

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF PENNSYLVANIA**

In re:

WORDSWORTH ACADEMY, *et al.*¹,

Debtors.

Chapter 11

Case No. 17-14463 (AMC)

(Jointly Administered)

**LOCAL RULE 2016-5 SECOND REQUEST FOR PAYMENT ON
ACCOUNT OF COMPENSATION AND REIMBURSEMENT OF
EXPENSES OF CULLEN AND DYKMAN LLP, COUNSEL TO THE
OFFICIAL COMMITTEE OF UNSECURED CREDITORS, FOR THE
PERIOD SEPTEMBER 1, 2017 THROUGH SEPTEMBER 30, 2017**

Cullen and Dykman LLP (“**Cullen and Dykman**”), counsel to the Official Committee of Unsecured Creditors (the “**Committee**”) appointed in the cases of the above-captioned debtors and debtors-in-possession (collectively, the “**Debtors**”), in accordance with Federal Rule of Bankruptcy Procedure 2016 and Local Bankruptcy Rule 2016-5, requests an award of compensation and reimbursement of actual, necessary expenses and represents:

Part A – Preliminary Statement

1. Cullen and Dykman is counsel to the Committee. All services rendered and fees incurred for which compensation or reimbursement is requested were performed or incurred for or on behalf of the Committee.
2. The services described in this request (the “**Request**”) are actual, necessary services and the compensation requested for those services is reasonable.
3. The expenses described in this Request are actual, necessary expenses.

¹ The Debtors in these Chapter 11 Cases, along with the last four digits of each Debtor’s federal tax identification number, are: Wordsworth Academy (9031); Wordsworth CUA 5, LLC (0983); and Wordsworth CUA 10, LLC (5980). Wordsworth Academy has an address at 3300 Henry Ave., Philadelphia, PA 19129.

4. Cullen and Dykman make this Request for compensation and reimbursement of expenses for the period of September 1, 2017 through September 30, 2017 (the “**Compensation Period**”).

Part B - General Information

5. **General Information**

- A. Petition Date: June 30, 2017
- B. Date of Cullen and Dykman’s Application to Approve Employment: August 1, 2017
- C. Date employment approved: September 20, 2017, amended November 1, 2017
- D. First date services were rendered by Cullen and Dykman in the bankruptcy case: July 17, 2017

6. Attorneys Billing During Compensation Period (September 1, 2017 through September 30, 2017)

CORE BANKRUPTCY TEAM

<u>Name</u>	<u>Hours</u>	<u>Billing Rate</u>	<u>Total</u>
S. Jason Teele	11.00	\$600/hour	\$6,600.00
Nicole Stefanelli	18.40	\$600/hour	\$11,040.000
Bonnie Pollack	24.30	\$525/hour	\$12,757.50
Travis Powers	.40	\$385/hour	\$154.00
Anna Chen	45.50	\$230.00/hour	\$10,465.00

PARALEGAL

<u>Name</u>	<u>Hours</u>	<u>Billing Rate</u>	<u>Total</u>
Kim LaFiura	26.10	\$150.00/hour	\$3,915.00

Total Fees: \$44,931.50
Less 20% Discount \$8,986.30

Discounted Total: \$35,945.20

7. Billing Rates

The billing rates set forth in this Request are the normal hourly rates charged by Cullen and Dykman for the services rendered, less a 20% discount. In addition, Cullen and Dykman has not billed for non-work travel time.

Part C -Billing Summary

8. Description of Services

Compensation and reimbursement for expenses is now sought for all reasonable and necessary activities performed in the case from September 1, 2017 through September 30, 2017 including, by categorical listing:

B110 - Case Administration

(Fees: \$6,525.00; Total Hours: 24.80)

During the Compensation Period, Cullen and Dykman's services included preparation of internal memoranda regarding critical dates in the chapter 11 cases, communications regarding the bar date order, communications and conferences regarding case status, the preparation and filing of various notices and the review of various pleadings, notices and orders.

B150 - Meetings of and Communications with Creditors

(Fees: \$3,750.00; Total Hours: 6.80)

During the Compensation Period, Cullen and Dykman participated in regular communications with the Committee via telephone and email and communicated with individual creditors regarding various matters.

B160 - Fee/Employment Applications

(Fees: \$25,986.50; Total Hours: 78.40)

During the Compensation Period, Cullen and Dykman prepared its First Monthly Fee Application for compensation and reimbursement of fees and expenses, tended to retention

applications of professionals and the preparation of a motion to reconsider its retention as counsel to the Committee.

B165 – Fee/Employment Applications – Others
(Fees: \$262.50; Total Hours: .50)

During the Compensation Period, Cullen and Dykman reviewed invoices for Blank Rome and Yanoff.

B185 – Assumption/Rejection of Leases & Contracts
(Fees: \$787.50; Hours: 1.50)

During the Compensation Period, Cullen and Dykman reviewed several motions to assume leases and contracts, and objection related to the same.

B190 – Other Contested Matters
(Fees: \$1,485.00; Hours: 2.70)

During the Compensation Period, Cullen and Dykman reviewed the motion to increase CEO salary and tended to the preparation of a response to same.

B210 - Business Operations
(Fees: \$1,365.00; Total Hours: 2.6)

During the Compensation Period, Cullen and Dykman reviewed various management agreements and affiliation agreements.

B230 – Financing/Cash Collateral
(Fees: \$2,692.50; Total Hours: 4.90)

During the Compensation Period, Cullen and Dykman spent time preparing for the hearing regarding Sienna DIP Financing and the review of the final order authorizing DIP financing.

B320 – Plan and Disclosure Statement

(Fees: \$157.50; Hours: .30)

During the Compensation Period, Cullen and Dykman had discussions with Debtors' counsel regarding the status of the plan.

B430A – Court Hearings

(Fees: \$1,920.00; Hours: 3.20)

During the Compensation Period, Cullen and Dykman tended to the preparation and appearance at the hearings for Sienna DIP financing and committee professional retention applications.

9. Detail of Hours Expended

Attached hereto as **Exhibit A** is a listing of categories of services rendered and the hours expended in each category.

10. Request

Based on the above, Cullen and Dykman requests approval of interim compensation in the total amount of \$35,945.20 (inclusive of a 20% discount).

Part D - Expense Summary

11. From September 1, 2017 through September 30, 2017, Cullen and Dykman expended \$27.37 for expenses in connection with the services provided to the Committee. Attached hereto as **Exhibit B** is a schedule by expense category of actual and necessary expenses for which Cullen and Dykman is seeking reimbursement. Although Cullen and Dykman also incurred travel expenses, it is not seeking reimbursement for such expenses.

WHEREFORE, Cullen and Dykman requests approval of interim compensation in the total amount of \$35,945.20 (inclusive of a 20% discount) and reimbursement of expenses in the total amount of \$27.37. Cullen and Dykman seeks payment at this time as follows: \$28,756.16 (80% of the fees for services rendered) plus \$27.37 (100% of interim expenses incurred).

Respectfully submitted,

Dated: December 8, 2017

CULLEN AND DYKMAN LLP

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Academy, et al.*