

KING & SPALDING LLP
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New York, New York 10036
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Special Counsel for the Debtors

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

-----X	:	
	:	
IN RE:	:	Chapter 11
ARCAPITA BANK B.S.C.(c), et al.,	:	
Debtors.	:	Case No. 12-11076 (SHL)
	:	
	:	Jointly Administered
	:	
-----X	:	

**FIRST MONTHLY STATEMENT OF KING & SPALDING LLP
AND KING & SPALDING INTERNATIONAL LLP FOR COMPENSATION FOR
PROFESSIONAL SERVICES RENDERED AND EXPENSES INCURRED DURING
THE PERIOD FROM AUGUST 1, 2012 THROUGH AUGUST 31, 2012**

King & Spalding LLP and King & Spalding International LLP (collectively, “*K&S*”), special counsel for Arcapita Bank B.S.C.(c) (“*Arcapita*”) and certain of its subsidiaries and affiliates, as debtors and debtors-in-possession (collectively, the “*Debtors*”), hereby submit this statement of fees and disbursements (a “*Monthly Statement*”) for the period from August 1, 2012 through August 31, 2012 (the “*Compensation Period*”) in accordance with the Order Granting Debtors’ Motion for Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Professionals and Committee Members [Docket No. 159] (the “*Interim Compensation Order*”).

FEES FOR SERVICES RENDERED DURING THE COMPENSATION PERIOD

1. Set forth below is a list of the positions of the K&S professionals and paraprofessionals who provided services to the Debtors and non-Debtor members of the Arcapita Group during the Compensation Period, their respective billing rates, and the aggregate hours spent by each professional and paraprofessional in providing services for the Debtors and non-Debtor members of the Arcapita Group during the Compensation Period.

<u>Timekeeper Name</u>	<u>Position</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Cox, Anne	Partner	1.0	675	675.00
Ferdinands, Paul	Partner	9.0	785	7,065.00
Johnston, Michael	Partner	0.2	730	146.00
Marooney, Richard	Partner	2.5	730	1,825.00
Metcalf, Andrew	Partner	0.2	850	170.00
Robertson, Brannon	Partner	7.6	545	4,142.00
Salah, Isam	Partner	1.3	975	1,267.50
Straus, Paul	Partner	6.4	720	4,608.00
Albright, Alan	Counsel	2.6	725	1,885.00
Amdor, Todd	Counsel	4.8	585	2,808.00
Mario, Scott	Counsel	0.1	465	46.50
Elkhouly, Ahmad	Associate	11.2	550	6,160.00
Fallon, Archie	Associate	31.0	490	15,190.00
Joffe, David	Associate	7.1	480	3,408.00
Marshall, Jenny	Associate	1.1	605	665.50
Stainback, Jamie	Associate	0.8	500	400.00
Stull, James	Associate	5.7	610	3,477.00
Bellew, Evelyn	Paralegal	14.7	295	4,336.50
Harrison, Susan	Paralegal	17.0	285	4,845.00
Heinz, Missy	Paralegal	21.7	285	6,184.50
Hong, Yee	Paralegal	9.5	210	1,995.00
Shen-Frattura, Susan	Paralegal	<u>0.2</u>	295	<u>59.00</u>
	TOTAL	<u>155.7</u>		<u>71,358.50</u>

2. The rates charged by K&S for services rendered to the Debtors and non-Debtor members of the Arcapita Group are the same rates that it charges generally for professional services rendered to its non-bankruptcy clients. An itemization of tasks performed by these

professionals and paraprofessionals for the Compensation Period for the Debtors is annexed hereto as **Exhibit A-1**. An itemization of tasks performed by these professionals and paraprofessionals for the Compensation Period for the non-Debtor members of the Arcapita Group (where the Debtors have agreed to be responsible for payment of K&S's fees and expenses) is annexed hereto as **Exhibit A-2**. All tasks performed for the non-Debtor members of the Arcapita Group fall under the Business Operations task code.

EXPENSES INCURRED DURING THE COMPENSATION PERIOD

3. Set forth below is a categorical list of the expenses incurred by K&S during the Compensation Period in the course of representing the Debtors and non-Debtor subsidiaries and affiliates.

<u>Cost Description</u>	<u>Total</u>
Postage/Express Mail	5.75
Duplicating Costs	75.90
Computer Research - Lexis/Westlaw	44.64
Transportation Costs	343.13
Filing Fees	<u>260.33</u>
TOTAL	<u>729.75</u>

4. K&S customarily charges \$0.10 per page for photocopying expenses. K&S charges the standard usage rates billed by providers of on-line legal research (e.g., LEXIS and Westlaw) for computerized legal research. Any volume discount received by K&S is passed on to its clients. K&S charges its clients for the actual expenses related to travel, hotel lodging and business meals. An itemization of expenses for which K&S seeks reimbursement is included in **Exhibit A**.

NOTICE

5. No trustee or examiner has been appointed in the Chapter 11 Cases. Pursuant to the Interim Compensation Order, the Debtors have provided notice of filing of this statement by electronic mail and/or overnight mail to: (i) Arcapita Bank B.S.C.(c), Arcapita Building, Bahrain Bay, P.O. Box 1406, Manama, Kingdom of Bahrain (Attn: Henry Thompson); (ii) Gibson, Dunn & Crutcher LLP, 200 Park Avenue, New York, NY 10166 (Attn: Michael A. Rosenthal, Esq., Janet M. Weiss, Esq., and Matthew K. Kelsey, Esq.); (iii) the Office of the United States Trustee for the Southern District of New York, 33 Whitehall Street, 21st Floor, New York, New York 10004 (Attn: Richard Morrissey, Esq.); and (iv) the Official Committee of Unsecured Creditors (the “*Committee*”), Milbank, Tweed, Hadley & McCloy LLP, 1 Chase Manhattan Plaza, New York, New York 10005 (Attn: Dennis F. Dunne, Esq. and Evan R. Fleck, Esq.). A copy of the statement is also available on the website of the Debtors’ notice and claims agent, GCG, at www.gcginc.com/cases/arcapita.

Dated: Atlanta, Georgia
September 25, 2012

KING & SPALDING LLP

/s/ Paul K. Ferdinands
Paul K. Ferdinands
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and

Scott Davidson
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New York, New York 10036
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Facsimile: (212) 556-2222

Special Counsel for the Debtors

Exhibit A-1

Time Records for the Compensation Period
(Bank Matters)

KING & SPALDING

FEDERAL I.D. 58-0520153

Remit To:
King & Spalding LLP
P.O. Box 116133
Atlanta, GA 30368-6133

By Wire: SunTrust Bank
ABA: 061 000 104
SWIFT: SNTRUS3A
USD Account: 88003 12475
Account Name: King & Spalding

Arcapita Bank B.S.C.(c)
ATTN: Henry A. Thompson, Esq
Arcapita Building
Road 4612, Area 346
P.O. Box 1406
Bahrain Bay
Manama
BAHRAIN

Invoice No. 9804627
Invoice Date 09/18/12
Client No. 05241

For questions, contact:
Isam Salah +1 212 556 2140

For Professional Services Rendered through 08/31/12:

Fees	\$	39,477.00
Expenses		729.75
Total this Invoice	\$	40,206.75

05241 Arcapita Bank B.S.C.(c)
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Page 2**PROFESSIONAL SERVICES**

Date	Timekeeper	Task	Description	Hours
08/14/12	M Johnston	B110	Review correspondence from C. Ogburn regarding settlement payment (Arcapita, Inc.)	0.2
08/09/12	M Heinz	B160	Prepare fee application	1.8
08/13/12	P Ferdinands	B160	Prepare King & Spalding fee application	1.4
08/13/12	M Heinz	B160	Prepare fee application	6.6
08/14/12	M Heinz	B160	Prepare fee application	4.8
08/14/12	P Ferdinands	B160	Prepare King & Spalding fee application	2.4
08/15/12	M Heinz	B160	Prepare, file and serve fee application	8.0
08/15/12	P Ferdinands	B160	Prepare King & Spalding Fee Application	2.9
08/16/12	M Heinz	B160	Conference with P. Ferdinands and memorandum to A. Songer regarding fee statement procedures	0.2
08/31/12	P Ferdinands	B160	Preparation for and participation in telephonic calls with R. Morrissey regarding King & Spalding fee application (0.8); prepare memoranda to M. Rosenthal, J. Weiss, R. Morrissey regarding King & Spalding fee application (0.3)	1.1
08/31/12	M Heinz	B160	Attention to fee application matters	0.3
08/01/12	D Joffe	B190	Prepared for and attend for lift-stay hearing (Alinda Litigation)	7.1
08/01/12	P Straus	B190	Attend hearing on Alinda's motion to lift stay (2.5); prepare for hearing (0.8); office conferences and e-mail correspondence regarding lift-stay motion, hearing, mediation, next steps (0.3) (Alinda Litigation)	3.6
08/02/12	P Straus	B190	E-mail correspondence regarding Hopper claims, lift-stay motion, Hopper settlement agreement confidentiality (Alinda Litigation)	0.7
08/15/12	B Robertson	B190	Telephone call with A. Fallon and client regarding Hopper issues and follow up on same (Alinda Litigation)	1.5
08/16/12	P Straus	B190	Draft update regarding litigation (Alinda Litigation)	0.3
08/17/12	P Straus	B190	Draft update regarding litigation (Alinda Litigation)	0.3
08/21/12	B Robertson	B190	Attention to mediation issues (Alinda Litigation)	0.3
08/21/12	P Straus	B190	E-mail correspondence with Hopper and Alinda regarding mediators (0.2); mediator research (0.4) (Alinda Litigation)	0.6
08/23/12	P Straus	B190	Review and revise draft memo regarding Mobay distribution (0.8); e-mail correspondence regarding issues (0.1) (Alinda Litigation)	0.9
08/29/12	R Marooney	B190	Review and prepare correspondence regarding mediation (0.4); document review and analysis to	1.0

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Date	Timekeeper	Task	Description	Hours
			prepare for same (0.6) (Alinda Litigation)	
08/30/12	R Marooney	B190	Telephone conference with Judge Martin regarding mediation (0.2); prepare correspondence to Judge Martin regarding case background (0.7); prepare correspondence to Arcapita regarding status (0.2) (Alinda Litigation)	1.1
08/31/12	B Robertson	B190	Discuss mediation issues with team (Alinda Litigation)	0.3
08/31/12	R Marooney	B190	Review and prepare correspondence regarding mediation strategy (Alinda Litigation)	0.4
06/11/12	J Stainback	B210	Provide escrow services (Aspen Aerogels)	0.8
08/01/12	Y Hong	B210	Organize additional debt documents for 3PD (1.0); discuss with A. Elkhoully regarding same (0.2); organize all pledged collatera (1.0); draft list of all documents and collateral (0.3)	2.5
08/01/12	S Harrison	B210	Review Cap Table for 3PB Holding, Inc.	2.0
08/01/12	A Elkhoully	B210	Email R. James regarding 3PD document request and spreadsheets (0.4); call with K. Miller regarding document request (0.5); coordinate with Y. Hong on document request (0.5); review document list and email from Y. Hong (0.7); coordinate with J. Brown on 3PD equity information and document request (0.4)	2.5
08/02/12	Y Hong	B210	Search for and organize 3PD capitalization table (1.0); coordinate with S. Harrison and A. Elkhoully regarding same (0.2); coordinate with M. McCoy regarding Home Delivery Group materials (0.3); organize documents to send to Arcapita (1.5)	3.0
08/02/12	A Albright	B210	Review document request regarding 3PD ownership structure and waterfall analysis (.2); related telephone conference with A. Elkhoully (.1)	0.3
08/02/12	A Elkhoully	B210	Calls and emails S. Harrison regarding 3PD equity documentation and spreadsheet (1.0); meet with Y. Hong regarding the same (0.4); call with K. Miller regarding the same (0.3); review 3PD equity documents and capitalization table (1.8); review 3PD options spreadsheet and email R. James and J. Brown regarding the same (1.0)	4.5
08/02/12	S Harrison	B210	Review Cap Tables for Varel International Energy Services, Inc. and 3PD Holding, Inc.	7.5
08/03/12	Y Hong	B210	Review and update capitalization table (1.5); review spreadsheet from Arcapita (0.8); coordinate with A. Elkhoully, R. James, and S. Harrison on said table (0.2)	2.5
08/03/12	A Elkhoully	B210	Calls and emails S. Harrison regarding 3PD equity documentation, spreadsheet and capitalization table	3.5

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09/18/12

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Date	Timekeeper	Task	Description	Hours
			(0.7); meet with Y. Hong regarding the same (0.3); emails to R. James and J. Brown regarding the same (0.6); review 3PD capitalization table (1.0); compare capitalization table with 3PD options spreadsheet (0.5); coordinate with Y. Hong regarding the same (0.4)	
08/03/12	S Harrison	B210	Review Cap Tables for Varel International Energy Services, Inc. and 3PD Holding, Inc.	7.5
08/06/12	Y Hong	B210	Update 3PD capitalization table (0.8); coordinate with R. James and A. Elkhoully regarding same (0.2)	1.0
08/06/12	A Elkhoully	B210	Meet with Y. Hong regarding capitalization table for 3PD (0.4); email S. Harrison and R. James regarding capitalization table for 3PD (0.3)	0.7
08/13/12	A Cox	B210	Draft escrow release letter (0.4); correspondence regarding same (0.3) (Cypress)	0.7
08/13/12	I Salah	B210	Telephone call with M. Casey regarding Yakima lease; telephone call with A. Metcalf regarding Yakima lease	0.3
08/14/12	S Mario	B210	Respond to email from D. Baker regarding RIF for Atlanta office (Arcapita, Inc.)	0.1
08/15/12	S Shen-Frattura	B210	Review and confirm accuracy of Notice of Recordation of Release of IP Security Agreement; forward same to M. El Tahry (Arcapita, Inc.)	0.2
08/15/12	E Bellew	B210	Review email from M. Casey; research files and DE database and discuss with I. Salah regarding La Mesa	0.5
08/15/12	E Bellew	B210	Review email from I. Salah regarding Easley, SC lease (0.3); research documents and discuss with I. Salah (0.3) (Yakima)	0.6
08/15/12	I Salah	B210	Meeting with E. Bellew regarding Arcapita Bank guaranty of Yakima lease obligations in Easley, SC	0.3
08/24/12	A Cox	B210	Prepare and send escrow release letter (Cypress)	0.3
08/24/12	A Metcalf	B210	Call with S. Baxter regarding notice of claim notification received in connection with Bijoux	0.2
08/09/12	J Marshall	B260	Coordinate with D. Elsbeck regarding director replacements (Secondary Sale)	0.1
08/13/12	J Marshall	B260	Correspond with J. Brown regarding HV consent rights over changes to Board seats per inquiry from R. James (Secondary Sale)	0.6
08/15/12	J Marshall	B260	Correspond with J. Brown regarding HV consent rights over increase to number of Board seats (Secondary Sale)	0.4

90.4

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Page 5**TIMEKEEPER SUMMARY**

Timekeeper	Status	Hours	Rate	Value
Anne Cox	Partner	1.0	675.00	675.00
Paul Ferdinands	Partner	7.8	785.00	6,123.00
Michael Johnston	Partner	0.2	730.00	146.00
Richard Marooney	Partner	2.5	730.00	1,825.00
Andrew Metcalf	Partner	0.2	850.00	170.00
Brannon Robertson	Partner	2.1	545.00	1,144.50
Isam Salah	Partner	0.6	975.00	585.00
Paul Straus	Partner	6.4	720.00	4,608.00
Alan Albright	Counsel	0.3	725.00	217.50
Scott Mario	Counsel	0.1	465.00	46.50
Ahmad Elkhoully	Associate	11.2	550.00	6,160.00
David Joffe	Associate	7.1	480.00	3,408.00
Jenny Marshall	Associate	1.1	605.00	665.50
Jamie Stainback	Associate	0.8	500.00	400.00
Evelyn Bellew	Paralegal	1.1	295.00	324.50
Susan Harrison	Paralegal	17.0	285.00	4,845.00
Missy Heinz	Paralegal	21.7	285.00	6,184.50
Yee Hong	Paralegal	9.0	210.00	1,890.00
Susan Shen-Frattura	Paralegal	0.2	295.00	59.00
Total		90.4		39,477.00

Expenses Incurred

08/31/12	Computer Research - Lexis/Westlaw	44.64
08/31/12	Duplicating Costs	75.90
08/31/12	Postage/Express Mail -	5.75
07/12/12	VENDOR: XYZ Two Way Radio Svc., Inc. INVOICE#: 1460312 DATE: 7/18/2012 7/12/2012 8:03;HUCKSTEP;500 PEARL ST (Alinda Litigation)	291.48
07/31/12	VENDOR: XYZ Two Way Radio Svc., Inc. INVOICE#: 1462759 DATE: 8/8/2012 7/31/2012 23:07;STRAUS;GARDEN CITY, NY;Same (Alinda Litigation)	51.65
08/01/12	VENDOR: CT Corporation INVOICE#: 5000695799-00 DATE: 8/1/2012 Annual Statutory Representation for ARC Pickens Leasing LLC (Yakima)	260.33
	Total Expenses	729.75

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Page 6**Task Summary**

Task		Hours	Value
B110	Case Administration	0.2	146.00
B160	Fee/Employment Applications	29.5	12,307.50
B190	Other Contested Matters (excluding assumption/rejection motions)	18.1	10,985.50
B210	Business Operations	41.5	15,372.50
B260	Board of Directors Matters	1.1	665.50
Total		<u>90.4</u>	<u>39,477.00</u>

Task Summary - Disbursements

E101 Copying	75.90
E106 Online Research	44.64
E108 Postage	5.75
E110 Out-of-Town Travel	343.13
E112 Court Fees	260.33
Expenses	<u>729.75</u>

Exhibit A-2

Time Records for the Compensation Period
(Portfolio Matters)

KING & SPALDING

FEDERAL I.D. 58-0520153

Remit To:
King & Spalding LLP
P.O. Box 116133
Atlanta, GA 30368-6133

By Wire: SunTrust Bank
ABA: 061 000 104
SWIFT: SNTRUS3A
USD Account: 88003 12475
Account Name: King & Spalding

Arcapita Bank B.S.C.(c)
ATTN: Henry A. Thompson, Esq
Arcapita Building
Road 4612, Area 346
P.O. Box 1406
Bahrain Bay
Manama
BAHRAIN

Invoice No. 9804628
Invoice Date 09/18/12
Client No. 05241

For questions, contact:
Isam Salah +1 212 556 2140

For Professional Services Rendered through 08/31/12:

Fees	\$	31,881.50
Total this Invoice	\$	31,881.50

05241 Arcapita Bank B.S.C.(c)
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Page 2**PROFESSIONAL SERVICES**

Date	Timekeeper	Description	Hours
08/01/12	E Bellew	Review email from A. Fallon regarding revised interest in MoBay Storage Holdings, research files and compose response (Falcon)	0.8
08/01/12	A Fallon	Draft, review and revise written consents related to resignation of C. Griffith, T. Nelson and B. McCabe from boards of 5 different Falcon and Mobay affiliates per request of B. Lundstrom (3.3); due diligence regarding questions from B. Lundstrom related to termination of N. Staven, MoBay grants to Goetz, Williams and Lafargue (1.8); compile documents related to capitalization of Mobay in 2010 through A Units per request of B. Lundstrom (0.4) (Falcon)	5.5
08/02/12	E Bellew	Update and organize files received for capitalizations (Falcon)	1.3
08/06/12	A Fallon	Conference call with T. Nelson regarding director resignation; review and revise resignation letter (Falcon)	0.4
08/06/12	P Ferdinands	Review bar date pleadings, objections (Forba)	0.4
08/09/12	A Albright	Prepare resolutions regarding authorized representatives (0.4); email correspondence with A. Kim (0.1); review operating agreement (0.3) (Crescent Euro Industrial)	0.8
08/09/12	E Bellew	Review emails from A. Kim and A. Albright; compose response to A. Albright (Crescent Euro Industrial)	0.5
08/09/12	Y Hong	Review draft resolution of Crescent Euro Industrial II; coordinate with A. Kim and A. Albright regarding same (Crescent Euro Industrial)	0.5
08/10/12	A Albright	Review of operating agreement regarding managers and authorized representatives (0.3); email correspondence with A. Kim (0.1) (Crescent Euro Industrial)	0.4
08/10/12	E Bellew	Review emails from A. Kim and A. Albright regarding new appointments for Crescent Euro Industrial II LLC (0.3); research minute book for operating agreement and compose response to A. Albright (0.3) (Crescent Euro Industrial)	0.6
08/12/12	I Salah	Review of email memo regarding disposition of Value Retail properties; emails to S. Stupin and M. Casey (Value Retail)	0.4
08/13/12	A Albright	Follow up on information regarding change of managers of Crescent Euro Industrial II LLC (0.3); investigate amendments to operating agreement (0.6); related email correspondence (0.2) (Crescent Euro Industrial)	1.1
08/13/12	E Bellew	Review email from A. Albright regarding resolutions for Crescent Euro Industrial II LLC (0.3); research minute book and files, prepare .pdf and compose response (0.7); review additional email from A. Albright, compose response, update minute book and upload file (0.4) (Crescent Euro Industrial)	1.4
08/14/12	T Amdor	Analyze restrictions on LLC's right to distribute cash to preferred shareholders during pendency of litigation (MoBay)	0.2

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Date	Timekeeper	Description	Hours
08/14/12	E Bellew	Update minute books for Falcon entities (Falcon)	1.0
08/14/12	A Fallon	Conference with T. Amdor and E. English regarding distribution restrictions (0.2); review LLC Agreement and Delaware LLC Act regarding distribution restrictions (1.1); draft correspondence to B. Lundstrom regarding distribution restrictions (0.2) (MoBay)	1.5
08/14/12	B Robertson	Attention to issues connected with settlement with Hopper plaintiffs and sale of Moba assets (MoBay)	1.0
08/14/12	I Salah	Review ownership of Orlando Residential Holdings LLC; respond to Arcapita questions (Bainbridge)	0.3
08/15/12	E Bellew	Review email from I. Salah regarding further evidence needed for schedule of costs; compose emails to CSC regarding same and compose response to I. Salah (Value Retail)	0.5
08/15/12	E Bellew	Review email from M. Casey (0.1); research files and DE database and discuss with I. Salah (0.5); prepare .pdfs of structure charts (0.2); telephone call and compose email to GSS regarding dissolution of GSS entity (0.2); compose email to J. Stull regarding dissolution of joint venture (0.1); review email from GSS regarding payoff of loan (0.5); research files and compose emails to I. Salah and GSS regarding same (0.1); review email from GSS regarding final invoice and compose emails to G. Gacevic and GSS regarding same (0.1) (Longwood)	1.7
08/15/12	A Fallon	Draft correspondence to B. Lundstrom and B. Robertson regarding distribution issues (1.2); due diligence review of Mobay organizational documents regarding distributions (1.3) (MoBay)	2.5
08/15/12	J Stull	Correspondence with I. Salah, E. Bellew and J. Russo regarding dissolution of Longwood joint venture and investment structure (Longwood)	0.4
08/16/12	T Amdor	Analyze distribution issues in connection with planned distribution by MoBay Storage Holdings, LLC (MoBay)	0.4
08/16/12	E Bellew	Review email from A. Fallon; research W-9 and compose response (MoBay)	0.4
08/17/12	T Amdor	Review LLC agreement, settlement agreement and related documentation in connection with analysis of distribution requirements for MoBay Storage Holdings, LLC (MoBay)	2.1
08/17/12	A Fallon	Conference with T. Amdor regarding distribution issues (MoBay)	0.7
08/17/12	P Ferdinands	Prepare memoranda to M. Healey, B. Britton, B. Miller, S. Buschmann regarding potential CIT claims against Arcapita (.5); review memoranda from M. Healey, S. Buschmann regarding potential CIT claims (.3) (Forba)	0.8
08/21/12	A Fallon	Draft, review and revise distribution issues memorandum (MoBay)	6.8
08/22/12	T Amdor	Analyze issues relating to distribution (1.1); advise A. Fallon	1.3

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Date	Timekeeper	Description	Hours
		regarding same (0.2) (MoBay)	
08/22/12	A Fallon	Draft, review and revise memorandum regarding distributions (6.2); correspondence with B. Robertson and T. Amdor regarding same (1.0) (MoBay)	7.2
08/22/12	B Robertson	Attention to client assessment memorandum (MoBay)	2.5
08/23/12	T Amdor	Analyze issues relating to distribution (0.6); revise memo concerning issues relating to distribution (0.2) (MoBay)	0.8
08/23/12	A Fallon	Draft, review and revise memorandum regarding distribution issues (4.5); conference with T. Amdor regarding distribution issues (0.1); correspondence with P. Strauss and B. Robertson regarding distribution issues (1.0) (MoBay)	5.6
08/23/12	B Robertson	Attention to memorandum and analysis of sale of Mobay assets and impact on existing litigation (MoBay)	2.0
08/24/12	J Stull	Review Longwood Towers, LLC investment structure chart and formation documents; correspondence with E. Bellew regarding dissolution of Longwood Towers, LLC (Longwood)	0.5
08/27/12	E Bellew	Review email from J. Stull regarding operating agreement, research files and provide same (0.4); discuss dissolution of joint venture entity with J. Stull (0.3); telephone call to CSC regarding "inactive" status of managing member, research files for structure charts and contact information (0.5); compose email to A. Albright regarding authority for dissolution and research DE statutes regarding same (0.5); research and review dissolution documents for Longwood Holding with J. Stull (0.7) (Longwood)	2.4
08/27/12	J Stull	Review Longwood Towers, LLC ownership structure and Operating Agreement (0.6); review Longwood Holdings, Inc. dissolution documentation (0.3); discuss dissolution of Longwood Towers with E. Bellew (0.2); correspondence with A. Albright regarding dissolution of Longwood Towers, LLC (0.2) (Longwood)	1.3
08/28/12	J Stull	Prepare Longwood Towers, LLC dissolution documentation (Longwood)	0.3
08/29/12	E Bellew	Compose email to J. Stull regarding status of cancellation of Longwood Towers LLC (0.2); compose emails to A. Kim regarding resignation of C. MacLaine Kenan (0.4); telephone calls and emails to CSC regarding delinquent annual fees (0.4); discuss same with J. Stull (0.2); research and draft certificate of cancellation (0.6); review resolutions for dissolution, research regulations and make comments to same (0.4) (Longwood)	2.2
08/29/12	J Stull	Review Longwood Towers LLC operating agreement and Delaware limited liability company act (0.5); review dissolution documentation for Longwood Holding Company, Inc. and Delaware corporate code (0.5); prepare draft documentation necessary to dissolve Longwood Towers LLC (1.5); discuss dissolution with A. Albright and E. Bellew (0.2) (Longwood)	2.7

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Date	Timekeeper	Description	Hours
08/30/12	E Bellew	Research Longwood Towers, LLC in MA (0.3); discuss consent with J. Stull and draft email to Arcapita regarding documents to be signed (0.5) (Longwood)	0.8
08/30/12	J Stull	Review and revise Longwood Towers, LLC dissolution documentation; correspondence with E. Bellew and A. Albright regarding dissolution of Longwood Towers, LLC (Longwood)	0.5
08/31/12	A Fallon	Draft, review and revise resolutions related to resignation of managers (MoBay)	0.8
			65.3

TIMEKEEPER SUMMARY

Timekeeper	Status	Hours	Rate	Value
Paul Ferdinands	Partner	1.2	785.00	942.00
Brannon Robertson	Partner	5.5	545.00	2,997.50
Isam Salah	Partner	0.7	975.00	682.50
Alan Albright	Counsel	2.3	725.00	1,667.50
Todd Amdor	Counsel	4.8	585.00	2,808.00
Archie Fallon	Associate	31.0	490.00	15,190.00
James Stull	Associate	5.7	610.00	3,477.00
Evelyn Bellew	Paralegal	13.6	295.00	4,012.00
Yee Hong	Paralegal	0.5	210.00	105.00
Total		65.3		31,881.50