

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF SOUTH CAROLINA**

In re:)	Chapter 11
)	
CAFÉ HOLDINGS CORP., et al,)	Case No.: 18-05837 (hb)
)	
Debtors.)	
)	
)	

**NOTICE AND SUMMARY OF THE SECOND MONTHLY FEE STATEMENT OF
PACHULSKI STANG ZIEHL & JONES LLP FOR PROFESSIONAL SERVICES
RENDERED AND DISBURSEMENTS INCURRED AS COUNSEL
FOR THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS
FOR THE PERIOD FROM JANUARY 1, 2019 THROUGH JANUARY 31, 2019**

TAKE NOTICE that Pachulski Stang Ziehl & Jones LLP (“PSZ&J” or the “Applicant”), as co-counsel to the Official Committee of Unsecured Creditors (the “Committee”) in the above captioned chapter 11 cases, hereby submits its *Second Monthly Fee Statement of Pachulski Stang Ziehl & Jones LLP for Professional Services Rendered and Disbursements Incurred as Counsel for the Official Committee of Unsecured Creditors for the Period From January 1, 2019 Through January 31, 2019* (the “Application”) pursuant to the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Professionals and Official Committee Members* [Docket No. 313] (the “Fee Procedures Order”).

TAKE FURTHER NOTICE that any response, return and/or objection to this Application, should be filed with the Clerk of the United States Bankruptcy Court for the District of South Carolina, 1100 Laurel Street, Columbia, SC 29201, **no later than twenty-one (21) days from service of this Application** and a copy simultaneously served on (i) the Debtors: 4324 Wade Hampton Blvd., Suite B, Taylors, S.C. 29687, Attn: Eric Easton; (ii) counsel for the Debtors: Haynes and Boone, LLP, Attn: Ian T. Peck, 2323 Victory Avenue, Suite 700, Dallas, TX 75219 and Burr & Forman LLP, Attn: Michael H. Weaver, P.O. Box 11390, Columbia, S.C. 29211; (iii) counsel to Atalya Administrative LLC: Holland & Knight, LLP, Attn: Brent McIlwain, 200 Crescent Court, Suite 1600, Dallas, TX 75201 and Fox Rothschild, Attn: Kevin McCarrell, 2 W. Washington Street, Suite 1100, Greenville, SC 29601-2784; (iv) counsel to the Committee: Pachulski Stang Ziehl & Jones LLP, Attn: Bradford J. Sandler, 919 North Market Street, 17th Floor, Wilmington, DE 19801; and (v) the Office of the United States Trustee, Attn: Elisabetta G. Gasparini: 1835 Assembly Street, Suite 953, Columbia, SC 29201.

TAKE FURTHER NOTICE that no hearing will be held on this Application unless a response, return and/or objection is timely filed and served, and any objection will be treated and resolved in the manner prescribed in the Fee Procedures Order.

TAKE FURTHER NOTICE that pursuant to the Fee Procedures Order, if no objections to the Application are received timely, the Applicant shall request the Debtors to pay the Applicant the sum of **\$37,019.23**, which represents 80% of PSZ&J's fees and 100% of its expenses for the period covered by the Application.

Dated: February 28, 2019

NELSON MULLINS RILEY & SCARBOROUGH LLP

By: /s/ B. Keith Poston

Frank B.B. Knowlton, Fed. Id. No. 2379

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Attorneys for the Official Committee of Unsecured
Creditors

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF SOUTH CAROLINA**

In re:)	Chapter 11
)	
CAFÉ HOLDINGS CORP., et al,)	Case No.: 18-05837 (hb)
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Debtors.)	

**SECOND MONTHLY FEE STATEMENT OF PACHULSKI
STANG ZIEHL & JONES LLP FOR PROFESSIONAL SERVICES
RENDERED AND DISBURSEMENTS INCURRED AS COUNSEL
FOR THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS
FOR THE PERIOD FROM JANUARY 1, 2019 THROUGH JANUARY 31, 2019**

Name of Applicant:	Pachulski Stang Ziehl & Jones LLP
Authorized to Provide Professional Services to:	Counsel to the Official Committee of Unsecured Creditors
Date of Retention:	Order entered on January 11, 2019 [Docket No. 345], retention effective as of November 30, 2018
Period for which Compensation and Reimbursement is Sought:	January 1, 2019 through January 31, 2019 ¹
Amount of Fees Sought as Actual, Reasonable and Necessary:	\$53,515.00
Less 20% Discount that May be Sought by Committee:	(\$10,703.00)
Total Fees for Which Payment is Sought Now:	= \$42,812.00
80% of Total Fees for Which Payment is Sought Now:	\$34,249.60
100% of Expense Reimbursement:	\$2,769.63
Total Payment Request:	\$37,019.23
Blended rate in this application for all attorneys (full rate)	\$876.33
Blended rate in this application for all attorneys (discounted rate)	\$701.07
Blended rate in this application for all timekeepers (full rate)	\$704.14
Blended rate in this application for all timekeepers (discounted rate)	\$563.32

This is a: Monthly Interim Final Application

¹ The applicant reserves the right to include any time expended in the time period indicated above in future application(s) if it is not included herein.

Preliminary Statement

1. Pachulski Stang Ziehl & Jones LLP (“PSZ&J”), attorneys for the Official Committee of Unsecured Creditors (the “Committee”) of Café Holdings Corp., and its affiliated debtors (collectively, the “Debtors”), hereby submits this statement of fees and disbursements (the “Monthly Statement”) for the period from January 1, 2019 through January 31, 2019 (the “Compensation Period”) in accordance with the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Professionals and Official Committee Members* dated January 8, 2019 [Docket No. 313] (the “Interim Compensation Order”).

2. The retention of PSZ&J as counsel to the Committee was approved by this Court’s *Order Authorizing and Approving the Employment of Pachulski Stang Ziehl & Jones LLP as Counsel to the Official Committee of Unsecured Creditors of the Debtors Effective November 30, 2018* [Docket No. 345] (the “Retention Order”).

3. As set forth in the *Application of the Official Committee of Unsecured Creditors for Authorization to Retain and Employ Pachulski Stang Ziehl & Jones LLP as Bankruptcy Counsel Effective as of November 30, 2018* [Docket No. 270] (the “Application”), PSZJ has agreed that upon Committee request, PSZJ would apply a 20% discounted rate to its fees until the Committee approves PSZJ’s normal standard rates. PSZ&J also agreed to waive any costs related to travel that it incurs in these cases. Therefore, PSZ&J requests through this Second Monthly Statement that its fees be approved at the standard hourly rates, but seeks payment only on the 20% discounted rate to preserve the Committee’s right to request the reduced rate.

4. During the Compensation Period, PSZ&J incurred fees in the amount of \$53,515.00 and expenses in the amount of \$2,769.63. Applying the discounted rate of \$740.00 per hour for Bradford J. Sandler and discounting all other hourly rates by 20%, the total fees incurred at the discounted rate is \$42,812.00. Accordingly, at this time, PSZJ seeks approval for

payment of fees in the amount of \$34,249.60 (80% of \$42,812.00), and 100% of expenses in the amount of \$2,769.63, for a total payment of \$37,019.23.

5. PSZ&J reserves the right to apply in the future for reimbursement of actual and necessary costs and expenses, if any, incurred by members of the Committee in connection with their service as members of the Committee during the Compensation Period.

Services Rendered and Disbursements Incurred During the Compensation Period

6. **Exhibit A** sets forth a timekeeper summary that includes the respective names, positions, department, bar admissions, hourly billing rates and aggregate hours spent by each PSZ&J professional and paraprofessional that provided services to the Committee during the Compensation Period. The rates charged by PSZ&J for services rendered to the Committee are the same rates that PSZ&J charges generally for professional services rendered to its non-bankruptcy clients.

7. **Exhibit B** sets forth a task code summary that includes the aggregate hours per task code spent by PSZ&J professionals and paraprofessionals in rendering services to the Committee during the Compensation Period.

8. **Exhibit C** sets forth a disbursement summary that includes the aggregate expenses, organized by general disbursement categories, incurred by PSZ&J in connection with services rendered to the Committee during the Compensation Period.

9. **Exhibit D** sets forth a complete itemization of all time records and expenses for PSZ&J professionals and paraprofessionals for the Compensation Period.

Notice and Objection Procedures

10. No trustee or examiner has been appointed in these chapter 11 cases. Pursuant to the Interim Compensation Order, notice of the Monthly Statement has been served upon: (i) the Debtors 4324 Wade Hampton Blvd., Suite B, Taylors, SC 29687, Attn: Eric Easton;

(ii) counsel for the Debtors, Haynes and Boone, LLP, 2323 Victory Avenue, Suite 700, Dallas, Texas 75219 (Attn: Ian T. Peck) AND McNair Law Firm, P.A., P.O. Box 11390, Columbia, South Carolina 29211 (Attn: Michael M. Weaver); (iii) counsel to Atalaya Administrative LLC, Holland & Knight, LLP, 200 Crescent Court, Suite 1600, Dallas, TX 75201 (Attn: Brent McIlwain) AND Fox Rothschild, 2 W. Washington Street, Suite 1100, Greenville, South Carolina 29601-2784 (Attn: M. Kevin McCarrell); and the U.S. Trustee, 1835 Assembly Street, Suite 953, Columbia, SC 29201 (Attn: Elisabetta G. Gasparini) (collectively, the “Notice Parties”). PSZ&J submits that no other or further notice need be provided.

11. Pursuant to the Interim Compensation Order, objections to this Monthly Statement, if any, must be served upon the Notice Parties no later than March 21, 2019 (the “Objection Deadline”), setting forth the nature of the objection and the amount of fees or expenses at issue.

12. If no objections to this Monthly Statement are made on or before the Objection Deadline, the Debtors shall pay PSZ&J \$34,249.60 (80% of \$42,812.00), and 100% of expenses of \$2,769.63, for a total payment of \$37,019.23. To the extent an objection to this Monthly Statement is timely made, the Debtors shall withhold payment of that portion of the Monthly Statement to which the objection is directed and promptly pay the remainder of the fees and disbursements in the percentages set forth above. To the extent such objection is not resolved, the affected party may either: (i) file with the Court a request for the payment of the difference, if any, between the Maximum Interim Payment and the Permitted Interim Payment (as defined in the Interim Compensation Order) made to the affected party (the “Disputed Amount”) and request a hearing of the Court; or (ii) forego payment of the Disputed Amount until the next Quarterly Fee Statement Request (as defined in the Interim Compensation Order) at which time the Court will consider and dispose of the Objection if so requested by the parties.

Dated: February 28, 2019

NELSON MULLINS RILEY & SCARBOROUGH LLP

By: /s/ B. Keith Poston

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scho@pszjlaw.com

sgolden@pszjlaw.com

Attorneys for the Official Committee of Unsecured
Creditors

PRIOR MONTHLY STATEMENTS FILED

Date Filed	Period Covered	Requested		Approved		Paid		Holdback	CNO Filed
		Fees	Expenses	Fees	Expenses	Fees	Expenses		
1/30/19	11/30/18 – 12/31/18	\$83,082.40	\$1,497.54	\$66,465.92	\$1,497.54	\$0.00	\$0.00	\$16,616.48	2/21/19 Dkt No. 452

EXHIBIT A

Timekeeper Summary

NAME OF PROFESSIONAL	TITLE	YEAR ADMITTED	YEAR OF PARTNERSHIP	STANDARD HOURLY RATE	TOTAL HOURS BILLED	TOTAL COMPENSATION
Andrew W. Caine	Partner	1983	1989	\$1,050.00	2.40	\$2,520.00
Bradford J. Sandler	Partner	1996	2010	\$975.00	16.90	\$15,632.50
Shirley S. Cho	Of Counsel	1997	N/A	\$895.00	11.60	\$10,382.00
Erin Gray	Of Counsel	1992	N/A	\$795.00	17.90	\$14,230.50
Leslie A. Forrester	Law Library Director	N/A	N/A	\$425.00	1.80	\$765.00
Beth D. Sassa	Paralegal	N/A	N/A	\$395.00	4.40	\$1,738.00
La Asia S. Canty	Paralegal	N/A	N/A	\$395.00	18.00	\$7,110.00
Patricia J. Jeffries	Paralegal	N/A	N/A	\$395.00	0.60	237.00
Mike A. Matteo	Paralegal	N/A	N/A	\$375.00	2.40	\$900.00
TOTAL					76.00	\$53,515.00

EXHIBIT B

Task Code Summary

CODE	DESCRIPTION	HOURS	AMOUNT
AA	Asset Analysis/Recovery	5.00	\$3,605.00
AD	Asset Disposition	5.30	\$4,860.50
BL	Bankruptcy Litigation	28.40	\$22,003.00
CA	Case Administration	10.00	\$6,111.00
CO	Claims Administration/Objections	2.20	\$1,987.00
CO	Compensation of Professionals	10.30	\$5,124.50
CPO	Compensation of Professionals/Others	0.30	\$271.50
EC	Executory Contracts	1.90	\$1,293.50
FN	Financing	2.30	\$2,100.50
GC	General Creditors Committee	9.50	\$5,536.50
HE	Hearing	0.30	\$268.50
OP	Operations	0.20	\$182.00
PC	Retention of Professionals	0.20	\$79.00
PR	Retention of Professionals / Other	0.10	\$92.50
	TOTAL	76.00	\$53,515.00

EXHIBIT C

Disbursement Summary

EXPENSES (BY CATEGORY)	AMOUNTS
Auto Travel Expense	\$109.78
Conference Call	\$1,890.58
CourtLink	\$102.48
Federal Express	\$59.39
Outside Services	\$60.00
Pacer - Court Research	\$89.80
Reproduction/ Scan Copy	\$457.60
TOTAL	\$2,769.63

EXHIBIT D

Pachulski Stang Ziehl & Jones LLP

919 North Market Street
17th Floor
Wilmington, DE 19801

January 31, 2019
Invoice 121583
Client 11906
Matter 00002
BJS

BJS

RE: Committee Representation

STATEMENT OF PROFESSIONAL SERVICES RENDERED THROUGH 01/31/2019

FEES	\$53,515.00
EXPENSES	\$2,769.63
TOTAL CURRENT CHARGES	\$56,284.63
BALANCE FORWARD	\$162,480.17
A/R Adjustments	-\$57,129.63
TOTAL BALANCE DUE	\$161,635.17

Pachulski Stang Ziehl & Jones LLP
 Cafe Holdings Corp. O.C.C.
 11906 00002

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Summary of Services by Task Code

<u>Task Code</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
AA	Asset Analysis/Recovery[B120]	5.00	\$3,605.00
AD	Asset Disposition [B130]	5.30	\$4,860.50
BL	Bankruptcy Litigation [L430]	28.40	\$22,003.00
CA	Case Administration [B110]	10.00	\$6,111.00
CO	Claims Admin/Objections[B310]	2.20	\$1,987.00
CP	Compensation Prof. [B160]	10.30	\$5,124.50
CPO	Comp. of Prof./Others	0.30	\$271.50
EC	Executory Contracts [B185]	1.90	\$1,293.50
FN	Financing [B230]	2.30	\$2,100.50
GC	General Creditors Comm. [B150]	9.50	\$5,536.50
HE	Hearing	0.30	\$268.50
OP	Operations [B210]	0.20	\$182.00
RP	Retention of Prof. [B160]	0.20	\$79.00
RPO	Ret. of Prof./Other	0.10	\$92.50
		76.00	\$53,515.00

Summary of Services by Professional

<u>ID</u>	<u>Name</u>	<u>Title</u>	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>
AWC	Caine, Andrew W.	Partner	1050.00	2.40	\$2,520.00
BDD	Dassa, Beth D.	Paralegal	395.00	4.40	\$1,738.00
BJS	Sandler, Bradford J.	Partner	925.00	16.90	\$15,632.50
EG	Gray, Erin	Counsel	795.00	17.90	\$14,230.50
LAF	Forrester, Leslie A.	Other	425.00	1.80	\$765.00
LSC	Canty, La Asia S.	Paralegal	395.00	18.00	\$7,110.00
MAM	Matteo, Mike A.	Paralegal	375.00	2.40	\$900.00
PJJ	Jeffries, Patricia J.	Paralegal	395.00	0.60	\$237.00
SSC	Cho, Shirley S.	Counsel	895.00	11.60	\$10,382.00
				76.00	\$53,515.00

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Summary of Expenses

<u>Description</u>	<u>Amount</u>
Auto Travel Expense [E109]	\$109.78
Conference Call [E105]	\$1,890.58
CourtLink	\$102.48
Federal Express [E108]	\$59.39
Outside Services	\$60.00
Pacer - Court Research	\$89.80
Reproduction/ Scan Copy	\$457.60
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	\$2,769.63

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				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Asset Analysis/Recovery[B120]						
01/12/2019	BJS	AA	Various emails with Debtors/Official Creditors Committee regarding preferences	0.10	925.00	\$92.50
01/15/2019	AWC	AA	Call with counsel and CFO regarding case settlement, preference valuation.	0.50	1050.00	\$525.00
01/15/2019	BJS	AA	Various emails with A Caine regarding preferences	0.10	925.00	\$92.50
01/21/2019	AWC	AA	Review correspondence and draft email to debtors regarding data for preference analysis.	0.20	1050.00	\$210.00
01/25/2019	AWC	AA	Emails with counsel regarding preference data.	0.20	1050.00	\$210.00
01/29/2019	AWC	AA	Review data for preference analysis (.7), emails with debtors re additional information (.3), emails with team regarding analyses (.2).	1.10	1050.00	\$1,155.00
01/30/2019	AWC	AA	Review NV analysis and emails with team thereon.	0.40	1050.00	\$420.00
01/30/2019	MAM	AA	New value analysis for Andrew W. Caine regarding Sysco.	2.40	375.00	\$900.00
				5.00		\$3,605.00

Asset Disposition [B130]						
01/02/2019	BJS	AD	Review and revise bid procedures (.4); Various emails with Debtors regarding same (.1)	0.50	925.00	\$462.50
01/04/2019	BJS	AD	Telephone conference with Debtors/Atalaya regarding settlement	0.40	925.00	\$370.00
01/04/2019	BJS	AD	Review 9019 motion	0.30	925.00	\$277.50
01/04/2019	BJS	AD	Telephone conference with I Peck regarding debtor-in-possession/Sale	0.20	925.00	\$185.00
01/07/2019	BJS	AD	Telephone conference with I Peck and UST regarding sale, settlement, dismissal	0.50	925.00	\$462.50
01/07/2019	BJS	AD	Telephone conference with K Poston, SC regarding bid procedures, settlement	0.50	925.00	\$462.50
01/07/2019	BJS	AD	Various emails with I Peck regarding UST issues (.2)	0.20	925.00	\$185.00
01/07/2019	BJS	AD	Various emails with I Peck regarding bid procedures	0.10	925.00	\$92.50
01/09/2019	BJS	AD	Review revised bid procedures (.1); Various emails with counsel regarding revised bid procedures (.1)	0.20	925.00	\$185.00
01/10/2019	BJS	AD	Review revised asset purchase agreement	0.40	925.00	\$370.00
01/11/2019	SSC	AD	Telephone conference with Debtors' counsel re case status and filings.	0.50	895.00	\$447.50
01/11/2019	SSC	AD	Review and analysis re revised APA.	0.40	895.00	\$358.00
01/11/2019	SSC	AD	Email to Debtors' counsel re APA.	0.10	895.00	\$89.50

Pachulski Stang Ziehl & Jones LLP
 Cafe Holdings Corp. O.C.C.
 11906 00002

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				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
01/15/2019	BJS	AD	Various emails with PSZJ/NM regarding scope of releases	0.20	925.00	\$185.00
01/18/2019	BJS	AD	Review Gaston Mall settlement (.1); Various emails with Debtors regarding same (.2)	0.30	925.00	\$277.50
01/24/2019	BJS	AD	Review Sysco objection	0.10	925.00	\$92.50
01/29/2019	SSC	AD	Review upcoming sales deadlines.	0.10	895.00	\$89.50
01/29/2019	SSC	AD	Telephone conference with F. Murphy re sale status.	0.20	895.00	\$179.00
01/30/2019	SSC	AD	Email to Debtors' counsel re sales status.	0.10	895.00	\$89.50
				5.30		\$4,860.50

Bankruptcy Litigation [L430]

01/01/2019	BJS	BL	Various emails with Debtors regarding global settlement	0.20	925.00	\$185.00
01/03/2019	BJS	BL	Various emails with I Peck regarding global settlement	0.10	925.00	\$92.50
01/05/2019	BJS	BL	Various emails with I Peck regarding settlement	0.20	925.00	\$185.00
01/07/2019	SSC	BL	Telephone conference with S. Golden re research for 9019 motion.	0.10	895.00	\$89.50
01/07/2019	SSC	BL	Review and revise notice of hearing on global settlement.	0.20	895.00	\$179.00
01/07/2019	SSC	BL	Review and revise global settlement motion.	0.60	895.00	\$537.00
01/08/2019	BJS	BL	Various emails with Debtors regarding global settlement	0.20	925.00	\$185.00
01/08/2019	BJS	BL	Telephone conference with K Poston regarding sale, hearing, settlement	0.20	925.00	\$185.00
01/10/2019	SSC	BL	Telephone conference with D. Staab, Haynes Pat & Boone re settlement motion.	0.10	895.00	\$89.50
01/10/2019	SSC	BL	Email to D. Staab re same.	0.10	895.00	\$89.50
01/10/2019	SSC	BL	Review emails from several counsel re call on settlement motion.	0.10	895.00	\$89.50
01/10/2019	BJS	BL	Various emails with Debtors regarding preferences (.1); Various emails with PSZJ regarding same (.2); Various emails with Debtors regarding dismissal (.1)	0.40	925.00	\$370.00
01/10/2019	BJS	BL	Review dismissal Motion	0.30	925.00	\$277.50
01/11/2019	PJJ	BL	Draft statement in support of settlement motion.	0.20	395.00	\$79.00
01/11/2019	SSC	BL	Telephone conference with Bradford J. Sandler re Café Committee statements needed.	0.20	895.00	\$179.00
01/11/2019	SSC	BL	Emails to E. Gray re Committee statement in support.	0.20	895.00	\$179.00
01/11/2019	BJS	BL	Telephone conference with Shirley S. Cho regarding	0.30	925.00	\$277.50

Pachulski Stang Ziehl & Jones LLP
 Cafe Holdings Corp. O.C.C.
 11906 00002

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				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
			dismissal			
01/11/2019	BJS	BL	Telephone conference with Debtors/Wells/Official Creditors Committee regarding sale, dismissal	0.50	925.00	\$462.50
01/11/2019	BJS	BL	Various emails with E Gray regarding brief issues	0.20	925.00	\$185.00
01/14/2019	EG	BL	Call with Bradford J. Sandler regarding statement in support of settlement and dismissal	0.20	795.00	\$159.00
01/14/2019	EG	BL	Review pleadings in connection with statement in support of settlement and dismissal and DIP	0.80	795.00	\$636.00
01/14/2019	SSC	BL	Email to Debtors' counsel re global settlement term sheet.	0.10	895.00	\$89.50
01/14/2019	SSC	BL	Review and analysis re global term sheet open issues.	0.20	895.00	\$179.00
01/14/2019	SSC	BL	Review and analysis re final settlement motion.	0.20	895.00	\$179.00
01/14/2019	SSC	BL	Review and analysis re final dismissal motion.	0.40	895.00	\$358.00
01/14/2019	SSC	BL	Telephone conference with D. Staab re claims motion.	0.30	895.00	\$268.50
01/14/2019	BJS	BL	Various conferences with and Various emails with Shirley S. Cho regarding settlement	0.40	925.00	\$370.00
01/14/2019	BJS	BL	Telephone conference with E Gray regarding dismissal/settlement briefs	0.50	925.00	\$462.50
01/15/2019	SSC	BL	Review and analysis re release agreement.	0.30	895.00	\$268.50
01/15/2019	BJS	BL	Telephone conference with D Staib regarding settlement	0.10	925.00	\$92.50
01/15/2019	BJS	BL	Various emails with Official Creditors Committee regarding settlement	0.50	925.00	\$462.50
01/15/2019	BJS	BL	Review final motion regarding settlement	0.40	925.00	\$370.00
01/15/2019	BJS	BL	Review motion to dismiss	0.40	925.00	\$370.00
01/15/2019	BJS	BL	Various emails with counsel regarding settlement	0.30	925.00	\$277.50
01/16/2019	BJS	BL	Various emails with K Poston regarding Dismissal hearing	0.10	925.00	\$92.50
01/21/2019	BJS	BL	Various emails with E Gray regarding dismissal	0.10	925.00	\$92.50
01/23/2019	BJS	BL	Telephone conference with Dennis Dun regarding lease rejection, dismissal	0.40	925.00	\$370.00
01/24/2019	EG	BL	Review pleadings regarding statement of support for dismissal and settlement motions	2.10	795.00	\$1,669.50
01/24/2019	BDD	BL	Emails/phone calls with E. Gray re same (2.4)	2.40	395.00	\$948.00
01/24/2019	BDD	BL	Research re settlement motion (1.9); email E. Gray re same (.10)	2.00	395.00	\$790.00
01/25/2019	EG	BL	Research regarding statement of support for dismissal and settlement motions	1.10	795.00	\$874.50

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				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
01/25/2019	BJS	BL	Various emails with E Gray regarding dismissal, settlement	0.40	925.00	\$370.00
01/27/2019	EG	BL	Draft statement in support of settlement and dismissal	3.90	795.00	\$3,100.50
01/28/2019	SSC	BL	Email to E. Gray re statement in support.	0.10	895.00	\$89.50
01/29/2019	SSC	BL	Telephone conference with Bradford J. Sandler re case status.	0.10	895.00	\$89.50
01/29/2019	SSC	BL	Email to K. Poston re case status.	0.10	895.00	\$89.50
01/30/2019	EG	BL	Draft statement in support of motion to dismiss and motion to approve settlement	4.20	795.00	\$3,339.00
01/30/2019	SSC	BL	Review and revise Committee motion in support of settlement/dismissal.	0.70	895.00	\$626.50
01/30/2019	BJS	BL	Attention to settlement	0.30	925.00	\$277.50
01/31/2019	EG	BL	Finalize statement in support of motion to dismiss and settlement motion	0.80	795.00	\$636.00
01/31/2019	SSC	BL	Review revised OCUC statement from E. Gray.	0.10	895.00	\$89.50
				28.40		\$22,003.00

Case Administration [B110]

01/02/2019	LSC	CA	Update critical dates memo and WIP list; calendar entries and reminders (.5); preparation of summary memo (1.2)..	1.70	395.00	\$671.50
01/02/2019	LSC	CA	Revise summary memo.	0.20	395.00	\$79.00
01/04/2019	LSC	CA	Update critical dates memo and WIP list; calendar entries and reminders.	0.30	395.00	\$118.50
01/07/2019	SSC	CA	Review critical dates.	0.10	895.00	\$89.50
01/08/2019	BJS	CA	Various emails with Debtors regarding 9019/sale hearing	0.20	925.00	\$185.00
01/08/2019	BJS	CA	Participate in telephonic hearing	3.50	925.00	\$3,237.50
01/08/2019	LSC	CA	Update critical dates memo and WIP list; calendar entries and reminders (.3); update contact list (.3).	0.60	395.00	\$237.00
01/09/2019	LSC	CA	Review pleadings, update critical dates memo and WIP list; calendar entries and reminders.	0.60	395.00	\$237.00
01/10/2019	LSC	CA	Update critical dates memo and WIP list; calendar entries and reminders.	0.70	395.00	\$276.50
01/18/2019	LSC	CA	Update critical dates memo and WIP list; calendar entries and reminders.	0.40	395.00	\$158.00
01/24/2019	SSC	CA	Telephone conference with L. Canty re critical dates.	0.10	895.00	\$89.50
01/24/2019	LSC	CA	Update critical dates memo and WIP list; calendar entries and reminders (.3); telephone conference with S. Cho regarding critical dates (.1).	0.40	395.00	\$158.00

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				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
01/25/2019	LSC	CA	Update critical dates memo; calendar entries and reminders.	0.60	395.00	\$237.00
01/28/2019	SSC	CA	Review and analysis re critical dates.	0.20	895.00	\$179.00
01/28/2019	LSC	CA	Update critical dates memo and WIP list; calendar entries and reminders.	0.40	395.00	\$158.00
				10.00		\$6,111.00

Claims Admin/Objections[B310]

01/12/2019	BJS	CO	Review administrative claims motion	0.40	925.00	\$370.00
01/14/2019	SSC	CO	Review and revise final claims procedure motion.	0.50	895.00	\$447.50
01/14/2019	SSC	CO	Telephone conference with D. Staab re claims motion.	0.20	895.00	\$179.00
01/14/2019	SSC	CO	Review and analysis re admin. claims motion and revisions needed.	0.30	895.00	\$268.50
01/14/2019	SSC	CO	Review and analysis re admin. claims motion.	0.20	895.00	\$179.00
01/14/2019	SSC	CO	Review further redlines and email to D. Staab re same.	0.20	895.00	\$179.00
01/14/2019	SSC	CO	Correspond with D. Staab and lender counsel re administrative claims motion.	0.20	895.00	\$179.00
01/14/2019	BJS	CO	Various emails with Shirley S. Cho regarding administrative claims motion.	0.20	925.00	\$185.00
				2.20		\$1,987.00

Compensation Prof. [B160]

01/15/2019	PJJ	CP	Review interim compensation procedures order.	0.20	395.00	\$79.00
01/15/2019	SSC	CP	Review and revise PSZJ fee statement exhibit.	0.40	895.00	\$358.00
01/15/2019	SSC	CP	Review interim compensation procedures order.	0.10	895.00	\$89.50
01/15/2019	SSC	CP	Correspond with Patricia Jeffries re PSZJ fee statement.	0.10	895.00	\$89.50
01/15/2019	SSC	CP	Further review and revise PSZJ fee statement exhibit.	0.20	895.00	\$179.00
01/15/2019	BJS	CP	Various emails with K Poston regarding fee applications	0.10	925.00	\$92.50
01/16/2019	SSC	CP	Telephone conference with L. Canty re interim compensation.	0.10	895.00	\$89.50
01/16/2019	SSC	CP	Review and revise PSZJ fee statement exhibit.	0.20	895.00	\$179.00
01/16/2019	LSC	CP	Begin preparation of monthly fee statement.	2.90	395.00	\$1,145.50
01/24/2019	LSC	CP	Prepare first monthly statement and forward for attorney review.	2.90	395.00	\$1,145.50

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				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
01/28/2019	SSC	CP	Review and revise PSZJ first monthly fee application.	0.50	895.00	\$447.50
01/28/2019	SSC	CP	Email to K. Poston re PSZJ first monthly fee application.	0.10	895.00	\$89.50
01/28/2019	BJS	CP	Various emails with Shirley S. Cho regarding fee application	0.10	925.00	\$92.50
01/29/2019	SSC	CP	Review K. Poston edits on PSZJ monthly fee statement.	0.10	895.00	\$89.50
01/29/2019	SSC	CP	Telephone conference with LSC re PSZJ first monthly fee application.	0.10	895.00	\$89.50
01/29/2019	LSC	CP	Revise and finalize monthly fee statement.	2.20	395.00	\$869.00
				10.30		\$5,124.50

Comp. of Prof./Others

01/28/2019	SSC	CPO	Review NM first monthly fee application.	0.20	895.00	\$179.00
01/30/2019	BJS	CPO	Review and revise PSZJ fee application	0.10	925.00	\$92.50
				0.30		\$271.50

Executory Contracts [B185]

01/15/2019	BJS	EC	Review Cure Notices	0.10	925.00	\$92.50
01/19/2019	SSC	EC	Review and analysis re F. Murphy email re Gaston Mall.	0.20	895.00	\$179.00
01/19/2019	SSC	EC	Email to F. Murphy re Gaston Mall.	0.10	895.00	\$89.50
01/29/2019	SSC	EC	Email to T. Hydrick re cure notice.	0.10	895.00	\$89.50
01/29/2019	LSC	EC	Review notices of proposed assumption and correspondence with S. Cho regarding the same.	0.40	395.00	\$158.00
01/31/2019	EG	EC	Review motion to reject contracts	0.30	795.00	\$238.50
01/31/2019	EG	EC	Review motion to abandon 24 Tavern FFE	0.30	795.00	\$238.50
01/31/2019	SSC	EC	Review and respond to K. Poston re rejection motion.	0.10	895.00	\$89.50
01/31/2019	LSC	EC	Review rejection motion and correspondence with S. Cho re same.	0.30	395.00	\$118.50
				1.90		\$1,293.50

Financing [B230]

01/02/2019	BJS	FN	Telephone conference with Debtors regarding debtor-in-possession order/global settlement	0.40	925.00	\$370.00
01/04/2019	BJS	FN	Review 3rd Interim debtor-in-possession Order	0.40	925.00	\$370.00
01/04/2019	BJS	FN	Review 3rd Interim debtor-in-possession Order	0.40	925.00	\$370.00

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				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
01/07/2019	SSC	FN	Review revised DIP order and DIP term sheet revisions.	0.30	895.00	\$268.50
01/07/2019	SSC	FN	Telephone conference with Bradford J. Sandler and K. Poston re DIP hearing and case status.	0.60	895.00	\$537.00
01/31/2019	BJS	FN	Review revised final debtor-in-possession order	0.20	925.00	\$185.00
				2.30		\$2,100.50

General Creditors Comm. [B150]

01/03/2019	LSC	GC	Update weekly summary memo.	0.80	395.00	\$316.00
01/04/2019	LSC	GC	Update weekly summary memo.	0.50	395.00	\$197.50
01/17/2019	LAF	GC	Create creditor website.	1.30	425.00	\$552.50
01/17/2019	SSC	GC	Email to L. Hale re signatures needed.	0.10	895.00	\$89.50
01/18/2019	LAF	GC	Creditor website.	0.50	425.00	\$212.50
01/28/2019	LSC	GC	Prepare summary memo.	0.50	395.00	\$197.50
01/29/2019	EG	GC	Draft statement in support of motion to dismiss and research re motion to approve settlement	4.20	795.00	\$3,339.00
01/29/2019	LSC	GC	Review pleadings and prepare summaries of same.	1.60	395.00	\$632.00
				9.50		\$5,536.50

Hearing

01/07/2019	SSC	HE	Email to K. Poston re 1/15 hearing orders.	0.10	895.00	\$89.50
01/07/2019	SSC	HE	Review 1/15 hearing orders.	0.10	895.00	\$89.50
01/24/2019	SSC	HE	Email to K. Poston re 1/29 hearing.	0.10	895.00	\$89.50
				0.30		\$268.50

Operations [B210]

01/28/2019	SSC	OP	Email to LSC re PACA motion.	0.10	895.00	\$89.50
01/28/2019	BJS	OP	Review monthly operating report	0.10	925.00	\$92.50
				0.20		\$182.00

Retention of Prof. [B160]

01/07/2019	PJJ	RP	Prepare orders on PSZJ retention and Committee confidentiality motion.	0.20	395.00	\$79.00
				0.20		\$79.00

Ret. of Prof./Other

01/09/2019	BJS	RPO	Various emails with K Poston regarding retention	0.10	925.00	\$92.50
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	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
applications	<u>0.10</u>		<u>\$92.50</u>
TOTAL SERVICES FOR THIS MATTER:			\$53,515.00

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Expenses

11/30/2018	AT	Auto Travel Expense [E109] XYZ Two Way Radio Services, Inv. 1671479, La Asia Canty	109.78
12/02/2018	CC	Conference Call [E105] AT&T Conference Call, BJS	6.51
12/02/2018	CC	Conference Call [E105]AT&T Conference Call, BJS	14.07
12/05/2018	CC	Conference Call [E105]AT&T Conference Call, BJS	1,870.00
12/10/2018	OS	Leetone Foto Center (Notary) HP	60.00
01/03/2019	RE2	SCAN/COPY (19 @0.10 PER PG)	1.90
01/03/2019	RE2	SCAN/COPY (17 @0.10 PER PG)	1.70
01/03/2019	RE2	SCAN/COPY (17 @0.10 PER PG)	1.70
01/08/2019	CL	11906.00002 CourtLink charges for 01-08-19	102.48
01/08/2019	RE2	SCAN/COPY (53 @0.10 PER PG)	5.30
01/08/2019	RE2	SCAN/COPY (131 @0.10 PER PG)	13.10
01/09/2019	RE2	SCAN/COPY (61 @0.10 PER PG)	6.10
01/09/2019	RE2	SCAN/COPY (18 @0.10 PER PG)	1.80
01/09/2019	RE2	SCAN/COPY (52 @0.10 PER PG)	5.20
01/09/2019	RE2	SCAN/COPY (57 @0.10 PER PG)	5.70
01/10/2019	RE2	SCAN/COPY (61 @0.10 PER PG)	6.10
01/11/2019	RE2	SCAN/COPY (24 @0.10 PER PG)	2.40
01/11/2019	RE2	SCAN/COPY (19 @0.10 PER PG)	1.90
01/11/2019	RE2	SCAN/COPY (19 @0.10 PER PG)	1.90
01/11/2019	RE2	SCAN/COPY (62 @0.10 PER PG)	6.20

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01/11/2019	RE2	SCAN/COPY (76 @0.10 PER PG)	7.60
01/11/2019	RE2	SCAN/COPY (25 @0.10 PER PG)	2.50
01/15/2019	FE	11906.00002 FedEx Charges for 01-15-19	59.39
01/15/2019	RE2	SCAN/COPY (284 @0.10 PER PG)	28.40
01/15/2019	RE2	SCAN/COPY (34 @0.10 PER PG)	3.40
01/15/2019	RE2	SCAN/COPY (34 @0.10 PER PG)	3.40
01/15/2019	RE2	SCAN/COPY (31 @0.10 PER PG)	3.10
01/15/2019	RE2	SCAN/COPY (429 @0.10 PER PG)	42.90
01/15/2019	RE2	SCAN/COPY (19 @0.10 PER PG)	1.90
01/15/2019	RE2	SCAN/COPY (30 @0.10 PER PG)	3.00
01/15/2019	RE2	SCAN/COPY (24 @0.10 PER PG)	2.40
01/15/2019	RE2	SCAN/COPY (34 @0.10 PER PG)	3.40
01/15/2019	RE2	SCAN/COPY (284 @0.10 PER PG)	28.40
01/15/2019	RE2	SCAN/COPY (19 @0.10 PER PG)	1.90
01/15/2019	RE2	SCAN/COPY (429 @0.10 PER PG)	42.90
01/15/2019	RE2	SCAN/COPY (34 @0.10 PER PG)	3.40
01/15/2019	RE2	SCAN/COPY (34 @0.10 PER PG)	3.40
01/15/2019	RE2	SCAN/COPY (29 @0.10 PER PG)	2.90
01/15/2019	RE2	SCAN/COPY (19 @0.10 PER PG)	1.90
01/15/2019	RE2	SCAN/COPY (26 @0.10 PER PG)	2.60
01/15/2019	RE2	SCAN/COPY (19 @0.10 PER PG)	1.90
01/15/2019	RE2	SCAN/COPY (166 @0.10 PER PG)	16.60

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01/15/2019	RE2	SCAN/COPY (166 @0.10 PER PG)	16.60
01/15/2019	RE2	SCAN/COPY (19 @0.10 PER PG)	1.90
01/15/2019	RE2	SCAN/COPY (61 @0.10 PER PG)	6.10
01/15/2019	RE2	SCAN/COPY (26 @0.10 PER PG)	2.60
01/15/2019	RE2	SCAN/COPY (24 @0.10 PER PG)	2.40
01/15/2019	RE2	SCAN/COPY (61 @0.10 PER PG)	6.10
01/15/2019	RE2	SCAN/COPY (166 @0.10 PER PG)	16.60
01/17/2019	RE2	SCAN/COPY (27 @0.10 PER PG)	2.70
01/17/2019	RE2	SCAN/COPY (12 @0.10 PER PG)	1.20
01/17/2019	RE2	SCAN/COPY (35 @0.10 PER PG)	3.50
01/17/2019	RE2	SCAN/COPY (27 @0.10 PER PG)	2.70
01/17/2019	RE2	SCAN/COPY (158 @0.10 PER PG)	15.80
01/17/2019	RE2	SCAN/COPY (26 @0.10 PER PG)	2.60
01/22/2019	RE2	SCAN/COPY (27 @0.10 PER PG)	2.70
01/22/2019	RE2	SCAN/COPY (26 @0.10 PER PG)	2.60
01/22/2019	RE2	SCAN/COPY (35 @0.10 PER PG)	3.50
01/22/2019	RE2	SCAN/COPY (27 @0.10 PER PG)	2.70
01/24/2019	RE2	SCAN/COPY (344 @0.10 PER PG)	34.40
01/24/2019	RE2	SCAN/COPY (9 @0.10 PER PG)	0.90
01/24/2019	RE2	SCAN/COPY (11 @0.10 PER PG)	1.10
01/25/2019	RE2	SCAN/COPY (180 @0.10 PER PG)	18.00

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01/28/2019	RE2	SCAN/COPY (13 @0.10 PER PG)	1.30
01/30/2019	RE2	SCAN/COPY (19 @0.10 PER PG)	1.90
01/30/2019	RE2	SCAN/COPY (47 @0.10 PER PG)	4.70
01/30/2019	RE2	SCAN/COPY (80 @0.10 PER PG)	8.00
01/30/2019	RE2	SCAN/COPY (22 @0.10 PER PG)	2.20
01/31/2019	PAC	Pacer - Court Research	89.80
01/31/2019	RE2	SCAN/COPY (74 @0.10 PER PG)	7.40
01/31/2019	RE2	SCAN/COPY (79 @0.10 PER PG)	7.90
01/31/2019	RE2	SCAN/COPY (24 @0.10 PER PG)	2.40
01/31/2019	RE2	SCAN/COPY (38 @0.10 PER PG)	3.80
01/31/2019	RE2	SCAN/COPY (24 @0.10 PER PG)	2.40

Total Expenses for this Matter

\$2,769.63

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REMITTANCE ADVICE

Please include this Remittance Advice with your payment

For current services rendered through 01/31/2019

Total Fees	\$53,515.00
Chargeable costs and disbursements	\$2,769.63
Total Due on Current Invoice.....	\$56,284.63

Outstanding Balance from prior Invoices as of 01/31/2019 (May not reflect recent payments)

Invoice Number	Invoice Date	Fees Billed	Expenses Billed	Balance Due
121028	12/31/2018	\$103,853.00	\$1,497.54	\$105,350.54

Total Amount Due on Current and Prior Invoices \$161,635.17