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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> , ¹)	
)	Case No. 19-22312 (RDD)
Debtors.)	
)	(Jointly Administered)

**ELEVENTH 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 JANUARY 1, 2020 THROUGH JANUARY 31, 2020**

Name of Applicant:	Kirkland & Ellis LLP	
Applicant's Role in Case:	Counsel To Windstream Holdings, Inc., <i>et al.</i>,	
Date Order of Employment Signed:	April 22, 2019 [Docket No. 368]	
Time period covered by this statement:	Beginning of Period	End of Period²
	January 1, 2020	January 31, 2020

¹ 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.

² This statement consists of fees and expenses from January 1, 2020, through January 31, 2020.



Summary of Total Fees and Expenses Requested:	
Total fees requested in this statement:	\$2,118,984.40 (80% of \$2,648,730.50)
Total expenses requested in this statement:	\$126,910.46
Total fees and expenses requested in this statement:	\$2,245,894.86
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 January 1, 2020 Through January 31, 2020* (this “Fee Statement”).³ Specifically, K&E seeks (i) interim allowance of \$2,245,894.86 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 \$2,118,984.40 which is equal to 80% of the total amount of reasonable compensation

³ The period from January 1, 2020, through and including January 31, 2020, 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. \$2,648,730.50); (iii) allowance and payment of \$126,910.46 for the actual, necessary expenses that K&E incurred in connection with such services during the Fee Period.⁴

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 \$2,648,730.50 in fees during the Fee Period. Pursuant to this Fee Statement, K&E seeks reimbursement for 80% of such fees (\$2,118,984.40 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 \$1,025.00.⁵ The blended hourly billing rate of all paraprofessionals is \$364.59.⁶

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

⁴ K&E voluntarily reduced its fees by \$117,333.50 and its expenses by \$62,761.00 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).

⁵ The blended hourly billing rate of \$1,025.00 for attorneys is derived by dividing the total fees for attorneys of \$2,523,239.50 by the total hours of 2,461.70 for those same attorneys.

⁶ The blended hourly billing rate of \$364.59 for paraprofessionals is similarly derived by dividing the total fees for paraprofessionals of \$125,491.00 by the total hours of 344.20 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 \$126,910.46.

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.

[Remainder of page intentionally left blank.]

WHEREFORE, K&E, in connection with services rendered on behalf of the Debtors, respectfully requests (i) interim allowance of \$2,245,894.86 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 \$2,118,984.40 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. \$2,648,730.50); (iii) allowance and payment of \$126,910.46 for the actual and necessary expenses that K&E incurred in connection with such services during the Fee Period.

Dated: March 30, 2020
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	1,498.10	\$1,347,589.50	\$0.00	\$1,347,589.50
8	Automatic Stay Matters	118.30	\$88,335.50	\$0.00	\$88,335.50
10	Business Operations	20.90	\$21,582.00	\$0.00	\$21,582.00
11	Case Administration	34.70	\$19,914.00	\$0.00	\$19,914.00
12	Cash Collateral/Cash Mgmt/DIP Fin.	6.60	\$5,621.00	\$0.00	\$5,621.00
13	Claims Administration and Objections	241.10	\$174,195.50	\$0.00	\$174,195.50
14	Corporate and Securities Matters	78.40	\$95,371.50	\$0.00	\$95,371.50
15	Creditor and Stakeholder Communications	78.30	\$103,170.50	\$0.00	\$103,170.50
16	Creditors' Committee Matters	5.80	\$7,651.00	\$0.00	\$7,651.00
17	Employee and Labor Matters	133.70	\$112,936.50	\$0.00	\$112,936.50
18	Executory Contracts and Unexpired Leases	172.10	\$189,104.00	\$0.00	\$189,104.00
19	Hearings	46.80	\$43,985.00	\$0.00	\$43,985.00
22	Plan/Disclosure Statement/Confirmation	78.20	\$90,370.50	\$0.00	\$90,370.50
24	K&E Retention and Fee Matters	18.50	\$12,889.50	\$0.00	\$12,889.50
25	Non-K&E Retention and Fee Matters	11.40	\$11,082.50	\$0.00	\$11,082.50
26	Schedules and Statements	25.10	\$13,287.00	\$0.00	\$13,287.00
27	Tax Matters	64.30	\$87,914.00	\$0.00	\$87,914.00
28	Travel	42.80	\$50,266.00	\$0.00	\$50,266.00
31	Vendor Matters	21.20	\$17,907.50	\$0.00	\$17,907.50
32	Expenses	0.00	\$0.00	\$126,910.46	\$126,910.46
33	Mediation	109.60	\$155,557.50	\$0.00	\$155,557.50
Totals		2,805.90	\$2,648,730.50	\$126,910.46	\$2,775,640.96

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
Carolyn E. Brown	Associate	2019	Litigation	\$610.00	109.20	\$66,612.00
Spencer Caldwell-McMillan	Associate	2019	Restructuring	\$740.00	74.90	\$55,426.00
Chris Ceresa	Associate	2020	Restructuring	\$610.00	130.40	\$79,544.00
Neda Davanipour	Associate	2019	Restructuring	\$845.00	68.20	\$57,629.00
Cassandra E. Fenton	Associate	2017	Litigation	\$835.00	139.50	\$116,482.50
Emily Flynn	Associate	2018	Restructuring	\$740.00	54.40	\$40,256.00
Pratik K. Ghosh	Associate	2017	Litigation	\$835.00	129.90	\$108,466.50
Julia D. Harper	Associate	2020	Litigation	\$610.00	34.40	\$20,984.00
Heidi Hockberger	Associate	2017	Restructuring	\$845.00	79.60	\$67,262.00
John R. Luze	Associate	2013	Restructuring	\$1,085.00	44.40	\$48,174.00
Francis Petrie	Associate	2017	Restructuring	\$845.00	21.80	\$18,421.00
Andrew Polansky	Associate	2018	Restructuring	\$740.00	10.80	\$7,992.00
Margaret Reiney	Associate	2018	Restructuring	\$610.00	118.20	\$72,102.00
Tommy Scheffer	Associate	2019	Restructuring	\$740.00	68.70	\$50,838.00
Daniel R. Schwartz	Associate	2016	Litigation	\$970.00	29.70	\$28,809.00
Trudy Smith	Associate	2016	Restructuring	\$845.00	108.90	\$92,020.50
Gregory Tsonis	Associate	2015	Litigation	\$970.00	95.80	\$92,926.00
Nicholas Warther	Associate	2017	Taxation	\$975.00	10.50	\$10,237.50
Lamina Bowen	Of Counsel	2016	Litigation	\$800.00	0.70	\$560.00
Kate Coverdale	Partner	2010	Executive Compensation	\$1,215.00	0.20	\$243.00
Tim Cruickshank, P.C.	Partner	2011	Corporate	\$1,295.00	2.20	\$2,849.00
Rana B. Dawson	Partner	2008	Litigation	\$1,195.00	2.20	\$2,629.00
Brian Ford, P.C.	Partner	2006	Corporate	\$1,335.00	0.50	\$667.50
Yates French	Partner	2008	Litigation	\$1,165.00	133.70	\$155,760.50
Susan D. Golden	Partner	1988	Restructuring	\$1,175.00	7.20	\$8,460.00
Stephen C. Hackney, P.C.	Partner	1997	Litigation	\$1,525.00	41.30	\$62,982.50
Erik Hepler	Partner	1990	Corporate	\$1,435.00	0.60	\$861.00
Stephen E. Hessler, P.C.	Partner	2002	Restructuring	\$1,635.00	91.60	\$149,766.00
Richard U. S. Howell, P.C.	Partner	2006	Litigation	\$1,245.00	190.00	\$236,550.00
Marc Kieselstein, P.C.	Partner	1988	Restructuring	\$1,635.00	70.60	\$115,431.00
Joshua Korff, P.C.	Partner	1994	Corporate	\$1,595.00	6.30	\$10,048.50
Ross M. Kwasteniet, P.C.	Partner	2002	Restructuring	\$1,595.00	43.20	\$68,904.00
William A. Levy, P.C.	Partners	1988	Taxation	\$1,645.00	23.80	\$39,151.00
Todd F. Maynes, P.C.	Partner	1988	Taxation	\$1,845.00	1.50	\$2,767.50
Allison McDonald	Partner	2013	Litigation	\$1,045.00	0.40	\$418.00

ATTORNEY	POSITION WITH THE APPLICANT	YEAR ADMITTED	DEPARTMENT	HOURLY BILLING RATE	TOTAL BILLED HOURS	TOTAL COMPENSATION
Daniel Perlman, P.C.	Partner	1985	Real Estate	\$1,535.00	6.10	\$9,363.50
P. Paul Rezvani	Partner	2013	Taxation	\$1,135.00	0.50	\$567.50
David A. Rosenberg, P.C.	Partner	2005	Real Estate	\$1,415.00	14.30	\$20,234.50
Anthony Vincenzo Sexton	Partner	2011	Taxation	\$1,265.00	23.10	\$29,221.50
Ravi Subramanian Shankar	Partner	2011	Litigation	\$1,075.00	215.10	\$231,232.50
Michael B. Slade	Partner	1999	Litigation	\$1,395.00	7.30	\$10,183.50
Al Stemp, P.C.	Partner	2002	Real Estate	\$1,415.00	28.60	\$40,469.00
Dan Walbrun	Partner	2011	Real Estate	\$1,165.00	44.70	\$52,075.50
Brad Weiland	Partner	2008	Restructuring	\$1,345.00	176.70	\$237,661.50
TOTALS FOR ATTORNEYS					2,461.70	\$2,523,239.50

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
Joseph Dobrowski	Junior Paralegal	< 1 year	Litigation	\$275.00	63.80	\$17,545.00
Michele Manzo	Junior Paralegal	< 1 year	Restructuring	\$275.00	6.10	\$1,677.50
Katia Piza	Junior Paralegal	< 1 year	Litigation	\$275.00	6.70	\$1,842.50
Leo Rosenberg	Junior Paralegal	< 1 year	Restructuring	\$275.00	4.80	\$1,320.00
Anthony Abate	Paralegal	3 years	Restructuring	\$340.00	6.60	\$2,244.00
Ryan Besaw	Paralegal	3 years	Restructuring	\$340.00	0.30	\$102.00
Adam Collins	Paralegal	8 years	Litigation	\$375.00	109.80	\$41,175.00
Uzo Dike	Paralegal	29 years	Litigation	\$415.00	94.30	\$39,134.50
Julia R. Foster	Paralegal	5 years	Restructuring	\$340.00	4.60	\$1,564.00
Hannah Kupsky	Paralegal	3 years	Restructuring	\$340.00	16.00	\$5,440.00
Carrie Therese Oppenheim	Paralegal	11 years	Restructuring	\$445.00	25.00	\$11,125.00
Liz Miller	Senior Risk Management Compliance Analyst	> 1 year	Risk Management	\$340.00	1.30	\$442.00
Jeremy Piniak	Litigation & Practice Tech Project Manager	7 years	Litigation	\$395.00	2.10	\$829.50
Lib Expert Witness Research	Research Specialist	N/A	Administrative Services	\$375.00	0.80	\$300.00
Library Factual Research	Research Specialist	N/A	Administrative Services	\$375.00	2.00	\$750.00
TOTALS FOR PARAPROFESSIONALS					344.20	\$125,491.00

TOTAL FEES REQUESTED FOR ATTORNEYS AND PARAPROFESSIONALS

\$2,648,730.50

Exhibit C

Summary of Actual and Necessary Expenses for the Fee Period

EXPENSE CATEGORY	AMOUNT
Third Party Telephone Charges	\$707.90
Standard Copies or Prints	\$2,059.00
Binding	\$19.60
Tabs/Indexes/Dividers	\$143.52
Color Copies or Prints	\$3,815.35
Scanned Images	\$0.00
Flash Drives	\$50.00
Outside Messenger Services	\$191.55
Local Transportation	\$827.11
Travel Expense	\$4,000.00
Airfare	\$11,814.33
Transportation to/from airport	\$4,738.70
Travel Meals	\$200.45
Other Travel Expenses	\$140.00
Filing Fees	\$913.00
Appearance Fees	\$30.00
Other Court Costs and Fees	\$321.00
Outside Printing Services	\$163.31
Outside Copy/Binding Services	\$1,152.60
Working Meals/K&E Only	\$57.78
Working Meals/K&E and Others	\$197.87
Catering Expenses	\$3,833.00
Outside Retrieval Service	\$205.00
Computer Database Research	\$78,821.25
Westlaw Research	\$6,280.59
LexisNexis Research	\$5,176.12
Overtime Transportation	\$332.96
Overtime Meals - Non-Attorney	\$40.00
Overtime Meals - Attorney	\$451.22
Secretarial Overtime	\$0.00
Overnight Delivery - Hard	\$3.75
Computer Database Research - Soft	\$223.50
TOTAL	\$126,910.46

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

March 30, 2020

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

Attn: Kristi Moody, Esq.

Invoice Number: 1050025195

Client Matter: 24706-7

In the Matter of Adversary Proceedings, Contested Matters

For legal services rendered through January 31, 2020
(see attached Description of Legal Services for detail)

\$ 1,347,589.50

Total legal services rendered

\$ 1,347,589.50

Legal Services for the Period Ending January 31, 2020
 Windstream Holdings, Inc.
 Adversary Proceedings, Contested Matters

Invoice Number: 1050025195
 Matter Number: 24706-7

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Lamina Bowen	0.70	800.00	560.00
Carolyn E. Brown	109.20	610.00	66,612.00
Adam Collins	109.80	375.00	41,175.00
Rana B. Dawson	2.20	1,195.00	2,629.00
Uzo Dike	91.50	415.00	37,972.50
Joseph Dobrowski	63.80	275.00	17,545.00
Cassandra E. Fenton	139.00	835.00	116,065.00
Yates French	133.70	1,165.00	155,760.50
Pratik K. Ghosh	129.90	835.00	108,466.50
Susan D. Golden	5.70	1,175.00	6,697.50
Stephen C. Hackney, P.C.	41.30	1,525.00	62,982.50
Julia D. Harper	34.40	610.00	20,984.00
Erik Hepler	0.20	1,435.00	287.00
Stephen E. Hessler, P.C.	9.60	1,635.00	15,696.00
Heidi Hockberger	3.90	845.00	3,295.50
Richard U. S. Howell, P.C.	178.00	1,245.00	221,610.00
Marc Kieselstein, P.C.	40.70	1,635.00	66,544.50
Ross M. Kwasteniet, P.C.	4.00	1,595.00	6,380.00
Lib Expert Witness Research	0.80	375.00	300.00
Library Factual Research	2.00	375.00	750.00
Allison McDonald	0.40	1,045.00	418.00
Carrie Therese Oppenheim	1.40	445.00	623.00
Francis Petrie	1.60	845.00	1,352.00
Jeremy Piniak	2.10	395.00	829.50
Katia Piza	6.70	275.00	1,842.50
Margaret Reiney	23.70	610.00	14,457.00
Leo Rosenberg	1.40	275.00	385.00
Tommy Scheffer	15.40	740.00	11,396.00
Daniel R. Schwartz	29.70	970.00	28,809.00
Ravi Subramanian Shankar	198.30	1,075.00	213,172.50
Michael B. Slade	7.30	1,395.00	10,183.50
Gregory Tsonis	95.30	970.00	92,441.00

Legal Services for the Period Ending January 31, 2020

Invoice Number: 1050025195

Windstream Holdings, Inc.

Matter Number: 24706-7

Adversary Proceedings, Contested Matters

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Brad Weiland	14.40	1,345.00	19,368.00
TOTALS	1,498.10		\$ 1,347,589.50

Legal Services for the Period Ending January 31, 2020

Invoice Number:

1050025195

Windstream Holdings, Inc.

Matter Number:

24706-7

Adversary Proceedings, Contested Matters

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
01/02/20	Adam Collins	4.50	Assist with finalizing production and updating production log (2.6); compile and organize expert materials and update tracking log (1.9).
01/02/20	Rana B. Dawson	2.20	Review and analyze correspondence and document pertaining to agreement between the parties (.9); review and revise stipulated order (1.1); provide comment to R. Shankar re draft of stipulated order concerning true lease opinion (.2).
01/02/20	Uzo Dike	3.10	Conference with R. Shankar and A. Collins re status of assignments and various projects (.5); correspond with T. Svalina re supplemental documents (.5); assist with final proofread and quality check of documents to be produced (.6); analyze and quality check production for completeness (.5); review and assess correspondence re privilege issue (.4); compile case materials (.6).
01/02/20	Cassandra E. Fenton	4.10	Analyze document production (2.1); analyze and coordinate deposition preparation (.4); analyze documents re deposition preparation (1.6).
01/02/20	Yates French	8.20	Review materials for production (3.7); review draft expert materials (2.2); prepare for and attend telephone conferences with expert witnesses (2.3).
01/02/20	Pratik K. Ghosh	4.20	Review and analyze documents to prepare privilege log (3.9); correspond with K&E team re same (.3).
01/02/20	Richard U. S. Howell, P.C.	2.50	Telephone conferences to discuss litigation strategy and discovery issues (1.0); review draft amended complaint (.7); draft and review correspondence re open discovery and expert issues (.4); review materials in preparation for telephone conferences re litigation strategy (.4).
01/02/20	Marc Kieselstein, P.C.	1.50	Analyze expert report issues and trial plan.
01/02/20	Tommy Scheffer	0.30	Review adversary proceeding stipulation (.2); correspond with K&E team re same (.1).

Legal Services for the Period Ending January 31, 2020
 Windstream Holdings, Inc.
 Adversary Proceedings, Contested Matters

Invoice Number: 1050025195
 Matter Number: 24706-7

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
01/02/20	Daniel R. Schwartz	2.40	Telephone conference with expert re report (.9); prepare for telephone conference with expert re same (.3); review report by expert (.4); review brief (.6); correspond with pension fund (.2).
01/02/20	Ravi Subramanian Shankar	8.20	Prepare for and participate in conference re potential experts (2.7); strategize re deposition and draft materials re same (4.0); review and analyze key documents (.6); supervise document productions (.2); strategize re amended complaint (.7).
01/02/20	Michael B. Slade	1.00	Telephone conferences with K&E team re privilege issues.
01/02/20	Gregory Tsonis	0.60	Telephone conference with potential experts re expert work.
01/03/20	Carolyn E. Brown	1.90	Review and analyze third party document products re privilege categories.
01/03/20	Adam Collins	1.40	Compile and organize expert materials and update tracking log.
01/03/20	Uzo Dike	1.00	Correspond with E. Bergen re documents for production (.4); review and assess correspondence re privilege issue (.2); compile case update materials and correspond re same to J. Dobrowski (.4).
01/03/20	Joseph Dobrowski	5.00	Compile newly received case materials for attorneys' review (2.2); revise deposition exhibits database (2.8).
01/03/20	Cassandra E. Fenton	3.90	Analyze documents re expert analysis (.6); correspond with R. Howell, M. Kieselstein, R. Shankar and D. Schwartz re expert analysis (.5); correspond with K. Smith re expert analysis (.3); telephone conferences with experts re same (.2); correspond with expert re same (.4); analyze documents re deposition preparation (1.9).
01/03/20	Yates French	7.20	Review and revise draft amended complaint (3.2); attend telephone conferences with expert witnesses (1.1); research expert witness issue (2.4); review documents produced by third parties in advance of deposition (.5).
01/03/20	Pratik K. Ghosh	4.20	Review and analyze documents to prepare privilege log (3.9); correspond with K&E team re same (.3).

Legal Services for the Period Ending January 31, 2020
 Windstream Holdings, Inc.
 Adversary Proceedings, Contested Matters

Invoice Number: 1050025195
 Matter Number: 24706-7

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
01/03/20	Julia D. Harper	3.20	Review documents for privilege log.
01/03/20	Richard U. S. Howell, P.C.	5.90	Prepare for and attend telephone conferences re developing litigation strategy and amended complaint (3.7); review and revise draft amended complaint (.6); draft and review correspondence re open litigation and discovery items (1.6).
01/03/20	Marc Kieselstein, P.C.	2.50	Review expert report and consider related issues.
01/03/20	Marc Kieselstein, P.C.	0.60	Analyze Skadden deposition issues.
01/03/20	Tommy Scheffer	1.80	Correspond and telephone conference with K&E team re adversary proceeding developments (.5); review materials re same (.6); review precedent re same (.7).
01/03/20	Daniel R. Schwartz	5.90	Research re requirements for expert reports (2.1); draft of memorandum re same (.6); prepare for telephone conference with expert (.3); telephone conference with G. Tsonis re case strategy (.2); telephone conference with expert re report (.6); review expert report (1.4); telephone conference re expert report by (.3); prepare for telephone conference re expert report (.4).
01/03/20	Ravi Subramanian Shankar	8.20	Conference re deposition and potential experts (3.6); prepare for deposition (4.2); prepare for and participate in conference with K&E team re real property stipulation (.4).
01/03/20	Michael B. Slade	2.20	Telephone conference with K&E team re privilege issues (.4); review and revise summary memorandum and draft stipulation (.8); participate in telephone conference with Company re various issues (1.0).
01/03/20	Gregory Tsonis	4.20	Telephone conference with potential experts re expert work (.8); research and analyze precedent and draft summary re same (3.4).
01/03/20	Brad Weiland	1.10	Review and analyze litigation items and discovery re same.
01/04/20	Adam Collins	3.00	Assist with finalizing production materials.
01/04/20	Cassandra E. Fenton	0.50	Review and analyze expert analysis.
01/04/20	Pratik K. Ghosh	2.80	Research and analyze case law re admissibility of evidence.
01/04/20	Pratik K. Ghosh	2.70	Review and analyze documents re EY privilege log.

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
01/04/20	Richard U. S. Howell, P.C.	1.70	Prepare and review correspondence re adversary proceeding (.8); telephone conference with K&E team re same (.3); review research and related memoranda (.6).
01/04/20	Daniel R. Schwartz	1.50	Research re transferee relationship between entities.
01/04/20	Ravi Subramanian Shankar	5.40	Strategize re deposition (.7); review and analyze edits to amended complaint and revise same (1.6); research re same (3.1).
01/04/20	Michael B. Slade	0.40	Draft correspondence re litigation issues.
01/05/20	Uzo Dike	1.90	Research and analyze draft amended complaint (1.7); compile documents re draft amended complaint (.2).
01/05/20	Pratik K. Ghosh	2.70	Review and analyze documents re privilege log.
01/05/20	Pratik K. Ghosh	2.80	Research and analyze case law re admissibility of evidence.
01/05/20	Stephen E. Hessler, P.C.	0.80	Telephone conference with R. Howell re litigation (.3); telephone conference and correspond with K&E team re work in process and status update (.5).
01/05/20	Richard U. S. Howell, P.C.	2.70	Review expert materials (1.6); draft and review correspondence re same (.8); draft and review correspondence re open litigation strategy issues (.3).
01/05/20	Ravi Subramanian Shankar	4.10	Review and analyze draft expert reports (2.9); research re amended complaint (1.2).
01/05/20	Brad Weiland	1.10	Review and analyze litigation items re amended complaint (.9); correspond with K&E team re same (.2).
01/06/20	Adam Collins	7.00	Cite check amended complaint (4.5); assist with finalizing production documents (.5); compile and organize materials to be sent to experts (.2); update master tracking log of materials sent to experts (1.8).

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
01/06/20	Uzo Dike	3.30	Continue coordination of fact check of documents cited in draft amended complaint (1.8); conference with R. Shankar, A. Collins and J. Dobrowski re updates on same (.3); assist with review production for completeness (.7); correspond with A. Kysar re documents produced (.3); conference with A. Collins re Sandline's processing of same (.2).
01/06/20	Joseph Dobrowski	6.20	Review, analyze amended complaint (3.9); compile newly received case materials for attorneys' review (1.3); revise fields in deposition exhibits database (1.0).
01/06/20	Cassandra E. Fenton	0.60	Analyze expert analysis.
01/06/20	Yates French	9.70	Attend telephone conference with expert re expert testimony (2.6); attend telephone conference with K&E team re solvency expert (2.1); review and revise expert reports (3.4); attend telephone conference with K&E team re diligence materials (1.6).
01/06/20	Julia D. Harper	1.80	Research issues re litigation.
01/06/20	Erik Hepler	0.20	Correspond with R. Shankar re discovery requests.
01/06/20	Richard U. S. Howell, P.C.	8.70	Prepare for and attend telephone conferences with K&E team re litigation strategy, discovery and expert issues (4.8); draft and review correspondence re same (2.4); prepare materials for use in trial (1.5).
01/06/20	Marc Kieselstein, P.C.	4.40	Telephone conference with expert, consider issues raised on telephone conference and possible impact (2.8); review issues and amended complaint (1.6).
01/06/20	Allison McDonald	0.40	Correspond with J. Stopford re draft complaint (.1); telephone conference with K&E and Baker Tilly team re same (.3).
01/06/20	Margaret Reiney	4.80	Draft adversary proceeding documents (4.4); correspond with T. Scheffer re same (.4).
01/06/20	Tommy Scheffer	2.30	Analyze precedent adversary proceeding materials (.7); correspond and conference with K&E team re same (.7); review markup of adversary proceeding materials (.3); correspond and conference with K&E team re adversary proceeding status (.6).

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01/06/20	Daniel R. Schwartz	5.90	Review expert reports (2.4); telephone conference with expert re draft report (1.6); review expert documents (1.9).
01/06/20	Ravi Subramanian Shankar	8.60	Conference and strategize with K&E team re potential experts (4.4); review and analyze draft expert reports (2.4); prepare Company telephone conference agenda (.3); supervise discovery (.3); revise amended complaint and strategize re same (1.2).
01/06/20	Gregory Tsonis	3.90	Telephone conference with Company and Baker Tilley re amended complaint (.5); review and analyze draft expert report and incorporate edits (3.4).
01/07/20	Carolyn E. Brown	5.50	Prepare for and attend conference with K&E team re strategy (1.2); review and analyze documentation re valuation methodology (4.3).
01/07/20	Adam Collins	4.50	Attend office conference with K&E team re upcoming schedule (1.5); assist with finalizing the production documents (.7); update master tracking log of materials sent to experts (2.3).
01/07/20	Uzo Dike	7.50	Research, analyze documents produced (.8); conference with D. Schwartz re same (.2); update and revise litigation calendar (.6); compile materials and correspond with R. Howell and Y. French re same (.3); research re adversary proceeding issues (.9); review and analyze privileged and redacted documents (3.3); review and analyze redacted documents to confirm proper redaction (1.4).
01/07/20	Joseph Dobrowski	2.90	Compile newly received case materials (1.1); revise expert materials tracking chart (.3); revise deposition exhibits database (1.5).
01/07/20	Cassandra E. Fenton	9.60	Participate in office conference with K&E team re strategy (1.5); correspond with expert re same (.5); review and analyze document production (3.2); analyze expert materials and data (3.2); analyze expert report (1.2).
01/07/20	Yates French	7.20	Prepare for and attend office conference with K&E team re same (1.5); attend telephone conference with solvency expert re same (1.2); attend telephone conference with rent expert re same (.8); research rent issues (3.7).

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
01/07/20	Pratik K. Ghosh	3.90	Review and analyze documents re privilege and redaction logs (3.8); correspond with K&E team re same (.1).
01/07/20	Pratik K. Ghosh	1.10	Telephone conference with K&E team re adversary proceeding status (1.0); review project list re same (.1).
01/07/20	Stephen C. Hackney, P.C.	1.50	Prepare for and attend office conference with K&E team.
01/07/20	Stephen E. Hessler, P.C.	0.50	Telephone conference and correspond with K&E team re trial outline.
01/07/20	Richard U. S. Howell, P.C.	7.30	Review materials re same (.3); telephone conferences to develop litigation strategy and discuss open discovery and expert issues in adversary proceeding (3.0); draft and review correspondence re same (1.6); review and provide comments to draft materials for use in litigation (1.3); prepare materials for use at trial (.6); review edits to draft amended complaint (.5).
01/07/20	Marc Kieselstein, P.C.	2.90	Review draft report (2.3); telephone conferences re same (.6).
01/07/20	Katia Piza	2.00	Review, analyze documents re prior classification.
01/07/20	Margaret Reiney	3.40	Draft adversary proceeding documents.
01/07/20	Tommy Scheffer	2.60	Review precedent adversary proceeding materials (1.5); correspond with K&E team re same (1.1).
01/07/20	Daniel R. Schwartz	4.60	Review expert documents (2.3); review draft report (2.3).
01/07/20	Ravi Subramanian Shankar	12.60	Review and analyze draft expert reports (2.3); revise same (6.6); prepare for and attend office conference with K&E team re strategy (1.8); prepare for and attend conference with Company re case strategy (.6); strategize re amended complaint and revise same (.9); conference with K&E team re potential experts (.4).
01/07/20	Michael B. Slade	1.30	Office conference with K&E team (1.0); correspond with K&E team re privilege and experts (.3).

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
01/07/20	Gregory Tsonis	2.30	Attend office conference with K&E team re upcoming projects and priorities (1.2); telephone conference with experts and Company re potential questions (1.1).
01/08/20	Carolyn E. Brown	6.40	Review and analyze documentation re market analysis (3.4); review and analyze documentation re valuation methodology (3.0).
01/08/20	Adam Collins	9.80	Compile and organize expert materials (4.3); update master tracking chart re materials sent to experts (4.2); assist with finalizing privilege log (.8); assist with production searches (.5).
01/08/20	Uzo Dike	1.90	Research Relativity to confirm proper category coding for privileged and redacted documents (.9); review and quality check final draft of privilege log (.3); draft and revise notice (.5); conference with R. Shankar re same (.2).
01/08/20	Joseph Dobrowski	1.50	Compile newly received case materials for attorneys' review.
01/08/20	Cassandra E. Fenton	8.10	Prepare for and participate in telephone conference with expert (2.5); analyze document production (1.1); analyze documents re deposition preparation (3.2); analyze expert materials (1.3).
01/08/20	Yates French	8.00	Review and revise draft amended complaint (1.7); attend telephone conferences with expert witnesses (2.5); research expert issues (1.1); review documents produced by third parties in advance of deposition (2.7).
01/08/20	Pratik K. Ghosh	2.60	Review and analyze draft privilege and redaction log re document production (2.4); correspond with K&E team re same (.2).
01/08/20	Pratik K. Ghosh	4.20	Research and analyze admissibility issues re key documents (3.9); correspond with J. Harper re same (.3).
01/08/20	Stephen C. Hackney, P.C.	3.00	Review draft expert reports.
01/08/20	Julia D. Harper	1.30	Research expert scope opinion.
01/08/20	Julia D. Harper	2.70	Research litigation and trial issues.

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01/08/20	Stephen E. Hessler, P.C.	1.00	Telephone conference with K&E team, Chambers and PJT re mediation (.5); telephone conference with K&E team and Company re same (.5).
01/08/20	Richard U. S. Howell, P.C.	10.70	Prepare for and attend telephone conferences with K&E team re open litigation, discovery and expert issues in Uniti adversary proceeding (3.3); draft and review correspondence re same (3.5); review materials in preparation for depositions (2.2); review and provide comments to draft materials (1.7).
01/08/20	Marc Kieselstein, P.C.	1.00	Review opening presentation.
01/08/20	Marc Kieselstein, P.C.	1.70	Review correspondence re useful life, consider impact on analysis.
01/08/20	Library Factual Research	2.00	Research re expert witness.
01/08/20	Margaret Reiney	3.10	Draft adversary proceeding document.
01/08/20	Leo Rosenberg	1.40	Prepare document related to settlement agreement for T. Scheffer.
01/08/20	Tommy Scheffer	1.00	Telephone conference with K&E team re adversary proceeding documents.
01/08/20	Daniel R. Schwartz	1.80	Review expert report (1.2); conference with G. Tsonis re case strategy (.4); correspond with C. Fenton re case strategy (.2).
01/08/20	Ravi Subramanian Shankar	8.60	Prepare for and participate in conference with potential experts re expert reports (2.7); compile documents for experts (.6); review and analyze materials re expert reports (2.4); revise expert reports and amended complaint (1.8); strategize re deposition (.9); correspond with opposing counsel re same (.2).
01/08/20	Gregory Tsonis	2.10	Conference with Y. French re report comments (.3); incorporate Y. French comments (1.2); review and analyze pleadings (.6).
01/09/20	Carolyn E. Brown	10.80	Review and analyze market analysis (9.8); review and analyze re commercial materials (1.0).
01/09/20	Adam Collins	4.30	Compile and organize expert materials (2.8); update master tracking chart re materials sent to experts (1.5).

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01/09/20	Uzo Dike	9.70	Research and analyze to cases and authority cited in draft brief (1.8); analyze same re citations (.7); compile exhibits re motion to amend (.8) review, analyze precedent motions (.7); research and analyze re documents cited in revised draft amended complaint (2.3); correspond with R. Shankar and K&E team re logistics of filing of amended complaint (.7); draft revised notice and proposed order re same (1.3); review and revise draft privilege log (1.4).
01/09/20	Joseph Dobrowski	1.60	Compile newly received case materials (.4); revise expert materials tracking chart (1.2).
01/09/20	Cassandra E. Fenton	9.70	Analyze document production (3.2); participate in telephone conference with expert re same (1.0); participate in telephone conference with expert re same (1.0); analyze documents re deposition preparation (3.7); analyze documents re experts (.8).
01/09/20	Yates French	7.50	Review and revise draft amended complaint (2.4); attend telephone conferences with expert witnesses re same (1.0); review documents produced by third parties in advance of deposition (4.1).
01/09/20	Pratik K. Ghosh	3.90	Review and revise privilege and redaction logs re document production (3.7); correspond with K&E team re same (.2).
01/09/20	Stephen C. Hackney, P.C.	2.40	Telephone conferences with R. Howell and M. Kieselstein re accounting issues and experts (1.1); review accounting literature (1.3).
01/09/20	Julia D. Harper	2.30	Research expert witness reports.
01/09/20	Stephen E. Hessler, P.C.	1.00	Telephone conference with PJT and Chambers re mediation (.5); telephone conference and correspond with K&E team and Company re same (.5).
01/09/20	Heidi Hockberger	0.20	Revise stipulation.
01/09/20	Richard U. S. Howell, P.C.	4.20	Prepare for and attend multiple telephone conferences with K&E team re open litigation issues in adversary proceeding (3.8); draft and review correspondence re same (.4).
01/09/20	Marc Kieselstein, P.C.	2.80	Work on opening presentation (1.2); consider trial issues (1.6).

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01/09/20	Margaret Reiney	2.80	Draft adversary proceeding document.
01/09/20	Daniel R. Schwartz	2.10	Review documents re expert report.
01/09/20	Ravi Subramanian Shankar	12.20	Revise and comment on privilege log (2.3); conduct privilege review documents (.6); prepare for and participate in conference with potential expert re expert reports and amended complaint (2.6); review and analyze materials re same (3.1); revise expert reports and amended complaint (3.1); review and analyze key documents (.5).
01/09/20	Gregory Tsonis	3.40	Telephone conference with experts re expert reports (.4); review and analyze research from J. Harper re recharacterization (1.2); draft revised engagement letter (1.2); coordinate transfer of documents to experts (.6).
01/09/20	Brad Weiland	1.00	Review and analyze litigation and discovery schedule and next steps.
01/10/20	Lamina Bowen	0.70	Advise counsel re local rules and practices governing filing of motion to amend complaint (.3); review and revise notice of motion re compliance with local rules and practices (.4).
01/10/20	Carolyn E. Brown	12.30	Prepare for and attend telephone conference office conference with expert re rent valuation (.5); review and analyze documents re useful life calculation (3.6); review and analyze documents re market analysis (4.7); review and analyze documents re valuation methodology (1.7); research and analyze case law re same (1.8).
01/10/20	Adam Collins	6.50	Attend office conference with K&E team re experts (1.0); assist with finalizing the production (1.3); compile and organize expert materials (2.7); update master tracking log of materials (1.5).

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01/10/20	Uzo Dike	9.70	Review and revise supplemental draft EY privilege log for R. Shankar and P. Ghosh's review and edits (.8); conference with R. Shankar re filing logistics (.5); research E&Y privileged and redacted data for near-duplicate subject lines on entries across categories 1-3 at R. Shankar's request for QC purposes (1.2); correspond with A. Kysar (EY) re de-designation and production of three EY documents (.3); review and quality check final version of amended complaint for completeness (1.1); prepare draft motion to shorten notice re Rule 15 motion (.7); complete preparation of rule 15 motion to amend filings (3.3); assemble and organize rule 15 motion to amend complaint and filed same on SDNY bankruptcy ECF (1.5); correspond with K&E team, Company and counsel forwarding as-filed copies of rule 15 motion to amend complaint papers (.3).
01/10/20	Joseph Dobrowski	2.10	Revise DMS re newly received case materials for attorneys' review (.7); revise expert materials tracking chart (.5); revise fields in Relativity deposition exhibits database (.9).
01/10/20	Cassandra E. Fenton	5.50	Draft summary re document review (.8); participate in telephone conference with expert re same (.5); analyze documents re experts (.5); review and analyze documents re deposition preparation (3.7).
01/10/20	Yates French	9.70	Review and revise draft amended complaint (4.2); attend telephone conferences with expert witnesses re same (.5); research expert witness issues (1.4); review documents produced by third parties in advance of deposition (3.6).
01/10/20	Pratik K. Ghosh	3.90	Review and revise privilege and redaction logs re document production (3.7); correspond with K&E team re same (.2).
01/10/20	Susan D. Golden	1.40	Telephone conferences with R. Shankar re adversary proceeding (1.0); correspond with F. Petrie and K&E team re same (.1); telephone conference with M. Byrne, R. Shankar and chambers re motion for leave to file amended complaint (.3).
01/10/20	Julia D. Harper	2.50	Research expert opinions in relevant cases.

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01/10/20	Stephen E. Hessler, P.C.	0.50	Telephone conference with K&E team re expert reports.
01/10/20	Heidi Hockberger	2.00	Correspond with K&E team re settlement negotiation materials (1.5); revise stipulation re adversary proceeding (.5).
01/10/20	Richard U. S. Howell, P.C.	7.20	Review expert materials (1.8); telephone conferences with K&E team re open litigation strategy, discovery and expert issues (3.6); draft and review correspondence re same (1.2); review recently produced documents (.3); review draft amended complaint (.3).
01/10/20	Marc Kieselstein, P.C.	0.80	Telephone conference re expert report issues and trial issues.
01/10/20	Ross M. Kwasteniet, P.C.	1.30	Review draft expert reports re useful life (.8); prepare for and participate in conference with K&E team re same (.5).
01/10/20	Lib Expert Witness Research	0.80	Identify and obtain depositions or trial testimony by expert.
01/10/20	Carrie Therese Oppenheim	1.10	Correspond with H. Hockberger, K&E team re adversary proceeding and procedures for shortened notice (.4); review file proposed stipulation (.7).
01/10/20	Margaret Reiney	2.80	Draft adversary proceeding document (2.6); correspond with T. Scheffer re same (.2).
01/10/20	Daniel R. Schwartz	5.50	Review and analyze expert documents (3.9); draft memorandum re deposition (1.6).
01/10/20	Ravi Subramanian Shankar	5.90	Finalize motion and amended complaint (2.1); supervise filing of same (.3); prepare for and participate in conference with opposing counsel re amended complaint and case schedule (.9); review and analyze materials re expert reports (2.3); review and analyze proposal re expert deposition (.3).
01/10/20	Gregory Tsonis	5.20	Prepare for telephone conference by reviewing and analyzing documents (.5); telephone conference with experts and K&E team re engagement (.6); prepare for telephone conference with experts re same (.3); telephone conference with experts re report (.8); review and analyze documents re TCIs (1.6); review and analyze amended complaint (1.4).

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01/11/20	Carolyn E. Brown	2.80	Research and analyze case law re litigation issues.
01/11/20	Adam Collins	0.90	Compile and organize expert material.
01/11/20	Cassandra E. Fenton	1.70	Review and revise privilege and redaction logs re document production (1.6); correspond with K&E team re same (.1).
01/11/20	Yates French	1.50	Review and comment on draft expert report.
01/11/20	Pratik K. Ghosh	1.70	Review and revise privilege and redaction logs re EY document production (1.6); correspond with K&E team re same (.1).
01/11/20	Stephen E. Hessler, P.C.	2.00	Telephone conference with K&E team, Evercore, PJT and Paul Weiss re Uniti (.5); telephone conference with PJT, K&E team and K. Moody re Uniti (.5); telephone conference and correspond with K&E team re Uniti (1.0).
01/11/20	Stephen E. Hessler, P.C.	0.50	Telephone conference and correspond with K&E team, Paul Weiss, Evercore, and PJT re Uniti.
01/11/20	Richard U. S. Howell, P.C.	0.80	Telephone conference with K&E team re open expert issues (.4); draft and review correspondence re open litigation issues in Uniti adversary proceeding (.4).
01/11/20	Ravi Subramanian Shankar	5.90	Revise expert reports (1.8); review and analyze materials re same (3.9); supervise research projects (.2).
01/12/20	Adam Collins	1.30	Compile and organize expert material.
01/12/20	Uzo Dike	1.00	Coordinate preparation of market materials binder (.5); conference with C. Brown re same (.1); compile documents transmitted by expert (.4).
01/12/20	Cassandra E. Fenton	6.00	Review and analyze expert report (2.2); review and analyze documents re deposition preparation (3.8).
01/12/20	Richard U. S. Howell, P.C.	3.40	Telephone conferences with K&E team re open restructuring and litigation issues (1.0); review materials re expert analysis in adversary proceeding (1.6); draft and review correspondence re same (.8).
01/12/20	Ravi Subramanian Shankar	1.80	Review and revise revised expert report.
01/12/20	Michael B. Slade	0.20	Review and comment on stipulation edits.

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01/13/20	Adam Collins	1.80	Compile and organize deposition preparation materials.
01/13/20	Uzo Dike	5.10	Revise and update draft privilege log (1.5); research and assess privileged and redacted documents (1.1); coordinate key documents binders with A. Collins (.4); analyze and quality check production for completeness and to confirm removal of privileged documents (1.2); conference with R. Shankar re same (.2); conference with A. Collins and R. Shankar re status of projects and assignments (.4); review and assess correspondence re updated work plan (.3).
01/13/20	Joseph Dobrowski	3.00	Revise key documents collection (.7); compile newly received case materials (.8); revise expert materials tracking chart (1.5).
01/13/20	Cassandra E. Fenton	9.50	Review and analyze documents re deposition preparation (3.9); draft summaries re deposition preparation (1.7); analyze expert report (1.8); review and analyze documents re expert work (2.1).
01/13/20	Yates French	7.00	Prepare for and attend telephone conference with expert witnesses (1.7); review and comment on draft expert reports (2.2); review produced documents (3.1).
01/13/20	Pratik K. Ghosh	1.40	Review and analyze adversary proceeding confidentiality issue (.8); summarize analysis and correspond with R. Shankar re same (.6).
01/13/20	Pratik K. Ghosh	2.60	Review and revise privilege and redaction logs re document production (2.4); correspond with K&E team re same (.2).
01/13/20	Pratik K. Ghosh	2.40	Research and analyze issues re litigation and trial issues.
01/13/20	Stephen C. Hackney, P.C.	1.00	Review accounting material and correspond with R. Howell re same.
01/13/20	Richard U. S. Howell, P.C.	7.70	Review draft materials in preparation for trial (1.3); telephone conferences with K&E team re open litigation strategy, discovery and expert issues (2.2); draft and review correspondence re same (1.5); review materials in preparation for third party depositions (2.7).
01/13/20	Marc Kieselstein, P.C.	2.80	Analyze issues re expert report (2.2); telephone conferences re same (.6).

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
01/13/20	Ross M. Kwasteniet, P.C.	1.30	Analyze issues re expert reports, revise complaint and trial calendar.
01/13/20	Margaret Reiney	0.90	Revise adversary proceeding document.
01/13/20	Tommy Scheffer	0.60	Correspond with K&E team re adversary proceeding documents.
01/13/20	Ravi Subramanian Shankar	8.10	Revise board presentation (1.3); review and revise expert reports (4.2); compile information for experts (.8); prepare for telephone conference with Company re case strategy (.4); review and analyze proposed amended case schedule (1.1); supervise research and correspond re same (.3).
01/13/20	Gregory Tsonis	6.20	Draft updated engagement letter and correspondence re same (1.2); review and analyze documents for expert reports (3.6); review and analyze documents and draft talking points re hearing (1.4).
01/14/20	Adam Collins	3.30	Compile and organize expert materials (.8); update expert master tracking chart re materials sent to experts (1.5); compile and organize production documents (1.0).
01/14/20	Uzo Dike	2.60	Prepare for and participate in telephone conference with Company, R. Howell and R. Shankar re litigation issues (.6); complete analysis and quality check of production for completeness and to confirm removal of privileged documents (1.1); conference with R. Shankar re same (.2); assist R. Howell with preparation for omnibus hearing (.7).
01/14/20	Joseph Dobrowski	1.70	Compile newly received case materials (1.2); revise expert materials tracking chart (.5).
01/14/20	Cassandra E. Fenton	4.30	Participate in telephone conference with expert re expert report (1.5); coordinate expert requests (.4); correspond with expert re same (.2); review and analyze document production (2.2).
01/14/20	Yates French	5.90	Prepare for and attend telephone conference with expert witnesses (1.7); review and comment on draft expert reports (4.2).
01/14/20	Pratik K. Ghosh	4.30	Research and analyze case law re evidence admissibility (3.9); review and analyze relevant filings re same (.4).

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
01/14/20	Pratik K. Ghosh	4.60	Research and analyze issues re admissibility of expert reports (3.9); summarize and correspond with K&E team re same (.7).
01/14/20	Pratik K. Ghosh	2.60	Review and revise privilege and redaction logs re EY document production (2.4); correspond with K&E team re same (.2).
01/14/20	Richard U. S. Howell, P.C.	9.80	Prepare for and attend telephone conferences with K&E team re open restructuring issues and litigation issues re adversary proceeding (4.8); draft and review correspondence re same (1.6); review documents in preparation for depositions (2.2); review draft materials for use in litigation (1.2).
01/14/20	Marc Kieselstein, P.C.	0.90	Review scheduling issues in response to Uniti request to continue trial.
01/14/20	Ross M. Kwasteniet, P.C.	1.40	Prepare for and participate in conference with K&E team re expert reports and related issues.
01/14/20	Margaret Reiney	2.60	Draft adversary proceeding document (2.2); Office conference with T. Scheffer re adversary proceeding documents (.4).
01/14/20	Tommy Scheffer	1.10	Correspond and conference with K&E team re adversary proceeding pleadings (.6); review same (.5).
01/14/20	Ravi Subramanian Shankar	9.20	Prepare for and attend telephone conferences with Company re case strategy and experts (2.8); prepare for and participate in conference with expert re reports (2.1); analyze and strategize re expert report (3.2); review and analyze materials re same (.8); compile documents for experts (.3).
01/14/20	Brad Weiland	2.20	Review and analyze litigation scheduling items and opposing arguments re same (.9); correspond with K&E team re same (.4); prepare for potential contested hearing (.5); review and analyze hearing matters status and next steps (.4).
01/15/20	Carolyn E. Brown	4.40	Review and analyze filings and documents to prepare outline of pre-trial brief.
01/15/20	Joseph Dobrowski	2.00	Compile newly received case materials (.9); revise expert materials tracking chart (1.1).

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
01/15/20	Yates French	4.20	Prepare for and attend telephone conference with expert witnesses (2.3); review and comment on draft expert reports (1.9).
01/15/20	Pratik K. Ghosh	2.60	Review and revise privilege and redaction logs re document production (2.4); correspond with K&E team re same (.2).
01/15/20	Pratik K. Ghosh	4.30	Research and analyze issues re expert report admissibility (3.9); draft summary and correspond with K&E team re same (.4).
01/15/20	Pratik K. Ghosh	3.70	Research and analyze issues re evidence admissibility (3.1); review and analyze key filings re same (.3); conference with J. Harper re same (.3).
01/15/20	Stephen C. Hackney, P.C.	4.50	Review expert report drafts (2.5); conference with R. Howell re case schedule (.5); review documents and pleadings (1.5).
01/15/20	Julia D. Harper	3.30	Research cases on various aspects of expert witnesses.
01/15/20	Richard U. S. Howell, P.C.	8.60	Review materials to prepare for omnibus hearing (1.1); telephone conferences with K&E team re trial, discovery, scheduling, expert and related issues re adversary proceeding (4.5); review documents in preparation for depositions (1.1); draft and review correspondence re open litigation items (.3); review materials in preparation for trial (1.6).
01/15/20	Margaret Reiney	2.90	Draft adversary proceeding document (1.9); review adversary proceeding document (1.0).
01/15/20	Tommy Scheffer	0.50	Correspond with K&E team re adversary proceeding documents.
01/15/20	Ravi Subramanian Shankar	10.10	Review and analyze opposing counsel's proposed discovery (1.6); prepare talking points re conference and strategize re same (2.6); review and revise privilege log (.8); revise materials re deposition and strategize re same (.6); strategize re expert reports (.9); prepare for and attend Company meeting (3.6).
01/15/20	Gregory Tsonis	1.70	Review and analyze documents and draft talking points re hearing.

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
01/15/20	Brad Weiland	1.30	Review and analyze litigation schedule and procedure items (.6); correspond with K&E team re same (.5); follow up re same (.2).
01/16/20	Carolyn E. Brown	12.60	Review and analyze filings and documents to prepare outline of pretrial brief (3.0); draft background section of pretrial brief (6.3); revise same (3.1); office conference with R. Shankar re case strategy (.2).
01/16/20	Uzo Dike	3.00	Revise draft of privilege log (.9); conference with R. Shankar re same (.2); research and assess Relativity to create sample of privileged documents (.5); research and review Relativity for various documents re calculation materials (1.2); correspond with Y. French re same (.2).
01/16/20	Joseph Dobrowski	0.80	Compile newly received case materials for attorneys' review.
01/16/20	Yates French	5.50	Research re expert report issues (1.9); review and comment on draft expert reports (2.2); prepare for and attend telephone conference with expert witnesses (1.4).
01/16/20	Pratik K. Ghosh	4.20	Research and analyze issues re evidence admissibility (3.9); review and analyze key filings re same (.3).
01/16/20	Pratik K. Ghosh	0.70	Conference with R. Shankar re deposition strategy (.3); review relevant documents and correspondence re same (.4).
01/16/20	Julia D. Harper	3.50	Draft memorandum on admissibility of report over hearsay objection.
01/16/20	Richard U. S. Howell, P.C.	6.20	Telephone conferences to develop trial strategy (1.3); draft and review correspondence re open litigation, discovery and expert issues (2.8); telephone conferences re expert reports (1.4); review materials in preparation for trial (.7).
01/16/20	Carrie Therese Oppenheim	0.30	Compile litigation materials re status conference.
01/16/20	Ravi Subramanian Shankar	7.00	Prepare for and attend telephone conference with expert (.6); analyze and revise expert reports (3.7); revise deposition materials (1.1); prepare for depositions (1.3); correspond with Company re creditor correspondence (.3).

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
01/16/20	Brad Weiland	1.10	Correspond and telephone conferences with K&E team re litigation scheduling and next steps (.7); follow up re same (.4).
01/17/20	Carolyn E. Brown	16.10	Research, analyze case law re background section of pretrial brief (5.1); research, analyze precedent re same (3.2); draft same (5.2); revise same (2.6).
01/17/20	Uzo Dike	0.90	Update and revise privilege log (.7); correspond with R. Shankar and P. Ghosh re same (.2).
01/17/20	Joseph Dobrowski	3.30	Assist with preparation of potential deposition exhibits (1.5); compile newly received case materials (1.4); revise expert materials tracking materials (.4).
01/17/20	Cassandra E. Fenton	2.90	Review and analyze expert report (.9); participate in telephone conference with expert re same (.5); participate in telephone conference with expert re same (1.5).
01/17/20	Yates French	4.00	Review produced documents (1.1); prepare for and attend telephone conference with expert witnesses re same (1.6); review terms of master lease (1.3).
01/17/20	Pratik K. Ghosh	1.90	Research and analyze case law re litigation issues (1.8); conference with J. Harper re same (.1).
01/17/20	Pratik K. Ghosh	4.10	Review and analyze Skadden documents in preparation for depositions (3.9); correspond with K&E team re same (.2).
01/17/20	Susan D. Golden	0.50	Telephone conference with R. Shankar, E. Moskowitz and Chambers re trial dates (.2); follow up with E. Moskowitz and R. Shankar re same (.3).
01/17/20	Julia D. Harper	3.00	Draft memorandum on admissibility issues.
01/17/20	Stephen E. Hessler, P.C.	1.50	Telephone conference and correspond with K&E team and Company re settlement update (1.5).
01/17/20	Richard U. S. Howell, P.C.	4.30	Telephone conferences with K&E team to develop trial strategy and discuss open discovery and expert issues (3.0); draft and review correspondence re same (1.3).
01/17/20	Marc Kieselstein, P.C.	1.60	Analyze expert report issues (.9); review draft lease expert report (.7).

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01/17/20	Jeremy Piniak	0.20	Coordinate preparation of deposition exhibits for attorney review.
01/17/20	Ravi Subramanian Shankar	4.50	Correspond with witness re deposition dates (.2); prepare for and participate in conference with experts re expert reports (2.8); revise expert reports (1.1); strategize re case schedule (.4).
01/18/20	Carolyn E. Brown	5.60	Draft and revise background section of pre-trial brief.
01/18/20	Uzo Dike	0.30	Revise and revise privilege log.
01/18/20	Pratik K. Ghosh	1.60	Review and analyze privilege log, redaction log, and documents re same (1.4); correspond with R. Shankar re same (.2).
01/18/20	Pratik K. Ghosh	3.90	Research and analyze case law re litigation issues (3.7); review and revise memorandum re same (.2).
01/18/20	Richard U. S. Howell, P.C.	2.30	Review documents in preparation for depositions (1.0); telephone conferences with with K&E team re open restructuring and litigation issues (.6); draft and review correspondence re same (.7).
01/18/20	Ravi Subramanian Shankar	0.20	Strategize re deposition.
01/19/20	Uzo Dike	1.00	Complete revisions to privilege log (.4); correspond with R. Shankar and P. Ghosh re expert materials (.1); update and revise litigation case calendar (.5).
01/19/20	Cassandra E. Fenton	2.50	Analyze expert reports.
01/19/20	Pratik K. Ghosh	1.60	Review and analyze privilege log, redaction log, and documents re same (1.4); correspond with R. Shankar re same (.2).
01/19/20	Pratik K. Ghosh	3.90	Research and analyze case law re evidence admissibility (3.7); review and revise memorandum re same (.2).
01/19/20	Michael B. Slade	0.20	Correspond with K&E team re experts and review materials re same.
01/20/20	Carolyn E. Brown	0.60	Prepare for and attend conference with K&E team re strategy.
01/20/20	Adam Collins	8.30	Attend conference with K&E team re strategy (1.0); assist with finalizing expert reports and cited materials (4.3); compile and organize potential deposition exhibits (3.0).

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
01/20/20	Uzo Dike	7.40	Complete edits and revisions to case calendar and correspond with K&E team re same (.7); compile deposition transcript, exhibits re trial preparation (3.1); prepare binders of same (.4); prepare for and participate in conference with K&E team re scheduling, trial prep and experts (.9); research and organize exhibits to motion to dismiss opposition and summary judgment briefs (1.7); compile update of case materials and case management (.6).
01/20/20	Cassandra E. Fenton	2.40	Participate in conference with K&E team re strategy (.5); analyze documents re expert (.5); prepare for and participate in telephone conference with expert re same (1.4).
01/20/20	Pratik K. Ghosh	0.80	Conference with K&E team re case status (.7); review project list re same (.1).
01/20/20	Pratik K. Ghosh	3.90	Review and revise memorandum re evidence admissibility (3.6); correspond with J. Harper re same (.3).
01/20/20	Julia D. Harper	0.70	Telephone conference with K&E team re next steps.
01/20/20	Stephen E. Hessler, P.C.	1.80	Telephone conference with K&E team and Company re trial scheduling issues (.3); telephone conference and correspond with K&E team and Company re work in process (1.5).
01/20/20	Heidi Hockberger	0.40	Review and analyze issues re settlement.
01/20/20	Richard U. S. Howell, P.C.	8.20	Prepare for and attend telephone conferences with K&E team re open litigation strategy, discovery and expert issues re adversary proceeding (4.3); draft and review correspondence re same (.7); review materials in preparation for court call (.3); review draft materials and provide comments to same (1.1); review materials in preparation for deposition (1.8).
01/20/20	Marc Kieselstein, P.C.	1.20	Review trial scheduling bid ask (.8); telephone conference re same (.4).
01/20/20	Marc Kieselstein, P.C.	2.30	Analyze report draft and proposed modifications, consider issues.

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01/20/20	Ravi Subramanian Shankar	7.20	Prepare for and participate in conference with K&E team re experts (2.6); revise expert reports (3.7); correspond with opposing counsel re deposition (.3); strategize re case schedule (.6).
01/20/20	Michael B. Slade	0.60	Telephone conference with K&E team re status and next steps.
01/20/20	Gregory Tsonis	3.70	Review and analyze engagement letter and draft follow up correspondence (.5); telephone conference with K&E team re upcoming projects and case developments (.8); review and analyze expert reports (2.4).
01/20/20	Brad Weiland	1.10	Review and analyze litigation status and scheduling items (.5); correspond and telephone conference with K&E team re same (.6).
01/21/20	Adam Collins	4.80	Compile and organize expert materials (3.3); compile and organize potential deposition materials (1.5).
01/21/20	Uzo Dike	6.30	Prepare for and organize deposition transcript/exhibit binders (.7); review and revise draft expert report (3.9); correspond with R. Shankar and A. Collins re same (.2); attend telephone conference with K&E team and intervenors' counsel re amended schedule issues (.4); compile production (.5); correspond with vendor team re same (.2); revise privilege log (.4).
01/21/20	Joseph Dobrowski	4.10	Assist with preparation of deposition preparation materials (2.6); compile newly received case materials (1.2); revise expert materials tracking chart (.3).
01/21/20	Cassandra E. Fenton	6.90	Participate in telephone conference with expert re expert issues (1.5); analyze documents re useful life (3.8); analyze expert report (1.3); draft correspondence to expert (.3).
01/21/20	Yates French	5.00	Research litigation issues (2.4); review produced documents (1.1); prepare for and attend telephone conference with expert witnesses re expert issues (1.5).

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
01/21/20	Pratik K. Ghosh	4.10	Review and revise memorandum re litigation issues (2.4); research and analyze case law re same (1.5); correspond with J. Harper re same (.2).
01/21/20	Pratik K. Ghosh	1.70	Review and analyze documents re deposition preparation (1.5); conference with J. Harper re same (.2).
01/21/20	Susan D. Golden	1.00	Correspond with R. Shankar, M. Byrne and D. Li re conference with chambers (.5); correspond and telephone conferences with R. Shankar and K&E team re additional scheduling concerns (.5).
01/21/20	Julia D. Harper	0.30	Revise and circulate memorandum re litigation and trial issues.
01/21/20	Richard U. S. Howell, P.C.	7.80	Prepare for and attend telephone conferences with K&E team re litigation strategy and expert issues in adversary proceeding (4.6); draft and review correspondence re same (1.3); review expert materials (1.0); review materials in advance of scheduling conference with court (.9).
01/21/20	Marc Kieselstein, P.C.	2.00	Review and revise trial plan and schedule.
01/21/20	Marc Kieselstein, P.C.	1.20	Review leasing expert draft report.
01/21/20	Ravi Subramanian Shankar	5.30	Prepare for and participate in conference with experts re expert issues (3.1); revise expert reports (1.4); prepare for and attend telephone conference with Company re case strategy (.6); finalize privilege log and supervise service of same (.2).
01/21/20	Michael B. Slade	0.40	Review and comment on stipulation.
01/21/20	Gregory Tsonis	8.50	Review and analyze documents re expert requests (6.8); draft correspondence re expert requests (1.7).
01/21/20	Brad Weiland	0.80	Correspond with K&E team re litigation procedure and schedule.
01/22/20	Adam Collins	4.00	Compile and organize potential trial exhibits (2.6); compile and organize expert materials (.8); update master production log (.6).

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
01/22/20	Uzo Dike	3.70	Review and quality check final version of privilege log (.5); correspond with R. Shankar re same (.1); correspond with Company re same (.2); review and revise final version of amended complaint and exhibits thereto (1.4); correspond with R. Shankar re same (.2); prepare and file amended complaint (.6); correspond with, Company and K&E team re same (.2); compile case materials re same and correspond with J. Dobrowski re same (.5).
01/22/20	Joseph Dobrowski	3.00	Assist with preparation of deposition preparation materials (1.9); compile newly received case materials (1.1).
01/22/20	Cassandra E. Fenton	9.60	Participate in telephone conference with expert re expert report (2.0); analyze useful life documents (3.7); review and analyze expert reports (3.9).
01/22/20	Yates French	6.20	Review produced documents (2.3); prepare for and attend telephone conference with expert witnesses (2.0); research, review and revise draft expert reports (1.9).
01/22/20	Pratik K. Ghosh	3.70	Review and analyze documents in preparation for depositions (3.4); correspond with K&E team re same (.3).
01/22/20	Susan D. Golden	1.00	Correspond and telephone conferences with R. Shankar re scheduling conference (.5); follow-up correspondence with E. Moskowitz re same (.2); correspond with Chambers re scheduling conference (.3).
01/22/20	Stephen C. Hackney, P.C.	1.90	Office conference with R. Howell re trial.
01/22/20	Richard U. S. Howell, P.C.	8.80	Prepare for and attend multiple telephone conferences with K&E team re expert issues and additional litigation strategy and discovery issues (5.0); draft and review correspondence re same (1.5); review materials in preparation for depositions (.7); review and provide comments to draft materials (.4); multiple conferences to develop trial strategy for adversary proceeding (1.2).
01/22/20	Marc Kieselstein, P.C.	2.70	Telephone conference with management re report (.6); review draft report re same (2.1).

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01/22/20	Jeremy Piniak	0.30	Correspond with A. Collins re document review workflow (.2); update review workflow settings (.1).
01/22/20	Ravi Subramanian Shankar	2.40	Prepare for meet and confer re experts (.9); prepare for and attend conference with opposing counsel re case scheduling (.7); draft proposed scheduling order (.2); revise legal research memorandum (.6).
01/22/20	Gregory Tsonis	8.10	Review and analyze documents and draft pretrial brief outline (3.1); review and analyze expert reports (3.3); draft correspondence re expert reports (.7); correspond with Y. French re expert reports (.4); correspond with C. Fenton re expert reports (.3); correspond with R. Shankar re expert reports (.3).
01/23/20	Adam Collins	8.80	Fact check expert report (4.6); compile and organize depositions transcripts (1.0); assist with finalizing production documents (2.4); compile and organize expert materials (.8).
01/23/20	Uzo Dike	3.70	Update and revise draft amended scheduling order (1.1); conference with R. Shankar re same (.3); review and revise final version of same (.5); correspond with R. Shankar re same (.2); prepare and file same (.6); correspond with K&E team re case status (.2); review expert report (.8).
01/23/20	Joseph Dobrowski	6.80	Assist with preparation of deposition preparation materials (.3); revise DMS re newly received case materials (.9); review expert report (5.6).
01/23/20	Cassandra E. Fenton	6.70	Participate in telephone conference with expert re expert reports (.8); analyze expert report (2.8); analyze documents (3.1).
01/23/20	Yates French	8.00	Review produced documents (2.2); prepare for and attend telephone conference with expert witnesses re expert reports (1.0); research, review and revise draft expert reports (4.8).
01/23/20	Pratik K. Ghosh	3.70	Review and analyze documents in preparation for depositions (3.4); correspond with K&E team re same (.3).

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01/23/20	Stephen C. Hackney, P.C.	6.00	Review discovery (4.0); prepare for and attend conference with K&E team re litigation strategy (1.0); conferences with R. Howell re status hearing (1.0).
01/23/20	Julia D. Harper	1.00	Revise memorandum on evidence issues.
01/23/20	Heidi Hockberger	0.90	Correspond with K&E team re status conference.
01/23/20	Richard U. S. Howell, P.C.	7.60	Telephone conferences with K&E team, opposing counsel re litigation scheduling (1.5); draft and review correspondence re open expert issues and litigation strategy issues (2.5); telephone conferences with S. Hackney, K&E team re developing litigation strategy (1.8); review materials in preparation for depositions (1.2); review expert materials (.6).
01/23/20	Francis Petrie	1.20	Correspond with K&E team re status conference logistics.
01/23/20	Ravi Subramanian Shankar	6.50	Review and analyze opposing counsel's letter re same (.2); draft response to same (1.8); attend telephone conference with K&E team re case strategy (.7); collect materials for experts (.4); review and analyze expert reports (3.4).
01/23/20	Michael B. Slade	0.80	Telephone conference with K&E team re next steps.
01/23/20	Gregory Tsonis	6.60	Review and analyze documents and draft pretrial brief outline (1.1); review, analyze, and draft comments to expert reports (4.3); draft correspondence to experts (1.2).
01/23/20	Brad Weiland	0.60	Review and analyze litigation schedule and strategy.
01/24/20	Adam Collins	3.80	Compile and organize expert materials (1.4); assist with finalizing productions (1.6); compile and organize key production emails (.8).

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01/24/20	Uzo Dike	3.10	Correspond with K&E team re discovery issues (.2); correspond with R. Shankar re preparation of draft discovery responses (.2); prepare and revise shells of responses to RFP and deposition notice (1.5); correspond with vendor team re creation of RFP coding (.4); correspond with K. Smith re requested deposition transcripts and exhibits (.2); research and analyze correspondence for relevant materials (.6).
01/24/20	Joseph Dobrowski	2.40	Compile newly received case materials (1.5); prepare deposition preparation materials (.9).
01/24/20	Cassandra E. Fenton	7.60	Research case law re constructive fraudulent transfer (2.4); draft summary re same (.4); analyze expert materials (.6); review and analyze expert report (1.9); prepare for and participate in telephone conference with expert (.9); analyze documents in preparation for trial (.9); participate in telephone conference with expert (.5).
01/24/20	Yates French	7.70	Review produced documents (2.9); prepare for and attend telephone conference with expert witnesses (1.1); research, review and revise draft expert reports (3.7).
01/24/20	Pratik K. Ghosh	3.30	Review and analyze documents in preparation for depositions (3.2); correspond with K&E team re same (.1).
01/24/20	Julia D. Harper	3.90	Review documents in preparation for Skadden deposition.
01/24/20	Richard U. S. Howell, P.C.	5.30	Telephone conferences with K&E team to develop litigation strategy and discuss discovery issues (1.8); draft and review correspondence re same (1.5); review materials in preparation for depositions and trial (2.0).
01/24/20	Marc Kieselstein, P.C.	1.50	Review and revise expert report.
01/24/20	Ravi Subramanian Shankar	9.70	Review and analyze documents for production (1.8); strategize re deposition (.7); prepare for and participate in conference with experts re same (1.4); prepare for depositions (2.5); review and analyze opposing counsel's supplemental discovery requests (.4); draft responses to same (1.8); review and analyze documents for production (1.1).

Legal Services for the Period Ending January 31, 2020
 Windstream Holdings, Inc.
 Adversary Proceedings, Contested Matters

Invoice Number: 1050025195
 Matter Number: 24706-7

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
01/24/20	Gregory Tsonis	8.70	Review, analyze, and draft comments to expert reports (4.5); draft correspondence re expert reports (1.3); telephone conference with experts re expert report (.8); telephone conference with experts re expert report (.5); review and analyze documents (1.6).
01/24/20	Brad Weiland	0.80	Review and analyze litigation scheduling and procedural strategy (.5); correspond and telephone conferences with K&E team re same (.3).
01/25/20	Pratik K. Ghosh	4.90	Review and analyze documents in preparation for depositions (3.9); review and analyze relevant filings and research memoranda re same (1.0).
01/25/20	Ravi Subramanian Shankar	3.70	Draft responses to Uniti's discovery requests.
01/26/20	Cassandra E. Fenton	1.60	Review and analyze documents re expert report (1.3); analyze documents in preparation for trial (.3).
01/26/20	Richard U. S. Howell, P.C.	5.00	Review materials in preparation for depositions and trial.
01/26/20	Ravi Subramanian Shankar	1.80	Draft responses to discovery requests (1.1); review and analyze documents for production (.7).
01/26/20	Gregory Tsonis	0.30	Review and analyze documents and coordinate delivery to expert.
01/27/20	Adam Collins	8.50	Attend conference with K&E team re upcoming project (1.0); assist with finalizing production materials (1.2); compile and organize expert materials (1.3); assist with deposition designation (.5); compile and organize expert materials (.8); update log of materials sent to experts (1.2); compile and organize key production documents for review (.5); review objection and responsive pleading (2.0).
01/27/20	Uzo Dike	4.20	Correspond with vendor re trial logistics (.3); attend telephone conference with Intervenor's counsel re case issues (.4); prepare for and attend conference with K&E team re trial preparation (1.2); review relevant pleadings (1.3); correspond with with R. Shankar re same (.2); review pleadings (.8).
01/27/20	Joseph Dobrowski	2.40	Compile newly received case materials (1.8); revise expert materials tracking chart (.6).

Legal Services for the Period Ending January 31, 2020
 Windstream Holdings, Inc.
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Invoice Number: 1050025195
 Matter Number: 24706-7

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
01/27/20	Cassandra E. Fenton	6.70	Participate in telephone conference with expert re expert issues (.5); participate in conference with K&E team re strategy (1.0); analyze expert report (.6); prepare for deposition (.8); prepare for deposition (3.8).
01/27/20	Yates French	5.00	Prepare for and attend telephone conference with expert (.6); review and revise draft reports (3.2); review produced documents (1.2).
01/27/20	Stephen C. Hackney, P.C.	9.00	Review deposition transcripts and exhibits (7.1); correspond with R. Howell re schedule and strategy (1.9).
01/27/20	Julia D. Harper	0.30	Telephone conference with P. Ghosh re next steps.
01/27/20	Richard U. S. Howell, P.C.	10.10	Review expert materials (3.3); telephone conferences with S. Hackney, K&E team re open expert issues, litigation strategy issues and discovery issues (3.5); draft and review correspondence re same (2.1); prepare for and participate in conference with K&E team re open litigation strategy issues (1.2).
01/27/20	Ravi Subramanian Shankar	9.30	Supervise document collection (.7); review and analyze documents for same (1.4); finalize discovery responses (.8); prepare for and attend conference with K&E team re case strategy, next steps (1.3); prepare for and participate in with opposing counsel re case schedule and discovery (1.2); strategize and conference re expert reports (2.5); strategize re deposition (.5); draft bifurcation stipulation (.9).
01/27/20	Gregory Tsonis	4.80	Prepare for and attend weekly conference with K&E team re upcoming projects and priorities (1.2); draft summary of expert workflow (.3); follow up on expert information requests (.8); review and analyze documents for expert diligence requests (1.7); review and analyze draft expert report (.8).
01/27/20	Brad Weiland	0.80	Correspond and telephone conference with K&E team re litigation items (.5); review and analyze same (.3).

Legal Services for the Period Ending January 31, 2020
 Windstream Holdings, Inc.
 Adversary Proceedings, Contested Matters

Invoice Number: 1050025195
 Matter Number: 24706-7

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
01/28/20	Carolyn E. Brown	10.60	Research, analyze financing aspects (4.2); review, analyze expert report (3.6); draft memoranda re key points and financial citations from expert report (2.8).
01/28/20	Adam Collins	5.80	Assist with finalizing production materials (1.8); compile and organize potential trial exhibits (3.2); compile and organize potential deposition exhibits (.8).
01/28/20	Uzo Dike	3.40	Prepare for and participate in telephone conference with Company, R. Howell and R. Shankar re case issues (.4); revise and update case calendar (.6); correspond with R. Shankar re same (.2); correspond with vendor re trial logistics (.3); correspond with A. Collins re case status and trial prep projects (.3); review relevant case materials (1.4); correspond with C. Fenton and A. Collins re same (.2).
01/28/20	Joseph Dobrowski	2.60	Compile newly received case materials (2.1); assist with preparation of deposition preparation materials (.5).
01/28/20	Cassandra E. Fenton	7.90	Participate in telephone conferences with expert re expert issues (1.5); prepare for and participate in telephone conference with expert (1.0); analyze expert reports (2.6); prepare for expert deposition (.7); analyze documents in preparation for deposition (2.1).
01/28/20	Yates French	5.50	Prepare for and attend telephone conference with expert (1.5); review and revise draft reports (3.1); research, review produced documents (.9).
01/28/20	Susan D. Golden	0.30	Review scheduling order for proposed bifurcation of trial and telephone conference with R. Shankar re same.
01/28/20	Stephen C. Hackney, P.C.	8.00	Review, analyze multiple documents documents in anticipation of multiple depositions.

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 Adversary Proceedings, Contested Matters

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 Matter Number: 24706-7

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
01/28/20	Richard U. S. Howell, P.C.	6.90	Prepare for and attend multiple telephone conferences with K&E team re developing litigation strategy, litigation scheduling, open discovery issues and expert issues (2.5); review draft expert materials (2.7); draft and review correspondence re adversary proceeding (1.3); review scheduling and bifurcation materials (.4).
01/28/20	Ravi Subramanian Shankar	9.10	Revise expert reports (2.1); prepare for depositions (1.2); supervise and strategize re document collection (.6); draft bifurcation stipulation and amended scheduling order (1.3); draft direct examination affidavit (3.9).
01/28/20	Gregory Tsonis	5.60	Telephone conference with experts re expert issues (1.2); review information requests (.6); review and analyze documents for expert diligence requests (.6); review and analyze draft expert reports (3.2).
01/28/20	Brad Weiland	1.30	Review and analyze litigation items including bifurcation, discovery status (.6); correspond with K&E team re same (.5); review and analyze stipulation and correspond with R. Shankar re same (.2).
01/29/20	Carolyn E. Brown	7.90	Review relevant legal issues (4.4); attend telephone conference with K&E team re trial exhibit lists (.2); review and analyze documents re third-party communications (3.3).
01/29/20	Adam Collins	8.00	Assist with finalizing production materials (2.3); compile and organize potential trial exhibits (5.1); compile and organize expert materials (.6).
01/29/20	Uzo Dike	4.10	Prepare for and participate in telephone conference with R. Shankar, P. Ghosh, C. Fenton and A. Collins re trial exhibit preparation (.5); review and assess of key documents to be added as potential trial exhibits (2.3); correspond with A. Collins re trial exhibit logistics (.4); assist with preparation of Company documents for potential production (.7); correspond with R. Shankar and A. Collins re same (.2).
01/29/20	Joseph Dobrowski	5.60	Assist with preparation of trial exhibits.

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
01/29/20	Cassandra E. Fenton	9.90	Participate in telephone conference with R. Shankar, P. Ghosh, U. Dike and A. Collins re document review (.5); participate in telephone conference with expert re expert reports (.5); participate in telephone conference with expert re same (1.0); analyze and coordinate expert document requests (.3); analyze documents for deposition preparation (2.9); research and analyze case law re constructive fraudulent transfer (3.5); draft memorandum re same (1.2).
01/29/20	Yates French	4.70	Prepare for and attend telephone conferences with experts re expert reports (1.5); review and revise draft reports (2.2); research, review produced documents re same (1.0).
01/29/20	Pratik K. Ghosh	4.70	Conference with K&E team re exhibit list preparation (.3); review and analyze documents re exhibit list (3.9); review and analyze dispositive motion briefing re same (.5).
01/29/20	Susan D. Golden	0.60	Review revised adversary proceeding schedule (.3); correspond with R. Shankar re same (.3).
01/29/20	Julia D. Harper	2.90	Revise draft of motion.
01/29/20	Richard U. S. Howell, P.C.	6.60	Telephone conferences to discuss open litigation issues (2.7); draft and review correspondence re same (1.4); review materials in preparation for deposition (2.5).
01/29/20	Marc Kieselstein, P.C.	3.00	Analyze litigation scheduling and trial issues.
01/29/20	Jeremy Piniak	0.80	Correspond with A. Collins re document review workflow (.2); update review workflow settings (.6).
01/29/20	Katia Piza	0.20	Telephone conference with A. Collins re upcoming Relativity project.
01/29/20	Ravi Subramanian Shankar	12.20	Revise, analyze expert reports (5.9); strategize and confer re same (1.2); revise and correspond re bifurcation stipulation and amended scheduling order (2.7); revise research memos (1.7); strategize re deposition and revise stipulation (.3); supervise document production (.4).

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Invoice Number: 1050025195
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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
01/29/20	Gregory Tsonis	7.40	Review and analyze documents and draft declaration outline (2.5); review and analyze draft expert reports (2.3); follow up on expert diligence requests (1.8); attend telephone conference with expert and Company (.8).
01/30/20	Carolyn E. Brown	4.50	Review and analyze documents re third party communications.
01/30/20	Adam Collins	3.00	Assist with finalizing expert report (1.3); assist with finalizing production (1.0); compile and organize expert materials (0.7).
01/30/20	Uzo Dike	3.00	Participate in telephone conference with R. Shankar re trial logistics (.4); correspond with A. Collins re trial logistics (.5); coordinate filing of certain stipulations (.8); correspond with K&E team, Company and counsel re filed stipulations (.3); assess and research Relativity for page and document count of production (.4); update and revise case calendar (.6).
01/30/20	Joseph Dobrowski	0.90	Compile newly received case materials.
01/30/20	Cassandra E. Fenton	5.60	Analyze expert report (.5); correspond with expert re same (.3); analyze documents re deposition preparation (.7); research and analyze case law re litigation issues (1.7); draft and revise memorandum re same (1.5); analyze trial witnesses (.9).
01/30/20	Yates French	6.00	Prepare for and attend telephone conference with expert (2.1); review and revise draft reports (2.6); research, review produced documents (1.3).
01/30/20	Pratik K. Ghosh	3.90	Review and analyze documents re deposition preparation.
01/30/20	Susan D. Golden	0.40	Participate in telephone conference with R. Shankar, M. Byrne, M. Miller and D. Li re bifurcation of trial.
01/30/20	Stephen C. Hackney, P.C.	4.00	Review certain deposition documents (2.7); conferences with R. Howell re same (1.3).
01/30/20	Julia D. Harper	1.70	Review documents in preparation for deposition.

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
01/30/20	Richard U. S. Howell, P.C.	9.80	Review materials in preparation for depositions and trial (4.6); telephone conferences with S. Hackney re litigation strategy issues and expert related issues (1.3); draft and review correspondence re same (1.5); review and provide comments to draft materials (2.4).
01/30/20	Marc Kieselstein, P.C.	1.00	Review and revise expert report.
01/30/20	Marc Kieselstein, P.C.	2.30	Review updated report and management input into same.
01/30/20	Jeremy Piniak	0.50	Coordinate preparation of trial exhibit documents.
01/30/20	Katia Piza	4.50	Telephone conference with A. Collins re Relativity project (.6); compile and organize documents (3.9).
01/30/20	Ravi Subramanian Shankar	6.00	Revise expert reports (.9); strategize and conference re same (.5); finalize and correspond re bifurcation stipulation and amended scheduling order (1.8); conference and strategize re discovery disputes (.7); prepare for depositions (2.1).
01/30/20	Gregory Tsonis	5.30	Conference with counsel re draft expert report and draft correspondence re same (1.2); review and analyze comments and edits to draft report and draft updates (2.4); draft declaration (1.7).
01/31/20	Carolyn E. Brown	7.20	Review re third party communications (3.8); analyze documents re same (3.4).
01/31/20	Adam Collins	6.50	Compile and organize potential trial exhibits.
01/31/20	Uzo Dike	0.60	Assist with preparation for deposition (.4); correspond with R. Shankar and K&E team re logistics (.2).
01/31/20	Joseph Dobrowski	5.90	Compile newly received case materials (2.0); assist with preparation of trial exhibits (3.9).
01/31/20	Cassandra E. Fenton	5.20	Participate in telephone conference with Company re upcoming case issues (1.0); participate in conference with R. Shankar re case strategy (.8); analyze expert report (1.5); prepare for depositions (1.9).
01/31/20	Pratik K. Ghosh	4.10	Review and analyze documents re deposition preparation (3.9); correspond with R. Shankar re same (.2).

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Adversary Proceedings, Contested Matters

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
01/31/20	Susan D. Golden	0.50	Telephone conference with D. Li re trial logistics (.1); correspond with R. Shankar and M. Byrne re same (.2); telephone conference with M. Byrne re same (.1); correspond with R. Shankar re same (.1).
01/31/20	Heidi Hockberger	0.40	Correspond with K&E team re settlement.
01/31/20	Richard U. S. Howell, P.C.	7.90	Prepare for and attend audit committee teleconference (1.6); multiple telephone conferences with K&E team re open litigation strategy and restructuring issues (2.5); draft and review correspondence re same (1.3); review draft expert materials (2.2); review materials in preparation for deposition (.3).
01/31/20	Francis Petrie	0.40	Correspond with chambers re scheduling order.
01/31/20	Jeremy Piniak	0.30	Correspond with A. Collins re document review workflow (.2); update review workflow settings (.1).
01/31/20	Margaret Reiney	0.40	Correspond with F. Petrie & K&E team re adversary proceeding.
01/31/20	Tommy Scheffer	5.20	Correspond with K&E team re adversary proceeding documents (.9); review and revise same (4.3).
01/31/20	Ravi Subramanian Shankar	4.50	Strategize re deposition (.2); strategize re and revise expert reports (1.9); prepare for depositions (2.4).
01/31/20	Michael B. Slade	0.20	Correspond with K&E team re deposition.
01/31/20	Gregory Tsonis	6.70	Review and analyze documents and draft declaration (2.1); review and analyze draft expert reports (1.8); draft correspondence re expert reports (.8); prepare for and attend telephone conference with expert and Company re expert testimony (1.4); conference with expert re same (.6).
01/31/20	Brad Weiland	1.20	Review and analyze litigation and discovery items and status.
Total		1,498.10	

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

March 30, 2020

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

Attn: Kristi Moody, Esq.

Invoice Number: 1050025196

Client Matter: 24706-8

In the Matter of Automatic Stay Matters

For legal services rendered through January 31, 2020
(see attached Description of Legal Services for detail)

\$ 88,335.50

Total legal services rendered

\$ 88,335.50

Legal Services for the Period Ending January 31, 2020
 Windstream Holdings, Inc.
 Automatic Stay Matters

Invoice Number: 1050025196
 Matter Number: 24706-8

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Anthony Abate	0.60	340.00	204.00
Spencer Caldwell-McMillan	5.70	740.00	4,218.00
Chris Ceresa	3.60	610.00	2,196.00
Neda Davanipour	1.70	845.00	1,436.50
Emily Flynn	46.40	740.00	34,336.00
Heidi Hockberger	0.20	845.00	169.00
John R. Luze	1.80	1,085.00	1,953.00
Carrie Therese Oppenheim	1.10	445.00	489.50
Andrew Polansky	9.90	740.00	7,326.00
Margaret Reiney	16.80	610.00	10,248.00
Leo Rosenberg	0.90	275.00	247.50
Trudy Smith	28.60	845.00	24,167.00
Brad Weiland	1.00	1,345.00	1,345.00
TOTALS	118.30		\$ 88,335.50

Legal Services for the Period Ending January 31, 2020
 Windstream Holdings, Inc.
 Automatic Stay Matters

Invoice Number: 1050025196
 Matter Number: 24706-8

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
01/02/20	Andrew Polansky	1.50	Revise objection re lift stay motion (1.4); correspond with T. Smith re same (.1).
01/02/20	Trudy Smith	0.20	Correspond with A. Polansky re objection to automatic stay and review draft of same.
01/03/20	Andrew Polansky	0.10	Correspond with Company re lift stay objection.
01/03/20	Trudy Smith	1.10	Revise objection to automatic stay.
01/03/20	Brad Weiland	1.00	Review motion to lift stay (.7); review and analyze status and next steps re same (.3).
01/04/20	Trudy Smith	3.10	Revise objection to relief from automatic stay request (2.7); review and analyze precedent re same (.4).
01/06/20	Neda Davanipour	1.70	Review and analyze draft stipulation re relief from stay to set off (1.0); review analyze correspond and correspond with attorney and Company re same (.7).
01/06/20	Andrew Polansky	0.40	Revise declaration re lift stay motion.
01/06/20	Trudy Smith	8.60	Telephone conference with J. Desilvia re stay relief motion (.1); correspond with S. Caldwell-McMillan and A&M re contract counterparty stay relief motion and motion to seal (.2); revise objection to litigant's motion for relief from stay (5.8); review and analyze motion issues re same (.7); correspond and telephone conference with D. Urban re draft objection (.6); correspond and telephone conference with A. Polansky re same (.2); review precedent objections to stay relief requests (1.0).
01/07/20	Andrew Polansky	3.60	Revise objection to lift stay motion (2.4); correspond with T. Smith re same (.3); revise declaration re same (.8); correspond with T. Smith re same (.1).

Legal Services for the Period Ending January 31, 2020
 Windstream Holdings, Inc.
 Automatic Stay Matters

Invoice Number: 1050025196
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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
01/07/20	Trudy Smith	6.40	Revise declaration in support of objection to automatic stay (1.9); correspond with A. Polansky re substantive check (.3); revise objection re same (.6); telephone conference J. Randall re contract counterparty motion for relief from stay (.2); correspond and telephone conference with S. Caldwell-McMillan re same (.3); telephone conference with D. Swaine re motion adjournment (.2); revise objection to litigants motion for relief from stay (2.7); correspond with J. Luze re same (.1); correspond with Company re same (.1).
01/08/20	Spencer Caldwell-McMillan	0.30	Telephone conference with K&E team, A&M and Company re automatic stay relief motion.
01/08/20	Carrie Therese Oppenheim	0.30	Draft notice of adjournment re Serrano stay motion.
01/08/20	Andrew Polansky	1.10	Revise declaration, motion re lift stay objection (.9); correspond with T. Smith re same (.2).
01/08/20	Trudy Smith	2.60	Revise objection to litigant's motion for relief from stay (1.3); telephone conference with Company and S. Caldwell-McMillan re contract counterparty negotiations (.3); correspond with A&M re same (.1); telephone conference with D. Swan re stay relief motion (.1); revise declaration re motion for stay relief (.4); correspond with J. Luze re declaration and motion (.1); correspond with D. Urban re same (.2); correspond with Company re same (.1).
01/09/20	Anthony Abate	0.60	Draft notice of adjournment re Sprint pleadings (.2); prepare, file and serve supplemental A&M declaration (.2); prepare, file and serve NIMO objection (.2).
01/09/20	John R. Luze	0.70	Review and analyze automatic stay issues.
01/09/20	Carrie Therese Oppenheim	0.60	Draft notices of adjournment re Sprint and Serrano stay motions (.4); file same (.2).
01/09/20	Andrew Polansky	1.00	Review, revise, finalize automatic stay objection (.8); conference and correspond with T. Smith and K&E team re same (.2).

Legal Services for the Period Ending January 31, 2020
 Windstream Holdings, Inc.
 Automatic Stay Matters

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
01/09/20	Trudy Smith	3.10	Revise objection and declaration to litigant's motion for stay relief (2.1); correspond and conference with J. Luze re same (.2); correspond and telephone conference with A. Polansky re same (.4); correspond with D. Urban and Company re same (.2); telephone conference with D. Swan re adjournment (.1); correspond with Company re same (.1).
01/10/20	Trudy Smith	0.50	Correspond with Company re Serrano stay relief motion (.1); review research re post-bar date amendments to proof of claim (.4).
01/13/20	Trudy Smith	0.30	Correspond with J. Luze re litigants stay relief request issues.
01/14/20	Andrew Polansky	0.60	Review, analyze reply (.3); draft talking points re motion to lift stay (.3).
01/15/20	Andrew Polansky	1.60	Draft talking points re automatic stay motion (1.4); conference and correspond with T. Smith and J. Luze re same (.2).
01/15/20	Trudy Smith	0.10	Correspond with J. Luze and Company re stay relief proposal.
01/16/20	John R. Luze	1.10	Prepare for NIMO automatic stay presentation.
01/17/20	Heidi Hockberger	0.20	Review and analyze recent pleadings.
01/17/20	Trudy Smith	0.20	Review automatic stay motion and correspond with J. Luze re same.
01/21/20	Margaret Reiney	2.30	Telephone conference with F. Petrie re automatic stay objection (.1); correspond with L. Rosenburg re objection (.2); draft and revise objection to motion to lift stay (1.2); research objection to motion to lift stay (.8).
01/21/20	Leo Rosenberg	0.60	Prepare objection to motion for relief from automatic stay.
01/21/20	Trudy Smith	0.60	Telephone conference with Company and J. Luze re automatic stay motion (.3); correspond with E. Flynn re objection to contract counterparty stay relief motion (.1); correspond with F. Petrie and H. Hockberger re same (.1); correspond with M. Reiney re objection (.1).

Legal Services for the Period Ending January 31, 2020
 Windstream Holdings, Inc.
 Automatic Stay Matters

Invoice Number: 1050025196
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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
01/22/20	Margaret Reiney	4.10	Correspond with T. Carroll re motion to lift stay (.2); correspond with F. Petrie re same (.1); correspond with Library Services re litigation docket (.6); draft and revise objection to lift stay motion (3.2).
01/22/20	Trudy Smith	0.70	Correspond with A&M and S. Caldwell-McMillan re counterparty research analysis (.3); review and analyze issues contract termination (.4).
01/23/20	Spencer Caldwell-McMillan	4.40	Research re automatic stay issue (3.1); prepare for and attend office conference with T. Smith re stay issues (1.3).
01/23/20	Emily Flynn	7.40	Correspond with T. Smith, S. Caldwell-McMillan re automatic stay objection (.2); review, analyze materials re same (3.3); research re same (3.9).
01/23/20	Margaret Reiney	2.20	Draft and revise objection to relief from stay (2.1); correspond with T. Combs re same (.1).
01/24/20	Spencer Caldwell-McMillan	1.00	Review and revise objection to stay motion.
01/24/20	Emily Flynn	6.90	Research re automatic stay objection (3.9); draft same (.8); review, analyze contracts re same (2.2).
01/24/20	Margaret Reiney	0.80	Correspond with T. Combs re Shelton state court litigation (.3); review motion for stay relief (.5).
01/25/20	Margaret Reiney	1.30	Revise objection to motion to lift stay.
01/26/20	Margaret Reiney	4.20	Review and revise objection to motion for relief from stay.
01/27/20	Emily Flynn	5.30	Research re automatic stay objection (3.9); analyze case law re same (1.4).
01/27/20	Carrie Therese Oppenheim	0.20	Submit Georgia Power 365(d)(4) stipulation for entry to chambers.
01/27/20	Margaret Reiney	1.90	Review and revise objection to relief stay motion.
01/29/20	Emily Flynn	6.90	Research re contract construction (2.5); research re stay relief factors (3.1); organize materials re stay relief objection (.9); outline same (.4).
01/30/20	Emily Flynn	9.10	Draft objection re stay relief (3.0); revise same (2.4); research re same (3.7).

Legal Services for the Period Ending January 31, 2020
 Windstream Holdings, Inc.
 Automatic Stay Matters

Invoice Number: 1050025196
 Matter Number: 24706-8

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
01/30/20	Trudy Smith	1.10	Correspond with J. DeSilvey re litigant stay relief motion (.2); analyze issues re same (.2); correspond with Company re same (.1); correspond and telephone conference with C. Ceresa re objection to same (.2); review claimant's proof of claim (.1); correspond with J. Luze re same and objection (.2); correspond with E. Flynn re draft objection (.1).
01/31/20	Chris Ceresa	3.60	Review lift stay motion (.4); draft objection to lift stay motion (1.7); review and revise same (1.4); correspond with T. Smith re same (.1).
01/31/20	Emily Flynn	10.80	Draft objection re stay relief (3.9); revise same (3.7); analyze case law re same (2.8); review, analyze objection (.4).
01/31/20	Leo Rosenberg	0.30	Pull precedent stay relief objections for C. Ceresa.
Total		118.30	

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

March 30, 2020

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

Attn: Kristi Moody, Esq.

Invoice Number: 1050025197

Client Matter: 24706-10

In the Matter of Business Operations

For legal services rendered through January 31, 2020
(see attached Description of Legal Services for detail)

\$ 21,582.00

Total legal services rendered

\$ 21,582.00

Legal Services for the Period Ending January 31, 2020

Invoice Number:

1050025197

Windstream Holdings, Inc.

Matter Number:

24706-10

Business Operations

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Neda Davanipour	0.20	845.00	169.00
Uzo Dike	0.30	415.00	124.50
Stephen E. Hessler, P.C.	3.30	1,635.00	5,395.50
Heidi Hockberger	7.20	845.00	6,084.00
Ross M. Kwasteniet, P.C.	2.10	1,595.00	3,349.50
Francis Petrie	3.50	845.00	2,957.50
Margaret Reiney	2.90	610.00	1,769.00
Trudy Smith	0.30	845.00	253.50
Brad Weiland	1.10	1,345.00	1,479.50
TOTALS	20.90		\$ 21,582.00

Legal Services for the Period Ending January 31, 2020
 Windstream Holdings, Inc.
 Business Operations

Invoice Number: 1050025197
 Matter Number: 24706-10

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
01/07/20	Francis Petrie	0.60	Correspond with K&E team, A&M re PMO materials.
01/07/20	Margaret Reiney	0.50	Draft agenda slides for A&M for PMO (.3); correspond with L. Callerio re same (.2).
01/08/20	Margaret Reiney	0.60	Correspond with L. Callerio re draft agenda slides for PMO presentation (.2); correspond with C. Ceresa re same (.2); review pleadings re same (.2).
01/08/20	Trudy Smith	0.20	Telephone conference with Company and A&M re PMO.
01/08/20	Trudy Smith	0.10	Correspond with K&E and A&M re PMO and revise slide for same.
01/09/20	Stephen E. Hessler, P.C.	0.50	Telephone conference and correspond with K&E team and PJT re TCI/GCI.
01/10/20	Stephen E. Hessler, P.C.	1.30	Telephone conference with K&E team re business plan update (.3); telephone conference with K&E team and Company re same (1.0).
01/14/20	Stephen E. Hessler, P.C.	1.00	Telephone conference and correspond with K&E team and Company re case update.
01/15/20	Francis Petrie	0.80	Review materials re letters of credit.
01/16/20	Margaret Reiney	0.40	Draft hearing recap slide for Jan. omni hearing for PMO.
01/16/20	Brad Weiland	0.80	Correspond with Katten, Company, K&E team re regulatory and business operations actions.
01/17/20	Uzo Dike	0.30	Coordinate logistics for weekly K&E team conferences with Chicago conference center.
01/17/20	Heidi Hockberger	0.70	Correspond with Company and Altman Villandrie re non-reliance letter.
01/17/20	Ross M. Kwasteniet, P.C.	1.10	Prepare for and participate in telephone conference with management and advisors re case strategy (.6); follow-up analysis re same (.5).
01/17/20	Margaret Reiney	0.60	Correspond with S. Rochester re PMO hearing slide (.3); review and revise PMO slide (.3).
01/17/20	Brad Weiland	0.30	Correspond with K&E, A&M team re business operations and reporting items.

Legal Services for the Period Ending January 31, 2020
 Windstream Holdings, Inc.
 Business Operations

Invoice Number: 1050025197
 Matter Number: 24706-10

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
01/18/20	Heidi Hockberger	0.30	Correspond with K&E team, Foley Hoag, Houlihan and Rothschild re non-reliance letter.
01/19/20	Stephen E. Hessler, P.C.	0.50	Telephone conference with K&E team and Company re status update.
01/19/20	Heidi Hockberger	1.00	Correspond with K&E team, Foley Hoag, Houlihan, Rothschild and FTI re non-reliance letter.
01/19/20	Margaret Reiney	0.50	Revise hearing recap slide for WIN PMO.
01/20/20	Heidi Hockberger	1.40	Correspond with Company and Altman Villandrie re non-reliance letter.
01/20/20	Francis Petrie	0.40	Correspond re PMO materials.
01/21/20	Heidi Hockberger	1.20	Correspond with Altman Villandrie and K&E team re non disclosure agreements.
01/21/20	Margaret Reiney	0.30	Correspond with L. Callerio and A&M re Company meeting.
01/23/20	Heidi Hockberger	0.30	Correspond with Altman Villandrie re non disclosure agreements.
01/24/20	Heidi Hockberger	0.30	Correspond with Altman Villandrie and lender advisors re non disclosure agreement.
01/28/20	Neda Davanipour	0.20	Attend telephone conference with Company re business operations.
01/28/20	Heidi Hockberger	2.00	Telephone conference with Altman Villandrie and Houlihan re business plan.
01/28/20	Ross M. Kwasteniet, P.C.	1.00	Prepare for and participate in office conference of restructuring committee of board of directors (.5); review and analyze issues re potential settlement with large customer (.5).
01/30/20	Francis Petrie	1.70	Draft and revise letter of credit opinion re auctions.
Total		20.90	

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

March 30, 2020

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

Attn: Kristi Moody, Esq.

Invoice Number: 1050025198

Client Matter: 24706-11

In the Matter of Case Administration

For legal services rendered through January 31, 2020
(see attached Description of Legal Services for detail)

\$ 19,914.00

Total legal services rendered

\$ 19,914.00

Legal Services for the Period Ending January 31, 2020
 Windstream Holdings, Inc.
 Case Administration

Invoice Number: 1050025198
 Matter Number: 24706-11

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Anthony Abate	2.00	340.00	680.00
Julia R. Foster	0.50	340.00	170.00
Hannah Kupsky	0.60	340.00	204.00
Michele Manzo	2.50	275.00	687.50
Carrie Therese Oppenheim	8.20	445.00	3,649.00
Francis Petrie	5.40	845.00	4,563.00
Margaret Reiney	10.40	610.00	6,344.00
Leo Rosenberg	1.90	275.00	522.50
Tommy Scheffer	2.00	740.00	1,480.00
Brad Weiland	1.20	1,345.00	1,614.00
TOTALS	34.70		\$ 19,914.00

Legal Services for the Period Ending January 31, 2020

Invoice Number:

1050025198

Windstream Holdings, Inc.

Matter Number:

24706-11

Case Administration

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
01/01/20	Margaret Reiney	0.50	Revise weekly work in process materials (.3); correspond with F. Petrie re same (.2).
01/02/20	Carrie Therese Oppenheim	0.30	Review, compile pleadings re January omnibus hearing.
01/02/20	Francis Petrie	0.80	Arrange logistics for upcoming hearing.
01/02/20	Margaret Reiney	1.20	Revise weekly work in process materials (.8); correspond with K&E team re same (.4).
01/03/20	Hannah Kupsky	0.50	Prepare notice re second interim fee hearing and revise re same.
01/03/20	Francis Petrie	0.50	Telephone conference with K&E team re work in process (.3); review and revise materials re same (.2).
01/03/20	Margaret Reiney	1.20	Review and revise weekly work in process materials (.6); correspond with K&E team re same (.3); telephone conference with K&E team re same (.3).
01/03/20	Leo Rosenberg	0.20	Prepare docket update.
01/06/20	Carrie Therese Oppenheim	0.40	Review, revise January 16 hearing agenda.
01/06/20	Margaret Reiney	0.20	Revise weekly work in process materials.
01/07/20	Margaret Reiney	0.90	Revise weekly work in process materials (.4); correspond with K&E team re same (.2); telephone conference with K&E team re same (.3).
01/07/20	Leo Rosenberg	0.20	Prepare docket update.
01/08/20	Carrie Therese Oppenheim	1.30	Revise January 16 hearing agenda.
01/08/20	Francis Petrie	0.40	Review and correspond re agenda.
01/09/20	Carrie Therese Oppenheim	1.10	Review, revise January 16 hearing agenda (.7); correspond with T. Smith, J. Luze re status of matters (.2); submit draft to chambers (.2).
01/09/20	Margaret Reiney	0.40	Revise weekly in process materials.
01/09/20	Leo Rosenberg	0.30	Prepare docket update.
01/10/20	Carrie Therese Oppenheim	0.20	Update case files re recently filed pleadings.
01/10/20	Margaret Reiney	0.50	Revise weekly work in process materials.
01/10/20	Leo Rosenberg	0.30	Prepare docket update.
01/12/20	Carrie Therese Oppenheim	0.50	Revise January 16 hearing agenda.
01/12/20	Tommy Scheffer	1.20	Correspond with K&E team re revised proposed agenda (.7); review same (.5).

Legal Services for the Period Ending January 31, 2020
 Windstream Holdings, Inc.
 Case Administration

Invoice Number: 1050025198
 Matter Number: 24706-11

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
01/13/20	Anthony Abate	0.20	Draft H. Hockberger pro hac vice motion.
01/13/20	Carrie Therese Oppenheim	1.40	Review, revise January 16 hearing agenda (.6); correspond with H. Kupsky re hearing preparations and courtesy copies (.6); draft device order (.2).
01/13/20	Francis Petrie	1.20	Review and revise agenda and arrange hearing logistics.
01/13/20	Margaret Reiney	0.90	Revise weekly work in process materials.
01/13/20	Tommy Scheffer	0.80	Correspond with K&E team re hearing agenda (.5); review same (.3).
01/14/20	Anthony Abate	0.30	Prepare, file and coordinate with Chambers re H. Hockberger pro hac vice motion.
01/14/20	Michele Manzo	0.30	Correspond with K&E team re recently filed pleadings.
01/14/20	Carrie Therese Oppenheim	1.60	Review, finalize January 16 hearing agenda (1.0); file same (.4); prepare courtesy copies for chambers (.2).
01/14/20	Francis Petrie	1.70	Arrange hearing logistics and correspond with conference center re same.
01/14/20	Margaret Reiney	0.70	Revise weekly work in process materials (.4); correspond with K&E team re same (.3).
01/14/20	Brad Weiland	1.20	Correspond and discussions re hearing agenda and scheduling items.
01/15/20	Anthony Abate	1.50	Prepare 1/16 hearing materials.
01/15/20	Michele Manzo	0.20	Correspond with K&E team re recently filed pleadings.
01/15/20	Francis Petrie	0.80	Telephone conference with K&E team re work in process (.5); correspond with J. Luze re same (.3).
01/15/20	Margaret Reiney	0.70	Revise weekly work in process materials (.4); correspond with K&E team re same (.1); telephone conference with K&E team re same (.2).
01/16/20	Michele Manzo	0.10	Correspond with K&E team re recently filed pleadings.
01/16/20	Carrie Therese Oppenheim	1.40	Review, finalize and submit January 16 approved orders.
01/16/20	Margaret Reiney	0.50	Update weekly work in process materials.
01/19/20	Margaret Reiney	0.50	Revise weekly work in process materials.
01/21/20	Michele Manzo	0.80	Pull recently filed amended schedules.
01/23/20	Michele Manzo	1.10	Prepare amended schedules.

Legal Services for the Period Ending January 31, 2020
 Windstream Holdings, Inc.
 Case Administration

Invoice Number: 1050025198
 Matter Number: 24706-11

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
01/23/20	Margaret Reiney	0.20	Revise work in process materials.
01/23/20	Leo Rosenberg	0.30	Prepare docket update.
01/27/20	Margaret Reiney	0.80	Revise weekly work in process materials (.6); correspond with C. Ceresa and K&E team re same (.2).
01/27/20	Leo Rosenberg	0.20	Prepare docket update.
01/28/20	Hannah Kupsky	0.10	Prepare list of NDA entity names.
01/28/20	Margaret Reiney	0.60	Revise weekly work in process materials (.2); correspond with K&E team re same (.2); telephone conference with K&E team re same (.2).
01/30/20	Margaret Reiney	0.30	Revise weekly work in process materials.
01/30/20	Leo Rosenberg	0.40	Prepare docket update.
01/31/20	Julia R. Foster	0.50	Prepare notice of stipulation for filing.
01/31/20	Margaret Reiney	0.30	Revise work in process materials.
Total		34.70	

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

March 30, 2020

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

Attn: Kristi Moody, Esq.

Invoice Number: 1050025199

Client Matter: 24706-12

In the Matter of Cash Collateral/Cash Mgmt/DIP Fin.

For legal services rendered through January 31, 2020
(see attached Description of Legal Services for detail)

\$ 5,621.00

Total legal services rendered

\$ 5,621.00

Legal Services for the Period Ending January 31, 2020

Invoice Number:

1050025199

Windstream Holdings, Inc.

Matter Number:

24706-12

Cash Collateral/Cash Mgmt/DIP Fin.

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Brian Ford, P.C.	0.50	1,335.00	667.50
P. Paul Rezvani	0.50	1,135.00	567.50
Tommy Scheffer	5.20	740.00	3,848.00
Brad Weiland	0.40	1,345.00	538.00
TOTALS	6.60		\$ 5,621.00

Legal Services for the Period Ending January 31, 2020
 Windstream Holdings, Inc.
 Cash Collateral/Cash Mgmt/DIP Fin.

Invoice Number: 1050025199
 Matter Number: 24706-12

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
01/03/20	Tommy Scheffer	0.50	Correspond with DPW, STB, A&M, K&E teams re DIP reporting documents.
01/07/20	Tommy Scheffer	0.50	Correspond with STB, A&M, K&E teams re STB invoice.
01/08/20	Tommy Scheffer	0.30	Correspond with PW, A&M, K&E teams re PW invoice.
01/09/20	Tommy Scheffer	0.60	Correspond with Shearman, A&M, K&E teams re Shearman invoice (.2); correspond with DPW, STB, A&M, K&E teams re DIP reporting documents (.4).
01/13/20	Tommy Scheffer	0.50	Correspond with Evercore, PW, A&M, K&E teams re Evercore invoice.
01/14/20	Tommy Scheffer	0.40	Correspond with STB, A&M, K&E teams re FTI invoices.
01/15/20	Tommy Scheffer	0.30	Correspond with Bryan Cave, A&M, K&E teams re Bryan Cave invoice.
01/16/20	Tommy Scheffer	0.40	Correspond with DPW, STB, A&M, K&E teams re DIP reporting documents.
01/16/20	Brad Weiland	0.40	Correspond with K&E team re DIP items and reporting.
01/20/20	Tommy Scheffer	0.40	Correspond with DPW, A&M, K&E teams re DPW invoice.
01/21/20	Tommy Scheffer	0.40	Correspond with DPW, A&M teams re DPW invoices.
01/23/20	Brian Ford, P.C.	0.50	Review credit agreement compliance matters.
01/23/20	P. Paul Rezvani	0.50	Review and correspond with C. Hamaker re impact of impending maturity of revolver on interest payments.
01/30/20	Tommy Scheffer	0.50	Correspond with DPW, STB, A&M, K&E teams re DIP reporting documents.
01/31/20	Tommy Scheffer	0.40	Correspond with MoFo, KT, A&M, K&E teams re KT invoice.
Total		6.60	

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

March 30, 2020

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

Attn: Kristi Moody, Esq.

Invoice Number: 1050025200

Client Matter: 24706-13

In the Matter of Claims Administration and Objections

For legal services rendered through January 31, 2020
(see attached Description of Legal Services for detail)

\$ 174,195.50

Total legal services rendered

\$ 174,195.50

Legal Services for the Period Ending January 31, 2020

Invoice Number:

1050025200

Windstream Holdings, Inc.

Matter Number:

24706-13

Claims Administration and Objections

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Anthony Abate	0.70	340.00	238.00
Spencer Caldwell-McMillan	60.90	740.00	45,066.00
Chris Ceresa	94.00	610.00	57,340.00
Neda Davanipour	36.20	845.00	30,589.00
Hannah Kupsky	1.40	340.00	476.00
John R. Luze	1.30	1,085.00	1,410.50
Carrie Therese Oppenheim	0.70	445.00	311.50
Andrew Polansky	0.20	740.00	148.00
Trudy Smith	45.70	845.00	38,616.50
TOTALS	241.10		\$ 174,195.50

Legal Services for the Period Ending January 31, 2020
 Windstream Holdings, Inc.
 Claims Administration and Objections

Invoice Number: 1050025200
 Matter Number: 24706-13

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
01/02/20	Chris Ceresa	2.30	Draft reply pleading for responses to second omnibus claims objection.
01/02/20	Trudy Smith	2.00	Telephone conferences and correspond with multiple claimants re second omnibus objection (1.7); correspond with K&E team re same (.3).
01/03/20	Chris Ceresa	5.80	Draft draft reply to response to omnibus objection (1.8); research re subordination (2.1); revise reply (1.4); correspond with T. Smith re same (.3); correspond with T. Smith, K&E team and A&M team re February omnibus timeline (.2).
01/03/20	Trudy Smith	1.30	Telephone conferences and correspond with multiple claimants re second omnibus objections inquiries (.8); correspond with K&E team re same (.2); correspond with C. Ceresa re third omnibus claims objection and review deadline re same (.2); correspond with A&M and K&E team re schedules and third omnibus claims objection (.1).
01/06/20	Spencer Caldwell-McMillan	5.80	Correspond with creditors re objection (.6); correspond with A&M re responses from creditors (.4); draft objection materials (.7); office conference with N. Davanipour and C. Ceresa re claims objection (.3); review objection exhibit (3.8).
01/06/20	Chris Ceresa	11.30	Update claims work in process (.1); draft third omnibus objection (1.7); review schedules 1, 2 and half of 3 for third omnibus objection (7.3); draft comments for third omnibus objection schedules (.7); correspond with re same (.2); conference with N. Davanipour and S. Caldwell-McMillan re third omnibus objection (.7); review schedules for second notice of satisfaction of claims (.1); draft timeline for third omnibus and NOS (.2); correspond with N. Davanipour and S. Caldwell-McMillan re same (.3).
01/06/20	Neda Davanipour	4.40	Attend office conference with C. Ceresa and S. Caldwell-McMillan re claims related issues (.7); review and analyze third omnibus claim objections (3.1); correspond re same (.6).

Legal Services for the Period Ending January 31, 2020

Invoice Number:

1050025200

Windstream Holdings, Inc.

Matter Number:

24706-13

Claims Administration and Objections

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
01/06/20	Trudy Smith	1.30	Telephone conference and correspond with C. Whitmore re bondholder claims (.2); telephone conferences with equity interest claims and bondholder claimants re second omnibus objection (.6); correspond with claimants re second omnibus objection (.2); correspond with S. Caldwell-McMillan and C. Ceresa re claims workstreams and outstanding issues (.2); correspond with A&M re claims research issues (.1).
01/07/20	Spencer Caldwell-McMillan	9.80	Review objection schedules (2.7); office conference with T. Smith re claims (.3); prepare for and attend telephone conferences with creditors (.7); telephone conference with creditor re objection questions (.1); correspond with C. Ceresa and N. Davanipour re distribution of draft of claims objection to company (.7); review claims objection (2.9); review and revise claims materials (1.4); correspond with T. Smith re claims issues (.3); review open claims items (.7).
01/07/20	Chris Ceresa	5.50	Review half of schedule 3 for third omnibus claims objection (2.8); correspond with N. Davanipour re schedules for third omnibus claims objection (.1); conference re same with same (.4); revise third omnibus objection (.9); correspond with N. Davanipour and S. Caldwell-McMillan re same (.2); correspond with A&M re exhibits (.3); telephone conference re exhibits with N. Tamarine (.2); participate in telephone conference with K&E team re work in process (.3); review correspondence for missed addressees (.2); correspond with Company re same (.1).

Legal Services for the Period Ending January 31, 2020

Invoice Number:

1050025200

Windstream Holdings, Inc.

Matter Number:

24706-13

Claims Administration and Objections

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
01/07/20	Neda Davanipour	8.90	Prepare for and attend telephone conference with P. Kinealy re various claim issues (.2); attend telephone conference with Company re same (.3) correspond with Company re settlement draft re claims motion (.4); correspond with attorney and finalize draft re same (.4); review analyze claim schedules (1.9); review comments to schedules (.5); correspond with A&M and K&E teams re same (.3); review and revise draft of pleadings and declaration (1.8); correspond with Company, K&E and A&M re same (.3); attend update telephone conference with E. Meade, creditor attorney re setoff stipulation (.1); review and analyze further revised drafts of third claims objection and declaration (1.2); finalize same (.7); correspond with Company re same (.3); attend office conference with C. Ceresa re schedules (.1); correspond with A&M re same (.4).
01/07/20	Trudy Smith	3.00	Telephone conferences and correspond with claimants re equity interest claims and substantively duplicate claims objection (1.1); correspond with S. Caldwell-McMillan re claimant inquiries (.6); revise second omnibus claims objection order re comments received (.2); review proofs of claims re same (.7); correspond with C. Ceresa re notices for second omnibus claims objection (.2); correspond with A&M re revisions to schedules (.2).
01/08/20	Spencer Caldwell-McMillan	2.80	Correspond with various creditors re claims objections (1.4); correspond with T. Smith re update on claims materials (.4); correspond with C. Ceresa re same (.1); revise claims materials (.7); correspond with creditors re objection (.2).

Legal Services for the Period Ending January 31, 2020
 Windstream Holdings, Inc.
 Claims Administration and Objections

Invoice Number: 1050025200
 Matter Number: 24706-13

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
01/08/20	Chris Ceresa	2.60	Draft notice of revised order and revised order for second omnibus claims objection (1.1); correspond re same with T. Smith (.1); further revise notice of revised notice and revised order (.7); review updated bondholder exhibit for third omnibus claims objection (.2); correspond re same with N. Davanipour (.1); attend telephone conferences re four responses (formal and informal) to second omnibus objection with S. Caldwell-McMillan (.4).
01/08/20	Neda Davanipour	3.40	Review and analyze certain claim exhibits (1.3); comment on same (.6); correspond with Company, A&M and K&E teams re same (.2); review and revise declaration and omnibus objection (1.3).
01/08/20	Trudy Smith	2.60	Correspond and telephone conference with J. Gleit re revisions to second omnibus claims objection order (.2); revise order (.1); correspond with C. Whitmore re revisions to same and bondholder responses (.2); correspond and telephone conference with C. Ceresa re notices and order to second omnibus objection (.2); correspond and telephone conference with S. Caldwell-McMillan re response to second omnibus objection (.5); telephone conferences and correspond with claimants re equity interest and substantively duplicate claims (.9); telephone conference and correspond with J. DeSilvey re motion for stay relief and insurance considerations (.3); correspond with A&M and Greenberg Traurig re notice of satisfaction inquiry (.1); correspond with A&M re lease claimant (.1).
01/09/20	Spencer Caldwell-McMillan	2.50	Correspond with creditors re claims objection (.4); telephone conference with bondholder re objection (.6); revise claims materials (.4); review claims notices (1.1).

Legal Services for the Period Ending January 31, 2020

Invoice Number:

1050025200

Windstream Holdings, Inc.

Matter Number:

24706-13

Claims Administration and Objections

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
01/09/20	Chris Ceresa	3.00	Conference with N. Davanipour and J. Luze re third omnibus objection and assumption and assignment motion (.5); analyze potential issue on third omnibus objection (.2); correspond with N. Davanipour re same (.1); revise four custom responses (.5); correspond with S. Caldwell-McMillan re same(.1); conference with R. Chaikin re claims conflicts procedure (.2); revise reply to responses to second omnibus claims objection (.3); attend telephone conferences with claimants, S. Caldwell-McMillan re responses to second omnibus claims objection (1.1).
01/09/20	Neda Davanipour	3.10	Office conference with C. Ceresa re claim related issues (.5); correspond with KCC, Company and AM re same (1.1) review and analyze certain verizon claims (1.1); analyze issues related to same (.4).
01/09/20	John R. Luze	0.80	Review and analyze claims issues.
01/09/20	Carrie Therese Oppenheim	0.30	Review, file notice of presentment re TVA stipulation.
01/09/20	Trudy Smith	1.60	Telephone conferences with claimants re equity claims and substantively duplicate claims objection (.8); correspond with claimants and K&E team re claimant inquiries to same (.6); correspond with S. Caldwell-McMillan re de minimis claims notice (.1); correspond with Company re same (.1).
01/10/20	Spencer Caldwell-McMillan	2.50	Prepare for and attend telephone conference with T. Smith re claims objection (.4); office conference with C. Ceresa (.4); review pleadings (1.5); office conference with C. Ceresa re claim creditor telephone conferences (.1); telephone conference with creditor re same (.1).

Legal Services for the Period Ending January 31, 2020
 Windstream Holdings, Inc.
 Claims Administration and Objections

Invoice Number: 1050025200
 Matter Number: 24706-13

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
01/10/20	Chris Ceresa	6.70	Review third omnibus claims objection, three custom notices and NOS (1.1); prepare final proposed versions of third omnibus claims objection, three custom notices, and NOS (.7); correspond re same with S. Caldwell-McMillan (.1); correspond re certain proof of claim with N. Tammerine (.1); telephone conferences with S. Caldwell-McMillan re responses to second omnibus objection (.5); conference re modifying custom notices with S. Caldwell-McMillan (.3); revise three custom notices (.8); correspond re third omnibus claims objection, three notices, and second notice of satisfaction with N. Davanipour and S. Caldwell-McMillan (.3); review, revise, and further revise omnibus reply to responses to second omnibus claims objection (2.1); research diminution in equity value for reply (.4); correspond with S. Caldwell-McMillan re reply (.3).
01/10/20	Trudy Smith	1.90	Correspond and telephone conference with S. Caldwell-McMillan re reply and outstanding issues (.3); telephone conferences and correspond with claimants re inquiries about second omnibus objection (1.2); correspond with Greenberg re proof of satisfaction (.1); correspond with A&M re same (.1); correspond with J. Harrad and S. Caldwell-McMillan re consent to objection (.2).
01/11/20	Spencer Caldwell-McMillan	1.50	Review and revise reply.
01/11/20	Chris Ceresa	0.80	Review correspondence re de minimis claims settlement from T. Smith (.1); review relevant procedure order (.4); research previous de minimis claims settlement notices (.2); correspond with S. Caldwell-McMillan re same (.1).
01/12/20	Spencer Caldwell-McMillan	2.50	Review and revise reply (1.1); correspond with C. Ceresa re same (.1); review changes to reply (.3); revise reply (1.0).

Legal Services for the Period Ending January 31, 2020

Invoice Number:

1050025200

Windstream Holdings, Inc.

Matter Number:

24706-13

Claims Administration and Objections

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
01/12/20	Chris Ceresa	2.60	Review comments to reply to second omnibus claims objection (.2); revise reply to second omnibus claims objection (1.2); correspond with S. Caldwell-McMillan re same (.2); review and revise reply (.2); revise second NOS and three notices for third omnibus claims objection (.6); correspond with S. Caldwell-McMillan re same (.2).
01/12/20	Neda Davanipour	2.30	Review and analyze omnibus claims objection drafts, declaration, claim objection notices, and NOS (1.9); correspond with K&E team re same (.4).
01/13/20	Spencer Caldwell-McMillan	4.50	Revise objection and related notices (1.3); correspond with KCC and K&E team re filing (.4); correspond with equity holder re objection (.1); revise reply per T. Smith comments (2.7).
01/13/20	Chris Ceresa	2.70	Update claims work in process (.3); update work in process (.3); analyze de minimis settlement claims procedures (.5); draft materials for fourth omnibus claims objection (.5); revise and further revise revised proposed order for second omnibus claims objection (.8); correspond with T. Smith and S. Caldwell-McMillan re same (.3).
01/13/20	Neda Davanipour	4.50	Revise objection and related notices (1.3); correspond with KCC and K&E team re filing (.4); correspond with equity holder re objection (.1); revise reply per T. Smith comments (2.7).
01/13/20	Hannah Kupsky	0.40	Prepare for and file omnibus claims notices.

Legal Services for the Period Ending January 31, 2020
 Windstream Holdings, Inc.
 Claims Administration and Objections

Invoice Number: 1050025200
 Matter Number: 24706-13

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
01/13/20	Trudy Smith	9.20	Revise reply to objections to equity interest claims (4.1); research case law re same (2.7); review proofs of claim re same (.3); revise second omnibus claims objection order (.3); telephone conference and correspond with C. Whitmore re same (.1); review and comment on notice revised order and schedules re second omnibus claims objection (.2); correspond and telephone conference with A&M re revised schedules (.2); prepare same for filing (.9); correspond and telephone conference with J. Hubbard re consent to claim objection (.2); correspond and telephone conference with S. Caldwell-McMillan re revisions to reply (.2).
01/14/20	Spencer Caldwell-McMillan	3.40	Review reply (.1); correspond with E911 parties (.1); attend telephone conference with K&E team and Company re legal claims (.3); prepare for and attend telephone conference with response party (.1); prepare for and attend telephone conference with response parties (.2); review and revise reply (2.1); telephone conference with T. Smith re reply (.1); prepare reply for filing (.4).
01/14/20	Chris Ceresa	3.80	Revise reply to responses to second omnibus claims objection (.9); review insurance settlement issue (.6); telephone conference with S. Caldwell-McMillan re same (.1) update claims work in process (.1); attend telephone conference with Company, A&M, K&E team and J. Luze re various claims issues (.3); review reply to responses to second omnibus claims objection (.2); telephone conference with S. Caldwell-McMillan re same (.1); correspond with T. Smith re same (.2); conference with A. Bordi re conflicts (.2); conference with N. Davanipour re fourth omnibus claims objection planning (.5); correspond with A&M team, K&E team and N. Davanipour re timeline (.4); revise work in process materials for fourth omnibus claims objection (.2).
01/14/20	Neda Davanipour	1.60	Office conference with T. Smith (.2); office conference with C. Ceresa re claim issues and certain notice of satisfactions (.5); review and revise same (.9).

Legal Services for the Period Ending January 31, 2020
 Windstream Holdings, Inc.
 Claims Administration and Objections

Invoice Number: 1050025200
 Matter Number: 24706-13

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
01/14/20	John R. Luze	0.50	Review and analyze claims administration issues.
01/14/20	Trudy Smith	1.90	Revise reply to responses to second omnibus objection re equity interest claims (.8); review objections filed (.2); correspond and telephone conference with C. Whitmore re trustee claims and orders (.2); conference with N. Davanipour re claims work stream (.2); correspond and telephone conference with S. Caldwell-McMillan re reply (.3); correspond with J. Luze re reply and second omnibus objection (.2).
01/15/20	Spencer Caldwell-McMillan	3.70	Prepare reply for filing (1.1); revise claims materials (.9); correspond with K&E team re claims materials for hearing (1.7).
01/15/20	Chris Ceresa	4.10	Draft materials for hearing re claims (.8); correspond with S. Caldwell-McMillan and H. Krupsky re same (.2); telephone conference with affected claimants re third omnibus claims objection (.2); draft materials for responses for third omnibus claims objection (.2); correspond with N. Davanipour re same and update on responders (.1); telephone conference with N. Tammarine re fourth omnibus claims objection (.1); prepare de minimis claims settlement (1.1); correspond with S. Caldwell-McMillan re same (.1); research re potential treatment of creditor claim post-assume and assign (.8); correspond with N. Davanipour re same (.1); prepare for telephone conference with affected claimant (.2); telephone conference with affected claimant re response to third omnibus objection (.1); correspond with affected claimant re same (.1).
01/15/20	Carrie Therese Oppenheim	0.40	Finalize, file reply in support of omnibus claims objection.

Legal Services for the Period Ending January 31, 2020

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Windstream Holdings, Inc.

Matter Number:

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Claims Administration and Objections

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
01/15/20	Trudy Smith	4.00	Draft talking points re omnibus claims objection (1.0); correspond and telephone conferences with White & Case re revised order (.3); correspond with North Carolina AG re consent to claim disallowance (.2); telephone conference and correspond with claimants re equity claims objection (.3); revise reply (.9); correspond with Company and K&E team re same (.3); prepare reply for filing (.4); prepare for claims objection hearing and review materials re same (.6).
01/16/20	Spencer Caldwell-McMillan	3.20	Prepare for hearing (.5); review and revise second objection order for entry (1.4); prepare first and second objection orders for entry (.9); correspond with K&E team re communication to chambers (.4).
01/16/20	Chris Ceresa	3.00	Prepare for and participate in telephone conferences with multiple responders re third omnibus claims objection (2.0); correspond with multiple responders re same (.4); update materials to reflect responses (.4); correspond with N. Davanipour re same (.2).
01/16/20	Trudy Smith	2.80	Prepare for hearing re claims objection (1.6); review revised first omnibus claims order (.3); correspond and conference with S. Caldwell-McMillan re same (.3); review second omnibus claims order (.2); review order re relief from stay denial (.2); correspond with K&E team re same (.2).
01/17/20	Spencer Caldwell-McMillan	0.70	Review de minimis settlement notice (.4); office conference with C. Ceresa re research question (.3).

Legal Services for the Period Ending January 31, 2020
 Windstream Holdings, Inc.
 Claims Administration and Objections

Invoice Number: 1050025200
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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
01/17/20	Chris Ceresa	7.80	Prepare for and participate in telephone conferences with claimants affected by third omnibus claims objection (2.3); correspond with multiple claimants re same (.4); correspond with N. Davanipour re same (.1); update materials re claimants that responded to third omnibus claims objection (.3); research re ipso facto clause enforceability (2.5); draft memorandum re same (1.5); revise memorandum re same (.3); conference with S. Caldwell-McMillan re same (.2); conference with T. Smith re same (.1); correspond with T. Smith and S. Caldwell-McMillan re same (.1).
01/17/20	Trudy Smith	1.50	Correspond with A&M re ipso facto clause research (.2); telephone conference with K&E team and Company re government claim reconciliation (.5); conference and correspond with C. Ceresa re research on ipso facto clause exception (.5); telephone conference with claimant re second omnibus claims objection (.2); correspond with K&E team re shareholder telephone conference (.1).
01/18/20	Chris Ceresa	0.60	Research re applicable state law re grants (.5); correspond with T. Smith re same (.1).
01/21/20	Spencer Caldwell-McMillan	1.20	Correspond re claims issues (.1); review and revise settlement agreement (1.1).
01/21/20	Chris Ceresa	2.00	Correspond with T. Smith, K&E team, and A&M re fourth omnibus claims objection (.3); prepare for and participate in telephone conferences with multiple claimants re third omnibus claims objection (.7); update materials re same (.1); analyze de minimis claims procedures (.3); correspond with S. Caldwell-McMillan re same (.1); revise de minimis claims settlement (.4); correspond with S. Caldwell-McMillan re same (.1).
01/21/20	Trudy Smith	0.70	Review research re state grant claim (.4); correspond with A&M re same (.1); correspond with K&E team re fourth omnibus objection (.2).

Legal Services for the Period Ending January 31, 2020
 Windstream Holdings, Inc.
 Claims Administration and Objections

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
01/22/20	Chris Ceresa	1.90	Prepare for and attend telephone conferences with various claimants affected by the third omnibus claims objection (1.0); update materials re same (.3); telephone conference with N.Davanipour re claim for a lease assumption (.2); review and analyze materials re same (.4).
01/22/20	Neda Davanipour	1.10	Telephone conference with C. Ceresa and S. McMillan re various claim related issues.
01/22/20	Trudy Smith	2.00	Correspond with H. Bixler and N. Cox re claims objection continuance (.2); correspond with A&M team re claims order language (.2); correspond with M. Pena re same (.1); correspond with N. Davanipour re same (.2); correspond with J. Kuhns re contract commissions report (.1); correspond with R. Carter re same (.1); participate in telephone conference with A&M and Company re PMO (.3); correspond with J. Luze re same (.2); telephone conferences with claimants re omnibus claims objection (.3); correspond with R. Carter re third party collections and review materials re same (.2); correspond with A. Best re same (.1).
01/23/20	Anthony Abate	0.20	Draft template omnibus claims objection.
01/23/20	Chris Ceresa	2.40	Participate in telephone conferences with claimants affected by third omnibus claims objection (.4); update materials re same (.1); telephone conference with N. Davanipour re lease assumption (.3); review and analyze proof of claim for assumed lease (.3); draft non liability claims objection for fourth omnibus claims objection (1.1); correspond with N. Davanipour re claim arising from assumed lease (.2).
01/23/20	Trudy Smith	0.50	Correspond with K&E team re second notice of satisfaction (.2); telephone conference with claimant re omnibus objection (.3).
01/24/20	Chris Ceresa	0.40	Participate in telephone conferences with claimants affected by third omnibus claims objection (.2); update materials re same (.1); correspond with S.Caldwell-McMillan re schedules to fourth omnibus claims objection (.1).

Legal Services for the Period Ending January 31, 2020
 Windstream Holdings, Inc.
 Claims Administration and Objections

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
01/24/20	Trudy Smith	0.40	Correspond with A&M re fourth omnibus objection schedules (.1); correspond and telephone conference with S. Caldwell-McMillan re no liability claims (.2); correspond with M. Pena re revised third omnibus claims objection order language (.1).
01/27/20	Spencer Caldwell-McMillan	0.20	Correspond with K&E team re claims issues.
01/27/20	Chris Ceresa	3.20	Update work in process materials (.2); correspond with S. Caldwell-McMillan re same (.2); correspond with claimant affected by third omnibus claims objection re resolution of informal response (.1); draft fourth omnibus claims objection (1.6); review and revise fourth omnibus claims objection (.7); draft third notice of satisfaction of claims (.3); telephone conference with N. Davanipour re issues related to third omnibus claims objection (.1).
01/27/20	Neda Davanipour	1.40	Correspond and conference with C. Ceresa and T. Smith re various claim related issues (1.2); attend telephone conference with P. Kinealy re various claim related issues (.2).
01/27/20	Trudy Smith	2.30	Correspond with D. King re claim inquiry (.2); review and analyze materials re same (.5); conference with N. Davanipour re claim inquiry and upcoming hearing (.3); telephone conferences with claimants re omnibus objection to equity interest claims (.5); review precedent no liability claim objections (.3); correspond with A&M and S. Caldwell-McMillan re same (.2); telephone conference with J. Luze re claims and stay relief motions update (.2); correspond with K&E team re conflicts review of claimants (.1).
01/28/20	Spencer Caldwell-McMillan	2.30	Review and revise claims materials (.5); prepare for and attend telephone conference with K&E team, A&M and Company re legal claims (.3); correspond with N. Davanipour re claim issues (.1); revise settlement agreement (.1); review and revise objection (1.3).

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 Claims Administration and Objections

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
01/28/20	Chris Ceresa	5.50	Update claims work in process materials (.1); draft three notices re fourth omnibus claims objection (.3); review and revise three notices re fourth omnibus claims objection (.4); prepare for and attend telephone conference with S. Sowell re second notice of satisfaction of claims (.5); review correspondence re same (.3); correspond with N. Davanipour and K&E team re same (.2); telephone conferences with two claimants affected by the third omnibus claims objection (.2); update materials re telephone conferences with affected claimants (.1); analyze and research claims issue arising from lease assumption (.9); draft short memorandum re same (.6); conference with S. Caldwell-McMillan re same (.4); revise fourth omnibus claims objection (1.2); correspond with A&M team re second NOS issue (.3).
01/28/20	Chris Ceresa	3.10	Review and analyze insufficient documentation schedule for fourth omnibus claims objection (2.8); draft materials for claims that should be re-categorized or further analyzed (.3).
01/28/20	Neda Davanipour	2.60	Correspond with C. Ceresa, S. McMillan and T. Smith re claim related issues (1.2); review analyze certain claim related issues (.7); correspond re same (.7).
01/28/20	Trudy Smith	3.30	Review and revise de minimis claims notice (1.0); review form of settlement re same (.4); correspond with D. King and K&E team re draft of same (.1); correspond with B. Buck re response deadline extension (.1); correspond with J. Liesemer re same (.2); correspond with B. Bohlman re same (.1); correspond with J. Higson re same (.2); correspond with C. Dawson re same (.1); correspond with S. Caldwell-McMillan re extending deadline (.1); correspond with N. Asnen re same (.1); review schedule 4 of insufficient documentation claims (.4); correspond with K&E team re claimants inquiries about third omnibus objection (.2); review questions and attend telephone conference with K&E team, A&M and Company re legal claims (.3).

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
01/29/20	Spencer Caldwell-McMillan	2.50	Review and revise objection (1.1); prepare settlement for filing (.9); revise settlement (.2); prepare for and attend office conference with C. Ceresa re informal response to objection (.3).
01/29/20	Chris Ceresa	5.60	Review and analyze claims re substantively duplicate schedule for fourth omnibus claims objection (3.1); draft materials re same (.5); conference with N. Davanipour re outstanding issues related to third omnibus claims objection (1.0); participate in telephone conference with S. Caldwell-McMillan and J. Stiff re claim affected by the third omnibus claims objection (.2); correspond with J. Stiff re same (.1); participate in telephone conferences with multiple claimants re third omnibus claims objection (.3); correspond with claimants affected by third omnibus claims objection (.1); participate in telephone conference with S. Sowell re second NOS (.1); correspond with N. Tammerine re second NOS issue (.1); correspond with S. Caldwell-McMillan re fourth omnibus claims objection (.1).
01/29/20	Neda Davanipour	2.10	Analyze various claims related issues (.9); correspond and office conference with C. Ceresa re same and resolved same (1.0); correspond with S. McMillan and team re claim related issues (.2).
01/29/20	Trudy Smith	2.50	Revise settlement letter language (.2); correspond with A&M re same (.2); correspond with A&M re adjournment request (.1); review and analyze issues re counterparty motion for stay relief (.4); correspond with E. Flynn re same (.2); correspond with multiple claimants re claims adjournment (.4); review and revise de minimis claims notice (.6); prepare same for filing (.2); correspond with S. Caldwell-McMillan re same (.2).
01/30/20	Spencer Caldwell-McMillan	4.40	Review correspondence from A&M re claims issues (.2); office conference with C. Ceresa re claims issues (.2); correspond re claims issues (.6); review claims objection (1.5); review objection exhibits (1.9).

Legal Services for the Period Ending January 31, 2020

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Windstream Holdings, Inc.

Matter Number:

24706-13

Claims Administration and Objections

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
01/30/20	Chris Ceresa	3.20	Conference with S.Caldwell-McMillan re notice issue re third omnibus claims objection (.2); prepare materials on informal responses resolved (.2); correspond with B. Burns and A&M team re various issues on third omnibus claims objection (.1); review no liability schedule for fourth omnibus claims objection (.5); draft notes re same (.1); review schedule for third NOS and draft notes (.4); conference re schedules for fourth omnibus claims objection and third NOS with S. Caldwell-McMillan (1.5); correspond with S. Caldwell-McMillan, T. Smith and paralegals re same (.2).
01/30/20	Trudy Smith	0.90	Telephone conference with chapter 7 trustee re distribution to Company (.2); correspond with A&M re same (.2); review and analyze materials re claim bifurcation (.3); correspond with K&E team re same (.2).
01/31/20	Anthony Abate	0.50	Search for and distribute transcripts re no liability claims objections.
01/31/20	Spencer Caldwell-McMillan	7.40	Telephone conference with C. Ceresa re claims issues (.2); review claims issues (.4); prepare for and attend office conference with T. Smith re claims issues (.9); review exhibit (1.2); review and revise objection (3.4); review exhibits (1.3).

Legal Services for the Period Ending January 31, 2020
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 Claims Administration and Objections

Invoice Number: 1050025200
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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
01/31/20	Chris Ceresa	4.10	Conference with T. Smith and S. Caldwell-McMillan re schedules for fourth omnibus claims objection (.7); telephone conference with S. Caldwell-McMillan re same (.1); correspond with T. Smith and S. Caldwell-McMillan re same (.1); prepare for and attend telephone conference with claimants affected by third omnibus claims objection (.4); update materials re same (.1); correspond with B. Burns re materials for informal responses (.2); review and revise fourth omnibus claims objection (1.2); review three notices for fourth omnibus claims objection (.3); correspond with S. Caldwell-McMillan re same (.1); conference with N. Davanipour and S. Caldwell-McMillan re second NOS and settlement issue (.4); correspond with Company re same (.3); revise fourth omnibus claims objection (.2).
01/31/20	Neda Davanipour	0.80	Attend office conference with S. McMillan and C. Ceresa re various claim related issues (.4); analyze same and correspond re same (.4).
01/31/20	Hannah Kupsky	1.00	Pull and review transcripts re claims objection hearings.
01/31/20	Andrew Polansky	0.20	Correspond with A&M re utility requests.
Total		241.10	

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

March 30, 2020

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

Attn: Kristi Moody, Esq.

Invoice Number: 1050025201

Client Matter: 24706-14

In the Matter of Corporate and Securities Matters

For legal services rendered through January 31, 2020
(see attached Description of Legal Services for detail)

\$ 95,371.50

Total legal services rendered

\$ 95,371.50

Legal Services for the Period Ending January 31, 2020
 Windstream Holdings, Inc.
 Corporate and Securities Matters

Invoice Number: 1050025201
 Matter Number: 24706-14

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Tim Cruickshank, P.C.	2.20	1,295.00	2,849.00
Erik Hepler	0.40	1,435.00	574.00
Stephen E. Hessler, P.C.	13.20	1,635.00	21,582.00
Heidi Hockberger	10.30	845.00	8,703.50
Marc Kieselstein, P.C.	5.10	1,635.00	8,338.50
Joshua Korff, P.C.	6.30	1,595.00	10,048.50
Ross M. Kwasteniet, P.C.	2.30	1,595.00	3,668.50
Margaret Reiney	10.80	610.00	6,588.00
Tommy Scheffer	3.70	740.00	2,738.00
Ravi Subramanian Shankar	7.90	1,075.00	8,492.50
Brad Weiland	16.20	1,345.00	21,789.00
TOTALS	78.40		\$ 95,371.50

Legal Services for the Period Ending January 31, 2020
 Windstream Holdings, Inc.
 Corporate and Securities Matters

Invoice Number: 1050025201
 Matter Number: 24706-14

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
01/02/20	Ross M. Kwasteniet, P.C.	1.50	Review and analyze issues re renewal of SEC filing and audited financial statements.
01/07/20	Stephen E. Hessler, P.C.	1.50	Prepare for and participate telephone conference with committee of board.
01/09/20	Brad Weiland	1.60	Prepare and revise corporate and securities disclosure materials.
01/10/20	Brad Weiland	1.10	Review and revise corporate disclosure items.
01/13/20	Joshua Korff, P.C.	0.50	Conferences with K&E team re securities law and accounting issues.
01/14/20	Joshua Korff, P.C.	2.00	Telephone conferences with K&E team re securities law and disclosure issues.
01/15/20	Erik Hepler	0.40	Analyze ability to give opinion supporting letter of credit in FCC application.
01/15/20	Stephen E. Hessler, P.C.	3.60	Telephone conference with K&E team re LOC BK letter (.3); telephone conference with K&E team re status update (1.1); prepare for and participate in special committee prep telephone conference (.3); prepare for and participate in special committee of board telephone conference (1.0); telephone conference and correspond with K&E team and Company re case status (.9).
01/15/20	Marc Kieselstein, P.C.	1.50	Prepare for and participate in pre-telephone conference for audit committee (.2); attend audit committee telephone conference re expert reports (1.3).
01/15/20	Joshua Korff, P.C.	1.50	Telephone conferences with audit committee re disclosure and securities law issues.
01/15/20	Brad Weiland	2.50	Prepare for and attend telephone conference of audit committee (1.3); correspond and telephone conference with S. Hessler, K&E team re board meetings (.5); prepare for and attend office conference of special committee of board (.7).
01/16/20	Joshua Korff, P.C.	0.50	Conferences with K&E team re disclosure issues (.2); review materials re same (.3).
01/16/20	Brad Weiland	0.60	Correspond with Company, PJT re securities items and disclosure (.3); review and analyze same (.3).

Legal Services for the Period Ending January 31, 2020
 Windstream Holdings, Inc.
 Corporate and Securities Matters

Invoice Number: 1050025201
 Matter Number: 24706-14

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
01/20/20	Brad Weiland	0.50	Correspond re corporate and securities disclosure items.
01/21/20	Stephen E. Hessler, P.C.	1.80	Telephone conference with K&E team and Company re special committee prep (.3); prepare for and participate telephone conference with special committee of board (1.5).
01/21/20	Heidi Hockberger	0.50	Correspond with K&E team re board meeting materials.
01/21/20	Ross M. Kwasteniet, P.C.	0.80	Prepare for and participate in special committee meeting.
01/21/20	Margaret Reiney	4.60	Draft and review board presentation (4.5); correspond with document services re same (.1).
01/21/20	Tommy Scheffer	1.40	Correspond with K&E team re board deck (.3); review and revise same (.4); correspond with K&E team re research re same (.3); review and summarize same (.4).
01/21/20	Brad Weiland	1.20	Correspond and telephone conference with S. Hessler re special committee meeting (.2); telephone conference with PJT, K&E team re same (.2); prepare for and participate in telephone conference with special committee (.8).
01/22/20	Heidi Hockberger	2.90	Revise advisor non disclosure agreements (.4); correspond with K&E team re board materials (.6); revise same (1.5); analyze issues re non disclosure agreements (.4).
01/22/20	Margaret Reiney	3.90	Revise board deck presentation (3.2); correspond with T. Scheffer re same (.7).
01/22/20	Tommy Scheffer	1.40	Correspond and telephone conference with K&E team re board presentation, summary of same (.6); review and revise same (.8).
01/22/20	Brad Weiland	1.60	Prepare and revise board materials draft (.7); correspond and telephone conference with K&E team, Company re same (.9).
01/23/20	Heidi Hockberger	0.30	Revise board materials.
01/23/20	Margaret Reiney	1.60	Review and revise February board presentation.
01/23/20	Tommy Scheffer	0.90	Correspond with K&E team re board presentation (.4); review and revise same (.5).
01/23/20	Brad Weiland	1.40	Prepare and revise board materials and correspondence re same.

Legal Services for the Period Ending January 31, 2020
 Windstream Holdings, Inc.
 Corporate and Securities Matters

Invoice Number: 1050025201
 Matter Number: 24706-14

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
01/24/20	Brad Weiland	0.90	Review and analyze securities materials (.4); correspond and telephone conference with PJT re same (.5).
01/25/20	Heidi Hockberger	0.70	Review and analyze draft non disclosure agreements (.4); draft correspondence re same (.3).
01/25/20	Brad Weiland	1.20	Review and analyze securities items and correspondence re same.
01/26/20	Stephen E. Hessler, P.C.	1.80	Telephone conference with K&E team re case status update (.3); telephone conference and correspond with K&E team and Company re same (1.5).
01/26/20	Heidi Hockberger	0.30	Telephone conference with K&E team and second lien advisors re non disclosure agreement.
01/26/20	Brad Weiland	1.50	Correspond and telephone conferences with Company, PJT, K&E teams re securities items.
01/28/20	Stephen E. Hessler, P.C.	3.00	Prepare for and participate in special committee pre-call with K&E team, Company and PJT (.5); prepare for and participate in special committee of board call (1.0); telephone conference and correspond with K&E team and Company re next steps (1.5).
01/28/20	Heidi Hockberger	4.40	Draft board materials (3.1); draft cleansing notice (1.3).
01/28/20	Margaret Reiney	0.70	Research recent case proceedings to update board presentation.
01/28/20	Brad Weiland	2.10	Correspond and telephone conferences with K&E team, PJT, Company re special committee (.4); prepare for and attend telephone conferences with special committee (.7); review and revise board materials (.5); correspond and telephone conferences with Company, K&E team re same (.5).
01/29/20	Heidi Hockberger	1.20	Draft board materials.
01/29/20	Ravi Subramanian Shankar	0.30	Revise Windstream board materials.
01/30/20	Ravi Subramanian Shankar	3.40	Prepare for board meeting.
01/31/20	Tim Cruickshank, P.C.	2.20	Attend board telephone conference (1.2); review, analyze securities and disclosure matters (1.0).

Legal Services for the Period Ending January 31, 2020
 Windstream Holdings, Inc.
 Corporate and Securities Matters

Invoice Number: 1050025201
 Matter Number: 24706-14

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
01/31/20	Stephen E. Hessler, P.C.	1.50	Prepare for and participate telephone conference with special committee of audit committee call.
01/31/20	Marc Kieselstein, P.C.	3.60	Prepare for and attend audit committee telephone conference.
01/31/20	Joshua Korff, P.C.	1.80	Telephone conferences with audit committee.
01/31/20	Ravi Subramanian Shankar	4.20	Prepare for and participate in board meeting.
Total		78.40	

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

March 30, 2020

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

Attn: Kristi Moody, Esq.

Invoice Number: 1050025202

Client Matter: 24706-15

In the Matter of Creditor and Stakeholder Communications

For legal services rendered through January 31, 2020
(see attached Description of Legal Services for detail)

\$ 103,170.50

Total legal services rendered

\$ 103,170.50

Legal Services for the Period Ending January 31, 2020

Invoice Number:

1050025202

Windstream Holdings, Inc.

Matter Number:

24706-15

Creditor and Stakeholder Communications

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Stephen E. Hessler, P.C.	10.80	1,635.00	17,658.00
Heidi Hockberger	1.20	845.00	1,014.00
Marc Kieselstein, P.C.	5.10	1,635.00	8,338.50
Ross M. Kwasteniet, P.C.	2.20	1,595.00	3,509.00
John R. Luze	10.10	1,085.00	10,958.50
Tommy Scheffer	5.00	740.00	3,700.00
Ravi Subramanian Shankar	3.90	1,075.00	4,192.50
Brad Weiland	40.00	1,345.00	53,800.00
TOTALS	78.30		\$ 103,170.50

Legal Services for the Period Ending January 31, 2020
 Windstream Holdings, Inc.
 Creditor and Stakeholder Communications

Invoice Number: 1050025202
 Matter Number: 24706-15

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
01/01/20	John R. Luze	0.90	Conference and correspond with stakeholder advisors re case status and issues.
01/02/20	John R. Luze	0.70	Conference and correspond with stakeholder advisors re open issues.
01/02/20	Brad Weiland	0.40	Review and analyze communications and strategy re same with creditors.
01/03/20	John R. Luze	1.20	Conference and correspond with stakeholder advisors re status and case issues.
01/03/20	Brad Weiland	1.40	Correspond with creditors' lawyers re KEIP, KERP, open case items.
01/04/20	Tommy Scheffer	0.30	Correspond with U.S. Trustee and MoFo, Alix, DPW, A&M, K&E teams re reporting documents.
01/04/20	Brad Weiland	1.30	Review and analyze materials re creditor communication (.8); review and analyze next steps re open items with same (.5).
01/06/20	Stephen E. Hessler, P.C.	2.50	Prepare for and participate in office conference with Paul Weiss and Evercore (.5); telephone conference with K&E team, Company and PJT re business person's term sheet (.5); telephone conference and correspond with K&E team and Company re next steps (1.5).
01/06/20	John R. Luze	0.60	Conference and correspond with stakeholder advisors re case issues.
01/06/20	Brad Weiland	4.40	Prepare for and participate in conferences with stakeholders and follow up re same with Company.
01/07/20	John R. Luze	0.80	Conference and correspond with stakeholder advisors re case status.
01/07/20	Ravi Subramanian Shankar	0.30	Prepare for and attend conference with creditors re Uniti adversary.
01/07/20	Brad Weiland	1.80	Correspond with creditor advisors re KEIP and KERP (1.1); correspond and telephone conferences with K&E team re restructuring strategy and next steps (.7).
01/08/20	Heidi Hockberger	0.50	Correspond with intervenors and K&E team re stipulation.
01/08/20	John R. Luze	1.20	Conference and correspond with stakeholder advisors re case status.

Legal Services for the Period Ending January 31, 2020
 Windstream Holdings, Inc.
 Creditor and Stakeholder Communications

Invoice Number: 1050025202
 Matter Number: 24706-15

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
01/08/20	Ravi Subramanian Shankar	0.70	Prepare for and attend conference with creditors re Uniti adversary.
01/08/20	Brad Weiland	2.20	Correspond and telephone conferences with stakeholders re open items.
01/09/20	Stephen E. Hessler, P.C.	2.50	Prepare for and participate in business plan office conference with K&E team, Company, PJT, Evercore, A&M and Paul Weiss.
01/09/20	Heidi Hockberger	0.30	Correspond with Paul Weiss re NDA.
01/09/20	John R. Luze	0.90	Conference and correspond with stakeholder advisors re case status and issues.
01/10/20	Heidi Hockberger	0.10	Correspond with Paul Weiss re NDA.
01/10/20	Tommy Scheffer	0.40	Correspond with U.S. Trustee and MoFo, Alix, DPW, A&M, K&E teams re reporting documents.
01/11/20	Brad Weiland	1.90	Review and analyze draft materials re business plan discussion and follow up re same (1.1); correspond with K&E team re same (.4); correspond with creditors' counsel re KEIP and KERP items (.4).
01/12/20	Brad Weiland	1.20	Correspond and telephone conferences with creditors' counsel re open items including KEIP and KERP (.6); review and revise materials re creditor discussions (.6).
01/13/20	Ravi Subramanian Shankar	0.20	Review and analyze correspondence from creditors re Uniti adversary.
01/13/20	Brad Weiland	1.30	Correspond and conference with creditors' counsel re status and next steps (.9); correspond with creditors' counsel re amended KEIP materials and agree on order form (.4).
01/14/20	Marc Kieselstein, P.C.	0.60	Telephone conference with intervenors re scheduling.
01/14/20	Brad Weiland	1.50	Correspond and telephone conference with creditors' counsel re KEIP and KERP items (.9); telephone conferences with creditors' counsel re case status and next steps (.6).
01/15/20	Heidi Hockberger	0.30	Correspond with K&E team re 2L holdings.
01/15/20	John R. Luze	0.50	Conference and correspond with stakeholders re case issues.
01/15/20	Ravi Subramanian Shankar	0.20	Prepare for and attend conference with creditors re Uniti adversary.
01/15/20	Ravi Subramanian Shankar	0.70	Prepare for and participate in conference with opposing counsel re conference.

Legal Services for the Period Ending January 31, 2020

Invoice Number:

1050025202

Windstream Holdings, Inc.

Matter Number:

24706-15

Creditor and Stakeholder Communications

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
01/15/20	Brad Weiland	1.50	Correspond and telephone conferences with creditors' counsel re next steps in case (.8); correspond with intervenors re litigation items (.4); follow up re same (.3).
01/16/20	Stephen E. Hessler, P.C.	2.30	Telephone conference and correspond with K&E team and Company re DPW outreach (.3); telephone conference and correspond with K&E team, Milbank and HL re next steps (.9); telephone conference and correspond with K&E team and Company re next steps (1.1).
01/16/20	Ravi Subramanian Shankar	0.30	Correspond with creditors re Uniti adversary.
01/16/20	Brad Weiland	0.90	Correspond and telephone conferences with creditors' counsel re status and next steps for case.
01/17/20	Stephen E. Hessler, P.C.	2.50	Prepare for and participate telephonically in conference with K&E team, PJT, Milbank and Houlihan (2.0); telephone conference with B. Hermann re status update (.5).
01/17/20	Tommy Scheffer	0.50	Correspond with U.S. Trustee and DPW, MoFo, Alix, A&M, K&E teams re reporting documents.
01/17/20	Brad Weiland	2.60	Correspond and telephone conferences with creditors' counsel re open items (.5); telephone conference with Milbank, Houlihan re case status and next steps (1.5); follow up re same (.3); telephone conference with K&E team re diligence items (.3).
01/19/20	Ravi Subramanian Shankar	0.30	Correspond with opposing counsel re case schedule (.1); memorialize agreement re same (.2).
01/20/20	John R. Luze	0.50	Conference and correspond with stakeholders re case status and issues.
01/20/20	Tommy Scheffer	0.40	Correspond with MoFo, Alix, A&M, K&E teams re de minimis transaction reporting documents.
01/20/20	Brad Weiland	1.80	Telephone conference with Milbank, Houlihan re business plan items (1.4); follow up re same (.2); correspond with various creditors' counsel re next steps (.2).
01/21/20	Ravi Subramanian Shankar	0.40	Prepare for and attend conference with creditors re Uniti adversary.

Legal Services for the Period Ending January 31, 2020
 Windstream Holdings, Inc.
 Creditor and Stakeholder Communications

Invoice Number: 1050025202
 Matter Number: 24706-15

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
01/21/20	Brad Weiland	1.30	Correspond and telephone conference with creditors' counsel re case status and analysis (.4); correspond and telephone conferences with intervenors re litigation items (.9).
01/22/20	Marc Kieselstein, P.C.	1.80	Review of issues re revamped 2L group and next steps (.3); telephone conference with K&E team re business plan, next steps (1.5).
01/22/20	Brad Weiland	1.20	Correspond with creditors' counsel re case status (.5); telephone conferences with Milbank re same (.7).
01/23/20	Brad Weiland	1.70	Correspond and telephone conference with creditors' counsel re open case items (.5); telephone conference with stakeholder advisors re business plan items (1.2).
01/24/20	Stephen E. Hessler, P.C.	0.50	Telephone conference with K&E team, Houlihan, Milbank and PJT re mediation.
01/24/20	Marc Kieselstein, P.C.	1.50	Telephone conference with 2L advisors re business plan, getting principals restricted, and next steps.
01/24/20	Ross M. Kwasteniet, P.C.	0.60	Prepare for and participate in update telephone conference with creditor advisors re mediation and next steps.
01/24/20	Tommy Scheffer	0.70	Correspond with U.S. Trustee, MoFo, Alix, DPW, STB, A&M, K&E teams re reporting documents.
01/24/20	Ravi Subramanian Shankar	0.50	Prepare for and participate in conference with creditors re Uniti adversary.
01/24/20	Brad Weiland	2.20	Correspond and telephone conferences with creditors' advisors re case status and open items.
01/25/20	Brad Weiland	0.90	Correspond and telephone conference with advisors re creditor items.
01/26/20	Tommy Scheffer	0.70	Correspond with K&E team re first lien lenders.
01/26/20	Brad Weiland	0.90	Correspond and telephone conferences with opposing advisors re creditor materials.
01/27/20	John R. Luze	0.60	Conference and correspond with parties in interest re case status and issues.
01/27/20	Tommy Scheffer	1.60	Correspond with K&E team re first lien lenders (1.3); telephone conference with first lien lenders re case status (.3).

Legal Services for the Period Ending January 31, 2020

Invoice Number:

1050025202

Windstream Holdings, Inc.

Matter Number:

24706-15

Creditor and Stakeholder Communications

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
01/27/20	Brad Weiland	3.70	Prepare for and participate in conferences with creditors (3.2); telephone conferences with Paul Weiss re open items (.5).
01/28/20	Stephen E. Hessler, P.C.	0.50	Prepare for and participate in 2L advisors status update telephone conference.
01/28/20	John R. Luze	0.80	Conference and correspond with stakeholders re case issues and next steps.
01/28/20	Brad Weiland	1.10	Correspond and telephone conference with creditors' counsel re open items and next steps.
01/29/20	Ross M. Kwasteniet, P.C.	1.60	Review and analyze claims issues and potential settlement with large customer (1.2); telephone conference with A&M re same (.4).
01/29/20	John R. Luze	0.90	Conference and correspond with stakeholders re case issues and status.
01/30/20	Marc Kieselstein, P.C.	1.20	Analyze issues re 2Ls potential impact on plan/rights offering construct.
01/30/20	Ravi Subramanian Shankar	0.30	Prepare for and attend conference with creditors re Uniti adversary.
01/31/20	John R. Luze	0.50	Conference and correspond with parties in interest re case issues.
01/31/20	Tommy Scheffer	0.40	Correspond with U.S. Trustee, MoFo, Alix, DPW, A&M, K&E teams re reporting documents.
01/31/20	Brad Weiland	2.80	Correspond and telephone conferences with Milbank, creditor counsel re potential settlement items.
Total		78.30	

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

March 30, 2020

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

Attn: Kristi Moody, Esq.

Invoice Number: 1050025203

Client Matter: 24706-16

In the Matter of Creditors' Committee Matters

For legal services rendered through January 31, 2020
(see attached Description of Legal Services for detail)

\$ 7,651.00

Total legal services rendered

\$ 7,651.00

Legal Services for the Period Ending January 31, 2020

Invoice Number:

1050025203

Windstream Holdings, Inc.

Matter Number:

24706-16

Creditors' Committee Matters

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Neda Davanipour	0.30	845.00	253.50
Brad Weiland	5.50	1,345.00	7,397.50
TOTALS	5.80		\$ 7,651.00

Legal Services for the Period Ending January 31, 2020
 Windstream Holdings, Inc.
 Creditors' Committee Matters

Invoice Number: 1050025203
 Matter Number: 24706-16

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
01/03/20	Brad Weiland	1.30	Review and analyze committee next steps and communication items re case status (.8); correspond and telephone conference with committee counsel, Company re same (.5).
01/04/20	Brad Weiland	0.90	Review and analyze potential committee items re KEIP.
01/07/20	Brad Weiland	1.20	Analyze committee items re KERP and KEIP.
01/11/20	Brad Weiland	0.60	Review and analyze committee items re KEIP and KERP and correspond with committee counsel re same.
01/12/20	Brad Weiland	0.50	Correspond with committee counsel re KEIP and KERP items and revised materials.
01/13/20	Brad Weiland	0.50	Correspond with committee counsel re KEIP order amendment and items re same.
01/22/20	Brad Weiland	0.50	Review and analyze committee items and telephone conference re same.
01/29/20	Neda Davanipour	0.30	Telephone conference with P. Kinealy re creditor and committee related issue (.2); review, analyze correspondence re same (.1).
Total		5.80	

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

March 30, 2020

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

Attn: Kristi Moody, Esq.

Invoice Number: 1050025204

Client Matter: 24706-17

In the Matter of Employee and Labor Matters

For legal services rendered through January 31, 2020
(see attached Description of Legal Services for detail)

\$ 112,936.50

Total legal services rendered

\$ 112,936.50

Legal Services for the Period Ending January 31, 2020
 Windstream Holdings, Inc.
 Employee and Labor Matters

Invoice Number: 1050025204
 Matter Number: 24706-17

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Anthony Abate	0.20	340.00	68.00
Chris Ceresa	20.10	610.00	12,261.00
Kate Coverdale	0.20	1,215.00	243.00
Uzo Dike	1.50	415.00	622.50
Susan D. Golden	1.50	1,175.00	1,762.50
Stephen E. Hessler, P.C.	1.80	1,635.00	2,943.00
Heidi Hockberger	16.20	845.00	13,689.00
Richard U. S. Howell, P.C.	4.70	1,245.00	5,851.50
Hannah Kupsky	1.00	340.00	340.00
Ross M. Kwasteniet, P.C.	0.80	1,595.00	1,276.00
John R. Luze	4.50	1,085.00	4,882.50
Carrie Therese Oppenheim	1.00	445.00	445.00
Margaret Reiney	36.70	610.00	22,387.00
Tommy Scheffer	20.40	740.00	15,096.00
Brad Weiland	23.10	1,345.00	31,069.50
TOTALS	133.70		\$ 112,936.50

Legal Services for the Period Ending January 31, 2020
 Windstream Holdings, Inc.
 Employee and Labor Matters

Invoice Number: 1050025204
 Matter Number: 24706-17

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
01/02/20	John R. Luze	0.60	Review and analyze KEIP and KERP issues.
01/02/20	Brad Weiland	1.10	Review and analyze KEIP and KERP and status re same.
01/03/20	Brad Weiland	2.30	Review and analyze KEIP and KERP and status re same (2.1); correspond with K&E team re same (.2).
01/04/20	Brad Weiland	2.40	Review and analyze KEIP/KERP status and next steps (1.9); correspond and telephone conference with Company re same (.5).
01/05/20	Stephen E. Hessler, P.C.	0.30	Telephone conference and correspond with K&E team re KEIP/KERP committee feedback.
01/05/20	Brad Weiland	3.30	Analyze issues re KEIP/KERP status, potential amendments, and next steps.
01/06/20	Heidi Hockberger	0.30	Analyze KEIP order matters.
01/06/20	Richard U. S. Howell, P.C.	0.80	Review materials re KEIP (.6); prepare correspondence re KEIP (.2).
01/06/20	John R. Luze	0.70	Review and analyze KEIP and KERP issues.
01/06/20	Margaret Reiney	2.80	Revise KEIP reply pleading.
01/06/20	Brad Weiland	1.00	Analyze issues re KEIP and KERP and correspond with Company re same.
01/07/20	Uzo Dike	1.50	Prepare for and participate in weekly office conference with K&E team re case status, expert issues and potential KEIP depositions.
01/07/20	Susan D. Golden	0.50	Telephone conference and correspond with S. Hessler, B. Weiland and K&E team re KEIP motion and hearing.
01/07/20	Stephen E. Hessler, P.C.	0.50	Telephone conference with K&E team re KEIP hearing.
01/07/20	Heidi Hockberger	0.40	Analyze correspondence re KEIP/KERP matters.
01/07/20	Richard U. S. Howell, P.C.	2.10	Conferences re open issues related to potential litigation around KEIP.
01/07/20	Hannah Kupsky	0.50	Prepare pleadings re KEIP supplemental declarations.
01/07/20	Ross M. Kwasteniet, P.C.	0.80	Prepare for and participate in telephone conference re KEIP (.5); correspond re same (.3).

Legal Services for the Period Ending January 31, 2020
 Windstream Holdings, Inc.
 Employee and Labor Matters

Invoice Number: 1050025204
 Matter Number: 24706-17

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
01/07/20	John R. Luze	0.40	Review and analyze KEIP and KERP issues.
01/07/20	Margaret Reiney	4.90	Draft KEIP reply.
01/07/20	Brad Weiland	4.10	Review and revise materials re KEIP and KERP and strategy re same (3.3); correspond and telephone conferences re same with working group, client (.8).
01/08/20	Heidi Hockberger	0.80	Correspond with K&E team re KEIP/KERP matters (.5); analyze issues re same (.2); prepare for hearing re same (.1).
01/08/20	Hannah Kupsy	0.50	Revise KEIP KERP supplemental declarations.
01/08/20	Margaret Reiney	4.40	Review U.S. Trustee's response to KERP and KEIP.
01/08/20	Brad Weiland	3.30	Review and analyze potential settlement/changes re KEIP.
01/09/20	Heidi Hockberger	0.30	Correspond with K&E team re KEIP motion.
01/09/20	Richard U. S. Howell, P.C.	1.80	Prepare and review correspondence re open issues with KEIP (.3); review materials in preparation for deposition (1.5).
01/09/20	Margaret Reiney	4.20	Review and revise Debtors' KEIP/KERP reply (4.0); correspond with H. Kupsy re supplemental declaration (.2).
01/10/20	Anthony Abate	0.20	Draft notice of adjournment of KEIP/KERP motions.
01/10/20	Susan D. Golden	0.50	Correspond with B. Weiland re KEIP motion (.3); correspond with Chambers re same (.2).
01/10/20	Stephen E. Hessler, P.C.	1.00	Telephone conference and correspond with K&E team and Company re KEIP hearing.
01/10/20	Heidi Hockberger	0.20	Correspond with K&E team re KEIP/KERP matters.
01/10/20	Margaret Reiney	3.60	Revise KEIP/KERP reply and order (3.2); correspond with T. Scheffer and H. Hockberger re same (.4).
01/10/20	Tommy Scheffer	3.60	Correspond with K&E team re KEIP reply (.9); review and revise same (2.7).
01/11/20	Brad Weiland	1.30	Review and analyze KEIP and KERP status and materials (.6); correspond with K&E team re same (.4); follow up with Company re status of same (.3).
01/12/20	Carrie Therese Oppenheim	0.30	Draft notice of filing revised 2020 KEIP motion (.2); prepare proposed KERP order (.1).

Legal Services for the Period Ending January 31, 2020
 Windstream Holdings, Inc.
 Employee and Labor Matters

Invoice Number: 1050025204
 Matter Number: 24706-17

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
01/12/20	Margaret Reiney	0.30	Correspond with T. Scheffer and H. Hockberger re KEIP reply.
01/12/20	Tommy Scheffer	2.60	Revise KEIP order and notice of filing (1.9); correspond with K&E team re same (.7).
01/12/20	Brad Weiland	2.00	Review and analyze KEIP modifications and materials re same (.7); revise same (.6); correspond with Company, K&E team re status of KEIP (.7).
01/13/20	Kate Coverdale	0.20	Correspond with K&E team re equity treatment.
01/13/20	Susan D. Golden	0.50	Telephone conference with K. Pape re resolution of KEIP motion (.3); correspond with B. Weiland re KEIP hearing (.1); correspond with H. Hockberger and C. Oppenheim re revised KEIP order (.1).
01/13/20	Heidi Hockberger	3.10	Revise KEIP order (.4); correspond with K&E team re same (1.6); telephone conferences with A&M and 1Ls re KEIP/KERP (.6); prepare for hearing re KERP (.5).
01/13/20	John R. Luze	0.90	Review and analyze KEIP hearing issues.
01/13/20	Tommy Scheffer	5.90	Revise KEIP order (2.3); correspond with Company and MoFo, Milbank, WTW, A&M, K&E teams re same (2.1); revise notice of revised proposed order (.8); correspond with K&E team re same (.7).
01/13/20	Brad Weiland	1.20	Prepare and revise amended proposed KEIP order (.4); correspond with K&E team re same (.3); review and analyze status and next steps and correspond with Company re same (.5).
01/14/20	Heidi Hockberger	2.80	Revise KEIP order (.9); correspond with K&E team re same (.2); prepare for hearing re KERP (1.7).
01/14/20	John R. Luze	0.60	Review and analyze KEIP hearing issues.
01/14/20	Carrie Therese Oppenheim	0.70	Prepare amended KEIP order (.4); finalize, file same (.3).
01/14/20	Margaret Reiney	0.80	Review 2020 KEIP proposed order (.3); correspond with T. Scheffer re same (.2); draft talking points re 2020 KEIP hearing (.3).
01/14/20	Tommy Scheffer	4.10	Correspond with K&E team re revised KEIP order (1.5); review and revise same (1.3); correspond with K&E team re filing of same (.4); prepare talking points re same (.9).

Legal Services for the Period Ending January 31, 2020
 Windstream Holdings, Inc.
 Employee and Labor Matters

Invoice Number: 1050025204
 Matter Number: 24706-17

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
01/15/20	Heidi Hockberger	1.50	Prepare for hearing re KERP.
01/16/20	Heidi Hockberger	2.90	Prepare for hearing re KEIP/KERP (1.7); correspond with K&E team re same (1.2).
01/16/20	John R. Luze	1.30	Prepare for KEIP hearing presentation.
01/21/20	Brad Weiland	1.10	Review and analyze labor and employee items (.4); correspond and telephone conference with A&M, K&E teams re same (.7).
01/23/20	Chris Ceresa	5.00	Review correspondence re pension issues (.2); research re pension plan structure, capitalization, and eligibility (4); draft memorandum re same (.3); correspond with T. Scheffer and K&E team re same (.2); revise memorandum (.3).
01/23/20	Heidi Hockberger	0.40	Analyze issues re pensions.
01/23/20	Tommy Scheffer	0.90	Correspond and telephone conference with K&E team re employee pension issues.
01/24/20	Chris Ceresa	5.10	Review and analyze lease, distribution, and pension plan agreements (1.7); research re control group (1.9); conference with M. Reiney re same (.5); correspond re same with M. Reiney (.5); review and revise memorandum re same (.4); correspond with H. Hockberger, T. Scheffer re same (.1).
01/24/20	Margaret Reiney	5.70	Research re Company pension liability (4.6); conference and correspond with C. Ceresa re same (1.1).
01/24/20	Tommy Scheffer	0.80	Correspond with K&E team re pension liability research (.4); review and revise same (.4).
01/25/20	Margaret Reiney	1.00	Research re pension liability.
01/25/20	Tommy Scheffer	0.50	Correspond with K&E team re pension plan research.
01/27/20	Chris Ceresa	5.40	Research re pension liability issue (3.4); correspond with M. Reiney re same (.2); draft memorandum re same (.7); revise memorandum (.3); review research re same (.4); correspond with M. Reiney re same (.4).
01/27/20	Margaret Reiney	4.40	Research re employee pension liability.
01/28/20	Chris Ceresa	0.20	Correspond with M. Reiney, K&E team re pension liability research.

Legal Services for the Period Ending January 31, 2020
 Windstream Holdings, Inc.
 Employee and Labor Matters

Invoice Number: 1050025204
 Matter Number: 24706-17

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
01/28/20	Margaret Reiney	0.90	Review, analyze pension research (.7); correspond with C. Ceresa and K&E team re same (.2).
01/29/20	Chris Ceresa	1.60	Revise memorandum re pension liability (1.4); correspond with M. Reiney re same (.2).
01/29/20	Heidi Hockberger	2.50	Analyze pension matters.
01/29/20	Margaret Reiney	1.80	Correspond with C. Ceresa and K&E team re pension issues (.6); research re same (1.2).
01/30/20	Chris Ceresa	2.80	Revise memorandum re pension liability (.5); correspond with M. Reiney and K&E team re same (.1); further revise memorandum (2.0); correspond with H. Hockberger, T. Scheffer, and M. Reiney re same (.2).
01/30/20	Heidi Hockberger	1.00	Analyze pension matters.
01/30/20	Margaret Reiney	1.90	Revise research re pension issues (1.6); correspond with C. Ceresa and T. Scheffer re same (.3).
01/30/20	Tommy Scheffer	2.00	Correspond with K&E team re pension liability research (.6); review and revise same (1.4).
Total		133.70	

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

March 30, 2020

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

Attn: Kristi Moody, Esq.

Invoice Number: 1050025205

Client Matter: 24706-18

In the Matter of Executory Contracts and Unexpired Leases

For legal services rendered through January 31, 2020
(see attached Description of Legal Services for detail)

\$ 189,104.00

Total legal services rendered

\$ 189,104.00

Legal Services for the Period Ending January 31, 2020
 Windstream Holdings, Inc.
 Executory Contracts and Unexpired Leases

Invoice Number: 1050025205
 Matter Number: 24706-18

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Anthony Abate	0.80	340.00	272.00
Chris Ceresa	7.30	610.00	4,453.00
Neda Davanipour	9.80	845.00	8,281.00
Emily Flynn	6.90	740.00	5,106.00
Stephen E. Hessler, P.C.	1.80	1,635.00	2,943.00
Heidi Hockberger	10.90	845.00	9,210.50
John R. Luze	0.80	1,085.00	868.00
Carrie Therese Oppenheim	0.20	445.00	89.00
Daniel Perlman, P.C.	6.10	1,535.00	9,363.50
Andrew Polansky	0.30	740.00	222.00
Margaret Reiney	5.40	610.00	3,294.00
David A. Rosenberg, P.C.	14.30	1,415.00	20,234.50
Leo Rosenberg	0.60	275.00	165.00
Tommy Scheffer	0.80	740.00	592.00
Trudy Smith	25.30	845.00	21,378.50
Al Stemp, P.C.	28.60	1,415.00	40,469.00
Dan Walbrun	44.70	1,165.00	52,075.50
Brad Weiland	7.50	1,345.00	10,087.50
TOTALS	172.10		\$ 189,104.00

Legal Services for the Period Ending January 31, 2020

Invoice Number:

1050025205

Windstream Holdings, Inc.

Matter Number:

24706-18

Executory Contracts and Unexpired Leases

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
01/02/20	Stephen E. Hessler, P.C.	1.30	Telephone conference with D. Perlman re business person term sheet (.3); telephone conference with K&E team re status update (.5); telephone conference with K&E team, Company, and PJT re term sheet (.5).
01/02/20	Heidi Hockberger	0.20	Review and analyze stipulation re 365(d)(4) deadline.
01/02/20	Daniel Perlman, P.C.	1.10	Review term sheet and telephone conference with S. Hessler.
01/02/20	David A. Rosenberg, P.C.	1.20	Review and analyze term sheet (.7); telephone conference with A. Stemp and D. Walbrun re same (.5).
01/02/20	Trudy Smith	0.70	Review Georgia Power contracts overview and correspond with A&M and Company re same (.5); correspond with Milbank, A&M and K&E re contract counterparty motion for relief from stay (.2).
01/02/20	Al Stemp, P.C.	3.50	Review settlement proposal, related correspond and existing lease terms (3.0); telephone conference with D. Walbrun and D. Rosenberg re same (.5).
01/02/20	Dan Walbrun	1.80	Telephone conference with K&E team re term sheet (.5); prepare for same (.4); review deal materials (.9).
01/03/20	Heidi Hockberger	3.30	Analyze issues re settlement structure and upcoming workstreams (1.4); revise stipulation re 365(d)(4) (.3); revise term sheet re settlement (1.3); telephone conference with K&E team re stipulation and related matters (.3).
01/03/20	David A. Rosenberg, P.C.	2.10	Telephone conference with K. Moody, B. Weiland and D. Perlman re settlement and lease (.7); telephone conference with D. Perlman and A. Stemp re same (.8); review and analyze term sheet (.6).
01/03/20	Al Stemp, P.C.	2.50	Telephone conference with Company and deal team re settlement proposal questions and issues (.8); follow up with D. Walbrun re next steps (.2); review lease (.9); review correspondence re same (.6).

Legal Services for the Period Ending January 31, 2020
 Windstream Holdings, Inc.
 Executory Contracts and Unexpired Leases

Invoice Number: 1050025205
 Matter Number: 24706-18

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
01/03/20	Dan Walbrun	1.20	Telephone conference with Company, deal team re open issues (.8); correspond with A. Stemp re next steps (.2); review deal materials (.2).
01/04/20	Heidi Hockberger	1.00	Revise term sheet re Uniti settlement.
01/05/20	Dan Walbrun	4.00	Review and analyze deal materials (1.3); review lease re bifurcation (.9); review business issues list (1.8).
01/06/20	Heidi Hockberger	1.40	Correspond with K&E team re term sheet (.2); review and analyze same (.6); telephone conference with K&E team re status of negotiations (.6).
01/06/20	Daniel Perlman, P.C.	2.70	Review term sheet (1.4); review lease (1.3).
01/06/20	David A. Rosenberg, P.C.	2.50	Review, analyze and comment on term sheet (1.3); review and analyze letters and lease materials (.8); review and analyze org structure (.4).
01/06/20	Al Stemp, P.C.	2.50	Review and comment on revised settlement proposal (1.1); conference with D. Walbrun re same (.4); review existing master lease (.8); review and analyze correspondence (.2).
01/06/20	Dan Walbrun	1.80	Review and analyze revised term sheet (.5); prepare lease issues list (.3); conference with A. Stemp re open issues (.4); prepare term sheet comments (.6).
01/07/20	Neda Davanipour	1.40	Correspond with C. Keith (.2); prepare for and participate in telephone conference with N. Winters re Verizon contract related issues and assumption (1.2).
01/07/20	Daniel Perlman, P.C.	1.10	Review revised term sheet.
01/07/20	David A. Rosenberg, P.C.	0.60	Review and analyze lease issues list.
01/07/20	Al Stemp, P.C.	1.50	Review settlement proposal issues list (.6); review lease re proposed bifurcation (.9).
01/07/20	Dan Walbrun	0.50	Review and analyze deal correspondence (.2); conference with K&E team re open issues (.3).
01/08/20	Neda Davanipour	3.40	Review, analyze certain Verizon agreements (1.6); review, analyze settlement agreement (.7); review assignment draft agreement and analyze same (.9); correspond with J. Luze and company re same (.2).
01/08/20	Daniel Perlman, P.C.	1.20	Review structure.

Legal Services for the Period Ending January 31, 2020
 Windstream Holdings, Inc.
 Executory Contracts and Unexpired Leases

Invoice Number: 1050025205
 Matter Number: 24706-18

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
01/08/20	David A. Rosenberg, P.C.	2.60	Review lease and issues list re settlement (1.0); telephone conference with B. Weiland, D. Perlman and A. Sexton re same (.9); telephone conference with B. Weiland and PJT re lease issues (.7).
01/08/20	Al Stemp, P.C.	2.80	Telephone conference with K&E team re issues list for settlement proposal (.6); review characterization of TI assets under current lease and settlement proposal (1.3); telephone conference with K&E teams and financial advisor re proposed settlement structure (.4); review lease (.3); review and analyze correspondence (.2).
01/08/20	Dan Walbrun	3.50	Review and analyze deal materials and prepare for internal and external telephone conferences (.5); prepare lease issues list (.9); telephone conference with K&E team, RE financial advisor re proposed settlement structure (1.0); telephone conference with PJT (.7); correspond with K&E team re open issues (.4).
01/09/20	Neda Davanipour	2.10	Review, analyze various motions to assume and assign precedent (1.1); analyze settlement draft and correspond re same (.5); prepare for and participate in telephone conference with Company (.5).
01/09/20	Heidi Hockberger	5.00	Draft summary of TCI terms (1.8); correspond with K&E team re same (.7); conference with PJT, Evercore, and Paul Weiss re Uniti settlement (2.5).
01/09/20	Trudy Smith	0.80	Review correspondence re contract assumption and rejection (.2); correspond and telephone conference with H. Cohen re same (.5); correspond with Company re same (.1).
01/10/20	Emily Flynn	0.60	Draft, revise stipulation re deadline extension (.4); correspond with T. Smith re same (.2).
01/10/20	Tommy Scheffer	0.80	Correspond and telephone conference with M. Bolesta, A&M, K&E teams re equipment leases.
01/10/20	Trudy Smith	0.20	Correspond with E. Flynn re Georgia Power stipulation.
01/10/20	Al Stemp, P.C.	1.80	Review lease re proposed settlement and bifurcation.

Legal Services for the Period Ending January 31, 2020
 Windstream Holdings, Inc.
 Executory Contracts and Unexpired Leases

Invoice Number: 1050025205
 Matter Number: 24706-18

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
01/11/20	Chris Ceresa	1.50	Review correspondence re assumption and assignment with N. Davanipour (.1); research and review relevant procedures (.5); research previous assumptions and assignment (.3); draft notice of assumption and assignment (.6).
01/13/20	Chris Ceresa	1.40	Revise notice of assumption and assignment (.4); revise CNO and proposed order (.9); correspond with N. Davanipour re notice of assumption and assignment, CNO and order (.1).
01/13/20	David A. Rosenberg, P.C.	0.90	Review and analyze tax issues and lease term sheet.
01/13/20	Al Stemp, P.C.	4.00	Review existing MLA (1.6); revise issues list re lease bifurcation (1.9); review and analyze correspondence (.5).
01/13/20	Dan Walbrun	2.00	Review and analyze deal materials.
01/14/20	Chris Ceresa	0.60	Conference with N. Davanipour re assume and assign (.4); revise assume and assign notice (.2).
01/14/20	Neda Davanipour	2.90	Prepare for and attend telephone conference with N. Winters re EarthLink related agreement (.5) review, analyze assumption and rejection procedures motion (1.1); prepare, review notice of assumption (.2); comment on same (.9); review docket re certain claim and correspond with C. Ceresa re same (.2).
01/14/20	Stephen E. Hessler, P.C.	0.50	Telephone conference with K&E team re lease issues.
01/14/20	Margaret Reiney	1.80	Research claims related to executory contracts.
01/14/20	David A. Rosenberg, P.C.	1.50	Telephone conference with M. Kieselstein, A. Sexton and R. Howell re tax and accounting issues.

Legal Services for the Period Ending January 31, 2020

Invoice Number:

1050025205

Windstream Holdings, Inc.

Matter Number:

24706-18

Executory Contracts and Unexpired Leases

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
01/14/20	Trudy Smith	1.30	Correspond with Company re assumption deadline extension (.1); review draft extension stipulation and correspond with E. Flynn re same (.2); correspond with H. Cohen re same (.1); correspond with J. Luze re automatic stay extension request and hearing (.2); read and analyze reply to objection to motion for stay relief (.3); correspond with M. Reiney re counterparty performance during period before assumption and review research re same (.2); research same (.2).
01/14/20	Al Stemp, P.C.	3.50	Telephone conference with K&E teams re true lease issues and litigation/settlement status (1.5); follow-up re same with D. Rosenberg and D. Walbrun (.4); attention to lease bifurcation issues summary (.8); telephone conferences with D. Walbrun re same (.8).
01/14/20	Dan Walbrun	6.00	Review and analyze deal materials (2.3); prepare lease bifurcation issues list and internal questions (3.3); telephone conference with A. Stemp re open issues (.4).
01/14/20	Brad Weiland	0.80	Telephone conference with K&E team re lease items (.4); follow up re same, including correspondence with team re same (.4).
01/15/20	Emily Flynn	0.80	Telephone conferences and correspond with landlord's counsel re stipulation (.3); revise same (.3); correspond with T. Smith re same (.1); correspond with Company re same (.1).
01/15/20	David A. Rosenberg, P.C.	1.10	Telephone conference with B. Levy re true lease opinion (.4); correspond with A. Sexton re same (.4); review lease issues list (.3).
01/15/20	Trudy Smith	2.30	Correspond with Milbank re counterparty agreement amounts and review correspondence with Company re same (.3); revise assumption stipulation (.2); telephone conference and correspond with H. Cohen re same (.2); correspond with E. Flynn re same (.2); research re contract counterparty performance requirements (.6); correspond with Company re same (.2); telephone conference and correspond with D. Swan re seal motion (.2); correspond and telephone conference with S. Caldwell-McMillan re contract counterparty motion (.4).

Legal Services for the Period Ending January 31, 2020
 Windstream Holdings, Inc.
 Executory Contracts and Unexpired Leases

Invoice Number: 1050025205
 Matter Number: 24706-18

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
01/15/20	Al Stemp, P.C.	0.50	Review correspondence re true lease issues.
01/15/20	Dan Walbrun	0.50	Attend to open deal issues (.2); review and analyze deal documents (.2); correspond with K&E team re open issues (.1).
01/16/20	Emily Flynn	0.70	Telephone conference and correspond with landlord's counsel re stipulation (.2); correspond with T. Smith, Company re same (.2); revise, prepare stipulation for filing (.3).
01/16/20	Trudy Smith	0.50	Telephone conference with A&M and Company re partner settlements (.3); correspond with A&M re same (.1); correspond with E. Flynn re filing stipulation (.1).
01/16/20	Dan Walbrun	0.50	Attend to open deal issues (.2); review and analyze deal documents (.2); correspond with K&E team re open issues (.1).
01/17/20	John R. Luze	0.80	Review and analyze issues re executory contract assumption (.3); conference with Company re same (.5).
01/17/20	David A. Rosenberg, P.C.	0.50	Telephone conference with A. Stemp and D. Walbrun re lease issues.
01/17/20	Al Stemp, P.C.	2.30	Telephone conference with K&E teams re process and substantive issue around true lease analysis and litigation versus settlement issues (1.2); telephone conference with D. Walbrun re lease bifurcation issues list (.5); review and analyze correspondence (.6).
01/17/20	Dan Walbrun	1.50	Telephone conference with A. Stemp re lease bifurcation (.5); revise issues list and analyze deal materials (.6); correspond with K&E team re open issues (.4).
01/17/20	Brad Weiland	0.90	Correspond and telephone conferences with Company, working group re lease and contract items.
01/18/20	Brad Weiland	0.80	Review and analyze lease and contract items and correspond with working group re same.
01/20/20	Al Stemp, P.C.	1.20	Review Uniti revised settlement proposal (.9); review correspondence re same (.3).
01/20/20	Dan Walbrun	0.50	Attend to open lease matters.
01/20/20	Brad Weiland	1.20	Correspond with team re lease and contract items (.4); prepare for and participate in telephone conference re real estate and other lease items (.8).

Legal Services for the Period Ending January 31, 2020
 Windstream Holdings, Inc.
 Executory Contracts and Unexpired Leases

Invoice Number: 1050025205
 Matter Number: 24706-18

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
01/21/20	Andrew Polansky	0.30	Review, analyze precedent re executory contract liability.
01/21/20	David A. Rosenberg, P.C.	1.30	Review and analyze revised term sheet (.5); telephone conference with B. Weiland and A. Stemp re workstreams and real estate documentation (.8).
01/21/20	Al Stemp, P.C.	1.70	Telephone conference with K&E teams re status and next steps (.6); review Uniti settlement proposal (.7); correspond with K&E team re open items (.4).
01/21/20	Dan Walbrun	3.40	Review and analyze revised term sheet (2.6); attend to open lease issues (.4); correspond with K&E re open issues (.4).
01/21/20	Brad Weiland	1.30	Correspond and telephone conference with K&E team re contract and lease items (1.1); review and analyze same (.2).
01/22/20	Trudy Smith	1.00	Review plan of reorganization language re joint and several liabilities (.2); correspond with K&E team re same (.1); review and analyze agreement re termination rights (.7).
01/22/20	Dan Walbrun	5.40	Attend to open real estate issues (2.8); correspond with K&E team re open issues (.9); prepare initial modifications to lease agreement (1.7).
01/23/20	Margaret Reiney	1.30	Review contracts re executory status.
01/23/20	Trudy Smith	6.50	Telephone conference and correspond with E. Flynn re objection to stay relief motion (.2); review and analyze case law re contract termination rights and automatic stay (3.6); correspond with H. Cohen re contract review office conference (.1); correspond with M. Reiney and E. Flynn re contract review (.3); review contract and analyze termination rights (.8); correspond and conference with S. Caldwell-McMillan re same (1.3); correspond with A&M re contract analysis (.2).
01/24/20	Trudy Smith	4.40	Review and analyze contracts with counterparty (1.9); analyze legal questions re same (1.4); draft correspondence to A&M re same (.6); correspond with J. Randall and J. Luze re catch up telephone conference on same (.3); correspond and telephone conference with S. Caldwell-McMillan re same (.2).

Legal Services for the Period Ending January 31, 2020
 Windstream Holdings, Inc.
 Executory Contracts and Unexpired Leases

Invoice Number: 1050025205
 Matter Number: 24706-18

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
01/27/20	Trudy Smith	3.20	Correspond with Company re stipulation to further extend deadline (.2); correspond with E. Flynn re draft of same (.1); review and analyze contract re termination analysis (1.9); draft correspondence to A&M re analysis of same (.4); correspond with A&M and J. Luze re contract counterparty stay relief motion (.4); correspond with C. Oppenheim re stipulation for submission to chambers (.1); correspond with H. Cohen re stipulation update (.1).
01/28/20	Emily Flynn	4.80	Analyze Georgia Power contracts (3.8); draft summary re same (.7); correspond with M. Reiney re same (.1); draft, revise stipulation re Digital Realty extension (.2).
01/28/20	Margaret Reiney	2.30	Review contracts to determine executory status.
01/28/20	Trudy Smith	1.10	Telephone conference and correspond with A&M and J. Luze re settlement letters (.4); review draft stipulation to extend 365(d)(4) deadline (.2); correspond with Stoel Rivers re draft of same (.1); correspond with E. Flynn re contract review and stipulation (.2); correspond with D. King re contract and claim inquiry (.2).
01/28/20	Dan Walbrun	5.80	Conference with K&E team re open issues (2.8); review and analyze deal materials (1.6); attend to lease bifurcation issues (1.4).
01/29/20	Dan Walbrun	5.40	Attend to open real estate issues (3.4); correspond with K&E team open issues (.4); prepare initial modifications to lease agreement (1.6).
01/30/20	Anthony Abate	0.80	Search for and distribute precedent motions to assume contracts/leases as amended.
01/30/20	Chris Ceresa	3.30	Draft motion for assumption of executory contract as amended (2.6); participate in telephone conference with N. Davanipour re same (.1); correspond with same re same (.1); research re same (.3); draft order re same (.2).

Legal Services for the Period Ending January 31, 2020

Invoice Number:

1050025205

Windstream Holdings, Inc.

Matter Number:

24706-18

Executory Contracts and Unexpired Leases

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
01/30/20	Trudy Smith	2.40	Review and revise settlement letter language (.2); correspond with A&M and J. Luze re same (.2); correspond with J. Randall re counterparty contract negotiations and adjournment (.1); read and analyze agreements re executory contract status (1.2); correspond and telephone conference with H. Cohen and J. Luze re same (.7).
01/31/20	Chris Ceresa	0.50	Review and revise assumption motion (.4); correspond re same w L. Rosenberg (.1).
01/31/20	Carrie Therese Oppenheim	0.20	Prepare Digital Realty 365(d)(4) stipulation for filing.
01/31/20	Leo Rosenberg	0.60	Prepare motion to assume executory contract for C. Ceresa.
01/31/20	Trudy Smith	0.90	Correspond with Company and Stoel re draft stipulation (.2); prepare and review filing version re same (.5); correspond with J. Luze re same (.1); correspond with E. Flynn re same (.1).
01/31/20	Al Stemp, P.C.	0.80	Review revised settlement term sheet (.1); review lease bifurcation draft (.2); conferences with D. Walbrun re same (.4); review correspondence (.1).
01/31/20	Dan Walbrun	0.90	Correspond with K&E team re open issues (.6); review and analyze deal materials (.2); attend to lease bifurcation issues (.1).
01/31/20	Brad Weiland	2.50	Review and analyze potential contract and lease amendment items.
Total		172.10	

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

March 30, 2020

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

Attn: Kristi Moody, Esq.

Invoice Number: 1050025206

Client Matter: 24706-19

In the Matter of Hearings

For legal services rendered through January 31, 2020
(see attached Description of Legal Services for detail)

\$ 43,985.00

Total legal services rendered

\$ 43,985.00

Legal Services for the Period Ending January 31, 2020
 Windstream Holdings, Inc.
 Hearings

Invoice Number: 1050025206
 Matter Number: 24706-19

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Anthony Abate	0.60	340.00	204.00
Uzo Dike	1.00	415.00	415.00
Cassandra E. Fenton	0.50	835.00	417.50
Stephen E. Hessler, P.C.	3.50	1,635.00	5,722.50
Richard U. S. Howell, P.C.	4.90	1,245.00	6,100.50
Marc Kieselstein, P.C.	5.40	1,635.00	8,829.00
Hannah Kupsky	11.00	340.00	3,740.00
John R. Luze	3.10	1,085.00	3,363.50
Michele Manzo	0.30	275.00	82.50
Carrie Therese Oppenheim	4.00	445.00	1,780.00
Francis Petrie	0.80	845.00	676.00
Tommy Scheffer	0.90	740.00	666.00
Ravi Subramanian Shankar	5.00	1,075.00	5,375.00
Trudy Smith	2.00	845.00	1,690.00
Gregory Tsonis	0.50	970.00	485.00
Brad Weiland	3.30	1,345.00	4,438.50
TOTALS	46.80		\$ 43,985.00

Legal Services for the Period Ending January 31, 2020
 Windstream Holdings, Inc.
 Hearings

Invoice Number: 1050025206
 Matter Number: 24706-19

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
01/07/20	Carrie Therese Oppenheim	0.80	Review, revise January 16 hearing agenda.
01/07/20	Francis Petrie	0.80	Correspond with K&E team, Katten team, Chambers re agenda and hearing logistics.
01/10/20	Carrie Therese Oppenheim	0.60	Review, revise January 16 agenda.
01/10/20	Ravi Subramanian Shankar	0.30	Prepare for and attend conference with Chambers re Uniti status conference.
01/13/20	Anthony Abate	0.60	Compile 1/16 hearing agenda items.
01/13/20	Hannah Kupsky	1.70	Revise agenda re 1/16 hearing and correspond re same (.6); prepare for and file agenda (.5) prepare binder of hearing materials (.6).
01/14/20	Stephen E. Hessler, P.C.	1.00	Telephone conference and correspond with K&E team and Company re hearing.
01/14/20	Hannah Kupsky	2.10	Deliver hearing materials to chambers (2.0); prepare device order for hearing (.1).
01/14/20	Michele Manzo	0.30	Facilitate CourtCall re January 16th hearing.
01/15/20	Marc Kieselstein, P.C.	1.40	Review scheduling issues and prepare for hearing.
01/15/20	Hannah Kupsky	3.30	Prepare materials for omnibus hearing (2.8); revise agenda and file re same (.5).
01/15/20	Carrie Therese Oppenheim	1.10	Prepare hearing materials re Uniti status conference.
01/15/20	Carrie Therese Oppenheim	1.20	Draft amended agenda re January 16 (.3); file same (.1); prepare January 16 hearing materials (.8).
01/15/20	Tommy Scheffer	0.90	Correspond with K&E team re hearing logistics.
01/15/20	Brad Weiland	0.90	Review and analyze matters for hearing and status re same (.5); correspond with K&E team re same (.4).
01/16/20	Uzo Dike	0.50	Telephonically attend hearing.
01/16/20	Stephen E. Hessler, P.C.	1.00	Telephone conference and correspond with K&E team re hearing.
01/16/20	Richard U. S. Howell, P.C.	3.50	Prepare for and argue at omnibus hearing re adversary hearing scheduling and related issues.
01/16/20	Marc Kieselstein, P.C.	4.00	Travel to and attend omnibus hearing.
01/16/20	Hannah Kupsky	2.00	Attend and assist at hearing.
01/16/20	Hannah Kupsky	1.90	Prepare additional materials for hearing.

Legal Services for the Period Ending January 31, 2020
 Windstream Holdings, Inc.
 Hearings

Invoice Number: 1050025206
 Matter Number: 24706-19

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
01/16/20	John R. Luze	3.10	Attend and participate in KEIP/KERP hearing.
01/16/20	Trudy Smith	2.00	Attend hearing re claims objection, KEIP/KERP, and other matters.
01/16/20	Brad Weiland	2.40	Prepare for and attend hearing by telephone (2.0); correspond with K&E team re same (.4).
01/17/20	Ravi Subramanian Shankar	0.30	Prepare for and attend conference with Chambers re trial dates.
01/22/20	Ravi Subramanian Shankar	1.70	Prepare for telephonic hearing.
01/23/20	Uzo Dike	0.50	Attend telephonically status conference hearing.
01/23/20	Cassandra E. Fenton	0.50	Attend status hearing telephonically.
01/23/20	Stephen E. Hessler, P.C.	1.50	Telephone conference with K. Moody re status update hearing (.5); attend status conference telephonically (1.0).
01/23/20	Richard U. S. Howell, P.C.	1.40	Prepare for and attend telephonic court hearing re litigation schedule.
01/23/20	Ravi Subramanian Shankar	2.30	Prepare for telephonic status hearing.
01/23/20	Gregory Tsonis	0.50	Telephonically attend status conference re litigation schedule.
01/30/20	Ravi Subramanian Shankar	0.40	Prepare for and attend conference with Chambers re Uniti adversary.
01/31/20	Carrie Therese Oppenheim	0.30	Revise February 12 hearing agenda.
Total		46.80	

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

March 30, 2020

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

Attn: Kristi Moody, Esq.

Invoice Number: 1050025207

Client Matter: 24706-22

In the Matter of Plan/Disclosure Statement/Confirmation

For legal services rendered through January 31, 2020
(see attached Description of Legal Services for detail)

\$ 90,370.50

Total legal services rendered

\$ 90,370.50

Legal Services for the Period Ending January 31, 2020

Invoice Number:

1050025207

Windstream Holdings, Inc.

Matter Number:

24706-22

Plan/Disclosure Statement/Confirmation

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Chris Ceresa	5.40	610.00	3,294.00
Neda Davanipour	5.20	845.00	4,394.00
Stephen E. Hessler, P.C.	12.10	1,635.00	19,783.50
Heidi Hockberger	1.20	845.00	1,014.00
Marc Kieselstein, P.C.	2.80	1,635.00	4,578.00
Ross M. Kwasteniet, P.C.	1.60	1,595.00	2,552.00
John R. Luze	7.50	1,085.00	8,137.50
Francis Petrie	8.60	845.00	7,267.00
Tommy Scheffer	10.10	740.00	7,474.00
Brad Weiland	23.70	1,345.00	31,876.50
TOTALS	78.20		\$ 90,370.50

Legal Services for the Period Ending January 31, 2020

Invoice Number:

1050025207

Windstream Holdings, Inc.

Matter Number:

24706-22

Plan/Disclosure Statement/Confirmation

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
01/01/20	Brad Weiland	0.90	Review and analyze potential restructuring alternatives and materials re same.
01/02/20	Brad Weiland	1.40	Correspond with Company, K&E team re restructuring strategy items (.5); review and analyze materials re same (.5); follow up re same (.4).
01/03/20	Heidi Hockberger	0.60	Correspond with K&E team re chapter 11 plan.
01/04/20	Brad Weiland	0.90	Review and analyze materials re potential restructuring strategy.
01/05/20	Brad Weiland	1.90	Review and analyze materials re restructuring strategy (.6); correspond and telephone conferences with Company, PJT, K&E teams re same (1.3).
01/06/20	Brad Weiland	1.40	Review and analyze restructuring strategy (.6); telephone conferences with Company, advisors re same (.8).
01/07/20	Stephen E. Hessler, P.C.	1.50	Telephone conference and correspond with K&E team re disclosure statement illustrative work plan (.5); telephone conference and correspond with K&E team and Company re next steps (1.0).
01/07/20	Brad Weiland	2.20	Strategize re restructuring next steps (.9); correspond and telephone conferences with Company, advisors re same (1.3).
01/08/20	Brad Weiland	1.00	Review and analyze restructuring strategy and correspond with K&E team, Company re same.
01/10/20	Stephen E. Hessler, P.C.	1.00	Telephone conference with K&E team, PJT and A&M re status update (.5); telephone conference with K&E team, Company, PJT and A&M re status update (.5).
01/13/20	Brad Weiland	1.20	Conference with Company, PJT re restructuring strategy and next steps.
01/14/20	Stephen E. Hessler, P.C.	1.00	Prepare for and participate in telephone conference with Company and K&E team re plan of reorganization.
01/14/20	Ross M. Kwasteniet, P.C.	0.50	Analyze materials re plan process.
01/14/20	John R. Luze	1.20	Conference and correspond with Company re plan and disclosure statement issues.

Legal Services for the Period Ending January 31, 2020
 Windstream Holdings, Inc.
 Plan/Disclosure Statement/Confirmation

Invoice Number: 1050025207
 Matter Number: 24706-22

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
01/14/20	Brad Weiland	2.10	Correspond and telephone conferences with Company, K&E, PJT teams re restructuring strategy, status, new developments (1.6); telephone conference with Company, K&E team re plan items (.5).
01/15/20	Tommy Scheffer	3.90	Review and revise disclosure statement.
01/16/20	Tommy Scheffer	0.90	Review disclosure statement (.3); revise same (.6).
01/16/20	Brad Weiland	0.80	Correspond with K&E team re plan process (.2); review and analyze restructuring strategy and next steps (.6).
01/17/20	Marc Kieselstein, P.C.	2.80	Analyze next steps in light of recent developments (.9); telephone conference with 2L advisors re same (.7); consider plan structuring options (1.2).
01/17/20	Brad Weiland	1.10	Telephone conference with Company, S. Hessler re strategy (.3); telephone conference with Company re strategy and next steps (.8).
01/21/20	Chris Ceresa	5.40	Research third party releases (2.6); draft memorandum re same (1.8); revise memorandum re same (.8); correspond with T. Scheffer re same (.2).
01/21/20	Stephen E. Hessler, P.C.	2.00	Telephone conference with K&E team, Milbank, Houlihan and PJT re status update (.5); telephone conference with K. Moody re work in process (.6); telephone conference and correspond with K&E team and Company re same (.9).
01/21/20	Tommy Scheffer	0.90	Review draft disclosure statement, motion re same (.3); revise same (.6).
01/22/20	Stephen E. Hessler, P.C.	1.50	Telephone conference with K&E team re case process (.5); telephone conference with K. Moody re same (.5); telephone conference and correspond with K&E team and Company re same (.5).
01/22/20	Brad Weiland	0.90	Review and analyze restructuring strategy (.5); correspond and telephone conference with PJT re same (.4).
01/23/20	Ross M. Kwasteniet, P.C.	1.10	Analyze plan structure alternatives and timeline.

Legal Services for the Period Ending January 31, 2020
 Windstream Holdings, Inc.
 Plan/Disclosure Statement/Confirmation

Invoice Number: 1050025207
 Matter Number: 24706-22

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
01/24/20	Stephen E. Hessler, P.C.	1.30	Telephone conference with K&E team re work in process (.3); telephone conference with K&E team, Company, PJT and A&M re next steps (1.0).
01/24/20	Francis Petrie	1.70	Correspond with K&E team re disclosure statement (.3); review materials re same (1.4).
01/24/20	Brad Weiland	1.70	Telephone conferences with Company, K&E team, other advisors re restructuring strategy (.8); follow up re same (.9).
01/25/20	Stephen E. Hessler, P.C.	1.80	Telephone conference and correspond with K&E team re status update (.5); telephone conference with B. Weiland re same (.3); telephone conference and correspond with K&E team and Company re work in process and next steps (1.0).
01/26/20	Brad Weiland	0.60	Correspond and telephone conferences with K&E team re restructuring strategy.
01/27/20	John R. Luze	2.90	Draft and revise chapter 11 plan (2.4); conference and correspond with K&E team re same (.5).
01/27/20	Francis Petrie	3.20	Review and revise disclosure statement.
01/27/20	Tommy Scheffer	1.10	Correspond with K&E team re disclosure statement (.4); review and revise same (.7).
01/27/20	Brad Weiland	1.50	Conferences with Company re restructuring strategy and next steps.
01/28/20	Neda Davanipour	5.20	Review, analyze chapter 11 plan (1.4); revise same (3.4); correspond with J. Luze re same (.4).
01/28/20	John R. Luze	2.20	Draft and revise disclosure statement to chapter 11 plan (1.1); draft and revise chapter 11 plan (.8); conference and correspond with K&E team re same (.3).
01/28/20	Francis Petrie	3.70	Review and revise disclosure statement.
01/28/20	Tommy Scheffer	3.30	Review and revise disclosure statement (2.5); correspond and telephone conferences with K&E team re same (.8).
01/29/20	Stephen E. Hessler, P.C.	1.00	Telephone conference with K&E team, PJT and Chambers re status update (.5); telephone conference with K&E team and Company re same (.5).
01/30/20	John R. Luze	1.20	Review and analyze plan and disclosure statement issues (.8); conference and correspond with K&E team re same (.4).

Legal Services for the Period Ending January 31, 2020

Invoice Number: 1050025207

Windstream Holdings, Inc.

Matter Number: 24706-22

Plan/Disclosure Statement/Confirmation

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
01/31/20	Stephen E. Hessler, P.C.	1.00	Telephone conference and correspond with K&E team and Company re work in process.
01/31/20	Heidi Hockberger	0.60	Analyze emergence work plan.
01/31/20	Brad Weiland	4.10	Review and analyze restructuring strategy items (1.3); telephone conferences with Company, working group re same (2.8).
Total		78.20	

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

March 30, 2020

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

Attn: Kristi Moody, Esq.

Invoice Number: 1050025208

Client Matter: 24706-24

In the Matter of K&E Retention and Fee Matters

For legal services rendered through January 31, 2020
(see attached Description of Legal Services for detail)

\$ 12,889.50

Total legal services rendered

\$ 12,889.50

Legal Services for the Period Ending January 31, 2020

Invoice Number:

1050025208

Windstream Holdings, Inc.

Matter Number:

24706-24

K&E Retention and Fee Matters

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Anthony Abate	1.70	340.00	578.00
Emily Flynn	1.10	740.00	814.00
Ross M. Kwasteniet, P.C.	0.50	1,595.00	797.50
John R. Luze	1.50	1,085.00	1,627.50
Michele Manzo	0.30	275.00	82.50
Carrie Therese Oppenheim	1.50	445.00	667.50
Francis Petrie	0.90	845.00	760.50
Margaret Reiney	7.40	610.00	4,514.00
Tommy Scheffer	2.80	740.00	2,072.00
Trudy Smith	0.20	845.00	169.00
Brad Weiland	0.60	1,345.00	807.00
TOTALS	18.50		\$ 12,889.50

Legal Services for the Period Ending January 31, 2020
 Windstream Holdings, Inc.
 K&E Retention and Fee Matters

Invoice Number: 1050025208
 Matter Number: 24706-24

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
01/02/20	Margaret Reiney	1.40	Correspond with M. Vera re K&E weekly fee estimate (.2); revise weekly fee estimate (1.2).
01/02/20	Tommy Scheffer	0.60	Review and revise fee estimate report (.4); correspond with Company and A&M, K&E teams re same (.2).
01/02/20	Brad Weiland	0.60	Review and analyze fee application and status re same.
01/03/20	Carrie Therese Oppenheim	0.30	Revise notice of second interim fee hearing.
01/07/20	Anthony Abate	0.20	Prepare and draft eighth monthly fee invoice.
01/08/20	Emily Flynn	0.20	Correspond with T. Smith re supplemental declaration.
01/08/20	Margaret Reiney	1.70	Correspond with M. Vera re weekly fee estimate (.2); revise weekly fee estimate (1.1); correspond with T. Scheffer re same (.4).
01/08/20	Tommy Scheffer	0.40	Review and revise K&E fee estimate report (.2); correspond with Company and A&M, K&E teams re same (.2).
01/10/20	Emily Flynn	0.90	Analyze docket re potential conflicts (.2); revise materials re same (.4); correspond with T. Smith, K&E team re same (.3).
01/10/20	Carrie Therese Oppenheim	0.80	Review, revise notice of second interim fee hearing (.6); file same (.2).
01/10/20	Francis Petrie	0.30	Correspond re fee notice filing.
01/13/20	Trudy Smith	0.20	Correspond with MoFo and F. Petrie re interested parties list (.1); correspond with E. Flynn re same (.1).
01/15/20	Michele Manzo	0.30	Draft November monthly fee statement.
01/15/20	Margaret Reiney	1.80	Correspond with M. Vera re weekly fee estimate (.2); revise weekly fee estimate for Company (1.6).
01/15/20	Tommy Scheffer	0.40	Correspond and conference with Company and A&M, K&E teams re fee estimate report (.3); review and revise same (.1).
01/21/20	Tommy Scheffer	0.30	Correspond with A&M, K&E teams re fee estimate reporting.
01/23/20	Margaret Reiney	1.20	Correspond with M. Vera re WIN fee estimate (.1); compile weekly fee estimate (.8); correspond with T. Scheffer re same (.3).

Legal Services for the Period Ending January 31, 2020
 Windstream Holdings, Inc.
 K&E Retention and Fee Matters

Invoice Number: 1050025208
 Matter Number: 24706-24

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
01/23/20	Tommy Scheffer	0.50	Correspond with Company, A&M, K&E teams re fee estimate report (.2); review and revise same (.3).
01/24/20	Ross M. Kwasteniet, P.C.	0.50	Review and analyze fee statements.
01/27/20	John R. Luze	1.50	Review and analyze fee statement re U.S. Trustee guideline compliance and privilege.
01/28/20	Anthony Abate	0.80	Draft ninth monthly fee statement for attorney review.
01/28/20	Carrie Therese Oppenheim	0.20	Review K&E monthly fee statement.
01/28/20	Francis Petrie	0.60	Correspond and prepare fee statement.
01/29/20	Anthony Abate	0.20	Review and revise ninth monthly fee statement.
01/29/20	Carrie Therese Oppenheim	0.20	Revise K&E monthly fee statement.
01/29/20	Margaret Reiney	1.30	Revise K&E weekly fee estimate (1.1); correspond with M. Vera re same (.2).
01/29/20	Tommy Scheffer	0.60	Correspond with Company, A&M, K&E teams re fee estimate report (.3); review and revise same (.3).
01/30/20	Anthony Abate	0.50	Prepare file and serve ninth monthly fee statement and declaration of disinterestedness.
Total		18.50	

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

March 30, 2020

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

Attn: Kristi Moody, Esq.

Invoice Number: 1050025209

Client Matter: 24706-25

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

For legal services rendered through January 31, 2020
(see attached Description of Legal Services for detail)

\$ 11,082.50

Total legal services rendered

\$ 11,082.50

Legal Services for the Period Ending January 31, 2020

Invoice Number:

1050025209

Windstream Holdings, Inc.

Matter Number:

24706-25

Non-K&E Retention and Fee Matters

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Spencer Caldwell-McMillan	0.90	740.00	666.00
Stephen E. Hessler, P.C.	0.50	1,635.00	817.50
Francis Petrie	0.40	845.00	338.00
Andrew Polansky	0.40	740.00	296.00
Margaret Reiney	3.50	610.00	2,135.00
Tommy Scheffer	1.30	740.00	962.00
Trudy Smith	0.10	845.00	84.50
Brad Weiland	4.30	1,345.00	5,783.50
TOTALS	11.40		\$ 11,082.50

Legal Services for the Period Ending January 31, 2020
 Windstream Holdings, Inc.
 Non-K&E Retention and Fee Matters

Invoice Number: 1050025209
 Matter Number: 24706-25

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
01/01/20	Stephen E. Hessler, P.C.	0.50	Telephone conference and correspond with K&E team, FTI and Evercore re Houlihan engagement letter.
01/08/20	Spencer Caldwell-McMillan	0.40	Review A&M supplemental declaration (.3); correspond with A&M re filing (.1).
01/09/20	Spencer Caldwell-McMillan	0.50	Review and revise supplemental declaration (.2); correspond with K&E team and A&M re filing (.3).
01/09/20	Trudy Smith	0.10	Revise A&M supplemental declaration and correspond with S. Caldwell-McMillan re filing same.
01/16/20	Brad Weiland	1.40	Correspond with Altman Vilandrie counsel, Company, K&E team re Altman Vilandrie items.
01/17/20	Andrew Polansky	0.40	Review, analyze non-K&E fee materials.
01/17/20	Margaret Reiney	0.20	Correspond with A. Gasbarra re excess fee notice.
01/17/20	Brad Weiland	1.20	Correspond with H. Hockberger, J. Altman re Vilandrie items and review and analyze same.
01/20/20	Brad Weiland	0.70	Correspond and telephone conferences with H. Hockberger and AV counsel re Altman Vilandrie items.
01/21/20	Tommy Scheffer	0.90	Analyze SolomonEdwards retention application (.6); correspond with K&E team re same (.3).
01/21/20	Brad Weiland	0.40	Telephone conference re Altman Vilandrie retention items and follow up re same.
01/22/20	Margaret Reiney	0.20	Correspond with A. Gasbarra and F. Petrie re excess fee.
01/22/20	Tommy Scheffer	0.40	Correspond with A&M team re Bryan Cave and Reed Smith engagement letters.
01/24/20	Brad Weiland	0.60	Correspondence and telephone conferences re Altman Vilandrie.
01/28/20	Francis Petrie	0.40	Correspond with M. Reiney re ordinary course professionals.
01/28/20	Margaret Reiney	2.20	Draft third ordinary course professionals compensation report (1.9); correspond with A. Gasbarra and A&M re ordinary course professionals reporting (.3).

Legal Services for the Period Ending January 31, 2020

Invoice Number: 1050025209

Windstream Holdings, Inc.

Matter Number: 24706-25

Non-K&E Retention and Fee Matters

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
01/29/20	Margaret Reiney	0.50	Review third ordinary course professionals report (.1); correspond with F. Petrie re same (.1); draft eighth ordinary course professionals amendment (.2); correspond with F. Petrie re same (.1).
01/30/20	Margaret Reiney	0.40	Review ordinary course professionals notice (.3); correspond with H. Kupsky re same (.1).
Total		11.40	

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

March 30, 2020

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

Attn: Kristi Moody, Esq.

Invoice Number: 1050025210

Client Matter: 24706-26

In the Matter of Schedules and Statements

For legal services rendered through January 31, 2020
(see attached Description of Legal Services for detail)

\$ 13,287.00

Total legal services rendered

\$ 13,287.00

Legal Services for the Period Ending January 31, 2020

Invoice Number:

1050025210

Windstream Holdings, Inc.

Matter Number:

24706-26

Schedules and Statements

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Ryan Besaw	0.30	340.00	102.00
Spencer Caldwell-McMillan	2.10	740.00	1,554.00
Julia R. Foster	4.10	340.00	1,394.00
Hannah Kupsky	2.00	340.00	680.00
Michele Manzo	3.00	275.00	825.00
Carrie Therese Oppenheim	6.90	445.00	3,070.50
Trudy Smith	6.70	845.00	5,661.50
TOTALS	25.10		\$ 13,287.00

Legal Services for the Period Ending January 31, 2020

Invoice Number:

1050025210

Windstream Holdings, Inc.

Matter Number:

24706-26

Schedules and Statements

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
01/16/20	Carrie Therese Oppenheim	0.30	Correspond with P. Kinealy re amended schedules filing and process.
01/16/20	Trudy Smith	1.00	Revise notices of amended schedules and supplemental bar date (.6); correspond and telephone conferences with KCC re same (.2); correspond with A&M re supplemental schedules (.2).
01/17/20	Spencer Caldwell-McMillan	2.10	Review and revise schedule F and G notices.
01/17/20	Julia R. Foster	4.10	File amended schedules.
01/17/20	Hannah Kupsky	2.00	File amended SoFA and Schedules.
01/17/20	Michele Manzo	3.00	File amended schedules.
01/17/20	Carrie Therese Oppenheim	6.60	Prepare, finalize, file amended schedules (6.0); review procedures for service of same (.4); correspond with T. Smith and KCC team re customized notices (.2).
01/17/20	Trudy Smith	5.20	Revise supplemental claims bar date notices (2.7); telephone conferences and correspond with KCC re same (.4); revise notices of amended schedules (.8); correspond and telephone conference with C. Oppenheim re filing amended schedules (.2); review same (.6); correspond with A&M re amended schedules (.2); correspond with S. Caldwell-McMillan re comments to revised supplemental notices (.3).
01/21/20	Ryan Besaw	0.30	File, serve notices of amended schedules.
01/21/20	Trudy Smith	0.50	Prepare amended schedules re filing (.2); correspond with K&E team re same (.1); correspond and telephone conference with A. Gorman re schedules (.2).
Total		25.10	

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

March 30, 2020

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

Attn: Kristi Moody, Esq.

Invoice Number: 1050025211

Client Matter: 24706-27

In the Matter of Tax Matters

For legal services rendered through January 31, 2020
(see attached Description of Legal Services for detail)

\$ 87,914.00

Total legal services rendered

\$ 87,914.00

Legal Services for the Period Ending January 31, 2020

Invoice Number:

1050025211

Windstream Holdings, Inc.

Matter Number:

24706-27

Tax Matters

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Marc Kieselstein, P.C.	2.00	1,635.00	3,270.00
William A. Levy, P.C.	23.80	1,645.00	39,151.00
Todd F. Maynes, P.C.	1.50	1,845.00	2,767.50
Liz Miller	1.30	340.00	442.00
Anthony Vincenzo Sexton	23.10	1,265.00	29,221.50
Nicholas Warther	10.50	975.00	10,237.50
Brad Weiland	2.10	1,345.00	2,824.50
TOTALS	64.30		\$ 87,914.00

Legal Services for the Period Ending January 31, 2020
 Windstream Holdings, Inc.
 Tax Matters

Invoice Number: 1050025211
 Matter Number: 24706-27

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
01/02/20	Anthony Vincenzo Sexton	0.90	Telephone conference with Company and KPMG re deal status (.2); correspond with Company and K&E team re public filings (.2); review and revise PLR submission materials (.5).
01/03/20	Anthony Vincenzo Sexton	0.20	Review and revise PLR submission materials.
01/03/20	Nicholas Warther	0.50	Correspond with A. Sexton, Company re revised draft of PLR.
01/04/20	Nicholas Warther	0.90	Review new revenue procedure re PLR components and revise PLR accordingly.
01/06/20	Anthony Vincenzo Sexton	0.20	Correspond with K&E team re property tax issues (.1); correspond with Company re PLR submission (.1).
01/06/20	Nicholas Warther	0.20	Correspond with A. Sexton re PLR submission.
01/07/20	William A. Levy, P.C.	2.00	Review term sheet re capital improvements and associated issues list.
01/07/20	Anthony Vincenzo Sexton	0.90	Telephone conference with Company re property tax issues (.5); correspond with K&E team re financial accounting issues (.2); telephone conference with Company re same (.2).
01/08/20	William A. Levy, P.C.	2.50	Review term sheet re capital improvements and associated issues list (.5); telephone conferences with B. Weiland, A. Sexton, D. Perlman re same (1.0); telephone conferences with K&E, PJT re same (1.0).
01/08/20	Anthony Vincenzo Sexton	2.40	Telephone conference with K&E team re structuring issues (.9); review materials re same (.3); telephone conference with K&E team, KPMG, and Company re standing tax issues (.5); review and revise PLR submission (.2); telephone conference with Company and KPMG re ASC 740 analysis (.5).
01/08/20	Nicholas Warther	4.30	Compile components of PLR request with reference to applicable procedures (2.4); correspond with Windstream, KPMG and K&E team re same (.9); telephone conference with K&E team re next steps in BK process (1.0).

Legal Services for the Period Ending January 31, 2020

Invoice Number:

1050025211

Windstream Holdings, Inc.

Matter Number:

24706-27

Tax Matters

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
01/09/20	Anthony Vincenzo Sexton	0.50	Finalize PLR submission (.3); correspond with Company re tax financial statement issues (.2).
01/09/20	Nicholas Warther	2.10	Compile and finalize PLR request (1.4); correspond with Windstream, KPMG and K&E team re sending to IRS (.7).
01/10/20	William A. Levy, P.C.	1.50	Review lease and appraisal.
01/10/20	Anthony Vincenzo Sexton	1.40	Telephone conference with Company and KPMG re tax financial reporting issues (1.0); review and analyze issues re same (.4).
01/12/20	Anthony Vincenzo Sexton	0.60	Correspond with K&E team and Company re tax financial statement issues.
01/13/20	William A. Levy, P.C.	5.00	Review lease, appraisal, tax opinions (3.5); telephone conferences with A. Sexton re useful life analysis, expert reports, opinion considerations, accounting considerations (1.5).
01/13/20	Anthony Vincenzo Sexton	2.10	Telephone conference with K&E team re lease analysis and related tax issues (.6); telephone conference with K&E team re true lease issues (.6); correspond with K&E team and Company re material for audit committee office conference (.9).
01/14/20	Marc Kieselstein, P.C.	2.00	Telephone conference re potential impact of report (1.2); telephone conference with K&E team re same (.8).
01/14/20	William A. Levy, P.C.	2.50	Telephone conference with K&E team re useful life analysis, expert reports, opinion considerations, accounting considerations (2.0); telephone conferences with K&E team, Windstream (.5).
01/14/20	Todd F. Maynes, P.C.	0.50	Telephone conferences with M. Kieselstein re tax issues.
01/14/20	Anthony Vincenzo Sexton	3.10	Telephone conference with K&E team re tax treatment of lease and negotiation status (1.6); telephone conference with Company and K&E team re audit office conference preparation (.6); review and analyze materials re same (.5); telephone conference with KPMG and Company tax re same (.4).
01/15/20	William A. Levy, P.C.	0.50	Telephone conferences with D. Rosenberg, A. Sexton re true lease opinion considerations.

Legal Services for the Period Ending January 31, 2020

Invoice Number:

1050025211

Windstream Holdings, Inc.

Matter Number:

24706-27

Tax Matters

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
01/15/20	Anthony Vincenzo Sexton	3.40	Telephone conference with K&E team and Company re audit committee telephone conference (.5); telephone conference with Company and KPMG re tax analysis and related issues (1.0); telephone conference with committee re audit (1.4); correspond with K&E team re lease analysis issues (.5).
01/15/20	Nicholas Warther	1.00	Telephone conference with Company, KPMG and A. Sexton re tax analysis and related issues.
01/17/20	William A. Levy, P.C.	1.50	Review bifurcation structuring and issues.
01/17/20	Brad Weiland	0.40	Review and analyze tax items.
01/18/20	Anthony Vincenzo Sexton	0.20	Correspond with K&E team re lease analysis issues.
01/18/20	Brad Weiland	1.00	Correspond with A. Sexton re tax items and follow up re same (.6); review and analyze materials re same and correspond with Company re same (.4).
01/19/20	Anthony Vincenzo Sexton	0.20	Correspond with K&E team re lease analysis issues.
01/20/20	Brad Weiland	0.70	Correspond and telephone conferences with K&E team re tax items.
01/21/20	William A. Levy, P.C.	2.30	Conference with K&E team re tax issues (.8); telephone conference with T. Maynes and A. Sexton re same (1.5).
01/21/20	Todd F. Maynes, P.C.	1.00	Conference with A. Sexton and W. Levy re tax matter issues.
01/21/20	Anthony Vincenzo Sexton	2.60	Telephone conference with K&E team re lease issues and negotiation status (.7); conference with K&E team re same (.9); telephone conference with KPMG and Company re tax opinion issues (1).
01/22/20	Anthony Vincenzo Sexton	1.60	Telephone conference with Company and KPMG re tax structuring and lease issues (.8); correspond with K&E team re creditor issues and related matters (.4); review lease opinion issues (.4).
01/22/20	Nicholas Warther	0.70	Telephone conference with Company, KPMG, A. Sexton re tax structuring and related issues.
01/23/20	William A. Levy, P.C.	1.50	Review, analyze revised term sheet.
01/25/20	Anthony Vincenzo Sexton	0.20	Correspond with PJT re REIT tax issues.

Legal Services for the Period Ending January 31, 2020
 Windstream Holdings, Inc.
 Tax Matters

Invoice Number: 1050025211
 Matter Number: 24706-27

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
01/29/20	William A. Levy, P.C.	2.50	Review valuation report materials.
01/29/20	Anthony Vincenzo Sexton	1.50	Telephone conference with Company and KPMG re tax modeling and related issues (.6); review materials re same (.2); correspond with K&E team re lease analysis (.3); review report (.4).
01/29/20	Nicholas Warther	0.80	Telephone conference with A. Sexton, KPMG and Company re tax modeling and related issues.
01/30/20	William A. Levy, P.C.	2.00	Review valuation report materials.
01/30/20	Liz Miller	1.30	Review audit inquiry letter re Windstream Holdings, Inc. and Windstream Services LLC (.4); review file and previous letter (.4); create Company record, KENI Company, matter search (.3); prepare and send out internal survey memorandum (.2).
01/30/20	Anthony Vincenzo Sexton	0.80	Telephone conference with Company re tax audit issues (.3); correspond with K&E team re same (.3); review expert report issues (.2).
01/31/20	Anthony Vincenzo Sexton	0.30	Correspond with K&E team and Company re accounting issues.
Total		64.30	

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

March 30, 2020

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

Attn: Kristi Moody, Esq.

Invoice Number: 1050025213

Client Matter: 24706-28

In the Matter of Travel

For legal services rendered through January 31, 2020
(see attached Description of Legal Services for detail)

\$ 50,266.00

Total legal services rendered

\$ 50,266.00

Legal Services for the Period Ending January 31, 2020

Invoice Number:

1050025213

Windstream Holdings, Inc.

Matter Number:

24706-28

Travel

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Heidi Hockberger	15.00	845.00	12,675.00
Richard U. S. Howell, P.C.	2.40	1,245.00	2,988.00
Marc Kieselstein, P.C.	3.40	1,635.00	5,559.00
John R. Luze	2.10	1,085.00	2,278.50
Brad Weiland	19.90	1,345.00	26,765.50
TOTALS	42.80		\$ 50,266.00

Legal Services for the Period Ending January 31, 2020
 Windstream Holdings, Inc.
 Travel

Invoice Number: 1050025213
 Matter Number: 24706-28

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
01/06/20	Brad Weiland	2.70	Travel from Chicago, IL to New York, NY re settlement conference (billed at half time).
01/07/20	Brad Weiland	2.80	Travel from New York, NY to Chicago, IL re settlement conference (billed at half time).
01/09/20	Heidi Hockberger	4.60	Travel from Chicago, IL to New York, NY re settlement conference (2.3) (billed at half time); travel from New York, NY to Chicago, IL after settlement conference (2.3) (billed at half time).
01/13/20	Brad Weiland	4.60	Travel from Chicago, IL to New York, NY re settlement conference (2.3) (billed at half time); travel from New York, NY to Chicago, IL re settlement conference (2.3) (billed at half time).
01/15/20	Heidi Hockberger	2.70	Travel from Chicago, IL to New York, NY re omnibus hearing (billed at half time).
01/15/20	Richard U. S. Howell, P.C.	1.10	Travel from Chicago, IL to New York, NY re omnibus hearing (billed at half time).
01/15/20	Marc Kieselstein, P.C.	1.70	Travel from Chicago, IL to New York, NY re 1/16 hearing (billed at half time).
01/15/20	John R. Luze	2.10	Travel from Houston, TX to New York, NY re KEIP/KERP hearing (billed at half time).
01/16/20	Heidi Hockberger	3.00	Travel from New York, NY to Chicago, IL after omnibus hearing (billed at half time).
01/16/20	Richard U. S. Howell, P.C.	1.30	Travel from New York, NY to Chicago, IL re omnibus hearing (billed at half time).
01/18/20	Marc Kieselstein, P.C.	1.70	Travel from Chicago, IL to New York, NY re meetings (billed at half time).
01/21/20	Brad Weiland	2.70	Travel from Chicago, IL to New York, NY re settlement conference (billed at half time).
01/22/20	Brad Weiland	2.70	Travel from New York, NY to Chicago, IL re settlement conference (billed at half time).
01/27/20	Heidi Hockberger	4.70	Travel from Chicago, IL to New York, NY re meeting (2.2) (billed at half time); travel from New York, NY to Chicago, IL after meeting (2.5) (billed at half time).

Legal Services for the Period Ending January 31, 2020

Invoice Number:

1050025213

Windstream Holdings, Inc.

Matter Number:

24706-28

Travel

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
01/27/20	Brad Weiland	4.40	Travel from Chicago, IL to New York, NY re meeting (2.2) (billed at half time); travel from New York, NY to Chicago, IL re meeting (2.2) (billed at half time).

Total**42.80**

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

March 30, 2020

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

Attn: Kristi Moody, Esq.

Invoice Number: 1050025214

Client Matter: 24706-31

In the Matter of Vendor Matters

For legal services rendered through January 31, 2020
(see attached Description of Legal Services for detail)

\$ 17,907.50

Total legal services rendered

\$ 17,907.50

Legal Services for the Period Ending January 31, 2020

Invoice Number:

1050025214

Windstream Holdings, Inc.

Matter Number:

24706-31

Vendor Matters

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Spencer Caldwell-McMillan	5.30	740.00	3,922.00
Neda Davanipour	14.80	845.00	12,506.00
Brad Weiland	1.10	1,345.00	1,479.50
TOTALS	21.20		\$ 17,907.50

Legal Services for the Period Ending January 31, 2020
 Windstream Holdings, Inc.
 Vendor Matters

Invoice Number: 1050025214
 Matter Number: 24706-31

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
01/06/20	Neda Davanipour	3.60	Review, analyze, and revise settlement draft (1.6); correspond with vendor attorney, Company, and A&M re same (1.2); review, analyze, and comment on trade agreement (.8).
01/07/20	Neda Davanipour	1.40	Prepare for and participate in telephone conference with attorney re stipulation to settle prepetition claims and draft (.6); review and revise various correspondences with Company and counterparty counsel re same (.8).
01/07/20	Neda Davanipour	1.80	Review, analyze, comment on, and revise trade agreement.
01/08/20	Neda Davanipour	2.20	Review, analyze, and revise draft setoff agreement stipulation and order (1.8); correspond with Company, A&M and K&E team re same (.4).
01/09/20	Neda Davanipour	1.10	Review setoffs stipulation draft and prepare for filing (.9); correspond with Company and vendor attorney (.2).
01/13/20	Spencer Caldwell-McMillan	0.30	Telephone conference with vendor attorney re settlement proposal (.1); correspond with T. Smith, A&M and vendor attorney re contact (.2).
01/14/20	Neda Davanipour	0.30	Participate in telephone conference with Company and K&E team re various issues re claims and vendors.
01/16/20	Neda Davanipour	1.00	Participate in telephone conference with Company and A&M team re vendor issues.
01/17/20	Neda Davanipour	0.30	Participate in telephone conference with Company and K&E team re vendor issues.
01/21/20	Spencer Caldwell-McMillan	1.20	Review trade agreement (1.1); telephone conference with J. Randall re same (.1).
01/23/20	Brad Weiland	1.10	Telephone conference with K&E team and A&M re vendor items and potential settlement items status.
01/27/20	Spencer Caldwell-McMillan	0.20	Review trade agreement materials.
01/29/20	Spencer Caldwell-McMillan	3.20	Review trade agreement (.9); research on vendor issues (2.3).

Legal Services for the Period Ending January 31, 2020
 Windstream Holdings, Inc.
 Vendor Matters

Invoice Number: 1050025214
 Matter Number: 24706-31

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
01/29/20	Neda Davanipour	0.50	Review and analyze vendor related issue (.3); correspond with S. Caldwell-McMillan re same (.1); conference with K&E team re trade agreement and setoff issues (.1).
01/30/20	Neda Davanipour	2.60	Correspond with S. Caldwell-McMillan and A&M re 503(b)(9) issues (.2); correspond with S. McMillan re trade agreement related issues (.2); analyze and correspond with H. Kupsky re precedent draft review (.4); telephone conference with C. Ceresa re various vendor issues and motion to assume contract and review analyze various precedent re same (1.8).
01/31/20	Spencer Caldwell-McMillan	0.40	Review vendor agreement.
Total		21.20	

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

March 30, 2020

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

Attn: Kristi Moody, Esq.

Invoice Number: 1050025215

Client Matter: 24706-32

In the Matter of Expenses

For expenses incurred through January 31, 2020
(see attached Description of Expenses for detail)

\$ 126,910.46

Total expenses incurred

\$ 126,910.46

Legal Services for the Period Ending January 31, 2020
 Windstream Holdings, Inc.
 Expenses

Invoice Number: 1050025215
 Matter Number: 24706-32

Description of Expenses

<u>Description</u>	<u>Amount</u>
Third Party Telephone Charges	707.90
Standard Copies or Prints	2,059.00
Binding	19.60
Tabs/Indexes/Dividers	143.52
Color Copies or Prints	3,815.35
Flash Drives	50.00
Outside Messenger Services	191.55
Local Transportation	827.11
Travel Expense	4,000.00
Airfare	11,814.33
Transportation to/from airport	4,738.70
Travel Meals	200.45
Other Travel Expenses	140.00
Filing Fees	913.00
Appearance Fees	30.00
Other Court Costs and Fees	321.00
Outside Printing Services	163.31
Outside Copy/Binding Services	1,152.60
Working Meals/K&E Only	57.78
Working Meals/K&E and Others	197.87
Catering Expenses	3,833.00
Outside Retrieval Service	205.00
Computer Database Research	78,821.25
Westlaw Research	6,280.59
LexisNexis Research	5,176.12
Overtime Transportation	332.96
Overtime Meals - Non-Attorney	40.00
Overtime Meals - Attorney	451.22
Overnight Delivery - Hard	3.75
Computer Database Research - Soft	223.50
Total	\$ 126,910.46

Legal Services for the Period Ending January 31, 2020

Invoice Number:

1050025215

Windstream Holdings, Inc.

Matter Number:

24706-32

Expenses

Description of Expenses**Third Party Telephone Charges**

<u>Date</u>	<u>Description</u>	<u>Amount</u>
01/02/20	Brad Weiland - Brad Weiland, Internet	17.99
01/06/20	Brad Weiland - Brad Weiland, Internet	16.00
01/07/20	Brad Weiland - Brad Weiland, Internet	16.00
01/08/20	Brad Weiland - Brad Weiland, PDA Roaming	120.00
01/13/20	Brad Weiland - Brad Weiland, Internet	16.00
01/13/20	Brad Weiland - Brad Weiland, Internet	16.00
01/14/20	Brad Weiland - Brad Weiland, Internet	16.00
01/15/20	Heidi Hockberger - Heidi Hockberger, Internet	19.00
01/22/20	Brad Weiland - Brad Weiland, Internet	16.00
01/24/20	Brad Weiland - Brad Weiland, Internet	19.00
01/26/20	Brad Weiland - Brad Weiland, Internet	16.00
01/27/20	Brad Weiland - Brad Weiland, Internet	16.00
01/27/20	Brad Weiland - Brad Weiland, Internet	16.00
01/31/20	Intrado Enterprise Collaboration Inc- Teleconference	4.89
01/31/20	Intrado Enterprise Collaboration Inc - Teleconference	29.38
01/31/20	Intrado Enterprise Collaboration Inc- Teleconference	4.65
01/31/20	Intrado Enterprise Collaboration Inc - Teleconference	2.34
01/31/20	Intrado Enterprise Collaboration Inc - Teleconferences	3.50
01/31/20	Intrado Enterprise Collaboration Inc - Teleconference	53.18
01/31/20	Intrado Enterprise Collaboration Inc - Teleconference	38.37
01/31/20	Intrado Enterprise Collaboration Inc - Teleconference	98.66
01/31/20	Intrado Enterprise Collaboration Inc- Teleconference	16.15
01/31/20	Intrado Enterprise Collaboration Inc - Teleconference	1.74
01/31/20	Intrado Enterprise Collaboration Inc - Teleconference	17.21
01/31/20	Intrado Enterprise Collaboration Inc - Teleconference	1.61
01/31/20	Intrado Enterprise Collaboration Inc - Teleconference	64.30
01/31/20	Intrado Enterprise Collaboration Inc - Teleconference	2.17
01/31/20	Intrado Enterprise Collaboration Inc - Teleconference.	12.59
01/31/20	Intrado Enterprise Collaboration Inc - Teleconference	1.98
01/31/20	Intrado Enterprise Collaboration Inc - Teleconference	15.85

Legal Services for the Period Ending January 31, 2020
Windstream Holdings, Inc.

Invoice Number: 1050025215
Matter Number: 24706-32

Expenses

01/31/20	Intrado Enterprise Collaboration Inc- Teleconference	19.34
	Total	707.90

Legal Services for the Period Ending January 31, 2020
 Windstream Holdings, Inc.
 Expenses

Invoice Number: 1050025215
 Matter Number: 24706-32

Standard Copies or Prints

<u>Date</u>	<u>Description</u>	<u>Amount</u>
01/02/20	Standard Copies or Prints	1.90
01/03/20	Standard Copies or Prints	2.70
01/06/20	Standard Copies or Prints	3.10
01/06/20	Standard Copies or Prints	2.90
01/06/20	Standard Copies or Prints	13.70
01/06/20	Standard Copies or Prints	36.30
01/06/20	Standard Copies or Prints	0.50
01/06/20	Standard Copies or Prints	1.90
01/07/20	Standard Copies or Prints	0.90
01/07/20	Standard Copies or Prints	4.00
01/07/20	Standard Copies or Prints	1.90
01/07/20	Standard Copies or Prints	6.60
01/07/20	Standard Copies or Prints	1.50
01/08/20	Standard Copies or Prints	0.40
01/08/20	Standard Copies or Prints	1.10
01/08/20	Standard Copies or Prints	16.80
01/08/20	Standard Copies or Prints	2.50
01/08/20	Standard Copies or Prints	0.60
01/08/20	Standard Copies or Prints	0.40
01/08/20	Standard Copies or Prints	1.00
01/08/20	Standard Copies or Prints	0.20
01/09/20	Standard Copies or Prints	0.10
01/09/20	Standard Copies or Prints	4.10
01/09/20	Standard Copies or Prints	0.60
01/09/20	Standard Copies or Prints	4.10
01/10/20	Standard Copies or Prints	0.40
01/10/20	Standard Copies or Prints	10.20
01/10/20	Standard Copies or Prints	5.70
01/11/20	Standard Copies or Prints	1.00
01/11/20	Standard Copies or Prints	3.50
01/12/20	Standard Copies or Prints	2.20
01/12/20	Standard Copies or Prints	204.40
01/12/20	Standard Copies or Prints	0.80
01/12/20	Standard Copies or Prints	0.30

Legal Services for the Period Ending January 31, 2020
 Windstream Holdings, Inc.

Invoice Number: 1050025215
 Matter Number: 24706-32

Expenses

01/13/20	Standard Copies or Prints	0.20
01/13/20	Standard Copies or Prints	1.70
01/13/20	Standard Copies or Prints	0.70
01/13/20	Standard Copies or Prints	0.80
01/13/20	Standard Copies or Prints	1.20
01/13/20	Standard Copies or Prints	1.10
01/13/20	Standard Copies or Prints	274.80
01/13/20	Standard Copies or Prints	191.00
01/14/20	Standard Copies or Prints	7.20
01/14/20	Standard Copies or Prints	0.50
01/14/20	Standard Copies or Prints	0.10
01/14/20	Standard Copies or Prints	1.20
01/14/20	Standard Copies or Prints	243.50
01/14/20	Standard Copies or Prints	1.70
01/14/20	Standard Copies or Prints	5.80
01/14/20	Standard Copies or Prints	11.90
01/15/20	Standard Copies or Prints	91.40
01/15/20	Standard Copies or Prints	0.30
01/15/20	Standard Copies or Prints	4.20
01/15/20	Standard Copies or Prints	0.10
01/15/20	Standard Copies or Prints	90.30
01/15/20	Standard Copies or Prints	1.90
01/15/20	Standard Copies or Prints	30.20
01/15/20	Standard Copies or Prints	5.50
01/15/20	Standard Copies or Prints	17.30
01/15/20	Standard Copies or Prints	0.40
01/16/20	Standard Copies or Prints	0.10
01/16/20	Standard Copies or Prints	0.50
01/16/20	Standard Copies or Prints	84.30
01/16/20	Standard Copies or Prints	7.20
01/17/20	Standard Copies or Prints	0.70
01/17/20	Standard Copies or Prints	0.80
01/17/20	Standard Copies or Prints	2.90
01/17/20	Standard Copies or Prints	3.10
01/20/20	Standard Copies or Prints	78.10
01/21/20	Standard Copies or Prints	0.30
01/21/20	Standard Copies or Prints	1.80

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Expenses

01/21/20	Standard Copies or Prints	0.50
01/21/20	Standard Copies or Prints	5.50
01/21/20	Standard Copies or Prints	334.90
01/21/20	Standard Copies or Prints	3.40
01/22/20	Standard Copies or Prints	2.50
01/22/20	Standard Copies or Prints	0.30
01/22/20	Standard Copies or Prints	7.00
01/23/20	Standard Copies or Prints	2.10
01/23/20	Standard Copies or Prints	1.30
01/23/20	Standard Copies or Prints	1.20
01/23/20	Standard Copies or Prints	0.20
01/23/20	Standard Copies or Prints	0.60
01/23/20	Standard Copies or Prints	3.40
01/23/20	Standard Copies or Prints	1.20
01/23/20	Standard Copies or Prints	0.20
01/24/20	Standard Copies or Prints	4.80
01/24/20	Standard Copies or Prints	0.10
01/24/20	Standard Copies or Prints	12.30
01/26/20	Standard Copies or Prints	3.40
01/27/20	Standard Copies or Prints	81.60
01/27/20	Standard Copies or Prints	4.50
01/27/20	Standard Copies or Prints	22.50
01/27/20	Standard Copies or Prints	1.80
01/27/20	Standard Copies or Prints	0.90
01/27/20	Standard Copies or Prints	0.20
01/28/20	Standard Copies or Prints	6.00
01/28/20	Standard Copies or Prints	1.20
01/28/20	Standard Copies or Prints	0.10
01/29/20	Standard Copies or Prints	3.30
01/29/20	Standard Copies or Prints	0.20
01/29/20	Standard Copies or Prints	4.60
01/29/20	Standard Copies or Prints	0.40
01/29/20	Standard Copies or Prints	0.70
01/30/20	Standard Copies or Prints	0.10
01/30/20	Standard Copies or Prints	0.70
01/30/20	Standard Copies or Prints	1.20
01/30/20	Standard Copies or Prints	1.10

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Expenses

01/30/20	Standard Copies or Prints	0.30
01/30/20	Standard Copies or Prints	0.10
01/30/20	Standard Copies or Prints	23.30
01/30/20	Standard Copies or Prints	3.30
01/31/20	Standard Copies or Prints	0.20
01/31/20	Standard Copies or Prints	4.70
01/31/20	Standard Copies or Prints	5.30
01/31/20	Standard Copies or Prints	0.10
01/31/20	Standard Copies or Prints	2.60
	Total	2,059.00

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Expenses

Binding

<u>Date</u>	<u>Description</u>	<u>Amount</u>
01/08/20	Binding	2.80
01/12/20	Binding	2.80
01/13/20	Binding	4.20
01/13/20	Binding	2.80
01/20/20	Binding	3.50
01/21/20	Binding	3.50
	Total	19.60

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Expenses

Tabs/Indexes/Dividers

<u>Date</u>	<u>Description</u>	<u>Amount</u>
01/08/20	Tabs/Indexes/Dividers	5.72
01/12/20	Tabs/Indexes/Dividers	32.24
01/13/20	Tabs/Indexes/Dividers	49.92
01/13/20	Tabs/Indexes/Dividers	27.56
01/15/20	Tabs/Indexes/Dividers	2.60
01/20/20	Tabs/Indexes/Dividers	2.86
01/21/20	Tabs/Indexes/Dividers	8.45
01/27/20	Tabs/Indexes/Dividers	14.17
	Total	143.52

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Expenses

Color Copies or Prints

<u>Date</u>	<u>Description</u>	<u>Amount</u>
01/03/20	Color Copies or Prints	0.55
01/06/20	Color Copies or Prints	29.70
01/06/20	Color Copies or Prints	48.40
01/06/20	Color Copies or Prints	17.05
01/07/20	Color Copies or Prints	20.35
01/08/20	Color Copies or Prints	48.40
01/08/20	Color Copies or Prints	92.40
01/08/20	Color Copies or Prints	0.55
01/09/20	Color Copies or Prints	0.55
01/10/20	Color Copies or Prints	11.55
01/10/20	Color Copies or Prints	3.30
01/11/20	Color Copies or Prints	0.55
01/12/20	Color Copies or Prints	1.65
01/12/20	Color Copies or Prints	22.00
01/13/20	Color Copies or Prints	1,003.20
01/13/20	Color Copies or Prints	187.00
01/13/20	Color Copies or Prints	0.55
01/13/20	Color Copies or Prints	3.85
01/14/20	Color Copies or Prints	667.70
01/14/20	Color Copies or Prints	1.10
01/14/20	Color Copies or Prints	4.95
01/15/20	Color Copies or Prints	57.20
01/15/20	Color Copies or Prints	61.60
01/16/20	Color Copies or Prints	37.40
01/17/20	Color Copies or Prints	1.65
01/17/20	Color Copies or Prints	10.45
01/20/20	Color Copies or Prints	207.35
01/21/20	Color Copies or Prints	602.80
01/21/20	Color Copies or Prints	3.30
01/22/20	Color Copies or Prints	28.60
01/23/20	Color Copies or Prints	1.10
01/23/20	Color Copies or Prints	5.50
01/23/20	Color Copies or Prints	1.65
01/23/20	Color Copies or Prints	29.15

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Expenses

01/23/20	Color Copies or Prints	3.85
01/24/20	Color Copies or Prints	1.10
01/24/20	Color Copies or Prints	382.80
01/24/20	Color Copies or Prints	2.75
01/24/20	Color Copies or Prints	0.55
01/27/20	Color Copies or Prints	22.00
01/27/20	Color Copies or Prints	16.50
01/27/20	Color Copies or Prints	0.55
01/28/20	Color Copies or Prints	8.25
01/28/20	Color Copies or Prints	3.85
01/28/20	Color Copies or Prints	1.10
01/29/20	Color Copies or Prints	2.20
01/29/20	Color Copies or Prints	4.40
01/30/20	Color Copies or Prints	28.60
01/30/20	Color Copies or Prints	33.00
01/30/20	Color Copies or Prints	1.10
01/30/20	Color Copies or Prints	8.25
01/30/20	Color Copies or Prints	13.20
01/30/20	Color Copies or Prints	8.25
01/31/20	Color Copies or Prints	2.75
01/31/20	Color Copies or Prints	30.25
01/31/20	Color Copies or Prints	26.95
	Total	3,815.35

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Expenses

Flash Drives

<u>Date</u>	<u>Description</u>	<u>Amount</u>
01/08/20	Flash Drives	20.00
01/23/20	Flash Drives	10.00
01/24/20	Flash Drives	20.00
	Total	50.00

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Expenses

Outside Messenger Services

<u>Date</u>	<u>Description</u>	<u>Amount</u>
01/19/20	CROWN DELIVERY & LOGISTICS - Courier Deliveries	145.35
01/19/20	CROWN DELIVERY & LOGISTICS - Courier Deliveries	46.20
	Total	191.55

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Local Transportation

<u>Date</u>	<u>Description</u>	<u>Amount</u>
12/20/19	VITAL TRANSPORTATION SERVICES INC - KUPSKY HANNAH	473.24
01/06/20	Neda Davanipour - Neda Davanipour, Taxi, OT	24.80
01/06/20	Trudy Smith - Trudy Smith, Taxi, OT	15.34
01/06/20	Margaret Reiney - Margaret Reiney, Taxi, OT	11.88
01/06/20	Stephen E. Hessler, P.C. - Stephen E. Hessler, Taxi	24.23
01/07/20	Neda Davanipour - Neda Davanipour, Taxi, OT	18.36
01/07/20	Cassandra E. Fenton - Cassandra E. Fenton, Taxi, OT	11.19
01/08/20	Neda Davanipour - Neda Davanipour, Taxi, OT	17.76
01/08/20	Margaret Reiney - Margaret Reiney, Taxi, OT Taxi	11.88
01/08/20	Carolyn E. Brown - Carolyn E. Brown, Taxi, OT	12.76
01/09/20	Margaret Reiney - Margaret Reiney, Taxi, OT Taxi	13.53
01/10/20	Carolyn E. Brown - Carolyn E. Brown, Taxi, OT	12.86
01/10/20	Carolyn E. Brown - Carolyn E. Brown, Taxi, OT	10.99
01/13/20	Trudy Smith - Trudy Smith, Taxi, OT	18.40
01/13/20	Stephen E. Hessler, P.C. - Stephen E. Hessler, Taxi	24.64
01/15/20	Andrew Polansky - Andrew Polansky, Taxi	10.76
01/15/20	Trudy Smith - Trudy Smith, Taxi, OT	16.55
01/16/20	Heidi Hockberger - Heidi Hockberger, Taxi	10.11
01/17/20	Marc Kieselstein, P.C. - Marc Kieselstein, Taxi	19.89
01/17/20	Carolyn E. Brown - Carolyn E. Brown, Taxi, OT	10.56
01/17/20	Trudy Smith - Trudy Smith, Taxi, OT	15.97
01/18/20	Carolyn E. Brown - Carolyn E. Brown, Taxi, OT	14.77
01/20/20	Brad Weiland - Brad Weiland, Taxi, OT	14.36
01/20/20	Brad Weiland - Brad Weiland, Taxi, OT	12.28
	Total	827.11

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Travel Expense

<u>Date</u>	<u>Description</u>	<u>Amount</u>
01/07/20	Brad Weiland - Brad Weiland, Lodging, New York, NY 01/06/2020 to 01/07/2020, 01/07/2020	500.00
01/15/20	Richard U. S. Howell, P.C. - Richard U. S. Howell, Lodging, New York, NY 01/15/2020 to 01/16/2020, 01/15/2020	500.00
01/15/20	Marc Kieselstein, P.C. - Marc Kieselstein, Lodging, New York, NY 01/15/2020 to 01/16/2020, 01/15/2020	500.00
01/16/20	Marc Kieselstein, P.C. - Marc Kieselstein, Lodging, New York, NY 01/16/2020 to 01/18/2020, 01/16/2020	500.00
01/16/20	Andrew Polansky - Andrew Polansky, Lodging, New York, NY 01/15/2020 to 01/16/2020, 01/16/2020	500.00
01/16/20	Heidi Hockberger - Heidi Hockberger, Lodging, New York, NY 01/15/2020 to 01/16/2020, 01/16/2020	500.00
01/17/20	Marc Kieselstein, P.C. - Marc Kieselstein, Lodging, New York, NY 01/16/2020 to 01/18/2020, 01/17/2020	500.00
01/21/20	Brad Weiland - Brad Weiland, Lodging, New York, NY 01/21/2020 to 01/22/2020, 01/21/2020	500.00
	Total	4,000.00

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Expenses

Airfare

<u>Date</u>	<u>Description</u>	<u>Amount</u>
01/03/20	Brad Weiland - Brad Weiland, Airfare, New York, NY 01/06/2020 to 01/07/2020, 01/03/2020	764.42
01/03/20	Brad Weiland - Brad Weiland, Agency Fee, 01/03/2020	58.00
01/08/20	Heidi Hockberger - Heidi Hockberger, Airfare, New York, NY 01/09/2020 to 01/09/2020, 01/08/2020	839.65
01/08/20	Heidi Hockberger - Heidi Hockberger, Agency Fee, 01/08/2020	58.00
01/10/20	Andrew Polansky - Andrew Polansky, Airfare, New York, NY 01/15/2020 to 01/19/2020, 01/10/2020	839.65
01/10/20	Andrew Polansky - Andrew Polansky, Agency Fee, 01/10/2020	58.00
01/10/20	Heidi Hockberger - Heidi Hockberger, Airfare, New York, NY 01/15/2020 to 01/16/2020, 01/10/2020	839.65
01/10/20	Heidi Hockberger - Heidi Hockberger, Agency Fee, 01/10/2020	58.00
01/12/20	Brad Weiland - Brad Weiland, Agency Fee, 01/12/2020	58.00
01/12/20	Brad Weiland - Brad Weiland, Airfare, Chicago to New York 01/13/2020 to 01/13/2020, 01/12/2020	400.48
01/13/20	Richard U. S. Howell, P.C. - Richard U. S. Howell, Airfare, New York, NY 01/15/2020 to 01/16/2020, 01/13/2020	1,097.23
01/13/20	Richard U. S. Howell, P.C. - Richard U. S. Howell, Agency Fee, 01/13/2020	21.00
01/13/20	Brad Weiland - Brad Weiland, Airfare, New York to Chicago 01/10/2020 to 01/10/2020, 01/13/2020	400.48
01/14/20	Marc Kieselstein, P.C. - Marc Kieselstein, Agency Fee	58.00
01/14/20	Marc Kieselstein, P.C. - Marc Kieselstein, Airfare, New York, NY 01/15/2020 to 01/18/2020, 01/14/2020	839.65
01/15/20	Andrew Polansky - Andrew Polansky, Agency Fee, 01/15/2020	35.00
01/16/20	Richard U. S. Howell, P.C. - Richard U. S. Howell, Airfare, Chicago, IL 01/16/2020 to 01/16/2020, 01/16/2020	431.99
01/21/20	Brad Weiland - Brad Weiland, Airfare, Chicago, IL to New York, NY 01/21/2020 to 01/21/2020, 01/21/2020	382.21
01/21/20	Brad Weiland - Brad Weiland, Agency Fee, 01/21/2020	58.00
01/22/20	Brad Weiland - Brad Weiland, Airfare, NY to Chicago 01/22/2020 to 01/22/2020, 01/22/2020	382.21
01/22/20	Brad Weiland - Brad Weiland, Agency Fee, 01/22/2020	58.00
01/26/20	Heidi Hockberger - Heidi Hockberger, Agency Fee, 01/26/2020	58.00
01/26/20	Heidi Hockberger - Heidi Hockberger, Airfare, New York, NY 01/27/2020 to 01/27/2020, 01/26/2020	653.46
01/27/20	Brad Weiland - Brad Weiland, Agency Fee, 01/27/2020	58.00

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01/27/20	Brad Weiland - Brad Weiland, Airfare, New York, NY 01/27/2020 to 01/27/2020, 01/27/2020	651.30
01/28/20	Marc Kieselstein - Marc Kieselstein, Airfare, New York, NY 02/10/2020 to 02/11/2020, 01/28/2020	839.65
01/28/20	Marc Kieselstein - Marc Kieselstein, Agency Fee, 01/28/2020	58.00
01/30/20	Ravi Subramanian Shankar - Ravi Subramanian Shankar, Airfare, New York, NY 02/03/2020 to 02/05/2020, 01/30/2020	839.65
01/30/20	Ravi Subramanian Shankar - Ravi Subramanian Shankar, Agency Fee, 01/30/2020	21.00
01/30/20	Cassandra E. Fenton - Cassandra E. Fenton, Agency Fee, 01/30/2020	58.00
01/30/20	Cassandra E. Fenton - Cassandra E. Fenton, Airfare, NY 02/04/2020 to 02/05/2020, 01/30/2020	839.65
	Total	11,814.33

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Expenses

Transportation to/from airport

<u>Date</u>	<u>Description</u>	<u>Amount</u>
12/13/19	VITAL TRANSPORTATION SERVICES INC - Transportation to/from airport 12/04/2019	65.79
01/01/20	BOSTON COACH CORPORATION - WILLIAM BRADLEY WEILAND Transportation to/from airport	117.27
01/01/20	BOSTON COACH CORPORATION - WILLIAM BRADLEY WEILAND Transportation to/from airport	298.29
01/01/20	BOSTON COACH CORPORATION - ROSS MITCHELL KWASTENIET Transportation to/from airport	117.27
01/01/20	BOSTON COACH CORPORATION - WILLIAM BRADLEY WEILAND Transportation to/from airport	117.27
01/01/20	BOSTON COACH CORPORATION - WILLIAM BRADLEY WEILAND Transportation to/from airport	117.27
01/01/20	BOSTON COACH CORPORATION - ROSS MITCHELL KWASTENIET Transportation to/from airport	114.52
01/01/20	BOSTON COACH CORPORATION - ROSS MITCHELL KWASTENIET Transportation to/from airport	129.93
01/01/20	BOSTON COACH CORPORATION - WILLIAM BRADLEY WEILAND Transportation to/from airport	144.22
01/01/20	BOSTON COACH CORPORATION - WILLIAM BRADLEY WEILAND Transportation to/from airport	131.73
01/01/20	BOSTON COACH CORPORATION - WILLIAM BRADLEY WEILAND Transportation to/from airport	115.09
01/01/20	BOSTON COACH CORPORATION - WILLIAM BRADLEY WEILAND Transportation to/from airport	117.27
01/01/20	BOSTON COACH CORPORATION - WILLIAM BRADLEY WEILAND Transportation to/from airport	117.27
01/06/20	Crown Car & Limousines Inc - KIESELSTEIN/MARC Transportation to/from airport 12/26/2019	90.85
01/08/20	ALL ABOUT CHARTER INC - 12/06/2019 WEILAND WILLIAM, Transportation To/From Airport	141.30
01/08/20	ALL ABOUT CHARTER INC - 11/05/2019 Weiland William, Transportation to/from airport	321.90
01/08/20	ALL ABOUT CHARTER INC - 12/06/2019 WEILAND WILLIAM, Transportation To/From Airport	141.30
01/08/20	ALL ABOUT CHARTER INC - 12/10/2019 WEILAND WILLIAM, Transportation To/From Airport	141.30
01/08/20	ALL ABOUT CHARTER INC - 12/04/2019 WEILAND WILLIAM, Transportation To/From Airport	262.43

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01/08/20	ALL ABOUT CHARTER INC - 12/10/2019 WEILAND WILLIAM, Transportation To/From Airport	102.30
01/09/20	Heidi Hockberger - Heidi Hockberger, Transportation To/From, 01/09/2020	43.99
01/09/20	Heidi Hockberger - Heidi Hockberger, Transportation To/From, 01/09/2020	29.98
01/09/20	Heidi Hockberger - Heidi Hockberger, Transportation To/From, 01/09/2020	62.70
01/09/20	Heidi Hockberger - Heidi Hockberger, Transportation To/From, 01/09/2020	55.22
01/15/20	Andrew Polansky - Andrew Polansky, Transportation To/From Airport, 01/15/2020	76.60
01/15/20	Heidi Hockberger - Heidi Hockberger, Transportation To/From Airport, 01/15/2020	34.55
01/15/20	Heidi Hockberger - Heidi Hockberger, Transportation To/From Airport, 01/15/2020	42.32
01/16/20	Heidi Hockberger - Heidi Hockberger, Transportation To/From Airport, 01/16/2020	44.04
01/16/20	Heidi Hockberger - Heidi Hockberger, Transportation To/From Airport, 01/16/2020	82.48
01/18/20	Marc Kieselstein, P.C. - Marc Kieselstein, Transportation To/From Airport, 01/18/2020	51.25
01/19/20	Andrew Polansky - Andrew Polansky, Transportation To/From Airport, 01/19/2020	44.03
01/19/20	Andrew Polansky - Andrew Polansky, Transportation To/From Airport, 01/19/2020	42.99
01/23/20	WINDY CITY LIMOUSINE - RICHARD UPDIKE SHERMAN JR HOWELL Transportation to/from airport 01/15/2020	77.25
01/27/20	Heidi Hockberger - Heidi Hockberger, Transportation To/From Airport, 01/27/2020	37.75
01/27/20	Heidi Hockberger - Heidi Hockberger, Transportation To/From Airport, 01/27/2020	63.00
01/27/20	Heidi Hockberger - Heidi Hockberger, Transportation To/From Airport, 01/27/2020	34.13
01/27/20	Heidi Hockberger - Heidi Hockberger, Transportation To/From Airport, 01/27/2020	25.50
01/28/20	ALL ABOUT CHARTER INC - 01/06/2020 WEILAND WILLIAM, Transportation To/From Airport	102.30
01/28/20	ALL ABOUT CHARTER INC - 01/13/2020 WEILAND WILLIAM, Transportation To/From Airport	141.30
01/28/20	ALL ABOUT CHARTER INC - 01/13/2020 WEILAND WILLIAM, Transportation To/From Airport	102.30

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01/28/20	ALL ABOUT CHARTER INC - 01/07/2020 WEILAND WILLIAM, Transportation To/From Airport	131.30
01/28/20	ALL ABOUT CHARTER INC - 12/17/2019 WEILAND WILLIAM, Transportation To/From Airport	102.30
01/28/20	ALL ABOUT CHARTER INC - 12/18/2019 WEILAND WILLIAM, Transportation To/From Airport	202.30
01/31/20	SUNNY'S WORLDWIDE - Transportation To/From Airport, 01/16/2020	123.30
01/31/20	WINDY CITY LIMOUSINE - RICHARD UPDIKE SHERMAN JR HOWELL, Transportation To/From Airport	81.25
	Total	4,738.70

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Travel Meals

<u>Date</u>	<u>Description</u>	<u>Amount</u>
01/06/20	Brad Weiland - Brad Weiland, Hotel - Travel Meals, New York, NY 01/06/2020	20.00
01/09/20	Heidi Hockberger - Heidi Hockberger, Travel Meals, Chicago 01/09/2020	12.27
01/13/20	Brad Weiland - Brad Weiland, Travel Meals, New York, NY 01/13/2020	10.83
01/15/20	Richard U. S. Howell, P.C. - Richard U. S. Howell, Hotel - Travel Meals, New York, NY 01/15/2020	9.80
01/15/20	Andrew Polansky - Andrew Polansky, Travel Meals, New York, NY 01/15/2020	6.70
01/15/20	Andrew Polansky - Andrew Polansky, Travel Meals, New York, NY 01/15/2020	3.15
01/15/20	Heidi Hockberger - Heidi Hockberger, Travel Meals, New York, NY 01/15/2020	20.00
01/16/20	Andrew Polansky - Andrew Polansky, Travel Meals, New York, NY 01/16/2020	5.40
01/16/20	Andrew Polansky - Andrew Polansky plus 1 attendee, Travel Meals, New York, NY 01/16/2020	40.00
01/16/20	Andrew Polansky - Andrew Polansky, Travel Meals, New York, NY 01/16/2020	6.70
01/16/20	Heidi Hockberger - Heidi Hockberger, Travel Meals, NY 01/16/2020	20.00
01/17/20	Marc Kieselstein, P.C. - Marc Kieselstein, Hotel - Travel Meals, New York, NY 01/17/2020	20.00
01/27/20	Heidi Hockberger - Heidi Hockberger, Travel Meals, Chicago 01/27/2020	12.27
01/27/20	Heidi Hockberger - Heidi Hockberger, Travel Meals, New York 01/27/2020	13.33
	Total	200.45

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Expenses

Other Travel Expenses

<u>Date</u>	<u>Description</u>	<u>Amount</u>
01/18/20	Marc Kieselstein, P.C. - Marc Kieselstein, Parking, Chicago, IL	140.00
	01/18/2020	
	Total	140.00

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Filing Fees

<u>Date</u>	<u>Description</u>	<u>Amount</u>
01/14/20	Anthony Abate - Anthony Abate, Filing Fees, 01/14/2020	200.00
01/17/20	Carrie Therese Oppenheim - Carrie Therese Oppenheim, Filing Fees, 01/17/2020	713.00
	Total	913.00

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Appearance Fees

<u>Date</u>	<u>Description</u>	<u>Amount</u>
01/27/20	COURTCALL LLC - Services rendered re 1/23/2020 hearing.	30.00
	Total	30.00

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Other Court Costs and Fees

<u>Date</u>	<u>Description</u>	<u>Amount</u>
01/17/20	COURTCALL LLC - Court Call	254.00
01/17/20	COURTCALL LLC - Telephonic appearance by B. Weiland	37.00
01/27/20	COURTCALL LLC - Telephonic appearance for B. Weiland on 1/23/2020	30.00
	Total	321.00

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Outside Printing Services

<u>Date</u>	<u>Description</u>	<u>Amount</u>
01/31/20	Transperfect Document Management Inc - Expanded print out.	163.31
	Total	163.31

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Outside Copy/Binding Services

<u>Date</u>	<u>Description</u>	<u>Amount</u>
01/31/20	TRANSPERFECT TRANSLATIONS INTERNATIONAL - Outside printing	1,152.60
	Total	1,152.60

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Working Meals/K&E Only

<u>Date</u>	<u>Description</u>	<u>Amount</u>
01/07/20	Spencer Caldwell-McMillan - Spencer Caldwell-McMillan, New York, NY OT meal. 01/07/2020	13.50
01/13/20	Spencer Caldwell-McMillan - Spencer Caldwell-McMillan, NY OT meal. McMillan 01/13/2020	16.77
01/17/20	Spencer Caldwell-McMillan - Spencer Caldwell-McMillan, New York OT meal. 01/17/2020	7.51
01/31/20	Spencer Caldwell-McMillan - Spencer Caldwell-McMillan, , New York OT meal. 01/31/2020	20.00
	Total	57.78

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Working Meals/K&E and Others

<u>Date</u>	<u>Description</u>	<u>Amount</u>
01/27/20	Working Meal, K&E, Windstream, PJT (total of 10 attendees).	197.87
	01/27/2020	
	Total	197.87

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Catering Expenses

<u>Date</u>	<u>Description</u>	<u>Amount</u>
11/01/19	FLIK - Windstream on 11/7/2019	60.00
11/01/19	FLIK - Windstream on 11/13/2019	48.00
11/01/19	FLIK - Windstream on 11/11/2019	24.00
11/01/19	FLIK - Winstream on 11/22/2019	60.00
11/01/19	FLIK - Windstream on 11/26/2019	50.00
12/01/19	FLIK - Windstream Holdings on 12/19/2019	25.00
12/01/19	FLIK - Windstream on 12/3/2019	50.00
12/01/19	FLIK - Windstream on 12/13/2019	84.00
12/01/19	FLIK - Windstream on 12/13/2019	60.00
12/01/19	FLIK - Windstream Holdings on 12/26/2019	24.00
12/01/19	FLIK - Windstream Holdings on 12/5/2019	12.00
12/01/19	FLIK - Windstream Holdings on 12/5/2019	40.00
12/01/19	FLIK - Windstream Holdings on 12/17/2019	48.00
12/01/19	FLIK - Windstream Holdings on 12/5/2019	78.00
12/01/19	FLIK - Windstream Holdings on 12/5/2019	32.00
12/01/19	FLIK - Windstream Holdings on 12/5/2019	75.00
12/01/19	FLIK - Windstream Holdings on 12/5/2019	150.00
12/01/19	FLIK - Windstream Holdings on 12/5/2019	195.00
12/01/19	FLIK - Windstream Holdings on 12/17/2019	240.00
12/01/19	FLIK - Windstream Holdings on 12/5/2019	325.00
12/01/19	FLIK - Windstream Holdings on 12/17/2019	48.00
12/01/19	FLIK - Windstream Holdings on 12/5/2019	36.00
12/01/19	FLIK - Windstream Holdings on 12/5/2019	24.00
12/01/19	FLIK - Windstream Holdings on 12/5/2019	40.00
12/01/19	FLIK - Windstream Holdings on 12/5/2019	150.00
12/01/19	FLIK - Windstream Holdings on 12/17/2019	24.00
12/01/19	FLIK - Windstream Holdings on 12/5/2019	32.00
12/01/19	FLIK - Windstream Holdings on 12/5/2019	250.00
12/01/19	FLIK - Windstream Holdings on 12/17/2019	24.00
12/01/19	FLIK - Windstream Holdings on 12/5/2019	200.00
12/01/19	FLIK - Windstream Holdings on 12/5/2019	100.00
12/01/19	FLIK - Windstream Holdings on 12/5/2019	52.00
12/01/19	FLIK - Windstream Holdings on 12/5/2019	60.00
12/01/19	FLIK - Windstream Holdings on 12/5/2019	80.00

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12/01/19	FLIK - Windstream Holdings on 12/5/2019	32.00
12/01/19	FLIK - Windstream Holdings on 12/5/2019	48.00
12/01/19	FLIK - Windstream Holdings on 12/5/2019	130.00
12/01/19	FLIK - Windstream Holdings on 12/5/2019	180.00
12/01/19	FLIK - Windstream Holdings on 12/5/2019	50.00
12/01/19	FLIK - Windstream Holdings on 12/17/2019	48.00
12/01/19	FLIK - Windstream Holdings on 12/17/2019	48.00
12/01/19	FLIK - Windstream Holdings on 12/5/2019	120.00
12/01/19	FLIK - Windstream Holdings on 12/5/2019	52.00
12/01/19	FLIK - Windstream Holdings on 12/5/2019	3.00
12/01/19	FLIK - Windstream Holdings on 12/5/2019	52.00
12/01/19	FLIK - Windstream Holdings on 12/5/2019	40.00
12/01/19	FLIK - Windstream Holdings on 12/17/2019	60.00
12/01/19	FLIK - Windstream Holdings on 12/5/2019	32.00
12/01/19	FLIK - Windstream Holdings on 12/5/2019	40.00
12/01/19	FLIK - Windstream Holdings on 12/5/2019	6.00
12/01/19	FLIK - Windstream Holdings on 12/5/2019	52.00
12/01/19	FLIK - Windstream Holdings on 12/5/2019	40.00
	Total	3,833.00

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Outside Retrieval Service

<u>Date</u>	<u>Description</u>	<u>Amount</u>
11/13/19	ATG LEGALSERVE INC - Inv. 111226	205.00
	Total	205.00

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Computer Database Research

<u>Date</u>	<u>Description</u>	<u>Amount</u>
12/13/19	SANDLINE DISCOVERY LLC - Services rendered re database maintenance.	53,860.70
01/01/20	FACTIVA INC A DOW JONES COMPANY - Factiva usage for Dec 2019	52.65
01/15/20	RESTRUCTURING CONCEPTS LLC - Chapter 11 Dockets Usage on12/3/2019	49.00
01/15/20	RESTRUCTURING CONCEPTS LLC - Chapter 11 Dockets Usage on12/17/2019	105.00
01/15/20	RESTRUCTURING CONCEPTS LLC - Chapter 11 Dockets Usage on12/17/2019	137.00
01/15/20	RESTRUCTURING CONCEPTS LLC - Chapter 11 Dockets Usage on12/3/2019	66.00
01/16/20	SANDLINE DISCOVERY LLC - Services rendered re database management.	24,549.40
01/31/20	PROQUEST LLC - Proquest Usage for 01/2020	1.50
	Total	78,821.25

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Westlaw Research

<u>Date</u>	<u>Description</u>	<u>Amount</u>
01/02/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Shankar, Ravi on 1/2/2020	18.00
01/03/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Tsonis, Gregory on 1/3/2020	18.00
01/03/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Schwartz, Daniel on 1/3/2020	72.02
01/04/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Schwartz, Daniel on 1/4/2020	66.86
01/06/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Harper, Julia on 1/6/2020	40.62
01/06/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Ghosh, Pratik on 1/6/2020	115.57
01/06/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Shankar, Ravi on 1/6/2020	36.01
01/07/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Harper, Julia on 1/7/2020	35.97
01/07/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Polansky, Andrew on 1/7/2020	201.70
01/08/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Welch, Melinda on 1/8/2020	43.69
01/08/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Harper, Julia on 1/8/2020	53.95
01/08/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Reiney, Margaret on 1/8/2020	76.59
01/09/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Harper, Julia on 1/9/2020	40.62
01/10/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Kamraczewski, Mary Beth on 1/10/2020	15.87
01/10/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Ghosh, Pratik on 1/10/2020	89.92
01/10/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Tsonis, Gregory on 1/10/2020	18.00
01/10/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Brown, Carolyn E. on 1/10/2020	108.03

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01/11/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Brown, Carolyn E. on 1/11/2020	54.01
01/13/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Caldwell-McMillan, Spencer on 1/13/2020	35.97
01/13/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Harper, Julia on 1/13/2020	17.98
01/13/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Ghosh, Pratik on 1/13/2020	89.92
01/14/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Caldwell-McMillan, Spencer on 1/14/2020	35.97
01/14/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Reiney, Margaret on 1/14/2020	71.94
01/14/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Ceresa, Chris on 1/14/2020	23.27
01/15/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Ghosh, Pratik on 1/15/2020	243.98
01/15/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Harper, Julia on 1/15/2020	311.01
01/15/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Brown, Carolyn E. on 1/15/2020	149.32
01/16/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Brown, Carolyn E. on 1/16/2020	40.67
01/16/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Harper, Julia on 1/16/2020	40.62
01/17/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Reiney, Margaret on 1/17/2020	187.51
01/17/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Ceresa, Chris on 1/17/2020	169.02
01/17/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Harper, Julia on 1/17/2020	125.89
01/18/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Ceresa, Chris on 1/18/2020	107.90
01/21/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Ceresa, Chris on 1/21/2020	35.97
01/21/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Polansky, Andrew on 1/21/2020	18.00

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01/22/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Reiney, Margaret on 1/22/2020	17.98
01/22/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Caldwell-McMillan, Spencer on 1/22/2020	17.98
01/23/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Reiney, Margaret on 1/23/2020	48.79
01/23/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Caldwell-McMillan, Spencer on 1/23/2020	53.95
01/23/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Des Jardins, Kenneth on 1/23/2020	36.01
01/24/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Ceresa, Chris on 1/24/2020	174.56
01/24/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Reiney, Margaret on 1/24/2020	326.22
01/24/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Fenton, Cassandra E. on 1/24/2020	131.07
01/25/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Reiney, Margaret on 1/25/2020	238.44
01/26/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Reiney, Margaret on 1/26/2020	53.95
01/27/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Reiney, Margaret on 1/27/2020	510.72
01/27/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Ceresa, Chris on 1/27/2020	408.22
01/28/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Reiney, Margaret on 1/28/2020	215.93
01/28/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Flynn, Emily Anna on 1/28/2020	22.66
01/28/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Ceresa, Chris on 1/28/2020	17.98
01/29/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Fenton, Cassandra E. on 1/29/2020	230.79
01/29/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Harper, Julia on 1/29/2020	251.77
01/29/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Reiney, Margaret on 1/29/2020	183.99

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01/30/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Ceresa, Chris on 1/30/2020	22.64
01/30/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Fenton, Cassandra E. on 1/30/2020	54.01
01/30/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Reiney, Margaret on 1/30/2020	35.97
01/30/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Shankar, Ravi on 1/30/2020	84.86
01/31/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Flynn, Emily Anna on 1/31/2020	270.07
01/31/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Des Jardins, Kenneth on 1/31/2020	30.85
01/31/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Caldwell-McMillan, Spencer on 1/31/2020	30.81
	Total	6,280.59

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LexisNexis Research

<u>Date</u>	<u>Description</u>	<u>Amount</u>
12/06/19	LEXISNEXIS - LexisNexis Research on 12/6/2019 by Kenneth Des Jardins	103.66
12/07/19	LEXISNEXIS - LexisNexis Research on 12/7/2019 by Margaret Smith	249.49
12/11/19	LEXISNEXIS - LexisNexis Research on 12/11/2019 by Thomas Scheffer	101.61
12/16/19	LEXISNEXIS - LexisNexis Research on 12/16/2019 by Chris Ceresa	380.39
12/16/19	LEXISNEXIS - LexisNexis Research on 12/16/2019 by Carolyn E. Brown	166.88
12/31/19	LEXISNEXIS - LexisNexis Research on 12/31/2019 by Chris Ceresa	220.26
01/03/20	LEXISNEXIS - LexisNexis Research on 1/3/2020 by Chris Ceresa	806.87
01/08/20	LEXISNEXIS - LexisNexis Research on 1/8/2020 by Margeret Reiney	96.10
01/10/20	LEXISNEXIS - LexisNexis Research on 1/10/2020 by Chris Ceresa	192.59
01/10/20	LEXISNEXIS - LexisNexis Research on 1/10/2020 by Mary Beth Kamraczewski	96.29
01/13/20	LEXISNEXIS - LexisNexis Research on 1/13/2020 by Margeret Reiney	96.10
01/14/20	LEXISNEXIS - LexisNexis Research on 1/14/2020 by Margeret Reiney	251.18
01/17/20	LEXISNEXIS - LexisNexis Research on 1/17/2020 by Chris Ceresa	148.09
01/21/20	LEXISNEXIS - LexisNexis Research on 1/21/2020 by Chris Ceresa	970.26
01/22/20	LEXISNEXIS - LexisNexis Research on 1/22/2020 by Margeret Reiney	339.98
01/23/20	LEXISNEXIS - LexisNexis Research on 1/23/2020 by Kenneth Des Jardins	96.29
01/25/20	LEXISNEXIS - LexisNexis Research on 1/25/2020 by Margeret Reiney	384.39
01/28/20	LEXISNEXIS - LexisNexis Research on 1/28/2020 by Chris Ceresa	346.68
01/31/20	LEXISNEXIS - LexisNexis Research on 1/31/2020 by Kenneth Des Jardins	129.01
	Total	5,176.12

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Overtime Transportation

<u>Date</u>	<u>Description</u>	<u>Amount</u>
01/06/20	UNITED DISPATCH - U DIKE 12/18/2019 OT Transportation	51.60
01/06/20	UNITED DISPATCH - U DIKE 11/21/2019 OT Transportation	51.60
01/06/20	UNITED DISPATCH - U DIKE 11/26/2019 OT Transportation	51.60
01/07/20	Margaret Reiney - Margaret Reiney, Taxi, Local OT Transportation. 01/07/2020	12.98
01/09/20	Pratik K. Ghosh - Pratik K. Ghosh, Taxi, Overtime transportation 01/09/2020	11.82
01/15/20	Anthony Vincenzo Sexton - Anthony Vincenzo Sexton, Taxi, Cab 01/15/2020	11.25
01/22/20	Anthony Vincenzo Sexton - Anthony Vincenzo Sexton, Taxi, Cab 01/22/2020	10.75
01/23/20	Margaret Reiney - Margaret Reiney, Taxi, OT Taxi 01/23/2020	10.23
01/24/20	Margaret Reiney - Margaret Reiney, Taxi, OT Taxi 01/24/2020	23.30
01/27/20	Adam Collins - Adam Collins, Taxi, overtime transportation 01/27/2020	30.48
01/27/20	Margaret Reiney - Margaret Reiney, Taxi, OT Taxi 01/27/2020	11.88
01/28/20	Carolyn E. Brown - Carolyn E. Brown, Taxi, OT Transportation 01/28/2020	13.44
01/28/20	Margaret Reiney - Margaret Reiney, Taxi, OT Taxi 01/28/2020	14.63
01/29/20	Carolyn E. Brown - Carolyn E. Brown, Taxi, OT Transportation 01/29/2020	13.07
01/31/20	Carolyn E. Brown - Carolyn E. Brown, Taxi, OT Transportation 01/31/2020	14.33
	Total	332.96

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Overtime Meals - Non-Attorney

<u>Date</u>	<u>Description</u>	<u>Amount</u>
01/11/20	SEAMLESS NORTH AMERICA LLC - Dike Uzo 01/09/2020 OT Meal	20.00
01/11/20	SEAMLESS NORTH AMERICA LLC - Dike Uzo 01/07/2020 OT Meal	20.00
	Total	40.00

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Overtime Meals - Attorney

<u>Date</u>	<u>Description</u>	<u>Amount</u>
01/03/20	Pratik K. Ghosh - Pratik K. Ghosh, Overtime Meals - Attorney, New York, NY 01/03/2020	13.33
01/06/20	Margaret Reiney - Margaret Reiney, Overtime Meals - Attorney, NYC 01/06/2020	17.53
01/07/20	Margaret Reiney - Margaret Reiney, Overtime Meals - Attorney, NY 01/07/2020	20.00
01/09/20	Carolyn E. Brown - Carolyn E. Brown, Overtime Meals - Attorney, Chicago, IL 01/09/2020	17.67
01/11/20	SEAMLESS NORTH AMERICA LLC - Brown Carolyn 01/10/2020 OT Meal	20.00
01/11/20	SEAMLESS NORTH AMERICA LLC - Brown Carolyn 01/08/2020 OT Meal	20.00
01/12/20	SEAMLESS NORTH AMERICA LLC - Smith Trudy - 01/06/2020	20.00
01/12/20	SEAMLESS NORTH AMERICA LLC - Ceresa Chris - 01/06/2020	20.00
01/18/20	SEAMLESS NORTH AMERICA LLC - Brown Carolyn 01/17/2020 OT Meal	20.00
01/18/20	SEAMLESS NORTH AMERICA LLC - Brown Carolyn 01/16/2020 OT Meal	20.00
01/18/20	SEAMLESS NORTH AMERICA LLC - Sexton Anthony 01/15/2020 OT Meal	20.00
01/18/20	Pratik K. Ghosh - Pratik K. Ghosh, Overtime Meals - Attorney, New York, NY 01/18/2020	20.00
01/19/20	SEAMLESS NORTH AMERICA LLC - Ceresa Chris - 01/14/2020	20.00
01/19/20	SEAMLESS NORTH AMERICA LLC - Scheffer Tommy - 01/13/2020	20.00
01/19/20	SEAMLESS NORTH AMERICA LLC - Smith Trudy - 01/13/2020	20.00
01/19/20	Pratik K. Ghosh - Pratik K. Ghosh, Overtime Meals - Attorney, New York, NY 01/19/2020	18.45
01/19/20	Pratik K. Ghosh - Pratik K. Ghosh, Overtime Meals - Attorney, New York, NY 01/19/2020	13.61
01/25/20	Pratik K. Ghosh - Pratik K. Ghosh, Overtime Meals - Attorney, New York, NY 01/25/2020	20.00
01/25/20	SEAMLESS NORTH AMERICA LLC - Sexton Anthony 01/22/2020 OT Meal	15.14

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1050025215

Windstream Holdings, Inc.

Matter Number:

24706-32

Expenses

01/25/20	Pratik K. Ghosh - Pratik K. Ghosh, Overtime Meals - Attorney, New York, NY 01/25/2020	20.00
01/26/20	SEAMLESS NORTH AMERICA LLC - Scheffer Tommy - 01/21/2020	20.00
01/27/20	Margaret Reiney - Margaret Reiney, Overtime Meals - Attorney, New York, NY 01/27/2020	20.00
01/28/20	Margaret Reiney - Margaret Reiney, Overtime Meals - Attorney, New York, NY 1/28/2020	17.53
01/30/20	Francis Petrie - Francis Petrie, Overtime Meals - Attorney, New York 01/30/2020	17.96
	Total	451.22

Legal Services for the Period Ending January 31, 2020
 Windstream Holdings, Inc.
 Expenses

Invoice Number: 1050025215
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Overnight Delivery - Hard

<u>Date</u>	<u>Description</u>	<u>Amount</u>
01/13/20	FEDERAL EXPRESS - 777430310713	14.58
01/13/20	FEDERAL EXPRESS - 777429119218	15.97
01/13/20	FEDERAL EXPRESS - 777430326300	13.29
01/13/20	FEDERAL EXPRESS - 777441268610	21.60
01/20/20	FEDERAL EXPRESS - 777471725750	42.95
01/20/20	FEDERAL EXPRESS - 777480591452	11.32
01/20/20	FEDERAL EXPRESS - 777501503610	13.29
01/24/20	FEDEX REFUND	(178.54)
01/27/20	FEDERAL EXPRESS - 810673268360	10.81
01/27/20	FEDERAL EXPRESS - 777591661474	13.25
01/29/20	FEDERAL EXPRESS - FEDEX	25.23
	Total	3.75

Legal Services for the Period Ending January 31, 2020
 Windstream Holdings, Inc.
 Expenses

Invoice Number: 1050025215
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Computer Database Research - Soft

<u>Date</u>	<u>Description</u>	<u>Amount</u>
01/01/20	PACER Usage for 01/2020	37.60
01/01/20	PACER Usage for 01/2020	3.00
01/01/20	PACER Usage for 01/2020	52.20
01/01/20	PACER Usage for 01/2020	103.40
01/01/20	PACER Usage for 01/2020	0.90
01/01/20	PACER Usage for 01/2020	11.10
01/01/20	PACER Usage for 01/2020	3.90
01/01/20	PACER Usage for 01/2020	3.70
01/01/20	PACER Usage for 01/2020	5.00
01/01/20	PACER Usage for 01/2020	1.80
01/01/20	PACER Usage for 01/2020	0.90
	Total	223.50
TOTAL EXPENSES		\$ 126,910.46

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

March 30, 2020

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

Attn: Kristi Moody, Esq.

Invoice Number: 1050025216

Client Matter: 24706-33

In the Matter of Mediation

For legal services rendered through January 31, 2020
(see attached Description of Legal Services for detail)

\$ 155,557.50

Total legal services rendered

\$ 155,557.50

Legal Services for the Period Ending January 31, 2020
 Windstream Holdings, Inc.
 Mediation

Invoice Number: 1050025216
 Matter Number: 24706-33

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Stephen E. Hessler, P.C.	35.00	1,635.00	57,225.00
Heidi Hockberger	13.50	845.00	11,407.50
Marc Kieselstein, P.C.	6.10	1,635.00	9,973.50
Ross M. Kwasteniet, P.C.	29.70	1,595.00	47,371.50
John R. Luze	11.70	1,085.00	12,694.50
Francis Petrie	0.60	845.00	507.00
Margaret Reiney	0.60	610.00	366.00
Tommy Scheffer	1.10	740.00	814.00
Brad Weiland	11.30	1,345.00	15,198.50
TOTALS	109.60		\$ 155,557.50

Legal Services for the Period Ending January 31, 2020
 Windstream Holdings, Inc.
 Mediation

Invoice Number: 1050025216
 Matter Number: 24706-33

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
01/01/20	Stephen E. Hessler, P.C.	1.50	Telephone conference and correspond with K&E team re Uniti (.5); telephone conference and correspond with K&E team and Company re mediation process (1.0).
01/02/20	Stephen E. Hessler, P.C.	1.50	Telephone conference and correspond with K&E team and Company re mediation process.
01/02/20	Marc Kieselstein, P.C.	0.50	Telephone conference with K&E team re next steps on mediation.
01/03/20	Stephen E. Hessler, P.C.	1.30	Telephone conference with Chambers and N. Leone re mediation status update (.3); telephone conference and correspond with K&E team and Company re same (1.0).
01/03/20	Ross M. Kwasteniet, P.C.	1.60	Analyze issues re further engagement with mediation parties (.5); prepare for and participate in telephone conference with advisors re same (.4); prepare for and participate in conferences with K&E team re same (.7).
01/03/20	Ross M. Kwasteniet, P.C.	0.70	Review and analyze proposal from DPW re 365(d)(4) stipulation (.4); prepare for and participate in conference with K&E team re same (.3).
01/03/20	John R. Luze	0.80	Conference and correspond with Company and K&E team re mediation issues.
01/05/20	Ross M. Kwasteniet, P.C.	2.30	Review and analyze materials for mediation (1.7); internal conferences re same (.6).
01/06/20	Stephen E. Hessler, P.C.	0.80	Telephone conference with K&E team and PJT re mediation status update (.3); telephone conference with K&E team, Company and PJT re next steps (.5).
01/06/20	Marc Kieselstein, P.C.	0.80	Telephone conference with Company, PJT re mediation discussions with 1L advisors.
01/06/20	Brad Weiland	1.10	Conference with mediator Hon S. Chapman re case status and next steps.
01/07/20	Heidi Hockberger	1.20	Correspond with K&E team re settlement negotiations (.6); analyze correspondence re same (.4); draft materials re same (.2).
01/07/20	John R. Luze	0.60	Review and analyze mediation and NDA issues.

Legal Services for the Period Ending January 31, 2020
 Windstream Holdings, Inc.
 Mediation

Invoice Number: 1050025216
 Matter Number: 24706-33

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
01/07/20	Tommy Scheffer	0.30	Correspond with DPW and K&E teams re settlement proposal.
01/08/20	Stephen E. Hessler, P.C.	1.00	Telephone conference with K&E team, Company and PJT re mediation steps (.5); telephone conference with K&E team and Company re status update (.5).
01/08/20	Heidi Hockberger	2.10	Telephone conferences with K&E team and PJT re mediation settlement discussions (1.8); review and analyze materials re same (.3).
01/08/20	Ross M. Kwasteniet, P.C.	1.60	Prepare for and participate in telephone conferences with PJT and mediator re next steps (1.1); prepare for mediation session (.5).
01/09/20	Stephen E. Hessler, P.C.	1.50	Telephone conference and correspond with K&E team and Company re mediation process.
01/09/20	Heidi Hockberger	1.80	Correspond with K&E team re materials for mediation.
01/09/20	Marc Kieselstein, P.C.	1.00	Telephone conference with K&E team re mediation update and consider next steps.
01/09/20	Ross M. Kwasteniet, P.C.	1.60	Prepare for and participate in mediation session.
01/10/20	Ross M. Kwasteniet, P.C.	1.20	Correspond and telephone conferences re mediation sessions.
01/10/20	John R. Luze	1.60	Conference with Company re mediation and strategy issues (1.3); review and analyze issues re mediation (.3).
01/10/20	Tommy Scheffer	0.40	Correspond with DPW, K&E teams re settlement proposal.
01/11/20	Stephen E. Hessler, P.C.	0.80	Telephone conference with Chambers and PJT re mediation (.3); telephone conference and correspond with K&E team and Company re same (.5).
01/11/20	John R. Luze	0.50	Review and analyze mediation and strategy issues.
01/12/20	Stephen E. Hessler, P.C.	1.90	Telephone conference and correspond re mediation (.3); telephone conference and correspond with K&E team and PJT re term sheet (.3); telephone conference with B. Weiland re mediation (.3); telephone conference and correspond with K&E team and Company re same (1.0).

Legal Services for the Period Ending January 31, 2020

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Matter Number:

24706-33

Mediation

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
01/13/20	Stephen E. Hessler, P.C.	5.30	Prepare for and participate in prep office conference with K&E team and Company (.3); prepare for and participate in office conference with 1Ls and mediator (2.0); prepare for and participate in office conference with 1Ls and Company (2.0); telephone conference and correspond with K&E team and Company re mediation update (1.0).
01/13/20	John R. Luze	1.20	Review and analyze mediation strategy and nondisclosure agreements.
01/13/20	Brad Weiland	5.90	Conferences with mediator Hon. S. Chapman, Company, advisors, creditors.
01/14/20	Stephen E. Hessler, P.C.	1.00	Telephone conference with K&E team, PJT and Chambers re mediation (.5); telephone conference and correspond with K&E team and Company re same (.5).
01/14/20	Marc Kieselstein, P.C.	1.20	Consider issues re mediation process, 1L position re mediator proposal.
01/14/20	Brad Weiland	0.40	Correspond and telephone conference with Hon S. Chapman, K&E and PJT teams re mediation.
01/15/20	Ross M. Kwasteniet, P.C.	2.70	Telephone conferences and correspond with K&E team re mediation and analysis re same.
01/16/20	Brad Weiland	0.60	Correspond with Hon. S. Chapman, K&E, PJT teams re mediation and potential next steps.
01/17/20	John R. Luze	0.50	Conference with Company and K&E team re mediation strategy and update.
01/18/20	Stephen E. Hessler, P.C.	1.60	Telephone conference and correspond with K&E team re Uniti (.3); telephone conference and correspond with Company re same (.3); telephone conference with K&E team and Company re mediation process (1.0).
01/21/20	Heidi Hockberger	0.40	Telephone conference with K&E team re mediation.
01/21/20	Ross M. Kwasteniet, P.C.	0.60	Analyze strategies re next steps re mediation.

Legal Services for the Period Ending January 31, 2020
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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
01/22/20	Stephen E. Hessler, P.C.	2.80	Prepare for and attend mediation meeting with Paul Weiss, Milbank, K&E team and Chambers (1.5); telephone conference and correspond with PJT and K&E team re mediation (.3); telephone conference with K. Moody re same (.5); telephone conference and correspond with K&E team and Company re next steps (.5).
01/22/20	Heidi Hockberger	0.90	Research re mediation and potential settlement (.5); correspond with K&E team re status conference (.4).
01/22/20	Ross M. Kwasteniet, P.C.	4.70	Participate in conference with K&E team re mediation and case status (.5); prepare for and participate in meeting with Judge Chapman and counsel to first lien and second lien lenders (3.1); follow-up re same (1.1).
01/22/20	Brad Weiland	2.20	Correspond and telephone conference with mediation parties re mediation (.4); prepare for and attend mediation with mediator, parties (1.8).
01/23/20	Stephen E. Hessler, P.C.	1.00	Telephone conference and correspond with K&E team and Company re mediation process.
01/24/20	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 mediation process (1.0).
01/24/20	Ross M. Kwasteniet, P.C.	0.60	Prepare for and participate in management update telephone conference re mediation (.5); follow-up re same (.1).
01/24/20	John R. Luze	0.90	Conference and correspond with K&E team re mediation issues.
01/25/20	Ross M. Kwasteniet, P.C.	0.80	Review materials re 2L principals meeting (.6); correspond with K&E team re same (.2).
01/26/20	Stephen E. Hessler, P.C.	1.00	Telephone conference and correspond with K&E team re status update.
01/26/20	Ross M. Kwasteniet, P.C.	0.70	Review materials re principals meeting.
01/27/20	Stephen E. Hessler, P.C.	6.00	Office conference with D. Miller re mediation (.5); prepare for and participate in 2L meeting (3.5); telephone conference with K&E team and Company re same (1.0); telephone conference and correspond with K&E team and Company re mediation update (1.0).

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
01/27/20	Heidi Hockberger	6.60	Conferences with K&E team, Company, PJT, 2L lender advisors, and mediator re mediation diligence.
01/27/20	Ross M. Kwasteniet, P.C.	1.60	Telephone conferences with second lien lenders re mediation conference (1.2); follow-up re same (.4).
01/27/20	Francis Petrie	0.60	Arrange for logistics re mediation meeting.
01/27/20	Margaret Reiney	0.60	Attend telephone conference re business plan and mediation.
01/27/20	Brad Weiland	1.10	Conferences with mediator, other parties re mediation.
01/28/20	Heidi Hockberger	0.10	Conferences with K&E team re mediation discussions.
01/28/20	Ross M. Kwasteniet, P.C.	1.60	Telephone conferences and correspond re next steps re lender negotiations (1.1); analyze issues re latest business plan and potential settlement constructs (.5).
01/28/20	John R. Luze	1.60	Review and analyze mediation issues (1.2); conference and correspond with K&E team re same (.4).
01/29/20	Stephen E. Hessler, P.C.	2.00	Prepare for and participate in telephone conference with K&E team, A&M and PJT re mediation status update (.5); telephone conference and correspond with K&E team and Company re work in process (1.5).
01/29/20	Ross M. Kwasteniet, P.C.	1.00	Internal conferences re mediation negotiations and potential next steps.
01/29/20	John R. Luze	0.90	Review and analyze mediation issues.
01/30/20	Stephen E. Hessler, P.C.	2.50	Prepare for and participate in telephone conference with K&E team and PJT re negotiation status update (1.0); telephone conference and correspond with K&E team and Company re same (1.5).
01/30/20	Heidi Hockberger	0.20	Conferences with K&E team re settlement discussions (.1); revise settlement documents (.1).
01/30/20	Ross M. Kwasteniet, P.C.	3.70	Analyze revised business plan scenario materials (.7); conferences with K&E team re potential settlement constructs (.5); review and analyze potential settlement constructs (1.3); telephone conferences with management and lender advisors re same (1.2).

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
01/30/20	John R. Luze	1.20	Review and analyze mediation issues (.8); conference and correspond with K&E team re same (.4).
01/31/20	Heidi Hockberger	0.20	Analyze business plan and correspondence re same.
01/31/20	Marc Kieselstein, P.C.	2.60	Consider potential revised settlement of Uniti litigation and next steps.
01/31/20	Ross M. Kwasteniet, P.C.	2.70	Telephone conferences and analysis re potential settlement.
01/31/20	John R. Luze	1.90	Review and analyze mediation and settlement issues (1.6); correspond with K&E team re same (.3).
01/31/20	Tommy Scheffer	0.40	Correspond with K&E team re mediation updates.
Total		109.60	