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*Proposed Counsel for the Official Committee  
of Unsecured Creditors of Windstream Holdings, Inc., et al.*

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

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|   |   |                         |
|---|---|-------------------------|
| In re:  | ) |                         |
|   | ) | Chapter 11              |
| WINDSTREAM HOLDINGS, INC., <i>et al.</i> , <sup>1</sup> | ) |                         |
|   | ) | Case No. 19-22312 (RDD) |
|   | ) |                         |
| Debtors.  | ) | (Jointly Administered)  |
|   | ) |                         |

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**NOTICE OF HEARING ON APPLICATION FOR ENTRY OF AN ORDER  
AUTHORIZING THE RETENTION AND EMPLOYMENT OF MORRISON &  
FOERSTER LLP AS COUNSEL TO THE OFFICIAL COMMITTEE OF UNSECURED  
CREDITORS NUNC PRO TUNC TO MARCH 12, 2019**

**PLEASE TAKE NOTICE** that a hearing on the annexed *Application for Entry of an Order Authorizing the Retention and Employment of Morrison & Foerster LLP as Counsel to the Official Committee of Unsecured Creditors Nunc Pro Tunc to March 12, 2019* (the “Application”) filed by the Official Committee of Unsecured Creditors appointed in the above-captioned chapter 11 cases (the “Committee”) will be held before the Honorable Robert D. Drain at the United States Bankruptcy Court for the Southern District of New York, 300 Quarropas St.,

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<sup>1</sup> The last four digits of Debtor Windstream Holdings, Inc.’s tax identification number are 7717. Due to the large number of debtor entities in these chapter 11 cases, for which the Debtors have requested joint administration, a complete list of the debtor entities and the last four digits of their federal tax identification numbers is not provided herein. A complete list of such information may be obtained on the website of the Debtors’ proposed claims and noticing agent at <http://www.kccllc.net/windstream>. The location of the Debtors’ service address for purposes of these chapter 11 cases is: 4001 North Rodney Parham Road, Little Rock, Arkansas 72212.



White Plains, NY 10601 (the “Bankruptcy Court”) on **May 14, 2019 at 10:00 a.m. (Eastern Time)** (the “Hearing”).

**PLEASE TAKE FURTHER NOTICE** that any responses or objections (“Objections”) to the Application shall be in writing, shall conform to the Federal Rules of Bankruptcy Procedure and the Local Bankruptcy Rules for the Southern District of New York, shall be filed with the Bankruptcy Court (a) by attorneys practicing in the Bankruptcy Court, including attorneys admitted pro hac vice, electronically in accordance with General Order M-399 (which can be found at [www.nysb.uscourts.gov](http://www.nysb.uscourts.gov)), and (b) by all other parties in interest, on a CD-ROM, in text-searchable portable document format (PDF) (with a hard copy delivered directly to Chambers), in accordance with the customary practices of the Bankruptcy Court and General Order M-399, to the extent applicable, and shall be served in accordance with the *Final Order Establishing Certain Notice, Case Management, and Administrative Procedures*, entered on April 22, 2019 [ECF No. 392], so as to be filed and received no later than **May 10, 2019 at 4:00 p.m. (Eastern Time)** (the “Objection Deadline”).

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**PLEASE TAKE FURTHER NOTICE** that if no Objections are timely filed and served with respect to the Application, the Committee may, on or after the Objection Deadline, submit to the Bankruptcy Court an order substantially in the form of the proposed order annexed to the Application, which order may be entered without further notice or opportunity to be heard.

**PLEASE TAKE FURTHER NOTICE** that any objecting parties are required to attend the Hearing, and failure to appear may result in relief being granted upon default.

Dated: April 29, 2019

**MORRISON & FOERSTER LLP**

/s/ Lorenzo Marinuzzi

Lorenzo Marinuzzi

Todd M. Goren

Jennifer L. Marines

Erica J. Richards

250 West 55th Street

New York, New York 10019

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*Proposed Attorneys for the Official Committee  
of Unsecured Creditors of Windstream Holdings,  
Inc., et al.*

Hearing Date & Time: May 14, 2019 at 10:00 a.m. (Eastern Time)

Objection Deadline: May 10, 2019 at 4:00 p.m. (Eastern Time)

MORRISON & FOERSTER LLP

250 West 55<sup>th</sup> Street

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Telephone: (212) 468-8000

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**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

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| In re:  | ) |                         |
|   | ) | Chapter 11              |
|   | ) |                         |
| WINDSTREAM HOLDINGS, INC., <i>et al.</i> , <sup>1</sup> | ) | Case No. 19-22312 (RDD) |
|   | ) |                         |
| Debtors.  | ) | (Jointly Administered)  |

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**APPLICATION FOR ENTRY OF AN ORDER AUTHORIZING THE RETENTION  
AND EMPLOYMENT OF MORRISON & FOERSTER LLP AS COUNSEL  
TO THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS  
NUNC PRO TUNC TO MARCH 12, 2019**

The Official Committee of Unsecured Creditors (the “Committee”) of Windstream Holdings, Inc. and its debtor affiliates, as debtors and debtors in possession in these proceedings (collectively, the “Debtors”), by James W. Grudus of AT&T Services, Inc. (“AT&T”), in its capacity as co-chairperson of the Committee, hereby submits this application (the “Application”) pursuant to sections 328(a) and 1103 of title 11 of the United States Code, as amended (the

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<sup>1</sup> The last four digits of Debtor Windstream Holdings, Inc.’s tax identification number are 7717. Due to the large number of debtor entities in these chapter 11 cases, for which the Debtors have requested joint administration, a complete list of the debtor entities and the last four digits of their federal tax identification numbers is not provided herein. A complete list of such information may be obtained on the website of the Debtors’ proposed claims and noticing agent at <http://www.kccllc.net/windstream>. The location of the Debtors’ service address for purposes of these chapter 11 cases is: 4001 North Rodney Parham Road, Little Rock, Arkansas 72212.

“Bankruptcy Code”), rules 2014 and 2016 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), and rules 2014-1 and 2016-1 of the Local Rules for the United States Bankruptcy Court for the Southern District of New York (the “Local Rules”) for entry of an order (the “Order”), substantially in the form attached hereto as **Exhibit A**, authorizing the retention and employment of Morrison & Foerster LLP (“Morrison & Foerster” or the “Firm”) as counsel to the Committee, *nunc pro tunc* to March 12, 2019. In support of the Application, the Committee relies upon and incorporates by reference the declaration of James W. Grudus, the representative of AT&T, in its capacity as co-chairperson of the Committee (the “Grudus Declaration”), attached hereto as **Exhibit B**, and the declaration of Lorenzo Marinuzzi (the “Marinuzzi Declaration”), attached hereto as **Exhibit C**. In further support of this Application, the Committee respectfully represents as follows:

#### **JURISDICTION, VENUE, AND STATUTORY PREDICATE**

1. This Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334(b). Venue is proper pursuant to 28 U.S.C. §§ 1408 and 1409. This matter is a core proceeding pursuant to 28 U.S.C. § 157(b). The statutory predicates for the relief requested herein are sections 328(a) and 1103 of the Bankruptcy Code, Bankruptcy Rules 2014 and 2016, and Local Rules 2014-1 and 2016-1.

#### **BACKGROUND**

2. On February 25, 2019 (the “Petition Date”), each of the Debtors filed with this Court a voluntary petition for relief under chapter 11 of the Bankruptcy Code. The Debtors are authorized to continue to operate their business, and manage their properties as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. No trustee or examiner has been appointed in these cases.

3. These chapter 11 cases are being jointly administered pursuant to Bankruptcy Rule 1015(b) and the Court's *Order Directing Joint Administration of Chapter 11 Cases* [Docket No. 56], entered on February 28, 2019.

4. The office of the United States Trustee (the "United States Trustee") selected the members of the Committee and filed a notice of appointment on March 12, 2019 [Docket No. 136].<sup>2</sup> The Committee selected AT&T and UMB Bank as its co-chairpersons (each a "Co-Chair", and together the "Co-Chairs").

5. Immediately following its appointment and the selection of the Co-Chairs, the Committee conducted its initial meeting and selected Morrison & Foerster as its counsel.

#### **RELIEF REQUESTED**

6. Subject to this Court's approval, the Committee seeks to employ Morrison & Foerster as its general bankruptcy counsel in connection with the prosecution of these chapter 11 cases and all related matters, *nunc pro tunc* to March 12, 2019. Pursuant to sections 328(a) and 1103 of the Bankruptcy Code, Bankruptcy Rules 2014 and 2016 and Local Rules 2014-1 and 2016-1, the Committee respectfully requests that the Court enter the Order, authorizing the Committee to employ and retain Morrison & Foerster as its counsel to perform the necessary legal services during these chapter 11 cases.

7. Additional facts in support of the specific relief sought herein are set forth in the Grudus Declaration and the Marinuzzi Declaration.

8. Morrison & Foerster has extensive general legal experience and knowledge, and, in particular, has substantial expertise in the field of creditors' rights and business reorganization

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<sup>2</sup> The members of the Committee are: (i) Pension Benefit Guaranty Corporation; (ii) Communication Workers of America, AFL-CIO, CLC; (iii) AT&T Services, Inc.; (iv) VeloCloud Networks, Inc.; (v) Crown Castle Fiber; (vi) LEC Services, Inc.; and (vii) UMB Bank

under chapter 11 of the Bankruptcy Code. That expertise includes representing official creditors' committees in large and complex bankruptcy cases. For example, the professionals that will be primarily responsible for this engagement have represented official creditors' committees in the bankruptcies of Republic Airways Holdings Inc., Energy Future Holdings Corp., Armstrong Energy Inc., Avaya, Inc., 21st Century Oncology Holdings, Inc., Peabody Energy Corp., UCI International, LLC, and Tops Holding Corporation, among others. Since the Committee's appointment, Morrison & Foerster has been working closely with the Debtors and other parties-in-interest to become familiar with the Debtors' business and many of the potential legal issues that may arise in the context of these chapter 11 cases.

**I. Services to be Provided**

9. The Committee anticipates that Morrison & Foerster will, in connection with these chapter 11 cases and subject to orders of this Court, provide a range of services to the Committee, including, but not limited to, the following:

- a. advising the Committee in connection with its powers and duties under the Bankruptcy Code, the Bankruptcy Rules, and the Local Rules;
- b. assisting and advising the Committee in its consultation with the Debtors relative to the administration of these cases;
- c. attending meetings and negotiating with the representatives of the Debtors and other parties-in-interest;
- d. assisting and advising the Committee in its examination and analysis of the conduct of the Debtors' affairs;
- e. assisting and advising the Committee in connection with any sale of the Debtors' assets pursuant to section 363 of the Bankruptcy Code;
- f. assisting the Committee in the review, analysis, and negotiation of any chapter 11 plan(s) of reorganization or liquidation that may be filed and assisting the Committee in the review, analysis, and negotiation of the disclosure statement accompanying any such plan(s);

- g. taking all necessary actions to protect and preserve the interests of the Committee, including: (i) possible prosecution of actions on its behalf; (ii) if appropriate, negotiations concerning all litigation in which the Debtors are involved; and (iii) if appropriate, review and analysis of claims filed against the Debtors' estates;
- h. generally preparing on behalf of the Committee all necessary motions, applications, answers, orders, reports, replies, responses, and papers in support of positions taken by the Committee;
- i. appearing, as appropriate, before this Court, the appellate courts, and the United States Trustee, and protecting the interests of the Committee before those courts and before the United States Trustee; and
- j. performing all other necessary legal services in these cases.

10. Morrison & Foerster intends to work closely with the Debtors' representatives and the other professionals retained by the Committee to ensure that there is no unnecessary duplication of services performed or charged to the Debtors' estates.

11. Morrison & Foerster has indicated a willingness to act on behalf of the Committee.

## **II. Professional Compensation**

12. Morrison & Foerster intends to apply for compensation for professional services rendered in connection with these chapter 11 cases, and will file interim and final fee applications for allowance of its compensation and expenses. Such applications will be subject to sections 330 and 331 of the Bankruptcy Code, the Bankruptcy Rules, the Local Rules, the *Amended Order Establishing Procedures for Monthly Compensation and Reimbursement of Expenses of Professionals* [General Order M-412], dated December 21, 2010, issued by the Board of Judges for the United States Bankruptcy Court for the Southern District of New York, the *Amended Guidelines for Fees and Disbursements for Professionals in Southern District of New York Bankruptcy Cases* [General Order M-447], dated January 29, 2013, issued by the Board of Judges for the United States Bankruptcy Court for the Southern District of New York,



the *Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under United States Code by Attorneys in Larger Chapter 11 Cases* (the “US Trustee Guidelines”), issued by the United States Trustee, and any other applicable orders of the Court (collectively, the “Fee Guidelines”).

13. Morrison & Foerster’s hourly rates are set at a level designed to fairly compensate the Firm for the work of its attorneys and paraprofessionals and to cover fixed and routine overhead expenses. These hourly rates are subject to periodic adjustments to reflect economic and other conditions, and are generally consistent with the rates Morrison & Foerster charges its other clients.<sup>3</sup> In particular, Morrison & Foerster’s standard hourly rates for matters implicated in the chapter 11 cases range as follows:

- a. the hourly rates for partners range from \$925 per hour to \$1,750 per hour, based upon a variety of factors, including seniority, distinction, and expertise in one’s field;
- b. the hourly rates for “of counsel” and “senior of counsel” range from \$595 per hour to \$1,500 per hour;
- c. the hourly rates for attorneys and associates range from \$510 per hour to \$895 per hour; and
- d. the hourly rates for paraprofessionals range from \$255 per hour to \$460 per hour.<sup>4</sup>

14. The Committee believes that these rates, and the terms and conditions of Morrison & Foerster’s employment, are reasonable.

15. Morrison & Foerster will also seek to be reimbursed, subject to the Court’s approval, for all actual out-of-pocket expenses incurred by Morrison & Foerster on the

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<sup>3</sup> As set forth in the Order, Morrison & Foerster will provide ten (10) business days’ notice to the Debtors and the United States Trustee before implementing any periodic increases, and will file such notice with the Court.

<sup>4</sup> These rates include those charged by non-attorney intellectual property specialists. The hourly rates charged by paraprofessionals within the Business Restructuring & Insolvency Group range from \$360 per hour to \$375 per hour.

Committee's behalf, such as copying, travel expenses, overnight courier expenses, computer research, and other disbursements, as more fully set forth in the Marinuzzi Declaration. All requests for reimbursement of expenses will be consistent with the Fee Guidelines.

16. Morrison & Foerster advised the Committee that no promises were received by Morrison & Foerster, any partner, any attorney who is "of counsel" to Morrison & Foerster, or any associate of Morrison & Foerster, as to compensation in connection with these chapter 11 cases, other than in accordance with the provisions of the Bankruptcy Code. Morrison & Foerster has also advised the Committee that neither Morrison & Foerster, nor any partner of Morrison & Foerster, any attorney who is "of counsel" to Morrison & Foerster, or any associate of Morrison & Foerster, has any agreement with any other entity to share with such entity any compensation received by Morrison & Foerster in connection with these cases.

### **III. Morrison & Foerster's Disinterestedness**

17. To the best of the Committee's knowledge, Morrison & Foerster does not hold or represent any interest adverse to the Debtors' estates and, except as disclosed in the Marinuzzi Declaration, does not have any "connections" to the Debtors' creditors, affiliates, other parties-in-interest or potential parties-in-interest, the United States Trustee or the Assistant United States Trustees for the Southern District of New York and attorneys employed by such office, or any judge in the United States Bankruptcy Court for the Southern District of New York. Accordingly, Morrison & Foerster is a "disinterested person" as that term is defined in section 101(14) of the Bankruptcy Code and as used in section 328(c) of the Bankruptcy Code. To the extent that Morrison & Foerster is determined to have a conflict with respect to a particular client or matter, the Committee will utilize separate conflicts counsel.

18. The Committee believes that the employment of Morrison & Foerster is necessary, in the best interests of the Debtors' estates, and will enable the Committee to carry out its fiduciary duties owed to creditors under the Bankruptcy Code.

19. As set forth in the Marinuzzi Declaration, Morrison & Foerster has represented, currently represents, and will likely in the future represent certain parties-in-interest or potential parties-in-interest in these chapter 11 cases in matters unrelated to the Debtors, the chapter 11 cases, or such entities' claims against the Debtors, as part of its customary practice. Morrison & Foerster is retained in cases, proceedings, and transactions involving many different parties throughout the United States and worldwide, some of whom may represent or be employed by the Debtors, claimants, and parties-in-interest in these chapter 11 cases. Pursuant to section 1103(b) of the Bankruptcy Code, Morrison & Foerster is not disqualified from acting as the Committee's counsel merely because it previously represented or currently represents the Debtors' creditors, or other parties-in-interest in matters unrelated to the Debtors or these chapter 11 cases.

20. Morrison & Foerster has advised the Committee and the United States Trustee that it will periodically review its files during the pendency of these chapter 11 cases to ensure that no conflicts or other disqualifying circumstances exist or arise; and if any new relevant facts or relationships are discovered or arise, Morrison & Foerster will use reasonable efforts to identify such further developments by filing a supplemental declaration.

21. For these reasons, the Committee submits that the relief requested in the Application is appropriate and should be granted by this Court.

### **NOTICE**

22. The Committee will provide notice of this Application consistent with the procedures described in the *Interim Order Establishing Certain Notice, Case Management, and*

*Administrative Procedures* [Docket No. 57], entered by the Court on February 28, 2019 (the “Interim Case Management Order”). The Committee respectfully submits that no other or further notice need be given beyond that required in the Interim Case Management Order. If no objections are timely filed and served in accordance therewith, the relief requested herein may be entered without a hearing.

### **CONCLUSION**

WHEREFORE, the Committee respectfully requests that the Court: (a) enter the Order, substantially in the form attached hereto as **Exhibit A**, granting the relief requested herein and (b) grant such other and further relief as the Court may deem just and proper.

Dated: April 29, 2019

Respectfully submitted,

THE OFFICIAL COMMITTEE OF  
WINDSTREAM HOLDINGS, INC, *ET AL.*

By: /s/ James W. Grudus

James W. Grudus  
AVP Senior Legal Counsel  
AT&T Services, Inc., Co-Chair of the Committee

**Exhibit A**

**Proposed Order**

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

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|   |   |                         |
|---|---|-------------------------|
| In re:  | ) |                         |
|   | ) | Chapter 11              |
| WINDSTREAM HOLDINGS, INC., <i>et al.</i> , <sup>1</sup> | ) |                         |
|   | ) | Case No. 19-22312 (RDD) |
|   | ) |                         |
| Debtors.  | ) | (Jointly Administered)  |
|   | ) |                         |

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**ORDER AUTHORIZING THE RETENTION AND EMPLOYMENT OF MORRISON &  
FOERSTER LLP AS COUNSEL TO THE OFFICIAL COMMITTEE OF UNSECURED  
CREDITORS *NUNC PRO TUNC* TO MARCH 12, 2019**

Upon the application (the “Application”)<sup>2</sup> of the Official Committee of Unsecured Creditors (the “Committee”) of Windstream Holdings, Inc. and its debtor affiliates, as debtors and debtors in possession in these proceedings (collectively, the “Debtors”), pursuant to sections 328(a) and 1103 of the Bankruptcy Code, Bankruptcy Rules 2014 and 2016, and Local Rules 2014-1 and 2016-1, for authorization to employ and retain Morrison & Foerster LLP (“Morrison & Foerster”) as counsel to the Committee, pursuant to the terms set forth in the Application; and upon the Grudus Declaration and the Marinuzzi Declaration; and the Court being satisfied, based on the representations made in the Application, the Grudus Declaration and the Marinuzzi Declaration, that Morrison & Foerster and its professionals are “disinterested” as such term is defined in section 101(14) of the Bankruptcy Code, and, as required by section 1103 of the Bankruptcy Code, neither hold nor represent any adverse interest in these cases; and the Court having jurisdiction to consider the Application and the relief requested therein pursuant

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<sup>1</sup> The last four digits of Debtor Windstream Holdings, Inc.’s tax identification number are 7717. Due to the large number of debtor entities in these chapter 11 cases, for which the Debtors have requested joint administration, a complete list of the debtor entities and the last four digits of their federal tax identification numbers is not provided herein. A complete list of such information may be obtained on the website of the Debtors’ proposed claims and noticing agent at <http://www.kccllc.net/windstream>. The location of the Debtors’ service address for purposes of these chapter 11 cases is: 4001 North Rodney Parham Road, Little Rock, Arkansas 72212.

<sup>2</sup> Capitalized terms not otherwise defined herein shall have the meanings ascribed to them in the Application.

to 28 U.S.C. § 1334 and the *Standing Order of Reference Re: Title 11* [Standing Order M-431], dated February 1, 2012 (Preska, C.J.); and consideration of the Application and the requested relief being a core proceeding pursuant to 28 U.S.C. § 157(b); and venue being proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and due and proper notice of the Application having been served, and it appearing that no other or further notice need be provided; and the Court having reviewed the Application and determined that the legal and factual bases set forth in the Application establish just cause for the relief granted herein; and upon all of the proceedings had before the Court and after due deliberation and sufficient cause appearing therefor, it is hereby

**ORDERED, ADJUDGED AND DECREED THAT**

1. The Application is GRANTED to the extent provided herein.
2. Pursuant to sections 328 and 1103 of the Bankruptcy Code, Bankruptcy Rules 2014 and 2016, Local Rules 2014-1 and 2016-1, and subject to the terms of this Order, the Committee is authorized to employ and retain Morrison & Foerster as its bankruptcy counsel on the terms set forth in the Application and the Marinuzzi Declaration, *nunc pro tunc* to March 12, 2019, to perform the services described herein.
3. Morrison & Foerster is authorized to provide services to the Committee, including the following:
  - a. advising the Committee in connection with its powers and duties under the Bankruptcy Code, the Bankruptcy Rules, and the Local Rules;
  - b. assisting and advising the Committee in its consultation with the Debtors relative to the administration of these cases;
  - c. attending meetings and negotiating with the representatives of the Debtors and other parties-in-interest;
  - d. assisting and advising the Committee in its examination and analysis of the conduct of the Debtors' affairs;

- e. assisting and advising the Committee in connection with any sale of the Debtors' assets pursuant to section 363 of the Bankruptcy Code;
- f. assisting the Committee in the review, analysis, and negotiation of any chapter 11 plan(s) of reorganization or liquidation that may be filed and assisting the Committee in the review, analysis, and negotiation of the disclosure statement accompanying any such plan(s);
- g. taking all necessary actions to protect and preserve the interests of the Committee, including: (i) possible prosecution of actions on its behalf; (ii) if appropriate, negotiations concerning all litigation in which the Debtors are involved; and (iii) if appropriate, review and analysis of claims filed against the Debtors' estates;
- h. generally preparing on behalf of the Committee all necessary motions, applications, answers, orders, reports, replies, responses, and papers in support of positions taken by the Committee;
- i. appearing, as appropriate, before this Court, the appellate courts, and the United States Trustee, and protecting the interests of the Committee before those courts and before the United States Trustee; and
- j. performing all other necessary legal services in these cases.

4. Morrison & Foerster shall be compensated in accordance with the Application, will file interim and final fee applications for allowance of its compensation and expenses, and shall be subject to sections 330 and 331 of the Bankruptcy Code, the Bankruptcy Rules, the Local Rules, and any further order of the Court.

5. This Order shall be immediately effective and enforceable upon its entry, and the Committee is authorized to take all actions necessary to effectuate the relief granted pursuant to this Order in accordance with the Application.

6. Morrison & Foerster shall be reimbursed for reasonable and necessary documented expenses.

7. To the extent the Application, the Grudus Declaration, or the Marinuzzi Declaration are inconsistent with this Order, the terms of this Order shall govern.

8. Morrison & Foerster shall not withdraw as the Committee's counsel prior to the



effective date of any chapter 11 plan confirmed in these chapter 11 cases without prior approval of the Court in accordance with Local Rule 2090-1(e).

9. Morrison & Foerster shall provide ten (10) business days' notice to the Debtors and the United States Trustee in connection with any increase of the hourly rates listed in the Application. The United States Trustee and the Debtors retain all rights to object to any rate increase on all grounds, including, but not limited to, the reasonableness standard provided in section 330 of the Bankruptcy Code, and the Court retains the right to review any rate increase pursuant to section 330 of the Bankruptcy Code.

10. Notice of the Application as provided therein is deemed to be good and sufficient notice of such Application, and the requirements of the Local Rules are satisfied by the contents of the Application.

11. The Court retains jurisdiction with respect to all matters arising from or related to the implementation of this Order.

Dated: \_\_\_\_\_, 2019  
White Plains, New York

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THE HONORABLE ROBERT D. DRAIN  
UNITED STATES BANKRUPTCY JUDGE

**Exhibit B**

**Declaration of James W. Grudus**

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

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In re:

WINDSTREAM HOLDINGS, INC., *et al.*,<sup>1</sup>

Debtors.

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)  
) Chapter 11  
)  
) Case No. 19-22312 (RDD)  
)  
) (Jointly Administered)  
)

**DECLARATION OF JAMES W. GRUDUS IN SUPPORT OF APPLICATION FOR  
ENTRY OF AN ORDER AUTHORIZING THE RETENTION AND EMPLOYMENT OF  
MORRISON & FOERSTER LLP AS COUNSEL TO THE OFFICIAL COMMITTEE OF  
UNSECURED CREDITORS *NUNC PRO TUNC* TO MARCH 12, 2019**

Pursuant to 28 U.S.C § 1746, I, James W. Grudus, hereby submit this declaration  
(the “Declaration”) under penalty of perjury:

1. I am the AVP Senior Legal Counsel for AT&T Services, Inc. (“AT&T”).  
AT&T is an unsecured creditor in the above-captioned cases of Windstream Holdings, Inc. and  
its debtor affiliates, as debtors and debtors in possession in these proceedings (collectively, the  
“Debtors”). AT&T was named as a co-chairperson (a “Co-Chair”, and together with UMB  
Bank, the “Co-Chairs”) of the Official Committee of Unsecured Creditors of Windstream  
Holdings, Inc., *et al.* (the “Committee”) and I serve as AT&T’s representative on the Committee.  
In such capacity, I was part of the process and involved in selecting and engaging counsel for the  
Committee.

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<sup>1</sup> The last four digits of Debtor Windstream Holdings, Inc.’s tax identification number are 7717. Due to the large  
number of debtor entities in these chapter 11 cases, for which the Debtors have requested joint administration, a  
complete list of the debtor entities and the last four digits of their federal tax identification numbers is not provided  
herein. A complete list of such information may be obtained on the website of the Debtors’ proposed claims and  
noticing agent at <http://www.kccllc.net/windstream>. The location of the Debtors’ service address for purposes of  
these chapter 11 cases is: 4001 North Rodney Parham Road, Little Rock, Arkansas 72212.

2. I have reviewed and am familiar with the contents of the *Application for Entry of an Order Authorizing the Retention and Employment of Morrison & Foerster LLP as Counsel to the Official Committee of Unsecured Creditors Nunc Pro Tunc to March 12, 2019* (the “Application”).<sup>2</sup> In support of the Application, the Committee relies upon the Marinuzzi Declaration, which is attached to the Application as **Exhibit C**.

3. A number of law firms appeared at the Committee formation meeting held on March 12, 2019, seeking to represent the Committee as bankruptcy counsel. The Committee considered the materials provided as well as presentations made by approximately five of those firms prior to selecting Morrison & Foerster as its attorneys. The Committee selected Morrison & Foerster because of Morrison & Foerster’s extensive general legal experience and knowledge, and, in particular, its substantial experience in representing official committees of creditors and recognized expertise in the field of creditors’ rights and business reorganization under chapter 11 of the Bankruptcy Code. I understand that Morrison & Foerster’s expertise includes representing official creditors’ committees in large and complex bankruptcy cases, as set forth in the Marinuzzi Declaration. Since the Committee’s appointment, Morrison & Foerster has been working closely with the Debtors and other parties-in-interest to become familiar with the Debtors’ businesses and many of the potential legal issues that may arise in the context of these chapter 11 cases. For these reasons, the Committee believes that Morrison & Foerster is well-qualified and uniquely able to represent the Committee in these chapter 11 cases in an efficient and timely manner.

4. The members of the Committee reviewed Morrison & Foerster’s standard rates for bankruptcy services, as set forth in the Application. Based upon representations made

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<sup>2</sup> Capitalized terms used and not otherwise defined herein have the meanings ascribed to them in the Application.

to the Committee by Morrison & Foerster, I understand that those rates are generally consistent with Morrison & Foerster's rates for comparable non-bankruptcy engagements and the billing rates and terms of other comparably skilled firms for providing similar services. Based on these representations and the Committee members' experience in both the bankruptcy field and in other fields in which the Debtors operate, the Committee believes these rates are reasonable.

5. Additionally, I have reviewed and approved Morrison & Foerster's prospective budget and staffing plan for the first interim period. The Co-Chairs will continue to review the staffing plan and budget, and together with Morrison & Foerster, make adjustments as may be necessary or appropriate.

6. The facts set forth in this Declaration are based upon my personal knowledge, my review of the relevant documents, information provided to me or verified by Committee counsel, and my personal opinion based upon my experience, knowledge, and information provided to me. I am authorized to submit this Declaration on behalf of the Committee, and if called upon to testify, I would testify competently to the facts set forth herein.

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury under the laws of the United States, that the foregoing statements are true and correct.

Dated: April 29, 2019

Respectfully submitted,

/s/ James W. Grudus

James W. Grudus

AVP Senior Legal Counsel

AT&T Services, Inc., Co-Chair of the Committee

**Exhibit C**

**Declaration of Lorenzo Marinuzzi**

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

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|   |   |                         |
|---|---|-------------------------|
| In re:  | ) |                         |
|   | ) | Chapter 11              |
| WINDSTREAM HOLDINGS, INC., <i>et al.</i> , <sup>1</sup> | ) |                         |
|   | ) | Case No. 19-22312 (RDD) |
|   | ) |                         |
| Debtors.  | ) | (Jointly Administered)  |
|   | ) |                         |

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**DECLARATION OF LORENZO MARINUZZI IN SUPPORT OF APPLICATION FOR  
ENTRY OF AN ORDER AUTHORIZING THE RETENTION AND EMPLOYMENT OF  
MORRISON & FOERSTER LLP AS COUNSEL TO THE OFFICIAL COMMITTEE OF  
UNSECURED CREDITORS *NUNC PRO TUNC* TO MARCH 12, 2019**

I, Lorenzo Marinuzzi, being duly sworn, state the following under penalty of perjury:

1. I am a partner in the law firm of Morrison & Foerster LLP ("Morrison & Foerster" or the "Firm"), with offices at 250 West 55th Street, New York, New York 10019, among other locations, and I am duly authorized to make this declaration (the "Declaration") on behalf of Morrison & Foerster. I am an attorney duly admitted and in good standing to practice before the Bar of the State of New York, the United States Court of Appeals for the Second Circuit, and the United States District Court for the Southern and Eastern Districts of New York. There are no disciplinary proceedings pending against me.

2. I submit this declaration (the "Declaration") in support of the application (the "Application")<sup>2</sup> of the Official Committee of Unsecured Creditors (the "Committee") of Windstream Holdings, Inc. and its subsidiaries that are debtors and debtors in possession in these

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<sup>1</sup> The last four digits of Debtor Windstream Holdings, Inc.'s tax identification number are 7717. Due to the large number of debtor entities in these chapter 11 cases, for which the Debtors have requested joint administration, a complete list of the debtor entities and the last four digits of their federal tax identification numbers is not provided herein. A complete list of such information may be obtained on the website of the Debtors' proposed claims and noticing agent at <http://www.kccllc.net/windstream>. The location of the Debtors' service address for purposes of these chapter 11 cases is: 4001 North Rodney Parham Road, Little Rock, Arkansas 72212.

<sup>2</sup> Capitalized terms not otherwise defined herein shall have the meanings ascribed to them in the Application.

proceedings (collectively, the “Debtors”) pursuant to sections 328(a) and 1103 of the Bankruptcy Code, Bankruptcy Rules 2014 and 2016, and Local Rules 2014-1 and 2016-1, for entry of an order authorizing the retention and employment of Morrison & Foerster as counsel to the Committee *nunc pro tunc* to March 12, 2019. Except as otherwise indicated, the facts set forth in this Declaration are personally known to me and, if called as a witness, I could and would testify thereto.

### **SERVICES TO BE PROVIDED**

3. Morrison & Foerster and its professionals have extensive general legal experience and knowledge, and, in particular, have substantial experience in representing official committees of creditors and recognized expertise in the field of creditors’ rights and business reorganization under chapter 11 of the Bankruptcy Code. That expertise includes representing official creditors’ committees in large and complex bankruptcy cases. For example, the professionals that will be primarily responsible for this engagement have represented official creditor committees in the bankruptcies of Republic Airways Holdings Inc., Energy Future Holdings Corp., Armstrong Energy Inc., Avaya, Inc., 21st Century Oncology Holdings, Inc., Peabody Energy Corp., UCI International, LLC, and Tops Holding Corporation, among others. Since the Committee’s appointment, Morrison & Foerster has been working closely with the Debtors and other parties-in-interest to become familiar with the Debtors’ businesses and many of the potential legal issues that may arise in the context of these chapter 11 cases. I believe that Morrison & Foerster is both well-qualified and uniquely able to represent the Committee in these chapter 11 cases in an efficient and timely manner.



4. In connection with these chapter 11 cases, the Committee has requested court authorization to retain Morrison & Foerster as counsel for the Committee to provide the Committee with certain services, including, but not limited to, the following:

- a. advising the Committee in connection with its powers and duties under the Bankruptcy Code, the Bankruptcy Rules, and the Local Rules;
- b. assisting and advising the Committee in its consultation with the Debtors relative to the administration of these cases;
- c. attending meetings and negotiating with the representatives of the Debtors and other parties-in-interest;
- d. assisting and advising the Committee in its examination and analysis of the conduct of the Debtors' affairs;
- e. assisting and advising the Committee in connection with any sale of the Debtors' assets pursuant to section 363 of the Bankruptcy Code;
- f. assisting the Committee in the review, analysis, and negotiation of any chapter 11 plan(s) of reorganization or liquidation that may be filed and assisting the Committee in the review, analysis, and negotiation of the disclosure statement accompanying any such plan(s);
- g. taking all necessary action to protect and preserve the interests of the Committee, including: (i) possible prosecution of actions on its behalf; (ii) if appropriate, negotiations concerning all litigation in which the Debtors are involved; and (iii) if appropriate, review and analysis of claims filed against the Debtors' estates;
- h. generally preparing on behalf of the Committee all necessary motions, applications, answers, orders, reports, replies, responses, and papers in support of positions taken by the Committee;
- i. appearing, as appropriate, before this Court, the appellate courts, and the United States Trustee, and protecting the interests of the Committee before those courts and before the United States Trustee; and
- j. performing all other necessary legal services in these cases.

#### **PROFESSIONAL COMPENSATION**

5. As of the date of execution of this Declaration, the ranges of Morrison & Foerster's standard hourly rates are as follows:

- a. the hourly rates for partners range from \$925 per hour to \$1,750 per hour, based upon a variety of factors, including seniority, distinction, and expertise in one's field;
- b. the hourly rates for "of counsel" and "senior of counsel" range from \$595 per hour to \$1,500 per hour;
- c. the hourly rates for attorneys and associates range from \$510 per hour to \$895 per hour; and
- d. the hourly rates for paraprofessionals range from \$255 per hour to \$460 per hour.<sup>3</sup>

6. Morrison & Foerster's hourly rates are set at a level designed to fairly compensate the Firm for the work of its attorneys and paraprofessionals and to cover fixed and routine overhead expenses. These hourly rates are subject to periodic adjustment to reflect economic and other conditions and are consistent with the rates charged elsewhere.<sup>4</sup> I believe that these rates, and the terms and conditions of Morrison & Foerster's employment, are reasonable.

7. In addition to the hourly rates set forth above, Morrison & Foerster customarily charges its clients for all reimbursable expenses incurred, including photocopying charges, facsimile transmissions, messengers, courier mail, overtime meals, overtime and late night transportation, travel, lodging, meal charges for business meetings, postage, printing, transcripts, filing fees, computer research, and similar items. Morrison & Foerster will seek to be reimbursed, subject to the Court's approval, for all actual out-of-pocket expenses incurred by Morrison & Foerster on the Committee's behalf. All requests for reimbursement of expenses will be consistent with guidelines established by the Bankruptcy Court and/or the United States Trustee's office.

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<sup>3</sup> These rates include those charged by non-attorney intellectual property specialists. The hourly rates charged by paraprofessionals within the Business Restructuring & Insolvency Group range from \$360 per hour to \$375 per hour.

<sup>4</sup> As set forth in the Order, Morrison & Foerster will provide ten (10) business days' notice to the Debtors and the United States Trustee before implementing any periodic increases, and will file such notice with the Court.

8. No promises have been received by Morrison & Foerster, any partner, any attorney who is “of counsel” to Morrison & Foerster, or any associate of Morrison & Foerster, as to compensation in connection with these chapter 11 cases, other than in accordance with the provisions of the Bankruptcy Code. Morrison & Foerster has also advised the Committee that neither Morrison & Foerster, nor any partner of Morrison & Foerster, any attorney who is “of counsel” to Morrison & Foerster, or any associate of Morrison & Foerster, has any agreement with any other entity to share with such entity any compensation received by Morrison & Foerster in connection with these cases.

**DISINTERESTEDNESS AND DISCLOSURE OF CONNECTIONS**

9. In order to ascertain Morrison & Foerster’s “connections,” as that term is used in Bankruptcy Rule 2014, with the Debtors, the Debtors’ creditors, and other parties-in-interest in these chapter 11 cases, Morrison & Foerster’s New Business Department, under the supervision of attorneys in Morrison & Foerster’s Business Restructuring & Insolvency Group, conducted an internal search to identify any “connections” with any creditors and parties in interest as of the Petition Date based on a list provided to Morrison & Foerster by the Debtors’ counsel (collectively, the “Interested Parties”), a copy of which is attached to this Declaration as **Schedule 1**. This internal inquiry regarding the Interested Parties was performed by Morrison and Foerster’s New Business Department, consistent with its normal and customary practices, using Morrison & Foerster’s conflict database to determine if Morrison & Foerster currently represents or formerly represented any of the Interested Parties within the past three years. The following is a list of the categories of Interested Parties that Morrison & Foerster has searched to date:

- a. Current & Former Officers & Directors
- b. Debtor Affiliates

- c. Equity Holders
- d. Bank Lenders and UCC Search Parties
- e. Bankruptcy Judges, US Trustees, and Court Contacts for the Southern District of New York
- f. Bankruptcy Professionals
- g. Contract Counterparties
- h. Creditors' Committee Members
- i. Governmental Units and Regulators
- j. Individual Bondholders and Indenture Trustees
- k. Insurers
- l. Litigation Counterparties
- m. Professionals
- n. Surety Issuers
- o. Top 50 Creditors
- p. Unions
- q. Vendors

10. Morrison & Foerster searched the names of the Interested Parties in a computer system containing the names of current and former clients of Morrison & Foerster. This search revealed that certain Interested Parties are or may be current clients of Morrison & Foerster, or may have been former clients of Morrison & Foerster within the past three years, as identified on the list attached to this Declaration as **Schedule 2**.

11. Based on the results of this search, and through direct inquiries with Morrison & Foerster attorneys as necessary, it was determined that the representation of the Interested Parties disclosed on **Schedule 2** hereto concerned matters in which such clients were not adverse to the Debtors or the Debtors' estates.

12. The status of entities identified as Interested Parties by the Debtors may have changed or could change during the pendency of the chapter 11 cases without Morrison & Foerster's knowledge. Morrison & Foerster will periodically review its files during the pendency of these chapter 11 cases to ensure that no conflicts or other disqualifying circumstances exist or arise. If any new or relevant facts or relationships are discovered or arise, Morrison & Foerster will use reasonable efforts to identify such further developments and will promptly file a supplemental declaration, as required by Bankruptcy Rule 2014(a).

### **SPECIFIC DISCLOSURES**

13. Morrison & Foerster does not hold or represent any interest adverse to the Debtors' estates and, except as disclosed below, does not have any "connections" to the Debtors' creditors, affiliates, other parties-in-interest and potential parties-in-interest, the Assistant United States Trustees for the Southern District of New York and attorneys employed by such office, or any judge in the United States Bankruptcy Court for the Southern District of New York. Accordingly, Morrison & Foerster is a "disinterested person," as that term is defined in section 101(14) of the Bankruptcy Code, and Morrison & Foerster's employment is necessary and in the best interests of the Debtors and the Debtors' estates.

14. As specifically set forth below and in the attached Schedules, Morrison & Foerster represents or has represented certain Interested Parties in matters unrelated to the Debtors and these chapter 11 cases; however, none of the representations described herein is materially adverse to the interests of the Debtors' estates.

15. As part of its customary practice, Morrison & Foerster is retained in cases, proceedings, and transactions involving many different parties throughout the United States and worldwide, some of whom may represent or be employed by the Debtors, claimants, and parties-in-interest in these chapter 11 cases.

16. Pursuant to section 1103(b) of the Bankruptcy Code, Morrison & Foerster is not disqualified from acting as the Committee's counsel merely because it previously represented or currently represents the Debtors' creditors, or other parties in interest in matters unrelated to the Debtors or these chapter 11 cases. Such parties are identified in **Schedule 2** to this Declaration. To the extent they are significant in the context of these chapter 11 cases and involved work performed within the last three years, Morrison & Foerster's relationships with certain of those parties are described in further detail below.

17. Specifically, Morrison & Foerster represents, and has in the past represented, certain entities to which Morrison & Foerster is providing additional disclosure beyond that in **Schedule 2**. For certain of these entities, Morrison & Foerster has established ethical walls that restrict attorneys who are providing services for the Committee from accessing documents and electronic information on the Morrison & Foerster computerized network pertaining to the client in question, and vice versa. In addition, every attorney at Morrison & Foerster is provided with a personalized list of ethical walls that pertain to that attorney. This list is found on the network's home page.

18. For fiscal year 2018, of the entities identified in **Schedule 2**, Bank of America, N.A., accounted for more than 1% of the value of the time billed to client matters by Morrison & Foerster.

19. Morrison & Foerster has in the past provided services to VMware, Inc., an affiliate of VeloCloud Networks, Inc., a member of the Committee, and certain of its affiliates in connection with matters that are unrelated to these chapter 11 cases. Morrison & Foerster will not represent VMware, Inc. individually in connection with the Debtors' chapter 11 cases.

20. Morrison & Foerster represents Bank of America, N.A., one of the Debtors' pre- and postpetition lenders, and certain of its affiliates that are also equity holders of the Debtors in connection with matters unrelated to the Debtors, these chapter 11 cases, and the members of the Committee. To the extent the Committee is actively litigating against Bank of America, N.A. in connection with these chapter 11 cases, the Committee will retain special counsel to represent the interests of the Committee.

21. Morrison & Foerster currently represents, formerly represented, and in the future will likely represent Citibank, N.A., one of the Debtors' pre- and postpetition lenders, and certain of its affiliates (collectively, "Citibank") in connection with matters unrelated to the Debtors, these chapter 11 cases, and the members of the Committee. To the extent the Committee is actively litigating against Citibank in connection with these chapter 11 cases, the Committee will retain special counsel to represent the interests of the Committee.

22. Morrison & Foerster currently represents JPMorgan Chase Bank, N.A., one of the Debtors' pre- and postpetition lenders, and certain of its affiliates (collectively, "JPM") that are also equity holders of the Debtors, in connection with matters unrelated to the Debtors, these chapter 11 cases, and the members of the Committee. To the extent the Committee is actively litigating against JPM in connection with these chapter 11 cases, the Committee will utilize other counsel to represent the interests of the Committee.

23. Morrison & Foerster currently represents Wells Fargo & Co., one of the Debtors' pre- and postpetition lenders, and certain of its affiliates, (collectively, "Wells Fargo") that are also equity holders of the Debtors, in connection with matters unrelated to the Debtors, these chapter 11 cases, and the members of the Committee. To the extent the Committee is actively

litigating against Wells Fargo in connection with these chapter 11 cases, the Committee will utilize other counsel to represent the interests of the Committee.

24. Morrison & Foerster currently provides services to U.S. Bank N.A., a lender and indenture trustee under certain of the Debtors' obligations, in connection with matters unrelated to these chapter 11 cases. To the extent the Committee is actively litigating against U.S. Bank, N.A., in connection with these chapter 11 cases, the Committee will utilize other counsel to represent the interests of the Committee.

25. Morrison & Foerster has previously provided services to the Earthlink, Inc., an affiliate of the Debtors, in connection with matters that are unrelated to these chapter 11 cases. All work for Earthlink, Inc. ceased in late 2005. The attorneys who previously performed services for Earthlink Inc. have been screened from the bankruptcy representation, and vice versa, in accordance with Morrison & Foerster's normal and customary ethical wall procedures.

26. Morrison & Foerster will not represent the Committee in an adversary proceeding or other litigation against any current client of Morrison & Foerster without obtaining waivers where necessary or appropriate. In addition, Morrison & Foerster will not represent any client in any matter involving the Debtors or these chapter 11 cases while retained as the Committee's counsel in these chapter 11 cases. Morrison & Foerster will notify the United States Trustee of any waivers it receives during the pendency of the Debtors' bankruptcy cases. If any matters arise with respect to which Morrison & Foerster cannot obtain a necessary waiver, the Committee will retain conflicts counsel to represent the interests of unsecured creditors.

27. To the extent the Committee seeks to retain additional professionals to represent the Committee in any matters relating to these chapter 11 cases, Morrison & Foerster will make all reasonable efforts not to duplicate the services rendered by these professionals.



**STATEMENT REGARDING U.S. TRUSTEE GUIDELINES**

28. Morrison & Foerster intends to apply for compensation for professional services rendered and reimbursement of expenses incurred in connection with these chapter 11 cases in compliance with applicable provisions of the Bankruptcy Code, the Bankruptcy Rules, the Local Rules, the US Trustee Guidelines, and any other applicable procedures and orders of the Court. The following information is provided in response to the request for additional information set forth in the Revised U.S. Trustee Fee Guidelines in compliance with paragraph D, section 1, as follows:

**Question:** Did you agree to any variations from, or alternatives to, your standard or customary billing arrangements for this engagement?

**Response:** No.

**Question:** Do any of the professionals included in this engagement vary their rate based on the geographic location of the bankruptcy case?

**Response:** No.

**Question:** If you represented the client in the 12 months prepetition, disclose your billing rates and material financial terms for the prepetition engagement, including any adjustments during the 12 months prepetition. If your billing rates and material financial terms have changed postpetition, explain the difference and the reasons for the difference.

**Response:** Morrison & Foerster did not represent the Committee prior to the Debtors' chapter 11 cases.<sup>5</sup>

**Question:** Has your client approved your prospective budget and staffing plan, and, if so, for what budget period?

**Response:** The Committee has approved Morrison & Foerster's prospective budget and staffing plan for the first interim period.

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<sup>5</sup> During the period commencing twelve months before the petition date, Morrison & Foerster represented VMware, Inc., which last year acquired Committee member VeloCloud Networks, Inc. Under the billing arrangements between VMware and Morrison & Foerster, the firm has agreed to a discount from its standard hourly rates and has agreed to provide intellectual property litigation services at a fixed blended hourly rate to the client.

**AFFIRMATIVE STATEMENT OF DISINTERESTEDNESS**

29. Based on the conflicts search conducted to date and described herein, to the best of my knowledge and insofar as I have been able to ascertain, (a) Morrison & Foerster is a “disinterested person” within the meaning of section 101(14) of the Bankruptcy Code, as required by sections 328 and 1102 of the Bankruptcy Code, and does not hold or represent an interest adverse to the Debtor, and (b) Morrison & Foerster has no connection to the Debtor, its creditors or other parties-in-interest except as disclosed herein.

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and correct.

Dated: April 29, 2019

/s/ Lorenzo Marinuzzi

Lorenzo Marinuzzi

## SCHEDULE 1

The following lists contain the names of reviewed entities as described more fully in the *Declaration of Lorenzo Marinuzzi in Support of Application for Entry of an Order Authorizing the Retention and Employment of Morrison & Foerster LLP as Counsel to the Official Committee of Unsecured Creditors Nunc Pro Tunc to March 12, 2019* (the “Marinuzzi Declaration”).

| <b><u>Schedule</u></b> | <b><u>Category</u></b>   |
|------------------------|--|
| 1(a)                   | Current & Former Officers & Directors  |
| 1(b)                   | Debtor Affiliates  |
| 1(c)                   | Equity Holders   |
| 1(d)                   | Bank Lenders and UCC Search Parties  |
| 1(e)                   | Bankruptcy Judges, US Trustees, and Court Contacts for the Southern District of New York |
| 1(f)                   | Bankruptcy Professionals   |
| 1(g)                   | Contract Counterparties  |
| 1(h)                   | Creditors' Committee Members   |
| 1(i)                   | Governmental Units and Regulators  |
| 1(j)                   | Individual Bondholders and Indenture Trustees  |
| 1(k)                   | Insurers   |
| 1(l)                   | Litigation Counterparties  |
| 1(m)                   | Professionals  |
| 1(n)                   | Surety Issuers   |
| 1(o)                   | Top 50 Creditors   |
| 1(p)                   | Unions   |
| 1(q)                   | Vendors  |

## **SCHEDULE 1(A)**

### **Current & Former Officers & Directors**

Armitage, Carol  
Bayer, Ron  
Beall, Samuel E., III  
Brooks, Jack  
Diefenderfer, Jeannie H.  
Eichler, John  
Farkouh, Stephen  
Gunderman, Robert  
Halpin, Kevin  
Hinson, Jeffrey T.  
Langston, Lewis  
LaPerch, William G.  
Laque, Larry  
Levine, Layne  
Moody, Kristi  
Shimer, Julie A.  
Small, Jeff  
Smith, Drew  
Stoll, Marc  
Stoltz, Michael G.  
Thomas, Anthony  
Turek, Walter L.  
Wells, Alan L

## **SCHEDULE 1(B)**

### **Debtor Affiliates**

Allworx Corp.  
American Telephone Co. LLC  
ARC Networks Inc.  
ATX Communications Inc.  
ATX Licensing Inc.  
ATX Telecommunications Services of  
Virginia LLC  
Birmingham Data Link LLC  
BOB LLC  
Boston Retail Partners LLC  
BridgeCom Holdings Inc.  
BridgeCom International Inc.  
BridgeCom Solutions Group Inc.  
Broadview Networks Inc.  
Broadview Networks of Massachusetts Inc.  
Broadview Networks of Virginia Inc.  
Broadview NP Acquisition Corp.  
Buffalo Valley Management Services Inc.  
Business Telecom LLC  
Business Telecom of Virginia Inc.  
BV-BC Acquisition Corp.  
Cavalier IP TV LLC  
Cavalier Services LLC  
Cavalier Telephone LLC  
Cavalier Telephone Mid-Atlantic LLC  
CCL Historical Inc.  
Choice One Communications of Connecticut  
Inc.  
Choice One Communications of Maine Inc.  
Choice One Communications of  
Massachusetts, Inc.  
Choice One Communications of New York  
Inc.  
Choice One Communications of Ohio Inc.  
Choice One Communications of  
Pennsylvania Inc.  
Choice One Communications of Rhode  
Island Inc.  
Choice One Communications of Vermont  
Inc.  
Choice One Communications Resale LLC

Choice One of New Hampshire Inc.  
Cinergy Communications Co. of Virginia  
LLC  
Conestoga Enterprises Inc.  
Conestoga Management Services Inc.  
Conestoga Wireless Co.  
Connecticut Broadband LLC  
Connecticut Telephone & Communication  
Systems Inc.  
Conversent Communications Long Distance  
LLC  
Conversent Communications of Connecticut  
LLC  
Conversent Communications of Maine LLC  
Conversent Communications of  
Massachusetts, Inc.  
Conversent Communications of New  
Hampshire LLC  
Conversent Communications of New Jersey  
LLC  
Conversent Communications of New Jersey  
LLC Inc.  
Conversent Communications of New York  
LLC  
Conversent Communications of  
Pennsylvania LLC  
Conversent Communications of Rhode  
Island LLC  
Conversent Communications of Vermont  
LLC  
Conversent Communications Resale LLC  
CoreComm Communications LLC  
CoreComm-ATX Inc.  
CTC Communications Corp.  
CTC Communications of Virginia Inc.  
D&E Communications LLC  
D&E Management Services Inc.  
D&E Networks Inc.  
D&E Wireless Inc.  
Deltacom LLC  
Earthlink Business Holdings LLC

Earthlink Business LLC  
Earthlink Carrier LLC  
Earthlink Holdings LLC  
Earthlink LLC  
Earthlink Services LLC  
Earthlink Shared Services LLC  
Equity Leasing Inc.  
Eureka Broadband Corp.  
Eureka Holdings LLC  
Eureka Networks LLC  
Eureka Telecom Inc.  
Eureka Telecom of VA Inc.  
Georgia Windstream LLC  
Heart of the Lakes Cable Systems Inc.  
Infocore Inc.  
InfoHighway Communications Corp.  
Info-Highway International Inc.  
InfoHighway of Virginia Inc.  
Intellifiber Networks LLC  
Iowa Telecom Data Services LC  
Iowa Telecom Data Services LC Inc.  
Iowa Telecom Technologies LLC  
IWA Services LLC  
KDL Holdings LLC  
LDMI Telecommunications LLC  
Lightship Telecom LLC  
MassComm LLC  
McLeodUSA Information Services LLC  
McLeodUSA Purchasing LLC  
McLeodUSA Telecommunications Services  
MPX Inc.  
Nashville Data Link LLC  
Network Telephone LLC  
Norlight Telecommunications of Virginia  
LLC  
Oklahoma Windstream LLC  
Open Support Systems LLC  
PaeTec Communications LLC  
PaeTec Communications of Virginia LLC  
PAETEC Holding LLC  
PAETEC iTEL LLC  
PAETEC LLC  
PAETEC Realty LLC  
PCS Licenses Inc.  
Progress Place Realty Holding Co. LLC  
RevChain Solutions LLC

SM Holdings LLC  
Southwest Enhanced Network Services LLC  
Talk America LLC  
Talk America of Virginia LLC  
Televue LLC  
Texas Windstream LLC  
The Other Phone Co. LLC  
TriNet LLC  
TruCom Corp.  
US LEC Communications LLC  
US LEC of Alabama LLC  
US LEC of Florida LLC  
US LEC of Georgia LLC  
US LEC of Maryland LLC  
US LEC of North Carolina LLC  
US LEC of Pennsylvania LLC  
US LEC of South Carolina LLC  
US LEC of Tennessee LLC  
US LEC of Virginia LLC  
US Xchange Inc.  
US Xchange of Illinois LLC  
US Xchange of Indiana LLC  
US Xchange of Michigan LLC  
US Xchange of Wisconsin LLC  
Valor Telecommunications of Texas LLC  
WaveTel NC License Corp.  
WIN Sales & Leasing Inc.  
Win Tower Exchange LLC  
Windstream Accucomm Networks LLC  
Windstream Accucomm  
Telecommunications LLC  
Windstream Alabama LLC  
Windstream Arkansas LLC  
Windstream Buffalo Valley Inc.  
Windstream Business Holdings LLC  
Windstream BV Holdings Inc.  
Windstream Cavalier LLC  
Windstream Communications Kerrville LLC  
Windstream Communications LLC  
Windstream Communications Telecom LLC  
Windstream Concord Telephone LLC  
Windstream Conestoga Inc.  
Windstream CTC Internet Services Inc.  
Windstream D&E Inc.  
Windstream D&E Systems LLC  
Windstream Direct LLC

Windstream Eagle Holdings LLC  
Windstream Eagle Services LLC  
Windstream EN-TEL LLC  
Windstream Finance Corp  
Windstream Florida LLC  
Windstream Georgia Communications LLC  
Windstream Georgia LLC  
Windstream Georgia Telephone LLC  
Windstream Holding of the Midwest Inc.  
Windstream Holdings Inc.  
Windstream Holdings of the Midwest Inc.  
Windstream Iowa Communications LLC  
Windstream Iowa-Comm LLC  
Windstream IT-Comm LLC  
Windstream KDL LLC  
Windstream KDL-VA LLC  
Windstream Kentucky East LLC  
Windstream Kentucky West LLC  
Windstream Kerrville Long Distance LLC  
Windstream Lakedale Inc.  
Windstream Lakedale Link Inc.  
Windstream Leasing LLC  
Windstream Lexcom Communications LLC  
Windstream Lexcom Entertainment LLC  
Windstream Lexcom Long Distance LLC  
Windstream Lexcom Wireless LLC  
Windstream Lexcom Wireless LLC Inc.  
Windstream Mississippi LLC  
Windstream Missouri LLC  
Windstream Montezuma LLC  
Windstream Nebraska Inc.  
Windstream Network Services of the

Midwest Inc.  
Windstream New York Inc.  
Windstream Norlight LLC  
Windstream North Carolina LLC  
Windstream NorthStar LLC  
Windstream NTI LLC  
Windstream NuVox Arkansas LLC  
Windstream NuVox Illinois LLC  
Windstream NuVox Indiana LLC  
Windstream NuVox Kansas LLC  
Windstream NuVox LLC  
Windstream NuVox Missouri LLC  
Windstream NuVox Ohio LLC  
Windstream NuVox Oklahoma LLC  
Windstream of the Midwest Inc.  
Windstream Ohio LLC  
Windstream Oklahoma LLC  
Windstream Pennsylvania LLC  
Windstream Services LLC  
Windstream SHAL LLC  
Windstream SHAL Networks Inc.  
Windstream Shared Services LLC  
Windstream South Carolina LLC  
Windstream Southwest Long Distance LLC  
Windstream Standard LLC  
Windstream Sugar Land LLC  
Windstream Supply LLC  
Windstream Supply LLC Inc.  
Windstream Systems of the Midwest Inc.  
Windstream Western Reserve LLC  
Xeta Technologies Inc.

## **SCHEDULE 1(C)**

### **Equity Holders**

Acadian Asset Management LLC  
Advisors Asset Management Inc.  
AllianceBernstein LP  
Advisors Inc.  
Alpine Global Management LLC  
American Century Investment Management Inc.  
Analytic Investors LLC  
AQR Capital Management LLC  
Arrowstreet Capital LP  
Bank of America Merrill Lynch (US)  
Barclays Capital Inc.  
Bardin Hill Investment Partners LP  
BlackRock Advisors (UK) Ltd.  
BlackRock Financial Management Inc.  
BlackRock Institutional Trust Co. NA  
BlackRock Investment Management LLC  
BlueMountain Capital Management LLC  
BNY Mellon Asset Management  
Bridgeway Capital Management Inc.  
Brigade Capital Management LP  
California Public Employees' Retirement System  
California State Teachers' Retirement System  
Cavalier Investments LLC  
Charles Schwab Investment Management Inc.  
Citadel Enterprise Americas LLC  
Citi Investment Research (US)  
Commonwealth Bank of Australia  
Commonwealth Financial Network  
CQS Cayman LP  
Credit Suisse Securities (USA) LLC  
CTC myCFO LLC  
DE Shaw & Co. LP  
Deutsche Asset Management (UK) Ltd.  
Deutsche Asset Management Americas  
Elliott Management Corp.  
First Republic Investment Management Inc.  
Florida State Board of Administration  
Friess Associates LLC  
Gabelli Funds LLC

Geode Capital Management LLC  
Goldman Sachs & Co. Inc.  
Group One Trading LP  
HBK Investments LP  
Invesco Capital Management LLC  
Isthmus Partners LLC  
Jefferies LLC  
JP Morgan Asset Management Inc. JP  
Morgan Securities LLC  
JPMorgan Asset Management (Japan) Ltd.  
JPMorgan Private Bank (United States)  
KBC Group NV  
Manulife Asset Management Ltd.  
Marshall Wace LLP  
Mellon Investments Corp.  
Millennium Management LLC  
Morgan Stanley Wealth Management SV SA  
New York State Common Retirement Fund  
NNIP Advisors BV  
Norges Bank Investment Management (NBIM)  
Northern Trust Global Investments  
Northern Trust Investments Inc.  
Nuveen LLC  
PanAgora Asset Management Inc.  
Parametric Portfolio Associates LLC  
PDT Partners LLC  
PIMCO (US)  
PointState Capital LP  
Public Employees' Retirement Association of Colorado  
Quantamental Technologies LLC  
Raymond James & Associates Inc.  
Raymond James Financial Services  
RBC Capital Markets Wealth Management  
Regions Investment Management Inc.  
Renaissance Technologies LLC  
Rhumblin Advisers Ltd. Partnership  
SG Americas Securities LLC  
Simplex Trading LLC  
Spark Investment Management LLC



Spot Trading LLC  
State Street Global Advisors (US)  
Stone Ridge Asset Management LLC  
SunAmerica Asset Management LLC  
Susquehanna International Group LLP  
T. Rowe Price Associates Inc.  
Teton Advisors Inc.  
TFS Capital LLC  
Tower Research Capital LLC  
Two Sigma Investments LP  
USAA Investment Management Co.

Vanguard Group Inc., The  
Victory Capital Management Inc.  
Virtu Americas LLC  
Voya Investment Management LLC  
Wells Capital Management Inc.  
Wells Fargo Advisors  
Wells Fargo Bank NA  
Wells Fargo Securities LLC  
Wolverine Trading LLC  
World Asset Management Inc.  
Zacks Investment Management Inc.

## SCHEDULE 1(D)

### **Bank Lenders and UCC Search Parties**

|                                       |   |
|---------------------------------------|---|
| ABRY Partners LLC                     | First Central National Bank of St. Paris                |
| Aegon USA                             | First Federal Savings Bank                              |
| Allstate Insurance                    | First Pacific Advisors LLC                              |
| Amundi Pioneer                        | First Trust Advisors LP                                 |
| Anchorage Capital Group               | Forcht Bank NA  |
| Antara Capital LP                     | Fortress Investment Group                               |
| Apex Credit Partners LLC              | Fraser Sullivan Investment Management LLC               |
| Apollo Capital Management LP          | Garrison Investment Group LP                            |
| Arbour Lane Capital Management LLC    | GoldenTree Asset Management                             |
| Arena Capital Advisors LLC            | Harch Capital Management LLC                            |
| Assurant Inc.                         | Hayfin Capital Management LLP                           |
| Bain Capital Credit                   | HBK Investments LP                                      |
| Bank of America Corp.                 | Highland Capital Management LP                          |
| Bardin Hill Investment Partners       | Hillmark Capital Management LP                          |
| Barrow Hanley Mewhinney & Strauss LLC | HSBC Bank plc   |
| Beach Point Capital Management LP     | Industrial Alliance Insurance & Financial Services Inc. |
| Beal Bank                             | Invesco Capital Management LLC                          |
| Black Diamond Capital Partners        | JPMorgan Chase Bank NA                                  |
| Brigade Capital Management LP         | KeyBank   |
| Canaras Capital Management LLC        | Lord Abbett & Co.                                       |
| Carlson Capital LP                    | M&T Bank  |
| CarVal Investors LLC                  | Marshall, Adrian  |
| Caspian Capital LP                    | Montezuma State Bank                                    |
| Cedarview Capital Management LP       | MSD Capital LP  |
| Citibank                              | Napier Park Global Capital LP                           |
| Citibank NA                           | Neuberger Berman Group LLC                              |
| CKC Capital LLC                       | Nokota Management LP                                    |
| Cohanzick Management LLC              | Nomura Holding America Inc.                             |
| Columbia Threadneedle                 | Onex Credit Partners LLC                                |
| Commerce Bank                         | Partners Group AG                                       |
| Commercial Industrial Finance Corp.   | PointState Capital LP                                   |
| Credit Suisse Asset Management LLC    | PPM America Inc.  |
| Credit Value Partners LP              | PrivateBank, The  |
| CVC Capital Partners Ltd.             | Prudential Asset Management Co. Inc.                    |
| Delaware Investments                  | RBC Global Asset Management (US) Inc.                   |
| Diameter Capital Partners LP          | Redding Ridge Asset Management LLC                      |
| Elmwood Wealth Management Inc.        | Regions Financial Corp.                                 |
| Exchange Bank                         | Royal Bank of Canada                                    |
| Farmers Bank, The                     | Security State Bank & Trust                             |
| Fidelity Management & Research Co.    | Silvermine Capital Management LLC                       |
| Fifth Third Bank                      |   |
| First Bank                            |   |

Solus Alternative Asset Management LP  
Steele Creek Investment Management  
Suntrust Bank  
Symphony Asset Management LLC  
Thrivent Financial for Lutherans  
Tricadia Capital Management LLC  
UMB Bank NA  
United Community Bank Inc.

US Bank NA  
Valcour Capital Management LLC  
Vulcan Credit  
Wells Fargo & Co.  
Wells Fargo Bank NA  
WhiteHorse Capital Partners  
WhiteStar Corp.

## **SCHEDULE 1(E)**

### **Bankruptcy Judges, US Trustees, and Court Contacts for the Southern District of New York**

Abriano, Victor  
Arbeit, Susan  
Bernstein, Stuart M.  
Cassara, Amanda  
Catapano, Maria  
Chapman, Shelley C.  
Choy, Danny A.  
Daniele, Salvatore  
DiSalvo, Rosemary  
Drain, Robert D.  
Garrity, James L., Jr.  
Glenn, Martin  
Grossman, Robert E.  
Harrington, William K.  
Higgins, Benjamin J.  
Lane, Sean H.  
Masumoto, Brian S.  
Mendoza, Ercilia A.  
Moroney, Mary V.  
Morris, Cecelia G.  
Morrisey, Richard C.  
Nadkarni, Joseph  
Nakano, Serene  
Ng, Cheuk M.  
Riffkin, Linda  
Rodriguez, Ilusion  
Schwartz, Andrea B.  
Schwartzberg, Paul K.  
Scott, Shannon  
Sharp, Sylvester  
Song, Justin  
Velez-Rivera, Andy  
Vyskocil, Mary Kay  
Wiles, Michael E.  
Zipes, Greg M.

**SCHEDULE 1(F)**

**Bankruptcy Professionals**

Alvarez & Marsal LLC  
Joele Frank Wilkinson Brimmer Katcher  
Katten Muchin Rosenman LLP  
KCC LLC  
PJT Partners Inc.

## **SCHEDULE 1(G)**

### **Contract Counterparties**

Communications Sales & Leasing Inc.  
CSL National LP  
Uniti Group Inc.

## **SCHEDULE 1(H)**

### **Creditors' Committee Members**

AT&T Services Inc.

Communications Workers of America Crown Castle Fiber LLC

LEC Services Inc.

Pension Benefit Guaranty Corp.

UMB Bank NA

VeloCloud Networks Inc.

**SCHEDULE 1(I)**

**Governmental Units and Regulators**

United States, Government of the, Federal Communications Commission



## **SCHEDULE 1(J)**

### **Individual Bondholders and Indenture Trustees**

Aurelius Capital Management LP  
US Bank NA  
Wilmington Trust NA

## **SCHEDULE 1(K)**

### **Insurers**

ACE American Insurance Co.  
AIG Global Real Estate  
Allied World Assurance Co. Holdings GmbH  
Allied World Assurance Co. Ltd.  
Aspen Insurance Holdings Ltd.  
AXA XL Insurance  
AXIS Insurance Co.  
Barbican Group Holdings Ltd.  
Beazley Group Ltd.  
Brit Insurance Holdings BV  
Channel Syndicate LLP, The  
Chubb Corp., The  
CNA Insurance Cos.  
Endurance Insurance  
Great American Insurance Group  
HCC Insurance Holdings Inc.  
Jardine Lloyd Thompson Group plc  
Lockton Cos. Inc.  
Markel Corp.  
Nautilus Insurance Co.  
RLI Corp.  
Sompo Japan Nipponkoa Insurance Inc. Starr International Co. Inc.  
Travelers Indemnity Co., The  
Travelers Insurance Co. Ltd.

## **SCHEDULE 1(L)**

### **Litigation Counterparties**

|  |   |
|--|---|
| 14th & Fletcher Street Lincoln NE          | irth Solutions LLC                          |
| 1-800 Phone Numbers LLC                    | Justice                                     |
| Abercrombie, Margaret                      | Kendall, Bobby                              |
| Allegheny, County of (PA)                  | Kingdom Group                               |
| Almont Ambulatory Surgery Center LLC       | Lackawanna City School District (NY)        |
| Angelo, Denise                             | Lancaster, County of (PA)                   |
| Ashmore, Beattie B.                        | Lebanon, County of (PA)                     |
| Ávila, Javier                              | Leonard, Linda                              |
| Beaver, County of (PA)                     | Loar, Ronald                                |
| Berks, County of (PA)                      | Mamros, John                                |
| Blount, County of (TN), Emergency          | Mamros, Lorraine                            |
| Communications District                    | Manchester-Shortsville Central School       |
| Bull Communications Inc.                   | District (NY)                               |
| Bunce, Kyle                                | Martin, Kelly                               |
| Bunce, Melissa                             | Max Auto                                    |
| Bussey, Carlton                            | Mercer, County of (PA)                      |
| Butler, County of (PA)                     | Michigan, State of, Department of Licensing |
| Charbonnet Law Firm LLC                    | & Regulatory Affairs, Public Service        |
| Chester, County of (PA)                    | Commission                                  |
| Cincinnati Insurance Co., The              | Mount Vernon Community School District      |
| Clarion, County of (PA)                    | (IA)  |
| Clayton, County of (GA)                    | Murray, Robert                              |
| Cobb, County of (GA)                       | New Jersey, State of, Division of Taxation, |
| Cohen, Lawrence                            | Prearranged Ride Surcharge                  |
| Columbus, City of (GA), Consolidated       | New York City, City of (NY)                 |
| Government                                 | New York, State of, Attorney General        |
| Commonwealth One Federal Credit Union      | North Buffalo, Township of (PA)             |
| Crain, Adam                                | North Carolina, State of, Department of     |
| Cumberland, County of (PA)                 | OCM Boces                                   |
| Dauphin, County of (PA)                    | Osborne, Ester Louise                       |
| Delaware, County of (PA)                   | Payne's Tool & Supply Inc.                  |
| Erie One BOCES                             | Pennsylvania, Commonwealth of, Office of    |
| Florida, State of, Phone Recovery Services | Attorney General, Bureau of Consumer        |
| Genesee Valley Educational Partnership     | Protection                                  |
| Graham, Cindy                              | Pennsylvania, Commonwealth of, Public       |
| Graham, Larry                              | Utility Commission                          |
| Greene, David S.                           | Pennsylvania, Commonwealth of, Public       |
| Gwinnett, County of (GA)                   | Utility Commission, Office of Consumer      |
| Hamilton, County of (TN), Emergency        | Advocate                                    |
| Communications District                    | Pocahontas, County of (IA), Joint E911      |
| iNet Solutions Group LLC                   | Service Board                               |
| Iowa, State of, Department of Commerce,    | Pope, Jerry                                 |

Randolph Central School District (NY)  
RE/MAX LLC  
Reeder, Carl  
Rhode Island, State of, Phone Recovery  
Services  
Richard, Shipley,  
Rodgers, Jim  
Rofaeilnakhal, Melad L.  
Rover Pipeline LLC  
SAETEC Inc.  
Shelton, Ricky  
Sherrie, Shipley  
Simon's Agency Inc.  
Sisvel International SA  
Skiffington, Tom

Tindle, Bobbie  
Tutty  
University of Texas Health Science Center,  
University Staff Advisory Council  
Utiliquet LLC  
Utilities Board  
Velazquez, Shayla  
Warner Music Group Inc.  
Washington Street Holdings  
Washington, County of (PA)  
Webster, Jody  
Westmoreland, County of (PA)  
Williams, Tyler Kieron  
Yadegarian  
York, County of (PA)

## **SCHEDULE 1(M)**

### **Professionals**

AlixPartners  
Davis Polk & Wardwell LLP  
Evercore Group  
Houlihan Lokey Inc.  
Milbank LLP  
Morrison & Foerster LLP  
Paul Weiss Rifkind Wharton & Garrison LLP  
Perella Weinberg Partners LP  
Robbins Russell Englert Orseck Untereiner & Sauber LLP  
Rothschild & Co.  
Shearman & Sterling LLP

## **SCHEDULE 1(N)**

### **Surety Issuers**

Argonaut Insurance Co.  
Aspen Insurance Co.  
Berkley Insurance Co.  
RFI Insurance Co.

## **SCHEDULE 1(O)**

### **Top 50 Creditors**

|   |                                |
|---|--------------------------------|
| Accedian Networks Inc.                      | Globe Communications Inc.      |
| Actiontec Electronics                       | Housley Communications Inc.    |
| Actiontec Electronics Inc.                  | Infinera Corp.                 |
| ADTRAN Inc.                                 | LEC Services Inc.              |
| AT&T Corp.                                  | Level 3 Communications Inc.    |
| AT&T Inc.                                   | Level 3 Communications LLC     |
| AT&T Pro Cabs                               | Lightower Fiber Networks       |
| BellSouth LLC                               | Metaswitch Networks            |
| BellSouth Pro Cabs                          | Metaswitch Networks Ltd.       |
| CBRE Group Inc.                             | Microsoft Corp.                |
| CBRE Inc.                                   | Mitel Technologies Inc.        |
| Centurylink Communications LLC              | MP Nexlevel LLC                |
| CenturyLink Inc.                            | Output Services Group Inc.     |
| Charter Communications Inc.                 | Prodapt Solutions              |
| Ciena Corp.                                 | Prodapt Solutions Pte. Ltd.    |
| Comcast Corp.                               | Qwest Corp.                    |
| Commscope Technologies LLC                  | T3 Wireless Inc.               |
| Comsys Information Technology Services Inc. | Tata Consultancy Services Ltd. |
| Conduent Commercial Solutions LLC           | Time Warner Cable              |
| Cox Communications Inc.                     | Time Warner Cable LLC          |
| Duke Energy Corp.                           | Trawick Construction Co.       |
| Element Financial Corp.                     | Trawick Construction Co. Inc.  |
| Ensono LP                                   | Triple D Communications        |
| Equinix Inc.                                | Triple-D Communications LLC    |
| Exclusive Networks USA                      | TW Telecom Inc.                |
| Fast Track Construction Corp.               | US Bank NA                     |
| Fast Track Construction LLC                 | USIC Inc.                      |
| Fibertech Networks LLC                      | USIC LLC                       |
| Forsythe Solutions Group Inc.               | Velocloud Networks Inc.        |
| Frontier Communications Corp.               | Verizon                        |
| General Datatech LP                         | Verizon Communications Inc.    |
|   | Zayo Group Holdings Inc.       |

**SCHEDULE 1(P)**

**Unions**

Communications Workers of America

International Brotherhood of Electrical Workers



## SCHEDULE 1(Q)

### Vendors

|                                       |                                      |
|---------------------------------------|--------------------------------------|
| 10005 Monroe Road LLC                 | Automatic Protection Systems Corp.   |
| 14 So Williamsport Holdings LLC       | Avalara Inc.                         |
| 1450 Center Point Office LLC          | Avaya Inc.                           |
| 151 MLK Blvd. LLC                     | Axia NGNetworks USA Inc.             |
| 1814 W Tacoma St LLC                  | Bandwidth Inc.                       |
| 3M Telecom Products Division          | Bank of America Corp.                |
| 401 North Broad Lessee LLC            | BDC Group, The                       |
| A Meredith Schneider Co. LLC          | Bellsouth LLC                        |
| Accedian Networks Inc.                | Bellsouth Pro Cabs                   |
| Acquire BPO Inc.                      | Blackall Mechanical Inc.             |
| Actiontec Electronics Inc.            | Bloomtek LLP                         |
| ADTRAN Inc.                           | Blue Sky Telecommunication Ltd.      |
| Advanced Data & Telecom Solutions LLC | BlueStream Professional Services LLC |
| Advanced Media Technologies Inc.      | Bond Schoeneck & King PLLC           |
| AFL Telecommunications LLC            | Brightlink Communications LLC        |
| Air Force One Inc.                    | Broadsoft Inc.                       |
| Akinnovate                            | Btc Block 20 Partnership LP          |
| Alaska Communications                 | Burwood Group Inc.                   |
| Alcatel-Lucent SA                     | Byers Engineering Co.                |
| Alex Park South LLC                   | CA Inc.                              |
| All Access Telecom Inc.               | Cablemasters Construction Inc.       |
| Alliance Communications Cables Inc.   | Cablevision Lightpath Inc.           |
| Alliant Energy Corp.                  | Calix Inc.                           |
| Allied Universal                      | Capgemini US LLC                     |
| Alpha Technologies Ltd.               | CareerBuilder LLC                    |
| Alpheus Communications LP             | Carrier Services Group Inc.          |
| Altec Capital Services LLC            | CBRE Inc.                            |
| Amazon Web Services Inc.              | CCI Systems Inc.                     |
| Ameren Corp.                          | CenturyLink Communications LLC       |
| American Electric Power Co. Inc.      | Centurytel Service Group LLC         |
| Amicalola EMC                         | Cequel Communications LLC            |
| Apex Advertising Inc.                 | Cetrulo LLP                          |
| AppDirect Canada Inc.                 | Challenger Gray & Christmas Inc.     |
| AppliedLogix LLC                      | Charles Industries Ltd.              |
| Aptitude Software Inc.                | Charter Communications Inc.          |
| Associated Tele Networking Inc.       | Charter Fiberlink LLC                |
| AT&T                                  | China Telecom (Americas) Corp.       |
| AT&T Pro Cabs                         | CHR Solutions Inc.                   |
| Atlantic Broadband Finance LLC        | CIENA Communications Inc.            |
| Atlassian Pty Ltd.                    | Cincinnati Bell Inc.                 |
| Audiocodes Ltd.                       | Cisco Systems Capital Corp.          |
| Aureon                                | Clearfield Inc.                      |

Colo Properties Atlanta LLC  
Columbia North Carolina Morrocroft Office  
Properties LLC  
Column Technologies Inc.  
Comcast Phone LLC  
Commercial & Residential Services  
CommScope Technologies LLC  
Communication Data Link LLC  
Communication Services Inc.  
Comsearch Inc.  
Comsys Information Technology Services  
Inc.  
Concentrix Corp.  
Conduent Commercial Solutions LLC  
Consolidated Communications Holdings  
Inc.  
Consolidated Fire Protection  
Construction Specialists Ltd.  
Cornerstone Communications Inc.  
Corning Cable Systems LLC  
Cox Communications Inc.  
Cox Media Group Inc.  
Creation Technologies LP  
Credit Solutions LLC  
CreditGUARD of America  
Crestmark Equipment Finance Inc.  
Crown Castle USA Inc.  
Custom Underground Inc.  
Cygnus Systems Inc.  
Cyient Inc.  
DAR Enterprises LLC  
Datalink Corp.  
Datatrend Technologies Inc.  
Dell Computer Corp.  
Dell EMC  
Dickson Flake Partners Inc.  
Digital Greenspoint LP  
DISH Network Corp.  
Dispatch Inc.  
DMH Technologies Inc.  
DQE Communications LLC  
Draftpros Inc.  
Duff & Phelps LLC  
Duke Energy Corp.  
E&M Communications Inc.  
East Central Oklahoma Electric Coop Inc.

Eleven Software Inc.  
Elite HVAC Services LLC  
Elite Technologies & Communications Inc.  
Elk Property Management Ltd.  
Empirix Inc.  
En Pointe Technologies Sales Inc.  
EnerSys  
Ensono LP  
Entergy Corp.  
Enterprise Fleet Management Inc.  
enVista LLC  
Epes Logistics Services Inc.  
Equifax Information Services  
Equinix Inc.  
Equinox Information Systems  
Ernst & Young LLP  
Exclusive Networks USA  
Extensity  
Fairpoint Communications Inc.  
Fast Track Construction LLC  
Fedex Corp.  
Fiberlight LLC  
Fibertech Networks LLC  
Fidelity Information Services LLC  
Firstlight Consulting Group Corp.  
Flex Data Center LLC  
Fluke Networks Inc.  
Forrester Research Inc.  
Forsythe Solutions Group Inc.  
Fox Sports North  
FPL  
FPL Fibernet Holdings LLC  
Frontier Communications Corp.  
Frontier Telephone of Rochester Inc.  
Fujitsu Network Communications Inc.  
Fusion Risk Management Inc.  
Future Telecom  
G&L Utility Contractors Inc.  
Gainesville Regional Utilities  
Galleria Partners 1 LLC  
GE Power Electronics Inc.  
Gen5 Corp.  
General Cable Corp.  
General Datatech LP  
General Dynamics Information Technology  
Inc.

Georgia 811  
Georgia Public Web Inc.  
Gibson Technical Services Inc.  
GLM DFW Inc.  
Global Capacity  
Global Crossing Telecommunications Inc.  
Global Telecom & Technology Americas Inc.  
GlobalLogic Inc.  
Globe Communications Inc.  
Granite Telecommunications LLC  
Gray Television Group Inc.  
Graybar Electric Co. Inc.  
Greenberg Traurig LLP  
Greenville Office Supply Co.  
Greenville, City of (SC)  
Greenville, City of (TX)  
GTT Communications Inc.  
Guaranteed Systems Inc.  
H5 Capital-Atlanta LLC  
Habersham Electric Membership Corp.  
Hancock Reit Proscenium LLC  
Henderson Services LLC  
Henkels & McCoy Inc.  
Hinduja Global Solutions Inc.  
Hood Business Park LLC  
Hostopia.com Inc.  
Housley Communications Ltd.  
Hubbell Premise Wiring Inc.  
Hugh O'Kane Electric Co. Inc.  
IBM Corp.  
Impact Telecom Inc.  
INCOMPAS  
Infinera Corp.  
Infor Global Solutions Inc.  
Ingram Micro Inc.  
Innovative Information Technologies Inc.  
Insight Direct USA Inc.  
Integrity Locating Services LLC  
Inteleservices Inc.  
Inteliquent Inc.  
Interactive Communications International Inc.  
Inter-Commercial Business Systems Inc.  
Inteserra Consulting Group Inc.  
Intradiem Inc.

Iron Mountain Information Management LLC  
ITC Service Group Inc.  
Jackson Electric Membership Corp.  
JDH Contracting Inc.  
Johnson Controls International PLC  
Juniper Networks (US) Inc.  
K&W Underground Inc.  
KCH Trucking LLC  
KCI Telecommunications LLC  
Kentucky Utilities Co.  
KGPCo  
Kirshenbaum Bond Senecal & Partners LLC  
Klaasmeyer Construction Co. Inc.  
Knoah Solutions Inc.  
Kosse Partners I LLC  
KPMG LLP  
KPP III CCT LLC  
LEC Services LLC  
Level 3 Communications LLC  
Lexington-Fayette, County of (KY), Urban Government  
Lighttower  
Lighttower Fiber Networks II LLC  
Lincoln Electric System  
Lincoln, City of (NE) Treasurer  
LinkedIn Corp.  
LivePerson Inc.  
LiveRamp Holdings Inc.  
Lockton Cos. LLC  
Low Co.  
Luffman-Byers Telecom Inc.  
Lumos Fibernet Inc.  
MacLean Senior Industries LLC  
Maloney, Gregory  
Markley Boston LLC  
MaveriConsulting LLC  
McAfee Inc.  
MCC Telephony LLC  
MCI Inc.  
MCI Worldcom  
Mediacom Communications Corp.  
Medlogix LLC  
Metaswitch Networks Ltd.  
Michels Corp.  
Microsoft Licensing GP

Mimecast North America Inc.  
Mission Technology Group LLC  
Missouri Network Alliance LLC  
Mitel Networks Corp.  
Mitsubishi UFJ Lease & Finance (USA) Inc.  
MNM Group Inc.  
MP Nexlevel LLC  
Mpower Communications Corp.  
Multi-Management Services Inc.  
Mydevices Inc.  
Nasdaq Corporate Solutions LLC  
National Strand Products Inc.  
Nave Communications Co.  
Nespon Inc.  
Netgen Inc.  
Network Supply Services Inc.  
Networkfleet Inc.  
Neustar Inc.  
New Venture Telecommunication Services Inc.  
New York, State of, Development Authority of the North County  
Nichols Construction LLC  
Niels Fugal Sons Co. LLC  
Nieman Printing Inc.  
Nitel Inc.  
North Coast Conduit LLC  
Norton Rose Fulbright  
Novacoast Inc.  
NuArx Inc.  
OFS Fitel LLC  
Olameter DPG LLC  
Omaha Public Power District  
Onesource Building Technologies, Inc.  
Optelian Access Networks Corp.  
Optical Communications Group  
Optiv Security Inc.  
Oracle America Inc.  
ORR Protection Systems Inc.  
OSI Hardware Inc.  
Output Services Group Inc.  
Overture Networks Inc.  
PalmettoNet Inc.  
Panther Real Estate LLC  
PC Mall Sales Inc.  
Pearce Services LLC

Peerless Network Inc.  
Pente Consulting Group LLC  
PHH Arval  
Phoenix Communications Inc.  
Pics Telecom Corp.  
Piedmont 5 Wall Street Burlington LLC  
Pinnacle Property Holdings LLC  
Pivotal Global Capacity LLC  
Positron Access Solutions Inc.  
Power & Telephone Supply Co. Inc.  
PowerPlan Inc.  
Precision Utilities Group Inc.  
Pricewaterhouse Coopers LLP  
ProCom Consulting LLC  
Prodapt North America Inc.  
Prospect Communications Inc.  
QTS Services Suwanee II LLC  
Quad Investments 3000 LLC  
Quarry Integrated Communications Inc.  
Quickbase Inc.  
Qwest Communications International Inc.  
Radiant Communications Corp.  
Rainbow Technology Corp.  
Ramtech Software Solutions Inc.  
RaRa Telecom Supply Inc.  
Razorsight Corp.  
Receivable Management Services LLC  
Receivables Performance Management LLC  
Regulus Group LLC  
Resolve Systems LLC  
RESPEC  
Rincon Technology  
Road America Motor Club Inc.  
Rogers Promotional Marketing  
RoundTower Technologies LLC  
Rowe Line Construction Inc.  
RTS Inc.  
RXR SL Owner LLC  
S&S Communications Inc.  
SaaSafra LLC  
Sailpoint Technologies Inc.  
Salesforce.com Inc.  
Scansource Catalyst Inc.  
ScanSource Inc.  
ScanSource Security Distribution Inc.  
Schellman & Co. LLC

Seneca Building Partners LLC  
Sequential Technology International LLC  
Set Solutions Inc.  
SHI International Corp.  
Sho-Me Technologies LLC  
Sidera Networks Inc.  
Sigma Systems Canada LP  
SITEL Corp.  
SkyCreek Corporation  
Somos Inc.  
Southern California Edison Co.  
Southern Company Services Inc.  
Southern Light LLC  
Spectrotel Inc.  
SportSouth Network LLC  
Sprinklr Inc.  
Sprint Corp.  
Star Construction LLC  
STCC Assistance Corp.  
Suntrust Equipment Finance & Leasing Corp.  
Superior Essex Inc.  
Swampfox Technologies Inc.  
SWVP Orlando Office LLC  
Synacor Inc.  
SYNNEX Corporation  
Synoptek LLC  
T&M Investors VI LLC  
T3 Wireless Inc.  
Talk America Services LLC  
Tata Consultancy Services Ltd.  
TDS Metrocom LLC  
Team SI  
Tech Americas USA Inc.  
Tech Mahindra Ltd.  
TEGNA Inc.  
Telcom Construction Inc.  
Telecordia Technologies Inc.  
TeleDynamics Communications Service Corp.  
Telepacific Communications  
TelStrat LLC  
Telx Chicago Lakeside LLC  
Templar Inc.  
Tesinc LLC  
Texas Excavation Safety System Inc.

TGT Maitland II LLC  
TH Construction Inc.  
Thomas & Betts Corp.  
Thomson Reuters Tax & Accounting Inc.  
TIBCO Software Inc.  
TierPoint LLC  
Tierpoint Midwest LLC  
TII Network Technologies Inc.  
Tim Simmons Electric Inc.  
Time Warner Cable LLC  
Time Warner Telecom Inc.  
TMI Solutions  
TNS Inc.  
Tollgrade Communications Inc.  
Touchwood Technologies Inc.  
Tower On Main LLC  
TPUSA, Inc.  
TPUSA-FHCS Inc.  
Transaction Network Services Inc.  
Transtelco Inc.  
Trawick Construction Co. Inc.  
Tri Tower Telecom Corp.  
Triple-D Communications LLC  
True Office Learning Inc.  
Tularosa Basin Telephone Co.  
Tulsat Corp.  
Turnkey Network Solutions Inc.  
TVC Albany Inc.  
TW Telecom Inc.  
TWC Fifty-eight Ltd.  
Twin City Printing & Litho Inc.  
Tyco Integrated Security LLC  
United States Postal Service  
US Signal Co. LLC  
USIC Locating Services LLC  
Utah Telecommunication Open Infrastructure Agency  
Utili-Link Inc.  
UtiliQuest LLC  
V2 Technology LLC  
Velocity Technology Solutions III Inc.  
Velocloud Networks Inc.  
Verizon  
Vertex Inc.  
VIAVI Solutions Inc.  
Vitria Technology Inc.

Voice Plus Ltd.  
VTech Communications Ltd.  
West Ninth Street Associates LP  
West Safety Services Inc.  
Westell Technologies Inc.  
Western Union Financial Services Inc.  
Westworld Telecom Corp.  
Wilcon Depot Inc.  
William Ziering Trust  
Willis Towers Watson  
Windstream Georgia LLC  
Winncom Technologies Corp.  
Wireless Services Center LLC  
Worldwide Supply LLC  
WOW! Internet Cable & Phone  
Xerox Corp.  
XO Communications LLC  
Xtech Gear Inc.  
Zayo Group LLC  
Zoom Video Communications Inc.

**SCHEDULE 2**

**Windstream Holdings, Inc., *et al.***

**DISCLOSURE OF MORRISON & FOERSTER LLP (“MORRISON & FOERSTER”)  
OF RECENT RELATIONSHIPS WITH PARTIES LISTED ON SCHEDULE 1**

| <b>Name Searched/<br/>Name Provided by Debtors</b> | <b>Status of Engagements Within Past Three Years</b>  |
|--|---|
| ACXIOM CORPORATION                                 | MORRISON & FOERSTER HAS IN THE PAST REPRESENTED THIS ENTITY AND/OR CERTAIN AFFILIATES AND/OR SUBSIDIARIES OF THIS ENTITY IN MATTERS WHOLLY UNRELATED TO THE DEBTORS’ CHAPTER 11 CASES |
| ADVISORS ASSET MANAGEMENT INC                      | MORRISON & FOERSTER HAS IN THE PAST REPRESENTED THIS ENTITY AND/OR CERTAIN AFFILIATES AND/OR SUBSIDIARIES OF THIS ENTITY IN MATTERS WHOLLY UNRELATED TO THE DEBTORS’ CHAPTER 11 CASES |
| AIG GLOBAL REAL ESTATE                             | MORRISON & FOERSTER CURRENTLY REPRESENTS THIS ENTITY AND/OR CERTAIN AFFILIATES AND/OR SUBSIDIARIES OF THIS ENTITY IN MATTERS WHOLLY UNRELATED TO THE DEBTORS’ CHAPTER 11 CASES        |
| ALLIANCEBERNSTEIN LP                               | MORRISON & FOERSTER CURRENTLY REPRESENTS THIS ENTITY AND/OR CERTAIN AFFILIATES AND/OR SUBSIDIARIES OF THIS ENTITY IN MATTERS WHOLLY UNRELATED TO THE DEBTORS’ CHAPTER 11 CASES        |
| ALVAREZ & MARSAL                                   | MORRISON & FOERSTER HAS IN THE PAST REPRESENTED THIS ENTITY AND/OR CERTAIN AFFILIATES AND/OR SUBSIDIARIES OF THIS ENTITY IN MATTERS WHOLLY UNRELATED TO THE DEBTORS’ CHAPTER 11 CASES |
| AMAZON WEB SERVICES INC                            | MORRISON & FOERSTER CURRENTLY REPRESENTS THIS ENTITY AND/OR CERTAIN AFFILIATES AND/OR SUBSIDIARIES OF THIS ENTITY IN MATTERS WHOLLY UNRELATED TO THE DEBTORS’ CHAPTER 11 CASES        |
| ANCHORAGE  | MORRISON & FOERSTER CURRENTLY REPRESENTS THIS ENTITY AND/OR CERTAIN AFFILIATES AND/OR SUBSIDIARIES OF THIS ENTITY IN MATTERS WHOLLY UNRELATED TO THE DEBTORS’ CHAPTER 11 CASES        |
| ATLASSIAN PTY LTD                                  | MORRISON & FOERSTER CURRENTLY REPRESENTS THIS ENTITY AND/OR CERTAIN AFFILIATES AND/OR SUBSIDIARIES OF THIS ENTITY IN MATTERS WHOLLY UNRELATED TO THE DEBTORS’ CHAPTER 11 CASES        |

| Name Searched/<br>Name Provided by Debtors   | Status of Engagements Within Past Three Years   |
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| BAIN CAPITAL CREDIT                          | MORRISON & FOERSTER CURRENTLY REPRESENTS THIS ENTITY AND/OR CERTAIN AFFILIATES AND/OR SUBSIDIARIES OF THIS ENTITY IN MATTERS WHOLLY UNRELATED TO THE DEBTORS' CHAPTER 11 CASES        |
| BANK OF AMERICA                              | MORRISON & FOERSTER CURRENTLY REPRESENTS THIS ENTITY AND/OR CERTAIN AFFILIATES AND/OR SUBSIDIARIES OF THIS ENTITY IN MATTERS WHOLLY UNRELATED TO THE DEBTORS' CHAPTER 11 CASES        |
| BANK OF AMERICA MERRILL LYNCH<br>US          | MORRISON & FOERSTER CURRENTLY REPRESENTS THIS ENTITY AND/OR CERTAIN AFFILIATES AND/OR SUBSIDIARIES OF THIS ENTITY IN MATTERS WHOLLY UNRELATED TO THE DEBTORS' CHAPTER 11 CASES        |
| BARCLAYS CAPITAL INC                         | MORRISON & FOERSTER CURRENTLY REPRESENTS THIS ENTITY AND/OR CERTAIN AFFILIATES AND/OR SUBSIDIARIES OF THIS ENTITY IN MATTERS WHOLLY UNRELATED TO THE DEBTORS' CHAPTER 11 CASES        |
| BLACKROCK ADVISORS UK LTD                    | MORRISON & FOERSTER CURRENTLY REPRESENTS THIS ENTITY AND/OR CERTAIN AFFILIATES AND/OR SUBSIDIARIES OF THIS ENTITY IN MATTERS WHOLLY UNRELATED TO THE DEBTORS' CHAPTER 11 CASES        |
| BLACKROCK FINANCIAL<br>MANAGEMENT INC        | MORRISON & FOERSTER CURRENTLY REPRESENTS THIS ENTITY AND/OR CERTAIN AFFILIATES AND/OR SUBSIDIARIES OF THIS ENTITY IN MATTERS WHOLLY UNRELATED TO THE DEBTORS' CHAPTER 11 CASES        |
| BLACKROCK INSTITUTIONAL TRUST<br>COMPANY, NA | MORRISON & FOERSTER CURRENTLY REPRESENTS THIS ENTITY AND/OR CERTAIN AFFILIATES AND/OR SUBSIDIARIES OF THIS ENTITY IN MATTERS WHOLLY UNRELATED TO THE DEBTORS' CHAPTER 11 CASES        |
| BLACKROCK INVESTMENT<br>MANAGEMENT LLC       | MORRISON & FOERSTER CURRENTLY REPRESENTS THIS ENTITY AND/OR CERTAIN AFFILIATES AND/OR SUBSIDIARIES OF THIS ENTITY IN MATTERS WHOLLY UNRELATED TO THE DEBTORS' CHAPTER 11 CASES        |
| BNY MELLON ASSET MANAGEMENT                  | MORRISON & FOERSTER HAS IN THE PAST REPRESENTED THIS ENTITY AND/OR CERTAIN AFFILIATES AND/OR SUBSIDIARIES OF THIS ENTITY IN MATTERS WHOLLY UNRELATED TO THE DEBTORS' CHAPTER 11 CASES |
| BROADSOFT INC                                | MORRISON & FOERSTER HAS IN THE PAST REPRESENTED THIS ENTITY AND/OR CERTAIN AFFILIATES AND/OR SUBSIDIARIES OF THIS ENTITY IN MATTERS WHOLLY UNRELATED TO THE DEBTORS' CHAPTER 11 CASES |



| Name Searched/<br>Name Provided by Debtors | Status of Engagements Within Past Three Years  |
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| CASPIAN CAPITAL LP                         | MORRISON & FOERSTER HAS IN THE PAST REPRESENTED THIS ENTITY AND/OR CERTAIN AFFILIATES AND/OR SUBSIDIARIES OF THIS ENTITY IN MATTERS WHOLLY UNRELATED TO THE DEBTORS' CHAPTER 11 CASES                          |
| CBRE GROUP INC                             | MORRISON & FOERSTER CURRENTLY REPRESENTS AND HAS IN THE PAST REPRESENTED THIS ENTITY AND/OR CERTAIN AFFILIATES AND/OR SUBSIDIARIES OF THIS ENTITY IN MATTERS WHOLLY UNRELATED TO THE DEBTORS' CHAPTER 11 CASES |
| CBRE INC                                   | MORRISON & FOERSTER CURRENTLY REPRESENTS THIS ENTITY AND/OR CERTAIN AFFILIATES AND/OR SUBSIDIARIES OF THIS ENTITY IN MATTERS WHOLLY UNRELATED TO THE DEBTORS' CHAPTER 11 CASES                                 |
| CENTURYLINK                                | MORRISON & FOERSTER CURRENTLY REPRESENTS THIS ENTITY AND/OR CERTAIN AFFILIATES AND/OR SUBSIDIARIES OF THIS ENTITY IN MATTERS WHOLLY UNRELATED TO THE DEBTORS' CHAPTER 11 CASES                                 |
| CENTURYLINK COMMUNICATIONS LLC             | MORRISON & FOERSTER CURRENTLY REPRESENTS THIS ENTITY AND/OR CERTAIN AFFILIATES AND/OR SUBSIDIARIES OF THIS ENTITY IN MATTERS WHOLLY UNRELATED TO THE DEBTORS' CHAPTER 11 CASES                                 |
| CENTURYLINK INC                            | MORRISON & FOERSTER CURRENTLY REPRESENTS THIS ENTITY AND/OR CERTAIN AFFILIATES AND/OR SUBSIDIARIES OF THIS ENTITY IN MATTERS WHOLLY UNRELATED TO THE DEBTORS' CHAPTER 11 CASES                                 |
| CHINA TELECOM (AMERICAS) CORP              | MORRISON & FOERSTER CURRENTLY REPRESENTS THIS ENTITY AND/OR CERTAIN AFFILIATES AND/OR SUBSIDIARIES OF THIS ENTITY IN MATTERS WHOLLY UNRELATED TO THE DEBTORS' CHAPTER 11 CASES                                 |
| CITI                                       | MORRISON & FOERSTER CURRENTLY REPRESENTS THIS ENTITY AND/OR CERTAIN AFFILIATES AND/OR SUBSIDIARIES OF THIS ENTITY IN MATTERS WHOLLY UNRELATED TO THE DEBTORS' CHAPTER 11 CASES                                 |
| CITIBANK                                   | MORRISON & FOERSTER CURRENTLY REPRESENTS THIS ENTITY AND/OR CERTAIN AFFILIATES AND/OR SUBSIDIARIES OF THIS ENTITY IN MATTERS WHOLLY UNRELATED TO THE DEBTORS' CHAPTER 11 CASES                                 |
| CREDIT SUISSE SECURITIES USA LLC           | MORRISON & FOERSTER CURRENTLY REPRESENTS THIS ENTITY AND/OR CERTAIN AFFILIATES AND/OR SUBSIDIARIES OF THIS ENTITY IN MATTERS WHOLLY UNRELATED TO THE DEBTORS' CHAPTER 11 CASES                                 |

| Name Searched/<br>Name Provided by Debtors | Status of Engagements Within Past Three Years  |
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| CVC CAPITAL PARTNERS LIMITED               | MORRISON & FOERSTER CURRENTLY REPRESENTS THIS ENTITY AND/OR CERTAIN AFFILIATES AND/OR SUBSIDIARIES OF THIS ENTITY IN MATTERS WHOLLY UNRELATED TO THE DEBTORS' CHAPTER 11 CASES                                 |
| DE SHAW & CO LP                            | MORRISON & FOERSTER CURRENTLY REPRESENTS THIS ENTITY AND/OR CERTAIN AFFILIATES AND/OR SUBSIDIARIES OF THIS ENTITY IN MATTERS WHOLLY UNRELATED TO THE DEBTORS' CHAPTER 11 CASES                                 |
| DISH NETWORK                               | MORRISON & FOERSTER HAS IN THE PAST REPRESENTED THIS ENTITY AND/OR CERTAIN AFFILIATES AND/OR SUBSIDIARIES OF THIS ENTITY IN MATTERS WHOLLY UNRELATED TO THE DEBTORS' CHAPTER 11 CASES                          |
| DUFF & PHELPS LLC                          | MORRISON & FOERSTER CURRENTLY REPRESENTS THIS ENTITY AND/OR CERTAIN AFFILIATES AND/OR SUBSIDIARIES OF THIS ENTITY IN MATTERS WHOLLY UNRELATED TO THE DEBTORS' CHAPTER 11 CASES                                 |
| DUKE ENERGY                                | MORRISON & FOERSTER CURRENTLY REPRESENTS AND HAS IN THE PAST REPRESENTED THIS ENTITY AND/OR CERTAIN AFFILIATES AND/OR SUBSIDIARIES OF THIS ENTITY IN MATTERS WHOLLY UNRELATED TO THE DEBTORS' CHAPTER 11 CASES |
| ERNST & YOUNG LLP                          | MORRISON & FOERSTER CURRENTLY REPRESENTS THIS ENTITY AND/OR CERTAIN AFFILIATES AND/OR SUBSIDIARIES OF THIS ENTITY IN MATTERS WHOLLY UNRELATED TO THE DEBTORS' CHAPTER 11 CASES                                 |
| EVERCORE GROUP LLC                         | MORRISON & FOERSTER CURRENTLY REPRESENTS THIS ENTITY AND/OR CERTAIN AFFILIATES AND/OR SUBSIDIARIES OF THIS ENTITY IN MATTERS WHOLLY UNRELATED TO THE DEBTORS' CHAPTER 11 CASES                                 |
| FIDELITY INFORMATION SERVICES<br>LLC       | MORRISON & FOERSTER CURRENTLY REPRESENTS THIS ENTITY AND/OR CERTAIN AFFILIATES AND/OR SUBSIDIARIES OF THIS ENTITY IN MATTERS WHOLLY UNRELATED TO THE DEBTORS' CHAPTER 11 CASES                                 |
| FIFTH THIRD BANK                           | MORRISON & FOERSTER CURRENTLY REPRESENTS THIS ENTITY AND/OR CERTAIN AFFILIATES AND/OR SUBSIDIARIES OF THIS ENTITY IN MATTERS WHOLLY UNRELATED TO THE DEBTORS' CHAPTER 11 CASES                                 |
| FIRST BANK                                 | MORRISON & FOERSTER CURRENTLY REPRESENTS THIS ENTITY AND/OR CERTAIN AFFILIATES AND/OR SUBSIDIARIES OF THIS ENTITY IN MATTERS WHOLLY UNRELATED TO THE DEBTORS' CHAPTER 11 CASES                                 |

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| FORTRESS INVESTMENT GROUP                  | MORRISON & FOERSTER CURRENTLY REPRESENTS THIS ENTITY AND/OR CERTAIN AFFILIATES AND/OR SUBSIDIARIES OF THIS ENTITY IN MATTERS WHOLLY UNRELATED TO THE DEBTORS' CHAPTER 11 CASES        |
| FRONTIER                                   | MORRISON & FOERSTER HAS IN THE PAST REPRESENTED THIS ENTITY AND/OR CERTAIN AFFILIATES AND/OR SUBSIDIARIES OF THIS ENTITY IN MATTERS WHOLLY UNRELATED TO THE DEBTORS' CHAPTER 11 CASES |
| FUJITSU NETWORK<br>COMMUNICATIONS INC      | MORRISON & FOERSTER CURRENTLY REPRESENTS THIS ENTITY AND/OR CERTAIN AFFILIATES AND/OR SUBSIDIARIES OF THIS ENTITY IN MATTERS WHOLLY UNRELATED TO THE DEBTORS' CHAPTER 11 CASES        |
| GARRISON INVESTMENT GROUP LP               | MORRISON & FOERSTER HAS IN THE PAST REPRESENTED THIS ENTITY AND/OR CERTAIN AFFILIATES AND/OR SUBSIDIARIES OF THIS ENTITY IN MATTERS WHOLLY UNRELATED TO THE DEBTORS' CHAPTER 11 CASES |
| GOLDMAN SACHS & CO INC                     | MORRISON & FOERSTER CURRENTLY REPRESENTS THIS ENTITY AND/OR CERTAIN AFFILIATES AND/OR SUBSIDIARIES OF THIS ENTITY IN MATTERS WHOLLY UNRELATED TO THE DEBTORS' CHAPTER 11 CASES        |
| GREAT AMERICAN INSURANCE<br>GROUP          | MORRISON & FOERSTER HAS IN THE PAST REPRESENTED THIS ENTITY AND/OR CERTAIN AFFILIATES AND/OR SUBSIDIARIES OF THIS ENTITY IN MATTERS WHOLLY UNRELATED TO THE DEBTORS' CHAPTER 11 CASES |
| HAYFIN CAPITAL MANAGEMENT LLP              | MORRISON & FOERSTER CURRENTLY REPRESENTS THIS ENTITY AND/OR CERTAIN AFFILIATES AND/OR SUBSIDIARIES OF THIS ENTITY IN MATTERS WHOLLY UNRELATED TO THE DEBTORS' CHAPTER 11 CASES        |
| HIGHLAND CAPITAL MANAGEMENT,<br>LP         | MORRISON & FOERSTER HAS IN THE PAST REPRESENTED THIS ENTITY AND/OR CERTAIN AFFILIATES AND/OR SUBSIDIARIES OF THIS ENTITY IN MATTERS WHOLLY UNRELATED TO THE DEBTORS' CHAPTER 11 CASES |
| HOULIHAN LOKEY, INC                        | MORRISON & FOERSTER CURRENTLY REPRESENTS THIS ENTITY AND/OR CERTAIN AFFILIATES AND/OR SUBSIDIARIES OF THIS ENTITY IN MATTERS WHOLLY UNRELATED TO THE DEBTORS' CHAPTER 11 CASES        |
| HSBC                                       | MORRISON & FOERSTER CURRENTLY REPRESENTS THIS ENTITY AND/OR CERTAIN AFFILIATES AND/OR SUBSIDIARIES OF THIS ENTITY IN MATTERS WHOLLY UNRELATED TO THE DEBTORS' CHAPTER 11 CASES        |

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| INGRAM MICRO INC                           | MORRISON & FOERSTER HAS IN THE PAST REPRESENTED THIS ENTITY AND/OR CERTAIN AFFILIATES AND/OR SUBSIDIARIES OF THIS ENTITY IN MATTERS WHOLLY UNRELATED TO THE DEBTORS' CHAPTER 11 CASES |
| INVESCO CAPITAL MANAGEMENT                 | MORRISON & FOERSTER CURRENTLY REPRESENTS THIS ENTITY AND/OR CERTAIN AFFILIATES AND/OR SUBSIDIARIES OF THIS ENTITY IN MATTERS WHOLLY UNRELATED TO THE DEBTORS' CHAPTER 11 CASES        |
| ITC SERVICE GROUP INC                      | MORRISON & FOERSTER HAS IN THE PAST REPRESENTED THIS ENTITY AND/OR CERTAIN AFFILIATES AND/OR SUBSIDIARIES OF THIS ENTITY IN MATTERS WHOLLY UNRELATED TO THE DEBTORS' CHAPTER 11 CASES |
| JARDINE LLOYD THOMPSON GROUP<br>PLC        | MORRISON & FOERSTER CURRENTLY REPRESENTS THIS ENTITY AND/OR CERTAIN AFFILIATES AND/OR SUBSIDIARIES OF THIS ENTITY IN MATTERS WHOLLY UNRELATED TO THE DEBTORS' CHAPTER 11 CASES        |
| JEFFERIES LLC                              | MORRISON & FOERSTER CURRENTLY REPRESENTS THIS ENTITY AND/OR CERTAIN AFFILIATES AND/OR SUBSIDIARIES OF THIS ENTITY IN MATTERS WHOLLY UNRELATED TO THE DEBTORS' CHAPTER 11 CASES        |
| JOHNSON CONTROLS                           | MORRISON & FOERSTER HAS IN THE PAST REPRESENTED THIS ENTITY AND/OR CERTAIN AFFILIATES AND/OR SUBSIDIARIES OF THIS ENTITY IN MATTERS WHOLLY UNRELATED TO THE DEBTORS' CHAPTER 11 CASES |
| JPMORGAN CHASE BANK, NA                    | MORRISON & FOERSTER CURRENTLY REPRESENTS THIS ENTITY AND/OR CERTAIN AFFILIATES AND/OR SUBSIDIARIES OF THIS ENTITY IN MATTERS WHOLLY UNRELATED TO THE DEBTORS' CHAPTER 11 CASES        |
| JUNIPER NETWORKS (US) INC -<br>LEASING     | MORRISON & FOERSTER CURRENTLY REPRESENTS THIS ENTITY AND/OR CERTAIN AFFILIATES AND/OR SUBSIDIARIES OF THIS ENTITY IN MATTERS WHOLLY UNRELATED TO THE DEBTORS' CHAPTER 11 CASES        |
| KBC GROUP NV                               | MORRISON & FOERSTER HAS IN THE PAST REPRESENTED THIS ENTITY AND/OR CERTAIN AFFILIATES AND/OR SUBSIDIARIES OF THIS ENTITY IN MATTERS WHOLLY UNRELATED TO THE DEBTORS' CHAPTER 11 CASES |
| KEYBANK                                    | MORRISON & FOERSTER CURRENTLY REPRESENTS THIS ENTITY AND/OR CERTAIN AFFILIATES AND/OR SUBSIDIARIES OF THIS ENTITY IN MATTERS WHOLLY UNRELATED TO THE DEBTORS' CHAPTER 11 CASES        |

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| LEVEL 3 COMMUNICATIONS INC                 | MORRISON & FOERSTER CURRENTLY REPRESENTS THIS ENTITY AND/OR CERTAIN AFFILIATES AND/OR SUBSIDIARIES OF THIS ENTITY IN MATTERS WHOLLY UNRELATED TO THE DEBTORS' CHAPTER 11 CASES        |
| LEVEL 3 COMMUNICATIONS LLC                 | MORRISON & FOERSTER CURRENTLY REPRESENTS THIS ENTITY AND/OR CERTAIN AFFILIATES AND/OR SUBSIDIARIES OF THIS ENTITY IN MATTERS WHOLLY UNRELATED TO THE DEBTORS' CHAPTER 11 CASES        |
| LINKEDIN CORPORATION                       | MORRISON & FOERSTER HAS IN THE PAST REPRESENTED THIS ENTITY AND/OR CERTAIN AFFILIATES AND/OR SUBSIDIARIES OF THIS ENTITY IN MATTERS WHOLLY UNRELATED TO THE DEBTORS' CHAPTER 11 CASES |
| MANULIFE ASSET MANAGEMENT LTD              | MORRISON & FOERSTER CURRENTLY REPRESENTS THIS ENTITY AND/OR CERTAIN AFFILIATES AND/OR SUBSIDIARIES OF THIS ENTITY IN MATTERS WHOLLY UNRELATED TO THE DEBTORS' CHAPTER 11 CASES        |
| MCAFEE INC                                 | MORRISON & FOERSTER CURRENTLY REPRESENTS THIS ENTITY AND/OR CERTAIN AFFILIATES AND/OR SUBSIDIARIES OF THIS ENTITY IN MATTERS WHOLLY UNRELATED TO THE DEBTORS' CHAPTER 11 CASES        |
| MITSUBISHI UFJ LEASE & FINANCE<br>INC      | MORRISON & FOERSTER CURRENTLY REPRESENTS THIS ENTITY AND/OR CERTAIN AFFILIATES AND/OR SUBSIDIARIES OF THIS ENTITY IN MATTERS WHOLLY UNRELATED TO THE DEBTORS' CHAPTER 11 CASES        |
| MORGAN STANLEY WEALTH<br>MANAGEMENT SV SA  | MORRISON & FOERSTER CURRENTLY REPRESENTS THIS ENTITY AND/OR CERTAIN AFFILIATES AND/OR SUBSIDIARIES OF THIS ENTITY IN MATTERS WHOLLY UNRELATED TO THE DEBTORS' CHAPTER 11 CASES        |
| NEUSTAR INC                                | MORRISON & FOERSTER CURRENTLY REPRESENTS THIS ENTITY AND/OR CERTAIN AFFILIATES AND/OR SUBSIDIARIES OF THIS ENTITY IN MATTERS WHOLLY UNRELATED TO THE DEBTORS' CHAPTER 11 CASES        |
| NOMURA HOLDING AMERICA                     | MORRISON & FOERSTER CURRENTLY REPRESENTS THIS ENTITY AND/OR CERTAIN AFFILIATES AND/OR SUBSIDIARIES OF THIS ENTITY IN MATTERS WHOLLY UNRELATED TO THE DEBTORS' CHAPTER 11 CASES        |
| NORTON ROSE FULBRIGHT                      | MORRISON & FOERSTER CURRENTLY REPRESENTS THIS ENTITY AND/OR CERTAIN AFFILIATES AND/OR SUBSIDIARIES OF THIS ENTITY IN MATTERS WHOLLY UNRELATED TO THE DEBTORS' CHAPTER 11 CASES        |

| Name Searched/<br>Name Provided by Debtors | Status of Engagements Within Past Three Years   |
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| NUVEEN LLC                                 | MORRISON & FOERSTER CURRENTLY REPRESENTS THIS ENTITY AND/OR CERTAIN AFFILIATES AND/OR SUBSIDIARIES OF THIS ENTITY IN MATTERS WHOLLY UNRELATED TO THE DEBTORS' CHAPTER 11 CASES        |
| ONESOURCE BUILDING TECHNOLOGIES            | MORRISON & FOERSTER HAS IN THE PAST REPRESENTED THIS ENTITY AND/OR CERTAIN AFFILIATES AND/OR SUBSIDIARIES OF THIS ENTITY IN MATTERS WHOLLY UNRELATED TO THE DEBTORS' CHAPTER 11 CASES |
| ORACLE AMERICA INC                         | MORRISON & FOERSTER CURRENTLY REPRESENTS THIS ENTITY AND/OR CERTAIN AFFILIATES AND/OR SUBSIDIARIES OF THIS ENTITY IN MATTERS WHOLLY UNRELATED TO THE DEBTORS' CHAPTER 11 CASES        |
| PC MALL SALES INC                          | MORRISON & FOERSTER CURRENTLY REPRESENTS THIS ENTITY AND/OR CERTAIN AFFILIATES AND/OR SUBSIDIARIES OF THIS ENTITY IN MATTERS WHOLLY UNRELATED TO THE DEBTORS' CHAPTER 11 CASES        |
| PERELLA WEINBERG PARTNERS LP               | MORRISON & FOERSTER HAS IN THE PAST REPRESENTED THIS ENTITY AND/OR CERTAIN AFFILIATES AND/OR SUBSIDIARIES OF THIS ENTITY IN MATTERS WHOLLY UNRELATED TO THE DEBTORS' CHAPTER 11 CASES |
| PIMCO US                                   | MORRISON & FOERSTER CURRENTLY REPRESENTS THIS ENTITY AND/OR CERTAIN AFFILIATES AND/OR SUBSIDIARIES OF THIS ENTITY IN MATTERS WHOLLY UNRELATED TO THE DEBTORS' CHAPTER 11 CASES        |
| PRICEWATERHOUSE COOPERS LLP                | MORRISON & FOERSTER CURRENTLY REPRESENTS THIS ENTITY AND/OR CERTAIN AFFILIATES AND/OR SUBSIDIARIES OF THIS ENTITY IN MATTERS WHOLLY UNRELATED TO THE DEBTORS' CHAPTER 11 CASES        |
| PRIVATEBANK                                | MORRISON & FOERSTER HAS IN THE PAST REPRESENTED THIS ENTITY AND/OR CERTAIN AFFILIATES AND/OR SUBSIDIARIES OF THIS ENTITY IN MATTERS WHOLLY UNRELATED TO THE DEBTORS' CHAPTER 11 CASES |
| QWEST                                      | MORRISON & FOERSTER HAS IN THE PAST REPRESENTED THIS ENTITY AND/OR CERTAIN AFFILIATES AND/OR SUBSIDIARIES OF THIS ENTITY IN MATTERS WHOLLY UNRELATED TO THE DEBTORS' CHAPTER 11 CASES |
| QWEST CORP                                 | MORRISON & FOERSTER HAS IN THE PAST REPRESENTED THIS ENTITY AND/OR CERTAIN AFFILIATES AND/OR SUBSIDIARIES OF THIS ENTITY IN MATTERS WHOLLY UNRELATED TO THE DEBTORS' CHAPTER 11 CASES |

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| RAZORSIGHT CORPORATION                     | MORRISON & FOERSTER HAS IN THE PAST REPRESENTED THIS ENTITY AND/OR CERTAIN AFFILIATES AND/OR SUBSIDIARIES OF THIS ENTITY IN MATTERS WHOLLY UNRELATED TO THE DEBTORS' CHAPTER 11 CASES                          |
| RBC  | MORRISON & FOERSTER CURRENTLY REPRESENTS THIS ENTITY AND/OR CERTAIN AFFILIATES AND/OR SUBSIDIARIES OF THIS ENTITY IN MATTERS WHOLLY UNRELATED TO THE DEBTORS' CHAPTER 11 CASES                                 |
| RE/MAX LLC                                 | MORRISON & FOERSTER CURRENTLY REPRESENTS THIS ENTITY AND/OR CERTAIN AFFILIATES AND/OR SUBSIDIARIES OF THIS ENTITY IN MATTERS WHOLLY UNRELATED TO THE DEBTORS' CHAPTER 11 CASES                                 |
| REGIONS FINANCIAL CORP                     | MORRISON & FOERSTER CURRENTLY REPRESENTS THIS ENTITY AND/OR CERTAIN AFFILIATES AND/OR SUBSIDIARIES OF THIS ENTITY IN MATTERS WHOLLY UNRELATED TO THE DEBTORS' CHAPTER 11 CASES                                 |
| REGIONS INVESTMENT<br>MANAGEMENT INC       | MORRISON & FOERSTER CURRENTLY REPRESENTS THIS ENTITY AND/OR CERTAIN AFFILIATES AND/OR SUBSIDIARIES OF THIS ENTITY IN MATTERS WHOLLY UNRELATED TO THE DEBTORS' CHAPTER 11 CASES                                 |
| RENAISSANCE TECHNOLOGIES LLC               | MORRISON & FOERSTER CURRENTLY REPRESENTS THIS ENTITY AND/OR CERTAIN AFFILIATES AND/OR SUBSIDIARIES OF THIS ENTITY IN MATTERS WHOLLY UNRELATED TO THE DEBTORS' CHAPTER 11 CASES                                 |
| ROTHSCHILD & CO                            | MORRISON & FOERSTER CURRENTLY REPRESENTS THIS ENTITY AND/OR CERTAIN AFFILIATES AND/OR SUBSIDIARIES OF THIS ENTITY IN MATTERS WHOLLY UNRELATED TO THE DEBTORS' CHAPTER 11 CASES                                 |
| ROYAL BANK OF CANADA                       | MORRISON & FOERSTER CURRENTLY REPRESENTS AND HAS IN THE PAST REPRESENTED THIS ENTITY AND/OR CERTAIN AFFILIATES AND/OR SUBSIDIARIES OF THIS ENTITY IN MATTERS WHOLLY UNRELATED TO THE DEBTORS' CHAPTER 11 CASES |
| SALESFORCE.COM INC                         | MORRISON & FOERSTER CURRENTLY REPRESENTS THIS ENTITY AND/OR CERTAIN AFFILIATES AND/OR SUBSIDIARIES OF THIS ENTITY IN MATTERS WHOLLY UNRELATED TO THE DEBTORS' CHAPTER 11 CASES                                 |
| SIGMA SYSTEMS CANADA LP                    | MORRISON & FOERSTER HAS IN THE PAST REPRESENTED THIS ENTITY AND/OR CERTAIN AFFILIATES AND/OR SUBSIDIARIES OF THIS ENTITY IN MATTERS WHOLLY UNRELATED TO THE DEBTORS' CHAPTER 11 CASES                          |

| Name Searched/<br>Name Provided by Debtors | Status of Engagements Within Past Three Years  |
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| SOUTHERN CALIFORNIA EDISON<br>COMPANY      | MORRISON & FOERSTER CURRENTLY REPRESENTS THIS ENTITY AND/OR CERTAIN AFFILIATES AND/OR SUBSIDIARIES OF THIS ENTITY IN MATTERS WHOLLY UNRELATED TO THE DEBTORS' CHAPTER 11 CASES                                 |
| SPRINKLR INC                               | MORRISON & FOERSTER CURRENTLY REPRESENTS THIS ENTITY AND/OR CERTAIN AFFILIATES AND/OR SUBSIDIARIES OF THIS ENTITY IN MATTERS WHOLLY UNRELATED TO THE DEBTORS' CHAPTER 11 CASES                                 |
| SPRINT                                     | MORRISON & FOERSTER CURRENTLY REPRESENTS THIS ENTITY AND/OR CERTAIN AFFILIATES AND/OR SUBSIDIARIES OF THIS ENTITY IN MATTERS WHOLLY UNRELATED TO THE DEBTORS' CHAPTER 11 CASES                                 |
| SUNTRUST                                   | MORRISON & FOERSTER CURRENTLY REPRESENTS AND HAS IN THE PAST REPRESENTED THIS ENTITY AND/OR CERTAIN AFFILIATES AND/OR SUBSIDIARIES OF THIS ENTITY IN MATTERS WHOLLY UNRELATED TO THE DEBTORS' CHAPTER 11 CASES |
| SUSQUEHANNA INTERNATIONAL<br>GROUP LLP     | MORRISON & FOERSTER CURRENTLY REPRESENTS THIS ENTITY AND/OR CERTAIN AFFILIATES AND/OR SUBSIDIARIES OF THIS ENTITY IN MATTERS WHOLLY UNRELATED TO THE DEBTORS' CHAPTER 11 CASES                                 |
| T. ROWE PRICE ASSOCIATES INC.              | MORRISON & FOERSTER CURRENTLY REPRESENTS THIS ENTITY AND/OR CERTAIN AFFILIATES AND/OR SUBSIDIARIES OF THIS ENTITY IN MATTERS WHOLLY UNRELATED TO THE DEBTORS' CHAPTER 11 CASES                                 |
| TEGNA INC                                  | MORRISON & FOERSTER CURRENTLY REPRESENTS THIS ENTITY AND/OR CERTAIN AFFILIATES AND/OR SUBSIDIARIES OF THIS ENTITY IN MATTERS WHOLLY UNRELATED TO THE DEBTORS' CHAPTER 11 CASES                                 |
| THOMSON REUTERS TAX &<br>ACCOUNTING INC    | MORRISON & FOERSTER CURRENTLY REPRESENTS AND HAS IN THE PAST REPRESENTED THIS ENTITY AND/OR CERTAIN AFFILIATES AND/OR SUBSIDIARIES OF THIS ENTITY IN MATTERS WHOLLY UNRELATED TO THE DEBTORS' CHAPTER 11 CASES |
| TIBCO SOFTWARE INC                         | MORRISON & FOERSTER HAS IN THE PAST REPRESENTED THIS ENTITY AND/OR CERTAIN AFFILIATES AND/OR SUBSIDIARIES OF THIS ENTITY IN MATTERS WHOLLY UNRELATED TO THE DEBTORS' CHAPTER 11 CASES                          |



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| TIME WARNER CABLE                          | MORRISON & FOERSTER HAS IN THE PAST REPRESENTED THIS ENTITY AND/OR CERTAIN AFFILIATES AND/OR SUBSIDIARIES OF THIS ENTITY IN MATTERS WHOLLY UNRELATED TO THE DEBTORS' CHAPTER 11 CASES                          |
| TRAVELERS INSURANCE                        | MORRISON & FOERSTER CURRENTLY REPRESENTS THIS ENTITY AND/OR CERTAIN AFFILIATES AND/OR SUBSIDIARIES OF THIS ENTITY IN MATTERS WHOLLY UNRELATED TO THE DEBTORS' CHAPTER 11 CASES                                 |
| US BANK                                    | MORRISON & FOERSTER CURRENTLY REPRESENTS THIS ENTITY AND/OR CERTAIN AFFILIATES AND/OR SUBSIDIARIES OF THIS ENTITY IN MATTERS WHOLLY UNRELATED TO THE DEBTORS' CHAPTER 11 CASES                                 |
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