. Hunter re revised complaint drafts and further review same.	1.20	975.00	\$1,170.00
08/22/2019	JKH	AA	Emails from, to Gail S. Greenwood, Henry C. Kevane and telephone call from Gail S. Greenwood regarding complaints revisions, review lead complaint and telephone conference with Gail S. Greenwood regarding same.	1.50	925.00	\$1,387.50
08/22/2019	SJK	AA	Review payor complaint revisions and emails from James K. T. Hunter and H. Kevan regarding same.	0.30	925.00	\$277.50
08/22/2019	GSG	AA	Review and proof turnover complaints and exhibits.	1.80	750.00	\$1,350.00
08/22/2019	GSG	AA	Review and incorporate H. Kevane comments re Aetna.	1.40	750.00	\$1,050.00
08/22/2019	GSG	AA	Confer with J. Hunter and revise additional turnover complaints.	3.10	750.00	\$2,325.00
08/23/2019	HCK	AA	Continue to work on health plan claims (excluded asset) and review draft complaints.	1.40	975.00	\$1,365.00
08/23/2019	HCK	AA	Follow up with G. Greenwood and S. Kahn re draft complaints.	0.20	975.00	\$195.00
08/23/2019	SJK	AA	Review memoranda from H. Kevane and Gail S. Greenwood regarding complaint finalization.	0.10	925.00	\$92.50

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				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
08/23/2019	GSG	AA	Review / revise turnover complaints and circulate.	4.50	750.00	\$3,375.00
08/24/2019	SJK	AA	Review and respond to email from James K. T. Hunter regarding payor complaint review.	0.10	925.00	\$92.50
08/25/2019	JKH	AA	Prepare draft Verity draft complaints and email corrections to Gail S. Greenwood.	2.20	925.00	\$2,035.00
08/26/2019	HCK	AA	Follow-up with G. Greenwood and S. Kahn re final draft complaints and telephone call with S. Kahn re client review.	0.40	975.00	\$390.00
08/26/2019	HCK	AA	Review S. Kahn memo re excluded asset complaints.	0.20	975.00	\$195.00
08/26/2019	HCK	AA	Memos to / from S. Muller / M. Schweitzer re health plan claims / contracts.	0.60	975.00	\$585.00
08/26/2019	HCK	AA	Review G. Greenwood memo re contract support for health plan claims.	0.30	975.00	\$292.50
08/26/2019	SJK	AA	Telephone conference with Gail S. Greenwood regarding complaints and finalization of file formats.	0.20	925.00	\$185.00
08/26/2019	SJK	AA	Telephone conference with H. Kevane regarding same/DaVita claim.	0.10	925.00	\$92.50
08/26/2019	SJK	AA	Memorandum to client regarding complaints and call setting.	0.20	925.00	\$185.00
08/26/2019	SJK	AA	Review memoranda from client and Gail S. Greenwood regarding UHC agreements.	0.30	925.00	\$277.50
08/26/2019	SJK	AA	Review memorandum from S. Sharma regarding DaVita research.	0.10	925.00	\$92.50
08/26/2019	SJK	AA	Review memorandum from E. Paul regarding complaint next steps.	0.10	925.00	\$92.50
08/26/2019	SJK	AA	Review memorandum from J. Duong regarding DaVita contracts.	0.10	925.00	\$92.50
08/26/2019	SJK	AA	Review memorandum from T. Moyron regarding communications with committee regarding payor claims.	0.10	925.00	\$92.50
08/26/2019	GSG	AA	Confer with S. Kahn re complaint status and email re same.	0.20	750.00	\$150.00
08/26/2019	GSG	AA	Telephone call and email with S. Kahn re complaints and next steps.	0.30	750.00	\$225.00
08/26/2019	GSG	AA	Email S. Muller and M. Schweitzer re follow-up re UHC and telephone call from clients re same.	0.20	750.00	\$150.00

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08/26/2019	GSG	AA	Prepare service list re defendants and registered agents and revise / redact contracts re exhibits.	2.60	750.00	\$1,950.00
08/26/2019	GSG	AA	Conference call with S. Muller and M. Schweitzer re Davita and UHC issues.	0.80	750.00	\$600.00
08/26/2019	GSG	AA	Emails to clients re follow-up to call and available UHC contracts.	0.30	750.00	\$225.00
08/26/2019	GSG	AA	Emails from / to M. Schweitzer re Davita.	0.40	750.00	\$300.00
08/27/2019	HCK	AA	Memos to / from S. Kahn / G. Greenwood and E. Paul re health plan payor claims.	0.30	975.00	\$292.50
08/27/2019	HCK	AA	Draft / revise memo to G. Klausner (SGM) re excluded asset payor claims and memos to / from T. Moyron re same.	1.10	975.00	\$1,072.50
08/27/2019	HCK	AA	Memos to / from T. Moyron re excluded asset claims summary to Committee.	0.20	975.00	\$195.00
08/27/2019	HCK	AA	Confer with G. Greenwood (various) re preparation for AVP filing.	0.40	975.00	\$390.00
08/27/2019	HCK	AA	Finalize memo to G. Klausner re EA claims.	0.20	975.00	\$195.00
08/27/2019	HCK	AA	Memos to / from T. Moyron and E. Paul re EA claims scope (OCH / SLRH).	0.30	975.00	\$292.50
08/27/2019	HCK	AA	Memos to / from team re SFMC / Davita analysis.	0.40	975.00	\$390.00
08/27/2019	HCK	AA	Review final drafts of payor complaints.	0.40	975.00	\$390.00
08/27/2019	SJK	AA	Review memoranda from H. Kevane regarding retained actions.	0.20	925.00	\$185.00
08/27/2019	SJK	AA	Review memoranda from H. Kevane and T. Moyron regarding predicate steps to complaint filing.	0.10	925.00	\$92.50
08/27/2019	GSG	AA	Emails re complaints and summary of damages sought; confer with H. Kevane re same.	0.40	750.00	\$300.00
08/27/2019	GSG	AA	Receive and review emails re complaint filings and notice among counsel.	0.30	750.00	\$225.00
08/27/2019	GSG	AA	Conference call among client and PSZJ re litigation status.	0.60	750.00	\$450.00
08/27/2019	GSG	AA	Review and prepare contracts / exhibits to turnover complaints.	2.30	750.00	\$1,725.00
08/27/2019	GSG	AA	Confer with J. Hunter re filing of complaints.	0.20	750.00	\$150.00

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08/27/2019	GSG	AA	Review / mark exhibits re outstanding claims.	0.60	750.00	\$450.00
08/28/2019	HCK	AA	Telephone call with G. Klausner re health plan causes of action under APA.	0.40	975.00	\$390.00
08/28/2019	HCK	AA	Memos to / from E. Paul et al. re response from Mr. Klausner.	0.50	975.00	\$487.50
08/28/2019	HCK	AA	Confer with G. Greenwood (various) re preparation of health plan claims.	0.60	975.00	\$585.00
08/28/2019	HCK	AA	Conference call with T. Moyron, S. Maizel and E. Paul re health plan claims.	0.30	975.00	\$292.50
08/28/2019	HCK	AA	Follow-up call with E. Paul re SGM review of health plan claims.	0.30	975.00	\$292.50
08/28/2019	HCK	AA	Further review SGM APA re excluded assets and analyze issues.	0.70	975.00	\$682.50
08/28/2019	HCK	AA	Confer with S. Kahn re health plan claims and SGM issues.	0.20	975.00	\$195.00
08/28/2019	SJK	AA	Review memoranda from H. Kevane, Gail S. Greenwood and E. Paul regarding plan complaints and conference with H. Kevane regarding same.	0.50	925.00	\$462.50
08/28/2019	GSG	AA	Prepare / review exhibits to turnover complaints re spread sheets.	0.40	750.00	\$300.00
08/29/2019	HCK	AA	Call with E. Paul/T. Moyron re health plan claims.	0.40	975.00	\$390.00
08/29/2019	HCK	AA	Follow-up with G. Greenwood, et al. re health plan complaints filing.	0.50	975.00	\$487.50
08/29/2019	HCK	AA	Conference call with G. Klausner, E. Paul, T. Moyron, et al. re health plan claims.	0.50	975.00	\$487.50
08/29/2019	HCK	AA	Follow-up with T. Moyron and E. Paul re SGM extension and memos to/from G. Klausner.	0.20	975.00	\$195.00
08/29/2019	HCK	AA	Various follow-up re health plan complaints filing.	0.20	975.00	\$195.00
08/29/2019	SJK	AA	Review memoranda from H. Kevane regarding pending plan complaints and filing timing.	0.10	925.00	\$92.50
08/29/2019	GSG	AA	Review complaint packages re filing.	0.20	750.00	\$150.00
08/29/2019	GSG	AA	Emails to / from H. Kevane and JH re complaint filing and status.	0.10	750.00	\$75.00
08/30/2019	HCK	AA	Continue to proof / review draft complaints re Schedule 1.8(y) excluded assets.	1.20	975.00	\$1,170.00

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08/30/2019	SJK	AA	Review memorandum from H. Kevane regarding complaint filing timing.	0.10	925.00	\$92.50
				101.60		\$84,717.50

Asset Disposition [B130]

08/01/2019	HCK	AD	Conference call with M. Schweitzer and J. Vizzini re Care First contracts for SGM designation.	0.50	975.00	\$487.50
08/14/2019	HCK	AD	Memos to / from G. Klausner re IPA status.	0.10	975.00	\$97.50
08/15/2019	HCK	AD	Telephone call with G. Klausner re status of IPA negotiations and follow-up with Mr. Sharma.	0.70	975.00	\$682.50
08/16/2019	HCK	AD	Memos to / from E. Paul re SGM / IPA cures and follow-up with G. Klausner.	0.40	975.00	\$390.00
08/20/2019	HCK	AD	Memo to Messrs. Sharma and Schweitzer with risk-share agreement status report for SGM meeting.	1.10	975.00	\$1,072.50
08/21/2019	HCK	AD	Review J. Vizzini memos re SGM executory contract designation updates (Care First, other) and follow-up with S. Sharma et al.	0.60	975.00	\$585.00
08/21/2019	HCK	AD	Conference call with R. Adcock, E. Paul, G. Miller and T. Moyron re commercial payor / KPC review.	0.40	975.00	\$390.00
08/21/2019	HCK	AD	Update status report for risk-share agreements / commercial payor agreements for KPC.	0.50	975.00	\$487.50
08/22/2019	HCK	AD	Memos to / from S. Sharma re SVIPA / AppleCare discussion with KPC.	0.20	975.00	\$195.00
08/26/2019	HCK	AD	Review Debtors' response re AG conditions to SGM sale.	1.30	975.00	\$1,267.50
				5.80		\$5,655.00

Bankruptcy Litigation [L430]

08/05/2019	SJK	BL	Weekly L.A. Care call regarding pending issues.	0.60	925.00	\$555.00
08/05/2019	SJK	BL	Telephone conference with O. Rosenthal regarding stop loss and CAP deduct issues.	0.20	925.00	\$185.00
08/11/2019	SJK	BL	Draft Verity/Heritage mediation stipulation.	0.60	925.00	\$555.00
08/11/2019	SJK	BL	Follow up memorandum to L. Arian regarding stop loss claim dates.	0.10	925.00	\$92.50
08/11/2019	SJK	BL	Memoranda to M. Abernathy forwarding documents	0.90	925.00	\$832.50

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			for review.			
08/12/2019	SJK	BL	Proof and revise mediation stipulation and order and forward to Leslie Cohen and mediator.	0.30	925.00	\$277.50
08/12/2019	GSG	BL	Review meet and confer letter re CHP 2004 exam and testimony; email S. Kahn re same.	0.20	750.00	\$150.00
08/13/2019	SJK	BL	Review memorandum from L. Arian regarding stop loss and memorandum to N. Coppinger regarding new list preparation.	0.10	925.00	\$92.50
08/18/2019	SJK	BL	Memorandum to Heritage counsel regarding pending discovery/mediation issues.	0.10	925.00	\$92.50
08/19/2019	SJK	BL	Review new stop loss data regarding L.A. Care and memorandum to N. Coppinger regarding same.	0.30	925.00	\$277.50
08/19/2019	SJK	BL	Weekly L.A. Care operations call.	0.60	925.00	\$555.00
08/19/2019	SJK	BL	Review and respond to email from Heritage counsel regarding discovery/stipulation/protective order status.	0.10	925.00	\$92.50
08/20/2019	SJK	BL	Telephone conference with L. Arian regarding L.A. Care claim issues.	0.20	925.00	\$185.00
08/21/2019	SJK	BL	Review and process mediation timing stip regarding Heritage.	0.10	925.00	\$92.50
08/21/2019	SJK	BL	Review arbitration report from L. Arian regarding L.A. Care.	0.10	925.00	\$92.50
08/21/2019	SJK	BL	Review email from E. Paul regarding L.A. Care arbitration issues.	0.10	925.00	\$92.50
08/21/2019	SJK	BL	Telephone conference with L. Arian regarding proposed text regarding L.A. Care defalcations.	0.30	925.00	\$277.50
08/23/2019	SJK	BL	Review entered order regarding Heritage mediation timing.	0.10	925.00	\$92.50
08/23/2019	SJK	BL	Review memoranda from E. Paul and L. Arian regarding L.A. Care mediation issue.	0.10	925.00	\$92.50
08/26/2019	HCK	BL	Memos to / from S. Kahn et al. re LA Care settlement.	0.20	975.00	\$195.00
08/26/2019	SJK	BL	Telephone conference with O. Rosenthal and L. Arian regarding stop loss issue resolution.	0.20	925.00	\$185.00
08/26/2019	SJK	BL	Telephone conference with L. Arian and memorandum to E. Paul regarding same.	0.20	925.00	\$185.00

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				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
08/26/2019	SJK	BL	Review memorandum from E. Paul regarding L.A. Care/stop loss.	0.10	925.00	\$92.50
08/26/2019	SJK	BL	Weekly operational call with L.A. Care.	0.30	925.00	\$277.50
08/26/2019	SJK	BL	Schedule call with L.A. Care and L. Arian regarding setoff.	0.10	925.00	\$92.50
08/27/2019	SJK	BL	Review and respond to memorandum from L. Arian regarding reply to L.A. Care.	0.10	925.00	\$92.50
08/28/2019	SJK	BL	Review memoranda from O. Rosenthal and L. Arian regarding stop loss discussions.	0.10	925.00	\$92.50
08/29/2019	JKH	BL	Telephone conferences with Mary de Leon, Gail S. Greenwood regarding complaint filing status.	0.10	925.00	\$92.50
08/29/2019	SJK	BL	Review and respond to memorandum from A. Chou regarding L.A. Care stop loss issues.	0.10	925.00	\$92.50
				6.60		\$6,080.00

Business Operations

08/01/2019	HCK	BO	Memos to / from S. Sharma / P. Behnia re Conifer AIPA correction and review files.	0.60	975.00	\$585.00
08/01/2019	HCK	BO	Follow up with S. Sharma and Messrs. Yant and Kirk re correction to AIPA settlement.	0.40	975.00	\$390.00
08/01/2019	HCK	BO	Memos to / from A. Chou re UHC termination and risk-share impact.	0.30	975.00	\$292.50
08/02/2019	HCK	BO	Telephone call with M. Schweitzer re UHC full risk plan termination and review memos re OmniCare / SVIPA.	0.30	975.00	\$292.50
08/02/2019	HCK	BO	Memos to / from R. Yant et al. re SVIPA discussions.	0.20	975.00	\$195.00
08/06/2019	HCK	BO	Edit OmniCare A&A agreement.	0.10	975.00	\$97.50
08/06/2019	HCK	BO	Memos to / from M. Schweitzer re HCLA risk-share agreement and interim financial reports and review files.	1.50	975.00	\$1,462.50
08/06/2019	HCK	BO	Draft / revise HCLA assumption and assignment agreement and circulate to Dr. Schweitzer et al.	1.40	975.00	\$1,365.00
08/07/2019	HCK	BO	Review M. Schweitzer memo with comments to HCLA settlement.	0.40	975.00	\$390.00
08/07/2019	HCK	BO	Revise HCLA A&A agreement and circulate redline	0.60	975.00	\$585.00

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			to Dr. Schwietzer.			
08/07/2019	HCK	BO	Telephone call with M. Schweitzer re changes to HCLA agreement.	0.30	975.00	\$292.50
08/07/2019	HCK	BO	Memos to / from R. Yant et al. re AIPA backup financials and follow-up with Dr. Schweitzer et al.	0.50	975.00	\$487.50
08/08/2019	HCK	BO	Memos to / from M. Schweitzer re AIPA interim settlement.	0.30	975.00	\$292.50
08/08/2019	HCK	BO	Memos to / from M. Schweitzer re AIPA / SVIPA follow-up.	0.20	975.00	\$195.00
08/08/2019	HCK	BO	Prepare client status update for risk-share cure discussions, estimated cure costs.	1.40	975.00	\$1,365.00
08/13/2019	HCK	BO	Memos to / from S. Sharma and M. Schweitzer re AIPA and review R. Yant memo re breakdown on cure discrepancy.	0.70	975.00	\$682.50
08/13/2019	HCK	BO	Follow-up with S. Kamal et al. OmniCare A&A agreement and prepare for execution.	0.60	975.00	\$585.00
08/13/2019	HCK	BO	Memos to / from M. Schweitzer and S. Sharma re HCLA risk-share amendment and finalize same.	0.40	975.00	\$390.00
08/13/2019	HCK	BO	Telephone call with R. Yant re AIPA final settlement proposal and follow-up with team re same.	0.50	975.00	\$487.50
08/13/2019	HCK	BO	Memos to / from R. Yant and S. O'Brien re SVIPA claim discrepancies.	0.30	975.00	\$292.50
08/14/2019	HCK	BO	Memos to / from S. Sharma re HCLA cure amendment and telephone call with Mr. Sharma re same.	0.40	975.00	\$390.00
08/14/2019	HCK	BO	Memos to / from S. Sharma and M. Schweitzer re Apple Care cure analysis.	1.20	975.00	\$1,170.00
08/14/2019	HCK	BO	Memos to / from M. Schweitzer re AIPA final agreement.	0.10	975.00	\$97.50
08/14/2019	HCK	BO	Memos to / from R. Yant and S. O'Brien re SVIPA claim discrepancy analysis and review Conifer final settlement.	0.60	975.00	\$585.00
08/14/2019	HCK	BO	Memos to / from M. Schweitzer re Omni Care execution.	0.10	975.00	\$97.50
08/14/2019	HCK	BO	Memos to / from M. Schweitzer and S. Sharma re today's AIPA JOM and review C. Houchins memo.	0.30	975.00	\$292.50

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08/15/2019	HCK	BO	Telephone call with S. O'Brien re SVIPA analysis and follow-up with R. Yant / M. Schweitzer re same.	0.80	975.00	\$780.00
08/15/2019	HCK	BO	Prepare for call with Messrs Schweitzer and Sharma re AIPA settlement.	0.20	975.00	\$195.00
08/15/2019	HCK	BO	Conference call with S. Sharma and M. Schweitzer re AIPA settlement.	0.50	975.00	\$487.50
08/15/2019	HCK	BO	Conference call with S. Sharma and M. Schweitzer re AIPA follow-up and G. Klausner report.	0.50	975.00	\$487.50
08/15/2019	HCK	BO	Follow-up with S. Sharma and M. Schweitzer re HCLA.	0.10	975.00	\$97.50
08/16/2019	HCK	BO	Memos to / from M. Schweitzer re OmniCare / HCLA amendments.	0.20	975.00	\$195.00
08/16/2019	HCK	BO	Review S. Sharma memo with AIPA / Conifer updates and revise / edit AIPA A&A agreement / review amended settlement reports.	0.90	975.00	\$877.50
08/16/2019	HCK	BO	Memos to / from M. Schweitzer et al. re AIPA contract amendments.	0.40	975.00	\$390.00
08/16/2019	HCK	BO	Conference call with S. Sharma and M. Schweitzer re AIPA edits.	0.40	975.00	\$390.00
08/16/2019	HCK	BO	Further edit AIPA settlement amendment and circulate redline to Mr. Sharma.	0.30	975.00	\$292.50
08/16/2019	HCK	BO	Follow-up with S. Sharma and M. Schweitzer re AIPA final agreement.	0.20	975.00	\$195.00
08/16/2019	HCK	BO	Memos to / from R. Yant and D. Kirk re final AIPA agreement.	0.20	975.00	\$195.00
08/16/2019	HCK	BO	Review S. Sharma memo with AIPA feedback and conference calls to address further changes, summary recap.	1.10	975.00	\$1,072.50
08/16/2019	HCK	BO	Further memos to / from R. Yant et al. re AIPA.	0.20	975.00	\$195.00
08/16/2019	HCK	BO	Telephone call with T. Moyron and E. Paul re risk-share status and SVIPA audit.	0.30	975.00	\$292.50
08/19/2019	HCK	BO	Memos to / from S. O'Brien re SVIPA audit and telephone call re settlement.	0.30	975.00	\$292.50
08/19/2019	HCK	BO	Memos to / from S. Sharma re AIPA counter-offer and conference call with Messrs. Sharma and Schweitzer.	0.30	975.00	\$292.50

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08/19/2019	HCK	BO	Review AIPA settlement proposals and telephone call with Dr. Schweitzer re history.	0.60	975.00	\$585.00
08/19/2019	HCK	BO	Telephone calls with R. Yant and D. Kirk re AIPA discussions.	0.20	975.00	\$195.00
08/19/2019	HCK	BO	Telephone call with Dr. Schweitzer re outcome of today's AIPA settlement call and review follow-up memo from S. Sharma.	0.40	975.00	\$390.00
08/19/2019	HCK	BO	Review SVIPA claim discrepancy backup and review files re open accounts.	0.80	975.00	\$780.00
08/19/2019	HCK	BO	Update AppleCare A&A agreement to conform to SVIPA / AIPA.	0.30	975.00	\$292.50
08/20/2019	HCK	BO	Memos to / from M. Schweitzer and T. Moyron re SVIPA 2019 risk pool.	0.50	975.00	\$487.50
08/20/2019	HCK	BO	Review updated AIPA final settlement financials and revise A&A agreement and circulate markup to Mr. Sharma et al.	0.60	975.00	\$585.00
08/20/2019	HCK	BO	Follow-up with OmniCare re execution version and memo to M. Schweitzer re status.	0.20	975.00	\$195.00
08/20/2019	HCK	BO	Telephone call with R. Yant re AIPA / SVIPA updates / further backup.	0.20	975.00	\$195.00
08/20/2019	HCK	BO	Memos to / from M. Schweitzer re SVIPA claim discrepancy analysis and review files.	0.70	975.00	\$682.50
08/20/2019	HCK	BO	Memo to R. Yant re final AIPA agreement for execution.	0.10	975.00	\$97.50
08/21/2019	HCK	BO	Memos to / from S. O'Brien and prepare for today's SVIPA strategy call / review redlines.	0.60	975.00	\$585.00
08/21/2019	HCK	BO	Conference call with R. Adcock, S. O'Brien, T. Moyron et al. re SVIPA status.	0.50	975.00	\$487.50
08/21/2019	HCK	BO	Follow-up with S. O'Brien re SVIPA continuance.	0.20	975.00	\$195.00
08/21/2019	HCK	BO	Follow-up with R. Yant and A. Chou re AIPA execution.	0.20	975.00	\$195.00
08/21/2019	HCK	BO	Telephone call with S. O'Brien re his conversation with Mr. Yant and follow-up re interim settlement.	0.30	975.00	\$292.50
08/21/2019	HCK	BO	Follow-up with S. O'Brien and S. Sharma re SVIPA discussions.	0.20	975.00	\$195.00
08/22/2019	HCK	BO	Memos to / from A. Chou re AIPA execution.	0.10	975.00	\$97.50

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				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
08/23/2019	HCK	BO	Memos to/from M. Schweitzer re OmniCare/AIPA.	0.10	975.00	\$97.50
08/23/2019	HCK	BO	Follow up with S. O'Brien memos and updated claim discrepancy analysis and prepare for call with P. Baronoff, et al.	1.60	975.00	\$1,560.00
08/23/2019	HCK	BO	Follow up with M. Schweitzer/S. Harmon re AppleCare updated financials.	0.20	975.00	\$195.00
08/26/2019	HCK	BO	Memos to / from M. Schweitzer re Health Net dual risk termination and review files.	0.50	975.00	\$487.50
08/26/2019	HCK	BO	Memos to / from S. O'Brien re SVIPA / KPC meeting.	0.20	975.00	\$195.00
08/27/2019	HCK	BO	Memos to / from S. O'Brien and R. Yant re SVIPA follow-up and extension.	0.40	975.00	\$390.00
08/27/2019	HCK	BO	Memos to / from M. Schweitzer re Health Net and review contracts.	0.30	975.00	\$292.50
08/28/2019	HCK	BO	Memos to / from M. Schweitzer et al. re Omni Care and other risk share updates.	0.50	975.00	\$487.50
08/28/2019	HCK	BO	Review / follow-up re SVIPA / AC / HCLA risk-share settlements and open issues.	1.10	975.00	\$1,072.50
08/29/2019	HCK	BO	Memos to/from Dr. Schweitzer re risk pool summaries for All Care/HCLA and review files.	0.60	975.00	\$585.00
08/30/2019	HCK	BO	Recap / organize AppleCare open issues for cure settlement.	0.40	975.00	\$390.00
08/30/2019	HCK	BO	Review M. Schweitzer memos re HCLA risk share settlement and research re All Care.	0.70	975.00	\$682.50
				33.90		\$33,052.50

Case Administration [B110]

08/05/2019	HCK	CA	Review accumulated paperflow, dates and deadlines over past week.	0.50	975.00	\$487.50
08/06/2019	HCK	CA	Prepare for today's all hands call re litigation matters and outline issues.	0.60	975.00	\$585.00
08/06/2019	HCK	CA	All-hands conference call with A. Chou, S. Sharma, S. Kahn, M. Schweitzer et al. re pending matters.	0.70	975.00	\$682.50
08/06/2019	SJK	CA	Weekly WIP call with client regarding pending matters.	0.70	925.00	\$647.50
08/06/2019	GSG	CA	Conference call with S. Kahn, H. Kevane and clients	0.70	750.00	\$525.00

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				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
			re litigation status.			
08/13/2019	HCK	CA	Review accumulated paperflow over past week.	0.50	975.00	\$487.50
08/13/2019	HCK	CA	Telephone call with S. Kahn re today's call / agenda.	0.10	975.00	\$97.50
08/13/2019	HCK	CA	All-hands conference call re status of pending matters.	0.80	975.00	\$780.00
08/13/2019	SJK	CA	Telephone conference with Verity team regarding weekly WIP call.	0.90	925.00	\$832.50
08/20/2019	HCK	CA	All-hands conference call with M. Schweitzer, S. Muller, J. Duong and S. Kahn re status report.	0.70	975.00	\$682.50
08/20/2019	HCK	CA	Review accumulated paperflow, dates and deadlines over past week.	0.40	975.00	\$390.00
08/20/2019	SJK	CA	Prepare for WIP call with client.	0.20	925.00	\$185.00
08/20/2019	SJK	CA	WIP call with client.	0.50	925.00	\$462.50
08/26/2019	HCK	CA	Review accumulated paperflow, dates and deadlines.	0.30	975.00	\$292.50
08/27/2019	HCK	CA	All hands conference call with S. Sharma, M. Schweitzer et al. re status of all pending matters.	0.70	975.00	\$682.50
08/27/2019	SJK	CA	Weekly WIP call with client.	0.60	925.00	\$555.00
				8.90		\$8,375.00

Employee Benefit/Pension-B220

08/14/2019	HCK	EB	Conference call with T. Moyron, J. Moe and E. Paul re EPLI policy issues.	0.40	975.00	\$390.00
08/14/2019	HCK	EB	Follow-up call with S. Cho re AIG analysis.	0.10	975.00	\$97.50
08/14/2019	HCK	EB	Review AIG policy documents from J. Moe.	0.50	975.00	\$487.50
08/14/2019	HCK	EB	Review additional materials from J. Moe re AIG SIR treatment.	0.60	975.00	\$585.00
08/14/2019	SSC	EB	Telephone conference with H. Kevane and Dentons re AIG background.	0.40	850.00	\$340.00
08/15/2019	HCK	EB	Further review materials from J. Moe re AIG policy / SIR treatment and outline issues.	1.40	975.00	\$1,365.00
08/15/2019	HCK	EB	Further research / analysis re AIG SIR.	0.70	975.00	\$682.50
08/16/2019	HCK	EB	Memos to / from J. Moe re AIG analysis and telephone call with Mr. Moe re strategy.	0.70	975.00	\$682.50

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08/16/2019	HCK	EB	Further analyze AIG policy / insurance motion and outline issues.	0.80	975.00	\$780.00
08/16/2019	HCK	EB	Telephone call with I. Nasatir re AIG policy analysis.	0.30	975.00	\$292.50
08/16/2019	HCK	EB	Conference call with T. Moyron and E. Paul re employee health insurance plan.	0.30	975.00	\$292.50
08/17/2019	IAWN	EB	Review EPLI policy and analyze, draft email with analysis	2.40	925.00	\$2,220.00
08/19/2019	HCK	EB	Review files re employee health plan termination notice.	0.60	975.00	\$585.00
08/19/2019	HCK	EB	Further review I. Nasatir analysis re AIG policy and SIR advancement.	0.50	975.00	\$487.50
08/19/2019	HCK	EB	Telephone call with T. Knets (AIG) re EPLI policy.	0.20	975.00	\$195.00
08/19/2019	HCK	EB	Memos to / from J. Moe re AIG and stay relief motions and review same.	0.70	975.00	\$682.50
08/19/2019	HCK	EB	Draft / revise memo to Mr. Knets (AIG) re SIR advancement and memos to / from J. Moe re same.	1.40	975.00	\$1,365.00
08/19/2019	HCK	EB	Memo to E. Paul re employee COBRA notice.	0.30	975.00	\$292.50
08/20/2019	HCK	EB	Follow-up with J. Moe re AIG memo and finalize memo to T. Knets.	0.40	975.00	\$390.00
08/20/2019	HCK	EB	Follow-up with T. Knets (AIG) re Carcamo / Engelman stay relief.	0.30	975.00	\$292.50
08/21/2019	HCK	EB	Memos to / from T. Knets and various follow-up with J. Moe re same.	0.70	975.00	\$682.50
08/22/2019	HCK	EB	Review Carcamo / Engelman order.	0.10	975.00	\$97.50
08/22/2019	HCK	EB	Further analyze AIG EPLI policy and stay relief motions.	1.30	975.00	\$1,267.50
08/23/2019	HCK	EB	Memos to/from T. Knets and J. Moe re AIG SIR advancement.	0.20	975.00	\$195.00
08/23/2019	HCK	EB	Further brief research re SIR treatment.	0.30	975.00	\$292.50
08/26/2019	HCK	EB	Memos to / from J. Moe re AIG / SIR and telephone call with Mr. Moe re same.	0.30	975.00	\$292.50
08/27/2019	HCK	EB	Follow-up re EPLI mediations and policy coverage.	0.70	975.00	\$682.50
08/28/2019	HCK	EB	Further follow-up re EPLI covered claims and	0.40	975.00	\$390.00

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review R/S motions.				17.00		\$16,405.00
Executory Contracts [B185]						
08/01/2019	HCK	EC	Memos to / from M. Schweitzer re Care First / BSC Promise executory contracts.	0.40	975.00	\$390.00
08/01/2019	HCK	EC	Memos to / from J. Vizzini, et al. re Care First agreements and follow up with G. Greenwood.	0.60	975.00	\$585.00
08/01/2019	HCK	EC	Memos to / from M. Schweitzer / G. Greenwood et al. re Care First agreements and telephone calls with G. Greenwood re same.	0.60	975.00	\$585.00
08/01/2019	GSG	EC	Emails to / from client and H. Kevane re Care 1st contracts.	0.90	750.00	\$675.00
08/01/2019	GSG	EC	Review dataroom re additional amendments to Care 1st re full risk.	0.30	750.00	\$225.00
08/01/2019	GSG	EC	Conference call re executory contracts and status of Care 1st.	0.40	750.00	\$300.00
08/08/2019	HCK	EC	Follow-up with Dentons re payor cure stipulations.	0.40	975.00	\$390.00
08/13/2019	HCK	EC	Memos to / from T. Moyron et al. re risk-share stipulations & orders.	0.30	975.00	\$292.50
08/13/2019	HCK	EC	Telephone call with Casey Doherty re risk-share stipulations and review prior orders.	0.40	975.00	\$390.00
08/16/2019	HCK	EC	Telephone call with T. Moyron and E. Paul re Aetna payor stipulation.	0.10	975.00	\$97.50
08/19/2019	HCK	EC	Follow-up with G. Klausner re cure stipulation for commercial payors and review draft.	0.40	975.00	\$390.00
08/19/2019	HCK	EC	Edit / revise commercial payor stipulation.	0.40	975.00	\$390.00
08/20/2019	HCK	EC	Memos to / from G. Klausner re commercial payor stipulation.	0.30	975.00	\$292.50
08/20/2019	HCK	EC	Prepare for call with G. Klausner re commercial payor cure.	0.20	975.00	\$195.00
08/20/2019	HCK	EC	Review P. Khodadadi memo re Aetna overpayment claim.	0.40	975.00	\$390.00
08/20/2019	HCK	EC	Conference call with G. Klausner and G. Miller re commercial payor stipulations.	0.50	975.00	\$487.50

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08/20/2019	HCK	EC	Follow-up call with G. Miller re cure stipulation.	0.10	975.00	\$97.50
08/21/2019	HCK	EC	Memos to / from C. Doherty re AIPA stipulation.	0.10	975.00	\$97.50
08/21/2019	HCK	EC	Memos to / from T. Moyron et al. re commercial payor stipulations.	0.30	975.00	\$292.50
08/21/2019	HCK	EC	Analyze OP data from Aetna and follow-up with J. Vizzini and N. Coppinger re same.	0.70	975.00	\$682.50
08/21/2019	HCK	EC	Telephone call with N. Coppinger re Aetna OP analysis.	0.20	975.00	\$195.00
08/22/2019	HCK	EC	Memos to / from M. Schweitzer re Care First clarification and telephone call with Dr. Schweitzer re same.	0.70	975.00	\$682.50
08/23/2019	HCK	EC	Memos to/from P. Khodadadi re Aetna further extension.	0.20	975.00	\$195.00
08/26/2019	HCK	EC	Memos to / from G. Miller et al. re omnibus cure objection continuance and follow-up re same.	0.80	975.00	\$780.00
08/26/2019	HCK	EC	Memos to / from C. Doherty re Angeles / OmniCare approval stipulations and review final agreements.	0.40	975.00	\$390.00
08/26/2019	HCK	EC	Follow up with M. Schweitzer and J. Vizzini re Care First contracts and SGM summary.	0.40	975.00	\$390.00
08/26/2019	SSC	EC	Review G. Miller stipulation on cure objections and response from Aetna counsel.	0.10	850.00	\$85.00
08/27/2019	HCK	EC	Memos to / from R. Hernandez re Aetna OP analysis and review same.	0.30	975.00	\$292.50
08/27/2019	HCK	EC	Various follow-up with G. Miller re omnibus cure continuance.	0.20	975.00	\$195.00
08/27/2019	HCK	EC	Follow-up with S. Cho et al. re cure hearing extension.	0.10	975.00	\$97.50
08/29/2019	HCK	EC	Follow-up re risk-share settlement approval stipulations.	0.60	975.00	\$585.00
08/29/2019	HCK	EC	Memos to/from M. Schweitzer, et al. re Care First contracts for SGM designation.	0.60	975.00	\$585.00
08/30/2019	HCK	EC	Follow-up with M. Schweitzer re Care First contract research re FFS/Full-Risk agreements.	0.60	975.00	\$585.00
				13.00		\$12,302.50

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General Business Advice [B410]						
08/02/2019	HCK	GB	Continue to draft / revise motion to supplement cash management for intercompany capitation transfers.	3.20	975.00	\$3,120.00
08/05/2019	HCK	GB	Continue to draft / research motion to permit intercompany transfers for capitated services.	1.50	975.00	\$1,462.50
08/06/2019	HCK	GB	Further draft / edit motion to permit resumed intercompany transfers between SVMC and SFMC.	2.70	975.00	\$2,632.50
08/06/2019	HCK	GB	Memo to S. Sharma and M. Schweitzer re draft motion for intercompany transfers.	0.30	975.00	\$292.50
08/06/2019	HCK	GB	Follow-up with T. Moyron et al. re intercompany capitation reimbursements.	0.20	975.00	\$195.00
08/07/2019	HCK	GB	Review T. Moyron edits to motion for authority to resume intercompany transfers and further revise draft motion.	0.70	975.00	\$682.50
08/07/2019	HCK	GB	Memos to / from M. Schweitzer re intercompany capitation payments and background facts.	0.80	975.00	\$780.00
08/08/2019	HCK	GB	Further proof / update motion to approve intercompany capitation payments and review further data from Dr. Schweitzer.	1.20	975.00	\$1,170.00
08/13/2019	HCK	GB	Memos to / from M. Schweitzer and T. Schroeder re Promise capitation backup and analyze same.	0.60	975.00	\$585.00
08/19/2019	HCK	GB	Revise / update intercompany transfer motion to clarify.	0.50	975.00	\$487.50
08/21/2019	HCK	GB	Follow-up with Dr. Schweitzer re intercompany capitation transfers.	0.10	975.00	\$97.50
08/23/2019	HCK	GB	Further edit/update motion to authorize intercompany capitalization transfers.	1.30	975.00	\$1,267.50
				13.10		\$12,772.50

Operations [B210]

08/01/2019	SJK	OP	Review memoranda from Henry C. Kevane and M. Schweitzer regarding BSC/Care 1st CAP payment issues.	0.20	925.00	\$185.00
08/13/2019	HCK	OP	Memos to / from S. Sharma et al. re Promise capitation resumed payments.	0.20	975.00	\$195.00
08/19/2019	HCK	OP	Memos to / from S. Kahn re LA Care / UMC claim.	0.10	975.00	\$97.50

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08/29/2019	HCK	OP	Follow-up with Dr. Schweitzer re BSC/Promise capitation payments.	0.40	975.00	\$390.00
08/30/2019	HCK	OP	Review M. Schweitzer memo re Health Net full risk contract termination and review files.	0.50	975.00	\$487.50
				1.40		\$1,355.00

PSZ&J Compensation

08/02/2019	HCK	PC	Memos to / from S. Cho re 8/14 interim fee hearing.	0.10	975.00	\$97.50
08/07/2019	HCK	PC	Proof / finalize order on PSZ&J 2nd interim fee application.	0.20	975.00	\$195.00
08/13/2019	HCK	PC	Confer with S. Cho re tomorrow's interim fee hearing and circulate revised order / review tentative ruling.	0.30	975.00	\$292.50
08/13/2019	SSC	PC	Review tentative ruling re PSZJ fee application.	0.20	850.00	\$170.00
08/13/2019	SSC	PC	Telephone conference with D. Koontz re submitting on the tentative ruling re PSZJ fee application.	0.10	850.00	\$85.00
08/13/2019	SSC	PC	Correspond with H. Kevane re tentative ruling re PSZJ fee application.	0.10	850.00	\$85.00
08/13/2019	SSC	PC	Review proposed form of order re PSZJ fee application.	0.10	850.00	\$85.00
08/13/2019	SSC	PC	Correspond with Dentons re 8/14 hearing re PSZJ fee application.	0.10	850.00	\$85.00
08/14/2019	HCK	PC	Prepare monthly billing statement for July and edit under fee guidelines.	0.70	975.00	\$682.50
08/14/2019	SSC	PC	Review Court order re PSZJ fee order.	0.10	850.00	\$85.00
08/14/2019	SSC	PC	Review final PSZJ fee order for uploading.	0.10	850.00	\$85.00
08/14/2019	SSC	PC	Correspond with H. Kevane re final PSZJ fee order for uploading.	0.10	850.00	\$85.00
08/15/2019	HCK	PC	Finalize 10th monthly fee statement for service and filing.	0.20	975.00	\$195.00
08/15/2019	HCK	PC	Follow up with S. Cho et al. re 2nd interim fee order.	0.20	975.00	\$195.00
08/15/2019	SSC	PC	Review PSZJ July fee statement for filing.	0.10	850.00	\$85.00
08/15/2019	SSC	PC	Correspond with Dentons re PSZJ fee statement.	0.10	850.00	\$85.00

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08/16/2019	HCK	PC	Review approved fee order and circulate to E. Paul.	0.10	975.00	\$97.50
08/28/2019	HCK	PC	Draft / revise template for next interim fee application and incorporate detail from monthly fee statements.	1.20	975.00	\$1,170.00
				4.10		\$3,860.00

PSZ&J Retention

08/15/2019	HCK	PR	Finalize 8th supplemental H. Kevane declaration for service and filing.	0.20	975.00	\$195.00
08/15/2019	SSC	PR	Review H. Kevane supplemental declaration for filing.	0.10	850.00	\$85.00
				0.30		\$280.00

Stay Litigation [B140]

08/01/2019	HCK	SL	Memos to / from M. Reynolds and Verity team re BSC non-payment.	0.30	975.00	\$292.50
08/01/2019	HCK	SL	Telephone calls with M. Reynolds re BSC payment resumption and follow-up with Dr. Schweitzer.	0.40	975.00	\$390.00
08/02/2019	HCK	SL	Memo to group re BSC payment resumption and various follow-up with Dr. Schweitzer et al.	0.50	975.00	\$487.50
08/05/2019	HCK	SL	Memos to / from M. Reynolds re Care First payment resumption and telephone call Mr. Reynolds re same.	0.70	975.00	\$682.50
08/05/2019	HCK	SL	Memos to / from M. Reynolds re capitation figures.	0.10	975.00	\$97.50
				2.00		\$1,950.00

TOTAL SERVICES FOR THIS MATTER:

\$186,805.00

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Expenses

06/06/2019	CC	Conference Call [E105] AT&T Conference Call, HCK	2.30
06/06/2019	CC	Conference Call [E105] AT&T Conference Call, SSC	9.95
06/18/2019	CC	Conference Call [E105] AT&T Conference Call, HCK	2.54
06/19/2019	CC	Conference Call [E105] AT&T Conference Call, HCK	15.17
06/21/2019	CC	Conference Call [E105] AT&T Conference Call, SJK	8.35
07/12/2019	CC	Conference Call [E105] AT&T Conference Call, SJK	2.17
07/24/2019	CC	Conference Call [E105] AT&T Conference Call, HCK	6.35
07/24/2019	CC	Conference Call [E105] AT&T Conference Call, SJK	5.36
07/24/2019	FE	89566.00001 FedEx Charges for 07-24-19	9.99
07/25/2019	FE	89566.00002 FedEx Charges for 07-25-19	9.99
07/25/2019	TR	Transcript [E116] eLitigation, Inv. 10584, SJK	1,996.85
07/31/2019	CC	Conference Call [E105] AT&T Conference Call, HCK	2.12
08/06/2019	RE2	SCAN/COPY (18 @0.10 PER PG)	1.80
08/06/2019	RE2	SCAN/COPY (18 @0.10 PER PG)	1.80
08/06/2019	RE2	SCAN/COPY (18 @0.10 PER PG)	1.80
08/06/2019	RE2	SCAN/COPY (18 @0.10 PER PG)	1.80
08/13/2019	PO	89566.00002 :Postage Charges for 08-13-19	0.50
08/14/2019	RE2	SCAN/COPY (30 @0.10 PER PG)	3.00
08/15/2019	FE	89566.00002 FedEx Charges for 08-15-19	9.97
08/15/2019	PO	89566.00002 :Postage Charges for 08-15-19	231.80
08/15/2019	RE	(4200 @0.20 PER PG)	840.00
08/15/2019	RE	(56 @0.20 PER PG)	11.20
08/15/2019	RE	(2520 @0.20 PER PG)	504.00
08/15/2019	RE	(882 @0.20 PER PG)	176.40
08/15/2019	RE	(950 @0.20 PER PG)	190.00
08/15/2019	RE2	SCAN/COPY (34 @0.10 PER PG)	3.40
08/16/2019	RE2	SCAN/COPY (3 @0.10 PER PG)	0.30
08/19/2019	RE2	SCAN/COPY (33 @0.10 PER PG)	3.30
08/21/2019	RE2	SCAN/COPY (4 @0.10 PER PG)	0.40
08/21/2019	RE2	SCAN/COPY (3 @0.10 PER PG)	0.30
08/21/2019	RE2	SCAN/COPY (1 @0.10 PER PG)	0.10
08/21/2019	RE2	SCAN/COPY (3 @0.10 PER PG)	0.30

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08/21/2019	RE2	SCAN/COPY (18 @0.10 PER PG)	1.80
08/21/2019	RE2	SCAN/COPY (1 @0.10 PER PG)	0.10
08/21/2019	RE2	SCAN/COPY (1 @0.10 PER PG)	0.10
08/30/2019	CL	89566.00002 CourtLink charges for 08-30-19	91.73
08/31/2019	PAC	Pacer - Court Research	51.90

Total Expenses for this Matter

\$4,198.94

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August 31, 2019

REMITTANCE ADVICE

Please include this Remittance with your payment

For current services rendered through: 08/31/2019

Total Fees \$186,805.00

Total Expenses 4,198.94

Less Nonprofit Adjustment \$28,020.75

Total Due on Current Invoice \$162,983.19

Outstanding Balance from prior invoices as of 08/31/2019 (May not include recent payments)

<u>A/R Bill Number</u>	<u>Invoice Date</u>	<u>Fees Billed</u>	<u>Expenses Billed</u>	<u>Balance Due</u>
122376	05/31/2019	\$136,386.75	\$1,073.99	\$137,460.73
122625	06/30/2019	\$114,448.25	\$1,252.47	\$115,670.73
122795	07/31/2019	\$186,154.25	\$1,629.19	\$187,783.44

Total Amount Due on Current and Prior Invoices: \$603,898.09

PROOF OF SERVICE OF DOCUMENT

I am over the age of 18 and not a party to this bankruptcy case or adversary proceeding. My business address is:

10100 Santa Monica Boulevard, 13th Floor, Los Angeles, California 90067

A true and correct copy of the foregoing document entitled (*specify* **PACHULSKI STANG ZIEHL & JONES LLP'S MONTHLY FEE APPLICATION FOR ALLOWANCE AND PAYMENT OF INTERIM COMPENSATION AND REIMBURSEMENT OF EXPENSES FOR THE PERIOD AUGUST 1 – 31, 2019**) will be served or was served (a) on the judge in chambers in the form and manner required by LBR 5005-2(d); and (b) in the manner stated below:

1. TO BE SERVED BY THE COURT VIA NOTICE OF ELECTRONIC FILING (NEF): Pursuant to controlling General Orders and LBR, the foregoing document will be served by the court via NEF and hyperlink to the document on **September 17, 2019**, I checked the CM/ECF docket for this bankruptcy case or adversary proceeding and determined that the following persons are on the Electronic Mail Notice List to receive NEF transmission at the email addresses stated below:

☒ Service information continued on attached page

2. SERVED BY UNITED STATES MAIL:

On (*date*) **September 17, 2019**, I served the following persons and/or entities at the last known addresses in this bankruptcy case or adversary proceeding by placing a true and correct copy thereof in a sealed envelope in the United States mail, first class, postage prepaid, and addressed as follows. Listing the judge here constitutes a declaration that mailing to the judge will be completed no later than 24 hours after the document is filed.

☒ Service information continued on attached page

3. SERVED BY PERSONAL DELIVERY, OVERNIGHT MAIL, FACSIMILE TRANSMISSION OR EMAIL (*state method for each person or entity served*): Pursuant to F.R.Civ.P. 5 and/or controlling LBR, on (*date*) **September 17, 2019**, I served the following persons and/or entities by personal delivery, overnight mail service, or (for those who consented in writing to such service method), by facsimile transmission and/or email as follows. Listing the judge here constitutes a declaration that personal delivery on, or overnight mail to, the judge will be completed no later than 24 hours after the document is filed.

Via Federal Express

Judge Ernest M. Robles
United States Bankruptcy Court
Central District of California
Edward R. Roybal Federal Building and Courthouse
255 E. Temple Street, Suite 1560 / Courtroom 1568
Los Angeles, CA 90012

☐ Service information continued on attached page

I declare under penalty of perjury under the laws of the United States that the foregoing is true and correct.

September 17, 2019 Melisa DesJardien
Date Printed Name

/s/ Melisa DesJardien
Signature

This form is mandatory. It has been approved for use by the United States Bankruptcy Court for the Central District of California.

June 2012

DOCS_SF:101730.1 89566/002

F 9013-3.1.PROOF.SERVICE

1. **TO BE SERVED BY THE COURT VIA NOTICE OF ELECTRONIC FILING (NEF):**

2:18-bk-20151-ER

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