

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHER DISTRICT OF TEXAS
DALLAS DIVISION**

In re:) Chapter 11
)
TPP ACQUISITION, INC. d/b/a The) Case No. 16-33437-hdh-11
Picture People,)
Debtor.)

**MONTHLY STAFFING REPORT BY WINTER HARBOR LLC
FOR THE PERIOD OF APRIL 1, 2017 THROUGH APRIL 30, 2017**

Winter Harbor LLC (“Winter Harbor”) hereby submits this monthly staffing report for the period April 1, 2017 through April 30, 2017, for compensation and reimbursement of expenses received pursuant to its engagement by an Order of the Bankruptcy Court entered on October 6, 2016, Docket No. 220. Winter Harbor earned compensation for this period of \$21,804.63 for the provision of a Chief Restructuring Officer and additional personnel to the Debtor during said period, and incurred \$0.00 in actual, reasonable and necessary expenses during said period.

Attached in support of the above compensation and expenses are the following:

- Exhibit A – Compensation and Expenses Incurred by Professional
- Exhibit B – Compensation and Expenses Incurred by Category
- Exhibit C – Compensation by Category and Professional
- Exhibit D – Expenses Incurred by Category and Professional



Exhibit A**Compensation and Expenses Incurred by Professional****April 1, 2017 – April 30, 2017****In re TPP Acquisition, Inc. d/b/a The Picture People
Debtor****Case No. 16-33437-hdh-11
Reporting Period: April 1 - April 30, 2017**

Professional	Function	Hours	Hourly rate	Total
Base time				
Stuart Noyes	Chief Restructuring Officer	13.0	\$625.00	\$8,125.00
Bruce Meier	Additional Personnel	8.8	500.00	4,400.00
Mason Hickman	Additional Personnel	5.5	295.00	1,622.50
Steven Sadowski Jr.	Additional Personnel	39.0	295.00	11,505.00
	15% discount			(3,847.88)
Subtotal base time		66.3	\$328.88	\$21,804.63
Travel time at 50% of base rates				
Stuart Noyes	Chief Restructuring Officer	-	\$312.50	\$0.00
Bruce Meier	Additional Personnel	-	250.00	-
Mason Hickman	Additional Personnel	-	147.50	-
Steven Sadowski Jr.	Additional Personnel	-	50.00	-
	15% discount			-
Subtotal travel time at 50% of base rates		-	\$0.00	\$0.00
Total compensation		66.3	\$328.88	\$21,804.63
Expenses incurred				
Stuart Noyes	Chief Restructuring Officer			\$0.00
Bruce Meier	Additional Personnel			-
Mason Hickman	Additional Personnel			-
Steven Sadowski Jr.	Additional Personnel			-
Total expenses incurred				\$0.00
GRAND TOTAL, COMPENSATION AND EXPENSES				\$21,804.63

Exhibit B**Compensation and Expenses Incurred by Category**

April 1, 2017 – April 30, 2017

In re TPP Acquisition, Inc. d/b/a The Picture People
DebtorCase No. 16-33437-hdh-11
Reporting Period: April 1 - April 30, 2017

Category code	Category description	Hours	Hourly rate	Total
Hourly compensation				
12	Business operations	5.5	295.00	1,622.50
13	Case administration	57.7	382.89	22,092.50
17	Financing	-	-	-
32	Corporate finance	-	-	-
99	Unsecured Creditors' Committee	3.1	625.00	1,937.50
	15% discount			(3,847.88)
Total compensation		66.3	\$328.88	\$21,804.63
Expenses incurred				
Total expenses incurred				\$0.00
GRAND TOTAL, COMPENSATION AND EXPENSES				\$21,804.63

Exhibit C

Compensation by Category and Professional

April 1, 2017 – April 30, 2017

In re TPP Acquisition, Inc. d/b/a The Picture People Case No. 16-33437-hdh-11
 Debtor Reporting Period: April 1 - April 30, 2017

Category code	Category description/Professional	Hours	Hourly rate	Total
Hourly compensation				
12	Business operations			
	Stuart Noyes	-	\$0.00	\$0.00
	Bruce Meier	-	-	-
	Mason Hickman	5.5	295.00	1,622.50
	Steven Sadowski Jr.	-	-	-
	15% discount			(243.38)
	Subtotal	5.5	\$250.75	\$1,379.13
13	Case administration			
	Stuart Noyes	9.9	\$625.00	\$6,187.50
	Bruce Meier	8.8	500.00	4,400.00
	Mason Hickman	-	-	-
	Steven Sadowski Jr.	39.0	295.00	11,505.00
	15% discount			(3,313.88)
	Subtotal	57.7	\$325.45	\$18,778.63
17	Financing			
	Stuart Noyes	-	\$0.00	\$0.00
	Bruce Meier	-	-	-
	Mason Hickman	-	-	-
	Steven Sadowski Jr.	-	-	-
	15% discount			-
	Subtotal	-	\$0.00	\$0.00
32	Corporate finance			
	Stuart Noyes	-	\$0.00	\$0.00
	Bruce Meier	-	-	-
	Mason Hickman	-	-	-
	Steven Sadowski Jr.	-	-	-
	15% discount			-
	Subtotal	-	\$0.00	\$0.00
99	Unsecured Creditors' Committee			
	Stuart Noyes	3.1	\$625.00	\$1,937.50
	Bruce Meier	-	-	-
	Mason Hickman	-	-	-
	Steven Sadowski Jr.	-	-	-
	15% discount			(290.63)
	Subtotal	3.1	\$531.25	\$1,646.88
	All categories			
	Stuart Noyes	13.0	\$625.00	\$8,125.00
	Bruce Meier	8.8	500.00	4,400.00
	Mason Hickman	5.5	295.00	1,622.50
	Steven Sadowski Jr.	39.0	295.00	11,505.00
	15% discount			(3,847.88)
	TOTAL	66.3	\$328.88	\$21,804.63

Exhibit D**Expenses Incurred by Category and Professional****April 1, 2017 – April 30, 2017**In re TPP Acquisition, Inc. d/b/a The Picture People
DebtorCase No. 16-33437-hdh-11
Reporting Period: April 1 - April 30, 2017

Category description	Stuart Noyes	Bruce Meier	Mason Hickman	Steven Sadowski Jr.	TOTAL
Expenses incurred					
Airfare	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Lodging	-	-	-	-	-
Taxi and limousine	-	-	-	-	-
Train and bus	-	-	-	-	-
Meals: Breakfast	-	-	-	-	-
Meals: Lunch	-	-	-	-	-
Meals: Dinner	-	-	-	-	-
Car rental	-	-	-	-	-
Parking, tolls and fuel	-	-	-	-	-
Mileage	-	-	-	-	-
Supplies, postage and delivery	-	-	-	-	-
Telecommunications	-	-	-	-	-
Entertainment	-	-	-	-	-
Miscellaneous expense	-	-	-	-	-
TOTAL	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00