

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF FLORIDA
WEST PALM BEACH DIVISION
www.flsb.uscourts.gov

In re:

Chapter 11

PALM BEACH FINANCE PARTNERS, L.P.,
PALM BEACH FINANCE II, L.P.

Case No. 09-36379-PGH
Case No. 09-36396-PGH
(Jointly Administered)

Debtors.

**MELAND RUSSIN & BUDWICK, P.A.'S
SIXTH INTERIM POST CONFIRMATION FEE APPLICATION**

1.	Name of Applicant:	<i>Meland Russin & Budwick, P.A.</i>
2.	Role of Applicant:	<i>Counsel for Chapter 11 Liquidating Trustee</i>
3.	Name of Certifying Professional:	<i>Michael S. Budwick, Esquire</i>
4.	Date cases filed:	<i>November 30, 2009</i>
5.	Date of application for employment:	<i>February 4, 2010 [ECF No. 115]</i>
6.	Date of order approving employment:	<i>February 12, 2010 [ECF No. 121], nunc pro tunc to February 2, 2010</i>
7.	If debtor's counsel, date of Disclosure of Compensation form:	<i>N/A</i>
8.	Date of this application:	<i>August 30, 2012</i>
9.	Dates of services covered:	<i>July 1, 2012 through October 31, 2012</i>
Fees...		
10.	Total fee requested for this period (from Exhibit 1):	\$ 814,125.55
11.	Balance remaining in fee retainer account, not yet awarded:	\$ 0.00
12.	Fees paid or advanced for this period, by other sources:	\$ 0.00
13.	Net amount of fee requested for this period:	\$ 814,125.55

Expenses...	
14. Total expense reimbursement requested for this period:	\$ 72,667.92
15. Balance remaining in expense retainer account, not yet received:	\$ 0.00
16. Expenses paid or advanced for this period, by other sources:	\$ 0.00
17. Net amount of expense reimbursements requested for this period	\$ 72,667.92
18. Gross award requested for this period (#10 + #14)	\$ 886,793.47
19. Net award requested for this period (#13 + #17)	\$ 886,793.47

History of Fees and Expenses

1. Dates, sources, and amounts of retainers received:			
Dates	Sources	Amounts	For fees or costs?
N/A			
2. Dates, sources, and amounts of third party payments received:			
Dates	Sources	Amounts	For fees or costs?
N/A			
3. Prior fee and expense awards...			
First interim post confirmation application [ECF No. 609]			
Dates covered by first application:		October 5, 2010 through January 31, 2011	
Amount of fees requested:		\$	310,119.96
Amount of expenses requested:		\$	38,442.99
Amount of fees awarded:		\$	310,119.96
Amount of expenses awarded:		\$	38,442.99
Amount of fee retainer authorized to be used:		\$	0.00
Amount of expense retainer authorized to be used:		\$	0.00
Fee award, net of retainer:		\$	0.00
Expense award, net of retainer:		\$	0.00
Date of first award:		April 13, 2011 [ECF No. 628]	
Amount of fees actually paid:		\$	310,119.96
Amount of expense reimbursement actually paid:		\$	38,442.99

Portion of fees requested but not awarded, which applicant wishes to defer to final fee application:	\$ 0.00
Portion of expenses requested but not awarded, which applicant wishes to defer to final fee application:	\$ 0.00

Second interim post confirmation application [ECF No. 670]	
Dates covered by second application:	February 1, 2011 through June 30, 2011
Amount of fees requested:	\$ 495,942.59
Amount of expenses requested:	\$ 50,314.89
Amount of fees awarded:	\$ 495,942.59
Amount of expenses awarded:	\$ 50,314.89
Amount of fee retainer authorized to be used:	\$ 0.00
Amount of expense retainer authorized to be used:	\$ 0.00
Fee award, net of retainer:	\$ 495,942.59
Expense award, net of retainer:	\$ 50,314.89
Date of second award:	September 1, 2011 [ECF No. 732]
Amount of fees actually paid:	\$ 495,942.59
Amount of expense reimbursement actually paid:	\$ 50,314.89
Portion of fees requested but not awarded, which applicant wishes to defer to final fee application:	\$ 0.00
Portion of expenses requested but not awarded, which applicant wishes to defer to final fee application:	\$ 0.00

Third interim post confirmation application [ECF No. 1028]	
Dates covered by third application:	July 1, 2011 through October 31, 2011
Amount of fees requested:	\$ 735,247.85
Amount of expenses requested:	\$ 47,504.62
Amount of fees awarded:	\$ 735,247.85
Amount of expenses awarded:	\$ 47,504.62
Amount of fee retainer authorized to be used:	\$ 0.00
Amount of expense retainer authorized to be used:	\$ 0.00
Fee award, net of retainer:	\$ 735,247.85

Expense award, net of retainer:	\$ 47,504.62
Date of third award:	February 17, 2012 [ECF No. 1100]
Amount of fees actually paid:	\$ 735,247.85
Amount of expense reimbursement actually paid:	\$ 47,504.62
Portion of fees requested but not awarded, which applicant wishes to defer to final fee application:	\$ 0.00
Portion of expenses requested but not awarded, which applicant wishes to defer to final fee application:	\$ 0.00

Fourth interim post confirmation application [ECF No. 1218]	
Dates covered by fourth application:	November 1, 2011 thru February 29, 2012
Amount of fees requested:	\$ 681,713.98
Amount of expenses requested:	\$ 105,038.16
Amount of fees awarded:	\$ 681,713.98
Amount of expenses awarded:	\$ 105,038.16
Amount of fee retainer authorized to be used:	\$ 0.00
Amount of expense retainer authorized to be used:	\$ 0.00
Fee award, net of retainer:	\$ 681,713.98
Expense award, net of retainer:	\$ 105,038.16
Date of fourth award:	June 4, 2012 [ECF No. 1270]
Amount of fees actually paid:	\$ 681,713.98
Amount of expense reimbursement actually paid:	\$ 105,038.16
Portion of fees requested but not awarded, which applicant wishes to defer to final fee application:	\$ 0.00
Portion of expenses requested but not awarded, which applicant wishes to defer to final fee application:	\$ 0.00

Fifth interim post confirmation application [ECF No. 1384]	
Dates covered by fourth application:	March 1, 2012 through June 30, 2012
Amount of fees requested:	\$ 728,133.10
Amount of expenses requested:	\$ 40,185.31
Amount of fees awarded:	\$ 728,133.10
Amount of expenses awarded:	\$ 40,185.31
Amount of fee retainer authorized to be used:	\$ 0.00
Amount of expense retainer authorized to be used:	\$ 0.00
Fee award, net of retainer:	\$ 728,133.10
Expense award, net of retainer:	\$ 40,185.31
Date of fourth award:	September 28, 2012 [ECF No. 1438]
Amount of fees actually paid:	\$ 728,133.10
Amount of expense reimbursement actually paid:	\$ 40,185.31
Portion of fees requested but not awarded, which applicant wishes to defer to final fee application:	\$ 0.00
Portion of expenses requested but not awarded, which applicant wishes to defer to final fee application:	\$ 0.00

Total Contingency fees awarded and paid:	\$ 2,271,287.41
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Final fee application [ECF No. 307] and Supplement to Final fee application [ECF Nos. 421, 433 and 437]	
Dates covered by final fee application:	February 2, 2010 through October 5, 2010
Amount of fees requested:	\$ 863,898.21
Amount of expenses requested:	\$ 72,735.89
Amount of fees awarded:	\$ 863,898.21
Amount of expenses awarded:	\$ 72,735.89
Amount of fee retainer authorized to be used:	\$ 0.00
Amount of expense retainer authorized to be used:	\$ 0.00

Fee award, net of retainer:	\$ 0.00
Expense award, net of retainer:	\$ 0.00
Date of final fee award:	October 21, 2010 [ECF No. 442]
Amount of fees actually paid:	\$ 863,898.21
Amount of expense reimbursement actually paid:	\$ 72,735.89
Portion of fees requested but not awarded, which applicant wishes to defer to final fee application:	\$ 0.00
Portion of expenses requested but not awarded, which applicant wishes to defer to final fee application:	\$ 0.00

Summary of All <i>PRE-CONFIRMATION</i> Prior Applications and Awards	
Total fees requested:	\$ 863,898.21
Total fees awarded:	\$ 863,898.21
Prior fees awarded but not yet paid, if any (do not include holdbacks in this number)	\$ 0.00
Total prior fees requested but not awarded, deferred to final fee application	\$ 0.00
Total expenses requested:	\$ 72,735.89
Total expenses awarded:	\$ 72,735.89
Prior expenses awarded but not yet paid, if any (do not include holdbacks in this number)	\$ 0.00
Total prior expenses requested but not awarded, deferred to final fee application	\$ 0.00

Monthly <i>POST CONFIRMATION</i> invoicing dated December 9, 2010¹	
Dates covered by fee application:	October 20, 2010 through November 30, 2010
Amount of fees and expenses requested:	\$ 118,858.30
Amount of fees and expenses paid absent objection:	\$ 118,858.30

¹Pursuant to Section 7.1.11 of the Plan, Professionals retained by the Liquidating Trustee and Liquidating Trust Monitor are entitled to monthly interim compensation for fees and expenses. The Liquidating Trustee is authorized to pay 100% of a professional's fees and expenses absent the submission of an objection by the United States Trustee's Office, the Liquidating Trustee or the Trust Monitor within 10 business days notice.

Monthly <i>POST CONFIRMATION</i> invoicing dated January 12, 2011	
Dates covered by fee application:	December 1, 2010 through December 31, 2010
Amount of fees and expenses requested:	\$ 98,542.78
Amount of fees and expenses paid absent objection:	\$ 98,542.78

Monthly <i>POST CONFIRMATION</i> invoicing dated February 15, 2011	
Dates covered by fee application:	January 1, 2011 through January 31, 2011
Amount of fees and expenses requested:	\$ 112,448.83
Amount of fees and expenses paid absent objection:	\$ 112,448.83

Monthly <i>POST CONFIRMATION</i> invoicing dated March 7, 2011	
Dates covered by fee invoicing:	February 1, 2011 through February 28, 2011
Amount of fees and expenses requested:	\$ 83,904.97
Amount of fees and expenses paid absent objection:	\$ 83,904.97

Monthly <i>POST CONFIRMATION</i> invoicing dated April 13, 2011	
Dates covered by fee invoicing:	March 1, 2011 through March 31, 2011
Amount of fees and expenses requested:	\$ 106,126.86
Amount of fees and expenses paid absent objection:	\$ 106,126.86

Monthly <i>POST CONFIRMATION</i> invoicing dated May 6, 2011	
Dates covered by fee invoicing:	April 1, 2011 through April 30, 2011
Amount of fees and expenses requested:	\$ 108,764.17
Amount of fees and expenses paid absent objection:	\$ 108,764.17

Monthly <i>POST CONFIRMATION</i> invoicing dated June 3, 2011	
Dates covered by fee invoicing:	May 1, 2011 through May 31, 2011
Amount of fees and expenses requested:	\$ 114,912.26
Amount of fees and expenses paid absent objection:	\$ 114,912.26

Monthly <i>POST CONFIRMATION</i> invoicing dated July 8, 2011	
Dates covered by fee invoicing:	June 1, 2011 through June 30, 2011
Amount of fees and expenses requested:	\$ 133,308.75
Amount of fees and expenses paid absent objection:	\$ 133,308.75

Monthly <i>POST CONFIRMATION</i> invoicing dated August 11, 2011	
Dates covered by fee invoicing:	July 1, 2011 through July 31, 2011
Amount of fees and expenses requested:	\$ 187,109.43
Amount of fees and expenses paid absent objection:	\$ 187,109.43

Monthly <i>POST CONFIRMATION</i> invoicing dated September 2, 2011	
Dates covered by fee invoicing:	August 1, 2011 through August 30, 2011
Amount of fees and expenses requested:	\$ 227,954.58
Amount of fees and expenses paid absent objection:	\$ 227,954.58

Monthly <i>POST CONFIRMATION</i> invoicing dated October 4, 2011	
Dates covered by fee invoicing:	September 1, 2011 through September 30, 2011
Amount of fees and expenses requested:	\$ 209,135.61
Amount of fees and expenses paid absent objection:	\$ 209,135.61

Monthly <i>POST CONFIRMATION</i> invoicing dated November 4, 2011	
Dates covered by fee invoicing:	October 1, 2011 through October 31, 2011
Amount of fees and expenses requested:	\$ 159,550.36
Amount of fees and expenses paid absent objection:	\$ 159,550.36

Monthly <i>POST CONFIRMATION</i> invoicing dated December 8, 2011	
Dates covered by fee invoicing:	November 1, 2011 through November 30, 2011
Amount of fees and expenses requested:	\$ 346,092.96
Amount of fees and expenses paid absent objection:	\$ 346,092.96

Monthly <i>POST CONFIRMATION</i> invoicing dated January 12, 2012	
Dates covered by fee invoicing:	December 1, 2011 through December 31, 2011
Amount of fees and expenses requested:	\$ 112,342.93
Amount of fees and expenses paid absent objection:	\$ 112,342.93

Monthly <i>POST CONFIRMATION</i> invoicing dated February 9, 2012	
Dates covered by fee invoicing:	January 1, 2012 through January 31, 2012
Amount of fees and expenses requested:	\$ 139,820.50
Amount of fees and expenses paid absent objection:	\$ 139,820.50

Monthly <i>POST CONFIRMATION</i> invoicing dated March 13, 2012	
Dates covered by fee invoicing:	February 1, 2012 through February 29, 2012
Amount of fees and expenses requested:	\$ 188,495.75
Amount of fees and expenses paid absent objection:	\$ 188,495.75

Monthly <i>POST CONFIRMATION</i> invoicing dated April 10, 2012	
Dates covered by fee invoicing:	March 1, 2012 through March 31, 2012
Amount of fees and expenses requested:	\$ 196,239.87
Amount of fees and expenses paid absent objection:	\$ 196,239.87

Monthly <i>POST CONFIRMATION</i> invoicing dated May 10, 2012	
Dates covered by fee invoicing:	April 1, 2012 through April 30, 2012
Amount of fees and expenses requested:	\$ 185,528.10
Amount of fees and expenses paid absent objection:	\$ 185,528.10

Monthly <i>POST CONFIRMATION</i> invoicing dated June 15, 2012	
Dates covered by fee invoicing:	May 1, 2012 through May 31, 2012
Amount of fees and expenses requested:	\$ 179,911.66
Amount of fees and expenses paid absent objection:	\$ 179,911.66

Monthly <i>POST CONFIRMATION</i> invoicing dated July 12, 2012	
Dates covered by fee invoicing:	June 1, 2012 through June 30, 2012
Amount of fees and expenses requested:	\$ 206,638.78
Amount of fees and expenses paid absent objection:	\$ 206,638.78

Monthly <i>POST CONFIRMATION</i> invoicing dated August 10, 2012	
Dates covered by fee invoicing:	July 1, 2012 through July 31, 2012
Amount of fees and expenses requested:	\$ 244,419.88
Amount of fees and expenses paid absent objection:	\$ 244,419.88

Monthly <i>POST CONFIRMATION</i> invoicing dated September 10, 2012	
Dates covered by fee invoicing:	August 1, 2012 through August 31, 2012
Amount of fees and expenses requested:	\$ 224,589.67
Amount of fees and expenses paid absent objection:	\$ 224,589.67

Monthly <i>POST CONFIRMATION</i> invoicing dated October 9, 2012	
Dates covered by fee invoicing:	September 1, 2012 through September 30, 2012
Amount of fees and expenses requested:	\$ 189,031.79
Amount of fees and expenses paid absent objection:	\$ 189,031.79

Monthly <i>POST CONFIRMATION</i> invoicing dated November 8, 2012	
Dates covered by fee invoicing:	October 1, 2012 through October 31, 2012
Amount of fees and expenses requested:	\$ 233,947.42
Amount of fees and expenses paid absent objection:	\$ 233,947.42

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Chapter 11

PALM BEACH FINANCE PARTNERS, L.P.,
PALM BEACH FINANCE II, L.P.

Case No. 09-36379-PGH
Case No. 09-36396-PGH
(Jointly Administered)

Debtors.

**SIXTH INTERIM POST CONFIRMATION FEE APPLICATION FOR
ALLOWANCE AND PAYMENT OF COMPENSATION AND
REIMBURSEMENT OF EXPENSES TO MELAND RUSSIN & BUDWICK, P.A.,
AS COUNSEL TO CHAPTER 11 LIQUIDATING TRUSTEE**

Meland Russin & Budwick, P.A. ("**MRB**"), having been approved by this Court as attorneys for Chapter 11 Liquidating Trustee, Barry E. Mukamal ("**Trustee**"), applies for allowance of compensation for professional services rendered and reimbursement of the necessary expenses paid or incurred by MRB between July 1, 2012 and October 31, 2012 and in support states:

1. On November 30, 2009, Palm Beach Finance Partners, L.P. (the "**Debtor**") filed its Voluntary Petition for relief under chapter 11 of the United States Bankruptcy Code [ECF No. 1]. On December 1, 2009, this case was jointly administered with the estate of *In re Palm Beach Finance II, L.P.*, Case No. 09-36396-PGH [ECF No. 19].

2. On January 28, 2010, the Court entered the Agreed Order Directing Appointment of Chapter 11 Trustee and denying the United States Trustee's Motion to Convert Cases to Cases under Chapter 7 [ECF No. 100].

3. On January 29, 2010, the United States Trustee appointed the Liquidating Trustee as Trustee in both estates [ECF No. 107].

4. On February 12, 2010, this Court entered an Order [ECF No. 121] granting the Debtor's Application to Employ Michael S. Budwick, Esq., and Meland Russin and Budwick, P.A. as counsel for the Liquidating Trustee, *nunc pro tunc* to February 2, 2010.

5. On July 26, 2010, the Liquidating Trustee's Motion to Approve Hybrid Form of Compensation for Meland Russin & Budwick, P.A. [ECF No. 193] was filed. On August 24, 2010, the Court approved the motion [ECF No. 223] (collectively, the "**Hybrid Compensation**").

6. The Hybrid Compensation provides that:

MRB shall reduce its hourly rates for all litigation matters brought by it on behalf of the Debtors to 75% of its standard rates then in effect. MRB shall file fee applications for the reduced hourly fees and may apply for such compensation without imposition of a holdback. MRB shall be paid an additional 10% of any affirmative recovery received by the Debtors' estates and allocated to the Debtors from a litigation matter pursued by MRB, without further order of the Court. Any motion to approve a compromise pursuant to Rule 9019 shall identify the corresponding fee to be paid to MRB.

This hybrid form of compensation would apply whether a matter is resolved pre or post filing of a lawsuit, regardless of the stage of litigation, and apply to the pending litigation against Kaufman Rossin and any recovery allocated to the Debtors' estates. This form of compensation would apply to all pending litigation filed by MRB and any litigation to be filed by MRB on behalf of Palm Beach Finance Partners, L.P. and Palm Beach Finance II, L.P. MRB will maintain a separate time category for each litigation matter and attempt to segregate time by each litigation matter as accurately as possible.

MRB may seek compensation for non litigation matters, including all services associated with the Petters Bankruptcy Cases¹ at its standard hours, subject to Court approval via fee applications. Depending on the outcome and results achieved in connection with the Debtors' cases, including the results of and amounts of distributions from the Petters Bankruptcy Cases, MRB shall be entitled to seek additional fees based on the results achieved, subject to application and approval by the Court.

The actual costs of prosecuting the litigation matters (such as photocopies and transcripts) shall be paid directly by the Debtors.

The form of compensation provided by this Order shall apply post confirmation of any plan of liquidation or conversion of these cases to Chapter 7. However, in the event that the Debtors are financially unable to pay the hourly portion of MRB's fees, the Trustee may seek to modify the form of hybrid compensation, subject to this Court's approval.

7. At the confirmation hearing held on October 19, 2010, the Court confirmed the Second Amended Joint Plan of Liquidation of Barry Mukamal, as Chapter 11 Trustee of Palm Beach Finance Partners, L.P. and Palm Beach Finance II, L.P. and Geoffrey Varga, as Joint Official Liquidator of Palm Beach Offshore, Ltd. And Palm Beach Offshore II, Ltd., dated September 3, 2010 [ECF No. 245] ("**Plan**") in the above referenced jointly administered bankruptcy proceeding. The Plan defines Confirmation Date as "the date on which the Bankruptcy Court enters the Confirmation Order on its docket". The Order Confirming Second Amended Joint Liquidating Chapter 11 Plan [ECF No. 444] ("**Confirmation Order**") was entered on the Court's docket on October 21, 2010.

8. Article 7 of the Plan provides:

¹Capitalized terms not defined herein shall have the meaning ascribed to them in the Motion.

- 7.1.4 *PBF Liquidating Trust Management.* Barry Mukamal shall be PBF Liquidating Trustee with the power and authority set forth in the PBF Liquidating Trust Agreement.
- 7.1.5 *PBF Liquidating Trust Structure.* As more fully set forth in the PBF Liquidating Trust Agreement, the PBF Liquidating Trustee shall oversee and direct the PBF Liquidating Trust's operations and activities, including the retention of counsel...
- 7.1.7 *PBF II Liquidating Trust Monitor.* Geoffrey Varga, as Joint Official Liquidator for Offshore Funds shall be the PBF II Liquidating Trust Monitor with the power and authority set forth in the PBF II Liquidating Trust Agreement.
- 7.1.11 *Compensation of Professionals Retained by the Liquidating Trustees and the PBF II Liquidating Trust Monitor.* Professionals retained by the PBF II Liquidating Trust Monitor and the Liquidating Trustee shall be entitled to monthly interim compensation for fees and expenses incurred in carrying out their duties consistent with the Plan and the Liquidating Trust Agreements; provided, however, that the PBF II Liquidating Trust Monitor or the Liquidating Trustee shall provide to the other, and the United States Trustee, notice of such requested fees and expenses on a monthly basis. Following such notice, if no objections to the fees and expenses set forth in the monthly statement are received in writing within 10 business days, 100% of such professional's fees and expenses shall be paid. Notice of objections to such fees and expenses shall be made via e-mail and/or facsimile. If objections to the fees and expenses are made and cannot be resolved, such objections will be heard and resolved by the Bankruptcy Court. Any such fees and expenses shall be payable from the Trust Asset of the Liquidating Trusts. The PBF II Liquidating Trust Monitor and the Liquidating Trustee shall, no less frequently than once every four (4) months, submit applications to the Bankruptcy Court for final approval of reimbursement of fees and expenses paid to their professionals.

The Liquidating Trustees' general and litigation counsel shall be Meland Russin & Budwick, P.A. The terms of compensation for Meland Russin & Budwick, P.A. shall be the same in all respects as those requested in the Trustee's Motion to Approve Hybrid Form of Compensation for Litigation Counsel, as may be amended with the consent of Meland Russin & Budwick, P.A. and as approved by the Bankruptcy Court.

9. This application is submitted pursuant to 11 U.S.C. § 331 for the allowance and payment to MRB in the amount of \$814,125.55 for fees and \$72,667.92 for costs incurred between July 1, 2012 and October 31, 2012, for a total request of \$886,793.47.

10. All of the services rendered by MRB were performed for and on behalf of the Liquidating Trustee.

I. SUMMARY OF SERVICES RENDERED

11. During the course of the Chapter 11 case, MRB rendered varied services on behalf of the Liquidating Trustee for the period of time from July 1, 2012 and October 31, 2012. MRB is requesting \$814,125.55 in attorneys' fees for services rendered. MRB logged a total of 3,186.6 hours at hourly rates ranging from \$105 for paralegals to \$565 for partners.

12. Many of the fee categories are interrelated. However, MRB has attempted to categorize certain of its services as follows:

a) **Case Administration (4189-2).** MRB devoted 17 hours for a total of \$5,925.50 in Case Administration matters for both the PBF II and PBF estates. The tasks included reviewing filings in the Debtors' cases, handling administrative issues arising on a day to day basis, responding to inquiries from creditors and interest holders as well as other interested parties regarding the status of the cases.

b) **Fee Application/Employment (4189-7).** MRB devoted 103.7 hours for a total of \$23,792 towards the preparation, filing and attendance at hearings regarding MRB's and others' fee applications as well as others' employment applications in these cases. In addition, MRB reviewed the monthly invoices and fee applications of all professionals retained by the Liquidating Trustee or the Trust Monitor.

c) **Litigation (4189-9).** This matter is subject to the approved Hybrid Compensation and is billed at 75% of MRB's standard rates. MRB devoted 1,094.6 hours for a total of \$211,307.55 toward general litigation matters in these cases. MRB devoted a significant amount of time to the review of a broad range of documents and information originally maintained by the Debtors' pre-petition management. MRB also spent significant time in addressing and resolving discovery issues that have arisen and will arise in connection with all litigation filed by the Liquidating Trustee. Finally, MRB has devoted additional time to assessing issues arising from general litigation strategy on an ongoing basis.

d) **Petters Company, Inc. (4189-13).** MRB devoted 47.7 hours for a total of \$23,262 toward the Petters Bankruptcy Cases. The Debtors (combined) comprise approximately one-third of the creditor body in the Petters Bankruptcy Cases, which are jointly administered in Minneapolis, Minnesota. In connection with maximizing the value of the Debtors' significant claims in the Petters Bankruptcy Cases, MRB has (a) monitored and reviewed filings in the Petters Bankruptcy Cases and monitored or otherwise participated in hearings and (b) communicated with major constituencies in the Petters cases. Doug Kelley, the Trustee for the Petters entities, filed adversary proceedings against over 200 defendants seeking to avoid well over one billion dollars in transfers. The Liquidating Trustee serves as a member of the Official Committee of Unsecured Creditors and MRB participates on a regular basis in telephone calls and in person meetings in Minneapolis with the Committee as well as with Mr. Kelley and his counsel regarding the status and progress of the suits filed by Mr. Kelley. These discussions have also involved liquidation of Mr. Kelley's interests in substantial

operating businesses in which various Petters entities hold interests. Given the magnitude of the Liquidating Trustee's claim in the Petters bankruptcy cases, MRB has devoted substantial time not only monitoring, but also providing substantive input and analysis, in connection with the major issues pending in those bankruptcy cases.

e) **M&I (4189-19).** This matter is subject to the approved Hybrid Compensation and is billed at 75% of MRB's standard rates. MRB devoted 590.2 hours for a total of \$160,605.08 in this category during the applicable time period. This time includes preparation of an amended complaint in accordance with the Court's July 3rd Order dismissing the Liquidating Trustee's first complaint, filing a response to M&I's lengthy motion to dismiss, reviewing and analyzing documents relating to the litigation and consulting with the Liquidating Trustee's expert.

f) **Debtor Law Firms (4189-23).** This matter is subject to the approved Hybrid Compensation and is billed at 75% of MRB's standard rates. MRB devoted 135 hours for a total of \$43,507.06 toward reviewing Rule 2004 discovery, interviewing potential factual witnesses and researching factual and legal issues as to potential claims which could be asserted against the Debtor's pre-petition law firms, including Fulbright & Jaworski ("**F&J**"). F&J had signed a tolling agreement, and MRB spent significant time considering the facts and law in support of this claim. F&J served as counsel to the Debtors after the exposure of the Petters fraud, and MRB reviewed numerous documents, including informally-received materials, and interviewed a number of persons of interest, in analyzing this claim. MRB has retained John Genovese, Esq. as a consulting expert and a complaint was recently filed. The retention of a second expert is being considered, and time was spent in identifying this second person.

g) **KBC Financial (Cayman Islands) (Various APs)**. These matters are subject to the approved Hybrid Compensation and is billed at 75% of MRB's standard rates. MRB devoted 228.8 hours for a total of \$56,649.83 in Adversary Proceedings involving KBC. This time included briefing and attending oral argument on KBC's motions to dismiss each of the actions filed by the Liquidating Trustee. Additionally MRB devoted significant time to assessing the viability of particularized defenses that could be raised by KBC in connection with the asserted claims.

h) **MetroGem – Profiteer APs (4189-67)**. This matter is subject to the approved Hybrid Compensation and is billed at 75% of MRB's standard rates. MRB devoted 377 hours for a total of \$114,169.72 toward various tasks relating to the prosecution of over 70 adversary proceedings against the recipients of fictitious profits from Metro Gem. Significant tasks included discussions and negotiations with the majority of defendants or their counsel concerning the claims and various related issues, the mutual exchange of documents and other pertinent factual data as well as the review and analysis thereof, and the scheduling of mediations in accordance with this Court's pretrial order in effect in each of the adversary proceedings, as well as preparations for and participation in over 30 such mediations. Further, MRB spent a considerable amount of time since the filing of the adversary proceedings engaging in discussions and negotiations with the defendants regarding consensual resolution, as well as the drafting and negotiation of settlement agreements and the preparation and filing of appropriate motions to seek this Court's approval thereof. MRB also spent significant time researching and subsequently summarizing, legal issues which could arise in litigation, as

well as reviewing, analyzing and preparing responses to various motions to dismiss filed in the various adversary proceedings.

i) **MetroGem – Donations APs (4189-69)**. This matter is subject to the approved Hybrid Compensation and is billed at 75% of MRB's standard rates. MRB devoted 267.3 hours for a total of \$89,397.78 toward the analysis, preparation, filing and service of nearly 40 adversary proceedings against the recipients of transfers from Metro Gem, Frank Vennes and/or the Fidelis Foundation. Significant tasks included discussions and negotiations with the majority of defendants or their counsel concerning the claims and various related issues, the mutual exchange of documents and other pertinent factual data as well as the review and analysis thereof, and the scheduling of mediations in accordance with this Court's pretrial order in effect in each of the adversary proceedings, as well as preparations for and participation in approximately 20 such mediations. Further, MRB spent a considerable amount of time since the filing of the adversary proceedings engaged in discussions and negotiations with the defendants regarding possible consensual resolution, as well as the drafting and negotiation of settlement agreements and the preparation and filing of appropriate motions to seek this Court's approval thereof. MRB also spent significant time researching and subsequently summarizing, legal issues which could arise in litigation, including various issues relating to the amendment to Minnesota's uniform fraudulent transfer statute enacted on April 1, 2012, as well as reviewing, analyzing and preparing responses to various motions to dismiss filed in the various adversary proceedings.

II. REQUEST FOR COMPENSATION

13. Pursuant to the decisions of the United States Court of Appeals for the Fifth Circuit in In re First Colonial Corp. of America, 544 F.2d 1291 (5th Cir. 1977); and In re Johnson v. Georgia Highway Express, Inc., 488 F.2d 714 (5th Cir. 1974), the applicant requests that this Court consider the following factors in determining the amount of compensation that is reasonable for the applicant's services in this case.

III. TIME AND LABOR REQUIRED

14. The transcribed time records and details of services rendered by MRB are attached hereto as Exhibit 3. The attorneys of MRB have devoted 3,186.6 hours in time in providing services to the Liquidating Trustee between July 1, 2012 and October 31, 2012. A summary of the hours are attached as Exhibit 1-A.

15. All attorneys and legal assistants of MRB record the time expended in the rendition of professional services for the Liquidating Trustee by recording a detailed description of such professional services rendered. Exhibit 3 does not include any time spent by secretaries or staff in providing support services, which were substantial.

16. All professionals involved in the rendering of services in this proceeding avoided any unnecessary duplication of work and time expended. Certain time incurred by Michael S. Budwick, a shareholder of MRB, was either not recorded or written down in order to avoid potential duplicate time charges to the estate.

IV. NOVELTY AND DIFFICULTY OF THE ISSUES AND QUESTIONS PRESENTED

17. MRB was retained by the Liquidating Trustee to advise the Liquidating Trustee with respect to its powers and duties as the Liquidating Trustee in these cases, issues including approval of any disclosure statement which may be filed, confirmation of any plan which may be

filed, alternatives to the reorganization process, avoidance actions, and other pertinent matters, to prepare motions, pleadings, orders, applications, adversary proceedings, and other legal documents necessary in the case, to protect the interest of the Liquidating Trustee in all matters pending before the Court, and to represent the Liquidating Trustee in negotiations with the Debtors and creditors in the preparation of a plan.

V. SKILL REQUISITE TO PERFORM THE LEGAL SERVICES PROPERLY

18. MRB submits that the attorneys assigned to these cases have the requisite experience, seniority and skills necessary to effectively and efficiently meet the requirements of the task of these proceedings. MRB believes it has demonstrated the requisite, substantial legal expertise to skillfully deal with the novel and difficult problems encountered in these proceedings and has handled all legal issues in the areas of bankruptcy, commercial transactions and negotiation in an efficient and effective manner.

VI. PRECLUSION FROM OTHER EMPLOYMENT

19. MRB has devoted substantial time as counsel for the Liquidating Trustee as more fully set forth in Exhibit 3. The Applicant has been forced to decline other matters as a result of its accepting employment in these cases given the enormous demands these cases present. In addition, had the Applicant not accepted this retention, the time spent in these cases would have been spent on other matters which would pay an hourly compensation on a current basis.

VII. CUSTOMARY FEE

20. The rates charged by the attorneys providing services to the Liquidating Trustee are well within the reasonable range for hourly rates charged by attorneys of comparable skills in bankruptcy proceedings in the Southern District of Florida. Further, MRB agreed to be subject to the reduced hourly rates pursuant to the Court approved Hybrid Compensation.

**VIII. TIME LIMITATIONS IMPOSED BY THE CLIENT
OR THE CIRCUMSTANCES**

21. MRB has been required to expend considerable time within short periods, handling issues in this case and has been required to travel to and remain in Minnesota for attendance at hearings and meetings.

IX. THE EXPERIENCE, REPUTATION AND ABILITY OF THE ATTORNEYS

22. MRB is a specialized commercial litigation and transactional firm having substantial experience in bankruptcy and complex commercial litigation. MRB represents clients throughout the Southern District of Florida and appears regularly in the Southern District Bankruptcy Courts. The quality of work performed by MRB in this proceeding attests to the firm's experience, reputation and ability.

23. Michael S. Budwick received his Juris Doctor with Honors from the University of Florida College of Law in December 1991 and was admitted to the Florida Bar in 1992. He also received his Bachelor of Science in Business Administration with Honors from the University of Florida in 1988. During the summer of 1991, he interned for the Honorable Robert A. Mark, U.S. Bankruptcy Judge for the Southern District of Florida. Mr. Budwick is a past Director, Treasurer, and First Vice President of the Bankruptcy Bar Association of the Southern District of Florida and is admitted to practice before the United States Court of Appeals for the Eleventh Circuit and the United States District Court for the Middle and Southern Districts of Florida. Mr. Budwick is AV rated by Martindale-Hubbell and has been recognized by Chambers and Partners USA.

24. Further, Mr. Budwick has significant Chapter 11 reorganization experience. He has represented debtors, creditors and trustees in cases involving a wide range of industries including telecommunications, manufacturing, healthcare and real estate development. Mr.

Budwick's experience includes financial fraud and ponzi scheme cases. He has been appointed receiver by a United States District Judge in the case of *In re: Phoenix Investments, Inc.* (a \$19 million "ponzi" scheme). He has represented trustees, receivers, creditors and investors in some of the largest financial fraud cases in South Florida including *In re: Premium Sales Corporation*, *In re Evergreen Security, Ltd.*, *In re Lancer Partners, L.P.*, *In re Model Imperial, Inc.*, *In re Pheonix Diversified Investment Corporation*, and *In re Rothstein Rosenfeldt Adler P.A.*

25. Solomon B. Genet is a Partner with the Firm, and focuses his practice on corporate insolvency/bankruptcy, financial fraud and commercial litigation. He has represented corporate debtors and alleged debtors, creditors, creditors' committees and trustees in state and federal insolvency proceedings, often stemming from financial frauds and Ponzi schemes. Prior to joining the Firm, Mr. Genet served as the Judicial Law Clerk for the Honorable Robert A. Mark, U.S. Bankruptcy Judge for the United States Bankruptcy Court for the Southern District of Florida. In addition to his professional legal experience, Mr. Genet was an Adjunct Professor at the University of Miami School of Law and the St. Thomas Aquinas School of Law. He has also lectured, and published numerous articles, on bankruptcy and real estate related issues.

26. Mr. Genet received his J.D. degree, *magna cum laude*, from the University of Miami School of Law, where he was an associate editor of the University of Miami Law Review. He received his B.A. degree from Yeshiva University. Mr. Genet is a member of the Florida Bar, authorized to practice before the Florida State courts and the United States District Court for the Southern District of Florida. He is also a member of the New York Bar, admitted to practice before New York State Courts and the United States District Court for the Southern District of New York.

27. Jessica L. Wasserstrom graduated *magna cum laude* in 1990 from the University of Pennsylvania and received her J.D. degree *cum laude* in 1993 from Georgetown University Law Center. Ms. Wasserstrom spent the first 14 years of her career as a member of the Business Finance and Restructuring group in the Miami office of Weil, Gotshal & Manges LLP. In addition, Ms. Wasserstrom has more than 5 years of experience as a bankruptcy administration consultant, first as Vice President of Wells Fargo's bankruptcy administration unit, and, most recently, as Assistant Director of Bankruptcy Operations for The Garden City Group, Inc. Ms. Wasserstrom has handled multi-billion dollar corporate restructurings, bankruptcies and complex commercial litigation matters, and has represented debtor, creditor, chapter 11 trustee and financier interests in cases of major note throughout the district.

28. Jonathan S. Feldman is an associate with the firm's bankruptcy department. He practices primarily in bankruptcy and commercial litigation representing creditors, committees, trustees and debtors. Prior to joining the firm, from August 2004 through August 2006, Jonathan served as the Judicial Law Clerk to the Honorable Robert A. Mark, U.S. Bankruptcy Judge for the Southern District of Florida. Jonathan obtained his Bachelor of Science in Finance from the University of Illinois in 1999, and his Juris Doctor with Honors in 2004, from Emory University School of Law, where he served as Managing Editor for the Emory Law Journal. Prior to attending law school, Jonathan worked for two years as a consultant in the Finance and Economics Group of Arthur Andersen, LLP in Chicago, Illinois.

X. THE UNDESIRABILITY OF THE CASE

29. MRB does not deem these cases to be undesirable and is honored to have been retained by the Liquidating Trustee.

**XI. THE NATURE AND LENGTH OF THE PROFESSIONAL
RELATIONSHIP OF THE CLIENT**

30. MRB has represented the Liquidating Trustee previously in other matters prior to this case.

XII. APPLICABLE LEGAL STANDARD

31. The applicant represents that the fees applied for are in conformity with the fees allowed in similar proceedings for similar services rendered and results obtained. MRB respectfully requests that the Court take notice of the awards which have been made in similar proceedings.

XIII. ALLOCATION BETWEEN DEBTORS' ESTATES

32. In many instances work performed by MRB on behalf of the Liquidating Trustee was done on behalf of both estates.

33. Section 1.76, entitled "Pro Rata Allocation Formula," of the Second Amended Joint Plan of Liquidation dated September 3, 2010 [ECF No. 245] provides for a *pro rata* allocation formula derived from the Compiled Financial Statements, dated April 30, 2008, for each of the Debtors by Kaufman Rossin & Co. The data contained therein supports an 18%/82% allocation between PBF and PBF II, respectively, based upon the total assets of each entity as of the date of such compilations. Based on the circumstances, the Liquidating Trustee believes that this formula is the proper methodology to allocate certain fees and expenses between the two estates.

WHEREFORE, MRB requests that it be allowed the full compensation and reimbursement of expenses sought under this application. MRB requests this Court to award a total of \$814,125.55 for fees and \$72,667.92 for costs incurred between July 1, 2012 and October

31, 2012, totaling \$886,793.47, approve the allocation of certain fees and expenses between the estates, and for such other and further relief as this Court deem just and proper.

CERTIFICATION

1. I have been designated by Meland Russin & Budwick, P.A., (the "Applicant") as the professional with responsibility in these cases for compliance with the current Mandatory Guidelines on Fees and Disbursements For Professionals In The Southern District of Florida Bankruptcy Cases (the "Guidelines").

2. I have read the Applicant's application for compensation and reimbursement of costs (the "Application").

3. To the best of my knowledge, information, and belief formed after reasonable inquiry, the Application complies with the Guidelines.

4. To the best of my knowledge, information, and belief formed after reasonable inquiry, the fees and disbursements sought fall within the Guidelines, except as specifically noted in this Certificate and described in the Application.

5. Except to the extent that fees or disbursements are prohibited or restricted by the Guidelines, the fees and disbursements sought are billed at rates and in accordance with practices customarily employed by the Applicant and generally accepted by the Applicant's clients.

6. In providing a reimbursable service or disbursement (other than time charged for paraprofessionals and professionals), the Applicant does not make a profit on that service or disbursement (except to the extent that any such profit is included within the permitted allowable amounts set forth in the Guidelines for photocopies and facsimile transmission).

7. In charging for a particular service or disbursement, the Applicant does not include in the amount for which reimbursement is sought the amortization of the cost of any

investment, equipment or capital outlay (except to the extent that any such amortization is included within the permitted allowable amounts set forth herein for photocopies and facsimile transmission).

8. In seeking reimbursement for a service which the Applicant justifiably purchased or contracted for from a third party, the Applicant is requesting reimbursement only for the amount billed to the Applicant by the third-party vendor and paid by the Applicant to such vendor.

9. The trustee, the examiner (if any), the chairperson of each official committee (if any), the debtor, the U.S. Trustee, and their respective counsels, will be mailed, simultaneously with the filing of the Application with the Court, a complete copy of the Application (including all relevant exhibits).

10. The following are the variances with the provisions of the Guidelines, the date of the specific Court approval of such departure, and the justification for the departure: None.

I HEREBY CERTIFY that the foregoing is true and correct.

I HEREBY CERTIFY that, pursuant to that certain Order Authorizing Professionals Employed by the Liquidating Trustee and Monitor to Provide Notice of their Post Confirmation Fee Applications for Compensation in Summary Form [ECF No. 648], a Notice of Filing, which will include a Certificate of Service for the foregoing, will be filed at a later date.

s/ Michael S. Budwick
Michael S. Budwick, Esquire
Florida Bar No. 938777
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Attorneys for the Liquidating Trustee

EXHIBIT "1-A"**Summary of Professional and Paraprofessional Time
Total per Individual for this Period Only**

[If this is a final application, and does not cumulate fee details from prior interim applications, then a separate Exhibit 1-A showing cumulative time summary from all applications is attached as well.]

Name	Partner, Associate, or Paraprofessional	Year Licensed	Total Hours	Hourly Rate	Total Fees
Michael S. Budwick	Partner	1992	43.1	\$565.00	\$ 24,351.50
			259.6	\$423.75	\$ 110,005.60
Solomon B. Genet	Partner	2000 ¹	30.1	\$435.00	\$ 13,093.50
			332.0	\$326.25	\$ 108,314.86
Jessica Wasserstrom	Of Counsel	1993	1.1	\$485.00	\$ 533.50
			479.3	\$363.75	\$ 174,345.48
Jonathan S. Feldman	Associate	2005	3.5	\$370.00	\$ 1,295.00
			465.7	\$277.50	\$ 129,231.75
Eric W. Ostroff	Associate	2005	0.5	\$277.50	\$ 138.75
Zachary N. James	Associate	2004	6.8	\$280.00	\$ 1,904.00
			26.6	\$210.00	\$ 5,586.00
Joshua A. Marcus	Associate	2011	7.8	\$260.00	\$ 2,028.00
			437.4	\$195.00	\$ 85,293.00
Orlee Bushman	Paraprofessional	N/A	277.3	\$157.50	\$ 43,674.75
Lisa Tannenbaum [Florida Registered Paralegal, 3/10/08]	Paraprofessional	N/A	55.6	\$205.00	\$ 11,398.00
			209.4	\$153.75	\$ 32,196.72

¹Solomon B. Genet was admitted in 2000 in New York and 2002 in Florida.

EXHIBIT "1-A"

Name	Partner, Associate, or Paraprofessional	Year Licensed	Total Hours	Hourly Rate	Total Fees
Patricia Horia	Paraprofessional	N/A	24.2	\$195.00	\$ 4,719.00
			65.1	\$146.25	\$ 9,520.92
Jaimee Schoonover	Paraprofessional	N/A	213.0	\$138.75	\$ 29,553.72
Glenda Santiago	Paraprofessional	N/A	18.5	\$140.00	\$ 2,590.00
			56.8	\$105.00	\$ 5,964.00
Irene Hernandez	Paraprofessional	N/A		\$105.00	\$ 0.00
Melissa Blanco	Paraprofessional	N/A	0.1	\$180.00	\$ 18.00
			0.1	\$135.00	\$ 13.50
			0.5	\$105.00	\$ 172.50
Marla Visvitae	Paraprofessional	N/A	1.6	\$140.00	\$ 224.00
			170.4	\$105.00	\$ 17,892.00
Carmen Ramos	Paraprofessional	N/A		\$105.00	\$ 0.00
Marlene Prego	Paraprofessional	N/A	0.5	\$135.00	\$ 67.50
Blended Hourly Rate				\$255.48	
Total Fees			3186.6		\$ 814,125.55

EXHIBIT "1-A"

EXHIBIT "1-B"**Summary of Professional and Paraprofessional Time
by Activity Code Category for this Time Period Only**

Case Administration (4189-2)					
	Name		Rate	Hours	Amount
Partners	MSB	Michael S. Budwick	\$ 565.00	3.0	\$ 1,695.00
	SBG	Solomon B. Genet	\$ 435.00	4.5	\$ 1,957.50
Associates	JAM	Joshua A. Marcus	\$ 260.00	7.5	\$ 1,950.00
Paralegals	LT	Lisa Tannenbaum	\$ 205.00	0.6	\$ 123.00
	MR	Melissa Blanco	\$ 180.00	0.1	\$ 18.00
	GS	Glenda Santiago	\$ 140.00	1.3	\$ 182.00
CATEGORY TOTALS:				17.0	\$ 5,925.50

DIP/Report/AUST Guidelines (4189-3)					
	Name		Rate	Hours	Amount
Paralegal	LT	Lisa Tannenbaum	\$ 205.00	0.6	\$ 123.00
CATEGORY TOTALS:				0.6	\$ 123.00

Proofs of Claim (4189-4) PBF II					
	Name		Rate	Hours	Amount
Partners	MSB	Michael S. Budwick	\$ 565.00	0.2	\$ 113.00
	SBG	Solomon B. Genet	\$ 435.00	0.4	\$ 174.00
Paralegals	LT	Lisa Tannenbaum	\$ 205.00	0.6	\$ 123.00
	GS	Glenda Santiago	\$ 140.00	1.1	\$ 154.00
CATEGORY TOTALS:				2.3	\$ 564.00

EXHIBIT "1-B"

Plan and Disclosure (4189-5) PBF II					
	Name		Rate	Hours	Amount
Paralegals	LT	Lisa Tannenbaum	\$ 205.00	0.3	\$ 61.50
	GS	Glenda Santiago	\$ 140.00	0.4	\$ 56.00
CATEGORY TOTALS:				0.7	\$ 117.50

Fee Application (4189-7)					
	Name		Rate	Hours	Amount
Partners	MSB	Michael S. Budwick	\$ 565.00	8.1	\$ 4,576.50
	SBG	Solomon B. Genet	\$ 435.00	2.6	\$ 1,131.00
Of Counsel	JLW	Jessica L. Wasserstrom	\$ 485.00	1.1	\$ 533.50
Paralegals	LT	Lisa Tannenbaum	\$ 205.00	51.6	\$ 10,578.00
	PH	Patricia Hornia	\$ 195.00	24.2	\$ 4,719.00
	GS	Glenda Santiago	\$ 140.00	14.9	\$ 2,086.00
	MV	Marla Visvitae	\$ 140.00	1.2	\$ 168.00
CATEGORY TOTALS:				103.7	\$ 23,792.00

EXHIBIT "1-B"

Litigation (4189-9)			Per ECF No. 223 billed at 75% of MR&B's standard rates.		
	Name		Rate	Hours	Amount
Partners	MSB	Michael S. Budwick	\$ 423.75	42.6	\$ 18,051.69
	SBG	Solomon B. Genet	\$ 326.25	74.1	\$ 24,175.06
Of Counsel	JLW	Jessica L. Wasserstrom	\$ 363.75	32.0	\$ 11,640.03
Associates	JSF	Jonathan S. Feldman	\$ 277.50	108.3	\$ 30,053.25
	ZNJ	Zachary N. James	\$ 210.00	25.9	\$ 5,439.00
	JAM	Joshua A. Marcus	\$ 195.00	73.3	\$ 14,293.50
Paralegals	OTB	Orlee T. Bushman	\$ 157.50	251.4	\$ 39,595.50
	LT	Lisa Tannenbaum	\$ 153.75	157.5	\$ 24,215.64
	PH	Patricia Hornia	\$ 146.25	55.9	\$ 8,175.40
	JS	Jaimee Schoonover	\$ 138.75	205.2	\$ 28,471.48
	MB	Melissa Blanco	\$ 105.00	0.5	\$ 67.50
	GS	Glenda Santiago	\$ 105.00	14.3	\$ 1,501.50
	MV	Marla Visvitae	\$ 105.00	53.6	\$ 5,628.00
CATEGORY TOTALS:				1094.6	\$ 211,307.55

Petters Company, Inc. (4189-13)					
	Name		Rate	Hours	Amount
Partners	MSB	Michael S. Budwick	\$ 565.00	24.1	\$ 13,616.50
	SBG	Solomon B. Genet	\$ 435.00	21.1	\$ 9,178.50
Paralegals	LT	Lisa Tannenbaum	\$ 205.00	1.8	\$ 369.00
	GS	Glenda Santiago	\$ 140.00	0.7	\$ 98.00
CATEGORY TOTALS:				47.7	\$ 23,262.00

EXHIBIT "1-B"

GP (4189-15)			Per ECF No. 223 billed at 75% of MR&B's standard rates.		
	Name		Rate	Hours	Amount
Partners	MSB	Michael S. Budwick	\$ 423.75	0.3	\$ 127.12
Of Counsel	JLW	Jessica L. Wasserstrom	\$ 363.75	1.3	\$ 472.87
Associates	ZNJ	Zachary N. James	\$ 210.00	0.7	\$ 147.00
Paralegals	LT	Lisa Tannenbaum	\$ 153.75	0.2	\$ 30.76
	PH	Patricia Hornia	\$ 146.25	0.3	\$ 43.88
CATEGORY TOTALS:				2.8	\$ 821.63

Lancelot (4189-16)					
	Name		Rate	Hours	Amount
Partners	MSB	Michael S. Budwick	\$ 565.00	2.7	\$ 1,525.50
CATEGORY TOTALS:				2.7	\$ 1,525.50

Restitution (4189-17)					
	Name		Rate	Hours	Amount
Partners	MSB	Michael S. Budwick	\$ 565.00	3.5	\$ 1,977.50
	SBG	Solomon B. Genet	\$ 435.00	1.5	\$ 652.50
Associates	JSF	Jonathan S. Feldman	\$ 370.00	3.5	\$ 1,295.00
	ZNJ	Zachary N. James	\$ 280.00	6.8	\$ 1,904.00
CATEGORY TOTALS:				15.3	\$ 5,829.00

EXHIBIT "1-B"

Avoidance Litigation (4189-18)					
Per ECF No. 223 billed at 75% of MR&B's standard rates.					
	Name		Rate	Hours	Amount
Partners	MSB	Michael S. Budwick	\$ 423.75	3.5	\$ 1,483.14
	SBG	Solomon B. Genet	\$ 326.25	0.4	\$ 130.50
Associates	JSF	Jonathan S. Feldman	\$ 277.50	3.6	\$ 999.00
Paralegals	OTB	Orlee T. Bushman	\$ 157.50	1.5	\$ 236.25
CATEGORY TOTALS:				9.0	\$ 2,848.89

M&I (4189-19)					
Per ECF No. 223 billed at 75% of MR&B's standard rates.					
	Name		Rate	Hours	Amount
Partners	MSB	Michael S. Budwick	\$ 423.75	63.7	\$ 26,992.89
	SBG	Solomon B. Genet	\$ 326.25	115.2	\$ 37,584.00
Associates	JSF	Jonathan S. Feldman	\$ 277.50	216.5	\$ 60,078.75
	EWO	Eric W. Ostroff	\$ 277.50	0.5	\$ 138.75
	JAM	Joshua A. Marcus	\$ 195.00	157.2	\$ 30,654.00
Paralegals	OTB	Orlee T. Bushman	\$ 157.50	15.2	\$ 2,394.00
	LT	Lisa Tannenbaum	\$ 153.75	1.9	\$ 292.20
	JS	Jaimee Schoonover	\$ 138.75	7.8	\$ 1,082.24
	PH	Patricia Hornia	\$ 146.25	2.6	\$ 380.25
	GS	Glenda Santiago	\$ 105.00	7.5	\$ 787.50
	MV	Marla Visvitae	\$ 105.00	2.1	\$ 220.50
CATEGORY TOTALS:				590.2	\$ 160,605.08

EXHIBIT "1-B"

Debtor Law Firms (4189-23) Per ECF No. 223 billed at 75% of MR&B's standard rates.					
	Name		Rate	Hours	Amount
Partners	MSB	Michael S. Budwick	\$ 423.75	36.0	\$ 15,255.00
	SBG	Solomon B. Genet	\$ 326.25	69.3	\$ 22,609.06
Associates	JSF	Jonathan S. Feldman	\$ 277.50	5.3	\$ 1,470.75
	JAM	Joshua A. Marcus	\$ 195.00	14.1	\$ 2,749.50
Paralegals	OTB	Orlee T. Bushman	\$ 157.50	6.5	\$ 1,023.75
	GS	Glenda Santiago	\$ 105.00	2.9	\$ 304.50
	MV	Marla Visvitae	\$ 105.00	0.9	\$ 94.50
CATEGORY TOTALS:				135.0	\$ 43,507.06

Spring (4189-24) Per ECF No. 223 billed at 75% of MR&B's standard rates.					
	Name		Rate	Hours	Amount
Partners	MSB	Michael S. Budwick	\$ 423.75	0.2	\$ 84.75
	SBG	Solomon B. Genet	\$ 326.25	2.5	\$ 815.62
Paralegals	LT	Lisa Tannenbaum	\$ 153.75	0.4	\$ 61.50
	MV	Marla Visvitae	\$ 105.00	0.4	\$ 42.00
CATEGORY TOTALS:				3.5	\$ 1,003.87

EXHIBIT "1-B"

Vennes (4189-25) Per ECF No. 223 billed at 75% of MR&B's standard rates.					
	Name		Rate	Hours	Amount
Associates	JSF	Jonathan S. Feldman	\$ 277.50	4.6	\$ 1,276.50
Paralegals	PH	Patricia Horia	\$ 146.27	0.3	\$ 43.88
	GS	Glenda Santiago	\$ 105.00	0.1	\$ 10.50
CATEGORY TOTALS:				5.0	\$ 1,330.88

Vennes (Criminal) (4189-30)					
	Name		Rate	Hours	Amount
Partners	MSB	Michael S. Budwick	\$ 565.00	1.4	\$ 791.00
Paralegals	LT	Lisa Tannenbaum	\$ 205.00	0.1	\$ 20.50
	GS	Glenda Santiago	\$ 140.00	0.1	\$ 14.00
	MV	Marla Visvitae	\$ 140.00	0.4	\$ 56.00
CATEGORY TOTALS:				2.0	\$ 881.50

Fredrikson (4189-31) Per ECF No. 223 billed at 75% of MR&B's standard rates.					
	Name		Rate	Hours	Amount
Partners	MSB	Michael S. Budwick	\$ 423.75	0.9	\$ 381.38
	SBG	Solomon B. Genet	\$ 326.25	2.4	\$ 782.99
Paralegals	GS	Glenda Santiago	\$ 105.00	0.1	\$ 10.50
	MV	Marla Visvitae	\$ 105.00	0.5	\$ 52.50
CATEGORY TOTALS:				3.9	\$ 1,227.37

EXHIBIT "1-B"

ABN AMRO and Agile Prime (4189-51)					
Per ECF No. 223 billed at 75% of MR&B's standard rates.					
	Name		Rate	Hours	Amount
Of Counsel	JLW	Jessica L. Wasserstrom	\$ 363.75	0.3	\$ 109.12
Associates	JSF	Jonathan S. Feldman	\$ 277.50	3.6	\$ 999.00
Paralegals	OTB	Orlee T. Bushman	\$ 157.50	0.4	\$ 63.00
	LT	Lisa Tannenbaum	\$ 153.75	0.2	\$ 30.76
	GS	Glenda Santiago	\$ 105.00	0.9	\$ 94.50
	MV	Marla Visvitae	\$ 105.00	0.2	\$ 21.00
CATEGORY TOTALS:				5.6	\$ 1,317.38

Mosaic Fund (4189-52)					
Per ECF No. 223 billed at 75% of MR&B's standard rates.					
	Name		Rate	Hours	Amount
Partners	MSB	Michael S. Budwick	\$ 423.75	0.2	\$ 84.75
	SBG	Solomon B. Genet	\$ 326.25	0.3	\$ 97.88
Associates	JSF	Jonathan S. Feldman	\$ 277.50	4.0	\$ 1,110.00
CATEGORY TOTALS:				4.5	\$ 1,292.63

W Charitable Foundation (4189-53)					
Per ECF No. 223 billed at 75% of MR&B's standard rates.					
	Name		Rate	Hours	Amount
Paralegals	MV	Marla Visvitae	\$ 105.00	0.7	\$ 73.50
CATEGORY TOTALS:				0.7	\$ 73.50

EXHIBIT "1-B"

Karasel, LP (4189-54)			Per ECF No. 223 billed at 75% of MR&B's standard rates.		
	Name		Rate	Hours	Amount
Associates	JSF	Jonathan S. Feldman	\$ 277.50	2.7	\$ 749.25
	JAM	Joshua A. Marcus	\$ 195.00	7.6	\$ 1,482.00
Paralegals	LT	Lisa Tannenbaum	\$ 153.75	0.1	\$ 15.38
	GS	Glenda Santiago	\$ 105.00	0.1	\$ 10.50
	MV	Marla Visvitaie	\$ 105.00	0.2	\$ 21.00
CATEGORY TOTALS:				10.7	\$ 2,278.13

Walchek Integrity LP AP (4189-55)			Per ECF No. 223 billed at 75% of MR&B's standard rates.		
	Name		Rate	Hours	Amount
Paralegals	MV	Marla Visvitaie	\$ 105.00	0.7	\$ 73.50
CATEGORY TOTALS:				0.7	\$ 73.50

KBC Financial and Stillwater Market (4189-56)			Per ECF No. 223 billed at 75% of MR&B's standard rates.		
	Name		Rate	Hours	Amount
Partners	MSB	Michael S. Budwick	\$ 423.75	0.6	\$ 254.26
Associates	JSF	Jonathan S. Feldman	\$ 277.50	11.0	\$ 3,052.50
	JAM	Joshua A. Marcus	\$ 195.00	7.0	\$ 1,365.00
Paralegals	LT	Lisa Tannenbaum	\$ 153.75	1.8	\$ 276.83
	GS	Glenda Santiago	\$ 105.00	1.4	\$ 147.00
	MV	Marla Visvitaie	\$ 105.00	1.8	\$ 189.00
CATEGORY TOTALS:				23.6	\$ 5,284.59

EXHIBIT "1-B"

KBC Financial (Cayman Islands) (4189-57)

Per ECF No. 223 billed at 75% of MR&B's standard rates.

	Name		Rate	Hours	Amount
Partners	MSB	Michael S. Budwick	\$ 423.75	2.7	\$ 1,144.14
Associates	JSF	Jonathan S. Feldman	\$ 277.50	4.1	\$ 1,137.75
	JAM	Joshua A. Marcus	\$ 195.00	7.8	\$ 1,521.00
Paralegals	LT	Lisa Tannenbaum	\$ 153.75	1.3	\$ 199.93
	GS	Glenda Santiago	\$ 105.00	1.2	\$ 126.00
	MV	Marla Visvitae	\$ 105.00	1.7	\$ 178.50
CATEGORY TOTALS:				18.8	\$ 4,307.32

KBC Financial and Palm Beach Diversified (4189-58)

Per ECF No. 223 billed at 75% of MR&B's standard rates.

	Name		Rate	Hours	Amount
Partners	MSB	Michael S. Budwick	\$ 423.75	10.9	\$ 4,618.89
Associates	JSF	Jonathan S. Feldman	\$ 277.50	11.4	\$ 3,163.50
	JAM	Joshua A. Marcus	\$ 195.00	3.2	\$ 624.00
Paralegals	LT	Lisa Tannenbaum	\$ 153.75	1.4	\$ 215.29
	MP	Marlene Prego	\$ 135.00	0.5	\$ 67.50
	GS	Glenda Santiago	\$ 105.00	1.2	\$ 126.00
	MV	Marla Visvitae	\$ 105.00	1.8	\$ 189.00
CATEGORY TOTALS:				30.4	\$ 9,004.18

EXHIBIT "1-B"

KBC Financial and Karasel II, LP (4189-59)**Per ECF No. 223 billed at 75% of MR&B's standard rates.**

	Name		Rate	Hours	Amount
Partners	MSB	Michael S. Budwick	\$ 423.75	2.5	\$ 1,059.37
	SBG	Solomon B. Genet	\$ 326.25	2.9	\$ 946.12
Associates	JSF	Jonathan S. Feldman	\$ 277.50	6.8	\$ 1,887.00
	JAM	Joshua A. Marcus	\$ 195.00	3.5	\$ 682.50
Paralegals	LT	Lisa Tannenbaum	\$ 153.75	1.5	\$ 230.69
	GS	Glenda Santiago	\$ 105.00	1.2	\$ 126.00
	MV	Marla Visvitae	\$ 105.00	2.9	\$ 304.50
CATEGORY TOTALS:				21.3	\$ 5,236.18

Edison Fund Limited and Santa Barbara (4189-60)**Per ECF No. 223 billed at 75% of MR&B's standard rates.**

	Name		Rate	Hours	Amount
Partners	SBG	Solomon B. Genet	\$ 326.25	0.6	\$ 195.75
Associates	JSF	Jonathan S. Feldman	\$ 277.50	3.8	\$ 1,054.50
	JAM	Joshua A. Marcus	\$ 195.00	5.2	\$ 1,014.00
Paralegals	LT	Lisa Tannenbaum	\$ 153.75	0.1	\$ 15.38
	GS	Glenda Santiago	\$ 105.00	0.5	\$ 52.50
	MV	Marla Visvitae	\$ 105.00	0.2	\$ 21.00
CATEGORY TOTALS:				10.4	\$ 2,353.13

EXHIBIT "1-B"

Fairfax Fund Limited (4189-61) Per ECF No. 223 billed at 75% of MR&B's standard rates.					
	Name		Rate	Hours	Amount
Associates	JSF	Jonathan S. Feldman	\$ 277.50	3.4	\$ 943.50
Paralegals	LT	Lisa Tannenbaum	\$ 153.75	0.1	\$ 15.38
	GS	Glenda Santiago	\$ 105.00	0.4	\$ 42.00
	MV	Marla Visvitae	\$ 105.00	0.2	\$ 21.00
CATEGORY TOTALS:				4.1	\$ 1,021.88

Essex Fund Limited (4189-62) Per ECF No. 223 billed at 75% of MR&B's standard rates.					
	Name		Rate	Hours	Amount
Associates	JSF	Jonathan S. Feldman	\$ 277.50	3.3	\$ 915.75
Paralegals	LT	Lisa Tannenbaum	\$ 153.75	0.1	\$ 15.38
	GS	Glenda Santiago	\$ 105.00	0.4	\$ 42.00
	MV	Marla Visvitae	\$ 105.00	0.2	\$ 21.00
CATEGORY TOTALS:				4.0	\$ 994.13

Shakti Fund Limited (4189-63) Per ECF No. 223 billed at 75% of MR&B's standard rates.					
	Name		Rate	Hours	Amount
Partners	MSB	Michael S. Budwick	\$ 423.75	0.9	\$ 381.37
	SBG	Solomon B. Genet	\$ 326.25	1.4	\$ 456.76
Paralegals	LT	Lisa Tannenbaum	\$ 153.75	0.1	\$ 15.38
	GS	Glenda Santiago	\$ 105.00	0.4	\$ 42.00
	MV	Marla Visvitae	\$ 105.00	0.2	\$ 21.00
CATEGORY TOTALS:				3.0	\$ 916.51

EXHIBIT "1-B"

Nucleus Fund Ltd. (4189-64)					
Per ECF No. 223 billed at 75% of MR&B's standard rates.					
	Name		Rate	Hours	Amount
Associates	JSF	Jonathan S. Feldman	\$ 277.50	2.2	\$ 610.50
Paralegals	LT	Lisa Tannenbaum	\$ 153.75	1.1	\$ 169.15
	PH	Patricia Hornia	\$ 146.25	1.0	\$ 146.25
	GS	Glenda Santiago	\$ 105.00	0.4	\$ 42.00
	MV	Marla Visvitae	\$ 105.00	1.7	\$ 178.50
CATEGORY TOTALS:				6.4	\$ 1,146.40

Bluefin Multi Strategy Fund Spc (4189-65)					
Per ECF No. 223 billed at 75% of MR&B's standard rates.					
	Name		Rate	Hours	Amount
Associates	JSF	Jonathan S. Feldman	\$ 277.50	2.0	\$ 555.00
Paralegals	LT	Lisa Tannenbaum	\$ 153.75	1.9	\$ 292.16
	PH	Patricia Hornia	\$ 146.25	0.8	\$ 117.00
	GS	Glenda Santiago	\$ 105.00	0.9	\$ 94.50
	MV	Marla Visvitae	\$ 105.00	0.4	\$ 42.00
CATEGORY TOTALS:				6.0	\$ 1,100.66

EXHIBIT "1-B"

Newman Family Revocable Trust (4189-66)**Per ECF No. 223 billed at 75% of MR&B's standard rates.**

	Name		Rate	Hours	Amount
Partners	MSB	Michael S. Budwick	\$ 423.75	0.4	\$ 169.50
Associates	JSF	Jonathan S. Feldman	\$ 277.50	4.2	\$ 1,165.50
	JAM	Joshua A. Marcus	\$ 195.00	0.4	\$ 78.00
Paralegals	LT	Lisa Tannenbaum	\$ 153.75	0.1	\$ 15.38
	GS	Glenda Santiago	\$ 105.00	0.4	\$ 42.00
	MV	Marla Visvitae	\$ 105.00	0.4	\$ 42.00
CATEGORY TOTALS:				5.9	\$ 1,512.38

MetroGems - Profiteers APs (4189-67)**Per ECF No. 223 billed at 75% of MR&B's standard rates.**

	Name		Rate	Hours	Amount
Partners	MSB	Michael S. Budwick	\$ 423.75	24.6	\$ 10,424.28
	SBG	Solomon B. Genet	\$ 326.25	5.6	\$ 1,826.99
Of Counsel	JLW	Jessica L. Wasserstrom	\$ 363.75	221.9	\$ 80,716.15
Associates	JSF	Jonathan S. Feldman	\$ 277.50	12.9	\$ 3,579.75
	JAM	Joshua A. Marcus	\$ 195.00	55.7	\$ 10,861.50
Paralegals	OB	Orlee Bushman	\$ 157.50	0.6	\$ 94.50
	LT	Lisa Tannenbaum	\$ 153.75	15.7	\$ 2,414.05
	PH	Patricia Hornia	\$ 146.25	1.2	\$ 175.50
	MR	Melissa Blanco	\$ 135.00	0.1	\$ 13.50
	GS	Glenda Santiago	\$ 105.00	2.5	\$ 262.50
	MV	Marla Visvitae	\$ 105.00	36.2	\$ 3,801.00
CATEGORY TOTALS:				377.0	\$ 114,169.72

EXHIBIT "1-B"

Walcheck Family Trust AP (4189-68)					
Per ECF No. 223 billed at 75% of MR&B's standard rates.					
	Name		Rate	Hours	Amount
Paralegals	MV	Marla Visvita	\$ 105.00	0.7	\$ 73.50
CATEGORY TOTALS:				0.7	\$ 73.50

MetroGems - Donations APs (4189-69)					
Per ECF No. 223 billed at 75% of MR&B's standard rates.					
	Name		Rate	Hours	Amount
Partners	MSB	Michael S. Budwick	\$ 423.75	20.5	\$ 8,686.88
	SBG	Solomon B. Genet	\$ 326.25	4.5	\$ 1,468.13
Of Counsel	JLW	Jessica L. Wasserstrom	\$ 363.75	199.0	\$ 72,386.27
Associates	JSF	Jonathan S. Feldman	\$ 277.50	4.1	\$ 1,137.75
	JAM	Joshua A. Marcus	\$ 195.00	17.7	\$ 3,451.50
Paralegals	LT	Lisa Tannenbaum	\$ 153.75	0.2	\$ 30.75
	GS	Glenda Santiago	\$ 105.00	2.5	\$ 262.50
	MV	Marla Visvita	\$ 105.00	18.8	\$ 1,974.00
CATEGORY TOTALS:				267.3	\$ 89,397.78

EXHIBIT "1-B"

Atradius Inc / Christensen Group AP (4189-70)					
Per ECF No. 223 billed at 75% of MR&B's standard rates.					
	Name		Rate	Hours	Amount
Partners	MSB	Michael S. Budwick	\$ 423.75	13.8	\$ 5,847.80
	SBG	Solomon B. Genet	\$ 326.25	22.8	\$ 7,438.48
Associates	JSF	Jonathan S. Feldman	\$ 277.50	2.2	\$ 610.50
Paralegals	OB	Orlee Bushman	\$ 157.50	0.4	\$ 63.00
	LT	Lisa Tannenbaum	\$ 153.75	0.9	\$ 138.42
	GS	Glenda Santiago	\$ 105.00	2.6	\$ 273.00
CATEGORY TOTALS:				42.7	\$ 14,371.20

Ford Motor Credit Company LLC (4189-71)					
Per ECF No. 223 billed at 75% of MR&B's standard rates.					
	Name		Rate	Hours	Amount
Of Counsel	JLW	Jessica L. Wasserstrom	\$ 363.75	1.5	\$ 545.65
Associates	JAM	Joshua A. Marcus	\$ 195.00	1.4	\$ 273.00
Paralegals	LT	Lisa Tannenbaum	\$ 153.75	0.3	\$ 46.14
	GS	Glenda Santiago	\$ 105.00	0.4	\$ 42.00
	MV	Marla Visvitae	\$ 105.00	1.4	\$ 147.00
CATEGORY TOTALS:				5.0	\$ 1,053.79

EXHIBIT "1-B"

JH Ranch International and Second Wind Programs (4189-72)					
Per ECF No. 223 billed at 75% of MR&B's standard rates.					
	Name		Rate	Hours	Amount
Partners	MSB	Michael S. Budwick	\$ 423.75	0.4	\$ 169.50
Of Counsel	JLW	Jessica L. Wasserstrom	\$ 363.75	9.8	\$ 3,564.76
Associates	JAM	Joshua A. Marcus	\$ 195.00	0.5	\$ 97.50
Paralegals	LT	Lisa Tannenbaum	\$ 153.75	0.2	\$ 30.76
	GS	Glenda Santiago	\$ 105.00	0.1	\$ 10.50
	MV	Marla Visvitae	\$ 105.00	1.3	\$ 136.50
CATEGORY TOTALS:				12.3	\$ 4,009.52

KBC and Karasel II (PBDI Transferees) (4189-75)					
Per ECF No. 223 billed at 75% of MR&B's standard rates.					
	Name		Rate	Hours	Amount
Partners	MSB	Michael S. Budwick	\$ 423.75	18.5	\$ 7,839.37
	SBG	Solomon B. Genet	\$ 326.25	21.0	\$ 6,851.26
Associates	JSF	Jonathan S. Feldman	\$ 277.50	15.7	\$ 4,356.75
	JAM	Joshua A. Marcus	\$ 195.00	13.0	\$ 2,535.00
Paralegals	LT	Lisa Tannenbaum	\$ 153.75	1.3	\$ 199.92
	GS	Glenda Santiago	\$ 105.00	0.9	\$ 94.50
	MV	Marla Visvitae	\$ 105.00	2.5	\$ 262.50
CATEGORY TOTALS:				72.9	\$ 22,139.30

EXHIBIT "1-B"

Walchek, Scott (4189-76)

Per ECF No. 223 billed at 75% of MR&B's standard rates.

	Name		Rate	Hours	Amount
Partners	MSB	Michael S. Budwick	\$ 423.75	0.1	\$ 42.38
Paralegals	MV	Marla Visvitae	\$ 105.00	0.7	\$ 73.50
CATEGORY TOTALS:				0.8	\$ 115.88

Metro Gem and Vennes AP (4189-77)

Per ECF No. 223 billed at 75% of MR&B's standard rates.

	Name		Rate	Hours	Amount
Partners	MSB	Michael S. Budwick	\$ 423.75	3.4	\$ 1,440.73
Associates	JAM	Joshua A. Marcus	\$ 195.00	2.5	\$ 487.50
Paralegals	LT	Lisa Tannenbaum	\$ 153.75	0.9	\$ 138.38
	GS	Glenda Santiago	\$ 105.00	0.3	\$ 31.50
	MV	Marla Visvitae	\$ 105.00	1.1	\$ 115.50
CATEGORY TOTALS:				8.2	\$ 2,213.61

USA v Mukamal – 8th Circuit Appeal (4189-78)

Per ECF No. 223 billed at 75% of MR&B's standard rates.

	Name		Rate	Hours	Amount
Partners	MSB	Michael S. Budwick	\$ 423.75	3.3	\$ 1,398.39
	SBG	Solomon B. Genet	\$ 326.25	4.6	\$ 1,500.74
Paralegals	LT	Lisa Tannenbaum	\$ 153.75	0.3	\$ 46.14
	GS	Glenda Santiago	\$ 105.00	0.1	\$ 10.50
	MV	Marla Visvitae	\$ 105.00	0.5	\$ 52.50
CATEGORY TOTALS:				8.8	\$ 3,008.27

EXHIBIT "1-B"

MGEM- Other 4189-79					
Per ECF No. 223 billed at 75% of MR&B's standard rates.					
	Name		Rate	Hours	Amount
Partners	MSB	Michael S. Budwick	\$ 423.75	0.4	\$ 169.50
Of Counsel	JLW	Jessica L. Wasserstrom	\$ 363.75	10.8	\$ 3,928.51
Associates	JAM	Joshua A. Marcus	\$ 195.00	2.9	\$ 565.50
Paralegals	LT	Lisa Tannenbaum	\$ 153.75	0.3	\$ 46.13
CATEGORY TOTALS:				14.4	\$ 4,709.64

Petters/White (4189-80)					
Per ECF No. 223 billed at 75% of MR&B's standard rates.					
	Name		Rate	Hours	Amount
Partners	MSB	Michael S. Budwick	\$ 423.75	1.8	\$ 762.76
Associates	JSF	Jonathan S. Feldman	\$ 277.50	5.4	\$ 1,498.50
	JAM	Joshua A. Marcus	\$ 195.00	6.7	\$ 1,306.50
Paralegals	LT	Lisa Tannenbaum	\$ 153.75	0.5	\$ 76.90
	GS	Glenda Santiago	\$ 105.00	0.2	\$ 21.00
	MV	Marla Visvitae	\$ 105.00	1.0	\$ 105.00
CATEGORY TOTALS:				15.6	\$ 3,770.66

Menczynski (4189-81)					
Per ECF No. 223 billed at 75% of MR&B's standard rates.					
	Name		Rate	Hours	Amount
Partners	MSB	Michael S. Budwick	\$ 423.75	1.3	\$ 550.88
	SBG	Solomon B. Genet	\$ 326.25	3.9	\$ 1,272.39
Paralegals	MV	Marla Visvitae	\$ 105.00	0.3	\$ 31.50
CATEGORY TOTALS:				5.5	\$ 1,854.77

EXHIBIT "1-B"

Case Administration (4190-3)					
	Name		Rate	Hours	Amount
Partner	MSB	Michael S. Budwick	\$ 565.00	0.1	\$ 56.50
CATEGORY TOTALS:				0.1	\$ 56.50

Proofs of Claim (4190-4) PBF					
	Name		Rate	Hours	Amount
Associates	JAM	Joshua A. Marcus	\$ 260.00	0.3	\$ 78.00
CATEGORY TOTALS:				0.3	\$ 78.00

LP Avoidance Litigation (4190-7)					
Per ECF No. 223 billed at 75% of MR&B's standard rates.					
	Name		Rate	Hours	Amount
Partners	MSB	Michael S. Budwick	\$ 423.75	0.2	\$ 84.75
Associates	JSF	Jonathan S. Feldman	\$ 277.50	8.1	\$ 2,247.75
	JAM	Joshua A. Marcus	\$ 195.00	0.9	\$ 175.50
	MV	Marla Visvitae	\$ 105.00	3.5	\$ 367.50
CATEGORY TOTALS:				9.2	\$ 2,508.00

V.A.S. Partners, LLC (4190-12)					
Per ECF No. 223 billed at 75% of MR&B's standard rates.					
	Name		Rate	Hours	Amount
Paralegals	LT	Lisa Tannenbaum	\$ 153.75	0.1	\$ 15.38
	MV	Marla Visvitae	\$ 105.00	0.2	\$ 126.00
CATEGORY TOTALS:				0.3	\$ 141.38

EXHIBIT "1-B"

Allegra, Vincent P. (4190-13) Per ECF No. 223 billed at 75% of MR&B's standard rates.					
	Name		Rate	Hours	Amount
Associates	JAM	Joshua A. Marcus	\$ 195.00	2.1	\$ 409.50
Paralegals	PH	Patricia Hornia	\$ 146.25	0.3	\$ 43.88
CATEGORY TOTALS:				2.4	\$ 453.38

Ransom Performance Fund, L.P. (4190-14) Per ECF No. 223 billed at 75% of MR&B's standard rates.					
	Name		Rate	Hours	Amount
Of Counsel	JLW	Jessica L. Wasserstrom	\$ 363.75	0.6	\$ 218.25
Associates	JAM	Joshua A. Marcus	\$ 195.00	6.6	\$ 1,287.00
Paralegals	MV	Marla Visvitae	\$ 105.00	0.2	\$ 21.00
CATEGORY TOTALS:				7.4	\$ 1,526.25

L.J. Pugliese, L.P. (4190-18) Per ECF No. 223 billed at 75% of MR&B's standard rates.					
	Name		Rate	Hours	Amount
Associates	JSF	Jonathan S. Feldman	\$ 277.50	2.5	\$ 693.75
Paralegals	LT	Lisa Tannenbaum	\$ 153.75	0.3	\$ 46.14
	MV	Marla Visvitae	\$ 105.00	2.4	\$ 252.00
CATEGORY TOTALS:				5.2	\$ 991.89

EXHIBIT "1-B"

Reich, Doug (4190-20)					
Per ECF No. 223 billed at 75% of MR&B's standard rates.					
	Name		Rate	Hours	Amount
Associates	JAM	Joshua A. Marcus	\$ 195.00	2.4	\$ 468.00
Paralegals	LT	Lisa Tannenbaum	\$ 153.75	0.2	\$ 30.75
	PH	Patricia Hornia	\$ 146.25	0.3	\$ 43.87
	MV	Marla Visvistae	\$ 105.00	0.4	\$ 42.00
CATEGORY TOTALS:				3.3	\$ 584.62

Diversified Investment Pool, LLC (4190-21)					
Per ECF No. 223 billed at 75% of MR&B's standard rates.					
	Name		Rate	Hours	Amount
Associates	JAM	Joshua A. Marcus	\$ 195.00	11.0	\$ 2,145.00
Paralegals	LT	Lisa Tannenbaum	\$ 153.75	0.2	\$ 30.76
	MV	Marla Visvistae	\$ 105.00	1.8	\$ 189.00
CATEGORY TOTALS:				13.0	\$ 2,364.76

BFI HiLo Fund, L.L.P. (4190-22)					
Per ECF No. 223 billed at 75% of MR&B's standard rates.					
	Name		Rate	Hours	Amount
Paralegals	LT	Lisa Tannenbaum	\$ 153.75	0.1	\$ 15.38
	GS	Glenda Santiago	\$ 105.00	0.3	\$ 31.50
	MV	Marla Visvistae	\$ 105.00	0.3	\$ 31.50
CATEGORY TOTALS:				0.7	\$ 78.38

EXHIBIT "1-B"

Rosenblum, Barry and Marilyn (4190-23)

Per ECF No. 223 billed at 75% of MR&B's standard rates.

	Name		Rate	Hours	Amount
Partners	MSB	Michael S. Budwick	\$ 423.75	0.1	\$ 42.38
Associates	JSF	Jonathan S. Feldman	\$ 277.50	5.1	\$ 1,415.25
Paralegals	LT	Lisa Tannenbaum	\$ 153.75	0.5	\$ 76.90
	GS	Glenda Santiago	\$ 105.00	0.2	\$ 21.00
	MV	Marla Visvistae	\$ 105.00	2.2	\$ 231.00
CATEGORY TOTALS:				8.1	\$ 1,786.53

Barbara S. Bluhm Revocable Trust and Bluhm (4190-24)

Per ECF No. 223 billed at 75% of MR&B's standard rates.

	Name		Rate	Hours	Amount
Associates	JAM	Joshua A. Marcus	\$ 195.00	7.1	\$ 1,384.50
Paralegals	MV	Marla Visvistae	\$ 105.00	0.9	\$ 94.50
CATEGORY TOTALS:				8.0	\$ 1,479.00

Alpha Evolving Manager Fund, LLC and Safra National Bank of New York (4190-25)

Per ECF No. 223 billed at 75% of MR&B's standard rates.

	Name		Rate	Hours	Amount
Of Counsel	JLW	Jessica L. Wasserstrom	\$ 363.75	1.8	\$ 654.75
Paralegals	LT	Lisa Tannenbaum	\$ 153.75	0.2	\$ 30.76
	GS	Glenda Santiago	\$ 105.00	0.1	\$ 10.50
	MV	Marla Visvitae	\$ 105.00	1.4	\$ 147.00
CATEGORY TOTALS:				3.5	\$ 843.01

EXHIBIT "1-B"

Ontario Partners II, L.P. (4190-26)**Per ECF No. 223 billed at 75% of MR&B's standard rates.**

	Name		Rate	Hours	Amount
Associates	JSF	Jonathan S. Feldman	\$ 277.50	0.7	\$ 194.25
CATEGORY TOTALS:				0.7	\$ 194.25

ABN AMRO Fund Services Bank and Agile (4190-27)**Per ECF No. 223 billed at 75% of MR&B's standard rates.**

	Name		Rate	Hours	Amount
Associates	JAM	Joshua A. Marcus	\$ 195.00	1.1	\$ 214.50
Paralegals	OTB	Orlee T. Bushman	\$ 157.50	0.4	\$ 63.00
	LT	Lisa Tannenbaum	\$ 153.75	0.2	\$ 30.76
	GS	Glenda Santiago	\$ 105.00	0.4	\$ 42.00
	MV	Marla Visvitae	\$ 105.00	0.2	\$ 21.00
CATEGORY TOTALS:				2.3	\$ 371.26

KBC and Stillwater Market Neutral (4190-28)**Per ECF No. 223 billed at 75% of MR&B's standard rates.**

	Name		Rate	Hours	Amount
Associates	JAM	Joshua A. Marcus	\$ 195.00	11.0	\$ 2,145.00
Paralegals	LT	Lisa Tannenbaum	\$ 153.75	1.8	\$ 276.83
	GS	Glenda Santiago	\$ 105.00	1.1	\$ 115.50
	MV	Marla Visvitae	\$ 105.00	3.1	\$ 325.50
CATEGORY TOTALS:				17.0	\$ 2,862.83

EXHIBIT "1-B"

KBC and Palm Beach Diversified Income, LP (4190-29)**Per ECF No. 223 billed at 75% of MR&B's standard rates.**

	Name		Rate	Hours	Amount
Partners	MSB	Michael S. Budwick	\$ 423.75	0.1	\$ 42.38
Paralegals	LT	Lisa Tannenbaum	\$ 153.75	2.0	\$ 307.55
	GS	Glenda Santiago	\$ 105.00	1.5	\$ 157.50
	MV	Marla Visvitae	\$ 105.00	1.4	\$ 147.00
CATEGORY TOTALS:				5.0	\$ 654.43

KBC and Agile Sky Alliance (4190-30)**Per ECF No. 223 billed at 75% of MR&B's standard rates.**

	Name		Rate	Hours	Amount
Partners	MSB	Michael S. Budwick	\$ 423.75	2.8	\$ 1,186.51
Paralegals	LT	Lisa Tannenbaum	\$ 153.75	2.2	\$ 338.34
	GS	Glenda Santiago	\$ 105.00	1.2	\$ 126.00
	MV	Marla Visvitae	\$ 105.00	3.5	\$ 367.50
CATEGORY TOTALS:				9.7	\$ 2,018.35

EXHIBIT "1-B"

KBC and Karasel II, LP (4190-31)**Per ECF No. 223 billed at 75% of MR&B's standard rates.**

	Name		Rate	Hours	Amount
Partners	MSB	Michael S. Budwick	\$ 423.75	1.0	\$ 423.75
Associates	JAM	Joshua A. Marcus	\$ 195.00	1.1	\$ 214.50
Paralegals	OTB	Orlee T. Bushman	\$ 157.50	0.5	\$ 78.75
	LT	Lisa Tannenbaum	\$ 153.75	1.7	\$ 261.44
	GS	Glenda Santiago	\$ 105.00	0.9	\$ 94.50
	MV	Marla Visvitae	\$ 105.00	3.2	\$ 336.00
CATEGORY TOTALS:				8.4	\$ 1,408.94

KBC / 11-02829 Eden Rock (4190-32)**Per ECF No. 223 billed at 75% of MR&B's standard rates.**

	Name		Rate	Hours	Amount
Associates	JSF	Jonathan S. Feldman	\$ 277.50	1.5	\$ 416.25
Paralegals	LT	Lisa Tannenbaum	\$ 153.75	1.3	\$ 199.93
	GS	Glenda Santiago	\$ 105.00	0.9	\$ 94.50
	MV	Marla Visvitae	\$ 105.00	0.8	\$ 84.00
CATEGORY TOTALS:				4.5	\$ 794.68

EXHIBIT "1-B"

KBC / 11-02830 Strategic Stable Return Fund (I.D.) (4190-33)**Per ECF No. 223 billed at 75% of MR&B's standard rates.**

	Name		Rate	Hours	Amount
Partners	MSB	Michael S. Budwick	\$ 423.75	0.7	\$ 296.62
Paralegals	LT	Lisa Tannenbaum	\$ 153.75	1.3	\$ 199.93
	GS	Glenda Santiago	\$ 105.00	1.1	\$ 115.50
	MV	Marla Visvitae	\$ 105.00	1.7	\$ 178.50
CATEGORY TOTALS:				4.8	\$ 790.55

KBC / 11-02833 Agile Safety Variable (4190-34)**Per ECF No. 223 billed at 75% of MR&B's standard rates.**

	Name		Rate	Hours	Amount
Associates	JSF	Jonathan S. Feldman	\$ 277.50	1.9	\$ 527.25
Paralegals	LT	Lisa Tannenbaum	\$ 153.75	1.3	\$ 199.93
	GS	Glenda Santiago	\$ 105.00	1.2	\$ 126.00
	MV	Marla Visvitae	\$ 105.00	1.7	\$ 178.50
CATEGORY TOTALS:				6.1	\$ 1,031.68

KBC / 1-02836 Strategic Stable Return Fund II (4190-35)**Per ECF No. 223 billed at 75% of MR&B's standard rates.**

	Name		Rate	Hours	Amount
Associates	JSF	Jonathan S. Feldman	\$ 277.50	2.3	\$ 638.25
Paralegals	LT	Lisa Tannenbaum	\$ 153.75	1.2	\$ 184.55
	GS	Glenda Santiago	\$ 105.00	1.1	\$ 115.50
	MV	Marla Visvitae	\$ 105.00	1.7	\$ 178.50
CATEGORY TOTALS:				6.3	\$ 1,116.80

EXHIBIT "1-B"

Nucleus Fund Ltd. (4190-36)**Per ECF No. 223 billed at 75% of MR&B's standard rates.**

	Name		Rate	Hours	Amount
Associates	JSF	Jonathan S. Feldman	\$ 277.50	0.3	\$ 83.25
	JAM	Joshua A. Marcus	\$ 195.00	1.8	\$ 351.00
Paralegals	LT	Lisa Tannenbaum	\$ 153.75	1.2	\$ 184.53
	PH	Patricia Hornia	\$ 146.25	1.0	\$ 146.25
	GS	Glenda Santiago	\$ 105.00	0.4	\$ 42.00
	MV	Marla Visvitae	\$ 105.00	1.6	\$ 168.00
CATEGORY TOTALS:				6.3	\$ 975.03

Bluefin Multi Strategy Fund Spc (4190-37)**Per ECF No. 223 billed at 75% of MR&B's standard rates.**

	Name		Rate	Hours	Amount
Associates	JSF	Jonathan S. Feldman	\$ 277.50	1.0	\$ 277.50
Paralegals	LT	Lisa Tannenbaum	\$ 153.75	1.9	\$ 292.16
	PH	Patricia Hornia	\$ 146.25	0.8	\$ 117.00
	GS	Glenda Santiago	\$ 105.00	0.9	\$ 94.50
	MV	Marla Visvitae	\$ 105.00	0.6	\$ 63.00
CATEGORY TOTALS:				5.2	\$ 844.16

EXHIBIT "1-B"

Edison Fund Limited (4190-38)

Per ECF No. 223 billed at 75% of MR&B's standard rates.

	Name		Rate	Hours	Amount
Associates	JSF	Jonathan S. Feldman	\$ 277.50	0.3	\$ 83.25
Paralegals	LT	Lisa Tannenbaum	\$ 153.75	0.1	\$ 15.38
	GS	Glenda Santiago	\$ 105.00	0.4	\$ 42.00
	MV	Marla Visvitae	\$ 105.00	0.2	\$ 21.00
CATEGORY TOTALS:				1.0	\$ 161.63

Fradenburg AP (4190-39)

Per ECF No. 223 billed at 75% of MR&B's standard rates.

	Name		Rate	Hours	Amount
Of Counsel	JLW	Jessica L. Wasserstrom	\$ 363.75	0.3	\$ 109.12
Paralegals	LT	Lisa Tannenbaum	\$ 153.75	0.1	\$ 15.38
	MV	Marla Visvitae	\$ 105.00	0.3	\$ 31.50
CATEGORY TOTALS:				0.7	\$ 156.00

Nationwide International, Reynolds/Catatin (4190-41)

Per ECF No. 223 billed at 75% of MR&B's standard rates.

	Name		Rate	Hours	Amount
Partners	MSB	Michael S. Budwick	\$ 423.75	0.5	\$ 211.87
Associates	JSF	Jonathan S. Feldman	\$ 277.50	0.3	\$ 83.25
Paralegals	LT	Lisa Tannenbaum	\$ 153.75	0.1	\$ 15.38
	GS	Glenda Santiago	\$ 105.00	0.3	\$ 31.50
	MV	Marla Visvitae	\$ 105.00	0.6	\$ 63.00
CATEGORY TOTALS:				1.8	\$ 405.00

EXHIBIT "1-B"

Agile Performance Fund LLP (4190-42)					
Per ECF No. 223 billed at 75% of MR&B's standard rates.					
	Name		Rate	Hours	Amount
Partners	MSB	Michael S. Budwick	\$ 423.75	0.7	\$ 296.62
	SBG	Solomon B. Genet	\$ 326.25	0.5	\$ 163.13
Associates	JAM	Joshua A. Marcus	\$ 195.00	3.6	\$ 702.00
Paralegals	LT	Lisa Tannenbaum	\$ 153.75	0.1	\$ 15.38
	GS	Glenda Santiago	\$ 105.00	0.2	\$ 21.00
CATEGORY TOTALS:				5.1	\$ 1,198.13

Brought With a Price Ministries Intl (4190-43)					
Per ECF No. 223 billed at 75% of MR&B's standard rates.					
	Name		Rate	Hours	Amount
Associates	JAM	Joshua A. Marcus	\$ 195.00	2.1	\$ 409.50
Paralegals	LT	Lisa Tannenbaum	\$ 153.75	0.6	\$ 92.26
	PH	Patricia Hornia	\$ 146.25	0.6	\$ 87.76
	GS	Glenda Santiago	\$ 105.00	0.1	\$ 10.50
	MV	Marla Visvitae	\$ 105.00	1.0	\$ 105.00
CATEGORY TOTALS:				4.4	\$ 705.02

EXHIBIT "1-B"

Karasel, LP (4190-44)					
Per ECF No. 223 billed at 75% of MR&B's standard rates.					
	Name		Rate	Hours	Amount
Paralegals	LT	Lisa Tannenbaum	\$ 153.75	0.2	\$ 30.76
	MV	Marla Visvitae	\$ 105.00	0.2	\$ 21.00
CATEGORY TOTALS:				0.4	\$ 51.76

Forrestal (4190-46)					
Per ECF No. 223 billed at 75% of MR&B's standard rates.					
	Name		Rate	Hours	Amount
Associates	JSF	Jonathan S. Feldman	\$ 277.50	0.6	\$ 166.50
	JAM	Joshua A. Marcus	\$ 195.00	6.9	\$ 1,345.50
Paralegals	OTB	Orlee T. Bushman	\$ 157.50	0.4	\$ 63.00
	LT	Lisa Tannenbaum	\$ 153.75	0.1	\$ 15.38
	GS	Glenda Santiago	\$ 105.00	0.6	\$ 63.00
CATEGORY TOTALS:				8.6	\$ 1,653.38

EXHIBIT "1-B"

EXHIBIT "2"

Summary of Requested Reimbursement Of Expenses
for this Time Period O

[If this is a final application which does not cumulate prior interim applications, a separate summary showing cumulative expenses for all applications is attached as well]

1.	Filing Fees	\$ 293.00
2.	Process Service Fees	\$ 1,929.00
3.	Witness Fees	
4.	Court Reporter & Transcripts	\$ 3,117.75
5.	Lien and Title Searches	\$ 225.00
6.	Photocopies (in-house copies) (202,923 copies @ 15¢)	\$ 30,438.45
7.	Photocopies (outside copies)	\$ 12,704.87
8.	Postage	\$ 1,842.68
9.	Overnight Delivery Charges	\$ 0.00
10.	Outside Courier/Messenger Services	\$ 80.50
11a.	Long Distance (a) Telephone Charges	\$ 9.99
11b.	Long Distance (b) Conference Calls	\$ 126.55
12.	Long Distance Fax Transmission @ \$1.00/pg.	\$ 0.75
13.	Computerized Research	\$ 13,596.30
14.	Out of Southern District of Florida Travel A. Transportation B. Lodging C. Meals	\$ 5,332.05
15.	Other (Not specifically disallowed; must specify and justify) Mediator, Publication Fees	\$ 2,971.03
TOTAL "GROSS" AMOUNT OF REQUESTED DISBURSEMENTS		\$ 72,667.92

EXHIBIT "2"