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*Counsel to the Debtors and Debtors in Possession*

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

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

**SEVENTH MONTHLY FEE STATEMENT OF KIRKLAND & ELLIS LLP AND  
KIRKLAND & ELLIS INTERNATIONAL LLP FOR COMPENSATION FOR  
SERVICES AND REIMBURSEMENT OF EXPENSES AS COUNSEL TO  
THE DEBTORS AND DEBTORS IN POSSESSION FOR THE PERIOD  
FROM SEPTEMBER 1, 2019 THROUGH SEPTEMBER 30, 2019**

<b>Name of Applicant:</b>	Kirkland & Ellis LLP	
<b>Applicant's Role in Case:</b>	Counsel To Windstream Holdings, Inc., <i>et al.</i> ,	
<b>Date Order of Employment Signed:</b>	April 22, 2019 [Docket No. 368]	
<b>Time period covered by this statement:</b>	<b>Beginning of Period</b>	<b>End of Period<sup>2</sup></b>
	September 1, 2019	September 30, 2019

<sup>1</sup> The last four digits of Debtor Windstream Holdings, Inc.'s tax identification number are 7717. Due to the large number of Debtors in these chapter 11 cases, for which joint administration has been granted, 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' 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> This statement consists of fees and expenses from September 1, 2019, through September 30, 2019.

Summary of Total Fees and Expenses Requested:	
Total fees requested in this statement:	\$1,331,440.40 (80% of \$1,664,300.50)
Total expenses requested in this statement:	\$57,831.01
Total fees and expenses requested in this statement:	\$1,389,271.41
This is a(n): <input checked="" type="checkbox"/> Monthly Application <input type="checkbox"/> Interim Application <input type="checkbox"/> Final Application	

Pursuant to sections 327, 330, and 331 of chapter 11 of title 11 of the United States Code (the “Bankruptcy Code”), Rule 2016 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), Rule 2016-1 of the Local Bankruptcy Rules for the United States Bankruptcy Court for the Southern District of New York (the “Local Rules”), the *Order Authorizing the Retention and Employment of Kirkland & Ellis LLP and Kirkland & Ellis International LLP as Attorneys for the Debtors and Debtors in Possession Effective Nunc Pro Tunc to the Petition Date*, dated April 22, 2019 [Docket No. 368] (the “Retention Order”), and the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Retained Professionals*, dated April 22, 2019 [Docket No. 374] (the “Interim Compensation Order”), Kirkland & Ellis LLP and Kirkland and Ellis International LLP (together, “K&E”), counsel for the above-captioned debtors and debtors in possession (collectively, the “Debtors”), hereby submits this *Monthly Statement of Services Rendered and Expenses Incurred for the Period From September 1, 2019 Through September 30, 2019* (this “Fee Statement”).<sup>3</sup> Specifically, K&E seeks (i) interim allowance of \$1,389,271.41 for the reasonable compensation for actual, necessary legal services that K&E rendered to the Debtors during the Fee Period; (ii) compensation in the amount of \$1,331,440.40 which is equal to 80% of the total amount of reasonable compensation

<sup>3</sup> The period from September 1, 2019, through and including September 30, 2019, is referred to herein as the “Fee Period.”

for actual, necessary legal services that K&E incurred in connection with such services during the Fee Period (i.e. \$1,664,300.50); (iii) allowance and payment of \$57,831.01 for the actual, necessary expenses that K&E incurred in connection with such services during the fee Period.<sup>4</sup>

**Itemization of Services Rendered and Disbursements Incurred**

1. Attached hereto as **Exhibit A** is a schedule of the number of hours expended and fees incurred (on an aggregate basis) by K&E partners, associates, and paraprofessionals during the Fee Period with respect to each of the project categories K&E established in accordance with its internal billing procedures. As reflected in **Exhibit A**, K&E incurred \$1,664,300.50 in fees during the Fee Period. Pursuant to this Fee Statement, K&E seeks reimbursement for 80% of such fees (\$1,331,400.40 in the aggregate).

2. Attached hereto as **Exhibit B** is a schedule of K&E professionals and paraprofessionals, including the standard hourly rate for each attorney and paraprofessional who rendered services to the Debtors in connection with these chapter 11 cases during the Fee Period and the title, hourly rate, aggregate hours worked and the amount of fees earned by each professional. The blended hourly billing rate of attorneys for all services provided during the Fee Period is \$993.22.<sup>5</sup> The blended hourly billing rate of all paraprofessionals is \$368.34.<sup>6</sup>

3. Attached hereto as **Exhibit C** is a schedule for the Fee Period setting forth the total amount of payment sought with respect to each category of expenses for which K&E is seeking

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<sup>4</sup> K&E voluntarily reduced its fees by \$51,928.25 and its expenses by \$13,272.41 in the Fee Period (as defined herein). Consequently, K&E does not seek payment of these fees and expenses in this Fee Statement (as defined herein).

<sup>5</sup> The blended hourly billing rate of \$993.22 for attorneys is derived by dividing the total fees for attorneys of \$1,569,085.50 by the total hours of 1,579.80 for those same attorneys.

<sup>6</sup> The blended hourly billing rate of \$368.34 for paraprofessionals is similarly derived by dividing the total fees for paraprofessionals of \$95,215.00 by the total hours of 258.50 for these same paraprofessionals.

payment in this Fee Statement. All of these disbursements comprise the requested sum for K&E's out-of-pocket expenses, which total \$57,831.01.

4. Attached hereto as **Exhibit D** are the time records of K&E, which provide a daily summary of the time spent by each K&E professional during the Fee Period as well as an itemization of expenses by project category.

**Notice**

5. The Debtors will provide notice of this Fee Statement in accordance with the Interim Compensation Order. The Debtors submit that no other or further notice be given.

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WHEREFORE, K&E, in connection with services rendered on behalf of the Debtors, respectfully requests (i) interim allowance of \$1,389,271.41 for the reasonable compensation for actual, necessary legal services that K&E rendered to the Debtors during the Fee Period; (ii) compensation in the amount of \$1,331,440.40 which is equal to 80% of the total amount of reasonable compensation for actual, necessary legal services that K&E incurred in connection with such services during the Fee Period (i.e. \$1,664,300.50); (iii) allowance and payment of \$57,831.01 for the actual and necessary expenses that K&E incurred in connection with such services during the Fee Period.

Dated: November 14, 2019  
New York, New York

/s/ Stephen E. Hessler

Stephen E. Hessler, P.C.

Marc Kieselstein, P.C.

**KIRKLAND & ELLIS LLP**

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*Counsel to the Debtors and Debtors in Possession*

**Exhibit A**

**Statement of Fees and Expenses By Project Category**

MATTER NUMBER	MATTER DESCRIPTION	HOURS	FEES	EXPENSES	TOTAL AMOUNT OF FEES AND EXPENSES
7	Adversary Proceedings, Contested Matters	881.20	\$744,519.50	\$0.00	\$744,519.50
8	Automatic Stay Matters	23.30	\$14,838.50	\$0.00	\$14,838.50
9	US Trustee Issues And Communications	0.80	\$779.00	\$0.00	\$779.00
10	Business Operations	5.40	\$5,382.00	\$0.00	\$5,382.00
11	Case Administration	39.90	\$24,077.50	\$0.00	\$24,077.50
13	Claims Administration And Objections	87.70	\$61,537.50	\$0.00	\$61,537.50
14	Corporate And Securities Matters	67.10	\$96,204.00	\$0.00	\$96,204.00
15	Creditor And Stakeholder Communications	50.70	\$54,571.50	\$0.00	\$54,571.50
16	Creditors' Committee Matters	5.60	\$6,418.00	\$0.00	\$6,418.00
17	Employee And Labor Matters	12.70	\$16,826.00	\$0.00	\$16,826.00
18	Executory Contracts And Unexpired Leases	243.40	\$198,833.50	\$0.00	\$198,833.50
21	Investigation Of Potential Claims	85.10	\$58,522.50	\$0.00	\$58,522.50
22	Plan/Disclosure Statement/Confirmation	5.40	\$6,357.00	\$0.00	\$6,357.00
24	K&E Retention And Fee Matters	26.90	\$20,416.50	\$0.00	\$20,416.50
25	Non-K&E Retention And Fee Matters	10.90	\$6,402.50	\$0.00	\$6,402.50
27	Tax Matters	34.80	\$39,837.00	\$0.00	\$39,837.00
28	Travel	19.50	\$26,046.00	\$0.00	\$26,046.00
30	Utilities	1.10	\$805.50	\$0.00	\$805.50
31	Vendor Matters	56.00	\$46,472.00	\$0.00	\$46,472.00
32	Expenses	0.00	\$0.00	\$57,831.01	\$57,831.01
33	Mediation	180.80	\$235,454.50	\$0.00	\$235,454.50
<b>Totals</b>		<b>1,838.30</b>	<b>\$1,664,300.50</b>	<b>\$57,831.01</b>	<b>\$1,722,131.51</b>

**Exhibit B**

**Attorneys' and Paraprofessionals' Information**



The K&E attorneys who rendered professional services in these cases during the Fee Period

are:

ATTORNEY	POSITION WITH THE APPLICANT	YEAR ADMITTED	DEPARTMENT	HOURLY BILLING RATE	TOTAL BILLED HOURS	TOTAL COMPENSATION
Spencer Caldwell-McMillan	Associate	Pending	Restructuring	\$705.00	100.70	\$70,993.50
Chris Ceresa	Associate	Pending	Restructuring	\$595.00	48.30	\$28,738.50
Neda Davanipour	Associate	2019	Restructuring	\$805.00	53.50	\$43,067.50
Cassandra E. Fenton	Associate	2017	Litigation	\$795.00	86.70	\$68,926.50
Emily Flynn	Associate	2018	Restructuring	\$705.00	4.70	\$3,313.50
Pratik K. Ghosh	Associate	2017	Litigation	\$795.00	88.20	\$70,119.00
Alex Hevia	Associate	2017	Restructuring	\$705.00	11.30	\$7,966.50
Heidi Hockberger	Associate	2017	Restructuring	\$805.00	10.30	\$8,291.50
John R. Luze	Associate	2013	Restructuring	\$1,045.00	61.50	\$64,267.50
Allison McDonald	Associate	2013	Litigation	\$1,025.00	59.50	\$60,987.50
Francis Petrie	Associate	2017	Restructuring	\$805.00	51.20	\$41,216.00
Andrew Polansky	Associate	2018	Restructuring	\$705.00	28.80	\$20,304.00
Margaret Reiney	Associate	2018	Restructuring	\$595.00	41.40	\$24,633.00
Tommy Scheffer	Associate	2019	Restructuring	\$705.00	58.30	\$41,101.50
Daniel R. Schwartz	Associate	2016	Litigation	\$925.00	79.40	\$73,445.00
Michael C. Shultz	Associate	2014	Real Estate	\$1,090.00	1.50	\$1,635.00
Trudy Smith	Associate	2016	Restructuring	\$805.00	99.10	\$79,775.50
Nacif Taousse	Associate	2019	Restructuring	\$805.00	2.50	\$2,012.50
Gregory Tsonis	Associate	2015	Litigation	\$925.00	4.10	\$3,792.50
Nicholas Warther	Associate	2017	Taxation	\$940.00	8.80	\$8,272.00
Kate Coverdale	Partner	2010	Executive Compensation	\$1,090.00	4.10	\$4,469.00
Tim Cruickshank	Partner	2011	Corporate	\$1,245.00	8.50	\$10,582.50
Brian Ford, P.C.	Partner	2006	Corporate	\$1,275.00	1.30	\$1,657.50
Yates French	Partner	2008	Litigation	\$1,120.00	34.80	\$38,976.00
Susan D. Golden	Partner	1988	Restructuring	\$1,135.00	1.70	\$1,929.50
Stephen C. Hackney, P.C.	Partner	1997	Litigation	\$1,465.00	15.00	\$21,975.00
Stephen E. Hessler, P.C.	Partner	2002	Restructuring	\$1,565.00	72.50	\$113,462.50
Richard U. S. Howell	Partner	2006	Litigation	\$1,160.00	127.40	\$147,784.00
Marc Kieselstein, P.C.	Partner	1988	Restructuring	\$1,565.00	27.00	\$42,255.00
Joshua Korff, P.C.	Partner	1994	Corporate	\$1,545.00	6.80	\$10,506.00
Ross M. Kwastieniet, P.C.	Partner	2002	Restructuring	\$1,515.00	50.70	\$76,810.50
William A. Levy, P.C.	Partner	1988	Taxation	\$1,595.00	4.10	\$6,539.50
Scott D. Price, P.C.	Partner	1991	Executive Compensation	\$1,595.00	5.90	\$9,410.50
David A. Rosenberg, P.C.	Partner	2005	Real Estate	\$1,375.00	2.60	\$3,575.00

ATTORNEY	POSITION WITH THE APPLICANT	YEAR ADMITTED	DEPARTMENT	HOURLY BILLING RATE	TOTAL BILLED HOURS	TOTAL COMPENSATION
Anthony Vincenzo Sexton	Partner	2011	Taxation	\$1,185.00	16.50	\$19,552.50
Ravi Subramanian Shankar	Partner	2011	Litigation	\$1,025.00	179.70	\$184,192.50
Michael B. Slade	Partner	1999	Litigation	\$1,310.00	3.50	\$4,585.00
Ian C. Spain	Partner	2012	Litigation	\$1,025.00	0.50	\$512.50
Brad Weiland	Partner	2008	Restructuring	\$1,255.00	117.90	\$147,964.50
<b>TOTALS FOR ATTORNEYS</b>					<b>1,579.80</b>	<b>\$1,569,085.500</b>

The paraprofessionals of K&E who rendered professional services in these cases during the Fee Period are:

PARAPROFESSIONAL	POSITION WITH THE APPLICANT	NUMBER OF YEARS IN THAT POSITION	DEPARTMENT	HOURLY BILLING RATE	TOTAL BILLED HOURS	TOTAL COMPENSATION
Alec Klimowicz	Junior Paralegal	1 year	Litigation	\$265.00	2.40	\$636.00
Katia Piza	Junior Paralegal	< 1 year	Litigation	\$265.00	7.90	\$2,093.50
Leo Rosenberg	Junior Paralegal	< 1 year	Restructuring	\$265.00	6.40	\$1,696.00
Anthony Abate	Paralegal	3 years	Restructuring	\$325.00	12.50	\$4,062.50
Hannah Kupsky	Paralegal	3 years	Restructuring	\$325.00	4.20	\$1,365.00
Daniel McNamara	Paralegal	1 year	Litigation	\$430.00	38.00	\$16,340.00
Amanda Mitchell	Paralegal	7 years	Litigation	\$360.00	82.60	\$29,736.00
Carrie Therese Oppenheim	Paralegal	11 years	Restructuring	\$430.00	23.80	\$10,234.00
Logan Taylor Wiggins	Paralegal	4 years	Litigation	\$360.00	74.20	\$26,712.00
Library Business Research	Research Specialist	N/A	Administrative Services	\$360.00	2.00	\$720.00
Library Factual Research	Research Specialist	N/A	Administrative Services	\$360.00	4.50	\$1,620.00
<b>TOTALS FOR PARAPROFESSIONALS</b>					<b>258.50</b>	<b>\$95,215.00</b>

**TOTAL FEES REQUESTED FOR ATTORNEYS AND PARAPROFESSIONALS**

**\$1,664,300.50**

**Exhibit C**

**Summary of Actual and Necessary Expenses for the Fee Period**

EXPENSE CATEGORY	AMOUNT
Third Party Telephone Charges	\$278.15
Standard Copies or Prints	\$877.00
Binding	\$8.40
Tabs/Indexes/Dividers	\$40.30
Color Copies or Prints	\$3,225.75
Scanned Images	\$0.00
4" Binders	\$13.00
5" Binders	\$27.00
Postage	\$3.00
Local Transportation	\$216.23
Travel Expense	\$3,050.00
Airfare	\$3,625.29
Transportation to/from airport	\$4,582.57
Travel Meals	\$173.56
Other Travel Expenses	\$0.00
Court Reporter Fee/Deposition	\$332.75
Appearance Fees	\$86.00
Other Court Costs and Fees	\$258.23
Process Server Fees	\$828.58
Catering Expenses	\$21,207.90
Outside Retrieval Service	\$1.03
Computer Database Research	\$12,373.88
LexisNexis Research	\$5,747.06
Overtime Transportation	\$266.36
Overtime Meals - Non-Attorney	\$100.00
Overtime Meals - Attorney	\$147.74
Secretarial Overtime	\$0.00
Additional Attorney Support Overtime	\$0.00
Overnight Delivery - Hard	\$10.33
Computer Database Research - Soft	\$350.90
<b>TOTAL</b>	<b>\$57,831.01</b>

**Exhibit D**

**Detailed Description of Time Records and Expenses**

**KIRKLAND & ELLIS LLP**

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue  
New York, NY 10022

FEIN 36-1326630

November 13, 2019

Windstream Holdings, Inc.  
4001 Rodney Parham Road  
Little Rock, AR 72212

Attn: Kristi Moody, Esq.

**Invoice Number: 1050019552**

**Client Matter: 24706-7**

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**In the Matter of Adversary Proceedings, Contested Matters**

For legal services rendered through September 30, 2019  
(see attached Description of Legal Services for detail)

\$ 744,519.50

Total legal services rendered

\$ 744,519.50

Legal Services for the Period Ending September 30, 2019 Pg 15 of 175 Invoice Number: 1050019552  
 Windstream Holdings, Inc. Matter Number: 24706-7  
 Adversary Proceedings, Contested Matters

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**Summary of Hours Billed**

<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Rate</u></b>	<b><u>Amount</u></b>
Anthony Abate	0.70	325.00	227.50
Cassandra E. Fenton	86.70	795.00	68,926.50
Yates French	34.80	1,120.00	38,976.00
Pratik K. Ghosh	88.20	795.00	70,119.00
Susan D. Golden	0.20	1,135.00	227.00
Stephen C. Hackney, P.C.	5.00	1,465.00	7,325.00
Stephen E. Hessler, P.C.	3.80	1,565.00	5,947.00
Alex Hevia	0.10	705.00	70.50
Heidi Hockberger	1.90	805.00	1,529.50
Richard U. S. Howell	112.10	1,160.00	130,036.00
Marc Kieselstein, P.C.	2.20	1,565.00	3,443.00
Alec Klimowicz	2.40	265.00	636.00
Ross M. Kwasteniet, P.C.	1.30	1,515.00	1,969.50
Library Business Research	2.00	360.00	720.00
Library Factual Research	4.00	360.00	1,440.00
Allison McDonald	58.10	1,025.00	59,552.50
Daniel McNamara	38.00	430.00	16,340.00
Amanda Mitchell	78.10	360.00	28,116.00
Carrie Therese Oppenheim	2.00	430.00	860.00
Francis Petrie	1.10	805.00	885.50
Katia Piza	7.90	265.00	2,093.50
Andrew Polansky	2.00	705.00	1,410.00
Daniel R. Schwartz	78.80	925.00	72,890.00
Ravi Subramanian Shankar	175.00	1,025.00	179,375.00
Michael B. Slade	3.50	1,310.00	4,585.00
Gregory Tsonis	4.10	925.00	3,792.50
Brad Weiland	13.00	1,255.00	16,315.00
Logan Taylor Wiggins	74.20	360.00	26,712.00
<b>TOTALS</b>	<b>881.20</b>		<b>\$ 744,519.50</b>

**Description of Legal Services**

<b><u>Date</u></b>	<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Description</u></b>
09/01/19	Daniel McNamara	1.00	Review contract attorney memorandum and supporting documentation.
09/01/19	Amanda Mitchell	0.70	Coordinate with e-discovery vendor re document review (.3); conference with K&E team re document review and redactions (.2); arrange logistics re document review(.2).
09/01/19	Ravi Subramanian Shankar	7.40	Review second-level privilege litigation documents.
09/02/19	Richard U. S. Howell	1.90	Prepare and review correspondence re open litigation issues (.9); review legal research memorandum re open issues for adversary proceeding (1.0).
09/02/19	Ravi Subramanian Shankar	5.30	Revise litigation schedule (.3); strategize re document collection (.3); review second level litigation privilege (4.7).
09/03/19	Cassandra E. Fenton	0.20	Analyze weekly case status agenda (.1); correspond re litigation issues (.1).
09/03/19	Richard U. S. Howell	3.80	Multiple conferences to discuss open litigation and discovery issues (2.1); prepare and review correspondence re same (1.7).
09/03/19	Ross M. Kwasteniet, P.C.	1.30	Analyze proposed litigation schedule and case timing issues.
09/03/19	Allison McDonald	0.20	Telephone conference and correspond with R. Howell re litigation issues (.1); correspond with R. Shankar re work in progress (.1).
09/03/19	Daniel McNamara	4.00	Review litigation documents for responsiveness and potential privilege.
09/03/19	Ravi Subramanian Shankar	3.30	Review documents re privilege.
09/03/19	Logan Taylor Wiggins	2.50	Review document production workspace and conference with team re upcoming productions (1.5); conference with team re Uniti adversary proceeding and schedule for same (1.0).
09/04/19	Cassandra E. Fenton	1.40	Office conference with R. Howell, R. Shankar, Y. French, D. Schwartz, and A. McDonald re case strategy (.5); draft and revise documents re experts (.9).



<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/04/19	Pratik K. Ghosh	0.80	Conference with K&E team re Uniti adversary proceeding status (.6); review and respond to relevant correspondence re same (.2).
09/04/19	Pratik K. Ghosh	1.50	Research and analyze legal issues re Uniti adversary proceeding.
09/04/19	Richard U. S. Howell	5.90	Prepare and review correspondence re open litigation issues (1.8); multiple conferences and telephone conferences to develop litigation strategy (2.9); conference to discuss open issues (1.2).
09/04/19	Allison McDonald	0.10	Correspond with R. Shankar re work in progress.
09/04/19	Daniel McNamara	3.50	Review litigation documents for responsiveness and potential privilege.
09/04/19	Amanda Mitchell	0.50	Conference with attorney team re document production (.2); coordinate with e-discovery vendor re same (.3).
09/04/19	Daniel R. Schwartz	0.80	Conference with R. Howell and R. Shankar re litigation strategy.
09/04/19	Ravi Subramanian Shankar	2.30	Conference with K&E team (1.0); update work plan (.5); review second level QC privilege (.4); strategize re litigation (.4).
09/04/19	Logan Taylor Wiggins	3.00	Telephone conference with K&E team re adversary proceeding (1.0); review document production workspace and conference with team re upcoming productions (2.0).
09/05/19	Cassandra E. Fenton	2.70	Telephone conference with R. Howell, and R. Shankar (1.0); analyze document review re recharacterization claim (.6); analyze research re recharacterization claim (1.1).
09/05/19	Pratik K. Ghosh	3.80	Research and analyze legal issues re privilege.
09/05/19	Pratik K. Ghosh	0.20	Conference with A. McDonald re Uniti privilege issues.
09/05/19	Pratik K. Ghosh	3.80	Research and analyze legal issues re adversary proceeding.
09/05/19	Richard U. S. Howell	6.30	Multiple telephone conferences to discuss open litigation, discovery and expert issues (3.3); prepare and review correspondence re same (3.0).

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/05/19	Allison McDonald	2.00	Correspond with R. Shankar re witness strategy (.1); review and analyze QC materials and correspond with R. Shankar re same (.6); review and analyze correspondence from R. Shankar re same (.1); correspond with D. McNamara re document review (.3); telephone conference with D. McNamara re same (.1); telephone conference with P. Ghosh re research (.1); telephone conference with K&E team (including A. Mitchell and R. Shankar) re same (.5); review and analyze documents for responsiveness and privilege (.2).
09/05/19	Daniel McNamara	1.50	Review litigation documents for responsiveness and potential privilege.
09/05/19	Amanda Mitchell	3.00	Identify documents for production(.5); conference and coordinate with e-discovery vendor to organize and update coding and document review coding layouts in Relativity (.7); conference with attorney team re ongoing production and review specifications (1.3); conference with attorney team re privilege (.5).
09/05/19	Daniel R. Schwartz	3.00	Second level document review and construction of production.
09/05/19	Ravi Subramanian Shankar	5.10	Review second level document privilege.
09/05/19	Brad Weiland	0.40	Review and analyze litigation and discovery items (.2); correspond with Y. French re same (.2).
09/05/19	Logan Taylor Wiggins	6.50	Litigation works in progress telephone conference with R. Shankar (.7); review document production workspace and conference with team re upcoming productions (2.8); prepare workspace for privilege log review (1.2); conference with team re document productions and reviewing of workspace (1.8).
09/06/19	Cassandra E. Fenton	6.70	Draft and revise documents re litigation issues (2.0); analyze research re litigation issues (.5); draft and revise interview memorandum, analyze documents re same (2.8); coordinate and analyze document review re claim (.6); analyze research re claim (.8).

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/06/19	Yates French	7.00	Review documents for deposition preparation (3.4); coordinate production of documents (3.6).
09/06/19	Pratik K. Ghosh	3.40	Research and analyze legal issues re adversary proceeding.
09/06/19	Richard U. S. Howell	4.80	Multiple telephone conferences to develop litigation strategy and discuss open issues (1.7); prepare and review correspondence re same (1.0); review materials to develop litigation strategy in Uniti adversary proceeding (1.5); multiple telephone conferences to discuss open expert issues (.6).
09/06/19	Library Factual Research	0.70	Identify investor transcripts for Uniti Group.
09/06/19	Allison McDonald	2.10	Draft 30(b)(6) subpoena rider (1.0); telephone conference with R. Shankar re same (.1); review and code documents for responsiveness and privilege (.3); telephone conference with R. Shankar, Y. French and R. Howell re case management and strategy (.3); correspond with P. Ghosh re common interest research (.3); correspond with R. Shankar re same (.1).
09/06/19	Daniel McNamara	1.80	Review litigation documents for responsiveness and potential privilege.
09/06/19	Amanda Mitchell	1.20	Review and compile core case documents and interview memorandum for attorney review.
09/06/19	Daniel R. Schwartz	6.50	Research re lease renewal (4.8); review Uniti materials (.7); review Uniti document requests (.6); review privilege issues (.4).
09/06/19	Ravi Subramanian Shankar	7.30	Review and analyze Uniti's document requests (.6); document review of witness files and second level QC review (4.2); correspond with Company re document review issues (.3); conference with K&E team re case strategy and prepare materials re same (.7); revise expert engagement letters (.6); finalize protective order and supervise submission of same (.5); correspond with intervenors re discovery (.2); revise litigation schedule (.2).
09/06/19	Logan Taylor Wiggins	3.30	Review document production workspace and conference with team re upcoming productions.
09/07/19	Ravi Subramanian Shankar	2.40	Review documents re witness files.

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/07/19	Logan Taylor Wiggins	2.00	Draft response to Uniti's First Request for Production of documents.
09/08/19	Cassandra E. Fenton	0.10	Draft adversary proceeding work in progress update.
09/08/19	Ravi Subramanian Shankar	5.40	Strategize re Uniti's document requests (1.4); revise witness interview memorandum (2.6); review document of witness files (1.1); correspond with K&E team re privilege issues (.3).
09/09/19	Cassandra E. Fenton	10.50	Analyze and review documents (5.8); prepare for case strategy meeting (1.2); conference with K&E team re case strategy (2.3); draft retention letters (.4); draft summary re document review (.8).
09/09/19	Yates French	9.50	Coordinate production of documents (3.1); review documents for upcoming depositions (4.1); prepare for and attend team meeting (2.3).
09/09/19	Pratik K. Ghosh	4.20	Research and analyze case law and secondary sources re privilege issue (3.7); summarize analysis and correspond with A. McDonald and R. Shankar re same (.5).
09/09/19	Pratik K. Ghosh	1.60	Telephonically attend team meeting re Uniti adversary proceeding trial strategy (1.4); review and analyze relevant correspondence re same (.2).
09/09/19	Richard U. S. Howell	9.30	Prepare for and attend multiple conferences and telephone conferences to develop litigation and trial strategy for Uniti adversary proceeding (4.0); prepare and review correspondence and other materials re same (3.2); review legal research and additional trial preparation materials (.8); review draft materials and provide comments to same (1.3).
09/09/19	Library Factual Research	3.30	Identify materials for Uniti Group.

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/09/19	Allison McDonald	3.00	Review and analyze RFPs and correspondence re same (.1); telephone conference with Company and R. Shankar re document requests (.2); follow up telephone conference with R. Shankar re same (.1); review and analyze RFP collection plan (.1); correspond with R. Shankar re same (.2); draft correspondence for L. Calliero re same (.1); office conference with K&E team (including R. Howell and Y. French) re case management and strategy (2.2).
09/09/19	Daniel McNamara	4.50	Review litigation documents for responsiveness and potential privilege.
09/09/19	Daniel R. Schwartz	0.30	Correspond with Y. French re case strategy (.1); review document requests (.2).
09/09/19	Ravi Subramanian Shankar	11.00	Conduct document review of J. Fletcher files (4.5); prepare for and conference with client re document production (.5); draft document collection plan (1.8); strategize re case schedule (.4); update work plan (.5); prepare for and participate in K&E litigation team meeting (2.7); revise subpoenas (.4); supervise document production (.2).
09/09/19	Logan Taylor Wiggins	7.30	Participate in K&E team meeting (1.7); review, prepare and finalize first document production in the Uniti Adversary (3.3); review document production workspace and conference with team re upcoming productions (2.3).
09/10/19	Cassandra E. Fenton	1.30	Draft and revise interview memorandum.
09/10/19	Pratik K. Ghosh	2.20	Research and analyze legal issues re Uniti adversary proceeding (1.8); summarize analysis and correspond with team re same (.4).
09/10/19	Alex Hevia	0.10	Draft correspondence to Company re relief from stay motion.
09/10/19	Richard U. S. Howell	5.20	Multiple telephone conferences to discuss potential hearings and other issues related to Uniti adversary proceeding (1.7); prepare and review correspondence re discovery and trial strategy issues for Uniti Adversary Proceeding (1.2); review materials in preparation for depositions and witnesses preparation (2.3).

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/10/19	Alec Klimowicz	1.00	Analyze core document and interview memorandum and prepare same for attorney team.
09/10/19	Allison McDonald	1.60	Telephone conference with R. Shankar re case management and strategy (.2); telephone conference with R. Shankar, L. Wiggins and A. Mitchell re documents collection strategy (.1); correspond with R. Shankar re same (.1); telephone conference with R. Shankar re collection strategy (.2); telephone conference with L. Wiggins re same (.1); correspond with R. Howell re same (.2); correspond with R. Howell and R. Shankar re conflicts (.1); draft subpoena (.3); correspond with R. Shankar re same (.2); correspond with R. Howell, R. Shankar and Y. French re same (.1).
09/10/19	Daniel McNamara	6.40	Review litigation documents for responsiveness and potential privilege.
09/10/19	Amanda Mitchell	3.20	Telephone conference with attorney team re document production (.8); coordinate with e-discovery vendor re preparing set of production eligible documents for final attorney review (1.2); coordinate with e-discovery vendor re document production (.7); draft and prepare subpoena and attachments (.5).
09/10/19	Daniel R. Schwartz	3.60	Second level document review.
09/10/19	Ravi Subramanian Shankar	5.90	Conduct document review of witnessr files (2.3); prepare for and conference with intervenors re litigation (.6); supervise document production (.2); correspond with K&E litigation team re work plan and strategize re same (.8); strategize re privilege logs (.5); correspond with client and K&E litigation team re document collection and review (.5); review and analyze subpoena (.4); review and analyze Uniti's document requests (.6).
09/10/19	Logan Taylor Wiggins	7.50	Review, prepare and finalize document production to intervenors (4.5); review document production workspace and conference with team re upcoming productions (3.0).
09/11/19	Cassandra E. Fenton	3.30	Compile and analyze documents (2.4); draft summary re the same (.9).

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/11/19	Yates French	10.50	Coordinate production of documents (3.9); review documents for upcoming depositions (3.7); review and revise discovery correspondence (2.9).
09/11/19	Pratik K. Ghosh	4.30	Research and analyze legal issues re Uniti adversary proceeding (3.6); summarize analysis and correspond with team re same (.7).
09/11/19	Richard U. S. Howell	2.10	Prepare and review correspondence re litigation and discovery issues related to Uniti adversary proceeding (1.0); telephone conference to discuss same (.4); legal research re breach of contract claim (.3); review recently filed docket materials and related correspondence (.4).
09/11/19	Allison McDonald	5.10	Telephone conference with Y. French re document collection (.1); correspond with K&E team re division of witnesses (.1); telephone conference with C. Fenton re same (.1); draft responses to requests for production (4.7); correspond with K&E team re same (.1).
09/11/19	Daniel McNamara	5.40	Review litigation documents for responsiveness and potential privilege.
09/11/19	Amanda Mitchell	4.80	Coordinate with e-discovery vendor re document production (.8); draft and prepare subpoena and attachments (1.3); review and update witness file searches in Relativity for attorney review (1.2); conference with e-discovery vendor re document collection specifications and date ranges for specific custodians (.7); research in Relativity for produced versions of requested documents for attorney review (.8).
09/11/19	Daniel R. Schwartz	2.30	Draft document requests (1.3); second level document review (1.0).
09/11/19	Ravi Subramanian Shankar	4.60	Revise document requests (1.7); revise subpoena (1.5); prepare document collection work plan (1.4).
09/11/19	Ravi Subramanian Shankar	2.70	Conference with K&E team re litigation schedule (.5); revise same (.3); draft letter to Uniti re document responses (1.0); supervise document collection and review (.6); revise subpoenas (.3).

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/11/19	Brad Weiland	0.50	Correspondence and telephone conference re litigation schedule with Kirkland team (.3); review and analyze materials re same (.2).
09/12/19	Cassandra E. Fenton	6.80	Compile and analyze documents (4.5); draft summary re the same (2.3).
09/12/19	Yates French	4.50	Coordinate production of documents (1.1); review documents for upcoming depositions (1.9); review and revise discovery correspondence (1.5).
09/12/19	Pratik K. Ghosh	3.00	Research and analyze legal issues re adversary proceeding.
09/12/19	Richard U. S. Howell	6.60	Multiple telephone conferences to develop litigation strategy for Uniti adversary proceeding (1.5); prepare and review correspondence re open litigation issues, discovery issues, scheduling issues, and expert issues (2.3); review and provide comments to draft materials (.8); review witness materials in preparation for depositions (2.0).
09/12/19	Allison McDonald	1.00	Telephone conference with Y. French re adversary proceeding project (.1); telephone conference with Windstream team re document retention (.9).
09/12/19	Daniel McNamara	6.40	Review litigation documents for responsiveness and potential privilege.
09/12/19	Amanda Mitchell	4.50	Coordinate with e-discovery vendor re document production (.8); finalize subpoena and attachments and prepare to be served (1.3); attend telephone conference with vendor re document collection interview (1.1); draft subpoena and attachments (.8); conference with K&E team re production eligible documents and searches for attorney review (.5).
09/12/19	Daniel R. Schwartz	3.00	Second level document review.
09/12/19	Ravi Subramanian Shankar	10.50	Revise Windstream's discovery responses (5.7); conduct document collection (3.1); prepare for and conference with client re experts (.8); review and analyze expert materials (.4); finalize and supervise service of subpoena (.5).
09/12/19	Michael B. Slade	0.50	Correspond re expert testimony.



<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/12/19	Logan Taylor Wiggins	1.50	Attend conference with Client re documents collection.
09/13/19	Cassandra E. Fenton	5.40	Compile and analyze documents (4.3); draft and revise summary re the same (1.1).
09/13/19	Pratik K. Ghosh	3.60	Research and analyze expert retention issues re Uniti adversary proceeding (3.4); summarize analysis and conference with R. Shankar re same (.2).
09/13/19	Richard U. S. Howell	3.40	Multiple telephone conferences re develop trial strategy, open discovery and expert issues (1.4); prepare and review correspondence re same (2.0).
09/13/19	Allison McDonald	5.70	Correspond with R. Shankar re adversary proceeding(.1); correspond with D. McNamara re document review (.1); telephone conference with R. Shankar re discovery (.4); telephone conference with expert re report preparations (.1); review and analyze adversary proceeding issues (3.1); draft letter responding to same (1.9).
09/13/19	Daniel McNamara	3.00	Review litigation documents for responsiveness and privilege.
09/13/19	Amanda Mitchell	3.00	Download additional files from client in preparation to load into Relativity for attorney review (1.3); coordinate with e-discovery vendor re processing and loading additional documents from client in preparation for document production (1.2); coordinate with e-discovery vendor to download REIT video from website for attorney review and inclusion into main case file (.5).
09/13/19	Francis Petrie	1.10	Correspond with chambers re conference scheduling (.7); same with K&E team, intervenors (.4).
09/13/19	Daniel R. Schwartz	2.50	Second level document review.
09/13/19	Ravi Subramanian Shankar	8.00	Revise Windstream's responses to Uniti's document requests (3.4); conduct legal research re experts (.7); revise document collection plan (.8); review and analyze documents (2.1); conduct document collection (1.0).
09/13/19	Michael B. Slade	0.40	Correspond with K&E team re expert witnesses.

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/13/19	Brad Weiland	0.50	Review and analyze litigation and discovery items including expert items and proposed schedule.
09/14/19	Cassandra E. Fenton	1.30	Draft and revise memorandum re legal research.
09/14/19	Pratik K. Ghosh	1.50	Research and analyze legal issues re adversary proceeding.
09/14/19	Allison McDonald	1.40	Draft Uniti discovery response letter.
09/14/19	Daniel R. Schwartz	2.00	Second level document review.
09/14/19	Ravi Subramanian Shankar	1.00	Revise discovery letter.
09/15/19	Cassandra E. Fenton	2.10	Analyze legal research re claims (1.0); analyze and compile legal research re litigation issues (1.1).
09/15/19	Pratik K. Ghosh	1.50	Research and analyze legal issues re adversary proceeding.
09/15/19	Richard U. S. Howell	1.20	Review materials in preparation for depositions (.8); review legal research (.4).
09/15/19	Allison McDonald	2.30	Draft letter to Uniti re discovery (1.4); correspond with R. Shankar re research memorandum summary (.1); correspond with R. Shankar re witness documents (.3); review and analyze same (.5).
09/15/19	Ravi Subramanian Shankar	7.10	Revise discovery letter (3.8); compile prior legal research and summarize same (1.7); review and analyze Uniti materials (1.6).
09/16/19	Cassandra E. Fenton	2.50	Compile documents re litigation issues (1.3); analyze documents compiled re same (1.2).
09/16/19	Pratik K. Ghosh	4.80	Research and analyze substantive legal issues re Unit (3.3); review and revise responses and objections to Uniti RFPs (1.3); correspond with team re same (.2).
09/16/19	Richard U. S. Howell	6.00	Prepare for and attend multiple telephone conferences on open discovery and litigation strategy issues re adversary proceeding (2.5); prepare and review correspondence re same (2.3); review materials in preparation for depositions (1.0); review recently filed docket materials (.2).

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/16/19	Allison McDonald	1.60	Correspond with R. Howell and Y. French re discovery letter (.1); correspond with P. Ghosh and C. Fenton re same (.1); telephone conference with R. Shankar re document collection process (.1); telephone conference with R. Shankar, R. Howell and client re document collection (.7); correspond with Y. French re document requests (.1); review and analyze legal research re Uniti RFP letter (.4); revise letter to Uniti re discovery (.1).
09/16/19	Amanda Mitchell	3.70	Identify files re document production (2.4); coordinate same with e-discovery vendor (.8); conference with K&E team re upcoming document production (.5).
09/16/19	Daniel R. Schwartz	1.30	Second level document review.
09/16/19	Ravi Subramanian Shankar	7.10	Revise expert materials (.4); draft document requests (.8); finalize K&E litigation team research (.5); prepare for and attend telephone conference with client re document collection (.7); prepare document collection (1.0); review and analyze documents for production (2.3); revise letter re discovery (1.4).
09/17/19	Cassandra E. Fenton	1.60	Telephone conference with experts (1.1); prepare for the same (.5).
09/17/19	Pratik K. Ghosh	3.10	Research and analyze legal issues re adversary proceeding.
09/17/19	Richard U. S. Howell	3.50	Multiple telephone conferences to discuss open discovery issues, scheduling issues and expert issues (2.2); prepare and review correspondence re same (1.3).
09/17/19	Allison McDonald	4.20	Review and analyze accounting memorandum (.3); review and analyze correspondence re adversary proceeding (.1); correspond with L. Wiggins and A. Mitchell re same (.1); review and analyze documents (.1); correspond with L. Wiggins and A. Mitchell re same (.1); telephone conference with R. Shankar re project list (.3); correspond with K&E team (including R. Shankar and C. Fenton) re outstanding projects and coordination re same (.3); correspond with R. Shankar and Y. French re subpoena (.1); correspond with L. Calliero re dataroom (.1); review and analyze documents (2.7).

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/17/19	Amanda Mitchell	5.90	Telephone conference with attorney team and vendor re upcoming custodial interviews (.7); download additional files from client (2.7); coordinate same with e-discovery vendor (1.2); review and compile documents for attorney review (.3); review and compile all documents (.8); create saved search of documents re Uniti proceeding (.2).
09/17/19	Katia Piza	3.50	Review correspondence from L. Wiggins and A. Mitchell re project to assist with review and pulling documents from client database (.9); review documents productions from client database per attorneys request (2.6).
09/17/19	Daniel R. Schwartz	8.80	Second level document review.
09/17/19	Ravi Subramanian Shankar	9.20	Prepare for and attend telephone conference re experts and board meeting (.9); supervise document collection (1.2); correspond re discovery schedule (.4); revise document requests and supervise service of time (.7); review and analyze documents (2.8); revise expert materials (.6); conduct privilege review (1.6); revise discovery letter (1.0).
09/17/19	Brad Weiland	0.60	Review and analyze litigation schedule and correspondence and telephone conferences re same with working group.
09/17/19	Logan Taylor Wiggins	3.50	Review document production workspace and conference with team re upcoming productions (2.3); edit and finalize Subpoena (1.2).
09/18/19	Cassandra E. Fenton	4.80	Participate in telephone conference with R. Shankar, A. McDonald, D. Schwartz, and P. Ghosh re discovery (.5); research re recharacterization (2.3); draft memorandum re recharacterization analysis (2.0).
09/18/19	Pratik K. Ghosh	0.80	Attend team meeting re adversary proceeding coordination and status (.5); review related documents and correspondence re same (.3).
09/18/19	Richard U. S. Howell	2.80	Prepare for and attend multiple telephone conferences to discuss open discovery issues and litigation strategy issues (2.0); prepare and review correspondence re same (.8).

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/18/19	Allison McDonald	2.30	Correspond with R. Shankar re discovery letter (.1); telephone conference with K&E team (including R. Shankar and D. Schwartz) re case management and strategy (.5); correspond with L. Wiggins and A. Mitchell re document productions (.1); telephone conference with K. Smith, D. King and R. Shankar re documents and privilege issues (.2); review and analyze witness documents (1.4).
09/18/19	Amanda Mitchell	5.70	Telephone conference with e-discovery vendor and attorney team re upcoming custodial interviews (.2); download additional files (2.3); coordinate with e-discovery vendor re processing and loading additional documents from client in preparation for document production (1.2); telephone conference with K&E team re upcoming document production (2.0).
09/18/19	Katia Piza	4.40	Produce documents from Merrill Datasite.
09/18/19	Daniel R. Schwartz	1.40	Second level document review.
09/18/19	Ravi Subramanian Shankar	9.10	Finalize discovery letter and correspond re same (1.8); conduct privilege review (4.8); correspond with client re privilege review (.5); draft memorandum re document collection and correspond re same (1.4); attend K&E litigation team conference re work plan (.6).
09/18/19	Logan Taylor Wiggins	2.80	Review document production workspace and conference with team re upcoming productions.
09/19/19	Cassandra E. Fenton	2.30	Research re adversary proceeding claim (1.7); draft memorandum re the same (.6).
09/19/19	Richard U. S. Howell	6.80	Multiple telephone conferences to discuss open litigation and restructuring issues (1.8); prepare and review correspondence re same (1.3); review materials in preparation for depositions (2.2); review correspondence re discovery disputes and additional discovery issues (1.5).
09/19/19	Allison McDonald	5.50	Review and analyze documents and take notes re analysis re same (5.4); telephone conference with A. Mitchell re document production (.1).

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/19/19	Amanda Mitchell	7.90	Download additional files from client in preparation to load into Relativity for attorney review (1.3); coordinate with e-discovery vendor re processing and loading additional documents from client in preparation for document production (.5); conference with attorney team re upcoming document production (.8); coordinate with e-discovery vendor to create report of all email documents (.7); review and finalize document production (.7); draft production correspondence (.3); serve document production (.2); update privilege log coding panel for attorney review (.2); review and QC documents in preparation for document production (2); coordinate with e-discovery vendor to prepare document production (.7); review RFP responses to confirm all docs are queued for production (.5).
09/19/19	Daniel R. Schwartz	3.80	Second level document review.
09/19/19	Ravi Subramanian Shankar	4.70	Conference re litigation schedule (.8); revise discovery responses (1.4); compile documents for supplemental production (1.0); revise subpoenas (.4); conduct second level QC review and strategize re same (1.1).
09/19/19	Logan Taylor Wiggins	6.00	Draft Subpoenas (1.7); review prior document collections specs and provide summary to attorney team re same (1.6); review document production workspace and conference with team re upcoming productions (2.7).
09/20/19	Cassandra E. Fenton	6.80	Research and analyze adversary proceeding claim (4.2); draft and revise memorandum re same (2.6).
09/20/19	Pratik K. Ghosh	1.80	Research and analyze legal issues re Uniti adversary proceeding (.6); review relevant correspondence and documents re same (1.2).
09/20/19	Richard U. S. Howell	4.40	Multiple telephone conferences to discuss Uniti adversary proceeding and related discovery and strategy issues (.7); prepare and review correspondence re same (1.0); prepare and review correspondence re expert issues (.8); telephone conference to discuss litigation schedule for adversary proceeding (.6); review materials to develop litigation strategy (1.3).

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/20/19	Allison McDonald	0.40	Correspond with L. Wiggins and A. Mitchell re document production (.1); correspond with K&E team (including C. Fenton and R. Shankar) re project list and strategy re same (.1); correspond with K&E team re documents (.2).
09/20/19	Amanda Mitchell	5.30	Coordinate with e-discovery vendor to create search (.8); coordinate with e-discovery vendor to create review batches of emails for attorney review (.7); review and finalize document production (.7); update responses with production numbers (.8); finalize responses and prepare service copies (1.3); coordinate with e-discovery vendor to prepare document review batches for attorney review (.7); create saved searches in Relativity of additional email collections for attorney review (.3).
09/20/19	Daniel R. Schwartz	9.00	Second level document review (6.3); draft of subpoena (1.7); discussion of case with analysis group to recruit expert witnesses (.4); analysis of attorney client privilege production issues (.6).
09/20/19	Ravi Subramanian Shankar	8.00	Conduct review of J. Fletcher documents re production (3.4); finalize Windstream's document request responses and serve same (.9); prepare for and conference with client re fact development (.5); conduct fact development (2.2); draft document collection parameters (.8); telephone conference with Uniti's counsel re litigation schedule (.2).
09/20/19	Brad Weiland	2.20	Review and analyze objections to contested lease assumption motion (1.8); review and analyze litigation schedule items (.4).
09/20/19	Logan Taylor Wiggins	6.10	Review document production workspace and run targeted searches per attorney requests (2.2); prepare and finalize document production (1.8); review document collection history (1.3); draft Document Subpoena with attachments (.8).
09/21/19	Pratik K. Ghosh	1.70	Research and analyze legal issues re Uniti adversary proceeding (.9); review relevant correspondence and documents re same (.8).
09/21/19	Stephen E. Hessler, P.C.	0.50	Telephone conference and correspond with K&E team re hearing.

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/21/19	Amanda Mitchell	0.70	Coordinate with e-discovery vendor to create document review batches of privileged documents (.5); telephone conference with attorney teams re review batches of privileged documents (.2).
09/21/19	Ravi Subramanian Shankar	3.60	Supervise document review (.4); draft discovery disclosures (1.4); conduct QC document review (1.8).
09/21/19	Logan Taylor Wiggins	1.80	Review document production workspace and run targeted searches per attorney requests.
09/22/19	Pratik K. Ghosh	1.80	Research and analyze legal issues re Uniti adversary proceeding (1.2); review relevant correspondence and documents re same (.6).
09/22/19	Stephen E. Hessler, P.C.	0.50	Telephone conference and correspond with K&E team re hearing.
09/22/19	Ravi Subramanian Shankar	5.70	Review and edit research memorandum (1.3); conduct document review (2.3); draft privilege log (2.1).
09/22/19	Logan Taylor Wiggins	3.20	Review document production workspace and run targeted searches per attorney requests (1.8); prepare database for privilege log review and coding (1.4).
09/23/19	Anthony Abate	0.30	Search for precedent replies in support of motion to stay 365(d)(4) deadline (.2); draft template re same (.1).
09/23/19	Cassandra E. Fenton	5.70	Draft and revise initial disclosures (2.1); analyze documents for production (3.6).
09/23/19	Pratik K. Ghosh	2.80	Research and analyze privilege issues re adversary proceeding (2.1); correspond with litigation team re same (.7).
09/23/19	Stephen E. Hessler, P.C.	1.30	Telephone conference with K&E team re rejection presentation (.5); telephone conference and correspond with K&E team re hearing (.5); correspond with K&E team re litigation telephone conferences (.3).
09/23/19	Richard U. S. Howell	6.40	Multiple telephone conferences to develop litigation strategy and finalize litigation schedule (2.7); prepare and review correspondence re open litigation and discovery issues (1.8); review materials in preparation for depositions (.6); multiple telephone conferences to discuss expert work (1.3).



<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/23/19	Marc Kieselstein, P.C.	2.20	Review revised litigation schedule (.9); review subjective intent, hybrid and objective standards re useful life (1.3).
09/23/19	Allison McDonald	3.00	Telephone conference with R. Shankar re interviews and other discovery issues (.3); telephone conference with B. Gunderman re document collection (.4); telephone conference with T. Thomas re same (.3); telephone conferences with A. Mitchell re same (.1); correspond with R. Shankar re email collections (.2); review and analyze legal research (.3); correspond with P. Ghosh re same (.1); telephone conference with J. Canty re collections (.1); telephone conference with client re same (.3); telephone conference with client re same (.2); telephone conference with Uniti team, intervenor and K&E team (including R. Shankar and R. Howell) re discovery (.7).
09/23/19	Amanda Mitchell	2.50	Telephone conference with attorney team re upcoming document production (.2); identify additional documents re production (.3); attend conference call for custodial interview (.5); prepare memorandum re custodial interview of potential witness (.3); attend telephone conference re custodial interview (.5); attend telephone conference for custodial interview of potential witness (.2); prepare memorandum re custodial interview of potential witness (.1); attend telephone conference for custodial interview of potential witness (.3); prepare memorandum re custodial interview of potential witness (.1).
09/23/19	Daniel R. Schwartz	1.40	Second level document review.
09/23/19	Ravi Subramanian Shankar	6.00	Draft privilege log (1.8); conduct QC document review (1.1); draft and revise discovery disclosures (1.1); strategize re document review (.8); conference re subpoenas (.3); correspond re litigation schedule (.9).
09/23/19	Logan Taylor Wiggins	0.70	Review document production workspace and run targeted searches per attorney requests in preparation of document production.

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/24/19	Cassandra E. Fenton	5.30	Research and analyze issues re adversary proceeding (2.4); draft and revise memorandum re same (.6); analyze documents re potential witness (2.3).
09/24/19	Pratik K. Ghosh	5.30	Research and analyze privilege issues re Uniti adversary proceeding (3.8); summarize analysis and correspond with litigation team re same (1.5).
09/24/19	Richard U. S. Howell	4.80	Multiple telephone conferences re open litigation strategy and expert work issues (2.3); prepare and review correspondence re same (.4); review materials at request of K. Moody (.5); review discovery correspondence (.4); telephone conferences to discuss open discovery issues (1.2).
09/24/19	Allison McDonald	1.80	Correspond with R. Shankar re discovery (.2); telephone conference with same re same (.2); correspond with P. Anderson re same (.1); telephone conference with Sandline, R. Shankar, A. Mitchell and L. Wiggins re search terms and strategy re same (.7); correspond with R. Howell re subpoena issues (.1); correspond with C. Fenton re legal research re estoppel (.1); correspond with D. Schwartz re stay status (.1); correspond with R. Shankar and R. Howell re Stephens indemnity (.1); telephone conference with Y. French re Uniti witness file strategy (.1); correspond with L. Wiggins and A. Mitchell re same (.1).
09/24/19	Amanda Mitchell	2.00	Confer with attorney team re upcoming document production (.4); create saved search in Relativity of drafts of Master Lease for attorney review (.8); attend conference call with e-discovery vendor and attorney team re document collection (.8).
09/24/19	Daniel R. Schwartz	3.80	Second level document review (3.4); correspondence with opposing counsel re temporary lift of stay (.4).
09/24/19	Ravi Subramanian Shankar	6.20	Correspond and strategize re litigation schedule (3.7); draft correspondence re discovery (2.5).

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/24/19	Brad Weiland	2.80	Review and resolve outstanding objections for hearing (1.7); telephone conference re same with working group (.5); follow up correspondence and telephone conferences re same with team (.6).
09/24/19	Logan Taylor Wiggins	3.80	Attend telephone conference with Sandline and attorney team re document collection (.7); review document production workspace and run targeted searches per attorney requests in preparation of document production (3.1).
09/25/19	Cassandra E. Fenton	6.20	Analyze documents re potential witness (3.4); analyze and draft document collection plan (2.3); participate in telephone conference with R. Shankar, A. McDonald, D. Schwartz, and P. Ghosh re case status (.5).
09/25/19	Pratik K. Ghosh	3.70	Research and analyze privilege issues re adversary proceeding (3.2); summarize analysis and correspond with litigation team re same (.5).
09/25/19	Stephen E. Hessler, P.C.	1.50	Telephone conference and correspond with K&E team re litigation schedule and hearing (1.0); telephone conference and correspond with K&E team re hearing schedule (.5).
09/25/19	Richard U. S. Howell	8.80	Multiple conferences and telephone conferences to prepare for hearing on September 27 (1.2); prepare and review correspondence re same (.6); multiple conferences and telephone conferences to develop trial strategy in Uniti adversary proceeding (2.0); review materials to develop trial strategy adversary proceeding (1.3); prepare and review correspondence re litigation schedule (.2); multiple conferences and telephone conferences to discuss open discovery issues (.7); prepare for interviews and depositions (1.6); review recently filed docket materials (.4); prepare and review correspondence re expert issues (.8).

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/25/19	Allison McDonald	3.40	Correspond with P. Ghosh re privilege research (.1); correspond with P. Anderson re custodian interviews (.1); telephone conference with same re same (.1); telephone conference with R. Shankar re case strategy (.2); telephone conference with A. Vanderkamp re same (.3); telephone conference with R. Shankar, C. Fenton and D. Schwartz re same (.5); correspond with R. Shankar re document collections (.1); telephone conference with expert re trial (.1); correspond with R. Shankar and R. Howell re same (.1); draft master lease materials (.4); correspond with L. Wiggins and A. Mitchell re same (.1); review and comment on re Rule 26(a) disclosures (.2); correspond with R. Shankar and C. Fenton same (.1); correspond with Y. French re Uniti witness files (.3); review and analyze documents and prepare for deposition (.7).
09/25/19	Amanda Mitchell	2.70	Download Uniti's Notice of Subpoena for attorney review (.2); update document production coding in Relativity per attorney request (.7); create saved search of documents sent to expert for attorney review (1.2); conference with attorney team re witness searches (.3); review and update saved search of drafts for attorney review (.3).
09/25/19	Daniel R. Schwartz	5.40	Second level document review (4.8); conference with A. McDonald and R. Shankar re production issues (.6).
09/25/19	Ravi Subramanian Shankar	8.10	Correspond and strategize re litigation schedule (2.3); draft discovery disclosures (.8); review and analyze documents (1.6); supervise document collection (.7); correspond and strategize re subpoenas (2.7).
09/25/19	Brad Weiland	4.10	Review and resolve outstanding objections (1.5); correspond and telephone conference re same with working group, client (.7); correspondence re adversary items with client, litigation team (.2); review and analyze litigation schedule and status re same (.6); correspondence and telephone conferences re same with K&E team, client (1.1).

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/25/19	Logan Taylor Wiggins	2.80	Review document production workspace and run targeted searches per attorney requests in preparation of document production.
09/26/19	Cassandra E. Fenton	1.60	Analyze and revise document collection plan.
09/26/19	Pratik K. Ghosh	2.20	Review and analyze documents re Uniti adversary proceeding witness deposition preparation binders (1.9); correspond with litigation team re same (.3).
09/26/19	Susan D. Golden	0.20	Correspond with H. Hockberger re scheduling order.
09/26/19	Stephen C. Hackney, P.C.	5.00	Review background materials (1.5); attend litigation team meeting (3.5).
09/26/19	Heidi Hockberger	1.90	Draft stipulated scheduling order re adversary proceeding (1.4); research re related claims issues (.5).
09/26/19	Richard U. S. Howell	3.90	Prepare for and attend conference to develop litigation strategy (2.3); prepare and review correspondence re open litigation and discovery issues (1.6).
09/26/19	Library Business Research	2.00	Obtain materials for Windstream entities.
09/26/19	Allison McDonald	0.80	Telephone conference with R. Shankar re discovery issues (.1); correspond with same and C. Fenton re same (.1); correspond re project re Master Lease (.1); telephone conference with R. Shankar and K. Smith re discovery (.5).
09/26/19	Amanda Mitchell	4.50	Telephone conference with attorney team re upcoming document production (1.8); review document coding in Relativity in preparation for document production (1.2); create additional searches of production eligible documents (.8); update document production coding in Relativity per attorney request (.7).
09/26/19	Carrie Therese Oppenheim	0.40	Draft notice of cancellation re pretrial conference (.3); file same (.1).
09/26/19	Andrew Polansky	2.00	Draft scheduling order (1.3); revise scheduling order (.6); correspond with H. Hockberger re same (.1).
09/26/19	Daniel R. Schwartz	5.00	Second level document review (4.5); review of subpoenas (.5).

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/26/19	Ravi Subramanian Shankar	8.60	Correspond and strategize re litigation schedule (1.3); prepare for and conference with Court re same (.8); prepare for and attend K&E litigation team meeting (2.2); strategize re document collection (.6); finalize subpoenas (.4); conduct case management (.6); draft discovery disclosures (1.4); correspond with K&E litigation team re document analysis (.9); revise litigation schedule order (.4).
09/26/19	Michael B. Slade	2.60	Review materials re litigation issues (.8); meeting with team re adversary proceeding (1.8).
09/26/19	Logan Taylor Wiggins	3.30	Review document production workspace and run targeted searches per attorney requests in preparation of document production.
09/27/19	Anthony Abate	0.40	Prepare, revise, and file adversary scheduling order.
09/27/19	Cassandra E. Fenton	2.20	Analyze and revise memorandum re research (.7); analyze research re adversary proceeding (.4); analyze documents re potential witness (1.1).
09/27/19	Yates French	3.30	Prepare for and attend meeting with R. Howell and S. Hackney re litigation strategy.
09/27/19	Pratik K. Ghosh	3.90	Review and analyze documents for production re Uniti adversary proceeding (3.8); conference with D. Schwartz re same (.1).
09/27/19	Pratik K. Ghosh	2.80	Review and analyze documents re Uniti adversary proceeding witness deposition preparation binders.
09/27/19	Richard U. S. Howell	6.30	Multiple conferences and telephone conferences re document collection and review and open discovery issues (1.3); prepare and review correspondence re same (1.1); multiple telephone conferences to develop litigation strategy (.6); prepare and review correspondence re same (.8); review materials to prepare for depositions (2.5).
09/27/19	Alec Klimowicz	0.60	Review expert materials sent and create materials re same and all future materials sent.

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/27/19	Allison McDonald	1.10	Telephone conferences with R. Shankar re case management and strategy (.2); telephone conference with witness re document collections (.5); correspond with D. Schwartz re document questions (.1); telephone conference with M. Small re document collection (.3).
09/27/19	Amanda Mitchell	5.20	Confer with attorney team re document review and upcoming document production (1.7); review duplicate analysis of documents in Relativity (.5); update saved searches in Relativity of production eligible documents for attorney review (1.2); coordinate with e-discovery vendor to create additional batches for attorney review (.3); create mixed coding searches in Relativity for attorney review (1.2); download and organize documents from Baker Tilly for attorney review (.3).
09/27/19	Carrie Therese Oppenheim	1.60	Draft notice of filing proposed scheduling order (.6); finalize same for filing (.3); coordinate with K&E team and chambers re submission (.7).
09/27/19	Daniel R. Schwartz	7.10	Second level document review (6.3); analysis of Yadegarian lawsuit (.5); review of subpoenas (.3).
09/27/19	Ravi Subramanian Shankar	4.60	Revise and correspond re litigation schedule order (1.7); supervise filing of same (.7); revise and conference re discovery disclosures (1.1); revise subpoenas (.6); conference re subpoenas (.5).
09/27/19	Brad Weiland	1.40	Correspond and telephone conferences with R. Shankar re litigation scheduling order (.7); review and analyze same (.7).
09/27/19	Logan Taylor Wiggins	3.30	Review and search workspace re document production. (2.8); draft subpoenas to production documents (.5).
09/28/19	Cassandra E. Fenton	0.80	Analyze documents re potential witness.
09/28/19	Pratik K. Ghosh	4.20	Review and analyze documents for production re adversary proceeding (3.9); review and analyze related correspondence and guidance documents re same (.3).
09/28/19	Amanda Mitchell	0.70	Coordinate with e-discovery vendor to create additional searches for attorney review.
09/28/19	Ravi Subramanian Shankar	0.30	Revise discovery disclosures.

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/28/19	Logan Taylor Wiggins	0.80	Review and search workspace re document production.
09/29/19	Cassandra E. Fenton	1.30	Revise memorandum re adversary proceeding research (.5); analyze documents re potential witness (.8).
09/29/19	Pratik K. Ghosh	2.90	Review and analyze documents re Uniti adversary proceeding witness deposition preparation binders.
09/29/19	Pratik K. Ghosh	4.20	Review and analyze documents for production re Uniti adversary proceeding (3.9); review and analyze related correspondence and guidance documents re same (.3).
09/29/19	Richard U. S. Howell	1.70	Review materials to develop strategy for trial in Uniti adversary proceeding (1.4); prepare and review correspondence re same (.3).
09/29/19	Allison McDonald	2.60	Prepare B. Gunderman witness file (2.2); correspond with R. Shankar re K. Gunderman witness file (.1); correspond with D. Schwartz and R. Shankar re privilege question (.1); correspond with P. Ghosh, C. Fenton and D. Schwartz re witness files (.1); correspond with Y. French re Uniti witness files (.1).
09/29/19	Amanda Mitchell	2.00	Telephone conference with e-discovery vendor and attorney team re privilege review batches (.8); review privilege review searches in Relativity (.2); create saved search of documents for attorney review (.3); review and compile documents re witness file (.7).
09/29/19	Ravi Subramanian Shankar	0.40	Supervise document collection.
09/29/19	Logan Taylor Wiggins	0.20	Review and search document production workspace re document production.
09/30/19	Cassandra E. Fenton	3.80	Participate in telephone conference with R. Howell, R. Shankar, and J. Stopford (1.2); analyze documents for production (2.6).
09/30/19	Pratik K. Ghosh	2.80	Review and analyze documents re Uniti adversary proceeding witness deposition preparation binders.
09/30/19	Pratik K. Ghosh	4.00	Review and analyze documents for production re Uniti adversary proceeding (3.8); review and analyze related correspondence and guidance documents re same (.2).



<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/30/19	Richard U. S. Howell	6.20	Prepare and review correspondence re open litigation and discovery items (1.4); multiple conferences and telephone conferences re same (2.2); review recently filed docket materials (.3); prepare materials for potential depositions in Uniti adversary proceeding (2.3).
09/30/19	Alec Klimowicz	0.80	Review and analyze materials for experts reporting.
09/30/19	Allison McDonald	6.90	Telephone conference with R. Shankar and G. Tsonis re case management and litigation strategy (.1); telephone conference with R. Shankar discovery strategy (.2); correspond with D. McNamara re review project (.3); telephone conference with A. Mitchell re same (.2); correspond with same re same (.1); correspond with P. Anderson re M. Skudin documents (.1); correspond with K&E team outstanding projects and coordination re same (.2); review and analyze B. Gunderman documents (5.7).
09/30/19	Daniel McNamara	0.50	Review of litigation documents.
09/30/19	Amanda Mitchell	8.40	Download files re document production (3.3); coordinate with e-discovery vendor re processing and loading additional documents from client in preparation for document production (1.1); review and compile documents re witness files (2.7); conference with attorney team re review of witness documents (.3); update witness review coding panel in Relativity per attorney request (.3); update saved searches in Relativity of Uniti witness searches for attorney review (.7).
09/30/19	Daniel R. Schwartz	7.80	Second level document review.
09/30/19	Ravi Subramanian Shankar	4.10	Revise discovery disclosures (1.9); supervise document review and collection (1.8); conference with K&E litigation team re same (.4).
09/30/19	Gregory Tsonis	4.10	Review and analyze case background materials re upcoming litigation (2.7); prepare for and participate in telephone conference with R. Shankar re case background and review project (.4); review and analyze documents re same (1.0)

Legal Services for the Period Ending September 30, 2019 Pg 42 of 175 Invoice Number: 1050019552  
 Windstream Holdings, Inc. Matter Number: 24706-7  
 Adversary Proceedings, Contested Matters

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/30/19	Brad Weiland	0.50	Correspond re litigation next steps and scheduling with client, team (.2); review and analyze materials re same (.3).
09/30/19	Logan Taylor Wiggins	2.30	Review and search document production workspace (1.5); receipt and review of documents received from Company re production (.3); prepare documents for expert review (.5).
<b>Total</b>		<b>881.20</b>	

**KIRKLAND & ELLIS LLP**

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue  
New York, NY 10022

FEIN 36-1326630

November 13, 2019

Windstream Holdings, Inc.  
4001 Rodney Parham Road  
Little Rock, AR 72212

Attn: Kristi Moody, Esq.

**Invoice Number: 1050019553**

**Client Matter: 24706-8**

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**In the Matter of Automatic Stay Matters**

For legal services rendered through September 30, 2019  
(see attached Description of Legal Services for detail)

\$ 14,838.50

Total legal services rendered

\$ 14,838.50

Legal Services for the Period Ending September 30, 2019 Pg 44 of 175 Invoice Number: 1050019553  
 Windstream Holdings, Inc. Matter Number: 24706-8  
 Automatic Stay Matters

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**Summary of Hours Billed**

<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Rate</u></b>	<b><u>Amount</u></b>
Anthony Abate	0.80	325.00	260.00
Neda Davanipour	0.60	805.00	483.00
Alex Hevia	2.70	705.00	1,903.50
Hannah Kupsky	0.20	325.00	65.00
John R. Luze	1.80	1,045.00	1,881.00
Amanda Mitchell	4.50	360.00	1,620.00
Carrie Therese Oppenheim	2.50	430.00	1,075.00
Francis Petrie	1.60	805.00	1,288.00
Andrew Polansky	6.60	705.00	4,653.00
Nacif Taousse	2.00	805.00	1,610.00
<b>TOTALS</b>	<b>23.30</b>		<b>\$ 14,838.50</b>

**Description of Legal Services**

<b><u>Date</u></b>	<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Description</u></b>
09/03/19	Amanda Mitchell	4.50	Identify documents for production (1.3); conference and coordinate with e-discovery vendor re same (2.5); update document review system (.7);
09/03/19	Carrie Therese Oppenheim	1.40	Review precedent re appeal stipulations (.6); draft scheduling stipulation re Murray appeal (.7); correspond with J. Luze re same (.1).
09/09/19	John R. Luze	0.70	Review and analyze automatic stay issues.
09/09/19	Carrie Therese Oppenheim	0.20	Correspond with K&E team re August hearing transcript.
09/09/19	Nacif Taousse	0.30	Review automatic stay pleading and correspond with K&E team re response to same.
09/11/19	Anthony Abate	0.60	Prepare and file stipulation.
09/11/19	John R. Luze	0.40	Review and analyze automatic stay issues.
09/11/19	Carrie Therese Oppenheim	0.30	Revise INQ automatic stay stipulation.
09/12/19	Hannah Kupsky	0.20	Correspond with S. McMillan re Tindle V. Windstream Services Case.
09/12/19	Francis Petrie	0.90	Correspond with K&E team re Florida AG results and briefing.
09/13/19	Anthony Abate	0.20	Prepare and file notice of Tindle settlement.
09/13/19	John R. Luze	0.40	Review and analyze automatic stay issues.
09/13/19	Carrie Therese Oppenheim	0.20	Correspond with K&E team and KCC re filing and service of Tindle settlement.
09/13/19	Andrew Polansky	2.10	Draft objection re motion to lift automatic stay.
09/15/19	John R. Luze	0.30	Conference with K&E team re automatic stay issues.
09/16/19	Neda Davanipour	0.60	Correspond with vendor and company re automatic stay violation issues and resolve same.
09/16/19	Andrew Polansky	0.30	Conferences with A. Hevia re lift-stay motion.
09/16/19	Nacif Taousse	0.50	Telephone conference with A. Hevia, A. Polanski re South Plains filings (.2); review same (.3).

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/19/19	Alex Hevia	1.10	Review and revise stipulation to resolve South Plains Electric Company motions (.2); conference with K&E team, J. Luze re same (.9).
09/19/19	Carrie Therese Oppenheim	0.40	Draft notice of filing SPEC agreed stay order (.3); correspond with K&E team re filing of same (.1).
09/19/19	Andrew Polansky	2.40	Draft automatic stay stipulation (1.6); conferences with A. Hevia re same (.3); revise same (.5).
09/19/19	Nacif Taousse	0.50	Review stipulation re South Plains stay motion (.3); correspond with K&E team re same (.2).
09/20/19	Alex Hevia	0.60	Correspond with M. Tarbox re resolving SPEC relief from stay motion and motion to determine assumption/rejection timeline (.4); correspond and conference with K&E team and J. Luze re same (.2).
09/20/19	Francis Petrie	0.70	Correspond with K&E team re status of lift stay stipulation.
09/20/19	Andrew Polansky	0.30	Conferences and correspond with A. Hevia, K&E team re automatic stay settlement.
09/23/19	Alex Hevia	1.00	Telephone conference with M. Tarbox and K&E team re resolving set off issue (.4); review and revise stipulation and notice of order (.6).
09/23/19	Andrew Polansky	0.50	Review, revise automatic stay stipulation.
09/23/19	Nacif Taousse	0.70	Review stipulation re South Plains automatic stay relief pleading (.4); correspond with K&E team re same (.3).
09/24/19	Andrew Polansky	1.00	Review, revise stipulation and agreed order (.9); correspond with K&E team re same (.1).
<b>Total</b>		<b>23.30</b>	

**KIRKLAND & ELLIS LLP**

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue  
New York, NY 10022

FEIN 36-1326630

November 13, 2019

Windstream Holdings, Inc.  
4001 Rodney Parham Road  
Little Rock, AR 72212

Attn: Kristi Moody, Esq.

**Invoice Number: 1050019554**

**Client Matter: 24706-9**

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**In the Matter of US Trustee Issues and Communications**

For legal services rendered through September 30, 2019  
(see attached Description of Legal Services for detail)

\$ 779.00

Total legal services rendered

\$ 779.00

**Summary of Hours Billed**

<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Rate</u></b>	<b><u>Amount</u></b>
Francis Petrie	0.50	805.00	402.50
Brad Weiland	0.30	1,255.00	376.50
<b>TOTALS</b>	<b>0.80</b>		<b>\$ 779.00</b>



**Description of Legal Services**

<b><u>Date</u></b>	<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Description</u></b>
09/05/19	Francis Petrie	0.50	Correspond with S. Golden, P. Schwarzberg re debtor name changes and procedure.
09/05/19	Brad Weiland	0.30	Correspond with U.S. Trustee and working group re U.S. Trustee fee items.
<b>Total</b>		<b>0.80</b>	

**KIRKLAND & ELLIS LLP**

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue  
New York, NY 10022

FEIN 36-1326630

November 13, 2019

Windstream Holdings, Inc.  
4001 Rodney Parham Road  
Little Rock, AR 72212

Attn: Kristi Moody, Esq.

**Invoice Number: 1050019555**

**Client Matter: 24706-10**

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**In the Matter of Business Operations**

For legal services rendered through September 30, 2019  
(see attached Description of Legal Services for detail)

\$ 5,382.00

Total legal services rendered

\$ 5,382.00

**Summary of Hours Billed**

<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Rate</u></b>	<b><u>Amount</u></b>
Francis Petrie	3.10	805.00	2,495.50
Brad Weiland	2.30	1,255.00	2,886.50
<b>TOTALS</b>	<b>5.40</b>		<b>\$ 5,382.00</b>

**Description of Legal Services**

<b><u>Date</u></b>	<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Description</u></b>
09/05/19	Francis Petrie	0.80	Correspond with M. Simpson re debtor name changes (.2); review and revise notice re same (.6).
09/16/19	Brad Weiland	0.60	Review and analyze diligence open items and status (.4); correspond with PJT re same (.2).
09/17/19	Francis Petrie	1.20	Revise materials re hearing status, Company business update (.9); correspond with A&M team re same (.3).
09/17/19	Brad Weiland	0.50	Review and analyze diligence materials and status.
09/18/19	Francis Petrie	1.10	Prepare for weekly PMO meeting (.4); telephonically participate in session (.7).
09/20/19	Brad Weiland	1.20	Correspond with PJT re diligence items.
<b>Total</b>		<b>5.40</b>	

**KIRKLAND & ELLIS LLP**

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue  
New York, NY 10022

FEIN 36-1326630

November 13, 2019

Windstream Holdings, Inc.  
4001 Rodney Parham Road  
Little Rock, AR 72212

Attn: Kristi Moody, Esq.

**Invoice Number: 1050019556**  
**Client Matter: 24706-11**

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**In the Matter of Case Administration**

For legal services rendered through September 30, 2019  
(see attached Description of Legal Services for detail)

\$ 24,077.50

Total legal services rendered

\$ 24,077.50

Legal Services for the Period Ending September 30, 2019 Pg 54 of 175 Invoice Number: 1050019556  
 Windstream Holdings, Inc. Matter Number: 24706-11  
 Case Administration

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**Summary of Hours Billed**

<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Rate</u></b>	<b><u>Amount</u></b>
Anthony Abate	5.40	325.00	1,755.00
Spencer Caldwell-McMillan	0.20	705.00	141.00
Neda Davanipour	0.40	805.00	322.00
Emily Flynn	0.20	705.00	141.00
Susan D. Golden	0.70	1,135.00	794.50
Stephen E. Hessler, P.C.	0.50	1,565.00	782.50
Alex Hevia	1.80	705.00	1,269.00
Hannah Kupsky	1.70	325.00	552.50
Ross M. Kwasteniet, P.C.	0.60	1,515.00	909.00
John R. Luze	2.20	1,045.00	2,299.00
Carrie Therese Oppenheim	9.20	430.00	3,956.00
Francis Petrie	6.50	805.00	5,232.50
Andrew Polansky	0.50	705.00	352.50
Margaret Reiney	0.30	595.00	178.50
Leo Rosenberg	6.40	265.00	1,696.00
Tommy Scheffer	0.40	705.00	282.00
Trudy Smith	0.30	805.00	241.50
Nacif Taousse	0.20	805.00	161.00
Brad Weiland	2.40	1,255.00	3,012.00
<b>TOTALS</b>	<b>39.90</b>		<b>\$ 24,077.50</b>

**Description of Legal Services**

<b><u>Date</u></b>	<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Description</u></b>
09/03/19	Anthony Abate	0.30	Telephone conference with K&E team re work in process.
09/03/19	Neda Davanipour	0.20	Telephone conference with K&E team re work in process.
09/03/19	Alex Hevia	0.60	Telephone conference with K&E team re work in process (.2); update and revise work in process materials (.4).
09/03/19	Carrie Therese Oppenheim	0.20	Telephone conference with K&E team re work in process.
09/03/19	Francis Petrie	0.60	Telephone conference with K&E team re work in process (.2); analyze materials re same (.4).
09/03/19	Tommy Scheffer	0.20	Telephone conference with K&E team re work in process.
09/03/19	Trudy Smith	0.10	Telephone conference with K&E team re work in process.
09/03/19	Nacif Taousse	0.20	Telephone conference with K&E team re work in process.
09/04/19	Carrie Therese Oppenheim	1.40	Draft notices of presentment re September 27 matters.
09/04/19	Leo Rosenberg	0.20	Prepare docket update.
09/05/19	Brad Weiland	0.30	Review and analyze open items.
09/06/19	Anthony Abate	3.50	Prepare, revise, compile, file, and serve September 6 filings.
09/06/19	Francis Petrie	4.00	Prepare pleadings for filing (1.5); arrange for filing of same (1.5); correspond with KCC team re service (1.0).
09/06/19	Leo Rosenberg	0.10	Prepare docket update.
09/06/19	Leo Rosenberg	1.50	Revise motion for filing.
09/09/19	Carrie Therese Oppenheim	0.30	Arrange calendar notifications re Yadegarian appeal.
09/09/19	Leo Rosenberg	0.20	Prepare docket update.
09/12/19	Alex Hevia	0.20	Revise work in process materials.
09/12/19	Carrie Therese Oppenheim	0.30	Correspond with J. Chong re second lien 2019 filings (.1); compile same (.2).
09/12/19	Leo Rosenberg	0.20	Prepare docket update.

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/13/19	Brad Weiland	0.60	Correspond and telephone conference with Chamber and K&E team re scheduling items re hearings and conferences.
09/16/19	Susan D. Golden	0.20	Correspond with D. Li re matters scheduled for September 27 hearing.
09/16/19	Alex Hevia	0.30	Revise work in process materials.
09/16/19	Leo Rosenberg	0.20	Prepare docket update.
09/17/19	Anthony Abate	1.00	Draft September 27 hearing agenda (.7); prepare CNOs for debtors' pleadings re same (.3).
09/17/19	Alex Hevia	0.30	Revise work in process materials.
09/17/19	Carrie Therese Oppenheim	0.50	Review case docket re matters for September 27 hearing.
09/18/19	Anthony Abate	0.20	Telephone conference with K&E team re work in process.
09/18/19	Spencer Caldwell-McMillan	0.20	Prepare for and participate in telephone conference with K&E team re work in process.
09/18/19	Neda Davanipour	0.20	Telephone conference with K&E team re work in process.
09/18/19	Emily Flynn	0.20	Telephone conference with K&E team re work in process.
09/18/19	Alex Hevia	0.30	Telephone conference with K&E team re work in process.
09/18/19	Carrie Therese Oppenheim	0.70	Telephone conference with K&E team re work in process (.2); correspond with J. Song and F. Petrie re September 27 hearing matters (.3); review hearing agenda (.2).
09/18/19	Andrew Polansky	0.20	Telephone conference with K&E team re work in process.
09/18/19	Tommy Scheffer	0.20	Telephone conference with K&E team re work in process.
09/18/19	Trudy Smith	0.20	Telephone conference with K&E team re work in process.
09/18/19	Brad Weiland	1.10	Review and analyze case administration and hearing schedule items (.5); correspond with K&E team re same (.3); correspond with F. Petrie re same (.3).
09/19/19	Anthony Abate	0.40	Review and revise 9/27 hearing agenda.
09/19/19	Alex Hevia	0.10	Revise materials re work in process.



<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/19/19	Carrie Therese Oppenheim	1.30	Review, revise September 27 hearing agenda (.7); review procedures re attorney appearance withdrawals (.5); review case docket re creditor appearances (.1).
09/19/19	Francis Petrie	0.50	Office conference with C. Ceresa, M. Reiney re work in process.
09/19/19	Margaret Reiney	0.30	Office conference with F. Petrie, C. Ceresa re work in process.
09/20/19	Ross M. Kwasteniet, P.C.	0.60	Correspond with chambers re matters scheduled for hearing on September 27.
09/20/19	Carrie Therese Oppenheim	0.60	Draft, revise September 27 hearing agenda (.4); correspond with J. Song and chambers re same (.2).
09/23/19	Carrie Therese Oppenheim	1.30	Review, update hearing agenda (.4); telephone conference with J. Song re status of contested matters (.1); compile proposed orders and related documents for court submission (.6); review local rules re submission of orders under presentment and CNO (.2).
09/23/19	Andrew Polansky	0.30	Revise work in process materials.
09/24/19	Carrie Therese Oppenheim	0.40	Revise September 27 hearing agenda.
09/24/19	Francis Petrie	1.40	Correspond with K&E team re CNO filings, chambers procedures, stipulation finalization.
09/25/19	Hannah Kupsky	0.40	Prepare binders re September 27 hearing.
09/25/19	John R. Luze	0.70	Conference and correspond with K&E team re hearing cancellation and revised agenda.
09/25/19	Carrie Therese Oppenheim	1.40	Review, revise September 27 hearing agenda (.5); file same (.4); correspond with chambers re courtesy copies of pleadings (.2); prepare hearing binders (.3).
09/25/19	Leo Rosenberg	1.30	Prepare binders of pleadings for chambers.
09/25/19	Leo Rosenberg	2.40	Deliver binders to chambers.
09/26/19	Susan D. Golden	0.50	Telephone conference with D. Li, R. Shankar and M. Byrne re scheduling issues and cancellation of September 27 hearing (.3); telephone conference with B. Weiland and R. Shankar re same (.2).
09/26/19	Hannah Kupsky	0.60	Prepare CNO re setoff stipulation and revise re same.

Legal Services for the Period Ending September 30, 2019 Pg 58 of 175 Invoice Number: 1050019556  
 Windstream Holdings, Inc. Matter Number: 24706-11  
 Case Administration

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/26/19	Hannah Kupsky	0.70	Research precedent re agreed scheduling orders (.6); correspond with H. Hockberger re same (.1).
09/26/19	John R. Luze	0.70	Correspond with K&E team and Company re order submission and hearing cancellation.
09/26/19	Carrie Therese Oppenheim	0.80	Review, submit proposed assumption order to chambers (.2); draft notice of cancellation of September 27 hearing (.4); file same (.2).
09/26/19	Leo Rosenberg	0.10	Prepare docket update.
09/27/19	John R. Luze	0.40	Correspond with chambers re order submission issues.
09/27/19	Brad Weiland	0.40	Correspond with S. Golden, K&E team re case administration, hearing planning.
09/28/19	Stephen E. Hessler, P.C.	0.50	Telephone conference and correspond with K&E team re hearing.
09/30/19	John R. Luze	0.40	Conference with K&E team re matter status and next steps.
09/30/19	Leo Rosenberg	0.20	Prepare docket update.
<b>Total</b>		<b>39.90</b>	

**KIRKLAND & ELLIS LLP**

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue  
New York, NY 10022

FEIN 36-1326630

November 13, 2019

Windstream Holdings, Inc.  
4001 Rodney Parham Road  
Little Rock, AR 72212

Attn: Kristi Moody, Esq.

**Invoice Number: 1050019557**  
**Client Matter: 24706-13**

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**In the Matter of Claims Administration and Objections**

For legal services rendered through September 30, 2019  
(see attached Description of Legal Services for detail)

\$ 61,537.50

Total legal services rendered

\$ 61,537.50

Legal Services for the Period Ending September 30, 2019 Pg 60 of 175 Invoice Number: 1050019557  
 Windstream Holdings, Inc. Matter Number: 24706-13  
 Claims Administration and Objections

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**Summary of Hours Billed**

<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Rate</u></b>	<b><u>Amount</u></b>
Anthony Abate	1.70	325.00	552.50
Spencer Caldwell-McMillan	27.90	705.00	19,669.50
Chris Ceresa	31.80	595.00	18,921.00
Hannah Kupsky	0.20	325.00	65.00
John R. Luze	7.60	1,045.00	7,942.00
Carrie Therese Oppenheim	1.80	430.00	774.00
Francis Petrie	1.60	805.00	1,288.00
Andrew Polansky	0.10	705.00	70.50
Trudy Smith	14.60	805.00	11,753.00
Brad Weiland	0.40	1,255.00	502.00
<b>TOTALS</b>	<b>87.70</b>		<b>\$ 61,537.50</b>

**Description of Legal Services**

<b><u>Date</u></b>	<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Description</u></b>
09/01/19	Brad Weiland	0.40	Correspond with PJT, A&M re claims analysis.
09/03/19	John R. Luze	0.70	Review and analyze claims issues (.4); conference and correspond with K&E team and A&M re same (.3).
09/03/19	Carrie Therese Oppenheim	0.40	Review precedent re claims procedures motions.
09/03/19	Trudy Smith	0.60	Correspond with K&E team, Company, and local counsel re claim settlement notice procedures (.2); review, analyze same (.1); correspond with J. Luze re Cozen request for stay relief (.1); correspond with A&M and S. Caldwell-McMillan re omnibus claims procedures (.1); review comments re same (.1).
09/04/19	Anthony Abate	0.90	Research and distribute claims procedures precedent (.4); draft template re same (.5).
09/04/19	Spencer Caldwell-McMillan	2.20	Revise claims motion (.5); review, analyze local rules (1.7).
09/04/19	John R. Luze	1.20	Draft and revise claims procedures motion (.9); conference and correspond with K&E team re same (.3).
09/04/19	Trudy Smith	1.30	Correspond with J. Luze re claims procedures motion (.1); review comments to same (.2); correspond with S. Caldwell-McMillan re claims draft (.1); review and analyze omnibus claims procedures re bases for objections to claims (.2); telephone conference with S. Caldwell-McMillan re same (.4); analyze precedent and rules re same (.2); correspond with A&M re same (.1).
09/05/19	Spencer Caldwell-McMillan	4.50	Revise claims motion (.9); review Company questions re claims disputes (.1); research re same (1.0); review claims procedures (.1); revise settlement notice (2.4).
09/05/19	Hannah Kupsky	0.20	Prepare filing version of claims settlement notice.
09/05/19	John R. Luze	1.60	Conference with A&M re intercompany issues (1.3); review and analyze claims reconciliation issues (.3).

Legal Services for the Period Ending September 30, 2019 Pg 62 of 175 Invoice Number: 1050019557  
 Windstream Holdings, Inc. Matter Number: 24706-13  
 Claims Administration and Objections

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/05/19	Francis Petrie	0.80	Correspond with J. Luze, Company, K&E team re omnibus claims procedures motion.
09/05/19	Trudy Smith	0.80	Review, analyze claim issues.
09/06/19	Spencer Caldwell-McMillan	1.90	Revise claims motion (1.5); correspond with K&E team and KCC re filing (.4).
09/06/19	Spencer Caldwell-McMillan	2.00	Revise claims motion (1.0); correspond with A&M and KCC re filing same (.5); correspond with K&E team re changes to same (.5).
09/06/19	John R. Luze	1.20	Review and analyze claims procedures motion for filing (.8); review and analyze claims issues (.4).
09/06/19	Trudy Smith	2.80	Correspond and telephone conferences with S. Caldwell-McMillan and A&M re omnibus claims procedures and bases for objections (.4); review, revise omnibus claims procedures re same and filing (1.3); correspond with Company re Tindle settlement (.2); draft settlement notice (.7); correspond with K&E team re filing procedures motion (.2).
09/09/19	Spencer Caldwell-McMillan	0.40	Correspond with governmental unit re contact issue (.2); correspond with A&M re same (.2).
09/09/19	Andrew Polansky	0.10	Conference with claimant re proofs of claim.
09/10/19	Trudy Smith	0.40	Correspond with K&E and A&M re claims reconciliation work streams (.1); correspond with S. Caldwell-McMillan re same (.1); review rejection notice for filing (.2).
09/11/19	Spencer Caldwell-McMillan	0.70	Review, analyze precedent rejection exhibits (.6); correspond with T. Smith re same (.1).
09/11/19	Trudy Smith	0.70	Review non-substantive claims break down (.1); correspond with A&M re same (.1); conference with J. Luze re claims and executory contracts update (.2); correspond with K&E re claims exhibit (.1); review, revise same (.2).
09/12/19	Spencer Caldwell-McMillan	0.70	Review correspondence re Tindle claim (.3); correspond with K&E team re claims settlement process (.4).
09/12/19	Trudy Smith	0.80	Revise notice of settlement (.4); correspond with S. Caldwell-McMillan re claims settlement notice (.4).

Legal Services for the Period Ending September 30, 2019 Pg 63 of 175 Invoice Number: 1050019557  
 Windstream Holdings, Inc. Matter Number: 24706-13  
 Claims Administration and Objections

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/13/19	Spencer Caldwell-McMillan	3.00	Revise settlement notice (1.5); correspond with K&E team and local counsel re same (.5); correspond with K&E team re filing (.1); correspond with KCC and K&E re same (.5); correspond with A&M and K&E team re creditor contact issue (.4).
09/13/19	John R. Luze	1.00	Conference and correspond with K&E team and A&M re claims reconciliation issues (.6); review and analyze intercompany issues (.4).
09/13/19	Francis Petrie	0.80	Review and revise de minimis claims settlement notice.
09/13/19	Trudy Smith	1.80	Telephone conference with Cozen and J. Luze re Continental Insurance (.4); correspond with Company and J. Luze re same (.2); telephone conference with A&M and K&E team re omnibus claims procedures fling (.3); telephone conference with J. Luze re claims and other matters (.1); correspond with Company, local counsel, and K&E team re claims settlement notice (.3); review for filing purposes claims settlement notice (.5).
09/16/19	Spencer Caldwell-McMillan	1.30	Revise order (.9); correspond with claimants re settlement (.3); correspond with T. Smith re order (.1).
09/17/19	Spencer Caldwell-McMillan	1.00	Correspond with K&E team re Tindle Claim (.1); prepare for and attend telephone conference with plaintiff's attorney (.5); correspond with T. Smith re same (.4).
09/18/19	Spencer Caldwell-McMillan	1.30	Prepare for and attend telephone conference with plaintiff's counsel re next steps (.5); correspond with K&E team and Windstream re next steps (.8).
09/18/19	John R. Luze	0.70	Review and analyze de minimis claims issues (.3); review and analyze issues re claims procedures and orders (.4).
09/18/19	Trudy Smith	0.30	Correspond with opposing counsel and K&E team re claims stipulations and insurance proceeds (.1); correspond with Company re same (.1); conference with S. Caldwell-McMillan re same (.1).
09/20/19	Trudy Smith	0.20	Correspond with K&E team re claims settlement matter (.1); correspond with Douglas, Haun & Heidemann re same (.1).

Legal Services for the Period Ending September 30, 2019 Pg 64 of 175 Invoice Number: 1050019557  
 Windstream Holdings, Inc. Matter Number: 24706-13  
 Claims Administration and Objections

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/21/19	Trudy Smith	0.10	Correspond with K&E team and opposing counsel re claims settlement call.
09/23/19	Spencer Caldwell-McMillan	5.00	Telephone conference with T. Smith re claims (.3); correspond re claims order (.1); telephone conference with D. Wood re policies (.1); review revised order (.9); correspond with C. Ceresa re deadlines (.3); revise notice of no objection and related order (2.4); correspond with K&E team re filing (.9).
09/23/19	Chris Ceresa	1.60	Draft assumption notice and CNO.
09/23/19	John R. Luze	0.80	Review and analyze issues re claims procedures (.6); correspond with K&E team re same (.2).
09/23/19	Carrie Therese Oppenheim	1.40	Revise CNO re claims procedures motion (.6) correspond with S. Caldwell-McMillan re same (.4); finalize, file CNO (.4).
09/23/19	Trudy Smith	1.20	Revise claims procedures order and comment on revised language (.2); correspond with S. Caldwell-McMillan and J. Luze re same (.2); review CNO re omnibus claims procedures order and exhibits to prepare for filing (.4); correspond with K&E team and Company re draft setoff stipulation (.2); review same in preparation of filing (.2).
09/24/19	Spencer Caldwell-McMillan	0.80	Telephone conference with T. Smith, local counsel and opposing counsel re claims (.3); telephone conference with T. Smith re next steps (.1); telephone conference with C. Ceresa re Tindle settlement (.1); correspond with K&E team, local counsel and opposing counsel re next steps (.3).
09/24/19	Chris Ceresa	8.10	Research re insurance proceeds as estate property (3.5); draft outline re same (.8); research re arbitration clause enforceability (2.2); draft analysis re same (1.3); telephone conferences with T. Smith and S. Caldwell-McMillan re Tindle claims settlement (.3); review cure objections materials.



Legal Services for the Period Ending September 30, 2019 Pg 65 of 175 Invoice Number: 1050019557  
 Windstream Holdings, Inc. Matter Number: 24706-13  
 Claims Administration and Objections

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/24/19	Trudy Smith	1.50	Correspond with Company and S. Caldwell-McMillan re insurance policy mechanics (.2); telephone conferences with K&E team and opposing counsel re Tindle claim (.9); correspond with J. Luze re same (.2); review and analyze stipulation and de minimis claims procedures order re same (.2).
09/25/19	Anthony Abate	0.80	Research and distribute SDNY omnibus claims objections.
09/25/19	Chris Ceresa	8.30	Draft and revise lease assumption order CNO (2.1); correspond with S. Caldwell-McMillan re same (.2); research re arbitration clause enforceability (1.5); draft analysis re same (1.1); research re motion, objection, and response timelines (.7); correspond with S. Caldwell-McMillan and T. Smith re same (.2); research re insurance proceeds as estate property (2.2); draft summary re same (.3).
09/25/19	Trudy Smith	0.60	Correspond with C. Ceresa and S. Caldwell-McMillan re status update on claims work streams (.1); telephone conferences and correspond with A&M re channel partner claim reconciliation (.3); telephone conference and correspond with A. Polansky re channel partner matters (.1); correspond with S. Caldwell-McMillan and C. Ceresa re objection timing (.1).
09/26/19	Spencer Caldwell-McMillan	2.10	Review claims procedures (1.1); correspond with T. Smith and C. Ceresa re same (.1); correspond with plaintiff's counsel, local counsel and K&E team re claims (.3); review arbitration file (.1); correspond with C. Ceresa re same (.1); correspond with J. Luze and T. Smith re ordinary course transaction (.2); telephone conference with C. Ceresa re research (.2).
09/26/19	Chris Ceresa	4.40	Draft and revise lease assumption order (1.4); correspond with S. Caldwell-McMillan, T. Smith, J. Luze, KCC, re same (.3); telephone conference with S. Caldwell-McMillan re arbitration research and claims (.2); analyze arbitration claims (1.3); draft memorandum re same (.5); draft, revise memorandum re insurance proceeds (.7).

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/26/19	Trudy Smith	0.60	Revise omnibus claims objection filing time line (.1); review order and Bankruptcy Rules, Bankruptcy Code, and case management procedures re same (.2); correspond with K&E team re same (.1); correspond with K&E and Douglas, Haun & Heidemann re Tindle claim settlement (.1); correspond with K&E team re insurance research (.1).
09/27/19	Spencer Caldwell-McMillan	0.70	Review research re venue issue.
09/27/19	Chris Ceresa	2.50	Research re mandatory arbitration (2.4); correspond with S. Caldwell-McMillan re same (.1).
09/27/19	Chris Ceresa	0.40	Telephone conference with K&E team and Tindle re insurance claim.
09/27/19	John R. Luze	0.40	Conference with Tindle counsel re finalizing claim issues.
09/27/19	Trudy Smith	0.60	Telephone conference and correspond with J. Luze re Tindle claim (.2); telephone conference with Douglas, Haun & Heidemann and K&E team re same (.2); review and analyze research re insurance proceeds (.1); analyze claim settlement issue re same (.1).
09/30/19	Spencer Caldwell-McMillan	0.30	Correspond with D. King re potential agreement.
09/30/19	Chris Ceresa	5.50	Draft CNOs (3.9); revise same (1.3); telephone conferences with T. Smith re same (.2); correspond with T. Smith re same (.1).
09/30/19	Chris Ceresa	1.00	Research and analyze precedent re claims objections.
09/30/19	Trudy Smith	0.30	Correspond with J. Luze re omnibus claims filing timeline (.1); correspond with various parties re cure disputes (.2).
<b>Total</b>		<b>87.70</b>	

**KIRKLAND & ELLIS LLP**

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue  
New York, NY 10022

FEIN 36-1326630

November 13, 2019

Windstream Holdings, Inc.  
4001 Rodney Parham Road  
Little Rock, AR 72212

Attn: Kristi Moody, Esq.

**Invoice Number: 1050019558**

**Client Matter: 24706-14**

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**In the Matter of Corporate and Securities Matters**

For legal services rendered through September 30, 2019  
(see attached Description of Legal Services for detail)

\$ 96,204.00

Total legal services rendered

\$ 96,204.00

Legal Services for the Period Ending September 30, 2019 Pg 68 of 175 Invoice Number: 1050019558  
 Windstream Holdings, Inc. Matter Number: 24706-14  
 Corporate and Securities Matters

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**Summary of Hours Billed**

<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Rate</u></b>	<b><u>Amount</u></b>
Spencer Caldwell-McMillan	0.30	705.00	211.50
Tim Cruickshank	8.50	1,245.00	10,582.50
Stephen E. Hessler, P.C.	28.30	1,565.00	44,289.50
Richard U. S. Howell	3.00	1,160.00	3,480.00
Marc Kieselstein, P.C.	4.20	1,565.00	6,573.00
Joshua Korff, P.C.	6.80	1,545.00	10,506.00
Ross M. Kwasteniet, P.C.	6.80	1,515.00	10,302.00
Library Factual Research	0.50	360.00	180.00
John R. Luze	0.60	1,045.00	627.00
Carrie Therese Oppenheim	1.40	430.00	602.00
Scott D. Price, P.C.	1.30	1,595.00	2,073.50
Brad Weiland	5.40	1,255.00	6,777.00
<b>TOTALS</b>	<b>67.10</b>		<b>\$ 96,204.00</b>

**Description of Legal Services**

<b><u>Date</u></b>	<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Description</u></b>
09/03/19	Tim Cruickshank	0.50	Analyze issues re FINRA filings requirements.
09/03/19	Stephen E. Hessler, P.C.	1.50	Prepare for and participate in Special Committee of Board.
09/03/19	Joshua Korff, P.C.	0.50	Correspond with K&E team re trading and securities law issues.
09/03/19	Ross M. Kwasteniet, P.C.	1.10	Prepare for and participate in telephone conference with Company re special committee update.
09/03/19	Brad Weiland	0.80	Correspond with working group re FINRA inquiry (.3); prepare for and participate in special committee telephone conference (.5).
09/04/19	Tim Cruickshank	1.50	Analyze materials re board and preferred stock issues.
09/04/19	Stephen E. Hessler, P.C.	1.50	Telephone conference and correspond with K&E team and Company re work in process.
09/04/19	Joshua Korff, P.C.	0.50	Conferences with K&E team re disclosure issues.
09/04/19	Brad Weiland	0.80	Correspond with Company re NDA items (.2); correspond with Company, K&E team re corporate and accounting items (.6).
09/05/19	Tim Cruickshank	1.50	Office conference with Company re securities and disclosure matters (1.0); review and analyze issues re SEC filing matters (.5).
09/05/19	Joshua Korff, P.C.	2.30	Conferences with K&E team re disclosure issues.
09/05/19	Carrie Therese Oppenheim	1.40	Research precedent re notices of debtor name change (.5); draft and revise notice re same (.9).
09/05/19	Brad Weiland	1.10	Correspond with Company, K&E team re corporate and accounting items.
09/07/19	Stephen E. Hessler, P.C.	2.00	Prepare for and participate in special committee meeting (1.5); correspond with K&E team and Company re work in process (.5).
09/08/19	Tim Cruickshank	0.30	Analyze inquiries FINRA.

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/08/19	Stephen E. Hessler, P.C.	2.00	Prepare for and participate in special committee meeting (1.5); correspond with K&E team and Company re work in process (.5).
09/08/19	Ross M. Kwasteniet, P.C.	1.20	Prepare for and participate in special board meeting re amended proposal.
09/10/19	Stephen E. Hessler, P.C.	2.00	Prepare for and participate telephonically in Special Committee of Board (1.0); telephone conference and correspond with K&E team and Company re work in process (1.0).
09/10/19	Ross M. Kwasteniet, P.C.	0.80	Prepare for and participate in special committee update meeting.
09/12/19	Spencer Caldwell-McMillan	0.30	Correspond with K&E team re organizational materials.
09/12/19	Stephen E. Hessler, P.C.	1.00	Telephone conference and correspond with K. Moody re work in process.
09/12/19	Joshua Korff, P.C.	1.00	Telephone conferences with K&E team re governance issues.
09/13/19	Tim Cruickshank	1.70	Telephone conference with board and correspond with K&E team re same.
09/13/19	Richard U. S. Howell	3.00	Multiple telephone conferences re audit committee issues.
09/13/19	Marc Kieselstein, P.C.	1.50	Prepare for and participate in audit committee telephone conference.
09/13/19	Joshua Korff, P.C.	2.50	Telephone conferences with K&E team re governance and accounting issues.
09/13/19	Ross M. Kwasteniet, P.C.	0.50	Prepare for and participate in senior management update telephone conference.
09/13/19	Brad Weiland	1.10	Prepare for and participate in audit committee meeting.
09/16/19	Stephen E. Hessler, P.C.	1.50	Correspond with Company re Comp meeting (.5); telephone conference and correspond with K&E team and Company re work in process (1.0).
09/17/19	Tim Cruickshank	0.50	Analye issues re FINRA.
09/17/19	Stephen E. Hessler, P.C.	2.00	Prepare for and participate in Special Committee of Board call (1.5); telephone conference with K&E team re status update (.5).
09/17/19	Marc Kieselstein, P.C.	1.50	Participate in special committee telephone conference, prepare for same with Company, PJT.

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/17/19	Ross M. Kwasteniet, P.C.	1.70	Prepare for and participate in telephone conference with Restructuring Committee of board of directors and follow-up re same.
09/17/19	Brad Weiland	0.80	Prepare for and participate in telephone conference with Company re special committee meeting.
09/19/19	Stephen E. Hessler, P.C.	5.00	Telephone conference with K. Moody re status update (.5); telephone conference re mid-quarter board of directors meeting (.5); prepare for and participate in mid-quarter board meeting (2.0); telephone conference and correspond with K&E team and Company re work in process (2.0).
09/19/19	Marc Kieselstein, P.C.	1.20	Prepare for and participate in portion of mid quarter board meeting.
09/20/19	Stephen E. Hessler, P.C.	2.80	Telephone conference with Evercore, PW, PJT, A&M and K&E team re weekly status update (1.0); correspond with K&E team re board presentation (.3); telephone conference and correspond with K&E team and Company re work in process (1.5).
09/23/19	Tim Cruickshank	1.00	Review information requests from FINRA (.4); prepare responses re same (.6).
09/23/19	Stephen E. Hessler, P.C.	0.50	Telephone conference and correspond with K&E team and Company re comp timeline.
09/23/19	Library Factual Research	0.50	Provide requested securities details.
09/24/19	Stephen E. Hessler, P.C.	4.00	Telephone conference with K. Moody re comp timeline (.5); telephone conference with K&E team and PJT re status update (.5); prepare for and participate in Special Committee of Board telephone conference (1.5); telephone conference and correspond with K&E team and Company re work in process (1.5).
09/24/19	Ross M. Kwasteniet, P.C.	1.50	Prepare for and participate in telephone conference of special committee (.9); follow-up re same (.6).
09/24/19	Brad Weiland	0.80	Correspond and telephone conference with K&E team re board committee meeting (.2); prepare for and attend special committee telephone conference (.6).
09/25/19	Stephen E. Hessler, P.C.	0.50	Telephone conference with K. Moody re status update.

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/26/19	Tim Cruickshank	1.50	Review questions from Company re SEC and governance matters (.6); correspond with K&E team re same (.5); review precedent and rules re same (.4).
09/27/19	Scott D. Price, P.C.	1.30	Review executive compensation materials.
09/30/19	Stephen E. Hessler, P.C.	2.00	Telephone conference with K. Moody and L. Strubeck re status update (.5); telephone conference and correspond with K&E team and Company re work in process (1.5).
09/30/19	John R. Luze	0.60	Review and analyze issues re board materials.
<b>Total</b>		<b>67.10</b>	



**KIRKLAND & ELLIS LLP**

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue  
New York, NY 10022

FEIN 36-1326630

November 13, 2019

Windstream Holdings, Inc.  
4001 Rodney Parham Road  
Little Rock, AR 72212

Attn: Kristi Moody, Esq.

**Invoice Number: 1050019559**

**Client Matter: 24706-15**

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**In the Matter of Creditor and Stakeholder Communications**

For legal services rendered through September 30, 2019  
(see attached Description of Legal Services for detail)

\$ 54,571.50

Total legal services rendered

\$ 54,571.50

**Summary of Hours Billed**

<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Rate</u></b>	<b><u>Amount</u></b>
Susan D. Golden	0.50	1,135.00	567.50
Stephen E. Hessler, P.C.	0.50	1,565.00	782.50
John R. Luze	12.10	1,045.00	12,644.50
Allison McDonald	0.90	1,025.00	922.50
Francis Petrie	3.60	805.00	2,898.00
Tommy Scheffer	7.00	705.00	4,935.00
Daniel R. Schwartz	0.60	925.00	555.00
Ravi Subramanian Shankar	3.20	1,025.00	3,280.00
Brad Weiland	22.30	1,255.00	27,986.50
<b>TOTALS</b>	<b>50.70</b>		<b>\$ 54,571.50</b>

**Description of Legal Services**

<b><u>Date</u></b>	<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Description</u></b>
09/01/19	Brad Weiland	0.50	Correspond and telephone conference with Milbank re open items.
09/01/19	Brad Weiland	0.40	Correspond with DPW re Uniti requests.
09/03/19	John R. Luze	1.20	Conference and correspond with parties in interest re case issues and status.
09/03/19	Brad Weiland	1.50	Correspond and telephone conferences with creditors' counsel re case status and open items (1.1); correspond with Milbank re NDA items and review and analyze same (.4).
09/04/19	Brad Weiland	1.20	Correspond with creditors' counsel, opposing litigation counsel and discussions prior to mediation (.9); correspond with Milbank re NDA items (.3).
09/05/19	John R. Luze	0.80	Conference and correspond with stakeholder advisors re case issues and next steps.
09/05/19	Tommy Scheffer	0.30	Correspond with PW, A&M, K&E teams re PW invoice.
09/05/19	Brad Weiland	5.50	Correspond with Uniti, creditors' counsels re litigation and potential settlement.
09/06/19	John R. Luze	0.50	Conference and correspond with stakeholders re case issues and next steps.
09/06/19	Tommy Scheffer	0.50	Correspond with U.S. Trustee and DPW, MoFo, Alix, A&M, K&E teams re reporting documents.
09/06/19	Tommy Scheffer	0.30	Correspond with DPW, STB, A&M, K&E teams re DIP reporting.
09/06/19	Brad Weiland	0.40	Correspond and telephone conference with S. Lovett re case items.
09/08/19	John R. Luze	0.40	Review and analyze mediation party NDA issues.
09/09/19	Brad Weiland	1.00	Correspond and telephone conferences with various creditors' counsel re proposals, scheduling, next steps.
09/10/19	Stephen E. Hessler, P.C.	0.50	Telephone conference re 2L ad hoc group re work in process.
09/10/19	Allison McDonald	0.40	Telephone conference with White & Case and K&E teams re schedule.

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/10/19	Brad Weiland	1.40	Telephone conferences with various creditors' counsel re case items and scheduling.
09/11/19	Brad Weiland	1.10	Telephone conferences and office conferences with creditor counsel re open case and scheduling items.
09/12/19	Francis Petrie	1.30	Correspond with intervenors, Uniti re hearing, pretrial conference scheduling (.5); same with chambers re same (.8).
09/12/19	Tommy Scheffer	0.80	Correspond with DPW, STB, A&M, K&E teams re DIP reporting.
09/12/19	Ravi Subramanian Shankar	0.30	Conference with Uniti's counsel re litigation schedule.
09/13/19	John R. Luze	0.60	Conference and correspond with stakeholders re case issues and next steps.
09/13/19	Tommy Scheffer	0.60	Correspond with U.S. Trustee and MoFo, Alix, DPW, A&M, K&E teams re reporting documents.
09/13/19	Brad Weiland	0.40	Correspond with creditor advisors re case status with creditor advisors.
09/16/19	John R. Luze	0.80	Conference and correspond with stakeholder advisors re case status and next steps.
09/16/19	Francis Petrie	0.30	Telephone conference with Davis Polk team re chambers procedures.
09/16/19	Tommy Scheffer	0.60	Correspond with PW, A&M, K&E teams re PW invoice.
09/16/19	Brad Weiland	0.50	Correspondence and telephone conference with creditor counsel re creditor inquiries including re mediation, lease assumption motion.
09/17/19	John R. Luze	0.80	Conference and correspond with stakeholder advisors re case issues and status.
09/17/19	Allison McDonald	0.50	Review and analyze correspondence from J. Winters re discovery letter (.1); revise discovery letter (.3); telephone conference with R. Shankar re same (.1).
09/17/19	Tommy Scheffer	0.40	Correspond with KT, A&M, K&E teams re KT invoice.
09/17/19	Brad Weiland	0.40	Correspond with creditors re advisor inquiries and status of discussions.
09/18/19	John R. Luze	0.50	Conference and correspond with creditor group advisors re status and next steps.
09/18/19	Francis Petrie	0.20	Correspond with Sullivan Law re case status.

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/18/19	Tommy Scheffer	0.30	Correspond with STB, A&M, K&E teams re STB invoice.
09/19/19	John R. Luze	0.70	Conference and correspond with stakeholder advisors re case status and issues.
09/19/19	Francis Petrie	0.50	Telephone conference with shareholder re case status.
09/19/19	Tommy Scheffer	0.30	Correspond with DPW, STB, A&M, K&E teams re DIP reporting.
09/19/19	Brad Weiland	1.00	Correspond with creditor counsel re open items (.5); telephone conferences re creditor inquiries re lease assumption motion (.5).
09/20/19	John R. Luze	0.60	Conference and correspond with stakeholder advisors re case status and issues.
09/20/19	Tommy Scheffer	0.70	Correspond with U.S. Trustee and MoFo, Alix, DPW, A&M, K&E teams re reporting documents.
09/21/19	Brad Weiland	0.40	Correspond re litigation schedule and adjourned matters with W&C and follow up re same.
09/23/19	John R. Luze	0.70	Conference and correspond with landlord and creditor attorneys re case status and next steps.
09/23/19	Tommy Scheffer	0.30	Correspond with A&M, K&E team re DIP reporting.
09/23/19	Ravi Subramanian Shankar	2.90	Prepare for and attend meet and conference calls.
09/23/19	Brad Weiland	0.60	Telephone conferences with creditors' counsel re open items, scheduling.
09/24/19	John R. Luze	0.90	Conference and correspond with counsel to landlords and other stakeholders re case status and issues.
09/24/19	Brad Weiland	0.70	Telephone conferences with Milbank, Davis Polk re open items.
09/24/19	Brad Weiland	0.60	Correspond and telephone conferences with opposing counsel re objection status and next steps.
09/25/19	Susan D. Golden	0.50	Telephone conference with D. Li, B. Weiland, R. Shankar, E. Moskowitz re scheduling of Uniti trial and hearings on other matters.
09/25/19	John R. Luze	0.90	Conference and correspond with landlords and stakeholders re case status, hearing and other issues.

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/25/19	Daniel R. Schwartz	0.60	Correspond with opposing counsel re production issues.
09/25/19	Brad Weiland	1.60	Correspond and telephone conferences with DPW re open items (.6); telephone conferences and correspond with opposing counsel re open objections (.5); telephone conferences with other creditors' counsel re status (.5).
09/25/19	Brad Weiland	0.40	Correspond with committee counsel re scheduling and other litigation items.
09/26/19	John R. Luze	0.80	Conference and correspond with landlords and stakeholders re hearing and case status.
09/26/19	Francis Petrie	1.30	Telephone conferences with Milbank, MoFo teams re status of hearing, mediation.
09/26/19	Tommy Scheffer	0.40	Correspond with DPW, STB, A&M, K&E teams re DIP reporting.
09/26/19	Brad Weiland	1.40	Correspond with opposing counsel re materials (.5); correspond and telephone conference with creditors' counsel re status and next steps (.9).
09/27/19	John R. Luze	0.70	Conferences and correspond with stakeholder advisors re case status and issues.
09/27/19	Tommy Scheffer	0.50	Correspond with U.S. Trustee and MoFo, Alix, DPW, A&M, K&E teams re reporting documents.
09/27/19	Brad Weiland	0.80	Correspond with creditors' counsel re scheduling, open items (.5); telephone conference with Milbank re open items (.3).
09/30/19	John R. Luze	1.20	Conference and correspond with counsel to landlords and other stakeholders re matter status and issues.
09/30/19	Tommy Scheffer	0.70	Correspond with U.S. Trustee and MoFo, Alix, A&M, K&E teams re first day reporting documents.
09/30/19	Tommy Scheffer	0.30	Correspond with PW, A&M, K&E teams re Evercore invoice.
09/30/19	Brad Weiland	0.50	Correspond and telephone conferences with J. Gleit, M. Brod re status and next steps.
<b>Total</b>		<b>50.70</b>	

**KIRKLAND & ELLIS LLP**

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue  
New York, NY 10022

FEIN 36-1326630

November 13, 2019

Windstream Holdings, Inc.  
4001 Rodney Parham Road  
Little Rock, AR 72212

Attn: Kristi Moody, Esq.

**Invoice Number: 1050019560**

**Client Matter: 24706-16**

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**In the Matter of Creditors' Committee Matters**

For legal services rendered through September 30, 2019  
(see attached Description of Legal Services for detail)

\$ 6,418.00

Total legal services rendered

\$ 6,418.00

**Summary of Hours Billed**

<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Rate</u></b>	<b><u>Amount</u></b>
John R. Luze	1.70	1,045.00	1,776.50
Allison McDonald	0.50	1,025.00	512.50
Ravi Subramanian Shankar	0.60	1,025.00	615.00
Brad Weiland	2.80	1,255.00	3,514.00
<b>TOTALS</b>	<b>5.60</b>		<b>\$ 6,418.00</b>



**Description of Legal Services**

<b><u>Date</u></b>	<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Description</u></b>
09/03/19	John R. Luze	0.60	Conference and correspond with K&E team re committee issues.
09/05/19	Allison McDonald	0.50	Telephone conference with K&E and MoFo teams re expert strategy.
09/05/19	Brad Weiland	0.50	Correspond and telephone conference and discussions with committee counsel.
09/09/19	Brad Weiland	1.10	Correspond with committee counsel re proposal and next steps (.4); telephone conference with committee counsel re same (.5); correspond with committee counsel re follow-up and scheduling (.2).
09/10/19	Brad Weiland	0.40	Correspond with committee counsel re mediation and status.
09/11/19	Brad Weiland	0.60	Conferences with creditors' committee counsel re case items and next steps (.4); correspond with committee counsel, working group re same (.2).
09/12/19	John R. Luze	1.10	Conference and correspond with stakeholders re case status and next steps.
09/13/19	Ravi Subramanian Shankar	0.60	Prepare for and confer with UCC's counsel re experts.
09/27/19	Brad Weiland	0.20	Correspond with committee counsel re open items, scheduling.
<b>Total</b>		<b>5.60</b>	

**KIRKLAND & ELLIS LLP**

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue  
New York, NY 10022

FEIN 36-1326630

November 13, 2019

Windstream Holdings, Inc.  
4001 Rodney Parham Road  
Little Rock, AR 72212

Attn: Kristi Moody, Esq.

**Invoice Number: 1050019561**

**Client Matter: 24706-17**

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**In the Matter of Employee and Labor Matters**

For legal services rendered through September 30, 2019  
(see attached Description of Legal Services for detail)

\$ 16,826.00

Total legal services rendered

\$ 16,826.00

**Summary of Hours Billed**

<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Rate</u></b>	<b><u>Amount</u></b>
Kate Coverdale	4.10	1,090.00	4,469.00
Scott D. Price, P.C.	4.60	1,595.00	7,337.00
Brad Weiland	4.00	1,255.00	5,020.00
<b>TOTALS</b>	<b>12.70</b>		<b>\$ 16,826.00</b>

**Description of Legal Services**

<b><u>Date</u></b>	<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Description</u></b>
09/05/19	Scott D. Price, P.C.	1.00	Correspond with K&E team re compensation matters.
09/06/19	Scott D. Price, P.C.	0.30	Correspond with K&E team re management arrangements.
09/13/19	Kate Coverdale	0.50	Telephone conference with Willis Towers Watson re MIP.
09/13/19	Scott D. Price, P.C.	0.50	Correspond with K&E team re MIP.
09/16/19	Scott D. Price, P.C.	0.50	Correspond with Company, K&E team re KEIP approval process.
09/20/19	Scott D. Price, P.C.	0.50	Correspond with K&E team, Company re KEIP approval process.
09/23/19	Kate Coverdale	1.60	Revise decks re compensation matters (1.3); correspondence with Willis Tower Watson re same (.3).
09/23/19	Scott D. Price, P.C.	1.00	Review, analyze MIP decks.
09/23/19	Brad Weiland	0.20	Correspondence with Company re employee and labor items.
09/23/19	Brad Weiland	3.10	Review and analyze objections to assumption motion and analyze status of same for potential hearing (1.7); correspondence and telephone conferences re same with team (.7); follow up re creditor inquiries re same (.4); review and analyze scheduling items (.3).
09/24/19	Kate Coverdale	1.10	Telephone conference with Company and Willis Tower Watson re compensation arrangements.
09/24/19	Scott D. Price, P.C.	0.80	Review, analyze MIP deck.
09/26/19	Kate Coverdale	0.10	Correspond with Willis Tower Watson re employment matters.
09/26/19	Brad Weiland	0.70	Prepare for and participate in telephone conference with Company re employee and labor items (.5); conference with J. Luze re same (.2).
09/27/19	Kate Coverdale	0.80	Telephone conference with client and Willis Tower Watson.
<b>Total</b>		<b>12.70</b>	

**KIRKLAND & ELLIS LLP**

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue  
New York, NY 10022

FEIN 36-1326630

November 13, 2019

Windstream Holdings, Inc.  
4001 Rodney Parham Road  
Little Rock, AR 72212

Attn: Kristi Moody, Esq.

**Invoice Number: 1050019562**

**Client Matter: 24706-18**

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**In the Matter of Executory Contracts and Unexpired Leases**

For legal services rendered through September 30, 2019  
(see attached Description of Legal Services for detail)

\$ 198,833.50

Total legal services rendered

\$ 198,833.50

Legal Services for the Period Ending September 30, 2019 Pg 86 of 175 Invoice Number: 1050019562  
 Windstream Holdings, Inc. Matter Number: 24706-18  
 Executory Contracts and Unexpired Leases

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**Summary of Hours Billed**

<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Rate</u></b>	<b><u>Amount</u></b>
Anthony Abate	1.00	325.00	325.00
Spencer Caldwell-McMillan	71.20	705.00	50,196.00
Chris Ceresa	15.30	595.00	9,103.50
Neda Davanipour	2.70	805.00	2,173.50
Emily Flynn	0.50	705.00	352.50
Alex Hevia	5.50	705.00	3,877.50
Marc Kieselstein, P.C.	6.60	1,565.00	10,329.00
Hannah Kupsky	1.90	325.00	617.50
Ross M. Kwasteniet, P.C.	1.20	1,515.00	1,818.00
John R. Luze	21.50	1,045.00	22,467.50
Carrie Therese Oppenheim	2.30	430.00	989.00
Francis Petrie	0.80	805.00	644.00
Andrew Polansky	2.20	705.00	1,551.00
Margaret Reiney	8.90	595.00	5,295.50
Tommy Scheffer	1.90	705.00	1,339.50
Trudy Smith	83.60	805.00	67,298.00
Brad Weiland	16.30	1,255.00	20,456.50
<b>TOTALS</b>	<b>243.40</b>		<b>\$ 198,833.50</b>

**Description of Legal Services**

<b><u>Date</u></b>	<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Description</u></b>
09/01/19	John R. Luze	0.40	Review and analyze lease assumption motion.
09/01/19	Trudy Smith	3.30	Draft omnibus lease assumption motion (2.7); review and analyze precedent lease assumption motions (.5); correspond with J. Luze re draft motion (.1).
09/02/19	John R. Luze	0.30	Review and analyze omnibus lease assumption issues.
09/02/19	Trudy Smith	8.80	Draft omnibus lease assumption motions (3.8); draft order re same (1.2); review and analyze precedent orders re same (.6); draft declaration in support of assumption motion (2.4); correspond with J. Luze re draft motion (.1); analyze precedent lease assumption motions (.7).
09/02/19	Brad Weiland	2.20	Correspond and telephone conference with T. Scheffer re contract and lease research (.4); review and analyze research re same (1.0); prepare and revise materials re same (.8).
09/03/19	Spencer Caldwell-McMillan	3.20	Review and analyze relevant agreements (2.6); revise rejection notice (.5); correspond with A&M, KCC and K&E re revise notice filing (.1).
09/03/19	Emily Flynn	0.50	Revise materials re notice filings (.2); analyze docket re same (.1); draft, revise CNOs (.2).
09/03/19	Marc Kieselstein, P.C.	2.30	Analyze issues re useful life and economic compulsion, litigation schedule and discovery.
09/03/19	Hannah Kupsky	0.50	Prepare for and file amended rejection notice.
09/03/19	John R. Luze	1.10	Review and analyze lease assumption issues (.4); conference and correspond with K&E team and A&M re same (.7).
09/03/19	Tommy Scheffer	0.30	Correspond with A&M, K&E teams re contract analysis.

Legal Services for the Period Ending September 30, 2019 Pg 88 of 175 Invoice Number: 1050019562  
 Windstream Holdings, Inc. Matter Number: 24706-18  
 Executory Contracts and Unexpired Leases

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/03/19	Trudy Smith	1.20	Correspond with S. Caldwell-McMillan re amended rejection notice (.1); review and comment on amended notice (.2); prepare same for filing and correspond with K&E team re same (.2); correspond with E. Flynn re CNOs (.1); correspond with A&M re channel partner rejection notice (.1); draft notice of rejection (.1); revise channel partner rejection letter (.2); correspond with KCC re same (.1); correspond and telephone conference with S. Caldwell-McMillan re contract review (.1).
09/04/19	Spencer Caldwell-McMillan	7.20	Review and analyze relevant agreements (3.9); draft agreement analysis (3.3).
09/04/19	John R. Luze	1.60	Draft and revise omnibus lease assumption motion (1.4); conference and correspond with K&E team re same (.2).
09/04/19	Trudy Smith	0.90	Correspond and telephone conference with S. Caldwell-McMillan re BOB Tower contractual analysis (.2); revise channel partner rejection notice letter (.2); prepare rejection re same (.2); correspond with KCC re channel partner rejections (.1); correspond with A&M and A. Hevia re Access and Saetec resolution (.2).
09/05/19	Anthony Abate	0.40	Prepare filing versions of rejection notice (.2); file re same (.2).
09/05/19	Spencer Caldwell-McMillan	1.70	Revise lease motion (.9); correspond with T. Smith and K&E team re same (.8).
09/05/19	Alex Hevia	0.80	Review motion to compel assumption or rejection of contract (.6); prepare correspondence memorandum re same for T. Smith. (.2).
09/05/19	John R. Luze	0.70	Conference and correspond with landlords and A&M re lease cure issues.



<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/05/19	Trudy Smith	2.90	Revise stipulation re lease rejection and letter of credit draw (.8); correspond and telephone conference with E. Flynn re same and channel partner filings (.2); correspond and telephone conference with Gibson Dunn re stipulation (.1); telephone conference with A&M re Saetec and Access agreements (.2); review and analyze objection re South Plains Electric Cooperative (.3); revise summary and next steps re same (.2); correspond with K&E team re same (.2); correspond with K&E, A&M, and Company re channel partner rejection notice filing (.3); prepare notice for filing (.3); telephone conference with A&M re channel partner service inquiry (.3).
09/06/19	Spencer Caldwell-McMillan	6.50	Draft custom notice for lease motion (2.5); correspond with KCC re filing (.1); correspond with K&E team re changes to lease motion (.1); correspond with A&M re omnibus lease assumption declaration (.1); revise lease motion (.6); prepare lease motion for filing (2.5); correspond with K&E team, A&M, and KCC re same (.6).
09/06/19	John R. Luze	1.40	Review and revise lease assumption motion for filing (.9); correspond with K&E team and company re same (.3); review and analyze issues re same (.2).
09/06/19	Trudy Smith	2.20	Telephone conference with J. Luze re contract review and revised motion (.3); correspond and telephone conference with KCC re service for omnibus lease assumption motion (.2); correspond and telephone conferences with K&E team re same (.2); review and revise notice of lease assumption (.3); review and comment on declaration re omnibus lease assumption (.3); correspond and telephone conferences with S. Caldwell-McMillan re same (.4); prepare omnibus lease assumption motion for filing and correspond with K&E team re same (.5).
09/09/19	Marc Kieselstein, P.C.	1.00	Analyze issues re accounting issues.
09/09/19	John R. Luze	0.80	Conference and correspond with landlords re lease assumption issues (.4); conference and correspond with K&E team re same (.4).

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/09/19	Tommy Scheffer	0.80	Correspond with landlord's counsel, A&M, K&E teams re rent dispute.
09/09/19	Trudy Smith	0.40	Telephone conference with Kevin S. Neiman re lease assumption schedule and order (.1); review order and schedule re same (.1); correspond with A&M re same (.1); correspond with A&M re contract analysis presentation (.1).
09/09/19	Brad Weiland	0.90	Review and analyze contract and lease payment and rent items and materials re same.
09/10/19	John R. Luze	0.60	Conference and correspond with landlords re lease assumption issues.
09/10/19	Carrie Therese Oppenheim	0.60	Review, file Fort Knox rejection notice (.4); correspond with KCC team re service of same (.2).
09/10/19	Trudy Smith	0.10	Correspond with K&E and A&M re cure resolution.
09/11/19	Spencer Caldwell-McMillan	2.50	Review relevant contracts re negotiation (2.2); correspond with N. Davanipour (.3).
09/11/19	Marc Kieselstein, P.C.	0.80	Review litigation schedule and related items.
09/11/19	John R. Luze	1.20	Conference with A&M re contract assumption list issues (.5); review and analyze issues re same (.4); correspond with landlords re same (.3).
09/11/19	Tommy Scheffer	0.40	Correspond with landlord's counsel, A&M, K&E teams re rent dispute.
09/11/19	Trudy Smith	0.30	Correspond with A&M re contract rejection notice (.1); review exhibit to same (.1); correspond with K&E team re cure disputes (.1).
09/11/19	Brad Weiland	0.90	Review and analyze contract and lease items (.4); correspond and telephone conference with D. Rosenberg re same (.5).
09/12/19	Spencer Caldwell-McMillan	1.00	Correspond with counter-party and A&M re agreements (.2); review cure materials (.8).
09/12/19	John R. Luze	0.60	Conference and correspond with landlords re lease assumption issues.
09/13/19	Spencer Caldwell-McMillan	0.60	Correspond with creditors re cure amounts.
09/13/19	Alex Hevia	0.10	Prepare correspondence re motion to assume/reject contracts.
09/13/19	John R. Luze	0.60	Conference and correspond with landlords re cure issues.

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/13/19	Brad Weiland	0.90	Review draft materials re contract payment items (.8); correspond with T. Scheffer re same (.1).
09/16/19	Spencer Caldwell-McMillan	2.10	Correspond with counter-parties re cure amounts (1.5); correspond with K&E team re next steps (.6).
09/16/19	Alex Hevia	1.10	Correspond with K&E team, A&M, Company, and T. Smith re motion to assume or reject contract (1.0); conference with M. Tarbox re resolving same (.1).
09/16/19	Marc Kieselstein, P.C.	2.50	Consider potential summary judgment issues and schedule, potential rejection scenarios.
09/16/19	John R. Luze	1.20	Review and analyze lease assumption issues (.7); conference and correspond with K&E team and landlords re same (.5).
09/16/19	Tommy Scheffer	0.40	Correspond with landlord's counsel, A&M, K&E teams re cure amount.
09/16/19	Trudy Smith	2.40	Correspond with A&M re contract analysis deck (.1); draft contract analysis deck re background and recommendations and equipment and fiber maintenance agreements (1.3); review documents summarizing provisions in same (.7); correspond with J. Luze and A&M re amended schedule G (.2); correspond with K&E and A&M re cure inquiries (.1).
09/16/19	Brad Weiland	0.90	Review and analyze lease assumption materials and process (.4); correspondence and discussion re same with team (.5).
09/17/19	Spencer Caldwell-McMillan	2.20	Review contacts presentation (1.5); correspond with T. Smith re same (.5); correspond with creditors re cure amounts (.2).
09/17/19	Alex Hevia	1.60	Review and revise presentation re grey contracts (1.2); review and analyze contracts re lease or license determination (.4).
09/17/19	John R. Luze	1.10	Conference and correspond with K&E team and landlord lawyers re lease assumption issues.

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/17/19	Trudy Smith	7.90	Correspond with K&E and A&M re cure reconciliations (.7); draft contract analysis deck (1.9); review and analyze summaries of agreements re same (1.7); correspond with K&E team re contract deck (.1); correspond with A&M re lease rejections (.3); correspond with K&E team re second supplemental declaration and conflicts analysis (.1); review and analyze cure objections and synthesize same (1.8); conferences and correspondence with S. Caldwell-McMillan re cure reconciliation matters (.8); telephone conference with opposing counsel re claims settlement stipulation (.3); review documents re same (.2).
09/18/19	Spencer Caldwell-McMillan	5.80	Correspond with A&M and creditors re cure amounts (.5); review relevant agreements (3.3); correspond with A&M re rejection (.2); correspond with A&M re leases (.5); correspond with A&M re channel partner request (.1); review proposed assumptions (.8); correspond with A&M re same (.4).
09/18/19	Alex Hevia	1.90	Conference with South Plains Electric counsel re assume and assign issues (.2); conferences with K&E team, PJT, T. Smith to resolve same (.8); review and analyze contracts to determine lease status (.9).
09/18/19	John R. Luze	1.30	Conference and correspond with landlords re lease assumption issues (.6); review and analyze issues re same (.4); correspond with K&E team re same (.3).
09/18/19	Trudy Smith	5.70	Review and analyze cure disputes received and synthesize information re same (2.0); correspond with A&M re same (1.8); telephone conferences and correspond with S. Caldwell-McMillan re cure issues (.6); telephone conferences with multiple parties re cure reconciliation (.7); correspond with same re cure amounts (.3); revise proposed order language re cure and correspond with K&E team re same (.3).

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/18/19	Brad Weiland	1.80	Review and analyze lease assumption motion and status re same (.6); correspond with team, Company, A&M re same (.3); review and analyze research re assumption and rejection (.5); prepare for and participate in telephone conference re lease and contract items real estate review with team (.4).
09/19/19	Spencer Caldwell-McMillan	10.60	Revise rejection and assumption notices (1.7); correspond with K&E team and A&M re counterparty issues (.2); correspond with A&M re notices (.1); correspond with counterparties, K&E team and A&M re cure amounts (3.5); revise assumption notice (3.5); prepare for and attend telephone conference with Company re assumption of certain leases (.5); prepare for and attend telephone conference with counterparty (.3); telephone conference with KCC re same (.1); correspond T. Smith re filing (.2); revise rejection notice (.5).
09/19/19	Chris Ceresa	2.50	Research re legal fees and cure costs.
09/19/19	Hannah Kupsky	1.00	Prepare for and file notice of contract rejection.
09/19/19	John R. Luze	1.10	Conference and correspond with landlords and K&E team re lease assumption issues.
09/19/19	Andrew Polansky	0.30	Review, analyze contract rejection objection (.2); correspond with T. Smith re same (.1).
09/19/19	Margaret Reiney	5.10	Telephone conference re lease issue research (.5); research re potential lease rejection issues (3.0); research re lease rejection (1.6).

Legal Services for the Period Ending September 30, 2019 Pg 94 of 175 Invoice Number: 1050019562  
 Windstream Holdings, Inc. Matter Number: 24706-18  
 Executory Contracts and Unexpired Leases

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/19/19	Trudy Smith	10.40	Telephone conferences and correspond with A&M re cure and assumption filings (1.1); read filed cure objections (.4); draft summary re same (.5); correspond with A&M and Company re cure reconciliation issues (2.8); telephone conference and correspond with MM Zalta re order and cure (.5); correspond with K&E, Company, and BBS Law re cure reconciliation and lease matters (.3); revise proposed order (.4); revise lease assumption notice (.3); telephone conference with Company, A&M, and K&E team re contract counterparty update (.3); telephone conference K&E team and Company re expired lease agreement (.4); revise lease rejection notice (.3); correspond with S. Caldwell-McMillan re pleadings to be filed (.5); conferences and correspond with same re cure reconciliation (2.1); develop filing plan (.3); telephone conference with BSJ&M re cure (.2).
09/19/19	Brad Weiland	1.10	Review and analyze real estate analysis re lease and contract items.
09/20/19	Spencer Caldwell-McMillan	12.10	Revise notices and motions for filing (3.8); correspond with A&M and relevant counterparties re cure amounts and objections (2.9); revise notice of amended order (2.7); revise notice of assumption (1.2); revise notice of rejection (.9); correspond with K&E team and KCC re filing (.6).
09/20/19	Chris Ceresa	2.30	Analyze lease provision re attorney fees (1.3); research re filed objections and responses to notice of assumption of leases (.2); draft materials re cure amounts (.4); telephone conferences and correspond with S. Caldwell-McMillan (.4).
09/20/19	Neda Davanipour	0.60	Attend telephone conference with vendor re various contract cure issues (.4) correspond with A&M re same (.2).
09/20/19	John R. Luze	1.80	Conference and correspond with company and A&M re channel partner rejection issues (.6); conference and correspond with landlords re lease assumption issues (1.2).
09/20/19	Margaret Reiney	3.80	Research re lease rejection issue.

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/20/19	Trudy Smith	8.60	Review filed cure objections (.9); draft summary re same (.8); correspond with A&M re cure reconciliation of filed objections (.6); telephone conference and correspond with J. Luze re filing plan (.3); telephone conferences with A&M re assumption schedules and service (.7); telephone conferences and correspond with S. Caldwell-McMillan re cure reconciliation issues and filing (1.1); telephone conference with Company, KCC, A&M, and K&E re notice (.4); revise proposed assumption order (.3); prepare same for filing (.7); revise lease assumption notice (.3); prepare same for filing (.8); telephone conferences with KCC re service and filing (.3); revise lease rejection notice (.4); prepare same for filing (.6); telephone conferences and correspond with Barclay Damon re executory contract rejection objection (.4).
09/20/19	Brad Weiland	1.50	Review and analyze research re lease and contract items re bankruptcy (1.3); correspond and office conference with K&E team re same (.2).
09/21/19	Trudy Smith	1.20	Revise cure disputes materials (.8); correspond with counsel re lease rejection (.1); correspond with K&E re cure reconciliation (.3).
09/23/19	Anthony Abate	0.40	Draft and revise notice of further revised proposed assumption order (.3); prepare and compile SPEC agreed order (.1).
09/23/19	Spencer Caldwell-McMillan	4.30	Telephone conference with C. Ceresa re next steps (.2); correspond with K&E team re filings and next steps (.3); telephone conference with C. Ceresa re assumption notice (.3); revise assumption notice (1.0); correspond with counter-party re objection (.1); research re legal fees (2.3); correspond with K&E team re legal fees (.1).
09/23/19	Chris Ceresa	2.40	Analyze Living Stream claim for attorneys' fees (2.1); telephone conference with T. Smith and S. Caldwell-McMillan re assumption notice and next steps (.3).
09/23/19	Neda Davanipour	2.10	Review, analyze various master purchase agreements (1.9); correspond with Company re same (.2).

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/23/19	Hannah Kupsky	0.40	Prepare for and file notice of assumption.
09/23/19	John R. Luze	1.20	Review and analyze issues re lease assumption (.7); correspond with K&E team re same (.5).
09/23/19	Trudy Smith	3.90	Correspond and telephone conferences with A&M re cure reconciliation (.8); review and analyze supporting documents and materials re same (.6); correspond and telephone conferences with various parties re cure disputes (1.1); revise materials re same (.3); correspond and telephone conferences with S. Caldwell-McMillan re cure reconciliation (.7); review and analyze research re attorney fees and cure matters (.3); correspond with K&E team re same (.1).
09/24/19	Spencer Caldwell-McMillan	3.30	Correspond with creditors re cure amounts (.5); telephone conference with T. Smith re outstanding cure issues (.6); correspond with creditors and A&M re open claims (.6); review open cure disputes (.9); correspond with creditors re cure amount disputes (.7);.
09/24/19	John R. Luze	1.40	Review and analyze lease assumption issues (.8); conference and correspond with K&E team and A&M re same (.6).
09/24/19	Trudy Smith	6.50	Review and revise materials re cure reconciliation (.7); correspond and telephone conferences with B. Weiland and J. Luze re cure and lease assumption (.6); correspond and telephone conferences with various parties re cure dispute (2.3); review and analyze supporting documents re same (1.1); correspond and telephone conferences with K&E and A&M re same (.8); correspond with C. Oppenheim re revised assumption order and filing timeline (.1); correspond with A. Polansky re channel partners (.1); correspond with K&E and Company re ordinary course agreements (.2); research re same (.6).
09/24/19	Brad Weiland	0.90	Review and analyze cure issues and amounts re assumption of contracts.



<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/25/19	Spencer Caldwell-McMillan	6.20	Correspond with creditors re cure amounts (1.2); revise CNO for filing (.1); correspond with creditors re cure disputes (.5); correspond with creditors re CNO filing (.9); revise amended order (.5); correspond with C. Ceresa re same (.3); correspond with KCC and K&E team re filing (.6); revise CNO (1.8); correspond with K&E team re order and exhibits (.3).
09/25/19	Ross M. Kwasteniet, P.C.	1.20	Analyze issues re payment of rent to Uniti and potential rejection of Uniti agreement.
09/25/19	John R. Luze	1.80	Review and analyze issues re lease assumption (1.2); conference and correspond with K&E team re same (.6).
09/25/19	Carrie Therese Oppenheim	1.70	Correspond with K&E team re revised proposed assumption order (.3); review, file CNO re same (1.2); coordinate submission to chambers (.2).
09/25/19	Andrew Polansky	0.50	Prepare for and participate in telephone conference with T. Smith, A&M team re channel partners.
09/25/19	Trudy Smith	9.60	Telephone conferences and correspondence with various parties re cure reconciliation (2.7); review and analyze cure analysis re same (1.4); revise materials re same (.9); telephone conferences and correspond with A&M re same (.9); review and analyze materials re same (1.0); draft summary re same (.6); telephone conferences and correspond with B. Weiland re outstanding cure items (.3); correspond and telephone conference with J. Luze re same (.2); telephone conferences and correspond with Sulmeyer Kupetz re cure reconciliation and order (.3); review and comment on CNO and proposed assumption order (.3); correspond and telephone conferences with S. Caldwell-McMillan re revised order and cure (.8); correspond with C. Oppenheim re assumption motion agenda (.2).
09/25/19	Brad Weiland	2.30	Review and analyze materials re potential amendment (.9); correspond and telephone conferences with Company, advisors, K&E team re same (1.4).
09/26/19	Anthony Abate	0.20	Prepare and file lease assumption notice.

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/26/19	Spencer Caldwell-McMillan	1.10	Correspond with creditors re cure amounts (.5); correspond with A&M and counterparty re cure amounts (.1); revise assumption notice (.5).
09/26/19	John R. Luze	0.90	Review and analyze issues re lease assumption and cure.
09/26/19	Trudy Smith	2.80	Review and revise lease assumption notice, exhibits, and schedule (.3); correspond with K&E team re same (.2); correspond and telephone conferences with A&M re filing same and assumption schedule (.3); prepare lease assumption notice for filing (.3); correspond with C. Ceresa re same (.2); correspond and telephone conference with Sulmeyer Kupetz re fees and expenses (.3); correspond with A&M re same (.1); telephone conference with A&M re claims settlement letter (.2); telephone conference with A. Polansky re same (.1); correspond with KCC re service (.2); correspond and telephone conferences with various parties re cure reconciliation (.4); revise materials re same (.2).
09/26/19	Brad Weiland	0.50	Review and confirm resolution of objections re lease assumption.
09/27/19	Spencer Caldwell-McMillan	0.30	Review and analyze assumption procedures (.1); correspond with T. Smith re service of assumption notices (.2).
09/27/19	Chris Ceresa	3.80	Telephone conference with H. Hockberger re research re section 365 research (.2); research, analyze relevant sources re same (3.3); correspond with H. Hockberger re same (.3).
09/27/19	John R. Luze	0.40	Review and analyze lease assumption issues.
09/27/19	Francis Petrie	0.80	Correspond with chambers, J. Luze re status of lease noticing, bankruptcy rules.
09/27/19	Andrew Polansky	1.40	Draft proposed letter re channel partners.

Legal Services for the Period Ending September 30, 2019 Pg 99 of 175 Invoice Number: 1050019562  
 Windstream Holdings, Inc. Matter Number: 24706-18  
 Executory Contracts and Unexpired Leases

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/27/19	Trudy Smith	1.20	Correspond with K&E team re service of lease assumption notice (.1); review docket re affidavit of service (.1); correspond with A&M re cure reconciliation (.3); correspond with Sulmeyer Kupetz re attorneys fees (.1); correspond with S. Caldwell-McMillan re cure reconciliation and service (.3); correspond with Sirlin, Lesser & Benson, P.C. re same (.2); revise materials re same (.1).
09/28/19	Chris Ceresa	2.80	Research re section 365.
09/29/19	Trudy Smith	0.10	Correspond with local counsel re cure reconciliation.
09/30/19	Spencer Caldwell-McMillan	0.50	Correspond with creditors re cure amounts.
09/30/19	Chris Ceresa	1.50	Research re section 365 (1.4); correspond w H. Hockberger re same (.1).
09/30/19	Trudy Smith	3.20	Correspond with C. Ceresa re certificates of no objection for assumption and rejection notices (.2); review and revise same (.6); correspond with K&E team re filing plan for CNOs (.2); review and revise draft settlement letter (1.7); correspond with K&E team re precedent letters and review and analyze same (.5).
09/30/19	Brad Weiland	2.40	Review and revise materials re rejection items (.5); correspond with Company, working group re same (.4); office conferences with R. Kwasteniet, K&E team re same (.3); review and revise materials re same (1.2).
<b>Total</b>		<b>243.40</b>	

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**KIRKLAND & ELLIS LLP**

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue  
New York, NY 10022

FEIN 36-1326630

November 13, 2019

Windstream Holdings, Inc.  
4001 Rodney Parham Road  
Little Rock, AR 72212

Attn: Kristi Moody, Esq.

**Invoice Number: 1050019563**  
**Client Matter: 24706-21**

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**In the Matter of Investigation of Potential Claims**

For legal services rendered through September 30, 2019  
(see attached Description of Legal Services for detail)

\$ 58,522.50

Total legal services rendered

\$ 58,522.50

Legal Services for the Period Ending September 30, 2019 Pg. 101 of 175 Invoice Number: 1050019563  
Windstream Holdings, Inc. Matter Number: 24706-21  
Investigation of Potential Claims

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**Summary of Hours Billed**

<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Rate</u></b>	<b><u>Amount</u></b>
Heidi Hockberger	7.70	805.00	6,198.50
Ross M. Kwasteniet, P.C.	0.80	1,515.00	1,212.00
Andrew Polansky	15.50	705.00	10,927.50
Margaret Reiney	28.90	595.00	17,195.50
Tommy Scheffer	31.30	705.00	22,066.50
Ravi Subramanian Shankar	0.90	1,025.00	922.50
<b>TOTALS</b>	<b>85.10</b>		<b>\$ 58,522.50</b>

**Description of Legal Services**

<b><u>Date</u></b>	<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Description</u></b>
09/02/19	Tommy Scheffer	8.40	Telephone conference with B. Weiland re claims investigation issues (.2); research re same (5.4); draft memorandum re same (2.8).
09/03/19	Tommy Scheffer	4.50	Correspond with B. Weiland re claims investigation issues (.3); research re same (2.3); draft analysis re same (1.9).
09/04/19	Ross M. Kwasteniet, P.C.	0.80	Analyze strategies re potential claims investigation.
09/11/19	Tommy Scheffer	3.20	Correspond and telephone conferences with K&E team re claims investigation issues (.5); research re same (2.7).
09/12/19	Tommy Scheffer	4.10	Research re claims investigation issues (2.6); revise claims investigation materials (1.5).
09/13/19	Tommy Scheffer	0.30	Correspond with K&E team re claims investigation materials.
09/17/19	Tommy Scheffer	1.20	Revise claims investigation motion (.8); correspond and conference with K&E team re same (.4).
09/18/19	Heidi Hockberger	0.80	Correspond with K&E team re claims investigation.
09/18/19	Tommy Scheffer	3.30	Revise claims investigation materials (2.8); correspond with K&E team re same (.5).
09/19/19	Tommy Scheffer	0.70	Correspond and telephone conference with K&E team re claims investigation research.
09/20/19	Tommy Scheffer	1.00	Correspond and conference with K&E team re claims investigation research (.6); review same (.2); correspond with K&E team re claims investigation motion (.2).
09/22/19	Margaret Reiney	5.60	Research re claim investigation case law.
09/23/19	Heidi Hockberger	1.00	Review and analyze research re claims investigation (.7); correspond with B. Weiland and M. Reiney re claims investigation materials (.3).
09/23/19	Margaret Reiney	2.80	Research claim investigation issue (2.5); Correspond with H. Hockberger re same (.2); telephone conference with H. Hockberger re same (.1).
09/23/19	Margaret Reiney	1.10	Research implications re claim investigation.

Legal Services for the Period Ending September 30, 2019 Pg. 103 of 175 Invoice Number: 1050019563  
 Windstream Holdings, Inc. Matter Number: 24706-21  
 Investigation of Potential Claims

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/23/19	Tommy Scheffer	0.90	Correspond with K&E team re claims investigation research (.3); review same (.6).
09/24/19	Heidi Hockberger	2.10	Draft outline re claims investigation materials (1.5); research re same (.6).
09/24/19	Margaret Reiney	5.60	Research re claims investigation.
09/24/19	Tommy Scheffer	1.20	Research re claims investigation issues (.5); analyze same (.4); correspond with K&E team re same (.3).
09/25/19	Heidi Hockberger	3.50	Research re claims investigation matters.
09/25/19	Andrew Polansky	3.50	Draft materials re potential claim investigation options (3.1); conference with M. Reiney re same (.3); correspond with M. Reiney re same (.1).
09/25/19	Margaret Reiney	6.30	Research claim investigations (6.0); telephone conference with A. Polansky re same (.3).
09/26/19	Andrew Polansky	4.10	Draft materials re potential claims (3.6); conference with H. Hockberger re same (.5).
09/26/19	Margaret Reiney	0.50	Review, revise claims investigation motion.
09/26/19	Tommy Scheffer	0.70	Correspond and conference with K&E team re claims investigation materials.
09/27/19	Heidi Hockberger	0.30	Draft materials re claims investigation.
09/27/19	Andrew Polansky	3.80	Draft materials re claim options (3.6); conference with H. Hockberger re same (.2).
09/27/19	Margaret Reiney	2.00	Review and revise claim investigation motion.
09/27/19	Tommy Scheffer	1.50	Revise claim investigation material (1.2); correspond with K&E team re same (.3).
09/28/19	Andrew Polansky	0.30	Revise materials re potential claims (.2); correspond with M. Reiney re same (.1).
09/28/19	Tommy Scheffer	0.30	Correspond with K&E team re claims investigation materials.
09/29/19	Margaret Reiney	1.70	Review, revise investigation strategy presentation.
09/30/19	Andrew Polansky	3.80	Revise materials re claim investigation issue (3.4); correspond with H. Hockberger re same (.4).
09/30/19	Margaret Reiney	3.30	Review and revise claim investigation materials.

Legal Services for the Period Ending September 30, 2019 Pg. 104 of 175 Invoice Number: 1050019563  
Windstream Holdings, Inc. Matter Number: 24706-21  
Investigation of Potential Claims

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/30/19	Ravi Subramanian Shankar	0.90	Prepare for and conduct fact interview re claim investigations.
<b>Total</b>		<b>85.10</b>	



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**KIRKLAND & ELLIS LLP**

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue  
New York, NY 10022

FEIN 36-1326630

November 13, 2019

Windstream Holdings, Inc.  
4001 Rodney Parham Road  
Little Rock, AR 72212

Attn: Kristi Moody, Esq.

**Invoice Number: 1050019564**

**Client Matter: 24706-22**

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**In the Matter of Plan/Disclosure Statement/Confirmation**

For legal services rendered through September 30, 2019  
(see attached Description of Legal Services for detail)

\$ 6,357.00

Total legal services rendered

\$ 6,357.00

**Summary of Hours Billed**

<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Rate</u></b>	<b><u>Amount</u></b>
John R. Luze	2.00	1,045.00	2,090.00
Brad Weiland	3.40	1,255.00	4,267.00
<b>TOTALS</b>	<b>5.40</b>		<b>\$ 6,357.00</b>

**Description of Legal Services**

<b><u>Date</u></b>	<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Description</u></b>
09/13/19	Brad Weiland	0.30	Correspond with K&E team re restructuring strategy and status and correspond with K&E team re client discussion re same.
09/17/19	Brad Weiland	0.90	Review and analyze materials re potential restructuring strategy (.3); telephone conference with K&E team re same (.3); telephone conference with PJT re same (.3).
09/24/19	Brad Weiland	0.40	Telephone conference with PJT, K&E teams re restructuring strategy.
09/26/19	John R. Luze	0.90	Conference with A&M re intercompany and liquidation analysis issues (.4); correspond with K&E team re same (.3); review and analyze issues re same (.2).
09/27/19	John R. Luze	1.10	Conference with K&E team re intercompany and liquidation analysis issues (.5); prepare for same (.4); review and analyze issues re same (.2).
09/27/19	Brad Weiland	1.20	Prepare for and participate in telephone conference with Company, advisors re restructuring strategy (.6); prepare for and participate in telephone conference with A&M re claims and best interests analysis (.6).
09/30/19	Brad Weiland	0.60	Correspond and telephone conference with J. Schmaltz re A&M analysis.
<b>Total</b>		<b>5.40</b>	

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**KIRKLAND & ELLIS LLP**

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue  
New York, NY 10022

FEIN 36-1326630

November 13, 2019

Windstream Holdings, Inc.  
4001 Rodney Parham Road  
Little Rock, AR 72212

Attn: Kristi Moody, Esq.

**Invoice Number: 1050019565**

**Client Matter: 24706-24**

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**In the Matter of K&E Retention and Fee Matters**

For legal services rendered through September 30, 2019  
(see attached Description of Legal Services for detail)

\$ 20,416.50

Total legal services rendered

\$ 20,416.50

Legal Services for the Period Ending September 30, 2019 Pg. 109 of 175 Invoice Number: 1050019565  
 Windstream Holdings, Inc. Matter Number: 24706-24  
 K&E Retention and Fee Matters

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**Summary of Hours Billed**

<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Rate</u></b>	<b><u>Amount</u></b>
Anthony Abate	1.70	325.00	552.50
Spencer Caldwell-McMillan	1.10	705.00	775.50
Chris Ceresa	1.20	595.00	714.00
Emily Flynn	4.00	705.00	2,820.00
John R. Luze	3.70	1,045.00	3,866.50
Carrie Therese Oppenheim	0.80	430.00	344.00
Francis Petrie	1.40	805.00	1,127.00
Margaret Reiney	2.30	595.00	1,368.50
Tommy Scheffer	8.00	705.00	5,640.00
Trudy Smith	0.40	805.00	322.00
Brad Weiland	2.30	1,255.00	2,886.50
<b>TOTALS</b>	<b>26.90</b>		<b>\$ 20,416.50</b>

**Description of Legal Services**

<b><u>Date</u></b>	<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Description</u></b>
09/02/19	Francis Petrie	0.30	Correspond with K&E team re monthly fee statement revisions.
09/05/19	Tommy Scheffer	1.20	Draft K&E fee report and estimate (.9); correspond with K&E team re same (.3).
09/11/19	Tommy Scheffer	1.40	Correspond with Company, K&E team re fee estimates (.4); prepare same (1.0).
09/13/19	Emily Flynn	0.40	Analyze docket re potential conflicts (.1); revise materials re same (.3).
09/16/19	John R. Luze	0.80	Review and analyze K&E fee statement for U.S. Trustee guideline compliance and privilege.
09/17/19	John R. Luze	0.80	Review and analyze K&E fee statement for U.S. Trustee guideline compliance and privilege.
09/18/19	John R. Luze	2.10	Review and analyze K&E fee statement re U.S. Trustee guideline compliance and privilege issues.
09/18/19	Francis Petrie	0.30	Correspond with T. Scheffer re fee reporting protocol.
09/18/19	Tommy Scheffer	1.30	Correspond with Company, K&E team re fee reporting (.4); prepare same (.9).
09/19/19	Anthony Abate	1.20	Draft July 2019 monthly fee statement.
09/19/19	Tommy Scheffer	0.20	Correspond with F. Petrie re fee reporting.
09/19/19	Brad Weiland	0.90	Correspond with K&E team re fee statement (.2); review and analyze K&E fee statement re U.S. Trustee guideline compliance and privilege issues. (.7).
09/20/19	Anthony Abate	0.50	Review and revise July monthly fee statement.
09/24/19	Emily Flynn	0.40	Telephone conference with T. Smith re conflicts (.1); correspond with A. Beckett re same (.1); revise notice materials (.2).
09/24/19	Trudy Smith	0.40	Correspond and telephone conference with E. Flynn re conflicts review and supplemental declaration (.3); review notices of appearance materials re same (.1).
09/25/19	Tommy Scheffer	1.50	Correspond with Company, A&M, K&E team re fee reporting (.6); prepare same (.9).

Legal Services for the Period Ending September 30, 2019 Pg. 111 of 175 Invoice Number: 1050019565  
 Windstream Holdings, Inc. Matter Number: 24706-24  
 K&E Retention and Fee Matters

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/25/19	Brad Weiland	1.40	Review and analyze K&E fee statement re U.S. Trustee guideline compliance and privilege issues. (1.3); correspond with K&E team re same (.1).
09/26/19	Francis Petrie	0.80	Correspond with K&E team re fee statement review and protocol.
09/26/19	Margaret Reiney	0.10	Correspond with K&E team re fee matters.
09/27/19	Spencer Caldwell-McMillan	0.40	Telephone conference C. Ceresa re review (.1); review billing memorandum (.1); correspond with C. Ceresa and K&E team re invoice review (.2).
09/27/19	Chris Ceresa	1.20	Review and analyze K&E fee statement re U.S. Trustee guideline compliance and privilege issues. (.9), correspond w K&E team re same (.3).
09/27/19	Margaret Reiney	2.20	Office conference with T. Scheffer re fee matters (.4); review time entry guidelines (.2); review and analyze K&E invoice re U.S. Trustee guideline compliance and privilege issues. (1.6).
09/27/19	Tommy Scheffer	1.20	Review and revise K&E fee statement for confidentiality and per U.S. Trustee guidelines, bankruptcy code, and applicable law.
09/28/19	Tommy Scheffer	1.20	Review and revise K&E fee statement for confidentiality and per U.S. Trustee guidelines, bankruptcy code, and applicable law.
09/30/19	Spencer Caldwell-McMillan	0.70	Review K&E fee statement for compliance with U.S. Trustee guidelines and confidentiality.
09/30/19	Emily Flynn	3.20	Review and analyze K&E fee statement re U.S. Trustee guideline compliance and privilege issues.
09/30/19	Carrie Therese Oppenheim	0.80	Revise July monthly fee statement (.6); prepare exhibits for same (.2).
<b>Total</b>		<b>26.90</b>	

**KIRKLAND & ELLIS LLP**

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue  
New York, NY 10022

FEIN 36-1326630

November 13, 2019

Windstream Holdings, Inc.  
4001 Rodney Parham Road  
Little Rock, AR 72212

Attn: Kristi Moody, Esq.

**Invoice Number: 1050019566**

**Client Matter: 24706-25**

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**In the Matter of Non-K&E Retention and Fee Matters**

For legal services rendered through September 30, 2019  
(see attached Description of Legal Services for detail)

\$ 6,402.50

Total legal services rendered

\$ 6,402.50



**Summary of Hours Billed**

<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Rate</u></b>	<b><u>Amount</u></b>
Anthony Abate	1.20	325.00	390.00
Alex Hevia	1.20	705.00	846.00
Hannah Kupsky	0.20	325.00	65.00
Carrie Therese Oppenheim	3.20	430.00	1,376.00
Francis Petrie	1.10	805.00	885.50
Andrew Polansky	1.10	705.00	775.50
Tommy Scheffer	2.70	705.00	1,903.50
Trudy Smith	0.20	805.00	161.00
<b>TOTALS</b>	<b>10.90</b>		<b>\$ 6,402.50</b>

**Description of Legal Services**

<b><u>Date</u></b>	<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Description</u></b>
09/03/19	Carrie Therese Oppenheim	0.30	Review, file A&M monthly fee statement.
09/03/19	Francis Petrie	0.30	Correspond with stakeholders re upcoming fee hearing.
09/03/19	Tommy Scheffer	0.70	Correspond with PwC, K&E teams re filing monthly fee statement.
09/04/19	Carrie Therese Oppenheim	0.70	Review, revise PwC July fee statement (.3); finalize, file same (.4).
09/05/19	Anthony Abate	0.20	File KPMG third monthly fee statement.
09/05/19	Alex Hevia	0.90	Review KPMG invoice to ensure compliance with U.S. Trustee guidelines.
09/05/19	Carrie Therese Oppenheim	2.10	Draft notice of first interim fee hearing (1.4); review interim compensation order re deadlines (.4); review, revise KPMG monthly fee statement (.3).
09/05/19	Francis Petrie	0.40	Review and revise notice of fee hearing.
09/05/19	Trudy Smith	0.20	Correspond with K&E team re filing KPMG application (.1); correspond with KPMG re same (.1).
09/16/19	Alex Hevia	0.30	Review SolomonEdwards fee statement for consistency with U.S. Trustee guidelines (.2); correspond with M. Stribling and SolomonEdwards re same (.1).
09/17/19	Anthony Abate	0.20	Prepare and file SolomonEdwards August 2019 monthly fee statement.
09/18/19	Anthony Abate	0.20	Prepare and file declaration of disinterestedness (.1); revise materials re same (.1).
09/18/19	Francis Petrie	0.40	Review and arrange for filing of declaration of disinterestedness.
09/19/19	Tommy Scheffer	0.80	Correspond with PJT, K&E team re PJT monthly fee statement (.3); review same (.5).
09/20/19	Anthony Abate	0.20	Prepare, file, and serve PJT July 2019 monthly fee statement.
09/20/19	Hannah Kupsky	0.20	File A&M monthly fee application.
09/20/19	Carrie Therese Oppenheim	0.10	Review, revise PJT July fee statement.
09/20/19	Tommy Scheffer	0.60	Correspond with K&E team re filing of PJT monthly fee statement.

Legal Services for the Period Ending September 30, 2019 Pg. 115 of 175 Invoice Number: 1050019566  
 Windstream Holdings, Inc. Matter Number: 24706-25  
 Non-K&E Retention and Fee Matters

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/25/19	Tommy Scheffer	0.60	Correspond with PJT, K&E teams re PJT monthly fee statement (.2); review same (.4).
09/26/19	Anthony Abate	0.20	Prepare and file declaration of disinterestedness (.1); revise materials re same (.1).
09/27/19	Anthony Abate	0.20	Prepare and file PJT sixth monthly fee statement.
09/30/19	Andrew Polansky	1.10	Draft KPMG statement of work application.
<b>Total</b>		<b>10.90</b>	

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**KIRKLAND & ELLIS LLP**

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue  
New York, NY 10022

FEIN 36-1326630

November 13, 2019

Windstream Holdings, Inc.  
4001 Rodney Parham Road  
Little Rock, AR 72212

Attn: Kristi Moody, Esq.

**Invoice Number: 1050019567**

**Client Matter: 24706-27**

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**In the Matter of Tax Matters**

For legal services rendered through September 30, 2019  
(see attached Description of Legal Services for detail)

\$ 39,837.00

Total legal services rendered

\$ 39,837.00

**Summary of Hours Billed**

<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Rate</u></b>	<b><u>Amount</u></b>
Marc Kieselstein, P.C.	1.00	1,565.00	1,565.00
William A. Levy, P.C.	4.10	1,595.00	6,539.50
John R. Luze	0.40	1,045.00	418.00
Carrie Therese Oppenheim	0.60	430.00	258.00
Francis Petrie	1.20	805.00	966.00
Tommy Scheffer	0.90	705.00	634.50
Anthony Vincenzo Sexton	16.50	1,185.00	19,552.50
Nicholas Warther	8.80	940.00	8,272.00
Brad Weiland	1.30	1,255.00	1,631.50
<b>TOTALS</b>	<b>34.80</b>		<b>\$ 39,837.00</b>

**Description of Legal Services**

<b><u>Date</u></b>	<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Description</u></b>
09/03/19	William A. Levy, P.C.	1.50	Telephone conferences with A. Sexton, KPMG re diligence matters (.5); review diligence matters (1.0).
09/03/19	Francis Petrie	0.50	Correspond with K&E team re tax settlement motion, hearing status.
09/03/19	Tommy Scheffer	0.90	Correspond with K&E team re tax settlement motion (.3); revise same (.6).
09/03/19	Anthony Vincenzo Sexton	1.60	Telephone conference with KPMG re analysis issues (.4); correspond with K&E team re same (.3); correspond with bankers re same (.2); review and analyze issues re same (.4); review and revise tax settlements materials (.3).
09/03/19	Nicholas Warther	0.70	Correspond with K&E team, Company, and N. Bessey re draft of NY tax settlement motion.
09/04/19	William A. Levy, P.C.	0.50	Telephone conferences with K&E team re preferred stock.
09/04/19	Carrie Therese Oppenheim	0.20	Compile exhibits to NY tax settlement motion.
09/04/19	Francis Petrie	0.70	Review and revise tax settlement motion.
09/04/19	Anthony Vincenzo Sexton	3.00	Telephone conference with Milbank re tax settlement issues (.2); standing telephone conference with Company and K&E team re tax issues (1.0); telephone conference with Company and KPMG re tax accounting issues (1.1); review and analyze same (.4); correspond with K&E team re issues (.2); review tax settlement materials (.1).
09/04/19	Nicholas Warther	1.20	Telephone conference with Company, KPMG, and A. Sexton for weekly tax status call.
09/05/19	Anthony Vincenzo Sexton	2.20	Telephone conference with K&E team re accounting issues (.6); correspond with KPMG re same (.2); review materials re state tax claim and audit issues (.7); correspond with Company and K&E team re same (.5); correspond with K&E team re issues (.2).

Legal Services for the Period Ending September 30, 2019 Pg. 119 of 175

Invoice Number: 1050019567

Windstream Holdings, Inc.

Matter Number: 24706-27

Tax Matters

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/05/19	Nicholas Warther	0.50	Telephone conference with K&E team re status and process for dispute resolution with Uniti.
09/05/19	Brad Weiland	0.30	Correspond with K&E team re tax items.
09/06/19	John R. Luze	0.40	Review and analyze tax motion for filing.
09/09/19	Anthony Vincenzo Sexton	0.30	Correspond with K&E team and Company re diligence requests.
09/10/19	Anthony Vincenzo Sexton	0.40	Correspond with Company re tax discovery issues (.1); correspond with creditor advisors re tax settlements (.2); correspond with Company re tax proofs of claim (.1).
09/11/19	Anthony Vincenzo Sexton	1.70	Telephone conference with Company and KPMG re deal status and accounting issues (1.0); review and analyze materials re same (.5); review diligence production (.2).
09/11/19	Nicholas Warther	1.20	Telephone conference with Company, KPMG, and A. Sexton for weekly status call.
09/13/19	William A. Levy, P.C.	0.80	Review diligence responses.
09/13/19	Anthony Vincenzo Sexton	2.70	Telephone conference with Company re accounting analysis and related issues (.3); audit committee meeting (1.6); correspond with K&E team re same (.5); correspond with Company re same (.3).
09/13/19	Nicholas Warther	4.30	Research and review tax law re treatment of tenant improvements on true lease status (3.0); organize and analyze findings and correspond with A. Sexton (1.3).
09/17/19	Anthony Vincenzo Sexton	0.50	Telephone conference with Company re accounting issues (.3); correspond with K&E team re same (.2).
09/17/19	Brad Weiland	0.30	Correspond with A. Sexton re tax matters.
09/18/19	Marc Kieselstein, P.C.	1.00	Telephone conference with K&E team re UTP timing and substance and relation to litigation.
09/18/19	Anthony Vincenzo Sexton	1.60	Telephone conference with K&E team re accounting issues (.5); standing telephone conference with Company and KPMG re tax matters (.9); review and analyze materials re same (.2).
09/18/19	Nicholas Warther	0.90	Telephone conference with Windstream, A. Sexton, and KPMG for weekly tax status call.
09/18/19	Brad Weiland	0.30	Correspond with A. Sexton, team re tax items.

Legal Services for the Period Ending September 30, 2019 Pg. 120 of 175 Invoice Number: 1050019567  
 Windstream Holdings, Inc. Matter Number: 24706-27  
 Tax Matters

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/19/19	Anthony Vincenzo Sexton	0.30	Correspond with KPMG team re deal status (.2); correspond with K&E team re issues (.1).
09/19/19	Brad Weiland	0.40	Correspond with B. Levy, A. Sexton, and PJT re tax items.
09/20/19	William A. Levy, P.C.	1.30	Review CLEC/ILEC diligence questions (.8); telephone conferences with A. Sexton, Windstream re CLEC/ILEC diligence questions (.5).
09/20/19	Anthony Vincenzo Sexton	0.60	Telephone conference with Company re lease issues (.4); correspond with K&E team re same (.2).
09/23/19	Carrie Therese Oppenheim	0.40	Review, finalize, file CNO re NY Tax Department settlement motion.
09/24/19	Anthony Vincenzo Sexton	0.10	Correspond with K&E team re tax analysis issues on lease.
09/25/19	Anthony Vincenzo Sexton	0.10	Correspond with K&E team re tax analysis issues on lease.
09/27/19	Anthony Vincenzo Sexton	0.70	Telephone conference with Company and KPMG re audit issues (.5); correspond with K&E team re same (.2).
09/30/19	Anthony Vincenzo Sexton	0.70	Telephone conference with Company and KPMG re audit issues (.5); correspond with K&E team re same (.2).
<b>Total</b>		<b>34.80</b>	



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**KIRKLAND & ELLIS LLP**

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue  
New York, NY 10022

FEIN 36-1326630

November 13, 2019

Windstream Holdings, Inc.  
4001 Rodney Parham Road  
Little Rock, AR 72212

Attn: Kristi Moody, Esq.

**Invoice Number: 1050019568**

**Client Matter: 24706-28**

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**In the Matter of Travel**

For legal services rendered through September 30, 2019  
(see attached Description of Legal Services for detail)

\$ 26,046.00

Total legal services rendered

\$ 26,046.00

**Summary of Hours Billed**

<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Rate</u></b>	<b><u>Amount</u></b>
Richard U. S. Howell	1.50	1,160.00	1,740.00
Ross M. Kwasteniet, P.C.	6.60	1,515.00	9,999.00
Brad Weiland	11.40	1,255.00	14,307.00
<b>TOTALS</b>	<b>19.50</b>		<b>\$ 26,046.00</b>

**Description of Legal Services**

<b><u>Date</u></b>	<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Description</u></b>
09/03/19	Richard U. S. Howell	1.50	Travel from Chicago, IL to New York, NY for mediation (billed at half time).
09/04/19	Ross M. Kwasteniet, P.C.	1.80	Travel from Chicago, IL to New York, NY (billed at half time).
09/04/19	Brad Weiland	2.00	Travel from Chicago, IL to New York, NY (billed at half time).
09/06/19	Ross M. Kwasteniet, P.C.	1.70	Travel from New York, NY to Chicago, IL (billed at half time).
09/06/19	Brad Weiland	2.20	Travel from New York, NY to Chicago, IL (billed at half time).
09/09/19	Brad Weiland	2.20	Travel from Chicago, IL to New York, NY (billed at half time).
09/10/19	Ross M. Kwasteniet, P.C.	1.50	Travel from Chicago, IL to New York, NY (billed at half time).
09/10/19	Brad Weiland	0.90	Travel to New York, NY (billed at half time).
09/11/19	Ross M. Kwasteniet, P.C.	1.60	Travel from New York, NY to Chicago, IL (billed at half time).
09/11/19	Brad Weiland	1.50	Travel from New York, NY to Chicago, IL (billed at half time).
09/18/19	Brad Weiland	2.60	Travel from Chicago, IL to New York, NY (1.3) (billed at half time); travel from New York, NY to Chicago, IL (1.3) (billed at half time).
<b>Total</b>		<b>19.50</b>	

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**KIRKLAND & ELLIS LLP**

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue  
New York, NY 10022

FEIN 36-1326630

November 13, 2019

Windstream Holdings, Inc.  
4001 Rodney Parham Road  
Little Rock, AR 72212

Attn: Kristi Moody, Esq.

**Invoice Number: 1050019569**

**Client Matter: 24706-30**

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**In the Matter of Utilities**

For legal services rendered through September 30, 2019  
(see attached Description of Legal Services for detail)

\$ 805.50

Total legal services rendered

\$ 805.50

**Summary of Hours Billed**

<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Rate</u></b>	<b><u>Amount</u></b>
Andrew Polansky	0.80	705.00	564.00
Nacif Taousse	0.30	805.00	241.50
<b>TOTALS</b>	<b>1.10</b>		<b>\$ 805.50</b>

**Description of Legal Services**

<b><u>Date</u></b>	<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Description</u></b>
09/09/19	Nacif Taousse	0.20	Correspond with A. Polansky re utility matters.
09/12/19	Andrew Polansky	0.30	Review, analyze utility requests (.1); conference, correspond with N. Taousse, utility company re same (.2).
09/12/19	Nacif Taousse	0.10	Correspond with K&E team re utility matters.
09/19/19	Andrew Polansky	0.50	Review and analyze adequate assurance request (.4); correspond with N. Taousse, A&M re same (.1).
<b>Total</b>		<b>1.10</b>	

**KIRKLAND & ELLIS LLP**

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue  
New York, NY 10022

FEIN 36-1326630

November 13, 2019

Windstream Holdings, Inc.  
4001 Rodney Parham Road  
Little Rock, AR 72212

Attn: Kristi Moody, Esq.

**Invoice Number: 1050019570**

**Client Matter: 24706-31**

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**In the Matter of Vendor Matters**

For legal services rendered through September 30, 2019  
(see attached Description of Legal Services for detail)

\$ 46,472.00

Total legal services rendered

\$ 46,472.00

**Summary of Hours Billed**

<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Rate</u></b>	<b><u>Amount</u></b>
Neda Davanipour	49.80	805.00	40,089.00
John R. Luze	5.80	1,045.00	6,061.00
Francis Petrie	0.40	805.00	322.00
<b>TOTALS</b>	<b>56.00</b>		<b>\$ 46,472.00</b>



**Description of Legal Services**

<b><u>Date</u></b>	<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Description</u></b>
09/03/19	Neda Davanipour	5.30	Attend telephone conference with J. Luze re various vendor issues (.3); attend telephone conference with A&M and J. Luze re same (.3); review analyze vendor negotiation proposals slides and comment on and correspond re same in preparation for telephone conference with Company (2.3); review analyze stipulation and comment on same and correspond with J. Luze re same (1.2); attend telephone conference with Company, K&E and A&M team re various vendor issues and resolve same (.7); attend telephone conference with CTL and J. Luze re vendor global settlement issues and resolve same and correspond with Company re same (.5).
09/03/19	John R. Luze	1.80	Review and analyze access vendor issues (.8); conference and correspond with counsel to CTL re same (.4); conference and correspond with Company re same (.6).
09/04/19	John R. Luze	0.30	Review and analyze access vendor issues.
09/05/19	Neda Davanipour	3.90	Attend telephone conference and correspond with J. Randall (.5); review analyze various documents re Verizon and prepare disclaimer language and correspond with A&M re same (1.3); review analyze comment on proposal and correspond with A&M re same (2.1).
09/05/19	John R. Luze	0.70	Review and analyze access vendor issues (.3); conference and correspond with Company re same (.4).
09/06/19	John R. Luze	0.60	Conference and correspond with Company re access vendor issues.
09/09/19	Neda Davanipour	0.30	Correspond with Company, A&M re various vendor issues.
09/09/19	John R. Luze	0.50	Review and analyze access vendor issues.
09/10/19	Neda Davanipour	2.90	Prepare for and attend telephone conference with A&M and Company re vendor issues (1.3); prepare review and revise automatic stay violation letter (1.6).

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/10/19	John R. Luze	0.50	Conference and correspond with K&E team and Company re access vendor issues.
09/11/19	Neda Davanipour	7.80	Review, analyze revise set off agreement and stipulation, correspond with Windstream and inteliquent re same and prepare for filing (1.2); review analyze various vendor agreements including MSA, Settlement agreement and related documents re certain vendor issues and correspond re strategy, rejection issues and impact, and various other vendor issues with A&M and Company (3.1); review analyze Verizon proposal and status deck, prepare disclaimer language re same and correspond re same (2.4); attend telephone conference with J. Randall re vendor issues (.3); attend telephone conference (.2); correspond with S. McMillan re same (.3); correspond with Company re Verizon related issue (.2); correspond with Company re Zoom vendor issues (.1).
09/12/19	Neda Davanipour	0.70	Review and analyze setoff settlement agreement (.2); prepare summary re same (.2); correspond with Milbank and K&E re same (.2); attend telephone conference re same (.1).
09/12/19	John R. Luze	1.40	Review and analyze access vendor issues (.4); conference with AT&T counsel re same (.5); conference with Company and A&M re same (.5).
09/12/19	Francis Petrie	0.40	Correspond re vendor stipulation and agreed order.
09/13/19	Neda Davanipour	0.20	Correspond with and attend telephone conference with Milbank re setoff settlement agreement.
09/16/19	Neda Davanipour	2.30	Review, analyze trade agreements, comment on same (1.5);, and correspond re same (.2); telephone conference and correspond with Vendor re payment issues (.6).
09/17/19	Neda Davanipour	2.70	Review, analyze offset settlement agreement and comment on same (1.2); review analyze other related agreements (1.2); and various correspondence with K&E and MOFO re same (.3).

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/18/19	Neda Davanipour	5.50	Review, analyze various proof of claim, review, analyze set off motion and order (2.2); prepare draft, review and revise stipulations and agreed order draft (2.4); correspond with A&M, Company and vendor re same (.4); review analyze trade agreement and correspond with vendor re same (.4); correspond with Company re same (.1).
09/19/19	Neda Davanipour	5.60	Prepare for and attend telephone conference with vendor and Company re trade agreement (1.2); correspond with Company re same (.2); correspond re stipulation and revised order with Company and vendor counsel and revise same (1.3); review analyze revise multiple trade agreements and correspond with Company re same (2.3); telephone conference with vendors re various issues and resolve same (.6).
09/20/19	Neda Davanipour	2.60	Review, analyze, comment on and further revise the vendor's revised draft of offset agreement (1.3); review analyze comment on trade agreement (1.3).
09/23/19	Neda Davanipour	3.80	Review, analyze revised stipulation, review analyze docket re certain parties claims, correspond with vendor counsel re comments to same (1.6); correspond re vendor matters with A&M and vendor and resolve same (.5); attend telephone conference with vendor re assumption and cure issues and correspond with A&M re same (.5); review analyze trade agreement, comment on and correspond with L. Werdehausen from Company re same (1.2).
09/24/19	Neda Davanipour	5.30	Review, analyze various agreements (1.4); review analyze multiple trade agreements, comment on and correspond re same with Company (2.4); review analyze de minimis procedures and contract assumption procedures, critical vendor order and correspond re settlement noticing requirements with J. Luze (1.5).
09/25/19	Neda Davanipour	0.20	Review, analyze trade agreement and correspond with Company re same.

Legal Services for the Period Ending September 30, 2019 Pg. 132 of 175 Invoice Number: 1050019570  
Windstream Holdings, Inc. Matter Number: 24706-31  
Vendor Matters

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/26/19	Neda Davanipour	0.70	Correspond with A&M and vendor re vendor issues (.2); telephone conference with vendor and resolve issues re same (.4); review objection deadline and correspond with H. Kupsky re certificate of no objection (.1).
<b>Total</b>		<b>56.00</b>	

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**KIRKLAND & ELLIS LLP**

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue  
New York, NY 10022

FEIN 36-1326630

November 13, 2019

Windstream Holdings, Inc.  
4001 Rodney Parham Road  
Little Rock, AR 72212

Attn: Kristi Moody, Esq.

**Invoice Number: 1050019571**

**Client Matter: 24706-32**

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**In the Matter of Expenses**

For expenses incurred through September 30, 2019  
(see attached Description of Expenses for detail)

\$ 57,831.01

Total expenses incurred

\$ 57,831.01

Legal Services for the Period Ending September 30, 2019 Pg. 134 of 175 Invoice Number: 1050019571  
 Windstream Holdings, Inc. Matter Number: 24706-32  
 Expenses

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**Description of Expenses**

<b><u>Description</u></b>	<b><u>Amount</u></b>
Third Party Telephone Charges	278.15
Standard Copies or Prints	877.00
Binding	8.40
Tabs/Indexes/Dividers	40.30
Color Copies or Prints	3,225.75
4" Binders	13.00
5" Binders	27.00
Postage	3.00
Local Transportation	216.23
Travel Expense	3,050.00
Airfare	3,625.29
Transportation to/from airport	4,582.57
Travel Meals	173.56
Court Reporter Fee/Deposition	332.75
Appearance Fees	86.00
Other Court Costs and Fees	258.23
Process Server Fees	828.58
Catering Expenses	21,207.90
Outside Retrieval Service	1.03
Computer Database Research	12,373.88
LexisNexis Research	5,747.06
Overtime Transportation	266.36
Overtime Meals - Non-Attorney	100.00
Overtime Meals - Attorney	147.74
Overnight Delivery - Hard	10.33
Computer Database Research - Soft	350.90
<b>Total</b>	<b>\$ 57,831.01</b>

**Description of Expenses**

**Third Party Telephone Charges**

<b><u>Date</u></b>	<b><u>Description</u></b>	<b><u>Amount</u></b>
08/31/19	WEST UNIFIED COMMUNICATIONS SERVICES INC - Teleconference	6.12
08/31/19	WEST UNIFIED COMMUNICATIONS SERVICES INC - Teleconferences	6.08
08/31/19	WEST UNIFIED COMMUNICATIONS SERVICES INC - Teleconferences	14.24
08/31/19	WEST UNIFIED COMMUNICATIONS SERVICES INC - Teleconferences	0.41
09/04/19	Brad Weiland - Brad Weiland, Internet	14.00
09/06/19	Brad Weiland - Brad Weiland, Internet	14.00
09/09/19	Brad Weiland - Brad Weiland, Internet	14.00
09/18/19	Brad Weiland - Brad Weiland, Internet	14.00
09/23/19	Emily Anna Flynn - Emily Flynn, Internet	6.49
09/30/19	WEST UNIFIED COMMUNICATIONS SERVICES INC - Teleconference	50.58
09/30/19	WEST UNIFIED COMMUNICATIONS SERVICES INC - Teleconference	3.21
09/30/19	WEST UNIFIED COMMUNICATIONS SERVICES INC - Teleconference.	0.10
09/30/19	WEST UNIFIED COMMUNICATIONS SERVICES INC - Teleconference	1.30
09/30/19	WEST UNIFIED COMMUNICATIONS SERVICES INC - Teleconference	2.48
09/30/19	WEST UNIFIED COMMUNICATIONS SERVICES INC - Teleconference	60.97
09/30/19	WEST UNIFIED COMMUNICATIONS SERVICES INC - Teleconference	8.10
09/30/19	WEST UNIFIED COMMUNICATIONS SERVICES INC - Teleconference	26.64
09/30/19	WEST UNIFIED COMMUNICATIONS SERVICES INC - Teleconference	10.47
09/30/19	WEST UNIFIED COMMUNICATIONS SERVICES INC - Teleconference	2.71

Legal Services for the Period Ending September 30, 2019 Pg. 136 of 175 Invoice Number: 1050019571  
 Windstream Holdings, Inc. Matter Number: 24706-32

Expenses

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09/30/19	WEST UNIFIED COMMUNICATIONS SERVICES INC - Teleconference	0.02
09/30/19	WEST UNIFIED COMMUNICATIONS SERVICES INC - Teleconference	0.24
09/30/19	WEST UNIFIED COMMUNICATIONS SERVICES INC - Teleconference	1.91
09/30/19	WEST UNIFIED COMMUNICATIONS SERVICES INC - Teleconference	11.15
09/30/19	WEST UNIFIED COMMUNICATIONS SERVICES INC - Teleconference	2.71
09/30/19	WEST UNIFIED COMMUNICATIONS SERVICES INC - Teleconference	6.22
	<b>Total</b>	<b>278.15</b>



Legal Services for the Period Ending September 30, 2019 Pg. 137 of 175 Invoice Number: 1050019571  
 Windstream Holdings, Inc. Matter Number: 24706-32  
 Expenses

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**Standard Copies or Prints**

<b><u>Date</u></b>	<b><u>Description</u></b>	<b><u>Amount</u></b>
09/02/19	Standard Copies or Prints	2.60
09/03/19	Standard Copies or Prints	0.90
09/03/19	Standard Copies or Prints	14.60
09/04/19	Standard Copies or Prints	8.80
09/04/19	Standard Copies or Prints	0.50
09/04/19	Standard Copies or Prints	21.90
09/04/19	Standard Copies or Prints	1.10
09/05/19	Standard Copies or Prints	0.30
09/05/19	Standard Copies or Prints	1.10
09/05/19	Standard Copies or Prints	28.30
09/05/19	Standard Copies or Prints	2.30
09/05/19	Standard Copies or Prints	4.80
09/06/19	Standard Copies or Prints	390.60
09/06/19	Standard Copies or Prints	8.80
09/06/19	Standard Copies or Prints	0.60
09/09/19	Standard Copies or Prints	0.60
09/09/19	Standard Copies or Prints	0.10
09/09/19	Standard Copies or Prints	0.30
09/10/19	Standard Copies or Prints	1.40
09/11/19	Standard Copies or Prints	1.20
09/11/19	Standard Copies or Prints	1.70
09/11/19	Standard Copies or Prints	0.10
09/11/19	Standard Copies or Prints	0.40
09/12/19	Standard Copies or Prints	0.20
09/12/19	Standard Copies or Prints	0.20
09/13/19	Standard Copies or Prints	1.10
09/13/19	Standard Copies or Prints	7.10
09/15/19	Standard Copies or Prints	3.10
09/16/19	Standard Copies or Prints	0.70
09/16/19	Standard Copies or Prints	6.60
09/16/19	Standard Copies or Prints	3.20
09/16/19	Standard Copies or Prints	1.70
09/17/19	Standard Copies or Prints	9.30
09/17/19	Standard Copies or Prints	0.90

Legal Services for the Period Ending September 30, 2019 Pg. 138 of 175 Invoice Number: 1050019571  
 Windstream Holdings, Inc. Matter Number: 24706-32

Expenses

09/17/19	Standard Copies or Prints	2.70
09/17/19	Standard Copies or Prints	1.50
09/17/19	Standard Copies or Prints	129.90
09/18/19	Standard Copies or Prints	0.40
09/18/19	Standard Copies or Prints	10.50
09/18/19	Standard Copies or Prints	0.30
09/19/19	Standard Copies or Prints	5.30
09/19/19	Standard Copies or Prints	0.20
09/20/19	Standard Copies or Prints	2.50
09/20/19	Standard Copies or Prints	0.70
09/20/19	Standard Copies or Prints	16.10
09/20/19	Standard Copies or Prints	0.80
09/23/19	Standard Copies or Prints	1.50
09/23/19	Standard Copies or Prints	8.60
09/25/19	Standard Copies or Prints	4.20
09/25/19	Standard Copies or Prints	110.70
09/25/19	Standard Copies or Prints	4.90
09/25/19	Standard Copies or Prints	0.60
09/26/19	Standard Copies or Prints	4.50
09/26/19	Standard Copies or Prints	0.10
09/26/19	Standard Copies or Prints	21.50
09/26/19	Standard Copies or Prints	10.40
09/27/19	Standard Copies or Prints	0.60
09/27/19	Standard Copies or Prints	0.60
09/27/19	Standard Copies or Prints	9.20
09/30/19	Standard Copies or Prints	0.80
09/30/19	Standard Copies or Prints	0.80
	<b>Total</b>	<b>877.00</b>

Legal Services for the Period Ending September 30, 2019 Pg. 139 of 175 Invoice Number: 1050019571  
Windstream Holdings, Inc. Matter Number: 24706-32  
Expenses

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**Binding**

<b><u>Date</u></b>	<b><u>Description</u></b>	<b><u>Amount</u></b>
09/06/19	Binding	8.40
	<b>Total</b>	<b>8.40</b>

Legal Services for the Period Ending September 30, 2019 Pg. 140 of 175  
Windstream Holdings, Inc. Invoice Number: 1050019571  
Expenses Matter Number: 24706-32

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**Tabs/Indexes/Dividers**

<b><u>Date</u></b>	<b><u>Description</u></b>	<b><u>Amount</u></b>
09/06/19	Tabs/Indexes/Dividers	19.50
09/17/19	Tabs/Indexes/Dividers	20.80
	<b>Total</b>	<b>40.30</b>

Legal Services for the Period Ending September 30, 2019 Pg. 141 of 175 Invoice Number: 1050019571  
 Windstream Holdings, Inc. Matter Number: 24706-32  
 Expenses

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**Color Copies or Prints**

<b><u>Date</u></b>	<b><u>Description</u></b>	<b><u>Amount</u></b>
09/04/19	Color Copies or Prints	33.00
09/04/19	Color Copies or Prints	33.00
09/04/19	Color Copies or Prints	110.00
09/04/19	Color Copies or Prints	55.00
09/05/19	Color Copies or Prints	11.00
09/05/19	Color Copies or Prints	1.10
09/05/19	Color Copies or Prints	2.20
09/06/19	Color Copies or Prints	7.70
09/06/19	Color Copies or Prints	762.30
09/06/19	Color Copies or Prints	231.00
09/06/19	Color Copies or Prints	89.10
09/09/19	Color Copies or Prints	3.85
09/11/19	Color Copies or Prints	82.50
09/11/19	Color Copies or Prints	119.35
09/11/19	Color Copies or Prints	9.35
09/13/19	Color Copies or Prints	2.20
09/16/19	Color Copies or Prints	6.05
09/16/19	Color Copies or Prints	38.50
09/17/19	Color Copies or Prints	903.65
09/18/19	Color Copies or Prints	5.50
09/18/19	Color Copies or Prints	6.05
09/19/19	Color Copies or Prints	0.55
09/19/19	Color Copies or Prints	1.10
09/20/19	Color Copies or Prints	1.65
09/20/19	Color Copies or Prints	595.10
09/25/19	Color Copies or Prints	86.35
09/25/19	Color Copies or Prints	0.55
09/26/19	Color Copies or Prints	16.50
09/27/19	Color Copies or Prints	4.40
09/27/19	Color Copies or Prints	4.40
09/30/19	Color Copies or Prints	2.75
	<b>Total</b>	<b>3,225.75</b>

Legal Services for the Period Ending September 30, 2019 Pg. 142 of 175 Invoice Number: 1050019571  
Windstream Holdings, Inc. Matter Number: 24706-32  
Expenses

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**4" Binders**

<b><u>Date</u></b>	<b><u>Description</u></b>	<b><u>Amount</u></b>
09/17/19	4" Binders	13.00
	<b>Total</b>	<b>13.00</b>

Legal Services for the Period Ending September 30, 2019 Pg. 143 of 175 Invoice Number: 1050019571  
Windstream Holdings, Inc. Matter Number: 24706-32  
Expenses

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**5" Binders**

<b><u>Date</u></b>	<b><u>Description</u></b>	<b><u>Amount</u></b>
09/17/19	5" Binders	27.00
	<b>Total</b>	<b>27.00</b>

Legal Services for the Period Ending September 30, 2019 Pg. 144 of 175 Invoice Number: 1050019571  
Windstream Holdings, Inc. Matter Number: 24706-32  
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**Postage**

<b><u>Date</u></b>	<b><u>Description</u></b>	<b><u>Amount</u></b>
09/27/19	Postage	3.00
	<b>Total</b>	<b>3.00</b>



Legal Services for the Period Ending September 30, 2019 Pg. 145 of 175 Invoice Number: 1050019571  
 Windstream Holdings, Inc. Matter Number: 24706-32  
 Expenses

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**Local Transportation**

<b><u>Date</u></b>	<b><u>Description</u></b>	<b><u>Amount</u></b>
08/12/19	Ross M. Kwasteniet, P.C. - Ross Kwasteniet, Taxi	8.80
08/13/19	Ross M. Kwasteniet, P.C. - Ross Kwasteniet, Taxi	13.80
08/15/19	Ross M. Kwasteniet, P.C. - Ross Kwasteniet, Taxi	9.30
08/30/19	VITAL TRANSPORTATION SERVICES INC - ROSENBERG LEO - 08/20/2019	169.64
09/04/19	Brad Weiland - Brad Weiland, Taxi	8.00
09/18/19	Cassandra E. Fenton - Cassandra Fenton, Taxi	6.69
	<b>Total</b>	<b>216.23</b>

Legal Services for the Period Ending September 30, 2019 Pg. 146 of 175 Invoice Number: 1050019571  
 Windstream Holdings, Inc. Matter Number: 24706-32  
 Expenses

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**Travel Expense**

<b><u>Date</u></b>	<b><u>Description</u></b>	<b><u>Amount</u></b>
09/04/19	Ross M. Kwasteniet, P.C. - Ross Kwasteniet, Lodging, New York, NY 09/04/2019 to 09/05/2019	500.00
09/04/19	Brad Weiland - Brad Weiland, Lodging, New York, NY 09/04/2019 to 09/05/2019	50.00
09/05/19	Ross M. Kwasteniet, P.C. - Ross Kwasteniet, Lodging, New York, NY 09/05/2019 to 09/06/2019	500.00
09/05/19	Brad Weiland - Brad Weiland, Lodging, New York, NY 09/05/2019 to 09/06/2019	500.00
09/11/19	Brad Weiland - Brad Weiland, Lodging, New York, NY 09/10/2019 to 09/11/2019	500.00
09/12/19	Ross M. Kwasteniet, P.C. - Ross Kwasteniet, Lodging, New York, NY 09/10/2019 to 09/12/2019	1,000.00
	<b>Total</b>	<b>3,050.00</b>

Legal Services for the Period Ending September 30, 2019 Pg. 147 of 175 Invoice Number: 1050019571  
 Windstream Holdings, Inc. Matter Number: 24706-32  
 Expenses

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**Airfare**

<b><u>Date</u></b>	<b><u>Description</u></b>	<b><u>Amount</u></b>
09/03/19	Richard U. S. Howell - Richard Howell, Airfare, New York, NY 09/03/2019 to 09/03/2019	504.98
09/03/19	Richard U. S. Howell - Richard Howell, Agency Fee	58.00
09/03/19	Ross M. Kwasteniet, P.C. - Ross Kwasteniet, Airfare, New York, NY 09/04/2019 to 09/06/2019	466.63
09/05/19	Richard U. S. Howell - Richard Howell, Agency Fee	21.00
09/05/19	Richard U. S. Howell - Richard Howell, Airfare, Chicago, IL 09/06/2019 to 09/06/2019	357.07
09/09/19	Ross M. Kwasteniet, P.C. - Ross Kwasteniet, Agency Fee	58.00
09/09/19	Ross M. Kwasteniet, P.C. - Ross Kwasteniet, Airfare, New York- Chicago 09/11/2019 to 09/11/2019	524.99
09/11/19	Ross M. Kwasteniet, P.C. - Ross Kwasteniet, Airfare, New York- Chicago 09/11/2019 to 09/11/2019	(46.99)
09/11/19	Ross M. Kwasteniet, P.C. - Ross Kwasteniet, Airfare, New York to Chicago 09/11/2019 to 09/11/2019	(120.93)
09/16/19	Brad Weiland - Brad Weiland, Airfare, New York, NY 09/09/2019 to 09/09/2019	352.53
09/16/19	Brad Weiland - Brad Weiland, Agency Fee	58.00
09/17/19	Brad Weiland - Brad Weiland, Airfare, New York, NY 09/18/2019 to 09/18/2019	720.71
09/17/19	Brad Weiland - Brad Weiland, Agency Fee	58.00
09/25/19	Leo Rosenberg - Leo Rosenberg, Rail, New York 09/25/2019 to 09/25/2019	19.50
09/26/19	Kate Coverdale - Kate Coverdale, Airfare, Newark, NJ 10/03/2019 to 10/03/2019	262.30
09/27/19	Kate Coverdale - Kate Coverdale, Agency Fee	58.00
09/27/19	Kate Coverdale - Kate Coverdale, Airfare, Boston, MA 10/03/2019 to 10/03/2019	273.50
	<b>Total</b>	<b>3,625.29</b>

Legal Services for the Period Ending September 30, 2019 Pg. 148 of 175 Invoice Number: 1050019571  
 Windstream Holdings, Inc. Matter Number: 24706-32  
 Expenses

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**Transportation to/from airport**

<b><u>Date</u></b>	<b><u>Description</u></b>	<b><u>Amount</u></b>
08/30/19	VITAL TRANSPORTATION SERVICES INC - OPPENHEIM CARRIE - Transportation To/From Airport 08/19/2019	84.95
08/30/19	VITAL TRANSPORTATION SERVICES INC - KIESELSTEIN MARC - Transportation To/From Airport 08/19/2019	57.99
09/04/19	Stephen E. Hessler, P.C. - Stephen Hessler, Transportation To/From Airport, 09/04/2019	243.90
09/04/19	ALL ABOUT CHARTER INC - 08/12/2019 Weiland William Transportation To/From Airport	136.60
09/04/19	ALL ABOUT CHARTER INC - 08/01/2019 WEILAND WILLIAM Transportation To/From Airport	141.30
09/04/19	ALL ABOUT CHARTER INC - 08/13/2019 WEILAND WILLIAM Transportation To/From Airport	102.30
09/04/19	ALL ABOUT CHARTER INC - 08/01/2019 WEILAND WILLIAM Transportation To/From Airport	102.30
09/04/19	ALL ABOUT CHARTER INC - 08/11/2019 WEILAND WILLIAM Transportation To/From Airport	102.30
09/06/19	Windstream Team, Transportation To/From Airport, 09/06/2019	225.39
09/06/19	VITAL TRANSPORTATION SERVICES INC - KIESELSTEIN MARC - Transportation To/From Airport 09/03/2019	78.75
09/06/19	BOSTON COACH CORPORATION - Transportation To/From Airport	173.26
09/06/19	BOSTON COACH CORPORATION - ROSS MITCHELL KWASTENIET Transportation To/From Airport	178.70
09/10/19	Windstream Team, Transportation To/From Airport, WIN mediation. 09/10/2019	266.77
09/11/19	Windstream Team, Transportation To/From Airport, 09/11/2019	288.55
09/11/19	Ross M. Kwasteniet, P.C. - Ross Kwasteniet, Transportation To/From Airport, 09/11/2019	42.92
09/13/19	BOSTON COACH CORPORATION - WILLIAM BRADLEY WEILAND Transportatin To/From Airport	445.71
09/13/19	BOSTON COACH CORPORATION - WILLIAM BRADLEY WEILAND Transportatin To/From Airport	162.91
09/13/19	BOSTON COACH CORPORATION - ROSS MITCHELL KWASTENIET Transportatin To/From Airport	129.55
09/13/19	BOSTON COACH CORPORATION - ROSS MITCHELL KWASTENIET Transportatin To/From Airport	148.55
09/15/19	SUNNY'S WORLDWIDE - WELLS ALAN 09/06/2019	88.92
09/15/19	SUNNY'S WORLDWIDE - MOODY KRISTI 09/06/2019	133.87

Legal Services for the Period Ending September 30, 2019 Pg. 149 of 175 Invoice Number: 1050019571  
 Windstream Holdings, Inc. Matter Number: 24706-32

Expenses

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09/15/19	SUNNY'S WORLDWIDE - HOWELL RICHARD UPDIKE SHERM 09/10/2019	59.77
09/15/19	SUNNY'S WORLDWIDE - WEILAND WILLIAM BRADLEY 09/10/2019	646.05
09/16/19	WINDY CITY LIMOUSINE - RICHARD UPDIKE SHERMAN JR HOWELL Transportatin To/From Airport 09/03/2019	77.25
09/16/19	WINDY CITY LIMOUSINE - RICHARD UPDIKE SHERMAN JR HOWELL Transportatin To/From Airport 09/06/2019	81.25
09/20/19	BOSTON COACH CORPORATION - Transportatin To/From Airport	173.26
09/20/19	BOSTON COACH CORPORATION - WILLIAM BRADLEY WEILAND Transportatin To/From Airport	209.50
	<b>Total</b>	<b>4,582.57</b>

Legal Services for the Period Ending September 30, 2019 Pg. 150 of 175 Invoice Number: 1050019571  
 Windstream Holdings, Inc. Matter Number: 24706-32  
 Expenses

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**Travel Meals**

<b><u>Date</u></b>	<b><u>Description</u></b>	<b><u>Amount</u></b>
08/11/19	Ross M. Kwasteniet, P.C. - Ross Kwasteniet, Travel Meals, New York, NY	20.00
08/12/19	Ross M. Kwasteniet, P.C. - Ross Kwasteniet, Travel Meals, New York, NY	20.00
08/15/19	Ross M. Kwasteniet, P.C. - Ross Kwasteniet, Travel Meals, New York, NY	20.00
09/05/19	Brad Weiland - Brad Weiland, Hotel - Travel Meals, New York, NY	20.00
09/06/19	Brad Weiland - Brad Weiland, Travel Meals, Chicago, IL	3.76
09/06/19	Ross M. Kwasteniet, P.C. - Ross Kwasteniet, Hotel - Travel Meals, New York, NY	9.80
09/06/19	Brad Weiland - Brad Weiland, Hotel - Travel Meals, New York, NY	20.00
09/10/19	Brad Weiland - Brad Weiland plus one attendee, Travel Meals, New York, NY	20.00
09/11/19	Brad Weiland - Brad Weiland, Hotel - Travel Meals, New York, NY	20.00
09/18/19	Brad Weiland - Brad Weiland, Travel Meals, New York, NY	20.00
	<b>Total</b>	<b>173.56</b>

Legal Services for the Period Ending September 30, 2019 Pg. 151 of 175 Invoice Number: 1050019571  
Windstream Holdings, Inc. Matter Number: 24706-32  
Expenses

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**Court Reporter Fee/Deposition**

<b><u>Date</u></b>	<b><u>Description</u></b>	<b><u>Amount</u></b>
09/30/19	Phipps Reporting Inc - Service of Process	332.75
	<b>Total</b>	<b>332.75</b>

Legal Services for the Period Ending September 30, 2019 Pg. 152 of 175 Invoice Number: 1050019571  
Windstream Holdings, Inc. Matter Number: 24706-32  
Expenses

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**Appearance Fees**

<b><u>Date</u></b>	<b><u>Description</u></b>	<b><u>Amount</u></b>
09/26/19	COURTCALL LLC - CourtCall August 20th, 2019	86.00
	<b>Total</b>	<b>86.00</b>



**Other Court Costs and Fees**

<b><u>Date</u></b>	<b><u>Description</u></b>	<b><u>Amount</u></b>
09/11/19	COURTCALL LLC - 8/20/19	72.00
09/15/19	BMO DINERS CLUB - ILEFile - Document Acquisitions/Filing Fees - Logan Wiggins	5.23
09/15/19	BMO DINERS CLUB - ILEFile - Document Acquisitions/Filing Fees - Logan Wiggins	181.00
	<b>Total</b>	<b>258.23</b>

Legal Services for the Period Ending September 30, 2019 Pg. 154 of 175 Invoice Number: 1050019571  
Windstream Holdings, Inc. Matter Number: 24706-32  
Expenses

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**Process Server Fees**

<b><u>Date</u></b>	<b><u>Description</u></b>	<b><u>Amount</u></b>
09/17/19	Phipps Reporting Inc - Process Server Fee	252.75
09/17/19	Phipps Reporting Inc - Process Server Fee	368.33
09/30/19	Phipps Reporting Inc - Service of Process	207.50
	<b>Total</b>	<b>828.58</b>

Legal Services for the Period Ending September 30, 2019 Pg. 155 of 175 Invoice Number: 1050019571  
 Windstream Holdings, Inc. Matter Number: 24706-32  
 Expenses

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**Catering Expenses**

<b><u>Date</u></b>	<b><u>Description</u></b>	<b><u>Amount</u></b>
08/01/19	FLIK - Windstream Holdings on 8/1/2019	96.00
08/01/19	FLIK - Windstream Holdings on 8/12/2019	80.00
08/01/19	FLIK - Windstream Holdings on 8/19/2019	160.00
08/01/19	FLIK - Windstream Holdings on 8/1/2019	80.00
08/01/19	FLIK - Windstream Holdings on 8/1/2019	80.00
08/01/19	FLIK - Windstream Holdings on 8/19/2019	96.00
08/01/19	FLIK - Windstream Holdings on 8/14/2019	80.00
08/01/19	FLIK - Windstream Holdings on 8/19/2019	11.00
08/01/19	FLIK - Windstream Holdings on 8/19/2019	360.00
08/01/19	FLIK - Windstream Holdings on 8/15/2019	96.00
08/01/19	FLIK - Windstream Holdings on 8/1/2019	32.00
08/01/19	FLIK - Windstream Holdings on 8/20/2019	360.00
08/01/19	FLIK - Windstream Holdings on 8/12/2019	176.00
08/01/19	FLIK - Windstream Holdings on 8/14/2019	450.00
08/01/19	FLIK - Windstream Holdings on 8/1/2019	96.00
08/01/19	FLIK - Windstream Holdings on 8/14/2019	80.00
08/01/19	FLIK - Windstream Holdings on 8/14/2019	32.00
08/01/19	FLIK - Windstream Holdings on 8/19/2019	16.00
08/01/19	FLIK - Windstream Holdings on 8/20/2019	120.00
08/01/19	FLIK - Windstream Holdings on 8/14/2019	50.00
08/01/19	FLIK - Windstream Holdings on 8/14/2019	80.00
08/01/19	FLIK - Windstream Holdings on 8/14/2019	30.00
08/01/19	FLIK - Windstream Holdings on 8/19/2019	36.00
08/01/19	FLIK - Windstream Holdings on 8/19/2019	110.00
08/01/19	FLIK - Windstream Holdings on 8/15/2019	176.00
08/01/19	FLIK - Windstream Holdings on 8/1/2019	320.00
08/01/19	FLIK - Windstream Holdings on 8/12/2019	450.00
08/01/19	FLIK - Windstream Holdings on 8/15/2019	160.00
08/01/19	FLIK - Windstream Holdings on 8/14/2019	120.00
08/01/19	FLIK - Windstream Holdings on 8/12/2019	96.00
08/01/19	FLIK - Windstream Holdings on 8/1/2019	288.00
08/01/19	FLIK - Windstream Holdings on 8/15/2019	32.00
08/01/19	FLIK - Windstream Holdings on 8/1/2019	96.00
08/01/19	FLIK - Windstream Holdings on 8/19/2019	32.00

Legal Services for the Period Ending September 30, 2019 Pg. 156 of 175 Invoice Number: 1050019571  
 Windstream Holdings, Inc. Matter Number: 24706-32

Expenses

08/01/19	FLIK - Windstream Holdings on 8/12/2019	80.00
08/01/19	FLIK - Windstream Holdings on 8/1/2019	80.00
08/01/19	FLIK - Windstream Holdings on 8/19/2019	108.00
08/01/19	FLIK - Windstream Holdings on 8/15/2019	110.00
08/01/19	FLIK - Windstream Holdings on 8/14/2019	32.00
08/01/19	FLIK - Windstream Holdings on 8/14/2019	176.00
08/01/19	FLIK - Windstream Holdings on 8/14/2019	32.00
08/01/19	FLIK - Windstream Holdings on 8/19/2019	360.00
08/01/19	FLIK - Windstream Holdings on 8/1/2019	320.00
08/01/19	FLIK - Windstream Holdings on 8/15/2019	160.00
08/01/19	FLIK - Windstream Holdings on 8/14/2019	32.00
08/01/19	FLIK - Windstream Holdings on 8/14/2019	32.00
08/01/19	FLIK - Windstream Holdings on 8/15/2019	40.00
08/01/19	FLIK - Windstream Holdings on 8/19/2019	48.00
08/01/19	FLIK - Windstream Holdings on 8/19/2019	32.00
08/01/19	FLIK - Windstream Holdings on 8/1/2019	144.00
08/01/19	FLIK - Windstream Holdings on 8/19/2019	48.00
08/01/19	FLIK - Windstream Holdings on 8/19/2019	160.00
08/01/19	FLIK - Windstream Holdings on 8/1/2019	96.00
08/01/19	FLIK - Windstream Holdings on 8/15/2019	72.00
08/01/19	FLIK - Windstream Holdings on 8/12/2019	32.00
08/01/19	FLIK - Windstream Holdings on 8/15/2019	200.00
08/01/19	FLIK - Windstream Holdings on 8/14/2019	180.00
08/01/19	FLIK - Windstream Holdings on 8/12/2019	132.00
08/01/19	FLIK - Windstream Holdings on 8/14/2019	450.00
08/01/19	FLIK - Windstream Holdings on 8/14/2019	80.00
08/01/19	FLIK - Windstream Holdings on 8/12/2019	220.00
08/01/19	FLIK - Windstream Holdings on 8/19/2019	480.00
08/01/19	FLIK - Windstream Holdings on 8/20/2019	223.05
08/01/19	FLIK - Windstream Holdings on 8/14/2019	176.00
08/01/19	FLIK - Windstream Holdings on 8/15/2019	32.00
08/01/19	FLIK - Windstream Holdings on 8/19/2019	500.00
08/01/19	FLIK - Windstream Holdings on 8/12/2019	32.00
08/01/19	FLIK - Windstream Holdings on 8/19/2019	96.00
08/01/19	FLIK - Windstream Holdings on 8/15/2019	500.00
08/01/19	FLIK - Windstream Holdings on 8/12/2019	32.00
08/01/19	FLIK - Windstream Holdings on 8/1/2019	500.00

Legal Services for the Period Ending September 30, 2019 Pg. 157 of 175 Invoice Number: 1050019571  
 Windstream Holdings, Inc. Matter Number: 24706-32

Expenses

08/01/19	FLIK - Windstream Holdings on 8/14/2019	500.00
08/01/19	FLIK - Windstream Holdings on 8/12/2019	500.00
08/01/19	FLIK - Windstream Holdings on 8/15/2019	480.00
08/01/19	FLIK - Windstream Holdings on 8/15/2019	32.00
08/01/19	FLIK - Windstream Holdings on 8/12/2019	176.00
08/01/19	FLIK - Windstream Holdings on 8/1/2019	32.00
08/01/19	FLIK - Windstream Holdings on 8/14/2019	40.00
08/01/19	FLIK - Windstream Holdings on 8/14/2019	24.00
08/01/19	FLIK - Windstream Holdings on 8/14/2019	480.00
08/01/19	FLIK - Windstream Holdings on 8/15/2019	96.00
08/01/19	FLIK - Windstream Holdings on 8/19/2019	22.00
08/01/19	FLIK - Windstream Holdings on 8/1/2019	100.00
08/01/19	FLIK - Windstream Holdings on 8/1/2019	32.00
08/01/19	FLIK - Windstream Holdings on 8/19/2019	32.00
08/01/19	FLIK - Windstream Holdings on 8/14/2019	176.00
08/01/19	FLIK - Windstream Holdings on 8/19/2019	16.00
08/01/19	FLIK - Windstream Holdings on 8/12/2019	500.00
08/01/19	FLIK - Windstream Holdings on 8/19/2019	32.00
08/01/19	FLIK - Windstream Holdings on 8/1/2019	120.00
08/01/19	FLIK - Windstream Holdings on 8/15/2019	54.00
08/01/19	FLIK - Windstream Holdings on 8/20/2019	74.35
08/01/19	FLIK - Windstream Holdings on 8/12/2019	32.00
08/01/19	FLIK - Windstream Holdings on 8/14/2019	500.00
08/01/19	FLIK - Windstream Holdings on 8/14/2019	32.00
08/01/19	FLIK - Windstream Holdings on 8/12/2019	108.00
08/01/19	FLIK - Windstream Holdings on 8/12/2019	16.50
08/01/19	FLIK - Windstream Holdings on 8/19/2019	80.00
08/01/19	FLIK - Windstream Holdings on 8/14/2019	32.00
08/01/19	FLIK - Windstream Holdings on 8/1/2019	32.00
08/01/19	FLIK - Windstream Holdings on 8/19/2019	32.00
08/01/19	FLIK - Windstream Holdings on 8/1/2019	180.00
08/01/19	FLIK - Windstream Holdings on 8/12/2019	120.00
08/01/19	FLIK - Windstream Holdings on 8/14/2019	96.00
08/01/19	FLIK - Windstream Holdings on 8/15/2019	32.00
08/01/19	FLIK - Windstream Holdings on 8/12/2019	80.00
08/01/19	FLIK - Windstream Holdings on 8/1/2019	96.00
08/01/19	FLIK - Windstream Holdings on 8/12/2019	32.00

Legal Services for the Period Ending September 30, 2019 Pg. 158 of 175 Invoice Number: 1050019571  
 Windstream Holdings, Inc. Matter Number: 24706-32

Expenses

08/01/19	FLIK - Windstream Holdings on 8/14/2019	72.00
08/01/19	FLIK - Windstream Holdings on 8/12/2019	32.00
08/01/19	FLIK - Windstream Holdings on 8/19/2019	110.00
08/01/19	FLIK - Windstream Holdings on 8/1/2019	120.00
08/01/19	FLIK - Windstream Holdings on 8/1/2019	500.00
08/01/19	FLIK - Windstream Holdings on 8/14/2019	96.00
08/01/19	FLIK - Windstream Holdings on 8/1/2019	400.00
08/01/19	FLIK - Windstream Holdings on 8/15/2019	96.00
08/01/19	FLIK - Windstream Holdings on 8/15/2019	144.00
08/01/19	FLIK - Windstream Holdings on 8/1/2019	32.00
08/01/19	FLIK - Windstream Holdings on 8/1/2019	80.00
08/01/19	FLIK - Windstream Holdings on 8/1/2019	32.00
08/01/19	FLIK - Windstream Holdings on 8/15/2019	22.00
08/01/19	FLIK - Windstream Holdings on 8/14/2019	220.00
08/01/19	FLIK - Windstream Holdings on 8/1/2019	150.00
08/01/19	FLIK - Windstream Holdings on 8/1/2019	64.00
08/01/19	FLIK - Windstream Holdings on 8/1/2019	176.00
08/01/19	FLIK - Windstream Holdings on 8/19/2019	480.00
08/01/19	FLIK - Windstream Holdings on 8/15/2019	30.00
08/01/19	FLIK - Windstream Holdings on 8/12/2019	32.00
08/01/19	FLIK - Windstream Holdings on 8/12/2019	500.00
08/01/19	FLIK - Windstream Holdings on 8/14/2019	24.00
08/01/19	FLIK - Windstream Holdings on 8/19/2019	72.00
08/01/19	FLIK - Windstream Holdings on 8/14/2019	108.00
08/01/19	FLIK - Windstream Holdings on 8/14/2019	240.00
08/01/19	FLIK - Windstream Holdings on 8/12/2019	80.00
08/01/19	FLIK - Windstream Holdings on 8/15/2019	200.00
08/01/19	FLIK - Windstream Holdings on 8/20/2019	90.00
08/01/19	FLIK - Windstream Holdings on 8/19/2019	144.00
08/01/19	FLIK - Windstream Holdings on 8/20/2019	270.00
08/01/19	FLIK - Windstream Holdings on 8/15/2019	24.00
08/01/19	FLIK - Windstream Holdings on 8/15/2019	176.00
08/01/19	FLIK - Windstream Holdings on 8/14/2019	32.00
08/01/19	FLIK - Windstream Holdings on 8/20/2019	96.00
08/01/19	FLIK - Windstream Holdings on 8/12/2019	80.00
08/01/19	FLIK - Windstream Holdings on 8/19/2019	33.00

08/01/19	FLIK - Windstream Holdings on 8/14/2019	528.00
	<b>Total</b>	<b>21,207.90</b>

Legal Services for the Period Ending September 30, 2019 Pg. 160 of 175 Invoice Number: 1050019571  
Windstream Holdings, Inc. Matter Number: 24706-32  
Expenses

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**Outside Retrieval Service**

<b><u>Date</u></b>	<b><u>Description</u></b>	<b><u>Amount</u></b>
09/23/19	BMO DINERS CLUB - Texas Secretary of State information on Technology Futures for C. Fenton	1.03
	<b>Total</b>	<b>1.03</b>



Legal Services for the Period Ending September 30, 2019 Pg. 161 of 175 Invoice Number: 1050019571  
Windstream Holdings, Inc. Matter Number: 24706-32  
Expenses

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**Computer Database Research**

<b><u>Date</u></b>	<b><u>Description</u></b>	<b><u>Amount</u></b>
08/01/19	FACTIVA INC A DOW JONES COMPANY - Factiva usage for July 2019	30.14
09/01/19	FACTIVA INC A DOW JONES COMPANY - Factiva usage for August 2019	17.28
09/09/19	SANDLINE DISCOVERY LLC - August 2019 data management.	12,316.10
09/30/19	PROQUEST LLC - Proquest Usage for 09/2019 by Brenda Burton	10.36
	<b>Total</b>	<b>12,373.88</b>

Legal Services for the Period Ending September 30, 2019 Pg. 162 of 175 Invoice Number: 1050019571  
 Windstream Holdings, Inc. Matter Number: 24706-32  
 Expenses

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**LexisNexis Research**

<b><u>Date</u></b>	<b><u>Description</u></b>	<b><u>Amount</u></b>
08/09/19	LEXISNEXIS - LEXISNEXIS, LexisNexis Research, Hockberger, Heidi, 8/9/2019	101.01
08/10/19	LEXISNEXIS - LEXISNEXIS, LexisNexis Research, Warther, Nicholas, 8/10/2019	1,132.05
08/11/19	LEXISNEXIS - LEXISNEXIS, LexisNexis Research, Warther, Nicholas, 8/11/2019	237.82
08/19/19	LEXISNEXIS - LEXISNEXIS, LexisNexis Research, Scheffer, Thomas, 8/19/2019	130.64
09/03/19	LEXISNEXIS - LEXISNEXIS, LexisNexis Research, Scheffer, Thomas, 9/3/2019	51.82
09/11/19	LEXISNEXIS - LEXISNEXIS, LexisNexis Research, Scheffer, Thomas, 9/11/2019	51.82
09/18/19	LEXISNEXIS - LEXISNEXIS, LexisNexis Research, Scheffer, Thomas, 9/18/2019	51.82
09/23/19	LEXISNEXIS - LEXISNEXIS, LexisNexis Research, Reiney, Margeret, 9/23/2019	457.60
09/24/19	LEXISNEXIS - LEXISNEXIS, LexisNexis Research, Reiney, Margeret, 9/24/2019	309.68
09/24/19	LEXISNEXIS - LEXISNEXIS, LexisNexis Research, Ceresa, Chris, 9/24/2019	1,639.61
09/25/19	LEXISNEXIS - LEXISNEXIS, LexisNexis Research, Reiney, Margeret, 9/25/2019	358.00
09/25/19	LEXISNEXIS - LEXISNEXIS, LexisNexis Research, Ceresa, Chris, 9/25/2019	243.96
09/27/19	LEXISNEXIS - LEXISNEXIS, LexisNexis Research, Ceresa, Chris, 9/27/2019	503.46
09/27/19	LEXISNEXIS - LEXISNEXIS, LexisNexis Research, Burton, Brenda, 9/27/2019	178.29
09/30/19	LEXISNEXIS - LEXISNEXIS, LexisNexis Research, , , 9/30/2019	99.94
09/30/19	LEXISNEXIS - LEXISNEXIS, LexisNexis Research, Ceresa, Chris, 9/30/2019	199.54
	<b>Total</b>	<b>5,747.06</b>

Legal Services for the Period Ending September 30, 2019 Pg. 163 of 175 Invoice Number: 1050019571  
 Windstream Holdings, Inc. Matter Number: 24706-32  
 Expenses

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**Overtime Transportation**

<b><u>Date</u></b>	<b><u>Description</u></b>	<b><u>Amount</u></b>
08/30/19	VITAL TRANSPORTATION SERVICES INC - KANE KATIE - 08/25/2019	61.07
09/02/19	Trudy Smith - Trudy Smith, Taxi	17.51
09/06/19	Trudy Smith - Trudy Smith, Taxi	16.82
09/17/19	Trudy Smith - Trudy Smith, Taxi	17.25
09/18/19	Neda Davanipour - Neda Davanipour, Taxi	23.80
09/19/19	Logan Taylor Wiggins - Logan Wiggins, Taxi	13.99
09/19/19	Trudy Smith - Trudy Smith, Taxi	19.39
09/20/19	Amanda Mitchell - Amanda Mitchell, Taxi	25.99
09/20/19	Trudy Smith - Trudy Smith, Taxi	18.72
09/22/19	Logan Taylor Wiggins - Logan Wiggins, Taxi	11.50
09/22/19	Logan Taylor Wiggins - Logan Wiggins, Taxi	13.10
09/25/19	Trudy Smith - Trudy Smith, Taxi	17.07
09/27/19	Andrew Polansky - Andrew Polansky, Taxi	10.15
	<b>Total</b>	<b>266.36</b>

Legal Services for the Period Ending September 30, 2019 Pg. 164 of 175 Invoice Number: 1050019571  
 Windstream Holdings, Inc. Matter Number: 24706-32  
 Expenses

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**Overtime Meals - Non-Attorney**

<b><u>Date</u></b>	<b><u>Description</u></b>	<b><u>Amount</u></b>
09/21/19	SEAMLESS NORTH AMERICA LLC - Mitchell Amanda 09/19/2019 OT Meal	20.00
09/21/19	SEAMLESS NORTH AMERICA LLC - Wiggins Logan 09/19/2019 OT Meal	20.00
09/21/19	SEAMLESS NORTH AMERICA LLC - Mitchell Amanda 09/20/2019 OT Meal	20.00
09/21/19	SEAMLESS NORTH AMERICA LLC - Wiggins Logan 09/20/2019 OT Meal	20.00
09/21/19	SEAMLESS NORTH AMERICA LLC - Wiggins Logan 09/22/2019 OT Meal	20.00
	<b>Total</b>	<b>100.00</b>

Legal Services for the Period Ending September 30, 2019 Pg. 165 of 175 Invoice Number: 1050019571  
 Windstream Holdings, Inc. Matter Number: 24706-32  
 Expenses

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**Overtime Meals - Attorney**

<b><u>Date</u></b>	<b><u>Description</u></b>	<b><u>Amount</u></b>
09/07/19	SEAMLESS NORTH AMERICA LLC - Sexton Anthony 09/05/2019 OT Meal	17.08
09/10/19	Daniel R. Schwartz - Daniel Schwartz, Overtime Meals - Attorney, Chicago, IL Overtime meal Daniel Schwartz 09/10/2019	20.00
09/12/19	Spencer Caldwell-McMillan - Spencer Caldwell-McMillan, Overtime Meals - Attorney, New York, NY 09/12/2019	6.23
09/18/19	Cassandra E. Fenton - Cassandra Fenton, Overtime Meals - Attorney, Chicago, IL 09/18/2019	21.19
09/19/19	Spencer Caldwell-McMillan - Spencer Caldwell-McMillan, Overtime Meals - Attorney, New York, NY 09/19/2019	10.83
09/19/19	Chris Ceresa - Chris Ceresa, Overtime Meals - Attorney, Overtime meal Chris Ceresa 09/19/2019	12.41
09/28/19	Pratik K. Ghosh - Pratik Ghosh, Overtime Meals - Attorney, New York, NY 09/28/2019	20.00
09/29/19	Pratik K. Ghosh - Pratik Ghosh, Overtime Meals - Attorney, New York, NY 09/29/2019	20.00
09/29/19	Pratik K. Ghosh - Pratik Ghosh, Overtime Meals - Attorney, New York, NY 09/29/2019	20.00
	<b>Total</b>	<b>147.74</b>

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Legal Services for the Period Ending September 30, 2019 Invoice Number: 1050019571  
Windstream Holdings, Inc. Matter Number: 24706-32  
Expenses

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**Overnight Delivery - Hard**

<b><u>Date</u></b>	<b><u>Description</u></b>	<b><u>Amount</u></b>
09/09/19	FEDERAL EXPRESS - 776155795550	10.33
	<b>Total</b>	<b>10.33</b>

Legal Services for the Period Ending September 30, 2019 Pg. 167 of 175 Invoice Number: 1050019571  
 Windstream Holdings, Inc. Matter Number: 24706-32  
 Expenses

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**Computer Database Research - Soft**

<b><u>Date</u></b>	<b><u>Description</u></b>	<b><u>Amount</u></b>
09/01/19	PACER Usage for 09/2019	9.40
09/01/19	PACER Usage for 09/2019	204.80
09/01/19	PACER Usage for 09/2019	20.20
09/01/19	PACER Usage for 09/2019	3.10
09/01/19	PACER Usage for 09/2019	91.40
09/01/19	PACER Usage for 09/2019	0.60
09/01/19	PACER Usage for 09/2019	10.50
09/01/19	PACER Usage for 09/2019	10.90
	<b>Total</b>	<b>350.90</b>

**TOTAL EXPENSES** **\$ 57,831.01**

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**KIRKLAND & ELLIS LLP**

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue  
New York, NY 10022

FEIN 36-1326630

November 13, 2019

Windstream Holdings, Inc.  
4001 Rodney Parham Road  
Little Rock, AR 72212

Attn: Kristi Moody, Esq.

**Invoice Number: 1050019572**

**Client Matter: 24706-33**

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**In the Matter of Mediation**

For legal services rendered through September 30, 2019  
(see attached Description of Legal Services for detail)

\$ 235,454.50

Total legal services rendered

\$ 235,454.50



Legal Services for the Period Ending September 30, 2019 Pg. 169 of 175 Invoice Number: 1050019572  
 Windstream Holdings, Inc. Matter Number: 24706-33  
 Mediation

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**Summary of Hours Billed**

<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Rate</u></b>	<b><u>Amount</u></b>
Brian Ford, P.C.	1.30	1,275.00	1,657.50
Susan D. Golden	0.30	1,135.00	340.50
Stephen C. Hackney, P.C.	10.00	1,465.00	14,650.00
Stephen E. Hessler, P.C.	39.40	1,565.00	61,661.00
Heidi Hockberger	0.70	805.00	563.50
Richard U. S. Howell	10.80	1,160.00	12,528.00
Marc Kieselstein, P.C.	13.00	1,565.00	20,345.00
Ross M. Kwasteniet, P.C.	33.40	1,515.00	50,601.00
John R. Luze	2.10	1,045.00	2,194.50
Francis Petrie	28.30	805.00	22,781.50
Margaret Reiney	1.00	595.00	595.00
David A. Rosenberg, P.C.	2.60	1,375.00	3,575.00
Tommy Scheffer	6.10	705.00	4,300.50
Michael C. Shultz	1.50	1,090.00	1,635.00
Brad Weiland	30.30	1,255.00	38,026.50
<b>TOTALS</b>	<b>180.80</b>		<b>\$ 235,454.50</b>

**Description of Legal Services**

<b><u>Date</u></b>	<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Description</u></b>
09/01/19	Stephen E. Hessler, P.C.	1.50	Telephone conference and correspond with K&E team, Company and chambers re mediation.
09/01/19	John R. Luze	0.30	Review and analyze mediation diligence issues.
09/01/19	Brad Weiland	0.80	Correspond and telephone conference re mediation with S. Chapman (.4); follow up correspondence with Company and working group re same (.4).
09/02/19	Brad Weiland	0.80	Prepare and revise materials for mediation and discuss same with team.
09/03/19	Stephen E. Hessler, P.C.	1.50	Prepare for and participate in mediation telephone conference (.5); telephone conference and correspond with K&E team and Company re work in process (1.0).
09/03/19	Stephen E. Hessler, P.C.	1.50	Telephone conference and correspond with K&E team and Company re work in process and status update.
09/03/19	Marc Kieselstein, P.C.	1.50	Review of Uniti proposal, telephone conference re next steps.
09/03/19	Ross M. Kwasteniet, P.C.	1.60	Prepare for upcoming mediation sessions.
09/03/19	Francis Petrie	3.90	Correspond with Mediation parties re logistics (1.0); arrange logistics re same (2.5); review Uniti proposal (.4).
09/03/19	Tommy Scheffer	3.90	Draft talking points responding to W&C letter (2.1); telephone conferences and correspond with K&E team re same (.4); revise same (1.2); correspond with K&E team re Uniti filings (.2).
09/03/19	Brad Weiland	2.70	Review and analyze mediation materials including Uniti counterproposal, talking points re litigation and rejection items (1.7); correspond and telephone conferences with working group, Company re same (.5); follow up re same (.5).
09/04/19	Brian Ford, P.C.	1.30	Analyze issues re Uniti proposal.
09/04/19	Stephen E. Hessler, P.C.	1.00	Telephone conference and correspond with K&E team and Company re status update.

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/04/19	Richard U. S. Howell	3.50	Prepare for mediation session and review materials related to mediation.
09/04/19	Marc Kieselstein, P.C.	6.80	Prepare for and attend mediation, consider next steps.
09/04/19	Ross M. Kwasteniet, P.C.	5.20	Prepare for and participate in mediation.
09/04/19	Francis Petrie	7.50	Arrange logistics re mediation.
09/04/19	Brad Weiland	5.30	Prepare for and participate in mediation session.
09/05/19	Stephen E. Hessler, P.C.	1.50	Telephone conference and correspond with K&E team and Company re work in process and status update.
09/05/19	Richard U. S. Howell	3.80	Prepare for and attend mediation session.
09/05/19	Ross M. Kwasteniet, P.C.	3.30	Meet with company and advisors re mediation and develop strategies re same.
09/05/19	Francis Petrie	5.60	Arrange logistics for mediation session (3.8); correspond with mediation parties re mediation status, upcoming sessions (1.5); telephone conference with K&E team re next steps (.3).
09/05/19	Brad Weiland	0.70	Correspond and telephone conference with S. Chapman, J. Eisen re mediation (.4); follow up correspondence and discussions re mediation schedule with mediation parties (.3).
09/06/19	Stephen E. Hessler, P.C.	8.00	Prepare for and participate in mediation session (6.8); correspond with K&E team and Company re work in process (1.2).
09/06/19	Richard U. S. Howell	3.50	Prepare for and attend mediation session.
09/06/19	Ross M. Kwasteniet, P.C.	5.60	Prepare for and participate in mediation.
09/06/19	Francis Petrie	6.50	Prepare logistics for mediation (4.0); attend mediation and correspond re same (2.5).
09/06/19	Brad Weiland	5.60	Prepare for and participate in mediation.
09/08/19	Ross M. Kwasteniet, P.C.	1.60	Correspondence and analysis re amended proposal.
09/09/19	Stephen C. Hackney, P.C.	1.00	Conference with R. Howell and M. Slade re case, mediation status.
09/09/19	Stephen E. Hessler, P.C.	1.50	Telephone conference with chambers and PJT (.5); telephone conference and correspond with K&E team and Company re next steps (1.0).

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/09/19	Stephen E. Hessler, P.C.	1.50	Telephone conference with K&E team and Company re counter distribution logistics (.5); telephone conference with K&E team and Company re work in process (1.0).
09/09/19	Marc Kieselstein, P.C.	0.50	Review of proposed counterproposal and consider next steps.
09/09/19	Ross M. Kwasteniet, P.C.	1.20	Review revised proposal and prepare for mediation.
09/09/19	John R. Luze	0.90	Review and analyze mediation issues (.4); conference and correspond with K&E team re same (.5).
09/09/19	Francis Petrie	1.50	Arrange logistics re mediation (1.0); correspond with parties re latest proposal (.5).
09/09/19	Brad Weiland	0.50	Telephone conference re mediation with mediator and follow up re same.
09/09/19	Brad Weiland	3.30	Review proposal re Uniti arrangement (1.2); correspond and telephone conferences with PJT, Company, working group re same (2.1).
09/10/19	Stephen E. Hessler, P.C.	1.50	Telephone conference with chambers and PJT re status update (.4); telephone conference and correspond with K&E team and Company re work in process (1.1).
09/10/19	Stephen E. Hessler, P.C.	0.50	Telephone conference with K&E team, Company and PJT re Uniti.
09/10/19	Marc Kieselstein, P.C.	1.60	Review accounting issues re claims.
09/10/19	Ross M. Kwasteniet, P.C.	2.40	Prepare for and participate in telephone conference with Windstream management and advisors re Uniti analysis of latest proposal (.7); follow-up re same (.4); prepare for and participate in telephone conference with second lien advisors re Uniti view of latest proposal and next steps (.6); prepare for mediation session (.7).
09/10/19	Brad Weiland	1.00	Telephone conference with mediator and follow up re same with Davis Polk re mediation.
09/11/19	Stephen E. Hessler, P.C.	5.50	Prepare for and participate in mediation.
09/11/19	Marc Kieselstein, P.C.	0.50	Prepare for and participate in mediation session and next steps.
09/11/19	Ross M. Kwasteniet, P.C.	7.80	Prepare for and participate in mediation session.

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/11/19	John R. Luze	0.40	Conference and correspond re mediation issues.
09/11/19	Francis Petrie	3.30	Arrange mediation logistics (1.5); telephone conferences with stakeholders re same (1.3); correspond with T. Scheffer re mediation update and review materials re same (.5).
09/11/19	David A. Rosenberg, P.C.	0.90	Review materials re lease rent (.4); telephone conference with B. Weiland re same (.5).
09/11/19	Tommy Scheffer	0.80	Correspond with PJT, K&E teams re mediation logistics.
09/11/19	Brad Weiland	5.40	Prepare for and participate in mediation session.
09/12/19	John R. Luze	0.50	Conference and correspond with holder re mediation participation.
09/13/19	Stephen E. Hessler, P.C.	1.00	Telephone conference and correspond with K. Moody re work in process.
09/17/19	Stephen E. Hessler, P.C.	1.50	Telephone conference with K&E team and PJT re status update (.5); telephone conference and correspond with K&E team and Company re work in process (1.0).
09/17/19	Marc Kieselstein, P.C.	1.50	Analyze potential accounting issues and interaction with litigation claims.
09/18/19	Ross M. Kwasteniet, P.C.	1.20	Prepare for and participate in internal conference re tax and accounting issues re litigation strategy (.9); follow-up analysis re same (.3).
09/18/19	David A. Rosenberg, P.C.	1.70	Review agreement (1.2); telephone conference with B. Weiland re same (.5).
09/18/19	Michael C. Shultz	1.50	Review and summarize Lease appraisal provisions.
09/19/19	Heidi Hockberger	0.70	Telephone conference with K&E team re research assignment and case status.
09/19/19	Marc Kieselstein, P.C.	0.60	Telephone conference with litigation team re Uniti litigation schedule.
09/19/19	Brad Weiland	0.80	Correspond with J. Eisen re mediation (.2); correspond and telephone conference with S. Hessler and team re same (.6).
09/19/19	Brad Weiland	0.80	Correspond with K&E team re NDA items (.6); correspond with Company re same (.2).
09/20/19	Stephen E. Hessler, P.C.	0.30	Telephone conference with K&E team re work in process.

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/23/19	Stephen E. Hessler, P.C.	2.00	Telephone conference and correspond with K&E team re intercompany analysis (.5); telephone conference and correspond with K&E team and Company re work in process (1.5).
09/23/19	Ross M. Kwasteniet, P.C.	1.20	Analyze issues re rejection of Uniti agreement (.6); prepare for and participate in internal conference re same (.6).
09/24/19	Susan D. Golden	0.30	Telephone conference with B. Weiland re resolution of agreement objections.
09/24/19	Tommy Scheffer	1.10	Correspond with K&E team re mediation logistics (.4); coordinate same (.7).
09/24/19	Brad Weiland	0.40	Correspond with PJT, K&E teams re mediation.
09/25/19	Stephen E. Hessler, P.C.	1.50	Telephone conference and correspond with K&E team and Company re work in process.
09/25/19	Tommy Scheffer	0.30	Correspond with W&C, K&E teams re adjournment of trustees' motion.
09/26/19	Stephen E. Hessler, P.C.	2.00	Telephone conference and correspond with K&E team re mediation (1.0); telephone conference with D. Dunne re proposal (.5); prepare for and participate in mediation telephone conference with K&E team, Chambers and PJT (.5).
09/26/19	Stephen E. Hessler, P.C.	1.80	Correspond with K&E team re hearing (.3); telephone conference and correspond with K&E team re rejection presentation outline (.5); telephone conference and correspond with K&E team and Company re work in process (1.0).
09/26/19	Ross M. Kwasteniet, P.C.	2.30	Review and analyze latest proposal from Uniti (1.0); internal conferences re same (.4); telephone conference with Judge Chapman re mediation (.4); follow-up re same (.5).
09/26/19	Margaret Reiney	1.00	Review Uniti mediation proposal.
09/26/19	Brad Weiland	1.80	Prepare for and participate in telephone conferences re Uniti items (.9); review and analyze materials re same (.9).
09/27/19	Stephen E. Hessler, P.C.	0.80	Telephone conference with K&E team re work in process (.5); telephone conference with Judge Chapman re status update (.3).

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/27/19	Stephen E. Hessler, P.C.	2.50	Prepare for and participate in telephone conference with K&E team, Company, PJT and A&M (1.5); telephone conference with K&E team and A&M re intercompany analysis (1.0).
09/28/19	Brad Weiland	0.40	Correspond and telephone conference with S. Hessler re mediation.
09/30/19	Stephen C. Hackney, P.C.	9.00	Review background materials.
09/30/19	Stephen E. Hessler, P.C.	0.50	Telephone conference and correspond with K&E team and Company re status update.
<b>Total</b>		<b>180.80</b>	