

**FILED**  
UNITED STATES BANKRUPTCY COURT  
NORTHERN DISTRICT OF ILLINOIS

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**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE NORTHERN DISTRICT OF ILLINOIS  
EASTERN DIVISION**

In re:	)	Case No. 01-24795
	)	(Jointly Administered)
COMDISCO, INC.	)	Chapter 11 <b>EOD</b>
et al.,	)	Hon. Ronald Barliant
	)	Hearing Date: September 24, 2002
Debtors.	)	Hearing Time: 10:30 a.m.
	)	Obj. Deadline: September 19, 2002

**THIRD AND FINAL APPLICATION OF SKADDEN,  
ARPS, SLATE, MEAGHER & FLOM (ILLINOIS) AND ITS  
AFFILIATED LAW PRACTICE ENTITIES, COUNSEL TO THE  
DEBTORS-IN-POSSESSION, SEEKING FINAL ALLOWANCE OF  
COMPENSATION AND REIMBURSEMENT OF EXPENSES  
UNDER 11 U.S.C. §§ 330 AND 331 FOR THE PERIOD  
APRIL 1, 2002 THROUGH AUGUST 12, 2002 AND FINAL APPROVAL OF  
THE FIRST AND SECOND INTERIM APPLICATIONS**

Skadden, Arps, Slate, Meagher & Flom (Illinois) and its affiliated law practice entities ("Skadden, Arps"), counsel for Comdisco, Inc. ("Comdisco") and fifty of its domestic subsidiaries and affiliates (the "Affiliate Debtors"), debtors and debtors-in-possession (collectively, the "Debtors" or the "Company")<sup>1</sup> in the above-captioned cases (the "Reorganization Cases"), submit this third and final application (the "Final Application") seeking final allowance and payment of compensation and reimbursement of expenses under 11 U.S.C. §§ 330 and 331 for the period from July

<sup>1</sup> On August 12, 2002 the First Amended Joint Plan of Reorganization of Comdisco, Inc. and its Affiliated Debtors and Debtors in Possession went effective, and Comdisco and the Affiliate Debtors emerged from chapter 11 as Reorganized Comdisco. However, because this Final Application covers the period of time in which Comdisco and the Affiliate Debtors were operating as debtors in possession, those entities will be referred to as "the Debtors" herein.

2691

16, 2001 through August 12, 2002 (the "Case Period"). Skadden, Arps submits this Final Application for (a) allowance of compensation for professional services rendered by Skadden, Arps to the Debtors, their Reorganization Cases and (b) reimbursement of actual and necessary charges and disbursements incurred by Skadden, Arps in the rendition of required professional services on behalf of the Debtors. In support of this Final Application, Skadden, Arps represents as follows:

**BACKGROUND**

1. On July 16, 2001 (the "Petition Date"), Comdisco and each of the fifty Affiliate Debtors filed voluntary petitions in this Court for reorganization relief under chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101 - 1330, as amended (the "Bankruptcy Code"). The Debtors operated their businesses and managed their properties as debtors-in-possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code until they emerged from chapter 11 on August 12, 2002. None of Comdisco's international subsidiaries located outside of the United States filed for reorganization or insolvency protection in any jurisdiction and each, other than those subsidiaries that were sold during the course of the Reorganization Cases, continued to operate in the ordinary course of business during the pendency of the Reorganization Cases. On July 16, 2001, this Court entered orders providing for the joint administration of the chapter 11 cases, and these cases were consolidated for procedural purposes only. As of September 30, 2001, the Debtors realized revenues for the previous fiscal year in the amount of approximately \$2.7 billion.

2. On July 24, 2001, the United States Trustee (the "U.S. Trustee") appointed an Official Committee of Unsecured Creditors (the "Creditors' Committee") in these Reorganization Cases. On September 5, 2001, the U.S. Trustee appointed an Official Equity Committee (the "Equity Committee") in these Reorganization Cases (the Creditors' Committee and the Equity Committee, collectively the "Committees").

3. On July 30, 2002, approximately one year after the commencement of these cases, this Court entered an order confirming the First Amended Joint Plan of Reorganization of Comdisco, Inc. and its Affiliated Debtors and Debtors in Possession (the "Plan"). The Plan, which provides for a substantial recovery for the Debtors' creditors and a contingent distribution to shareholders, represented the culmination of months of negotiations among the Debtors, the Committees, various other constituencies, and their legal and financial advisors. The Plan was recommended by both Committee's, and was overwhelmingly approved by those parties that voted on the Plan. Indeed, over 99% of holders of general unsecured claims against Comdisco that voted on the Plan voted in favor of the Plan. In addition, over 98% of Comdisco equity holders that voted on the Plan voted in favor of the Plan, and 100% of holders of general unsecured claims against Prism that voted on the Plan voted in favor of the Plan.<sup>2</sup>

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<sup>2</sup> Skadden, Arps is one of the team of skilled professionals retained by the Debtors to assist in their reorganization effort. Reference to Skadden, Arps' assis-  
(continued...)

4. In connection with the Plan, the Debtors directed their financial advisor, Rothschild Inc. ("Rothschild") to prepare a reorganization valuation analysis. As set forth in the Plan, Rothschild estimated the value of the Debtors, as reorganized, at approximately \$4.1 billion. The Debtors anticipate an initial distribution to general unsecured creditors in the amount of approximately \$2 billion plus notes and common stock. The Debtors anticipate that the ultimate value of the distribution will be approximately 89.8% of their total claims. In addition, the Plan anticipates a potential recovery to equity holders, which is contingent upon payment of various threshold amounts to general unsecured creditors.

5. The Effective Date of the Plan occurred on August 12, 2002.

6. This Court has jurisdiction over this Application pursuant to 28 U.S.C. §§ 157 and 1334. This is a core proceeding within the meaning of 28 U.S.C. § 157(b)(2). Venue of these cases in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409. This matter is a core proceeding pursuant to 28 U.S.C. § 157(b)(2).

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<sup>2</sup>(...continued)

tance to the Debtors during the Application Period generally was part of a collaborative effort with the Debtors' other retained professionals, including Arthur Andersen, LLP (and subsequently replaced by Huron Consulting Group, Inc. and KPMG LLP), Bingham Dana LLP, Goldman Sachs & Co., Rockwood Gemini Advisors, and Rothschild Inc.



7. The statutory predicates for the relief requested herein are Sections 330 and 331 of the Bankruptcy Code and Rule 2016 of the Federal Rules of Bankruptcy Procedure.

**RETENTION OF SKADDEN, ARPS**

8. On the Petition Date, the Debtors applied to the Court for an order approving the retention of Skadden, Arps as their restructuring and bankruptcy counsel (the "Retention Application") to perform legal services under a general retainer that was necessary to enable the Debtors to faithfully execute their duties as debtors-in-possession including, among others, the following professional services to the Debtors:

- (a) advise the Debtors with respect to their powers and duties as debtors and debtors-in-possession in the continued management and operation of their businesses and properties;
- (b) attend meetings and negotiate with representatives of creditors and other parties in interest and advise and consult on the conduct of the case, including all of the legal and administrative requirements of operating in chapter 11;
- (c) take all necessary action to protect and preserve the Debtors' estates, including the prosecution of actions on their behalf, the defense of any actions commenced against those estates, negotiations concerning all litigation in which the Debtors may be involved and objections to claims filed against the estates;
- (d) prepare on behalf of the Debtors all motions, applications, answers, orders, reports and papers necessary to the administration of the estates;
- (e) negotiate and prepare, on the Debtors' behalf, plan(s) of reorganization, disclosure statement(s) and all related agreements and/or docu-

ments and take any necessary action on behalf of the Debtors to obtain confirmation of such plan(s);

- (f) advise the Debtors in connection with any sales of assets;
- (g) appear before this Court, any appellate courts, and the U.S. Trustee, and protect the interests of the Debtors' estates before such courts and the U.S. Trustee; and
- (h) perform all other necessary legal services and provide all other necessary legal advice to the Debtors in connection with these chapter 11 cases.

9. On August 9, 2001, this Court entered an order (the "Retention Order")<sup>3</sup> authorizing the Debtors to employ Skadden, Arps as their counsel under the terms set forth in the Retention Application.

#### **STANDING AT THE BAR AND EXPERIENCE**

10. Skadden, Arps assembled a highly qualified team of attorneys to service the Debtors. The Skadden engagement was coordinated by John Wm. Butler, Jr., Charles W. Mulaney, Jr., and George N. Panagakis. Among other senior Skadden, Arps attorneys with principal involvement in the Comdisco engagement were partners Neal R. Stoll, N. Lynn Hiestand, André LeDuc, Christina M. Tchen, Matthew R. Kipp, L. Byron Vance III, and Felicia Gerber Perlman.

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<sup>3</sup> A copy of the Retention Order, the Retention Application and the supporting affidavit are attached hereto as Exhibit A. These materials include factual information regarding the experience and standing at the bar of the Skadden, Arps' senior attorneys. The Retention Order incorporated the terms of a retainer agreement dated March 29, 2001 (the "Engagement Agreement"), between Skadden, Arps and the Debtors, a copy of which is attached to the affidavit supporting the Retention Application found in Exhibit A.

11. Mr. Butler is the co-leader of Skadden, Arps' worldwide corporate restructuring practice. He is a Fellow of the American College of Bankruptcy, is currently a director of, and served from 1995-97 as Chairman of, the Turnaround Management Association, is currently a director of, and was President of the American Board of Certification from 1995-97, was a director of the American Bankruptcy Institute from 1991-98, was Chairman of the Governing Board of the Commercial Finance Association Education Foundation from 1994-96 and was Associate General Counsel of the Commercial Finance Association from 1996-2000. Mr. Mulaney is a corporate partner concentrating in mergers and acquisitions, corporate financings, restructurings, and general corporate governance. Mr. Mulaney was primarily responsible for providing guidance and counseling to the Debtors board and management on various corporate law matters. Mr. Panagakis is a corporate restructuring partner with substantial experience in workouts and reorganization cases, including, among other experiences, the representation of debtors and lenders before this and other Courts. He assisted the Debtors on numerous issues, including advising the Debtors in connection with the formulation and development of the Debtors' business plan, plan of reorganization, and various day-to-day matters.

12. Mr. Stoll is a partner that concentrates his practice in the areas of antitrust and trade regulation. He was primarily responsible for advising the Debtors in connection with antitrust issues that arose with respect to the sale of the Debtors' Availability Solution business to SunGard Data Systems, Inc. Ms. Hiestand

and Mr. Vance were primarily responsible for assisting the Debtors with respect to the sale of various of the Debtors' leasing businesses as well as the Availability Solutions business. Ms. Hiestand has extensive experience in corporate and financial matters and has represented numerous corporations with respect to complex judicial and nonjudicial restructurings and reorganizations. Mr. Vance is a corporate partner who concentrates in mergers and acquisitions and corporate finance. Mr. LeDuc has extensive experience in tax matters and was instrumental in ensuring tax advantages through, and assessing the tax consequences of, the Plan. Ms. Tchen and Mr. Kipp are litigation partners who were primarily responsible for counseling and representing the Debtors in court, when necessary, in connection with the many litigation issues that arose during the course of these reorganization cases. Ms. Perlman assisted the Debtors on numerous issues, including advising the Debtors in connection with the formulation and development of the Debtors' business plan, plan of reorganization, and various day-to-day matters. In addition, she had primary case management responsibility for the Reorganization Cases. Ms. Perlman has substantial experience in workouts and reorganization cases, including, among other experiences, the representation of debtors and lenders before this and other Courts.

**FEE PROCEDURES AND MONTHLY FEE STATEMENTS**

13. On July 16, 2001, this Court entered an Administrative Order Pursuant to 11 U.S.C. §§ 105(a) and 331 Establishing Procedures For Interim

Compensation And Reimbursement Of Expenses Of Professionals (Docket Number 73) (the "Administrative Order").

14. Pursuant to the Administrative Order, Skadden, Arps filed, on February 11, 2002, its First Interim Application of Skadden, Arps, Slate, Meagher & Flom (Illinois) and its Affiliated Law Practice Entities, Counsel to the Debtors-in-Possession, Seeking Allowance and Payment of Interim Compensation and Reimbursement of Expenses Under 11 U.S.C. § § 330 and 331 (the "First Fee Application"). For the period covered by the First Fee Application (the "First Fee Application Period"), Skadden, Arps requested interim allowance of \$9,510,822 in fees calculated at the applicable guideline hourly billing rates of the firm's personnel who have worked on the Reorganization Cases and \$715,262 in charges and disbursements actually and necessarily incurred by Skadden, Arps while providing services to the Debtors during the First Fee Application Period. Consistent with Skadden, Arps' practices, the First Fee Application reflected a voluntary reduction of fees by \$364,710, or approximately 4% and a voluntary reduction of the charges and disbursements by \$75,602, or approximately 10%, for a total reduction of \$440,342 for items Skadden, Arps would normally bill its clients.

15. On May 16, 2002, Skadden, Arps filed its Second Interim Application of Skadden, Arps, Slate, Meagher & Flom (Illinois) and its Affiliated Law Practice Entities, Counsel to the Debtors-in-Possession, Seeking Allowance and Payment of Interim Compensation and Reimbursement of Expenses Under 11 U.S.C.

§ § 330 and 331 (the "Second Fee Application"). For the period covered by the Second Fee Application (the "Second Fee Application Period"), Skadden, Arps requested allowance of \$4,348,331 in fees calculated at the applicable guideline hourly billing rates of the firm's personnel who have worked on the Reorganization Cases and \$303,284 in charges and disbursements actually and necessarily incurred by Skadden, Arps while providing services to the Debtors during the Second Fee Application Period. As with the First Fee Application, the Second Fee Application reflected a voluntary reduction of fees by \$297,902, or approximately 6% and a voluntary reduction of the charges and disbursements by \$27,984, or approximately 9%, for a total reduction of \$325,886 for items Skadden, Arps would normally bill its clients.

16. In order to minimize costs to the Debtors' estates and avoid duplicative efforts in the review of fee applications filed in these Reorganization Cases, the Debtors, the Committees and the U.S. Trustee agreed to the formation of a joint fee review committee (the "Fee Review Committee") to review, comment on and, if necessary, object to the various fee applications filed in these Reorganization Cases. On March 26, 2002, the Court entered a final administrative order authorizing the establishment of the Fee Review Committee. The Debtors have worked with the Committees and the U.S. Trustee to establish a budgeting and monthly fee review protocol for these Reorganization Cases (the "Fee Review Protocol"). One aspect of the Fee Review Protocol instituted a series of procedures (the "Budget Procedures")

with regard to the submission and review of budgets (each, a "Budget") for professionals working on these Reorganization Cases. Pursuant to the Budget Procedures, each professional prepared and submitted to the Fee Review Committee a Budget for professional fees for the Third Fee Application Period. The Budget Skadden, Arps submitted was approved by the Fee Review Committee.

17. The Fee Review Committee also undertook to review the fee applications submitted by professionals. Each fee application that Skadden, Arps submitted during the course of these reorganization cases was approved by the Fee Review Committee and the Court. Skadden, Arps' First Fee Application was approved by the Fee Review Committee and the Court, which entered orders on April 18, 2002 and May 8, 2002 authorizing the payment of the full amount of Skadden, Arps' requested fees and expenses in the First Fee Application. In addition, Skadden, Arps' Second Fee Application was approved by the Fee Review Committee and the Court, which entered an order on July 15, 2002 authorizing the payment of the full amount of Skadden, Arps' requested fees and expenses in the Second Fee Application.

18. During the last four and one-half months of the Reorganization Cases, from April 1, 2002 through August 12, 2002 (the "Third Fee Application Period"), Skadden, Arps assisted the Debtors in emerging from chapter 11. These efforts included the negotiation and drafting of the Plan and the Disclosure Statement, and the solicitation of votes on the Plan. On June 13, 2002, this Court ap-

proved the Debtors' Disclosure Statement and solicitation procedures with respect thereto. On June 21, 2002, the Debtors distributed solicitation packages to parties entitled to vote on the Plan, which included, among other things, ballots for voting for or against the Plan. On July 30, 2002, this Court found the Plan to comply with the requirements of section 1129 of the Bankruptcy Code and thus entered an order confirming the Plan.

19. Following the Court's confirmation of the Plan, the Debtors, with the assistance of Skadden, Arps professionals, worked to satisfy the conditions precedent to the effectiveness of the Plan. Due to the Debtors' efforts, combined with the assistance and expertise of Skadden, Arps and the Debtors' other professionals, on August 12, 2002, the Debtors satisfied all of the conditions to the Plan, and the Debtors successfully emerged from chapter 11 on August 12, 2002.

20. On July 15, 2002, pursuant to section 11.1(a) of the Plan, Skadden, Arps filed with the Court an estimate of unbilled fees and expenses as of the anticipated effective date of the Plan (the "Fee Estimate"). Skadden, Arps' estimate was \$5,500,000. No party objected to this Fee Estimate. As set forth herein, actual fees and expenses for Skadden, Arps are significantly less.

21. Skadden, Arps has played an important role in advising the Debtors during the course of these Reorganization Cases as the Debtors sought to maximize value for all stakeholders. As a result of these efforts during the Third Fee Application Period, Skadden, Arps seeks an allowance of \$4,613,834 in fees calcu-



lated at the applicable guideline hourly billing rates of the firm's personnel who have worked on the Reorganization Cases and \$225,234 in charges and disbursements actually and necessarily incurred by Skadden, Arps while providing services to the Debtors during the Third Fee Application Period.

22. The above amounts for the Third Fee Application Period reflect a voluntary reduction by Skadden, Arps in connection with each monthly statement. Accordingly, Skadden, Arps is voluntarily reducing its fees to the Third Fee Application Period by \$318,240 or approximately 7% and its charges and disbursements by approximately \$43,854, or approximately 19%, for a total reduction of \$362,094 for items Skadden, Arps normally would bill its clients.<sup>4</sup>

23. Skadden, Arps now seeks final allowance of \$18,472,987 in fees calculated at the applicable guideline hourly billing rates of the firm's personnel who have worked on the Reorganization Cases and \$1,243,780 in charges and disbursements actually and necessarily incurred by Skadden, Arps while providing services to the Debtors during the Reorganization Cases. This request incorporates voluntary reductions of fees, charges and disbursements of \$1,128,292, or over 6% of the total application.

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<sup>4</sup> Skadden, Arps believes that the amounts requested in this Final Application are reasonable in relation to the services rendered. The amounts requested are already reduced to reflect the client accommodations described herein. To the extent that a party objects to this Interim Application, Skadden, Arps reserves the right to recapture such client accommodations and seek up to the full amount of fees actually incurred in connection with this engagement.

**OVERVIEW OF THE REORGANIZATION CASES**

24. Comdisco was founded in 1969 and incorporated in Delaware in 1971. In its early years, Comdisco engaged primarily in the procurement and placement of new and used computer equipment, principally mainframe and related peripherals. As of the Petition Date, Comdisco provided global technology services to its customers to help maximize their technology functionality, predictability and availability. During the chapter 11 cases, the Company's operations were conducted through its principal office in Rosemont, Illinois, and approximately 35 locations in the United States, Canada and additional locations in Europe and the Pacific Rim. By the end of January 2002, the Company employed approximately 730 full-time employees. For the fiscal year ended September 30, 2001, the Company had consolidated net revenues of approximately \$2.7 billion and administered assets of \$6.1 billion.

25. Prior to these Reorganization Cases, the Company's product offering was divided along three primary business lines: (1) technology services ("Availability Solutions"), which included continuity services, storage services, Web services, network services, desktop management services (marketed under the company's IT CAP Solutions brand name) and software tools to support these areas; (2) global leasing ("Leasing"), which included the leasing and remarketing of distributed systems, such as PCs, servers, workstations and routers, communications equipment, equipment leasing and technology life-cycle management services; and

(3) venture financing, referred to as Comdisco Ventures group, which provided venture leases, venture debt and direct equity financing to venture capital-backed companies.

26. As a result of a number of events, the Debtors concluded that the commencement of the Reorganization Cases was in the best interests of all stakeholders. The primary events leading to the chapter 11 filings were (a) significant cash losses due to the acquisition of Prism Communication Services, Inc. ("Prism"); a provider of dedicated high-speed connectivity, in February 1999; (b) a market downturn in the technology and Internet-based sectors resulting in a substantial decrease in the revenues of the Ventures group; and (c) the resulting downgrading of the Company's debt ratings to below investment grade (i) causing the Company to lose access to the commercial paper market and (ii) forcing the Company to borrow the remaining availability under the prepetition credit agreements in April, 2001. Additionally, the Company's debt structure involved relatively short-term debt maturities and longer-term lease and financing obligations associated with their principal business products. Accordingly, although the Debtors' operations generally generated sufficient cash to meet their working capital needs, without access to the commercial paper market, the Debtors could not generate sufficient cash to retire all of the debt maturities scheduled to be repaid during 2001 and 2002.

27. The primary purpose of the Reorganization Cases was to operate the Company to maximize value for its constituents and to allow the Debtors

to explore all of its feasible strategic restructuring options. The Company commenced a strategic review of its operations in April 2001. As a result of this review, the Company announced as part of the filing of the Reorganization Cases that it had reached agreement to sell its Availability Solutions business to Hewlett-Packard Company ("HP") for \$610 million in cash, subject to higher or otherwise better bids in the bankruptcy auction process. The bidding procedures with respect to the sale of the Availability Solutions business were approved by the Court on August 9, 2001.

28. Pursuant to the bidding procedures, on October 11, 2001, the Debtors held an auction for the Availability Solutions business. After the auction, the Debtors, with the support of the Committees, selected the bid of SunGard Data Systems, Inc. ("SunGard") of \$825 million as the highest or otherwise best bid received. Subsequently, the Department of Justice commenced a civil suit against the Debtors and SunGard seeking to enjoin the sale to SunGard. HP, with the support of the Creditors' Committee, presented an increased bid to the Debtors, and the Debtors requested, and received, an adjournment of the sale hearing to evaluate the increased bid with the assistance of their professionals, including Skadden, Arps. Simultaneously, Skadden, Arps attorneys assisted the Debtors in responding to voluminous information requests by the Department of Justice and in otherwise defending the Debtors in the antitrust suit. Beginning on November 7, 2001, the Debtors commenced a three-day hearing during which the HP and SunGard bids were presented. At the conclusion of the hearing, the sale of the Availability

Solutions business to SunGard was approved by the Court on November 9, 2001 and, after the successful resolution of the antitrust litigation, closed on November 15, 2001.

29. In addition to the sale of its Availability Solutions business, Comdisco pursued other strategic alternatives to create value for its stakeholders, including evaluating the retention or potential sale of substantially all of the assets (the "Leasing Assets") relating to the Leasing business to several interested buyers. Prior to the initiation of the Reorganization Cases and the consummation of the sale of certain Leasing Assets during the Debtors' restructuring process, Leasing was the Debtors' largest business unit with over 20,000 customer contracts. The Leasing business was divided into six primary business segments (the "Segments"), and it provided leasing, asset management, remarketing and refurbishment services throughout the United States, Europe and the Pacific Rim. The Segments were IT Leasing and five market "verticals": (i) Electronics, (ii) Healthcare, (iii) Lab & Sciences, (iv) Manufacturing, and (v) Telecommunications.

30. The Debtors, with Skadden, Arps assistance, conducted a Bankruptcy Court-supervised leasing sales evaluation process that concluded in January, 2002. At such time, the Debtors received bids for all of its Leasing Segments. After receiving final bids, the Debtors selected the bid of General Electric Capital Corporation ("GE") as the highest and otherwise best bid for their Electronics and Laboratory and Scientific Leasing Segments. Subsequently, on January 24,

2002, the Court approved, and the Debtors finalized, the sale of the Electronics and Laboratory and Scientific Segments to GE for approximately \$665 million. The Debtors also executed an agreement for the sale of substantially all of its North American IT CAP Services contracts to T-Systems, Inc., and on February 14, 2002 the Court approved, and the Debtors finalized, the sale of IT CAP Services to T-Systems, Inc. for \$6.8 million. In addition, on April 3, 2002, with the assistance of Skadden, Arps, the Debtors filed a motion seeking authority to sell the assets relating to the Debtors' Healthcare Leasing Segment to GE for approximately 96% of net book value minus 100% of certain liabilities to be assumed by GE. The Debtors estimate that the proceeds from the sale of the Healthcare Segment will be approximately \$165 million. On April 18, 2002, the Court entered an order approving the sale of the Healthcare Leasing business. The Debtors finalized the sale of the Healthcare Leasing business to GE in June, 2002. In addition, CIT Group, Inc. f/k/a Tyco Capital Corporation ("CIT") bid for the Debtors' IT Leasing Segment. CIT was the highest bidder for the IT Leasing Segment. As discussed more fully herein, CIT withdrew its bid for the IT Leasing Segment on January 31, 2002. As a result, the Debtors did not sell the IT Leasing Segment.

31. From the outset of the Reorganization Cases, the Debtors made it known that their goal was to emerge from chapter 11, preferably as a reorganized, stand-alone going concern, but, if not, then on any basis that would maximize stakeholder value. Thus, the Debtors, with the advice and assistance of Skadden,

Arps and their other professional advisors, sought to move quickly to plan and implement their restructuring. Indeed, on April 26, 2002, the Debtors filed Plan and Disclosure Statement. Up to, and after a hearing on May 31, 2002, at which the Court considered the Disclosure Statement, the Debtors, with Skadden, Arps' assistance, continued discussions with both Committees in an effort to reach a consensus on a plan of reorganization. These efforts resulted in the Debtors and the Committees agreement to support the Plan. The Plan provides for an orderly wind down of the Company's remaining assets. Pursuant to the Plan, the distribution of the net proceeds realized from such run-off, together with the cash accumulated to date by the Debtors, is anticipated to result in an approximately 90% recovery to creditors. Common stockholders will share in the net proceeds realized, beginning at 3 % of the remaining net proceeds if the Debtors' creditors realize 85% recovery on account of their claims, and scaling up to a 37% recovery in any remaining net proceeds if the creditors realize 100 % on their claims.

32. On June 13, 2002, this Court approved the Debtors' Disclosure Statement and solicitation procedures with respect thereto. Thereafter, the Debtors solicited votes on the Plan, which was overwhelmingly approved by creditors and shareholders. On July 30, 2002, this Court held a hearing to consider the confirmation of the Plan and confirmed the Plan.

33. After concluding a successful confirmation hearing on July 30, 2002, the Debtors, assisted by Skadden, Arps, turned their efforts toward consum-

inating the Plan, and satisfying the conditions precedent to going effective and emerging from chapter 11, which occurred on August 12, 2002.

34. As a result of its efforts during the Reorganization Cases, Skadden, Arps now seeks final allowance of \$4,613,834 in fees calculated at the applicable guideline hourly billing rates of the firm's personnel who have worked on the Reorganization Cases during the Third Fee Application Period and \$225,234 in charges and disbursements actually and necessarily incurred by Skadden, Arps while providing services to the Debtors during the Third Fee Application Period. Moreover, Skadden, Arps seeks final allowance of \$9,510,822 in fees calculated at the applicable guideline hourly billing rates of the firm's personnel who worked on the Reorganization Cases during the First Fee Application Period, and \$715,262 in charges and disbursements actually and necessarily incurred by Skadden, Arps while providing services to the Debtors during the First Fee Application Period. In addition, Skadden, Arps seeks final allowance of \$4,348,331 in fees calculated at the applicable guideline hourly billing rates of the firm's personnel who worked on the Reorganization Cases during the Second Fee Application Period, and \$303,284 in charges and disbursements actually and necessarily incurred by Skadden, Arps while providing services to the Debtors during the Second Fee Application Period. In sum, for its efforts during the Reorganization Cases, Skadden, Arps now seeks final allowance of \$18,472,987 in fees calculated at the applicable guideline hourly billing rates of the firm's personnel who have worked on the Reorganization Cases and



\$1,243,780 in charges and disbursements actually and necessarily incurred by Skadden, Arps while providing services to the Debtors during the Reorganization Cases. This request incorporates voluntary reductions of fees, charges and disbursements of \$1,128,292, or over 6% of the total application. The amounts requested by this Final Application compare favorably to fees, charges and disbursements incurred by other chapter 11 debtors in cases of similar size, complexity and duration.<sup>5</sup>

**SUMMARY OF SERVICES RENDERED BY  
SKADDEN, ARPS DURING THE CASE PERIOD**

35. During the Case Period, Skadden, Arps worked closely with the Debtors and their other professionals to implement the strategies designed to allow the Debtors to emerge from chapter 11 approximately one year after the Reorganization Cases were commenced. To meet the Debtors' needs, Skadden, Arps attorneys have provided multi-disciplinary services on a daily basis, often working nights and weekends. Throughout the chapter 11 process, certain of the principal Skadden, Arps attorneys working on the Reorganization Cases were required to devote the vast majority of their time to this matter, often to the exclusion of other clients and other potential client engagements.

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<sup>5</sup> While the Engagement Agreement contemplated that Skadden, Arps was entitled to seek a value added fee premium as part of its engagement, and while Skadden, Arps believes that its services during the Reorganization Cases may have warranted such a fee premium, Skadden, Arps has limited its fees during this engagement to its hourly charges.

36. At the commencement of the Reorganization Cases, Skadden, Arps created thirty-five (35) different matter numbers or subject-matter categories (the "Matter Categories") to which its professionals assigned the time billed by them, all of which are related to the tasks performed by Skadden, Arps on behalf of the Debtors.<sup>6</sup> All Skadden, Arps professionals kept a contemporaneous record of the time spent rendering such services and, consistent with guidelines of the Office of the United States Trustee, separated tasks in billing increments of one-tenth of an hour. Monthly statements for the months of April through and including August 12, 2002 separated by matter number, are attached hereto as Exhibit D. Monthly statements for the periods from July 16, 2001 through March 31, 2002, were submitted in appendices accompanying the First Fee Application and the Second Fee Application. The statements contain a breakdown of attorneys' daily time detail, by billing matter, that was billed during the Case Period. All of the services performed by Skadden, Arps have been legal in nature and necessary for the proper administration of the Reorganization Cases.

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<sup>6</sup> Exhibit B contains a table of all matter numbers used in these Reorganization Cases. Exhibit C-1 contains a description of certain business statistics of Skadden, Arps in these Reorganization Cases. Exhibit C-2 contains a summary showing the name and position of each partner, counsel, associate and paraprofessional, together with that person's date of admission to the bar (as applicable), net hours during the Third Fee Application Period and the Case Period, and hourly billing rate. Exhibit C-3 contains a summary of net hours and amount billed during the Third Fee Application Period and the Case Period for each matter to which Skadden, Arps professionals devoted time.

37. The areas in which Skadden, Arps rendered professional services are segregated into the matters set forth below.

38. During the Case Period, Skadden, Arps devoted approximately 57% of its time to the following four matters, each of which were responsible for fees in excess of \$1,000,000: Asset Dispositions - Leasing; Asset Dispositions - Availability Solutions; Reorganization Plan and Regulatory Matters.

39. Matters in which Skadden, Arps devoted approximately 25% of its time in the aggregate and billed between \$500,000 and \$1,000,000 in fees are: Case Administration; Tax Matters; Foreign Subsidiaries; Creditor Meetings / Statutory Committees; Disclosure Statement/Voting Issues; Claims Administration and Objections; and Employee/Labor Matters.

40. The remainder of time billed by Skadden, Arps was devoted to the following nineteen matters, each of which were responsible for less than \$500,000 and in total account for less than 18% of the fees requested: General Corporate Advice; Leases (Real Property); Financing/DIP and Emergence; Retention/Fee Matters/Objections (Others); Asset Dispositions - General; Retention/Fee Matters (SASM&F); Business Operations; Reports and Schedules; Automatic Stay (Relief Actions); Nonworking Travel Time; Litigation (General); Executory Contracts; Litigation (Insurance); Asset Analysis and Recovery; Utilities; Secured Claims; Vendor Matters; and Real Estate (Owned).

**MATTERS GREATER THAN \$1,000,000**

A. Asset Dispositions - Leasing

41. During the Case Period, Skadden, Arps devoted a significant amount of time and resources to assisting the Debtors in evaluating the retention or potential sale of the Leasing Assets.

42. At the outset of these Reorganization Cases, the Debtors determined that they would explore the possibility of selling their Leasing Assets either as a whole or by Segments to the bidder(s) that made the highest or otherwise best offer(s) for the Leasing Assets.

43. In connection with the commencement of these Reorganization Cases, on July 20, 2001, Skadden, Arps filed with the Court a motion for orders approving (a) the bidding procedures and form of asset purchase agreement for the sale(s) of some or all of the Leasing Assets and (b) the sale of substantially all of the Leasing Assets free and clear of liens, claims and encumbrances (Docket No. 104). The bidding procedures approved by the Court were designed to ensure that competition from prospective purchasers would result in the maximum sale price for the Leasing Assets.

44. Skadden, Arps worked with the Debtors to provide qualified bidders access to the Debtors' management and ample opportunity to conduct due diligence. Skadden, Arps attorneys assisted in assembling and maintaining data rooms at the Debtors' headquarters in Rosemont, Illinois and corporate offices in

London, United Kingdom, Paris, France, and Munich, Germany. Representatives from over fifty (50) potential bidders visited the data rooms, often overlapping each other, and requiring daily, occasionally around the clock, attention to fulfilling information requests. As the process progressed, the Debtors, with the assistance of Skadden, Arps and their other professionals, modified the bidding procedures four times to extend the bid deadline and to reschedule the auction and sale hearing (Docket Nos. 497, 1040, and 1136).

45. The Debtors' efforts culminated in two evaluative auctions, on November 15, 2001 and November 29-30, 2001. Skadden, Arps assisted in conducting both auctions, including coordinating logistics and providing relevant documents to all parties beforehand and during the auction sessions. Over 60 individuals representing eleven bidders attended the auctions. Both auctions and concurrent negotiations lasted all day and late into the night on November 15 and November 29, and, in the case of the November 29-30 auction, continued into a second day.

46. After this deliberative bidding and auction process, the Debtors decided to sell only a subset of IT Leasing, IT Cap Services, to T-Systems, Inc., formerly known as debis IT Services North America, Inc. On February 14, 2002, the Court approved, and with Skadden, Arps assistance the Debtors finalized, the sale of IT CAP Services to T-Systems, Inc. for \$6.8 million. In addition, the Debtors determined to accept one more round of sealed bids for the other Segments through January 7, 2002. After receiving final bids, the Debtors selected the bid of GE as the

highest and best bid for the Electronics and Laboratory and Scientific Segments of the Leasing business. Thereafter, on January 24, 2002, the Court entered an order approving, and with Skadden, Arps assistance the Debtors finalized, the sale of the Debtors' Electronics and Laboratory and Scientific Segments to GE for approximately \$665 million. These transactions were finalized at an initial closing on April 24, 2002, and a final closing date on May 31, 2002.<sup>7</sup>

47. Subsequent to the conclusion of the formal evaluative auction process the Debtors received a modified bid from GE on February 28, 2002 for the Healthcare Segment. Skadden, Arps worked closely with the Debtors to negotiate the terms of a deal to sell the Healthcare Segment, and on April 3, 2002, Skadden, Arps filed a motion on the Debtors' behalf seeking approval of such sale. Subsequently, on April 18, 2002, the Court approved the sale of the Healthcare Segment of their Leasing business to GE for 96% of net book value minus 100% of certain liabilities to be assumed by GE. The Debtors, who with Skadden, Arps' assistance closed the sale of the Healthcare Segment in June, 2002, estimate that the proceeds from the sale of the Healthcare Segment will be approximately \$165 million.

48. In the aggregate, the sales of the above-mentioned Leasing Segments should provide the Debtors' estates with more than \$800 million.

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<sup>7</sup> CIT was the highest bidder for the Debtors' IT Leasing Segment. As discussed more fully herein, CIT withdrew its bid for the IT Leasing Segment on January 31, 2002. As a result, the Debtors did not sell the IT Leasing Segment.

49. Throughout the auction and sale process for each of the aforementioned sales, Skadden, Arps attorneys worked with Comdisco management as well as Goldman and Rothschild to evaluate the various bids, and also devoted time attempting to resolve various disputes that arose out of the proposed sales. Skadden, Arps also spent significant time preparing for the sale hearings where the Debtors presented the bids for IT Cap Services, Electronics, Laboratory and Scientific, and Healthcare businesses, that they deemed highest or otherwise best for those Leasing Segments.

50. In addition, as part of the sale process for each Segment, Skadden, Arps assisted the Debtors in preparing notices of cure amounts and notices of assumption and assignment of certain executory contracts and unexpired leases to parties with outstanding contracts with the Debtors. Skadden, Arps received objections to the assumption and assignment of certain executory contracts, at which time Skadden, Arps attorneys reviewed the objections and drafted responses where appropriate while simultaneously contacting the objecting parties to reach a resolution.

51. Pursuant to bidding procedures approved by the Court with respect to the sale of the Debtors' Leasing Assets, the Debtors solicited bids from potential purchasers for the sale of all of the Debtors' Leasing Segments, including IT Leasing. CIT bid for the Debtors' IT Leasing Segment (the "Bid"). In connection with the Bid and pursuant to the bidding procedures, CIT delivered a good faith

deposit (the "Deposit") to Goldman, as agent for the Debtors, in the amount of \$50 million on November 8, 2001. The Bid was irrevocable through January 31, 2002.

52. After evaluating a number of competing proposals, the Debtors selected the Bid as the highest or otherwise best bid with respect to the sale of the Debtors' IT Leasing business and worked throughout January, 2002 to negotiate a definitive sale agreement with CIT. CIT withdrew the Bid on January 31, 2002.

53. CIT subsequently requested a return of the Deposit. The Debtors declined to return the Deposit pending further review of whether CIT withdrew the Bid prior to its expiration. The Debtors and CIT negotiated a settlement with respect to the Deposit whereby the Debtors proposed retaining \$1 million of the Deposit and returning the entire of the Deposit, plus all interest earned on the Deposit, to CIT. Skadden, Arps drafted and filed a motion seeking approval for the settlement agreement between the Debtors and CIT, which motion was objected to by the Equity Committee. The Court entered an order approving such settlement agreement on May 8, 2002.

54. Finally, Skadden, Arps assisted the Debtors in selling the assets of their Australian and New Zealand Leasing business to Nadlo Pty Limited, Codis Limited, Allco Rentals Pty Limited, and Rellim Pty Limited. In connection with this sale, Skadden, Arps drafted a motion seeking the Court's approval of the Debtors' decision to sell these assets. Skadden, Arps also drafted a response to an objection that was filed to this sale. Ultimately, on April 18, 2002, the Court entered an order



granting the Debtors' motion seeking approval of the Debtors' decision to sell the Australian and New Zealand Leasing business.

55. In connection with the foregoing services, Skadden, Arps professionals expended 14,184.5 hours for which Skadden, Arps seeks compensation of \$4,967,476. An itemized breakdown of services rendered from July 16, 2001, through March 31, 2002, was submitted with the First and Second Applications. An itemized breakdown of services rendered from April 1, 2002, through August 12, 2002 is attached as Exhibit D-1. A general breakdown of these services is as follows:

Name	Third Period Time	Third Period Value	Total Hours	Total Value
James D. Anderson	544.5	\$198,744	2,156.4	\$768,090
Seth J. Gerson	432.3	\$179,405	1,449.3	\$587,979
Christopher G. Athas	448.0	\$132,161	1,905.2	\$545,766
L. Byron Vance III	193.2	\$95,635	847.3	\$409,524
N. Lynn Hiestand	0.0	\$0	314.2	\$204,052
Michael F. Defranco	0.0	\$0	586.5	\$200,118
Armelle Hugon	212.8	\$62,777	659.1	\$187,636
Ron E. Meisler	39.7	\$14,491	537.0	\$186,886
Catherine Danz	0.0	\$0	573.9	\$131,997
Felicia G. Perlman	45.4	\$21,792	286.8	\$130,360
Matthew W. Scheflen	0.0	\$0	378.1	\$120,578
Carole Aciman	57.0	\$26,790	222.4	\$102,591
John Wm. Butler, Jr.	2.3	\$1,599	147.3	\$101,082
Jodie L. Chusid	0.0	\$0	256.3	\$84,778
Karen M. Lee	137.9	\$54,471	199.4	\$78,764

Name	Third Pe- riod Time	Third Period Value	Total Hours	Total Value
Jeffrey J. Steinle	48.1	\$17,557	220.7	\$77,641
Steven J. Nagy	0.0	\$0	200.4	\$73,708
Anna A. Nguyen	0.0	\$0	200.9	\$71,434
Brian T. Henry	0.0	\$0	214.6	\$62,863
George N. Panagakis	20.5	\$10,558	115.2	\$57,673
Gary P. Cullen	0.0	\$0	90.8	\$53,572
Kathleen M. Kronin	0.0	\$0	107.8	\$44,737
Jason P. Ketchens	5.3	\$1,564	179.6	\$44,526
Laurence Mitrovic	0.0	\$0	84.3	\$40,605
Andreas Frohner	0.0	\$0	120.3	\$39,097
Ryan J. Rohlfesen	3.7	\$1,221	117.9	\$38,907
Laura C. Pieper	0.0	\$0	160.7	\$36,961
Lanelle K. Meidan	0.0	\$0	94.5	\$31,185
Christopher P. Connors	0.0	\$0	87.2	\$28,776
Matthew M. Murphy	20.8	\$6,136	92.0	\$26,796
Charles W. Mulaney, Jr.	0.0	\$0	38.7	\$26,754
James S. Harrington	13.8	\$3,658	108.3	\$25,393
Maria A. Lijoi	23.8	\$7,022	84.9	\$25,047
Nathan L. Stuart	0.0	\$0	139.4	\$23,698
Yann Guerin	0.0	\$0	82.8	\$20,812
Gerard C. Martin	47.4	\$17,302	55.2	\$20,150
Stephanie Heliot	0.0	\$0	67.2	\$19,824
Christopher L. Baker	25.5	\$17,723	25.5	\$17,723
Carolyn G. Aberman	0.0	\$0	54.0	\$17,605
Christina M. Tchen	17.4	\$10,614	23.6	\$14,396
Matthew R. Kipp	17.6	\$9,593	22.1	\$12,046
Samuel S. Ory	30.7	\$11,666	31.7	\$12,046

Name	Third Pe- riod Time	Third Period Value	Total Hours	Total Value
Belle H. Hsu	0.0	\$0	31.1	\$11,182
Joseph N. Wharton	0.0	\$0	30.9	\$8,563
Alessandra Zingone	19.6	\$8,134	19.6	\$8,134
Jan D. Bayer	0.0	\$0	18.3	\$6,862
Anton F. Mikel	22.1	\$5,857	26.1	\$6,777
Kenneth A. Rubenstein	0.0	\$0	18.7	\$6,638
Steven Pearlman	0.0	\$0	19.8	\$6,138
Gregg L. Brochin	18.0	\$5,940	18.0	\$5,940
James Casey Fos	0.0	\$0	19.2	\$5,664
Christopher D. Epperson	0.0	\$0	11.5	\$3,910
Amie D. Rooney	0.0	\$0	16.8	\$3,864
Laura Anne Bailyn	0.0	\$0	13.4	\$3,082
Calvin Siemer	0.0	\$0	5.4	\$2,538
Jamie Marsh	4.0	\$1,520	4.0	\$1,520
Susan Smith	5.2	\$1,378	5.2	\$1,378
Tzivia Masliansky	0.0	\$0	5.5	\$1,265
Andre LeDuc	1.0	\$650	1.0	\$650
Ingrid Vandenborre	0.0	\$0	1.2	\$354
Paraprofessionals	361.0	\$51,042	579.3	\$78,841
<b>Totals</b>	<b>2,818.6</b>	<b>\$977,000</b>	<b>14,184.5</b>	<b>\$4,967,476</b>

B. Asset Dispositions - Availability Solutions

56. A significant portion of Skadden, Arps' efforts during the Case Period was devoted to representing the Debtors in the sale of Availability Solutions, which resulted in the successful sale of the business to SunGard for \$825 million, plus working capital adjustment, on November 15, 2001. While most of the time

spent by Skadden, Arps professionals working on the sale of Availability Solutions occurred during the First Fee Application Period, additional time charges were incurred throughout the Case Period assisting the Company with a number of post-closing matters.

57. Prior to filing the voluntary petition for reorganization, the Debtors negotiated and signed an agreement to sell Availability Solutions to Hewlett-Packard Company ("HP") for \$610 million. On the Petition Date, Skadden, Arps filed a motion seeking to approve the sale subject to higher or better offers pursuant to court approved bidding procedures (the "Bidding Procedures"). The Bidding Procedures ultimately were approved by this Court by entry of an order on August 9, 2001 after the Debtors, with the assistance of Skadden, Arps, negotiated amendments with the Creditors' Committee, HP, and other potential bidders.

58. To prepare for the sale of Availability Solutions, Skadden, Arps professionals conducted due diligence of the Debtors' records, including vendor contracts, executory contracts, leases, assets, receivables, and various intellectual property licenses. In addition, Skadden, Arps worked closely with Goldman, the Debtors' Mergers and Acquisition Advisor, to identify potential purchasers and, if appropriate, qualify them as bidders (once qualified, "Qualified Bidders"). Skadden, Arps attorneys worked with the Debtors to compile materials to be distributed to the Qualified Bidders and, to facilitate due diligence, Skadden, Arps professionals assisted the Debtors in creating and staffing data rooms for Qualified Bidders located

at the Debtors' headquarters in Rosemont, Illinois and in locations throughout Europe. The main data room contained company documents pertaining to the domestic Debtor subsidiaries, while the European data room contained documents pertaining to foreign non-debtor subsidiaries. To further facilitate the due diligence being conducted by the Qualified Bidders, Skadden, Arps worked with the Debtors and their other professionals to develop a series of management presentations, known as bidder focus sessions, to provide Qualified Bidders with an opportunity to question management about the Company, the contents of the data room, etc. Skadden, Arps professionals attended the bidder focus sessions to facilitate the successful exchange of information between the Debtors' management and the Qualified Bidders. Hundreds of professionals representing each of the Qualified Bidders visited and requested information from the data rooms and attended the bidder focus sessions.

59. In connection with the bidding process, the Debtors, with the assistance of Skadden, Arps and their other professionals, created a set of procedures to be used during the auction and organized and conducted the auction. Following the auction, the Debtors determined that the bid submitted by SunGard was the highest and best bid. Both the Creditors' Committee and the Equity Committee supported the SunGard bid. Thereafter, Skadden, Arps attorneys negotiated and

prepared the various closing documents needed to close the sale to SunGard, including the asset purchase agreement and Schedules thereto.<sup>8</sup>

60. In addition, Skadden, Arps assisted the Debtors in preparing notices of cure amounts and notices of assumption and assignment of certain executory contracts and unexpired leases to parties with outstanding contracts with the Debtors. Skadden, Arps received numerous objections to the assumption and assignment of certain executory contracts based on, among other things, adequate assurance of future performance. Skadden, Arps reviewed the objections and drafted responses while simultaneously contacting the objecting parties to reach a resolution. As a result, the Debtors were able to resolve all but eleven objections. Of particular note, Skadden, Arps assisted the Debtors in a negotiation with, Electronic Data Systems, which held one of the largest contracts with the Company for Availability Solutions services. Due to these discussions, Electronic Data Systems withdrew its objection to the sale to SunGard prior to the hearing. Additionally, Skadden, Arps spent a considerable amount of time trying to resolve objections to the cure amounts while drafting a response to be filed with the Court. As a result, the Debtors, with the assistance of Skadden, Arps, successfully negotiated settlements to nine of the

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<sup>8</sup> Simultaneously, as discussed more fully herein, Skadden, Arps attorneys researched potential antitrust implications of the sale to SunGard, met with counsel for SunGard, the Creditors' and Equity Committees and the Debtors' management to discuss these concerns, and coordinated the Debtors' responses to informal and formal information requests by the Department of Justice.

sixteen cure amount objections prior to the sale hearing scheduled for October 23, 2001.

61. Thereafter, following the submission of an increased bid by HP, the Debtors requested and were granted an adjournment of the sale hearing to November 7, 2001 in order to evaluate the appropriate course of action in light of the antitrust risk associated with the sale to SunGard, and the Creditors' Committee's withdrawal of support to the SunGard bid.

62. Prior to the November 7, 2001 hearing, Skadden, Arps attorneys met with Company management as well as Goldman and Rothschild to evaluate the HP bid. Skadden, Arps also devoted a significant amount of time attempting to resolve the various disputes that arose out of the HP bid, including objections to the sale to HP filed by the Equity Committee and by SunGard. Skadden, Arps received and responded to document requests from several parties, including the Equity Committee and SunGard. In preparation for the SunGard production, Skadden, Arps professionals conducted a review of Company documents to screen for relevance and confidentiality and identified potential witnesses that would have knowledge of these documents. Skadden, Arps attorneys prepared for and defended Company management in sixteen depositions by the objecting parties. Skadden, Arps also prepared for and attended several emergency hearings to litigate disputes regarding the scope of the document requests and other issues regarding the depositions.

63. Skadden, Arps spent significant time preparing for the sale hearing where the Debtors presented both the HP and the SunGard bids. The sale hearing began on November 7, 2001 and ran for three days, during which witnesses were examined both publicly and in closed sessions. On November 9, 2001, the Court ultimately approved the sale to SunGard for \$825 million. Skadden, Arps attorneys then prepared amended closing documents for the sale to SunGard. After the successful resolution of the antitrust litigation, in which Skadden, Arps attorneys also participated, on November 15, 2001, the Debtors, with the assistance of Skadden, Arps, closed the sale of Availability Solutions for \$825 million.

64. In order to complete a successful transition of the Availability Solutions Business to SunGard after the closing, Skadden, Arps attorneys attended to a number of post-closing matters. Skadden, Arps continued to contact parties that objected to cure amounts with respect to their contract that was to be assumed and assigned as part of the sale, and was successful in resolving all such objections. Skadden, Arps devoted considerable time to resolving the outstanding cure objections of two parties in particular. First Technology Capital Corporation and AT&T both objected to the proposed amounts that the Debtors asserted needed to be cured in order to assume and assign their contracts to SunGard. Without having to resort to full-blown litigation, the Debtors, with Skadden, Arps assistance were able to settle their disputes with First Technology Capital Corporation and AT&T, as well as all other parties that filed objections to cure. Skadden, Arps also assisted the Debtors



with various real estate issues with respect to properties that were being assigned to SunGard.

65. In addition, Skadden, Arps attorneys spent time researching various employee-transition issues that arose in the course of the post-closing transition period. For example, in order to provide guidance to the Debtors, Skadden, Arps researched the extent to which the privacy laws of various states either permit or prohibit the release of certain personnel records.

66. Further, after the Court approved the sale of Availability Solutions, the Equity Committee filed a motion seeking to prevent the payment of any termination fee or reimbursement of expenses to HP, the stalking horse bidder, in connection with such sale.

67. In response to the Equity Committee's motion, HP requested certain information from the Debtors. At a November 28, 2001 hearing, the Debtors agreed to give HP access to certain documents filed under seal in connection with the sale of the Availability Solutions business so that HP could prepare its defense to this motion. Upon HP's request, the Debtors also agreed to produce documents produced to the Debtors and by the Debtors, subject to the objections of interested parties to the Availability Solutions transaction. SunGard objected to this production, claiming that it had a "property interest" in the documents. The Debtors responded to SunGard's objection by granting SunGard access to documents pertaining to Availability Solutions. Skadden, Arps attorneys then oversaw the drafting and revision of

a confidentiality agreement that was executed in connection with the production of certain sensitive documents. Ultimately, Skadden, Arps assisted the Debtors with the production of documents relevant to the Equity Committee objection.

68. In connection with this dispute, Skadden, Arps attorneys spent considerable time working with various parties to negotiate and respond to document requests. In preparation for the ultimate production of certain documents, Skadden, Arps professionals conducted a review of Company documents to screen for relevance and confidentiality. Skadden, Arps attorneys also prepared for and attended hearings pertaining to the production of documents with respect to the Equity Committee's motion to preclude the payment of any termination fee to HP.

69. Following a February 14, 2002 hearing at which the Court heard arguments related to such termination fee, the Court entered an order granting partial relief with respect to the Equity Committee's motion. While the Court ordered the Debtors to pay HP an \$18.3 million termination fee for their role as a stalking horse bidder for Availability Solutions, HP's expense reimbursement was limited to \$5 million and to periods on and prior to August 9, 2001.

70. Skadden, Arps also devoted time to various other post-closing matters during the Third Fee Application Period. In particular, Skadden, Arps spent time formulating a response to a motion filed by SunGard seeking an order compelling the Debtors to convey to SunGard a two acre parcel of real property in Grand Prarie, Texas that SunGard argued should have been conveyed as part of the Avail-

ability Solutions transaction. In addition, as part of the Availability Solutions sale, SunGard agreed to reimburse the Debtors for legal fees the Debtors incurred in connection with the antitrust litigation. Subsequently, SunGard claimed that it was not responsible for any of the Debtors' legal fees. The Debtors are still pursuing the reimbursement of such fees. Skadden, Arps attorneys devoted time to the Debtors' effort to secure reimbursement from SunGard of all legal fees associated with the antitrust litigation. Lastly, the Debtors, with Skadden, Arps' assistance spent time analyzing claims for indemnification made by SunGard arising out of the Availability Solutions transaction.

71. Finally, Skadden, Arps worked with the Debtors to facilitate the sale of certain assets located in Spain with respect to the Debtors' European disaster recovery services operation. During the Third Fee Application Period the Debtors executed the "Acquisition Agreement dated as of April 5, 2002, by and between Comdisco España S.L., a limited liability company organized under the laws of Spain, and SEMA Global Recovery Services, S.A.E., a company organized under the laws of Spain," and sold these assets for \$300,000 U.S. dollars plus \$48,000 U.S. dollars for the value added tax chargeable with respect to the purchase price.

72. In connection with the foregoing services, Skadden, Arps professionals expended 9,481.2 hours for which Skadden, Arps seeks compensation of \$3,336,747. An itemized breakdown of services rendered from July 16, 2001, through March 31, 2002, was submitted with the First and Second Applications. An

itemized breakdown of services rendered from April 1, 2002, through August 12, 2002 is attached as Exhibit D-2. A general breakdown of these services is as follows:

Name	Third Period Time	Third Period Value	Total Time	Total Value
Ryan J. Rohlfesen	386.6	\$127,578	844.7	\$278,751
Jason P. Ketchens	44.5	\$13,128	950.1	\$276,432
L. Byron Vance, III	20.4	\$10,099	393.4	\$193,408
Matthew R. Kipp	130.9	\$71,341	345.6	\$188,353
Lanelle Meidan	0.0	\$0	568.4	\$187,572
Felicia G. Perlman	1.6	\$768	396.6	\$178,893
George Panagakis	1.1	\$567	311.5	\$158,630
Christina M. Tchen	0.0	\$0	256.7	\$156,587
John Wm. Butler, Jr.	0.0	\$0	220.7	\$152,587
Matthew W. Schefflen	15.5	\$5,115	458.3	\$148,249
N. Lynn Hiestand	0.0	\$0	174.5	\$117,594
Nancy Olson	0.0	\$0	243.4	\$95,702
Steven J. Nagy	0.0	\$0	253.0	\$95,100
James S. Harrington	43.3	\$11,475	356.4	\$83,488
Jeffrey J. Steinle	0.0	\$0	239.8	\$80,893
Matthew M. Murphy	10.9	\$3,216	272.4	\$77,979
Ron E. Meisler	0.0	\$0	203.7	\$74,350
Jodie L. Chusid	0.0	\$0	152.5	\$55,663
Laura C. Pieper	0.0	\$0	214.2	\$49,266
Michele L. Walton	0.0	\$0	134.5	\$44,385
Carolyn G. Aberman	17.2	\$5,676	131.9	\$43,527
Joseph N. Wharton	0.0	\$0	144.8	\$42,254
Timothy A. Nelsen	0.0	\$0	61.8	\$41,715

Name	Third Pe- riod Time	Third Period Value	Total Time	Total Value
Anna U. Nguyen	0.0	\$0	96.8	\$36,632
Christine M. DeMott	0.0	\$0	123.0	\$36,285
Tzivvia Masliansky	34.6	\$9,169	145.2	\$34,607
Christopher P. Connors	0.0	\$0	94.2	\$31,055
Eric J. Gorman	0.0	\$0	72.6	\$30,129
Michael F. DeFranco	0.0	\$0	73.5	\$25,468
Erin C. Perkins	0.0	\$0	62.6	\$22,849
Calvin Siemer	0.0	\$0	46.2	\$21,714
Anton F. Mikel	0.0	\$0	88.7	\$20,401
Charles W. Mulaney, Jr.	0.0	\$0	26.0	\$18,015
Nathan L. Stuart	0.0	\$0	99.7	\$16,949
Samuel S. Ory	0.0	\$0	27.7	\$10,170
Karen L. Corman	0.0	\$0	14.1	\$8,178
Catherine Danz	0.0	\$0	25.5	\$5,865
Yann Guerin	0.0	\$0	22.0	\$5,060
Marian P. Wexler	0.0	\$0	7.9	\$4,977
Maria A. Lijoi	0.0	\$0	14.7	\$4,336
Francis N. MacDonald	0.0	\$0	11.4	\$4,161
André LeDuc	0.0	\$0	5.4	\$3,618
Brian T. Henry	0.0	\$0	10.5	\$3,240
Armelle Hugon	0.0	\$0	14.0	\$3,220
Risa Levine	0.0	\$0	14.0	\$3,220
Gregg L. Brochin	0.0	\$0	13.8	\$3,174
David F. Kolin	0.0	\$0	5.4	\$2,538
Amie D. Rooney	0.0	\$0	9.2	\$2,116
Christopher G. Athas	0.0	\$0	7.0	\$2,065
Tero Louko	0.0	\$0	5.2	\$1,924

Name	Third Pe- riod Time	Third Period Value	Total Time	Total Value
James D. Anderson	0.0	\$0	3.8	\$1,387
Neal R. Stoll	0.0	\$0	1.2	\$756
Belle H. Hsu	0.0	\$0	1.9	\$722
Seth J. Gerson	0.0	\$0	1.4	\$581
Gerard C. Martin	0.0	\$0	1.0	\$365
Paraprofessionals	136.9	\$21,829	1006.7	\$149,592
<b>Totals</b>	<b>843.5</b>	<b>\$279,961</b>	<b>9,481.2</b>	<b>\$3,336,747</b>

C. Reorganization Plan

73. During the Case Period, Skadden, Arps devoted substantial time assisting the Debtors with the formulation and implementation of the Plan. As part of these services, Skadden, Arps attorneys participated in many plan of reorganization strategy sessions with the Debtors' senior management and financial advisors. At these strategy sessions, Skadden, Arps advised the Debtors with respect to the legal requirements of a plan of reorganization under the Bankruptcy Code, as well as the legal ramifications of various proposed plan structures. In addition, Skadden, Arps worked with the representatives of both Committees in addressing components of the Plan structure in order to consider such constituencies' comments and other developments in the Reorganization Cases.

74. After developing an initial draft of the Plan, Skadden, Arps attorneys participated in further meetings with the Debtors' senior management and other retained professionals, and the Committees in an attempt to negotiate a consensual plan of reorganization.

75. In addition, to prepare for the process of soliciting votes with respect to the Plan, Skadden, Arps attorneys began drafting notices for distribution and publication with respect to the Plan confirmation hearing. Skadden, Arps attorneys also began preparing the procedural foundation for soliciting votes from both creditors and equity security holders for acceptance or rejection of the Plan.

76. Ultimately, the Debtors filed the Plan and accompanying Disclosure Statement with the Bankruptcy Court on April 26, 2002. The Court established May 31, 2002 as the hearing date to consider the confirmation of the Disclosure Statement and the Debtors' proposed procedures for soliciting votes on the Plan (the "Solicitation Procedures"). Various objections to the Disclosure Statement were filed by parties in interest, including an objection filed by the Equity Committee. Many of these objections were in fact objections to the Plan, but were filed as objections to the Disclosure Statement. The Debtors, with Skadden, Arps' assistance, negotiated with the various objecting parties and were successful in resolving most of the objections filed to the Disclosure Statement. In order to deal with the unresolved objections to the Disclosure Statement, including the objection of the Equity Committee, Skadden, Arps attorneys formulated and drafted a detailed response to the objections which was filed on May 31, 2002.

77. The May 31, 2002 hearing was conducted and then continued until June 13, 2002, in order to allow the Debtors additional time address the Equity Committee's outstanding objection to the Disclosure Statement. During this interim

time period between hearings, Skadden, Arps, on behalf of the Debtors, conducted extensive negotiations with the Committees in order to build consensus among the Debtors' primary constituencies. Skadden, Arps attorneys participated with the Debtors in multiple in-person and telephonic meetings with representatives of the Committees and other creditor groups. These efforts allowed both Committees to have substantial input in the development of the Plan, and resulted in an agreement among the Debtors, and the Committees, on a consensual plan of reorganization. Ultimately, on June 13, 2002, this Court entered an order approving the Disclosure Statement and the Debtors' Solicitation Procedures on a consensual basis.

78. The successful outcome of the negotiations on the Plan amongst the Debtors and the Committees substantially benefitted the Debtors' estates. The amount of resources that would have been expended in terms of both time and money in a contested Plan confirmation process would have been significant.

79. On June 21, 2002, Skadden, Arps professionals and paraprofessionals, along with the Debtors' balloting agents, Logan & Company, Inc. and Innisfree M&A Inc., coordinated the mailing of solicitation materials and the Disclosure Statement to the Debtors' creditors and equity holders to ensure proper receipt and compliance with the Solicitation Procedures. Over 70,000 copies of the Disclosure Statement, the Notice of Confirmation Hearing and the Solicitation Procedures Order were mailed to parties in interest on June 21, 2002. With the



solicitation package, such parties either received a ballot or a notice as to why they were not entitled to vote on the Plan.

80. The Plan, which provides for a nearly 90% recovery for general unsecured creditors and a distribution to equity security holders, was overwhelmingly accepted by all parties entitled to vote on the Plan, in all voting classes. Indeed, over 99% of holders of general unsecured claims against Comdisco that voted on the Plan voted in favor of the Plan. In addition, over 98% of Comdisco equity holders that voted on the Plan voted in favor of the Plan, and 100% of holders of general unsecured claims against Prism that voted on the Plan voted in favor of the Plan.

81. Despite the distribution of Plan solicitation materials to more than 70,000 parties, only eleven objections to confirmation of the Plan were filed. Skadden, Arps attorneys were able to consensually resolve ten of the eleven filed objections prior to the confirmation hearing with the objecting parties and the eleventh objection was overruled by the Court. This effort allowed the Debtors and their professionals to focus on Plan confirmation and implementation issues, and saved the Debtors' estates from the costs that would have been incurred had these objections been litigated.

82. Skadden, Arps also devoted substantial time during the Case Period preparing for the hearing on confirmation of the Plan. Skadden, Arps spent time preparing numerous Court filings, appropriate affidavit testimony with respect to the Plan, and numerous exhibits to the Plan, and provided the Court, the Commit-

tees, and other relevant parties in interest with appropriate information with respect to the Plan.

83. The Court, at the July 30, 2002 confirmation hearing, entered the Findings of Fact, Conclusions of Law, and Order Under 11 U.S.C. §§ 1129(a) and (b) and Fed. R. Bankr. P. 3020 Confirming the First Amended Joint Plan of Reorganization of Comdisco, Inc. and its Affiliated Debtors and Debtors in Possession.

84. Skadden, Arps assisted the Debtors with numerous tasks for the Plan to become effective during the post-confirmation, pre-effective time period. These tasks included working with the Debtors' senior management to develop a new corporate structure of the Debtors to be implemented pursuant to the Plan, conducting research and advising the Debtors with respect to relevant legal issues resulting from the new corporate structure, including tax issues and issues arising under securities laws, responding to inquiries regarding Plan confirmation from various parties, drafting and filing various plan supplements, transfer documents and related items, and coordinating the foregoing through frequent discussions with representatives of the Debtors, the Committees and others.

85. In connection with the foregoing services, Skadden, Arps professionals expended 3153.6 hours for which Skadden, Arps seeks compensation

of \$1,182,151. An itemized breakdown of services rendered from July 16, 2001, through March 31, 2002, was submitted with the First and Second Applications. An itemized breakdown of services rendered from April 1, 2002, through August 12, 2002 is attached as Exhibit D-3. A general breakdown of these services is as follows:

Name	Third Period Time	Third Period Value	Total Time	Total Value
Felicia G. Perlman	281.2	\$134,976	444.9	\$209,706
George N. Panagakis	245.0	\$126,176	285.1	\$146,772
James D. Anderson	350.5	\$127,933	350.5	\$127,933
L. Byron Vance III	247.6	\$122,563	247.6	\$122,563
Matthew M. Murphy	205.7	\$60,682	255.0	\$75,226
Matthew W. Scheflen	205.0	\$67,650	213.0	\$70,290
Jeffrey J. Steinle	104.7	\$38,216	188.4	\$67,607
Nathan L. Stuart	229.5	\$52,785	229.5	\$52,785
James S. Harrington	129.1	\$34,213	186.5	\$47,415
Anton F. Mikel	176.4	\$46,747	176.4	\$46,747
John Wm. Butler, Jr.	41.2	\$28,634	60.7	\$42,187
Christopher Athas	137.9	\$40,680	137.9	\$40,680
Matthew R. Kipp	51.6	\$28,123	53.6	\$29,213
Ron E. Meisler	67.5	\$24,638	67.5	\$24,638
Ryan J. Rohlfen	24.3	\$8,019	50.9	\$16,797
Christopher P. Connors	0.0	\$0	32.9	\$10,857
Carolyn G. Aberman	0.0	\$0	31.0	\$9,750
Gerard C. Martin	7.5	\$2,738	18.5	\$6,753
Steven J. Nagy	14.2	\$5,396	14.2	\$5,396
Lanelle K. Meidan	11.0	\$3,630	15.2	\$5,016

Name	Third Pe- riod Time	Third Period Value	Total Time	Total Value
Suling Lam	12.6	\$4,599	12.6	\$4,599
Christina M. Tchen	0.0	\$0	5.8	\$3,538
Samuel S. Ory	8.7	\$3,306	8.7	\$3,306
Charles W. Mulaney, Jr.	0.0	\$0	4.3	\$2,989
Jason P. Ketchens	8.8	\$2,596	8.8	\$2,596
Jamie Marsh	3.0	\$795	3.0	\$795
Paraprofessionals	49.5	\$5,741	51.1	\$5,997
<b>Totals</b>	2,612.5	\$970,836	3,153.6	\$1,182,151

D. Regulatory Matters

86. The sale of the Availability Solutions Business raised antitrust issues that required substantial work during the Case Period, primarily during the First Fee Application Period. Skadden, Arps worked closely with the Debtors and SunGard's counsel to review the potential antitrust issues relating to the sale and to prepare Hart-Scott-Rodino filings, and with the Federal Trade Commission and the United States Department of Justice ("DOJ") to comply with a voluntary request for information and documents and a subsequent Civil Investigative Demand. The DOJ investigation of the sale to SunGard ultimately led the DOJ to file an action against the Debtors and SunGard to enjoin the sale to SunGard, which injunction was denied and action dismissed by a United States District Court.

87. The DOJ began its investigation of the sale to SunGard with a voluntary request for documents and information issued to Comdisco on August 20, 2001. Skadden, Arps attorneys and paraprofessionals worked diligently with the

Debtors over a period of approximately three weeks to produce documents and information in response to that request. Skadden, Arps attorneys worked with Debtors' management to respond to that request, and provided copies of the response to counsel for SunGard and the Committees.

88. On September 10, 2001, the DOJ issued to Comdisco an extensive Civil Investigative Demand ("CID") for information and documents in connection with its review of the sale to SunGard. Skadden, Arps attorneys engaged in an extensive and time consuming document review over a period of approximately one month, and produced approximately 120 boxes of documents in response to that CID. To prepare that response, Skadden, Arps attorneys devoted a significant amount of time to gathering company documents, reviewing documents for privilege and relevance, interviewing management personnel, and drafting responses to CID interrogatories. Skadden, Arps also prepared for and defended management in depositions in connection with the DOJ's investigation.

89. On October 22, 2001, the DOJ filed suit to enjoin the proposed sale to SunGard. A two day evidentiary hearing was held on November 8 and 9, 2001 before the Honorable Ellen Huvelle, a federal district court judge sitting in the District of Columbia. During the period prior to the hearing, Skadden, Arps worked with SunGard's counsel to defend the DOJ action. Skadden, Arps attorneys reviewed and revised pleadings, attended depositions, participated in numerous evidentiary hearings, and provided support to SunGard's counsel.

90. During the DOJ's investigation of and legal challenge to the sale to SunGard, Skadden, Arps often met with the Debtors' management to keep them apprised of litigation matters. Skadden, Arps also responded to numerous requests for information from counsel to the Committees.

91. In connection with the foregoing services, Skadden, Arps professionals expended 3,440 hours for which Skadden, Arps seeks compensation of \$1,001,097. An itemized breakdown of services rendered from July 16, 2001, through March 31, 2002, was submitted with the First and Second Applications. No services on this matter were rendered to the Debtors during the Third Fee Application Period. A general breakdown of these services is as follows:

Name	Third Period Time	Third Period Value	Total Time	Total Value
Neal R. Stoll	0.0	\$0	379.3	\$252,431
Linda Soohoo	0.0	\$0	519.0	\$230,483
David A. Straite	0.0	\$0	265.7	\$104,950
Brian C. Mohr	0.0	\$0	119.9	\$56,353
Daniel M. Smith	0.0	\$0	249.8	\$49,960
Sarah Turner	0.0	\$0	191.8	\$33,564
Carolyn N. Guthrie	0.0	\$0	105.5	\$21,100
Robert John Hellewell	0.0	\$0	88.7	\$16,409
John Wm. Butler, Jr.	0.0	\$0	23.0	\$15,985
David Seymour	0.0	\$0	69.1	\$11,747
James Sherman	0.0	\$0	64.7	\$10,999
Michelle Kraus	0.0	\$0	59.3	\$10,081
Ingrid Vandenborre	0.0	\$0	27.9	\$8,864

Name	Third Pe- riod Time	Third Period Value	Total Time	Total Value
Jean Kim	0.0	\$0	31.7	\$7,980
Omar Calimbas	0.0	\$0	19.7	\$3,546
N. Lynn Hiestand	0.0	\$0	4.3	\$2,902
George Panagakis	0.0	\$0	5.4	\$2,781
Tero Louko	0.0	\$0	5.6	\$2,324
Felicia G. Perlman	0.0	\$0	3.3	\$1,518
Matthew M. Murphy	0.0	\$0	1.1	\$324
Paraprofessionals	0.0	\$0	1,205.2	\$156,796
<b>Totals</b>	0.0	\$0	3,440.0	\$1,001,097

**MATTERS BETWEEN \$500,000 AND \$1,000,000**

E. Case Administration

92. Skadden, Arps devoted substantial resources to the efficient and expeditious administration of these Reorganization Cases during the Case Period. Work performed under this category generally may be grouped as follows: (a) advice with respect to the prosecution of the Reorganization Cases; (b) advice with respect to the rights and duties of debtors-in-possession in the administration of the Reorganization Cases; (c) general preparation for, and attendance at, court hearings; (d) general communications with creditors and other parties in interest; and (e) general case administration.

93. Part of the strategy developed by the Debtors' management for the Reorganization Cases was to proceed and seek to exit chapter 11 as quickly as

possible to maximize the business enterprise value of the Debtors' businesses.

Skadden, Arps worked to assist the Debtors in meeting this objective.

94. Skadden, Arps advised the Debtors' management of the Debtors' rights and duties as debtors-in-possession, noting proscribed, permitted and required conduct. Skadden, Arps frequently advised the Debtors' management with respect to specific business questions posed by management and by events occurring in these Reorganization Cases. Part of Skadden, Arps' advice in this regard involved the participation of Skadden, Arps in periodic planning and strategy conferences with the Debtors' senior management team.

95. To assist the Debtors in continuing to perform their fiduciary duties, Skadden, Arps worked with the Debtors to implement procedures to assist the Debtors with operating their businesses in accordance with the requirements of the Bankruptcy Code. Skadden, Arps reviewed certain of the Debtors' proposed expenditures, dispositions of property and other transactions to assist the Debtors in evaluating whether the contemplated transactions were within the ordinary course of business (see 11 U.S.C. § § 363(c)(1), 1107 and 1108), or were outside the ordinary course of business and required Court approval (see 11 U.S.C. § 363(b)(1)).

96. Each material proposed transaction referred by the Debtors to Skadden, Arps required a Skadden, Arps attorney to discuss the relevant underlying facts with the appropriate representative of the Debtors. If Skadden, Arps concluded that Court approval was required or prudent for a specific transaction, the firm



prepared the necessary pleadings, applications or other documents for filing with the Court. Such services not only helped to ensure that the Debtors continued to operate in accordance with the requirements of the Bankruptcy Code, but also educated the Debtors' personnel concerning the rights and duties of debtors-in-possession so that the Debtors could carry out day-to-day operations more effectively and efficiently.

97. Throughout the Case Period, Skadden, Arps prepared for, attended and represented the Debtors on matter presented to the Court at omnibus and special hearings, including the drafting and filing of hearing agendas detailing the motions to be heard during that Court hearing.

98. Skadden, Arps also devoted considerable time to meetings, conferences and communications with creditors and representatives of parties in interest with respect to case administration including, among other things, periodic updates as to the progress and direction of these Reorganization Cases. The Debtors have, from the outset of the Reorganization Cases, worked extremely closely and cooperatively with the Committees on virtually all aspects of the Reorganization Cases, which the Debtors believe has resulted in substantial cost savings in the administration of the Reorganization Cases.

99. Skadden, Arps paraprofessionals maintained on a daily basis various materials critical to enable Skadden, Arps and others to promptly address issues that arose during the Case Period. Skadden, Arps' paraprofessionals also docketed all pleadings and orders filed in the Reorganization Cases and worked with

the Debtors' notice and claims agent to ensure that all entities entitled to notice were kept apprised of significant events in the Reorganization Cases. Given the size and scope of this paper intensive case, the efficient management of administrative matters was a significant task.

100. Finally, Skadden, Arps professionals and paraprofessionals implemented and followed several procedures to create efficiencies of the prosecution of the bankruptcy cases and avoid unnecessary duplication of effort. For instance, Skadden, Arps developed and followed limited notice procedures where appropriate, subject to Court approval, and maintained a case calendar, which was provided to certain parties in interest.

101. In connection with the foregoing services, Skadden, Arps professionals expended 3,763.5 hours for which Skadden, Arps seeks compensation of \$749,777. An itemized breakdown of services rendered from July 16, 2001, through March 31, 2002, was submitted with the First and Second Applications. An itemized breakdown of services rendered from April 1, 2002, through August 12, 2002 is attached as Exhibit D-4. A general breakdown of these services is as follows:

Name	Third Period Time	Third Period Value	Total Time	Total Value
Felicia G. Perlman	42.0	\$20,160	197.4	\$86,913
Matthew M. Murphy	39.2	\$11,565	286.8	\$78,848
Carolyn G. Aberman	8.0	\$2,640	220.2	\$70,336
George N. Panagakis	50.6	\$26,060	130.4	\$65,573

Name	Third Pe- riod Time	Third Period Value	Total Time	Total Value
James S. Harrington	126.1	\$33,418	162	\$41,675
Joseph N. Wharton	0.0	\$0	121.1	\$32,396
John Wm. Butler, Jr.	9.7	\$6,742	40.1	\$27,698
Jeffrey J. Steinle	1.0	\$365	67.8	\$23,487
Samuel S. Ory	2.8	\$1,064	57.1	\$21,658
Laura C. Pieper	0.0	\$0	61.1	\$14,053
Ron E. Meisler	5.7	\$2,081	25.5	\$9,099
N. Lynn Hiestand	0.0	\$0	4	\$2,700
Nancy Olson	0.0	\$0	6.8	\$2,686
Paraprofessionals	437.3	\$50,629	2383.2	\$272,655
<b>Totals</b>	<b>722.4</b>	<b>\$154,724</b>	<b>3,763.5</b>	<b>\$749,777</b>

F. Tax Matters

102. Throughout the Case Period, Skadden, Arps assisted the Debtors in analyzing and dealing with various issues and circumstances regarding debtor-in-possession tax issues. Skadden, Arps conducted tax due diligence on domestic subsidiaries, as well as foreign non-debtor subsidiaries. In addition, Skadden, Arps evaluated the tax consequences of various reorganization alternatives.

103. Skadden, Arps assisted the Debtors with the analysis of taxation issues in connection with the sale of Availability Solutions. In addition, attorneys for Skadden, Arps negotiated, drafted and revised the tax provisions in the asset purchase agreement as well as the tax schedules thereto which were approved by the Court.

104. As part of its representation of the Debtors, Skadden, Arps also conducted legal research on various tax issues. Specifically, Skadden, Arps re-searched the income tax treatment of escrowed portions of the purchase price, off-balance sheet financing techniques, as well as code provisions dealing with excess loss account rules, treasury regulations, indirect pledge rules, intercompany debt, and notice requirements. In addition, Skadden, Arps attorneys conducted tax due diligence and analyzed the taxation issues in connection with, among other things, the sale of certain of the Leasing Segments.

105. As part of its representation of the Debtors, Skadden, Arps also devoted time to analyzing tax issues in connection with the Debtors' Plan. Skadden, Arps attorneys participated in numerous meeting and teleconferences with various of the Debtors' employees, and conducted legal research regarding plan of reorganization tax issues. These efforts allowed Skadden, Arps attorneys to draft portions of the Disclosure Statement explaining the myriad tax implications of the Plan. Skadden, Arps attorneys also devoted substantial time to an analysis of the tax ramifications regarding the implementation of various corporate structures that the Debtors contemplated forming in connection with their emergence from chapter 11.

106. In connection with the foregoing services, Skadden, Arps professionals expended 1,687.5 hours for which Skadden, Arps seeks compensation of \$728,300. An itemized breakdown of services rendered from July 16, 2001, through March 31, 2002, was submitted with the First and Second Applications. An

itemized breakdown of services rendered from April 1, 2002, through August 12, 2002 is attached as Exhibit D-5. A general breakdown of these services is as follows:

Name	Third Period Time	Third Period Value	Total Time	Total Value
Karen M. Lee	362.8	\$143,307	878.90	\$339,022
Andre LeDuc	239.7	\$155,805	470.90	\$307,313
Susan Smith	30.4	\$8,057	264.10	\$61,808
Jamie Marsh	4.1	\$1,087	32.20	\$7,550
Anna Nguyen	12.3	\$4,674	12.30	\$4,674
Michael A. Lawson	3.2	\$1,952	3.20	\$1,952
George N. Panagakis	0.0	\$0	2.70	\$1,390
James S. Harrington	0.0	\$0	4.50	\$1,035
Joseph N. Wharton	0.0	\$0	3.20	\$944
Felicia G. Perlman	0.0	\$0	1.60	\$736
Paraprofessionals	0.0	\$0	13.90	\$1,876
<b>Totals</b>	<b>652.5</b>	<b>\$314,882</b>	<b>1,687.5</b>	<b>\$728,300</b>

G. Foreign Subsidiaries

107. The Debtors have vast operations not only in the United States, but in Canada, Europe and the Pacific Rim, none of which filed for bankruptcy protection as part of the original filing or subsequent thereto. Skadden, Arps devoted considerable time and attention during the Case Period to the international aspect of the Reorganization Cases, addressing complex issues related to the ongoing operation of the Debtors and non-Debtor subsidiaries and affiliates.

108. Specifically, in connection with the sale of Availability Solutions, Skadden, Arps worked with the Debtors during the First Fee Application Period to create data rooms in the UK, France, Germany and other locations which provided such bidders the opportunity to conduct on-site due diligence. These efforts required considerable assistance by the Debtors and Skadden, Arps in order to properly review documents to ensure the Debtors' compliance with various contractual clauses, including confidentiality. In addition, to facilitate the bidders' access to information, the Debtors through the assistance of Skadden, Arps and their other retained professionals, organized the European data rooms to mirror the data room located in Rosemont.

109. In addition, Skadden, Arps assisted the Debtors' in their efforts to evaluate and consummate the sale of certain of the Debtors' Leasing Segments. Specifically, Skadden, Arps attorneys assisted the Debtors in their review and compilation of disclosure schedules to (a) the Amended and Restated Asset Purchase Agreement, effective as of January 23, 2002 between GE and Comdisco in connection with the sale of the Electronics Segment and (b) the Amended and Restated Asset Purchase Agreement, effective as of January 23, 2002 between GE and Comdisco in connection with the sale of the Laboratory and Scientific Segment. In addition, Skadden, Arps attorneys drafted various Foreign Transfer Agreements, which were required in order to satisfy local legal requirements to ensure a valid transfer of title to assets and a proper transformation of the Amended and Restated

Asset Purchase Agreement, effective as of January 23, 2002, as mentioned above.

Apart from that, Skadden, Arps attorneys assisted the German subsidiary of Comdisco in transferring receivables in connection with the assets to be sold from another jurisdiction to Germany.

110. Skadden, Arps attorneys advised and assisted the Debtors on the foreign antitrust aspects of the sale of the Electronics Segment and the Laboratory and Scientific Segment. Skadden, Arps attorneys (i) determined the jurisdictions (outside the U.S.) which required mandatory pre- or post closing antitrust filings, which included Canada, Germany, Ireland, Italy, Japan, Mexico and Romania; (ii) reviewed and analyzed the substantive antitrust issues raised by the proposed transactions in each of these jurisdictions, (iii) prepared (in coordination with the buyer's counsel) the antitrust merger control filings to the Canadian, German, Irish, Italian, Japanese, Mexican and Romanian antitrust authorities; (iv) followed up on the review process in Canada, Germany, Ireland, Italy, Japan, Mexico and Romania; and (v) in coordination with the buyer's counsel, addressed the issues or questions raised by the antitrust authorities in Mexico and Romania during the review period.

111. In addition, Skadden, Arps devoted substantial time attempting to resolve set-off claims asserted by numerous financial institutions in connection with various multi-entity loan commitments and other financial instruments, involving the Debtors' and their foreign non-debtor subsidiaries. Among other things, Skadden, Arps assisted the Debtors in resolving issues pertaining to attempts by

non-U.S. banks to set-off against Comdisco non-debtor subsidiaries organized in Europe, Asia and the Pacific Rim. These issues required Skadden, Arps to negotiate with the various foreign constituents, to participate with the Debtors' management on frequent conference calls at all hours spanning various time zones and to conduct considerable legal research in order to advise the Debtors of their rights with respect to parties that might attempt to use their rights of setoff.

112. In addition, Skadden, Arps also participated in negotiations with the Industrial Bank of Japan ("IBJ") involving a put obligation under a certain loan agreement. The Debtors, with the assistance of Skadden, Arps, Bingham Dana, and local Japanese counsel, Law Offices of Hideyuki Sakai, successfully negotiated with IBJ and IBJ agreed to forgo exercising its Put Option in exchange for Comdisco's agreement to fund an account, which was pledged as security. Skadden, Arps coordinated these matters with Bingham Dana, which was primarily responsible, so as to avoid duplication of effort.

113. During these Reorganization Cases, the Debtors' continuously analyzed numerous reorganization strategies with respect to their foreign businesses, including winding-down those operations. In connection therewith, the Debtors, through the assistance of Skadden, Arps, performed an analysis regarding the option of winding-down the Debtors' European operations. The analysis provided a comprehensive overview of various wind-down procedures available to the Debtors in France, Germany and the UK. Moreover, the Debtors and Skadden, Arps re-



viewed the advantages and disadvantages of each wind-down procedure in each jurisdiction mentioned above.

114. Finally, during the Third Fee Application Period, Skadden, Arps attorneys devoted time to negotiating, on behalf of the Debtors, an agreement with certain banks concerning the payment of the debts of certain non-debtor foreign affiliates. Certain of the non-debtor foreign affiliates were indebted to the Banks under the pre-petition credit agreement. This debt was guaranteed by the Debtors. The Debtors, with Skadden, Arps assistance negotiated an agreement whereby, in return for a discount and a release by the Banks of any claims related to the non-debtor foreign affiliate debt, the Debtors agreed to pay the Banks a reduced amount in satisfaction of the non-debtor foreign affiliate debt.

115. In connection with the foregoing services, Skadden, Arps professionals expended 1,968.5 hours for which Skadden, Arps seeks compensation of \$717,360. An itemized breakdown of services rendered from July 16, 2001, through March 31, 2002, was submitted with the First and Second Applications. An itemized breakdown of services rendered from April 1, 2002, through August 12, 2002 is attached as Exhibit D-6. A general breakdown of these services is as follows:

Name	Third Period Time	Third Period Value	Total Time	Total Value
Andreas Frohner	250.3	\$91,360	417.3	\$152,316
Yann Guerin	0	\$0	358.8	\$103,466

Name	Third Pe- riod Time	Third Period Value	Total Hours	Total Value
Albert W. Adametz	126.7	\$59,549	126.7	\$ 59,549
Ron E. Meisler	0	\$0	152	\$ 50,249
David F. Kolin	0	\$0	106.4	\$ 48,127
Jan D. Bayer	12.8	\$5,504	65.1	\$ 27,855
Felicia G. Perlman	25.9	\$12,432	52.6	\$ 23,955
Armelle Hugon	0	\$0	79.3	\$ 23,393
Nikolaos M. Peristerakis	0	\$0	60.2	\$ 22,876
George N. Panagakis	25.6	\$13,185	39.3	\$ 19,614
Richard F. Kadlick	0	\$0	30.5	\$19,215
N. Lynn Hiestand	0	\$0	27	\$17,843
Pablo Berbel <sup>9</sup>	41.6	\$12,273	96.8	\$28,557
Wolfgang Bergthaler	58.7	\$13,501	58.7	\$13,501
Matthew R. Kipp	0	\$0	26.4	\$12,672
Barry E. Hawk	0	\$0	16	\$11,121
Ingrid Vandenborre	0	\$0	31.8	\$10,494
Gerard C. Martin	0	\$0	22.3	\$ 8,139
Laurence Mitrovic	7.6	\$3,762	15.8	\$ 7,820
James C. Fos	0	\$0	23.5	\$ 7,755
Michael J. Gyr	17.7	\$6,461	17.7	\$ 6,461
Suzanne Strater	0	\$0	18.1	\$ 6,154
Carolyn G. Aberman	0	\$0	17.6	\$ 5,808
John Wm. Butler, Jr.	0	\$0	8.5	\$ 5,762

<sup>9</sup> The time detail attached to the Second Fee Application reflected accrued fees in the amount of \$28,557 for Pablo Berbel. However, Skadden, Arps only requested, and the Debtors only paid, \$16,284 on account of such fees accrued by Mr. Berbel during the Second Fee Application Period. Thus, Skadden, Arps requests payment of the remaining \$12,273, that was inadvertently excluded, pursuant to the Third and Final Fee Application.

Name	Third Pe- riod Time	Third Period Value	Total Hours	Total Value
Christopher D. Epperson	0	\$0	13.5	\$ 5,332
Stephanie Heliot	0	\$0	15.4	\$ 4,543
Thomas W. Greaves	0	\$0	18.3	\$ 4,352
Seth E. Jacobson	0	\$0	7.2	\$ 3,852
Brian T. Henry	0	\$0	10.7	\$ 3,196
Joseph N. Wharton	0	\$0	13.4	\$ 3,082
Ryan J. Rohlfen	0	\$0	9.6	\$ 2,688
Jeffrey J. Steinle	0	\$0	6.7	\$ 2,445
Matthew M. Murphy	3	\$885	4.2	\$ 1,239
Michael F. DeFranco	0	\$0	3	\$ 1,095
Paraprofessionals	0	\$0	39.7	\$ 5,107
<b>Totals</b>	569.9	\$218,912	2,010.1	\$729,633

H. Creditor Meetings / Statutory Committees

116. Shortly after the outset of the Reorganization Cases, during the First Fee Application Period, Skadden, Arps advised the Debtors with respect to and attended the organizational meetings of its Committees and represented the Debtors at the section 341 meeting of creditors.

117. In addition, shortly after formation of each Committee and the appointment of each Committee's professionals, Skadden, Arps assisted the Debtors in responding to information requests by the Committees' professionals, pursuant to which the Debtors provided substantial background information to educate the Committees on such matters as the Debtors' history, corporate structure, financial situation and potential causes of action arising out of prepetition transactions. A

significant amount of the information that was provided to the Committees and their professionals related to the Debtors' efforts to sell its Availability Solutions business as well as the process surrounding the Debtors' sale of various Segments of its Leasing business.

118. Moreover, throughout the Case Period, through Skadden, Arps and the Debtors' financial advisors, the Debtors, at regularly scheduled meetings, continued to keep the Committees informed of upcoming issues, such as motions to be heard at the monthly omnibus hearings, the status of the claims analysis and reconciliation process and the sale of various aspects of the Leasing business, and the status of the development of and negotiations with respect to the Plan. Indeed, Skadden, Arps, on behalf of the Debtors, worked with and negotiated with the Committees with respect to the Plan throughout the Plan formulation and confirmation process.

119. The Debtors believe that these efforts may have prevented potential objections that the Committees might have lodged to some of the Debtors' motions by educating and informing them in advance, thus avoiding unnecessary and costly litigation expenses. Skadden, Arps also responded to informal information requests by the Committees' professionals. These efforts have contributed to foster a generally cooperative atmosphere between the Debtors and the Committees during the Case Period. The Debtors also believe that these efforts ultimately helped to

garner the support of both Committees for the Plan and resulted in a consensual Plan confirmation process.

120. In connection with the foregoing services, Skadden, Arps professionals expended 1,571.6 hours for which Skadden, Arps seeks compensation of \$646,162. An itemized breakdown of services rendered from July 16, 2001, through March 31, 2002, was submitted with the First and Second Applications. An itemized breakdown of services rendered from April 1, 2002, through August 12, 2002 is attached as Exhibit D-7. A general breakdown of these services is as follows:

Name	Third Period Time	Third Period Value	Total Time	Total Value
Matthew M. Murphy	18.9	\$5,576	502.3	\$139,814
Felicia G. Perlman	23.3	\$11,184	302.1	\$135,620
George N. Panagakis	29.7	\$15,296	221.4	\$109,964
John Wm. Butler, Jr.	4.1	\$2,850	157.3	\$108,140
Jeffrey J. Steinle	0	\$0	111.3	\$39,229
N. Lynn Hiestand	0	\$0	46.4	\$31,005
Ryan J. Rohlfesen	0	\$0	63.1	\$20,823
Matthew R. Kipp	0	\$0	36.2	\$19,730
Christopher P. Connors	0	\$0	31.7	\$10,461
Ron E. Meisler	0	\$0	21.4	\$7,812
Carolyn G. Aberman	0	\$0	13.7	\$4,281
Lanelle K. Meidan	0	\$0	12.6	\$4,158
Laura C. Pieper	0	\$0	14.3	\$3,289
Christina M. Tchen	0	\$0	4.2	\$2,562

Name	Third Period Time	Third Period Value	Total Time	Total Value
Gerard C. Martin	0	\$0	4.6	\$1,679
Joseph N. Wharton	0	\$0	5.2	\$1,534
Seth E. Jacobson	0	\$0	2.5	\$1,337
Charles W. Mulaney, Jr.	0	\$0	1.5	\$1,043
Samuel S. Ory	0	\$0	2.2	\$836
James S. Harrington	1.9	\$504	1.9	\$504
Paraprofessionals	4	\$600	15.7	\$2,341
<b>Totals</b>	<b>81.9</b>	<b>\$36,010</b>	<b>1,571.6</b>	<b>\$646,162</b>

I. Disclosure Statement/Voting Issues

121. During the Case Period, Skadden, Arps attorneys devoted substantial time to the preparation of the Disclosure Statement, and to evaluating various voting and tabulation issues with respect to the Plan. Skadden Arps attorneys consulted with the Debtors on a frequent basis to gather the information necessary to ensure that the Disclosure Statement would include all factual and legal content necessary to satisfy the "adequate information" requirement of section 1125 of the Bankruptcy Code. These matters included, (a) the Debtors' corporate structure and business operations, (b) the prepetition capital structure of the Debtors, (c) developments in the chapter 11 cases, (d) secured claims, (e) executory contracts, (f) tax issues, (g) classification issues, (h) solicitation procedures, and (i) notice issues.

122. In preparing to draft the Disclosure Statement, Skadden, Arps attorneys reviewed numerous books and records and other documents regarding the Debtors, including various corporate documents, proofs of claim and transactional

documents. After reviewing such documents, Skadden, Arps professionals assumed primary responsibility for drafting the Disclosure Statement. Skadden, Arps attorneys worked closely with other professionals involved in the Reorganization Cases in order to incorporate their comments and contributions to the Disclosure Statement. Skadden, Arps also provided drafts of the Disclosure Statement to the Committees prior to its filing. On April 26, 2002, the Debtors, with the assistance of Skadden, Arps, filed their initial Disclosure Statement with Respect to the Joint Plan of Reorganization of Comdisco, Inc. and its Affiliated Debtors and Debtors in Possession (the "Initial Disclosure Statement").

123. In addition, to prepare for the process of soliciting votes with respect to the Plan and seeking approval of the Disclosure Statement, Skadden, Arps attorneys began drafting notices for distribution and publication with respect to the Disclosure Statement and Plan confirmation hearings, as well as drafting a motion to approve the Disclosure Statement. Skadden, Arps attorneys also began preparing the procedural foundation for soliciting votes from both creditors and equity security holders for acceptance or rejection of the Plan.

124. Various objections to the Initial Disclosure Statement were filed by parties in interest, including an objection filed by the Equity Committee. The Debtors, with Skadden, Arps' assistance, negotiated with the various objecting parties and were successful in resolving most of the objections filed to the Initial Disclosure Statement. In order to deal with the unresolved objections to the Initial Disclosure

Statement, including the objection of the Equity Committee, Skadden, Arps attorneys formulated and drafted a detailed response to the objections which was filed on May 31, 2002.

125. The Court held a hearing on May 31, 2002 (the "Disclosure Statement Hearing") to consider the Initial Disclosure Statement. At the Disclosure Statement Hearing, the Court approved a motion drafted by Skadden, Arps attorneys seeking approval of, among other things, procedures for soliciting votes on the Plan (the "Solicitation Motion"). In addition, at the Disclosure Statement Hearing, the Court approved the Initial Disclosure Statement in principle, and allowed the Debtors additional time to try to resolve the Equity Committees' objection to the Initial Disclosure Statement, and to seek consensus for the Plan. Skadden, Arps professionals were successful in facilitating discussion and negotiation among the Committees and the Debtors which ultimately resulted in the agreement and support of those parties on a consensual plan of reorganization.

126. During this period of negotiations, Skadden, Arps assumed primary responsibility for revising the Disclosure Statement and incorporating the comments of the Committees and other parties in interest therein. Moreover, Skadden, Arps attorneys coordinated the distribution of the Disclosure Statement documents in draft and final form to members of the Committees and their professionals for their review, and, when necessary, set up and participated in meeting



between the Debtors' various constituencies to work through issues and points of contention that arose during the course of such negotiations.

127. Thereafter, on June 13, 2002, the Court entered an order approving the Disclosure Statement. In addition to the approval of the Disclosure Statement, the Court also entered an order approving the Solicitation Motion. Following the approval of the Solicitation Motion, Skadden, Arps professionals and paraprofessionals coordinated the mailing of solicitation materials and the Disclosure Statement to the Debtors' creditors and equity holders to ensure proper receipt and compliance with the procedures for solicitation that were approved by the Court (the "Solicitation Procedures"). The solicitation of the Debtors' creditors and equity holders was a massive undertaking. Indeed, over 70,000 copies of the Disclosure Statement, the Notice of Confirmation Hearing and the Solicitation Procedures Order were mailed to parties in interest on June 21, 2002. With the solicitation package, such parties either received a ballot or a notice as to why they were not entitled to vote on the Plan.

128. Following the mailing of the solicitation materials, Skadden, Arps professionals handled various inquiries from recipients regarding the Solicitation Procedures, and coordinated the tabulation of the ballots with the Debtors' voting and tabulation agents.

129. Parties entitled to vote on the Plan voted overwhelmingly in favor of the Plan. For instance, over 99% of holders of general unsecured claims

against Comdisco voted in favor of the Plan. In addition, over 98% of holders of Comdisco equity holders voted in favor of the Plan, and 100% of holders of general unsecured claims against Prism voted in favor of the Plan.

130. In connection with the foregoing services, Skadden, Arps professionals expended 1,606.6 hours for which Skadden, Arps seeks compensation of \$616,217. An itemized breakdown of services rendered from July 16, 2001, through March 31, 2002, was submitted with the First and Second Applications. An itemized breakdown of services rendered from April 1, 2002, through August 12, 2002 is attached as Exhibit D-8. A general breakdown of these services is as follows:

Name	Third Period Time	Third Period Value	Total Time	Total Value
Felicia G. Perlman	263.1	\$126,288	319.8	\$152,370
Ron E. Meisler	321.2	\$117,239	376.2	\$137,315
George N. Panagakis	114.3	\$58,865	137.8	\$70,969
Matthew M. Murphy	122.0	\$35,991	206.5	\$60,919
James S. Harrington	98.0	\$25,971	184.5	\$45,866
John Wm. Butler, Jr.	42.0	\$29,191	45.1	\$31,346
Jeffrey J. Steinle	75.8	\$27,667	75.8	\$27,667
Nathan L. Stuart	98.0	\$22,540	98	\$22,540
Andre LeDuc	31.9	\$20,735	31.9	\$20,735
Carolyn G. Aberman	33.1	\$10,923	61.8	\$20,394
Matthew R. Kipp	16.4	\$8,938	16.4	\$8,938
Gerard C. Martin.	0.0	\$0	12.4	\$4,526
Karen M. Lee	10.9	\$4,306	10.9	\$4,306

Name	Third Period Time	Third Period Value	Total Time	Total Value
Christina M. Tchen	5.6	\$3,416	5.6	\$3,416
Seth J. Gerson	4.9	\$2,034	4.9	\$2,034
Paraprofessionals	19.0	\$2,876	19.0	\$2,876
<b>Totals</b>	1,256.2	\$496,980	1,606.6	\$616,217

J. Claims Administration and Objections

131. During the Case Period, Skadden, Arps devoted substantial time to claims administration matters. Skadden, Arps supervised and directed the dissemination of Court approved notices concerning the commencement of the Reorganization Cases, as well as the establishment of a general claims bar date, including the development and maintenance of telephone hotlines, and national and international publication of the notice of claims bar date. Skadden, Arps also supervised and directed the notice and claims agent for the Debtors regarding the status of the claims administration process.

132. In addition, Skadden, Arps attorneys worked on various matters involving the claims bar date. In particular, Skadden, Arps negotiated with the Creditors' Committee regarding the timing of the bar date, conducted various research regarding the setting of a claims bar date and drafted the necessary motion to establish such bar date and the related notice. Ultimately, the Court approved the Debtors' request to establish November 30, 2001 as the general bar date and January 14, 2002 as the governmental bar date.

133. Skadden, Arps attorneys advised the Debtors regarding the parties that should receive notice of the claims bar date and consulted with the Debtors' claims agent, Logan & Company, Inc., regarding the distribution of the notice of the bar date. Additionally, Skadden, Arps assisted with the preparation and mailing of the various notices authorized and required by such order, and advised the Debtors with respect to the dissemination and publication of notice of the claims bar date throughout the world. Finally, Skadden, Arps attorneys responded to numerous phone calls from creditors and other parties in interest in connection with the claims bar date notice.

134. After the November 30, 2001 deadline to assert claims in these Reorganization Cases passed, Skadden, Arps assisted the Debtors in reviewing and analyzing the claims asserted against the Debtors to determine whether such claims were appropriately asserted and whether any grounds for objection existed. Thereafter, Skadden, Arps assisted the Debtors in preparing numerous claims objections.

135. The Debtors, with Skadden, Arps' assistance, filed three omnibus objections to claims during the Case Period (the "Claims Objections"). By the Claims Objections, the Debtors sought orders disallowing, reducing, reclassifying, and/or allowing the claims described therein. The Debtors objected to over 2,500 claims in the Claims Objections. The Court entered orders disallowing approximately 2,050 claims that were objected to by the Debtors and continuing

others, which the Debtors, with Skadden, Arps assistance, continued to work to resolve.

136. Over \$11 billion in claims were filed against the Debtors. As a result of these objections, the Debtors have been able to reduce total outstanding claims by nearly \$5 billion, to approximately \$6.5 billion in claims. As set forth in the Disclosure Statement, the Debtors believe that the ultimate amount of allowed general unsecured claims will be approximately \$4.06 billion.

137. Beyond helping the Debtors to prepare their claims objections, Skadden, Arps also assisted the Debtors to investigate objectionable claims, conduct settlement discussions and negotiations with various claimants and their counsel regarding objectionable claims, and document settlements when consensual settlements were reached. Furthermore, assisted by Skadden, Arps, the Debtors sought and obtained authority to implement an efficient process to settle claims within certain thresholds, based upon a notice procedure that obviated the need for, and the expense associated with, seeking specific Court approval for each and every proposed claim resolution.

138. Further, during the Third Fee Application Period, the Debtors, with Skadden, Arps' assistance, filed a motion with the Court requesting estimation of claims for purposes of establishing a disputed claims reserve. Subsequent to the Case Period, on August 20, 2002, the Court entered an order granting the Debtors'

claims estimation motion and authorized the Debtors to set aside approximately \$420 million in a disputed claims reserve as contemplated by the Plan.

139. As a result of, in part, the Debtors' efforts in connection with the omnibus claims objections, and the claims reconciliation process, the Debtors' creditors will receive a significant initial distribution.

140. In connection with the foregoing services, Skadden, Arps professionals expended 1,657.5 hours for which Skadden, Arps seeks compensation of \$599,947. An itemized breakdown of services rendered from July 16, 2001, through March 31, 2002, was submitted with the First and Second Applications. An itemized breakdown of services rendered from April 1, 2002, through August 12, 2002 is attached as Exhibit D-9. A general breakdown of these services is as follows:

Name	Third Period Time	Third Period Value	Total Time	Total Value
Felicia G. Perlman	126.7	\$60,816	254.6	\$ 119,386
Jeffrey J. Steinle	250.5	\$91,433	250.5	\$ 91,433
Carolyn G. Aberman	19.2	\$6,336	247.8	\$ 81,774
Ron E. Meisler	164.7	\$60,116	195.2	\$ 71,249
George N. Panagakis	57.6	\$29,664	80.2	\$ 41,303
Matthew R. Kipp	59.7	\$32,537	59.7	\$ 32,537
Matthew M. Murphy	35.1	\$10,355	109	\$ 32,052
James S. Harrington	93.6	\$24,805	114.7	\$ 29,658
Lanelle K. Meidan	35.5	\$11,715	35.5	\$ 11,715
Ryan J. Rohlfen	4.5	\$1,485	35	\$ 11,550
Anton F. Mikel	43.5	\$11,528	43.5	\$ 11,528

Name	Third Pe- riod Time	Third Period Value	Total Time	Total Value
Nathan L. Stuart	37.9	\$8,717	37.9	\$ 8,717
Laura C. Pieper	0.0	\$0	35.8	\$ 8,234
Joseph N. Wharton	0.0	\$0	25.7	\$ 7,360
Christina M. Tchen	0.0	\$0	10.4	\$ 6,344
Gerard C. Martin	0.0	\$0	17.4	\$ 6,231
Samuel S. Ory	7.5	\$2,850	16.4	\$ 6,192
John Wm. Butler, Jr.	0.0	\$0	7.9	\$ 5,491
David F. Kolin	0.0	\$0	11.3	\$ 4,920
N. Lynn Hiestand	0.0	\$0	3.6	\$ 2,430
Thomas W. Greaves	0.0	\$0	7.7	\$ 1,771
Charles W. Mulaney, Jr.	2.5	\$1,738	2.5	\$ 1,738
Paraprofessionals	18.3	\$2,017	55.2	\$ 6,334
<b>Totals</b>	956.8	\$356,112	1657.5	\$ 599,947

K. Employee/Labor Matters

141. Throughout the Case Period, Skadden, Arps worked closely with the Debtors to address a number of issues affecting employees of the Debtors, including obtaining Court approval of an employee retention program and specific employment contracts. Specifically, in connection with the launch of these Reorganization Cases, the Debtors identified employees that were critical to the continued and ongoing operation of the Debtors and modified an existing employee retention program to provide incentives for assisting in the reorganization accordingly.

Skadden, Arps drafted the necessary motion to obtain court approval of the retention

program and assisted the Debtors in negotiations with the Creditors' Committee with respect thereto.

142. In addition, Skadden, Arps reviewed and participated in negotiations regarding employment agreements of key management personnel. For example, Skadden, Arps reviewed various employment contracts and prepared documents relating to the assumption of certain management employment contracts. One such contract involved the Debtors' Chief Executive Officer. Skadden, Arps litigated the matter and obtained an order from this Court approving the Debtors' assumption and assignment of the contract over the Creditors' Committee's objection. The Creditors' Committee appealed the Court's decision, which appeal Skadden, Arps defended, and eventually the Debtors, with Skadden, Arps' assistance, reached a settlement agreement regarding such appeal.

143. Skadden, Arps attorneys also addressed various issues regarding the Debtors' employee benefits plans. Specifically, Skadden, Arps researched COBRA rights and notice issues, the Debtors' "Cash to Option" plan and issues regarding the stock incentive program (the "SIP"). Skadden, Arps also devoted time to issues with respect to the employee stock purchase plan, including obtaining an order approving the suspension of that plan. Skadden, Arps attorneys researched the Company's right to refund employee contributions to the stock purchase plan, and drafted a motion and obtained an order approving the suspension of the employee stock purchase plan. Moreover, Skadden, Arps devoted time to analyzing issues



arising out of certain incentive compensation plans with regard to Comdisco Ventures.

144. In addition, Skadden, Arps attorneys spent time addressing employee issues arising out of the sale of both the Availability Solutions business to SunGard and the sales of various of the Leasing businesses, as well as issues stemming from the departure of the Debtors' President and Chief Operating Officer.

145. Finally, during the Third Fee Application Period, Skadden, Arps attorneys devoted substantial time assisting the Debtors in formulating and seeking Court approval for employee compensation programs intended to provide incentives for employees and help in employee retention during the implementation of the Debtors' post-confirmation business plan. Skadden, Arps helped the Debtors create, and filed a motion seeking Court approval for, a Stay Bonus Plan which was designed to provide incentives for the Debtors' essential support and professional staff to remain in the Debtors' employ throughout the pendency of the chapter 11 cases and the execution of the Debtors' Plan. In addition, Skadden, Arps assisted the Debtors in formulating, and filed a motion seeking Court approval for, the Management Incentive Plan which is designed to provide incentive compensation to certain key employees tied to various performance-based criteria related to maximizing the value of the Debtors' estates.

146. Because the Plan sets forth a strategy through which the Debtors intend to run off or sell their remaining Leasing portfolios, Ventures, European

operations and other assets, the Debtors concluded that it was essential that critical employees be retained and remain motivated to execute the Plan and specifically incentivized to maximize recovery through the run off or sale of those assets, thereby increasing the recovery to the Debtors' stakeholders. The Debtors thought that it was critical to implement the Stay Bonus Plan and the Management Incentive Plan because it would be difficult, if not impossible, for the Debtors to replace the experience, knowledge and relationships that the Debtors' employees have developed with respect to the Debtors' businesses. The Debtors believe that the Stay Bonus Plan and the Management Incentive Plan represent a strategic, well-targeted program designed to achieve the dual goals of retaining and incentivizing employees.

147. As set forth above, Skadden, Arps devoted time to working with the Debtors in order to craft the Stay Bonus Plan and the Management Incentive Plan so that they could achieve their objectives, and be acceptable to the Court and the Committees. Indeed, Skadden, Arps attorneys worked closely with the Committees in order to consider their comments regarding, and ultimately secure their support for such plans.

148. On May 29, 2002 the Debtors, with Skadden, Arps' assistance, filed the Motion for an Order Pursuant to 11 U.S.C. §§ 105(a) and 363(b)(1) Approving and Authorizing the Debtors' Stay Bonus Plan and Management Incentive Plan. Thereafter, on June 18, 2002, the Court entered an order approving the motion, and authorizing the Debtors to implement the plans.

149. In connection with the foregoing services, Skadden, Arps professionals expended 1,382.3 hours for which Skadden, Arps seeks compensation of \$572,942. An itemized breakdown of services rendered from July 16, 2001, through March 31, 2002, was submitted with the First and Second Applications. An itemized breakdown of services rendered from April 1, 2002, through August 12, 2002 is attached as Exhibit D-10. A general breakdown of these services is as follows:

Name	Third Period Time	Third Period Value	Total Time	Total Value
George N. Panagakis	112.9	\$58,145	166.1	\$ 84,443
Ryan J. Rohlfesen	0.0	\$0	215.7	\$ 68,576
Felicia G. Perlman	46.0	\$22,080	121.5	\$ 54,208
John Wm. Butler, Jr.	2.3	\$1,599	62.4	\$ 42,638
Anna Nguyen	0.0	\$0	89.8	\$ 32,968
Christina M. Tchen	0.0	\$0	54.6	\$ 31,172
Jeffrey J. Steinle	62.1	\$22,668	87.5	\$ 30,696
N. Lynn Hiestand	0.0	\$0	42.8	\$ 28,777
Matthew M. Murphy	9.3	\$2,744	94.3	\$ 26,824
Matthew R. Kipp	0.0	\$0	52.2	\$ 25,479
Michael A. Lawson	7.4	\$4,514	42.2	\$ 25,423
Charles W. Mulaney, Jr.	2.3	\$1,599	35.5	\$ 24,673
Lanelle K. Meidan	0.0	\$0	56.6	\$ 18,678
James S. Harrington	38.3	\$10,150	52.0	\$ 13,301
Carolyn G. Aberman	0.0	\$0	42.4	\$12,967
Ron E. Meisler	0.0	\$0	30.5	\$ 11,132
Andre LeDuc	14.6	\$9,490	14.6	\$ 9,490

Name	Third Pe- riod Time	Third Period Value	Total Time	Total Value
Nathan L. Stuart	32.7	\$7,521	32.7	\$ 7,521
Laurence Mitrovic	0.0	\$0	11.5	\$ 5,692
Jodie L. Chusid	0.0	\$0	13.8	\$ 4,789
Samuel S. Ory	0.0	\$0	12.0	\$ 4,560
Jeleen Guttenberg	0.0	\$0	10.2	\$ 2,856
Paraprofessionals	7.1	\$827	41.1	\$ 6,079
<b>Totals</b>	335.0	\$141,337	1,382.0	\$572,942

**MATTERS LESS THAN \$500,000**

L. General Corporate Advice

150. During the Case Period, Skadden, Arps devoted time to advising the Debtors on general corporate governance issues. During the course of these Reorganization Cases, Skadden, Arps has counseled the Debtors in their consideration of their strategic alternatives for maximizing value to stakeholders. Skadden, Arps attorneys also participated in meetings of the Debtors' Board of Directors, which required, among other things, working with the Debtors' other professionals to prepare detailed materials for distribution and discussion. In light of the significant transactions that were contemplated and pursued during the Case Period, the Board of Directors met regularly, at which time Skadden, Arps provided them with advice and assistance.

151. In connection with the foregoing services, Skadden, Arps professionals expended 912.7 hours for which Skadden, Arps seeks compensation of \$471,544. An itemized breakdown of services rendered from July 16, 2001, through

March 31, 2002, was submitted with the First and Second Applications. An itemized breakdown of services rendered from April 1, 2002, through August 12, 2002 is attached as Exhibit D-11. A general breakdown of these services is as follows:

Name	Third Pe- riod Time	Third Period Value	Total Time	Total Value
Charles W. Mulaney, Jr.	17.8	\$12,371	174.6	\$120,583
John Wm. Butler, Jr.	13.2	\$9,175	128.0	\$88,288
N. Lynn Hiestand	0.0	\$0	117.2	\$77,743
George N. Panagakis	43.3	\$22,301	115.6	\$59,536
Matthew M. Murphy	12.5	\$3,688	91.8	\$26,685
Felicia G. Perlman	14.2	\$6,816	47.0	\$21,904
L. Byron Vance III	15.8	\$7,822	42.6	\$20,833
Jason P. Ketchens	10.9	\$3,215	49.6	\$12,565
Matthew W. Schefflen	4.5	\$1,485	32.3	\$9,639
Jeffrey J. Steinle	13.1	\$4,782	17.5	\$6,388
Seth J. Gerson	12.2	\$5,064	12.2	\$5,064
Nathan L. Stuart	18.6	\$4,278	18.6	\$4,278
Joseph N. Wharton	0.0	\$0	11.7	\$3,452
Steven J. Nagy	0.0	\$0	8.9	\$3,382
Samuel S. Ory	1.3	\$494	6.1	\$2,318
Ron E. Meisler	4.5	\$1,643	6.2	\$2,263
Michael F. DeFranco	0.0	\$0	6.2	\$2,263
Ryan J. Rohlfen	0.0	\$0	4.1	\$1,148
Thomas W. Greaves	0.0	\$0	4.4	\$1,012
Paraprofessionals	0.0	\$0	18.1	\$2,200
<b>Totals</b>	181.9	\$83,134	912.7	\$471,544

M. Leases (Real Property)

152. During the Case Period, Skadden, Arps devoted a significant amount of time in connection with real property lease matters. These matters included (a) reviewing the Debtors' leases; (b) preserving the Debtors' right to assume and assign or reject such leases through an extension of the period within which the Debtors must assume or reject such leases under the Bankruptcy Code; and (c) conducting negotiations, drafting pleadings, and advocating for the Debtors at hearings relating to the rejection, assumption and assignment of leases and other matters concerning the disposition of the Debtors' nonresidential real property leases.

153. Skadden, Arps attorneys attended numerous meetings with the Debtors and the Debtors' other advisors regarding the disposition of the Debtors' unexpired nonresidential real property leases. Furthermore, Skadden, Arps attorneys prepared the motions, exhibits and other pleadings necessary for filing with the Court to implement the Debtors' business decisions relating to the disposition of these leases. In addition, Skadden, Arps attorneys conducted research regarding the Debtors' ability to reject leases and the economic consequences of the rejection of certain leases under the Bankruptcy Code. Finally, Skadden, Arps attorneys prepared for and attended numerous court hearings regarding these real estate transactions.

154. Skadden, Arps attorneys were involved in matters relating to the Debtors' deadline to assume or reject unexpired nonresidential real property leases under section 365 of the Bankruptcy Code (the "Section 365 Deadline"). In particu-

lar, the Court entered an order that, among other things, extended the Section 365 Deadline until July 15, 2002 for certain leases and to confirmation of a plan of reorganization as to the rest of the Debtors' leases (Docket Nos. 382 and 461).

155. Skadden, Arps devoted a substantial amount of time in connection with general real property lease matters, including, among other things, reviewing and abstracting the Debtors' leases, assisting the Debtors and the Debtors' advisors and retained professionals in identifying the assets in the Debtors' real estate portfolio and drafting charts summarizing the status of all the Debtors' real estate assets. Skadden, Arps also assisted the Debtors in resolving disputes with various parties relating to leased properties.

156. Skadden, Arps also assisted the Debtors in assigning four leases and one sublease to third parties. Pursuant to these assignments, the assignees agreed to assume all lease obligations, indemnify the Debtors against all claims arising under the lease, and purchase equipment located on the premises for amounts ranging from \$240,000 to \$800,000. Skadden, Arps attorneys drafted motions seeking approval of the assumption and assignment of leases and subleases in Tempe, Arizona, Oak Brook, Illinois, Los Angeles, California, Washington, D.C., Charlotte, North Carolina and Apex, North Carolina. In addition, Skadden, Arps attorneys prepared for and attended several court hearings at which orders approving these assignments were entered by this Court. These efforts allowed the Debtors to

maximize the value of property that was no longer useful for the Debtors' continuing business operations.

157. In connection with the foregoing services, Skadden, Arps professionals expended 1,247.9 hours for which Skadden, Arps seeks compensation of \$398,983. An itemized breakdown of services rendered from July 16, 2001, through March 31, 2002, was submitted with the First and Second Applications. An itemized breakdown of services rendered from April 1, 2002, through August 12, 2002 is attached as Exhibit D-12. A general breakdown of these services is as follows:

Name	Third Period Time	Third Period Value	Total Time	Total Value
Nancy Olson	0.0	\$0	362.0	\$ 135,025
Marian P. Wexler	0.0	\$0	72.1	\$ 42,875
Joseph N. Wharton	0.0	\$0	136.7	\$ 35,874
Felicia G. Perlman	5.2	\$2,496	74.1	\$ 32,545
James S. Harrington	97.3	\$25,786	97.3	\$ 25,786
George N. Panagakis	1.0	\$515	33.9	\$ 16,309
Ryan J. Rohlfesen	0.0	\$0	51.5	\$ 15,710
Christine M. DeMott	0.0	\$0	56.4	\$ 14,492
Lanelle K. Meidan	0.0	\$0	41.5	\$ 13,695
Anna M. Kaczmarek	0.0	\$0	35.3	\$ 12,002
Matthew M. Murphy	14.8	\$4,366	26.1	\$ 7,283
John Wm. Butler, Jr.	0.0	\$0	9.5	\$ 6,552
Jeffrey J. Steinle	0.0	\$0	8.4	\$ 3,066
Laura C. Pieper	0.0	\$0	9.4	\$ 2,162
Nathan L. Stuart	3.5	\$805	3.5	\$ 805



Name	Third Pe- riod Time	Third Period Value	Total Time	Total Value
N. Lynn Hiestand	0.0	\$0	1.1	\$ 693
Christopher Athas	0.0	\$0	1.7	\$ 391
Paraprofessionals	29.1	\$2,818	227.4	\$ 33,718
<b>Totals</b>	150.9	\$36,786	1,247.9	\$398,983

N. Financing/DIP and Emergence

158. Skadden, Arps devoted substantial time to assisting the Debtors in obtaining debtor-in possession financing (the "DIP Financing") from Citibank N.A., Heller Financial, Inc., and The Chase Manhattan Bank and their assignees (the "Postpetition Lenders"). This facility provided sufficient liquidity prior to completing the sale of Availability Solutions.

159. To this end, Skadden, Arps assisted the Debtors in negotiating, and ultimately obtaining, a term sheet and draft documentation for the DIP Financing, initially approved by this Court in an interim financing order entered on the Petition Date. After entry of the interim order, Skadden, Arps continued working with the Debtors on finalizing the loan documentation and related papers. Skadden, Arps assisted the Debtors in negotiating with the Postpetition Lenders over proposed availability reserves and financial covenants. Additionally, Skadden, Arps assisted the Debtors in responding to objections to the DIP by the Committees, ultimately leading to a reduction in the revolving credit commitment from \$600,000,000 to

\$450,000,000 and an attendant reduction in fees. The Debtors presented an uncontested final DIP order to the Court, which was entered on August 23, 2001.

160. Skadden, Arps also assisted the Debtors in the preparation and delivery of various documents required in connection with the DIP Financing, including the preparation and delivery of pledged securities and related stock powers or similar instruments, and the negotiation, documentation and delivery of three party control agreements with regard to accounts pledged in connection with the DIP Financing.

161. In addition, Skadden, Arps assisted the Debtors in negotiating and documenting five amendments and related waivers requested by the Debtors to the DIP Financing, which extended the time for the Debtors to deliver certain documents required in connection with the DIP Financing and amended certain terms of the DIP Financing.

162. Thereafter, Skadden, Arps assisted the Debtors in the negotiation and documentation of a sixth amendment to the DIP facility, which terminated the majority of Debtors' obligations to comply with covenants and to pay fees with respect to the DIP facility. The sixth amendment also amended the DIP facility to provide credit support for the Debtors' transition of ACH cash management services to a new bank, and for the termination of the DIP facility commitments, the Debtors' remaining obligations under the DIP facility, and the lien of the DIP facility upon the Debtors' assets upon the completion of the transition. The transition of ACH cash

management services was completed, and the termination of the DIP facility occurred, in March, 2002.

163. Finally, during the Third Fee Application Period, Skadden, Arps assisted the Debtors in entering into a new letter of credit facility. The Debtors customarily obtained letters of credit with respect to obligations incurred in the normal course of the Debtors' operations. The Debtors were required to seek authority from the Court in order to enter into a new letter of credit facility and so they filed, with Skadden, Arps' assistance, the Motion for Entry of an Order Pursuant to 11 U.S.C. §§ 105 and 364 Authorizing the Debtors to (A) Replace its Existing Cash Collateralized Letters of Credit with Cash Collateralized Letters of Credit Issued by Fifth Third Bank and (B) Enter into a Letter of Credit Facility with Fifth Third Bank. On June 18, 2002, the Court entered an order granting this motion.

164. In connection with the foregoing services, Skadden, Arps professionals expended 1,056.1 hours for which Skadden, Arps seeks compensation of \$388,983. An itemized breakdown of services rendered from July 16, 2001, through March 31, 2002, was submitted with the First and Second Applications. An itemized breakdown of services rendered from April 1, 2002, through August 12, 2002 is attached as Exhibit D-13. A general breakdown of these services is as follows:

Name	Third Pe- riod Time	Third Period Value	Total Time	Total Value
Gerard C. Martin	27.4	\$10,002	370.0	\$125,631
David F. Kolin	44.0	\$20,680	172.6	\$ 77,063
Felicia G. Perlman	1.3	\$624	64.3	\$ 27,898
Randall J. Rademaker	0.0	\$0	41.5	\$ 26,975
Thomas W. Greaves	0.0	\$0	112.0	\$ 26,104
George N. Panagakis	0.0	\$0	43.0	\$ 21,266
Seth E. Jacobson	0.0	\$0	35.1	\$ 19,097
Jeffrey J. Steinle	7.6	\$2,774	40.1	\$ 14,636
Matthew M. Murphy	1.4	\$413	52.9	\$ 12,810
John Wm. Butler, Jr.	0.0	\$0	14.1	\$ 9,447
Ryan J. Rohlfson	0.0	\$0	14.8	\$ 4,884
Ron E. Meisler	0.0	\$0	12.6	\$ 4,600
Samuel S. Ory	1.5	\$570	12.5	\$ 4,566
Laura C. Pieper	0.0	\$0	12.8	\$ 2,944
Yann Guerin	0.0	\$0	11.0	\$ 2,530
Kenneth A. Rubenstein	0.0	\$0	3.0	\$ 1,065
N. Lynn Hiestand	0.0	\$0	1.5	\$ 1,012
Paraprofessionals	11.0	\$1,760	42.3	\$ 6,455
<b>Totals</b>	<b>94.2</b>	<b>\$36,823</b>	<b>1,056.1</b>	<b>\$388,983</b>

O. Retention/Fee Matters/Objections (Others)

165. At the commencement of the Reorganization Cases, the Debtors retained various professionals to advise them during their restructuring. Skadden, Arps prepared appropriate documentation and pleadings to assist the Debtors in this regard. Such professionals include Arthur Andersen LLP as financial advisor, Bingham Dana LLP as international counsel, Evan D. Flaschen and Anthony J. Smits

as joint foreign representatives, Goldman, Sachs & Co. as mergers and acquisitions advisor, Logan & Company, Inc. as claims and noticing agent, McKinsey & Company as management consultant, Piper Marbury Rudnick & Wolfe LLP and Affiliated Law Practice Entities as special counsel, Rockwood Gemini Advisors as real estate consultant and Rothschild as investment banker.

166. During the Second Fee Application Period, Skadden, Arps played an integral role in the formation of the Fee Review Committee. The Fee Review Committee has been formed to, among other things, (i) review compensation and expense reimbursement requests, (ii) make recommendations to the Court regarding the amounts sought by certain professionals in their interim applications and (iii) establish a process that will assist the Debtors in budgeting for professional fees in these cases. Skadden, Arps played a key role responding to the requests of the Fee Review Committee, preparing documents for the Fee Review Committee meetings and drafting the necessary pleadings to put before the Bankruptcy Court. In the end, the work of Skadden, Arps and the Fee Review Committee has resulted in additional fee accommodations by the Debtors' professionals.

167. During the Third Fee Application Period, Skadden, Arps continued its involvement with the Fee Review Committee, including a review of fee applications filed by the professionals in these cases for the First and Second Fee Application Periods and resolving outstanding issues with certain fee applications.

168. In addition, during the Third Fee Application Period, Skadden, Arps devoted time to the retention of Huron Consulting Group, LLC ("Huron") and KPMG LLP ("KPMG") as financial advisors. As this Court is aware, the Debtors entered into a retainer agreement with Arthur Andersen LLP ("Arthur Andersen") dated as of June 13, 2001 (the "Retainer Agreement") and on August 9, 2002, this Court entered a Final Order Authorizing the Employment and Retention of Arthur Andersen LLP as Financial Advisor. As widely reported in the press, both partners and employees of Arthur Andersen have been leaving the firm, including members of the Comdisco team, to pursue other interests. The Comdisco team members who relocated to Huron and KPMG were integral to the reorganization of the Debtors in, among other things, their examination of the Debtors' assets in Europe, their analysis of the over 4,000 claims filed against the estate, the formulation of a liquidation analysis to include in the Debtors' disclosure statement and the restructuring and management of the Debtor's Venture portfolio. Despite the fact that the professionals were no longer at Arthur Andersen, the Debtors felt it was important to maintain the status quo by taking steps to retain Huron and KPMG, and, as a result, Skadden, Arps took the necessary steps to have their retention approved by this Court.

169. In addition, Skadden, Arps worked to retain Innisfree M&A Inc. ("Innisfree") as balloting agent. The Debtors had in excess of 54,000 beneficial holders of equity and in excess of 3,000 beneficial holders of debt, thus Innisfree's retention was key to both the successful dissemination of notices and an organized

solicitation of votes. Due to Innisfree's efforts, the Debtors were able to forward the disclosure statement, ballots and related solicitation materials to the beneficial owners of the Securities, as well as accurately record and tabulate the numerous ballots that were returned by such entities

170. Finally, Skadden, Arps devoted time during the Case Period addressing the United States Trustee's objection to the indemnification clause contained within Rothschild's engagement letter.

171. In connection with the foregoing services, Skadden, Arps professionals expended 1,020.9 hours for which Skadden, Arps seeks compensation of \$347,360. An itemized breakdown of services rendered from July 16, 2001, through March 31, 2002, was submitted with the First and Second Applications. An itemized breakdown of services rendered from April 1, 2002, through August 12, 2002 is attached as Exhibit D-14. A general breakdown of these services is as follows:

Name	Third Period Time	Third Period Value	Total Time	Total Value
Matthew M. Murphy	180.3	\$53,190	261.1	\$ 75,551
Christopher P. Connors	131.6	\$43,428	156.6	\$ 51,678
Ryan J. Rohlfen	112.9	\$37,257	154.9	\$ 51,117
Felicia G. Perlman	30.9	\$14,832	94.1	\$ 43,904
George N. Panagakis	14.2	\$7,314	51.0	\$ 25,430
John Wm. Butler, Jr.	1.8	\$1,251	36.3	\$ 24,938
Matthew R. Kipp	36.3	\$19,784	36.3	\$ 19,784
James S. Harrington	9.2	\$2,438	37.7	\$ 8,993

Name	Third Pe- riod Time	Third Period Value	Total Time	Total Value
N. Lynn Hiestand	0.0	\$0	12.1	\$ 8,167
Joseph N. Wharton	0.0	\$0	30.6	\$ 7,792
Anton F. Mikel	19.5	\$5,168	19.5	\$ 5,168
Carolyn G. Aberman	0.0	\$0	11.5	\$ 3,660
Ron E. Meisler	6.1	\$2,227	9.3	\$ 3,219
Christina M. Tchen	1.4	\$854	3.5	\$ 2,135
Nathan L. Stuart	3.8	\$874	3.8	\$ 874
Jeffrey J. Steinle	0.0	\$0	1.9	\$ 693
Paraprofessionals	50.0	\$7,707	100.7	\$ 14,257
<b>Totals</b>	598.0	\$196,324	1020.9	\$ 347,360

P. Asset Dispositions - General

172. As part of the first day relief, Skadden, Arps filed a motion for and obtained an order approving procedures to sell certain assets free and clear of liens, claims and encumbrances without further court approval (the "De Minimis Sale Order"). The De Minimis Sale Order permits the Debtors to sell certain assets related to discontinued operations of the Debtors or that otherwise have *de minimis* value without further Court approval, provided that the Debtors give notice and a chance to respond to all interested parties. Primarily, the Debtors submitted the De Minimis Sale Order to assist with sales of Prism's equipment in the secondary equipment market, including, but not limited to, switches and office furniture from twenty-nine (29) sites in twenty (20) states. Accordingly, under the authority granted



by the De Minimis Sale Order, Skadden, Arps assisted the Debtors in effectuating sales of many of the Prism assets.

173. On December 10, 2001, Skadden, Arps filed a motion for, and on December, 20, 2001 obtained an order approving procedures to sell the Debtors' interests in nine limited partnerships free and clear of liens, claims and encumbrances without further Court approval.

174. The Debtors had determined that the sale of its investment interests in certain limited partnerships would maximize value to the Debtors' estates, eliminate certain capital obligations of the Debtors, minimize risk of investment loss and eliminate costs associated with participation in the limited partnerships.

175. During the Case Period, Skadden, Arps negotiated and assisted the Debtors in finalizing the sale of six such limited partnership interests. As a result of these efforts, the Debtors received over \$6,000,000 and were simultaneously relieved of the commitment to contribute capital to such limited partnerships in the aggregate amount of over \$30,000,000.

176. In connection with the foregoing services, Skadden, Arps professionals expended 931.8 hours for which Skadden, Arps seeks compensation of \$321,081. An itemized breakdown of services rendered from July 16, 2001, through March 31, 2002, was submitted with the First and Second Applications. An itemized breakdown of services rendered from April 1, 2002, through August 12,

2002 is attached as Exhibit D-15. A general breakdown of these services is as follows:

Name	Third Period Time	Third Period Value	Total Time	Total Value
Ron E. Meisler	75.3	\$27,485	250.0	\$91,251
Laurence Mitrovic	80.1	\$39,649	90.1	\$44,249
James S. Harrington	31.8	\$8,427	172.6	\$40,811
Jeffrey J. Steinle	5.9	\$2,154	92.3	\$33,690
Armelle Hugon	100.9	\$29,766	100.9	\$29,766
Felicia G. Perlman	5.3	\$2,544	46.5	\$21,496
Matthew M. Murphy	4.8	\$1,417	52.2	\$14,725
Samuel S. Ory	16.6	\$6,308	28.7	\$10,906
N. Lynn Hiestand	0.0	\$0	16.1	\$10,755
Nathan L. Stuart	24.9	\$5,727	24.9	\$5,727
Andreas Frohner	11.8	\$4,307	11.8	\$4,307
Karen M. Lee	10.4	\$4,108	10.4	\$4,108
Matthew W. Scheflen	0.0	\$0	8.4	\$2,772
George N. Panagakis	0.0	\$0	3.0	\$1,545
Carolyn G. Aberman	0.0	\$0	4.9	\$1,372
Gregg L. Brochin	3.4	\$1,122	3.4	\$1,122
Joseph N. Wharton	0.0	\$0	1.9	\$560
Paraprofessionals	7.8	\$1,919	13.7	\$1,919
<b>Totals</b>	384.9	\$134,933	931.8	\$321,081

Q. Retention/Fee Matter (SASM&F)

177. Because of the sheer number and complexity of the Debtors' business relationships, Skadden, Arps has been required to spend time before and

after the commencement of the Reorganization Cases with respect to retention and fee issues.

178. Skadden, Arps conducted an extensive relationship search before being retained as Debtors' counsel. After such retention, Skadden, Arps supplemented its search results through a distribution of a questionnaire to the firm's approximately 1,600 professionals worldwide.

179. Pursuant to the procedures set forth in the interim compensation orders entered by this Court, Skadden, Arps prepared monthly compensation packages for distribution in accordance with the procedures established by such orders.

180. In addition, Skadden, Arps attorneys prepared and filed the First Fee Application and the Second Fee Application which included extensive narration articulating the services provided by Skadden, Arps attorneys and professionals.

181. In connection with the foregoing services, Skadden, Arps professionals expended 710.1 hours for which Skadden, Arps seeks compensation of \$214,072. An itemized breakdown of services rendered from July 16, 2001, through March 31, 2002, was submitted with the First and Second Applications. An itemized breakdown of services rendered from April 1, 2002, through August 12, 2002 is attached as Exhibit D-16. A general breakdown of these services is as follows:

Name	Third Period Time	Third Period	Total Time	Total Value
Carolyn G. Aberman	0.0	\$0	136.4	\$44,582
Matthew M. Murphy	88.5	\$26,108	101.9	\$30,061

Name	Third Pe- riod Time	Third Period	Total Time	Total Value
John Wm. Butler, Jr.	14.8	\$10,287	39.8	\$27,627
Felicia G. Perlman	18.2	\$8,736	53.1	\$24,790
Ron E. Meisler	8.0	\$2,920	56.9	\$20,769
James S. Harrington	77.8	\$20,617	77.8	\$20,617
Nathan L. Stuart	45.5	\$10,465	45.5	\$10,465
Laura C. Pieper	0.0	\$0	36.6	\$8,418
George N. Panagakis	7.9	\$4,069	13.5	\$6,953
Joseph N. Wharton	0.0	\$0	19.7	\$5,812
Ryan J. Rohlfen	0.0	\$0	3.6	\$1,188
Paraprofessionals	11.6	\$1,306	125.3	\$12,790
<b>Totals</b>	<b>272.3</b>	<b>\$84,508</b>	<b>710.1</b>	<b>\$214,072</b>

R. Business Operations

182. During the Case Period, Skadden, Arps attorneys advised the Debtors with respect to certain business operation issues that arose in connection with the launch and continuation of the Reorganization Cases. Skadden, Arps attorneys advised the Debtors as to their duties as debtors-in-possession in dealing with general and specific vendor, customer and contractual issues. To this end, Skadden, Arps assisted in setting up and maintaining, in conjunction with Debtors' personnel, a communications center to receive and respond to inquiries from all of the Debtors and its affiliates various offices and employees, customers, vendors and investors.

183. In addition, Skadden, Arps attorneys prepared for and attended senior management meetings, strategy meetings and periodic teleconferences to

address, among other things, legal queries, strategic business issues, the progress of these Reorganization Cases, the formulation of the Plan and post-emergence business plans.

184. In connection with the foregoing services, Skadden, Arps professionals expended 453.5 hours for which Skadden, Arps seeks compensation of \$211,398. An itemized breakdown of services rendered from July 16, 2001, through March 31, 2002, was submitted with the First and Second Applications. An itemized breakdown of services rendered from April 1, 2002, through August 12, 2002 is attached as Exhibit D-17. A general breakdown of these services is as follows:

Name	Third Period Time	Third Period Value	Total Time	Total Value
N. Lynn Hiestand	0.0	\$0	141.5	\$ 91,801
Samuel S. Ory	9.1	\$3,458	133.6	\$ 47,476
George N. Panagakis	7.8	\$4,017	52.0	\$ 26,314
Felicia G. Perlman	0.0	\$0	25.1	\$ 11,436
John Wm. Butler, Jr.	0.0	\$0	16.0	\$ 10,988
Matthew M. Murphy	0.0	\$0	37.4	\$ 10,473
Carolyn G. Aberman	0.0	\$0	13.8	\$ 4,189
Laura C. Pieper	0.0	\$0	14.2	\$ 3,266
Ron E. Meisler	1.2	\$438	8.8	\$ 3,212
Carole Aciman	0.0	\$0	2.0	\$ 830
Seth E. Jacobson	0.0	\$0	1.0	\$ 535
Paraprofessionals	0.0	\$0	8.1	\$ 878
<b>Totals</b>	<b>18.1</b>	<b>\$7,913</b>	<b>453.5</b>	<b>\$ 211,398</b>

S. Reports and Schedules

185. During the Case Period, Skadden, Arps devoted substantial time advising the Debtors regarding their obligations with respect to the filing of the statements and schedules required under section 521 of the Bankruptcy Code (the "Statements and Schedules").

186. In that regard, Skadden, Arps, along with Arthur Andersen LLP and Logan & Company, Inc., advised and assisted the Debtors' management with respect to the gathering of information necessary to prepare and file the Statements and Schedules for the 51 Debtor-entities in these Reorganization Cases. This immense undertaking required Skadden, Arps professionals to assist the Debtors in gathering information on tens of thousands of contracts and claims. In addition, Skadden, Arps professionals addressed numerous issues that arose during the process of drafting and finalizing the voluminous Statements and Schedules. Ultimately, the Debtors filed the Statements and Schedules on September 28, 2001.

187. In connection with the foregoing services, Skadden, Arps professionals expended 689.7 hours for which Skadden, Arps seeks compensation of \$208,619. An itemized breakdown of services rendered from July 16, 2001, through March 31, 2002, was submitted with the First and Second Applications. No services on this matter were rendered to the Debtors during the Third Fee Application Period. A general breakdown of these services is as follows:

Name	Third Period Time	Third Period Value	Total Time	Total Value
Joseph N. Wharton	0.0	\$0	282.2	\$ 75,195
Carolyn G. Aberman	0.0	\$0	153.5	\$ 49,175
Felicia G. Perlman	0.0	\$0	57.1	\$ 25,886
Nancy Olson	0.0	\$0	41.6	\$ 15,871
Ron E. Meisler	0.0	\$0	26.4	\$ 9,636
Laura C. Pieper	0.0	\$0	35.5	\$ 8,165
Gerard C. Martin	0.0	\$0	14.9	\$ 5,438
George N. Panagakis	0.0	\$0	8.2	\$ 4,223
John Wm. Butler, Jr.	0.0	\$0	4.2	\$ 2,919
Samuel S. Ory	0.0	\$0	7.6	\$ 2,888
Matthew M. Murphy	0.0	\$0	5.7	\$ 1,590
Christine M. DeMott	0.0	\$0	3.0	\$ 690
Paraprofessionals	0.0	\$0	49.8	\$ 6,943
<b>Totals</b>	0.0	\$0	689.7	\$ 208,619

T. Automatic Stay (Relief Actions)

188. During the Case Period, Skadden, Arps devoted time to defending the integrity of the automatic stay and investigating potential violations thereof.

189. For example, Skadden, Arps advised the Debtors regarding the implications of the automatic stay on certain litigation pending on the Petition Date and the Debtors' rights with respect thereto. In particular, Skadden, Arps devoted considerable time to responding to a Motion to Lift the Stay by Peter Moser ("Moser"), the lead plaintiff in complex securities litigation (the "Moser Litigation"), seeking millions of dollars in damages, pending against the Debtors before Judge Shadur in the Northern District of Illinois as of the Petition Date. Early on in these

Reorganization Cases, Moser moved in the Court to modify the automatic stay in order to allow Moser to file a consolidated complaint against the Debtors (the "Motion"). At a November 28, 2001, hearing on the Motion, the Court denied Moser's Motion.

190. On December 6, 2001, Moser moved the Court to reconsider its previous denial of the Motion or, alternatively, to issue a written opinion detailing its findings of fact and conclusions of law (the "Reconsideration Motion"). The Debtors opposed the Reconsideration Motion. The Court issued a written opinion on January 3, 2002 denying the Reconsideration Motion because it had committed no error in finding no cause to modify the stay.

191. On January 11, 2002, Moser filed a notice of appeal with the Court, in which he appeals the Bankruptcy Court's denial of his Motion and Reconsideration Motion. In late January, 2002, Moser filed such appeal, which the Debtors opposed. On August 26, 2002 the Reorganized Debtors and Moser filed an Agreed Motion for Voluntary Dismissal seeking to dismiss Moser's appeal because the automatic stay was no longer in effect. The Debtors' success in preventing Moser from modifying the automatic stay in these Reorganization Cases allowed the Debtors to remain focused on the reorganization process. Ultimately, Moser withdrew his claim against the Debtors.

192. In addition, Skadden, Arps drafted and argued a motion to resolve an automatic stay dispute on the Debtors' behalf to allow them to prosecute



an action against 5R Processors, Ltd. and Marc/5R, Ltd. Lifting the automatic stay in the action enabled the Debtors to pursue litigation in federal district court which may entitle them to a substantial damage claim.

193. In connection with the foregoing services, Skadden, Arps professionals expended 445 hours for which Skadden, Arps seeks compensation of \$156,430. An itemized breakdown of services rendered from July 16, 2001, through March 31, 2002, was submitted with the First and Second Applications. An itemized breakdown of services rendered from April 1, 2002, through August 12, 2002 is attached as Exhibit D-18. A general breakdown of these services is as follows:

Name	Third Period Time	Third Period Value	Total Time	Total Value
Christopher P. Connors	0.0	\$0	151.7	\$ 50,061
Ryan J. Rohlfesen	0.0	\$0	80.5	\$ 26,085
Ron E. Meisler	0.0	\$0	43.0	\$ 15,695
Felicia G. Perlman	0.0	\$0	31.3	\$ 14,299
Christina M. Tchen	0.0	\$0	18.9	\$ 11,529
George N. Panagakis	0.0	\$0	13.2	\$ 6,633
Matthew M. Murphy	0.0	\$0	21.6	\$ 6,300
Carolyn G. Aberman	0.0	\$0	17.9	\$ 5,792
Samuel S. Ory	0.0	\$0	13.8	\$ 5,244
James S. Harrington	4.8	\$1,272	17.7	\$ 4,239
Matthew R. Kipp	0.0	\$0	7.3	\$ 3,979
John Wm. Butler, Jr.	0.0	\$0	3.2	\$ 2,224
Laura C. Pieper	0.0	\$0	2.7	\$621

Name	Third Period Time	Third Period Value	Total Time	Total Value
Joseph N. Wharton	0.0	\$0	1.4	\$ 413
Paraprofessionals	1.2	\$180	20.8	\$ 3,316
<b>Totals</b>	6.0	\$1,452	445.0	\$ 156,430

U. Nonworking Travel Time

194. During the Case Period, Skadden, Arps professionals were required to attend meetings with the Debtors' senior management and to attend meetings with the Board of Directors and the Committees. Many of these meetings took place in Rosemont, Illinois, or New York City with respect to Committee meetings or overseas, with respect to sale matters. Skadden, Arps professionals, who charged one-half of their normal billable rate for non-working travel time, allocated this separate matter time spent traveling but not otherwise working.

195. In connection with the foregoing services, Skadden, Arps professionals expended 806.4 hours for which Skadden, Arps seeks compensation of \$153,472. An itemized breakdown of services rendered from July 16, 2001, through March 31, 2002, was submitted with the First and Second Applications. An itemized breakdown of services rendered from April 1, 2002, through August 12, 2002 is attached as Exhibit D-19. A general breakdown of these services is as follows:

Name	Third Period Time	Third Period Value	Total Time	Total Value
John Wm. Butler, Jr.	4.2	\$1,460	53.3	\$18,322
James D. Anderson	7.0	\$1,278	64.6	\$11,597
Christopher Athas	9.8	\$1,446	72.8	\$10,739

Name	Third Period Time	Third Period Value	Total Time	Total Value
George N. Panagakis	25.1	\$6,464	41.2	\$10,611
Neal R. Stoll	0.0	\$0	27.8	\$9,382
Jason P. Ketchens	0.0	\$0	68.8	\$9,338
Catherine Danz	0.0	\$0	75.6	\$8,693
N. Lynn Hiestand	0.0	\$0	22.6	\$7,463
Ron E. Meisler	18.1	\$3,304	33.5	\$6,116
Andreas Frohner	7.4	\$1,351	30.1	\$5,375
Matthew R. Kipp	6.5	\$1,771	16.5	\$4,496
L. Byron Vance III	5.9	\$1,460	18.4	\$4,241
Felicia G. Perlman	0.0	\$0	17.5	\$4,025
Linda Soohoo	0.0	\$0	15.5	\$3,565
Yann Guerin	0.0	\$0	23.4	\$3,451
Seth J. Gerson	7.1	\$1,473	17.3	\$3,392
Carolyn G. Aberman	2.3	\$380	20.5	\$3,266
Matthew M. Murphy	3.2	\$472	23.1	\$3,197
Jeffrey J. Steinle	5.8	\$1,060	16.3	\$2,977
Joseph N. Wharton	0.0	\$0	20.1	\$2,753
Charles W. Mulaney, Jr.	0.0	\$0	7.8	\$2,675
Laura C. Pieper	0.0	\$0	19.7	\$2,265
David A. Straite	0.0	\$0	7.9	\$1,559
Seth E. Jacobson	0.0	\$0	5.8	\$1,551
Matthew W. Scheflen	0.0	\$0	9.9	\$1,546
Timothy A. Nelsen	0.0	\$0	4.5	\$1,519
Kathleen Cronin	0.0	\$0	6.5	\$1,349
Michael F. Defranco	0.0	\$0	7.7	\$1,193
Steven J. Nagy	0.0	\$0	6.2	\$1,054
Nathan L. Stuart	8.4	\$966	8.4	\$966

Name	Third Pe- riod Time	Third Period Value	Total Time	Total Value
James S. Harrington	3.5	\$484	6.9	\$875
Christopher D. Epperson	0.0	\$0	4.0	\$790
Sara M. Turner	0.0	\$0	5.0	\$438
Ryan J. Rohlfen	0.0	\$0	2.1	\$322
Jodie L. Chusid	0.0	\$0	2.0	\$310
Thomas W. Greaves	0.0	\$0	2.3	\$264
Samuel S. Ory	0.0	\$0	1.4	\$238
Christine M. DeMott	0.0	\$0	1.5	\$172
Paraprofessionals	0.0	\$0	17.9	\$1,387
<b>Totals</b>	114.3	\$23,369	806.4	\$153,472

V. Litigation (General)

196. Skadden, Arps devoted time to addressing litigation matters that arose during the Case Period. Skadden, Arps professionals have been engaged in ensuring that actions arising out of the every-day operations of the Debtors do not distract the Debtors from their chief goal of successful emergence from chapter 11. Skadden, Arps attorneys examined litigation issues arising during the Case Period and successfully prosecuted motions to extend the deadline to remove state court actions.

197. Skadden, Arps attorneys also filed motions with the Court seeking the entry of orders approving certain settlement agreements resolving litigation in which the Debtors were embroiled. For example, Skadden, Arps filed motions seeking approval for a settlement agreement that was entered into by the

Debtors and 5R Processors, Ltd., and Marc/5R, Ltd. ("5R"), resolving certain litigation that was pending in the Federal District Court in Wisconsin. An order approving the settlement agreement between the Debtors and 5R was entered by the Court on March 26, 2002.

198. In addition, Skadden, Arps devoted time to drafting a complaint that was filed with the Court seeking to enforce a guaranty agreement against Agilera, Inc. This adversary proceeding is still pending and has been continued until September 24, 2002.

199. In connection with the foregoing services, Skadden, Arps professionals expended 385.9 hours for which Skadden, Arps seeks compensation of \$129,211. An itemized breakdown of services rendered from July 16, 2001, through March 31, 2002, was submitted with the First and Second Applications. An itemized breakdown of services rendered from April 1, 2002, through August 12, 2002 is attached as Exhibit D-20. A general breakdown of these services is as follows:

Name	Third Period Time	Third Period Value	Total Time	Total Value
Ryan J. Rohlfen	66.2	\$21,846	144.7	\$ 46,811
Felicia G. Perlman	1.5	\$720	30.7	\$ 14,086
Matthew R. Kipp	21.9	\$11,937	21.9	\$ 11,937
James S. Harrington	0.0	\$0	46.5	\$ 10,695
Lanelle K. Meidan	0.0	\$0	25.8	\$ 8,514
Joseph N. Wharton	0.0	\$0	27.1	\$ 7,994
Carolyn G. Aberman	0.0	\$0	20.6	\$ 6,483
Matthew M. Murphy	5.3	\$1,564	20.6	\$ 6,078

Name	Third Pe- riod Time	Third Period Value	Total Time	Total Value
Michelle Walton	0.0	\$0	16.2	\$ 5,346
George N. Panagakis	3.7	\$1,906	6.7	\$ 3,451
Gregg L. Brochin	6.7	\$2,211	6.7	\$ 2,211
Christina M. Tchen	0.0	\$0	3.4	\$ 2,074
Samuel S. Ory	0.0	\$0	4.6	\$ 1,748
Eric J. Gorman	0.0	\$0	1.3	\$ 539
Christopher P. Connors	0.0	\$0	1.2	\$ 396
Paraprofessionals	0.0	\$0	7.9	\$ 848
<b>Totals</b>	105.3	\$40,184	385.9	\$129,211

W. Executory Contracts/Personalty

200. Skadden, Arps devoted time during the Case Period to compiling, reviewing, analyzing and advising the Debtors concerning numerous executory contracts to which they are a party.

201. In this regard, Skadden, Arps advised the Debtors regarding the assumption or rejection of executory contracts and assisted in the evaluation of the ramifications thereof with regard to numerous individual contracts. Skadden, Arps prepared the pleading necessary for the Debtors to reject numerous contracts that imposed unnecessary burdens on the estate, such as the contracts with, among others, Pacific Bell, Internap Network Services Corp., Cable & Wireless USA, Inc., XO Communications, Inc., VISTA IT, Inc., Net Assets Limited Liability Company, Metromedia Fiber Network Services Inc., Qwest Communications International, Inc., Wells Fargo Financial Leasing, Inc. and the Chicago National League Ball Club, Inc.

202. In addition, during the Case Period, Skadden, Arps drafted a motion seeking Court approval of procedures to reject executory contracts that met certain criteria by providing notice of rejection in lieu of seeking Court approval for such rejection. The Court entered an order granting this motion on April 18, 2002.

203. Finally, Skadden, Arps assisted the Debtors in analyzing executory contracts that the Debtors needed to either assume or reject as required by the Plan.

204. In connection with the foregoing services, Skadden, Arps professionals expended 351.1 hours for which Skadden, Arps seeks compensation of \$106,528. An itemized breakdown of services rendered from July 16, 2001, through March 31, 2002, was submitted with the First and Second Applications. An itemized breakdown of services rendered from April 1, 2002, through August 12, 2002 is attached as Exhibit D-21. A general breakdown of these services is as follows:

Name	Third Period Time	Third Period Value	Total Time	Total Value
James S. Harrington	21.2	\$5,618	156.7	\$ 36,783
Jeffrey J. Steinle	0.0	\$0	49.3	\$ 17,993
Felicia G. Perlman	3.8	\$1,824	37.3	\$ 17,234
Carolyn G. Aberman	0.0	\$0	43.8	\$ 14,454
Matthew M. Murphy	12.1	\$3,570	19.9	\$ 5,871
George N. Panagakis	0.0	\$0	8.2	\$ 4,222
Laura C. Pieper	0.0	\$0	12.9	\$ 2,967
Ron E. Meisler	0.0	\$0	7.5	\$ 2,737
Samuel S. Ory	0.0	\$0	7.0	\$ 2,660

Name	Third Pe- riod Time	Third Period Value	Total Time	Total Value
John Wm. Butler, Jr.	0.0	\$0	1.3	\$ 903
Paraprofessionals	4.5	\$360	7.2	\$ 704
<b>Totals</b>	41.6	\$11,372	351.1	\$106,528

X. Litigation (Insurance Recovery)

205. Skadden, Arps devoted time during the Case Period to address claims by litigants that may be covered, in whole or in part, by insurance. In particular, Skadden, Arps attorneys responded to continuous requests by Thomas Flohr for insurance policies relevant to litigation he brought against the Debtors pre-petition. Additionally, Skadden, Arps and the Debtors' management team looked into insurance coverage for prepetition securities litigation.

206. Skadden, Arps attorneys continued to devote time during the Case Period to insurance issues arising out of the Moser Litigation. During the Case Period, Skadden, Arps attorneys responded to an appeal of the Court's decision not to lift the automatic stay in these Reorganization Cases.

207. In addition, Skadden, Arps devoted time during the Case Period to address claims by litigants that may be covered, in whole or in part, by insurance. Skadden, Arps attorneys continued to respond to requests by Thomas Flohr for insurance policies related to litigation he brought against the Debtors pre-petition. While the Debtors produced all relevant insurance policies related to the Flohr litigation, Skadden, Arps, on behalf of the Debtors, was required to respond to a motion filed by Flohr seeking to compel production of further documents as well as



for sanctions against the Debtors, which motion was filed after the Debtors produced all relevant documents to Flohr.

208. In connection with the foregoing services, Skadden, Arps professionals expended 251.8 hours for which Skadden, Arps seeks compensation of \$88,377. An itemized breakdown of services rendered from July 16, 2001, through March 31, 2002, was submitted with the First and Second Applications. An itemized breakdown of services rendered from April 1, 2002, through August 12, 2002 is attached as Exhibit D-22. A general breakdown of these services is as follows:

Name	Third Pe- riod Time	Third Pe- riod Value	Total Time	Total Value
Ryan J. Rohlfesen	10.6	\$3,498	127.8	\$41,759
Christopher P. Connors	1.1	\$363	64.0	\$21,120
Christina M Tchen	0.0	\$0	15.3	\$9,107
Carolyn G. Aberman	0.0	\$0	16.0	\$5,280
George N. Panagakis	1.4	\$721	6.7	\$3,345
Felicia G. Perlman	1.0	\$480	7.0	\$3,240
Matthew R. Kipp	0.0	\$0	3.3	\$1,584
John Wm. Butler, Jr.	0.0	\$0	2.0	\$1,390
Paraprofessionals	0.0	\$0	9.7	\$1,552
<b>Totals</b>	14.1	\$5,062	251.8	\$88,377

Y. Asset Analysis and Recovery

209. Skadden, Arps devoted time during the Case Period to analyzing issues related to the Debtors' recovery of certain prepetition payments pursuant to section 547 of the Bankruptcy Code.

210. In addition, Skadden, Arps attorneys spent time conducting research and analyzing issues related to the recovery of certain property that became property of the estate when Comdisco terminated a certain lease agreement. The Debtors, with Skadden, Arps' assistance, analyzed their rights and possible remedies with respect to recovering such property for th benefit of their stakeholders.

211. In connection with the foregoing services, Skadden, Arps professionals expended 166.9 hours for which Skadden, Arps seeks compensation of \$54,201. An itemized breakdown of services rendered from July 16, 2001, through March 31, 2002, was submitted with the First and Second Applications. No services on this matter were rendered to the Debtors during the Third Fee Application Period.

A general breakdown of these services is as follows:

Name	Third Pe- riod Time	Third Period Value	Total Time	Total Value
Ryan J. Rohlfesen	0.0	\$0	65.9	\$21,747
Ron E. Meisler	0.0	\$0	35.4	\$12,921
Christopher P. Connors	0.0	\$0	34.1	\$11,253
James S. Harrington	0.0	\$0	27.0	\$6,210
Felicia G. Perlman	0.0	\$0	4.5	\$2,070
<b>Totals</b>	0.0	\$0	166.9	\$54,201

Z. Utilities

212. Skadden, Arps professionals worked to ensure that the Debtors would have access to uninterrupted utility service at each of the Debtors' locations throughout the country. As part of the first day filings, Skadden, Arps sought and

obtained the entry of an interim order (the "Interim Utilities Order") prohibiting utilities from disconnecting service during the period of time during which the various utilities could make their demands for adequate assurance, allowing the Debtors a reasonable period of time to respond to such requests without the threat that service would be terminated prematurely.

213. The Debtors received numerous requests for deposits from parties who received the Interim Utility Order, ranging from hundreds to millions of dollars. In the course of its representation of the Debtors, Skadden, Arps reviewed and responded to every adequate assurance request and, where necessary, engaged in negotiations with the utility companies.

214. In addition, Skadden, Arps attorneys responded to shut off notices and service discontinuations in contravention of the Interim Utility Order and successfully prevented utility service from being interrupted.

215. Skadden, Arps attorneys investigated, and negotiated with AT&T with regard to its objection to cure amount arising out of the sale of the Availability Solutions business. Ultimately, the Debtors, with Skadden, Arps assistance entered into a settlement agreement with AT&T with regard to such objection. In addition, Skadden, Arps attorneys worked and negotiated with various other utility providers during the Case Period in order to ensure utility stability for the Debtors' operations.

216. In connection with the foregoing services, Skadden, Arps professionals expended 123.8 hours for which Skadden, Arps seeks compensation of \$38,152. An itemized breakdown of services rendered from July 16, 2001, through March 31, 2002, was submitted with the First and Second Applications. An itemized breakdown of services rendered from April 1, 2002, through August 12, 2002 is attached as Exhibit D-23. A general breakdown of these services is as follows:

Name	Third Period Time	Third Period Value	Total Time	Total Value
Carolyn G. Aberman	0.0	\$0	80.8	\$24,724
Laura C. Pieper	0.0	\$0	22.9	\$5,267
George N. Panagakis	0.0	\$0	10.6	\$5,019
James S. Harrington	6.3	\$1,670	6.3	\$1,670
Felicia G. Perlman	0.0	\$0	3.2	\$1,472
<b>Totals</b>	6.3	\$1,670	123.8	\$38,152

AA. Secured Claims/Conduit Financing

217. As part of the first day relief, Skadden, Arps obtained Court approval for Debtors to continue using their cash management system. In addition, Skadden, Arps assisted the Debtors in obtaining Court authorization to continue servicing its prepetition discounted lease rentals ("DLRs") and conduit financing arrangements. Furthermore, Skadden, Arps devoted time to analyzing prepetition secured letter of credit issues with Bank of America.

218. In connection with the foregoing services, Skadden, Arps professionals expended 111.9 hours for which Skadden, Arps seeks compensation of

\$34,252. An itemized breakdown of services rendered from July 16, 2001, through March 31, 2002, was submitted with the First and Second Applications. No services on this matter were rendered to the Debtors during the Third Fee Application Period.

A general breakdown of these services is as follows:

Name	Third Period Time	Third Period Value	Total Time	Total Value
David F. Kolin	0.0	\$0	28.0	\$12,747
Matthew T. Davidson	0.0	\$0	51.4	\$8,738
Felicia G. Perlman	0.0	\$0	10.4	\$4,531
George N. Panagakis	0.0	\$0	5.7	\$2,737
Samuel S. Ory	0.0	\$0	6.9	\$2,622
John Wm. Butler, Jr.	0.0	\$0	1.6	\$1,072
Gerard C. Martin	0.0	\$0	2.8	\$1,022
Matthew M. Murphy	0.0	\$0	1.1	\$253
Paraprofessionals	0.0	\$0	4.0	\$530
<b>Totals</b>	0.0	\$0	111.9	\$34,252

AB. Vendor Matters

219. Skadden, Arps devoted time attending to Vendor Matters to assure vendors' continued compliance with the Debtors' contracts and the provisions of the Bankruptcy Code. Skadden, Arps professionals met with Company management to discuss the impact of the bankruptcy process on the various vendor contracts.

220. Where they arose, Skadden, Arps also worked closely with Comdisco to resolve vendor issues by responding to inquiries from various vendors, including requests for payment for prepetition services. These efforts have resulted

in maintaining relations between the Debtors and their suppliers during the chapter 11 process.

221. In connection with the foregoing services, Skadden, Arps professionals expended 35.1 hours for which Skadden, Arps seeks compensation of \$12,067. An itemized breakdown of services rendered from July 16, 2001, through March 31, 2002, was submitted with the First and Second Applications. No services on this matter were rendered to the Debtors during the Third Fee Application Period. A general breakdown of these services is as follows:

Name	Third Period Time	Third Period Value	Total Time	Total Value
Matthew M. Murphy	0.0	\$0	13.6	\$3,836
Felicia G. Perlman	0.0	\$0	6.0	\$2,512
Carolyn G. Aberman	0.0	\$0	7.9	\$2,507
Samuel S. Ory	0.0	\$0	4.8	\$1,824
John Wm. Butler, Jr.	0.0	\$0	1.5	\$1,005
Joseph N. Wharton	0.0	\$0	1.3	\$383
<b>Totals</b>	0.0	\$0	35.1	\$12,067

AC. Real Estate (Owned)

222. Skadden, Arps advised the Debtors during the Case Period with respect to certain real estate holdings.

223. In connection with the foregoing services, Skadden, Arps professionals expended 18.9 hours for which Skadden, Arps seeks compensation of \$4,258. An itemized breakdown of services rendered from July 16, 2001, through

March 31, 2002, was submitted with the First and Second Applications. No services on this matter were rendered to the Debtors during the Third Fee Application Period.

A general breakdown of these services is as follows:

Name	Third Period Time	Third Period Value	Total Time	Total Value
Matthew R. Kipp	0.0	\$0	2.5	\$1,200
Christina M. Tchen	0.0	\$0	1.1	\$610
Paraprofessionals	0.0	\$0	15.3	\$2,448
<b>Totals</b>	0.0	\$0	18.9	\$4,258

AD. Insurance

224. Skadden, Arps devoted time during the Case Period to advising the Debtors in connection with insurance matters.

225. In connection with the foregoing services, Skadden, Arps professionals expended 11.5 hours for which Skadden, Arps seeks compensation of \$3,550. An itemized breakdown of services rendered from July 16, 2001, through March 31, 2002, was submitted with the First and Second Applications. An itemized breakdown of services rendered from April 1, 2002, through August 12, 2002 is attached as Exhibit D-24. A general breakdown of these services is as follows:

Name	Third Period Time	Third Period Value	Total Time	Total Value
Matthew M. Murphy	6.9	\$2,036	6.9	\$2,036
George N. Panagakis	1.6	\$824	1.6	\$824
Nathan L. Stuart	3.0	\$690	3.0	\$690
<b>Totals</b>	11.5	\$3,550	11.5	\$3,550

**RELIEF REQUESTED**

226. In accordance with the Administrative Order, Skadden, Arps submitted its monthly statements, and Skadden, Arps now submits this Third and Final Application. By this Final Application, Skadden, Arps now seeks final allowance of \$4,613,834 in fees calculated at the applicable guideline hourly billing rates of the firm's personnel who have worked on the Reorganization Cases during the Third Fee Application Period and \$225,234 in charges and disbursements actually and necessarily incurred by Skadden, Arps while providing services to the Debtors during the Third Fee Application Period. Moreover, Skadden, Arps seeks final allowance of \$9,510,822 in fees calculated at the applicable guideline hourly billing rates of the firm's personnel who worked on the Reorganization Cases during the First Fee Application Period, and \$715,262 in charges and disbursements actually and necessarily incurred by Skadden, Arps while providing services to the Debtors during the First Fee Application Period. In addition, Skadden, Arps seeks final allowance of \$4,348,331 in fees calculated at the applicable guideline hourly billing rates of the firm's personnel who worked on the Reorganization Cases during the Second Fee Application Period, and \$303,284 in charges and disbursements actually and necessarily incurred by Skadden, Arps while providing services to the Debtors during the Second Fee Application Period. Based on the firm's customary billing practices, the Debtors ordinarily would be billed a total of \$19,453,839 for fees during the Case Period and \$1,391,220 for charges and disbursements during the



Case Period. In keeping with Skadden, Arps' commitment to self-policing its fees, charges and disbursements, and based on various accommodations to the Debtors, however, Skadden, Arps voluntarily reduced, as part of its monthly fee statements and in connection with the First and Second Applications and additional accommodations for fees incurred in the Third Fee Application Period, its fees by \$980,852, or approximately 5%, and its charges and disbursements by \$147,440, or approximately 12%.<sup>10</sup> As a result, the actual amount billed to the Debtors during the Case Period was \$18,472,987 for fees and \$1,243,780 for charges and disbursements.

227. Allowance of Professional Fees. During the Case Period, attorneys and paraprofessionals at Skadden, Arps billed an aggregate of 53,669.1 hours reflected in this Final Application working on matters concerning the Debtors' reorganization case.<sup>11</sup> Of the aggregate time spent, 10,357.9 hours were spent by partners and counsel, 36,942.4 hours were spent by associates and 6,078.3 hours were spent by paraprofessionals. A summary showing the name and position of each such partner, counsel, associate and paraprofessional, together with that person's date

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<sup>10</sup> Skadden, Arps believes that the amounts requested in this Final Application are reasonable in relation to the services rendered. The amounts requested are already reduced to reflect the client accommodations described herein. To the extent that a party objects to this Interim Application, Skadden, Arps reserves the right to recapture such client accommodations and seek up to the full amount of fees actually incurred in connection with this engagement.

<sup>11</sup> Skadden, Arps maintains records of the time it expended in the rendition of all professional services, which time records are made concurrently with the rendition of professional services.

of admission to the bar (as applicable), net hours during the Case Period and hourly billing rate, is provided at the front of this Final Application.

228. Reimbursement of Charges and Disbursements. As disclosed in the Retention Application that the Court approved, it is Skadden, Arps' standard policy to charge its clients in all areas of practice for certain charges and disbursements incurred in connection with such clients' cases. The charges and disbursements charged to clients include, among others, charges for messenger services, photocopying, court fees, travel expenses, postage for large mailings, long distance telephone, computerized legal research, investigative searches, and other charges customarily billed by law firms. Certain charges and disbursements are not separately charged for under the bundled rate structure as described in the Engagement Agreement.

229. Skadden, Arps has attempted to minimize the charges and disbursements associated with the Debtors' Reorganization Cases, particularly for items such as reproduction and delivery, which have been lowered as a result of the restricted service list which Skadden, Arps proposed and the Court approved.

230. During the Case Period, Skadden, Arps disbursed the following sums for actual and necessary charges and disbursements in the rendition of professional services in the Reorganization Cases, and requests that it be reimbursed therefor:

**Charges and Disbursements Incurred**

Reproduction and Document Preparation .....	\$ 628,527
Courier, Express Delivery and Postage .....	\$ 183,032
Travel Expenses .....	\$ 161,736
Computer Legal Research .....	\$ 118,986
Court Reporting and other Professional Fees .....	\$ 83,085
Telecommunications .....	\$ 45,956
Outside Research .....	\$ 14,990
Miscellaneous Outside Expenses .....	\$ 5,094
Filing/Court Fees .....	\$ 2,374
<b>TOTAL .....</b>	<b>\$ 1,243,780</b>

231. Exhibit D attached hereto also provides documentation regarding charges and disbursements incurred for April 1, 2002 through August 12, 2002. Documentation regarding charges and disbursements incurred from July 16, 2001 through March 31, 2002, has been previously submitted with the First and Second Fee Applications. The above charges and disbursements are reasonable and are consistent with those incurred by other bankruptcy practitioners in other large, complex chapter 11 reorganization cases in this and other districts.

**REASONABLENESS OF FEES, CHARGES AND DISBURSEMENTS**

232. Section 330 of the Bankruptcy Code governs compensation of professionals in a bankruptcy case and provides that, when determining the amount of reasonable compensation to award to a professional, the Court should consider the nature, extent and value of the services to the bankrupt estate and all other relevant factors. 11 U.S.C. § 330(a)(3).

233. This Court has stated that "[i]n reviewing fee applications, the bankruptcy court must address three issues: were the services that are the subject of the application properly compensable; if so, were they actual and necessary; if so, how will they be valued?" In re Lifschultz Fast Freight, 140 B.R. 482, 485 (Bankr. N.D. Ill. 1992) citing In re Wildman, 72 Bankr. 700, 704 (Bankr. N.D. Ill. 1987).

234. This Final Application meets these requirements. First, Skadden, Arps' services are properly compensable. The Court entered the Retention Order pursuant to 11 U.S.C. § § 327(a) and 329 authorizing the retention of Skadden, Arps as attorneys for the Debtors. Further, this Final Application, like the First and Second Applications, is being properly filed pursuant to 11 U.S.C. § 330. Therefore, Skadden, Arps' services are properly compensable. See In re Lifschultz, 140 B.R. 482, 485 (Court found that where law firm was properly retained and law firm filed appropriate fee application, law firm's services were "properly compensable").

235. Second, compensation is proper for services that are actual and necessary. The Court found that "[s]ervices necessary under section 330 are those services that aid the professional's client in fulfilling its duties under the Code." Id. Further, "[n]ecessary services have always included services that aid in the administration of the case and help the client fulfill duties under bankruptcy law, whether or not those services result in a monetary benefit to the estate." Id. The services provided by Skadden, Arps were actual and necessary. As set forth in this Final Application, to meet the Debtors' needs, Skadden, Arps attorneys have provided multi-disciplinary services to the Debtors on a daily basis, often working nights and weekends. Skadden, Arps' services have assisted the Debtors to pursue a fast-track strategy resulting in the Debtors' emergence from chapter 11 approximately one year after filing.

236. Third, "[o]nce the court has determined that the services for which compensation is sought were properly compensable and actual and necessary, it must determine the value of those services." Id. at 488. That is, "the court must evaluate what the 'actual, necessary services' were worth to the client, based upon the five criteria listed in section 330(a)(1)." Id. at 488. In accordance with the factors enumerated in 11 U.S.C. § 330, the amount requested herein by Skadden, Arps is fair and reasonable, and fairly represents the value the Debtors received from Skadden, Arps' services, given: (i) the nature of the bankruptcy cases, (ii) the novelty and complexity of the bankruptcy cases, (iii) the time and labor required to represent the Debtors effectively, (iv) the time limitations imposed by the bankruptcy cases, (v) the nature and extent of the services rendered, (vi) Skadden, Arps' experience, reputation and ability, (vii) the value of Skadden, Arps' services, and (viii) the cost of comparable services other than in a case under title 11 of the United States Code.

237. Nature, complexity and duration of the case. As discussed above, the Debtors' chapter 11 cases were extremely complex. To maximize the value of these estates, the Debtors and their professionals pursued a fast-track strategy resulting in the Debtors' emergence from chapter 11 approximately one year after filing.

238. Skadden, Arps has assisted the Debtors by employing a streamlined case management structure that consisted of small, core teams and assigned various attorneys to other discrete tasks to avoid the performance of duplicative or unnecessary work.

239. The highly aggressive timetable pursuant to which the Reorganization Cases proceeded required Skadden, Arps and the other professionals involved

to use every effort to seek to work quickly and efficiently in assisting the Debtors in meeting their goals.

240. Experience of Skadden, Arps. The experience of Skadden, Arps' attorneys has also benefitted the estates. Skadden, Arps is among the largest firms and has one of the largest restructuring groups in the country. As more fully set forth in the Retention Application, Skadden, Arps' restructuring attorneys and attorneys from other practice areas have extensive knowledge and experience in dealing with the multitude and fast-paced issues that arise in similar chapter 11 proceedings. Accordingly, Skadden, Arps' depth of experience in chapter 11 matters has insured that a number of pressing matters could be addressed promptly.

241. In addition, Skadden, Arps' commitment to monitoring the administrative expenses of the estates, including its own legal fees, has been a constant element of its representation of the Debtors. Indeed, this emphasis has been manifested in Skadden, Arps careful review of its fees, charges and disbursements and a voluntary client accommodation in excess of \$1.1 million.

242. Comparable services. Skadden, Arps' rates are consistent with rates charged to other clients in non-bankruptcy matters. Moreover, its rate structure was disclosed clearly in its Retention Application, which the Court approved and as to which no constituents objected.

243. The amounts sought by Skadden, Arps are consistent with the fees, charges and disbursements incurred by other chapter 11 debtors in cases of similar size, complexity and duration. Accordingly, the cost of comparable services supports the Final Application, and the services performed during the Case Period more than warrant the allowance of compensation, particularly in view of the results achieved.

244. The reasonableness of Skadden, Arps' total fees is reflected by the fact that such fees represent one-fifth of one percent of the Debtors, total assets as of the Petition Date and two-fifths of one percent of the estimated value of the Debtors, assets as of June 30, 2002.

245. Compliance with Guidelines. Skadden, Arps believes that this Final Application, together with the attachments hereto, substantially complies in all material respects with the United States Trustee Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. §330 issued January 30, 1996. To the extent this Final Application does not comply in every respect with the requirements of such guidelines, Skadden, Arps respectfully requests a waiver for any such technical non-compliance.

WHEREFORE, Skadden, Arps respectfully requests that the Court (a) grant it (i) final allowance of \$4,613,834 as compensation for professional services rendered as attorneys for the Debtors during the Third Fee Application Period plus reimbursement of actual and necessary charges and disbursements incurred during the Third Fee Application Period in the amount of \$225,234; (ii) final allowance of \$9,510,822 as compensation for professional services rendered as attorneys for the Debtors during the First Fee Application Period plus reimbursement of actual and necessary charges and disbursements incurred during the First Fee Application Period in the amount of \$715,262; (iii) final allowance of \$4,348,331 as compensation for professional services rendered as attorneys for the Debtors during the Second Fee Application Period plus reimbursement of actual and necessary charges and disburse-






ments incurred during the Second Fee Application Period in the amount of \$303,284;

(b) authorize and direct the Debtors' payment of the unpaid balance, \$474,274<sup>12</sup>, due and owing Skadden, Arps; and (c) grant it such other and further relief as is just.

Dated: Chicago, Illinois  
August 30, 2002

Respectfully submitted,

Comdisco, Inc., et al.,

By: 

John Wm. Butler, Jr. (ARDC No. 06209373)

George N. Panagakis (ARDC No. 06205271)

Felicia Gerber Perlman (ARDC No. 06210753)

SKADDEN, ARPS, SLATE,

MEAGHER & FLOM (ILLINOIS)

333 West Wacker Drive, Suite 2100

Chicago, Illinois 60606-1285

(312) 407-0700

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<sup>12</sup> Together with the amounts reserved pursuant to section 11.1(a) of the Plan for payment of professional fees and not yet paid pursuant to the Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals.



EOD AUG 10 2001

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE NORTHERN DISTRICT OF ILLINOIS  
EASTERN DIVISION

In re:	)	Case No. 01-24795
	)	
COMDISCO, INC.	)	(Jointly Administered)
et al.,	)	Chapter 11
	)	
Debtors.	)	Hon. Ronald Barliant

**FINAL ORDER PURSUANT TO 11 U.S.C. §§ 327(a) AND 329  
AUTHORIZING THE EMPLOYMENT AND RETENTION OF SKADDEN,  
ARPS, SLATE, MEAGHER & FLOM (ILLINOIS) AND AFFILIATED LAW  
PRACTICE ENTITIES AS ATTORNEYS FOR THE DEBTORS**

Upon the application (the "Application")<sup>1</sup> of Comdisco, Inc. ("Comdisco") and fifty of its domestic subsidiaries and affiliates (the "Affiliate Debtors"), debtors and debtors-in-possession in the above captioned cases (collectively, the "Debtors"), for entry of an order, pursuant to 11 U.S.C. §§ 327(a) and 329, authorizing each of the Debtors to employ and retain the law firm of Skadden, Arps, Slate, Meagher & Flom (Illinois) and its affiliated law practice entities (collectively, "Skadden, Arps") under a general retainer as their attorneys; and upon the Affidavit and Statement of John Wm. Butler, Jr., a member of the firm of Skadden, Arps, Slate, Meagher & Flom (Illinois) and the Affidavit of Norman P. Blake, Jr., in Support of Chapter 11 Petitions and First Day Orders; and the Court being satisfied with the representations made in the Application and Affidavit that said attorneys

<sup>1</sup> Capitalized terms used but not defined herein shall have the meanings ascribed to such terms in the Application related hereto.

**EXHIBIT A**

243

represent no interest adverse to any of the Debtors' estates, that they are disinterested persons as that term is defined under section 101(14) of the Bankruptcy Code, as modified by section 1107(b) of the Bankruptcy Code, that their employment is necessary and would be in the best interests of each of the Debtors' estates; and it appearing that proper and adequate notice has been given and that no other or further notice is necessary; and upon the record herein; and after due deliberation thereon; and good and sufficient cause appearing therefor,

IT IS HEREBY ORDERED, ADJUDGED, AND DECREED THAT:

1. The Application is granted.
2. Pursuant to sections 327(a), 328(a) and 329 of the Bankruptcy Code, each of the Debtors, as a debtor-in-possession, is authorized to employ and retain Skadden, Arps as its attorneys as of the Petition Date to perform the services set forth in the Application.
3. Skadden, Arps shall be compensated in accordance with the procedures set forth in sections 330 and 331 of the Bankruptcy Code and such Bankruptcy Rules and Local Rules as may then be applicable, from time to time, and such procedures as may be fixed by order of this Court.
4. Skadden, Arps is authorized to apply the Retainer (as such term is defined in the Application) to pay any fees, charges and disbursements relating to services rendered to the Debtors prior to the Petition Date (as such term is defined in the Application) that remain unpaid as of such date and shall hold the remaining

portion of the Retainer for application to fees, charges and disbursements relating to  
services rendered subsequent to the Petition Date as may be further ordered by the  
Court.

Dated: Chicago, Illinois  
\_\_\_\_\_, 2001



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UNITED STATES BANKRUPTCY JUDGE

**AUG 09 2001**

EOD JUL 16 2001

FILED  
UNITED STATES BANKRUPTCY COURT  
NORTHERN DISTRICT OF ILLINOIS

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE NORTHERN DISTRICT OF ILLINOIS  
EASTERN DIVISION

JUL 16 2001  
WAYNE E. NELSON, CLERK  
PS REP. - SB

In re:	)	Case No. <u>01-24795</u>
	)	(Jointly Administered)
COMDISCO, INC.	)	Chapter 11
et al.,	)	Hon. _____
	)	Hearing Date: _____
Debtors.	)	Hearing Time: _____

**APPLICATION FOR AN ORDER PURSUANT TO  
11 U.S.C. §§ 327(a) AND 329 AUTHORIZING THE EMPLOY-  
MENT AND RETENTION OF SKADDEN, ARPS, SLATE,  
MEAGHER & FLOM (ILLINOIS) AND AFFILIATED LAW  
PRACTICE ENTITIES AS ATTORNEYS FOR THE DEBTORS**

Comdisco, Inc. ("Comdisco") and fifty of its domestic subsidiaries and affiliates (the "Affiliate Debtors"), debtors and debtors-in-possession in the above captioned cases (collectively, the "Debtors" or the "Company"), hereby apply (the "Application") to this Court for an order pursuant to 11 U.S.C. §§ 327(a) and 329 authorizing the employment and retention of Skadden, Arps, Slate, Meagher & Flom (Illinois) and its affiliated law practice entities (collectively, "Skadden, Arps") as counsel for the Debtors as of the Petition Date (as hereinafter defined). In support of this Application, the Debtors rely on the Affidavit and Statement of John Wm. Butler, Jr. (the "Butler Affidavit"), and the Affidavit of Norman P. Blake, Jr., in Support of Chapter 11 Petitions and First Day Orders filed contemporaneously herewith. In further support of this Application, the Debtors respectfully represent as follows:

BACKGROUND

A. The Chapter 11 Filings

1. On July 16, 2001 (the "Petition Date"), Comdisco and each of the fifty Affiliate Debtors filed a voluntary petition in this Court for reorganization relief under chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101 et seq., as amended (the "Bankruptcy Code"). The Debtors continue to operate their businesses and manage their properties as debtors-in-possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. The Debtors have moved this Court for an order for joint administration of these chapter 11 cases. None of Comdisco's international subsidiaries located outside of the United States have filed for reorganization or insolvency protection in any jurisdiction and each continues to operate in the ordinary course of business.

2. No creditors' committee has yet been appointed in these cases. No trustee or examiner has been appointed.

3. This Court has jurisdiction over this Application pursuant to 28 U.S.C. §§ 157 and 1334. Venue is proper pursuant to 28 U.S.C. §§ 1408 and 1409. This matter is a core proceeding pursuant to 28 U.S.C. § 157(b)(2).

4. The statutory predicates for the relief requested herein are sections 327(a), and 329 of the Bankruptcy Code and Rules 2014 and 2016 of the Federal Rules of Bankruptcy Procedure.

B. Current Business Operations of the Debtors

5. Comdisco was founded in 1969 and incorporated in Delaware in 1971. In its early years, Comdisco engaged primarily in the procurement and placement of new and used computer equipment, principally mainframe and related peripherals. Today, Comdisco provides global technology services to its customers to help maximize their technology functionality, predictability and availability. The Company's operations are conducted through its principal office in Rosemont, Illinois, and approximately 100 offices in the United States, Canada, Europe and the Pacific Rim. As of June 1, 2001, the Company employed approximately 2,300 full-time employees. For the fiscal year ended September 30, 2000, the Company had consolidated net revenues of approximately \$3.9 billion and administered assets of \$8.8 billion.

6. To support its business operations, the Company recruited new senior management during 2001. In February 2001, Comdisco hired Norman P. Blake, Jr. as its new Chairman and Chief Executive Officer. During June and July 2001, the Company hired Michael A. Fazio as Executive Vice President and Chief Financial Officer, Robert E. T. Lackey as Senior Vice President and Chief Legal Officer and Ronald C. Mishler as Senior Vice President and Treasurer. These individuals will be critical to the success of the Debtors' chapter 11 cases.

7. The Company's product offering is divided along three primary business lines: (1) technology services ("Availability Solutions"), which includes



continuity services, storage services, Web services, network services, desktop management services (marketed under the company's IT CAP Solutions brand name) and software tools to support these areas; (2) global leasing ("Leasing"), which includes the leasing and remarketing of distributed systems, such as PCs, servers, workstations and routers, communications equipment, equipment leasing and technology life-cycle management services; and (3) venture financing, referred to as Comdisco Ventures group, which provides venture leases, venture debt and direct equity financing to venture capital-backed companies.

8. On July 16, 2001, Comdisco announced that, as a result of a strategic review commenced in April 2001, it had reached agreement to sell its Availability Solutions business to Hewlett-Packard Company for \$610 million in cash, subject to higher or otherwise better bids in the bankruptcy court auction process. The sale includes the purchase of assets of Comdisco's U.S. operations and the stock of subsidiaries in the United Kingdom, France and Canada. The sale excludes the purchase of the stock of subsidiaries in Germany and Spain, as well as other identified assets including network services and IT Cap Solutions. In addition to the sale of its Availability Solutions business, Comdisco is currently pursuing other strategic alternatives to create value for its stakeholders, including evaluating the sale of certain of its leasing assets to several interested buyers. To facilitate this evaluation process, on July 16, 2001, the Company filed a motion seeking the approval of bidding procedures to conduct a sale auction process for one or more of its Leasing

business units. The Company also announced its intention to reorganize its remaining businesses, including Comdisco Ventures group, on a "fast-track" basis and has targeted emergence from Chapter 11 during early 2002.

C. Events Leading to Chapter 11 Filing

9. In February 1999, Comdisco acquired Prism Communication Services, Inc. ("Prism"), a provider of dedicated high-speed connectivity, for a cash purchase price of approximately \$53 million. From the date of acquisition through September 30, 2000, Comdisco provided Prism with cash totaling \$478 million for the expansion of its network and for its operating costs. Prism's operations through September 2000 resulted in significant cash losses. Therefore, on October 1, 2000, Comdisco's Board of Directors voted to cease funding the ongoing operations of Prism. On October 1, 2000, the Prism Board of Directors voted to cease operations and pursue the immediate sale of Prism's assets. Comdisco's wind-down of Prism has continued since that time, and the Debtors expect to complete this process as part of the Chapter 11 cases. Approximately 35 of the 51 Debtors in the chapter 11 cases are Prism-related affiliates of Comdisco.

10. The venture leases, venture debt and direct equity financing provided by the Comdisco Ventures group to venture capital-backed companies in the technology and Internet-based industries are, by their nature, high risk. The net revenue of the Ventures group for fiscal 2000 was \$673 million. However, during the first quarter of 2001, a market downturn in the technology and Internet-based sectors

resulted in a substantial decrease in the revenues of the Ventures group. As a result, the Ventures group had a pretax loss of \$30 million for the three months ended March 31, 2001 compared to the pretax earnings of \$110 million for the previous three month period ended December 31, 2000. These market conditions have continued to deteriorate during the second calendar quarter of 2001.

11. As a result, in part, of the losses associated with Prism and the Comdisco Ventures group, the Debtors' cash reserves, overall financial performance and financial condition were negatively impacted. As a result of the erosion of the Ventures group's business and the losses associated with Prism, the Company's debt ratings were downgraded below investment grade and the Company lost access to the commercial paper market. In order to retire commercial paper obligations and other scheduled debt maturities and to finance operations, Comdisco borrowed the remaining availability under the prepetition credit agreements in April, 2001.

12. Another fundamental challenge faced by the Debtors is the tenor of their debt structure, which involves relatively short-term debt maturities over the next several years and longer-term lease and financing obligations associated with their principal business products. Accordingly, although the Debtors' operations generally generate sufficient cash to meet their working capital needs, without access to the commercial paper market, the Debtors could not generate sufficient cash to retire all of the debt maturities scheduled to be repaid during 2001 and 2002. As a result of these challenges, earlier this year, the Debtors retained Goldman Sachs &

Co. ("GSC") and McKinsey & Co. ("McKinsey") to evaluate strategic alternatives, including the sale of all or a portion of the Debtors' businesses. This strategic review led to the July 16, 2001 announcement concerning the sale of the Availability Solutions business to Hewlett-Packard Company and the evaluation of the potential sale of one or more of the Leasing business units through court-approved competitive bidding procedures.

RELIEF REQUESTED

13. By this Application, the Debtors seek to employ and retain the firm of Skadden, Arps as their restructuring and bankruptcy counsel with regard to the filing of their chapter 11 petitions and prosecution of their chapter 11 cases. Accordingly, the Debtors respectfully request entry of an order pursuant to sections 327(a) and 329 of the Bankruptcy Code authorizing each of them to employ and retain the firm of Skadden, Arps as their attorneys under a general retainer to perform the legal services that will be necessary during their chapter 11 cases as more fully described below.

14. Skadden, Arps has performed episodic transactional work and provided advice to the Debtors in connection with certain corporate, financing, tax and other matters since 1985.

15. In March 2001, prior to the commencement of these chapter 11 cases, the Debtors sought the services of Skadden, Arps with respect to, among other things, advice regarding restructuring matters in general and preparation for the

potential commencement and prosecution of chapter 11 cases for the Debtors. The Debtors believe that continued representation by their prepetition restructuring counsel, Skadden, Arps, is critical to the Debtors' efforts to restructure their business because Skadden, Arps has become familiar with the Debtors' business and legal and financial affairs and, accordingly, is well-suited to guide the Debtors through the chapter 11 process. Furthermore, because Skadden, Arps maintains an office in the Northern District of Illinois, the Debtors will be able to minimize duplication of efforts in these cases and avoid the expense of retaining local counsel.

BASIS FOR RELIEF

16. Continued representation of the Debtors by their restructuring counsel, Skadden, Arps, is critical to the success of the Debtors' reorganization because Skadden, Arps is familiar with the Debtors' business and legal affairs.

17. The Debtors have selected the firm of Skadden, Arps as attorneys because of the firm's extensive experience with and knowledge of the Debtors and their business, as well as its experience and knowledge in the field of debtors' and creditors' rights and business reorganizations under chapter 11 of the Bankruptcy Code.

18. Each of the Debtors desires to employ the firm of Skadden, Arps under a general retainer because of the extensive legal services that will be required in connection with their respective chapter 11 cases and the firm's familiarity with the business of the Debtors and their affiliates.

SERVICES TO BE RENDERED

19. The services of attorneys are necessary to enable the Debtors to execute faithfully their duties as debtors-in-possession. Subject to further order of this Court, the firm of Skadden, Arps will be required to render, among others, the following services to the Debtors:

(a) advise the Debtors with respect to their powers and duties as debtors and debtors-in-possession in the continued management and operation of their business and properties;

(b) attend meetings and negotiate with representatives of creditors and other parties in interest and advise and consult on the conduct of the case, including all of the legal and administrative requirements of operating in chapter 11;

(c) advise the Debtors in connection with any contemplated sales of assets or business combinations, including the negotiation of asset, stock purchase, merger or joint venture agreements, formulate and implement bidding procedures, evaluate competing offers, draft appropriate corporate documents with respect to the proposed sales, and counsel the Debtors in connection with the closing of such sales;

(d) advise the Debtors in connection with postpetition financing and cash collateral arrangements and negotiating and drafting documents relating thereto, provide advice and counsel with respect to prepetition financing arrangements, and provide advice to the Debtors in connection with the emergence financing and capital structure, and negotiate and draft documents relating thereto;

(e) advise the Debtors on matters relating to the evaluation of the assumption, rejection or assignment of unexpired leases and executory contracts;

(f) provide advice to the Debtors with respect to legal issues arising in or relating to the Debtors' ordinary course of business including attendance at senior management meetings, meetings with the Debtors' financial and turnaround advisors and meetings of the board of directors, and advice on employee, workers' compensation, employee benefits, labor, tax,

environmental, banking, insurance, securities, corporate, business operation, contracts, joint ventures, real property, press/public affairs and regulatory matters and advise the Debtors with respect to continuing disclosure and reporting obligations, if any, under securities laws;

(g) take all necessary action to protect and preserve the Debtors' estates, including the prosecution of actions on their behalf, the defense of any actions commenced against those estates, negotiations concerning all litigation in which the Debtors may be involved and objections to claims filed against the estates;

(h) prepare on behalf of the Debtors all motions, applications, answers, orders, reports and papers necessary to the administration of the estates;

(i) negotiate and prepare on the Debtors' behalf plan(s) of reorganization, disclosure statement(s) and all related agreements and/or documents and take any necessary action on behalf of the Debtors to obtain confirmation of such plan(s);

(j) attend meetings with third parties and participate in negotiations with respect to the above matters;

(k) appear before this Court, any appellate courts, and the U.S. Trustee, and protect the interests of the Debtors' estates before such courts and the U.S. Trustee; and

(l) perform all other necessary legal services and provide all other necessary legal advice to the Debtors in connection with these chapter 11 cases.

20. The firm of Skadden, Arps has indicated a willingness to act on behalf of the Debtors.

#### DISINTERESTEDNESS OF PROFESSIONALS

21. Except as set forth in the Butler Affidavit, to the best of the Debtors' knowledge, the members, counsel and associates of the firm of Skadden, Arps (a) do not have any connection with any of the Debtors, their affiliates, their creditors, the

U.S. Trustee, any person employed in the office of the U.S. Trustee, or any other party in interest, or their respective attorneys and accountants, (b) are "disinterested persons," as that term is defined in section 101(14) of the Bankruptcy Code, and (c) do not hold or represent any interest adverse to the estates.

22. More specifically, as set forth in the Butler Affidavit:

(a) Neither Skadden, Arps nor any attorney at the firm holds or represents an interest adverse to the Debtors' estates.

(b) Neither Skadden, Arps nor any attorney at the firm is or was a creditor, an equity interest holder or an insider of the Debtors, except that Skadden, Arps previously has rendered legal services to the Debtors for which it has either been compensated or has agreed to waive its claim as disclosed below and some Skadden, Arps partners may own common stock of Comdisco, Inc., the trading of which has been restricted pursuant to firm policy for the duration of the chapter 11 cases.

(c) Neither Skadden, Arps nor any attorney at the firm is or was an investment banker for any outstanding security of the Debtors.

(d) Neither Skadden, Arps nor any attorney at the firm is or was, within three years before the Petition Date, an investment banker for a security of the Debtors, or an attorney for an investment banker in connection with the offer, sale or issuance of any security of the Debtors.

(e) Neither Skadden, Arps nor any attorney at the firm is or was, within two years before the Petition Date, a director, officer or employee of the Debtors or of an investment banker of the Debtors.

(f) Skadden, Arps does not have an interest materially adverse to the interest of the estates or of any class of creditors or equity security holders, by reason of any direct or indirect relationship to, connection with, or interest in the Debtors or an investment banker specified in the foregoing paragraphs, or for any other reason.



PROFESSIONAL COMPENSATION

23. The Engagement Agreement provided for the implementation of a retainer program pursuant to which the Debtors paid an initial retainer of \$750,000 for professional services to be rendered and expenses to be charged by Skadden, Arps in connection with those services described in the Engagement Agreement (the "Initial Retainer"). Thereafter, Skadden, Arps periodically invoiced the Debtors and drew down the Initial Retainer in payment of such invoices. The Initial Retainer was periodically replenished in order to maintain it at a level sufficient to fund fees, charges and disbursements incurred during the engagement.

24. Pursuant to the Engagement Agreement, such replenishments included the Debtors' payment to Skadden, Arps of a filing retainer of \$750,000 to cover a portion of the projected fees, charges and disbursements to be incurred during the reorganization cases (the "Filing Retainer", and, together with the Initial Retainer, the "Retainer").

25. Pursuant to the Engagement Agreement, Skadden, Arps will apply the Retainer to pay any fees, charges and disbursements which remain unpaid as of the Petition Date and will retain the remainder of the Retainer to be applied to any fees, charges and disbursements which remain unpaid at the end of the reorganization cases. As of July 15, 2001 (the last date on which the firm's books and records were reviewed in connection with the preparation of this affidavit), after application of all prepetition fees, charges and disbursements incurred and posted as of that date

(including estimated fees, charges and disbursements billed as of that date), the amount of the Retainer was \$487,103.

26. According to Skadden, Arps' books and records, for the period July 16, 2000 through July 15, 2001, the total amount of services billed to the Debtors in connection with contingency planning was \$989,421 with an additional \$66,766 in charges and disbursements. During the same period, the total aggregate amount of all services billed was \$7,111,455 plus charges and disbursements in the amount of \$440,716. Skadden, Arps' books and records further reflect that for the period July 16, 2000 through July 15, 2001, Skadden, Arps received an aggregate of \$8,028,143 from the Debtors, including payments received for services rendered prior to July 16, 2000, and payment of the Retainer. Any portion of the prepetition amounts received by Skadden, Arps that has not yet been applied to prepetition fees and expenses will be applied when such amounts are identified. Should any balance remain after such application, the remainder will be held as a retainer for and applied against postpetition fees and expenses that are allowed by the Court.

27. Pursuant to the Engagement Agreement, Skadden, Arps provides the Debtors with periodic (no less frequently than monthly) statements for services rendered and charges and disbursements incurred. During the course of the reorganization cases, the issuance of periodic statements shall constitute a request for an interim payment against the reasonable fee to be determined at the conclusion of the representation. For professional services, Skadden, Arps' fees are based in part on its

guideline hourly rates which are periodically adjusted. Skadden, Arps will be providing professional services to the Debtors under its bundled rate schedules and, therefore, Skadden, Arps will not be seeking to be separately compensated for certain staff, clerical and resource changes. Presently, as set forth on Exhibit A to the Engagement Agreement, the hourly rates under the bundled rate structure range from \$445 to \$670 for partners, \$415 for counsel and special counsel, \$250 to \$415 for associates, and \$80 to \$160 for legal assistants and support staff. The hourly rates set forth above are subject to periodic increases in the normal course of the firm's business, often due to the increased experience of a particular professional.

28. Skadden, Arps intends to apply to the Court for allowance of compensation for professional services rendered and reimbursement of charges and disbursements incurred in these chapter 11 cases in accordance with applicable provisions of the Bankruptcy Code, the Bankruptcy Rules, the Local Bankruptcy Rules and the orders of this Court. Skadden, Arps will seek compensation for the services of each attorney and paraprofessional acting on behalf of the Debtors in these cases at the then-current bundled rate charged for such services on a non-bankruptcy matter.

29. The hourly rates set forth above are the firm's standard bundled hourly rates for work of this nature. These rates are set at a level designed to compensate Skadden, Arps fairly for the work of its attorneys and legal assistants and to cover fixed and routine overhead expenses, including those items billed separately to other clients under the firm's standard unbundled rate structure. Consistent with the firm's

policy with respect to its other clients, Skadden, Arps will continue to charge the Debtor for all other services provided and for other charges and disbursements incurred in the rendition of services. These charges and disbursements include, among other things, costs for telephone charges, photocopying (at \$0.10 per page for black and white copies and a higher commensurate charge for color copies), travel, business meals, computerized research, messengers, couriers, postage, witness fees and other fees related to trials and hearings. Charges and disbursements are invoiced pursuant to Skadden, Arps' Policy Statement Concerning Charges and Disbursements. (The "Policy Statement Concerning Charges and Disbursements" is attached as Exhibit B to the Engagement Agreement which is annexed hereto.) Certain charges and disbursements are not separately charged for under the bundled rate structure as described in the Engagement Agreement.

30. Skadden, Arps has agreed to accept as compensation such sums as may be allowed by the Court on the basis of the professional time spent, the rates charged for such services, the necessity of such services to the administration of the estate, the reasonableness of the time within which the services were performed in relation to the results achieved, and the complexity, importance, and nature of the problems, issues or tasks addressed in these cases.

31. Other than as set forth above and in the Butler Affidavit, no arrangement is proposed between the Debtors and Skadden, Arps for compensation to be paid in these cases, and no agreement or understanding exists between Skadden,

Arps and any other entity for the sharing of compensation received or to be received for services rendered in or in connection with the case.

32. No attorney at Skadden, Arps is related to any United States District Judge or U.S. Bankruptcy Judge for the Northern District of Illinois or to the U.S. Trustee for such District or to any known employee in the office thereof, except that Rena M. Samole, a Corporate Restructuring associate employed by Skadden, Arps in its Chicago office worked as a judicial extern to Judge Erwin I. Katz during the summer of 1998, and is also a distant relative of Judge Katz.

33. No previous request for the relief sought in this Application has been made to this Court or any other Court.

WHEREFORE, the Debtors respectfully request that the Court enter an order  
(i) authorizing the Debtors' retention of Skadden, Arps upon the terms outlined in  
this Application; and (ii) granting such other and further relief as is just and proper.

Dated: Chicago, Illinois  
July 16, 2001

Comdisco, Inc., et al.,

By:  \_\_\_\_\_

Norman P. Blake, Jr., Chairman and Chief  
Executive Officer

**EOD** JUL 16 2001

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE NORTHERN DISTRICT OF ILLINOIS  
EASTERN DIVISION**

In re:	)	Case No. <u>01-24795</u>
	)	(Jointly Administered)
COMDISCO, INC.	)	Chapter 11
et al.,	)	Hon. _____
	)	Hearing Date: _____
Debtors.	)	Hearing Time: _____

**AFFIDAVIT AND STATEMENT OF JOHN WM. BUTLER, JR.,  
PURSUANT TO BANKRUPTCY RULES 2014 AND 2016 IN  
SUPPORT OF APPLICATION FOR AN ORDER PURSUANT TO  
11 U.S.C. §§ 327(a) AND 329 AUTHORIZING THE EMPLOY-  
MENT AND RETENTION OF SKADDEN, ARPS, SLATE,  
MEAGHER & FLOM (ILLINOIS) AND AFFILIATED  
PRACTICE ENTITIES AS ATTORNEYS FOR THE DEBTORS**

STATE OF ILLINOIS        )  
  ) ss:  
COUNTY OF COOK        )

**FILED**  
UNITED STATES BANKRUPTCY COURT  
NORTHERN DISTRICT OF ILLINOIS  
JUL 16 2001  
WAYNE E. NELSON, CLERK  
TEAM - C

JOHN WM. BUTLER, JR., being duly sworn, deposes and says:

1. I am a member of the firm of Skadden, Arps, Slate, Meagher & Flom (Illinois), which maintains an office for the practice of law at 333 West Wacker Drive, Chicago, Illinois 60606-1225. I am a member in good standing of the bars of, and am admitted to practice in, the States of Illinois and Michigan, the United States District Courts for the Northern District of Illinois and the Eastern and Western Districts of Michigan, the United States Court of Appeals for the Sixth and Seventh Circuits, and the United States Supreme Court. I submit this affidavit pursuant to 11 U.S.C. §§ 327 and 329 and Fed. R. Bank. P. 2014 and 2016 in support of the Application for Order Pursuant to 11 U.S.C. §§ 327(a) and 329 Authorizing the Employment and Retention of Skadden, Arps, Slate, Meagher & Flom (Illinois) and Affiliated Law

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Practice Entities as Attorneys for the Debtors (the "Application"), filed contemporaneously herewith by the Debtors. Except as otherwise indicated, I have personal knowledge of the matters set forth herein and if called as a witness, would testify competently thereto.<sup>1</sup>

#### QUALIFICATION OF PROFESSIONALS

2. As of March 2001, Skadden, Arps, Slate, Meagher & Flom (Illinois) and its affiliated law practice entities (collectively, "Skadden, Arps") began representing Comdisco, Inc. ("Comdisco") and certain of its subsidiaries and affiliates (collectively, the "Debtors") in their present efforts to restructure their businesses pursuant to an engagement agreement with Skadden, Arps dated as of March 29, 2001 (the "Engagement Agreement"), a copy of which is attached hereto as Exhibit A. Skadden, Arps has performed episodic transactional work and provided advice to the Debtors in connection with certain corporate, financing, tax and other matters since 1985.

3. Skadden, Arps believes it has assembled a highly qualified team of attorneys to service the Debtors during their reorganization efforts. I am the co-leader of Skadden, Arps' worldwide corporate restructuring practice and have served as counsel in transactional work with debtors, sellers, purchasers and creditors of financially troubled companies, in nonjudicial restructurings, and in chapter 11 reorganization cases in several hundred transactions across North America and in

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<sup>1</sup> Certain of the disclosures herein relate to matters within the knowledge of other attorneys at Skadden, Arps and are based on information provided by them.



international transactions located in Asia, Australia, Europe, South America and the Middle East. I am a Fellow of the American College of Bankruptcy, am a director of, and served from 1995-97 as Chairman of, the Turnaround Management Association, am a director of, and served from 1995-97 as President and Chairman of, the American Board of Certification, was a director of the American Bankruptcy Institute from 1991-98, was Chairman of the Governing Board of the Commercial Finance Association Education Foundation from 1994-96, and am Associate General Counsel of the Commercial Finance Association.

4. Together with myself, Charles W. Mulaney and George N. Panagakis coordinate Skadden, Arps' overall representation of Comdisco. Other principal Skadden, Arps partners working on this engagement are Gary P. Cullen, N. Lynn Hiestand, Seth E. Jacobson, Andre LeDuc, Christina M. Tchen, L. Byron Vance, III, and Marian P. Wexler. Mr. Mulaney is a corporate partner concentrating in mergers and acquisitions, corporate financings (public and private), restructurings, and general corporate governance matters including advising the Board of Directors. Mr. Panagakis is a corporate restructuring partner and will be a principal case administration engagement partner in these cases. Ms. Hiestand, a corporate restructuring partner, represents buyers and sellers, borrowers and lenders, debtors and creditors and financial advisors in a variety of domestic and international transactions, and will be responsible for issues involving Comdisco's international operations. Messrs. Cullen and Vance, corporate partners, will be primarily responsible for potential strategic divestiture transactions involving the technology services business and the

leasing business. Mr. Jacobson works on various sophisticated financing transactions, including large secured financings and debt restructuring and will be primarily responsible for financing matters in these cases. Mr. LeDuc, a tax partner, will be responsible for providing the Debtors with advice on tax matters. Ms. Tchen is a litigation partner in the Chicago office and will be primarily responsible for overseeing litigation issues. Ms. Wexler is a real estate partner resident in the Chicago office who will be responsible for leasehold and real property matters.

5. As a result of its prior representation of the Debtors, Skadden, Arps is generally familiar with the Debtors' capital structure, financing documents, and other material agreements, as well as with the Debtors' business affairs and many of the potential legal issues that may arise in the context of these cases.

#### SERVICES TO BE RENDERED

6. The Debtors have requested that Skadden, Arps render the following services in connection with these cases:

(a) advise the Debtors with respect to their powers and duties as debtors and debtors-in-possession in the continued management and operation of their business and properties;

(b) attend meetings and negotiate with representatives of creditors and other parties in interest and advise and consult on the conduct of the case, including all of the legal and administrative requirements of operating in chapter 11;

(c) advise the Debtors in connection with any contemplated sales of assets or business combinations, including the negotiation of asset, stock purchase, merger or joint venture agreements, formulate and implement bidding procedures, evaluate competing offers, draft appropriate corporate documents with respect to the proposed sales, and counsel the Debtors in connection with the closing of such sales;

(d) advise the Debtors in connection with postpetition financing and cash collateral arrangements and negotiating and drafting documents relating thereto, provide advice and counsel with respect to prepetition financing arrangements, and provide advice to the Debtors in connection with the emergence financing and capital structure, and negotiate and draft documents relating thereto;

(e) advise the Debtors on matters relating to the evaluation of the assumption, rejection or assignment of unexpired leases and executory contracts;

(f) provide advice to the Debtors with respect to legal issues arising in or relating to the Debtors' ordinary course of business including attendance at senior management meetings, meetings with the Debtors' financial and turnaround advisors and meetings of the board of directors, and advice on employee, workers' compensation, employee benefits, labor, tax, environmental, banking, insurance, securities, corporate, business operation, contracts, joint ventures, real property, press/public affairs and regulatory matters and advise the Debtors with respect to continuing disclosure and reporting obligations, if any, under securities laws;

(g) take all necessary action to protect and preserve the Debtors' estates, including the prosecution of actions on their behalf, the defense of any actions commenced against those estates, negotiations concerning all litigation in which the Debtors may be involved and objections to claims filed against the estates;

(h) prepare on behalf of the Debtors all motions, applications, answers, orders, reports and papers necessary to the administration of the estates;

(i) negotiate and prepare on the Debtors' behalf plan(s) of reorganization, disclosure statement(s) and all related agreements and/or documents and take any necessary action on behalf of the Debtors to obtain confirmation of such plan(s);

(j) attend meetings with third parties and participate in negotiations with respect to the above matters;

(k) appear before this Court, any appellate courts, and the U.S. Trustee, and protect the interests of the Debtors' estates before such courts and the U.S. Trustee; and

(l) perform all other necessary legal services and provide all other necessary legal advice to the Debtors in connection with these chapter 11 cases.

7. Subject to this Court's approval of the Application, Skadden, Arps is willing to serve as the Debtors' counsel and to perform the services described above.

DISINTERESTEDNESS OF SKADDEN, ARPS

8. Except as otherwise set forth herein, the partners, counsel and associates of Skadden, Arps (a) do not have any connection with the Debtors or their affiliates, their creditors, the U.S. Trustee or any person employed in the office of the U.S. Trustee, or any other party in interest, or their respective attorneys and accountants, (b) are "disinterested persons," as that term is defined in section 101(14) of the Bankruptcy Code, and (c) do not hold or represent any interest adverse to the estates.

9. Skadden, Arps represented, represents and in the future likely will represent certain creditors of the Debtors and other parties-in-interest in matters unrelated to the Debtors, the Debtors' reorganization cases, or such entities' claims against or interests in the Debtors. Of the Debtors' largest unsecured creditors (as determined by the Debtors as of July 10, 2001), professionals, shareholders who own over 5% of the Debtors' shares, officers and directors for the previous three years, the trustees of the Debtors' senior and medium term notes and other debt instruments all as identified by the Debtors, Skadden, Arps currently represents, or has represented the following entities (or in some cases their affiliates as indicated) on matters unrelated to the Debtors:

10. Major Secured Creditors/DLR Lenders: affiliates of Associated Commercial Corp.; the CIT Group; affiliates of Deutsche Financial Services Corp.; affiliates of European American Bank; Fifth Third Bank; affiliates of First Union National Bank; Great West Life; Heller Financial; affiliates of Fleet Business Credit Corp.; affiliate of Hitachi Credit; affiliates of Northwest NA; Olympus America, Inc.; affiliates of Safeco Credit Corp.; affiliates of TD Asset Finance Corp.; affiliates of Transamerica Business Credit; affiliates of U.S. Bancorp Leasing; affiliates of Wachovia Leasing Corp.; and Wells Fargo Bank.

11. Trustees, Largest Holders and Underwriters of the Senior and Medium Term Notes: Banc America Robertson Stephens; affiliate of Banc One Capital Markets, Inc.; Bankers Trust Company; Barclays Capital; Bear, Stearns and Co., Inc.; Brown Brothers Harriman & Co.; Chase Manhattan Bank; Citibank, N.A.; Credit Lyonnais Securities; Deutsche Bank Securities; Fuji Bank and Trust Company; Merrill Lynch & Co.; affiliate of Mellon Financial Markets, LLC; Morgan Stanley & Co., Inc.; Nationsbank Capital Markets, Inc.; Salomon Brothers, Inc. (affiliated with firm client Citigroup, Inc.); State Street Bank and Trust Company; affiliate of Suntrust Bank; UBS Securities; and Warburg Dillon Read, LLC.

12. Lenders: With respect to those Lenders that are parties to that certain Credit Agreement dated December 5, 2000; that certain Amended and Restated Global Credit Agreement dated December 16, 1996; that certain Master Facility Agreement dated April 28, 2000; that certain Loan and Servicing Agreement dated April 1, 2000; that certain Loan and Servicing Agreement dated July 11, 1995, as

amended; that certain Credit Agreement dated December 20, 2000; and that certain Multi-Option Facility Agreement dated June 4, 1991, as amended (the "Loan Agreements"): Bank Hapoalim, B.M.; Bank of America, N.A., formerly known as NationsBank of Texas, N.A., as well as Nationsbank and other of its affiliates; Bank of Tokyo-Mitsubishi; Barclays Capital; Bayerische Hypo-und Vereinsbank; CIBC; Inc.; Citibank, N.A.; affiliates of Citicorp Investment Bank (The Netherlands) NV; Credit Agricole Indosuez; Credit Lyonnais; Deutsche Bank AG; Dresdner Bank AG; First National Bank of Chicago; Fortis Bank; Fuji Bank; Industrial Bank of Japan; Ing Bank; KBC Bank, N.V., affiliates of Mellon Bank, N.A.; National Westminster Bank, PLC; Royal Bank of Scotland, PLC; Salomon Smith Barney, Inc.; UBS Securities; Westpac Banking Corp. and, Westdeutsche LB.

13. Major Trade Creditors: Cisco Systems; EMC Corp.; affiliate of GE Medical Systems and Hewlett Packard Co.

14. Major Customers: AT&T Solutions/Banc One; Flexitronics International, Ltd. (Skadden, Arps represents certain insiders); Ford Motor Company, Inc.; Genuity Solutions, Inc.; affiliate of Lucent Technologies; Motorola, Inc.; affiliate of NEC Electronics; Nortel Networks, Inc.; and Southwestern Bell Telephone Co.

15. Largest Ventures Commitments: Corio Inc.

16. Major Litigants: Armstrong World Industries; E-Toys; Furr's Supermarkets, Inc.; and LTV Steel Company.

17. Potential Purchasers: Skadden, Arps represents one or more of the potential purchasers involved in negotiations with the Debtors in unrelated matters

and will make supplemental disclosures and/or file a supplemental disclosure relating to such matters prior to any hearing on any sale motion or related relief.

18. Shareholders, Officers, Directors, Employees: Coutts and Company, affiliated with Lombard & Ulster Facilities Ltd. where John McNally, Vice President of Finance and Administration of Comdisco, Inc., is a director; Hilton Hotels, which is affiliated with Promus Hotels, Inc. and Embassy Equity Development Corporation, where Norman P. Blake, Jr., chairman and chief executive officer of Comdisco, Inc., served as chairman of the board of directors; Owens Corning, Enron Corporation and The St. Paul Companies, where Norman P. Blake, Jr. is an outside member of the boards of directors; Thomas H. Patrick, member of the Board of the Directors of Comdisco, Inc.; and Putnam Investments, the record keeper and administrator of the 401K retirement program for Comdisco, Inc.

19. Professionals: Goldman, Sachs & Co. and McKinsey & Company.

20. Other Disclosures: Prior to Skadden Arps' retention by the Debtors as evidenced by the Engagement Agreement, Skadden, Arps' attorneys represented Banc One in connection with two of Comdisco's non-recourse financings within the past year, involving loans made by Bank One to Comdisco secured by equipment leases between Comdisco and Network Plus and Comdisco and Samsung. Also, Skadden, Arps represents ICG Communications, Inc., Safety Kleen Services and Service Merchandise Company, Inc. in their restructuring efforts. As part of this representation, Skadden, Arps had previously represented certain of these entities in contract rejection claims against Comdisco, Inc., however, Skadden, Arps is not

currently involved in any such claims. In addition, Skadden, Arps represented five U.S. investors in a series of transactions involving Comdisco, Inc., the most recent of which was completed in 1995. In each of these transactions, Comdisco, Inc. sold its interest in certain computers or peripheral equipment to a foreign investor. That foreign investor leased the equipment back to Comdisco, Inc. and subsequently sold all or a portion of its interest in the lease receivables to a third party. One or more months later, the foreign investor contributed the equipment to a wholly-owned subsidiary of the U.S. investor. In connection with these matters, Skadden, Arps has not represented any of the investors on matters which may be adverse to Comdisco. Furthermore, Skadden, Arps no longer represents any of the investors in connection with these transactions and has not represented any of the investors on any such matters in the past year. Finally, the spouse of David Kolin, one of the Skadden, Arps' attorneys working on the Debtors' cases, works as an attorney for XO Communications, formerly known as Nextlink Communications, where she previously reviewed contracts with Comdisco.

21. Skadden, Arps' representation of the above entities will not affect the firm's representation of the Debtors in these cases. Skadden, Arps does not presently represent the above entities in any matters adverse and/or related to the Debtors. Many of the firm's representations of the above clients consist of representations in episodic transactional matters.

22. Skadden, Arps is one of the largest law firms in the world and has a diverse client base. Indeed, for the period beginning May 1, 2000 and ending April



30, 2001, no single client of the Firm represented more than 2.7% of the value of the time charged to client matters. With the exception of Bear Stearns & Co., Inc., Deutsche Bank Securities, Goldman, Sachs & Co., Merrill Lynch & Co., and Safety Kleen Services, none of the entities listed above represent more than 0.45% of the value of the time charged to client matters in the period beginning May 1, 2000 and ending April 30, 2001.

23. Skadden, Arps currently is engaged in extensive further inquiry (including the individual written response of approximately 1,600 Skadden, Arps attorneys worldwide) regarding the Debtors' constituencies and, if appropriate, will promptly file a supplemental disclosure with the Court when the results of this inquiry are obtained.

24. Neither Skadden, Arps nor any attorney at the firm holds or represents an interest adverse to the estates.

25. Neither Skadden, Arps nor any attorney at the Firm is or was a creditor, an equity holder, or an insider of the Debtors, except that Skadden, Arps previously rendered legal services to the Debtors for which it was compensated. Certain Skadden, Arps partners may own Comdisco common stock, either directly or indirectly. Also, partners of the Firm may hold Comdisco common stock in managed accounts over which they have no control over investment decisions pertaining to holdings in such accounts. Pursuant to the internal policy of Skadden, Arps, the Debtors have been placed on the firm's "restricted list" and no sale or purchase of

securities or claims relating to the Debtors will be authorized or permitted during the pendency of our retention as the Debtors' counsel in the chapter 11 cases.

26. Neither Skadden, Arps nor any attorney at the firm is or was an investment banker for any outstanding security of the Debtors.

27. Neither Skadden, Arps nor any attorney at the firm is or was, within three years before the filing of the Debtors' chapter 11 cases, an investment banker for any security of the Debtors, or an attorney for an investment banker in connection with the offer, sale or issuance of any security of the Debtors.

28. Neither Skadden, Arps nor any attorney at the firm is or was, within two years before the Petition Date, a director, officer or employee of the Debtors or of an investment banker of the Debtors.

29. Skadden, Arps does not have an interest materially adverse to the interests of the estates or of any class of creditors or equity security holders by reason of any direct or indirect relationship to, connection with, or interest in the Debtors or an investment banker specified in the foregoing paragraphs, or for any other reason.

30. Pursuant to the Engagement Agreement, the Debtors waived certain non-disqualifying conflicts and agreed that Skadden, Arps may represent other present and future clients of the firm on a basis adverse to the Debtors, including litigation, legal or other proceedings, so long as Skadden, Arps was not then and had not previously been engaged by the Debtors in the matter. However, during the pendency of the chapter 11 cases, Skadden, Arps will not represent present or future clients of the firm on matters adverse to the Debtors in these chapter 11 cases.

31. In view of the foregoing, Skadden, Arps is a "disinterested person" within the meaning of section 101(14) of the Bankruptcy Code.

PROFESSIONAL COMPENSATION

32. The Engagement Agreement provided for the implementation of a retainer program pursuant to which the Debtors paid an initial retainer of \$750,000 for professional services to be rendered and expenses to be charged by Skadden, Arps in connection with those services described in the Engagement Agreement (the "Initial Retainer"). Thereafter, Skadden, Arps periodically invoiced the Debtors and drew down the Initial Retainer in payment of such invoices. The Initial Retainer was periodically replenished in order to maintain it at a level sufficient to fund fees, charges and disbursements incurred during the engagement.

33. Pursuant to the Engagement Agreement, such replenishments included the Debtors' payment to Skadden, Arps of a filing retainer of \$750,000 to cover a portion of the projected fees, charges and disbursements to be incurred during the reorganization cases (the "Filing Retainer", and, together with the Initial Retainer, the "Retainer").

34. Pursuant to the Engagement Agreement, Skadden, Arps will apply the Retainer to pay any fees, charges and disbursements which remain unpaid as of the Petition Date and will retain the remainder of the Retainer to be applied to any fees, charges and disbursements which remain unpaid at the end of the reorganization cases. As of July 15, 2001 (the last date on which the firm's books and records were reviewed in connection with the preparation of this affidavit), after application of all

prepetition fees, charges and disbursements incurred and posted as of that date (including estimated fees, charges and disbursements billed as of that date), the amount of the Retainer was \$487,103.

35. According to Skadden, Arps' books and records, for the period July 16, 2000 through July 15, 2001, the total amount of services billed to the Debtors in connection with contingency planning was \$989,421 with an additional \$66,766 in charges and disbursements. During the same period, the total aggregate amount of all services billed was \$7,111,455 plus charges and disbursements in the amount of \$440,716. Skadden, Arps' books and records further reflect that for the period July 16, 2000 through July 15, 2001, Skadden, Arps received an aggregate of \$8,028,143 from the Debtors, including payments received for services rendered prior to July 16, 2000, and payment of the Retainer. Any portion of the prepetition amounts received by Skadden, Arps that has not yet been applied to prepetition fees and expenses will be applied when such amounts are identified. Should any balance remain after such application, the remainder will be held as a retainer for and applied against postpetition fees and expenses that are allowed by the Court.

36. Pursuant to the Engagement Agreement, Skadden, Arps provides the Debtors with periodic (no less frequently than monthly) statements for services rendered and charges and disbursements incurred. During the course of the reorganization cases, the issuance of periodic statements shall constitute a request for an interim payment against the reasonable fee to be determined at the conclusion of the representation. For professional services, Skadden, Arps' fees are based in part on its

guideline hourly rates which are periodically adjusted. Skadden, Arps will be providing professional services to the Debtors under its bundled rate schedules and, therefore, Skadden, Arps will not be seeking to be separately compensated for certain staff, clerical and resource changes. Presently, as set forth on Exhibit A to the Engagement Agreement, the hourly rates under the bundled rate structure range from \$445 to \$670 for partners, \$415 for counsel and special counsel, \$250 to \$415 for associates, and \$80 to \$160 for legal assistants and support staff. The hourly rates set forth above are subject to periodic increases in the normal course of the firm's business, often due to the increased experience of a particular professional.

37. Skadden, Arps intends to apply to the Court for allowance of compensation for professional services rendered and reimbursement of charges and disbursements incurred in these chapter 11 cases in accordance with applicable provisions of the Bankruptcy Code, the Bankruptcy Rules, the Local Bankruptcy Rules and the orders of this Court. Skadden, Arps will seek compensation for the services of each attorney and paraprofessional acting on behalf of the Debtors in these cases at the then-current bundled rate charged for such services on a non-bankruptcy matter.

38. The hourly rates set forth above are the firm's standard bundled hourly rates for work of this nature. These rates are set at a level designed to compensate Skadden, Arps fairly for the work of its attorneys and legal assistants and to cover fixed and routine overhead expenses, including those items billed separately to other clients under the firm's standard unbundled rate structure. Consistent with the firm's policy with respect to its other clients, Skadden, Arps will continue to charge the

Debtor for all other services provided and for other charges and disbursements incurred in the rendition of services. These charges and disbursements include, among other things, costs for telephone charges, photocopying (at \$0.10 per page for black and white copies and a higher commensurate charge for color copies), travel, business meals, computerized research, messengers, couriers, postage, witness fees and other fees related to trials and hearings. Charges and disbursements are invoiced pursuant to Skadden, Arps' Policy Statement Concerning Charges and Disbursements. (The "Policy Statement Concerning Charges and Disbursements" is attached as Exhibit B to the Engagement Agreement which is annexed hereto.) Certain charges and disbursements are not separately charged for under the bundled rate structure as described in the Engagement Agreement.

39. Skadden, Arps has agreed to accept as compensation such sums as may be allowed by the Court on the basis of the professional time spent, the rates charged for such services, the necessity of such services to the administration of the estate, the reasonableness of the time within which the services were performed in relation to the results achieved, and the complexity, importance, and nature of the problems, issues or tasks addressed in these cases.

40. Other than as set forth above, no arrangement is proposed between the Debtors and Skadden, Arps for compensation to be paid in these cases.

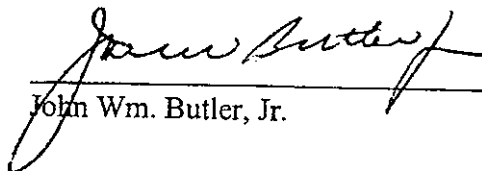
41. Except for such sharing arrangements among Skadden, Arps, Slate, Meagher & Flom (Illinois), its affiliated law practice entities, and their respective members, Skadden, Arps has no agreement with any other entity to share any

compensation received, nor will any be made, except as permitted under section 504(b)(1) of the Bankruptcy Code.

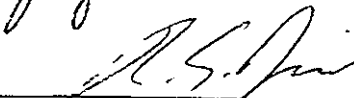
42. I am not related, and to the best of my knowledge, no attorney at the firm is related, to any United States District Judge or United States Bankruptcy Judge in the Northern District of Illinois or to the United States Trustee for such district or any employee in the office thereof, except that Rena M. Samole, a Corporate Restructuring associate employed by Skadden, Arps in its Chicago office, worked as a judicial extern to Judge Erwin I. Katz during the summer of 1998, and also is a distant relative of Judge Katz.

43. Skadden, Arps has instituted and is carrying on further inquiries of its partners and associates with respect to the matters contained herein, including the circulation of a special "disinterestedness" questionnaire to each of the approximately 1,600 attorneys in the firm's twenty-three domestic and international offices. Skadden, Arps will file supplemental affidavits regarding this retention if any additional relevant information comes to its attention. Additionally, as a matter of retention and disclosure policy, Skadden, Arps will periodically review its past and present relationships with entities materially participating in these cases from time to time and will file a supplemental disclosure affidavit, if warranted, approximately every 120 days at the time that professional interim fee applications are filed.

FURTHER AFFIANT SAYETH NOT.

  
\_\_\_\_\_  
John Wm. Butler, Jr.

Sworn to before me this 16<sup>th</sup>  
day of July 2001

  
\_\_\_\_\_  
Notary Public





# EXHIBIT A

SKADDEN, ARPS, SLATE, MEAGHER & FLOM  
(ILLINOIS)

333 WEST WACKER DRIVE  
CHICAGO, ILLINOIS 60606-1285

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WASHINGTON DC  
WILMINGTON  
BEIJING  
BRUSSELS  
FRANKFURT  
HONG KONG  
LONDON  
MOSCOW  
PARIS  
SINGAPORE  
SYDNEY  
TOKYO  
TORONTO

March 29, 2001

**PRIVILEGED AND CONFIDENTIAL**

Comdisco, Inc.  
6111 North River Road  
Rosemont, Illinois 60018

Attention: Mr. Jeremiah M. Fitzgerald  
Senior Vice President, Chief Legal Officer  
and Secretary

Re: Engagement Agreement with Skadden, Arps

Dear Jerry:

We are pleased that Comdisco, Inc., for itself and each of its subsidiaries for which there is no disqualifying conflict (collectively, the "Company"), has decided to engage Skadden, Arps, Slate, Meagher & Flom (Illinois) ("Skadden Arps" or the "Firm") as special counsel in connection with the Company's efforts to work out its present financial difficulties, refinance its existing debt and/or otherwise restructure its financial affairs and capital structure (the "Engagement"). This letter sets forth the terms of our engagement including staffing, fees and waivers, the scope of our engagement, the basis on which the Firm will present its bills for fees, related charges and disbursements, and certain limitations on the Firm's services arising from potential conflicts of interest. As usual, our Engagement is to represent the Company and not its individual directors, officers, employees or shareholders. However, we anticipate that

Comdisco, Inc.  
March 29, 2001  
Page 2

in the course of that Engagement, we may provide information or advice to directors, officers or employees in their corporate capacities.

#### Scope of Engagement

The services to be provided by the Firm in connection with the Engagement will encompass all services normally and reasonably associated with this type of engagement which the Firm is requested and is able to provide and which are consistent with its ethical obligations. As legal counsel, we are not in a position to, and the Company has not retained us to, provide financial advice. With respect to all matters of our Engagement, we will coordinate closely with the Company as to the nature of the services to be rendered by us and the scope of our engagement.

The Engagement may involve advice as to corporate transactions and corporate governance, negotiations, out-of-court agreements with creditors, equity holders, prospective acquirers and investors, review of documents, preparation of agreements, review and preparation of pleadings, court appearances and such other actions as both of us deem necessary and desirable. The Engagement also will include advice to, and representation of the Company, as debtors and debtors-in-possession, should the Company seek relief pursuant to the provisions of the Bankruptcy Code subject to the approval of our retention by the Bankruptcy Court.

If the Company determines that reorganization cases under chapter 11 of the Bankruptcy Code are appropriate, we will prepare for the filing of the chapter 11 petitions, including review of documents and preparation of the petitions with supporting schedules and statements. During the cases, we will advise and consult on the conduct of the cases, including all of the legal and administrative requirements of operating in chapter 11; prepare such administrative and procedural applications and motions as may be required for the sound conduct of the cases; prosecute and defend litigation that may arise during the course of the cases; consult with you concerning and participate in the formulation, negotiation, preparation and filing of a plan or plans of reorganization and disclosure statement(s) to accompany the plan(s); review and object to claims; analyze, recommend, prepare, and bring any causes of action created under the Bankruptcy Code; take all steps necessary and appropriate to bring the cases

Comdisco, Inc.  
March 29, 2001  
Page 3

to a conclusion; and perform the full range of services normally associated with matters such as this which the Firm is in a position to provide.

In the event that chapter 11 cases are commenced and our retention is authorized, our representation will include, as noted above, serving as principal bankruptcy counsel to the debtors-in-possession under a general retainer, subject to court approval. Such representation also will encompass all out-of-court planning and negotiations attendant to these tasks. Although it is hoped that litigation can be avoided, subject to ethical constraints regarding conflicts of interest, we also will be available to serve the Company in any litigation capacities that become necessary to the extent that any required court approval is obtained.

#### Case Management and Coordination of Outside Counsel

It is likely that more than one law firm may be needed for such representation, particularly to represent the Company in connection with the numerous labor-intensive day-to-day tasks associated with potential chapter 11 cases. The Company will have discretion to allocate any aspect of the cases to co-counsel, adjunct counsel, or special counsel (collectively, "Other Counsel"), as the case may be. In that regard, we note that the Company is actively represented by the law firm of Mayer, Brown & Platt in connection with certain pending class action litigation and we will coordinate our activities with that firm as necessary in connection with our Engagement. If, as outlined below, we are unable to obtain court approval for all matters in potential chapter 11 cases that you wish us (and we agree) to undertake, our representation would include as many of those matters as are approved. We are committed to working with the Company and in full cooperation with Other Counsel to manage the Engagement on a cost-efficient and productive basis. To the extent possible, given the nature and magnitude of the Engagement, steps have been taken and should continue to be taken by the Company to coordinate tasks and, when practical, to divide these tasks to avoid unnecessary duplication of effort between us and Other Counsel.

Comdisco, Inc.  
March 29, 2001  
Page 4

### Engagement Personnel

As you requested, Jack Butler, Chip Mulaney and George Panagakis I will coordinate all Engagement matters on behalf of Skadden Arps. Additional lawyers, including those in other practice areas, will be added to the Engagement on an as needed basis.

### Fees, Charges and Disbursements

Our fees will be based primarily on the time involved in the Engagement and our internal time charges. A list of our current hourly time charges is attached as Exhibit A. As part of the Firm's ordinary business practices, hourly time charges are periodically reviewed and revised. If the Engagement results in one or more transactions or a direct economic benefit to the Company, our fee would reflect a variety of factors. These factors include internal time charges, the significance of the Firm's role, the importance of the Firm's expertise, the complexity of the matter, the outcome of the matter, the Firm's contribution to the results obtained, the size and significance of the matter, the intensity and duration of the Firm's efforts, the amount of fees we have received in other comparable matters, and the views of our client. As to the latter factor, we consider it very important and would not submit a final statement for services rendered without having discussed our fee in advance with the Company based on the factors mentioned above.

As to billing, we will submit a client level on-account statement for all Engagement matters approximating internal time charges for payment on not less than a monthly basis, and at each matter's conclusion, we will submit a final statement for services rendered which will be based upon the factors outlined above and which would credit all prior payments. Each statement submitted would be accompanied by a summary of attorney time showing the time worked by each lawyer working on an Engagement matter and the guideline hourly rate for each lawyer. In addition, our billing statements will include charges and disbursements incurred by us in the course of performing legal services in accordance with our standard practice as described in the summary attached as Exhibit B, which may be periodically updated.

From time to time, the Company may request a fee range estimate for a particular Engagement matter. Any such estimate would be premised upon certain

Comdisco, Inc.  
March 29, 2001  
Page 5

assumptions, including, but not limited to, completion of the matter by a particular target date, no unusual issues or problems arising, no litigation, counsel for the other parties sufficiently experienced and competent to perform such counsel's normal functions in this type of matter and so forth. In such situations, we will respond promptly to the Company's request in writing although it is agreed that such estimates shall not constitute a fee cap or amendment of this Engagement Agreement and all such discussions and written estimates would be handled through the undersigned as coordinator of the overall Engagement on behalf of the Firm.

#### Fee Structure and Retainers

It is customary in matters of this nature for us to receive a reasonable retainer / on account payment and to be paid promptly for services rendered and charges and disbursements incurred on behalf of the Company, including payment for the services rendered and charges and disbursements incurred prior to the date hereof. Given the size and complexity of the Company's affairs, we have requested an initial payment in the amount of \$750,000, representing an initial retainer / on account payment for professional services rendered and to be rendered and charges and disbursements incurred by us to the Company's account in connection with our representation of the Company including with respect to any consensual non-judicial restructuring as well as any initial preparation that you authorize for cases under chapter 11 of the Bankruptcy Code that may be filed by or against the Company (the "Initial Retainer"). The Company agrees to supplement the Initial Retainer from time to time during the course of the Engagement in such amounts as we mutually shall agree are reasonably necessary to maintain the Initial Retainer at a level that will be sufficient to fund Engagement fees, charges and disbursements to be incurred for time periods to be covered by the Initial Retainer.

Should the Company subsequently decide to seek chapter 11 relief, we may also require an additional retainer / on account payment to supplement the Initial Retainer in order to cover Engagement fees, charges and disbursements to be incurred during the initial phase of the reorganization cases (the "Filing Retainer"). We will determine and discuss the amount of the Filing Retainer with you prior to the initiation of any chapter 11 case or at such earlier time as either we or the Company deems appropriate or desirable. Of course, the reasonableness of the Filing Retainer remains subject to review by the court in any ensuing cases.

Comdisco, Inc.  
March 29, 2001  
Page 6

In the future, we will send the Company periodic invoices (not less frequently than monthly) for services rendered and charges and disbursements incurred on the basis discussed above. Each invoice constitutes a request for an interim payment against the reasonable fee to be determined at the conclusion of our representation. Upon transmittal of the invoice, the Firm shall draw upon the Initial Retainer (as may be supplemented from time to time by supplemental retainers or the Filing Retainer) in the amount of the invoice. The Company agrees upon submission of each such invoice to wire the invoice amount to us as replenishment of the Initial Retainer (together with any supplemental amount to which the Firm and the Company mutually agree), without prejudice to the Company's right to advise us of any differences it may have with respect to such invoice. We have the right to apply to any outstanding invoice (including amounts billed prior to the date hereof), up to the remaining balance, if any, of the Initial Retainer (as may be supplemented from time to time by supplemental retainers or the Filing Retainer) at any time subject to (and without prejudice to) the Company's opportunity to review our statements.

In the event that the Company subsequently determine to seek bankruptcy court protection and subject to the terms of any professional compensation order entered in the Company's chapter 11 cases, the issuance of our periodic invoice shall constitute a request for an interim payment against the reasonable fee to be determined at the conclusion of the representation. Although the Company may pay us from time to time for services rendered in our capacity as special counsel for various matters, some fees, charges, and disbursements incurred before the filing of bankruptcy petitions (voluntary or involuntary) may remain unpaid as of the date of the bankruptcy filings. Any portion of the Initial Retainer (as may be supplemented from time to time by supplemental retainers or the Filing Retainer) not otherwise properly applied will be held by us for the payment of any such unpaid fees, charges and disbursements (whether or not billed).

If orders for relief relating to the Company are entered, the unused portion, if any, of the Initial Retainer (as may be supplemented from time to time by supplemental retainers or the Filing Retainer) will be applied to any unpaid prepetition invoices and unbilled fees, charges and disbursements, although any requisite court permission will be obtained in advance. Postpetition fees, charges and disbursements will be due and payable immediately upon entry of an order containing such court

Comdisco, Inc.  
March 29, 2001  
Page 7

approval or at such time thereafter as instructed by the court, it being agreed and understood that the unused portion, if any, of the Initial Retainer (as may be supplemented from time to time by supplemental retainers or the Filing Retainer) shall be held by us and applied against the final fee application filed and approved by the court. The Company understands that while the arrangement in this paragraph may be altered in whole or in part by the bankruptcy court, the Company shall nonetheless remain liable for payment of court approved postpetition fees and expenses. Such items are afforded administrative priority under 11 U.S.C. § 503 (b)(1). The Bankruptcy Code provides in pertinent part, at 11 U.S.C. § 1129(a)(9)(A), that a plan of reorganization cannot be confirmed unless these priority expenses are paid in full (unless such claimants agree to different treatment) in cash on the effective date of any reorganization plan.

#### **Confidentiality and Related Matters**

Confidential communications between a client and counsel are ordinarily privileged, but the commencement of a bankruptcy case may severely limit this attorney-client privilege. Specifically, if a trustee is appointed in any case concerning a corporate debtor or partnership, the trustee will be able to obtain from us or other counsel and disclose to others information communicated by the Company to counsel. Some courts also have held that an examiner may invade the attorney-client privilege.

Because of the nature of the Firm's practice (involving more than 1,500 lawyers throughout the United States and in various international offices), from time to time we concurrently may represent one client in a particular case and the adversary of that client in an unrelated case. Thus, for example, while representing the Company, we may represent a third party who is adverse to the Company in a matter unrelated to the matters covered by this agreement. In addition, while representing the Company, we may represent an account debtor of the Company as a debtor in a reorganization case or in connection with out-of-court negotiations with such entity's creditors concerning that entity's ability to pay its debts generally.

Despite any such concurrent representation, we strictly preserve all client confidences and zealously pursue the interests of each of our clients. The mutual understanding reflected in this letter agreement, including the waivers set forth below,



Comdisco, Inc.  
March 29, 2001  
Page 8

are, of course, premised on the Firm's adherence to its professional obligation not to disclose any confidential information or to use it for another party's benefit.

With respect to third parties and based on our initial discussions concerning the Company's capital structure and given the Company's business relationships, we have identified certain principal creditors of the Company as our clients on matters unrelated to the Company including, but not limited to, entities that are providing financial accommodations and services to the Company or have other material relationships. (In the event that chapter 11 cases are commenced, we will prepare a disclosure summary which will be publically disclosed and will be updated periodically thereafter in connection with the filing of interim fee applications and as otherwise required.) Accordingly, while for purposes of this retainer agreement, the Company should assume that we represent a substantial number of the Company's creditors and stakeholders on matters unrelated to the Company, we will, at the Company's request, furnish you with a list of relevant clients when we receive updated information from the Company from time to time regarding its creditors and other stakeholders. In addition, pursuant to the Company's prior waiver and authorization, we have previously represented from time to time certain lenders in connection with lease finance and other transactions relating to the disposition or monetization of the Company's equipment leases. An example of this engagement would be with Bank One, N.A. As part of our undertaking in connection with this agreement, we will no longer represent such entities going forward on new transactions or in connection with the transactions previously completed with your authorization.

We do not provide certain kinds of opinion letters in connection with restructuring and bankruptcy reorganization cases to clients or to others who may wish to rely upon such letters. The nature of this type of engagement is so fact-intensive that no responsible law firm can provide a meaningful opinion on certain debtor-creditor issues. We do not alter this policy except under very unusual circumstances and then only upon further written agreement, as approved by a special committee of the Firm.

#### Waivers and Related Matters

The Firm represents a broad base of clients on a variety of legal matters. Accordingly, absent an effective conflicts waiver, conflicts of interest may arise that could

Comdisco, Inc.  
March 29, 2001  
Page 9

adversely affect your ability and the ability of other clients of the Firm to choose the Firm as its counsel and preclude the Firm from representing you or other clients of our Firm in pending or future matters. Given that possibility, we wish to be fair not only to you, but to our other clients as well. Accordingly, this letter will confirm our mutual agreement that the Firm may represent other present or future parties on matters other than those for which it had been or then is engaged by the Company, whether or not on a basis adverse to the Company or any of its affiliates, including in litigation, legal or other proceedings or matters, which are referred to as "Permitted Adverse Representation." In furtherance of this mutual agreement, the Company agrees that it will not for itself or any other party assert the Firm's representation of the Company, either previously, in its then existing representation in the Engagement, or in any other matter in which the Company retains the Firm, as a basis for disqualifying the Firm from representing another party in any Permitted Adverse Representation and agrees that any Permitted Adverse Representation does not constitute a breach of duty. Permitted Adverse Representation would include, without limitation, representing a client over which the Company might be seeking to acquire influence or control, or from which the Company may wish to buy assets, or representing a client regarding its interest at the time in acquiring influence or control over an entity in which the Company then has a similar interest.

Our representation of the Company is premised on the Firm's adherence to its professional obligation not to disclose any confidential information or to use it for another party's benefit without the Company's consent. Provided that the Firm acts in this manner, the Company would not for itself or any other party assert that the Firm's possession of such information, even though it may relate to a matter for which the Firm is representing another client or may be known to someone at the Firm working on the matter, (a) is a basis for disqualifying the Firm from representing another of its clients in any matter in which the Company or any other party has an interest; or (b) constitutes a breach of any duty owed by the Firm.

With respect to parties affiliated with the Company generally, including parties owned by the Company and parties that hold direct or indirect interests in the Company, it is our understanding that the Firm is not being asked to provide, and will not be providing, legal advice to, or establishing an attorney-client relationship with, any such affiliated party or person in their individual capacity and will not be expected to do so unless the Firm has been asked and has specifically agreed to do so. Finally, it is our understanding that if the Firm acts as counsel for any other party as to which the Company

Comdisco, Inc.  
March 29, 2001  
Page 10

then owns completely, directly or indirectly, all of the common stock or similar voting interest (other than directors' qualifying shares, if any), the mutual agreement reflected in this letter, including the waivers, would apply to that party as well.

\* \* \*

The provisions of this letter will continue in effect, including if the Firm's representation of the Company was ended at your election (which, of course, the Company would be free to do at any time) or by the Firm for Good Cause (which would be subject to ethical requirements). Good cause includes the Company's breach of this agreement (including the failure to pay any statement when due and/or replenish the Initial Retainer), the Company's refusal or failure to cooperate with us, any fact or circumstance that would render our continuing representation unlawful or unethical, or, in our reasonable judgment, resignation of the engagement becomes necessary or appropriate. Any unused portion of the retainers we have received will be applied to our outstanding fees, charges and disbursements and the Company will promptly pay to us the remaining balance owed to us, if any. To the extent that the remaining amount of the retainers exceeds the amount of such fees, charges and disbursements, we will pay such amount to the Company. In addition, the provisions of this Engagement Letter will apply to future engagements of the Firm by the Company unless we mutually agree otherwise.

This agreement shall be governed by and interpreted in accordance with the laws of the State of Illinois without regard to its conflicts of laws principles.

For purposes of this letter, references to Skadden Arps or the Firm include our affiliated law practice entities.

The Company agrees to make appropriate employees available to us to assist in factual inquiries and factual determinations, court hearings and appearances, transactions and dealings in relation to the subject matter with regard to which we have been retained.

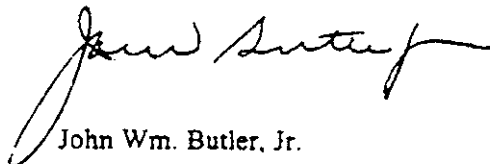
If the foregoing terms of our representation meet with your approval and accurately represent your understanding of the Company's retention agreement with us, we would appreciate your signing one copy of this agreement and returning it to us. There are no representations or promises other than as expressly set forth herein.

Comdisco, Inc.  
March 29, 2001  
Page 11

Again, we very much appreciate the opportunity to work with Comdisco,  
Inc. and look forward to doing so.

With best regards,

Sincerely yours,



John Wm. Butler, Jr.

Attachments

AGREED AND ACKNOWLEDGED:

COMDISCO, INC. for itself  
and its subsidiaries

By: 

Jeremiah M. Fitzgerald  
Senior Vice President, Chief Legal Officer  
and Secretary

Dated: As of March 29, 2001

CONFIDENTIAL

SASM&F LLP & AFFILIATES

STANDARD BUNDLED HOURLY TIME CHARGE SCHEDULE\*

September 1<sup>st</sup>, 2000

PARTNERS and OF COUNSEL: \$445 - \$670

COUNSEL and ASSOCIATES:

<u>Level</u>	<u>Rate</u>
10	\$415
9	405
8	390
7	375
6	365
5	355
4	340
3	310
2	280
1	230**

LEGAL ASSISTANTS: \$80 - \$160

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\* These are the Firm's standard hourly fee rates for most attorneys and legal assistants in the Firm's "bundled rate" structure for clients who are not billed separately for certain charges (e.g., word processing, proofreading, facsimile, and overtime meals). In a limited number of cases or for specific types of work (e.g., M&A transactions, certain types of tax matters, etc.), individual rates may be higher or lower than those stated. In-house reproduction under the bundled rate structure is charged at \$0.10 per page.

\*\* First year associate rates will move to a bundled rate of \$250/hr. on April 1, 2001.

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**  
**Policy Statement Concerning Charges and Disbursements**  
**Under Standard Bundled Rate Structure**  
**Effective 7/1/99**

Skadden Arps bills for reasonable charges and disbursements incurred in connection with an engagement. Clients are billed for external charges at the actual cost billed by the vendor except in a few cases noted below; charges for internal support services are billed at rates derived from internal cost analyses.

**I. Research Services.** Charges for on-line computerized research (primarily Lexis-Nexis and Westlaw) and use of outside research services are billed at the actual vendor invoice amounts which have been reduced by discounts the Firm receives from vendors. There is no charge for information retrieved from public databases through the Internet (including SEC Filings and EDGAR).

SEC filings retrieved using the Disclosure system in our library are charged based on standard vendor rates derived from an internal cost analysis.

The State of Delaware Database provides computer access to a corporations database in Dover, Delaware. The charge for this service is \$50 per transaction, which is the average amount charged by outside services.

**II. Travel-Related Expenses.** Out-of-town travel expenses are billed at actual cost and include air or rail travel, lodging, car rental, taxi or car service, tips and other reasonable miscellaneous items associated with travel. Corporate and/or negotiated discounted rates are passed on to the client. Specific Firm policies for expenditures relating to out-of-town travel include:

- **Air Travel.** Coach travel is used for all domestic flights unless upgrades are available at little additional cost or prior client approval is obtained for a different class. For international flights, business class is used. First class may be used with prior client approval or when upgrades are available at little additional cost.

- **Lodging.** Overnight accommodations are generally booked with hotels with which the Firm has a corporate rate or, when this is not possible, with hotels suggested by the client.

Local travel charges include commercial transportation and, when a private car is used, mileage, tolls and parking. Specific policies govern how and when a client is charged for these expenses; these include:

- **Fares for commercial transportation** (e.g., car service, taxi, rail) are charged at the actual vendor invoice amount. The charge for private car usage is the IRS rate allowance per mile plus the actual cost of tolls and parking.
- **Round-trip transportation to the office** is charged for attorneys who work weekends or holidays. Transportation home may be charged on business days when an attorney works past a certain hour (typically 8:30 p.m.) and has worked a minimum of ten hours that day.
- **Local travel for support staff** is charged when a staff member works after 8:00 p.m. specifically for the client. Charges are limited by Firm policy and depend on form of transportation and distance traveled.

**III. Reproduction.** Photocopying performed in-house is charged at 10 cents per page. Photocopying performed by outside vendors is billed at the actual invoice amount. Special arrangements can be made for unusually large projects.

*IV. Electronic Communications: Clients are charged for communications services as follows:*

- Telephone Charges: There is no charge for local telephone calls. Long distance telephone calls made from the Firm are charged based on applicable rates in tariff tables and are allocated within a client based on the hours worked by attorneys on various matters for that client. Collect, credit card and third-party calls are charged at the vendor rate plus applicable taxes and are assigned to the specific matter for which such charges were incurred.*

*V. Postage and Courier Services: Outside messenger and express carrier services are charged at the actual vendor invoice amount which frequently involves discounts negotiated by the Firm. Postage is charged at actual U.S. mail rates. On certain occasions, internal staff may be required to act as messengers; a standard rate is charged for their time.*

*VI. Meals: Business meals with a client are charged at actual cost. Luncheon and dinner meetings with the client at the Firm are charged based on the costs developed by our food service vendor. Breakfast, beverage and snack services at the Firm's offices are not charged.*

*VII. Direct Payment by Clients of Other Disbursements: Other major disbursements incurred in connection with an engagement will be paid directly by the client. (Those which are incurred and paid by the Firm will be charged to the client at the actual vendor's invoice amount.) Examples of such major disbursements that clients will pay directly include:*

- Professional Fees (including disbursements for outside professional services such as local counsel accountants, witness and other professional fees)*
- Filing/Court Fees (including disbursements for agency fees for filing documents, standard witness fees, juror fees).*
- Transcription Fees (including disbursements for outside transcribing agencies and courtroom stenographer transcripts).*
- Other Disbursements (including any other required out-of-pocket expenses incurred for the successful completion of a matter).*

\* \* \* \* \*





EXHIBIT B

<u>Matter Name</u>	<u>Matter Number</u>
General Corporate Advice	0001
Asset Analysis and Recovery	0002
Assets Dispositions - General	0003
Assets Dispositions - Firefighters	0004
Asset Dispositions - Zeus	0005
Automatic Stay (Relief Actions)	0006
Business Operations	0007
Case Administration	0008
Claims Administration and Objections	0009
Consignment/Reclamation/Trust Fund Claims	0010
Creditor Meetings / Statutory Committees	0011
Disclosure Statement / Voting Issues	0012
Employee / Labor Matters	0013
Environmental Matters	0014
Executory Contracts/Personalty	0015
Financing / DIP and Emergence	0016
Foreign Subsidiaries	0017
Insurance	0018
Leases (Real Property)	0019
Litigation (General)	0020
Litigation (Insurance Recovery)	0021
Liquidation / Feasibility	0022
Nonworking Travel Time	0023
Press / Public Affairs	0024
Real Estate (Owned)	0025
Regulatory Matters	0026
Reorganization Plan	0027
Reports and Schedules	0028
Retention / Fee Matters (SASM&F)	0029
Retention / Fee Matters / Objections (Others)	0030
Secured Claims / Conduit Financing	0031
Tax Matters	0032
U.S. Trustee Matters	0033
Utilities	0034
Vendor Matters	0035

**EXHIBIT B**

EXHIBIT B

**SKADDEN, ARPS BUSINESS STATISTICS  
AND SUMMARY OF ATTORNEY TIME  
FOR THE CASE PERIOD  
July 16, 2001 to August 12, 2002**

Total Fees Recorded: \$19,453,839

Actual Fees Billed: \$18,472,987

Total Fees Recorded

Partners:	9,445.3 (16%)
Counsel:	1,292.2 (2%)
Associates:	39,243.7 (69%)
Paraprofessionals:	<u>7,235.9 (13%)</u>
Total Hours:	57,217.1

Total Hours Billed

Partners:	9,195.6 (17%)
Counsel:	1,162.3 (2%)
Associates:	37,232.9 (70%)
Paraprofessionals:	<u>6,078.3 (11%)</u>
Total Hours:	53,669.1

Blended Hourly Rate: \$323

Total Charges and Disbursements Recorded: \$1,391,220

Actual Charges and Disbursements Recorded: \$1,243,780

**EXHIBIT 1**

EXHIBIT

**TIME SUMMARY TO FINAL FEE APPLICATION OF  
SKADDEN, ARPS, SLATE, MEAGHER & FLOM (ILLINOIS)  
AND ITS AFFILIATED LAW PRACTICES  
JULY 16, 2001 - AUGUST 12, 2002**

Name	Year of Admis- sion	Rate <sup>1</sup>	Third Period Hours	Third Period Amount	Total Hours	Total Amount
<b>PARTNERS</b>						
George N. Panagakis	1990	\$502	763.3	\$386,647	1,909.2	\$957,530
L. Byron Vance III	1992	\$484	482.9	\$237,579	1,549.3	\$750,569
John Wm. Butler, Jr.	1980	\$672	135.6	\$92,788	1,083.8	\$728,591
N. Lynn Hiestand	1981	\$651	0.0	\$0	928.9	\$604,937
Felicia G. Perlman	1992	\$480	936.6	\$449,568	936.6	\$449,568
Matthew R. Kipp	1989	\$531	340.9	\$184,024	700.0	\$371,948
Andre LeDuc	1978	\$653	287.2	\$186,680	523.8	\$341,806
Neal R. Stoll	1974	\$643	0.0	\$0	408.3	\$262,569
Christina M. Tchen	1984	\$604	24.4	\$14,884	403.1	\$243,470
Charles W. Mulaney, Jr.	1975	\$682	22.6	\$15,708	290.9	\$198,470
Gary P. Cullen	1985	\$590	0.0	\$0	90.8	\$53,572
Marian P. Wexler	1977	\$598	0.0	\$0	80.0	\$47,852
Timothy A. Nelsen	1973	\$652	0.0	\$0	66.3	\$43,234
Michael A. Lawson	1978	\$603	10.6	\$6,466	45.4	\$27,375
Randall J. Rademaker	1982	\$650	0.0	\$0	41.5	\$26,975
Seth E. Jacobson	1988	\$511	0.0	\$0	51.6	\$26,372

<sup>1</sup> The blended rates set forth for certain professionals incorporate a reduced billing rate for non-working travel time.

**EXHIBIT 2**

Name	Year of Admis- sion	Rate <sup>2</sup>	Third Period Hours	Third Period Amount	Total Hours	Total Amount
<b>PARTNERS</b>						
Richard F. Kadlick	1985	\$630	0.0	\$0	30.5	\$19,215
Christopher L. Baker	1984	\$695	25.5	\$17,723	25.5	\$17,723
Barry E. Hawk	1965	\$695	0.0	\$0	16.0	\$11,121
Karen L. Corman	1987	\$580	0.0	\$0	14.1	\$8,178
<b>Total Partners</b>			<b>3,029.6</b>	<b>\$1,592,067</b>	<b>9,195.6</b>	<b>\$5,191,075</b>
<b>COUNSEL</b>						
Carole Aciman	1991	\$461	57.0	\$26,790	224.4	\$103,421
Albert W. Adametz	1994	\$470	126.7	\$59,549	126.7	\$59,549
Kathleen M. Cronin	1989	\$403	0.0	\$0	114.3	\$46,086
David F. Kolin	1987	\$449	44.0	\$20,680	323.7	\$145,395
Laurence Mitrovic	1988	\$488	87.7	\$43,411	201.7	\$98,366
Brain C. Mohr	1980	\$470	0.0	\$0	119.9	\$56,353
Calvin Siemer	1993	\$470	0.0	\$0	51.6	\$24,252
<b>Total Counsel</b>			<b>315.4</b>	<b>\$150,430</b>	<b>1,162.3</b>	<b>\$533,422</b>
<b>ASSOCIATES</b>						
Felicia G. Perlman	1992	\$447	0.0	\$0	2,053.8	\$917,425
James D. Anderson	1998	\$353	902.0	\$327,955	2,575.3	\$909,007
Ron E. Meisler	1999	\$355	712.0	\$256,582	2,098.6	\$745,149
Matthew M. Murphy	1999	\$284	794.7	\$233,974	2,559.5	\$726,770

<sup>2</sup> The blended rates set forth for certain professionals incorporate a reduced billing rate for non-working travel time.

EXHIBIT 2

Name	Year of Admis- sion	Rate <sup>3</sup>	Third Period Hours	Third Period Amount	Total Hours	Total Amount
<b>ASSOCIATES</b>						
Ryan J. Rohlfen	1999	\$327	608.8	\$200,904	1,986.8	\$648,863
Christopher Athas	2000	\$282	595.7	\$174,287	2,124.6	\$599,641
Seth J. Gerson	1996	\$403	456.5	\$187,976	1,485.1	\$599,050
Jeffrey J. Steinle	1996	\$353	574.6	\$208,676	1,474.3	\$520,541
James S. Harrington	2001	\$245	796.0	\$210,506	1,817.3	\$445,014
Carolyn G. Aberman	1998	\$320	79.8	\$25,955	1,348.0	\$431,926
Karen M. Lee	1996	\$388	522.0	\$206,192	1,099.6	\$426,200
Matthew W. Scheflen	1999	\$321	225.0	\$74,250	1,100.0	\$353,074
Jason P. Ketchens	2000	\$275	69.5	\$20,503	1,256.9	\$345,457
Lanelle K. Meidan	2000	\$330	46.5	\$15,345	850.1	\$280,533
Nancy Olson	1996	\$381	0.0	\$0	653.8	\$249,284
Armelle Hugon	Foreign	\$286	313.7	\$92,543	853.3	\$244,015
Joseph N. Wharton	1998	\$270	0.0	\$0	877.0	\$236,361
Linda Soohoo	1990	\$438	0.0	\$0	534.5	\$234,048
Michael F. DeFranco	1999	\$340	0.0	\$0	676.9	\$230,137
Christopher P. Connors	1999	\$330	132.7	\$43,791	653.6	\$215,657
Andreas Frohner	Foreign	\$347	269.5	\$97,018	579.5	\$201,095
Gerard C. Martin	1998	\$347	82.3	\$30,042	519.1	\$179,934
Steven J. Nagy	1997	\$370	14.2	\$5,396	482.7	\$178,640

<sup>3</sup> The blended rates set forth for certain professionals incorporate a reduced billing rate for non-working travel time.

Name	Year of Admis- sion	Rate <sup>4</sup>	Third Period Hours	Third Period Amount	Total Hours	Total Amount
<b>ASSOCIATES</b>						
Laura C. Pieper	2001	\$227	0.0	\$0	652.8	\$147,878
Catherine Danz	2001	\$217	0.0	\$0	675.0	\$146,555
Anna Nguyen	1997	\$364	12.3	\$4,674	399.8	\$145,708
Jodie L. Chusid	1998	\$343	0.0	\$0	424.6	\$145,540
Samuel S. Ory	1997	\$369	78.2	\$29,716	382.8	\$141,258
Yann Guerin	Foreign	\$272	0.0	\$0	498.0	\$135,319
Nathan L. Stuart	2002	\$228	505.8	\$115,368	505.8	\$115,368
David A. Straite	1996	\$389	0.0	\$0	273.6	\$106,509
Anton F. Mikel	2001	\$256	261.5	\$69,300	354.2	\$90,621
Brian T. Henry	2000	\$294	0.0	\$0	235.8	\$69,299
Susan Smith	2000	\$235	35.6	\$9,435	269.3	\$63,186
Christine M. DeMott	2000	\$281	0.0	\$0	183.9	\$51,639
Daniel M. Smith	1990	\$200	0.0	\$0	249.8	\$49,960
Michele Walton	1999	\$330	0.0	\$0	150.7	\$49,731
Tzivia Masliansky	2001	\$238	34.6	\$9,169	150.7	\$35,872
Jan D. Bayer	Foreign	\$416	12.8	\$5,504	83.4	\$34,717
Sara M. Turner	1995	\$173	0.0	\$0	196.8	\$34,002
Thomas W. Greaves	2000	\$232	0.0	\$0	144.7	\$33,503
Eric J. Gorman	1995	\$415	0.0	\$0	73.9	\$30,668

<sup>4</sup> The blended rates set forth for certain professionals incorporate a reduced billing rate for non-working travel time.



Name	Year of Admis- sion	Rate <sup>5</sup>	Third Period Hours	Third Period Amount	Total Hours	Total Amount
<b>ASSOCIATES</b>						
Maria A. Lijoi	2001	\$295	23.8	\$7,022	99.6	\$29,383
Stephanie Heliot	Foreign	\$295	0.0	\$0	82.6	\$24,367
Nikolaos M. Peristerakis	Foreign	\$380	0.0	\$0	60.2	\$22,876
Erin Perkins	1998	\$365	0.0	\$0	62.6	\$22,849
Carolyn N. Guthrie	1993	\$200	0.0	\$0	105.5	\$21,100
Ingrid Vandendorre	2000	\$324	0.0	\$0	60.9	\$19,712
Robert John Hellewell	1996	\$185	0.0	\$0	88.7	\$16,409
Pablo Berbel	Foreign	\$295	41.6	\$12,273	96.8	\$28,557
Wolfgang Bergthaler	Foreign	\$230	58.7	\$13,501	58.7	\$13,501
James C. Fos	Foreign	\$314	0.0	\$0	42.7	\$13,419
Gregg L. Brochin	2001	\$297	28.1	\$9,273	41.9	\$12,447
Anna Kaczmarek	1998	\$340	0.0	\$0	35.3	\$12,002
Belle H. Hsu	1997	\$361	0.0	\$0	33.0	\$11,904
David Seymour	1995	\$170	0.0	\$0	69.1	\$11,747
James Sherman	1999	\$170	0.0	\$0	64.7	\$10,999
Michelle Kraus	2000	\$170	0.0	\$0	59.3	\$10,081
Christopher D. Epperson	Foreign	\$346	0.0	\$0	29.0	\$10,032
Jamie Marsh	2001	\$252	11.1	\$3,402	39.2	\$9,865
Alessandra Zingone	Foreign	\$415	19.6	\$8,134	19.6	\$8,134

<sup>5</sup> The blended rates set forth for certain professionals incorporate a reduced billing rate for non-working travel time.

Name	Year of Admission	Rate <sup>6</sup>	Third Period Hours	Third Period Amount	Total Hours	Total Amount
<b>ASSOCIATES</b>						
Jean Kim	2000	\$252	0.0	\$0	31.7	\$7,980
Kenneth A. Rubenstein	1997	\$355	0.0	\$0	21.7	\$7,703
Michael J. Gyr	Foreign	\$365	17.7	\$6,461	17.7	\$6,461
Suzanne Strater	1996	\$340	0.0	\$0	18.1	\$6,154
Steve Pearlman	1998	\$310	0.0	\$0	19.8	\$6,138
Amie D. Rooney	2001	\$230	0.0	\$0	26.0	\$5,980
Suling Lam	1998	\$365	12.6	\$4,599	12.6	\$4,599
Tero Louko	2001	\$393	0.0	\$0	10.8	\$4,248
F. Neil MacDonald	1997	\$365	0.0	\$0	11.4	\$4,161
Omar Calimbas	2000	\$180	0.0	\$0	19.7	\$3,546
Risa M. Levine	2001	\$230	0.0	\$0	14.0	\$3,220
Laura A. Bailyn	2001	\$230	0.0	\$0	13.4	\$3,082
Jeleen Guttenberg	1996	\$280	0.0	\$0	10.2	\$2,856
<b>Total Associates</b>			<b>8,349.5</b>	<b>\$2,719,726</b>	<b>36,942.4</b>	<b>\$11,920,666</b>
<b>SUMMER/WINTER ASSOCIATES</b>						
Nathan L. Stuart	-	\$170	0.0	\$0	239.1	\$40,647
Matthew T. Davidson	-	\$170	0.0	\$0	51.4	\$8,738
<b>Total Summer/Winter Associates</b>			<b>0.0</b>	<b>\$0</b>	<b>290.5</b>	<b>\$49,385</b>

<sup>6</sup> The blended rates set forth for certain professionals incorporate a reduced billing rate for non-working travel time.

Name	Year of Admis- sion	Rate <sup>7</sup>	Third Period Hours	Third Period Amount	Total Hours	Total Amount
<b>LEGAL ASSISTANTS</b>						
Toni Frost	-	\$151	310.0	\$46,500	1,181.7	\$178,136
Matthew Berglind	-	\$135	282.5	\$39,231	555.1	\$74,669
William Fieberg	-	\$160	122.9	\$19,664	456.0	\$72,960
Dorian DeFrancesco	-	\$159	0.0	\$0	256.8	\$40,864
Anthony Humphrey	-	\$80	0.0	\$0	465.9	\$37,272
John Nowicki	-	\$160	58.1	\$9,296	218.6	\$34,976
Mark Nugent	-	\$147	0.0	\$0	208.7	\$30,623
Scott Fenwick	-	\$152	9.6	\$1,536	191.4	\$29,188
Rosemary Rama	-	\$157	0.0	\$0	139.1	\$21,776
Virginia Aldrich	-	\$88	0.0	\$0	238.1	\$20,962
Angeline Negron	-	\$80	48.7	\$3,896	256.6	\$20,528
Damani Sims	-	\$110	0.0	\$0	170.3	\$18,733
Joseph Belmar	-	\$80	57.1	\$4,568	221.1	\$17,688
Autumn Gieske	-	\$160	0.0	\$0	99.2	\$15,872
Carla Reames	-	\$160	0.0	\$0	89.5	\$14,320
Angelly Shahani	-	\$130	0.0	\$0	98.4	\$12,792
P. Hoffman	-	\$160	71.2	\$11,392	71.2	\$11,392
D. Rosi	-	\$80	100.6	\$8,048	100.6	\$8,048
Wiley Owens	-	\$80	14.8	\$1,184	95.1	\$7,608

<sup>7</sup> The blended rates set forth for certain professionals incorporate a reduced billing rate for non-working travel time.

Name	Year of Admis- sion	Rate <sup>8</sup>	Third Period Hours	Third Period Amount	Total Hours	Total Amount
<b>LEGAL ASSISTANTS</b>						
Julie Gilchrist	-	\$160	0.0	\$0	44.7	\$7,152
Torry Armfield	-	\$110	0.0	\$0	62.6	\$6,886
John McVicker	-	\$160	0.0	\$0	41.6	\$6,656
Lorenzo Middleton	-	\$110	0.0	\$0	60.4	\$6,644
Ashleigh Blaylock	-	\$83	0.0	\$0	76.2	\$6,315
Toby Worscheck	-	\$80	77.0	\$6,160	77.0	\$6,160
Pauline Chow	-	\$150	0.0	\$0	41.0	\$6,150
L. Diamond	-	\$110	0.0	\$0	55.9	\$6,149
Wystan Ackerman	-	\$150	0.0	\$0	36.1	\$5,415
Molly Dennison	-	\$130	0.0	\$0	39.9	\$5,187
John Murphy	-	\$110	0.0	\$0	43.1	\$4,741
Cynthia Way	-	\$150	0.0	\$0	31.3	\$4,695
Ty Robinson	-	\$112	1.7	\$136	39.0	\$4,360
Cassandra Boyd	-	\$130	0.0	\$0	27.2	\$3,536
Alec Schultz	-	\$70	0.0	\$0	45.7	\$3,199
Guilain Hippolyte	-	\$110	0.0	\$0	26.4	\$2,904
Ben Hollenshead	-	\$142	0.0	\$0	20.1	\$2,859
Darron Brown	-	\$80	0.0	\$0	35.2	\$2,816
Sarah Barr	-	\$130	0.0	\$0	21.0	\$2,730

<sup>8</sup> The blended rates set forth for certain professionals incorporate a reduced billing rate for non-working travel time.

Name	Year of Admis- sion	Rate <sup>9</sup>	Third Period Hours	Third Period Amount	Total Hours	Total Amount
<b>LEGAL ASSISTANTS</b>						
Jennifer Hale	-	\$110	0.0	\$0	23.7	\$2,607
Susan Jacobson	-	\$160	0.0	\$0	16.0	\$2,560
Leila Afshar	-	\$110	0.0	\$0	18.0	\$1,980
Shelley Saindon	-	\$135	0.0	\$0	13.9	\$1,876
Michael Cox	-	\$70	0.0	\$0	19.7	\$1,379
S. Walker	-	\$125	0.0	\$0	10.6	\$1,325
JoAnn Buss	-	\$80	0.0	\$0	16.5	\$1,320
Jon Malenfant	-	\$110	0.0	\$0	11.9	\$1,309
Tiffany Brinkman	-	\$110	0.0	\$0	10.2	\$1,122
<b>Total Legal Assistants</b>			<b>1,154.2</b>	<b>\$151,611</b>	<b>6,078.3</b>	<b>\$778,439</b>
			<b>12,848.7</b>	<b>\$4,613,834</b>	<b>53,669.1</b>	<b>\$18,472,987</b>

<sup>9</sup> The blended rates set forth for certain professionals incorporate a reduced billing rate for non-working travel time.



**SUMMARY OF SERVICES RENDERED BY  
SKADDEN, ARPS, SLATE, MEAGHER & FLOM (ILLINOIS)  
AND ITS AFFILIATED LAW PRACTICES  
JULY 16, 2001 - AUGUST 12, 2002**

Activity	Third Pe- riod Hours	Third Period Fees	Total Hours	Total Fees
Asset Dispositions - Leasing	2,818.6	\$977,000	14,184.5	\$4,967,476
Asset Dispositions - Availability Solutions	843.5	\$279,961	9,481.2	\$3,336,747
Reorganization Plan	2,612.5	\$970,836	3,153.6	\$1,182,151
Regulatory Matters	0.0	\$0	3,440.0	\$1,001,097
Case Administration	722.4	\$154,724	3,763.5	\$749,777
Tax Matters	652.5	\$314,882	1,687.5	\$728,300
Foreign Subsidiaries	569.9	\$218,912	2,010.1	\$729,633
Creditor Meetings/Statutory Committees	81.9	\$36,010	1,571.6	\$646,162
Disclosure Statement/Voting Issues	1,256.2	\$496,980	1,606.6	\$616,217
Claims Administration/Objections	956.8	\$356,112	1,657.5	\$599,947
Employee/Labor Matters	335.0	\$141,337	1,382.0	\$572,942
General Corporate Advice	181.9	\$83,134	912.7	\$471,544
Leases (Real Property)	150.9	\$36,786	1,247.9	\$398,983
Financing/DIP and Emergence	94.2	\$36,823	1,056.1	\$388,983
Retention/Fee Matters/Objections (Others)	598.0	\$196,324	1,020.9	\$347,360
Asset Dispositions - General	384.9	\$134,933	931.8	\$321,081
Retention/Fee Matters (SASM&F)	272.3	\$84,508	710.1	\$214,072
Business Operations	18.1	\$7,913	453.5	\$211,398
Reports and Schedules	0.0	\$0	689.7	\$208,619

**EXHIBIT 3**

Activity	Third Pe- riod Hours	Third Period Fees	Total Hours	Total Fees
Automatic Stay (Relief Actions)	6.0	\$1,452	445.0	\$156,430
Nonworking Travel Time	114.3	\$23,369	806.4	\$153,472
Litigation (General)	105.3	\$40,184	385.9	\$129,211
Executory Contracts/Personalty	41.6	\$11,372	351.1	\$106,528
Litigation (Insurance Recovery)	14.1	\$5,062	251.8	\$88,377
Asset Analysis and Recovery	0.0	\$0	166.9	\$54,201
Utilities	6.3	\$1,670	123.8	\$38,152
Secured Claims/Conduit Financing	0.0	\$0	111.9	\$34,252
Vendor Matters	0.0	\$0	35.1	\$12,067
Real Estate (Owned)	0.0	\$0	18.9	\$4,258
Insurance	11.5	\$3,550	11.5	\$3,550
<b>TOTAL</b>	<b>12,848.7</b>	<b>\$4,613,834</b>	<b>53669.1</b>	<b>\$18,472,987</b>

ET 8/1/02



IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE NORTHERN DISTRICT OF ILLINOIS  
EASTERN DIVISION

-----X  
In re: : Case No. 01-24795  
: (Jointly Administered)  
COMDISCO, INC. :  
: Chapter 11  
et al. :  
: Hon. Ronald Barliant  
Debtors. :  
-----X

EXHIBIT D-1  
ASSET DISPOSITIONS - LEASING  
14,184.5 HOURS

SKADDEN, ARPS, SLATE, MEAGHER & FLOM (ILLINOIS)  
333 West Wacker Drive  
Chicago, Illinois 60606-1285

and

SKADDEN, ARPS, SLATE, MEAGHER & FLOM, LLP  
Four Times Square  
New York, NY 10036

**EXHIBIT 1**

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Comdisco, Inc. (DIP)  
Asset Dispositions - Zeus

Bill Date: 05/20/02  
Bill Number: 917155

NAME	DATE	HOURS	DESCRIPTION
BUTLER, JR. J	04/17/02	0.80	CONTINUE TO PREPARE FOR APRIL 18TH OMNIBUS HEARING BEFORE JUDGE BARLIANT IN CHICAGO BANKRUPTCY COURT REGARDING SALE OF ANZ AND HEALTHCARE BUSINESSES (.8).
BUTLER, JR. J	04/18/02	1.50	PREPARE FOR (.6) AND ATTEND (.9) OMNIBUS HEARING BEFORE JUDGE BARLIANT IN CHICAGO BANKRUPTCY COURT REGARDING SALE OF ANZ AND HEALTHCARE BUSINESSES.
		2.30	
KIPP MR	04/16/02	2.50	ATTENTION TO THE EQUITY COMMITTEE'S RECENTLY-FILED OPPOSITION TO THE DEBTORS' MOTIONS TO APPROVE THE SALE OF HEALTHCARE AND AUSTRALIA AND NEW ZEALAND (2.0); PREPARE FOR THE APRIL 18 OMNIBUS HEARING (.5).
KIPP MR	04/17/02	10.90	INTERVIEW A. HAMILTON AND DRAFT PROFFER FOR SAME (3.2); INTERVIEW F. CIRONE AND PREPARE PROFFER FOR SAME (3.1); REVIEW AND EDIT MEMORANDA IN SUPPORT OF DEBTORS' MOTIONS TO APPROVE SALES OF ASSETS (2.4); REVIEW AND EDIT DECLARATIONS OF N. BLAKE, T. SNYDER, AND V. GUTIN (2.2).
KIPP MR	04/18/02	4.20	MEET WITH F. CIRONE AND EDIT PROFFER (1.4); ATTEND OMNIBUS HEARING (2.8).
		17.60	
LEDUC A	04/24/02	1.00	CEG SALE ISSUE (1.0).
		1.00	
PANAGAKIS GN	04/01/02	1.40	TELECONFERENCE WITH N. BLAKE, R. MISHLER, V. GUTIN AND REPRESENTATIVES OF CREDITORS COMMITTEE REGARDING GATX (1.4).
PANAGAKIS GN	04/02/02	2.00	ATTENTION TO ISSUES REGARDING SALE OF HEALTHCARE (1.0); REVIEW AND COMMENT ON MOTION (1.0).
PANAGAKIS GN	04/03/02	0.80	ATTENTION TO SALE OF HEALTHCARE, INCLUDING REVIEW OF AGREEMENT AND MOTION (.8).

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**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

PANAGAKIS GN	04/04/02	0.40	ATTENTION TO HEALTHCARE SALE (.4).
PANAGAKIS GN	04/05/02	0.50	ATTENTION TO ELECTRONICS CLOSING MATTERS (.5).
PANAGAKIS GN	04/05/02	0.50	ATTENTION TO STATUS OF AUSTRALIA SALE (.5).
PANAGAKIS GN	04/08/02	1.20	ATTENTION TO MOTION TO RATIFY BOARD APPROVAL OF SALE OF AUSTRALIAN ASSETS (1.2).
PANAGAKIS GN	04/09/02	0.30	CONTINUED ATTENTION TO ELECTRONICS CLOSING ISSUES (.3).
PANAGAKIS GN	04/09/02	0.50	ATTENTION TO FINALIZATION OF AUSTRALIA MOTION (.5).
PANAGAKIS GN	04/16/02	1.50	REVIEW OBJECTION TO SALE AND CONSIDER STRATEGY REGARDING RESPONDING TO SAME (1.5).
PANAGAKIS GN	04/17/02	5.70	PARTICIPATE ON SEVERAL STRATEGY CALLS WITH MANAGEMENT, T. SNYDER, V. GUTIN AND OTHERS IN PREPARATION FOR NEXT DAY CONTESTED SALE HEARING (3.5); SEVERAL TELEPHONE CALLS WITH B. BALDIGA AND E. WEISFELNER REGARDING SAME (1.0); REVIEW AND COMMENT ON PROFFERS, DECLARATIONS AND RELATED MATERIALS REGARDING SAME (1.2).
PANAGAKIS GN	04/18/02	3.10	REVIEW AND FINALIZE PROFFERS, DECLARATIONS AND RESPONSE REGARDING CONTESTED LEASING SALE (1.1); MEETING WITH MANAGEMENT TEAM REGARDING SAME (.8); ATTEND HEARING REGARDING SAME (.9); FOLLOW UP MATTERS REGARDING SAME (.3).
PANAGAKIS GN	04/19/02	1.00	ATTENTION TO CLOSING ISSUES REGARDING ELECTRONICS SALE (1.0).
		18.90	
PERLMAN F	04/01/02	1.30	REVIEW PROPOSED PURCHASE OF IT LEASING (.3); CONTINUE ATTENTION TO HEALTHCARE SALE (.6); ATTENTION TO ISSUES REGARDING ELECTRONICS SALE (.4).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

PERLMAN F	04/02/02	3.10	CONTINUE ATTENTION TO HEALTHCARE SALE (1.0); ATTENTION TO ELECTRONICS ISSUES REGARDING EUROPEAN ASSETS (.4); TELECONFERENCE WITH G. HOLTZER REGARDING HEALTHCARE (.4); REVIEW HEALTHCARE ORDER (.7); CONTINUE ATTENTION TO HEALTHCARE SALE (.6).
PERLMAN F	04/03/02	2.60	FINALIZE HEALTHCARE MOTION (1.8); CONTINUED ATTENTION TO HEALTHCARE SALE (.5); ATTENTION TO HEALTHCARE DLR ISSUES (.3).
PERLMAN F	04/04/02	0.40	ATTENTION TO AUSTRALIAN SALE (.4).
PERLMAN F	04/05/02	0.90	TELECONFERENCE WITH G. HOLTZER REGARDING ELECTRONICS ISSUES REGARDING EUROPEAN ASSETS (.3); ATTENTION TO AUSTRALIA SALE (.6).
PERLMAN F	04/08/02	2.40	WORK ON ISSUES REGARDING AUSTRALIA SALE AND MOTION (2.4).
PERLMAN F	04/09/02	1.50	ATTENTION TO ELECTRONICS CLOSING ISSUES (.5); FINALIZE AUSTRALIA MOTION (1.0).
PERLMAN F	04/13/02	1.20	REVIEW AND REVISE HEALTHCARE PROFFER (.5); REVIEW AND REVISE AUSTRALIA PROFFER (.4); REVIEW AND REVISE SALE PROFFER (.3).
PERLMAN F	04/15/02	3.50	REVIEW AND EVALUATE OBJECTION TO AUSTRALIA SALE (1.2); ATTENTION TO TYCO SETTLEMENT (1.0); REVIEW AND EVALUATE OBJECTION TO HEALTHCARE SALE (1.3).
PERLMAN F	04/16/02	8.70	PREPARE FOR HEARING ON AUSTRALIA SALE (1.9); REVISE AUSTRALIA RESPONSE (1.3); REVISE TYCO RESPONSE (.8); PREPARE FOR HEARING ON HEALTHCARE SALE (2.2); REVISE HEALTHCARE RESPONSE (1.7); REVIEW OBJECTIONS TO HEALTHCARE SALE (.8).
PERLMAN F	04/17/02	10.80	CONTINUE ATTENTION TO AUSTRALIA SALE (1.8); PREPARE RESPONSE TO AUSTRALIA SALE (2.8); PREPARE FOR SALE HEARING (3.5); PREPARE RESPONSE TO HEALTHCARE SALE (2.7).
PERLMAN F	04/18/02	4.00	CONTINUE TO PREPARE FOR AUSTRALIA SALE (1.2); PREPARE FOR HEALTHCARE SALE HEARING (1.8); ATTEND HEALTHCARE SALE HEARING (1.0).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

PERLMAN F	04/23/02	1.60	ATTENTION TO LUCENT AND OTHER ISSUES REGARDING ELECTRONIC CLOSING (1.3); TELECONFERENCE WITH S. COHEN REGARDING LUCENT RECONCILIATION (.3).
		42.00	
TCHEN CM	04/16/02	2.40	CONFERENCE REGARDING SALES MOTIONS (1.0); REVIEW PLEADINGS AND AGREEMENTS (1.4).
TCHEN CM	04/17/02	11.30	REVIEW PROPOSAL FROM EQUITY COMMITTEE COUNSEL REGARDING HEARING (1.0); REVISE PROFFERS AND DRAFT AFFIDAVITS AND PREPARE FOR WITNESS AND REPLY BRIEF (9.8); TELECONFERENCES WITH N. BLAKE (.5).
TCHEN CM	04/18/02	3.70	PREPARE FOR COURT HEARING (1.5); ATTEND COURT HEARING (2.2).
		17.40	
VANCE III L	04/01/02	17.00	NEGOTIATE HEALTHCARE TRANSACTION (17.0).
VANCE III L	04/02/02	16.10	NEGOTIATE HEALTHCARE TRANSACTION (14.1); REVIEW AMENDED ACQUISITION AGREEMENT (2.0).
VANCE III L	04/03/02	9.30	NEGOTIATION OF HEALTHCARE ACQUISITION AGREEMENT (6.5); ATTENTION TO ISSUES REGARDING SAME (2.8).
VANCE III L	04/04/02	6.50	REVIEW OF AMENDED AND RESTATED ACQUISITION AGREEMENTS (4.0); ATTENTION TO ISSUES REGARDING SAME (2.5).
VANCE III L	04/05/02	4.20	REVIEW OF AMENDED AND RESTATED ACQUISITION AGREEMENTS (2.3); ATTENTION TO ISSUES REGARDING SAME (1.9).
VANCE III L	04/08/02	7.80	ATTENTION TO ISSUES REGARDING TRANSACTION CLOSING (3.5); ATTENTION TO NEGOTIATION OF AMENDED AND RESTATED AGREEMENTS (4.3).
VANCE III L	04/09/02	5.70	NEGOTIATION OF AMENDED AND RESTATED ACQUISITION AGREEMENTS (5.7).
VANCE III L	04/10/02	1.00	ATTENTION TO ISSUES REGARDING AMENDED AND RESTATED ACQUISITION AGREEMENTS (1.0).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

VANCE III L	04/11/02	2.50	CONTINUED ATTENTION TO ISSUES REGARDING TRANSACTION CLOSING (2.5).
VANCE III L	04/12/02	4.30	CONTINUED ATTENTION TO ISSUES REGARDING TRANSACTION CLOSING (4.3).
VANCE III L	04/15/02	3.70	PREPARE FOR CLOSING OF TRANSACTIONS (3.7).
VANCE III L	04/16/02	5.30	PREPARE FOR CLOSING OF TRANSACTIONS (5.3).
VANCE III L	04/17/02	10.80	PREPARE FOR CLOSING OF TRANSACTIONS (5.5); REVIEW OF VARIOUS DOCUMENTS IN CONNECTION WITH SALE ORDER HEARING (2.3); WORK ON ISSUES REGARDING SALE ORDER HEARING (3.0).
VANCE III L	04/18/02	4.70	CONTINUE TO PREPARE FOR CLOSING OF TRANSACTIONS (4.7).
VANCE III L	04/19/02	2.00	CONTINUE TO PREPARE FOR CLOSING OF TRANSACTIONS (2.0).
VANCE III L	04/20/02	1.50	ATTENTION TO ISSUES REGARDING TRANSACTION CLOSING (1.5).
VANCE III L	04/21/02	3.00	PRE-CLOSING OF TRANSACTIONS IN NEW YORK (3.0).
VANCE III L	04/22/02	14.70	CONTINUE PRE-CLOSING OF TRANSACTIONS IN NEW YORK (14.7).
VANCE III L	04/23/02	17.20	CONTINUE PRE-CLOSING OF TRANSACTIONS IN NEW YORK (17.2).
VANCE III L	04/24/02	10.30	CLOSING OF TRANSACTIONS IN NEW YORK (10.3).
VANCE III L	04/25/02	3.50	CONTINUED CLOSING OF TRANSACTIONS IN NEW YORK (3.5).
VANCE III L	04/26/02	1.50	ATTENTION TO VARIOUS POST-CLOSING MATTERS (1.5).
VANCE III L	04/29/02	0.70	ATTENTION TO POST-CLOSING ISSUES (.7).
VANCE III L	04/30/02	1.00	ATTENTION TO POST-CLOSING ISSUES (1.0).
		154.30	
<b>Total Partner</b>		<b>253.50</b>	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

ALLEN ME	04/16/02	9.80	MEETING RE 4/18 HEARING (1.1); REVIEW SALE MOTION, OBJECTION TO SALE MOTION, VALUATION MATERIALS, BOARD MEETING MINUTES (1.9); PREPARE WITNESS OUTLINES FOR 4/18 HEARING (6.8).
ALLEN ME	04/17/02	8.20	PREPARE WITNESS OUTLINE FOR 4/18 HEARING (1.2); PREPARE AFFIDAVITS IN SUPPORT OF SALE MOTION (2.4); PREPARE TESTIMONY PROFFER FOR 4/18 HEARING (4.6).
		18.00	
ANDERSON JD	04/01/02	14.60	ATTENTION TO OPEN ISSUES ON HEALTHCARE APA (4.6); ATTEND STATUS MEETING FOR R. LACKEY (2.5); PREPARE SIGNATURE PAGES FOR HEALTHCARE TRANSACTION (.3); ATTENTION TO GE CLOSING ISSUES (2.4); REVIEW AND EDIT IT CAP CHRONOLOGY (1.0); READ AND ANALYZE GE REVISED HEALTHCARE AGREEMENTS (2.0); PREPARE MARKUPS FOR SAME (1.8).
ANDERSON JD	04/02/02	16.40	ATTENTION TO OPEN ISSUES CONCERNING HEALTHCARE AGREEMENT (8.3); PREPARE VARIOUS MARKUPS TO REVISED HEALTHCARE AGREEMENT DRAFTS (3.0); BEGIN REVIEW OF DRAFT AMENDED ELECTRONICS AGREEMENT (1.8); ATTENTION TO GE CLOSING ISSUES (2.0); ATTENTION TO CONSENT AND CONFIRMATION ISSUES (1.3).
ANDERSON JD	04/03/02	13.70	WORK ON MARKUP TO GE RESTATED ELECTRONICS APA (5.7); ATTENTION TO GE CLOSING ISSUES (3.0); PREPARE EXECUTED DOCUMENTS FOR DELIVERY TO O. SANDLER (WEIL) (.7); DISCUSS RESTATED GE ELECTRONICS APA WITH D. FRANKEL AND J. MCNALLY (1.5); COMPLETE EXECUTION OF GE HEALTHCARE APA (2.8).
ANDERSON JD	04/04/02	9.60	CONTINUE WORK ON MARKUP TO GE RESTATED ELECTRONICS APA (2.2); CONFERENCE CALL WITH R. LACKEY AND D. FRANKEL RE: CLOSING ISSUES (1.9); ATTENTION TO GE CLOSING ISSUES (2.6); ATTENTION TO DLR LENDER ISSUES (.8); ATTENTION TO PORTFOLIO PERFECTION ISSUES (.5); PREPARE SIGNING SETS FOR HEALTHCARE DEAL (.5); ATTENTION TO CONSENT/CONFIRMATION ISSUES (1.1).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

ANDERSON JD	04/05/02	11.00	COMPLETE MARKUP TO RESTATED ELECTRONICS APA (6.5); ATTENTION TO GE CLOSING ISSUES (3.0); CONFERENCE CALL WITH M. FISCHER AND D. FRANKEL RE: DEAL CLOSING ISSUES (1.5).
ANDERSON JD	04/06/02	0.50	ANALYZE AND RESPOND TO CORRESPONDENCE RE: OPEN ISSUES (.5).
ANDERSON JD	04/08/02	8.70	ATTENTION TO GE CLOSING ISSUES (2.5); ATTENTION TO ISSUES RE: RESTATED ELECTRONICS ASSET PURCHASE AGREEMENT (5.0); REVIEW REVISED ELECTRONICS SCHEDULES (1.0); REVIEW NOTIONAL LEASE DOCUMENTS (.2).
ANDERSON JD	04/09/02	10.60	REVIEW AND ANALYZE NEW DRAFTS OF RESTATED LAB AND ELECTRONIC APAS (2.2); PREPARE MARKUPS OF SAME (1.5); ATTENTION TO OPEN DRAFTING ISSUES WITH J. MCNALLY AND D. FRANKEL (3.0); ATTENTION TO GE CLOSING ISSUES AND PREPARATION (2.9); REVIEW LEASE SALE ISSUES RE: SPV LEASES (1.0).
ANDERSON JD	04/10/02	13.40	RESOLVE ISSUES RE: RESTATED ELECTRONICS AND LAB/SCIENCE APAS (11.7); PREPARE SAME FOR EXECUTION (.5); DISCUSS SAME WITH D. FRANKEL AND M. FISCHER (.5); ATTENTION TO GE CLOSING ISSUES (.7).
ANDERSON JD	04/11/02	8.90	ATTENTION TO GE CLOSING ISSUES (5.6); PREPARE SIGNING SETS FOR RESTATED AGREEMENTS (.8); REVIEW AND EDIT SINGAPORE TRANSFER AGREEMENT (.5); RESOLVE ISSUES CONCERNING SPV ASSET TRANSFER (2.0).
ANDERSON JD	04/12/02	9.90	RESOLVE AND DISCUSS ISSUES CONCERNING SPV ASSET TRANSFER (1.5); DRAFT AND EDIT LEASE CONSENT FOR SAME (1.0); ANALYZE ASSET TRACKER DATABASES (.3); ATTENTION TO GE CLOSING ISSUES (7.1).
ANDERSON JD	04/15/02	11.30	ATTENTION TO GE CLOSING ISSUES (3.8); PREPARE FOR GE CLOSINGS (3.7); CONFERENCE CALL WITH M. FISCHER AND D. FRANKEL RE: PURCHASED FINANCING CONTRACTS (2.2); REVIEW CLOSING DOCUMENTS (1.6).



**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

ANDERSON JD	04/16/02	10.10	PREPARE FOREIGN TRANSFER AGREEMENTS FOR CLOSING (3.7); ATTENTION TO GE CLOSING ISSUES (4.8); PREPARE FOR GE CLOSING (1.6).
ANDERSON JD	04/17/02	13.10	PREPARE FOR GE CLOSING (6.7); ATTENTION TO GE CLOSING ISSUES (4.9); PREPARE AND OVERSEE EXECUTION OF SIGNATURE PAGES FOR GE CLOSING (1.5).
ANDERSON JD	04/18/02	12.60	ATTENTION TO GE CLOSING ISSUES (5.5); PREPARE DOCUMENTS AND FILES FOR GE CLOSING (5.6); ORGANIZE CLOSING MATERIALS (1.5).
ANDERSON JD	04/19/02	12.80	PREPARE FOR GE CLOSINGS (5.7); REVISE CLOSING CHECKLISTS (1.5); ORGANIZE CLOSING DOCUMENTS (1.5); ATTENTION TO FOREIGN COUNSEL ISSUES CONCERNING CLOSING (2.3); EDIT AND REVISE DOMESTIC BILLS OF SALE (.8); REVIEW CLOSING SCHEDULES (1.0).
ANDERSON JD	04/20/02	9.40	ORGANIZE MATERIALS FOR CLOSING ROOM IN NEW YORK (1.6); ATTENTION TO CLOSING ISSUES (7.0); REVIEW DRAFT BILLS OF SALE AND SCHEDULES (.8).
ANDERSON JD	04/21/02	17.70	ATTENTION TO CLOSING MATTERS (10.0); PREPARE AND REVIEW DOCUMENTS FOR CLOSING (7.7).
ANDERSON JD	04/22/02	17.60	PREPARE AND REVIEW TRANSFER AGREEMENTS FOR CLOSING (5.0); ATTENTION TO FOREIGN COUNSEL QUESTIONS AND ISSUES RE: CLOSING (3.3); ATTENTION TO CLOSING MATTERS (4.8); ORGANIZE CLOSING MATERIALS AND DOCUMENTS (4.5).
ANDERSON JD	04/23/02	17.80	ATTENTION TO CLOSING ITEMS AND ISSUES (6.4); PREPARE CLOSING DOCUMENTS AND AGREEMENTS (6.2); EDIT AND REVISE SAME (2.7); ORGANIZE FILES FOR CLOSING (2.5).
ANDERSON JD	04/24/02	15.10	CLOSE ELECTRONICS AND LAB/SCIENCE TRANSACTIONS (4.8); PREPARE DOCUMENTS FOR SAME (3.9); REVISE TRANSFER AGREEMENTS AND LETTERS AGREEMENTS FOR CLOSING (3.6); ATTENTION TO CLOSING ISSUES AND ITEMS (2.8).
ANDERSON JD	04/25/02	5.50	FINALIZE CLOSING DOCUMENTS (5.5).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

ANDERSON JD	04/29/02	6.40	ORGANIZE AND REVIEW CLOSING DOCUMENTS (1.7); ATTENTION TO CEG AND CLSG POST-CLOSING MATTERS (3.7); PREPARE MEMORANDA TO FOREIGN COUNSEL RE: CLOSING UPDATE (1.0).
ANDERSON JD	04/30/02	7.20	ATTENTION TO CEG AND CLSG POST-CLOSING MATTERS (2.5); ATTENTION TO CEG AND CLSG SECOND CLOSING ISSUES (2.5); ATTENTION TO ROMANIAN PLEDGE AGREEMENT ISSUES (.5); DRAFT SIDE LETTER RE: JAPANESE EMPLOYEE TRANSFER (1.0); REVIEW CHG CLOSING CHECKLIST (.7).
		273.90	
ATHAS C	04/01/02	10.80	REVISE AND DISTRIBUTE HEALTHCARE SCHEDULES PER COMMENTS FROM COMDISCO AND GE (6.5); MEETING WITH COMDISCO LEGAL OFFICERS TO DISCUSS STRATEGIES FOR CLOSING (2.0); REVISE EXHIBITS BINDER FOR HEALTHCARE SCHEDULE (2.3).
ATHAS C	04/02/02	11.40	REVISE HEALTHCARE SCHEDULES PER COMMENTS FROM COMDISCO AND WGM (6.4); COORDINATE COMPLETION OF HEALTHCARE ASSET PURCHASE AGREEMENT AND SCHEDULES FOR SIGNING (2.7); UPDATE AND REVIEW CLOSING CHECKLISTS FOR CEG, CLSG DEALS (2.3).
ATHAS C	04/03/02	9.70	REVISE AND PREPARE HEALTHCARE SCHEDULES AND PREPARE HEALTHCARE ASSET PURCHASE AGREEMENT FOR SIGNING (4.9); ORGANIZE AND DISTRIBUTE EXECUTED HEALTHCARE DOCUMENTS TO COMDISCO AND WGM (1.0); CONFERENCE CALL TO DISCUSS STRATEGIES FOR CEG, CLSG CLOSINGS (1.0); DISTRIBUTE CURRENT CEG, CLSG SCHEDULES TO COMDISCO AND FOREIGN COUNSEL FOR FINAL UPDATES (2.8).
ATHAS C	04/04/02	8.80	UPDATE CEG, CLSG SCHEDULES, COORDINATE AND ORGANIZE DOCUMENTS TO BE PRODUCED FOR CLOSING (6.3); REVIEW AND ORGANIZE HEALTHCARE SCHEDULES FOR DISTRIBUTION AND CONSENT AND CONFIRMATION PROCESS (2.5).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

ATHAS C	04/05/02	8.10	REVIEW RESTATED CEG, CLSG ASSET PURCHASE AGREEMENT MARK-UPS FOR CHANGES IN SCHEDULES AND DELIVERY DATES (1.5); UPDATE AND DISTRIBUTE CLSG CLOSING CHECKLIST (3.2); UPDATE AND REVISE CEG, CLSG SCHEDULES PER COMMENTS FROM COMDISCO AND FOREIGN COUNSEL (3.0); REVIEW COMDISCO DELIVERABLES AT CLOSING (.4).
ATHAS C	04/08/02	9.20	CONFERENCE CALL AT COMDISCO WITH CEG AND CLSG TEAMS TO DISCUSS COMPLETING OBLIGATIONS FOR CLOSING (1.1); REVIEW AND ORGANIZE CEG, CLSG 2.1(A) (III) PURCHASED OTHER CONTRACTS (2.0); DRAFT AND DISTRIBUTE HEALTHCARE CLOSING CHECKLIST (3.5); UPDATE CEG, CLSG SCHEDULES PER COMMENTS FROM COMDISCO AND FOREIGN COUNSEL (2.3); REVIEW LIST OF DLRS FOR OBTAINING ORIGINALS AT CLOSING (.3).
ATHAS C	04/09/02	7.80	DRAFT CHART OF DEFECTIVE PURCHASE FINANCING CONTRACTS TO BE DELIVERED TO GE PURSUANT TO SECTION 5.1(H) OF THE APAS (4.5); REVISE AND UPDATE CEG, CLSG SCHEDULES TO BE DELIVERED PURSUANT TO SECTION 5.9 OF THE APAS (3.3).
ATHAS C	04/10/02	10.20	REVIEW, UPDATE AND DISTRIBUTE SCHEDULES FOR AMENDED AND RESTATED CEG AND CLSG ASSET PURCHASE AGREEMENTS (5.7); REVIEW OPEN ITEMS FOR CLOSING (3.5); UPDATE CHG CLOSING CHECKLIST (1.0).
ATHAS C	04/11/02	6.20	UPDATE CEG, CLSG SCHEDULES PER COMMENTS FROM FOREIGN COUNSEL (3.5); REVISE SECTION 5.1(H) LIST FOR COMPLETION BY CEG AND CLSG (2.0); CONFERENCE CALL WITH COMDISCO TO DISCUSS CLOSING STATUS (.7).
ATHAS C	04/12/02	7.70	UPDATE AND DISTRIBUTE CEG CLOSING CHECKLIST PER AMENDED AND RESTATED CEG ASSET PURCHASE AGREEMENT (3.2); UPDATE CEG, CLSG SCHEDULES (1.8); REVISE AND DISTRIBUTE CHART FOR SECTION 5.1(H) LIST OF DEFECTIVE PURCHASED FINANCING CONTRACTS (2.7).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

ATHAS C	04/15/02	10.30	UPDATE AND DISTRIBUTE FINAL VERSIONS OF CEG, CLSG SCHEDULES FOR FINAL COMMENTS FROM COMDISCO AND FOREIGN COUNSEL (7.8); DISTRIBUTE SUMMARY OF CLOSING ITEMS TO BE PRODUCED FOR WEEK OF APRIL 15 (1.5); CONFERENCE CALL WITH COMDISCO TO DISCUSS STATUS OF CLOSING (1.0);
ATHAS C	04/16/02	12.30	REVISE CEG, CLSG SCHEDULES AND FINANCIAL STATEMENTS PER COMMENTS FROM COMDISCO AND FOREIGN COUNSEL, AND DISTRIBUTE FINAL SECTION 5.9 SCHEDULES TO GE AND WGM (8.2); UPDATE CEG AGING REPORTS (1.5); REVISE AND UPDATE 5.1(H) LIST OF DEFECTIVE CEG AND CLSG LEASES (2.6).
ATHAS C	04/17/02	11.20	REVISE AND UPDATE CEG, CLSG 5.1(H) LIST OF DEFECTIVE PURCHASED FINANCING CONTRACTS (3.7); UPDATE AND DISTRIBUTE FINAL COMMENTS TO CEG, CLSG SCHEDULES (3.0); PREPARE DOCUMENTS FOR CLOSING IN NY (4.5).
ATHAS C	04/18/02	12.20	PREPARE DOCUMENTS AND ORGANIZE ELECTRONICALLY FOR CLOSING IN NY (6.5); FINALIZE 5.1(H) LIST OF DEFECTIVE PURCHASED FINANCING CONTRACTS (2.3); REVIEW WGM CLOSING CHECKLISTS FOR CLOSING ROOM IN NY (3.4).
ATHAS C	04/19/02	7.50	PREPARE CLOSING ROOM AND DOCUMENTATION FOR CEG, CLSG CLOSING IN NY (7.5).
ATHAS C	04/20/02	10.70	PREPARE AND FINALIZE COMDISCO DELIVERABLES FOR CLOSING AT WGM OFFICES IN NY, INCLUDING ORGANIZATION OF COMDISCO ASSETS TO BE SOLD, FINALIZATION OF CEG AND CLSG SCHEDULES, FINALIZATION OF FTA SCHEDULES, UCC-1 FILING REQUIREMENTS, AND REVIEW OF SIDE LETTERS AND AMENDMENTS TO THE CEG, CLSG ASSET PURCHASE AGREEMENTS (10.7).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

ATHAS C	04/21/02	16.50	PREPARE AND FINALIZE COMDISCO DELIVERABLES FOR CLOSING AT WGM OFFICES IN NY, INCLUDING ORGANIZATION OF COMDISCO ASSETS TO BE SOLD, FINALIZATION OF CEG AND CLSG SCHEDULES, FINALIZATION OF FTA SCHEDULES, UCC-1 FILING REQUIREMENTS, AND REVIEW OF SIDE LETTERS AND AMENDMENTS TO THE CEG, CLSG ASSET PURCHASE AGREEMENTS (16.5).
ATHAS C	04/22/02	17.80	PREPARE AND FINALIZE COMDISCO DELIVERABLES FOR CLOSING AT WGM OFFICES IN NY, INCLUDING ORGANIZATION OF COMDISCO ASSETS TO BE SOLD, FINALIZATION OF CEG AND CLSG SCHEDULES, FINALIZATION OF FTA SCHEDULES, UCC-1 FILING REQUIREMENTS, AND REVIEW OF SIDE LETTERS AND AMENDMENTS TO THE CEG, CLSG ASSET PURCHASE AGREEMENTS (17.8).
ATHAS C	04/23/02	18.50	PREPARE AND FINALIZE COMDISCO DELIVERABLES FOR CLOSING AT WGM OFFICES IN NY, INCLUDING ORGANIZATION OF COMDISCO ASSETS TO BE SOLD, FINALIZATION OF CEG AND CLSG SCHEDULES, FINALIZATION OF FTA SCHEDULES, UCC-1 FILING REQUIREMENTS, AND REVIEW OF SIDE LETTERS AND AMENDMENTS TO THE CEG, CLSG ASSET PURCHASE AGREEMENTS (18.5).
ATHAS C	04/24/02	15.10	PREPARE AND FINALIZE COMDISCO DELIVERABLES FOR CLOSING AT WGM OFFICES IN NY, INCLUDING ORGANIZATION OF COMDISCO ASSETS TO BE SOLD, FINALIZATION OF CEG AND CLSG SCHEDULES, FINALIZATION OF FTA SCHEDULES, UCC-1 FILING REQUIREMENTS, AND REVIEW OF SIDE LETTERS AND AMENDMENTS TO THE CEG, CLSG ASSET PURCHASE AGREEMENTS (15.1).
ATHAS C	04/25/02	5.20	ORGANIZE CLOSING DOCUMENTS, EXIT CLOSING DATA ROOM, AND PREPARE SIGNED AND EXECUTED DOCUMENTS (5.2).
ATHAS C	04/26/02	4.70	DRAFT AND DISTRIBUTE CEG SECOND CLOSING CHECKLIST (3.5); UPDATE AND REVISE HEALTHCARE CLOSING CHECKLIST (1.2).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

ATHAS C	04/29/02	7.20	REVISE CEG SECOND CLOSING CHECKLIST (2.5); DRAFT AND DISTRIBUTE CLSG SECOND CLOSING CHECKLIST AND HEALTHCARE INITIAL CLOSING CHECKLIST FOR MAY 31, 2002, CLOSINGS (4.7).
ATHAS C	04/30/02	3.50	REVISE AND DISTRIBUTE FINAL CEG, CLSG SCHEDULES AS OF CLOSING ON APRIL 24, 2002 (3.5).
		242.60	
GERSON SJ	04/01/02	15.20	PARTICIPATE IN TELECONFERENCE WITH F. CIRONE, M. MILLER, J. FROBERG AND L. COCHRANE REGARDING HEALTHCARE TRANSACTION AND APA (2.5); MULTIPLE TELEPHONE CONFERENCES WITH O. SANDLER AND E. SPIRO REGARDING SAME (.8); ATTEND TO VARIOUS MATTERS RELATED TO HEALTHCARE TRANSACTION INCLUDING FINALIZATION OF TRANSACTION DOCUMENTS AND SCHEDULES FOR SAME (10.9); MULTIPLE TELECONFERENCES WITH J. FROBERG REGARDING SAME (.6); TELECONFERENCES WITH V. GUTIN REGARDING SAME (.3); TELECONFERENCE WITH P. SALEM REGARDING RETURN OF GE BID DEPOSITS (.1).
GERSON SJ	04/02/02	6.90	EDIT MARKUP OF APA FOR HEALTHCARE TRANSACTION AND ATTEND TO VARIOUS MATTERS RELATED THERETO (1.8); TELECONFERENCE WITH J. FROBERG REGARDING SAME (.2); DRAFT MEMORANDUM TO O. SANDLER REGARDING SAME (.1); REVIEW AND EDIT DISCLOSURE SCHEDULES TO SAME AND ATTENTION TO VARIOUS MATTERS RELATED THERETO (1.2); REVIEW AND EDIT REVISED WGM DRAFT OF APA (.5); REVIEW AND EDIT DRAFT OF AMENDED AND RESTATED APA FOR ELECTRONICS TRANSACTION (3.1).
GERSON SJ	04/04/02	0.30	ATTEND TO VARIOUS MATTERS RELATED TO TRANSACTIONS WITH GE (.3).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

GERSON SJ	04/05/02	7.10	WORK ON NUMEROUS MATTERS RELATED TO CLOSING OF TRANSACTIONS WITH GE (1.9); PARTICIPATE IN TELECONFERENCE WITH MEMBERS OF CLIENT, GE, WEIL AND M&P REGARDING SAME AND STATUS THEREOF (1.0); TELECONFERENCE WITH M. FISCHER REGARDING VARIOUS ISSUES RELATED TO SAME (.5); REVIEW AND EDIT DRAFT OF AMENDED AND RESTATED ELECTRONICS APA AND ATTEND TO VARIOUS MATTERS RELATED THERETO (3.2); TELECONFERENCE WITH J. MCNALLY REGARDING SAME (.3); TELECONFERENCE WITH J. FROBERG REGARDING SAME (.2).
GERSON SJ	04/08/02	6.00	TELECONFERENCE WITH M. FISCHER, D. FRANKEL, M. MILLER, D. BERMAN AND D. REYNOLDS REGARDING CLOSINGS OF LAB/SCI AND ELECTRONICS TRANSACTIONS (1.1); ATTEND TO VARIOUS MATTERS RELATED TO CLOSING OF SUCH TRANSACTIONS AS WELL AS HEALTHCARE TRANSACTION (4.8); DRAFT MEMORANDUM TO O. SANDLER REGARDING AMENDED AND RESTATED APA (.1).
GERSON SJ	04/09/02	7.60	REVIEW AND EDIT REVISED DRAFT OF AMENDED AND RESTATED ELECTRONICS APA AND ATTEND TO VARIOUS MATTERS RELATED THERETO (3.1); TELECONFERENCE WITH J. MCNALLY AND AND D. FRANKEL REGARDING SAME (.7); TELECONFERENCE WITH J. MCNALLY AND AND D. FRANKEL, E. SPIRO, O. SANDLER AND J. MCDONALD REGARDING SAME (2.1); ATTEND TO VARIOUS MATTERS AND ISSUES RELATED TO CLOSING OF TRANSACTIONS WITH GE (1.4); TELECONFERENCES WITH M. FISCHER REGARDING SAME (.3).
GERSON SJ	04/10/02	10.80	REVIEW, EDIT, NEGOTIATE AND FINALIZE DRAFTS OF AMENDED AND RESTATED APAS FOR ELECTRONICS AND LAB & SCI TRANSACTION (9.5); MULTIPLE TELECONFERENCES WITH O. SANDLER REGARDING SAME (.5); MULTIPLE TELECONFERENCES WITH J. MCNALLY, D. FRANKEL AND M. MILLER REGARDING SAME (.6); TELECONFERENCE WITH D. FRANKEL AND M. MILLER REGARDING LAB & SCI APA (.2).
GERSON SJ	04/11/02	1.70	WORK ON CLOSING ELECTRONICS AND LAB/SCI TRANSACTIONS WITH GE (1.7).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

GERSON SJ	04/12/02	4.30	ATTEND TO VARIOUS MATTERS RELATED TO CLOSING OF TRANSACTIONS WITH GE (3.0); TELECONFERENCE WITH O. SANDLER REGARDING SAME (.2); TELECONFERENCES WITH M. FISCHER REGARDING SAME (.3); TELECONFERENCES WITH D. FRANKEL REGARDING SAME (.3); TELECONFERENCE WITH J. MCNALLY REGARDING SIDE LETTER AND SAME (.2); BEGIN REVIEWING LEASE "TRACKER" (.3).
GERSON SJ	04/14/02	0.50	ATTEND TO VARIOUS MATTERS RELATED TO CLOSING OF TRANSACTIONS WITH GE (.3); DRAFT MEMORANDUM TO CLIENT REGARDING TREATMENT OF "EXCLUDED ASSETS" (.2).
GERSON SJ	04/15/02	9.80	WORK ON CLOSING OF TRANSACTIONS WITH GE (4.5); PARTICIPATE IN TELECONFERENCE WITH J. MCNALLY, M. MILLER, D. FRANKEL, R. LACKEY, R. INNIS, M. FISCHER AND OTHER REPRESENTATIVES OF CLIENT REGARDING LEASE "TRACKER" AND EXCLUDED/DEFECTIVE LEASES (1.0); PARTICIPATE IN TELECONFERENCE WITH MEMBERS OF GE'S AND CDO'S LAB & SCIENTIFIC TEAMS REGARDING SAME FOR SUCH VERTICAL (1.5); PARTICIPATE IN TELECONFERENCE WITH MEMBERS OF GE'S AND CDO'S ELECTRONICS TEAMS REGARDING SAME FOR SUCH VERTICAL (2.3); TELECONFERENCE WITH D. FRANKEL REGARDING VARIOUS MATTERS RELATED TO CLOSING (.3); TELECONFERENCE WITH M. FISCHER REGARDING SAME (.2).
GERSON SJ	04/16/02	8.50	WORK ON VARIOUS MATTERS, RESOLVE NUMEROUS ISSUES AND FINALIZE VARIOUS DOCUMENTS RELATED TO CLOSING OF ELECTRONICS AND LAB & SCI TRANSACTIONS (5.9); TELECONFERENCES WITH D. FRANKEL REGARDING SAME (.3); TELECONFERENCES WITH O. SANDLER REGARDING SAME (.3); PARTICIPATE IN TELECONFERENCE WITH REPRESENTATIVES OF CLIENT AND GE REGARDING EUROPEAN LEASES AND INFORMATION ON LEASE "TRACKER" (1.5); REVIEW AND EDIT DRAFT OF TAX ESCROW AGREEMENT (.5).



SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

GERSON SJ	04/17/02	9.20	WORK ON VARIOUS MATTERS RELATED TO, ATTEND TO VARIOUS ISSUES RELATED TO, AND PREPARE FOR, CLOSING OF ELECTRONICS AND LAB & SCI TRANSACTIONS (8.1); TELECONFERENCE WITH M. FISCHER REGARDING SAME (.1); TELECONFERENCES WITH D. FRANKEL REGARDING SAME (.2); TELECONFERENCES WITH O. SANDLER REGARDING SAME (.3); REVIEW AND EDIT DRAFT OF DOMESTIC BILL OF SALE (.5).
GERSON SJ	04/18/02	8.80	ATTEND TO VARIOUS ISSUES AND MATTERS AND CLOSING DOCUMENTS RELATED TO CLOSING OF TRANSACTIONS WITH GE (7.7); MULTIPLE TELECONFERENCES WITH O. SANDLER REGARDING SAME (.3); TELECONFERENCE WITH D. FRANKEL REGARDING SAME (.2); TELECONFERENCE WITH J. MCNALLY REGARDING SAME (.2); TELECONFERENCES WITH M. FISCHER REGARDING SAME (.3); TELECONFERENCE WITH N. RAZI REGARDING ASSUMPTION OF SIP LIABILITY (.1).
GERSON SJ	04/19/02	5.50	ATTEND TO VARIOUS MATTERS AND ISSUES RELATING TO CLOSING OF ELECTRONICS AND LAB & SCI TRANSACTIONS WITH GE AT OFFICES OF WEIL GOTSHAL IN NEW YORK (5.5).
GERSON SJ	04/20/02	0.20	ATTEND TO VARIOUS MATTERS RELATED TO CLOSING OF TRANSACTIONS WITH GE AND STATUS THEREOF (.2).
GERSON SJ	04/21/02	16.20	ATTEND TO VARIOUS MATTERS AND ISSUES RELATING TO CLOSING OF ELECTRONICS AND LAB & SCI TRANSACTIONS WITH GE AT OFFICES OF WEIL GOTSHAL IN NEW YORK (16.2).
GERSON SJ	04/22/02	16.50	ATTEND TO VARIOUS MATTERS AND ISSUES RELATING TO CLOSING OF ELECTRONICS AND LAB & SCI TRANSACTIONS WITH GE AT OFFICES OF WEIL GOTSHAL IN NEW YORK (16.5).
GERSON SJ	04/23/02	17.80	ATTEND TO VARIOUS MATTERS AND ISSUES RELATING TO CLOSING OF ELECTRONICS AND LAB & SCI TRANSACTIONS WITH GE AT OFFICES OF WEIL GOTSHAL IN NEW YORK (17.8).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

GERSON SJ	04/24/02	15.70	ATTEND TO VARIOUS MATTERS AND ISSUES RELATING TO CLOSING OF ELECTRONICS AND LAB & SCI TRANSACTIONS WITH GE AT OFFICES OF WEIL GOTSHAL IN NEW YORK AND PRE-CLOSE SUCH TRANSACTIONS (15.7).
GERSON SJ	04/25/02	4.30	PARTICIPATE IN INITIAL CLOSING OF ELECTRONICS AND LAB & SCI TRANSACTIONS WITH GE (4.3).
GERSON SJ	04/26/02	4.50	ATTEND TO VARIOUS POST-CLOSING AND SECOND CLOSING MATTERS RELATED TO ELECTRONICS AND LAB & SCI TRANSACTIONS (3.6); TELECONFERENCE WITH M. FISCHER REGARDING SAME (.1); TELECONFERENCE WITH L. SZETO OF WEIL REGARDING SAME (.1); REVIEW AND EDIT DRAFT OF PAYOFF LETTERS FOR CONDUIT FACILITIES (.4); TELECONFERENCE WITH C. HICKERNELL REGARDING SAME (.1); TELECONFERENCE WITH A. MENA REGARDING SAME (.1); TELECONFERENCE WITH M. WILLOW REGARDING SAME (.1).
GERSON SJ	04/29/02	4.60	ATTENTION TO VARIOUS MATTERS RELATED TO SECOND CLOSINGS OF ELECTRONICS AND LAB & SCI TRANSACTIONS AND POST-CLOSING MATTERS RELATED TO SUCH TRANSACTIONS (3.2); ATTEND TO VARIOUS MATTERS RELATED TO CONDUIT FACILITIES AND RELEASE OF CERTAIN LEASES SUBJECT TO SAME (.3); ATTEND TO VARIOUS MATTERS RELATED TO CLOSING OF HEALTHCARE TRANSACTION (1.1).
GERSON SJ	04/30/02	0.30	ATTEND TO VARIOUS MATTERS RELATED TO TRANSACTIONS WITH GE, INCLUDING LIQUIDATION OF CES JAPAN (.3).
		182.30	
HARRINGTON JS	04/01/02	4.30	GATHERING, REVIEWING AND CONSOLIDATING MATERIALS RELATED TO LEASING BUSINESS IN PREPARATION FOR LITIGATION ISSUES (4.3).
HARRINGTON JS	04/08/02	2.40	WORK ON SALE OF AUSTRALIA AND NEW ZEALAND MOTION AND ORDER (2.4).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

HARRINGTON JS	04/12/02	2.30	ATTENTION TO EQUITY COMMITTEE OBJECTION TO MOTION TO APPROVE SETTLEMENT WITH CIT GROUP (2.1); TELECONFERENCE WITH J. BURKE RE: SAME (.2).
HARRINGTON JS	04/15/02	0.40	WORK ON CHRISTUS PROFFER (.4).
HARRINGTON JS	04/17/02	2.50	WORK ON ORDER FOR SALE OF HEALTHCARE (1.3); ASSIST PREPARATION OF WITNESSES FOR CONTESTED MOTIONS (1.2).
		11.90	
HUGON A	04/03/02	2.50	ATTENTION TO TRANSFER TO IRISH ENTITY - E-MAIL TO K. CHAPMAN RE: DLR'S LETTERS - TELECONFERENCE TO R. SMITH RE: BV SHAREHOLDER'S MEETINGS (2.5).
HUGON A	04/04/02	9.90	SENDING OF MARK-UP SCHEDULES (.8); REVIEW OF CEG AND CLSG SCHEDULES TO APA - SENDING OF E-MAILS TO P. MOSCH AND A. ROCHE (9.1).
HUGON A	04/05/02	4.60	TELECONFERENCE TO LABOR COUNSEL; DRAFT OF E-MAIL TO K. CHAPMAN RE: EMPLOYEES; DRAFT OF SCHEDULE 3.27 OF APAS (4.6).
HUGON A	04/08/02	2.20	REVIEW OF EMPLOYEES ISSUES (2.2).
HUGON A	04/09/02	4.40	TELECONFERENCE TO A. ROCHE RE: SCHEDULES; CONFERENCE CALL WITH K. CHAPMAN, A. ROCHE RE: EMPLOYEES ISSUES; UPDATE OF FTA (4.4).
HUGON A	04/10/02	4.10	DRAFT OF ANSWER TO K. CHAPMAN RE: EMPLOYEES ISSUES; TELECONFERENCE TO LABOR ATTORNEY (4.1).
HUGON A	04/11/02	7.70	NEW DRAFT OF FTA - COMPLETION OF SCHEDULES (7.7).
HUGON A	04/12/02	5.40	FURTHER WORK ON FTA, SENDING TO A. ROCHE (5.4).
HUGON A	04/15/02	7.70	DRAFT OF E-MAIL TO LABOR COUNSEL RE: EMPLOYEES ISSUES; DRAFT OF E-MAIL TO K. CHAPMAN RE: EMPLOYEES ISSUES AND FRENCH BRANCH; TELECONFERENCE TO A. ROCHE AND O. DACUNHA; FURTHER WORK ON FTA (7.7).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

HUGON A	04/16/02	3.50	REVIEW OF DLR CONSENT LETTERS TO A. ROCHE; REVIEW OF FTA; REVIEW OF CLOSING CHECK LIST; REVIEW OF APA'S AND SCHEDULES TO APA'S (3.5).
HUGON A	04/17/02	12.20	DRAFT OF BOARD OF DIRECTORS MINUTES AND POWERS OF ATTORNEY RE: APPROVAL OF FTA; REVIEW OF TRANSLATION OF FTA; REVIEW OF COMMENTS ON FTA; SENDING OF DLR LETTERS TO A. ROCHE (12.2).
HUGON A	04/18/02	8.80	SENDING OF E-MAIL TO K. CHAPMAN RE: TAX ISSUE; TELECONFERENCE WITH LABOR COUNSEL; TELECONFERENCE WITH A. ROCHE RE: ORGANIZATIONAL DOCUMENTS (8.8).
HUGON A	04/19/02	2.70	TELECONFERENCE WITH R. SMITH RE: CLSG EMPLOYEES; TELECONFERENCE WITH A. ROCHE RE: CEG EMPLOYEES (2.7).
HUGON A	04/22/02	8.50	REVIEW OF TAX DISPOSITIONS IN CONNECTION WITH FRENCH FTA AND DUTCH FTA; CONFERENCE CALL WITH LABOR COUNSEL AND A. ROCHE RE: EMPLOYEES NOTIFICATION; REVIEW OF SCHEDULES TO FRENCH FTA (8.5).
HUGON A	04/23/02	8.40	VARIOUS TELEPHONE CALLS WITH A. ROCHE RE: DLR'S AND TAX ISSUES ; REVIEW OF DUTCH FTA AND SENDING OF COMMENTS (8.4).
HUGON A	04/24/02	7.20	REVIEW OF TAX DISPOSITIONS OF DUTCH FTA WITH ANDERSEN; REVIEW OF OTHER DISPOSITIONS OF DUTCH FTA (7.2).
HUGON A	04/25/02	1.00	DRAFT OF E-MAIL RE: EMPLOYEES IN FRANCE; FURTHER WORK ON TAX DISPOSITIONS (1.0).
		100.80	
KETCHENS JP	04/15/02	0.50	REVIEW BRING-DOWN PROVISIONS OF ELECTRONICS AND LAB-SCI AGREEMENTS (.5).
KETCHENS JP	04/16/02	1.80	DRAFT SELLER'S CERTIFICATES FOR SECTION 6.2 OF THE ELECTRONICS AND LAB-SCI ACQUISITION AGREEMENTS (1.8).
KETCHENS JP	04/17/02	2.40	ORGANIZE SIGNING MATERIALS FOR R. LACKEY (2.4).
KETCHENS JP	04/18/02	0.60	DISTRIBUTE AND COLLECT SIGNATURE PAGES (.6).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

		5.30	
LEE KM	04/02/02	2.80	REVIEWED AMENDED AND RESTATED GE ELECTRONICS PURCHASE AGREEMENT; TELECONFERENCE WITH S. PROSNIIEWSKI REGARDING PRE-CLOSING ISSUES FOR ELECTRONICS AND LAB/SCI SALES; REVIEWED NEW DEPRECIATION LEGISLATION (2.8).
LEE KM	04/03/02	9.90	ATTENTION TO REVISED TAX ESCROW PROVISIONS IN ELECTRONICS PURCHASE AGREEMENT; TELECONFERENCES WITH H. ANTONAITIS, M. FELISH AND H. TUCKER REGARDING REVISIONS TO TAX MODELS; REVIEWED REVISED TAX MODELS AND DISCUSSED TAXABLE INCOME RECONCILIATIONS WITH H. TUCKER AND H. ANTONAITIS; REVIEWED NEW DRAFTS OF ELECTRONICS AND LAB/SCI TAX SCHEDULES (9.9).
LEE KM	04/05/02	2.90	REVIEWED CORRESPONDENCE REGARDING STATUS OF VAT EXEMPTION RULINGS IN CONNECTION WITH ELECTRONICS AND LAB/SCI ASSET SALES; TELECONFERENCE WITH S. PROSNIIEWSKI REGARDING SAME (2.9).
LEE KM	04/08/02	1.80	PHONE CONFERENCE WITH M. TINGOLI REGARDING PRE-CLOSING TAX ISSUES FOR ELECTRONICS APA (1.8).
LEE KM	04/09/02	4.00	REVIEWED PROPOSED AMENDMENTS TO ELECTRONICS AND LAB/SCI APAS; TELECONFERENCE REGARDING OPEN TAX POINTS IN SAME WITH M. TINGOLI (4.0).
LEE KM	04/10/02	3.70	TELECONFERENCE WITH J. MCNALLY, M. TINGOLI AND VARIOUS GE TAX ADVISORS REGARDING TAX ISSUE IN CONNECTION WITH PROPOSED CUT-OFF DATE PROPOSAL FOR ELECTRONICS AND LAB/SCI AGREEMENTS; REVIEWED FOREIGN TAX CLOSING ISSUES FOR SAME (3.7).
LEE KM	04/12/02	1.80	REVIEWED CORRESPONDENCE REGARDING PRE-CLOSING FOREIGN TRANSFER AGREEMENT ISSUES IN CONNECTION WITH ELECTRONICS AND LAB/SCI APAS (1.8).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

LEE KM	04/15/02	6.80	REVIEWED CORRESPONDENCE REGARDING FOREIGN TRANSFER AGREEMENT ISSUES FOR ELECTRONICS AND LAB/SCI TRANSACTIONS; REVIEWED TAX RESEARCH REGARDING "G" REORGANIZATION ISSUE AND DISCUSSED SAME; REVIEWED AND HANDLED ELECTROINICS AND LAB/SCI PRE-CLOSING TAX ITMES (6.8).
LEE KM	04/16/02	1.90	CONTINUED HANDLING ELECTRONICS AND LAB/SCI PRE-CLOSING TAX ITEMS (1.9).
LEE KM	04/17/02	7.20	HANDLED ELECTRONICS AND LAB/SCI PRE-CLOSING ITEMS; TELECONFERENCES WITH S. PROSNIEWSKI REGARDING STATUS OF FOREIGN TRANSFER AGREEMENTS AND VAT RULING REQUESTS; REVIEWED AND ANALYZED DRAFT TAX ESCROW AGREEMENT (7.2).
LEE KM	04/18/02	3.90	REVIEWED CORRESPONDENCE REGARDING FOREIGN TRANSFER AGREEMENTS AND OPEN ISSUES; TELECONFERENCES S. PROSNIEWSKI REGARDING IRISH STAMP TAX ISSUE; REVIEWED MEXICO FOREIGN TRANSFER AGREEMENT ISSUE; TELECONFERENCES WITH S. PROSNIEWSKI REGARDING FOREIGN TRANSFER AGREEMENT ISSUES; REVIEWED CORRESPONDENCE REGARDING FOREIGN TRANSFER AGREEMENT ISSUES AND REVISED AGREEMENTS (3.9).
LEE KM	04/19/02	6.10	REVIEWED SALE ORDER APPROVING ELECTRONICS AND LAB/SCI SALES TO GE; TELECONFERENCE WITH A. ALVAREZ REGARDING MEXICO FOREIGN TRANSFER AGREEMENT ISSUE; TELECONFERENCE WITH A. ALVAREZ, M. NAJERA, J. MCNALLY, O. SANDLER, A. CASTILLO, J. CERVANTES AND OTHERS REGARDING MEXICO FOREIGN TRANSFER AGREEMENT OPEN ISSUES; TELECONFERENCE WITH S. PROSNIEWSKI REGARDING STATUS OF VAT RULING REQUESTS AND FOREIGN TRANSFER AGREEMTN VAT AND TRANSFER TAX CLAUSES (6.1).
LEE KM	04/20/02	1.80	HANDLED OPEN FOREIGN TRANSFER AGREEMENT ITEMS; REVIEWED CURRENT DRAFTS OF SAME; REVIEWED REVISED TAX MODELS PREPARED BY H. ANTONAITIS (1.8).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

LEE KM	04/22/02	9.20	CORRESPONDENCE AND TELECONFERENCES WITH S. PROSNIIEWSKI, M. LOTEN, A. LONGHURST, N. VYAS AND VARIOUS LOCAL ADVISORS REGARDING FOREIGN TRANSFER AGREEMENTS, STATUS OF VAT RULING REQUESTS AND TRANSFER TAXES; TELECONFERENCES WITH M. TINGOLI REGARDING TAX ESCROW AGREEMENT OPEN ISSUES; REVIEWED DRAFT VAT CLOSING SUMMARY (9.2).
LEE KM	04/23/02	8.90	REVIEWED ELECTRONICS AND LAB/SCI FOREIGN TRANSFER AGREEMENT OPEN TAX POINTS FOR INITIAL CLOSING JURISDICTIONS; TELECONFERENCES WITH S. PROSNIIEWSKI, A. LONGHURST AND M. LOTEN REGARDING FOREIGN TRANSFER AGREEMENT ISSUES AND ESTONIA/HUNGARY AGREEMENT; REVIEWED SUCCESSIVE REVISED DRAFTS OF FOREIGN TRANSFER AGREEMENTS (8.9).
LEE KM	04/24/02	6.70	REVIEWED REVISED FOREIGN TRANSFER AGREEMENTS; REVIEWED TRANSITION SERVICES AGREEMENT; TELECONFERENCES WITH S. PROSNIIEWSKI REGARDING ROMANIAN FOREIGN TRANSFER AGREEMENTS AND OPEN TAX ISSUES ON OTHER FOREIGN TRANSFER AGREEMENTS (6.7).
LEE KM	04/29/02	1.20	REVIEWED CEG AND CLSG POST-CLOSING CHECKLISTS FOR TAX ACTION ITEMS; REVIEWED FIRST AMENDMENTS TO CEG AND CLSG PURCHASE AGREEMENTS (1.2).
LEE KM	04/30/02	7.30	REVIEWED FOREIGN TRANSFER AGREEMENT TAX ISSUES AND REVISED CLOSING CHECKLIST TAX ACTION ITEMS FOR SECOND CLOSING OF ELECTRONICS AND LAB/SCI TRANSACTIONS; REVIEWED CALIFORNIA SALES TAX ISSUE (7.3).
		87.90	
LIJOI MA	04/15/02	1.80	REVIEWING PROPOSED FORMS OF ESCROW AGREEMENT PROVIDED BY DSI TO DETERMINE APPROPRIATE AGREEMENT FOR TRANSACTION (1.8).
LIJOI MA	04/16/02	3.00	DISCUSSING PROPOSED ESCROW ARRANGEMENT WITH V. GERONIMO OF DSI AND MARKING-UP APPROPRIATE FORM OF ESCROW AGREEMENT (3.0).
LIJOI MA	04/17/02	3.30	CONTINUING MARK-UP OF DSI FORM ESCROW AGREEMENT (3.3).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

LIJOI MA	04/23/02	3.70	CONTINUING MARK-UP OF DSI FORM ESCROW AGREEMENT TO COMPORT WITH TERMS OF SOFTWARE LICENSE AGREEMENT (3.7).
LIJOI MA	04/24/02	5.50	COMPLETING INITIAL MARK-UP OF DSI FORM ESCROW AGREEMENT TO FIT REQUIREMENTS OF SOFTWARE LICENSE AGREEMENT ESCROW PROVISION (5.5).
LIJOI MA	04/25/02	0.70	DISCUSSING PRELIMINARY MARK-UP OF DSI FORM ESCROW AGREEMENT WITH C. ACIMAN (.7).
LIJOI MA	04/26/02	1.50	REVISING DSI FORM ESCROW AGREEMENT MARK-UP PER C. ACIMAN AND DISTRIBUTING TO CLIENT AND DSI; DISCUSSING INITIAL CLIENT COMMENTS WITH K. GARSTK (1.5).
		19.50	
MAJOR K	04/05/02	1.70	REVIEW LABOR AND EMPLOYMENT SECTIONS OF AMENDED AND RESTATED ASSET PURCHASE AGREEMENT; REVIEW DISCLOSURE SCHEDULE SECTIONS CONCERNING LABOR AND EMPLOYMENT MATTER (1.7).
MAJOR K	04/08/02	0.20	CONFERENCE REGARDING PRIVACY IMPLICATIONS IN RELEASE OF PERSONNEL DOCUMENTS (.2).
MAJOR K	04/09/02	0.20	REVIEW ILLINOIS LAW WITH RESPECT TO RELEASE OF CERTAIN EMPLOYEE INFORMATION (.2).
MAJOR K	04/10/02	0.70	REVIEW LABOR DISCLOSURE SCHEDULES; TELECONFERENCE WITH S. CLARK REGARDING EMPLOYEE INFORMATION REQUESTED BY GE AND WHETHER THE DISCLOSURE OF SUCH INFORMATION IS COVERED BY THE RELEASE SIGNED BY THE EMPLOYEES (.7).
MAJOR K	04/18/02	0.80	CONFERENCE REGARDING COMMENTS TO DRAFT OF LETTER TO BE SENT TO EMPLOYEES IN TAIWAN; REVIEW LETTER AND DRAFT E-MAIL TO N. RAZI REGARDING COMMENTS (.8).
MAJOR K	04/30/02	0.40	REVIEW LABOR AND EMPLOYMENT SECTIONS OF FINAL DISCLOSURE SCHEDULES (.4).
		4.00	
MARTIN GC	04/22/02	0.90	PREPARE FORM OF INTERCOMPANY NOTE (.4); PREPARE FORM OF PAYOFF LETTER (.5)



**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

MARTIN GC	04/23/02	0.50	PREPARE DRAFT PAYOFF LETTER (.5)
MARTIN GC	04/24/02	0.30	PREPARE INFORMATION RE: CONDUIT FACILITIES FOR SALE CLOSING DOCUMENTS (.3)
MARTIN GC	04/25/02	2.40	PREPARE DRAFT PAYOFF LETTERS (2.4)
MARTIN GC	04/26/02	2.50	WORK ON DRAFT PAYOFF LETTERS (2.5)
MARTIN GC	04/29/02	1.50	CALL WITH C. HICKERNEL RE: PAYOFF DOCUMENTS (.3); A. MENA RE: PAYOFF DOCUMENTS (.3); REVIEW PAYOFF REQUIREMENTS IN AGREEMENTS (.9)
		8.10	
MEISLER RE	04/02/02	2.40	REVIEWED AND REVISED EXHIBIT TO CURE NOTICES REGARDING PROPOSED SALE OF HEALTHCARE (2.3); TELECONFERENCE WITH K. LOGAN REGARDING SAME (.1).
MEISLER RE	04/04/02	3.80	RESEARCHED INQUIRY BY A. DEMROE, COUNSEL TO MELLON THREE RIVERS REGARDING CONTRACTS BEING ASSUMED AND ASSIGNED IN SALE OF CEG AND CLSG (1.2); BEGAN DRAFTING MOTION REGARDING SALE OF ANZ LEASING BUSINESS (1.1); TELECONFERENCE WITH K. BYRNE (.1) AND A. HAMILTON (.1) REGARDING SAME; BEGAN REVIEW OF PURCHASE AGREEMENT REGARDING SALE OF ANZ (1.3).
MEISLER RE	04/05/02	2.90	WORKED ON T. LANGEFELD REQUEST REGARDING T-SYSTEMS IT CAP TRANSACTION (.8); TELECONFERENCE WITH T. LANGFELD REGARDING SAME (.2); CONTINUE REVISING MOTION TO SELL ANZ BUSINESS (1.4); TELECONFERENCE WITH K. BYRNE REGARDING SAME (.5).
MEISLER RE	04/07/02	6.10	CONTINUED DRAFTING MOTION TO SELL ANZ BUSINESS (3.6); DRAFTED ORDER REGARDING SAME (1.5); DRAFTED SALE NOTICE (.3); DRAFTED MOTION AND ORDER TO SHORTEN NOTICE (.5); TELECONFERENCES WITH K. BYRNE AND A. HAMILTON (.2).
MEISLER RE	04/08/02	7.40	WORKED ON SALE MOTION AND ORDER REGARDING ANZ BUSINESS (6.8); TELECONFERENCE WITH P. SALEM REGARDING SAME (.6).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

MEISLER RE	04/09/02	4.70	REVIEWED AND REVISED MOTION TO SELL AUSTRALIA AND NEW ZEALAND LEASING BUSINESS (3.6); FILED AND SERVED SAME (.7); TELECONFERENCE WITH A. HAMILTON REGARDING SAME (.2); TELECONFERENCE WITH D. CORRIGAN, MANAGER OF CDO AUSTRALIA, REGARDING SAME (.2).
MEISLER RE	04/11/02	1.10	BEGAN DRAFTING PROFFER REGARDING SALE OF AUSTRALIA NEW ZEALAND (1.0); TELECONFERENCE WITH P. SALEM REGARDING POTENTIAL BIDDERS IN CONNECTION WITH SAME (.1).
MEISLER RE	04/12/02	0.40	DRAFTED CERTIFICATE OF SERVICE REGARDING SALE OF AUSTRALIA/NEW ZEALAND LEASING BUSINESS (.4).
MEISLER RE	04/15/02	1.00	ATTENTION TO SALE OF AUSTRALIA/NEW ZEALAND (.5); REVISED PROFFER REGARDING SAME (.5).
MEISLER RE	04/16/02	1.50	STRATEGY MEETING REGARDING RESPONSE TO OBJECTION TO SALE OF ANZ (1.0); CONTINUED ATTENTION TO SAME (.5).
MEISLER RE	04/17/02	1.00	TELECONFERENCE WITH P. SALEM AND S. KAUFFMAN REGARDING SALE OF ANZ (.5); TELECONFERENCE WITH J. HOFFMAN, COUNSEL TO CREDITORS' COMMITTEE REGARDING SAME (.2); TELECONFERENCE WITH R. STONE, AUSTRALIAN COUNSEL TO COMDISCO REGARDING SAME (.2); TELECONFERENCE WITH K. BYRNE REGARDING SAME (.1).
MEISLER RE	04/18/02	1.50	ATTENDED PORTION OF HEARING REGARDING SALE OF ANZ AND HEALTHCARE (1.5).
MEISLER RE	04/21/02	0.70	ATTENTION TO CURE NOTICE DOCUMENTS IN CONNECTION WITH CLOSING OF CEG AND CLSG (.7).
		34.50	
MIKEL AF	04/16/02	9.10	PREPARED AND EDITED WITNESS OUTLINES (7.1); REVIEWED AND ANALYZED VARIOUS DOCUMENTS (2.0).
MIKEL AF	04/17/02	13.00	DRAFTED WITNESS OUTLINES (5.2); DRAFTED AFFIDAVITS (5.1); REVIEWED AND ANALYZED VARIOUS DOCUMENTS (2.7).
		22.10	

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

MURPHY MM	04/08/02	0.60	STRATEGIZE RE: SALE OF ASSETS IN AUSTRALIA AND NEW ZEALAND (.6).
MURPHY MM	04/09/02	0.60	ATTENTION TO ISSUES REGARDING PROMISSORY NOTEHOLDER AND THE SALE OF HEALTHCARE TO GE (.6).
MURPHY MM	04/12/02	0.90	STRATEGIZE RE: POTENTIAL OBJECTIONS TO THE SALES OF HEALTHCARE AND AUSTRALIA/NEW ZEALAND (.9).
MURPHY MM	04/16/02	6.70	REVIEW BOARD MATERIALS, STATUTORY COMMITTEE MATERIALS AND ROTHSCHILD MATERIALS FOR INFORMATION REGARDING THE SALES OF HEALTHCARE AND ANZ (5.4); DRAFT MEMO AND DISTRIBUTE MATERIALS RE: SAME (1.3).
MURPHY MM	04/17/02	8.20	PREPARE MATERIALS RE: POTENTIAL CONTESTED HEARING ON THE SALE OF HEALTHCARE AND ANZ (3.1); WORK ON DECLARATIONS OF V. GUTIN AND N. BLAKE AND PROFFERS OF F. CIRONE, T. SNYDER AND A. HAMILTON RE: SALES OF HEALTHCARE AND ANZ (5.1).
MURPHY MM	04/18/02	1.50	FINALIZE DECLARATIONS OF N. BLAKE WITH REGARD TO THE SALE OF HEALTHCARE AND ANZ (1.5).
MURPHY MM	04/23/02	1.10	ATTENTION TO ISSUES RE: SALE OF HEALTHCARE (1.1).
		19.60	
ORY SS	04/16/02	8.80	REVIEW MOTION AND OBJECTIONS REGARDING ANZ AND HEALTHCARE SALES (1.8); SET UP WITNESSES FOR HEARING AND PREPARATION FOR HEARING (2.0); DRAFT RESPONSE TO ANZ OBJECTION (3.0); DRAFT WITNESS OUTLINES (2.0).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

ORY SS	04/17/02	17.90	FURTHER WORK ON WITNESS OUTLINES (2.5); REVISED AND COMPLETE RESPONSE TO OBJECTION TO ANZ SALE (3.5); DRAFT DECLARATION FOR N. BLAKE (1.9); RESEARCH REGARDING ADMISSIBILITY OF AFFIDAVIT/DECLARATION (2.2); TELECONFERENCE WITH F. CIRONE REGARDING APPEARANCE AT HEARING (.4); DRAFT DECLARATIONS FOR V. GUTIN (1.9); LENGTHY TELECONFERENCE WITH P. SALEM AND S. KAUFMAN AT GOLDMAN SACHS REGARDING FACTS SURROUNDING SALE PROCESS, BIDDING (1.2); FURTHER REDRAFTS OF DECLARATIONS, PROFFERS FOR BOTH SALES AND HEARING PREPARATION (4.3).
ORY SS	04/18/02	4.00	FURTHER HEARING PREPARATION (2.0); FINALIZE DECLARATIONS (2.0).
		30.70	
ROHLFSEN RJ	04/02/02	1.50	CONTINUE WORK ON REVIEW OF DOCUMENTS IN CONNECTION WITH IT CAP LEASING AND CONTINUE WORK ON LITIGATION CHRONOLOGY IN CONNECTION WITH SAME (.8); CONTINUE REVIEW AND ANALYSIS OF DOCUMENTS IN CONNECTION WITH COMDISCO EUROPE LEASING DIVISIONS, AND CONTINUE PREPARING CHRONOLOGY REGARDING SAME (.7).
ROHLFSEN RJ	04/03/02	1.60	CONTINUE REVIEW OF DOCUMENTS IN CONNECTION WITH EUROPEAN IT LEASING IN CONNECTION WITH PREPARING FOR PLAN CONFIRMATION, AND CONTINUE WORK ON LITIGATION CHRONOLOGY REGARDING SAME (1.6).
ROHLFSEN RJ	04/17/02	0.30	WORK ON PREPARING FOR OMNIBUS HEARING RELATING TO SALE OF HEALTHCARE BUSINESS (.3).
ROHLFSEN RJ	04/18/02	0.30	CONTINUE REVIEW OF MATERIALS AND OMNIBUS HEARING PLEADINGS RELATING TO SALE OF HEALTHCARE LEASING, AND CONTINUE WORK ON CASE ADMINISTRATION ISSUES RELATING TO OMNIBUS HEARING (.3).
		3.70	
SMITH SJ	04/01/02	2.20	PREPARING NOTIONAL LEASE CONSENT FORM AND DISCUSSING CONSENT PROCEDURE WITH CLIENT (2.2).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

SMITH SJ	04/02/02	1.00	COMMUNICATING WITH CLIENT REGARDING NOTIONAL LEASE CONSENT FORM (1.0).
SMITH SJ	04/03/02	0.70	FINALIZING NOTIONAL LEASE CONSENT FORM (.7).
SMITH SJ	04/05/02	1.00	SENDING FINAL NOTIONAL LEASE CONSENT FORM TO CLIENT AND RESPONDING TO QUESTIONS (1.0).
SMITH SJ	04/12/02	0.30	FOLLOW-UP ON CONSENT FORM FOR NOTIONAL LEASE (.3).
		5.20	
STEINLE JJ	04/01/02	3.80	EDIT HEALTHCARE MOTION (2.0); PREPARE FOR SERVICE OF FILING (1.8).
STEINLE JJ	04/02/02	6.80	PREPARE SERVICE OF FILING FOR HEALTHCARE MOTION (2.7); REVISE HEALTHCARE MOTION AND MOTION TO SHORTEN NOTICE (4.1).
STEINLE JJ	04/03/02	2.40	EDIT AND FILE HEALTHCARE MOTION (2.4).
STEINLE JJ	04/12/02	1.90	ANALYSIS REGARDING POTENTIAL HEALTHCARE OBJECTIONS (1.9).
STEINLE JJ	04/13/02	2.20	DRAFT HEALTHCARE SALE PROFFER (2.2).
STEINLE JJ	04/15/02	3.70	FOLLOW-UP REGARDING HEALTHCARE SALE (1.0); REVISE PROFFER REGARDING SAME (.2); ANALYZE RESPONSES TO MOTION (2.1); BEGIN DRAFTING RESPONSES TO SAME (.4).
STEINLE JJ	04/16/02	6.20	PREPARE RESPONSES TO HEALTHCARE OBJECTIONS (5.2); LEGAL RESEARCH REGARDING SAME (1.0).
STEINLE JJ	04/17/02	8.20	REVISE RESPONSE TO OBJECTION TO AUSTRALIA/NEW ZEALAND SALE (2.1); DRAFT PROFFER REGARDING SAME (.8); DRAFT PROFFER FOR HEALTHCARE MOTION (2.0); REVISE AND FILE RESPONSE TO EQUITY COMMITTEE OBJECTION (2.2); RESOLVE OTHER OBJECTIONS (1.1).
STEINLE JJ	04/18/02	3.20	REVISE PROFFER (.4); PREPARE FOR HEARING (2.8).
STEINLE JJ	04/22/02	0.90	REVIEW HEALTHCARE SALE ISSUES (.9).
		39.30	

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

ZINGONE A	04/05/02	1.70	FOLLOW UP ON FRENCH CLOSING AND IN PARTICULAR OUTSTANDING ISSUES RELATING TO THE TRANSFER OF FRENCH EMPLOYEES (1.7).
ZINGONE A	04/08/02	1.80	FRENCH CLOSING: REVIEWING FRENCH EMPLOYEES' ISSUES IN LIGHT OF MASTER PURCHASE AGREEMENT BETWEEN COMDISCO AND GE (1.8).
ZINGONE A	04/09/02	1.50	FOLLOW UP ON FRENCH CLOSING AND IN PARTICULAR FRENCH LABOR LAW ISSUES IN CONNECTION WITH CLOSING AND TELECONFERENCE WITH K. CHAPMAN AND A. ROCHE (1.5).
ZINGONE A	04/10/02	1.30	FOLLOW UP ON FRENCH CLOSING: CORPORATE ASPECTS AND OUTSTANDING LABOR LAW ISSUES (1.3).
ZINGONE A	04/15/02	0.80	FOLLOW UP WITH A. HUGON ON FOREIGN TRANSFER AGREEMENT FOR FRANCE AND FRENCH CLOSING (IN PARTICULAR LABOR LAW ISSUES) (.8).
ZINGONE A	04/17/02	1.00	REVIEWING FOREIGN TRANSFER AGREEMENT BETWEEN COMDISCO FRANCE AND GE (1.0).
ZINGONE A	04/18/02	1.90	FOLLOW UP ON LABOR LAW ISSUES IN CONNECTION WITH THE SALE OF COMDISCO FRENCH BUSINESSES (1.9).
ZINGONE A	04/24/02	2.60	FOLLOW UP ON FOREIGN TRANSFER AGREEMENT RELATING TO COMDISCO FRANCE BUSINESS AND RELATED LABOR LAW ISSUES (2.6).
ZINGONE A	04/29/02	1.00	FOLLOW UP ON FRENCH CLOSING AND FOREIGN TRANSFER AGREEMENT FOR THE COMDISCO FRANCE BUSINESS (1.0).
		13.60	
<b>Total Associate</b>		<b>1123.00</b>	
BERGLIND ME	04/15/02	2.50	ASSIST WITH PRE-CLOSING (2.5).
BERGLIND ME	04/16/02	5.30	CONTINUE TO ASSIST WITH PRE-CLOSING (5.3).
BERGLIND ME	04/17/02	5.80	CONTINUE TO ASSIST WITH PRE-CLOSING (5.8).
BERGLIND ME	04/18/02	8.80	ASSIST WITH CLOSING (8.8).
BERGLIND ME	04/19/02	1.90	CONTINUE TO ASSIST WITH CLOSING (1.9).
		<b>24.30</b>	

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

FROST TL	04/03/02	1.00	FILE MOTION TO SELL HEALTHCARE (1.0).
FROST TL	04/09/02	5.50	FILE AND DISTRIBUTE AUSTRALIA/NEW ZEALAND SALE MOTION (3.3); PREPARE SERVICE LISTS (2.2).
FROST TL	04/12/02	0.50	PREPARE CERTIFICATE OF SERVICE FOR AUSTRALIA/NEW ZEALAND SALE (.5).
FROST TL	04/18/02	3.50	PREPARE MATERIALS FOR HEARING (3.2); PREPARE AFFIDAVITS OF N. BLAKE, V. GUTIN AND T. SNYDER FOR FILING WITH THE COURT (.3).
FROST TL	04/22/02	1.50	PREPARE CERTIFIED COPY OF ORDERS AND DOCKET FOR CLOSING (1.0); FAX TO WEIL GOTSCHAL RE: SAME (.5).
		<b>12.00</b>	
HOFFMAN PS	04/12/02	2.40	COORDINATE UCC FINANCING STATEMENTS (2.4).
HOFFMAN PS	04/15/02	7.60	CONTINUE TO COORDINATE UCC FINANCING STATEMENTS (7.6).
HOFFMAN PS	04/16/02	6.40	CONTINUE TO COORDINATE UCC FINANCING STATEMENTS (6.4).
HOFFMAN PS	04/17/02	7.70	COORDINATE UCC FINANCING STATEMENTS (7.7).
HOFFMAN PS	04/18/02	9.80	CONTINUE TO COORDINATE UCC FINANCING STATEMENTS (9.8).
HOFFMAN PS	04/19/02	7.10	CONTINUE TO COORDINATE UCC FINANCING STATEMENTS (7.1).
HOFFMAN PS	04/22/02	3.50	CONTINUE TO COORDINATE UCC FINANCING STATEMENTS (3.5).
HOFFMAN PS	04/23/02	2.70	CONTINUE TO ASSIST WITH CLOSING (2.7).
HOFFMAN PS	04/25/02	0.30	CONTINUE TO COORDINATE UCC FINANCING STATEMENTS (.3).
HOFFMAN PS	04/26/02	0.40	CONTINUE TO COORDINATE UCC FINANCING STATEMENTS (.4).
HOFFMAN PS	04/29/02	0.80	CONTINUE TO COORDINATE UCC FINANCING STATEMENTS (.8).
		<b>48.70</b>	
<b>Total Legal Assistant</b>		<b>85.00</b>	

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

ROSI DA	04/09/02	4.00	PREPARE AND ASSEMBLE DOCUMENTS FOR DISTRIBUTION/MAILING RE EMERGENCY MOTION RATIFYING DEBTOR'S DECISION TO APPROVE THE SALE OF THE ASSETS OF THEIR AUSTRALIAN AND NEW ZEALAND LEASING BUSINESS (4.0).
		4.00	
WORSHECK TM	04/09/02	4.80	PREPARE EXCEL SERVICE LISTS FOR BATCH PROCESSING, EDIT/REVISE SUCH LISTS AND COMPLETE PREPARATION OF OVERNIGHT MAIL SHIPPING LOG RE EMERGENCY MOTION RATIFYING DEBTOR'S DECISION TO APPROVE THE SALE OF THE ASSETS OF THEIR AUSTRALIAN AND NEW ZEALAND LEASING BUSINESS (1.0); PREPARE AND ASSEMBLE DOCUMENTS FOR DISTRIBUTION/MAILING RE EMERGENCY MOTION RATIFYING DEBTOR'S DECISION TO APPROVE THE SALE OF THE ASSETS OF THEIR AUSTRALIAN AND NEW ZEALAND LEASING BUSINESS (3.8).
		4.80	
Total Legal Assist Support		8.80	
MATTER TOTAL		<u>1,470.30</u>	



**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Comdisco, Inc. (DIP)  
Asset Dispositions - Zeus

Bill Date: 05/20/02  
Bill Number: 917155

Disbursement	Date	Vendor/Employee	Amount
Air travel - vendor feed	04/19/02	Gerson SJ	1431.50
Air travel - vendor feed	04/19/02	Athas C	1431.50
Air travel - vendor feed	04/19/02	Anderson JD	1431.50
Air travel - vendor feed	04/21/02	Vance III LB	1431.50
<b>TOTAL AIR TRAVEL - VENDOR FEED</b>			<b>\$5,726.00</b>
In-house Reproduction	04/02/02	Copy Center, D	90.50
In-house Reproduction	04/05/02	Office Admin, D	0.90
In-house Reproduction	04/05/02	Copy Center, D	316.48
In-house Reproduction	04/09/02	Copy Center, D	24.40
In-house Reproduction	04/12/02	Copy Center, D	413.18
In-house Reproduction	04/15/02	Office Admin, D	138.59
In-house Reproduction	04/16/02	Copy Center, D	441.68
In-house Reproduction	04/19/02	Office Admin, D	0.40
In-house Reproduction	04/19/02	Copy Center, D	550.27
In-house Reproduction	04/23/02	Copy Center, D	7.80
In-house Reproduction	04/26/02	Copy Center, D	0.40
In-house Reproduction	04/26/02	Copy Center, D	3.00
In-house Reproduction	04/30/02	Copy Center, D	61.40
<b>TOTAL IN-HOUSE REPRODUCTION</b>			<b>\$2,049.00</b>
Telephone Expense	04/10/02	Telecommunications, D	184.23
Telephone Expense	04/26/02	Telecommunications, D	0.03
Telephone Expense	04/26/02	Telecommunications, D	0.04
Telephone Expense	04/26/02	Telecommunications, D	0.10
Telephone Expense	04/26/02	Telecommunications, D	0.13
Telephone Expense	04/26/02	Telecommunications, D	3.40
Telephone Expense	04/26/02	Telecommunications, D	4.22
Telephone Expense	04/26/02	Telecommunications, D	4.45
Telephone Expense	04/26/02	Telecommunications, D	17.90

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Disbursement	Date	Vendor/Employee	Amount
Telephone Expense	04/26/02	Telecommunications, D	433.50
		<b>TOTAL TELEPHONE EXPENSE</b>	<b>\$648.00</b>
Non-standard/Outside Reproduction	04/15/02	Litigation-General, Dikon Document Services	572.00
		<b>TOTAL NON-STANDARD/OUTSIDE REPRODUCTION</b>	<b>\$572.00</b>
Lexis/Nexis	04/16/02	Qiu SX	48.00
		<b>TOTAL LEXIS/NEXIS</b>	<b>\$48.00</b>
Westlaw	04/08/02	Meisler RE	22.42
Westlaw	04/16/02	Altan EL	29.58
		<b>TOTAL WESTLAW</b>	<b>\$52.00</b>
Telephone Expense - all other	03/29/02	Telecommunications, DGenesys Conferencing	40.00
		<b>TOTAL TELEPHONE EXPENSE - ALL OTHER</b>	<b>\$40.00</b>
Out-of-Town Travel	04/19/02	Athas C	1939.75
Out-of-Town Travel	04/25/02	Anderson JD	1927.25
		<b>TOTAL OUT-OF-TOWN TRAVEL</b>	<b>\$3,867.00</b>
Professional Services	04/11/02	Library, DSasm&F Paris	-4571.00
		<b>TOTAL PROFESSIONAL SERVICES</b>	<b>\$-4,571.00</b>
Messengers/ Courier	04/03/02	Database, Car, Courier, Air Dept	10.89
Messengers/ Courier	04/04/02	Database, Car, Courier, Air Dept	7.48
Messengers/ Courier	04/04/02	Database, Car, Courier, Air Dept	8.49
Messengers/ Courier	04/04/02	Database, Car, Courier, Air Dept	8.49
Messengers/ Courier	04/05/02	Database, Car, Courier, Air Dept	13.01
Messengers/ Courier	04/05/02	Database, Car, Courier, Air Dept	18.50
Messengers/ Courier	04/05/02	Database, Car, Courier, Air Dept	20.32

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Disbursement	Date	Vendor/Employee	Amount
Messengers/ Courier	04/05/02	Corporate RestructuringStraightline Courier	22.01
Messengers/ Courier	04/07/02	Corporate General, DComet Messenger Service	32.27
Messengers/ Courier	04/07/02	Corporate RestructuringArrow Messenger Svc	54.23
Messengers/ Courier	04/11/02	Database, Car, Courier, Air Dept	8.49
Messengers/ Courier	04/11/02	Database, Car, Courier, Air Dept	17.25
Messengers/ Courier	04/11/02	Database, Car, Courier, Air Dept	23.53
Messengers/ Courier	04/12/02	Database, Car, Courier, Air Dept	41.52
Messengers/ Courier	04/18/02	Database, Car, Courier, Air Dept	30.45
Messengers/ Courier	04/18/02	Database, Car, Courier, Air Dept	34.14
Messengers/ Courier	04/18/02	Database, Car, Courier, Air Dept	41.52
Messengers/ Courier	04/19/02	Database, Car, Courier, Air Dept	17.25
Messengers/ Courier	04/21/02	Corporate RestructuringComet Messenger Service	27.43
Messengers/ Courier	04/23/02	Database, Car, Courier, Air DeptSasm&F Sydney	30.21
Messengers/ Courier	04/23/02	Database, Car, Courier, Air DeptSasm&F Paris	65.30
Messengers/ Courier	04/23/02	Database, Car, Courier, Air DeptSasm&F Sydney	74.96
Messengers/ Courier	04/25/02	Corporate RestructuringComet Messenger Service	10.26
		<b>TOTAL MESSENGERS/ COURIER</b>	<b>\$618.00</b>
Court Reporting	04/03/02	Litigation-General, DEsquire Deposition Services	509.00
		<b>TOTAL COURT REPORTING</b>	<b>\$509.00</b>
Outside Research/Internet Services	04/10/02	Corporate RestructuringPacer Service Center	1.68

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

<b>Disbursement</b>	<b>Date</b>	<b>Vendor/Employee</b>	<b>Amount</b>
Outside Research/Internet Services	04/10/02	Corporate RestructuringPacer Service Center	288.32
		<b>TOTAL OUTSIDE RESEARCH/INTERNET SERVICES</b>	<b>\$290.00</b>
		<b>TOTAL MATTER</b>	<b>\$9,848.00</b>

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Comdisco, Inc. (DIP)  
Asset Dispositions - Zeus

Bill Date: 06/30/02  
Bill Number: 921074

NAME	DATE	HOURS	DESCRIPTION
PERLMAN F	05/22/02	1.30	ATTENTION TO TYCO SETTLEMENT (.7); ATTENTION TO GE SALE ISSUES (.6).
		1.30	
VANCE III L	05/01/02	1.50	ATTENTION TO POST-CLOSING ISSUES (1.5).
VANCE III L	05/02/02	2.50	ATTENTION TO ISSUES REGARDING MAY 31 CLOSING (2.5).
VANCE III L	05/07/02	1.50	CONTINUED ATTENTION TO POST-CLOSING ISSUES (1.5).
VANCE III L	05/09/02	3.50	CONTINUED ATTENTION TO POST-CLOSING ISSUES (1.5); PREPARE FOR SECOND CLOSING (2.0).
VANCE III L	05/16/02	2.70	PREPARE FOR TRANSACTION CLOSING (2.7).
VANCE III L	05/20/02	1.50	PREPARE FOR CLOSING OF ELECTRONICS/LAB AND SCIENTIFIC HEALTHCARE TRANSACTIONS (1.5).
VANCE III L	05/21/02	3.80	CONTINUE TO PREPARE FOR CLOSING OF ELECTRONICS, LAB & SCIENTIFIC AND HEALTHCARE TRANSACTIONS (3.8).
VANCE III L	05/28/02	3.50	CONTINUED ATTENTION TO CLOSING OF ELECTRONICS, LAB & SCIENTIFIC AND HEALTHCARE TRANSACTIONS (3.5).
VANCE III L	05/29/02	2.50	CLOSING OF ELECTRONICS, LAB & SCIENTIFIC AND HEALTHCARE TRANSACTIONS (2.5).
VANCE III L	05/30/02	3.50	CONTINUED ATTENTION TO CLOSING OF ELECTRONICS, LAB & SCIENTIFIC AND HEALTHCARE TRANSACTIONS (3.5).
VANCE III L	05/31/02	2.50	CONTINUED ATTENTION TO CLOSING OF ELECTRONICS, LAB & SCIENTIFIC AND HEALTHCARE TRANSACTIONS (2.5).
		29.00	
<b>Total Partner</b>		<b>30.30</b>	

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

ACIMAN C	05/03/02	1.10	REVIEW PROPOSED ESCROW AGREEMENT CHANGES FROM ESCROW AGENT DSI; DISCUSSED WITH M. LIJOI (T-SYSTEMS - EXHIBIT TO LICENSE AGREEMENT) (1.1).
ACIMAN C	05/14/02	0.80	DISCUSSED WITH M. LIJOI CLIENT'S COMMENTS TO REVISED ESCROW AGREEMENT; REVIEW MARK-UP OF SAME (T-SYSTEMS EXHIBIT TO LICENSE AGREEMENT) (.8).
ACIMAN C	05/15/02	1.10	REVIEW REVISED DRAFT ESCROW AGREEMENT AND DSI COMMENTS AND DISCUSSED SAME WITH M. LIJOI (1.1).
ACIMAN C	05/29/02	1.80	REVIEW CORRESPONDENCE RE G2 SOFTWARE LICENSE; SPOKE TO WEILL GOTSHAL ATTORNEY RE SAME (.6); OFFICE DISCUSSION WITH SKADDEN CORPORATE TEAM RE DRAFTING OF G2 SOFTWARE LICENSE AGREEMENT AND REVIEW GE CLOSING DOCUMENTATION REFERRING TO SAME; TELECONFERENCE WITH WEILL GOTSHAL ATTORNEY RE SAME (GENERAL ELECTRIC TRANSACTION) (1.2).
ACIMAN C	05/30/02	0.40	REVIEW PROPOSED CHANGES TO ESCROW AGREEMENT AND DSI'S COMMENTS RE SAME (T-SYSTEMS AGREEMENT) (.4).
		5.20	
<b>Total Counsel</b>		5.20	
ANDERSON JD	05/01/02	8.60	ATTENTION TO POST-CLOSING ISSUES AND DOCUMENTS (3.0); DISCUSS SECOND CLOSING ISSUES WITH D. FRANKEL AND M. MILLER (3.0); REVIEW HEALTHCARE CLOSING CHECKLIST (.3); DRAFT CLOSING CERTIFICATES FOR SECOND CLOSING (.5); DRAFT FLOW OF FUNDS MEMORANDA FOR SECOND CLOSING (1.4); EDIT EMPLOYEE TRANSFER SIDE LETTER (.4).
ANDERSON JD	05/02/02	6.30	REVIEW MEDICAL REFURBISHMENT AGREEMENTS (1.8); ATTENTION TO SECOND CLOSING ISSUES RE ITALY, FRANCE, AND CANADA (3.5); ATTENTION TO POST-CLOSING DOCUMENT ORGANIZATION (.6); DISCUSS SECOND CLOSING ISSUES WITH D. FRANKEL (.4).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

ANDERSON JD	05/03/02	6.20	ATTENTION TO SECOND CLOSING ISSUES AND ITEMS (5.0); DISCUSS JAPANESE SUBSIDIARY ISSUES WITH K. CHAPMAN (.7); ATTENTION TO ITALIAN TRANSFER AGREEMENT ISSUES (.5).
ANDERSON JD	05/06/02	4.80	CONTINUED ATTENTION TO SECOND CLOSING ISSUES AND ITEMS (4.8).
ANDERSON JD	05/07/02	3.80	ATTENTION TO FOREIGN TRANSFER AGREEMENT ISSUES (1.0); ATTENTION TO SECOND CLOSING ISSUES AND ITEMS (2.8).
ANDERSON JD	05/08/02	4.50	REVIEW TAX ESCROW AND ROMANIAN PLEDGE AGREEMENTS (1.0); ATTENTION TO SECOND CLOSING ISSUES (3.5).
ANDERSON JD	05/09/02	6.30	REVIEW AND MARKUP ROMANIAN PLEDGE AGREEMENTS (2.0); ATTENTION TO SECOND CLOSING ISSUES (4.3).
ANDERSON JD	05/10/02	7.30	DRAFT DOMESTIC LEASE CONSENT (.6); ATTENTION TO SECOND CLOSING OPEN ISSUES WITH D. FRANKEL AND M. MILLER (2.2); REVIEW HEALTHCARE CLOSING CHECKLIST (.5); PREPARE ASSORTED CLOSING DOCUMENTS FOR HEALTHCARE DEAL (1.5); ATTENTION TO SECOND CLOSING ITEMS AND ISSUES (2.5).
ANDERSON JD	05/13/02	2.20	ATTENTION TO SECOND CLOSING ISSUES (.5); ATTENTION TO OPEN HEALTHCARE CLOSING ISSUES (1.2); REVIEW HEALTHCARE UCC FORMS (.5).
ANDERSON JD	05/14/02	3.20	CONTINUED ATTENTION TO SECOND CLOSING ISSUES AND ITEMS (2.2); REVIEW CLOSING CHECKLIST AND FILES (1.0).
ANDERSON JD	05/15/02	1.70	CONTINUED ATTENTION TO SECOND CLOSING ITEMS (.8); FINALIZE HEALTHCARE UCC FILINGS (.3); DISCUSS CLOSING ISSUES WITH D. FRANKEL (.6).
ANDERSON JD	05/16/02	1.50	CONTINUED ATTENTION TO SECOND CLOSING ITEMS AND DOCUMENT PREPARATION (1.5).
ANDERSON JD	05/17/02	1.50	CONTINUED ATTENTION TO SECOND CLOSING ISSUES AND DOCUMENT PREPARATION (1.0); DRAFT ISSUES LIST RE: SECOND CLOSING (.5).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

ANDERSON JD	05/20/02	9.50	COMPLETE MARKUPS TO PLEDGE AGREEMENTS (3.5); PREPARE FOR SECOND CLOSING (2.0); REVIEW SECOND CLOSING TRANSFER AGREEMENTS (1.0); ATTENTION TO SECOND CLOSING ISSUES (3.0).
ANDERSON JD	05/21/02	2.50	PREPARE MARKUPS TO TRANSFER AGREEMENTS (.5); ATTENTION TO SECOND CLOSING ISSUES (.5); ATTENTION TO CLOSING FILE PREPARATION AND ORGANIZATION (1.5).
ANDERSON JD	05/22/02	9.30	REVIEW AND MARKUP TRANSFER AGREEMENTS FOR CLOSING (4.0); PREPARE FINAL MARKUP OF PLEDGE AGREEMENTS (2.3); PREPARE CLOSING DOCUMENTS (3.0).
ANDERSON JD	05/23/02	5.60	ATTENTION TO SECOND CLOSING ISSUES (3.0); REVIEW AND FINALIZE HEALTHCARE TRANSFER AGREEMENTS AND OTHER CLOSING DOCUMENTS (2.6).
ANDERSON JD	05/24/02	9.50	PREPARE DOCUMENTS AND MATERIALS FOR SECOND CLOSING (2.0); ATTENTION TO CLOSING ISSUES WITH D. FRANKEL AND M. MILLER (2.5); ATTENTION TO CANADIAN CLOSING ISSUES (1.5); PREPARE MARKUP TO DUTCH TRANSFER AGREEMENTS (1.5); FINALIZE TRANSFER AGREEMENT AND CLOSING FILES (2.0).
ANDERSON JD	05/28/02	8.70	PREPARE CLOSING DOCUMENTS AND FILES (4.7); ATTENTION TO TAX ESCROW ISSUES (1.0); REVIEW AND EDIT TRANSFER AGREEMENTS (3.0).
ANDERSON JD	05/29/02	11.50	CONTINUED ATTENTION TO SECOND CLOSING ISSUES AND ITEMS (11.5).
ANDERSON JD	05/30/02	19.90	WORK ON SECOND CLOSING FOR LAB AND ELECTRONICS DEALS (12.6); COMPLETE FIRST CLOSING FOR HEALTHCARE TRANSACTIONS (7.3).
ANDERSON JD	05/31/02	12.40	CONTINUE TO WORK ON SECOND CLOSING FOR ELECTRONICS AND LAB/SCIENCE (11.2); ORGANIZE EXECUTED DOCUMENTS FROM HEALTHCARE CLOSING (1.2).

146.80



**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

ATHAS C	05/01/02	4.70	TELECONFERENCES WITH COMDISCO TO DISCUSS STATUS OF CEG, CLSG SECOND CLOSING AND CHG INITIAL CLOSING ON MAY 31, 2002 (2.0); REVISE CHG CLOSING CHECKLIST (1.0); REVIEW AND ORGANIZE CHG DELIVERABLES AT CLOSING (1.7).
ATHAS C	05/02/02	5.50	REVIEW POST-CLOSING STATUS OF CEG, CLSG DEALS AND PREPARE FOR HEALTHCARE CLOSING ON MAY 31, 2002, AND TELECONFERENCE WITH M. MILLER TO DISCUSS SECOND CLOSING STATUS OF CEG, CLSG DEALS (4.5); REVIEW REVISED CEG SCHEDULES TO APA PER AMENDMENTS (1.0).
ATHAS C	05/03/02	5.20	ORGANIZE AND DISTRIBUTE CEG, CLSG SCHEDULES AS OF CLOSING, APRIL 24, 2002, TO COMDISCO AND GE (1.5); REVIEW AND UPDATE HEALTHCARE SCHEDULES AND HEALTHCARE CLOSING CHECKLIST (2.7); REVIEW CEG, CLSG POST-CLOSING CHECKLISTS (1.0).
ATHAS C	05/06/02	4.50	REVIEW HEALTHCARE SCHEDULES AND HEALTHCARE CLOSING CHECKLIST FOR ITEMS TO BE COMPLETED PRIOR TO MAY 31, 2002 (3.5); REVIEW CEG, CLSG POST-CLOSING CHECKLISTS (1.0).
ATHAS C	05/07/02	3.70	REVIEW CEG, CLSG TSA SCHEDULES AND REVISE CEG SCHEDULES FOR SECOND CLOSING (2.2); REVIEW FIRST AMENDMENT TO CEG, CLSG AMENDED AND RESTATED ASSET PURCHASE AGREEMENTS FOR ITEMS TO BE COMPLETED PRIOR TO SECOND CLOSING (1.5).
ATHAS C	05/08/02	4.30	UPDATE CEG, CLSG, AND HEALTHCARE AGING REPORTS FOR APA SCHEDULES PER COMMENTS FROM COMDISCO (1.8); REVIEW ELECTRONIC RIDERS TO HEALTHCARE SCHEDULES (1.5); UPDATE CEG, CLSG SECOND-CLOSING CHECKLISTS (1.0).
ATHAS C	05/09/02	4.00	REVIEW STATUS OF DELIVERABLES AT CLOSING FOR CEG, CLSG AND HEALTHCARE DEALS (1.8); REVIEW HEALTHCARE SCHEDULES AND STATUS OF ELECTRONIC ATTACHMENTS THERETO (1.5); REVIEW CEG, CLSG SCHEDULE DOCUMENTS FROM FOREIGN COUNSEL (.7).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

ATHAS C	05/10/02	3.70	REVIEW AND UPDATE HEALTHCARE CLOSING CHECKLIST AND SCHEDULES FOR MAY 31 CLOSING (1.5); TELECONFERENCES WITH COMDISCO AND GE TO DISCUSS STATUS OF CEG, CLSG SENCOND CLOSINGS (2.2).
ATHAS C	05/13/02	1.20	UPDATE AND DISTRIBUTE HEALTHCARE CHECKLIST AND WEEKLY OPEN ITEMS REMINDER (1.2).
ATHAS C	05/14/02	1.20	REVISE HEALTHCARE CLOSING CHECKLIST PER UPDATED COMMENTS (1.2).
ATHAS C	05/15/02	3.10	REVIEW HEALTHCARE SCHEDULES AND CLOSING CHECKLIST PER REVISED TAX ITEMS AND CHANGES TO PURCHASED OTHER CONTRACTS (3.1).
ATHAS C	05/16/02	6.20	TELECONFERENCE WITH M. MILLER TO DISCUSS OPEN ISSUES RELATED TO CHG CLOSING ON MAY 31, 2002 (.5); REVIEW AND DISTRIBUTE CLSG UCC AND EXHIBIT A TO COMDISCO (.6); REVIEW AND UPDATED CHG SCHEDULES PER TAX AND AGING REPORT COMMENTS FROM COMDISCO (3.6); REVISE CHG ACCOUNTING PRINCIPLES TO CONFORM TO DEAL WITHOUT ASSIGNING SUBSIDIARIES (1.5).
ATHAS C	05/17/02	7.00	UPDATE AND DISTRIBUTE CEG, CLSG AND HEALTHCARE CLOSING CHECKLISTS (2.5); UPDATE AND DISTRIBUTE CEG, CLSG AND HEALTHCARE SCHEDULES AND EXHIBITS TO COMDISCO AND FOREIGN COUNSEL FOR MAY 24, 2002, DEADLINE PER SECTION 5.9 OF THE APAS (4.5).
ATHAS C	05/20/02	5.80	REVIEW COMMENTS TO CEG, CLSG SCHEDULES FROM FOREIGN COUNSEL AND UPDATE CLOSING STATUS CHARTS (1.8); REVIEW CLOSING CHECKLISTS FROM WGM (1.5); REVIEW STATUS OF CLOSING DELIVERABLES FOR CHG CLOSING ON MAY 31 (1.2); CONFORM FTA SCHEDULES AS OF INITIAL CLOSING FOR CEG, CLSG SECOND CLOSING ON MAY 31 (1.3).
ATHAS C	05/21/02	4.50	REVIEW STATUS OF CEG, CLSG PRE-CLOSING DELIVERABLES AND SCHEDULE UPDATES AND COORDINATE WITH COMDISCO AND FOREIGN COUNSEL (2.6); UPDATE CHG SCHEDULES AND STATUS CHART PURSUANT TO SECTION 5.9 (1.5); REVIEW STATUS OF CHG LIST OF DEFECTIVE PFCS (.4).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

ATHAS C	05/22/02	5.00	REVIEW PRELIMINARY SCHEDULES TO FTAS PREPARED BY FOREIGN COUNSEL, REVIEW AND UPDATE CEG, CLSG SCHEDULES AND EXHIBITS THERETO (2.8); UPDATE CHG CLOSING CHECKLIST AND REVIEW HEALTHCARE DELIVERABLES AT CLOSING (1.5); REVIEW CEG AND CLSG LITIGATION AND AGING REPORTS (.7).
ATHAS C	05/23/02	6.60	REVIEW CHG APA AND SCHEDULES FOR COMPLETION AND DISTRIBUTION TO GE (2.5); REVIEW CEG, CLSG ASSET TRACKERS TO BEGIN DRAFTING SCHEDULES TO FTAS FOR SECOND CLOSING (1.5); REVIEW CHG FTAS AND DRAFT SCHEDULES FOR CLOSING (2.2); REVIEW LIST OF CHG DEFECTIVE PURCHASED FINANCING CONTRACTS (.4).
ATHAS C	05/24/02	10.10	DRAFT AND DISTRIBUTE FINAL CEG, CLSG AND HEALTHCARE SCHEDULES TO THE ASSET PURCHASE AGREEMENTS PURSUANT TO SECTION 5.9 (5.7); REVIEW AND DISTRIBUTE FINAL CEG, CLSG AND HEALTHCARE LISTS OF DEFECTIVE PURCHASED FINANCING CONTRACTS PURSUANT TO SECTION 5.1(H) (2.5); REVIEW LIST OF CLSG DOMESTIC INVENTORY FOR ATTACHMENT TO CLSG SIDE LETTER (.7); REVIEW FINAL COMDISCO DELIVERABLES FOR CLOSING ON MAY 31 (1.2).
ATHAS C	05/28/02	9.20	REVIEW FINAL DOCUMENTS AND PREPARE CLOSING ROOM FOR MAY 31, 2002, COMDISCO CLOSING (5.5); ORGANIZE FOREIGN TRANSFER AGREEMENTS AND REVIEW MOST RECENT COMDISCO ASSET TRACKERS TO PREPARE FTA SCHEDULES (3.7).
ATHAS C	05/29/02	10.50	DRAFT PRELIMINARY FTA SCHEDULES FOR CEG, CLSG AND HEALTHCARE CLOSING ON MAY 31 (3.5) REVIEW POST-PETITION REMARKETING AGREEMENTS FOR SALE TO GE (.8); COORDINATE WITH WGM REGARDING ITEMS TO BE DELIVERED TO GE AT CLOSING (5.0); TELECONFERENCE WITH CANADIAN COUNSEL TO RESOLVE OPEN CANADA ISSUE RELATED TO CLOSING (1.2).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

ATHAS C	05/30/02	19.20	PREPARE CEG, CLSG AND HEALTHCARE SCHEDULES FOR CLOSING; REVIEW FINAL FTA'S AND DRAFT FINAL FTA SCHEDULES IN PREPARATION FOR CLOSING; PREPARE CLOSING ROOMS, REVIEW DOCUMENTS AND COORDINATE WITH WEIL GOTSHAL FOR CEG, CLSG AND HEALTHCARE ANTICIPATED CLOSING ON MAY 31, 2002 (19.2).
ATHAS C	05/31/02	11.80	PREPARE AND REVIEW SCHEDULES TO FOREIGN TRANSFER AGREEMENTS AND REVIEW FINAL DOCUMENTS FOR CLOSING; REVIEW AND CONFIRM CLOSING ROOM AND ALL COMDISCO DELIVERABLES; CONFIRM FINAL SIGNATURE PAGES FOR CLOSING (11.8).
		137.00	
GERSON SJ	05/01/02	6.50	TELECONFERENCES WITH D. FRANKEL REGARDING VARIOUS MATTERS RELATED TO TRANSACTIONS WITH GE (.2); PARTICIPATE IN TELECONFERENCE WITH MEMBERS OF CLIENT'S CLSG TEAM REGARDING VARIOUS MATTERS RELATED TO SECOND CLOSING (.3); PARTICIPATE IN TELECONFERENCE WITH MEMBERS OF CLIENT'S CEG TEAM AND M. FISCHER AND C. DALE REGARDING VARIOUS MATTERS RELATED TO SECOND CLOSING (1.0); PARTICIPATE IN TELECONFERENCE WITH D. FRANKEL, M. MILLER, J. FROBERG AND OTHERS REGARDING VARIOUS MATTERS RELATED TO HEALTHCARE TRANSACTION AND CLOSING THEREOF (.4); TELECONFERENCES WITH EACH OF O. SANDLER AND J. MCDONALD OF WEIL REGARDING VARIOUS OPEN ISSUES (.1); ATTEND TO VARIOUS MATTERS AND ISSUES AND REVIEW AND EDIT VARIOUS CLOSING DOCUMENTS RELATED TO TRANSACTIONS WITH GE (4.5).
GERSON SJ	05/02/02	5.40	ATTEND TO VARIOUS MATTERS AND ISSUES RELATED TO CLOSING OF TRANSACTIONS WITH GE (4.8); TELECONFERENCE WITH O. SANDLER AND N. VYAS REGARDING SAME (.2); TELECONFERENCE WITH J. MCNALLY REGARDING CERTAIN DISCLOSURES ON APA SCHEDULES (.1); ATTEND TO VARIOUS MATTERS RELATED TO CONDUIT FACILITIES AND RELEASE OF LEASES THEREFROM (.3).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

GERSON SJ	05/03/02	6.40	CONTINUED ATTENTION TO VARIOUS MATTERS AND ISSUES RELATED TO CLOSINGS OF ELECTRONICS, LAB/SCI AND HEALTHCARE TRANSACTIONS WITH GE (3.4); REVIEW AND EDIT DRAFT OF TAX ESCROW AGREEMENT (2.7); ATTEND TO VARIOUS MATTERS RELATED TO LEASES SUBJECT TO CONDUIT FACILITIES (.3).
GERSON SJ	05/06/02	5.00	REVIEW AND EDIT DOCUMENTATION RELATED TO CONDUIT FACILITIES AND RELEASE OF CERTAIN LEASES THEREFROM AND ATTEND TO CERTAIN ISSUES RELATED THERETO (2.2); ATTEND TO VARIOUS MATTERS RELATED TO CLOSINGS OF TRANSACTIONS WITH GE (2.3); TELECONFERENCE WITH D. FRANKEL REGARDING SAME (.1); TELECONFERENCE WITH O. SANDLER REGARDING SAME (.1); REVIEW LETTER REGARDING ASSIGNMENT OF AUSTIN LEASE TO GE (.3).
GERSON SJ	05/07/02	5.80	CONTINUED ATTENTION TO VARIOUS MATTERS AND ISSUES RELATED TO CLOSINGS OF TRANSACTIONS WITH GE (4.1); REVIEW ASSET TRACKERS FOR SECOND CLOSING FOR ELECTRONICS AND LAB/SCI (.4); ATTEND TO VARIOUS MATTERS RELATED TO RELEASE OF CERTAIN LEASES FROM CONDUITS AND DOCUMENTATION THEREFOR (.3); TELECONFERENCE WITH A. MENA OF KIRKLAND & ELLIS REGARDING SAME (.1); REVIEW AND EDIT REVISED DRAFT OF TAX ESCROW AGREEMENT (.9).
GERSON SJ	05/08/02	5.70	MULTIPLE TELECONFERENCES WITH D. REYNOLDS REGARDING SAME (.2); REVIEW AND EDIT DRAFTS OF ROMANIAN PLEDGE AGREEMENTS (3.2); TELECONFERENCE WITH D. FRANKEL AND M. MILLER REGARDING SAME (.2); ATTEND TO VARIOUS OTHER MATTERS AND ISSUES RELATED TO CLOSING OF TRANSACTIONS WITH GE (2.1).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

GERSON SJ	05/09/02	5.20	MULTIPLE TELECONFERENCES WITH D. REYNOLDS REGARDING SAME (.3); REVIEW REVISED DRAFTS OF ROMANIAN PLEDGE AGREEMENTS (.6); TELECONFERENCE WITH J. MCNALLY REGARDING SAME (.3); REVIEW AND EDIT REVISED DOCUMENTATION REGARDING CONDUIT FACILITY AND ATTEND TO CERTAIN MATTERS RELATED THERETO (.8); ATTEND TO VARIOUS OTHER MATTERS RELATED TO CLOSING OF TRANSACTIONS WITH GE (3.2).
GERSON SJ	05/10/02	4.60	TELECONFERENCE WITH D. REYNOLDS REGARDING SAME (.1); PARTICIPATE IN TELECONFERENCE WITH M. MILLER AND D. FISCHER REGARDING CLOSING MATTERS FOR ELECTRONICS AND LAB/SCI (.7); PARTICIPATE IN TELECONFERENCE WITH M. MILLER, D. FISCHER AND MEMBERS OF GE REGARDING CERTAIN CLOSING MATTERS FOR ELECTRONICS AND LAB/SCI (.9); REVIEW AND EDIT DRAFT OF DOMESTIC LEASE CONSENT (.3); ATTEND TO VARIOUS MATTERS RELATED TO CLOSINGS OF TRANSACTIONS WITH GE (2.6).
GERSON SJ	05/13/02	5.70	ATTEND TO VARIOUS MATTERS RELATED TO CLOSINGS OF EACH OF ELECTRONICS, LAB/SCI AND HEALTHCARE TRANSACTIONS (5.1); REVIEW REVISED DRAFTS OF CONDUIT DOCUMENTATION (.3); DRAFT MEMORANDUM TO F. CIRONE, M. MILLER AND D. FRANKEL REGARDING VARIOUS HEALTHCARE CLOSING ISSUES (.3).
GERSON SJ	05/14/02	6.30	ATTEND TO VARIOUS MATTERS AND ISSUES AND REVIEW AND EDIT VARIOUS DOCUMENTS AND CHECKLISTS RELATED TO CLOSING OF TRANSACTIONS WITH GE (5.8); TELECONFERENCE WITH D. FRANKEL REGARDING SAME (.2); REVIEW DOCUMENTATION RELATED TO RELEASE OF LEASES FROM CONDUIT FACILITY (.3).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

GERSON SJ	05/15/02	6.80	PARTICIPATE IN TELECONFERENCE WITH M. MILLER, D. FRANKEL, K. CHAPMAN, M. POPE AND OTHER MEMBERS OF CLIENT, GE AND WEIL REGARDING VARIOUS ISSUES RELATED TO SECOND CLOSINGS OF ELECTRONICS AND LAB/SCI TRANSACTIONS (1.1); ATTEND TO VARIOUS MATTERS AND ISSUES RELATED TO CLOSING ALL OF THE TRANSACTIONS WITH GE (4.7); REVIEW PRELIMINARY ASSET TRACKERS FOR HEALTHCARE CLOSING (.4); PREPARE CERTAIN INFORMATION REGARDING INITIAL CLOSINGS OF ELECTRONICS AND LAB/SCI TRANSACTIONS FOR CREDITOR'S COMMITTEE (.6).
GERSON SJ	05/16/02	5.90	ATTEND TO VARIOUS MATTERS RELATED TO CLOSINGS OF EACH OF LAB.SCI, ELECTRONICS AND HEALTHCARE TRANSACTIONS WITH GE (5.3); REVIEW REVISED DRAFT OF TAX ESCROW AGREEMENT AND ATTEND TO VARIOUS MATTERS RELATED TO SAME (.6).
GERSON SJ	05/20/02	7.20	REVIEW AND EDIT DRAFT OF ROMANIAN PLEDGE OVER EQUIPMENT AGREEMENT (2.4); REVIEW COMMENTS OF ESCROW AGENT TO TAX ESCROW AGREEMENT (.3); DRAFT MEMORANDUM TO CLIENT REGARDING REIMBURSEMENT OF CERTAIN CEG AND CLSG EXPENSES BY GE (.2); REVIEW AND EDIT VARIOUS CLOSING DOCUMENTS, INCLUDING FOREIGN TRANSFER AGREEMENTS, AND ATTEND TO VARIOUS MATTERS RELATED TO CLOSING OF TRANSACTIONS WITH GE (4.3).
GERSON SJ	05/21/02	7.30	CONTINUE TO REVIEW AND EDIT DRAFT OF ROMANIAN ACCOUNTS RECEIVABLES PLEDGE AGREEMENT (2.3); DRAFT MEMORANDUM TO D. FRANKEL REGARDING SECOND CLOSINGS (.2); TELECONFERENCE WITH D. FRANKEL REGARDING SAME AND OTHER MATTERS (.2); ATTEND TO VARIOUS MATTERS AND REVIEW AND EDIT CLOSING DOCUMENTS RELATED TO HEALTHCARE CLOSING (4.6).
GERSON SJ	05/22/02	7.60	REVIEW AND EDIT VARIOUS CLOSING DOCUMENTS, INCLUDING MULTIPLE BILLS OF SALE, AND ATTEND TO NUMEROUS MATTERS AND ISSUES REGARDING CLOSING OF EACH OF ELECTRONICS, LAB/SCI AND HEALTHCARE TRANSACTIONS (7.6).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

GERSON SJ	05/23/02	5.90	CONTINUE TO REVIEW AND EDIT VARIOUS CLOSING DOCUMENTS AND ATTEND TO NUMEROUS MATTERS AND ISSUES REGARDING SUCH CLOSINGS (5.5); DRAFT MEMORANDUM TO O. SANDLER REGARDING CERTAIN OPEN ISSUES (.2); TELECONFERENCE WITH D. FRANKEL AND M. MILLER REGARDING SAME (.2).
GERSON SJ	05/24/02	7.30	CONTINUE TO REVIEW AND EDIT VARIOUS CLOSING DOCUMENTS AND ATTEND TO VARIOUS MATTERS AND ISSUES RELATED TO CLOSING OF TRANSACTIONS WITH GE (5.2); TELECONFERENCE WITH O. SANDLER REGARDING SAME (.2); REVIEW AND EDIT REVISED DRAFT OF TAX ESCROW AGREEMENT (.3); TELECONFERENCE WITH M. MILLER, J. MCNALLY, D. FRANKEL AND OTHER MEMBERS OF CLIENT, GE AND WEIL REGARDING CLOSING OF ELECTRONICS AND LAB/SCI TRANSACTIONS (.9); TELECONFERENCE WITH M. MILLER, K. CHAPMAN, D. FRANKEL, J. BABE, M. PACE AND OTHER MEMBERS OF MILLER THOMPSON REGARDING VARIOUS CANADIAN CEG ISSUES (.7).
GERSON SJ	05/25/02	0.30	REVIEW CORRESPONDENCE AND MEMORANDA RELATING TO CLOSING OF TRANSACTIONS WITH GE (.3).
GERSON SJ	05/27/02	0.80	CONTINUE TO REVIEW AND EDIT VARIOUS CLOSING DOCUMENTS (.4); ATTEND TO VARIOUS MATTERS RELATED TO CLOSING OF TRANSACTIONS WITH GE (.3); DRAFT MEMORANDUM TO O. SANDLER REGARDING SAME (.1).
GERSON SJ	05/28/02	10.40	PREPARE FOR CLOSING OF ELECTRONICS, LAB/SCI AND HEALTHCARE TRANSACTIONS WITH GE ON 5/31 AND ATTEND TO NUMEROUS MATTERS RELATED THERETO (9.0); TELECONFERENCE WITH J. MCNALLY REGARDING SAME (.2); TELECONFERENCE WITH J. MCNALLY, K. CHAPMAN, D. FRANKEL AND M. MILLER REGARDING VARIOUS MATTERS RELATED TO ELECTRONICS AND LAB/SCI TRANSACTIONS (1.2).



**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

GERSON SJ	05/29/02	15.20	PARTICIPATE IN TELECONFERENCE WITH J. MCNALLY, K. CHAPMAN, D. FRANKEL AND M. MILLER AND ITALIAN COUNSEL REGARDING SALE OF ITALIAN ASSETS (1.2); PREPARE FOR CLOSINGS OF TRANSACTIONS WITH GE, INCLUDING, BUT NOT LIMITED TO, REVIEWING AND EDITING CLOSING DOCUMENTS AND DRAFTING SIDE LETTERS (14.0).
GERSON SJ	05/30/02	17.30	PREPARE AND FINALIZE DOCUMENTS FOR CLOSINGS OF LAB/SCI, ELECTRONICS AND HEALTHCARE TRANSACTIONS ON 5/31/02 (17.3).
GERSON SJ	05/31/02	10.00	PARTICIPATE IN CLOSINGS OF ELECTRONICS, LAB AND SCIENTIFIC AND HEALTHCARE TRANSACTIONS WITH GE AND FINALIZE DOCUMENTATION FOR SAME (10.0).
		158.60	
HUGON A	04/30/02	0.70	UPDATE OF TAX DISPOSITIONS OF FRENCH FTA (.7).
HUGON A	05/02/02	1.70	VARIOUS EMAILS RE: DLR'S AND EMPLOYEES (1.7).
HUGON A	05/03/02	4.80	VARIOUS TELECONFERENCES AND EMAILS RE: DLR'S - REVIEW OF MINUTES OF EXTRAORDINARY GENERAL MEETING - REVIEW OF FTA (4.8).
HUGON A	05/06/02	1.50	WORK ON STATUS OF FTA (1.5).
HUGON A	05/14/02	3.50	FINAL VERSION OF EGM, CONVENING LETTERS AND SENDING OF CONVENING LETTERS (3.5).
HUGON A	05/16/02	1.60	TELECONFERENCE TO K. CHAPMAN - LEGAL RESEARCH RE: ABUSIVE USE OF VOTING RIGHTS (1.6).
HUGON A	05/21/02	1.00	REVIEW OF CEG SCHEDULES - EMAIL TO A. ROCHE RE: EGM (1.0).
HUGON A	05/23/02	1.80	COORDINATION OF UPDATE OF SCHEDULES - REVIEW OF SCHEDULES (1.8).
HUGON A	05/27/02	2.90	PREPARATION OF MEETING IN LONDON - REVIEW OF DUE DILIGENCE MEMOS ON PROMODATA (2.9).
HUGON A	05/29/02	4.40	TELECONFERENCE WITH J. LEAVY AND DLR'S LENDERS RE: DLR'S CONSENTS - TELECONFERENCE WITH A. ROCHE RE: EMPLOYEES (4.4).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

HUGON A	05/30/02	11.60	TELECONFERENCE WITH A. ROCHE, J.LEAVY, DLR LENDERS RE: DLR'S CONSENTS - TELECONFERENCE WITH A. ROCHE RE: EMPLOYEES - UPDATE OF THE FTA (11.6).
HUGON A	05/31/02	7.20	TELECONFERENCE WITH P. MOSH AND J. LEAVY RE: PRICE AND DLRS - REDRAFT OF THE FTA - TELECONFERENCES TO P. MOSH AND J. LEAVY RE: SIGNATURE OF FTA. (7.2).
		42.70	
LEE KM	05/10/02	8.20	ATTENTION TO ISSUES IN CONNECTION WITH ITALIAN FOREIGN TRANSFER AGREEMENT FOR SECOND GE CLOSING ON ELECTRONICS AND LAB/SCI ASSETS; DISCUSSED OPEN TAX POINTS ON TAX (8.2).
LEE KM	05/20/02	9.80	REVIEWED ISSUES IN CONNECTION WITH GE SECOND CLOSING; REVIEWED OPEN TAX ISSUES IN CONNECTION WITH TAX ESCROW AGREEMENT FOR INITIAL GE CLOSING; REVIEWED NEW REVISIONS TO FINANCIAL PROJECTIONS; TELECONFERENCES WITH H. ANTONAITIS REGARDING REVISED FINANCIAL PROJECTIONS AND TAX ISSUES IN CONNECTION THEREWITH; TELECONFERENCE WITH J. MCNALLY REGARDING OPEN ISSUES IN TAX ESCROW AGREEMENT; REVIEWED ISSUE IN CONNECTION WITH IRISH TRANSFER TAX (9.8).
LEE KM	05/22/02	11.80	REVIEWED AND COMMENTED ON NEW DRAFTS OF VARIOUS FOREIGN TRANSFER AGREEMENTS IN CONNECTION WITH GE SECOND CLOSING (11.8).
LEE KM	05/30/02	11.60	REVIEWED REVISED DRAFTS OF VARIOUS FOREIGN TRANSFER AGREEMENTS IN CONNECTION WITH ELECTRONICS AND LAB/SCI SECOND CLOSING; REVIEWED AND MADE COMMENTS TO REVISED TAX ESCROW AGREEMENT (11.6).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

LEE KM	05/31/02	8.60	REVIEWED REVISED DRAFT OF TAX ESCROW AGREEMENT; TELECONFERENCES WITH M. PULVER REGARDING SAME; REVIEWED AND ANALYZED VARIOUS FOREIGN TRANSFER AGREEMENTS IN CONNECTION WITH ELECTRONICS AND LAB/SCI SECOND CLOSING; REVIEWED REVISED TERM SHEETS FOR NEW SENIOR NOTES AND NEW PIK NOTES; REVIEWED AMENDED PLAN AND DISCLOSURE STATEMENT; DRAFTED MEMO TO H. ANTONAITIS, M. FELISH, J. FRANCL AND J. TANSEY REGARDING OPEN TAX INFORMATION ITEMS IN CONNECTION WITH TAX MODELING; REVIEWED LATEST VERSIONS OF TAX MODELING NUMBERS (8.6).
		50.00	
LIJOI MA	05/10/02	0.40	REVIEWING DSI RESPONSE TO SASMF MARK-UP OF ESCROW AGREEMENT FOR T-SYSTEMS TRANSACTION AND DRAFTING BRIEF E-MAIL TO CLIENT RE OUTSTANDING ISSUES (.4).
LIJOI MA	05/12/02	1.80	CONTINUE TO REVIEWING DSI MARK-UP OF ESCROW AGREEMENT AND MAKING ADDITIONAL CHANGES, INCLUDING CLIENT COMMENTS (1.8).
LIJOI MA	05/15/02	1.00	DISCUSSING REVISED MARK-UP OF ESCROW AGREEMENT WITH C. ACIMAN, MAKING ADDITIONAL CHANGES AND DISTRIBUTING TO CLIENT AND DSI (1.0).
LIJOI MA	05/29/02	0.60	REVIEWING LATEST DRAFT OF ESCROW AGREEMENT FROM DSI (.6).
LIJOI MA	05/31/02	0.50	REVIEWING CLIENT COMMENTS TO MOST RECENT DRAFT OF ESCROW AGREEMENT FROM DSI (.5).
		4.30	
MARTIN GC	05/02/02	1.80	WORK ON CONDUIT PAYOFF DOCUMENTS (1.3); CORRESPONDENCE WITH LENDER COUNSEL RE: RELEASES (.5).
MARTIN GC	05/03/02	0.90	TELECONFERENCES WITH A. MENA RE: PAYOFF (.4); WORK ON RELEASE DOCUMENTS (.5).
MARTIN GC	05/06/02	4.40	WORK ON PAYOFF DOCUMENTATION (3.5); TELECONFERENCES WITH A. MENA (.4), M. WILLOW (.3), J. FROBERG (.2) RE: SAME.

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MARTIN GC	05/07/02	4.00	DRAFT PAYOFF DOCUMENTS (2.9); TELECONFERENS WITH C. HICKERNEL (.3), M. WILLOW (.3), A. MENA (.5) RE: SAME.
MARTIN GC	05/08/02	1.20	PREPARE REVISED TRFCO PAYOFF DOCUMENTS (1.0); TELECONFERENCE WITH M. WILLOW RE: PAYOFF (.2).
MARTIN GC	05/09/02	3.60	REVISE TAGS, TRFCO PAYOF DOCUMENTS (2.5); TELECONFERENCES WITH A. MENA (.5), O. SANDLER (.3) RE: SAME; CORRESPONDENCE WITH O. SANDLER RE: RELEASE (.3).
MARTIN GC	05/10/02	3.10	TELECONFERENCES WITH C. HICKERNEL (.3); A. MENA (.5) RE PAYOFF DOCUMENTS; CORRESPONDENCE WITH O. SANDLER RE: SAME (.3); REVISE DRAFT TRFCO DOCUMENTS (2.0)
MARTIN GC	05/13/02	4.80	TELECONFERENCES WITH O. SANDLER (.5), A. MENA (.6), C. HICKERNEL (.3), M. WILLOW (.4) RE: PAYOFF DOCUMENTS; WORK ON PAYOFF DOCUMENTS (3.0).
MARTIN GC	05/14/02	0.50	PREPARE EXECUTION COPIES OF PAYOFF DOCUMENTS (.5).
MARTIN GC	05/15/02	2.00	PREPARE FINAL PAYOFF DOCUMENTATION (2.0).
MARTIN GC	05/24/02	0.60	PREPARE HEALTHCARE PAYOFF DOCUMENTS (.6).
MARTIN GC	05/25/02	0.40	WORK ON LETTER OF CREDIT FACILITY MARKUP (.4).
MARTIN GC	05/27/02	0.70	MARK UP PAYOFF DOCUMENTS (.7).
MARTIN GC	05/28/02	0.50	WORK ON PAYOFF DOCUMENTS (.5).
MARTIN GC	05/29/02	3.70	WORK ON HEALTHCARE PAYOFF DOCUMENTS (3.2); TELECONFERENCES WITH C. HICKERNEL (.2), A. MENA (.3) RE SAME.
MARTIN GC	05/30/02	0.40	WORK ON PAYOFF DOCUMENTS (.4).
		32.60	
MURPHY MM	05/21/02	0.70	REVIEW LAB & SCIENTIFIC AND ELECTRONICS SCHEDULES (.7).
MURPHY MM	05/30/02	0.50	ATTENTION TO ISSUE RE: RESOLUTION RELATED TO SALE OF ELECTRONICS (.5).
		1.20	

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

STEINLE JJ	05/01/02	2.90	REVISE TYCO SETTLEMENT MOTION (1.8); ATTEND TO ISSUES RELATED TO SETTLEMENT (1.1).
STEINLE JJ	05/02/02	1.40	REVISE AND FILE RESPONSE REGARDING CIT (1.4).
STEINLE JJ	05/06/02	0.70	COORDINATE STRATEGY ISSUES WITH RESPECT TO CIT SETTLEMENT (.7).
STEINLE JJ	05/08/02	0.50	HEARING PREPARATION WITH RESPECT TO CIT SETTLEMENT MOTION (.5).
STEINLE JJ	05/15/02	1.50	ANALYSIS REGARDING PAYMENTS FROM ELECTRONICS AND LABORATORY & SCIENTIFIC SALES (1.5).
STEINLE JJ	05/21/02	0.80	FOLLOW-UP REGARDING TYCO SETTLEMENT (.8).
STEINLE JJ	05/22/02	1.00	FOLLOW-UP REGARDING TYCO SETTLEMENT (1.0).
		8.80	
ZINGONE A	05/02/02	2.80	REVIEWING MINUTES OF COMDISCO FRANCE BOARD MEETING AND DRAFTING MINUTES OF THE EXTRAORDINARY SHAREHOLDERS' MEETING OF COMDISCO FRANCE RE: APPROVAL OF THE FOREIGN TRANSFER AGREEMENT FOR THE CEG BUSINESS AND FOLLOW UP ON THE TRANSFER OF CEG EMPLOYEES (2.8).
ZINGONE A	05/13/02	1.00	FOLLOW UP ON FRENCH CLOSING (COMDISCO FRANCE BUSINESS) (1.0).
ZINGONE A	05/14/02	1.00	FOLLOW UP ON FRENCH CLOSING (COMDISCO FRANCE BUSINESS) (1.0).
ZINGONE A	05/29/02	1.20	FOLLOW UP ON LABOR LAW ISSUES IN CONNECTION WITH THE FOREIGN TRANSFER AGREEMENT FOR FRANCE AND TELECONFERENCE WITH J. LEAVY COUNSEL TO GE (1.2).
		6.00	
<b>Total Associate</b>		<b>588.00</b>	
BERGLIND ME	04/29/02	1.00	ORGANIZE / INDEX CLOSING DOCUMENTS (1.0).
BERGLIND ME	05/01/02	2.00	ORGANIZE / INDEX ELECTRONICS AND LABORATORY AND SCIENTIFIC DOCUMENTS (2.0).
BERGLIND ME	05/03/02	7.50	ASSEMBLE CLOSING SETS (7.5).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

BERGLIND ME	05/09/02	1.70	ORGANIZE / INDEX CLOSING CHECKLISTS (1.7).
BERGLIND ME	05/10/02	3.00	ORGANIZE / INDEX HEALTHCARE CLOSING ITEMS (3.0).
BERGLIND ME	05/13/02	4.50	ORGANIZE / INDEX DOCUMENTS FROM FIRST ELECTRONICS AND LABORATORY & SCIENTIFIC CLOSINGS (4.5).
BERGLIND ME	05/16/02	2.90	ASSIST WITH PRE-CLOSING (2.9).
BERGLIND ME	05/18/02	1.80	CONTINUE TO ASSIST WITH PRE-CLOSING (1.8).
BERGLIND ME	05/23/02	1.00	CONTINUE TO ASSIST WITH PRE-CLOSING (1.0).
BERGLIND ME	05/24/02	6.60	CONTINUE TO ASSIST WITH PRE-CLOSING (6.6).
BERGLIND ME	05/28/02	8.80	CONTINUE TO ASSIST WITH CLOSING (8.8).
BERGLIND ME	05/29/02	13.20	CONTINUE TO ASSIST WITH CLOSING (13.2).
BERGLIND ME	05/30/02	13.30	CONTINUE TO ASSIST WITH CLOSING (13.3).
BERGLIND ME	05/31/02	10.60	CONTINUE TO ASSIST WITH CLOSING (10.6).
		<b>77.90</b>	
HOFFMAN PS	05/04/02	2.50	COORDINATE UCC FINANCING STATEMENTS (2.5).
HOFFMAN PS	05/08/02	1.20	CONTINUE TO COORDINATE UCC FINANCING STATEMENTS (1.2).
HOFFMAN PS	05/13/02	6.60	CONTINUE TO COORDINATE UCC FINANCING STATEMENTS (6.6).
HOFFMAN PS	05/15/02	1.20	CONTINUE TO COORDINATE UCC FINANCING STATEMENTS (1.2).
		<b>11.50</b>	
<b>Total Legal Assistant</b>		<b>89.40</b>	
<b>MATTER TOTAL</b>		<b><u>712.90</u></b>	

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Comdisco, Inc. (DIP)  
Asset Dispositions - Zeus

Bill Date: 06/30/02  
Bill Number: 921074

Disbursement	Date	Vendor/Employee	Amount
Air travel - vendor feed	04/25/02	Athas C	738.00
<b>TOTAL AIR TRAVEL - VENDOR FEED</b>			<b>\$738.00</b>
In-house Reproduction	05/03/02	Copy Center, D	691.06
In-house Reproduction	05/07/02	Copy Center, D	92.07
In-house Reproduction	05/10/02	Copy Center, D	32.19
In-house Reproduction	05/14/02	Copy Center, D	53.98
In-house Reproduction	05/17/02	Copy Center, D	34.09
In-house Reproduction	05/24/02	Copy Center, D	53.88
In-house Reproduction	05/28/02	Copy Center, D	75.77
In-house Reproduction	05/31/02	Copy Center, D	105.96
<b>TOTAL IN-HOUSE REPRODUCTION</b>			<b>\$1,139.00</b>
Telephone Expense	05/14/02	Telecommunications, D	5.37
Telephone Expense	05/31/02	Telecommunications, D	0.01
Telephone Expense	05/31/02	Telecommunications, D	0.04
Telephone Expense	05/31/02	Telecommunications, D	0.04
Telephone Expense	05/31/02	Telecommunications, D	0.05
Telephone Expense	05/31/02	Telecommunications, D	1.69
Telephone Expense	05/31/02	Telecommunications, D	2.32
Telephone Expense	05/31/02	Telecommunications, D	9.13
Telephone Expense	05/31/02	Telecommunications, D	11.06
Telephone Expense	05/31/02	Telecommunications, D	24.22
Telephone Expense	05/31/02	Telecommunications, D	575.07
<b>TOTAL TELEPHONE EXPENSE</b>			<b>\$629.00</b>
Lexis/Nexis	05/07/02	Anderson JD	153.00
<b>TOTAL LEXIS/NEXIS</b>			<b>\$153.00</b>
Telephone Expense - all other	05/10/02	Telecommunications, D Genesys Conferencing	44.87
Telephone Expense - all other	05/24/02	Telecommunications, D Genesys Conferencing	29.35

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Disbursement	Date	Vendor/Employee	Amount
Telephone Expense - all other	05/31/02	Telecommunications, DGenesys Conferencing	2.00
Telephone Expense - all other	05/31/02	Telecommunications, DGenesys Conferencing	53.05
Telephone Expense - all other	05/31/02	Telecommunications, DGenesys Conferencing	61.46
Telephone Expense - all other	05/31/02	Telecommunications, DGenesys Conferencing	75.27
<b>TOTAL TELEPHONE EXPENSE - ALL OTHER</b>			<b>\$266.00</b>
Telephone Expense/Local Carrier	05/23/02	Telecommunications, DSasm&F Paris	14.00
<b>TOTAL TELEPHONE EXPENSE/LOCAL CARRIER</b>			<b>\$14.00</b>
Out-of-Town Travel	04/19/02	Gerson SJ	1912.84
Out-of-Town Travel	04/21/02	Vance III LB	1345.39
Out-of-Town Travel	05/30/02	Berglind ME	56.77
<b>TOTAL OUT-OF-TOWN TRAVEL</b>			<b>\$3,315.00</b>
Business Meals	04/08/02	Polster D	37.92
Business Meals	04/17/02	Murphy MM	20.00
Business Meals	04/17/02	Murphy MM	25.00
Business Meals	05/24/02	Stuart NL	80.67
Business Meals	05/24/02	Stuart NL	109.24
Business Meals	05/28/02	Corporate General, DCEO Deliveries, Inc.	52.95
Business Meals	05/28/02	Corporate General, DCEO Deliveries, Inc.	82.06
Business Meals	05/28/02	Corporate General, DCEO Deliveries, Inc.	329.77
Business Meals	05/29/02	Corporate General, DCEO Deliveries, Inc.	120.54
Business Meals	05/29/02	Corporate General, DCEO Deliveries, Inc.	148.71
Business Meals	05/29/02	Harrington JS	192.51
Business Meals	05/29/02	Corporate General, DCEO Deliveries, Inc.	329.20
Business Meals	05/30/02	Corporate General, DCEO Deliveries, Inc.	23.12



**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Disbursement	Date	Vendor/Employee	Amount
Business Meals	05/30/02	Corporate General, DCEO Deliveries, Inc.	87.11
Business Meals	05/30/02	Corporate General, DCEO Deliveries, Inc.	414.90
Business Meals	05/31/02	Corporate General, DCEO Deliveries, Inc.	82.58
Business Meals	05/31/02	Corporate General, DCEO Deliveries, Inc.	427.72
		<b>TOTAL BUSINESS MEALS</b>	<b>\$2,564.00</b>
Messengers/ Courier	04/13/02	Corporate RestructuringUnited Parcel Service	10.41
Messengers/ Courier	04/20/02	Database, Car, Courier, Air Dept	20.26
Messengers/ Courier	04/23/02	Database, Car, Courier, Air Dept	30.38
Messengers/ Courier	04/24/02	Database, Car, Courier, Air Dept	37.16
Messengers/ Courier	04/29/02	Database, Car, Courier, Air Dept	40.92
Messengers/ Courier	04/30/02	Database, Car, Courier, Air Dept	7.48
Messengers/ Courier	04/30/02	Database, Car, Courier, Air Dept	13.00
Messengers/ Courier	05/03/02	Database, Car, Courier, Air Dept	42.28
Messengers/ Courier	05/05/02	Corporate RestructuringComet Messenger Service	27.42
Messengers/ Courier	05/21/02	Database, Car, Courier, Air DeptSasm&F Sydney	31.15
Messengers/ Courier	05/21/02	Database, Car, Courier, Air DeptSasm&F Sydney	39.98
Messengers/ Courier	05/24/02	Corporate RestructuringStraightline Courier	22.61
Messengers/ Courier	05/24/02	Corporate RestructuringStraightline Courier	49.41
Messengers/ Courier	05/26/02	Corporate RestructuringArrow Messenger Svc	31.71
Messengers/ Courier	05/28/02	Database, Car, Courier, Air Dept	23.77

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Disbursement	Date	Vendor/Employee	Amount
Messengers/ Courier	05/30/02	Database, Car, Courier, Air DeptSasm&F Paris	8.56
Messengers/ Courier	05/30/02	Database, Car, Courier, Air DeptSasm&F Paris	21.88
Messengers/ Courier	05/31/02	Corporate RestructuringStraightline Courier	22.61
Messengers/ Courier	05/31/02	Corporate RestructuringStraightline Courier	55.01
<b>TOTAL MESSENGERS/ COURIER</b>			<b>\$536.00</b>
Outside Research/Internet Services	03/06/02	Hugon A	15.73
Outside Research/Internet Services	04/05/02	Hugon A	16.11
Outside Research/Internet Services	05/31/02	Corporate RestructuringGlobal Securities	16.16
<b>TOTAL OUTSIDE RESEARCH/INTERNET SERVICES</b>			<b>\$48.00</b>
Cellular Phone Expense	04/19/02	Athas C	15.77
Cellular Phone Expense	04/20/02	Athas C	8.93
Cellular Phone Expense	04/21/02	Athas C	5.51
Cellular Phone Expense	04/22/02	Athas C	3.44
Cellular Phone Expense	04/23/02	Athas C	6.90
Cellular Phone Expense	04/24/02	Athas C	6.22
Cellular Phone Expense	04/25/02	Athas C	9.63
Cellular Phone Expense	04/25/02	Anderson JD	41.85
Cellular Phone Expense	05/10/02	Way CM	1.40
Cellular Phone Expense	05/25/02	Meisler RE	0.36
Cellular Phone Expense	05/31/02	Meisler RE	7.99
<b>TOTAL CELLULAR PHONE EXPENSE</b>			<b>\$108.00</b>
<b>TOTAL MATTER</b>			<b>\$9,510.00</b>

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Comdisco, Inc. (DIP)  
Asset Dispositions - Zeus

Bill Date: 07/31/02  
Bill Number: 923588

NAME	DATE	HOURS	DESCRIPTION
PANAGAKIS GN	06/05/02	0.30	ATTENTION TO GE CLOSING STATUS (.3).
PANAGAKIS GN	06/10/02	0.30	CONTINUED ATTENTION TO GE MATTERS (.3).
PANAGAKIS GN	06/21/02	1.00	CONTINUED ATTENTION TO GE CLOSING MATTERS (1.0).
		1.60	
PERLMAN F	06/04/02	0.40	ATTENTION TO GE ISSUES (.4).
PERLMAN F	06/05/02	0.50	CONTINUED ATTENTION TO GE SALE ISSUES (.5).
PERLMAN F	06/06/02	0.40	CONTINUED ATTENTION TO GE ISSUES (.4).
PERLMAN F	06/10/02	0.80	CONTINUED ATTENTION TO GE MOTION (.5); TELECONFERENCE WITH G. HOLTZER REGARDING GE (.3).
		2.10	
VANCE III L	06/03/02	1.70	ATTENTION TO POST-CLOSING ISSUES (1.7).
VANCE III L	06/05/02	1.00	CONTINUED ATTENTION TO POST-CLOSING ISSUES (1.0).
VANCE III L	06/06/02	1.30	CONTINUED ATTENTION TO POST-CLOSING ISSUES (1.3).
VANCE III L	06/10/02	1.80	CONTINUED ATTENTION TO POST-CLOSING ISSUES (1.8).
VANCE III L	06/12/02	1.00	CONTINUED ATTENTION TO POST-CLOSING ISSUES (1.0).
VANCE III L	06/13/02	1.60	CONTINUED ATTENTION TO POST-CLOSING MATTERS (1.6).
VANCE III L	06/14/02	1.50	CONTINUED ATTENTION TO TRANSACTION ISSUES (1.5).
		9.90	
<b>Total Partner</b>		<b>13.60</b>	
ANDERSON JD	06/01/02	7.20	FINISH CLOSING ITEMS AND FINALIZE TRANSFER AGREEMENTS (7.2).
ANDERSON JD	06/02/02	1.20	REVIEW AND FINALIZE REVISED TRANSFER AGREEMENTS (1.2).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

ANDERSON JD	06/03/02	0.60	ATTENTION TO POST-CLOSING ITEMS AND ISSUES (.6).
ANDERSON JD	06/04/02	7.10	CONTINUED ATTENTION TO POST-CLOSING ISSUES AND ITEMS (5.0); ATTENTION TO IRISH SUBSIDIARY CONTRIBUTION ISSUES (2.1).
ANDERSON JD	06/05/02	7.20	ATTENTION TO WIRE TRANSFER ISSUES (1.5); ATTENTION TO POST-CLOSING ISSUES (4.7); FINALIZE SG THOMPSON SIDE LETTER EDITS (.5); ATTENTION TO PLEDGE AGREEMENT CHANGES (.5).
ANDERSON JD	06/06/02	4.90	ATTENTION TO POST-CLOSING ISSUES (1.5); REVISE LAB UCC FINANCING STATEMENTS (.4); ORGANIZE CLOSING FILES AND MATERIALS (1.8); COLLECT PORTFOLIO TAPES AND ASSET PURCHASE AGREEMENT FOR FILES (1.2).
ANDERSON JD	06/07/02	2.30	ATTENTION TO POST-CLOSING ISSUES RE: PLEDGE AGREEMENTS AND ESCROW AGREEMENTS (1.5); ATTENTION TO WIRE TRANSFER ISSUES (.8).
ANDERSON JD	06/10/02	1.70	REVIEW REVISED ITALIAN ESCROW AGREEMENT (.4); PREPARE SIGNATURE PAGES FOR PLEDGE AGREEMENTS (.3); ATTENTION TO POST-CLOSING ISSUES (1.0).
ANDERSON JD	06/12/02	5.20	CONTINUED ATTENTION TO POST-CLOSING ISSUES (2.0); PREPARE MARKUP FOR PLEDGE AGREEMENTS (2.4); REVIEW ITALIAN ESCROW AGREEMENT (.8).
ANDERSON JD	06/13/02	1.30	CONTINUED ATTENTION TO POST-CLOSING ISSUES (.5); ATTENTION TO ITALIAN ESCROW AGREEMENT ISSUES (.8).
ANDERSON JD	06/14/02	2.10	FINALIZE ITALIAN ESCROW AGREEMENT (1.4); PREPARE SAME FOR EXECUTION (.7).
ANDERSON JD	06/18/02	4.70	ATTENTION TO ITALIAN ESCROW ISSUES (4.0); REVIEW REVISED DRAFTS OF ROMANIAN PLEDGE AGREEMENTS (.7).
ANDERSON JD	06/19/02	1.70	ATTENTION TO SECOND CLOSING ISSUES (.5); ATTENTION TO EXECUTION OF ROMANIAN PLEDGE AGREEMENTS (1.2).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

ANDERSON JD	06/25/02	1.20	EDIT AND REVISE FORTIS CONSENT LETTER (.7); ATTENTION TO HEALTHCARE SECOND CLOSING ISSUES (.5).
ANDERSON JD	06/26/02	3.70	ATTENTION TO HEALTHCARE SECOND CLOSING ISSUES (2.5); PREPARE DOCUMENTS FOR CLOSING (1.2).
ANDERSON JD	06/27/02	4.20	COMPLETE HEALTHCARE SECOND CLOSING (3.7); EDIT AND REVISE CONSENT LETTERS FOR TAIWANESE LENDERS (.5).
ANDERSON JD	06/28/02	1.20	ATTENTION TO POST-SECOND CLOSING ISSUES (.8); ATTENTION TO ROMANIAN PLEDGE AGREEMENT FILING ISSUES (.4).
		57.50	
ATHAS C	06/01/02	5.20	REVIEW AND DISTRIBUTE POST-CLOSING DOCUMENTS, INCLUDING CEG FLOW-OF-FUNDS MEMORANDUM AND ITALY, CANADA, FRANCE AND IRELAND FTAS AND FTA SCHEDULES (3.5); PREPARE CLOSING ROOM FOR DISTRIBUTION TO WGM AND FINAL DOCUMENTS FOR CLOSING BINDER (1.7).
ATHAS C	06/03/02	6.00	DRAFT AND REVIEW CEG, CLSG POST-2ND CLOSING CHECKLISTS AND HEALTHCARE POST-CLOSING CHECKLIST (2.8); PREPARE AND REVIEW FINAL CEG, CLSG AND HEALTHCARE SCHEDULES FOR CLOSING BINDERS (2.5); REVIEW AND DISTRIBUTE CEG FLOW OF FUNDS MEMORANDUM (.7).
ATHAS C	06/04/02	5.30	CONTINUE TO DRAFT AND REVIEW CEG, CLSG POST-2ND CLOSING CHECKLISTS AND HEALTHCARE POST-CLOSING CHECKLIST (1.5); PREPARE AND REVIEW FINAL CEG, CLSG AND HEALTHCARE SCHEDULES FOR CLOSING BINDERS (1.0); REVIEW FINAL FTA'S FOR CLOSING BINDERS (1.5); DRAFT UCC-1 SCHEDULES CONTAINING TRANSFERRED FINANCING CONTRACTS (1.3).
ATHAS C	06/05/02	4.80	DISTRIBUTE CEG, CLSG POST-SECOND CLOSING CHECKLISTS AND HEALTHCARE POST-CLOSING CHECKLIST AND PREPARE HEALTHCARE SCHEDULES FOR DELIVERY AT SECOND CLOSING (3.8); REVIEW CLSG EUROPE B.V. FTA AND COORDINATE WITH FOREIGN COUNSEL TO PROVIDE UPDATED SCHEDULES (1.0).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

ATHAS C	06/17/02	4.20	REVIEW AND DISTRIBUTE POST-CLOSING CHECKLIST FOR HEALTHCARE DEAL IN ANTICIPATION OF SECOND CLOSING ON JUNE 28 (2.7); REVIEW COMDISCO POST-CLOSING OBLIGATIONS FOR CEG AND CLSG DEALS (1.5).
ATHAS C	06/19/02	2.50	REVIEW AND LOCATE GE RESALE CERTIFICATE CLOSING ITEM AT CEG SECOND CLOSING (1.5); REVIEW COMDISCO POST-CLOSING ACCOUNTING DELIVERABLE ITEMS (1).
ATHAS C	06/25/02	5.70	REVIEW HEALTHCARE BILLS OF SALE, INVENTORY AND FINAL HEALTHCARE ASSET TRACKER AND DRAFT PRELIMINARY SCHEDULES FOR HEALTHCARE SECOND CLOSING (4.2); REVIEW AND REVISE LIST OF TRANSFERRED FINANCING CONTRACTS FROM INITIAL CLOSING (1.5).
ATHAS C	06/26/02	8.20	DRAFT AND DISTRIBUTE FINAL SCHEDULES FOR HEALTHCARE BILLS OF SALE AND CONFIRM NUMBERS FOR HEALTHCARE FLOW OF FUNDS MEMORANDUM (3.5); REVIEW BRING-DOWN CERTIFICATES AND FINAL DOCUMENTS FOR HEALTHCARE SECOND CLOSING VIA FAX (2.7); DRAFT AMENDED AND RESTATED SCHEDULES FOR HEALTHCARE BILL OF SALE FROM INITIAL CLOSING ON MAY 31 (1.4); REVISE DLR SCHEDULE FOR HEALTHCARE SECOND CLOSING (.6).
ATHAS C	06/27/02	8.50	FINALIZE AND EXCHANGE DOCUMENTS AND SIGNATURE PAGES FOR HEALTHCARE SECOND CLOSING VIA FAX (7.0); REVIEW AND FINALIZE PURCHASE PRICE FIGURES FOR AMENDED AND RESTATED HEALTHCARE BILL OF SALE FROM INITIAL CLOSING (1.5).
ATHAS C	06/28/02	4.70	COORDINATE POST-SECOND CLOSING ITEMS AND DELIVERABLES FOR HEALTHCARE DEAL AND ORGANIZE CLOSING DOCUMENTS (3.7); ORGANIZE CEG, CLSG BILLS OF SALE AND DISTRIBUTE TO COMDISCO TAX SPECIALISTS FOR TAX ADJUSTMENTS (1.0).
		55.10	
GERSON SJ	06/02/02	1.30	ATTEND TO VARIOUS MATTERS RELATED TO CLOSINGS AND FINALIZATION OF DOCUMENTS RELATED TO SAME (1.3).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

GERSON SJ	06/03/02	6.30	ATTEND TO VARIOUS CLOSING AND POST-CLOSING MATTERS RELATED TO TRANSACTIONS WITH GE (6.1); DRAFT MEMORANDUM TO O. SANDLER REGARDING SAME (.1); TELECONFERENCE WITH M. FISCHER REGARDING SAME (.1).
GERSON SJ	06/04/02	5.50	ATTEND TO VARIOUS MATTERS RELATED TO CLOSING OF TRANSACTIONS WITH GE AND POST-CLOSING MATTERS RELATED TO SUCH TRANSACTIONS (5.3); TELECONFERENCE WITH J. MCNALLY REGARDING SAME (.1); TELECONFERENCE WITH D. REYNOLDS REGARDING SAME (.1).
GERSON SJ	06/05/02	5.50	WORK ON VARIOUS POST-CLOSING MATTERS RELATED TO TRANSACTIONS WITH GE, INCLUDING SALE OF CERTAIN SGS THOMPSON LEASES (5.3); TELECONFERENCE WITH O. SANDLER REGARDING SAME (.1); TELECONFERENCE WITH M. MOSTER REGARDING PRESS RELEASE FOR TRANSACTIONS (.1).
GERSON SJ	06/06/02	3.80	WORK ON VARIOUS MATTERS RELATED TO CLOSING OF TRANSACTIONS WITH GE, INCLUDING SALE OF SGS THOMPSON LEASES (3.6); TELECONFERENCE WITH J. MCNALLY REGARDING SAME (.1); TELECONFERENCE WITH O. SANDLER REGARDING ISSUANCE OF PRESS RELEASE FOR TRANSACTIONS (.1).
GERSON SJ	06/07/02	3.60	REVIEW AND EDIT ORDERS AND MOTIONS RELATED TO SALE OF SGS THOMPSON LEASES TO GE AND ATTEND TO VARIOUS MATTERS RELATED THERETO (2.3); ATTEND TO VARIOUS POST-CLOSING MATTERS RELATED TO CLOSING OF TRANSACTIONS WITH GE (1.1); DRAFT MEMORANDUM TO O. SANDLER REGARDING PRESS RELEASE (.1); DRAFT MEMORANDUM TO M. MOSTER REGARDING SAME (.1).
GERSON SJ	06/10/02	5.70	REVIEW AND EDIT MULTIPLE DRAFTS OF PRESS RELEASE (.9); DRAFT MEMORANDA TO M. MOSTER REGARDING SAME (.2); ATTEND TO VARIOUS POST-CLOSING MATTERS RELATED TO TRANSACTIONS WITH GE (.9); REVIEW AND EDIT DRAFT OF ITALIAN ESCROW AGREEMENT (3.4); DRAFT MEMORANDUM TO J. MCNALLY REGARDING SAME (.1); DRAFT MEMORANDA TO N. VYAS AND L. SZETO OF WGM REGARDING TERMS OF SAME (.2).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

GERSON SJ	06/11/02	1.80	ATTEND TO VARIOUS MATTERS RELATED TO CLOSING OF TRANSACTIONS WITH GE AND SECOND CLOSING OF HEALTHCARE TRANSACTION (1.1); DRAFT MEMORANDUM TO J. MCNALLY REGARDING SAME (.1); REVIEW AND EDIT REVISED DRAFT OF PRESS RELEASE REGARDING TRANSACTIONS WITH GE (.5); DRAFT MEMORANDUM TO CLIENT REGARDING TERMS OF SAME (.1).
GERSON SJ	06/12/02	3.40	REVIEW AND EDIT DRAFT OF PRESS RELEASE AND ATTEND TO VARIOUS MATTERS RELATED TO ISSUANCE THEREOF (.7); TELECONFERENCE WITH M. MOSTER REGARDING SAME (.1); REVIEW AND EDIT REVISED DRAFT OF ITALIAN ESCROW AGREEMENT (2.5); DRAFT MEMORANDUM TO L. SZETO AND N. VYAS REGARDING SAME (.1).
GERSON SJ	06/13/02	1.50	TELECONFERENCE WITH J. MCNALLY REGARDING VARIOUS OUTSTANDING MATTERS RELATED TO TRANSACTIONS WITH GE (.2); REVIEW AND EDIT REVISED DRAFT OF ITALIAN ESCROW AGREEMENT (.6); REVIEW DRAFTS OF PRESS RELEASE AND CORRESPONDENCE RELATED THERETO (.3); TELECONFERENCE WITH M. MOSTER REGARDING SAME (.1); TELECONFERENCE WITH L. SZETO OF WGM REGARDING SAME (.2); REVIEW DRAFT OF NOTIFICATION LETTER TO LESSEES (.1).
GERSON SJ	06/18/02	1.70	REVIEW FINAL DRAFT OF ITALIAN ESCROW AGREEMENT AND RELATED DOCUMENTS AND FINALIZE SAME (1.2); ATTEND TO VARIOUS MATTERS RELATED TO SECOND CLOSING OF HEALTHCARE TRANSACTION WITH GE (.5).
GERSON SJ	06/19/02	3.20	REVIEW AND FINALIZE DRAFTS OF FOUR "ROMANIAN" PLEDGE AGREEMENTS FOR COMDISCO AND CES EUROPE (2.8); ATTEND TO CERTAIN POST-CLOSING MATTERS RELATED TO TRANSACTIONS WITH GE (.4).



SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

GERSON SJ	06/20/02	4.60	ATTEND TO VARIOUS MATTERS RELATED TO SECOND CLOSING OF HEALTHCARE TRANSACTION AND DRAFT CERTAIN CLOSING DOCUMENTS FOR SAME (4.0); TELECONFERENCE WITH M. MILLER REGARDING SAME (.2); DRAFT MEMORANDUM TO O. SANDLER REGARDING SAME (.1); REVIEW LETTER FROM GE CANADA TO GREAT WEST REGARDING DLR OBLIGATIONS (.1); TELECONFERENCE WITH D. FRANKEL REGARDING SAME (.1); TELECONFERENCE WITH O. SANDLER REGARDING SAME (.1).
GERSON SJ	06/21/02	3.70	ATTEND TO VARIOUS MATTERS RELATED TO SECOND CLOSING OF HEALTHCARE TRANSACTION WITH GE, INCLUDING REVIEW OF PRELIMINARY CLOSING DATA TAPE (3.6); TELECONFERENCE WITH M. MILLER REGARDING SAME (.1).
GERSON SJ	06/24/02	1.30	ATTEND TO VARIOUS MATTERS RELATED TO SECOND CLOSING OF HEALTHCARE TRANSACTION WITH GE (1.1); DRAFT MEMORANDUM TO M. MILLER REGARDING SAME (.1); DRAFT MEMORANDUM TO O. SANDLER REGARDING SAME (.1).
GERSON SJ	06/25/02	2.40	ATTEND TO VARIOUS MATTERS RELATED TO SECOND CLOSING OF HEALTHCARE TRANSACTION, INCLUDING REVIEWING AND EDITING CERTAIN CLOSING DOCUMENTS (2.1); DRAFT MEMORANDUM TO O. SANDLER REGARDING SUCH CLOSING DOCUMENTS (.1); TELECONFERENCE WITH M. MILLER REGARDING CLOSING (.1); TELECONFERENCE WITH O. SANDLER REGARDING SAME (.1).
GERSON SJ	06/26/02	2.90	PREPARE FOR SECOND CLOSING OF HEALTHCARE TRANSACTION AND REVIEW AND EDIT CLOSING DOCUMENTS RELATED TO SAME (2.7); TELECONFERENCE WITH O. SANDLER REGARDING SAME (.1); TELECONFERENCE WITH M. MILLER REGARDING SAME (.1).
GERSON SJ	06/27/02	4.10	ATTENTION TO SECOND CLOSING OF HEALTHCARE TRANSACTION (3.7); MULTIPLE TELECONFERENCES WITH M. MILLER REGARDING SAME (.2); MULTIPLE TELECONFERENCES WITH O. SANDLER REGARDING SAME (.2).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

GERSON SJ	06/28/02	1.10	ATTEND TO VARIOUS MATTERS RELATED TO HEALTHCARE TRANSACTION, INCLUDING AMENDED AND RESTATED BILL OF SALE FOR FIRST HEALTHCARE CLOSING (.8); TELECONFERENCE WITH O. SANDLER REGARDING SAME (.1); TELECONFERENCE WITH M. MILLER REGARDING SAME (.2).
		63.40	
HUGON A	06/03/02	1.00	ATTENTION TO CEG EMPLOYEES TRANSFER (1.0).
HUGON A	06/05/02	2.50	WORK ON TRANSFER OF EMPLOYEES; EMAIL TO R. SMITH RE: NUMBER OF CONTRACTS TRANSFERRED; TELECONFERENCE WITH LABOR COUNSEL RE: MEMORANDUM ON TRANSFER OF EMPLOYEES (2.5).
HUGON A	06/06/02	3.00	FAX OF FTA TO A. ROCHE; TELECONFERENCE WITH LABOR COUNSEL RE: MEMO ON TRANSFER OF EMPLOYEES; TELECONFERENCE WITH J. LEAVY RE: TRANSFER OF PURCHASE PRICE (3.0).
HUGON A	06/07/02	2.00	TELECONFERENCE WITH ESCROW AGENT RE: TRANSFER OF PURCHASE PRICE; DRAFT EMAIL TO LABOR COUNSEL RE: MEMO ON TRANSFER OF EMPLOYEES (2.0).
HUGON A	06/10/02	2.70	TELECONFERENCE WITH LABOR COUNSEL RE: MEMO ON TRANSFER OF EMPLOYEES; TELECONFERENCE WITH ESCROW AGENT RE: TRANSFER OF FUNDS; EMAIL TO J. ANDERSON RE: TRANSFER; TELECONFERENCE RE: FOURNIER GAGNANT LETTER; SENDING OF FTA (2.7).
HUGON A	06/11/02	3.80	REVEIW NUMBER OF CLSG CONTRACTS (3.8).
HUGON A	06/12/02	5.60	REVIEW OF MEMORANDUM RE: TRANSFER OF EMPLOYEES; SENDING TO B. BERJAL; TELECONFERENCE WITH P. MOSCH AND R. SMITS RE: NUMBER OF CLSG CONTRACTS (5.6).
HUGON A	06/18/02	0.50	TELECONFERENCE WITH A. ROCHE RE: TRANSFER OF EMPLOYEES AND UPDATE ON DUE-DILIGENCE PROCESS (.5).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

HUGON A	06/19/02	2.90	TELECONFERENCE WITH A. ROCHE RE: DATA ROOM AND TRANSFER OF EMPLOYEES; TELECONFERENCE WITH A. ROCHE RE: FOURNIER-GAGNANT; LETTER, EMAIL TO K. CHAPMAN RE: TRANSFER OF EMPLOYEES; TELECONFERENCE WITH J. LEAVY RE: POST CLOSING FORMALITIES; EMAIL TO J. MCNALLY RE: EMPLOYEES (2.9).
HUGON A	06/20/02	0.60	TELECONFERENCE WITH A. ROCHE RE: EMPLOYEES (.6).
HUGON A	06/21/02	0.90	REVIEW MATERIAL AND SENDING EMAIL TO K. CHAPMAN AND B. BERJAL RE: EMPLOYEES (.9).
		25.50	
MARTIN GC	06/10/02	4.50	WORK ON DRAFT ENFORCEABILITY OPINION (4.5).
MARTIN GC	06/20/02	1.00	WORK ON PAYOFF DOCUMENTS, PREPARE FOR DISTRIBUTION (1.0).
MARTIN GC	06/21/02	0.70	CORRESPONDENCE WITH A. MENA RE PAYOFF DOCUMENTS (.4); WORK ON PAYOFF DOCUMENTS (.3).
MARTIN GC	06/24/02	0.50	WORK ON PAYOFF DOCUMENT CLOSING SETS (.5).
		6.70	
MEISLER RE	06/05/02	1.60	REVIEW AND REVISED PLEADINGS REGARDING ASSUMPTION AND ASSIGNMENT OF ELECTRONICS LEASES TO GE (1.6).
MEISLER RE	06/06/02	1.40	REVIEWED AND REVISED NOTICE OF SALE, MOTION AND ORDER REGARDING ASSUMPTION AND ASSIGNMENT OF SAS THOMPSON LEASES (1.4).
MEISLER RE	06/07/02	1.20	REVIEW AND REVISE MOTION AND ORDER REGARDING SALE AND ASSUMPTION AND ASSIGNMENT OF CERTAIN EXECUTORY CONTRACTS TO GE (.8); ATTENTION TO DOCUMENT REQUEST BY B. GREER, COUNSEL TO PREPETITION LENDERS REGARDING ASSET SALES (.4).
MEISLER RE	06/09/02	0.10	TELECONFERENCE WITH G. HOLTZER REGARDING MOTION AND ORDER IN CONNECTION WITH ASSUMPTION AND ASSIGNMENT OF CERTAIN EXECUTORY CONTRACTS TO GE (.1).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MEISLER RE	06/17/02	0.70	TELECONFERENCE WITH G. HOLTZER REGARDING SALE OF SGS THOMPSON LEASES (.2); REVIEWED AND REVISED PLEADINGS REGARDING SAME (.5).
MEISLER RE	06/25/02	0.20	ATTENTION TO POST-CLOSING ITEMS REGARDING SALE OF CEG AND CLSG (.2).
		5.20	
<b>Total Associate</b>		<b>213.40</b>	
BERGLIND ME	06/01/02	5.00	ASSIST WITH CLOSING (5.0).
BERGLIND ME	06/04/02	1.50	CONTINUE TO ASSIST WITH CLOSING (1.5).
BERGLIND ME	06/05/02	4.80	CONTINUE TO ASSIST WITH CLOSING (4.8).
BERGLIND ME	06/06/02	7.60	ORGANIZE / INDEX CLOSING MATERIALS (7.6).
BERGLIND ME	06/07/02	6.90	CONTINUE TO ORGANIZE / INDEX CLOSING DOCUMENTS (6.9).
BERGLIND ME	06/10/02	2.50	CONTINUE TO ORGANIZE / INDEX CLOSING DOCUMENTS (2.5).
BERGLIND ME	06/13/02	3.90	CONTINUE TO ASSIST WITH CLOSING (3.9).
BERGLIND ME	06/18/02	0.50	CONTINUE TO ASSIST WITH CLOSING (.5).
BERGLIND ME	06/19/02	3.00	CONTINUE TO ASSIST WITH CLOSING (3.0).
BERGLIND ME	06/20/02	4.40	ASSEMBLE CLOSING SETS (4.4).
BERGLIND ME	06/21/02	2.00	CONTINUE TO ASSIST WITH CLOSING (2.0).
BERGLIND ME	06/25/02	2.80	CONTINUE TO ASSIST WITH CLOSING (2.8).
BERGLIND ME	06/26/02	7.60	CONTINUE TO ORGANIZE / INDEX CLOSING SET (7.6).
		52.50	
<b>Total Legal Assistant</b>		<b>52.50</b>	
<b>MATTER TOTAL</b>		<b><u>279.50</u></b>	

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Comdisco, Inc. (DIP)  
Asset Dispositions - Zeus

Bill Date: 07/31/02  
Bill Number: 923588

Disbursement	Date	Vendor/Employee	Amount
In-house Reproduction	06/04/02	Copy Center, D	49.41
In-house Reproduction	06/07/02	Office Admin, D	35.81
In-house Reproduction	06/14/02	Copy Center, D	633.56
In-house Reproduction	06/18/02	Copy Center, D	40.01
In-house Reproduction	06/21/02	Copy Center, D	8.30
In-house Reproduction	06/25/02	Copy Center, D	1.10
In-house Reproduction	06/28/02	Copy Center, D	1.60
In-house Reproduction	06/28/02	Office Admin, D	34.21
<b>TOTAL IN-HOUSE REPRODUCTION</b>			<b>\$804.00</b>
Telephone Expense	06/28/02	Telecommunications, D	0.35
Telephone Expense	06/28/02	Telecommunications, D	1.06
Telephone Expense	06/28/02	Telecommunications, D	3.15
Telephone Expense	06/28/02	Telecommunications, D	5.51
Telephone Expense	06/28/02	Office Admin, D	52.31
Telephone Expense	06/28/02	Telecommunications, D	194.62
<b>TOTAL TELEPHONE EXPENSE</b>			<b>\$257.00</b>
Telephone Expense/Local Carrier	06/27/02	Telecommunications, DSasm&F Paris	51.00
<b>TOTAL TELEPHONE EXPENSE/LOCAL CARRIER</b>			<b>\$51.00</b>
Messengers/ Courier	06/01/02	Database, Car, Courier, Air Dept	21.65
Messengers/ Courier	06/01/02	Database, Car, Courier, Air Dept	22.92
Messengers/ Courier	06/01/02	Database, Car, Courier, Air Dept	24.19
Messengers/ Courier	06/01/02	Database, Car, Courier, Air Dept	24.19
Messengers/ Courier	06/01/02	Database, Car, Courier, Air Dept	31.34
Messengers/ Courier	06/01/02	Database, Car, Courier, Air Dept	44.47
Messengers/ Courier	06/01/02	Database, Car, Courier, Air Dept	52.70

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee	Amount
Messengers/ Courier	06/02/02	Corporate RestructuringComet Messenger Service	41.12
Messengers/ Courier	06/02/02	Corporate RestructuringArrow Messenger Svc	302.27
Messengers/ Courier	06/09/02	Corporate RestructuringArrow Messenger Svc	69.92
Messengers/ Courier	06/12/02	Database, Car, Courier, Air DeptSasm&F Sydney	3.01
Messengers/ Courier	06/21/02	Database, Car, Courier, Air Dept	7.60
Messengers/ Courier	06/27/02	Database, Car, Courier, Air Dept	8.62
		<b>TOTAL MESSENGERS/ COURIER</b>	<b>\$654.00</b>
		<b>TOTAL MATTER</b>	<b>\$1,766.00</b>

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Comdisco, Inc. (DIP)  
Asset Dispositions - Zeus

Bill Date: 08/15/02  
Bill Number: 927466

NAME	DATE	HOURS	DESCRIPTION
BAKER CL	07/23/02	1.50	REVIEW FILE WITH LM - TELECONFERENCE CLIENT (1.5).
BAKER CL	07/29/02	1.80	COORDINATE TRANSLATION (1.8).
BAKER CL	07/30/02	2.00	REVIEW SPA (2.0).
BAKER CL	07/31/02	1.60	ONGOING RE PROMODATA (1.6).
		6.90	
<b>Total Partner</b>		6.90	
ACIMAN C	07/17/02	5.20	REVIEW G2 LICENSE BACKGROUND DOCUMENTS; REVISE GE DRAFT OF G2 LICENSE AGREEMENT; EXCHANGES WITH CLIENT D. FRANKEL RE SAME (GE) (5.2).
ACIMAN C	07/18/02	8.60	DRAFT NEW VERSION OF G2 LICENSE AND IT SERVICES AGREEMENT; MULTIPLE EXCHANGES WITH D. FRANKEL AND IT EXPERT RE OUTSTANDING ISSUES (8.6).
ACIMAN C	07/19/02	9.30	REVISE IT SERVICES AGREEMENT; DRAFT EXCLUSIVE LICENSE AGREEMENT RE G2 SOFTWARE (GE CAPITAL); EXCHANGES WITH D. FRANKEL RE SAME; REVIEW SIDE LETTER DISCUSSING TERMS (9.3).
ACIMAN C	07/22/02	5.30	REVISE IT SERVICES AGREEMENT AND DISCUSS WITH D. FRANKEL (1.1); DRAFT EXCLUSIVE LICENSE AGREEMENT RE G2 SOFTWARE (GE CAPITAL); EXCHANGES WITH D. FRANKEL RE SAME (4.2).
ACIMAN C	07/26/02	5.60	DRAFT G2 SOFTWARE LICENSE AGREEMENT; REVIEW SOFTWARE FUNCTIONALITY EXHIBIT PROPOSAL (5.6).
		34.00	
<b>Total Counsel</b>		34.00	
ANDERSON JD	07/03/02	1.40	ATTENTION TO RELEASE OF FUNDS FROM FRENCH ESCROW (.2); ATTENTION TO IRISH STAMPING ISSUES (1.2).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

ANDERSON JD	07/08/02	0.50	DRAFT FORM OF EXPENSE REIMBURSEMENT LETTER (.4); EDIT AND REVISE SAME (.1).
ANDERSON JD	07/09/02	1.90	REVIEW AND EDIT CLOSING BINDER INDEX (.7); ATTENTION TO CLSG INVENTORY SALE ISSUES (1.2).
ANDERSON JD	07/11/02	1.80	REVIEW CLOSING BINDER INDEX (.3); ORGANIZE MATERIALS FOR CLOSING BINDERS (.5); ATTENTION TO FRENCH CLOSING ISSUES (.6); ATTENTION TO CANADIAN CLOSING ISSUES (.4).
ANDERSON JD	07/12/02	1.50	ATTENTION TO POST-CLOSING ISSUES (1.5).
ANDERSON JD	07/15/02	2.60	ATTENTION TO CANADIAN POST-CLOSING ISSUES (1.1); ATTENTION TO FRENCH ESCROW ISSUES (.5); REVIEW SGS THOMPSON TRANSFER AGREEMENT (.2); PREPARE MARKUP TO SAME (.8).
ANDERSON JD	07/16/02	2.20	REVIEW CLOSING BINDERS INDEX AND DOCUMENTS (1.8); ATTENTION TO CANADIAN CLOSING ISSUES (.4).
ANDERSON JD	07/17/02	0.90	CONTINUE ATTENTION TO SGS THOMPSON LEASE SALE ISSUES (.9).
ANDERSON JD	07/18/02	2.40	CONTINUE ATTENTION TO SGS THOMPSON LEASE SALE ISSUES (2.4).
ANDERSON JD	07/19/02	2.20	CONTINUE ATTENTION TO SGS THOMPSON SALE ISSUES (2.2).
ANDERSON JD	07/23/02	4.30	ATTENTION TO ITALIAN NOTARIZED AGREEMENT CLOSING ISSUES (2.0); FINALIZE HEALTHCARE CLOSING BINDERS (2.3).
ANDERSON JD	07/24/02	0.70	ATTENTION TO ITALIAN NOTARIZED AGREEMENT CLOSING ISSUES (.7).
ANDERSON JD	07/25/02	1.10	CONTINUE ATTENTION TO ITALIAN NOTARIZED AGREEMENT CLOSING ISSUES (1.1).
ANDERSON JD	07/26/02	3.20	RESOLVE ISSUES RE ITALIAN NOTARIZED AGREEMENT CLOSING (3.2).
ANDERSON JD	07/27/02	1.10	CONTINUE ATTENTION TO ITALY NOTARIZED AGREEMENT CLOSING ISSUES (1.1).
ANDERSON JD	07/29/02	4.70	CONTINUE ATTENTION TO ITALIAN NOTARIZED AGREEMENT CLOSING (4.0); FINALIZE AGREEMENTS FOR SAME (.7).



SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

ANDERSON JD	07/30/02	2.00	CONTINUE RESOLVE ISSUES RE ITALIAN NOTARIZED AGREEMENT CLOSING (2.0).
ANDERSON JD	07/31/02	7.30	CONTINUE ATTENTION TO ITALIAN NOTARIZED AGREEMENT CLOSING (5.2); EDIT AND REVISE SIDE LETTER RE SAME (.7); ATTENTION TO ISSUES RE SIDE LETTER (1.4).
		41.80	
ATHAS C	07/01/02	3.20	REVIEW POST-CLOSING ITEMS AND DELIVERABLE FOR CEG, CLSG AND HEALTHCARE AND COORDINATE WITH COMDISCO TO COMPLETE (2.5); REVIEW TIMELINE OF ACCOUNTING DELIVERABLE TO GE (.7).
ATHAS C	07/02/02	2.80	REVIEW CLSG EUROPE B.V. (GERMANY) FTA AND COORDINATE DRAFTING OF REVISE SCHEDULE E LIST OF EQUIPMENT (.5); REVIEW SCHEDULE C LISTS OF TRANSFERRED PURCHASED FINANCING CONTRACTS AND PREPARE CLOSING VOLUMES (2.3).
ATHAS C	07/08/02	1.00	REVIEW HEALTHCARE APA TO DETERMINE TRANSFER PERIOD OF LEASE RENTAL PAYMENTS CONNECTED TO SECOND CLOSING ASSETS (1.0).
ATHAS C	07/09/02	1.50	REVIEW CLSG FIRST AND SECOND CLOSING FTAS AND SIDE LETTERS TO DETERMINE COMPLETED LIST OF INVENTORY SOLD TO GE (.8); REVIEW COMDISCO POST-CLOSING DELIVERABLE (.7).
ATHAS C	07/10/02	2.80	REVIEW AND DISTRIBUTE FINAL LIST OF CLSG INVENTORY SOLD AT SECOND CLOSING (1.0); REVIEW STATUS AND COORDINATE COMPLETION OF CEG, CLSG AND HEALTHCARE POST-CLOSING ACCOUNTING DELIVERABLE (1.8).
ATHAS C	07/19/02	1.00	REVIEW STATUS AND COORDINATE COMPLETION OF CEG, CLSG AND HEALTHCARE POST-CLOSING ACCOUNTING DELIVERABLE (1.0).
ATHAS C	07/22/02	1.00	COORDINATE STATUS OF POST-CLOSING DELIVERABLE FOR CEG, CLSG AND HEALTHCARE WITH COMDISCO AND REQUEST WRITTEN CONFIRMATION FROM GE (1.0).
		13.30	

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

GERSON SJ	07/01/02	1.00	ATTEND TO VARIOUS POST-CLOSING MATTERS RELATED TO TRANSACTIONS WITH GE CAPITAL INCLUDING REVIEWING AND EDITING DRAFT OF AMENDED AND RESTATED BILL OF SALE FOR HEALTHCARE TRANSACTION (.9); TELECONFERENCE WITH O. SANDLER RE SAME (.1).
GERSON SJ	07/02/02	1.60	ATTENTION TO VARIOUS POST-CLOSING MATTERS AND OBLIGATIONS (1.1); ATTENTION TO SALE OF SGS THOMPSON LEASES TO GE (.4); TELECONFERENCES WITH O. SANDLER RE SAME (.1).
GERSON SJ	07/03/02	1.30	ATTENTION TO VARIOUS POST-CLOSING MATTERS RELATED TO TRANSACTIONS WITH GE (1.3).
GERSON SJ	07/08/02	0.80	REVIEW CERTAIN PROVISIONS OF HEALTHCARE APA RE CALCULATION OF PURCHASE PRICE AND CLOSING BALANCE SHEETS (.5); ATTENTION TO OTHER POST-CLOSING MATTERS INCLUDING REIMBURSEMENT OF CERTAIN EXPENSES BY GE (.3).
GERSON SJ	07/09/02	2.20	REVIEW AND EDIT DRAFT OF LETTER FROM CLIENT TO GE REQUESTING SALARY AND EXPENSE REIMBURSEMENT PURSUANT TO APAS AND REVIEW CERTAIN INFORMATION RELATED THERETO (.7); ATTENTION TO OTHER POST-CLOSING MATTERS, INCLUDING SALE OF CLSG INVENTORY AND CANADIAN ASSETS (1.1); DRAFT MEMORANDUM TO O. SANDLER RE SGS THOMPSON LEASES (.1); REVIEW AND EDIT DRAFT OF CLOSING BOOK INDEX FOR SECOND CLOSING (.3).
GERSON SJ	07/10/02	0.40	EDIT CLOSING BOOK INDEX FOR SECOND CLOSING OF CEG TRANSACTION AND REVIEW CERTAIN DOCUMENTS RELATED TO SAME (.3); DRAFT MEMORANDUM TO O. SANDLER RE SALE OF SGS THOMPSON LEASES AND STATUS OF BANKRUPTCY COURT APPROVAL (.1).
GERSON SJ	07/11/02	0.30	ATTENTION TO CERTAIN POST CLOSING MATTERS RELATED TO TRANSACTIONS WITH GE CAPITAL (.3).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

GERSON SJ	07/12/02	1.60	ATTENTION TO CERTAIN MATTERS RELATED TO TRANSFER OF HEALTHCARE DLRS TO GE CAPITAL (.5); TELECONFERENCE WITH M. MILLER RE SAME (.1); TELECONFERENCE WITH J. FROBERG RE SAME (.1); TELECONFERENCE WITH K. FIEDLER RE SAME (.1); REVIEW AND EDIT FORM OF AMENDMENT TO CDO FRANCE BUSINESS TRANSFER AGREEMENT (.8).
GERSON SJ	07/15/02	0.80	ATTENTION TO CERTAIN POST-CLOSING MATTERS RELATED TO SALE OF CEG ASSETS IN CANADA (.2); ATTENTION TO CERTAIN POST-CLOSING MATTERS RELATED TO SALE OF CEG ASSETS IN FRANCE (.2); ATTEND TO CERTAIN MATTERS RELATED TO SALE OF SGS THOMPSON LEASES (.3); DRAFT MEMORANDUM TO J. MCNALLY AND D. FRANKEL RE SAME (.1).
GERSON SJ	07/16/02	5.10	REVIEW AND EDIT DRAFT BILL OF SALE FOR SGS THOMPSON LEASES AND ATTEND TO VARIOUS MATTERS RELATED TO SUCH TRANSACTION (4.5); DRAFT MEMORANDUM TO J. MCNALLY AND D. FRANKEL RE SAME (.1); DRAFT MEMORANDUM TO O. SANDLER RE SAME (.2); ATTENTION TO DISPUTED "CONFIRMATION" SENT TO M&P BY THE CITY OF MESA (.2); TELECONFERENCE WITH D. FRANKEL RE SAME (.1).
GERSON SJ	07/17/02	0.20	ATTENTION TO BILL OF SALE FOR SGS THOMPSON LEASES (.2).
GERSON SJ	07/18/02	1.30	REVIEW AND EDIT REVISE DRAFT OF BILL OF SALE FOR SGS THOMPSON LEASES AND ATTEND TO VARIOUS MATTERS RELATED THERETO (1.3).
GERSON SJ	07/19/02	0.30	REVIEW REVISE DRAFT OF BILL OF SALE FOR SGS THOMPSON LEASES AND FINALIZE SAME (.3).
GERSON SJ	07/22/02	1.70	TELECONFERENCES WITH J. MCNALLY RE CERTAIN POST-CLOSING ISSUES RELATED TO TRANSACTIONS WITH GE (.2); REVIEW TERMS OF BILL OF SALE FOR COMDISCO ITALIA AND ATTEND TO CERTAIN MATTERS RE SALE OF SUCH ASSETS (.7); DRAFT MEMORANDUM TO J. MCNALLY RE SAME (.1); ATTEND TO CERTAIN MATTERS RE EARN-OUT PROVISION IN CEG APA (.4); ATTENTION TO DELIVERY OF CLOSING DOCUMENTS TO CLIENT (.2); DRAFT MEMORANDUM TO D. FRANKEL RE SAME (.1).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

GERSON SJ	07/23/02	0.60	TELECONFERENCES WITH J. MCNALLY RE ASSIGNMENT OF EARN-OUT PROVISIONS IN CEG APA (.2); ATTENTION TO VARIOUS PERMISSIBLE METHODS TO IMPLEMENT SUCH ASSIGNMENT (.2); ATTENTION TO CERTAIN MATTERS RELATED TO TRANSFER OF ASSETS OF COMDISCO ITALIA (.2).
GERSON SJ	07/24/02	0.50	ATTENTION TO "ASSIGNMENT" OF EARN-OUT IN CEG TRANSACTION (.1); ATTEND TO CERTAIN MATTERS RELATED TO TRANSFER OF ASSETS BY COMDISCO FRANCE AND AMENDMENT OF TRANSACTION DOCUMENTS RELATED THERETO (.2); ATTEND TO CERTAIN MATTERS RELATED TO FINALIZATION OF SALE OF ASSETS BY COMDISCO ITALIA (.2).
GERSON SJ	07/25/02	0.50	ATTENTION TO VARIOUS MATTERS RELATED TO TRANSACTIONS WITH GE, INCLUDING SALE OF ASSETS BY EACH OF COMDISCO FRANCE AND COMDISCO ITALIA (.5).
GERSON SJ	07/26/02	0.60	ATTENTION TO VARIOUS MATTERS RELATED TO CLOSING AND FINALIZATION OF TRANSACTIONS WITH GE, INCLUDING SALE OF ASSETS BY COMDISCO ITALIA (.6).
GERSON SJ	07/27/02	0.30	ATTENTION TO CLOSING OF SALE OF ASSETS BY COMDISCO ITALIA (.2); TELECONFERENCE WITH O. SANDLER RE SAME (.1).
GERSON SJ	07/29/02	0.50	ATTENTION TO FINALIZATION OF SALE OF ASSETS BY COMDISCO ITALIA (.5).
GERSON SJ	07/30/02	1.10	ATTEND TO VARIOUS POST-CLOSING MATTERS, INCLUDING POTENTIAL SALE OF CERTAIN ASSETS BY COMDISCO FRANCE AND US LAW QUESTIONS RELATED TO SAME (1.1).
GERSON SJ	07/31/02	1.10	REVIEW AND EDIT MULTIPLE DRAFTS OF ITALIAN SIDE LETTER AND REVIEW UNDERLYING AGREEMENTS RELATED THERETO (1.1).
		23.80	
HARRINGTON JS	07/22/02	1.00	ATTENTION TO CHRISTUS HEALTH OBJECTION AND RESOLUTION THERETO (1.0).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

HARRINGTON JS	07/25/02	0.90	CONTINUE ATTENTION TO RESOLUTION OF CHRISTUS HEALTH OBJECTION (.7); TELECONFERENCE WITH K. DRISCOLL RE SAME (.2).
		1.90	
HUGON A	07/03/02	1.30	ATTENTION TO TRANSFER OF CONTRACTS REQUEST; TELECONFERENCE WITH ESCROW AGENT RE CASH DISCREPANCIES (1.3).
HUGON A	07/04/02	1.80	TELECONFERENCE AND DRAFT EMAIL TO GE AND COMDISCO RE CASH DISCREPANCIES; EMAILS TO J. MCNALLY RE CASH DISCREPANCIES (1.8).
HUGON A	07/05/02	2.90	TELECONFERENCE WITH ESCROW AGENT RE CASH DISCREPANCIES; LEGAL RESEARCH RE ESCROW AGREEMENTS (2.9).
HUGON A	07/09/02	7.60	DRAFT AMENDMENT TO FTA; TELECONFERENCE WITH J. LEAVY RE AMENDMENT; REVIEW K. CHAPMAN'S EMAILS (7.6).
HUGON A	07/10/02	7.80	TELECONFERENCE WITH ESCROW AGENT; DRAFT OF AMENDMENT TO FTA; MEETING RE AMENDMENT; SENDING OF AMENDMENT (7.8).
HUGON A	07/11/02	2.50	TRANSLATION OF AMENDMENT TO FTA (2.5).
HUGON A	07/15/02	1.00	REVIEW DLR FINANCING AGREEMENTS TO ANSWER ESCROW AGENT'S REQUESTS (1.0).
HUGON A	07/16/02	2.60	CONFERENCE RE ANSWER TO ESCROW AGENT'S REQUEST RE FINANCING CONTRACTS; EMAIL RE SAME (2.6).
HUGON A	07/23/02	0.40	EMAIL TO J. LEAVY RE FRENCH ASSETS REGISTRATION DUTIES (.4).
HUGON A	07/24/02	2.10	REVIEW COMMENTS OF J. LEAVY TO AMENDMENT TO THE FTA; FAX TO K. CHAPMAN RE SHARING OF INTERESTS ON AMOUNTS IN ESCROW; DRAFT LETTER TO ESCROW AGENT; REVIEW BRUNO BERJAL EMAILS RE VAT (2.1).
HUGON A	07/25/02	2.00	TELECONFERENCE WITH J. LEAVY RE COMMENTS TO AMENDMENT TO THE FTA; FOLLOW-UP EMAIL TO K. CHAPMAN (2.0).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

HUGON A	07/26/02	1.70	TELECONFERENCE WITH ESCROW AGENT RE ESCROW AGENT FEES; UPDATE OF AMENDMENT TO FTA (1.7).
		33.70	
<b>Total Associate</b>		<b>114.50</b>	
BERGLIND ME	07/01/02	3.00	PREPARE DISTRIBUTION OF CLOSING DOCUMENTS (3.0).
BERGLIND ME	07/02/02	6.20	ORGANIZE / INDEX CLOSING MATERIALS (6.2).
BERGLIND ME	07/08/02	7.70	CONTINUE TO ASSEMBLE CLOSING DOCUMENTS (7.7).
BERGLIND ME	07/09/02	7.10	CONTINUE TO ASSEMBLE CLOSING DOCUMENTS (7.1).
BERGLIND ME	07/10/02	6.20	CONTINUE TO ASSEMBLE CLOSING DOCUMENTS (6.2).
BERGLIND ME	07/11/02	6.80	CONTINUE TO ASSEMBLE CLOSING DOCUMENTS (6.8).
BERGLIND ME	07/12/02	7.90	CONTINUE TO ASSEMBLE CLOSING DOCUMENTS (7.9).
BERGLIND ME	07/15/02	2.50	CONTINUE TO ASSEMBLE CLOSING DOCUMENTS (2.5).
BERGLIND ME	07/16/02	7.30	ORGANIZE / INDEX CLOSING DOCUMENTS (7.3).
BERGLIND ME	07/17/02	7.50	ASSEMBLE CLOSING DOCUMENTS (7.5).
BERGLIND ME	07/19/02	4.10	ASSEMBLE CLOSING DOCUMENTS (4.1).
BERGLIND ME	07/22/02	3.30	ORGANIZE / INDEX CLOSING MATERIALS (3.3).
BERGLIND ME	07/25/02	2.10	PREPARE DISTRIBUTION OF HEALTHCARE APA CLOSING VOLUME (2.1).
BERGLIND ME	07/29/02	7.30	ORGANIZE / INDEX SIGNING SET OF CLOSING DOCUMENTS (7.3).
		79.00	
<b>Total Legal Assistant</b>		<b>79.00</b>	
<b>MATTER TOTAL</b>		<b><u>234.40</u></b>	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Comdisco, Inc. (DIP)  
Asset Dispositions - Zeus

Bill Date: 08/15/02  
Bill Number: 927466

Disbursement	Date	Vendor/Employee	Amount
In-house Reproduction	07/02/02	Copy Center, D	11.70
In-house Reproduction	07/05/02	Copy Center, D	1.40
In-house Reproduction	07/12/02	Copy Center, D	1.50
In-house Reproduction	07/16/02	Copy Center, D	0.10
In-house Reproduction	07/19/02	Copy Center, D	2.30
In-house Reproduction	07/23/02	Copy Center, D	1037.05
In-house Reproduction	07/26/02	Copy Center, D	22.20
In-house Reproduction	07/30/02	Copy Center, D	999.75
<b>TOTAL IN-HOUSE REPRODUCTION</b>			<b>\$2,076.00</b>
Telephone Expense	07/26/02	Telecommunications, D	0.28
Telephone Expense	07/26/02	Telecommunications, D	5.71
Telephone Expense	07/26/02	Telecommunications, D	21.77
Telephone Expense	07/26/02	Telecommunications, D	74.24
<b>TOTAL TELEPHONE EXPENSE</b>			<b>\$102.00</b>
Messengers/ Courier	05/24/02	Corporate General, DFederal Express Corp.	29.25
Messengers/ Courier	06/05/02	Product Liability, DFederal Express Corp.	27.17
Messengers/ Courier	07/01/02	Database, Car, Courier, Air Dept	8.62
Messengers/ Courier	07/11/02	Database, Car, Courier, Air Dept	7.60
Messengers/ Courier	07/15/02	Database, Car, Courier, Air Dept	7.60
Messengers/ Courier	07/22/02	Database, Car, Courier, Air Dept	23.22
Messengers/ Courier	07/22/02	Database, Car, Courier, Air Dept	43.79
Messengers/ Courier	07/22/02	Database, Car, Courier, Air Dept	47.81
Messengers/ Courier	07/23/02	Database, Car, Courier, Air DeptSasm&F Paris	9.06
Messengers/ Courier	07/23/02	Database, Car, Courier, Air Dept	23.87
Messengers/ Courier	07/25/02	Database, Car, Courier, Air Dept	7.60

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

<b>Disbursement</b>	<b>Date</b>	<b>Vendor/Employee</b>	<b>Amount</b>
Messengers/ Courier	07/25/02	Database, Car, Courier, Air Dept	46.02
Messengers/ Courier	07/26/02	Database, Car, Courier, Air Dept	24.97
Messengers/ Courier	07/28/02	Corporate RestructuringComet Messenger Service	27.42
		<b>TOTAL MESSENGERS/ COURIER</b>	<b>\$334.00</b>
Outside Research/Internet Services	05/05/02	Hugon A	16.36
Outside Research/Internet Services	07/10/02	Corporate RestructuringPacer Service Center	20.73
Outside Research/Internet Services	07/23/02	Library, DSasm&F Paris	33.91
		<b>TOTAL OUTSIDE RESEARCH/INTERNET SERVICES</b>	<b>\$71.00</b>
		<b>TOTAL MATTER</b>	<b>\$2,583.00</b>



SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Comdisco, Inc. (DIP)  
Asset Dispositions - Zeus

Bill Date: 08/31/02  
Bill Number: 927469

NAME	DATE	HOURS	DESCRIPTION
BAKER CL	08/01/02	1.80	REVIEW SPA (1.8).
BAKER CL	08/02/02	1.90	TELECONFERENCE WITH CLIENT (1.9).
BAKER CL	08/05/02	1.60	VARIOUS E-MAILS WITH K. CHAPMAN (1.6).
BAKER CL	08/06/02	2.70	ONGOING REVIEW OF PROPOSED TRANSACTION (2.7).
BAKER CL	08/07/02	3.00	TELECONFERENCES WITH GIDE (3.0).
BAKER CL	08/08/02	1.50	TELECONFERENCE WITH GIDE (1.5).
BAKER CL	08/09/02	0.80	TELECONFERENCE WITH K. CHAPMAN; PREPARE FOR MONDAY (.8).
BAKER CL	08/10/02	2.90	LIST OF ISSUES FOR K. CHAPMAN; REVIEW REPRESENTATIONS & WARRANTIES (2.9).
BAKER CL	08/12/02	2.40	PREPARE FOR TOMORROW'S MEETING (2.4).
		18.60	
<b>Total Partner</b>		18.60	
ACIMAN C	07/16/02	2.50	REVIEW DRAFT INFORMATION TECHNOLOGY SERVICES AGREEMENT WITH GE; REVISE SAME AND EXCHANGES WITH D. FRANKEL RE SAME (2.5).
ACIMAN C	07/24/02	6.40	DRAFTING OF LICENSE OF G2 SOFTWARE TO GE (6.4).
ACIMAN C	07/25/02	4.60	DRAFTING OF LICENSE OF G2 SOFTWARE TO GE (4.6).
ACIMAN C	07/29/02	4.30	COMPLETE DRAFT OF THE G2 SOFTWARE LICENSE AGREEMENT TO GE; DISCUSSED RELATED ISSUES WITH D. FRANKEL (4.3).
		17.80	
<b>Total Counsel</b>		17.80	
ANDERSON JD	08/01/02	5.80	COMPLETE ITALIAN NOTARIZED SIDE LETTER TRANSACTION (2.3); PREPARE DOCUMENTS FOR RELEASE OF ITALY ESCROW FUNDS (3.5).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

ANDERSON JD	08/02/02	5.30	FINALIZE DOCUMENTATION FOR RELEASE OF ITALY ESCROW FUNDS (1.3); ATTENTION TO ITALY CLOSING ISSUES (4.0).
ANDERSON JD	08/09/02	13.40	DRAFT DISTRIBUTION AGREEMENT (1.3); PREPARE REORGANIZATION DOCUMENTS FOR CLOSING (5.0); PREPARE NOTE DOCUMENTS FOR CLOSING (5.0); ORGANIZE CLOSING ROOM (2.1).
		24.50	
GERSON SJ	08/01/02	1.90	ATTENTION TO "CLOSING" OF SALE OF ITALIAN ASSETS (.5); TELECONFERENCE WITH J. McNALLY RE PREPARATION OF SPECIAL PROCEDURES REPORT BY KPMG (.1); REVIEW PROVISIONS OF APA RE SAME AND DRAFT MEMORANDUM RE SAME TO J. McNALLY (1.3).
GERSON SJ	08/02/02	1.80	DRAFT MEMORANDUM TO J. McNALLY RE PAYMENT OF FINAL PURCHASE PRICE PURSUANT TO TERMS OF APAS WITH GE (1.1); ATTENTION TO VARIOUS MATTERS RELATED TO SALE OF ASSETS BY COMDISCO ITALIA AND RELEASE OF FUNDS FROM ESCROW RELATED TO SUCH SALE AND REQUIRED DOCUMENTATION TO EFFECTUATE SAME (.7).
GERSON SJ	08/05/02	0.40	ATTENTION TO CERTAIN MATTERS RELATED TO SALE OF LAB/SCI ASSETS (.2); ATTEND TO CERTAIN MATTERS RELATED TO POST-CLOSING "AUDIT" PROCESS FOR TRANSACTIONS WITH GE (.2).
GERSON SJ	08/07/02	0.10	ATTENTION TO POST-CLOSING MATTER RELATED TO SALE OF CERTAIN JAPANESE ASSETS (.1).
		4.20	
HUGON A	07/30/02	1.60	UPDATE AMENDMENT WITH ESCROW AGENT COMMENTS; SEND CLEAN AND MARKED VERSIONS TO J. LEAVY (1.6).
HUGON A	07/31/02	3.00	UPDATE FRENCH VERSION OF AMENDMENT FOR ESCROW AGENT AND LETTER TO ESCROW AGENT (3.0).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

HUGON A	08/01/02	1.80	EMAIL EXCHANGES AND TELECONFERENCES WITH J. LEAVY RE EXECUTION OF THE AMENDMENT; TELECONFERENCE WITH K. CHAPMAN RE SIGNATORIES; UPDATE FRENCH AND ENGLISH VERSIONS OF AMENDMENT (1.8).
HUGON A	08/02/02	3.70	REVIEW AMENDMENT; TELECONFERENCE WITH ESCROW AGENT; TELECONFERENCE WITH J. LEAVY TO ORGANIZE EXECUTION OF AMENDMENT; TELECONFERENCE RE CES BV ACCOUNT NUMBER ACCURACY (3.7).
		10.10	
<b>Total Associate</b>		<b>38.80</b>	
BERGLIND ME	08/05/02	2.00	PREPARE DISTRIBUTION OF FINANCING CONTRACTS FROM ELECTRONICS AND LAB & SCI APAS (2.0).
BERGLIND ME	08/06/02	7.20	ASSIST WITH CLOSING (7.2).
BERGLIND ME	08/07/02	7.50	CONTINUE TO ASSIST WITH CLOSING (7.5).
BERGLIND ME	08/08/02	9.40	CONTINUE TO ASSIST WITH CLOSING (9.4).
BERGLIND ME	08/09/02	8.90	CONTINUE TO ASSIST WITH CLOSING (8.9).
BERGLIND ME	08/11/02	2.60	CONTINUE TO ASSIST WITH CLOSING (2.6).
BERGLIND ME	08/12/02	8.70	CONTINUE TO ASSIST WITH CLOSING (8.7).
		46.30	
<b>Total Legal Assistant</b>		<b>46.30</b>	
<b>MATTER TOTAL</b>		<b><u>121.50</u></b>	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Comdisco, Inc. (DIP)  
Asset Dispositions - Zeus

Bill Date: 08/15/02  
Bill Number: 927469

Disbursement	Date	Vendor/Employee	Amount
In-house Reproduction	08/06/02	Copy Center, D	16.81
In-house Reproduction	08/09/02	Copy Center, D	7.19
		<b>TOTAL IN-HOUSE REPRODUCTION</b>	<b>\$24.00</b>
Messengers/ Courier	07/01/02	Corporate General, DFederal Express Corp.	12.12
Messengers/ Courier	08/05/02	Database, Car, Courier, Air Dept	7.44
Messengers/ Courier	08/06/02	Database, Car, Courier, Air Dept	7.44
		<b>TOTAL MESSENGERS/ COURIER</b>	<b>\$27.00</b>
Cellular Phone Expense	07/26/02	Aciman C	17.97
Cellular Phone Expense	07/29/02	Aciman C	13.03
		<b>TOTAL CELLULAR PHONE EXPENSE</b>	<b>\$31.00</b>
		<b>TOTAL MATTER</b>	<b>\$82.00</b>

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE NORTHERN DISTRICT OF ILLINOIS  
EASTERN DIVISION

-----X  
In re: : Case No. 01-24795  
: (Jointly Administered)  
COMDISCO, INC. :  
: Chapter 11  
et al. :  
: Hon. Ronald Barliant  
Debtors. :  
-----X

EXHIBIT D-2  
ASSET DISPOSITIONS - AVAILABILITY SOLUTIONS  
9,481.2 HOURS

SKADDEN, ARPS, SLATE, MEAGHER & FLOM (ILLINOIS)  
333 West Wacker Drive  
Chicago, Illinois 60606-1285

and

SKADDEN, ARPS, SLATE, MEAGHER & FLOM, LLP  
Four Times Square  
New York, NY 10036

**EXHIBIT 2**

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Comdisco, Inc. (DIP)  
Assets Dispositions - Firefighters

Bill Date: 05/20/02  
Bill Number: 917155

NAME	DATE	HOURS	DESCRIPTION
KIPP MR	04/01/02	1.70	TELECONFERENCE WITH J. JACKSON AND F. ZIEGLER ABOUT FTC CURE OBJECTION (.5); ATTENTION TO DISPUTE WITH AT&T (1.2).
KIPP MR	04/02/02	1.90	TELECONFERENCE WITH V. D'AGOSTINO AND OTHERS REGARDING A POSSIBLE RESOLUTION OF THE DISPUTE (.3); REVIEW RECONCILIATIONS OF ACCOUNTS FROM THE COMPANY (1.6).
KIPP MR	04/03/02	1.40	REVIEW THE VARIOUS RECONCILIATIONS PROVIDED BY THE COMPANY REGARDING AMOUNTS OWING TO AT&T (1.2); TELECONFERENCE WITH K. HERNANDEZ ABOUT SAME (.2).
KIPP MR	04/04/02	2.20	ATTENTION TO ADDITIONAL RECONCILIATIONS OF ACCOUNTS WITH AT&T (1.7); TELECONFERENCE WITH V. D'AGOSTINO ABOUT SAME (.2); TELECONFERENCE WITH F. ZIEGLER ABOUT SAME (.3).
KIPP MR	04/05/02	1.30	ATTENTION TO FINAL RECONCILIATIONS (1.0); SEND LETTER TO V. D'AGOSTINO REGARDING SAME (.3).
KIPP MR	04/08/02	2.30	ATTENTION TO AT&T DISPUTE (1.2); TELECONFERENCE WITH V. D'AGOSTINO, COUNSEL FOR AT&T, ABOUT RECONCILIATION OF ACCOUNTS (.5); REVIEW AND REVISE DRAFT STIPULATION AND ORDER (.5).
KIPP MR	04/09/02	3.40	TELECONFERENCE WITH A. GUON ABOUT FTC DISPUTE (.4); ATTENTION TO SAME (1.2); ATTENTION TO RESOLUTION OF DISPUTE WITH AT&T (1.5); TELECONFERENCE WITH V. D'AGOSTINO ABOUT SAME (.3).
KIPP MR	04/10/02	2.60	ATTENTION TO RESOLUTION OF AT&T DISPUTE (1.0); TELECONFERENCE WITH COUNSEL FOR AT&T AND COUNSEL FOR CONTRARIAN ABOUT FINAL EDITS TO STIPULATION AND ORDER (.5); DRAFT SAME (.8); TELECONFERENCE WITH COUNSEL REGARDING SAME (.3).
KIPP MR	04/12/02	1.20	REVIEW DOCUMENTS RELATING TO THE DISPUTE WITH FTC (1.2).

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**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

KIPP MR	04/16/02	2.50	REVIEW DOCUMENTS PERTAINING TO FTC'S CURE OBJECTION (1.5); TELECONFERENCE WITH F. ZIEGLER, S. HARRIS, AND OTHERS ABOUT TOMORROW'S SETTLEMENT CONFERENCE WITH FTC REPRESENTATIVES (1.0).
KIPP MR	04/17/02	1.80	PREPARE FOR SETTLEMENT CONFERENCE WITH FTC (.5); PARTICIPATE IN SETTLEMENT CONFERENCE WITH F. ZIEGLER, S. HARRIS AND PRINCIPALS OF AND COUNSEL FOR FTC (1.3).
KIPP MR	04/18/02	3.80	TELECONFERENCE WITH F. ZIEGLER ABOUT SETTLEMENT LETTER TO FTC (.3); REVIEW, EDIT, AND DRAFT NEW PORTIONS OF SETTLEMENT LETTER TO FTC (3.5).
KIPP MR	04/19/02	2.00	REVIEW AND EDIT SETTLEMENT LETTER (2.0).
KIPP MR	04/22/02	3.70	ATTENTION TO DOCUMENTS RELATING TO FTC CURE OBJECTION (1.5); TELECONFERENCE WITH F. ZIEGLER ABOUT WITNESSES (.4); REVIEW DRAFT DISCOVERY RESPONSES AND EDIT SAME (1.8).
KIPP MR	04/23/02	3.40	TELECONFERENCE WITH A. GUON ABOUT SCHEDULING AND OTHER MATTERS (.3); TELECONFERENCE WITH B. SHAW ABOUT SCHEDULING (.3); ATTENTION TO DRAFT DISCOVERY RESPONSES (2.0); ATTENTION TO FTC'S REQUEST FOR AN EXTENSION OF DISCOVERY AND THE HEARING DATE (.8).
KIPP MR	04/24/02	4.20	TELECONFERENCE WITH B. SHAW ABOUT SCHEDULING (.4); TELECONFERENCE WITH F. ZIEGLER ABOUT SAME (.3); REVIEW DRAFT INTERROGATORY RESPONSES AND EDIT SAME (2.0); DRAFT ADDITIONAL RESPONSES (.5); ATTENTION TO SCHEDULING ISSUES RAISED BY FTC (1.0).
KIPP MR	04/25/02	3.50	REVIEW DOCUMENTS PERTAINING TO FTC'S CURE OBJECTION (2.5); ATTENTION TO SCHEDULING ISSUES RAISED BY FTC (.5); REVIEW REVISED INTERROGATORY RESPONSES (.5).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

KIPP MR	04/26/02	6.70	TELECONFERENCE WITH B. SHAW ABOUT SCHEDULING (.3); ATTENTION TO STEPS TO BE TAKEN TO REQUEST AND EXTENSION OF THE HEARING DATE (1.0); PREPARE FOR TODAY'S INTERVIEW OF S. HARRIS AND S. LONG (2.2); MEET WITH S. HARRIS, S. LONG, AND F. ZIEGLER (2.0); ATTENTION TO ISSUES RAISED DURING THE MEETING (1.2).
KIPP MR	04/30/02	1.70	EDIT DRAFT MOTION TO ENTER REVISED SCHEDULING ORDER (.5); ATTENTION TO SCHEDULING OF ADDITIONAL WITNESS INTERVIEWS (.7); ATTENTION TO DEPOSITION NOTICES OF FTC'S WITNESSES (.5).
		51.30	
<b>Total Partner</b>		51.30	
ABERMAN CG	04/01/02	2.70	TELECONFERENCE WITH F. ZIEGLER & J. JACKSON RE: FTC CURE OBJECTION (1.1); TELECONFERENCES (.2) WITH A. GUON RE: SAME (.3); ATTENTION TO SAME (.7); ATTENTION TO AT&T CURE OBJECTION/ISSUES FOR TUESDAY CONFERENCE CALL (.6).
ABERMAN CG	04/02/02	1.40	TELECONFERENCES WITH V. D'AGOSTINO RE: AT&T RESOLUTION (.5); TELECONFERENCE WITH F. ZIEGLER RE: SAME (.7); TELECONFERENCE WITH S. LONG RE: FTC (.2).
ABERMAN CG	04/03/02	2.10	ATTENTION TO FTC CURE RESOLUTION ISSUES (1.1); TELECONFERENCE WITH A. GUON RE: SAME (.2); ATTENTION TO SETTLEMENT OF AT&T CURE OBJECTION (.8).
ABERMAN CG	04/04/02	1.90	TELECONFERENCES WITH K. HERNANDEZ RE: SETTLEMENT OF AT&T CURE OBJECTION (.4); TELECONFERENCES WITH V. D'AGOSTINO (.3) AND F. ZIEGLER (.4) RE: SAME; REVIEW AND REVISE LETTER CONFIRMING TERMS OF PROPOSED SETTLEMENT (.8).
ABERMAN CG	04/05/02	1.40	TELECONFERENCE WITH K. HERNANDEZ RE: AT&T CURE SETTLEMENT ISSUES (.3); CONTINUED ATTENTION TO SAME (1.1).
ABERMAN CG	04/08/02	1.90	ATTENTION TO RESPONSES TO FTC DISCOVERY REQUESTS (1.7); TELECONFERENCE WITH A. GUON RE: SAME (.2).



**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

ABERMAN CG	04/09/02	4.10	REVIEW FTC FILES AT COMDISCO (1.3); CONTINUED ATTENTION TO FTC DISCOVERY REQUESTS (2.8).
ABERMAN CG	04/11/02	0.60	ATTENTION TO FTC BRIEF (.6).
ABERMAN CG	04/12/02	1.10	ATTENTION TO FTC SETTLEMENT NEGOTIATIONS (1.1).
		17.20	
HARRINGTON JS	04/05/02	1.40	ATTENTION TO NOTICE OF SALE OF SPANISH ASSETS (1.4).
		1.40	
KETCHENS JP	04/01/02	0.50	REVIEW LATEST COMDISCO SPAIN DEVELOPMENTS (.5).
KETCHENS JP	04/02/02	1.70	REVISE AND DISTRIBUTE COMDISCO SPAIN AGREEMENTS (1.5); REVIEW LATEST COMDISCO SPAIN DEVELOPMENTS (.2).
KETCHENS JP	04/03/02	1.50	REVIEW LATEST DEVELOPMENTS REGARDING SPANISH ASSET ACQUISITION (1.5).
KETCHENS JP	04/04/02	3.80	TELECONFERENCE WITH A. HAMILTON REGARDING SPANISH ASSET ACQUISITION CLOSING (.8); REVISE SUBLEASE AGREEMENT (.5); COORDINATE WITH SEMA REGARDING SIGNING OF AGREEMENT (2.5).
KETCHENS JP	04/05/02	4.00	COORDINATE SIGNING OF SPANISH ASSET ACQUISITION DOCUMENTS (4.0).
KETCHENS JP	04/08/02	2.30	TELECONFERENCE WITH A. HAMILTON REGARDING SPANISH ASSET ACQUISITION (.8); COORDINATE REGARDING BANKRUPTCY FILING (1.0); DISCUSS REAL ESTATE ISSUES (.5).
KETCHENS JP	04/09/02	3.60	PREPARE CLOSING DOCUMENTS FOR SPANISH ACQUISITION (3.6).
KETCHENS JP	04/10/02	2.50	PREPARE SPANISH CLOSING DOCUMENTS (2.5).
KETCHENS JP	04/11/02	5.80	PREPARE COMDISCO SPAIN CLOSING DOCUMENTS (5.8).
KETCHENS JP	04/12/02	3.60	TELECONFERENCE WITH A. HAMILTON AND K. CHAPMAN REGARDING COMDISCO ESPANA CLOSING (1.0); PREPARE COMDISCO ESPANA CLOSING DOCUMENTS (2.6).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

KETCHENS JP	04/15/02	3.00	REVIEW LATEST INFORMATION ON SPANISH ASSET ACQUISITION CLOSING (2.2); TELECONFERENCE WITH A. HAMILTON REGARDING SPANISH ASSET ACQUISITION CLOSING (.8).
KETCHENS JP	04/16/02	1.20	REVIEW CLOSING INFORMATION (1.2).
KETCHENS JP	04/19/02	1.10	DRAFT AMENDMENT TO ACQUISITION AGREEMENT (1.1).
KETCHENS JP	04/22/02	1.50	REVISE ADDENDUM TO ACQUISITION AGREEMENT (1.5).
KETCHENS JP	04/23/02	0.40	REVISE AND DISTRIBUTE ADDENDUM (.4).
		<b>36.50</b>	
MASLIANSKY T	04/01/02	1.60	ATTENTION TO BACKGROUND ISSUES ON FTC (.5); REVIEW OF DOCUMENT REQUEST AND INTERROGATORIES (1.1).
MASLIANSKY T	04/10/02	3.90	ATTENTION TO FTC CURE OBJECTION (1.8); RESEARCH FOR TRIAL BRIEF (2.1).
MASLIANSKY T	04/11/02	3.10	RESEARCH RE: CONTRACT INTERPRETATION FOR FTC CURE OBJECTION TRIAL BRIEF (3.1).
MASLIANSKY T	04/12/02	3.80	RESEARCH AND DRAFT TRIAL BRIEF FOR RESPONSE TO FTC CURE OBJECTION (3.8).
MASLIANSKY T	04/15/02	0.30	CREATE AND EDIT PRIVILEGE LOG FOR FTC DOCUMENT PRODUCTION (.3).
MASLIANSKY T	04/17/02	0.30	EDIT PRIVILEGE LOG FOR FTC DOCUMENT PRODUCTION (.3).
MASLIANSKY T	04/19/02	5.40	RESEARCH REGARDING REFORMATION AND WAIVER FOR FTC TRIAL BRIEF FOR CURE OBJECTION (5.4).
MASLIANSKY T	04/22/02	2.70	DRAFT EMAIL REGARDING STATUS OF LAW IN ILLINOIS FOR REFORMATION AND WAIVER OF CONTRACTUAL PROVISIONS FOR FTC CURE OBJECTION (.6); DOCUMENT REVIEW FOR FTC PRODUCTION (.3); EDIT PRIVILEGE LOG FOR FTC PRODUCTION (.3); RESEARCH RE: COURSE- OF CONDUCT FOR FTC CURE OBJECTION (.7); ATTENTION TO FTC CURE OBJECTION (.8).
MASLIANSKY T	04/23/02	3.30	ATTENTION TO FTC CURE OBJECTION (1.4); RESEARCH RE: COURSE OF CONDUCT FOR WAIVER FOR TRIAL BRIEF (1.9).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MASLIANSKY T	04/25/02	0.30	ATTENTION TO FTC CURE OBJECTION (.3).
MASLIANSKY T	04/26/02	1.10	RESEARCH RE: FTC CURE OBJECTION TRIAL BRIEF (.8); ATTENTION TO FTC CURE OBJECTION DOCUMENTS (.3).
MASLIANSKY T	04/29/02	8.80	REVIEWING DOCUMENTS IN PREPARATION FOR DRAFTING TRIAL BRIEF (5.7); RESEARCH RE: WAIVER/COURSE OF CONDUCT FOR TRIAL BRIEF FOR FTC CURE OBJECTION (3.1).
		34.60	
MURPHY MM	04/04/02	1.70	REVIEW ASSET PURCHASE AGREEMENT FOR CERTAIN ASSETS IN SPAIN (1.2) AND DRAFT NOTICE OF SALE (.5).
MURPHY MM	04/05/02	0.70	WORK ON SALE OF CERTAIN ASSETS IN SPAIN (.7).
MURPHY MM	04/08/02	0.80	CONTINUE WORKING ON POTENTIAL SALE OF ASSETS IN SPAIN (.8).
MURPHY MM	04/11/02	1.10	CONTINUE WORKING ON FEES ATTRIBUTABLE TO SUNGARD FROM THE SALE OF AVAILABILITY SOLUTIONS AND THE ANTITRUST LITIGATION (1.1).
MURPHY MM	04/16/02	1.60	CONTINUE WORKING ON FEE ANALYSIS RE: ANTITRUST SUIT RELATED TO SALE OF AVAILABILITY SOLUTIONS TO SUNGARD (1.6).
		5.90	
ROHLFSEN RJ	04/01/02	6.90	CONTINUE WORK ON AT&T DISCOVERY REQUESTS AND RESPONSES, AND CONTINUE REVIEW AND ANALYSIS OF DOCUMENTS IN CONNECTION WITH SAME (3.1); CONTINUE WORK ON RESPONSES TO FTC DISCOVERY REQUESTS, AND CONTINUE PREPARING DISCOVERY REQUESTS TO FTC REGARDING SAME (2.6); PREPARE FOR AND PARTICIPATE IN TELECONFERENCE WITH F. ZIEGLER AND J. JACKSON REGARDING FTC DISPUTE ISSUES (1.2).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

ROHLFSEN RJ	04/02/02	3.40	PREPARE FOR, AND PARTICIPATE IN, CALL WITH AT&T AND COMDISCO BUSINESS PEOPLE REGARDING SETTLEMENT OF CURE DISPUTE, AND WORK ON STRATEGY REGARDING SAME (1.2); CONTINUE WORK ON ISSUES RELATING TO DISCOVERY IN CONNECTION WITH FTC CURE OBJECTION DISPUTE (.3); CONTINUE WORK ON DISCOVERY AND SETTLEMENT ISSUES IN CONNECTION WITH AT&T CURE OBJECTION DISPUTE (1.9).
ROHLFSEN RJ	04/03/02	2.70	DISCUSSION WITH F. ZIEGLER AND S. HARRIS REGARDING STATUS OF DISCOVERY AND SETTLEMENT DISCUSSIONS IN CONNECTION WITH FTC DISPUTE (.3); PREPARE STATUS AND STRATEGY MEMORANDUM IN CONNECTION WITH FTC DISPUTE (.5); MULTIPLE DISCUSSIONS WITH K. HERNANDEZ IN CONNECTION WITH AT&T DISPUTE (.3); CONTINUE WORK ON MULTIPLE ISSUES RELATING TO DISCOVERY AND SETTLEMENT OF AT&T DISPUTE (1.6).
ROHLFSEN RJ	04/04/02	5.50	CONTINUE WORK ON DISCOVERY MATTERS AND RESOLUTION OF AT&T DISPUTE, INCLUDING REVIEW AND ANALYSIS OF MULTIPLE DOCUMENTS, PARTICIPATE IN MULTIPLE TELECONFERENCES, MULTIPLE DISCUSSIONS WITH K. HERNANDEZ, AND MULTIPLE DISCUSSIONS WITH F. ZIEGLER REGARDING SAME (4.2); BEGIN PREPARATION OF CORRESPONDENCE RELATING TO SETTLEMENT OF AT&T DISPUTE (.3); REVIEW AND ANALYSIS OF MULTIPLE MEMORANDA RELATING TO FTC DISCOVERY DISPUTE, AND PREPARE MEMORANDA AND CORRESPONDENCE REGARDING SAME, AND CONTINUE WORK ON DISCOVERY MATTERS IN CONNECTION WITH SAME (.9).
ROHLFSEN RJ	04/05/02	3.60	CONTINUE WORK ON DISCOVERY ISSUES AND SETTLEMENT OF AT&T DISPUTE (2.3); BEGIN PREPARING STIPULATION RELATING TO SETTLEMENT OF AT&T DISPUTE (1.1); CONTINUE WORK ON CORRESPONDENCE TO OPPOSING COUNSEL REGARDING CONFIRMATION OF SETTLEMENT WITH AT&T (.2).
ROHLFSEN RJ	04/07/02	0.60	CONTINUE WORK ON AT&T STIPULATION AND PREPARE MEMORANDA REGARDING SAME (.6).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

ROHLFSEN RJ	04/08/02	5.10	CONTINUE WORK ON RESOLUTION OF AT&T DISPUTE, INCLUDING REVISING STIPULATION ORDER, PREPARING CORRESPONDENCE, AND PREPARING MULTIPLE MEMORANDA RELATING TO SAME (2.2); CONTINUE WORK ON DISCOVERY ISSUES RELATING TO FTC, INCLUDING DISCUSSIONS WITH S. LONG, REVIEW OF CONTRACTS, AND PREPARE MULTIPLE MEMORANDA RELATING TO SAME (2.9).
ROHLFSEN RJ	04/09/02	6.30	CONTINUE WORK ON SETTLEMENT OF AT&T OBJECTION AND RELATED ISSUES (1.8); CONTINUE WORK ON FTC DISCOVERY RESPONSES AND REVIEW OF DOCUMENTS REGARDING SAME (4.5).
ROHLFSEN RJ	04/10/02	7.40	DISCUSSION WITH A. GUON REGARDING FTC DISCOVERY ISSUES AND SETTLEMENT CONFERENCE (.3); REVIEW AND ANALYSIS OF MULTIPLE MEMORANDA AND PREPARE MEMORANDA REGARDING SETTLEMENT OF AT&T DISPUTE (.3); CONTINUE REVIEW AND ANALYSIS OF DOCUMENTS IN CONNECTION WITH FTC DISCOVERY REQUESTS, PREPARE MEMORANDA REGARDING SAME, AND WORK ON STRATEGY REGARDING SAME (6.8).
ROHLFSEN RJ	04/11/02	1.20	CONTINUE WORK ON FTC DISCOVERY (.8); CONTINUE WORK ON SETTLEMENT OF AT&T CURE OBJECTION (.4).
ROHLFSEN RJ	04/12/02	5.10	PREPARE CORRESPONDENCE TO COURT REGARDING AT&T SETTLEMENT AND STIPULATION AND HAVE SERVED ON OTHER PARTIES (.3); MULTIPLE DISCUSSIONS WITH S. LONG REGARDING FTC DISCOVERY ISSUES (.3); CONTINUE WORK ON FTC DISCOVERY REQUESTS, INCLUDING REVIEW AND ANALYSIS OF DOCUMENTS AND WORK ON CASE STRATEGY REGARDING SAME (4.1); CONTINUE WORK ON CASE ADMINISTRATION, INCLUDING REVIEW OF CASE ADMINISTRATION MATERIALS AND PREPARE MULTIPLE MEMORANDA REGARDING SAME IN CONNECTION WITH AT&T AND FTC DISPUTES (.4).
ROHLFSEN RJ	04/13/02	4.20	PREPARE CORRESPONDENCE TO A. GUON REGARDING DISCOVERY IN CONNECTION WITH FTC DISPUTE (.3); CONTINUE REVIEW AND ANALYSIS OF DOCUMENTS IN CONNECTION WITH FTC DISCOVERY REQUESTS (3.9).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

ROHLFSEN RJ	04/14/02	2.50	CONTINUE WORK ON PREPARING DISCOVERY RESPONSES AND DOCUMENT PRODUCTION IN CONNECTION WITH FTC DISPUTE (2.5).
ROHLFSEN RJ	04/15/02	7.90	REVIEW OF MULTIPLE CORRESPONDENCE FROM, AND PREPARE CORRESPONDENCE TO, F. ZIEGLER REGARDING FTC DISPUTE (.3); DISCUSSION WITH M. KURKE REGARDING FINANCIAL DOCUMENTS RELATING TO FTC DISPUTE (.2); PREPARE MULTIPLE CORRESPONDENCE TO A. GUON REGARDING DISCOVERY IN CONNECTION WITH FTC DISPUTE (.4); REVIEW AND ANALYSIS OF CUSTOMER CONTRACTS' CONFIDENTIALITY PROVISIONS AND PREPARE CORRESPONDENCE TO ALL CUSTOMERS REGARDING CONFIDENTIALITY DISCLOSURE IN CONNECTION WITH FTC DISCOVERY REQUESTS (2.6); CONTINUE WORK ON PREPARING RESPONSES TO FTC DISCOVERY REQUESTS AND CONTINUE REVIEW OF DISCOVERY DOCUMENTS IN CONNECTION WITH RESPONDING TO SAME (4.4).
ROHLFSEN RJ	04/16/02	7.20	CONTINUE WORK ON REVIEW OF DOCUMENTS IN CONNECTION WITH PREPARING FTC DISCOVERY PRODUCTION AND CONTINUE WORK ON DISCOVERY ISSUES RELATING TO SAME (2.6); PREPARE CORRESPONDENCE TO A. GUON REGARDING SUPPLEMENTAL PRODUCTION (.2); REVIEW MULTIPLE CORRESPONDENCE FROM, AND PREPARE MULTIPLE CORRESPONDENCE TO, S. LONG REGARDING FTC DISCOVERY (.3); PREPARE FOR MEETING WITH F. ZIEGLER, S. LONG, M. KURKE, AND S. HARRIS, TRAVEL TO AND FROM COMDISCO, AND MEET WITH THOSE INDIVIDUALS REGARDING FTC DISPUTE STRATEGY AND DISCOVERY (3.6); DISCUSSION WITH M. KURKE REGARDING FTC DISCOVERY (.3); PREPARE CORRESPONDENCE TO S. HARRIS REGARDING FTC DISCOVERY (.2).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

ROHLFSEN RJ	04/17/02	10.60	CONTINUE WORK ON RESPONDING TO FTC'S DOCUMENT DISCOVERY REQUESTS, INCLUDING WORK ON PRIVILEGE ISSUES RELATING TO SAME (3.9); DISCUSSION WITH S. HARRIS AT SUNGARD RELATING TO FTC DISCOVERY REQUESTS (.7); DISCUSSION WITH S. LONG RELATING TO FTC DISPUTE (.2); DISCUSSION WITH F. ZIEGLER RELATING TO FTC DISPUTE (.2); PREPARE FOR AND PARTICIPATE IN CONFERENCE CALL WITH COMDISCO AND FTC RELATING TO RESOLUTION OF FTC DISPUTE (1.1); DISCUSSION WITH J. GOLD REGARDING FTC DOCUMENT PRODUCTION (.3); PREPARE STATUS MEMORANDA RELATING TO FTC LITIGATION (1.2); BEGIN WORK ON PREPARING SUBPOENAS TO FTC'S ACCOUNTANTS (.3); BEGIN WORK ON PREPARING POSITION LETTER IN CONNECTION WITH SETTLEMENT NEGOTIATIONS WITH FTC (2.7).
ROHLFSEN RJ	04/18/02	9.80	PREPARE MULTIPLE SUBPOENAS TO FTC ACCOUNTANTS, AND PREPARE DOCUMENT REQUEST AND 30(B)(6) RIDERS THERETO (1.8); CONTINUE WORK ON PREPARING COMDISCO'S POSITION LETTER WITH REGARD TO SETTLEMENT OF FTC DISPUTE (2.6); CONTINUE WORK ON RESPONDING TO FTC'S INTERROGATORIES AND DOCUMENT PRODUCTION REQUESTS (.9); MULTIPLE DISCUSSIONS WITH F. ZIEGLER REGARDING FTC DISPUTE (.5); REVIEW MULTIPLE CORRESPONDENCE FROM, AND PREPARE MULTIPLE CORRESPONDENCE TO, F. ZIEGLER REGARDING FTC DISPUTE (.6); CONTINUE REVIEW AND ANALYSIS OF DOCUMENTS AND CONTINUE WORK ON MULTIPLE ISSUES RELATING TO DISCOVERY IN FTC MATTER (3.4).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

ROHLFSEN RJ	04/19/02	9.40	CONTINUE WORK ON DISCOVERY RESPONSES, DISCOVERY STRATEGY, AND TRIAL STRATEGY IN CONNECTION WITH FTC DISPUTE (1.5); DISCUSSION WITH F. ZIEGLER AND A. PLATE REGARDING FTC DISPUTE (.3); MULTIPLE DISCUSSIONS WITH, REVIEW MULTIPLE CORRESPONDENCE FROM, AND PREPARE MULTIPLE CORRESPONDENCE TO, F. ZIEGLER REGARDING FTC DISPUTE (.5); CONTINUE WORK ON DOCUMENT PRODUCTION IN CONNECTION WITH FTC DISPUTE (2.2); FINALIZE SETTLEMENT STATEMENT IN CONNECTION WITH FTC DISPUTE AND HAVE SERVED ON OPPOSING COUNSEL (2.1); MULTIPLE DISCUSSIONS WITH, AND REVIEW CORRESPONDENCE FROM, J. GOLD REGARDING PNC BANK CONTRACT IN CONNECTION WITH FTC DISPUTE (.5); PREPARE MULTIPLE CORRESPONDENCE TO, AND REVIEW MULTIPLE CORRESPONDENCE FROM, S. HARRIS REGARDING FTC DISPUTE (.3); DISCUSSION WITH S. HARRIS REGARDING FTC DISPUTE (.2); WORK ON STRATEGY REGARDING DEPOSITION AND TRIAL WITNESSES IN CONNECTION WITH FTC DISPUTE, AND PREPARE MULTIPLE NOTICES REGARDING SAME (1.8).
ROHLFSEN RJ	04/21/02	2.70	CONTINUE REVIEW AND ANALYSIS OF DOCUMENTS IN CONNECTION WITH FTC DISCOVERY (1.8); CONTINUE WORK ON PREPARING RESPONSES TO FTC WRITTEN DISCOVERY REQUESTS (.9).



**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

ROHLFSEN RJ

04/22/02

9.10

REVIEW OF MULTIPLE CORRESPONDENCE REGARDING SETTLEMENT OF AT&T MATTER, PREPARE CORRESPONDENCE TO F. ZIEGLER REGARDING SAME, AND PREPARE COURT MATERIAL REGARDING SAME (.4); CONTINUE WORK ON PREPARING RESPONSES TO FTC'S DOCUMENT REQUESTS AND INTERROGATORIES, AND CONTINUE WORK ON PRIVILEGE ISSUES REGARDING SAME (2.0); DISCUSSION WITH M. KURKA REGARDING FINANCIAL DOCUMENT ISSUES IN CONNECTION WITH FTC DISCOVERY (.2); BEGIN PREPARING SETTLEMENT OFFER LETTER TO FTC IN CONNECTION WITH CURE OBJECTION DISPUTE (.9); REVIEW AND ANALYSIS OF DOCUMENTS PRODUCED TO FTC IN CONNECTION WITH WORKING ON CALCULATION OF DISPUTED AMOUNTS (1.8); PREPARE MULTIPLE CORRESPONDENCE TO S. LONG REGARDING FTC DISPUTE (.3); PREPARE MULTIPLE CORRESPONDENCE TO, AND REVIEW MULTIPLE CORRESPONDENCE FROM, F. ZIEGLER REGARDING FTC DISPUTE (.6); CONTINUE REVIEW AND ANALYSIS OF DOCUMENTS PRODUCED TO FTC IN CONNECTION WITH PREPARING FOR DEPOSITIONS AND HEARING IN MATTER (1.8); BEGIN WORK ON MOTION TO COMPEL REGARDING FTC DISCOVERY DISPUTE (.5); CONTINUE WORK ON CASE STRATEGY RELATING TO FTC DISPUTE (.6).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

ROHLFSEN RJ	04/23/02	8.70 REVIEW MULTIPLE CORRESPONDENCE FROM, AND PREPARE MULTIPLE CORRESPONDENCE TO, A. GUON REGARDING FTC DISCOVERY ISSUES (.3); MULTIPLE DISCUSSIONS WITH A. GUON REGARDING FTC DISCOVERY AND SETTLEMENT ISSUES (.4); CONTINUE ANALYSIS OF CASE LAW ISSUES AND CONTINUE WORK ON CASE STRATEGY WITH REGARD TO DISCOVERY AND TRIAL IN FTC (1.1); CONTINUE REVIEW AND ANALYSIS OF DOCUMENTS IN CONNECTION WITH FTC DISCOVERY (3.1); CONTINUE WORK ON INTERROGATORY AND DOCUMENT PRODUCTION REQUEST RESPONSES IN CONNECTION WITH FTC DISPUTE (2.9); DISCUSSION WITH S. LONG AND S. HARRIS REGARDING FTC DOCUMENT DISCOVERY AND INTERROGATORY RESPONSES (.6); DISCUSSION WITH J. GOLD AT PNC BANK REGARDING FTC DISCOVERY REQUESTS, REVIEW AND PREPARE CORRESPONDENCE TO J. GOLD REGARDING SAME (.3).
ROHLFSEN RJ	04/24/02	8.50 MULTIPLE DISCUSSIONS WITH S. LONG REGARDING FTC DISCOVERY REQUESTS AND CASE STRATEGY (.5); MULTIPLE DISCUSSIONS WITH F. ZIEGLER REGARDING FTC DISCOVERY REQUESTS AND CASE STRATEGY (.3); REVIEW OF MULTIPLE CORRESPONDENCE REGARDING AT&T PAYMENT AND ORDERS AND WORK ON RESOLUTION OF SAME (.3); PREPARE CORRESPONDENCE TO V. D'AGOSTINO, COUNSEL FOR AT&T, REGARDING STIPULATION AND ORDER (.2); CONTINUE WORK ON DEPOSITION STRATEGY AND NOTICES (.4); PREPARE MULTIPLE CORRESPONDENCE TO AND REVIEW MULTIPLE CORRESPONDENCE FROM F. ZIEGLER AND S. LONG REGARDING FTC DISCOVERY AND DISPUTE (.6); CONTINUE WORK ON PREPARING RESPONSES TO FTC'S INTERROGATORY AND DOCUMENT PRODUCTION REQUESTS (2.1); CONTINUE REVIEW AND ANALYSIS OF DOCUMENTS IN CONNECTION WITH FTC DISPUTE (4.1).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

ROHLFSEN RJ	04/25/02	3.90	REVIEW OF CORRESPONDENCE RELATING TO KING SUBPOENA IN CONNECTION WITH FTC MATTER (.2); REVIEW OF CORRESPONDENCE RELATING TO BANK OF AMERICA IN CONNECTION WITH FTC MATTER (.2); PREPARE CORRESPONDENCE TO A. GUON REGARDING ADDITIONAL DOCUMENT PRODUCTION (.3); CONTINUE REVIEW AND ANALYSIS OF DOCUMENTS IN CONNECTION WITH FTC MATTER, AND CONTINUE WORK ON DISCOVERY AND TRIAL STRATEGY IN CONNECTION WITH SAME (2.9); REVIEW OF MATERIALS REGARDING CURE OBJECTION IN CONNECTION WITH PREPARING FOR NEXT OMNIBUS HEARING (.3).
ROHLFSEN RJ	04/26/02	7.70	REVIEW AND ANALYSIS OF MEMORANDUM AND CHART RELATING TO POSSIBLE SETTLEMENT FIGURES IN CONNECTION WITH FTC DISPUTE (.5); CONTINUE REVIEW AND ANALYSIS OF DOCUMENTS AND CONTINUE WORK ON DISCOVERY IN CONNECTION WITH FTC DISPUTE (2.1); BEGIN WORK ON SCHEDULING ISSUES IN CONNECTION WITH COURT ORDERS AND EVIDENTIARY HEARING (.2); REVIEW OF MULTIPLE CORRESPONDENCE TO AND FROM B. SHAW REGARDING FTC DISPUTE (.3); PREPARE FOR MEETING WITH S. HARRIS AND F. ZIEGLER, TRAVEL TO AND FROM COMDISCO, AND MEET WITH S. HARRIS, F. ZIEGLER, AND S. LONG REGARDING FTC DISPUTE AND DISCOVERY (3.8); PREPARE MULTIPLE MEMORANDA RELATING TO DISCOVERY STRATEGY IN CONNECTION WITH FTC DISPUTE AND CONTINUE WORK ON WITNESS STRATEGY AND DISCOVERY ISSUES (.8).
ROHLFSEN RJ	04/28/02	4.10	CONTINUE REVIEW AND ANALYSIS OF DOCUMENTS AND BEGIN PREPARING LITIGATION CHRONOLOGY REGARDING SAME (4.1).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

ROHLFSEN RJ

04/29/02

4.80 CONTINUE WORK ON DISCOVERY ISSUES RELATING TO FTC DISPUTE, AND BEGIN PREPARING TRIAL BRIEF IN CONNECTION WITH SAME (2.9); DISCUSSION WITH A. GUON REGARDING SCHEDULING ISSUES AND FTC DISPUTE (.3); DISCUSSION WITH REPRESENTATIVE FROM CAPITAL CITY SERVICES COMPANY REGARDING DISCOVERY PRODUCTION TO FTC, AND REVIEW FILES REGARDING SAME (.4); PREPARE CORRESPONDENCE TO M. NEWMAN AT CAPITAL CITY SERVICES COMPANY REGARDING FTC PRODUCTION (.2); PREPARE CORRESPONDENCE TO A. GUON REGARDING ADDITIONAL PRODUCTION (.2); CONTINUE WORK ON MOTIONS RELATING TO SCHEDULING DISCOVERY ISSUES (.3); REVIEW OF MULTIPLE MEMORANDA, AND PREPARE MULTIPLE MEMORANDA REGARDING FTC DISCOVERY AND SCHEDULING ISSUES (.5).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

ROHLFSEN RJ

04/30/02

8.40 PREPARE MULTIPLE MEMORANDA RELATING TO DISCOVERY AND LITIGATION ISSUES IN CONNECTION WITH FTC DISPUTE (.5); DISCUSSION WITH F. ZIEGLER REGARDING WITNESSES IN CONNECTION WITH FTC DISPUTE (.2); CONTINUE WORK ON PREPARING CHRONOLOGY OF DOCUMENTS IN CONNECTION WITH LITIGATION PREPARATION FOR FTC DISPUTE (3.8); DISCUSSION WITH M. KURKA REGARDING STATUS OF FTC DISPUTE (.2); DISCUSSION WITH A. GUON, COUNSEL FOR FTC, REGARDING EMERGENCY MOTION ON DISCOVERY SCHEDULING (.2); REVIEW OF CORRESPONDENCE FROM A. GUON REGARDING EMERGENCY MOTION, REVISE EMERGENCY MOTION, REVIEW LOCAL RULES REGARDING EMERGENCY MOTIONS, PREPARE SERVICE MATERIALS, AND PREPARE CORRESPONDENCE TO JUDGE BARLIANT REGARDING SAME (2.1); REVIEW CORRESPONDENCE FROM, AND PREPARE CORRESPONDENCE TO, F. ZIEGLER REGARDING WITNESSES IN CONNECTION WITH FTC DISPUTE (.2); MEET WITH M. KIPP REGARDING WITNESS DEPOSITIONS IN CONNECTION WITH FTC DISPUTE (.2); PREPARE CORRESPONDENCE TO A. GUON REGARDING EMERGENCY MOTION (.2); BEGIN WORK ON PREPARING DEPOSITION OUTLINES IN CONNECTION WITH FTC DISPUTE (.4); FINALIZE DEPOSITION NOTICES AND RULE 30(B)(6) NOTICES IN CONNECTION WITH FTC DISPUTE (.4).

157.30

252.90

**Total Associate**

FIEBERG WR

04/10/02

0.30 DISTRIBUTE/MAIL FTC ORIGINALS TO CDO (.3).

FIEBERG WR

04/10/02

2.20 SERVE/FILE COURT WITH AT&T STIP AND ORDER (2.2).

FIEBERG WR

04/11/02

1.00 PREPARE DOCUMENT PRODUCTION (1.0).

FIEBERG WR

04/12/02

2.50 SERVE/FILE COURT WITH ROTHSCHILD APPEAL (2.5).

FIEBERG WR

04/15/02

2.60 PREPARE NOTIFICATION LETTERS RE: FTC (2.6).

FIEBERG WR

04/18/02

0.40 PREPARE LETTER RE: FTC DISPUTE (.4).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

FIEBERG WR	04/19/02	3.90	ASSEMBLE DOCUMENTS FOR FTC DOCUMENT PRODUCTION (3.4); PREPARE LETTER RE: FTC MASTER SERVICE AGREEMENT (.5).
FIEBERG WR	04/22/02	0.40	TELECONFERENCE WITH CLIENT(S) RE FTC PRODUCTION (.4).
FIEBERG WR	04/23/02	2.10	PREPARE FTC DOCUMENT PRODUCTION (2.1).
FIEBERG WR	04/24/02	4.10	PREPARE LETTER RE: FTC MASTER AGREEMENT (.6); ORGANIZE FTC DOCUMENTS (3.5).
FIEBERG WR	04/26/02	1.10	INDEX COURT PAPERS ORGANIZE FTC DOCUMENTS (1.1).
FIEBERG WR	04/29/02	0.40	DISTRIBUTE/MAIL DOCUMENTS TO BANK REGARDING FTC DISPUTE (.4).
		21.00	
NOWICKI JA	04/11/02	6.90	INDEX/CHRON FTC, MONTHLY SUMMARIES AND CHECK REQUESTS (6.9).
NOWICKI JA	04/15/02	0.90	ASSIST WITH ASSEMBLY OF DOC PRODUCTION (.9).
NOWICKI JA	04/16/02	7.70	CONTINUE TO ASSIST WITH ASSEMBLY OF DOC PRODUCTION (7.7).
NOWICKI JA	04/22/02	3.00	ASSIST WITH ASSEMBLY OF DOC PRODUCTION (3.0).
		18.50	
Total Legal Assistant		39.50	
MATTER TOTAL		<u>343.70</u>	

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Comdisco, Inc. (DIP)  
Assets Dispositions - Firefighters

Bill Date: 05/20/02  
Bill Number: 917155

Disbursement	Date	Vendor/Employee	Amount
In-house Reproduction	04/02/02	Copy Center, D	2.20
In-house Reproduction	04/09/02	Copy Center, D	16.00
In-house Reproduction	04/12/02	Copy Center, D	452.03
In-house Reproduction	04/16/02	Copy Center, D	254.67
In-house Reproduction	04/19/02	Copy Center, D	226.67
In-house Reproduction	04/23/02	Copy Center, D	269.38
In-house Reproduction	04/26/02	Copy Center, D	501.85
In-house Reproduction	04/30/02	Copy Center, D	7.20
<b>TOTAL IN-HOUSE REPRODUCTION</b>			<b>\$1,730.00</b>
Telephone Expense	04/26/02	Telecommunications, D	0.02
Telephone Expense	04/26/02	Telecommunications, D	1.00
Telephone Expense	04/26/02	Telecommunications, D	1.05
Telephone Expense	04/26/02	Telecommunications, D	4.26
Telephone Expense	04/26/02	Telecommunications, D	104.67
<b>TOTAL TELEPHONE EXPENSE</b>			<b>\$111.00</b>
Lexis/Nexis	04/19/02	Altan EL	238.00
<b>TOTAL LEXIS/NEXIS</b>			<b>\$238.00</b>
Westlaw	04/11/02	Masliansky T	204.49
Westlaw	04/14/02	Masliansky T	34.99
Westlaw	04/19/02	Masliansky T	345.64
Westlaw	04/22/02	Masliansky T	74.88
Westlaw	04/23/02	Rohlfisen RJ	125.89
Westlaw	04/23/02	Masliansky T	134.11
<b>TOTAL WESTLAW</b>			<b>\$920.00</b>
Telephone Expense - all other	04/19/02	Telecommunications, DGenesys Conferencing	53.00
<b>TOTAL TELEPHONE EXPENSE - ALL OTHER</b>			<b>\$53.00</b>
Filing/Court Fees	04/24/02	Litigation-General, DSasm&F Chicago	110.00







**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

<b>Disbursement</b>	<b>Date</b>	<b>Vendor/Employee</b>	<b>Amount</b>
Messengers/ Courier	04/15/02	Database, Car, Courier, Air Dept	8.99
Messengers/ Courier	04/18/02	Database, Car, Courier, Air Dept	8.84
Messengers/ Courier	04/19/02	Database, Car, Courier, Air Dept	7.49
Messengers/ Courier	04/19/02	Database, Car, Courier, Air Dept	20.27
Messengers/ Courier	04/21/02	Corporate RestructuringComet Messenger Service	15.77
Messengers/ Courier	04/21/02	Corporate RestructuringComet Messenger Service	15.77
Messengers/ Courier	04/21/02	Corporate RestructuringComet Messenger Service	27.44
Messengers/ Courier	04/22/02	Database, Car, Courier, Air Dept	7.49
Messengers/ Courier	04/25/02	Corporate RestructuringComet Messenger Service	15.02
		<b>TOTAL MESSENGERS/ COURIER</b>	<b>\$449.00</b>
Outside Research/Internet Services	04/10/02	Corporate RestructuringPacer Service Center	3.00
		<b>TOTAL OUTSIDE RESEARCH/INTERNET SERVICES</b>	<b>\$3.00</b>
		<b>TOTAL MATTER</b>	<b>\$3,614.00</b>

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Comdisco, Inc. (DIP)  
Assets Dispositions - Firefighters

Bill Date: 06/30/02  
Bill Number: 921074

NAME	DATE	HOURS	DESCRIPTION
KIPP MR	05/01/02	0.50	ATTENTION TO DEPOSITION NOTICES TO FTC'S WITNESSES (.5).
KIPP MR	05/03/02	1.00	TELECONFERENCE WITH COUNSEL FOR FTC REGARDING DISCOVERY DISPUTES (.5); ATTENTION TO SAME (.5).
KIPP MR	05/06/02	3.60	REVIEW FTC'S EMERGENCY MOTION FOR AN EXTENSION OF THE DISCOVERY CUTOFF (.8); REVIEW AND EDIT COMDISCO'S RESPONSE (1.5); ATTENTION TO SUPPLEMENTAL INTERROGATORY RESPONSES TO FTC (1.3).
KIPP MR	05/07/02	2.40	REVIEW REVISED DRAFT OF RESPONSE TO FTC'S EMERGENCY MOTION (.5); REVIEW SUPPLEMENTAL INFORMATION TO INTERROGATORY RESPONSES (.4); TELECONFERENCE WITH F. ZIEGLER AND A. PLATE ABOUT FTC DISPUTE (.7); PREPARE FOR TOMORROW'S HEARING (.8).
KIPP MR	05/08/02	5.80	ATTEND HEARING IN FRONT OF JUDGE BARLIANT (2.5); REVIEW DRAFT CONSULTING AGREEMENT WITH A. PLATE AND EDIT SAME (.8); MEET WITH R. LACKEY ABOUT STATUS OF FTC DISPUTE (.2); REVIEW SUPPLEMENTAL INTERROGATORY ON THE CALCULATION OF THE REVENUE-SHARE WITH FTC AND EDIT SAME (.8); PREPARE FOR TOMORROW'S MEETING WITH A. PLATE (1.5).
KIPP MR	05/09/02	4.20	MEET WITH A. PLATE, F. ZIEGLER, AND R. ROHLFSEN ABOUT FTC'S CURE OBJECTION (3.0); REVIEW DOCUMENTS FROM COMDISCO'S PRODUCTION TO FTC (1.2).
KIPP MR	05/13/02	1.50	ATTENTION TO SUPPLEMENTAL RESPONSES TO FTC'S INTERROGATORY REQUESTS (1.5).
KIPP MR	05/14/02	0.70	ATTENTION TO SUPPLEMENTAL INTERROGATORY RESPONSES TO FTC (.7).
KIPP MR	05/16/02	0.50	DRAFT LETTER IN RESPONSE TO FTC'S INTERROGATORY RESPONSES (.5).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

KIPP MR	05/19/02	0.80	ATTENTION TO DEPOSITION SCHEDULING IN FTC DISPUTE (.5); REVIEW MATERIALS RELATING TO UPCOMING DEPOSITIONS (.3).
KIPP MR	05/20/02	2.70	ATTENTION TO FTC'S FAILURE TO PRODUCE A PRIVILEGE LOG OR OTHERWISE-RESPONSIVE DOCUMENTS (1.5); ATTENTION TO DEPOSITION SCHEDULING (.5); REVIEW DOCUMENTS FROM FTC'S PRODUCTION (.7).
KIPP MR	05/21/02	1.70	ATTENTION TO DISCOVERY DISPUTES WITH FTC (.7); PREPARE FOR TOMORROW'S RULE 12(K) CONFERENCE WITH COUNSEL FOR FTC ON OUTSTANDING DISCOVERY DISPUTES (1.0).
KIPP MR	05/22/02	2.60	PARTICIPATE IN DISCOVERY CONFERENCE WITH OPPOSING COUNSEL (.5); REVIEW AND EDIT LETTER CONFIRMING MATTERS DISCUSSED IN CONFERENCE (.4); REVIEW AND EDIT ADDITION DOCUMENT REQUESTS TO FTC (.7); ATTENTION TO DOCUMENTS PRODUCED BY FTC (.5); ATTENTION TO ADDITIONAL SUBPOENAS TO FORMER FTC EMPLOYEES (.5).
KIPP MR	05/23/02	2.10	ATTENTION TO DEPOSITION SCHEDULING (.5); ATTENTION TO SUBPOENA SERVED ON S. HARRIS (.4); ATTENTION TO OUTSTANDING DISCOVERY ISSUES WITH FTC (1.2).
KIPP MR	05/24/02	1.20	ATTENTION TO DOCUMENTS PRODUCED BY FTC (.8); ATTENTION TO FTC'S FAILURE TO RESPOND TO CDO'S REQUEST FOR PRODUCTION OF RESPONSIVE DOCUMENTS OR A PRIVILEGE LOG (.4).
KIPP MR	05/25/02	1.20	REVIEW FTC DOCUMENTS (1.2).
KIPP MR	05/26/02	1.00	CONTINUE REVIEW OF FTC PRODUCTION (1.0).
KIPP MR	05/27/02	4.60	REVIEW DOCUMENTS PRODUCED BY KELLY KING (2.2); REVIEW DOCUMENTS PRODUCED BY FTC (2.6).
KIPP MR	05/28/02	2.30	ATTENTION TO POSSIBLE MOTION TO COMPEL (1.2); REVIEW AND EDIT LETTER TO J. WIDMAN REGARDING SAME (.7); ATTENTION TO DEPOSITION SCHEDULING (.4).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

KIPP MR	05/29/02	1.80	ATTENTION TO FTC'S MOST RECENT PRODUCTION OF DOCUMENTS (1.3); ATTENTION TO FURTHER DEPOSITION SCHEDULING (.5).
		42.20	
PANAGAKIS GN	05/03/02	0.40	ATTENTION TO HP BREAKUP FEE ORDER, INCLUDING TELECONFERENCE WITH A. KASSNER AND D. ARONSON REGARDING SAME (.4).
PANAGAKIS GN	05/13/02	0.70	ATTENTION TO PROPOSED ORDER REGARDING PAYMENT OF HP TERMINATION FEE, INCLUDING TELECONFERENCE WITH D. ARONSON AND A. KASSNER REGARDING SAME (.7).
		1.10	
PERLMAN F	05/02/02	0.80	REVIEW HP BREAKUP FEE ORDER (.5); ATTENTION TO SUNGUARD/SIP ISSUES (.3).
PERLMAN F	05/03/02	0.50	REVIEW HP ORDER (.5).
PERLMAN F	05/13/02	0.30	ATTENTION TO PAYMENT OF HP TERMINATION FEE (.3).
		1.60	
<b>Total Partner</b>		<b>44.90</b>	
MURPHY MM	05/13/02	1.10	FINALIZE ANALYSIS OF ANTITRUST FEES RELATED TO THE SALE OF AVAILABILITY SOLUTIONS (1.1).
MURPHY MM	05/25/02	0.70	DRAFT LETTER TO S. BECKER RE: ANTITRUST FEES (.7).
MURPHY MM	05/28/02	1.40	WORK ON SUNGARD'S ASSERTION THAT THEY ARE NOT RESPONSIBLE FOR ANTITRUST FEES RELATED TO THE SALE OF AVAILABILITY SOLUTIONS (1.4).
		3.20	

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

ROHLFSEN RJ	05/01/02	7.70	PREPARE MULTIPLE CORRESPONDENCE TO, AND REVIEW MULTIPLE CORRESPONDENCE FROM, S. LONG REGARDING FTC DISPUTE (.3); PREPARE CORRESPONDENCE TO A. GUON REGARDING DEPOSITIONS AND DISCOVERY (.3); REVIEW MULTIPLE CORRESPONDENCE FROM, AND PREPARE MULTIPLE CORRESPONDENCE TO, F. ZIEGLER REGARDING FTC DISPUTE (.3); DISCUSSION WITH A. GUON REGARDING DISCOVERY MATTERS AND SETTLEMENT ISSUES IN CONNECTION WITH FTC DISPUTE (.4); PREPARE MEMORANDUM REGARDING ISSUES RAISED BY A. GUON IN CONNECTION WITH FTC DISPUTE (.3); DISCUSSION WITH T. FRANKE, POTENTIAL WITNESS IN FTC DISPUTE (.4); PREPARE MEMORANDUM REGARDING STATEMENTS BY T. FRANKE REGARDING FTC DISPUTE (.5); CONTINUE WORK ON PREPARING LITIGATION CHRONOLOGY IN CONNECTION WITH FTC DISPUTE (.9); WORK ON CASE STRATEGY REGARDING WITNESSES, AND BEGIN PREPARING SUMMARY OF TESTIMONY CHART FOR WITNESSES IN FTC DISPUTE (2.6); PREPARE FOR OMNIBUS HEARING IN CONNECTION WITH FTC DISPUTE (.2); REVIEW CORPORATE INFORMATION OF FTC IN CONNECTION WITH FTC DISPUTE (.3); PREPARE PROPOSED ORDER ON EMERGENCY AGREED MOTION IN CONNECTION WITH FTC DISPUTE (.3); BEGIN WORK ON DEPOSITION OUTLINES FOR J. BATES IN CONNECTION WITH FTC DISPUTE (.7); REVIEW OF MATERIAL RELATING TO FINAL SETTLEMENT OF AT&T DISPUTE (.2).
ROHLFSEN RJ	05/02/02	2.30	CONTINUE REVIEW AND ANALYSIS OF DOCUMENTS AND CONTINUE PREPARING DEPOSITION OUTLINE FOR FTC WITNESSES AND CONTINUE WORK ON WITNESS STRATEGY IN CONNECTION WITH FTC DISPUTE (1.8); PREPARE CORRESPONDENCE TO, AND REVIEW CORRESPONDENCE FROM, F. ZIEGLER REGARDING FTC DISPUTE (.2); DISCUSSION WITH F. ZIEGLER REGARDING FTC DISPUTE (.1); PREPARE CORRESPONDENCE TO S. LONG REGARDING FTC DISPUTE (.2).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

ROHLFSEN RJ	05/03/02	4.50	REVIEW MULTIPLE CORRESPONDENCE FROM, AND PREPARE CORRESPONDENCE TO, S. LONG REGARDING FTC DISPUTE (.2); CONTINUE WORK ON DISCOVERY ISSUES RELATING TO FTC DISPUTE (2.2); CONTINUE WORK ON WITNESS STRATEGY AND REVIEW OF RELATED DOCUMENTS AND CONTINUE PREPARING MEMORANDA REGARDING SAME (1.3); MULTIPLE DISCUSSIONS WITH S. LONG REGARDING FTC DISPUTE WITNESSES (.3); PREPARE MEMORANDUM REGARDING TOM EDGE WITNESS SITUATION IN FTC DISPUTE (.3); DISCUSSION WITH A. GUON REGARDING FTC DISPUTE (.2).
ROHLFSEN RJ	05/05/02	2.80	CONTINUE WORK ON REVISING SUPPLEMENTAL RESPONSE TO INTERROGATORIES AND REVIEW OF DOCUMENTARY MATERIAL REGARDING SAME IN CONNECTION WITH FTC DISPUTE (2.5); PREPARE MEMORANDUM REGARDING SUPPLEMENTARY DISCOVERY MATERIAL IN FTC DISPUTE (.3).
ROHLFSEN RJ	05/06/02	7.00	PREPARE MULTIPLE CORRESPONDENCE TO, AND REVIEW CORRESPONDENCE FROM, F. ZIEGLER AND S. LONG REGARDING FTC DISPUTE (.6); DISCUSSION WITH A. GUON REGARDING DISCOVERY ISSUES IN CONNECTION WITH FTC DISPUTE (.2); CONTINUE WORK ON PREPARING SUPPLEMENTAL INTERROGATORY RESPONSES IN CONNECTION WITH FTC DISPUTE (2.6); CONTINUE WORK ON PREPARING J. BATES DEPOSITION OUTLINE IN CONNECTION WITH FTC DISPUTE (.3); WORK ON OBTAINING DOCUMENTS AND MATERIALS IN CONNECTION WITH WITNESS L. STREIGHT IN CONNECTION WITH FTC DISPUTE (.4); REVIEW EMERGENCY DISCOVERY MOTION BY FTC, AND BEGIN WORKING ON DRAFT IN RESPONSE THERETO (2.9).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

ROHLFSEN RJ

05/07/02

8.10 CONTINUE PREPARATION OF J. BATES DEPOSITION OUTLINE (.4); MULTIPLE DISCUSSIONS WITH S. LONG REGARDING DISCOVERY MATTERS IN CONNECTION WITH FTC DISPUTE (.3); DISCUSSION WITH A. PLATE, WITNESS FOR COMDISCO, REGARDING FTC DISPUTE (.3); PREPARE CORRESPONDENCE TO A. GUON REGARDING FILING BY COMDISCO, DISCOVERY ISSUES, AND SETTLEMENT ISSUES IN CONNECTION WITH FTC DISPUTE (.6); FINALIZE RESPONSE OF COMDISCO TO FTC'S EMERGENCY MOTION (1.1); CONTINUE WORK ON DISCOVERY AND WITNESS STRATEGY IN CONNECTION WITH FTC DISPUTE (.4); PREPARE DEPOSITION PREPARATION OUTLINE FOR A. PLATE AND PREPARE CORRESPONDENCE REGARDING SAME (1.3); PREPARE FILING MATERIALS AND RELATED CORRESPONDENCE IN CONNECTION WITH FILING RESPONSE IN CONNECTION WITH FTC'S EMERGENCY MOTION (1.1); PREPARE MULTIPLE CORRESPONDENCE TO, AND REVIEW MULTIPLE CORRESPONDENCE FROM, S. LONG REGARDING DISCOVERY RESPONSES AND WITNESS ISSUES IN RELATION TO FTC DISPUTE (.5); REVIEW MULTIPLE CORRESPONDENCE FROM, AND PREPARE MULTIPLE CORRESPONDENCE TO, F. ZIEGLER REGARDING DISCOVERY RESPONSES AND WITNESSES IN CONNECTION WITH FTC DISPUTE (.7); CONTINUE WORK ON REVISING INTERROGATORY RESPONSES RELATING TO CALCULATION OF REVENUE IN CONNECTION WITH FTC DISPUTE (.5); FINALIZE COURT ORDER IN CONNECTION WITH FTC EMERGENCY MOTION ON DISCOVERY SCHEDULING (.2); DISCUSSION WITH A. GUON REGARDING SCHEDULING AND DISCOVERY ISSUES IN CONNECTION WITH FTC DISPUTE, AND PREPARE MULTIPLE MEMORANDA REGARDING SAME (.4); BEGIN PREPARING FOR OMNIBUS HEARING IN CONNECTION WITH FTC DISPUTE (.3).



**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

ROHLFSEN RJ

05/08/02

9.60 MULTIPLE DISCUSSIONS WITH F. ZIEGLER REGARDING DISCOVERY WITNESSES, CASE STATUS, AND STRATEGY, IN CONNECTION WITH FTC DISPUTE (.5); CONTINUE REVIEW AND ANALYSIS OF DOCUMENTS IN CONNECTION WITH FTC DISPUTE IN PREPARATION FOR DISCOVERY AND TRIAL IN MATTER (1.3); PREPARE FOR OMNIBUS HEARING AND ISSUES RELATED TO FTC DISCOVERY (.8); PARTICIPATE IN OMNIBUS HEARING IN CONNECTION WITH FTC DISCOVERY DISPUTE (1.5); MULTIPLE DISCUSSIONS WITH A. GUON, COUNSEL FOR FTC, REGARDING DISCOVERY, DEPOSITION SCHEDULING, AND SETTLEMENT ISSUES (.9); MULTIPLE DISCUSSIONS WITH S. LONG REGARDING FTC DISPUTE (.3); PREPARE MULTIPLE CORRESPONDENCE TO A. GUON REGARDING DISCOVERY ISSUES, DEPOSITION SCHEDULING, AND DOCUMENT PRODUCTION ISSUES IN CONNECTION WITH FTC DISPUTE (1.2); REVIEW MULTIPLE CORRESPONDENCE FROM, AND PREPARE MULTIPLE CORRESPONDENCE TO, F. ZIEGLER REGARDING A. PLATE CONSULTING AGREEMENTS (.3); REVIEW AND ANALYSIS OF A. PLATE CONSULTING AGREEMENTS IN CONNECTION WITH FTC DISPUTE (.3); DISCUSSION WITH T. OSBURN, POTENTIAL WITNESS, IN CONNECTION WITH FTC DISPUTE (.8); PREPARE STRATEGY AND SUMMARY MEMORANDUM REGARDING THEORIES OUTLINED BY A. GUON AND STATEMENTS MADE BY T. OSBURN IN CONNECTION WITH FTC DISPUTE (.7); CONTINUE WORK ON PREPARATION OF DEPOSITION PREPARATION OUTLINE FOR A. PLATE IN CONNECTION WITH FTC DISPUTE (.4); CONTINUE WORK ON PREPARING J. BATES DEPOSITION OUTLINE IN CONNECTION WITH FTC DISPUTE (.3); CONTINUE WORK ON DISCOVERY SCHEDULING ISSUES IN CONNECTION WITH FTC DISPUTE (.3).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

ROHLFSEN RJ

05/09/02

6.90 CONTINUE WORK ON PREPARING  
DISCOVERY RESPONSES IN CONNECTION  
WITH FTC DISPUTE (2.3); REVIEW OF  
MULTIPLE EMAILS RELATING TO A.  
PLATE RETENTION (.2); MULTIPLE  
DISCUSSIONS WITH F. ZIEGLER  
REGARDING FTC DISPUTE AND  
WITNESSES (.2); REVIEW OF  
MULTIPLE CORRESPONDENCE FROM A.  
GUON AND BEGIN PREPARING RESPONSE  
REGARDING SAME IN CONNECTION WITH  
FTC DISPUTE (.3); PREPARE  
CORRESPONDENCE TO S. LONG  
REGARDING DISCOVERY ISSUES IN  
CONNECTION WITH FTC DISPUTE (.1);  
PREPARE FOR MEETING WITH A.  
PLATE, AND MEET WITH A. PLATE AND  
F. ZIEGLER REGARDING FTC DISPUTE  
(3.4); PREPARE CORRESPONDENCE TO  
A. PLATE REGARDING DISCOVERY  
RESPONSES IN CONNECTION WITH FTC  
DISPUTE (.2); REVIEW OF DOCUMENTS  
RELATING TO PRIVILEGE ISSUES IN  
CONNECTION WITH FTC DISPUTE (.2).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

ROHLFSEN RJ

05/10/02

9.90 MULTIPLE DISCUSSIONS WITH S. LONG REGARDING DISCOVERY AND FINANCIAL ISSUES IN CONNECTION WITH FTC DISPUTE (.5); BEGIN PREPARING MEMORANDUM REGARDING WITNESS A. PLATE'S TESTIMONY (1.4); PREPARE CORRESPONDENCE TO M. KURKE REGARDING FINANCIAL ISSUES IN CONNECTION WITH FTC DISPUTE (.1); PREPARE MULTIPLE CORRESPONDENCE TO, AND REVIEW MULTIPLE CORRESPONDENCE FROM, S. LONG REGARDING FTC DISCOVERY ISSUES (.3); DISCUSSION WITH M. KURKE REGARDING FINANCIAL ISSUES IN CONNECTION WITH FTC DISPUTE AND DISCOVERY (.2); CONTINUE WORK ON REVISING INTERROGATORY RESPONSES RELATING TO COMDISCO'S IDENTIFICATION OF REVENUE (1.1); CONTINUE WORK ON PREPARING INTERROGATORY RESPONSES REGARDING COMDISCO'S CALCULATION OF CERTAIN CONTRACT AMOUNTS IN CONNECTION WITH FTCDISPUTE (1.3); BEGIN PREPARING LETTER TO A. GUON RESPONDING TO DISCOVERY ISSUES RAISED BY HIM AND PRIOR LETTER (.6); CONTINUE WORK ON TRIAL STRATEGY IN CONNECTION WITH FTC DISPUTE (.3); REVIEW CORRESPONDENCE FROM A. PLATE, AND PREPARE CORRESPONDENCE TO A. PLATE, REGARDING FTC DISPUTE (.3); CONTINUE WORK ON PREPARING J. BATES DEPOSITION OUTLINE (.2); CONTINUE RESEARCH OF J. BATES BACKGROUND AND RELATED CASE LAW IN CONNECTION WITH FTC DISPUTE (.3); CONTINUE REVIEW AND ANALYSIS OF COMDISCO'S DOCUMENTS IN CONNECTION WITH ANALYZING FINANCIAL POSITIONS TAKEN BY COMDISCO IN CONNECTION WITH THE FTC DISPUTE (1.2); BEGIN REVIEW AND ANALYSIS OF DOCUMENTS SERVED ON COMDISCO BY FTC (2.1).

ROHLFSEN RJ

05/11/02

0.50 CONTINUE REVIEW AND ANALYSIS OF DOCUMENTS PRODUCED BY FTC (.5).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

ROHLFSEN RJ	05/12/02	1.70	REVIEW MULTIPLE CORRESPONDENCE FROM, AND PREPARE MULTIPLE CORRESPONDENCE TO, A. PLATE REGARDING FACTUAL ISSUES IN CONNECTION WITH FTC DISPUTE (.4); PREPARE MULTIPLE CORRESPONDENCE TO F. ZIEGLER REGARDING FTC DISPUTE (.2); CONTINUE WORK ON PREPARING J. BATES DEPOSITION OUTLINE (.2); CONTINUE WORK ON REVISING DISCOVERY RESPONSES TO FTC'S REQUEST (.7); CONTINUE WORK ON PREPARING LETTER TO A. GUON REGARDING PRIVILEGE AND DISCOVERY ISSUES (.2).
ROHLFSEN RJ	05/13/02	4.60	DISCUSSION WITH A. PLATE, FORMER COMDISCO EMPLOYEE, REGARDING FTC DISPUTE (1.1); PREPARE CORRESPONDENCE TO A. GUON, COUNSEL FOR FTC, RESPONDING TO PRIVILEGE AND DISCOVERY ISSUES AND PRODUCING DOCUMENTS RELATING TO SAME (.3); CONTINUE REVIEW AND ANALYSIS OF DOCUMENTS PRODUCED BY FTC (.3); REVIEW MULTIPLE CORRESPONDENCE FROM, AND PREPARE MULTIPLE CORRESPONDENCE TO, F. ZIEGLER REGARDING FTC DISPUTE (.2); DISCUSSION WITH J. DATILLO, REPRESENTATIVE OF FILENET, A FORMER BUSINESS PARTNER OF COMDISCO, IN CONNECTION WITH FTC DISPUTE (.3); CONTINUE WORK ON PREPARING DISCOVERY RESPONSES IN CONNECTION WITH FTC DISPUTE AND HAVE SERVED ON OPPOSING COUNSEL (1.8); DISCUSSION WITH A. GUON REGARDING DISCOVERY SETTLEMENT ISSUES IN CONNECTION WITH FTC DISPUTE (.4); PREPARE CORRESPONDENCE TO A. PLATE REGARDING TRIAL STRATEGY AND DISCOVERY ISSUES IN CONNECTION WITH FTC DISPUTE (.2).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

ROHLFSEN RJ

05/14/02

3.10 BEGIN REVIEW AND ANALYSIS OF DOCUMENTS RECEIVED FROM KENTUCKY REGARDING LITIGATION INVOLVING FTC (.9); CONTINUE REVIEW AND ANALYSIS OF DOCUMENTS IN CASE IN CONNECTION WITH FTC DISCOVERY AND TRIAL MATTERS (.8); PREPARE CORRESPONDENCE TO A. PLATE REGARDING DISCOVERY ISSUES IN CONNECTION WITH FTC DISPUTE (.2); DISCUSSION WITH S. HARRIS REGARDING DEPOSITION SCHEDULING AND WITNESS ISSUES IN CONNECTION WITH FTC DISPUTE (.2); MULTIPLE DISCUSSIONS WITH A. GUON, COUNSEL FOR FTC, REGARDING DEPOSITION SCHEDULING AND SETTLEMENT ISSUES (.6); DISCUSSION WITH, AND PREPARE MULTIPLE CORRESPONDENCE TO F. ZIEGLER, REGARDING FTC DISPUTE (.2); DISCUSSION WITH A. PLATE REGARDING FACTUAL ISSUES IN CONNECTION WITH FTC DISPUTE (.2).

ROHLFSEN RJ

05/15/02

2.80 PREPARE CORRESPONDENCE TO S. LONG AND F. ZIEGLER REGARDING DISCOVERY ISSUES IN CONNECTION WITH FTC (.1); DISCUSSION WITH M. KURKE REGARDING DISCOVERY AND STATUS OF FTC MATTER (.2); PREPARE CORRESPONDENCE TO A. GUON REGARDING DEPOSITION SCHEDULING ISSUES (.2); PREPARE CORRESPONDENCE TO A. PLATE REGARDING DISCOVERY AND DEPOSITION ISSUES IN CONNECTION WITH FTC DISPUTE (.1); CONTINUE REVIEW AND ANALYSIS OF PLEADINGS AND DEPOSITION DOCUMENTS IN PRIOR LAWSUIT FILED AGAINST FTC IN CONNECTION WITH FTC DISPUTE (.9); BEGIN REVIEW AND ANALYSIS OF DOCUMENTS PRODUCED BY FTC'S ACCOUNTANT K. KING (1.3).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

ROHLFSEN RJ	05/16/02	5.60	REVIEW AND ANALYSIS OF DISCOVERY RESPONSES SERVED BY FTC (.9); PREPARE CORRESPONDENCE TO S. LONG REGARDING FTC DISCOVERY (.1); REVIEW MULTIPLE CORRESPONDENCE FROM, AND PREPARE MULTIPLE CORRESPONDENCE TO, F. ZIEGLER REGARDING FTC DISCOVERY MATTERS (.2); PREPARE CORRESPONDENCE TO A. GUON RESPONDING TO FTC'S DISCOVERY RESPONSES (1.1); DISCUSSION WITH A. GUON, COUNSEL FOR FTC, REGARDING DISCOVERY AND SETTLEMENT ISSUES (.5); DISCUSSION WITH S. HARRIS REGARDING FACTUAL INVESTIGATION IN CONNECTION WITH FTC DISPUTE (.5); CONTINUE REVIEW AND ANALYSIS OF DOCUMENTS IN CONNECTION WITH FTC DISPUTE IN PREPARATION FOR DISCOVERY AND TRIAL (2.3).
ROHLFSEN RJ	05/17/02	4.10	PREPARE CORRESPONDENCE TO A. GUON REGARDING DEPOSITION SCHEDULING (.2); DISCUSSION WITH S. LONG REGARDING FTC DISCOVERY AND CASE ISSUES (.3); DISCUSSION WITH F. ZIEGLER REGARDING FTC DISCOVERY MATTERS (.2); CONTINUE REVIEW AND ANALYSIS OF DOCUMENTS IN CONNECTION WITH PREPARATION FOR DEPOSITIONS IN FTC MATTER (.5); BEGIN REVIEW AND ANALYSIS OF EMAILS PRODUCED FROM A. PLATE'S EMAIL FILES, AND PREPARE FOR PRODUCTION TO FTC (1.2); BEGIN REVIEW AND ANALYSIS OF ADDITIONAL DOCUMENTS PRODUCED BY FTC (1.3); DISCUSSION WITH J. WIDMAN REGARDING DEPOSITION SCHEDULING (.1); DISCUSSION WITH A. GUON REGARDING DISCOVERY AND SETTLEMENT MATTERS (.3).
ROHLFSEN RJ	05/19/02	1.90	PREPARE MULTIPLE CORRESPONDENCE TO A. GUON, COUNSEL FOR FTC, REGARDING DISCOVERY MATTERS (.4); CONTINUE WORK ON REVIEW OF DISCOVERY DOCUMENTS AND WORK ON CASE STRATEGY REGARDING FTC DISPUTE IN CONNECTION WITH ONGOING DISCOVERY (.7); CONTINUE WORK ON PREPARING R. STONE DEPOSITION OUTLINE IN CONNECTION WITH FTC DISPUTE (.6); PREPARE CORRESPONDENCE TO A. PLATE REGARDING DEPOSITION SCHEDULING ISSUES (.2).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

ROHLFSEN RJ

05/20/02

4.90 CONTINUE REVIEW AND ANALYSIS OF DOCUMENTS PRODUCED BY FTC IN CONNECTION WITH DISCOVERY REGARDING SAME (1.5); CONTINUE WORK ON PREPARING R. LEWIS DEPOSITION OUTLINE IN CONNECTION WITH FTC DISCOVERY (.4); PREPARE CORRESPONDENCE TO A. GUON, COUNSEL FOR FTC, REGARDING FTC'S DOCUMENT PRODUCTION (.2); REVIEW AND ANALYSIS OF CORRESPONDENCE FROM F. ZIEGLER REGARDING K. BELK (.2); CONTINUE REVIEW AND ANALYSIS OF DOCUMENTS FROM A. PLATE'S FILE FOR PRODUCTION IN FTC MATTER, AND WORK ON PRIVILEGE ISSUES REGARDING SAME (1.9); CONTINUE WORK ON DEPOSITION SCHEDULING ISSUES IN CONNECTION WITH FTC DISCOVERY (.2); BEGIN RESEARCH AND ANALYSIS OF CASE LAW RELATING TO PRIVILEGE ISSUES IN CONNECTION WITH FTC DISCOVERY (.5).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

ROHLFSEN RJ

05/21/02

8.50 CONTINUE WORK ON PREPARING R. LEWIS DEPOSITION OUTLINE (1.1); CONTINUE WORK ON R. STONE DEPOSITION OUTLINE (.8); PREPARE AMENDED DEPOSITION NOTICE (.2); PREPARE AMENDED 30(B)(6) WITNESS NOTICE (.2); PREPARE AMENDED THIRD PARTY DEPOSITION NOTICE (.2); PREPARE T. FRANKE DEPOSITION PREPARATION OUTLINE (.4); PREPARE CORRESPONDENCE TO A. GUON, COUNSEL FOR FTC, REGARDING PRODUCTION OF ADDITIONAL DOCUMENTS (.3); RESEARCH AND ANALYSIS OF FEDERAL CASE LAW RELATING TO PRIVILEGE ISSUES IN CONNECTION WITH FORMER EMPLOYEES (1.5); PREPARE MEMORANDUM REGARDING STATUS OF CASE IN LIEU OF DISCUSSIONS WITH WITNESSES AND OPPOSING COUNSEL (.3); CONTINUE WORK ON DEPOSITION SCHEDULING ISSUES (.2); REVIEW OF MEMORANDA AND WORK ON STRATEGY REGARDING RETENTION OF K. BELK IN CONNECTION WITH FTC DISPUTE (.2); DISCUSSION WITH A. GUON REGARDING SCHEDULING DEPOSITION ISSUES (.2); DISCUSSION WITH F. ZIEGLER AND A. DEC OF SUNGARD RELATING TO WITNESSES FOR FTC DISPUTE (.2); PREPARE MEMORANDUM REGARDING K. BELK RETENTION (.2); CONTINUE WORK ON J. BATES DEPOSITION OUTLINE (.3); CONTINUE REVIEW AND ANALYSIS OF DOCUMENTS IN CONNECTION WITH FTC DISPUTE (2.0); PREPARE CORRESPONDENCE TO A. GUON REGARDING DEPOSITION SCHEDULING (.2).



SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

ROHLFSEN RJ

05/22/02

9.60 REVIEW OF MULTIPLE CORRESPONDENCE FROM, AND PREPARE CORRESPONDENCE TO, A. GUON, COUNSEL FOR FTC, REGARDING CONFERENCE CALL (.1); BEGIN WORK ON K. KING DEPOSITION OUTLINE IN CONNECTION WITH FTC MATTER (.2); CONTINUE REVIEW AND ANALYSIS OF FTC DOCUMENTS (1.6); PREPARE FOR AND PARTICIPATE IN CONFERENCE CALL WITH A. GUON AND J. WIDMAN, COUNSEL FOR FTC, REGARDING DISCOVERY MATTERS (.3); PREPARE CORRESPONDENCE TO J. WIDMAN REGARDING FTC DISCOVERY MATTERS (1.6); DISCUSSION WITH T. EDGE REGARDING FTC DISPUTE (.7); CONTINUE WORK ON DEPOSITION PREPARATION AND SCHEDULING MATTER (.2); PREPARE R. LEWIS SUBPOENA AND RIDER (.3); PREPARE SECOND REQUEST FOR DOCUMENTS TO FTC AND SERVE ON OPPOSING COUNSEL (.8); MULTIPLE DISCUSSIONS WITH A. GUON REGARDING DISCOVERY SCHEDULING (.4); PREPARE J. SHERROW SUBPOENA (.2); PREPARE J. SHERROW SUBPOENA RIDER (.3); REVIEW AND ANALYSIS OF FTC ARTICLES OF ORGANIZATION (.2); PREPARE MEMORANDUM REGARDING STATEMENTS MADE BY T. EDGE (.8); DISCUSSION WITH A. GUON, COUNSEL FOR FTC, REGARDING DOCUMENT PRODUCTION REQUESTS (.2); DISCUSSION WITH S. LONG REGARDING CONTRACT REVENUE ISSUES (.3); REVIEW OF DOCUMENTS IN CONNECTION WITH STREIGHT LITIGATION (.4); REVIEW OF DOCUMENTS IN CONNECTION WITH BATES LITIGATION (.7); REVIEW AND PREPARE MEMORANDA REGARDING CONTRACT REVENUE ISSUES (.3).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

ROHLFSEN RJ

05/23/02

6.30 DISCUSSION WITH S. HARRIS REGARDING DISCOVERY SUBPOENA BY FTC (.2); REVIEW AND ANALYSIS OF SUBPOENA TO S. HARRIS (.2); DISCUSSION WITH T. EDGE REGARDING DEPOSITION SUBPOENA IN FTC MATTER (.3); MULTIPLE DISCUSSIONS WITH K. BELK REGARDING FTC FACTUAL BACKGROUND, AND K. BELK'S WORK ON SAME, REVIEW AND ANALYSIS OF MULTIPLE DOCUMENTS REGARDING SAME, AND PREPARE MULTIPLE MEMORANDA REGARDING SAME (2.1); CONTINUE WORK ON DEPOSITION SCHEDULING AND OTHER DISCOVERY SCHEDULING ISSUES IN CONNECTION WITH FTCMATTER (.4); REVIEW AND ANALYSIS OF DOCUMENTS RELATING TO CONTRACT REVENUES IN CONNECTION WITH FTC DISPUTE (1.3); DISCUSSION WITH S. HARRIS REGARDING CONTRACT REVENUE ISSUES (.4); PREPARE CORRESPONDENCE TO T. EDGE REGARDING DISCOVERY AND REIMBURSEMENT ISSUES (.3); DISCUSSION WITH T. FRANKE, WITNESS FOR COMDISCO, IN CONNECTION WITH FTC DISPUTE (.4); CONTINUE WORK ON PREPARING R. STONE DEPOSITION OUTLINE (.2); REVIEW CORRESPONDENCE FROM, AND PREPARE CORRESPONDENCE TO, A. GUON REGARDING J. SHERROW DEPOSITION (.2); PREPARE CORRESPONDENCE TO A. GUON AND J. WIDMAN, COUNSEL FOR FTC, REGARDING FTC'S DOCUMENT PRODUCTION (.3).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

ROHLFSEN RJ	05/24/02	5.70	REVIEW OF EMAIL FROM SUNGARD EMPLOYEE REGARDING AT&T DISPUTE ISSUES (.2); PREPARE MEMORANDUM REGARDING SAME (.1); REVIEW AND ANALYSIS OF MULTIPLE EMAILS FROM S. LONG REGARDING FTC DISCOVERY ISSUES (.2); PREPARE MEMORANDUM REGARDING K. BELK INTERVIEW, IN CONNECTION WITH FTC DISPUTE (.7); REVIEW AND ANALYSIS OF DOCUMENTS AND WORK ON STRATEGY REGARDING T. FRANKE DEPOSITION (.3); REVIEW AND ANALYSIS OF T. FRANKE SUBPOENA (.2); REVIEW AND ANALYSIS OF T. FRANKE DOCUMENTS, AND PREPARE DOCUMENTS FOR PRODUCTION TO FTC (2.2); DISCUSSION WITH S. LONG REGARDING CONTRACT REVENUE ANALYSIS IN CONNECTION WITH FTC DISPUTE (.2); DISCUSSION WITH T. OSBURN REGARDING FTC DEPOSITION AND WORK ON SCHEDULING ISSUES REGARDING SAME (.4); DISCUSSION WITH S. HARRIS AND L. EILERS REGARDING FTC DISPUTE, AND PREPARE MEMORANDA AND REVIEW OF DOCUMENTS REGARDING SAME (1.2).
ROHLFSEN RJ	05/26/02	6.90	CONTINUE REVIEW AND ANALYSIS OF ALL DOCUMENTS IN CASE IN CONNECTION WITH PREPARING FOR R. LEWIS, K. KING, J. BATES, AND R. STONE DEPOSITIONS (6.9).
ROHLFSEN RJ	05/27/02	4.30	CONTINUE REVIEW AND ANALYSIS OF DOCUMENTS IN CONNECTION WITH PREPARING FOR DEPOSITIONS OF R. LEWIS, K. KING, J. BATES, AND R. STONE AND PREPARE MEMORANDA REGARDING SAME (2.7); WORK ON CASE STRATEGY RELATING TO UPCOMING DISCOVERY AND TRIAL WITNESSES, AND PREPARE MEMORANDA REGARDING SAME (.8); PREPARE CORRESPONDENCE TO A. GUON, COUNSEL FOR FTC, REGARDING PROTECTIVE ORDER AND DOCUMENT PRODUCTION (.3); PREPARE DRAFT PROTECTIVE ORDER IN CONNECTION WITH FTC DISPUTE (.5).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

ROHLFSEN RJ

05/28/02

9.90 CONTINUE REVIEW AND ANALYSIS OF ALL DOCUMENTS PRODUCED IN CASE IN CONNECTION WITH PREPARING FOR DEPOSITIONS AND TRIAL IN FTC MATTER (2.7); CONTINUE WORK ON DEPOSITION PREPARATION ISSUES IN CONNECTION WITH T. EDGE, WITNESS FOR COMDISCO AGAINST FTC (.3); CONTINUE PREPARING R. STONE DEPOSITION OUTLINE (.2); CONTINUE PREPARING J. BATES DEPOSITION OUTLINE (.2); CONTINUE PREPARING R. LEWIS DEPOSITION OUTLINE (.4); PREPARE CORRESPONDENCE TO A. PLATE REGARDING FTC DEPOSITIONS (.2); RESEARCH AND ANALYSIS OF ILLINOIS AND FEDERAL CASE LAW RELATING TO CONTRACT INTERPRETATION ANALYSIS ISSUES IN CONNECTION WITH FTC DISPUTE (2.0); CONTINUE WORK ON DISCOVERY AND TRIAL STRATEGY IN CONNECTION WITH FTC DISPUTE (.5); DISCUSSION WITH A. PLATE REGARDING DISCOVERY AND FTC DISPUTE (.3); CONTINUE WORK ON PREPARING DOCUMENTS FOR SUPPLEMENTAL DOCUMENT PRODUCTION IN CONNECTION WITH FTC DISPUTE (.3); DISCUSSION WITH S. HARRIS REGARDING FACTUAL ANALYSIS OF CERTAIN ISSUES IN CONNECTION WITH FTC DISPUTE (.4); REVIEW AND ANALYSIS OF CORRESPONDENCE SENT BY J. WIDMAN, COUNSEL FOR FTC, AND ANALYSIS OF DOCUMENTS REGARDING SAME (.3); PREPARE RESPONSE LETTER TO J. WIDMAN IN CONNECTION WITH FTC DISPUTE DISCOVERY MATTERS (1.3); CONTINUE WORK ON DISCOVERY SCHEDULING MATTERS IN CONNECTION WITH FTC DISPUTE (.5); CONTINUE REVIEW AND ANALYSIS OF T. FRANKE DOCUMENTS TO BE PRODUCED IN CONNECTION WITH FTC'S SUBPOENA (.3).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

ROHLFSEN RJ

05/29/02

8.30 CONTINUE WORK ON SCHEDULING AND LOGISTICS MATTERS IN CONNECTION WITH FTC DEPOSITIONS AND DISCOVERY (.3); REVIEW CORRESPONDENCE FROM T. EDGE, AND PREPARE CORRESPONDENCE TO SAME REGARDING FTC DEPOSITIONS (.2); REVIEW OF MULTIPLE CORRESPONDENCE FROM S.LONG REGARDING CONTRACT ANALYSIS IN CONNECTION WITH FTC MATTER (.2); PREPARE CORRESPONDENCE TO F. ZIEGLER REGARDING DOCUMENT PRODUCTION (.2); CONTINUE RESEARCH AND ANALYSIS OF CASE LAW RELATING TO CONTRACTUAL INTERPRETATION IN CONNECTION WITH PREPARING FOR FTC TRIAL (.3); CONTINUE REVIEW AND ANALYSIS OF DOCUMENTS IN CASE IN CONNECTION WITH DISCOVERY AND CONTINUE WORK ON PREPARING CHRONOLOGY IN CONNECTION WITH SAME (6.1); REVIEW AND ANALYSIS OF CORRESPONDENCE FROM A. GUON REGARDING DOCUMENT PRODUCTION (.2); PREPARE CORRESPONDENCE TO A. GUON REGARDING DOCUMENT PRODUCTION ISSUES (.3); DISCUSSION WITH S. LONG REGARDING CONTRACT ANALYSIS IN CONNECTION WITH FTC DISPUTE (.3); DISCUSSION WITH A. PLATE REGARDING DISCOVERY AND DEPOSITIONS IN CONNECTION WITH FTC MATTER (.2).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

ROHLFSEN RJ	05/30/02	8.80	REVIEW AND ANALYSIS OF MEMORANDUM RELATING TO OUTSTANDING DISCOVERY ISSUES IN CONNECTION WITH FTC DISPUTE (.2); REVIEW AND ANALYSIS OF DOCUMENTS JUST PRODUCED BY FTC IN CONNECTION WITH DISPUTE (2.8); PREPARE CORRESPONDENCE TO A. GUON, AND REVIEW MULTIPLE CORRESPONDENCE FROM A. GUON, REGARDING FTC DISCOVERY ISSUES (.3); DISCUSSION WITH T. FRANKE REGARDING J. BATES CALL (.2); MULTIPLE DISCUSSIONS WITH A. PLATE REGARDING FTC DISCOVERY AND FACTUAL ISSUES (.3); PREPARE MEMORANDUM RELATING TO T. FRANKE'S CONVERSATIONS WITH J. BATES; BEGIN WORK ON AMENDED INTERROGATORY ANSWERS (.2); DISCUSSION WITH T. OSBURN REGARDING DISCOVERY ISSUES AND DISCUSSION WITH J. BATES (.2); DISCUSSION WITH A. GUON REGARDING DISCOVERY ISSUES (.3); PREPARE CORRESPONDENCE TO T. EDGE REGARDING FTC DISCOVERY ISSUES (.2); BEGIN WORK ON EXTENSIVE FTC CONTRACT ANALYSIS IN CONNECTION WITH PREPARING RESPONSE TO FTC'S COUNSEL'S REQUESTS REGARDING SAME (4.1).
		156.30	
<b>Total Associate</b>		159.50	
FIEBERG WR	05/01/02	0.50	DISTRIBUTE/MAIL FTC FILING (.5).
FIEBERG WR	05/07/02	1.90	PREPARE COURT PAPERS FOR FILING (1.9).
FIEBERG WR	05/09/02	2.40	ASSEMBLE APPENDIX TO AGILERA FILING (2.4).
FIEBERG WR	05/10/02	2.00	ASSEMBLE FTC DOCUMENTS FOR ATTORNEY REVIEW (2.0).
FIEBERG WR	05/13/02	3.40	ASSEMBLE AGILERA DOCUMENTS FOR ATTORNEY REVIEW (1.4); ASSEMBLE FTC DOCUMENTS FOR ATTORNEY REVIEW (2.0).
FIEBERG WR	05/14/02	0.70	ASSEMBLE FTC DOCUMENTS FOR ATTORNEY REVIEW (.7).
FIEBERG WR	05/16/02	1.60	ASSEMBLE FTC DOCUMENTS (1.6).
FIEBERG WR	05/17/02	2.60	CONTINUE TO ASSEMBLE FTC DOCUMENTS FOR ATTORNEY REVIEW (2.6).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

FIEBERG WR	05/20/02	4.90	PREPARE DOCUMENT PRODUCTION AND PRIVILEGE LOG TO FTC (4.9).
FIEBERG WR	05/21/02	2.90	ASSIST WITH ASSEMBLY OF DOC PRODUCTION (2.9).
FIEBERG WR	05/23/02	1.40	ASSEMBLE FTC DOCUMENTS FOR ATTORNEY (1.4).
FIEBERG WR	05/24/02	0.50	CONTINUE TO ASSEMBLE FTC DOCUMENTS FOR ATTORNEY (.5).
FIEBERG WR	05/28/02	1.90	PREPARE AND ORGANIZE FTC DOCUMENT PRODUCTIONS (1.9).
FIEBERG WR	05/29/02	1.50	CONTINUE TO PREPARE AND ORGANIZE FTC DOCUMENT PRODUCTIONS (1.5).
FIEBERG WR	05/30/02	2.00	PREPARE FTC DOCUMENT PRODUCTIONS (2.0).
FIEBERG WR	05/31/02	7.40	CONTINUE TO PREPARE FTC DEPOSITION EXHIBITS (7.4).
		<b>37.60</b>	
NOWICKI JA	05/22/02	8.10	ASSIST TO CREATE DRAFT OF REVENUE SPLIT TABLE (8.1).
NOWICKI JA	05/29/02	4.40	ASSIST WITH RESEARCH RE: COMDISCO/FIRST TECHNOLOGY CAPITAL INC. REVENUE SPLIT TABLE (4.4).
NOWICKI JA	05/30/02	8.80	ASSIST WITH RESEARCH RE: COMDISCO/FIRST TECHNOLOGY CAPITAL INC. REVENUE SPLIT (8.8).
		<b>21.30</b>	
<b>Total Legal Assistant</b>		<b>58.90</b>	
<b>MATTER TOTAL</b>		<b><u>263.30</u></b>	

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Comdisco, Inc. (DIP)  
Assets Dispositions - Firefighters

Bill Date: 06/30/02  
Bill Number: 921074

Disbursement	Date	Vendor/Employee	Amount
In-house Reproduction	05/03/02	Copy Center, D	25.49
In-house Reproduction	05/07/02	Copy Center, D	3.20
In-house Reproduction	05/10/02	Copy Center, D	34.18
In-house Reproduction	05/14/02	Copy Center, D	97.35
In-house Reproduction	05/17/02	Copy Center, D	253.46
In-house Reproduction	05/24/02	Copy Center, D	85.55
In-house Reproduction	05/28/02	Copy Center, D	27.49
In-house Reproduction	05/31/02	Copy Center, D	219.28
<b>TOTAL IN-HOUSE REPRODUCTION</b>			<b>\$746.00</b>
Telephone Expense	05/28/02	Telecommunications, D	35.33
Telephone Expense	05/31/02	Telecommunications, D	1.09
Telephone Expense	05/31/02	Telecommunications, D	4.25
Telephone Expense	05/31/02	Telecommunications, D	5.19
Telephone Expense	05/31/02	Telecommunications, D	10.83
Telephone Expense	05/31/02	Telecommunications, D	266.31
<b>TOTAL TELEPHONE EXPENSE</b>			<b>\$323.00</b>
Non-standard/Outside Reproduction	05/03/02	Litigation-General, D24 Seven Copies, Inc.	397.00
<b>TOTAL NON-STANDARD/OUTSIDE REPRODUCTION</b>			<b>\$397.00</b>
Lexis/Nexis	05/20/02	Altan EL	51.78
Lexis/Nexis	05/20/02	Rohlfen RJ	73.22
<b>TOTAL LEXIS/NEXIS</b>			<b>\$125.00</b>
Westlaw	04/29/02	Masliansky T	85.65
Westlaw	05/10/02	Rohlfen RJ	61.91
Westlaw	05/17/02	Rohlfen RJ	84.19
Westlaw	05/20/02	Rohlfen RJ	90.49
Westlaw	05/21/02	Rohlfen RJ	39.14
Westlaw	05/28/02	Rohlfen RJ	65.62
<b>TOTAL WESTLAW</b>			<b>\$427.00</b>



**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Disbursement	Date	Vendor/Employee	Amount
Filing/Court Fees	05/30/02	Litigation-General, DSasm&F Chicago	45.00
		<b>TOTAL FILING/COURT FEES</b>	<b>\$45.00</b>
Messengers/ Courier	04/17/02	Database, Car, Courier, Air Dept	5.28
Messengers/ Courier	04/24/02	Database, Car, Courier, Air Dept	5.28
Messengers/ Courier	04/24/02	Database, Car, Courier, Air Dept	7.47
Messengers/ Courier	04/28/02	Corporate RestructuringComet Messenger Service	10.49
Messengers/ Courier	04/28/02	Corporate RestructuringComet Messenger Service	10.49
Messengers/ Courier	04/28/02	Corporate RestructuringComet Messenger Service	15.74
Messengers/ Courier	04/28/02	Corporate RestructuringComet Messenger Service	46.58
Messengers/ Courier	04/30/02	Database, Car, Courier, Air Dept	7.47
Messengers/ Courier	04/30/02	Database, Car, Courier, Air Dept	7.47
Messengers/ Courier	04/30/02	Database, Car, Courier, Air Dept	17.47
Messengers/ Courier	04/30/02	Database, Car, Courier, Air Dept	17.47
Messengers/ Courier	05/01/02	Database, Car, Courier, Air Dept	35.32
Messengers/ Courier	05/05/02	Corporate RestructuringComet Messenger Service	10.49
Messengers/ Courier	05/05/02	Corporate RestructuringComet Messenger Service	15.74
Messengers/ Courier	05/05/02	Corporate RestructuringArrow Messenger Svc	68.95
Messengers/ Courier	05/06/02	Database, Car, Courier, Air Dept	4.95
Messengers/ Courier	05/07/02	Database, Car, Courier, Air Dept	7.55

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Disbursement	Date	Vendor/Employee	Amount
Messengers/ Courier	05/07/02	Database, Car, Courier, Air Dept	7.55
Messengers/ Courier	05/07/02	Database, Car, Courier, Air Dept	17.55
Messengers/ Courier	05/07/02	Database, Car, Courier, Air Dept	17.55
Messengers/ Courier	05/09/02	Database, Car, Courier, Air Dept	7.55
Messengers/ Courier	05/10/02	Database, Car, Courier, Air Dept	8.57
Messengers/ Courier	05/12/02	Corporate RestructuringArrow Messenger Svc	68.95
Messengers/ Courier	05/13/02	Database, Car, Courier, Air Dept	8.83
Messengers/ Courier	05/14/02	Database, Car, Courier, Air Dept	8.57
Messengers/ Courier	05/19/02	Corporate RestructuringComet Messenger Service	10.49
Messengers/ Courier	05/19/02	Corporate RestructuringArrow Messenger Svc	24.76
Messengers/ Courier	05/20/02	Database, Car, Courier, Air Dept	15.30
Messengers/ Courier	05/21/02	Database, Car, Courier, Air Dept	7.56
Messengers/ Courier	05/22/02	Database, Car, Courier, Air Dept	7.55
Messengers/ Courier	05/22/02	Database, Car, Courier, Air Dept	7.57
Messengers/ Courier	05/22/02	Database, Car, Courier, Air Dept	10.98
Messengers/ Courier	05/24/02	Database, Car, Courier, Air Dept	7.55
Messengers/ Courier	05/26/02	Corporate RestructuringComet Messenger Service	5.50
Messengers/ Courier	05/26/02	Corporate RestructuringComet Messenger Service	10.49
Messengers/ Courier	05/26/02	Corporate RestructuringComet Messenger Service	10.75
Messengers/ Courier	05/29/02	Database, Car, Courier, Air Dept	7.56

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Disbursement	Date	Vendor/Employee	Amount
Messengers/ Courier	05/29/02	Database, Car, Courier, Air Dept	11.00
Messengers/ Courier	05/31/02	Database, Car, Courier, Air Dept	11.00
Messengers/ Courier	05/31/02	Database, Car, Courier, Air Dept	18.61
		<b>TOTAL MESSENGERS/ COURIER</b>	<b>\$606.00</b>
Outside Research/Internet Services	10/19/01	Corporate General, DCSC Networks	62.02
Outside Research/Internet Services	12/05/01	Corporate General, DCSC Networks	30.02
Outside Research/Internet Services	05/20/02	Litigation-General, DChoicePoint Inc.	446.90
Outside Research/Internet Services	05/25/02	Litigation-General, DChoicePoint Inc.	135.56
Outside Research/Internet Services	05/25/02	Litigation-General, DChoicePoint Inc.	223.50
		<b>TOTAL OUTSIDE RESEARCH/INTERNET SERVICES</b>	<b>\$898.00</b>
		<b>TOTAL MATTER</b>	<b>\$3,567.00</b>

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Comdisco, Inc. (DIP)  
Assets Dispositions - Firefighters

Bill Date: 07/31/02  
Bill Number: 923588

NAME	DATE	HOURS	DESCRIPTION
KIPP MR	06/03/02	4.50	ATTENTION TO RESEARCH REGARDING LIMITATION OF DAMAGES CLAUSE IN THE JOINT MARKETING SERVICES AGREEMENT (1.5); TELECONFERENCE WITH J. WIDMAN AND A. GUON ABOUT POSSIBLE RESOLUTION OF THE MATTER (.5); ATTENTION TO COMPONENTS OF SETTLEMENT OFFER (.8); TELECONFERENCE WITH F. ZIEGLER ABOUT SAME (.5); ATTENTION TO DISCOVERY ISSUES (1.2).
KIPP MR	06/04/02	1.50	REVIEW SETTLEMENT LETTER FROM FTC (1.5).
KIPP MR	06/05/02	5.20	ATTENTION TO THEORIES OUTLINED IN FTC'S SETTLEMENT LETTER (.7); PREPARE FOR MEETING WITH A. PLATE (2.0); MEET WITH A. PLATE (1.5); TELECONFERENCE WITH F. ZIEGLER AND R. LACKEY ABOUT FTC'S SETTLEMENT OFFER (.5); TELECONFERENCE WITH A. GUON ABOUT COMDISCO'S COUNTER OFFER (.5).
KIPP MR	06/06/02	3.70	NUMEROUS TELECONFERENCES WITH F. ZIEGLER ABOUT COUNTER OFFERS TO FTC'S SETTLEMENT DEMANDS (1.2); NUMEROUS TELECONFERENCES WITH J. WIDMAN ABOUT A POSSIBLE RESOLUTION OF THE MATTER (1.2); ATTENTION TO PREPARATION FOR THE DEPOSITION OF J. LEWIS TOMORROW (1.3).
KIPP MR	06/07/02	3.00	NUMEROUS TELECONFERENCES WITH J. WIDMAN AND B. LACKEY ABOUT POSSIBLE RESOLUTION OF THE MATTER (2.0); ATTENTION TO TESTIMONY OF J. LEWIS AT TODAY'S DEPOSITION (.5); PREPARE FOR STONE DEPOSITION (.5).
KIPP MR	06/08/02	2.50	REVIEW DOCUMENTS IN PREPARATION FOR THE DEPOSITION OF R. STONE (2.5).
KIPP MR	06/09/02	5.70	REVIEW TRANSCRIPT FROM LEWIS DEPOSITION (2.2); REVIEW DOCUMENTS IN PREPARATION FOR DEPOSITION OF R. STONE (2.8); DRAFT OUTLINE OF DEPOSITION (.7).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

KIPP MR	06/10/02	5.60	PARTICIPATE IN NEGOTIATIONS WITH J. WIDMAN REGARDING POSSIBLE SETTLEMENT OF THIS MATTER (1.8); TELECONFERENCES WITH R. LACKEY ABOUT SAME (.5); ATTENTION TO PREPARATION OF SETTLEMENT DOCUMENTS, INCLUDING SETTLEMENT AGREEMENT AND STIPULATION OF SETTLEMENT (3.3).
KIPP MR	06/11/02	2.00	REVIEW REVISED DRAFTS OF SETTLEMENT AGREEMENT AND STIPULATION OF SETTLEMENT AND EDIT SAME (1.5); ATTENTION TO ISSUES RELATING TO PRESENTATION OF SETTLEMENT AT THE NEXT OMNIBUS HEARING (.5).
KIPP MR	06/12/02	1.20	ATTENTION TO DISPUTE WITH BRANDYWINE REGARDING ITS MOTION TO COMPEL PAYMENT OF ADMINISTRATIVE RENT (1.2).
KIPP MR	06/13/02	0.50	ATTENTION TO SUBMISSION TO THE COURT OF STIPULATION OF SETTLEMENT (.5).
KIPP MR	06/14/02	1.20	ATTENTION TO EVIDENTIARY ISSUES THAT MIGHT ARISE AT NEXT TUESDAY'S OMNIBUS HEARING IN CONNECTION WITH BRANDYWINE'S MOTION TO COMPEL PAYMENT OF ADMINISTRATIVE RENT (1.2).
KIPP MR	06/18/02	0.50	ATTENTION TO THE WIRING OF FUNDS TO FTC IN SATISFACTION OF THE SETTLEMENT OF ITS CURE OBJECTION (.5).
KIPP MR	06/19/02	0.30	ATTENTION TO WIRING OF FUNDS TO FTC (.3).
		37.40	
VANCE III L	06/04/02	2.00	ATTENTION TO POST-CLOSING INDEMNITY CLAIMS (2.0).
VANCE III L	06/07/02	1.50	CONTINUED ATTENTION TO INDEMNITY CLAIM ISSUES (1.5).
VANCE III L	06/12/02	1.30	CONTINUED ATTENTION TO POST-CLOSING INDEMNITY ISSUES (1.3).
VANCE III L	06/14/02	1.50	CONTINUED ATTENTION TO POST-CLOSING INDEMNITY ISSUES (1.5).
VANCE III L	06/18/02	1.50	CONTINUED ATTENTION TO POST-CLOSING INDEMNITY ISSUES (1.5).
VANCE III L	06/19/02	1.50	CONTINUED ATTENTION TO POST-CLOSING INDEMNITY ISSUES (1.5).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

VANCE III L	06/20/02	1.00	CONTINUED ATTENTION TO POST-CLOSING ISSUES AND INDEMNITY CLAIMS (1.0).
		10.30	
<b>Total Partner</b>		<b>47.70</b>	
HARRINGTON JS	06/05/02	1.10	DRAFT SCHEDULING ORDER WITH RESPECT TO DISCOVERY SCHEDULE FOR FTC OBJECTION TO CURE AMOUNT WITH RESPECT TO SALE OF AVAILABILITY SOLUTIONS BUSINESS (1.1).
HARRINGTON JS	06/06/02	1.20	FINISH DRAFTING AND REVISING SCHEDULING ORDER SETTING DATES FOR DISCOVERY AND HEARING FOR FTC OBJECTION TO CURE (1.2).
HARRINGTON JS	06/27/02	1.60	ATTENTION TO MOTION TO COMPEL PAYMENT OF CURE AMOUNT IN CONNECTION WITH AVAILABILITY SOLUTIONS SALE BY METROMEDIA FIBER NETWORKS (1.6).
		3.90	
KETCHENS JP	06/06/02	3.50	OUTLINE RESPONSES TO MICROMUSE DISPUTE (3.5)
KETCHENS JP	06/12/02	4.00	REVISE FROBERG LETTER TO SUNGARD REGARDING MICROMUSE INDEMNITY CLAIM); REVISE CLOSING SET INDEX (4.0).
KETCHENS JP	06/19/02	0.50	REVIEW OPEN ISSUES (.5).
		8.00	
ROHLFSEN RJ	06/02/02	7.20	CONTINUE REVIEW AND ANALYSIS OF DOCUMENTS IN CONNECTION WITH FTC DISPUTE IN PREPARATION FOR DISCOVERY IN TRIAL, AND CONTINUE WORK ON CHRONOLOGY REGARDING SAME (5.7); PREPARE CORRESPONDENCE TO S. LONG REGARDING CONTRACT REVENUE ANALYSIS (.2); CONTINUE WORK ON PREPARING RESPONSE TO J. WIDMAN'S LETTER REGARDING CONTRACT ISSUES (.2); REVIEW AND ANALYSIS OF RESEARCH MEMORANDUM AND BEGIN WORK ON OUTLINING MOTIONS IN LIMINIE AND TRIAL BRIEF (.8); WORK ON PREPARING J. SHERROW DEPOSITION OUTLINE (.3).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

ROHLFSEN RJ

06/03/02

9.20 CONTINUE WORK ON PREPARING LETTER IN RESPONSE TO J. WIDMAN'S LETTER REGARDING ADDITIONAL DOCUMENTS REQUESTED (.2); CONTINUE RESEARCH AND ANALYSIS OF CASE LAW AND REVIEW OF MEMORANDUM REGARDING SAME IN CONNECTION WITH FTC DISPUTE (.3); CONTINUE REVIEW AND ANALYSIS OF DOCUMENTS PREPARATION FOR DISCOVERY IN TRIAL, AND CONTINUE PREPARING CHRONOLOGY REGARDING SAME (2.1); REVIEW AND ANALYSIS OF DEPOSITION OF R. LEWIS TAKEN IN ANOTHER MATTER IN CONNECTION WITH PREPARING FOR LEWIS DEPOSITION (.6); MULTIPLE DISCUSSIONS WITH A. GUON REGARDING DISCOVERY ISSUES (.4); PREPARE CORRESPONDENCE TO A. GUON REGARDING V. FRICAS DEPOSITION (.2); PREPARE CORRESPONDENCE TO A. GUON REGARDING T. FRANKE DOCUMENTS (.1); PREPARE CORRESPONDENCE TO, AND REVIEW CORRESPONDENCE FROM V. FRICAS, REGARDING FTC DISCOVERY (.2); PREPARE LETTER TO J. WIDMAN REGARDING RESTRICTED REQUEST FOR DOCUMENTS (.3); WORK ON SCHEDULING MATTERS AND DISCOVERY ISSUES IN CONNECTION WITH K. BELK DEPOSITION (.2); REVIEW AND ANALYSIS OF DEPOSITION OF P. BATES IN RELATED LITIGATION IN CONNECTION WITH PREPARING FOR FTC LITIGATION (1.1); REVIEW AND ANALYSIS OF CONTRACT DOCUMENTS IN CONNECTION WITH DISCOVERY AND SETTLEMENT ISSUES IN FTC MATTER (1.9); BEGIN WORK ON PREPARING MEMORANDUM OUTLINING SETTLEMENT NUMBER ISSUES IN RESPONSE TO CORRESPONDENCE FROM FTC REGARDING SAME (1.6).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

ROHLFSEN RJ	06/04/02	7.40 DISCUSSION WITH S. HARRIS REGARDING DISCOVERY DOCUMENTS AND WORK ON FTC DISPUTE (.2); REVIEW AND ANALYSIS OF MATERIALS SUBMITTED BY FTC REGARDING SETTLEMENT, ANALYZE DOCUMENTS PRODUCED BY FTC REGARDING SAME, AND BEGIN WORK ON MEMORANDUM AND RESPONSE ISSUES REGARDING SAME (3.3); PREPARE CORRESPONDENCE TO K. BELK REGARDING FTC DISPUTE (.2); MULTIPLE DISCUSSIONS WITH A. GUON REGARDING FTC DISCOVERY AND SETTLEMENT ISSUES (.3); REVIEW MULTIPLE CORRESPONDENCE FROM, AND PREPARE MULTIPLE CORRESPONDENCE TO, A. GUON REGARDING FTC DISCOVERY ISSUES (.3); DISCUSSION WITH F. ZIEGLER REGARDING FTC SETTLEMENT ISSUES (.2); CONTINUE REVIEW AND ANALYSIS OF DOCUMENTS IN CONNECTION WITH FTC DISCOVERY AND TRIAL AND CONTINUE WORK ON PREPARING CHRONOLOGY REGARDING SAME (2.9).
ROHLFSEN RJ	06/05/02	7.60 PREPARE CORRESPONDENCE TO S. LONG REGARDING CALCULATION OF REVENUE AMOUNTS UNDER JMSA (.2); CONTINUE WORK ON PREPARING HOT DOCUMENT MATERIALS AND CHRONOLOGY REGARDING SAME (1.6); DISCUSSION WITH S. LONG REGARDING REVENUE ISSUES UNDER THE CONTRACTS IN DISPUTE WITH FTC (.2); DISCUSSION WITH A. GUON REGARDING DISCOVERY MATTERS IN CONNECTION WITH FTC DISPUTE (.2); REVIEW AND ANALYSIS OF CORRESPONDENCE FROM T. EDGE REGARDING DEPOSITION ISSUES, AND DISCUSSION WITH T. EDGE REGARDING DISCOVERY AND SETTLEMENT ISSUES IN CONNECTION WITH FTC DISPUTE (.6); MULTIPLE DISCUSSIONS WITH A. GUON REGARDING SETTLEMENT OF MATTER (.7); PREPARE FOR MEETING WITH A. PLATE IN CONNECTION WITH FTC DISPUTE, AND MEET WITH A. PLATE REGARDING SAME (2.5); CONTINUE WORK ON PREPARING SETTLEMENT STATEMENT ARGUMENTS AND WORK ON NEGOTIATION OF SAME (1.1); DISCUSSION WITH F. ZIEGLER AND R; LACKEY REGARDING SETTLEMENT OF FTC DISPUTE (.3); CONTINUE PREPARING OUTLINES REGARDING MOTIONS IN LIMINE AND TRIAL BRIEF (.2).



SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

ROHLFSEN RJ	06/06/02	11.40	DISCUSSION WITH B. JOHNSON REGARDING FTC FACTUAL ISSUES (.3); DISCUSSION WITH A. PLATE REGARDING FTC DISPUTE (.2); DISCUSSION WITH S. HARRIS REGARDING FTC DISPUTE (.3); DISCUSSION WITH T. EDGE REGARDING CONTRACT ISSUES (.2); DISCUSSION WITH T. OSBURN IN CONNECTION WITH FTC SETTLEMENT DISCUSSIONS (.3); CONTINUE REVIEW AND ANALYSIS OF DOCUMENTS IN CONNECTION WITH FTC DISPUTE AND SETTLEMENT ISSUES (2.2); MULTIPLE DISCUSSIONS WITH F. ZIEGLER REGARDING FTC SETTLEMENT NEGOTIATIONS (.4); WORK ON FTC SETTLEMENT NEGOTIATION ISSUES (1.9); CONTINUE WORK ON PREPARING FOR R. LEWIS DEPOSITION (5.6).
ROHLFSEN RJ	06/07/02	10.30	CONTINUE PREPARATION FOR R. LEWIS DEPOSITION, AND DEPOSE R. LEWIS (7.5); DISCUSSION WITH A. PLATE REGARDING CONTRACT REVENUE ISSUES (.2); DISCUSSION WITH S. HARRIS REGARDING CONTRACT REVENUE ISSUES IN CONNECTION WITH FTC DISPUTE (.2); MULTIPLE DISCUSSIONS WITH S. LONG REGARDING CONTRACT REVENUE ISSUES AND SETTLEMENT ISSUES (.3); CONTINUE WORK ON STRATEGY WITH REGARD TO SETTLEMENT OF FTC DISPUTE (.3); CONTINUE WORK ON PREPARING FOR R. STONE DEPOSITION (.3); BEGIN REVIEW AND ANALYSIS OF DOCUMENTS PRODUCED BY R. LEWIS AT HIS DEPOSITION (.7); BEGIN REVIEW AND ANALYSIS OF TRANSCRIPT OF R. LEWIS DEPOSITION (.8).
ROHLFSEN RJ	06/08/02	5.10	CONTINUE WORK ON PREPARING FOR R. STONE DEPOSITION IN CONNECTION WITH FTC MATTER (1.4); CONTINUE WORK ON CORRESPONDENCE TO J. WIDMAN REGARDING DOCUMENT REQUEST ISSUES (.2); CONTINUE WORK ON PREPARING REVISED RESPONSE TO INTERROGATORY NUMBER 12 (.4); CONTINUE WORK ON PREPARING FOR J. SHERROW DEPOSITION (1.1); CONTINUE PREPARING FOR T. FRANKE DEPOSITION (.9); CONTINUE REVIEW AND ANALYSIS OF DOCUMENTS AND CONTINUE PREPARING DOCUMENT CHRONOLOGY IN CONNECTION WITH FTC DISPUTE (1.1).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

ROHLFSEN RJ	06/09/02	1.90	CONTINUE REVIEW AND ANALYSIS OF DOCUMENTS IN CONNECTION WITH PREPARING FOR J. SHERROW DEPOSITION (.8); CONTINUE WORK ON PREPARING J. SHERROW DEPOSITION OUTLINE (.2); CONTINUE WORK ON PREPARING MOTIONS IN LIMINE REGARDING DAMAGE CAP AND LIMITATIONS (.3); REVIEW AND ANALYSIS OF MEMORANDUM REGARDING CASE LAW ANALYSIS IN CONNECTION WITH MOTION IN LIMINE (.4); PREPARE CORRESPONDENCE TO A. GUON REGARDING T. EDGE DOCUMENTS IN CONNECTION WITH T. EDGE DEPOSITION (.2).
ROHLFSEN RJ	06/11/02	6.70	MULTIPLE DISCUSSIONS WITH A. GUON REGARDING SETTLEMENT OF FTC MATTER (.5); BEGIN PREPARING R. LACKEY PROFFER IN CONNECTION WITH OMNIBUS HEARING (.3); BEGIN PREPARING SCRIPT IN CONNECTION WITH STIPULATION AND ORDER FOR FTC CURE OBJECTION (.3); DISCUSSION WITH B. JOHNSON, WITNESS IN CONNECTION WITH FTC DISCOVERY (.3); DISCUSSION WITH S. HARRIS, WITNESS IN CONNECTION WITH FTC DISPUTE REGARDING SETTLEMENT (.4); MULTIPLE DISCUSSIONS WITH T. EDGE, WITNESS FOR COMDISCO, IN CONNECTION WITH FTC SETTLEMENT (.3); PREPARE MULTIPLE CORRESPONDENCE TO A. GUON REGARDING SETTLEMENT AGREEMENT AND STIPULATION (.4); CONTINUE WORK ON PREPARING STIPULATION AND ORDER AND SETTLEMENT AGREEMENT IN CONNECTION WITH FTC DISPUTE RESOLUTION (4.2).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

ROHLFSEN RJ	06/12/02	2.60	CONTINUE WORK ON PREPARING PROFFER FOR R. LAKEY IN CONNECTION WITH FTC SETTLEMENT (.2); ORGANIZE FILES AND DOCUMENTARY MATERIALS IN CONNECTION WITH RESOLUTION OF FTC DISPUTE (.3); MULTIPLE DISCUSSIONS WITH S. HARRIS REGARDING FTC (.4); DISCUSSION WITH A. GUON REGARDING FTC SETTLEMENT AND HEARING (.3); PREPARE CORRESPONDENCE TO A. GUON REGARDING SAME NUMBER(.2); PREPARE CORRESPONDENCE REGARDING SETTLEMENT AGREEMENT (.2); CANCEL WITNESS' TRAVEL ARRANGEMENTS IN CONNECTION WITH FTC DISCOVERY (.2); DISCUSSION WITH K. BELK REGARDING FTC SETTLEMENT (.2); DISCUSSION WITH T. FRANKE REGARDING FTC SETTLEMENT (.2); DISCUSSION WITH A. PLATE REGARDING FTC SETTLEMENT (.2); PREPARE CORRESPONDENCE TO F. ZIEGLER REGARDING CORRESPONDENCE FROM A. GUON (.2)
ROHLFSEN RJ	06/13/02	1.30	CONTINUE PREPARATION OF SCRIPT IN CONNECTION WITH OMNIBUS HEARING REGARDING FTC SETTLEMENT (.2); CONTINUE ORGANIZING FILE MATERIAL IN CONNECTION WITH FTC SETTLEMENT (.5); DISCUSSION WITH S. HARRIS REGARDING FTC SETTLEMENT AND DOCUMENTARY ISSUES (.2); REVIEW OF CORRESPONDENCE FROM A. PLATE REGARDING FTC (.2); DISCUSSION WITH A. GULON REGARDING PROCEDURAL ISSUES IN CONNECTION WITH SETTLEMENT HEARING (.2).
ROHLFSEN RJ	06/17/02	0.60	DISCUSSION WITH T. OSBURN REGARDING SETTLEMENT OF CASE AND DISCOVERY ISSUES (.2); CONTINUE WORK ON ORGANIZING DOCUMENTARY MATERIALS IN CONNECTION WITH SETTLEMENT OF FTC LITIGATION AND PREPARE FOR OMNIBUS HEARING REGARDING SAME (.4).
ROHLFSEN RJ	06/18/02	0.80	DISCUSSION T. EDGE IN CONNECTION WITH FTC DISCOVERY (.2); DISCUSSION WITH A. GUON IN CONNECTION WITH OMNIBUS HEARING AND SETTLEMENT STIPULATION (.2); PREPARE FOR OMNIBUS HEARING IN CONNECTION WITH FTC SETTLEMENT (.6).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

ROHLFSEN RJ	06/19/02	0.90	PREPARE CORRESPONDENCE TO F. ZIEGLER AND S. LONG REGARDING WIRING INSTRUCTIONS FOR FTC SETTLEMENT (.2); REVIEW OF COURT ORDER AND DOCKETING MATERIALS IN CONNECTION WITH AUTHORIZING SETTLEMENT FUNDS IN CONNECTION WITH FTC MATTER (.2); PREPARE MULTIPLE CORRESPONDENCE TO A. GUON REGARDING WIRE TRANSFER, AND REVIEW CORRESPONDENCE FROM A. GUON REGARDING SAME (.3); REVIEW AND PREPARE MULTIPLE MEMORANDA RELATING TO WITNESS FEES AND SETTLEMENT ISSUES (.2).
		73.00	
<b>Total Associate</b>		<b>84.90</b>	
BERGLIND ME	06/20/02	2.50	ASSEMBLE CLOSING SETS (2.5).
		2.50	
FIEBERG WR	06/03/02	6.50	ASSEMBLE FTC DEPOSITION EXHIBITS (6.5).
FIEBERG WR	06/04/02	5.70	ASSEMBLE EXHIBITS TO DEPOSITIONS (5.7).
FIEBERG WR	06/05/02	2.10	PREPARE FTC DOCUMENT PRODUCTION; T. EDGE DOCUMENTS (.8); PREPARE HOT DOCUMENT BINDERS (1.3).
FIEBERG WR	06/06/02	5.80	ASSEMBLE BINDERS OF FTC HOT DOCUMENTS (4.7); PREPARE FTC DOCUMENT PRODUCTION (1.1).
FIEBERG WR	06/07/02	5.10	ASSEMBLE BINDERS OF FTC HOT DOCUMENTS (5.1).
FIEBERG WR	06/10/02	2.40	PREPARE FTC DEPOSITION EXHIBITS (.9); PREPARE FTC FILING REGARDING SETTLEMENT (1.5).
		27.60	
NOWICKI JA	06/03/02	8.40	ASSIST WITH RESEARCH RE: COMDISCO/FIRST TECHNOLOGY CAPITAL, INC. REVENUE SPLIT (8.4).
		8.40	
<b>Total Legal Assistant</b>		<b>38.50</b>	
<b>MATTER TOTAL</b>		<b><u>171.10</u></b>	

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Comdisco, Inc. (DIP)  
Assets Dispositions - Firefighters

Bill Date: 07/31/02  
Bill Number: 923588

Disbursement	Date	Vendor/Employee	Amount
Air travel - vendor feed	06/24/02	Rohlfesen RJ	296.00
		<b>TOTAL AIR TRAVEL - VENDOR FEED</b>	<b>\$296.00</b>
In-house Reproduction	06/04/02	Copy Center, D	106.26
In-house Reproduction	06/14/02	Copy Center, D	863.45
In-house Reproduction	06/18/02	Copy Center, D	15.89
In-house Reproduction	06/21/02	Copy Center, D	4.40
		<b>TOTAL IN-HOUSE REPRODUCTION</b>	<b>\$990.00</b>
Telephone Expense	06/28/02	Telecommunications, D	0.21
Telephone Expense	06/28/02	Telecommunications, D	0.67
Telephone Expense	06/28/02	Telecommunications, D	1.97
Telephone Expense	06/28/02	Telecommunications, D	3.89
Telephone Expense	06/28/02	Telecommunications, D	123.26
		<b>TOTAL TELEPHONE EXPENSE</b>	<b>\$130.00</b>
Non-standard/Outside Reproduction	06/05/02	Litigation-General, D24 Seven Copies, Inc.	571.00
		<b>TOTAL NON-STANDARD/OUTSIDE REPRODUCTION</b>	<b>\$571.00</b>
Messengers/ Courier	06/09/02	Corporate Restructuring Comet Messenger Service	21.36
Messengers/ Courier	06/12/02	Database, Car, Courier, Air Dept	7.64
		<b>TOTAL MESSENGERS/ COURIER</b>	<b>\$29.00</b>
Court Reporting	06/12/02	Litigation-General, Desquire Deposition Services	895.00
		<b>TOTAL COURT REPORTING</b>	<b>\$895.00</b>
		<b>TOTAL MATTER</b>	<b>\$2,911.00</b>

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Comdisco, Inc. (DIP)  
Assets Dispositions - Firefighters

Bill Date: 08/15/02  
Bill Number: 927466

NAME	DATE	HOURS	DESCRIPTION
VANCE III L	07/08/02	1.80	ATTENTION TO SUNGARD INDEMNITY CLAIMS (1.8).
VANCE III L	07/10/02	2.00	CONTINUE ATTENTION TO ISSUES RE SUNGARD INDEMNITY CLAIMS (2.0).
VANCE III L	07/22/02	3.20	CONTINUE ATTENTION TO POST-CLOSING ISSUES RE SUNGARD TRANSACTION (3.2).
VANCE III L	07/25/02	3.10	CONTINUE ATTENTION TO POST-CLOSING ISSUES (3.1).
		10.10	
<b>Total Partner</b>		10.10	
HARRINGTON JS	07/01/02	2.10	ATTENTION TO METROMEDIA MOTION TO COMPEL CURE PAYMENT ALLEGEDLY DUE AND OWING FROM ASSUMPTION AND ASSIGNMENT OF EXECUTORY CONTRACT (1.1); DRAFT LETTER TO COUNSEL TO METROMEDIA RE SAME (.8); TELECONFERENCE WITH P. GREENBURG (.1) AND D. CARROL (.1).
HARRINGTON JS	07/02/02	5.40	DRAFT LETTER TO COUNSEL TO METROMEDIA RE MOTION TO COMPEL PAYMENT OF CURE AMOUNT IN CONNECTION WITH AVAILABILITY SOLUTIONS SALE RE JULY 15 HEARING (.6); RESEARCH AND DRAFT OBJECTION TO SAME (4.8).
HARRINGTON JS	07/03/02	1.90	CONTINUE DRAFTING OBJECTION TO METROMEDIA MOTION TO COMPEL CURE PAYMENT (1.8); TELECONFERENCE WITH D. CARROL RE SAME (.1).
HARRINGTON JS	07/08/02	4.30	DRAFT OBJECTION TO METROMEDIA'S MOTION FOR AN ORDER COMPELLING DEBTOR TO PAY CURE AMOUNT IN CONNECTION WITH SALE OF AVAILABILITY SOLUTIONS (4.1); TELECONFERENCE WITH D. CARROL RE SAME (.2).
HARRINGTON JS	07/10/02	3.70	CONTINUE DRAFTING OBJECTION TO METROMEDIA MOTION TO COMPEL PAYMENT OF CURE AMOUNT (2.8); DRAFT LETTER TO SUNGARD'S COUNSEL RE AVAILABILITY SOLUTIONS SALE ISSUES (.9).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

HARRINGTON JS	07/11/02	0.40	REVISE LETTER TO SUNGARD'S COUNSEL RE AVAILABILITY SOLUTIONS SALE ISSUES (.4).
HARRINGTON JS	07/16/02	0.70	REVISIONS TO LETTER TO COUNSEL FOR SUNGARD RE AVAILABILITY SOLUTIONS SALE ISSUES (.7).
HARRINGTON JS	07/17/02	1.10	CONTINUE RESEARCH AND DRAFT OBJECTION TO METROMEDIA MOTION TO COMPEL PAYMENT OF CURE AMOUNT FROM CONTRACT THAT WAS ASSIGNED TO SUNGARD (1.1).
HARRINGTON JS	07/19/02	2.70	CONTINUE DRAFTING OBJECTION TO METROMEDIA MOTION TO COMPEL PAYMENT OF CURE IN CONNECTION WITH SALE OF AVAILABILITY SOLUTIONS (2.7).
HARRINGTON JS	07/22/02	2.30	CONTINUE PREPARE OBJECTION TO METROMEDIA MOTION TO COMPEL PAYMENT OF CURE AMOUNT (1.9); TELECONFERENCES WITH K. GARSTKA (.2) AND J. CHRISTIANSEN (.2) RE SAME.
HARRINGTON JS	07/23/02	4.00	CONTINUE DRAFTING OBJECTION TO METROMEDIA MOTION TO COMPEL (3.8); TELECONFERENCES WITH K. GARSTKA (.1) AND A. BRAUER (.1) RE SAME.
		28.60	
SCHEFLEN MW	07/01/02	1.80	RESEARCH RE SUNGARD ALLOCATION AND STAMP TAX DUTY AND CONSULTATION WITH LINKLATERS (1.8).
SCHEFLEN MW	07/08/02	1.50	ATTENTION TO MALAYSIAN TRANSFER (1.5).
SCHEFLEN MW	07/16/02	2.00	ADDITIONAL RESEARCH RE AND CONSULTATION WITH LINKLATERS RE STAMP TAX DUTY AND ALLOCATION OF PURCHASE PRICE TO SHARES OF CCS UK (2.0).
SCHEFLEN MW	07/18/02	3.50	PREPARE FILING OF AMENDMENT NO. 1 TO T-3'S FOR SENIOR AND SUB NOTES (3.5).
SCHEFLEN MW	07/25/02	1.30	RESEARCH AND TELECONFERENCES WITH D. FRANKEL RE AT&T CONTRACT DISPUTE (1.3).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

SCHEFLEN MW	07/26/02	3.10	RESEARCH AND TELECONFERENCES WITH D. FRANKEL RE SUNGARD ACCOUNTS RECEIVABLE ISSUE (1.3); RESEARCH AND CONSULTATION WITH LINKLATERS RE SUNGARD ALLOCATION TO CCS UK SHARES AND STAMP DUTY ISSUES (1.8).
SCHEFLEN MW	07/31/02	2.30	RESEARCH RE SUNGARD DISPUTED ITEMS RELATING TO ACCOUNTS RECEIVABLE AND TRANSITION SERVICES (2.3).
		15.50	
Total Associate		44.10	
MATTER TOTAL		<u>54.20</u>	



**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Comdisco, Inc. (DIP)  
Assets Dispositions - Firefighters

Bill Date: 08/15/02  
Bill Number: 927466

Disbursement	Date	Vendor/Employee	Amount
Air travel - vendor feed	06/24/02	Rohlfesen RJ	-296.00
Air travel - vendor feed	07/01/02	Rohlfesen RJ	765.79
Air travel - vendor feed	07/01/02	Rohlfesen RJ	-765.79
<b>TOTAL AIR TRAVEL - VENDOR FEED</b>			<b>\$-296.00</b>
Telephone Expense	07/26/02	Telecommunications, D	0.08
Telephone Expense	07/26/02	Telecommunications, D	1.28
Telephone Expense	07/26/02	Telecommunications, D	19.64
<b>TOTAL TELEPHONE EXPENSE</b>			<b>\$21.00</b>
Lexis/Nexis	07/02/02	Harrington JS	23.64
Lexis/Nexis	07/10/02	Harrington JS	103.73
Lexis/Nexis	07/16/02	Hardy KT	23.63
<b>TOTAL LEXIS/NEXIS</b>			<b>\$151.00</b>
Messengers/ Courier	06/16/02	Corporate RestructuringComet Messenger Service	5.50
Messengers/ Courier	06/16/02	Corporate RestructuringComet Messenger Service	10.50
Messengers/ Courier	06/16/02	Corporate RestructuringComet Messenger Service	10.50
Messengers/ Courier	07/14/02	Corporate RestructuringComet Messenger Service	5.50
Messengers/ Courier	07/14/02	Corporate RestructuringComet Messenger Service	5.50
Messengers/ Courier	07/14/02	Corporate RestructuringComet Messenger Service	5.50
<b>TOTAL MESSENGERS/ COURIER</b>			<b>\$43.00</b>
Outside Research/Internet Services	07/10/02	Corporate RestructuringPacer Service Center	1.00

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

<b>Disbursement</b>	<b>Date</b>	<b>Vendor/Employee</b>	<b>Amount</b>
		<b>TOTAL OUTSIDE RESEARCH/INTERNET SERVICES</b>	<b>\$1.00</b>
		<b>TOTAL MATTER</b>	<b>\$-80.00</b>

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Comdisco, Inc. (DIP)  
Assets Dispositions - Firefighters

Bill Date: 08/31/02  
Bill Number: 927469

NAME	DATE	HOURS	DESCRIPTION
HARRINGTON JS	08/05/02	0.90	CONTINUE DRAFTING OBJECTION TO METROMEDIA MOTION TO COMPEL PAYMENT OF CURE AMOUNT (.9).
HARRINGTON JS	08/06/02	1.10	CONTINUE DRAFTING OBJECTION TO METROMEDIA MOTION TO COMPEL PAYMENT OF CURE AMOUNT (1.1).
HARRINGTON JS	08/07/02	2.80	CONTINUE PREPARE DEBTORS' OBJECTION TO MOTION OF METROMEDIA TO COMPEL PAYMENT OF CURE AMOUNT RE AS SALE (2.8).
HARRINGTON JS	08/08/02	1.80	CONTINUE DRAFTING OBJECTION TO METROMEDIA MOTION TO COMPEL (1.6); TELECONFERENCE WITH J. CHRISTIANSEN RE SAME (.2).
HARRINGTON JS	08/09/02	2.00	CONTINUE DRAFTING METROMEDIA OBJECTION (1.8); TELECONFERENCE WITH J. CHRISTIANSEN RE SAME (.2).
HARRINGTON JS	08/12/02	0.80	EDIT OBJECTION TO METROMEDIA MOTION TO COMPEL PAYMENT OF CURE AMOUNTS RE AS SALE (.6); TELECONFERENCE WITH B. RASULO RE SAME (.2).
		9.40	
MURPHY MM	08/05/02	0.50	ATTENTION TO ISSUE RE GE'S ASSUMPTION AND ASSIGNMENT OF LEASE (.5).
MURPHY MM	08/06/02	0.50	ATTENTION TO ISSUES RE AT&T TRANSFER AGREEMENT (.5).
MURPHY MM	08/07/02	0.60	PREPARE AT&T TRANSFER AGREEMENT (.6).
MURPHY MM	08/12/02	0.20	STRATEGIZE RE SUNGARD MOTION (.2).
		1.80	
Total Associate		11.20	
MATTER TOTAL		<u>11.20</u>	

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Comdisco, Inc. (DIP)  
Assets Dispositions - Firefighters

Bill Date: 08/15/02  
Bill Number: 927469

Disbursement	Date	Vendor/Employee	Amount
Lexis/Nexis	08/07/02	Harrington JS	226.00
		<b>TOTAL LEXIS/NEXIS</b>	<b>\$226.00</b>
Telephone Expense - all other	08/09/02	Telecommunications, DGenesys Conferencing	28.00
		<b>TOTAL TELEPHONE EXPENSE - ALL OTHER</b>	<b>\$28.00</b>
		<b>TOTAL MATTER</b>	<b>\$254.00</b>

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE NORTHERN DISTRICT OF ILLINOIS  
EASTERN DIVISION

-----X  
In re: : Case No. 01-24795  
: (Jointly Administered)  
COMDISCO, INC. :  
: Chapter 11  
et al. :  
: Hon. Ronald Barliant  
Debtors. :  
-----X

EXHIBIT D-3  
REORGANIZATION PLAN  
3,153.6 HOURS

SKADDEN, ARPS, SLATE, MEAGHER & FLOM (ILLINOIS)  
333 West Wacker Drive  
Chicago, Illinois 60606-1285

and

SKADDEN, ARPS, SLATE, MEAGHER & FLOM, LLP  
Four Times Square  
New York, NY 10036

**EXHIBIT 3**

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Comdisco, Inc. (DIP)  
Reorganization Plan

Bill Date: 05/20/02  
Bill Number: 917155

NAME	DATE	HOURS	DESCRIPTION
BUTLER, JR. J	04/02/02	0.10	CONTINUED ATTENTION TO PRELIMINARY DRAFT OF REORGANIZATION PLAN (.1).
BUTLER, JR. J	04/04/02	0.80	CONTINUED ATTENTION TO PRELIMINARY DRAFT OF REORGANIZATION PLAN (.8).
BUTLER, JR. J	04/07/02	0.40	CONTINUED ATTENTION TO PRELIMINARY DRAFT OF REORGANIZATION PLAN (.4).
BUTLER, JR. J	04/09/02	0.50	CONTINUE TO WORK ON PLAN MATTERS (.5).
BUTLER, JR. J	04/11/02	0.80	CONTINUED ATTENTION TO PLAN MATTERS INCLUDING SENIOR MANAGEMENT TEAM IN ROSEMONT (.8).
BUTLER, JR. J	04/16/02	0.70	CONTINUE TO ADDRESS PLAN ISSUES VIS A VIS STATUTORY COMMITTEES, NEXT STEPS (.7).
BUTLER, JR. J	04/17/02	0.90	CONTINUE TO ADDRESS PLAN ISSUES VIS A VIS STATUTORY COMMITTEES, NEXT STEPS (.9).
BUTLER, JR. J	04/18/02	0.40	CONTINUE TO ADDRESS PLAN ISSUES VIS A VIS STATUTORY COMMITTEES, NEXT STEPS (.4).
BUTLER, JR. J	04/21/02	0.70	CONTINUE TO ADDRESS PLAN ISSUES VIS A VIS STATUTORY COMMITTEES, NEXT STEPS (.7).
BUTLER, JR. J	04/22/02	0.50	CONTINUE TO ADDRESS PLAN ISSUES VIS A VIS STATUTORY COMMITTEES, NEXT STEPS (.5).
BUTLER, JR. J	04/23/02	0.60	CONTINUE TO ADDRESS FINAL PLAN ISSUES VIS A VIS STATUTORY COMMITTEES REGARDING APRIL 26TH PLAN FILING (.6).
BUTLER, JR. J	04/24/02	0.90	CONTINUED ATTENTION TO PLAN ISSUES (.9).
BUTLER, JR. J	04/25/02	0.70	CONTINUE TO ADDRESS FINAL PLAN ISSUES VIS A VIS STATUTORY COMMITTEES REGARDING APRIL 26TH PLAN FILING (.7).
BUTLER, JR. J	04/26/02	0.30	ATTENTION TO FILING OF JOINT DISCLOSURE STATEMENT AND PLAN OF REORGANIZATION AND RELATED MATTERS (.3).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

BUTLER, JR. J	04/30/02	0.60	ATTENTION TO FOLLOW-UP ON CASH SHORTFALL IN FILED PLAN AND CREDITORS' COMMITTEE AND ANTICIPATED RECOVERY PROJECTIONS (.4); TELECONFERENCE WITH T. SYNDER AT ROTHSCHILD REGARDING SAME (.2).
		8.90	
PANAGAKIS GN	04/01/02	1.00	ATTENTION TO PROCESS REGARDING COMMENTS TO PLAN (1.0).
PANAGAKIS GN	04/02/02	0.70	CONTINUED ATTENTION TO COMPANY COMMENTS TO PLAN (.7).
PANAGAKIS GN	04/03/02	0.80	CONTINUED ATTENTION TO COMPANY COMMENTS TO PLAN (.8).
PANAGAKIS GN	04/04/02	1.30	CONTINUED ATTENTION TO COMMENTS TO PLAN (.9); ATTENTION TO TAX ISSUES REGARDING SAME (.4).
PANAGAKIS GN	04/05/02	1.50	CONTINUED ATTENTION TO OPEN PLAN MATTERS (1.5).
PANAGAKIS GN	04/06/02	1.80	CONTINUE TO REVIEW AND COMMENT ON PLAN OF REORGANIZATION (1.8).
PANAGAKIS GN	04/08/02	1.80	CONTINUED ATTENTION TO OPEN ISSUES AND COMMENTS TO PLAN OF REORGANIZATION (1.8).
PANAGAKIS GN	04/09/02	1.50	CONTINUED ATTENTION TO OPEN PLAN MATTERS (1.5).
PANAGAKIS GN	04/10/02	2.10	CONTINUED ATTENTION TO FINALIZATION OF PLAN, INCLUDING ATTENTION TO TAX ISSUES REGARDING SAME (2.1).
PANAGAKIS GN	04/11/02	1.50	MEETINGS WITH SENIOR MANAGEMENT AND OTHER ADVISORS REGARDING PROCESS FOR FINALIZING PLAN (.5); CONTINUED ATTENTION TO OPEN ISSUES REGARDING SAME (1.0).
PANAGAKIS GN	04/12/02	0.80	CONTINUED ATTENTION TO OPEN PLAN ISSUES, INCLUDING DISCUSSIONS WITH OTHER ADVISORS REGARDING COMPLETION OF SAME (.8).
PANAGAKIS GN	04/14/02	0.60	CONTINUED ATTENTION TO OPEN PLAN MATTERS (.6).
PANAGAKIS GN	04/15/02	2.30	CONTINUED ATTENTION TO OPEN PLAN ISSUES, INCLUDING TAX STRUCTURING MATTERS (2.3).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

PANAGAKIS GN	04/18/02	1.40	ATTENTION TO REVISIONS TO PLAN TO INCORPORATE POTENTIAL CONSENSUAL RESOLUTION (1.0); TELECONFERENCE WITH E. WEISFELNER (.2) AND T. SNYDER (.2) REGARDING SAME.
PANAGAKIS GN	04/19/02	1.10	CONTINUED ATTENTION TO OPEN PLAN MATTERS (1.1).
PANAGAKIS GN	04/23/02	0.90	CONTINUED ATTENTION TO OPEN PLAN ISSUES (.9).
PANAGAKIS GN	04/24/02	3.20	CONTINUED WORK ON PLAN OF REORGANIZATION INCLUDING REVIEW AND REVISIONS TO SAME AND NUMEROUS TELEPHONE CONFERENCES WITH MANAGEMENT TEAM, OTHER ADVISORS AND REPRESENTATIVES OF COMMITTEES (3.2).
PANAGAKIS GN	04/25/02	7.50	CONTINUE TO REVIEW AND REVISE PLAN, INCLUDING TELEPHONE CONFERENCES WITH MANAGEMENT AND OTHER ADVISORS REGARDING SAME (5.0); SEVERAL TELEPHONE CONFERENCES WITH C. FORTGANG, E. WEISFELNER AND T. SNYDER REGARDING WARRANT STRUCTURE (2.5).
PANAGAKIS GN	04/26/02	3.20	FINAL REVIEW AND REVISIONS TO PLAN (2.8); ATTENTION TO FILING MATTERS REGARDING SAME (.4).
PANAGAKIS GN	04/29/02	1.30	ATTENTION TO POST FILING PLAN ISSUES, INCLUDING TELECONFERENCE WITH R. MISHLER AND B. LACKEY REGARDING SAME (1.3).
PANAGAKIS GN	04/30/02	2.00	ATTENTION TO PLAN ISSUES FOLLOWING FILING, INCLUDING TELECONFERENCES WITH N. BLAKE, R. MISHLER AND T. SNYDER REGARDING SAME (2.0).
		38.30	
PERLMAN F	04/01/02	3.70	CONTINUE PREPARATION OF PLAN (1.5); TELECONFERENCE WITH H. PARKHILL REGARDING NOTES AND DISTRIBUTION (.5); ATTENTION TO CONFIRMATION AND VALUATION ISSUES. (1.7).
PERLMAN F	04/02/02	3.20	CONTINUED ATTENTION TO PLAN (1.0); ATTENTION TO PRISM DISTRIBUTIONS (.4); CONTINUED ATTENTION TO POTENTIAL CONFIRMATION AND VALUATION ISSUES (1.8).



**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

PERLMAN F	04/04/02	4.40	REVIEW AND REVISE PLAN (2.4); TELECONFERENCE WITH B. LACKEY REGARDING PLAN (1.0); TELECONFERENCE WITH N. RAZI REGARDING PLAN (1.0).
PERLMAN F	04/05/02	2.50	CONTINUED ATTENTION TO PLAN (1.8); ATTENTION TO EXCLUSIVITY EXTENSION (.7).
PERLMAN F	04/07/02	2.00	ATTENTION TO EXCLUSIVITY MOTION (.3); REVIEW AND REVISE PLAN (1.7).
PERLMAN F	04/08/02	2.30	FINALIZE EXCLUSIVITY MOTION (.7); REVIEW AND REVISE PLAN (1.6).
PERLMAN F	04/09/02	2.50	REVIEW AND REVISE PLAN (2.5).
PERLMAN F	04/10/02	2.20	CONTINUED ATTENTION TO PLAN (2.2).
PERLMAN F	04/11/02	2.50	CONTINUE TO PREPARE PLAN (2.5).
PERLMAN F	04/12/02	4.00	ATTENTION TO PLAN AND DISTRIBUTION ISSUES (2.5); PREPARE PLAN (1.5).
PERLMAN F	04/14/02	2.50	CONTINUE TO PREPARE PLAN (2.5).
PERLMAN F	04/15/02	3.20	REVISE PLAN (3.2).
PERLMAN F	04/16/02	1.30	CONTINUE TO PREPARE PLAN (1.3).
PERLMAN F	04/17/02	0.30	ATTENTION TO PLAN ISSUES (.3).
PERLMAN F	04/22/02	2.70	CONTINUE PREPARATION OF PLAN (2.1); ATTENTION TO NEW NOTES (.6).
PERLMAN F	04/23/02	4.10	CONTINUED PREPARATION OF PLAN (2.9); ATTENTION TO NEW NOTES (1.2).
PERLMAN F	04/24/02	5.40	CONTINUED PREPARATION OF PLAN (2.4); REVIEW PROJECTIONS (.8); ATTENTION TO VALUATION ISSUES (.7); WORK ON WARRANTS (.7); WORK ON NEW NOTES (.8).
PERLMAN F	04/25/02	9.10	CONTINUED PREPARATION OF PLAN (5.0); TELECONFERENCE WITH J. MCCOY ET. AL. REGARDING NOTES (.7); TELECONFERENCE WITH T. SNYDER REGARDING WARRANTS (.8); ATTENTION TO WARRANTS (1.3); ATTENTION TO NEW NOTES (1.3).
PERLMAN F	04/26/02	2.60	FINALIZE PLAN (2.6).

60.50

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

<b>Total Partner</b>		<b>107.70</b>	
HARRINGTON JS	04/01/02	2.10	FORMULATE STRATEGY RE: CURRENT LITIGATION ISSUES AND THOSE LIKELY TO ARISE IN THE CONTEXT OF THE PLAN OF REORGANIZATION CONFIRMATION PROCESS (2.1).
HARRINGTON JS	04/04/02	3.60	ATTENTION TO ISSUES RELATED TO EUROPE IN THE CONTEXT OF THE PLAN OF REORGANIZATION (3.6).
HARRINGTON JS	04/12/02	1.60	STRATEGIZE REGARDING PLAN OF REORGANIZATION (1.6).
HARRINGTON JS	04/14/02	1.40	ATTENTION TO PLAN OF REORGANIZATION (1.4).
HARRINGTON JS	04/15/02	4.70	REVIEWING PLAN OF REORGANIZATION (2.3); STRATEGIZE RE: SAME (.8); MAKING CHANGES TO SAME (1.6).
HARRINGTON JS	04/16/02	3.10	RESEARCH REGARDING TREATMENT OF CLAIMS IN PLAN OF REORGANIZATION FOR VOTING PURPOSES (3.1).
HARRINGTON JS	04/23/02	1.80	MAKE CHANGES TO PLAN (1.8).
HARRINGTON JS	04/25/02	2.10	EDIT PLAN AND PREPARE SAME FOR APRIL 26 FILING (2.1).
HARRINGTON JS	04/26/02	3.30	EDIT PLAN AND FILE SAME (3.3).
HARRINGTON JS	04/29/02	0.50	ANSWERING NUMEROUS CREDITOR INQUIRIES REGARDING PLAN (.5).
		<b>24.20</b>	
LAM S	04/22/02	2.60	TELECONFERENCE WITH J. MCCOY AND H. PARKHILL RE: NOTES TERM SHEET (1.2); DRAFT TERM SHEET; REVIEW NOTES FROM DISCUSSION (1.4).
LAM S	04/23/02	3.20	REVIEW TERM SHEET COMMENTS AND REVISE DOCUMENT (.5); DRAFT TERM SHEET FOR A/B NOTES (1.5); REVIEW CURRENT DRAFT PLAN OF REORGANIZATION (1.2).
LAM S	04/24/02	0.80	REVIEW COMPANY DESCRIPTION OF EXCESS CASH FLOWS (.3); SEND SAMPLE DEFINITIONS FROM OTHER TRANSACTION TO COMPANY FOR REVIEW (.5).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

LAM S	04/25/02	3.50	PREPARE FOR TELECONFERENCE (.1); TELECONFERENCE WITH J.MCCOY AND H. PARKHILL RE NOTES TERM SHEET (.9); REVISE TERM SHEET AND DISTRIBUTION OF SAME (1.5); REVISE TERM SHEET PER J. MCCOY COMMENTS AND DISTRIBUTION OF SAME. (1.0).
LAM S	04/26/02	2.50	REVISE TERM SHEET PER J. MCCOY COMMENTS (2.5).
		12.60	
MIKEL AF	04/02/02	0.80	REVIEW AND ANALYSIS OF UPCOMING CONFIRMATION HEARING (.8).
MIKEL AF	04/03/02	3.50	REVIEWING AND ANALYZING PLEADINGS TO COMPOSE CHART (3.5).
MIKEL AF	04/04/02	9.00	REVIEWED AND ANALYZED VARIOUS PLEADINGS AND COURT TRANSCRIPTS TO COMPOSE EQUITY COMMITTEE CHART (9.0).
MIKEL AF	04/08/02	6.10	WORKED ON A CHRONOLOGICAL CHART OF ASSERTIONS BY EQUITY COMMITTEE (6.1).
MIKEL AF	04/09/02	7.10	WORKED ON A CHRONOLOGICAL CHART OF ASSERTIONS BY EQUITY COMMITTEE (7.1).
MIKEL AF	04/10/02	8.50	REVIEWED AND ANALYZED COURT TRANSCRIPTS (.3); WORKED ON CHRONOLOGICAL CHART OF EQUITY COMMITTEE'S ASSERTIONS (5.5).
MIKEL AF	04/11/02	7.00	REVIEWED AND ANALYZED COURT TRANSCRIPTS (4.1); WORKED ON CHRONOLOGICAL CHART OF EQUITY COMMITTEE'S ASSERTIONS (2.9).
MIKEL AF	04/22/02	8.50	REVIEWING AND ANALYZING TRANSCRIPTS TO COMPOSE CHRONOLOGICAL CHART OF EQUITY'S ASSERTIONS (8.5).
		50.50	
MURPHY MM	04/01/02	3.10	ATTENTION TO ISSUES RE: PLAN AND DISCLOSURE STATEMENT (3.1).
MURPHY MM	04/01/02	7.00	STRATEGIZE RE: POTENTIAL LITIGATION SURROUNDING THE PLAN AND DISCLOSURE STATEMENT (2.1); WORK ON PREPARING DOCUMENTS RE: SAME (2.7); REVIEW TRANSCRIPTS FROM OMNIBUS HEARINGS (2.2).
MURPHY MM	04/02/02	1.50	ATTENTION TO ISSUES RE: PLAN AND DISCLOSURE STATEMENT (1.5).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

MURPHY MM	04/02/02	5.90	REVIEW DOCUMENTS SENT BY C. HARDT OF MCKINSEY & COMPANY (2.4); REVIEW MATERIALS FROM MARCH 26, 2002 OMNIBUS HEARING (1.8); PREPARE MATERIALS FOR POTENTIAL LITIGATION RE: PLAN AND DISCLOSURE STATEMENT (1.7).
MURPHY MM	04/03/02	1.30	CONTINUE PREPARING FOR POTENTIAL LITIGATION SURROUNDING THE PLAN AND DISCLOSURE STATEMENT (1.3).
MURPHY MM	04/04/02	5.10	PREPARE DOCUMENTS IN PREPARATION FOR POTENTIAL LITIGATION (5.1).
MURPHY MM	04/10/02	3.80	REVIEW PLAN OF REORGANIZATION (3.8).
MURPHY MM	04/11/02	0.90	STRATEGIZE RE: PLAN OF REORGANIZATION (.9).
MURPHY MM	04/12/02	1.40	STRATEGIZE RE: PLAN AND DISCLOSURE STATEMENT (.6); CONTINUE REVIEW OF PLAN (.8).
MURPHY MM	04/13/02	2.30	RESEARCH RE: CLASS ACTION SECURITY CLAIMANTS AND SECTION 510(B) OF THE BANKRUPTCY CODE (2.3).
MURPHY MM	04/14/02	0.80	REVIEW OF THE PLAN OF REORGANIZATION (.8).
MURPHY MM	04/14/02	1.30	RESEARCH RE: CLASS ACTION SECURITY CLAIMANTS AND SECTION 510(B) OF THE BANKRUPTCY CODE (1.3).
MURPHY MM	04/15/02	9.30	REVIEW PLAN AND DISCLOSURE STATEMENT AND DETAIL OPEN ITEMS (1.1); STRATEGIZE RE: OPEN ISSUES (1.5); CONTINUE WORKING ON PLAN IN PREPARATION FOR DISTRIBUTION TO THE BOARD OF DIRECTORS (6.7).
MURPHY MM	04/16/02	2.80	CONTINUE TO WORK ON PLAN AND DISCLOSURE STATEMENT (2.8).
MURPHY MM	04/24/02	3.60	CONTINUE WORKING ON THE PLAN AND DISCLOSURE STATEMENT (3.6).
MURPHY MM	04/25/02	13.60	CONTINUE WORKING ON THE PLAN AND DISCLOSURE STATEMENT (13.6).
MURPHY MM	04/26/02	4.80	FINALIZE PLAN AND DISCLOSURE STATEMENT FOR FILING (4.8).
MURPHY MM	04/29/02	2.30	ATTENTION TO ISSUES RE: PLAN AND DISCLOSURE STATEMENT (2.3).

70.80

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

ORY SS	04/03/02	3.90	TELECONFERENCE WITH M. MOSTER REGARDING PLAN AND DISCLOSURE STATEMENT, PRESS RELEASE AND INTERNAL COMMUNICATIONS REGARDING SAME (.4); DETAILED REVIEW PLAN AND DISCLOSURE STATEMENT IN LIGHT OF SAME (3.5).
ORY SS	04/04/02	3.50	DRAFT PRESS RELEASE REGARDING FILING PLAN AND DISCLOSURE STATEMENT (3.5).
ORY SS	04/05/02	1.30	WORK ON PLAN ISSUES RELATED TO CASH TO OPTIONS PLAN (1.3).
		8.70	
ROHLFSEN RJ	04/01/02	3.90	PARTICIPATE IN MEETING REGARDING CASE STRATEGY, PLAN CONFIRMATION, AND CASE ADMINISTRATION WITH REGARD TO LITIGATION ISSUES (2.0); CONTINUE WORK ON ISSUES RELATING TO PLAN CONFIRMATION (1.9).
ROHLFSEN RJ	04/02/02	3.60	CONTINUE REVIEW AND ANALYSIS OF DOCUMENTS RELATING TO FILINGS BY THE EQUITY COMMITTEE IN CONNECTION WITH PREPARING FOR PLAN OF REORGANIZATION (3.6).
ROHLFSEN RJ	04/03/02	2.90	CONTINUE REVIEW AND ANALYSIS OF MULTIPLE DOCUMENTS AND CONTINUE WORK ON CHRONOLOGY IN CONNECTION WITH PLAN ADMINISTRATION AND ANTICIPATED LITIGATION ISSUES (2.9).
ROHLFSEN RJ	04/04/02	2.50	CONTINUE WORK ON CASE ADMINISTRATION MATERIALS AND WORK ON REORGANIZATION PLAN DISCLOSURES (1.1); CONTINUE REVIEW AND ANALYSIS OF TRANSCRIPT AND DOCUMENTARY MATERIALS FROM THE MARCH OMNIBUS PROCEEDING IN CONNECTION WITH PREPARING FOR POTENTIAL LITIGATION INVOLVING PLAN CONFIRMATION (1.4).
		12.90	
STEINLE JJ	04/01/02	1.20	REVIEW PLAN AND DISCLOSURE STATEMENT (1.2).
STEINLE JJ	04/03/02	0.90	DRAFT MOTION TO EXTEND EXCLUSIVITY (.9).
STEINLE JJ	04/04/02	2.10	DRAFT MOTION TO EXTEND EXCLUSIVITY (2.1).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

STEINLE JJ	04/09/02	2.60	REVISE AND DISTRIBUTE PLAN OF REORGANIZATION AND DISCLOSURE STATEMENT TO BOARD AND CREDITORS COMMITTEE (2.6).
STEINLE JJ	04/12/02	2.10	REVIEW PLAN OF REORGANIZATION (1.0); ANALYSIS REGARDING NEXT STEPS FOR FILING (1.1).
STEINLE JJ	04/15/02	7.50	DRAFT MEMORANDUM AND COMPLETE ANALYSIS REGARDING RELEASES IN PLAN OF REORGANIZATION (2.1); ANALYSIS REGARDING PLAN AND DISCLOSURE STATEMENT (2.4); REVIEW AND REVISE SAME (2.2); DISTRIBUTE SAME (.8).
STEINLE JJ	04/16/02	3.10	ANALYSIS REGARDING PLAN INCLUDING POSSIBLE REVISIONS THERETO (3.1).
STEINLE JJ	04/23/02	3.40	REVIEW AND REVISE PLAN (3.4).
STEINLE JJ	04/25/02	10.60	PREPARE PLAN AND DISCLOSURE STATEMENT FOR FILING (8.4); PREPARE RELATED FILINGS (2.2).
STEINLE JJ	04/29/02	0.60	RESPOND TO INQUIRIES FROM CREDITORS REGARDING PLAN AND DISCLOSURE STATEMENT (.6).
STEINLE JJ	04/30/02	0.90	FOLLOW-UP REGARDING PLAN SERVICE (.9).
		35.00	
<b>Total Associate</b>		<b>214.70</b>	
NOWICKI JA	04/01/02	8.70	ATTENTION TO INDEXING AND HIGHLIGHTING TRIAL TRANSCRIPTS FOR ATTORNEY REVIEW (8.7).
		8.70	
<b>Total Legal Assistant</b>		<b>8.70</b>	
<b>MATTER TOTAL</b>		<b><u>331.10</u></b>	

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Comdisco, Inc. (DIP)  
Reorganization Plan

Bill Date: 05/20/02  
Bill Number: 917155

Disbursement	Date	Vendor/Employee	Amount
In-house Reproduction	04/02/02	Copy Center, D	359.98
In-house Reproduction	04/02/02	Copy Center, D	402.98
In-house Reproduction	04/05/02	Copy Center, D	26.90
In-house Reproduction	04/05/02	Copy Center, D	225.99
In-house Reproduction	04/09/02	Copy Center, D	1.40
In-house Reproduction	04/09/02	Copy Center, D	9.10
In-house Reproduction	04/12/02	Copy Center, D	257.09
In-house Reproduction	04/12/02	Copy Center, D	282.89
In-house Reproduction	04/16/02	Copy Center, D	13.30
In-house Reproduction	04/16/02	Copy Center, D	206.89
In-house Reproduction	04/19/02	Copy Center, D	40.30
In-house Reproduction	04/19/02	Copy Center, D	152.08
In-house Reproduction	04/23/02	Copy Center, D	0.30
In-house Reproduction	04/26/02	Copy Center, D	0.60
In-house Reproduction	04/26/02	Copy Center, D	51.60
In-house Reproduction	04/30/02	Copy Center, D	200.09
In-house Reproduction	04/30/02	Copy Center, D	3666.51
<b>TOTAL IN-HOUSE REPRODUCTION</b>			<b>\$5,898.00</b>
Telephone Expense	04/26/02	Telecommunications, D	0.03
Telephone Expense	04/26/02	Telecommunications, D	1.13
Telephone Expense	04/26/02	Telecommunications, D	1.22
Telephone Expense	04/26/02	Telecommunications, D	4.79
Telephone Expense	04/26/02	Telecommunications, D	117.83
<b>TOTAL TELEPHONE EXPENSE</b>			<b>\$125.00</b>
Lexis/Nexis	04/16/02	Harrington JS	193.58
Lexis/Nexis	04/25/02	Harrington JS	105.42
<b>TOTAL LEXIS/NEXIS</b>			<b>\$299.00</b>
Westlaw	04/25/02	Harrington JS	7.00
<b>TOTAL WESTLAW</b>			<b>\$7.00</b>

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Disbursement	Date	Vendor/Employee	Amount
Messengers/ Courier	03/29/02	Corporate RestructuringStraightline Courier	22.57
Messengers/ Courier	04/05/02	Corporate RestructuringStraightline Courier	175.08
Messengers/ Courier	04/07/02	Corporate RestructuringComet Messenger Service	9.99
Messengers/ Courier	04/11/02	Database, Car, Courier, Air Dept	17.46
Messengers/ Courier	04/12/02	Database, Car, Courier, Air Dept	7.47
Messengers/ Courier	04/12/02	Database, Car, Courier, Air Dept	7.47
Messengers/ Courier	04/21/02	Corporate RestructuringComet Messenger Service	10.49
Messengers/ Courier	04/21/02	Corporate RestructuringComet Messenger Service	10.49
Messengers/ Courier	04/25/02	Corporate RestructuringComet Messenger Service	5.49
Messengers/ Courier	04/25/02	Corporate RestructuringComet Messenger Service	5.49
		<b>TOTAL MESSENGERS/ COURIER</b>	<b>\$272.00</b>
Outside Research/Internet Services	03/31/02	Corporate RestructuringGlobal Securities	38.84
Outside Research/Internet Services	04/10/02	Corporate RestructuringPacer Service Center	11.16
Outside Research/Internet Services	04/10/02	Corporate RestructuringPacer Service Center	14.10
Outside Research/Internet Services	04/10/02	Corporate RestructuringPacer Service Center	119.90
		<b>TOTAL OUTSIDE RESEARCH/INTERNET SERVICES</b>	<b>\$184.00</b>
Cellular Phone Expense	03/25/02	Perlman F	37.00
		<b>TOTAL CELLULAR PHONE EXPENSE</b>	<b>\$37.00</b>



**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

<b>Disbursement</b>	<b>Date</b>	<b>Vendor/Employee</b>	<b>Amount</b>
		<b>TOTAL MATTER</b>	<b>\$6,822.00</b>

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Comdisco, Inc. (DIP)  
Reorganization Plan

Bill Date: 06/30/02  
Bill Number: 921074

NAME	DATE	HOURS	DESCRIPTION
BUTLER, JR. J	05/01/02	0.60	CONTINUE TO FOLLOW-UP ON CASH SHORFALL IN FILED PLAN AND CREDITORS' COMMITTEE ANTICIPATED RECOVERY PROJECTIONS (.6).
BUTLER, JR. J	05/02/02	1.70	CONTINUED ATTENTION TO FOLLOW-UP ON CASH PROJECTION IN FILED PLAN AND CREDITORS' COMMITTEE ANTICIPATED RECOVERY PROJECTIONS INCLUDING REVIEW OF COMPANY BRIDGE ANALYSIS AND NEXT STEPS (1.7).
BUTLER, JR. J	05/04/02	0.40	CONTINUE TO FOLLOW-UP ON CASH PROJECTION IN FILED PLAN AND RELATED MATTERS (.4).
BUTLER, JR. J	05/08/02	0.40	CONTINUE TO FOLLOW-UP ON PLAN MATTERS INCLUDING ANTICIPATED RECOVERY PROJECTIONS ANALYSIS AND CREDITOR-EQUITY PLAN NEGOTIATIONS (.4).
BUTLER, JR. J	05/09/02	0.30	CONTINUED ATTENTION TO RECONCILIATION OR CASH PROJECTION IN FILED PLAN AND CREDITORS COMMITTEE ANTICIPATED RECOVERY PROJECTIONS (.3).
BUTLER, JR. J	05/10/02	0.50	CONTINUED ATTENTION TO PLAN MATTERS AND RECONCILIATION OF CREDITORS' COMMITTEE ANTICIPATED RECOVERY PROJECTIONS (.3); CONTINUED ATTENTION TO PLAN NEGOTIATIONS (.2).
BUTLER, JR. J	05/11/02	0.40	CONTINUED ATTENTION TO PLAN MATTERS (.4).
BUTLER, JR. J	05/12/02	0.20	CONTINUED ATTENTION TO FILED PLAN AND CREDITORS' COMMITTEE ANTICIPATED RECOVERY PROJECTIONS AND RELATED PLAN MATTERS (.2).
BUTLER, JR. J	05/13/02	0.30	CONTINUED ATTENTION TO PLAN MATTERS (.3).
BUTLER, JR. J	05/14/02	0.90	CONTINUED ATTENTION TO PLAN MATTERS (.8).
BUTLER, JR. J	05/15/02	0.60	CONTINUED ATTENTION TO PLAN MATTERS (.6).
BUTLER, JR. J	05/16/02	0.80	CONTINUED ATTENTION TO PLAN MATTERS (.8).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

BUTLER, JR. J	05/17/02	0.20	CONTINUED ATTENTION TO PLAN MATTERS (.2).
BUTLER, JR. J	05/20/02	0.20	CONTINUED ATTENTION TO PLAN MATTERS INCLUDING NEGOTIATIONS BETWEEN STATUTORY COMMITTEES (.2).
BUTLER, JR. J	05/21/02	0.30	CONTINUED ATTENTION TO PLAN MATTERS INCLUDING NEGOTIATIONS BETWEEN STATUTORY COMMITTEES (.3).
BUTLER, JR. J	05/22/02	0.60	CONTINUED ATTENTION TO PLAN MATTERS INCLUDING NEGOTIATIONS BETWEEN STATUTORY COMMITTEES AND CONSIDERATION OF EQUITY INTEREST PLAN CLASSIFICATION ISSUES (.6).
BUTLER, JR. J	05/23/02	0.20	CONTINUED ATTENTION TO PLAN MATTERS INCLUDING NEGOTIATIONS BETWEEN STATUTORY COMMITTEES (.2).
BUTLER, JR. J	05/24/02	0.20	CONTINUED ATTENTION TO PLAN MATTERS INCLUDING NEGOTIATIONS BETWEEN STATUTORY COMMITTEES (.2).
BUTLER, JR. J	05/25/02	0.40	CONTINUED ATTENTION TO PLAN MATTERS (.4).
BUTLER, JR. J	05/31/02	0.60	CONTINUED TO ATTENTION TO PLAN MATTERS WITH SENIOR MANAGEMENT TEAM (.6).
		9.80	
KIPP MR	05/14/02	2.70	MEETING RE: LITIGATION ISSUES RELATING TO THE PLAN OF REORGANIZATION (2.7).
KIPP MR	05/21/02	2.20	MEETING RE: LITIGATION ISSUES LIKELY TO ARISE IN CONNECTION WITH CONFIRMATION HEARING FOR THE PLAN OF REORGANIZATION (1.5); DRAFT MEMO REGARDING SAME (.7).
		4.90	
PANAGAKIS GN	05/01/02	0.80	ATTENTION TO NEXT STEPS (.8).
PANAGAKIS GN	05/02/02	2.50	MEETING WITH R. HANSON REGARDING GENERAL COMMENTS TO PLAN (1.8); MEETING WITH MANAGEMENT TEAM REGARDING NEXT STEPS FOR REVISING PLAN (.7).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

PANAGAKIS GN	05/03/02	2.50	CONTINUED MEETING WITH R. HANSON REGARDING CREDITORS' COMMITTEE'S COMMENTS TO PLAN (2.2); ATTENTION TO TAX STRATEGIES REGARDING SAME (.3).
PANAGAKIS GN	05/06/02	2.00	ATTENTION TO DISCUSSIONS REGARDING EQUITY ISSUES, INCLUDING TELECONFERENCES WITH MANAGEMENT TEAM AND OTHER ADVISORS REGARDING SAME (2.0).
PANAGAKIS GN	05/08/02	2.00	ATTENTION TO PLAN NEGOTIATIONS INCLUDING TELECONFERENCES WITH REPRESENTATIVES OF CREDITORS AND EQUITY COMMITTEE REGARDING SAME (1.2) AND DISCUSSIONS WITH MANAGEMENT REGARDING SAME (.8).
PANAGAKIS GN	05/09/02	2.40	TELECONFERENCE WITH E. WEISFELNER (.3), C. FORTGANG AND OTHER REPRESENTATIVES OF CREDITORS COMMITTEE (1.1) AND MANAGEMENT TEAM (1.0) REGARDING PLAN NEGOTIATIONS.
PANAGAKIS GN	05/10/02	1.30	CONTINUED ATTENTION TO REVISIONS TO PLAN AND DISCLOSURE STATEMENT AND POTENTIAL SETTLEMENT STRATEGIES REGARDING SAME (1.3).
PANAGAKIS GN	05/13/02	2.20	REVIEW COUNTER PROPOSAL FROM EQUITY COMMITTEE (.3); DISCUSS SAME WITH T. SNYDER (.8) AND N. BLAKE AND R. MISHLER (.8); DISCUSS SAME WITH C. FORTGANG AND R. HANSON (.3).
PANAGAKIS GN	05/14/02	3.10	ATTENTION TO POTENTIAL TAX OPTIONS UNDER PLAN (1.0); REVIEW AND DISCUSS EQUITY COUNTERPROPOSAL WITH T. SNYDER, N. BLAKE AND R. MISHLER (1.0); PREPARE FOR NEXT DAY MEETING WITH EQUITY COMMITTEE REGARDING SAME (.8); DISCUSS SAME WITH C. FORTGANG (.3).
PANAGAKIS GN	05/15/02	6.00	PREPARE FOR AND ATTEND MEETING WITH EQUITY REPRESENTATIVES REGARDING COUNTERPROPOSAL (4.5); FOLLOW UP DISCUSSIONS WITH MANAGEMENT AND OTHER ADVISORS REGARDING SAME (.8); DISCUSS SAME WITH C. FORTGANG (.2); ATTENTION TO SEC LETTER (.5).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

PANAGAKIS GN	05/16/02	2.00	DISCUSSIONS WITH MANAGEMENT REGARDING EQUITY COUNTERPROPOSAL (.8); DISCUSS SAME WITH C. FORTGANG (.2); ATTENTION TO PLAN ISSUES (1.0).
PANAGAKIS GN	05/17/02	0.50	ATTENTION TO STATUS OF OPEN PLAN MATTERS (.5).
PANAGAKIS GN	05/20/02	4.00	NUMEROUS DISCUSSIONS WITH MANAGEMENT, OTHER ADVISORS AND REPRESENTATIVES OF BOTH COMMITTEES REGARDING POTENTIAL CONSENSUAL RESOLUTION OF PLAN (2.5); CONTINUED TO WORK ON OPEN PLAN ISSUES (1.5).
PANAGAKIS GN	05/21/02	2.80	CONTINUED NEGOTIATIONS WITH COMMITTEE REPRESENTATIVES REGARDING POTENTIAL RESOLUTION (.8); WORK ON OPEN PLAN ISSUES, INCLUDING CLASSIFICATION AND TAX MATTERS (2.0).
PANAGAKIS GN	05/22/02	4.00	CONTINUED DISCUSSIONS WITH MANAGEMENT AND NEGOTIATIONS WITH COMMITTEE REPRESENTATIVES REGARDING POTENTIAL PLAN RESOLUTION (1.5); ATTENTION TO REVISIONS TO PLAN PRIMARILY REGARDING COMMENTS FROM CREDITORS COMMITTEE AND CLASSIFICATION ISSUES (2.5).
PANAGAKIS GN	05/23/02	3.50	CONTINUE TO ADDRESS PLAN ISSUES RAISED BY OBJECTORS AND EQUITY COMMITTEE (1.5) AND INCORPORATE CREDITORS COMMITTEE COMMENTS (.8); FURTHER DISCUSSIONS REGARDING POTENTIAL RESOLUTION WITH EQUITY (1.2).
PANAGAKIS GN	05/24/02	2.50	CONTINUED ATTENTION TO PLAN OF REORGANIZATION APPROACH FOR POTENTIAL CONSENSUAL RESOLUTION (2.5).
PANAGAKIS GN	05/27/02	0.70	CONTINUED ATTENTION TO CHANGES TO PLAN OF REORGANIZATION IN CONNECTION WITH UPCOMING DISCLOSURE STATEMENT HEARING (.7).
PANAGAKIS GN	05/28/02	2.30	CONTINUED ATTENTION TO CHANGES TO PLAN IN RESPONSE TO COMMENTS FROM CREDITORS COMMITTEE AND OBJECTIONS (1.5); DISCUSSIONS WITH REPRESENTATIVES OF BOTH COMMITTEES REGARDING POTENTIAL CONSENSUAL RESOLUTION (.8)

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

PANAGAKIS GN	05/29/02	2.30	CONTINUED ATTENTION TO CHANGES TO PLAN IN RESPONSE TO COMMENTS FROM CREDITORS COMMITTEE AND OBJECTIONS (1.8); DISCUSSIONS WITH REPRESENTATIVES OF BOTH COMMITTEES REGARDING POTENTIAL CONSENSUAL RESOLUTION (.5).
PANAGAKIS GN	05/30/02	3.00	CONTINUED ATTENTION TO CHANGES TO PLAN IN RESPONSE TO COMMENTS FROM CREDITORS COMMITTEE AND OBJECTIONS (2.5); DISCUSSIONS WITH REPRESENTATIVES OF BOTH COMMITTEES REGARDING POTENTIAL CONSENSUAL RESOLUTION (.5).
		52.40	
PERLMAN F	05/02/02	0.60	TELECONFERENCE WITH R. MISHLER REGARDING PLAN PROJECTIONS AND VALUATIONS (.3); TELECONFERENCE WITH B. LACKEY REGARDING CLAIMS RECOVERY (.3).
PERLMAN F	05/06/02	1.20	ATTENTION TO ISSUES REGARDING EQUITY DISTRIBUTION (1.2).
PERLMAN F	05/07/02	2.50	ATTENTION TO PLAN PROJECTIONS, VALUATIONS AND CREDITORS' RECOVERY (2.5).
PERLMAN F	05/09/02	2.60	TELECONFERENCE WITH N. BLAKE ET AL. REGARDING PLAN PROJECTIONS AND MANAGEMENT INCENTIVE PLAN (1.5); TELECONFERENCE WITH C. FORTGANG ET AL. REGARDING PLAN PROJECTIONS AND MANAGEMENT INCENTIVE PLAN (1.1).
PERLMAN F	05/10/02	3.80	ATTENTION TO PLAN AND DISCLOSURE STATEMENT (2.8); WORK ON ISSUES REGARDING SUBORDINATED CLAIMS AND EQUITY (1.0).
PERLMAN F	05/14/02	0.80	REVIEW WARRANT ANALYSIS (.8).
PERLMAN F	05/15/02	1.90	TELECONFERENCE WITH J. BOBRECK REGARDING CONVENIENCE CLAIMS (.3); ATTENTION TO PLAN AND DISTRIBUTION ISSUES (1.6).
PERLMAN F	05/16/02	3.90	TELECONFERENCE WITH H. PARKHILL REGARDING PLAN (1.0); ATTENTION TO PLAN AND DISCLOSURE STATEMENT (2.9).
PERLMAN F	05/17/02	5.30	REVIEW AND REVISE PLAN (1.3); ATTENTION TO PLAN ISSUES (2.9); ATTENTION TO RELEASE ISSUES (1.1).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

PERLMAN F	05/18/02	1.10	EVALUATE ISSUES REGARDING INDENTURES (1.1).
PERLMAN F	05/19/02	2.30	RESEARCH REGARDING RELEASES (1.1); EVALUATE VALUATION AND RECOVERY ISSUES (1.2).
PERLMAN F	05/21/02	2.70	WORK ON PLAN DISTRIBUTION ISSUES (2.7).
PERLMAN F	05/22/02	7.00	ATTENTION TO DISTRIBUTION AND CLASSIFICATION ISSUES REGARDING CLAIM C-5 (2.8); REVIEW TAX ISSUES REGARDING PLAN (1.2); WORK ON PLAN (1.7); EVALUATE RELEASES (1.3).
PERLMAN F	05/28/02	1.90	CONTINUE TO REVIEW AND REVISE PLAN (1.9).
PERLMAN F	05/29/02	2.60	CONTINUE TO REVISE PLAN (1.8); ATTENTION TO TERM SHEETS FOR NOTES (.8).
PERLMAN F	05/30/02	3.60	CONTINUE TO REVISE PLAN (2.6); CONTINUED ATTENTION TO TERM SHEETS (1.0).
		43.80	
VANCE III L	05/22/02	6.50	ANALYZE EMERGENCE ISSUES (6.5).
VANCE III L	05/28/02	2.50	ATTENTION TO PLAN ISSUES REGARDING NOTE TERM SHEETS (2.5).
VANCE III L	05/29/02	6.30	REVISION OF PLAN REGARDING TRUST OPTION (2.3); REVISION OF NOTES TERM SHEETS (4.0).
VANCE III L	05/30/02	6.50	NEGOTIATION OF NOTES TERM SHEETS (6.5).
VANCE III L	05/31/02	1.00	REVIEW OF NOTES TERM SHEET (1.0).
		22.80	
		133.70	
<b>Total Partner</b>			
ANDERSON JD	05/23/02	4.00	RESEARCH RE: FORM T-3 AND TRUST INDENTURE ACT (1.5); RESEARCH RE: CERTIFICATES OF FAIR VALUE AND ASSET SALES (2.5).
ANDERSON JD	05/24/02	1.00	REVIEW FORM T-3 AND OTHER TRUST INDENTURE ACT MATERIALS (1.0).
ANDERSON JD	05/28/02	2.50	COMMENCE WORK ON FORM T-3 FOR NOTE INDENTURE (2.5).
		7.50	

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

HARRINGTON JS	05/17/02	1.20	RESEARCH VARIOUS PLAN OF REORGANIZATION ISSUES (1.2).
HARRINGTON JS	05/29/02	1.20	CONTINUE TO REVIEW RESEARCH RELATED TO VARIOUS PLAN OF REORGANIZATION ISSUES (1.2).
HARRINGTON JS	05/30/02	2.10	PROOF, EDIT AND MAKE CHANGES TO PLAN OF REORGANIZATION (2.1).
		4.50	
MIKEL AF	05/06/02	2.00	WORK ON EQUITY COMMITTEE CHART (2.0).
MIKEL AF	05/07/02	8.60	REVIEW AND EVALUATE TRIAL TRANSCRIPTS AND PLEADINGS FOR PURPOSE OF EQUITY COMMITTEE CHART (8.6).
MIKEL AF	05/08/02	8.90	REVIEW AND EVALUATE TRIAL TRANSCRIPTS FOR PURPOSE OF COMPOSING CHART OF EQUITY COMMITTEE ALLEGATIONS (8.9).
MIKEL AF	05/09/02	9.10	WORK ON EQUITY COMMITTEE CHART (9.1).
MIKEL AF	05/10/02	8.00	CONTINUE TO WORK ON EQUITY COMMITTEE CHART (8.0).
MIKEL AF	05/14/02	2.90	REVIEWING AND EVALUATING PLEADINGS AND TRIAL TRANSCRIPTS FOR PURPOSE OF EQUITY COMMITTEE CHART (2.9).
MIKEL AF	05/15/02	0.50	EDITED EQUITY COMMITTEE CHART (.5).
MIKEL AF	05/16/02	5.10	CONTINUED EDITING EQUITY COMMITTEE CHART (5.1).
MIKEL AF	05/17/02	1.10	CONTINUED EDITING EQUITY COMMITTEE CHART (1.1).
MIKEL AF	05/21/02	8.10	CONTINUE TO EDIT EQUITY COMMITTEE CHART (8.1).
MIKEL AF	05/22/02	5.20	CONTINUE TO EDIT EQUITY COMMITTEE CHART (5.2).
MIKEL AF	05/24/02	3.10	REVIEWED AND ANALYZED DOCUMENTS RELATING TO THE CHRONOLOGY OF EVENTS IN CASE (2.0); REVIEWED AND ANALYZED UNITED STATES TRUSTEE BRIEF (1.1).
MIKEL AF	05/25/02	6.20	REVIEWED AND EVALUATED PLEADINGS AND TRANSCRIPTS IN ANTICIPATION OF PLAN CONFIRMATION HEARING (6.2).



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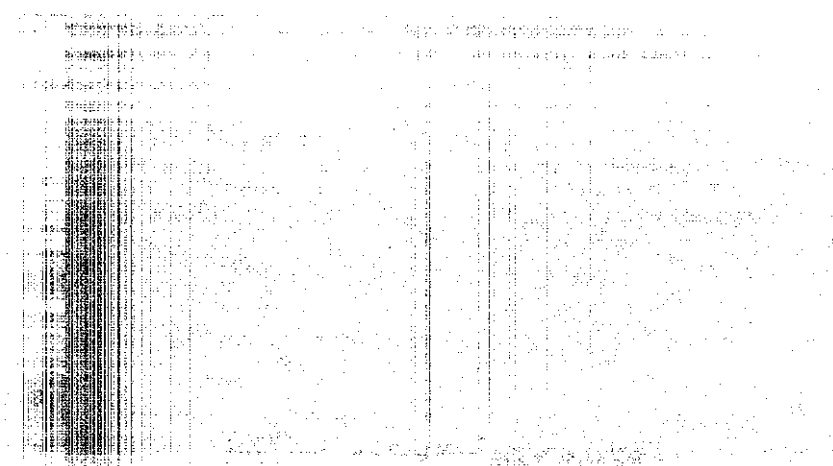
MIKEL AF	05/26/02	3.50	CONTINUE TO REVIEW AND EVALUATED PLEADINGS AND TRANSCRIPTS IN ANTICIPATION OF PLAN CONFIRMATION HEARING (3.5).
MIKEL AF	05/28/02	4.20	CONTINUE TO REVIEW AND EVALUATED PLEADINGS AND TRANSCRIPTS IN ANTICIPATION OF PLAN CONFIRMATION HEARING (4.2).
MIKEL AF	05/30/02	4.50	RESEARCH RE RIGHTS OF EQUITY COMMITTEE (4.5).
MIKEL AF	05/31/02	7.10	RESEARCH RE RIGHTS AND DUTIES OF EQUITY COMMITTEE (7.1).
		88.10	
MURPHY MM	05/16/02	1.40	CONTINUE ADDRESSING PLAN ISSUES (1.4).
MURPHY MM	05/20/02	2.10	STRATEGIZE RE: POTENTIAL LITIGATION ISSUES SURROUNDING PLAN OF REORGANIZATION (1.3) AND RESEARCH RE: SAME (.8).
MURPHY MM	05/29/02	2.70	CONTINUE DRAFTING FIRST AMENDED PLAN OF REORGANIZATION (2.7).
MURPHY MM	05/30/02	2.60	FINALIZE FIRST AMENDED PLAN (2.6).
		8.80	
NAGY SJ	05/22/02	3.40	BEGIN RESEARCHING 34 ACT REQUIREMENTS RELATED TO PLAN (3.4).
NAGY SJ	05/23/02	2.30	RESEARCH 34 ACT REQUIREMENTS FOR PLAN OF REORGANIZATION (2.3).
NAGY SJ	05/24/02	2.50	CONTINUE RESEARCH REGARDING 34 ACT REQUIREMENTS RELATED TO PLAN OF REORGANIZATION (2.5).
NAGY SJ	05/27/02	3.70	CONTINUE RESEARCH REGARDING 34 ACT REQUIREMENTS FOR PLAN (3.7).
NAGY SJ	05/28/02	2.30	CONTINUE RESEARCH REGARDING 34 ACT REQUIREMENTS (2.3).
		14.20	
ROHLFSEN RJ	05/01/02	0.40	REVIEW OF PRESS RELEASES REGARDING DISCLOSURE STATEMENT FOR PLAN OF REORGANIZATION (.2); REVIEW OF REORGANIZATION PLAN MATERIALS IN CONNECTION WITH PREPARING FOR NEXT OMNIBUS HEARING (.2).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

ROHLFSEN RJ	05/06/02	0.10	REVIEW MATERIAL RELATING TO PLAN OF REORGANIZATION (.1).
ROHLFSEN RJ	05/23/02	1.90	CONTINUE REVIEW AND ANALYSIS OF CHART REGARDING STATEMENTS MADE BY THE EQUITY COMMITTEE IN CONNECTION WITH PREPARING FOR APPROVAL OF PLAN OF REORGANIZATION (1.9).
		2.40	
STEINLE JJ	05/01/02	0.90	FOLLOW-UP REGARDING REGULATORY FILINGS ASSOCIATED WITH PLAN (.9).
STEINLE JJ	05/15/02	2.10	TELECONFERENCES WITH STOCKHOLDERS, CREDITORS AND OTHER INTERESTED PARTIES REGARDING PLAN FILING (2.1).
STEINLE JJ	05/17/02	0.90	RESPOND TO STOCKHOLDER AND CREDITOR INQUIRIES REGARDING PLAN AND DISCLOSURE STATEMENT (.9).
STEINLE JJ	05/21/02	2.20	LEGAL ANALYSIS REGARDING THIRD PARTY RELEASES (2.2).
		6.10	
STUART NL	05/13/02	7.00	REVIEW OF CDO DISCLOSURE STATEMENT AND PLAN REGARDING REORGANIZED CDO FORMATION (2.5); RESEARCH CDO CERTIFICATE OF INCORPORATION AND DELAWARE LAW RE: REINCORPORATION (4.5).
STUART NL	05/14/02	4.10	REVIEW OF CDO PLAN AND DISCLOSURE STATEMENT (.7); WORK ON CDO CORP. FORMATION (3.4).
STUART NL	05/15/02	5.50	CDO CORPORATE FORMATION: CORRESPONDENCE WITH DELAWARE OFFICE REGARDING PROCEDURES; REVIEW OF REQUIREMENTS FOR DELAWARE INCORPORATION; DRAFT CHECKLIST; DRAFT CERTIFICATES OF INCORPORATION; MEETING WITH J. STEINLE REGARDING FUTURE WORK (5.5).
STUART NL	05/16/02	6.50	RESEARCH REGARDING INCORPORATION IN ILLINOIS/ REINCORPORATION IN ILLINOIS, REVIEW OF PLAN AND DISCLOSURE STATEMENT RE SECURITIES TO BE DISTRIBUTED, PARTIAL DRAFT OF REORG. CDO BYLAWS, TELECONFERENCE WITH M. BERGLIND RE PROCEDURES FOR INCORPORATING IN ILLINOIS (6.5).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

STUART NL	05/21/02	5.50	RESEARCH RE: PLAN CONFIRMATION (5.5).
STUART NL	05/22/02	6.50	CONTINUED RESEARCH RE: PLAN CONFIRMATION (6.5).
STUART NL	05/23/02	6.00	READ WSJ AND DBR (.5); CONTINUED RESEARCH RE: PLAN CONFIRMATION (5.5).
		41.10	
<b>Total Associate</b>		<b>172.70</b>	
WORSHECK TM	04/26/02	5.80	PREPARE EXCEL SERVICE LISTS FOR BATCH PROCESSING, EDIT/REVISE SUCH LISTS AND COMPLETE PREPARATION OF OVERNIGHT MAIL SHIPPING LOG RE JOINT PLAN OF REORGANIZATION AND PLAN DISCLOSURE STATEMENT (.8); PREPARE AND ASSEMBLE DOCUMENTS FOR MAILING/DISTRIBUTION RE JOINT PLAN OF REORGANIZATION AND PLAN DISCLOSURE STATEMENT (5.0).



**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

WORSHECK TM	05/20/02	2.20	CONTINUE TO PREPARE EXCEL SERVICE LISTS FOR BATCH PROCESSING, EDIT/REVISE SUCH LISTS AND COMPLETE PREPARATION OF OVERNIGHT MAIL SHIPPING LOG RE APPLICATION FOR AN ORDER AUTHORIZING EMPLOYMENT AND RETENTION OF INNISFREE M&A INCORPORATED AS SPECIAL NOTICING AND VOTING AGENT, DECLARATION OF JANE SULLIVAN IN SUPPORT OF DEBTOR'S APPLICATION FOR ORDER AUTHORIZING EMPLOYMENT AND RETENTION OF INNISFREE M&A INCORPORATED AS SPECIAL NOTICING AND VOTING AGENT, APPLICATION FOR AN ORDER AUTHORIZING EMPLOYMENT AND RETENTION OF KPMG LLP AS FINANCIAL ADVISOR TO THE DEBTORS, AFFADAVIT AND STATEMENT OF KEVIN A. KRAKORA IN SUPPORT OF APPLICATION FOR AN ORDER AUTHORIZING EMPLOYMENT AND RETENTION OF KPMG LLP AS FINANCIAL ADVISOR TO THE DEBTOR TO MASTER SERVICE LIST AND NOTICE OF FILING TO 2002 SERVICE LIST (.5); PREPARE AND ASSEMBLE DOCUMENTS FOR DISTRIBUTION/MAILING RE APPLICATION FOR AN ORDER AUTHORIZING EMPLOYMENT AND RETENTION OF INNISFREE M&A INCORPORATED AS SPECIAL NOTICING AND VOTING AGENT, DECLARATION OF JANE SULLIVAN IN SUPPORT OF DEBTOR'S APPLICATION FOR ORDER AUTHORIZING EMPLOYMENT AND RETENTION OF INNISFREE M&A INCORPORATED AS SPECIAL NOTICING AND VOTING AGENT, APPLICATION FOR AN ORDER AUTHORIZING EMPLOYMENT AND RETENTION OF KPMG LLP AS FINANCIAL ADVISOR TO THE DEBTORS, AFFADAVIT AND STATEMENT OF KEVIN A. KRAKORA IN SUPPORT OF APPLICATION FOR AN ORDER AUTHORIZING EMPLOYMENT AND RETENTION OF KPMG LLP AS FINANCIAL ADVISOR TO THE DEBTOR TO MASTER SERVICE LIST AND NOTICE OF FILING TO 2002 SERVICE LIST (1.7).
		8.00	
Total Legal Assist Support		8.00	
MATTER TOTAL		<u>314.40</u>	

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Comdisco, Inc. (DIP)  
Reorganization Plan

Bill Date: 06/30/02  
Bill Number: 921074

Disbursement	Date	Vendor/Employee	Amount
Air travel - vendor feed	03/25/02	Perlman F	-1381.50
Air travel - vendor feed	03/25/02	Panagakis GN	-1382.00
Air travel - vendor feed	05/15/02	Panagakis GN	1481.50
<b>TOTAL AIR TRAVEL - VENDOR FEED</b>			<b>\$-1,282.00</b>
In-house Reproduction	05/17/02	Copy Center, D	29.69
In-house Reproduction	05/24/02	Copy Center, D	152.93
In-house Reproduction	05/28/02	Copy Center, D	16.29
In-house Reproduction	05/31/02	Copy Center, D	27.09
<b>TOTAL IN-HOUSE REPRODUCTION</b>			<b>\$226.00</b>
Telephone Expense	05/31/02	Telecommunications, D	0.87
Telephone Expense	05/31/02	Telecommunications, D	3.38
Telephone Expense	05/31/02	Telecommunications, D	4.14
Telephone Expense	05/31/02	Telecommunications, D	9.17
Telephone Expense	05/31/02	Telecommunications, D	214.44
<b>TOTAL TELEPHONE EXPENSE</b>			<b>\$232.00</b>
Lexis/Nexis	05/21/02	Stuart NL	245.80
Lexis/Nexis	05/22/02	Altan EL	124.24
Lexis/Nexis	05/22/02	Anderson JD	184.69
Lexis/Nexis	05/22/02	Stuart NL	267.26
Lexis/Nexis	05/23/02	Stuart NL	41.60
Lexis/Nexis	05/23/02	Nagy SJ	78.88
Lexis/Nexis	05/23/02	Anderson JD	219.53
<b>TOTAL LEXIS/NEXIS</b>			<b>\$1,162.00</b>
Westlaw	05/21/02	Steinle JJ	29.10
Westlaw	05/23/02	Qiu SX	14.83
Westlaw	05/23/02	Steinle JJ	50.22
Westlaw	05/31/02	Mikel AF	450.85

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Disbursement	Date	Vendor/Employee	Amount
		<b>TOTAL WESTLAW</b>	<b>\$545.00</b>
Telephone Expense - all other	05/24/02	Telecommunications, DGenesys Conferencing	132.00
		<b>TOTAL TELEPHONE EXPENSE - ALL OTHER</b>	<b>\$132.00</b>
Out-of-Town Travel	05/15/02	Panagakis GN	136.00
		<b>TOTAL OUT-OF-TOWN TRAVEL</b>	<b>\$136.00</b>
Messengers/ Courier	03/31/02	Corporate RestructuringArrow Messenger Svc	30.22
Messengers/ Courier	04/13/02	Corporate RestructuringUnited Parcel Service	84.83
Messengers/ Courier	04/20/02	Corporate RestructuringUnited Parcel Service	93.74
Messengers/ Courier	04/28/02	Corporate RestructuringArrow Messenger Svc	24.61
Messengers/ Courier	04/28/02	Corporate RestructuringComet Messenger Service	25.79
Messengers/ Courier	04/29/02	Database, Car, Courier, Air Dept	10.89
Messengers/ Courier	05/01/02	Database, Car, Courier, Air Dept	8.77
Messengers/ Courier	05/15/02	Database, Car, Courier, Air Dept	13.14
Messengers/ Courier	05/24/02	Database, Car, Courier, Air Dept	18.01
		<b>TOTAL MESSENGERS/ COURIER</b>	<b>\$310.00</b>
Outside Research/Internet Services	04/30/02	Corporate RestructuringGlobal Securities	149.35
Outside Research/Internet Services	05/24/02	Corporate RestructuringChoicePoint Inc.	232.60
Outside Research/Internet Services	05/31/02	Corporate RestructuringGlobal Securities	119.05
		<b>TOTAL OUTSIDE RESEARCH/INTERNET SERVICES</b>	<b>\$501.00</b>

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

<b>Disbursement</b>	<b>Date</b>	<b>Vendor/Employee</b>	<b>Amount</b>
Cellular Phone Expense	04/29/02	Butler, Jr. J	31.00
		<b>TOTAL CELLULAR PHONE EXPENSE</b>	<b>\$31.00</b>
		<b>TOTAL MATTER</b>	<b>\$1,993.00</b>

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Comdisco, Inc. (DIP)  
Reorganization Plan

Bill Date: 07/31/02  
Bill Number: 923588

NAME	DATE	HOURS	DESCRIPTION
BUTLER, JR. J	06/05/02	0.30	CONTINUED ATTENTION TO PLAN MATTERS AND JUNE 6TH MEETING IN NEW YORK CITY WITH REPRESENTATIVES OF CREDITORS AND EQUITY COMMITTEE AND SENIOR MANAGEMENT TEAM, NEXT STEPS (.3).
BUTLER, JR. J	06/06/02	0.20	CONTINUED ATTENTION TO PLAN MATTERS AND LIKELY CONSENSUAL TRANSACTION WITH CREDITORS AND EQUITY COMMITTEE WITH SENIOR MANAGEMENT TEAM, NEXT STEPS (.2).
BUTLER, JR. J	06/07/02	0.40	CONTINUED ATTENTION TO PLAN MATTERS AND LIKELY CONSENSUAL TRANSACTION WITH CREDITORS AND EQUITY COMMITTEE WITH SENIOR MANAGEMENT TEAM, NEXT STEPS (.4).
BUTLER, JR. J	06/10/02	0.60	CONTINUED ATTENTION TO PLAN MATTERS AND CONSENSUAL TRANSACTION WITH CREDITORS AND EQUITY COMMITTEE WITH SENIOR MANAGEMENT TEAM, NEXT STEPS (.6).
BUTLER, JR. J	06/12/02	0.30	CONTINUED ATTENTION TO FINAL REVISIONS TO PLAN, ETC. (.3).
		1.80	
KIPP MR	06/03/02	0.70	CONFERENCE RE: EQUITY COMMITTEE'S DISCOVERY REQUESTS (.7).
KIPP MR	06/04/02	5.80	PREPARE FOR DISCOVERY CONFERENCE WITH M. BALDWIN (1.3); PARTICIPATE IN DISCOVERY CONFERENCE WITH M. BALDWIN (1.0); CONFERENCE RE: THE EQUITY COMMITTEE'S DOCUMENT REQUESTS (.7); DRAFT LETTER TO M. BALDWIN SETTING FORTH COMDISCO'S RESPONSE TO EACH SEPARATE DOCUMENT REQUEST (2.8).
KIPP MR	06/05/02	3.50	REVIEW AND EDIT LETTER RESPONDING TO THE EQUITY COMMITTEE'S DOCUMENT REQUESTS (.8); TELECONFERENCE RE: EDITS TO LETTER (.4); REVISE LETTER ACCORDINGLY (.8); ATTENTION TO MOTION FOR A PROTECTIVE ORDER (1.5).



SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

KIPP MR	06/06/02	4.50	COMMUNICATE WITH M. BALDWIN OF EQUITY COMMITTEE REGARDING COMDISCO'S OBJECTIONS (.5); TELECONFERENCE ABOUT OBJECTIONS (.3); ATTENTION TO MOTION FOR A PROTECTIVE ORDER (1.2); DRAFT MOTION FOR A PROTECTIVE ORDER (2.5).
KIPP MR	06/07/02	3.30	PARTICIPATE IN DISCOVERY CONFERENCE WITH M. BALDWIN (1.0); EDIT MOTION FOR A PROTECTIVE ORDER IN LIGHT OF AGREEMENTS REACHED DURING THE CONFERENCE (1.5); REVIEW AND EDIT FINAL DRAFT OF MOTION (.8).
		17.80	
PANAGAKIS GN	06/03/02	2.60	TELECONFERENCES WITH N. BLAKE AND OTHER MEMBERS OF MANAGEMENT TEAM REGARDING SETTLEMENT MEETING WITH COMMITTEES (1.8); DISCUSS SAME WITH T. SNYDER (.8).
PANAGAKIS GN	06/04/02	1.40	ATTENTION TO PLAN NEGOTIATIONS, INCLUDING TELECONFERENCE WITH T. SNYDER AND MANAGEMENT TEAM REGARDING SAME (1.4).
PANAGAKIS GN	06/05/02	3.10	TELECONFERENCES WITH T. SNYDER REGARDING STRATEGIES FOR PLAN NEGOTIATIONS WITH COMMITTEES (1.0); TELECONFERENCES WITH MANAGEMENT TEAM REGARDING SAME (1.2); TELECONFERENCE WITH C. FORTGANG (.3) AND R. HANSON (.3) REGARDING SAME; ATTENTION TO DISCOVERY ISSUES (.3).
PANAGAKIS GN	06/06/02	4.50	ATTEND MEETING WITH N. BLAKE AND REPRESENTATIVES OF BOTH COMMITTEES REGARDING SETTLEMENT OF PLAN AND RELATED ISSUES (4.5).
PANAGAKIS GN	06/07/02	3.60	ATTENTION TO EQUITY DISCOVERY REQUEST (.5); TELECONFERENCE WITH E. WEISFELNER REGARDING STATUS OF NEGOTIATIONS (.3, .5); TELECONFERENCE WITH MANAGEMENT TEAM REGARDING SAME (1.3); ATTENTION TO MOSER CLASS ACTION MATTERS (1.0).
PANAGAKIS GN	06/10/02	2.50	CONTINUED ATTENTION TO PLAN NEGOTIATIONS, INCLUDING TELECONFERENCES WITH COMMITTEE REPRESENTATIVES REGARDING SETTLEMENT DISCUSSIONS (2.5).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

PANAGAKIS GN	06/11/02	3.00	CONTINUED ATTENTION TO PLAN NEGOTIATIONS, INCLUDING MEETING WITH R. HANSON REGARDING SAME (1.0); ATTENTION TO MOSER ISSUES (2.0).
PANAGAKIS GN	06/12/02	3.00	CONTINUED ATTENTION TO FINALIZATION OF PLAN, INCLUDING TELECONFERENCE WITH EQUITY REPRESENTATIVES REGARDING DOCUMENTATION MATTERS (1.5) AND ATTENTION TO COMPLETION OF DRAFT OF INDENTURES AND RELATED CREDITOR DOCUMENTS (1.5).
PANAGAKIS GN	06/13/02	2.30	CONTINUED ATTENTION TO MOSER MATTERS (.7); ATTENTION TO PROCESS FOR COMPLETING PLAN DOCUMENTATION (1.0); REVIEW REVISIONS TO PLAN (.6).
PANAGAKIS GN	06/14/02	5.70	REVIEW AND COMMENT ON DRAFT OF INDENTURES (2.8); MEETING WITH R. MISHLER AND J. MCCOY REGARDING SAME (1.9); ATTENTION TO SCHEDULE FOR COMPLETION OF EQUITY DOCUMENTS (1.0).
PANAGAKIS GN	06/15/02	1.90	PARTICIPATE ON CONFERENCE CALLS WITH R. MISHLER AND J. MCCOY REGARDING PLAN AND INDENTURE (1.9).
PANAGAKIS GN	06/19/02	1.00	ATTENTION TO PLAN EXHIBITS AND RELATED MATTERS (1.0).
PANAGAKIS GN	06/20/02	1.30	ATTENTION TO STATUS AND OPEN ISSUES REGARDING CREDITOR PLAN DOCUMENTS (1.0); ATTENTION TO EQUITY DOCUMENT ISSUES (.3).
PANAGAKIS GN	06/21/02	5.90	REVIEW AND COMMENT ON INDENTURE (3.0); MEETING WITH R. MISHLER AND J. MCCOY RE SAME (1.2); TELECONFERENCE WITH COUNSEL FOR EQUITY RE DRAFTING EQUITY DOCUMENTS (.9); CONTINUED ATTENTION TO SAME (.8).
PANAGAKIS GN	06/24/02	1.80	TELECONFERENCE WITH N. BLAKE REGARDING PREPARATION FOR TELECONFERENCE WITH C. FORTGANG (.5); TELECONFERENCE WITH N. BLAKE, R. MISHLER AND N. RAZI REGARDING SAME (.5); TELECONFERENCE WITH C. FORTGANG AND N. BLAKE REGARDING PLAN RELATED MATTERS (.8).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

PANAGAKIS GN	06/25/02	1.60	TELECONFERENCE WITH B. BALDIGA REGARDING OPEN ISSUES (.2); TELECONFERENCE WITH R. HANSON REGARDING SAME (.2); ATTENTION TO RELEASE AND RELATED PLAN MATTERS (1.2).
PANAGAKIS GN	06/26/02	0.30	ATTENTION TO OPEN ITEMS (.3).
PANAGAKIS GN	06/27/02	3.90	TELECONFERENCE WITH N. PONTIKES REGARDING OUTSTANDING PLAN ISSUES (.7); TELECONFERENCE WITH B. BALDIGA REGARDING SAME (.2); TELECONFERENCE WITH EQUITY REPRESENTATIVES REGARDING TERM SHEET (1.8); MEET WITH R. HANSON AND MANAGEMENT TEAM REGARDING SAME (.6), AND REGARDING CREDITOR DOCUMENTS (.6).
PANAGAKIS GN	06/28/02	1.30	ATTENTION TO STATUS OF OPEN ISSUES REGARDING EQUITY AND CREDITORS DOCUMENTS (1.1); TELECONFERENCE WITH R. SUKLEY REGARDING PLAN ISSUES (.2).
		50.70	
PERLMAN F	06/03/02	0.60	ANALYZE SIP PLAN ISSUES (.6).
PERLMAN F	06/04/02	1.70	ATTENTION TO PLAN STRUCTURE ISSUES (1.7).
PERLMAN F	06/05/02	1.80	REVISE PLAN (1.8).
PERLMAN F	06/06/02	1.30	CONTINUE TO REVISE PLAN (1.3).
PERLMAN F	06/07/02	4.70	ATTENTION TO PLAN (1.4); WORK ON RESOLVING EQUITY AND SUBORDINATED CLAIMS ISSUES (3.3).
PERLMAN F	06/10/02	1.90	CONTINUE TO REVISE PLAN (1.9).
PERLMAN F	06/11/02	1.90	REVIEW AND REVISE PLAN (1.9).
PERLMAN F	06/12/02	2.60	TELECONFERENCE WITH B. BALDIGA REGARDING PLAN (1.0); REVISE PLAN (1.6).
PERLMAN F	06/13/02	1.60	CONTINUE TO REVISE PLAN (1.6).
PERLMAN F	06/14/02	0.80	CONTINUE TO REVIEW PLAN (.8).
PERLMAN F	06/19/02	1.50	WORK ON INDENTURE ISSUES (.8); ATTENTION TO PLAN ISSUES (.7).
PERLMAN F	06/24/02	1.70	ADDRESS PLAN AND CONFIRMATION ISSUES (1.7).
PERLMAN F	06/25/02	2.70	ATTENTION TO PLAN AND CONFIRMATION ISSUES (1.9); REVIEW BYLAWS AND PLAN DOCUMENTS (.8).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

PERLMAN F	06/26/02	2.10	WORK ON PLAN AND CONFIRMATION ISSUES (1.7); MEET WITH J. SCIAMATTA AND K. KRAKORA REGARDING CONFIRMATION (.4).
PERLMAN F	06/27/02	5.00	MEET WITH R. HANSON REGARDING PLAN DOCUMENTS (3.5); TELECONFERENCE WITH B. BALDIGA REGARDING EQUITY DISTRIBUTIONS (1.0); ATTENTION TO 13-D ISSUES (.5).
PERLMAN F	06/28/02	0.60	WORK ON CONFIRMATION MATTERS (.6).
		32.50	
VANCE III L	06/03/02	4.90	REVIEW AND ANALYSIS OF PLAN REGARDING IMPLEMENTATION (4.9).
VANCE III L	06/04/02	3.00	ATTENTION TO FORM T-3S (3.0).
VANCE III L	06/05/02	2.80	ATTENTION TO ISSUES REGARDING SEC COMMENT LETTER (2.8).
VANCE III L	06/07/02	3.60	REVIEW AND ANALYSIS OF INDENTURES (3.6).
VANCE III L	06/11/02	5.80	REVIEW AND ANALYSIS OF INDENTURES AND RELATED DOCUMENTS (5.8).
VANCE III L	06/12/02	4.50	REVIEW AND ANALYSIS OF INDENTURES (4.5).
VANCE III L	06/14/02	3.50	ATTENTION TO ISSUES REGARDING CONTINGENT PAYMENT OBLIGATIONS (2.0); TELECONFERENCE WITH R. MISHLER AND J. MCCOY REGARDING INDENTURES (1.5).
VANCE III L	06/15/02	2.00	TELECONFERENCE WITH R. MISHLER REGARDING INDENTURES (2.0).
VANCE III L	06/16/02	5.70	REVIEW AND MARKUP OF INDENTURES (5.7).
VANCE III L	06/17/02	6.80	ATTENTION TO NOTE INDENTURE ISSUES (5.8); REVIEW OF EQUITY DISTRIBUTION RIGHTS ISSUES (1.0).
VANCE III L	06/18/02	1.80	REVIEW OF INDENTURES AND RELATED DOCUMENTS (1.8).
VANCE III L	06/19/02	4.00	REVIEW OF INDENTURES AND RELATED DOCUMENTS (4.0).
VANCE III L	06/21/02	2.70	REVIEW OF INDENTURES (2.7).
VANCE III L	06/24/02	1.80	REVIEW OF COMMENTS TO REGISTRATION RIGHTS AGREEMENT (1.8).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

VANCE III L	06/25/02	4.50	REVIEW OF COMMENTS TO INDENTURES (4.5).
VANCE III L	06/27/02	2.60	ATTENTION TO CONTINGENT PAYMENT OBLIGATION ISSUES AND INDENTURE ISSUES (2.6).
VANCE III L	06/28/02	2.50	REVIEW AND REVISE CHARTER AND BYLAWS (2.5).
VANCE III L	06/29/02	5.80	REVIEW AND REVISE INDENTURES AND REGISTRATION RIGHTS AGREEMENT (5.8).
		68.30	
<b>Total Partner</b>		<b>171.10</b>	
ANDERSON JD	06/03/02	11.60	CONTINUE DRAFTING FORM T-3 FOR SECURED NOTES (9.5); REVIEW PLAN AND DISCLOSURE STATEMENTS FOR SAME (2.1).
ANDERSON JD	06/04/02	3.20	EDIT AND REVISE FORM T-3 (.7); BEGIN TO READ REVISED PLAN AND DISCLOSURE STATEMENT (2.5).
ANDERSON JD	06/05/02	2.70	DISCUSS FORM T-3 INFORMATION WITH R. LACKEY AND G. ANDREOTTI (.6); REVISE AND EDIT FORM T-3 (1.5); REVIEW PLAN OF REORGANIZATION (.6).
ANDERSON JD	06/06/02	2.00	ATTENTION TO FORM 3 DOCUMENT COLLECTION AND ORGANIZATION (2.0).
ANDERSON JD	06/07/02	6.60	ATTENTION TO FORM T-3 FILING (3.0); ORGANIZE INFORMATION FOR SAME (1.4); CONTINUE READING PLAN AND DISCLOSURE STATEMENT (2.2).
ANDERSON JD	06/10/02	12.40	COMMENCE DRAFTING SENIOR NOTE INDENTURE (9.5); ATTENTION TO FORM T-3 FILING ISSUES AND INFORMATION COLLECTION (1.9); ORGANIZE FILES AND INDENTURE SAMPLES (1.0).
ANDERSON JD	06/11/02	15.30	DRAFT SENIOR NOTE INDENTURE (10.5); EDIT AND REVISE SAME (2.5); ATTENTION TO SENIOR NOTE ISSUES (2.3).
ANDERSON JD	06/12/02	6.90	WORK ON SENIOR NOTE INDENTURE (1.6); WORK ON SUBORDINATED NOTE INDENTURE (5.0); REVIEW BYLAWS AND ARTICLES (.3).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

ANDERSON JD	06/13/02	5.10	ATTENTION TO REORGANIZATION DOCUMENTS (1.0); WORK ON NOTE INDENTURES (3.2); REVIEW FORM T-3S (.9).
ANDERSON JD	06/14/02	9.30	ATTENTION TO SENIOR NOTE INDENTURE REVISIONS (6.0); DISCUSS SENIOR NOTE INDENTURE WITH R. MISHLER AND J. MCCOY (2.6); ATTENTION TO REVISED BYLAWS AND ARTICLES (.7).
ANDERSON JD	06/15/02	6.30	DISCUSS INDENTURES WITH R. MISHLER (1.7); EDIT AND REVISE INDENTURES (4.6).
ANDERSON JD	06/17/02	12.40	WORK ON REVISIONS TO SENIOR AND SUBORDINATED INDENTURES (6.5); DISCUSS SAME WITH R. MISHLER AND J. MCCOY (2.3); EDIT REORGANIZED ARTICLES AND BY-LAWS (.7); COMMENCE READING FIRST AMENDED PLAN OF REORGANIZATION (1.4); REVIEW DRAFTS OF FORM T-3 (.5); REVISE PLEDGE AGREEMENT (1.0).
ANDERSON JD	06/18/02	2.90	CONTINUE READING FIRST AMENDED PLAN OF REORGANIZATION (.5); WORK ON REVISIONS TO REORGANIZED BY-LAWS AND ARTICLES (2.4).
ANDERSON JD	06/19/02	6.20	FINALIZE FORM T-3 AND PREPARE SAME FOR FILING WITH THE SEC (6.2).
ANDERSON JD	06/25/02	9.50	REVIEW LATHAM COMMENTS TO REORGANIZATION DOCUMENTS (1.7); BEGIN DRAFTING REVISED FORM OF SENIOR NOTE INDENTURE (5.5); ATTENTION TO REORGANIZATION ISSUES (2.3).
ANDERSON JD	06/26/02	7.60	PREPARE MARKUPS TO SENIOR AND SUBORDINATED NOTE INDENTURES (6.5); COMMENCE MARKUP OF REGISTRATIONS RIGHTS AGREEMENT (.7); REVIEW REVISED ARTICLES AND BYLAWS (.4).
ANDERSON JD	06/27/02	7.40	DISCUSS REORGANIZATION DOCUMENTS WITH R. LACKEY AND R. MISHLER (1.0); EDIT INDENTURES AND OTHER REORGANIZATION DOCUMENTS (4.1); COMPLETE MARKUP TO REGISTRATION RIGHTS AGREEMENT (2.3).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

ANDERSON JD	06/28/02	6.30	ATTENTION TO REORGANIZATION DOCUMENT REVISIONS (3.4); ORGANIZE FILES (.3); COMPLETE FORM CHECK OF NEW NOTE INDENTURES (1.3); COLLECT AND REVIEW REGISTRATION RIGHTS AND INDENTURE PRECEDENT (1.3).
ANDERSON JD	06/29/02	4.70	COMPLETE REVISIONS AND MARKUPS TO REORGANIZATION DOCUMENTS (4.7).
		138.40	
HARRINGTON JS	06/04/02	1.80	RESEARCH ISSUES REGARDING A MOTION FOR PROTECTIVE ORDER IN CONNECTION WITH EQUITY COMMITTEE REQUEST FOR DISCOVERY (1.8).
HARRINGTON JS	06/05/02	2.40	DRAFTING SECTION OF MOTION TO PROTECT TO LIMIT DISCOVERY REQUEST OF EQUITY COMMITTEE (2.4).
HARRINGTON JS	06/06/02	0.80	REVISE AND FINALIZE MOTION FOR PROTECTIVE ORDER REGARDING EQUITY COMMITTEE DISCOVERY REQUESTS (.8).
HARRINGTON JS	06/07/02	1.30	FINALIZE MOTION FOR PROTECTIVE ORDER WITH RESPECT TO EQUITY COMMITTEE REQUEST FOR DISCOVERY (1.3).
HARRINGTON JS	06/27/02	0.60	SET UP HOTLINE FOR QUESTIONS RELATED TO PLAN AND DISCLOSURE STATEMENT (.6).
HARRINGTON JS	06/28/02	0.60	FINALIZE HOTLINE FOR QUESTIONS REGARDING PLAN AND DISCLOSURE STATEMENT (.6).
		7.50	
MEISLER RE	06/11/02	0.50	RESEARCHED CLAIMANTS ASSERTING PROOFS OF CLAIM GREATER THAN CERTAIN THRESHOLD AMOUNT REGARDING REORGANIZATION PLAN (.5).
MEISLER RE	06/19/02	0.70	STRATEGIZED REGARDING CONFIRMATION OF PLAN (.7).
MEISLER RE	06/26/02	1.20	DRAFTED CHART OF CRITICAL DEADLINES TO REACH CONFIRMATION (1.2).
MEISLER RE	06/27/02	0.80	REVISED CHART OF CRITICAL DEADLINES TO CONFIRMATION (.8).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MEISLER RE	06/28/02	2.90	ATTENTION TO PUBLICATION OF CONFIRMATION HEARING NOTICE (.2); STRATEGIZED REGARDING CONFIRMATION HEARING (.5); COMPILED BINDER OF PRECEDENTS REGARDING ORDERS AND MEMORANDUMS REGARDING CONFIRMATION (.8); REVIEWED PLAN REGARDING SECURITIES COVERED UNDER REGISTRATION RIGHTS AGREEMENT (.6); REVIEWED PLAN IN PREPARATION OF CONFIRMATION HEARING AND IN CONNECTION WITH EXHIBITS AND APPENDICES (.8).
		6.10	
MIKEL AF	06/03/02	9.30	RESEARCH RE EQUITY COMMITTEE'S RIGHT TO BRING BREACH OF FIDUCIARY CLAIM (9.3).
MIKEL AF	06/04/02	9.70	RESEARCH RE EQUITY COMMITTEE'S STANDING TO BRING BREACH OF FIDUCIARY DUTY CLAIM (9.7).
MIKEL AF	06/05/02	1.10	DRAFTED PORTION OF PROTECTIVE ORDER (1.1).
MIKEL AF	06/06/02	8.50	DRAFTED SECTION OF PROTECTIVE ORDER TO LIMIT EQUITY COMMITTEE'S DISCOVERY (8.5).
MIKEL AF	06/07/02	2.00	EDITED PROTECTIVE ORDER TO LIMIT EQUITY COMMITTEE'S DISCOVERY (2.0).
		30.60	
MURPHY MM	06/03/02	1.60	ATTENTION TO ISSUES RE: PLAN OF REORGANIZATION (1.6).
MURPHY MM	06/05/02	4.60	REVIEW MAY 31, 2002 TRANSCRIPT (1.6); REVIEW MARCH 26, 2002 TRANSCRIPT (1.3); DRAFT PORTION OF THE PROTECTIVE ORDER MOTION (1.7).
MURPHY MM	06/06/02	0.40	ATTENTION TO ISSUES RE: GECC AND POTENTIAL OBJECTION TO PLAN (.4).
MURPHY MM	06/07/02	5.20	FINALIZE PROTECTIVE ORDER MOTION, INCLUDING PREPARATION OF EXHIBITS (1.9); DRAFT ORDER RE: PROTECTIVE ORDER MOTION (.6); DRAFT MOTION TO FILE UNDER SEAL (.8); DRAFT LETTER TO JUDGE BARLIANT RE: MOTION TO FILE UNDER SEAL (.4); BEGIN REVIEW SOLICITATION DOCUMENTS (.8); STRATEGIZE RE: PLAN (.7).



**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

MURPHY MM	06/10/02	2.30	ADDRESS ISSUES RE: EQUITY COMMITTEE'S 2004 DISCOVERY (.6); ANSWER CALLS RE: PROPOSED PLAN OF REORGANIZATION (.3); RESEARCH RE: 1129(A) (3) GOOD FAITH STANDARD (1.0); CONTINUE REVIEW OF SOLICITATION DOCUMENTS (.4).
MURPHY MM	06/11/02	2.70	CONTINUE WORKING ON PLAN (2.7).
MURPHY MM	06/12/02	2.90	RESEARCH RE: STANDARDS FOR PLAN CONFIRMATION (.8); FINAL REVIEW OF PLAN AND MAKE EDITS (2.1).
		19.70	
ROHLFSEN RJ	06/14/02	0.30	REVIEW AND ANALYSIS OF MULTIPLE CORRESPONDENCE RELATING TO EQUITY COMMITTEE DISCOVERY ISSUES IN CONNECTION WITH PLAN OF REORGANIZATION (.3).
ROHLFSEN RJ	06/17/02	1.70	REVIEW AND ANALYSIS OF MULTIPLE DOCUMENTS AND CONTINUE WORK ON ISSUES RELATING TO PLAN CONFIRMATION, INCLUDING OUTSTANDING LITIGATION ISSUES AND ORGANIZATION OF CLAIMS RESOLUTION PROCESS (1.7).
ROHLFSEN RJ	06/18/02	0.60	CONTINUE ORGANIZATION AND WORK ON ISSUES RELATING TO CLAIMS ADMINISTRATION IN CONNECTION OF PLAN REORGANIZATION (.6).
ROHLFSEN RJ	06/24/02	0.60	REVIEW OF HEARING BINDER MATERIALS IN CONNECTION WITH PREPARING FOR CONFIRMATION ISSUES (.2); BEGIN REVIEW AND ANALYSIS OF DISCLOSURE STATEMENT IN CONNECTION WITH PLAN OF CONFIRMATION (.4).
ROHLFSEN RJ	06/25/02	0.20	REVIEW AND ANALYSIS OF MEMORANDUM REGARDING AUTOMATIC STAY ISSUES IN CONNECTION WITH PLAN CONFIRMATION (.2).
ROHLFSEN RJ	06/26/02	0.20	REVIEW AND ANALYSIS OF STIPULATION ORDER RELATING TO PLAN CONFIRMATION (.2).
		3.60	
SCHEFLEN MW	06/06/02	4.80	GATHER INFORMATION FOR AND REVIEW AND REVISE APPLICATIONS FOR QUALIFICATION ON FORM T-3 FOR PROPOSED SENIOR AND SUBORDINATED DEBT (4.8).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

SCHEFLEN MW	06/07/02	4.50	CONTINUE TO GATHER INFORMATION FOR AND CONTINUE TO REVIEW AND REVISE APPLICATIONS FOR QUALIFICATION ON FORM T-3 FOR PROPOSED SENIOR AND SUBORDINATED DEBT (4.5).
SCHEFLEN MW	06/10/02	10.50	CONTINUE TO REVIEW AND REVISE FORMS OF INDENTURES AND APPLICATIONS FOR QUALIFICATION ON FORM T-3 FOR PROPOSED SENIOR AND SUBORDINATED DEBT (10.5).
SCHEFLEN MW	06/11/02	8.60	CONTINUE TO REVIEW AND REVISE FORMS OF INDENTURES AND APPLICATIONS FOR QUALIFICATION ON FORM T-3 FOR PROPOSED SENIOR AND SUBORDINATED DEBT (8.6).
SCHEFLEN MW	06/12/02	10.10	CONTINUE TO REVIEW AND REVISE FORMS OF INDENTURES AND APPLICATIONS FOR QUALIFICATION ON FORM T-3 FOR PROPOSED SENIOR AND SUBORDINATED DEBT (10.1).
SCHEFLEN MW	06/13/02	7.00	CONTINUE TO REVIEW AND REVISE FORMS OF INDENTURES AND APPLICATIONS FOR QUALIFICATION ON FORM T-3 FOR PROPOSED SENIOR AND SUBORDINATED DEBT (7.0).
SCHEFLEN MW	06/17/02	8.20	CONTINUE TO REVIEW AND REVISE FORMS OF INDENTURES AND APPLICATIONS FOR QUALIFICATION ON FORM T-3 FOR PROPOSED SENIOR AND SUBORDINATED DEBT (8.2).
SCHEFLEN MW	06/18/02	7.30	CONTINUE TO REVIEW AND REVISE FORMS OF INDENTURES AND APPLICATIONS FOR QUALIFICATION ON FORM T-3 FOR PROPOSED SENIOR AND SUBORDINATED DEBT (7.3).
SCHEFLEN MW	06/19/02	6.00	CONTINUE TO REVIEW AND REVISE FORMS OF INDENTURES AND APPLICATIONS FOR QUALIFICATION ON FORM T-3 FOR PROPOSED SENIOR AND SUBORDINATED DEBT AND ARRANGE FOR FILING OF FORMS T-3 WITH THE SEC BY EDGAR (6.0).
SCHEFLEN MW	06/20/02	8.30	CONTINUE TO REVIEW AND REVISE FORMS OF INDENTURES AND APPLICATIONS FOR QUALIFICATION ON FORM T-3 FOR PROPOSED SENIOR AND SUBORDINATED DEBT AND ARRANGE FOR FILING OF FORMS T-3 WITH THE SEC BY EDGAR (8.3).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

SCHEFLEN MW	06/24/02	2.30	CONTINUE TO REVIEW AND REVISE FORMS OF INDENTURES FOR PROPOSED SENIOR AND SUBORDINATED NOTES (2.3).
SCHEFLEN MW	06/25/02	2.80	CONTINUE TO REVIEW AND REVISE FORMS OF INDENTURES FOR PROPOSED SENIOR AND SUBORDINATED NOTES (2.8).
SCHEFLEN MW	06/26/02	4.00	CONTINUE TO REVIEW AND REVISE FORMS OF INDENTURES FOR PROPOSED SENIOR AND SUBORDINATED NOTES (4.0).
SCHEFLEN MW	06/27/02	0.50	CONTINUE TO REVIEW AND REVISE FORMS OF INDENTURES FOR PROPOSED SENIOR AND SUBORDINATED NOTES (.5).
SCHEFLEN MW	06/28/02	4.50	CONTINUE TO RESEARCH REGARDING REGISTRATION OF PROPOSED NEW CLASSES OF SECURITIES UNDER THE '33 ACT, '34 ACT AND WITH A NATIONAL SECURITIES EXCHANGE (4.5).
		89.40	
STEINLE JJ	06/03/02	0.50	FOLLOW-UP REGARDING DISCLOSURE STATEMENT HEARING (.5).
STEINLE JJ	06/07/02	1.40	ANALYSIS REGARDING DISCLOSURE STATEMENT HEARING AND NEGOTIATIONS WITH COMMITTEES (1.0); REVIEW DISCLOSURE STATEMENT (.4).
STEINLE JJ	06/10/02	2.10	ANALYSIS REGARDING CLAIMS (.9); FOLLOW-UP REGARDING DISCLOSURE STATEMENT HEARING (1.2).
STEINLE JJ	06/11/02	1.20	ANALYSIS REGARDING DISCLOSURE STATEMENT/CONSENSUAL PLAN (1.2).
STEINLE JJ	06/20/02	0.80	ANALYSIS REGARDING CONFIRMATION/VOTERS ISSUES (.8).
STEINLE JJ	06/26/02	1.10	RESPOND TO QUESTIONS REGARDING PLAN (1.1).
		7.10	
STUART NL	06/04/02	1.10	RESEARCH RE: ANTITRUST ISSUES (1.1).
STUART NL	06/12/02	3.00	DRAFT ARTICLES AND BYLAWS FOR REORGANIZED COMDISCO (3.0).
STUART NL	06/13/02	3.60	REDRAFT AND RESEARCH RE: ARTICLES AND BYLAWS FOR REORGANIZED COMDISCO (3.6).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

STUART NL	06/14/02	5.00	RESEARCH RE INCORPORATION (.5); DRAFT DELAWARE ARTICLES AND COMPARE WITH BOILER DOCUMENTS, DRAFT BYLAWS (4.5).
STUART NL	06/17/02	5.10	REDRAFT BY-LAWS AND CERTIFICATE OF INCORPORATION FOR REORGANIZED COMDISCO (5.1).
STUART NL	06/18/02	7.20	CONTINUED DRAFTING AND RESEARCH RE: REORGANIZED COMDISCO (7.2).
STUART NL	06/19/02	3.00	CONTINUED RESEARCH AND REVISION OF CERTIFICATE OF INCORPORATION AND BY-LAWS FOR REORGANIZED COMDISCO (3.0).
STUART NL	06/25/02	4.80	REDRAFT AND REVISE ARTICLES AND BY-LAWS FOR REORGANIZED COMDISCO; INCORPORATED L&W COMMENTS, JA COMMENTS, AND BL COMMENTS; RESEARCH RE: THE OFFICERS SECTION (4.8).
STUART NL	06/26/02	8.60	REDRAFTED OFFICERS SECTION FOR BY-LAWS OF REORGANIZED COMDISCO (3.0); RESEARCH RE: SECTION 108 EXTENSION OF TIME; DRAFTED SHORT MEMO (5.6).
		41.40	
<b>Total Associate</b>		343.80	
<b>MATTER TOTAL</b>		<u>514.90</u>	

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Comdisco, Inc. (DIP)  
Reorganization Plan

Bill Date: 07/31/02  
Bill Number: 923588

Disbursement	Date	Vendor/Employee	Amount
In-house Reproduction	06/04/02	Copy Center, D	6.00
In-house Reproduction	06/14/02	Copy Center, D	146.00
In-house Reproduction	06/18/02	Copy Center, D	415.20
In-house Reproduction	06/21/02	Copy Center, D	49.10
In-house Reproduction	06/25/02	Copy Center, D	65.90
In-house Reproduction	06/28/02	Copy Center, D	4.80
<b>TOTAL IN-HOUSE REPRODUCTION</b>			<b>\$687.00</b>
Telephone Expense	06/28/02	Telecommunications, D	0.37
Telephone Expense	06/28/02	Telecommunications, D	0.39
Telephone Expense	06/28/02	Telecommunications, D	1.23
Telephone Expense	06/28/02	Telecommunications, D	3.54
Telephone Expense	06/28/02	Telecommunications, D	6.72
Telephone Expense	06/28/02	Telecommunications, D	215.75
<b>TOTAL TELEPHONE EXPENSE</b>			<b>\$228.00</b>
Lexis/Nexis	06/04/02	Harrington JS	6.58
Lexis/Nexis	06/05/02	Harrington JS	118.33
Lexis/Nexis	06/07/02	Harrington JS	202.63
Lexis/Nexis	06/10/02	Ralph SE	3.29
Lexis/Nexis	06/11/02	Ralph SE	23.02
Lexis/Nexis	06/12/02	Ralph SE	55.70
Lexis/Nexis	06/25/02	Stuart NL	37.72
Lexis/Nexis	06/27/02	Altan EL	76.73
<b>TOTAL LEXIS/NEXIS</b>			<b>\$524.00</b>
Westlaw	06/03/02	Connors CP	3.71
Westlaw	06/03/02	Mikel AF	261.05
Westlaw	06/04/02	Mikel AF	48.24
Westlaw	06/05/02	Mikel AF	7.42
Westlaw	06/10/02	Mikel AF	81.27
Westlaw	06/12/02	Ralph SE	64.87
Westlaw	06/14/02	Wolf GM	182.18

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Disbursement	Date	Vendor/Employee	Amount
Westlaw	06/25/02	Stuart NL	50.26
		<b>TOTAL WESTLAW</b>	<b>\$699.00</b>
Telephone Expense - all other	06/07/02	Telecommunications, DGenesys Conferencing	3.78
Telephone Expense - all other	06/14/02	Telecommunications, DGenesys Conferencing	13.90
Telephone Expense - all other	06/28/02	Telecommunications, DGenesys Conferencing	5.32
		<b>TOTAL TELEPHONE EXPENSE - ALL OTHER</b>	<b>\$23.00</b>
Messengers/ Courier	06/16/02	Corporate RestructuringArrow Messenger Svc	24.56
Messengers/ Courier	06/26/02	Database, Car, Courier, Air Dept	11.02
Messengers/ Courier	06/27/02	Database, Car, Courier, Air Dept	42.79
Messengers/ Courier	06/30/02	Corporate RestructuringArrow Messenger Svc	184.63
		<b>TOTAL MESSENGERS/ COURIER</b>	<b>\$263.00</b>
CLR/Disclosure	06/30/02	Office Admin, D	22.00
		<b>TOTAL CLR/DISCLOSURE</b>	<b>\$22.00</b>
Cellular Phone Expense	06/09/02	Butler, Jr. J	52.07
Cellular Phone Expense	06/09/02	Butler, Jr. J	73.17
Cellular Phone Expense	06/21/02	Butler, Jr. J	9.76
		<b>TOTAL CELLULAR PHONE EXPENSE</b>	<b>\$135.00</b>
		<b>TOTAL MATTER</b>	<b>\$2,581.00</b>

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Comdisco, Inc. (DIP)  
Reorganization Plan

Bill Date: 08/15/02  
Bill Number: 927466

NAME	DATE	HOURS	DESCRIPTION
BUTLER, JR. J	07/06/02	0.90	CONTINUED ATTENTION TO PREPARATION FOR CONFIRMATION HEARING INCLUDING REVIEW OF OBJECTIONS (.9).
BUTLER, JR. J	07/09/02	0.60	CONTINUED ATTENTION TO PREPARATION FOR CONFIRMATION HEARING INCLUDING REVIEW OF OBJECTIONS (.6).
BUTLER, JR. J	07/11/02	0.40	CONFERENCES WITH R. THORNTON AND C. BALL IN NEW YORK CITY RE VARIOUS PLAN MATTERS AND FOREIGN DEBT PAYMENTS (.4).
BUTLER, JR. J	07/12/02	1.70	CONTINUE TO PREPARE PLAN CONFIRMATION HEARING MATTERS INCLUDING VARIOUS BONDHOLDER MATTERS AND FOREIGN DEBT PAYMENTS (1.7).
BUTLER, JR. J	07/16/02	0.70	CONTINUE TO PREPARE FOR JULY 30TH CONFIRMATION HEARING AND ATTENTION TO PLAN ISSUES (.7).
BUTLER, JR. J	07/20/02	1.60	CONTINUE ATTENTION TO PREPARATION FOR CONFIRMATION HEARING INCLUDING REVIEW OF OBJECTIONS AND GENERAL HEARING PREPARATION (1.6).
BUTLER, JR. J	07/24/02	0.90	CONTINUE TO PREPARE FOR JULY 30TH CONFIRMATION HEARING INCLUDING CLAIMS MATTERS AND OBJECTIONS (.9).
BUTLER, JR. J	07/25/02	1.10	CONTINUE TO PREPARE FOR JULY 30TH CONFIRMATION HEARING INCLUDING FURTHER REVIEW OF OBJECTIONS AND CONFIRMATION EXHIBITS (1.1).
BUTLER, JR. J	07/26/02	1.50	CONTINUE TO PREPARE FOR JULY 30TH CONFIRMATION HEARING BEFORE JUDGE BARLIANT IN CHICAGO BANKRUPTCY COURT (1.5).
BUTLER, JR. J	07/28/02	1.60	CONTINUE TO PREPARE FOR JULY 30TH CONFIRMATION HEARING BEFORE JUDGE BARLIANT IN CHICAGO BANKRUPTCY COURT (1.6).
BUTLER, JR. J	07/29/02	1.80	CONTINUE TO PREPARE FOR JULY 30TH CONFIRMATION HEARING BEFORE JUDGE BARLIANT IN CHICAGO BANKRUPTCY COURT (1.8).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

BUTLER, JR. J	07/30/02	5.10	PREPARE FOR (3.4); AND ATTEND (1.7); CONFIRMATION HEARING BEFORE JUDGE BARLIANT IN CHICAGO BANKRUPTCY COURT INCLUDING PREHEARING AND POSTHEARING CONFERENCES WITH SENIOR MANAGEMENT TEAM.
BUTLER, JR. J	07/31/02	0.70	ATTENTION TO POST-CONFIRMATION MATTERS INCLUDING ENTRY AND DOCKETING OF CONFIRMATION ORDER (.3); ATTENTION TO DISTRIBUTION MATTERS INCLUDING EMAIL TO/FROM R. HANSON (.4).
		18.60	
KIPP MR	07/15/02	1.50	CONFERENCE WITH W. BALDIGA (ON BEHALF OF EQUITY COMMITTEE), R. LACKEY AND F. ZIEGLER RE VARIOUS ASPECTS OF THE PLAN (1.5).
KIPP MR	07/20/02	2.50	ATTENTION TO MATTERS EXPECTED TO BE RAISED AT CONFIRMATION HEARING ON JULY 30, 2002 (2.5).
KIPP MR	07/25/02	1.40	ATTENTION TO PREPARATION OF DIRECT EXAMINATION OF T. ALLISON IF TELECONFERENCEED AS A WITNESS AT CONFIRMATION HEARING (1.2.); ATTENTION TO DEPOSITION OF T. FLOUR (.2).
KIPP MR	07/26/02	2.70	ATTENTION TO DEPOSITION NOTICE TO T. FLOUR (.7); ATTENTION TO DIRECT EXAMINATION OF T. ALLISON (1.5); ATTENTION TO ISSUE RAISED BY AT&T RE TRANSFER OF CONTRACTS FROM SUNGARD (.5).
KIPP MR	07/27/02	3.80	DRAFT DIRECT EXAMINATION OF T. ALLISON (3.8).
KIPP MR	07/28/02	7.80	DRAFT DIRECT EXAMINATION OF N. BLAKE (7.8).
KIPP MR	07/29/02	4.50	FINISH DRAFT OF BLAKE EXAMINATION (2.7); REVIEW DRAFTS OF ALLISON AND SNYDER EXAMINATIONS (1.8).
KIPP MR	07/30/02	4.70	PREPARE FOR HEARING (2.0); ATTEND HEARING (2.7).
		28.90	
PANAGAKIS GN	07/08/02	2.50	ATTENTION TO EQUITY DISTRIBUTION AND RELATED CONFIRMATION MATTERS (2.5).



SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

PANAGAKIS GN	07/09/02	2.00	ATTENTION TO EQUITY DISTRIBUTION ISSUES (1.0); ATTENTION TO STATUS OF CONFIRMATION HEARING PREPARATION (1.0).
PANAGAKIS GN	07/10/02	1.50	CONTINUE ATTENTION TO CONFIRMATION ISSUES (1.5).
PANAGAKIS GN	07/11/02	1.00	ATTENTION TO CONFIRMATION HEARING PREPARATION (1.0).
PANAGAKIS GN	07/14/02	1.00	ATTENTION TO PENDING PLAN CONFIRMATION MATTERS (1.0).
PANAGAKIS GN	07/16/02	1.50	CONTINUE ATTENTION TO PREPARATIONS FOR CONFIRMATION HEARING (1.5).
PANAGAKIS GN	07/17/02	2.50	ATTENTION TO CONFIRMATION MATTERS, INCLUDING EQUITY DISTRIBUTION AND PREPARATION FOR CONFIRMATION HEARING (2.5).
PANAGAKIS GN	07/18/02	5.10	REVIEW OBJECTIONS (.9); ATTENTION TO RESPONSE AND SETTLEMENT APPROACH TO SAME (1.5); TELEPHONE COUNSEL WITH SIP ATTORNEY (.9); TELECONFERENCE WITH R. HANSON (.6); PREPARATION FOR CONFIRMATION HEARING (1.2).
PANAGAKIS GN	07/19/02	6.40	ATTENTION TO STATUS OF OBJECTION RESOLUTIONS (.8); TELECONFERENCES WITH OBJECTORS RE POTENTIAL SETTLEMENTS (2.1); ATTENTION TO PREPARATION OF CONFIRMATION FILINGS (2.5); TELECONFERENCE WITH R. HANSON RE STATUS (1.0).
PANAGAKIS GN	07/20/02	5.30	TEAM MEETING RE PREPARATION FOR CONFIRMATION HEARING (1.8); CONTINUED ATTENTION TO SAME, INCLUDING RESPONSES AND BRIEFS TO BE FILED AND SETTLEMENT STRATEGIES (3.5).
PANAGAKIS GN	07/23/02	5.80	ATTENTION TO PLAN OBJECTIONS AND POTENTIAL SETTLEMENTS (3.8); ATTENTION TO RELATED SIP MATTERS (2.0).
PANAGAKIS GN	07/24/02	6.00	ATTENTION TO POTENTIAL SETTLEMENT RE FLOHR CLAIM (1.8); ATTENTION TO SIP SETTLEMENT, INCLUDING TELECONFERENCE AND EXCHANGE OF CORRESPONDENCE WITH G. MARZIANI AND C. DAVIS RE SAME (2.2); ATTENTION TO RELATED HEARING PREPARATION MATTERS, INCLUDING MANAGEMENT MEETINGS RE SAME (2.0).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

PANAGAKIS GN	07/25/02	8.40	ATTENTION TO SETTLEMENT OF OBJECTIONS TO PLAN, INCLUDING TELECONFERENCES WITH C. THAU RE FLOHR OBJECTION (2.4), TELECONFERENCE AND CORRESPONDENCE WITH L. FENNING RE LABE SETTLEMENT (1.5), AND REVISIONS TO SIP LETTER (2.5); ATTENTION TO UPCOMING FILINGS (2.0).
PANAGAKIS GN	07/26/02	11.40	CONTINUE ATTENTION TO PREPARATION FOR CONFIRMATION HEARING, INCLUDING TELECONFERENCES WITH C. THAU RE FLOHR SETTLEMENT (2.5), TELECONFERENCE AND CORRESPONDENCE WITH L. FENNING RE LABE SETTLEMENT (1.3), ATTENTION TO SIP SETTLEMENT, INCLUDING TELECONFERENCES WITH G. MARZIANI RE SAME (2.0); REVIEW AND COMMENT ON RESPONSES, BRIEFS AND RELATED HEARING MATERIALS (2.5); RELATED HEARING PREPARATION (1.5); TELECONFERENCES WITH MANAGEMENT TEAM (.8) AND R. HANSON (.8) RE ALL OF ABOVE.
PANAGAKIS GN	07/27/02	7.90	CONTINUE TO PREPARE FOR CONFIRMATION HEARING, INCLUDING REVIEW OF SPECIFIC RESPONSE (1.2), BRIEF (.8) AND RELATED MATTERS (1.5); ATTENTION TO MARK-UP OF LABE SETTLEMENT (1.6); ATTENTION TO MARK-UP OF FLOHR SETTLEMENT (.8); ATTENTION TO MARK-UP OF SIP SETTLEMENT (2.0).
PANAGAKIS GN	07/28/02	4.10	PREPARE FOR CONFIRMATION HEARING, INCLUDING REVIEW OF AFFIDAVITS (1.0), CONFIRMATION BRIEF (.8), SCRIPT (.4) AND RELATED MATTERS (.9); ATTENTION TO SIP SETTLEMENT MATTERS, INCLUDING TELECONFERENCE WITH G. MARZIANI C. DAVIS (1.0).
PANAGAKIS GN	07/29/02	15.90	REVIEW AND COMMENT ON CONFIRMATION BRIEF (1.2); REVIEW AND COMMENT ON CONFIRMATION ORDER (1.5); REVIEW AND COMMENT ON AFFIDAVITS AND PROFFERS (1.2); ATTENTION TO FLOHR (3.0) AND LABE (1.0) SETTLEMENTS; ATTENTION TO RESOLUTION OF OTHER OBJECTIONS (1.5); PREPARE FOR CONFIRMATION HEARING (2.5); FINAL PLAN REVISION (.8); TELECONFERENCES WITH B. BALDIGA (.9) AND R. HANSON (1.3) RE SAME; ATTENTION TO SIP SETTLEMENT (1.0).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

PANAGAKIS GN	07/30/02	5.30	PREPARE FOR (3.0) AND ATTEND (1.7) CONFIRMATION HEARING; ATTENTION TO FOLLOW UP MATTERS RE SAME (.6).
PANAGAKIS GN	07/31/02	1.20	ATTENTION TO PLAN IMPLEMENTATION MATTERS (1.2).
		94.80	
PERLMAN F	07/01/02	1.70	REVIEW EQUITY TERM SHEET (.5); ATTENTION TO PIK SUPPLEMENT ISSUES (.7); TELECONFERENCE WITH R. HANSON RE PLAN (.5).
PERLMAN F	07/02/02	2.10	REVIEW INDENTURES (.8); ATTENTION TO FOREIGN DEBT ISSUES (1.3).
PERLMAN F	07/08/02	3.90	PREPARE INDENTURES (1.6); TELECONFERENCE WITH R. HANSON AND B. BALDIGA RE CONTINGENT EQUITY SUPPORT (.8); ATTENTION TO CONTINGENT EQUITY AGREEMENT (1.5).
PERLMAN F	07/09/02	1.90	ATTENTION TO PLAN EXHIBITS TO BE FILED 7/12 (1.9).
PERLMAN F	07/10/02	5.70	TELECONFERENCE WITH H. PARKHILL RE CONTINGENT EQUITY DISTRIBUTION (.3); TELECONFERENCE WITH R. HANSON RE CONTINGENT EQUITY DISTRIBUTION (.3); PREPARE PLAN EXHIBITS (2.9); PREPARE FOR CONFIRMATION (1.8); ATTENTION TO TAX MATTERS RE CONFIRMATION (.4).
PERLMAN F	07/11/02	7.40	TELECONFERENCE WITH R. HANSON, B. BALDIGA ET AL. RE CONTINGENT EQUITY DISTRIBUTION (2.0); REVIEW EXHIBITS FOR PLAN (2.8); PREPARE TRUST AGREEMENT (1.9); REVIEW CONTINGENT EQUITY DISTRIBUTION (.7).
PERLMAN F	07/12/02	5.20	TELECONFERENCE WITH R. HANSON RE EXHIBIT FILINGS (.7); PREPARE CONTINGENT EQUITY DISTRIBUTION (1.3); PREPARE TRUST AGREEMENT (1.7); REVIEW EXHIBITS FOR FILING (1.1); ATTENTION TO BANK ONE PLAN ISSUES (.4).
PERLMAN F	07/16/02	2.10	REVIEW PLAN OBJECTIONS (1.8); TELECONFERENCE WITH D. COOPER RE PLAN (.3).
PERLMAN F	07/17/02	2.40	REVIEW PLAN OBJECTIONS (1.5); ATTENTION TO BANK ONE PLAN ISSUES (.5); REVIEW DRAFT CONFIRMATION ORDER (.4).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

PERLMAN F	07/18/02	7.70	PREPARE FOR CONFIRMATION HEARING (1.6); ATTENTION TO RELEASE ISSUES (1.2); PREPARE CONFIRMATION BRIEF (1.7); PREPARE CONFIRMATION ORDER (1.8); PREPARE RESPONSE TO CONFIRMATION OBJECTIONS (1.4).
PERLMAN F	07/19/02	7.90	PREPARE CONFIRMATION BRIEF (.9); PREPARE CONFIRMATION ORDER (.6); PREPARE SNYDER AFFIDAVIT (1.5); PREPARE BLAKE AFFIDAVIT (1.8); PREPARE ALLISON AFFIDAVIT (1.3); PREPARE RESPONSE TO CONFIRMATION OBJECTIONS (1.8).
PERLMAN F	07/20/02	3.50	PREPARE FOR CONFIRMATION HEARING (3.5).
PERLMAN F	07/21/02	2.30	REVIEW PLAN MODIFICATIONS (2.3).
PERLMAN F	07/22/02	9.40	PREPARE FOR CONFIRMATION HEARING (2.5); PREPARE CONFIRMATION BRIEF (1.7); ATTENTION TO RESOLUTION OBJECTIONS (2.8); PREPARE CONFIRMATION AFFIDAVITS (1.6); ATTENTION TO CORPORATE STRUCTURE ISSUES (.8).
PERLMAN F	07/23/02	6.10	PREPARE RESOLUTION TO CONFIRMATION OBJECTIONS (3.1); ATTENTION TO RELEASE ISSUES (1.3); PREPARE FOR CONFIRMATION HEARING (1.7).
PERLMAN F	07/24/02	8.20	PREPARE FOR CONFIRMATION HEARING (2.1); PREPARE CONFIRMATION AFFIDAVITS (1.8); PREPARE RESPONSE TO CONFIRMATION OBJECTION (2.2); ATTENTION TO LITIGATION TRUST (.8); ATTENTION TO BANK ONE ISSUES (.9); ATTENTION TO US TRUSTEE CONFIRMATION ISSUES (.4).
PERLMAN F	07/25/02	4.30	PREPARE FOR CONFIRMATION HEARING (1.7); PREPARE AFFIDAVITS (1.3); PREPARE CONFIRMATION BRIEF (1.3).
PERLMAN F	07/26/02	10.90	ATTENTION TO CONTINGENT EQUITY DISTRIBUTION (.4); ATTENTION TO PLAN OBJECTION PROCEDURES (.5); PREPARE FOR CONFIRMATION HEARING (1.9); PREPARE RESOLVING CONFIRMATION OBJECTION (2.5); PREPARE AFFIDAVITS (1.3); PREPARE ORDER (1.4); PREPARE BRIEF (1.3); PREPARE RESPONSE (1.6).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

PERLMAN F	07/27/02	9.60	PREPARE RESPONSE (1.9); PREPARE BRIEF (1.8); PREPARE ORDER (1.9); PREPARE AFFIDAVITS (1.7); PREPARE PLAN MODIFICATIONS (2.3).
PERLMAN F	07/28/02	4.70	CONTINUE PREPARATION OF ORDER (.7); CONTINUE PREPARATION OF BRIEF (.6); CONTINUE PREPARATION OF AFFIDAVITS (.9); PREPARE SCRIPT AND PROFFERS (1.4); REVIEW RELEASE CASE LAW (1.1).
PERLMAN F	07/29/02	14.60	FINALIZE CONFIRMATION BRIEF (1.7); FINALIZE CONFIRMATION ORDER (1.9); FINALIZE AFFIDAVITS (1.8); REVIEW AND REVISE SCRIPT AND PROFFERS (1.6); PREPARE FOR CONFIRMATION HEARING (2.2); PREPARE RESOLVING FINAL OBJECTIONS TO CONFIRMATION (1.9); MAKE FINAL PLAN REVISIONS (1.3); ATTENTION TO CONFIRMATION ORDER EXHIBITS (.8); PREPARE FLOHR SETTLEMENT (1.4).
PERLMAN F	07/30/02	4.30	PREPARE FOR CONFIRMATION HEARING (2.3); ATTEND CONFIRMATION HEARING (1.7); REVIEW PRESS RELEASE (.3).
PERLMAN F	07/31/02	0.80	ATTENTION ENTRY CONFIRMATION ORDER (.3); ATTENTION TO POST CONFIRMATION MATTERS (.5).
		126.70	
VANCE III L	07/01/02	6.70	ATTENTION TO ISSUES RE INDENTURES AND REGISTRATION RIGHTS AGREEMENT (6.7).
VANCE III L	07/02/02	9.30	ATTENTION TO ISSUES RE INDENTURES, REGISTRATION RIGHTS AGREEMENT AND EQUITY DISTRIBUTION RIGHTS (9.3).
VANCE III L	07/03/02	9.80	ATTENTION TO ISSUES RE INDENTURES AND OTHER PLAN EXHIBITS (9.8).
VANCE III L	07/05/02	3.70	ANALYSIS OF PLAN RE EMERGENCE ISSUES (3.7).
VANCE III L	07/08/02	4.00	ATTENTION TO ISSUES RE INDENTURE, REGISTRATION RIGHTS AGREEMENT AND REORGANIZED COMDISCO CHARTER AND BYLAWS (4.0).
VANCE III L	07/09/02	4.50	ATTENTION TO ISSUES RE CORPORATE DOCUMENTS (4.5).
VANCE III L	07/10/02	5.50	ATTENTION TO ISSUES RE EQUITY DISTRIBUTION RIGHTS (5.5).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

VANCE III L	07/11/02	9.00	ATTENTION TO ISSUES RE REGISTRATION RIGHTS AGREEMENT AND REORGANIZED COMDISCO'S CHARTER AND BYLAWS (6.0); ATTENTION TO ISSUES RE CONTINGENT EQUITY DISTRIBUTIONS (3.0).
VANCE III L	07/12/02	4.70	ATTENTION TO ISSUES RE REGISTRATION RIGHTS AGREEMENT (2.7); ATTENTION TO ISSUES RE CONTINGENT EQUITY DISTRIBUTIONS (2.0).
VANCE III L	07/15/02	4.00	ANALYZE PRE-EMERGENCE REORGANIZATION ISSUES (4.0).
VANCE III L	07/16/02	2.50	ATTENTION TO ISSUES RE EMERGENCE (2.5).
VANCE III L	07/18/02	5.30	ATTENTION TO ISSUES RE PRE- EMERGENCE REORGANIZATION TRANSACTIONS (5.3).
VANCE III L	07/19/02	5.50	CONTINUED ATTENTION TO PRE- EMERGENCE REORGANIZATION TRANSACTIONS (5.5).
VANCE III L	07/22/02	2.30	CONTINUED ATTENTION TO PRE- EMERGENCE REORGANIZATION TRANSACTIONS (2.3).
VANCE III L	07/24/02	3.70	CONTINUED ATTENTION TO EMERGENCE ISSUES (3.7).
VANCE III L	07/25/02	2.00	CONTINUED ATTENTION TO ISSUES RE HOLDING COMPANY FORMATION (2.0).
VANCE III L	07/26/02	4.70	CONTINUED ATTENTION TO PRE- EMERGENCE REORGANIZATION TRANSACTIONS (4.7).
VANCE III L	07/29/02	3.00	CONTINUED ATTENTION TO PRE- EMERGENCE REORGANIZATION TRANSACTIONS (3.0).
VANCE III L	07/30/02	6.50	CONTINUED ATTENTION TO EFFECTIVE DATE REORGANIZATION ISSUES (6.5).
VANCE III L	07/31/02	4.50	CONTINUED ATTENTION TO EFFECTIVE DATE REORGANIZATION ISSUES (4.5).
		101.20	
<b>Total Partner</b>		<b>370.20</b>	

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

ANDERSON JD	07/01/02	13.30	DISCUSS INDENTURES WITH R. MISHLER (1.2); EDIT AND REVISE INDENTURES (8.5); REVIEW LATHAM COMMENTS TO INDENTURES (1.0); EDIT AND REVISE ARTICLES (.5); EDIT AND REVISE REGISTRATION RIGHTS AGREEMENT (2.1).
ANDERSON JD	07/02/02	12.50	ATTENTION TO DRAFTING, EDITING AND REVISING SENIOR AND SUBORDINATED NOTE INDENTURES (9.0); DISCUSS SAME WITH R. MISHLER AND T. AHTO (2.1); COLLECT COMMENTS TO SAME (1.4).
ANDERSON JD	07/03/02	9.50	TELECONFERENCE WITH R. MISHLER AND T. AHTO RE INDENTURES (2.5); EDIT AND REVISE INDENTURES (6.0); COMPLETE CROSS-REFERENCE AND FORM CHECK OF SAME (1.0).
ANDERSON JD	07/06/02	2.40	REVIEW TRUSTEE COMMENTS TO INDENTURES (.3); COMPLETE FORM CHECK OF INDENTURES (2.1).
ANDERSON JD	07/08/02	10.60	ATTENTION TO FINALIZING SENIOR AND SUBORDINATED NOTE INDENTURES FOR FILING (8.5); DISCUSS SAME WITH R. MISHLER (.6); EDIT AND REVISE REGISTRATION RIGHTS AGREEMENT (.8); EDIT AND REVISE ARTICLES OF INCORPORATION AND BYLAWS (.5); DRAFT MEMORANDUM RE SAME (.2).
ANDERSON JD	07/09/02	4.70	EDIT AND REVIEW REVISE BYLAWS (1.1); EDIT AND REVIEW REVISE ARTICLES OF INCORPORATION (.8); ATTENTION TO ISSUES CONCERNING REGISTRATION RIGHTS AGREEMENT (2.5); RESEARCH RE DELAWARE CORPORATION ACT (.3).
ANDERSON JD	07/10/02	4.50	ATTENTION TO MARKUP OF REGISTRATION RIGHTS AGREEMENT (3.7); DISCUSS SAME WITH R. MISHLER AND R. LACKEY (.5); REVIEW FORM CLOSING MEMORANDA (.3).
ANDERSON JD	07/11/02	4.30	ATTENTION TO REGISTRATION RIGHTS AGREEMENT MARKUP (3.2); ATTENTION TO ARTICLES AND BYLAWS OF REORGANIZED COMDISCO (1.1).
ANDERSON JD	07/12/02	2.30	PREPARE REORGANIZATION DOCUMENTS FOR FILING (.5); ATTENTION TO EDITS AND CHANGES TO SAME (1.8).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

ANDERSON JD	07/16/02	2.80	PREPARE MARKUP TO FORM T-1 (1.0); ATTENTION TO FORM T-3 AMENDMENTS (1.5); DRAFT REORGANIZATION CHECKLIST (.3).
ANDERSON JD	07/17/02	5.70	FINALIZE FORM T-1 FOR INDENTURES (1.0); CONTINUE DRAFTING REORGANIZATION CLOSING CHECKLIST (2.4); FINALIZE CLOSING BINDER FOR ELECTRONICS SECOND CLOSING (2.3).
ANDERSON JD	07/18/02	3.70	PREPARE RESOLUTIONS FOR CDO TRADE DIVIDEND (1.7); REVIEW DELAWARE CORPORATE CODE RE SAME (.3); DISCUSS CDO TRADE DIVIDEND ISSUES WITH K. CHAPMAN, S. PROSNEWSKI AND L. COCHRAN (.5); PREPARE TIMELINE FOR REORGANIZATION (1.2).
ANDERSON JD	07/19/02	3.90	ATTENTION TO FILING OF AMENDED FORMS T-3 WITH SEC (3.6); REVIEW TRADE BALANCE SHEET FROM J. EVETT (.3).
ANDERSON JD	07/22/02	7.80	ATTENTION TO CDO TRADE DIVIDEND ISSUES (1.5); COMPLETE RESOLUTIONS FOR SAME (.3); ATTENTION TO ITALY CLOSING ISSUES (1.3); ATTENTION TO REORGANIZATION AND CORPORATE RESTRUCTURING ISSUES (4.7).
ANDERSON JD	07/23/02	5.20	ATTENTION TO INTEREST RATE ISSUES FOR INDENTURES (.7); ATTENTION TO REORGANIZATION ISSUES (4.5).
ANDERSON JD	07/24/02	6.60	ATTENTION TO REORGANIZED CORPORATE NAME ISSUES (1.5); PREPARE MATERIALS FOR CUSIP NUMBER REQUESTS (1.5); ANALYZE AND DRAFT REORGANIZATION CORPORATE STRUCTURE (3.6).
ANDERSON JD	07/25/02	6.70	ATTENTION TO REORGANIZATION CORPORATE RESTRUCTURING ISSUES (4.7); RESEARCH RE REGISTRATION OF SECURITIES (2.0).
ANDERSON JD	07/26/02	6.30	RESEARCH RE REVERSE MERGER ISSUES (2.0); RESEARCH RE RULE 12(G) (3) FOR NEW SECURITY ISSUANCE (1.7); ATTENTION TO EFFECTIVE DATE CLOSING ISSUES (2.6).
ANDERSON JD	07/29/02	5.10	RESEARCH RE REVERSE MERGER AGREEMENTS (3.5); ATTENTION TO RESERVATION OF NAMES ISSUES (.6); ATTENTION TO CUSIP NUMBER ISSUES (1.0).



SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

ANDERSON JD	07/30/02	7.80	ATTENTION TO SPV PLEDGE ISSUES (1.7); FINALIZE CORPORATE REORGANIZATION FLOW CHARTS (1.1); ATTENTION TO REORGANIZATION ISSUES AND PLANNING (5.0).
ANDERSON JD	07/31/02	2.20	ATTENTION TO REORGANIZATION ISSUES (1.3); COMMENCE DRAFTING REORGANIZATION SUBSIDIARY CHECKLIST (.9).
		127.90	
ATHAS C	07/30/02	8.80	REVIEW COMDISCO PLAN OF REORGANIZATION AND NEW CORPORATE STRUCTURE (2.3); RESEARCH MERGER AGREEMENT PRECEDENT AND DRAFT MERGER AGREEMENT PURSUANT TO COMDISCO REORGANIZATION TO MERGE CDO MERGER SUBSIDIARY INTO COMDISCO, INC. (6.5).
ATHAS C	07/31/02	12.40	REVIEW MERGER AGREEMENT PRECEDENT AND DRAFT MERGER AGREEMENT FOR CDO MERGER SUBSIDIARY AND COMDISCO, INC. PURSUANT TO PLAN OF REORGANIZATION (7.6); RESEARCH AND REVIEW PRECEDENT FOR DE CODE SECTION 253 PARENT-SUBSIDIARY MERGERS (2.3); REVIEW PLAN OF REORGANIZATION AND SUMMARIZE NECESSARY ORGANIZATIONAL DOCUMENTS NEEDED TO IMPLEMENT PLAN OF REORGANIZATION (2.5).
		21.20	
HARRINGTON JS	07/10/02	1.10	STRATEGIZE RE PLAN CONFIRMATION ISSUES GOING FORWARD (1.1).
HARRINGTON JS	07/15/02	6.20	PREPARE CONFIRMATION BRIEF FOR PLAN OF REORGANIZATION (6.2).
HARRINGTON JS	07/16/02	6.70	RESEARCH AND DRAFT MEMORANDUM OF LAW IN SUPPORT OF CONFIRMATION OF THE PLAN (6.7).
HARRINGTON JS	07/17/02	5.40	CONTINUE DRAFTING CONFIRMATION BRIEF (4.8); REVIEW CONFIRMATION ORDER (.6).
HARRINGTON JS	07/18/02	4.80	CONTINUE DRAFTING CONFIRMATION BRIEF (4.7); TELECONFERENCE WITH D. COOPER RE COMPUTER ASSOCIATES BALLOT (.1).
HARRINGTON JS	07/19/02	5.40	CONTINUE DRAFTING AND REVISE TO BRIEF IN SUPPORT OF PLAN (2.4); DRAFT REPLY TO OBJECTIONS TO PLAN (3.0).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

HARRINGTON JS	07/20/02	4.60	CONTINUE DRAFTING REPLY TO OBJECTIONS TO PLAN (1.8); STRATEGIZE RE PLAN CONFIRMATION ISSUES AND OBJECTIONS FILED THERETO (2.8).
HARRINGTON JS	07/22/02	4.50	CONTINUE DRAFTING AND RESEARCH ON CONFIRMATION BRIEF (4.5).
HARRINGTON JS	07/23/02	5.40	CONTINUE DRAFTING MEMORANDUM OF LAW IN SUPPORT OF CONFIRMATION (5.4).
HARRINGTON JS	07/24/02	8.10	CONTINUE PREPARE MEMORANDUM OF LAW IN SUPPORT OF CONFIRMATION (5.8); DRAFT AGENDAS FOR JULY 30 CONFIRMATION HEARING AND JULY 31 OMNIBUS HEARING (2.3).
HARRINGTON JS	07/25/02	4.20	UPDATE AND EDIT TO CONFIRMATION BRIEF (3.1); REVISE AGENDAS FOR JULY 30 AND 31 (1.1).
HARRINGTON JS	07/26/02	7.50	CONTINUE DRAFTING CONFIRMATION BRIEF (2.0); COMPILE AND ORGANIZE DOCUMENTS AND MATERIALS FOR CONFIRMATION HEARING (5.5).
HARRINGTON JS	07/28/02	7.50	MAKE CHANGES AND EDIT CONFIRMATION BRIEF (1.8); CONTINUE COMPILING AND ORGANIZING DOCUMENTS AND MATERIALS FOR CONFIRMATION HEARING (5.7).
HARRINGTON JS	07/29/02	11.30	FINALIZE AND FILE MEMORANDUM OF LAW IN SUPPORT OF PLAN (6.1); PREPARE AND ORGANIZE MATERIALS AND DOCUMENTS FOR CONFIRMATION HEARING (5.2).
HARRINGTON JS	07/30/02	7.10	FINALIZE PREPARATION OF MATERIALS AND DOCUMENTS FOR CONFIRMATION HEARING (2.2); ATTEND AND ASSIST AT CONFIRMATION HEARING (2.1); PREPARE AND ORGANIZE DOCUMENTS AND MATERIALS FOR JULY 31 OMNIBUS HEARING (2.8).
HARRINGTON JS	07/31/02	3.10	PREPARATION FOR AND ASSISTANCE AT JULY 31 OMNIBUS HEARING (3.1).
		92.90	
MARSH JM	07/15/02	3.00	RESEARCH TIME AT WHICH TAX LIENS ATTACH TO A PROPERTY IN TEXAS (3.0).
		3.00	
MARTIN GC	07/29/02	3.50	REVIEW CONDUIT DOCUMENTS RE PLEDGE ISSUES (3.5).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MARTIN GC	07/30/02	4.00	PREPARE PLEDGE ISSUES RE SPECIAL PURPOSE ENTITIES, CONDUIT TRANSACTIONS (4.0).
		7.50	
MEIDAN LK	07/26/02	4.20	DRAFT T. SNYDER REORGANIZATION HEARING TESTIMONY (4.2).
MEIDAN LK	07/27/02	2.20	CONTINUE DRAFTING OF T. SNYDER REORGANIZATION TESTIMONY (2.2).
MEIDAN LK	07/28/02	3.10	REVISION OF T. SNYDER REORGANIZATION TESTIMONY (2.3); REVIEW AND REVISION OF T. ALLISON REORGANIZATION TESTIMONY (.8).
MEIDAN LK	07/29/02	1.50	REVIEW N. BLAKE TESTIMONY (1.5).
		11.00	
MEISLER RE	07/01/02	1.50	TELECONFERENCE WITH M. O'DONNELL OF IRS RE PLAN ISSUES (.1); ATTENTION TO SAME (.2); REVIEW CLAIMS ESTIMATION MOTION (1.2).
MEISLER RE	07/02/02	0.40	TELECONFERENCE WITH M. O'DONNELL RE IRS ISSUES WITH PLAN (.2); ATTENTION TO SAME (.2).
MEISLER RE	07/05/02	0.80	REVIEW IRS ISSUE RE PLAN (.5); TELECONFERENCE WITH M. O'DONNELL RE SAME (.3).
MEISLER RE	07/08/02	0.10	TELECONFERENCE WITH G. BROWN OF BANK OF TOKYO-MITSUBISHI RE PLAN (.1).
MEISLER RE	07/11/02	1.50	TELECONFERENCE WITH G. STULL OF IRS RE PLAN OBJECTION (.3); ATTENTION TO SAME (.6); TELECONFERENCE WITH M. REED AND D. ALVOET RE PLAN CONCERNS (.2); ATTENTION TO SAME (.4).
MEISLER RE	07/12/02	0.30	TELECONFERENCE WITH M. REED AND D. ALVOET RE CONCERNS WITH PLAN (.1); ATTENTION TO SAME (.2).
MEISLER RE	07/15/02	4.10	TELECONFERENCES WITH D. AGAY RE BANK ONE'S CONCERNS IN CONNECTION WITH PLAN (.2); ATTENTION TO SAME (.5); TELECONFERENCE WITH J. SCIAMETTA RE TREATMENT OF INTERCOMPANY DEBT (.2); PREPARE FOR JULY 30 CONFIRMATION HEARING (2.3); TELECONFERENCE WITH M. REED AND D. ATVOET RE TEXAS TAX CHALLENGES TO PLAN (.1); ATTENTION TO SAME (.8).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MEISLER RE	07/16/02	2.80	TELECONFERENCE WITH J. ANDERSON OF PERFORMANCE SPECIALTY GROUP RE CONTINGENT EQUITY DISTRIBUTION (.1); TELECONFERENCE WITH D. AGAY RE BANK ONE DRAFT OBJECTION (.1); CONTINUE PREPARATION FOR JULY 30 CONFIRMATION HEARING (2.6).
MEISLER RE	07/17/02	5.50	TELECONFERENCE WITH D. AGAY RE BANK ONE CONFIRMATION CONCERN (.3); ATTENTION TO SAME (.5); TELECONFERENCE WITH M. REED AND D. ALVOET RE TEXAS TAX CONCERN (.2); ATTENTION TO SAME (.3); RESEARCH CERTIFICATION OF BALLOTS RE CONFIRMATION (.8); CONTINUE PREPARATION FOR CONFIRMATION HEARING (3.4).
MEISLER RE	07/18/02	3.70	TELECONFERENCE WITH D. ALVOET AND M. REED RE RESOLVING TEXAS TAX ISSUES TO PLAN (.1); ATTENTION TO SAME (.4); TELECONFERENCE WITH D. AGAY RE SIP LENDERS CONCERN RE SAME (.2); ATTENTION TO SAME (.2); CONTINUE PREPARATIONS FOR CONFIRMATION HEARING (2.8).
MEISLER RE	07/19/02	5.00	CONTINUE PREPARING FOR CONFIRMATION HEARING AND DRAFTED CHECKLIST DETAILING TASKS TO BE COMPLETED TO GO EFFECTIVE (2.7); RESEARCH WHETHER INTEREST IS PAYABLE ON DISPUTED CLAIMS (2.1); ATTENTION TO TEXAS TAX RESOLUTION (.2).
MEISLER RE	07/20/02	4.30	CONTINUE PREPARATION FOR PLAN CONFIRMATION (4.3).
MEISLER RE	07/22/02	3.50	REVIEW LOGAN AND INNISFREE REPORTS RE BALLOTING RESULTS AND DRAFT SUGGESTED MODIFICATIONS PURSUANT TO LOCAL RULES (2.1); CONTINUE REVIEW AND RESEARCH OF POST PETITION INTEREST (1.4).
MEISLER RE	07/24/02	5.50	DRAFT CHART REFLECTING AGGREGATE VOTES ON PLAN (.8); REVISE CHART OF OBJECTIONS TO REFLECT CURRENT STATUS (.4); REVISE CERTIFICATIONS OF VOTING AGENTS (2.1); CONTINUE PREPARATION FOR CONFIRMATION HEARING (1.2); TELECONFERENCE WITH D. AGAY RE BANK ONE AND DRESDNER BANK'S PLAN CONCERNS (.2); ATTENTION TO SAME (.5); TELECONFERENCE WITH J. SCHWAGER OF WELLS FARGO RE DISBURSING AGENT (.1); ATTENTION TO SAME (.2).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MEISLER RE	07/25/02	5.20	TELECONFERENCES WITH D. HARTIE RE BALLOT CERTIFICATION AND CONFIRMATION HEARING (.5); TELECONFERENCES WITH K. LOGAN AND D. NISLER RE SAME (.3); REVIEW AND PROVIDED SUGGESTIONS PURSUANT TO LOCAL RULES RE BALLOT CERTIFICATION (3.4); CONTINUED PREPARATION FOR CONFIRMATION HEARING (.7); TELECONFERENCE WITH B. GREER RE CONFIRMATION HEARING (.3).
MEISLER RE	07/26/02	2.30	PREPARED FOR CONFIRMATION HEARING (1.6); TELECONFERENCE WITH D. AGAY RE BANK ONE AND DRESDNER ISSUES (.2); TELECONFERENCE WITH G. KLEINER RE INTERNAP ISSUE RE EXECUTORY CONTRACTS (.1); ATTENTION TO SAME (.2); TELECONFERENCE WITH C. COMBEST OF ALTHEIMER & GRAY RE CONFIRMATION HEARING INQUIRIES (.1); TELECONFERENCE WITH J. SCHWANGER OF WELLS FARGO RE ROLE OF DISBURSING AGENT (.1).
MEISLER RE	07/28/02	1.10	PREPARE FOR CONFIRMATION HEARING (1.1).
MEISLER RE	07/29/02	7.10	CONTINUE PREPARING FOR CONFIRMATION HEARING (4.8); TELECONFERENCE WITH J. KLEINMAN RE BANK OF AMERICA (.1); TELECONFERENCE WITH B. GREER RE CONFIRMATION ORDER (.4); TELECONFERENCES WITH J. SRIVISAL RE ESTIMATED CASH AVAILABLE FOR DISTRIBUTION (.5); ATTENTION TO SAME (1.1); TELECONFERENCE WITH MELLON INVESTORS RE ROLE OF TRANSFER AGENT UNDER PLAN (.2).
MEISLER RE	07/30/02	4.70	CONTINUE PREPARATIONS FOR CONFIRMATION HEARING (2.0); ATTENDED CONFIRMATION HEARING (2.1); ATTENDED TO INQUIRIES RE CONFIRMATION HEARING (.6).
		59.40	
MIKEL AF	07/01/02	1.60	REVIEW AND ANALYZE PLEADINGS AND CASELAW RE APPLICATION FOR POST-PETITION EMPLOYEE COMPENSATION AS ADMINISTRATIVE EXPENSES (1.6).
MIKEL AF	07/02/02	5.60	REVIEW AND ANALYZE PLEADINGS AND CASE LAW RE GALIETTA'S, ET. AL, MOTION FOR ADMINISTRATIVE EXPENSES; RESEARCH ON BONUS COMPENSATION PLANS (5.6).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

		7.20
MURPHY MM	07/08/02	1.40 ATTENTION TO ISSUES RE FILING EXHIBITS TO THE PLAN OF REORGANIZATION (1.4).
MURPHY MM	07/10/02	1.30 STRATEGIZE RE CONFIRMATION BRIEF (1.3).
MURPHY MM	07/11/02	2.10 BEGIN PREPARING CONFIRMATION ORDER AND AFFIDAVITS RELATED TO THE CONFIRMATION HEARING (2.1).
MURPHY MM	07/15/02	4.40 BEGIN DRAFTING CONFIRMATION ORDER (3.8); ATTENTION TO ISSUES RE POTENTIAL OBJECTORS TO COMDISCO'S PLAN OF REORGANIZATION (.6).
MURPHY MM	07/16/02	10.10 DRAFT ALLISON AND SNYDER DECLARATIONS AND THE CONFIRMATION ORDER (10.1).
MURPHY MM	07/17/02	8.70 CONTINUE DRAFTING ALLISON AND SNYDER DECLARATIONS AND THE CONFIRMATION ORDER (8.7).
MURPHY MM	07/18/02	5.00 DRAFT DECLARATION OF TOM ALLISON RE THE PLAN (2.6); REVIEW OBJECTIONS TO PLAN AND EDIT SUMMARY OF OBJECTIONS (2.4).
MURPHY MM	07/19/02	2.90 STRATEGIZE RE CONFIRMATION HEARING (1.2); REVIEW PLAN PROVISIONS NECESSARY FOR CONFIRMATION ORDER (1.7).
MURPHY MM	07/20/02	2.00 STRATEGIZE RE CONFIRMATION HEARING (2.0).
MURPHY MM	07/22/02	9.10 FINALIZE DRAFT OF ALLISON DECLARATION (1.8); FINALIZE DRAFT OF SNYDER DECLARATION (2.1); REVIEW LICENSE AGREEMENTS AND SCHEDULES RE COMPUTER ASSOCIATES' OBJECTION TO THE PLAN (2.4); CONTINUE DRAFTING BLAKE DECLARATION (2.8).
MURPHY MM	07/23/02	6.10 PREPARE RESOLVING COMPUTER ASSOCIATES OBJECTION (2.3); CONTINUE PREPARING FOR CONFIRMATION HEARING, INCLUDING DRAFTING CONFIRMATION ORDER AND PREPARING EXHIBITS (3.8).
MURPHY MM	07/24/02	6.30 CONTINUE PREPARING FOR CONFIRMATION HEARING, INCLUDING DRAFTING CONFIRMATION ORDER AND PREPARATION OF EXHIBITS (6.3).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MURPHY MM	07/25/02	5.30	CONTINUE PREPARATIONS FOR CONFIRMATION HEARING, INCLUDING DRAFTING CONFIRMATION ORDER, REVIEW CONFIRMATION BRIEF, EDIT DECLARATIONS AND REVIEW PROFFERS (5.3).
MURPHY MM	07/26/02	9.40	FINALIZE DECLARATIONS OF T. SNYDER AND T. ALLISON (2.5); CONTINUE WORKING ON DECLARATION OF N. BLAKE (2.6); PREPARE RESOLVING OBJECTION OF COMPUTER ASSOCIATES (1.1); PREPARE PAPERS RESOLVING OBJECTION OF GECC (.4); CONTINUE PREPARING FOR CONFIRMATION HEARING (2.8).
MURPHY MM	07/28/02	6.40	CONTINUE PREPARING FOR CONFIRMATION HEARING, INCLUDING DRAFTING CONFIRMATION ORDER AND DECLARATIONS FOR SNYDER, BLAKE AND ALLISON (6.4).
MURPHY MM	07/29/02	12.40	CONTINUE PREPARING FOR CONFIRMATION HEARING, INCLUDING DRAFTING CONFIRMATION ORDER AND AFFIDAVITS FOR BLAKE, SNYDER AND ALLISON (12.4).
MURPHY MM	07/30/02	6.00	FINALIZE PREPARATIONS FOR THE CONFIRMATION HEARING (3.4); AND ATTEND SAME (1.3); PREPARE FOR DISTRIBUTION OF COMDISCO CONFIRMATION DOCUMENTS (1.3).
MURPHY MM	07/31/02	2.90	PREPARE FOR HEARING (1.1); PREPARE ORDERS FROM CONFIRMATION HEARING FOR DISTRIBUTION (.3); PREPARE ENTRY OF CONFIRMATION ORDER (.6); REVIEW CONFIRMATION DOCUMENTS (.9).
		101.80	
ROHLFSEN RJ	07/19/02	0.30	REVIEW AND ANALYSIS OF ADMINISTRATIVE MATERIALS RE PREPARING FOR CONFIRMATION HEARING; PREPARE CASE STRATEGY RE LITIGATION INVOLVING SAME (.3).
ROHLFSEN RJ	07/25/02	0.70	REVIEW AND ANALYSIS OF MULTIPLE COURT TRANSCRIPTS IN CONNECTION WITH PREPARING FOR CLAIMS ADMINISTRATION PROCESS AND PLAN CONFIRMATION (.7).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

ROHLFSEN RJ	07/26/02	1.40	REVIEW AND ANALYSIS OF T. FLOHR OBJECTIONS RELATING TO PLAN OF CONFIRMATION, PREPARE DEPOSITION NOTICES IN CONNECTION WITH SAME AND HAVE SERVED ON ALL PARTIES IN INTEREST (1.4).
ROHLFSEN RJ	07/29/02	0.30	REVIEW OF CORRESPONDENCE RELATING TO T. FLOHR DEPOSITION IN CONNECTION WITH PLAN OF REORGANIZATION (.2); REVIEW AND PREPARE MEMORANDA RELATING TO M. FAZIO OBJECTION IN CONNECTION WITH PLAN OF CONFIRMATION (.1).
ROHLFSEN RJ	07/30/02	0.60	REVIEW MEMORANDA RELATING TO PLAN CONFIRMATION, CLAIMS REVIEW, AND APPEALS RE CONFIRMATION OF SAME (.3); REVIEW AND ANALYSIS OF DEFENDANT'S MOTION RE AGILERA ADVERSARY PROCEEDING, PREPARE CORRESPONDENCE RE SAME, PREPARE STRATEGY RE SAME (.3).
ROHLFSEN RJ	07/31/02	0.20	REVIEW MEMORANDA RELATING TO STATUS OF CLAIMS ADMINISTRATION AND REQUEST FOR DISCOVERY BY FORMER OFFICERS AND DIRECTORS IN CONNECTION WITH PLAN OF CONFIRMATION (.2).
		3.50	
SCHEFLEN MW	07/02/02	6.20	RESEARCH RE NEED TO REGISTER NEW SECURITIES UNDER THE '33 AND '34 ACTS (6.2).
SCHEFLEN MW	07/03/02	3.80	RESEARCH AND COORDINATION ON PREPARATION OF SENIOR NOTE AND SUBORDINATED NOTE INDENTURES (3.8).
SCHEFLEN MW	07/09/02	4.50	RESEARCH RE LISTING OF CONTINGENT EQUITY DISTRIBUTION RIGHTS ON OTC:BB; TELECONFERENCE WITH NASD RE LISTING (4.5).
SCHEFLEN MW	07/10/02	3.10	RESEARCH RE DELISTING AND LISTING OF NEW SECURITIES ON THE NASDAQ NATIONAL MARKET, SMALLCAP AND OTC:BB (3.1).
SCHEFLEN MW	07/12/02	5.40	COORDINATE FINALIZATION OF CONTINGENT EQUITY DISTRIBUTION RIGHTS AGREEMENT AND FILING WITH COURT (5.4).
SCHEFLEN MW	07/19/02	3.20	PREPARE AND FILE AMENDMENT NO. 1 TO FORM T-3 FOR QUALIFICATION OF SENIOR AND SUB NOTES (3.2).



SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

SCHEFLEN MW	07/26/02	2.00	RESEARCH RE LISTING OF NEW COMMON STOCK AND CONTINGENT EQUITY PARTICIPATION RIGHTS; TELECONFERENCES WITH M. MCKENZIE OF NASD AND J. GIBBONS OF NASD RE LISTING (2.0).
SCHEFLEN MW	07/31/02	2.80	IMPLEMENT RESTRUCTURING TRANSACTIONS (2.8).
		31.00	
STEINLE JJ	07/02/02	1.60	ATTEND TO EXHIBIT ISSUES RE PLAN (1.4); TELECONFERENCE WITH COMPANY RE SAME (.2).
STEINLE JJ	07/03/02	1.00	RESPOND TO INQUIRIES FROM CONSTITUENTS RE PLAN (1.0).
STEINLE JJ	07/08/02	1.20	PREPARE NOTICES RE PLAN FILING (.3); RESPOND TO STOCKHOLDER CALLS (.9).
STEINLE JJ	07/10/02	4.90	PREPARE EXHIBITS TO PLAN (2.1); PREPARE FOR CONFIRMATION HEARING (1.0); RESPOND TO TELECONFERENCES FROM CREDITORS AND SHAREHOLDERS RE PLAN (1.8).
STEINLE JJ	07/12/02	1.80	PREPARE, REVIEW AND FILE EXHIBITS TO PLAN (1.8).
STEINLE JJ	07/16/02	1.00	REVIEW OBJECTIONS TO PLAN (1.0).
STEINLE JJ	07/18/02	1.50	RESPOND TO CREDITOR AND SHAREHOLDER INQUIRIES RE PLAN (1.5).
STEINLE JJ	07/19/02	1.10	DRAFT RESPONSE TO OBJECTIONS TO PLAN (1.1).
STEINLE JJ	07/20/02	3.60	REVIEW OBJECTIONS TO PLAN (1.1); ANALYZE STRATEGY FOR PLAN CONFIRMATION AND IMPLEMENTATION (2.5).
STEINLE JJ	07/22/02	5.90	DRAFT RESPONSE TO RELEASE OBJECTION (1.4); REVIEW OBJECTIONS TO CONFIRMATION (2.8); LEGAL RESEARCH RE SAME (1.7).
STEINLE JJ	07/23/02	3.50	RESPOND TO PLAN OBJECTIONS (2.0); LEGAL RESEARCH RE SAME (1.5).
STEINLE JJ	07/24/02	5.00	RESPOND TO OBJECTIONS TO CONFIRMATION (3.8); LEGAL RESEARCH RE SAME (1.2).
STEINLE JJ	07/25/02	2.50	REVISE RESPONSE TO OBJECTIONS TO CONFIRMATION OF PLAN (2.5).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

STEINLE JJ	07/26/02	2.40	EDIT RESPONSE TO CONFIRMATION OBJECTIONS (2.4).
STEINLE JJ	07/28/02	2.60	EDIT RESPONSE TO OBJECTIONS (.3); UPDATE ANALYSIS CHART RE SAME (1.7); PREPARE PROFFERS AND SCRIPT (.6).
STEINLE JJ	07/29/02	6.80	EDIT RESPONSE TO OBJECTIONS TO CONFIRMATION (2.1); DRAFT PROFFER RE SAME (1.4); PREPARE FOR CONFIRMATION HEARING (3.3).
STEINLE JJ	07/30/02	5.70	PREPARE FOR (4.0); AND ATTEND CONFIRMATION HEARING (1.7) .
STEINLE JJ	07/31/02	1.10	PREPARE FOR HEARING (1.1).
		53.20	
STUART NL	07/01/02	1.00	REVIEW CHANGES FOR ARTICLES AND BY-LAWS OF REORGANIZED COMDISCO (1.0).
STUART NL	07/08/02	2.70	DRAFTED NOTICE FOR INDENTURES (1.2); REVIEW AND PREPARED INDENTURES FOR FILING (1.5).
STUART NL	07/09/02	2.50	EDIT REORGANIZED COMDISCO CERTIFICATE AND BY-LAWS (2.5).
STUART NL	07/10/02	6.60	DRAFT COMDISCO LITIGATION TRUST (4.5); DRAFT SCHEDULE 8.2 (1.3); DRAFT NOTICE FOR FRIDAY FILINGS (.8).
STUART NL	07/11/02	4.00	REVISE TRUST AGREEMENT (2.5); REVISE NOTICE FOR FILING (1.5).
STUART NL	07/12/02	7.90	FINALIZE ARTICLES OF INCORPORATION FOR REORGANIZED COMDISCO AND ALL NEW SUBSIDIARY COMPANIES (4.3); FINALIZE LITIGATION TRUST AGREEMENT (.5); PREPARE FOR FILING FOLLOWING DOCUMENTS: NOTICE, CERTIFICATES, BY-LAWS, TRUST AGREEMENT, REGISTRATION RIGHTSAGREEMENT, CONTINGENT EQUITY DISTRIBUTION PLAN, SCHEDULE 8.2 (3.1).
STUART NL	07/15/02	1.10	PREPARE FOR HEARING (1.1).
STUART NL	07/16/02	11.30	DRAFT ALLISON AND SNYDER AFFIDAVITS (11.3).
STUART NL	07/17/02	5.90	REVIEW PRECEDENCE DOCUMENTS IN PREPARATION FOR CONFIRMATION (1.6); DRAFT CHART OF OBJECTIONS TO PLAN (4.3).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

STUART NL	07/18/02	3.30	CONTINUE REVIEW OF PRECEDENCE DOCUMENTS (1.5); REVISE OBJECTIONS CHART (1.8).
STUART NL	07/19/02	3.70	REVISE OBJECTIONS CHART; CREATE BINDER AND INDEX (2.3); STRATEGY SESSION FOR ACTIVITIES LEADING UP TO CONFIRMATION (.7); RESEARCH RE LITIGATION TRUST (.7).
STUART NL	07/22/02	6.10	RESEARCH AND RESPONSE TO FLOHR OBJECTIONS (6.1).
STUART NL	07/23/02	11.10	CONTINUE RESEARCH RE FLOHR OBJECTION (11.1).
STUART NL	07/24/02	10.30	CONTINUE RESEARCH RE FLOHR OBJECTIONS AND DRAFTED A RESPONSE (10.3).
STUART NL	07/25/02	4.70	CONTINUE PREPARE RESPONSE TO FLOHR OBJECTIONS (1.8); BEGAN PREPARE SCRIPT AND PROFFERS (2.9).
STUART NL	07/26/02	8.10	PREPARE FLOHR OBJECTIONS (2.8); BEGAN PREPARE PROFFERS AND SCRIPT FOR CONFIRMATION HEARING (5.3).
STUART NL	07/28/02	6.60	CONTINUE PREPARE SCRIPT AND PROFFERS (4.6); PREPARE OBJECTIONS CHART (2.0).
STUART NL	07/29/02	13.50	PREPARATION FOR CONFIRMATION HEARING (13.5).
STUART NL	07/30/02	5.40	CONTINUE PREPARATION FOR CONFIRMATION HEARING (5.4).

115.80

635.40

**Total Associate**

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

FROST TL	07/29/02	9.00	FILE AND DISTRIBUTE PROPOSED AGENDA (.6); FILE AND DISTRIBUTE NOTICES OF FILING (1.2); PREPARE MATERIALS FOR HEARING (2.2); REVIEW PLEADINGS AND CORRESPONDENCE (2.2); FILE AND DISTRIBUTE DECLARATION OF TODD R. SNYDER IN SUPPORT OF CONFIRMATION OF THE FIRST AMENDED JOINT PLAN OF REORGANIZATION OF COMDISCO, INC. AND ITS AFFILIATED DEBTORS AND DEBTORS IN POSSESSION (.7); DECLARATION OF NORMA P. BLAKE IN SUPPORT OF CONFIRMATION OF THE FIRST AMENDED JOINT PLAN OF REORGANIZATION OF COMDISCO, INC. AND ITS AFFILIATED DEBTORS AND DEBTORS IN POSSESSION (.7); DECLARATION OF THOMAS J. ALLISON IN SUPPORT OF CONFIRMATION OF THE FIRST AMENDED JOINT PLAN OF REORGANIZATION OF COMDISCO, INC. AND ITS AFFILIATED DEBTORS AND DEBTORS IN POSSESSION (.7); MEMORANDUM OF LAW IN SUPPORT OF DEBTORS PLAN OF REORGANIZATION AND IN RESPONSE OF AN OBJECTION THERETO (.7).
FROST TL	07/30/02	5.00	PREPARE MATERIALS FOR HEARING (2.9); SERVE SIGNED ORDERS (2.1).
FROST TL	07/31/02	1.50	FILE AND DISTRIBUTE PROPOSED AGENDA (.3); FILE AND DISTRIBUTE CONFIRMATION ORDER (.7); PREPARE MATERIALS FOR HEARING (.5).
		15.50	
<b>Total Legal Assistant</b>		15.50	
BELMAR JJ	07/15/02	2.20	FILE DOCUMENTS: MOTION PAPERS; RESPONSES/OBJECTIONS - AFFIDAVITS OF SERVICE (1.2); FILE NOTICE OF FILING OF ESTIMATE OF PLAN OF UNBILLED FEES AND EXPENSES (1.0) RE 01-24795 (2.2).
BELMAR JJ	07/16/02	1.20	FILE DOCUMENTS: MOTION PAPERS; RESPONSES/OBJECTIONS FILED NOTICE OF FILING OF ESTIMATE UNDER SECTION 11.1A OF PLAN OF UNBILLED FEES AND EXPENSES AS OF ANTICIPATED EFFECTIVE DATE OF PLAN RE 01B24795 (1.2).
		3.40	
<b>Total Legal Assist Specialist</b>		3.40	

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

ROSI DA

07/15/02

2.30 PREPARE AND ASSEMBLE DOCUMENTS FOR DISTRIBUTION/MAILING OF NOTICE OF FILING OF ESTIMATE OF PLAN, OF UNBILLED FEES AND EXPENSES OF SKADDEN, ARPS, SLATE, MEAGHER AND FLOM (ILLINOIS) AS OF ANTICIPATED EFFECTIVE DATE OF PLAN AND NOTICE OF FILING OF ESTIMATE OF PLAN, OF UNBILLED FEES AND EXPENSES OF GOLDMAN, SACHS & CO., MERGERS AND ACQUISITIONS ADVISOR FOR COMDISCO, AS OF ANTICIPATED EFFECTIVE DATE OF PLAN (2.3).

WORSHECK TM

07/15/02

2.30

3.60 PREPARE EXCEL SERVICE LISTS FOR BATCH PROCESSING, EDIT/REVISE SUCH LISTS AND COMPLETE PREPARATION OF OVERNIGHT MAIL SHIPPING LOG FOR NOTICE OF FILING OF ESTIMATE OF PLAN, OF UNBILLED FEES AND EXPENSES OF SKADDEN, ARPS, SLATE, MEAGHER AND FLOM (ILLINOIS) AS OF ANTICIPATED EFFECTIVE DATE OF PLAN AND NOTICE OF FILING OF ESTIMATE OF PLAN, OF UNBILLED FEES AND EXPENSES OF GOLDMAN, SACHS & CO., MERGERS AND ACQUISITIONS ADVISOR FOR COMDISCO, AS OF ANTICIPATED EFFECTIVE DATE OF PLAN (.6); PREPARE AND ASSEMBLE DOCUMENTS FOR DISTRIBUTION/MAILING OF NOTICE OF FILING OF ESTIMATE OF PLAN, OF UNBILLED FEES AND EXPENSES OF SKADDEN, ARPS, SLATE, MEAGHER AND FLOM (ILLINOIS) AS OF ANTICIPATED EFFECTIVE DATE OF PLAN AND NOTICE OF FILING OF ESTIMATE OF PLAN, OF UNBILLED FEES AND EXPENSES OF GOLDMAN, SACHS & CO., MERGERS AND ACQUISITIONS ADVISOR FOR COMDISCO, AS OF ANTICIPATED EFFECTIVE DATE OF PLAN (3.0).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

WORSHECK TM

07/26/02

4.00 PREPARE EXCEL SERVICE LISTS FOR  
BATCH PROCESSING, EDIT/REVISE  
SUCH LISTS AND COMPLETE  
PREPARATION OF OVERNIGHT MAIL  
SHIPPING LOG RE THE CERTIFICATION  
OF DAVID HARTIE WITH RESPECT TO  
THE TABULATION OF VOTES ON FIRST  
AMENDED JOINT PLAN OF  
REORGANIZATION OF COMDISCO, INC.  
AND ITS AFFILIATED DEBTORS IN  
POSSESSION JOINT PLAN OF  
REORGANIZATION AND RE AFFIDAVIT  
OF KATHLEEN M. LOGAN CERTIFYING  
VOTING ON AND TABULATION OF  
BALLOTS ACCEPTING AND REJECTING  
FIRST AMENDED JOINT PLAN OF  
REORGANIZATION OF COMDISCO, INC.  
AND ITS AFFILIATED DEBTORS AND  
DEBTORS IN POSSESSION (.7);  
PREPARE AND ASSEMBLE DOCUMENTS  
FOR DISTRIBUTION/MAILING RE THE  
CERTIFICATION OF DAVID HARTIE  
WITH RESPECT TO THE TABULATION OF  
VOTES ON THE FIRST AMENDED JOINT  
PLAN OF REORGANIZATION OF  
COMDISCO, INC. AND ITS AFFILIATED  
DEBTORS IN POSSESSION JOINT PLAN  
OF REORGANIZATION AND RE THE  
AFFIDAVIT OF KATHLEEN M. LOGAN  
CERTIFYING VOTING ON AND  
TABULATION OF BALLOTS ACCEPTING  
AND REJECTING THE FIRST AMENDED  
JOINT PLAN OF REORGANIZATION OF  
COMDISCO, INC. AND ITS AFFILIATED  
DEBTORS AND DEBTORS IN POSSESSION  
(3.3).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

WORSHECK TM

07/29/02

4.00 PREPARE EXCEL SERVICE LISTS FOR BATCH PROCESSING, EDIT/REVISE SUCH LISTS AND COMPLETE PREPARATION OF OVERNIGHT MAIL SHIPPING LOG RE DECLARATION OF TODD R. SNYDER IN SUPPORT OF CONFIRMATION OF THE FIRST AMENDED JOINT PLAN OF REORGANIZATION OF COMDISCO, INC. AND ITS AFFILIATED DEBTORS AND DEBTORS IN POSSESSION, DECLARATION OF NORMA P. BLAKE IN SUPPORT OF CONFIRMATION OF THE FIRST AMENDED JOINT PLAN OF REORGANIZATION OF COMDISCO, INC. AND ITS AFFILIATED DEBTORS AND DEBTORS IN POSSESSION, DECLARATION OF THOMAS J. ALLISON IN SUPPORT OF CONFIRMATION OF THE FIRST AMENDED JOINT PLAN OF REORGANIZATION OF COMDISCO, INC. AND ITS AFFILIATED DEBTORS AND DEBTORS IN POSSESSION AND MEMORANDUM OF LAW IN SUPPORT OF DEBTORS PLAN OF REORGANIZATION AND IN RESPONSE OF AN OBJECTION THERETO (.5); PREPARE AND ASSEMBLE DOCUMENTS FOR DISTRIBUTION/MAILING RE DECLARATION OF TODD R. SNYDER IN SUPPORT OF CONFIRMATION OF THE FIRST AMENDED JOINT PLAN OF REORGANIZATION OF COMDISCO, INC. AND ITS AFFILIATED DEBTORS AND DEBTORS IN POSSESSION, DECLARATION OF NORMA P. BLAKE IN SUPPORT OF CONFIRMATION OF THE FIRST AMENDED JOINT PLAN OF REORGANIZATION OF COMDISCO, INC. AND ITS AFFILIATED DEBTORS AND DEBTORS IN POSSESSION, DECLARATION OF THOMAS J. ALLISON IN SUPPORT OF CONFIRMATION OF THE FIRST AMENDED JOINT PLAN OF REORGANIZATION OF COMDISCO, INC. AND ITS AFFILIATED DEBTORS AND DEBTORS IN POSSESSION AND MEMORANDUM OF LAW IN SUPPORT OF DEBTORS PLAN OF REORGANIZATION AND IN RESPONSE OF AN OBJECTION THERETO (3.5).

11.60

13.90

Total Legal Assist Support

MATTER TOTAL

1,038.40

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Bill Date: 08/15/02  
Bill Number: 927466

Comdisco, Inc. (DIP)  
Reorganization Plan

Disbursement	Date	Vendor/Employee	Amount
			100.00
CLR/Delaware Database	07/26/02	Office Admin, D	100.00
CLR/Delaware Database	07/26/02	Office Admin, D	100.00
CLR/Delaware Database	07/26/02	Office Admin, D	100.00
CLR/Delaware Database	07/26/02	Office Admin, D	100.00
CLR/Delaware Database	07/26/02	Office Admin, D	100.00
		<b>TOTAL CLR/DELAWARE DATABASE</b>	<b>\$500.00</b>
			192.79
In-house Reproduction	07/02/02	Copy Center, D	0.40
In-house Reproduction	07/05/02	Copy Center, D	15.90
In-house Reproduction	07/05/02	Copy Center, D	306.48
In-house Reproduction	07/12/02	Copy Center, D	11.40
In-house Reproduction	07/16/02	Copy Center, D	568.57
In-house Reproduction	07/19/02	Copy Center, D	7.60
In-house Reproduction	07/23/02	Copy Center, D	28.90
In-house Reproduction	07/23/02	Copy Center, D	11.00
In-house Reproduction	07/26/02	Copy Center, D	2369.96
In-house Reproduction	07/30/02	Copy Center, D	
		<b>TOTAL IN-HOUSE REPRODUCTION</b>	<b>\$3,513.00</b>
			0.74
Telephone Expense	07/26/02	Telecommunications, D	13.73
Telephone Expense	07/26/02	Telecommunications, D	187.53
Telephone Expense	07/26/02	Telecommunications, D	
		<b>TOTAL TELEPHONE EXPENSE</b>	<b>\$202.00</b>
			37.76
Lexis/Nexis	07/18/02	Horning RA	26.94
Lexis/Nexis	07/22/02	Harrington JS	475.48
Lexis/Nexis	07/22/02	Stuart NL	270.79
Lexis/Nexis	07/23/02	Stuart NL	482.03
Lexis/Nexis	07/26/02	Altan EL	
		<b>TOTAL LEXIS/NEXIS</b>	<b>\$1,293.00</b>
			61.87
Westlaw	07/15/02	Marsh JM	323.03
Westlaw	07/17/02	Horning RA	185.78
Westlaw	07/18/02	Horning RA	



SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee	Amount
Westlaw	07/19/02	Meisler RE	400.84
Westlaw	07/23/02	Steinle JJ	7.42
Westlaw	07/23/02	Stuart NL	182.54
Westlaw	07/24/02	Steinle JJ	7.42
Westlaw	07/24/02	Stuart NL	392.38
Westlaw	07/25/02	Altan EL	167.73
Westlaw	07/25/02	Stuart NL	231.80
Westlaw	07/25/02	Altan EL	242.19
		<b>TOTAL WESTLAW</b>	<b>\$2,203.00</b>
Telephone Expense - all other	07/05/02	Telecommunications, DGenesys Conferencing	34.47
Telephone Expense - all other	07/19/02	Telecommunications, DGenesys Conferencing	90.53
		<b>TOTAL TELEPHONE EXPENSE - ALL OTHER</b>	<b>\$125.00</b>
Out-of-Town Travel	07/30/02	Butler, Jr. J	28.00
		<b>TOTAL OUT-OF-TOWN TRAVEL</b>	<b>\$28.00</b>
Messengers/ Courier	06/28/02	Database, Car, Courier, Air Dept	19.99
Messengers/ Courier	07/06/02	Corporate Restructuring United Parcel Service	10.42
Messengers/ Courier	07/07/02	Corporate Restructuring Arrow Messenger Svc	52.84
Messengers/ Courier	07/07/02	Corporate Restructuring Arrow Messenger Svc	54.90
Messengers/ Courier	07/11/02	Database, Car, Courier, Air Dept	8.63
Messengers/ Courier	07/13/02	Corporate Restructuring United Parcel Service	1.51
Messengers/ Courier	07/13/02	Anderson JDUnted Parcel Service	8.83
Messengers/ Courier	07/19/02	Database, Car, Courier, Air Dept	8.63
Messengers/ Courier	07/21/02	Corporate Restructuring Arrow Messenger Svc	18.62

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Disbursement	Date	Vendor/Employee	Amount
Messengers/ Courier	07/22/02	M&A, DAction Courier	12.59
Messengers/ Courier	07/24/02	Database, Car, Courier, Air Dept	7.61
Messengers/ Courier	07/25/02	Database, Car, Courier, Air Dept	7.61
Messengers/ Courier	07/26/02	Corporate RestructuringStraightline Courier	18.02
Messengers/ Courier	07/26/02	Corporate RestructuringStraightline Courier	37.03
Messengers/ Courier	07/28/02	Corporate RestructuringArrow Messenger Svc	24.62
Messengers/ Courier	07/28/02	Corporate RestructuringComet Messenger Service	41.15
		<b>TOTAL MESSENGERS/ COURIER</b>	<b>\$333.00</b>
Outside Research/Internet Services	06/30/02	Library, DGlobal Securities	28.68
Outside Research/Internet Services	06/30/02	Library, DGlobal Securities	62.76
Outside Research/Internet Services	06/30/02	Corporate RestructuringGlobal Securities	426.80
Outside Research/Internet Services	07/10/02	Corporate RestructuringPacer Service Center	0.91
Outside Research/Internet Services	07/10/02	Corporate RestructuringPacer Service Center	1.19
Outside Research/Internet Services	07/10/02	Corporate RestructuringPacer Service Center	1.19
Outside Research/Internet Services	07/10/02	Corporate RestructuringPacer Service Center	18.47
		<b>TOTAL OUTSIDE RESEARCH/INTERNET SERVICES</b>	<b>\$540.00</b>
		<b>TOTAL MATTER</b>	<b>\$8,737.00</b>

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Comdisco, Inc. (DIP)  
Reorganization Plan

Bill Date: 08/31/02  
Bill Number: 927469

NAME	DATE	HOURS	DESCRIPTION
BUTLER, JR. J	08/02/02	0.40	CONTINUED ATTENTION TO POST-CONFIRMATION MATTERS (.4).
BUTLER, JR. J	08/06/02	0.60	CONTINUED ATTENTION TO POST-CONFIRMATION MATTERS (.6).
BUTLER, JR. J	08/08/02	0.60	CONTINUED ATTENTION TO POST-CONFIRMATION MATTERS INCLUDING TELECONFERENCE WITH R. LACKEY (.6).
BUTLER, JR. J	08/11/02	0.30	CONTINUED ATTENTION TO AUGUST 12TH EFFECTIVE DATE MATTERS (.3).
BUTLER, JR. J	08/12/02	0.20	ATTENTION TO EFFECTIVE DATE MATTERS (.2).
		2.10	
HALE TA	08/06/02	2.00	1940 ACT ANALYSIS OF PLAN (2.0).
HALE TA	08/07/02	2.20	1940 ACT ANALYSIS (2.2).
		4.20	
PANAGAKIS GN	08/01/02	2.40	ATTENTION TO POST-CONFIRMATION MATTERS INCLUDING SEVERAL DISCUSSIONS WITH R. MISHLER AND R. LACKEY REGARDING SAME (2.4).
PANAGAKIS GN	08/02/02	1.50	ATTENTION TO STATUS OF RESTRUCTURING TRANSACTIONS AND RELATED POST-CONFIRMATION MATTERS (1.5).
PANAGAKIS GN	08/05/02	1.80	CONTINUED ATTENTION TO RESTRUCTURING TRANSACTION INCLUDING TELECONFERENCES WITH R. MISHLER AND R. LACKEY REGARDING SAME (1.8).
PANAGAKIS GN	08/06/02	1.10	ATTENTION TO COMPLETION OF RESTRUCTURING TRANSACTIONS (1.1).
PANAGAKIS GN	08/07/02	1.00	ATTENTION TO COMPLETION OF RESTRUCTURING TRANSACTIONS (1.0).
PANAGAKIS GN	08/08/02	1.00	ATTENTION TO EFFECTUATION OF RESTRUCTURING TRANSACTIONS (1.0).
		8.80	
PERLMAN F	08/01/02	0.50	WORK ON MATTERS RE CORPORATE RESTRUCTURING (.5).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

PERLMAN F	08/02/02	1.90	WORK ON ISSUES RE CORPORATE RESTRUCTURING (1.9).
PERLMAN F	08/05/02	3.20	TELECONFERENCE WITH R. LACKEY ET AL. RE RESTRUCTURING. (1.5); ATTENTION TO ISSUES RE RESTRUCTURING TRANSACTIONS. (1.7).
PERLMAN F	08/06/02	1.70	ATTENTION TO RESTRUCTURING TRANSACTION INCLUDING 40 ACT ISSUES (1.7).
PERLMAN F	08/07/02	1.60	TELECONFERENCE WITH R. HANSON AND WORK ON RESTRUCTURING TRANSACTIONS (1.6).
PERLMAN F	08/08/02	1.90	ATTENTION TO RESTRUCTURING TRANSACTION (1.9).
PERLMAN F	08/09/02	1.80	ATTENTION TO RESTRUCTURING TRANSACTIONS AND ISSUES RE EFFECTIVE DATE (1.8).
PERLMAN F	08/12/02	5.10	ATTENTION TO ISSUES RE EFFECTIVE DATE (2.8); PREPARE RESTRUCTURING TRANSACTIONS (2.3).
		17.70	
VANCE III L	08/01/02	3.50	ATTENTION TO EFFECTIVE DATE ISSUES (3.5).
VANCE III L	08/02/02	2.50	ATTENTION TO EFFECTIVE DATE ISSUES (2.5).
VANCE III L	08/05/02	9.30	MEETING AT COMDISCO WITH R. LACKEY, D. FRANKEL, J. FROBERG AND OTHERS RE REORGANIZATION TRANSACTIONS (3.3); ATTENTION TO ISSUES RE REORGANIZATION TRANSACTIONS (6.0).
VANCE III L	08/06/02	7.70	ATTENTION TO ISSUES RE EFFECTIVE DATE REORGANIZATION TRANSACTIONS (7.7).
VANCE III L	08/07/02	6.70	ATTENTION TO ISSUES RE EFFECTIVE DATE REORGANIZATION ISSUES (6.7).
VANCE III L	08/08/02	9.50	REVIEW AND REVISE DOCUMENTS RE REORGANIZATION TRANSACTIONS AND NOTE ISSUANCES (5.5); ATTENTION TO ISSUES RE REORGANIZATION TRANSACTIONS AND NOTE ISSUANCES (4.0).
VANCE III L	08/09/02	5.30	ATTENTION TO ISSUES RE REORGANIZATION TRANSACTIONS (5.3).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

VANCE III L	08/10/02	4.50	REVIEW RIGHTS AGREEMENT AND REORGANIZATION DOCUMENTS (4.5).
VANCE III L	08/12/02	6.30	ATTENTION TO ISSUES RE EFFECTIVE DATE TRANSACTIONS (6.3).
		55.30	
<b>Total Partner</b>		<b>88.10</b>	
ANDERSON JD	08/01/02	4.80	ATTENTION TO REORGANIZATION TRANSACTION DOCUMENTATION AND ISSUES (4.8).
ANDERSON JD	08/02/02	3.90	CONTINUED ATTENTION TO REORGANIZATION TRANSACTION ISSUES AND DOCUMENTATION (3.9).
ANDERSON JD	08/05/02	11.00	ATTEND REORGANIZATION MEETING WITH D. FRANKEL AND R. LACKEY (7.1); DRAFT REORGANIZATION SUBSIDIARY TRACKING CHART (2.5); DRAFT REORGANIZATION FLOW CHART (1.4).
ANDERSON JD	08/06/02	10.70	ATTENTION TO REORGANIZATION TRANSACTION ISSUES (5.5); PREPARE REORGANIZATION DOCUMENTS (4.0); ATTENTION TO TRANSACTION CLOSING (1.2).
ANDERSON JD	08/07/02	14.70	PREPARE REORGANIZATION DOCUMENTATION (5.6); PREPARE NOTE AND INDENTURE DOCUMENTS (5.0); ATTENTION TO REORGANIZATION ISSUES (4.1).
ANDERSON JD	08/08/02	13.50	PREPARE NOTE DOCUMENTS FOR CLOSING (6.0); PREPARE REORGANIZATION DOCUMENTS FOR CLOSING (7.5).
ANDERSON JD	08/10/02	2.40	REVIEW AND REVISE TRANSFER DOCUMENTS FOR REORGANIZATION TRANSACTIONS (2.4).
ANDERSON JD	08/11/02	5.20	PREPARE REORGANIZATION CLOSING ROOM (2.0); REVIEW AND REVISE REORGANIZATION DOCUMENTS (3.2).
ANDERSON JD	08/12/02	10.50	COMPLETE REORGANIZATION DOCUMENTS (2.5); CLOSE REORGANIZATION TRANSACTIONS AND EXECUTE NOTE DOCUMENTS (7.0); ORGANIZE CLOSING ROOM DOCUMENTS (1.0).
		<b>76.70</b>	

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

ATHAS C	08/01/02	10.50	REVIEW MERGER AGREEMENT PRECEDENT AND REVISE DRAFT MERGER AGREEMENT FOR CDO MERGER SUBSIDIARY AND COMDISCO, INC. PURSUANT TO THE PLAN OF REORGANIZATION (4.8); RESEARCH AND REVIEW PRECEDENT FOR DE CODE SECTION 253 PARENT-SUBSIDIARY MERGERS AND DRAFT PRELIMINARY SECTION 253 CERTIFICATE (2.5); REVIEW PLAN OF REORGANIZATION AND SUMMARIZE AND REVIEW NECESSARY ORGANIZATIONAL DOCUMENTS NEEDED TO IMPLEMENT THE PLAN OF REORGANIZATION (3.2).
ATHAS C	08/02/02	9.20	COORDINATE PROCESS FOR FORMING REORGANIZED COMDISCO SUBSIDIARIES PURSUANT TO SECTION 7 OF THE REORGANIZATION PLAN (2.4); DRAFT ACTION OF SOLE INCORPORATOR RESOLUTIONS AND REVISE CHARTER AND BYLAWS FOR REORGANIZED COMDISCO SUBSIDIARIES (3.8); RESEARCH PRECEDENT FOR SECTION 251 MERGER CERTIFICATES AND BOARD RESOLUTIONS AND DRAFT PRELIMINARY DOCUMENTS (3).
ATHAS C	08/04/02	8.30	DRAFT BOARD RESOLUTIONS APPROVING MERGER OF COMDISCO, INC. AND COMDISCO LEASING MERGER SUBSIDIARY, INC., INCLUDING CONSENT OF THE SOLE SHAREHOLDER AND A SECTION 251 MERGER CERTIFICATE (3.8); DRAFT FINAL VERSION OF SECTION 253 PARENT-SUB CERTIFICATE OF OWNERSHIP AND MERGER, INCLUDING BOARD RESOLUTIONS AND CONSENT OF THE SOLE SHAREHOLDER (2.5); REVIEW REORGANIZATION PLAN FOR ADDITIONAL REQUIRED CORPORATE ACTION AND UPDATE REORGANIZATION CLOSING CHECKLIST (2.0).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

ATHAS C	08/05/02	13.50	COORDINATE CREATION OF REORGANIZED COMDISCO SUBSIDIARIES IN DELAWARE AND PREPARE FILING FOR FEIN NUMBERS (1.2); REVISE DRAFTS OF COMDISCO, INC. AND COMDISCO LEASING MERGER SUBSIDIARY, INC. MERGER AND REVISE ALL BOARD RESOLUTIONS AND CONSENTS (2.7); REVISE ALL REORGANIZED COMDISCO ORGANIZATIONAL DOCUMENTS TO REFLECT EXPANDED REORGANIZATION MODEL (3.5); CONDUCT DUE DILIGENCE AND DRAFT MEMORANDUM RE SPV SECURITIZATION DOCUMENTS AND TRANSFERRING ASSETS UNDER THE REORGANIZATION PLAN (5.3); COMPILE AND DISTRIBUTE SCHEDULE C LISTS OF FINANCING CONTRACTS FOR CEG AND CLSG CLOSINGS TO MICHAEL POPE (.8).
ATHAS C	08/06/02	13.70	DRAFT FINAL VERSIONS OF CERTIFICATES OF INCORPORATION, BYLAWS, ACTION OF SOLE INCORPORATOR, AND BOARD OF DIRECTOR RESOLUTIONS FOR CREATION OF REORGANIZED COMDISCO ENTITIES (6.5); CONDUCT ADDITIONAL DUE DILIGENCE RE SPV LOAN OBLIGATIONS (1.5); REVISE MERGER AGREEMENT OF MERGER SUB WITH AND INTO COMDISCO, INC. AND CONDUCT DILIGENCE RE PARENT-SUBSIDIARY MERGERS (4); REVIEW FORM CONTRIBUTION AGREEMENT AND SUMMARY OF COMDISCO FOREIGN AND DOMESTIC SUBSIDIARIES (1.7).
ATHAS C	08/07/02	13.50	RESEARCH SPV LOAN DOCUMENTS AND UNDERLYING AGREEMENTS TO DETERMINE FEASIBILITY OF TRANSFERRING OR PLEDGING SHARES (3.7); REVISE CERTIFICATE OF INCORPORATION AND BYLAWS OF COMDISCO HOLDING COMPANY, INC. AND FILED WITH DELAWARE SECRETARY OF STATE (2.5); BEGIN DRAFTING CONTRIBUTION AGREEMENTS TO TRANSFER DOMESTIC AND FOREIGN ASSETS FROM COMDISCO, INC. TO REORGANIZED HOLDING COMPANIES (3); DRAFT SECTION 253 SHORT-FORM CERTIFICATES OF MERGER FOR CERTAIN COMDISCO PARENT-SUB MERGERS (1.8); UPDATE CORPORATE ORGANIZATION DOCUMENTS TO IMPLEMENT REVISED HOLDING STRUCTURE UNDER THE PLAN (2.5).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

ATHAS C	08/08/02	18.40	RESEARCH SEC FORMS AND RULES RE CANCELLATION OF SHARES PURSUANT TO A BANKRUPTCY RESTRUCTURING UNDER SECTION 16 OF THE 1934 ACT (3.7); RESEARCH AND DRAFT FORM 8-A FOR REGISTRATION OF COMDISCO HOLDING COMPANY, INC. COMMON STOCK (4.6); REVISE AND UPDATE CORPORATE ORGANIZATION DOCUMENTS PRIOR TO GOING EFFECTIVE UNDER THE REORGANIZATION PLAN (3.8); REVISE DRAFT OF SECTION 253 CERTIFICATE OF OWNERSHIP AND MERGER FOR COMDISCO PARENT-SUBSIDIARY MERGERS (1.0); DRAFT CONTRIBUTION AGREEMENTS FOR NEW COMDISCO SUBSIDIARIES (3.7); REVISE AGREEMENT AND PLAN OF MERGER TO IMPLEMENT REVISED HOLDING COMPANY STRUCTURE UNDER PLAN (1); REVIEW FORM T-3 PRIOR TO FILING WITH SEC (1.6).
ATHAS C	08/09/02	12.30	RESEARCH SECTION 16 OF THE 1934 ACT RE CANCELLATION OF SHARES AND TELECONFERENCE WITH L. KING TO DISCUSS POSSIBLE FILING REQUIREMENTS (2.5); FINALIZE AND DISTRIBUTE ACTION OF SOLE INCORPORATOR AND REVISED BOARD OF DIRECTORS MINUTES FOR SIGNATURE AND INCLUSION IN CORPORATE MINUTE BOOKS (3.8); ASSIST IN REVIEW OF EDGARIZED DOCUMENTS FOR FINAL FILING WITH SEC (1.5); DRAFT AND REVIEW CONTRIBUTION AGREEMENTS AND SECTION 253 MERGER CERTIFICATES (2.7); REVISE FORM 8-A FOR REGISTRATION OF CDO HOLDING COMPANY, INC. COMMON STOCK (1.8).
ATHAS C	08/11/02	8.80	DRAFT FINAL CONTRIBUTION AGREEMENTS FOR TRANSFER OF COMDISCO, INC. ASSETS TO REORGANIZED COMDISCO ENTITIES (3.0); DRAFT FINAL MERGER AGREEMENTS TO IMPLEMENT REORGANIZED COMDISCO HOLDING STRUCTURE AND STAGE AGREEMENTS FOR DELAWARE FILING (2.3); PREPARE CLOSING ROOM FOR AUGUST 12 EFFECTIVE DATE AND FINALIZE CORPORATE ORGANIZATION DOCUMENTS (3.5).



SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

ATHAS C	08/12/02	8.50	COORDINATE CLOSING ROOM AND FINALIZE CONTRIBUTION AGREEMENTS (3.6); MONITOR FILING OF MERGER CERTIFICATES IN DELAWARE AND FINALIZE CORPORATE GOVERNANCE DOCUMENTS (3.2); REVIEW POST-REORGANIZATION INTERNATIONAL ORGANIZATION CHART (1.7).
		116.70	
KETCHENS JP	08/07/02	4.00	REVIEW SUMMARIES FOR INFORMATION ON TAGS (2.0); ANALYZE CORE STATES AGREEMENT FOR RESTRICTIONS ON TRANSFER (2.0).
KETCHENS JP	08/09/02	4.80	REVISE COMDISCO REORGANIZATION CLOSING DOCUMENTS (4.8).
		8.80	
MEISLER RE	08/01/02	0.50	ATTENTION TO INQUIRIES RE EFFECTING PLAN (.5).
MEISLER RE	08/02/02	0.90	TELECONFERENCES WITH J. SCHWEINGER AND C. BRANDON RE ROLE OF DISBURSING AGENT (.4); ATTENTION TO SAME (.5).
MEISLER RE	08/07/02	0.60	ATTENTION TO CISCO, CITY CAPITAL AND U.S. BANCORP RE CLAIMS ESTIMATION MOTION (.3); TELECONFERENCE WITH T. ASKOUNIS RE SAME (.1); ATTENTION TO CLAIMS ESTIMATION MOTION RE ESTIMATION OF DISPUTED CLAIMS RESERVE (.2).
		2.00	
MURPHY MM	08/06/02	1.10	STRATEGIZE RE EFFECTIVE DATE (1.1).
MURPHY MM	08/07/02	0.50	PREPARE DOCUMENTS FOR DISTRIBUTION FOR D&O INSURANCE (.5).
MURPHY MM	08/08/02	0.10	CONFIRM PAYMENT OF TRUSTEE FEES (.1).
MURPHY MM	08/09/02	1.10	ORGANIZE CONFIRMATION DOCUMENTS (1.1).
MURPHY MM	08/12/02	1.80	ATTENTION TO ISSUES RE EFFECTIVE DATE (1.8).
		4.60	
ROHLFSEN RJ	08/05/02	0.20	REVIEW AND ANALYSIS OF COURT DOCKET IN CONNECTION WITH PREPARING FOR POSSIBLE APPEAL OF PLAN OF REORGANIZATION (.2).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

ROHLFSEN RJ	08/07/02	1.10	REVIEW AND ANALYSIS OF TRANSCRIPT FROM JULY 30 OMNIBUS HEARING IN CONNECTION WITH PREPARING FOR CLAIMS ADMINISTRATION AND ANY APPEAL OF PLAN (1.1).
ROHLFSEN RJ	08/12/02	0.60	REVIEW AND ANALYSIS OF NEWS ARTICLES RELATING TO COMDISCO PLAN OF CONFIRMATION AND DISPUTES RE SIPP LITIGATION (.2); PREPARE MEMORANDUM RE STATUS OF PLAN CONFIRMATION (.1); REVIEW AND ANALYSIS OF MEMORANDA RELATING TO PLAN CONFIRMATION (.1); REVIEW OF COURT DOCKET MATERIALS RE APPEALS OF PLAN CONFIRMATION (.2).
		1.90	
SCHEFLEN MW	08/01/02	2.30	PREPARE FINAL PLAN AND DISCLOSURE STATEMENT FOR FILING WITH THE SEC (.5); RESEARCH AND PREPARE DOCUMENTATION FOR EQUITY-RELATED ELEMENTS OF RESTRUCTURING (1.8).
SCHEFLEN MW	08/03/02	6.80	RESEARCH AND DRAFT REQUIRED DOCUMENTS RE ISSUANCE, REGISTRATION AND LISTING OF NEW COMMON STOCK AND CONTINGENT EQUITY DISTRIBUTION RIGHTS (6.8).
SCHEFLEN MW	08/04/02	4.80	ADDITIONAL RESEARCH AND PREPARATION FOR RESTRUCTURING TRANSACTIONS AND ISSUANCE AND LISTING OF NEW COMMON STOCK AND CONTINGENT EQUITY DISTRIBUTION RIGHTS (4.8).
SCHEFLEN MW	08/05/02	4.30	EFFECT TRANSACTIONS AND PREPARE FILINGS REQUIRED FOR EFFECTIVENESS OF THE PLAN (4.3).
SCHEFLEN MW	08/06/02	9.50	CONTINUE TO EFFECT TRANSACTIONS AND PREPARE FILINGS REQUIRED FOR EFFECTIVENESS OF PLAN (9.5).
SCHEFLEN MW	08/07/02	10.30	CONTINUE TO EFFECT TRANSACTIONS AND PREPARE FILINGS REQUIRED FOR EFFECTIVENESS OF THE PLAN (10.3).
SCHEFLEN MW	08/08/02	14.80	CONTINUE TO EFFECT TRANSACTIONS AND PREPARE FILINGS REQUIRED FOR EFFECTIVENESS OF PLAN (14.8).
SCHEFLEN MW	08/09/02	13.80	CONTINUE TO EFFECT TRANSACTIONS AND PREPARE FILINGS REQUIRED FOR EFFECTIVENESS OF PLAN (13.8).
SCHEFLEN MW	08/10/02	4.50	CONTINUE TO EFFECT TRANSACTIONS AND PREPARE FILINGS REQUIRED FOR EFFECTIVENESS OF PLAN (4.5).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

SCHEFLEN MW	08/12/02	13.50	CONTINUE TO EFFECT TRANSACTIONS AND MAKE FILINGS REQUIRED FOR EFFECTIVENESS OF PLAN (13.5).
		84.60	
STEINLE JJ	08/01/02	0.80	RESPOND TO TELEPHONE INQUIRIES FROM CREDITORS RE PLAN PROCESS (.8).
STEINLE JJ	08/05/02	1.50	RESPOND TO INQUIRIES RE PLAN (.8); ANALYSIS RE DISTRIBUTIONS (.7).
STEINLE JJ	08/06/02	1.00	ANALYSIS RE EFFECTIVE DATE REQUIREMENTS (1.0).
		3.30	
STUART NL	08/06/02	0.60	RESEARCH RE PLAN REQUIREMENTS (.6).
STUART NL	08/07/02	6.00	DRAFT STOCK POWER AGREEMENTS, AUTHORIZATION ORDERS (6.0).
STUART NL	08/08/02	5.90	DRAFT OFFICER'S CERTIFICATE, RUN CHANGES TO STOCK POWER AGREEMENTS AND AUTHENTICATION ORDER; PREPARE VARIOUS DOCUMENTS FOR CLOSING (5.9).
STUART NL	08/09/02	4.20	PREPARE DOCUMENTS FOR CLOSING, CORRESPOND WITH DISBURSEMENT AGENT, ASSEMBLE PACKAGE OF CLOSING DOCUMENTS FOR DISBURSEMENT AGENT, FINALIZE NOTES, PRINT NOTES (4.2).
STUART NL	08/10/02	5.50	BEGIN TO DRAFT SUMMARIES FOR MATTERS ON FINAL FEE APPLICATION (5.5).
STUART NL	08/11/02	4.50	FINALIZE ALL DOCUMENTS FOR CLOSING (4.5).
STUART NL	08/12/02	4.50	MAKE FINAL CHANGES TO CLOSING DOCUMENTS, ASSEMBLE PACKAGE OF CLOSING DOCUMENTS FOR OTHER PROFESSIONALS, ATTEND CLOSING (4.5).
		31.20	
<b>Total Associate</b>		<b>329.80</b>	
<b>MATTER TOTAL</b>		<b><u>417.90</u></b>	

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Comdisco, Inc. (DIP)  
Reorganization Plan

Bill Date: 08/15/02  
Bill Number: 927469

Disbursement	Date	Vendor/Employee	Amount
CLR/Delaware Database	08/09/02	Office Admin, D	50.00
CLR/Delaware Database	08/09/02	Office Admin, D	150.00
CLR/Delaware Database	08/09/02	Office Admin, D	150.00
CLR/Delaware Database	08/09/02	Office Admin, D	200.00
<b>TOTAL CLR/DELAWARE DATABASE</b>			<b>\$550.00</b>
In-house Reproduction	08/02/02	Copy Center, D	27.70
In-house Reproduction	08/02/02	Copy Center, D	1515.99
In-house Reproduction	08/06/02	Copy Center, D	9.40
In-house Reproduction	08/06/02	Copy Center, D	72.00
In-house Reproduction	08/09/02	Copy Center, D	134.91
<b>TOTAL IN-HOUSE REPRODUCTION</b>			<b>\$1,760.00</b>
Telephone Expense	08/07/02	Telecommunications, D	4.00
<b>TOTAL TELEPHONE EXPENSE</b>			<b>\$4.00</b>
Postage	08/06/02	Office Admin, D	10.00
<b>TOTAL POSTAGE</b>			<b>\$10.00</b>
Lexis/Nexis	08/02/02	Altan EL	126.00
<b>TOTAL LEXIS/NEXIS</b>			<b>\$126.00</b>
Westlaw	08/11/02	Stuart NL	166.00
<b>TOTAL WESTLAW</b>			<b>\$166.00</b>
Telephone Expense - all other	08/09/02	Telecommunications, D Genesys Conferencing	22.00
<b>TOTAL TELEPHONE EXPENSE - ALL OTHER</b>			<b>\$22.00</b>
Messengers/ Courier	08/02/02	Corporate Restructuring Straightline Courier	17.99
Messengers/ Courier	08/02/02	Corporate Restructuring Straightline Courier	22.59
Messengers/ Courier	08/02/02	Corporate Restructuring Straightline Courier	36.99
Messengers/ Courier	08/04/02	Corporate Restructuring Arrow Messenger Svc	24.59
Messengers/ Courier	08/04/02	Corporate Restructuring Comet Messenger Service	41.09

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

<b>Disbursement</b>	<b>Date</b>	<b>Vendor/Employee</b>	<b>Amount</b>
Messengers/ Courier	08/09/02	Database, Car, Courier, Air Dept	18.57
Messengers/ Courier	08/09/02	Corporate RestructuringQuick Int'l - Ny	72.18
		<b>TOTAL MESSENGERS/ COURIER</b>	<b>\$234.00</b>
Outside Research/Internet Services	07/31/02	Corporate General, DCusip Service Bureau	122.95
Outside Research/Internet Services	07/31/02	Corporate General, DCusip Service Bureau	122.95
Outside Research/Internet Services	07/31/02	Library, DGlobal Securities	142.84
Outside Research/Internet Services	07/31/02	Corporate RestructuringGlobal Securities	668.26
		<b>TOTAL OUTSIDE RESEARCH/INTERNET SERVICES</b>	<b>\$1,057.00</b>
		<b>TOTAL MATTER</b>	<b>\$3,929.00</b>



IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE NORTHERN DISTRICT OF ILLINOIS  
EASTERN DIVISION

-----X  
In re: : Case No. 01-24795  
 : (Jointly Administered)  
COMDISCO, INC. :  
 : Chapter 11  
et al. :  
 : Hon. Ronald Barliant  
Debtors. :  
-----X

EXHIBIT D-4  
CASE ADMINISTRATION  
3,763.5 HOURS

SKADDEN, ARPS, SLATE, MEAGHER & FLOM (ILLINOIS)  
333 West Wacker Drive  
Chicago, Illinois 60606-1285

and

SKADDEN, ARPS, SLATE, MEAGHER & FLOM, LLP  
Four Times Square  
New York, NY 10036

**EXHIBIT 4**

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Comdisco, Inc. (DIP)  
 Case Administration

Bill Date: 05/20/02  
 Bill Number: 917155

NAME	DATE	HOURS	DESCRIPTION
BUTLER, JR. J	04/17/02	0.60	CONTINUE TO PREPARE FOR APRIL 18TH OMNIBUS HEARING BEFORE JUDGE BARLIANT IN CHICAGO BANKRUPTCY COURT REGARDING UNCONTESTED OR AGREED DOCKET (.6)
BUTLER, JR. J	04/18/02	1.60	PREPARE FOR AND ATTEND (.5) OMNIBUS HEARING BEFORE JUDGE BARLIANT IN CHICAGO BANKRUPTCY COURT REGARDING UNCONTESTED OR AGREED DOCKET (1.1).
		2.20	
PANAGAKIS GN	04/02/02	0.50	ATTENTION TO MOTIONS FOR NEXT WEEK FILING (.5).
PANAGAKIS GN	04/03/02	0.90	ATTENTION TO UPCOMING FILINGS (.9).
PANAGAKIS GN	04/05/02	0.70	ATTENTION TO MATTERS REGARDING UPCOMING OMNIBUS HEARING (.7).
PANAGAKIS GN	04/08/02	0.80	ATTENTION TO UPCOMING HEARING MATTERS (.8).
PANAGAKIS GN	04/11/02	0.50	ATTENTION TO NEXT WEEK OMNIBUS HEARING (.5).
PANAGAKIS GN	04/12/02	0.80	TELECONFERENCE WITH N. BLAKE AND R. MISHLER REGARDING PREPARATION FOR NEXT WEEK HEARING AND RELATED MATTERS (.8).
PANAGAKIS GN	04/14/02	0.90	REVIEW INCOMING CORRESPONDENCE (.4); ATTENTION TO POTENTIAL CONTESTED MATTERS AT UPCOMING HEARING (.5).
PANAGAKIS GN	04/15/02	0.80	ATTENTION TO PREPARATIONS FOR CONTESTED MATTERS REGARDING APRIL 18TH HEARING (.8).
PANAGAKIS GN	04/16/02	1.40	CONTINUED ATTENTION TO PREPARATIONS FOR UPCOMING OMNIBUS HEARING (1.4).
PANAGAKIS GN	04/17/02	1.20	PARTICIPATE ON STRATEGY CALLS WITH MANAGEMENT IN PREPARATION FOR HEARING (.6); TELECONFERENCE WITH R. HANSON REGARDING NEXT DAY HEARING (.6).
PANAGAKIS GN	04/18/02	1.80	PREPARE FOR (.7) AND ATTEND (1.1) OMNIBUS HEARING (OTHER THAN LEASING SALE).

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**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

PANAGAKIS GN	04/19/02	0.70	TELEPHONE CONFERENCES WITH R. MISHLER AND B. LACKEY REGARDING UPCOMING MATTERS (.7).
PANAGAKIS GN	04/21/02	1.50	REVIEW INCOMING CORRESPONDENCE AND OPEN ITEMS (1.5).
		12.50	
PERLMAN F	04/05/02	0.80	EVALUATE ISSUES REGARDING 4/18 HEARING (.8).
PERLMAN F	04/10/02	0.40	REVIEW CASE CALENDAR AND PLANNER (.4).
PERLMAN F	04/13/02	0.50	PREPARE FOR 4/18 HEARING (.5).
PERLMAN F	04/17/02	2.80	PREPARE FOR HEARING (2.8).
PERLMAN F	04/18/02	2.50	PREPARE FOR OMNIBUS HEARING (1.5); ATTEND OMNIBUS HEARING (1.0).
		7.00	
<b>Total Partner</b>		21.70	
ABERMAN CG	04/03/02	2.90	UPDATE HEARING PLANNER (.7); UPDATE CASE CALENDAR (.6); UPDATE MOTION SUMMARY CHART (1.6).
ABERMAN CG	04/10/02	5.10	DRAFT CASE ADMIN MEMO (.3); UPDATE MOTION SUMMARY CHART (2.2); UPDATE CASE CALENDAR (2.1); REVIEW AGENDA AND HEARING PLANNER (.5).
		8.00	
HARRINGTON JS	04/05/02	0.70	FORMULATE STRATEGY FOR PLEADINGS TO BE FILED FOR APRIL 18 HEARING (.7).
HARRINGTON JS	04/09/02	1.10	ATTENTION TO MOTION SUMMARY CHART (1.1).
HARRINGTON JS	04/10/02	3.70	WORK ON AGENDA FOR APRIL 18 HEARING (2.1); WORK ON HEARING PLANNER (1.6).
HARRINGTON JS	04/15/02	1.30	WORK ON AGENDA FOR APRIL 18 HEARING (1.3).
HARRINGTON JS	04/16/02	4.60	WORK ON MOTION SUMMARY CHART (1.1); WORK ON HEARING PLANNER (1.2); DRAFT MEMO FOR CASE ADMINISTRATION MATERIALS (.3); WORK ON CASE CALENDAR (.6); WORK ON AGENDA FOR APRIL 18 HEARING (1.4).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

HARRINGTON JS	04/17/02	6.70	CONTINUED ATTENTION TO AGENDA ISSUES FOR APRIL 18 HEARING (1.5); COMPILING AND ORGANIZING RELEVANT DOCUMENTS AND MATERIALS FOR APRIL 18 HEARING (5.2).
HARRINGTON JS	04/18/02	5.60	PREPARE MATERIALS FOR OMNIBUS HEARING (2.9); ATTEND AND ASSIST AT HEARING (2.7).
HARRINGTON JS	04/24/02	2.60	WORK ON HEARING PLANNER (.8); UPDATE MOTION SUMMARY CHART (.7); UPDATE CASE CALENDAR (.7); DRAFT ADMIN MEMO (.4).
HARRINGTON JS	04/30/02	1.80	DRAFT MOTION AND ORDER TO EXPUNGE ENTRY FROM DOCKET (1.8).
		28.10	
MEISLER RE	04/18/02	2.70	ASSISTED WITH OMNIBUS HEARING (2.7).
		2.70	
MURPHY MM	04/05/02	0.80	STRATEGIZE RE: CASE MANAGEMENT, INCLUDING THE APRIL 8, 2002 FILING DEADLINE AND APRIL OMNIBUS HEARING (.8).
MURPHY MM	04/17/02	3.30	FINALIZE PREPARATIONS FOR APRIL OMNIBUS HEARING (3.3).
MURPHY MM	04/18/02	4.30	FINALIZE PREPARATIONS FOR APRIL OMNIBUS HEARING (1.5) AND ATTEND SAME (2.0); PREPARE DISTRIBUTION OF ORDERS (.8).
MURPHY MM	04/30/02	0.40	ATTENTION TO ISSUES RE: MASTER SERVICES LIST AND 2002 LIST (.4).
		8.80	
<b>Total Associate</b>		<b>47.60</b>	
FROST TL	04/01/02	3.20	DISTRIBUTE COPIES OF HEARING TRANSCRIPTS (1.2); REVIEW CORRESPONDENCE AND PLEADINGS (2.0).
FROST TL	04/02/02	3.30	REVIEW PLEADINGS AND CORRESPONDENCE (2.3); TELECONFERENCES RE: CASE ADMINISTRATION (1.0).
FROST TL	04/03/02	1.50	DISTRIBUTE CASE ADMINISTRATION MATERIALS (1.5).
FROST TL	04/04/02	1.20	REVIEW PLEADINGS (1.2).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

FROST TL	04/05/02	5.00	REVIEW CORRESPONDENCE AND PLEADINGS (2.8); INDEX FILES FROM PAST HEARINGS (2.2).
FROST TL	04/08/02	5.70	PREPARE TEN-DAY MOTIONS FOR FILING AND DISTRIBUTION (4.8); UPDATE SERVICE LISTS (.9).
FROST TL	04/09/02	1.20	REVIEW CORRESPONDENCE AND PLEADINGS (1.2).
FROST TL	04/11/02	4.00	DISTRIBUTE DEPOSITIONS (1.2); UPDATE SERVICE LISTS (.8); REVIEW PLEADINGS AND CORRESPONDENCE (2.0).
FROST TL	04/12/02	1.20	REVIEW PLEADINGS AND CORRESPONDENCE (1.2).
FROST TL	04/15/02	9.80	PREPARE HEARING BINDER (9.8).
FROST TL	04/16/02	5.40	UPDATE HEARING BINDER (4.3); REVIEW PLEADINGS AND CORRESPONDENCE (1.1).
FROST TL	04/17/02	8.50	CONTINUE TO UPDATE HEARING BINDER (5.3); PREPARE AND FILE CERTIFICATES OF SERVICE WITH THE COURT (1.2); FILE DEBTORS RESPONSES WITH THE COURT (1.5); REVIEW CORRESPONDENCE AND PLEADINGS (.5).
FROST TL	04/18/02	2.50	DISTRIBUTE SIGNED ORDERS (2.5).
FROST TL	04/19/02	5.30	CONTINUE TO DISTRIBUTE SIGNED ORDERS (2.1); INDEX HEARING MATERIALS (3.2).
FROST TL	04/22/02	2.20	REVIEW PLEADINGS AND CORRESPONDENCE (2.2).
FROST TL	04/23/02	1.10	REVIEW PLEADINGS AND CORRESPONDENCE (1.1).
FROST TL	04/24/02	2.00	REVIEW PLEADINGS AND CORRESPONDENCE (1.2); UPDATE SERVICE LISTS (.8).
FROST TL	04/25/02	4.00	UPDATE DOCKET (1.3); PREPARE CERTIFICATE OF SERVICE (1.2); REVIEW PLEADINGS AND CORRESPONDENCE (1.5).
FROST TL	04/29/02	4.00	REVIEW CORRESPONDENCE AND PLEADINGS (1.4); DISTRIBUTE PLEADINGS (1.6); DISTRIBUTE TRANSCRIPTS (1.0).
FROST TL	04/30/02	1.50	REVIEW PLEADINGS AND CORRESPONDENCE (1.5).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

		72.60	
<b>Total Legal Assistant</b>		<b>72.60</b>	
ROSI DA	04/02/02	2.50	REVIEW AND INDEX CORRESPONDENCE AND PREPARE SUCH DOCUMENTS FOR FILE (2.5).
ROSI DA	04/04/02	0.90	REVIEW AND INDEX CORRESPONDENCE AND PREPARE SUCH DOCUMENTS FOR FILE (.9).
ROSI DA	04/10/02	1.00	PREPARE AND ASSEMBLE DOCUMENTS FOR DISTRIBUTION/MAILING RE AMENDED NOTICE OF MOTION (1.0).
ROSI DA	04/30/02	2.00	REVIEW AND DOCKET PLEADINGS AND PREPARE SUCH DOCUMENTS FOR FILE (2.0).
		6.40	
<b>Total Legal Assist Support</b>		<b>6.40</b>	
<b>MATTER TOTAL</b>		<b><u>148.30</u></b>	

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Comdisco, Inc. (DIP)  
Case Administration

Bill Date: 05/20/02  
Bill Number: 917155

Disbursement	Date	Vendor/Employee	Amount
In-house Reproduction	04/02/02	Copy Center, D	18.00
In-house Reproduction	04/02/02	Copy Center, D	607.24
In-house Reproduction	04/05/02	Copy Center, D	463.13
In-house Reproduction	04/09/02	Copy Center, D	842.16
In-house Reproduction	04/12/02	Copy Center, D	2328.76
In-house Reproduction	04/16/02	Copy Center, D	281.62
In-house Reproduction	04/19/02	Copy Center, D	1379.39
In-house Reproduction	04/23/02	Copy Center, D	518.74
In-house Reproduction	04/26/02	Copy Center, D	507.33
In-house Reproduction	04/30/02	Copy Center, D	426.63
<b>TOTAL IN-HOUSE REPRODUCTION</b>			<b>\$7,373.00</b>
Telephone Expense	04/26/02	Telecommunications, D	0.02
Telephone Expense	04/26/02	Telecommunications, D	0.99
Telephone Expense	04/26/02	Telecommunications, D	1.05
Telephone Expense	04/26/02	Telecommunications, D	4.25
Telephone Expense	04/26/02	Telecommunications, D	101.69
<b>TOTAL TELEPHONE EXPENSE</b>			<b>\$108.00</b>
Postage	04/09/02	Office Admin, D	175.00
<b>TOTAL POSTAGE</b>			<b>\$175.00</b>
Non-standard/Outside Reproduction	04/04/02	Corporate Restructuring24 Seven Copies, Inc.	632.00
<b>TOTAL NON-STANDARD/OUTSIDE REPRODUCTION</b>			<b>\$632.00</b>
Westlaw	04/02/02	Aberman CG	137.16
Westlaw	04/13/02	Murphy MM	209.84
<b>TOTAL WESTLAW</b>			<b>\$347.00</b>
Telephone Expense - all other	03/29/02	Telecommunications, DGenesys Conferencing	2.52
Telephone Expense - all other	03/29/02	Telecommunications, DGenesys Conferencing	10.12
Telephone Expense - all other	04/12/02	Telecommunications, DGenesys Conferencing	0.63

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Disbursement	Date	Vendor/Employee	Amount
Telephone Expense - all other	04/12/02	Telecommunications, DGenesys Conferencing	269.30
Telephone Expense - all other	04/19/02	Telecommunications, DGenesys Conferencing	0.43
<b>TOTAL TELEPHONE EXPENSE - ALL OTHER</b>			<b>\$283.00</b>
Messengers/ Courier	03/02/02	Corporate Restructuring United Parcel Service	60.47
Messengers/ Courier	03/09/02	Corporate Restructuring United Parcel Service	32.49
Messengers/ Courier	03/09/02	Corporate Restructuring United Parcel Service	79.10
Messengers/ Courier	03/09/02	Corporate Restructuring United Parcel Service	133.71
Messengers/ Courier	03/09/02	Corporate Restructuring United Parcel Service	1775.95
Messengers/ Courier	03/23/02	Corporate Restructuring United Parcel Service	243.36
Messengers/ Courier	03/23/02	Corporate Restructuring United Parcel Service	3032.91
Messengers/ Courier	03/29/02	Corporate Restructuring Straightline Courier	59.60
Messengers/ Courier	03/30/02	Corporate Restructuring United Parcel Service	286.68
Messengers/ Courier	04/01/02	Database, Car, Courier, Air Dept	8.49
Messengers/ Courier	04/04/02	Database, Car, Courier, Air Dept	7.48
Messengers/ Courier	04/04/02	Database, Car, Courier, Air Dept	8.49
Messengers/ Courier	04/05/02	Corporate Restructuring Quick Int'l - Ny	456.52
Messengers/ Courier	04/05/02	Corporate Restructuring Quick Int'l - Ny	784.40

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee	Amount
Messengers/ Courier	04/06/02	Corporate Restructuring United Parcel Service	7.85
Messengers/ Courier	04/06/02	Corporate Restructuring United Parcel Service	72.22
Messengers/ Courier	04/06/02	Corporate Restructuring United Parcel Service	1555.33
Messengers/ Courier	04/10/02	Database, Car, Courier, Air Dept	7.48
Messengers/ Courier	04/10/02	Database, Car, Courier, Air Dept	7.48
Messengers/ Courier	04/10/02	Database, Car, Courier, Air Dept	7.48
Messengers/ Courier	04/10/02	Database, Car, Courier, Air Dept	7.48
Messengers/ Courier	04/10/02	Database, Car, Courier, Air Dept	7.48
Messengers/ Courier	04/10/02	Database, Car, Courier, Air Dept	7.48
Messengers/ Courier	04/10/02	Database, Car, Courier, Air Dept	7.48
Messengers/ Courier	04/10/02	Database, Car, Courier, Air Dept	7.48
Messengers/ Courier	04/10/02	Database, Car, Courier, Air Dept	7.48
Messengers/ Courier	04/10/02	Database, Car, Courier, Air Dept	7.48
Messengers/ Courier	04/17/02	Database, Car, Courier, Air Dept	7.48
Messengers/ Courier	04/17/02	Database, Car, Courier, Air Dept	7.48
Messengers/ Courier	04/17/02	Database, Car, Courier, Air Dept	7.48
Messengers/ Courier	04/17/02	Database, Car, Courier, Air Dept	7.48
Messengers/ Courier	04/17/02	Database, Car, Courier, Air Dept	7.48
Messengers/ Courier	04/17/02	Database, Car, Courier, Air Dept	7.48
Messengers/ Courier	04/17/02	Database, Car, Courier, Air Dept	7.48
Messengers/ Courier	04/17/02	Database, Car, Courier, Air Dept	7.48
Messengers/ Courier	04/17/02	Database, Car, Courier, Air Dept	7.48

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Disbursement	Date	Vendor/Employee	Amount
Messengers/ Courier	04/21/02	Corporate RestructuringComet Messenger Service	15.75
Messengers/ Courier	04/21/02	Corporate RestructuringComet Messenger Service	41.11
Messengers/ Courier	04/21/02	Corporate RestructuringArrow Messenger Svc	55.33
Messengers/ Courier	04/21/02	Corporate RestructuringComet Messenger Service	59.43
Messengers/ Courier	04/21/02	Corporate RestructuringComet Messenger Service	61.69
		<b>TOTAL MESSENGERS/ COURIER</b>	<b>\$8,973.00</b>
Court Reporting	04/23/02	Corporate RestructuringJackleen Defini Csr,Rpr	434.00
		<b>TOTAL COURT REPORTING</b>	<b>\$434.00</b>
Outside Research/Internet Services	04/10/02	Litigation-General, DPacer Service Center	4.55
Outside Research/Internet Services	04/10/02	Corporate RestructuringPacer Service Center	6.30
Outside Research/Internet Services	04/10/02	Corporate RestructuringPacer Service Center	56.82
Outside Research/Internet Services	04/10/02	Corporate RestructuringPacer Service Center	855.33
		<b>TOTAL OUTSIDE RESEARCH/INTERNET SERVICES</b>	<b>\$923.00</b>
Cellular Phone Expense	03/16/02	Panagakis GN	14.00
		<b>TOTAL CELLULAR PHONE EXPENSE</b>	<b>\$14.00</b>
		<b>TOTAL MATTER</b>	<b>\$19,262.00</b>



SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Comdisco, Inc. (DIP)  
Case Administration

Bill Date: 06/30/02  
Bill Number: 921074

NAME	DATE	HOURS	DESCRIPTION
BUTLER, JR. J	05/01/02	0.30	REVIEW CASE MANAGEMENT MATERIALS (.3).
BUTLER, JR. J	05/08/02	1.00	REVIEW CASE MANAGEMENT MATERIALS (.4); ATTENTION TO RESULTS OF MAY 8TH HEARING AND NEXT STEPS (.3); ATTENTION TO MOTIONS TO BE FILED REGARDING MAY 31ST OMNIBUS HEARING (.3).
BUTLER, JR. J	05/11/02	0.70	CONTINUE TO REVIEW CASE MANAGEMENT MATERIALS (.7).
BUTLER, JR. J	05/16/02	1.30	CONTINUED ATTENTION TO CASE MANAGEMENT MATERIALS (.4), PLEADINGS (.7) AND DOCKET SHEETS (.2).
BUTLER, JR. J	05/20/02	0.40	BEGIN TO PREPARE FOR MAY 31ST OMNIBUS HEARING BEFORE JUDGE BARLIANT IN CHICAGO BANKRUPTCY COURT (.4).
BUTLER, JR. J	05/22/02	0.30	BEGIN TO PREPARE FOR MAY 31ST OMNIBUS HEARING BEFORE JUDGE BARLIANT IN CHICAGO BANKRUPTCY COURT (.3).
BUTLER, JR. J	05/25/02	0.60	BEGIN TO PREPARE FOR MAY 31ST OMNIBUS HEARING BEFORE JUDGE BARLIANT IN CHICAGO BANKRUPTCY COURT (.6).
BUTLER, JR. J	05/30/02	1.10	CONTINUE TO PREPARE FOR MAY 31ST OMNIBUS HEARING BEFORE JUDGE BARLIANT IN CHICAGO BANKRUPTCY COURT REGARDING UNCONTESTED AND AGREED MATTERS (1.1).
BUTLER, JR. J	05/31/02	1.80	PREPARE FOR (.8) AND ATTEND (1.0) OMNIBUS HEARING BEFORE JUDGE BARLIANT IN CHICAGO BANKRUPTCY COURT REGARDING UNCONTESTED AND AGREED MATTERS.
		7.50	
PANAGAKIS GN	05/03/02	0.90	ATTENTION TO OPEN TASK LIST MATTERS (.9).
PANAGAKIS GN	05/05/02	0.80	REVIEW INCOMING CORRESPONDENCE AND SCHEDULE TASKS REGARDING SAME (.8).
PANAGAKIS GN	05/06/02	1.20	PREPARE FOR MAY 8 HEARING (1.2).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

PANAGAKIS GN	05/07/02	0.50	ATTENTION TO PREPARATION FOR NEXT DAY HEARING (.5).
PANAGAKIS GN	05/08/02	2.60	PREPARE FOR HEARING WITH B. LACKEY (1.8); PARTICIPATE AT HEARING (.8).
PANAGAKIS GN	05/12/02	1.00	REVIEW INCOMING CORRESPONDENCE AND UPDATE TASK LIST REGARDING SAME (1.0).
PANAGAKIS GN	05/30/02	2.00	PREPARE FOR OTHER MATTERS ON OMNIBUS AGENDA (2.0).
PANAGAKIS GN	05/31/02	2.00	PREPARE FOR (.5) AND ATTEND (1.5) NON-DISCLOSURE STATEMENT ASPECTS OF OMNIBUS AGENDA.
		11.00	
PERLMAN F	05/06/02	1.30	PREPARE FOR 3/8 HEARING (1.3).
PERLMAN F	05/07/02	0.60	CONTINUE TO PREPARE FOR 3/8 HEARING (.6).
PERLMAN F	05/08/02	3.50	ATTENTION TO OMNIBUS HEARING ON CLAIMS, FEES AND TYCO SETTLEMENT (2.7); PREPARE FOR 3/8 HEARING (.8).
PERLMAN F	05/28/02	1.10	PREPARE FOR 5/31 OMNIBUS HEARING (1.1).
PERLMAN F	05/29/02	0.70	CONTINUE TO PREPARE FOR 5/31 OMNIBUS HEARING (.7).
PERLMAN F	05/30/02	0.80	CONTINUE TO PREPARE FOR 5/31 OMNIBUS HEARING (.8).
PERLMAN F	05/31/02	1.00	ATTEND OMNIBUS HEARING (1.0).
		9.00	
<b>Total Partner</b>		<b>27.50</b>	
HARRINGTON JS	05/03/02	0.60	FORMULATE STRATEGY RE: MAY 8 HEARING (.6).
HARRINGTON JS	05/06/02	2.60	DRAFT AND REVISE AGENDA FOR MAY 8, 2002 SPECIAL HEARING (2.6).
HARRINGTON JS	05/07/02	6.20	REVISIONS TO AGENDA FOR MAY 8 (1.3); PREPARING DOCUMENTS AND RELEVANT MATERIALS FOR MAY 8 HEARING (4.9).
HARRINGTON JS	05/08/02	4.00	CONTINUE PREPARATION FOR MAY 8 SPECIAL HEARING (2.1); WORK ON MOTION SUMMARY CHART (.7); WORK ON CASE CALENDAR (.5); WORK ON HEARING PLANNER (.7).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

HARRINGTON JS	05/09/02	1.40	MAKE FINAL REVISIONS TO CASE ADMINISTRATION MATERIALS (1.4).
HARRINGTON JS	05/23/02	1.50	WORK ON MOTION SUMMARY CHART (.7); WORK ON HEARING PLANNER (.8).
HARRINGTON JS	05/28/02	6.50	DRAFT AGENDA FOR MAY 31 OMNIBUS HEARING (2.8); PREPARING DOCUMENTS AND OTHER MATERIALS FOR MAY 31 HEARING (3.7).
HARRINGTON JS	05/29/02	2.20	WORK ON CASE CALENDAR (.4); HEARING PLANNER (.9); MOTION SUMMARY CHART (.9).
HARRINGTON JS	05/30/02	5.10	MAKE CHANGES TO AGENDA FOR MAY 31 HEARING (1.9); PREPARE DOCUMENTS AND OTHER MATERIALS FOR HEARING (3.2).
HARRINGTON JS	05/31/02	3.20	PREPARE FOR OMNIBUS HEARING (3.2).
		33.30	
MURPHY MM	05/07/02	2.70	PREPARE FOR MAY 8, 2002 SPECIAL HEARING (2.7).
MURPHY MM	05/08/02	3.10	CONTINUE TO PREPARE FOR MAY 8, 2002 SPECIAL HEARING (1.8); ATTENTION TO POSTHEARING MATTERS AND PREPARE DOCUMENTS FOR DISTRIBUTION (1.3).
MURPHY MM	05/09/02	3.10	CONTINUE PREPARING DOCUMENTS FROM MAY 8, 2002 HEARING FOR DISTRIBUTION (2.2); FINALIZE MOTION AND ORDER TO EXPUNGE ENTRY FROM THE DOCKET (.9).
		8.90	
<b>Total Associate</b>		<b>42.20</b>	
FENWICK S	05/07/02	0.50	ASSEMBLE AND PREPARE DOCUMENTS AND SERVICE LISTS RE ELECTRONIC FACSIMILE OF HEARING AGENDA TO MASTER SERVICE LIST AND 2002 LIST (.5).
FENWICK S	05/08/02	0.70	DRAFT CERTIFICATE OF SERVICE RE 05-07-02 DISTRIBUTIONS OF PLEADINGS, PREPARE SERVICE LISTS RE SAME, AND PREPARE DOCUMENTS FOR FILING WITH COURT (.7).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

FENWICK S	05/09/02	2.50	ASSEMBLE AND PREPARE DOCUMENTS FOR MAILING/DISTRIBUTION RE ORDER CONTINUING DEBTORS' OBJECTION TO CERTAIN CLAIMS SET FORTH IN FIRST OMNIBUS OBJECTION, ORDER DISALLOWING AND EXPUNGING CLAIMS SET FORTH IN FIRST OMNIBUS OBJECTION, ORDER CONTINUING DEBTORS' OBJECTION TO CERTAIN SIP PARTICIPANT CLAIMS SET FORTH IN FIRST OMNIBUS OBJECTION, AND CONSENT ORDER RE GEORGIA DEPARTMENT OF REVENUE AND PREPARE MAILING MATERIALS RE SAME (1.2); DRAFT CERTIFICATE OF SERVICE RE ORDERS DISTRIBUTED ON 05-09-02, CREATE SERVICE LISTS, AND PREPARE SUCH DOCUMENTS FOR FILING WITH COURT (1.0); PREPARE DOCUMENTS FOR FILING WITH COURT RE AFFIDAVIT OF SERVICE OF NOTICE OF HEARING ON DISCLOSURE STATEMENT ON 05-31-02 ON HOLDERS OF SECURITIES BY INNISFREE M&A INCORPORATED(.3).
FENWICK S	05/10/02	0.50	REVIEW AND DOCKET PLEADINGS AND PREPARE PLEADINGS FOR MASTER FILE (.5).
FENWICK S	05/20/02	0.70	CONTINUE TO REVIEW AND DOCKET PLEADINGS IN PREPARATION FOR FILE (.2); DRAFT SUPPLEMENTAL CERTIFICATE OF SERVICE RE 05-17-02 MAILING OF SECOND INTERIM FEE APPLICATION, AND PREPARE SUCH DOCUMENT FOR FILING WITH COURT (.5).
		4.90	
FROST TL	05/20/02	6.20	REVIEW PLEADINGS AND CORRESPONDENCE (3.3); DOCKET PLEADINGS (2.9).
FROST TL	05/21/02	4.50	CONTINUE TO REVIEW PLEADINGS AND CORRESPONDENCE (3.3); UPDATE SERVICE LISTS (1.2).
FROST TL	05/22/02	4.50	CONTINUE TO REVIEW PLEADINGS AND CORRESPONDENCE (3.3); TELECONFERENCES RE: CASE ADMINISTRATION (1.2).
FROST TL	05/24/02	1.50	PREPARE FOR FILING AND DISTRIBUTION NOTICE OF MOTIONS AND FILINGS (1.2); PREPARE SERVICE LISTS (.3).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

FROST TL	05/28/02	5.50	PREPARE HEARING BINDER (3.4); REVIEW PLEADINGS AND CORRESPONDENCE (2.1).
FROST TL	05/29/02	4.00	FILE AND DISTRIBUTE NOTICE OF MOTIONS (1.1); CONTINUED ATTENTION TO HEARING BINDER (2.4); REVIEW PLEADINGS (.5).
FROST TL	05/30/02	7.00	CONTINUED HEARING PREPARATION (3.2); UPDATE HEARING BINDER (1.5); REVIEW CORRESPONDENCE AND PLEADINGS (2.3).
FROST TL	05/31/02	6.40	CONTINUED HEARING PREPARATION (3.2); REVIEW PLEADINGS (3.2).
		<b>39.60</b>	
<b>Total Legal Assistant</b>		<b>44.50</b>	
BELMAR JJ	04/16/02	3.00	RETRIEVAL OF DOCS FROM CASE FILES IN COURT; RESEARCHED AND OBTAINED COPY OF PLEADINGS RE: 02-24795 (3.0).
BELMAR JJ	04/17/02	4.50	FILING OF DOCUMENTS: DELIVERED CORRECTED MINUTE ORDER TO COURT'S DOCKET CLERK RE: 01-24795 (1.1); FILED EMERGENCY MOTION FOR ORDERS (1.2); FILED TWO CERTIFICATE OF SERVICE (1.0); FILED PROPOSED AGENDA FOR APRIL 18, 2002 HEARING WITH COURTESY COPY TO JUDGE (1.2)
BELMAR JJ	04/18/02	1.30	FILING OF DOCUMENTS: MOTION PAPERS. RESPONSES/OBJECTIONS FILED (VIA DROP BOX) DEBTORS RESPONSE TO OBJECTION OF EQUITY COMMITTEE TO DEBTORS' MOTION FOR AN ORDER RE:01-24795 (1.3).
BELMAR JJ	04/22/02	2.40	RETRIEVAL OF DOCS FROM CASE FILES IN COURT. RESEARCHED AND OBTAINED COPY OF PLEADINGS FROM BANKRUPTCY COURT FILE RE: 01B24795 (2.4).
BELMAR JJ	04/23/02	1.20	SERVICE OF DOCUMENTS: OTHER OBTAINED TRANSCRIPT FROM COURT REPORTER'S OFFICE (1.2).
BELMAR JJ	04/24/02	0.50	ENTRY OF CASE INFORMATION INTO THE DOCKETING SYSTEM (.5).
BELMAR JJ	04/29/02	1.20	DELIVER COURTESY COPIES TO JUDGE (1.2).
BELMAR JJ	05/01/02	0.60	RESEARCH / OBTAIN CASE INFORMATION VIA PACER DISTRIBUTION OF DOCUMENTS RE: 01B24795 (.6).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

BELMAR JJ	05/02/02	0.80	CONTINUE RESEARCH / OBTAIN CASE INFORMATION VIA PACER DISTRIBUTION OF DOCUMENTS RE: 02C1174 & 01-24795 (.8).
BELMAR JJ	05/03/02	1.60	FILING OF DOCUMENTS: MOTION PAPERS. RESPONSES/OBJECTIONS FILED DEBTORS' RESPONSE TO THE OBJECTIONS OF THE OFFICIAL COMMITTEE OF EQUITY SECURITY HOLDERS TO THE DEBTORS RE: 01-24795 (1.2); DISTRIBUTION OF DOCUMENTS RE: 01-24795 (.4).
BELMAR JJ	05/06/02	0.40	RESEARCH / OBTAIN CASE INFORMATION VIA PACER DISTRIBUTION OF DOCUMENTS RE: 01B24795 (.4).
BELMAR JJ	05/07/02	0.30	CONTINUED RESEARCH / OBTAIN CASE INFORMATION VIA PACER DISTRIBUTION OF DOCUMENTS RE: 01B24795 (.3).
BELMAR JJ	05/08/02	1.20	DELIVER COURTESY COPIES TO JUDGE; DELIVERED HEARING AGENDA TO CHAMBERS (1.2).
BELMAR JJ	05/10/02	1.20	FILING OF DOCUMENTS: OTHER FILED CERTIFICATE OF SERVICE RE: 01-24795 (1.2).
BELMAR JJ	05/16/02	0.60	ENTRY OF CASE INFORMATION INTO THE DOCKETING SYSTEM (.6).
BELMAR JJ	05/17/02	1.20	FILING OF DOCUMENTS: OTHER FILED NOTICE OF PROPOSED SALE OF ASSETS RE: 01-24795 (1.2).
BELMAR JJ	05/17/02	1.20	CONTINUED FILING OF DOCUMENTS: OTHER FILED NOTICE OF PROPOSED SALE OF ASSETS RE: 01-24795 (1.2).
BELMAR JJ	05/20/02	2.00	FILING OF DOCUMENTS: OTHER 1. FILED CERTIFICATE OF SERVICE OF S. FENWICK (1.0) AND 2. FILED SUPPLEMENTAL CERTIFICATE OF SERVICE OF S. FENWICK (1.0) RE: 01-24795.
BELMAR JJ	05/21/02	1.20	FILING OF DOCUMENTS: STIPULATION FILED PROPOSED JUDGEMENT PURSUANT TO STIPULATION RE: 01-24795 (1.2).
BELMAR JJ	05/29/02	2.00	RESEARCH CASE INFORMATION IN COURTHOUSE. OBTAINED CERTIFIED COPIES OF PLEADINGS (2.0).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

BELMAR JJ	05/30/02	1.20	FILING OF DOCUMENTS: OTHER FILED CERTIFICATE OF SERVICE RE: 01-24795 (1.2).
BELMAR JJ	05/31/02	2.00	FILING OF DOCUMENTS: MOTION PAPERS. RESPONSES/OBJECTIONS 1. FILED DEBTORS OMNIBUS RESPONSE TO OBJECITONS TO DISCLOSE STATEMENT WITH RESPECT TO JOINT PLAN OF REORGANIZATION OF COMDISCO (1.0) AND 2. OBTAINED TRANSCRIPT FROM COURT REPORTERS J. DEFINI (1.0).
		31.60	
<b>Total Legal Assist Specialist</b>		<b>31.60</b>	
NEGRON AM	04/29/02	2.50	DOWNLOAD PLEADINGS; UPDATE PLEADINGS INDEX AND REVIEW AND DOCKET PLEADINGS AND PREPARE SUCH DOCUMENTS FOR FILE (2.5).
NEGRON AM	05/03/02	0.50	MEETING RE UPCOMING MATTERS (.5).
NEGRON AM	05/07/02	0.70	CONTINUE TO UPDATE PLEADINGS BINDERS AND REVIEW AND DOCKET PLEADINGS AND PREPARE SUCH DOCUMENTS FOR FILE (.7).
NEGRON AM	05/08/02	2.80	CONTINUE TO UPDATE PLEADINGS BINDERS AND CREATE AN OFFSITE INDEX FOR PLEADINGS FILES (2.8).
NEGRON AM	05/17/02	1.90	UPDATE PLEADINGS BINDERS; REVIEW AND DOCKET PLEADINGS AND PREPARE SUCH DOCUMENTS FOR FILE AND REVIEW AND INDEX CORRESPONDENCE AND PREPARE SUCH DOCUMENTS FOR FILE (1.9).
NEGRON AM	05/28/02	3.10	DOWNLOAD PLEADINGS; UPDATE PLEADINGS INDEX; UPDATE PLEADINGS BINDERS; REVIEW AND DOCKET PLEADINGS AND PREPARE SUCH DOCUMENTS FOR FILE AND REVIEW AND INDEX CORRESPONDENCE AND PREPARE SUCH DOCUMENTS FOR FILE (3.1).
NEGRON AM	05/30/02	1.40	CONTINUE TO UPDATE PLEADINGS INDEX; UPDATE PLEADINGS BINDERS AND REVIEW AND DOCKET PLEADINGS AND PREPARE SUCH DOCUMENTS FOR FILE (1.4).
NEGRON AM	05/31/02	2.00	CONTINUE TO UPDATE PLEADINGS BINDERS; REVIEW AND DOCKET PLEADINGS AND PREPARE SUCH DOCUMENTS FOR FILE AND REVIEW AND INDEX CORRESPONDENCE AND PREPARE SUCH DOCUMENTS FOR FILE (2.0).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

		14.90	
ORKISZ A	05/16/02	1.80	PREPARE AND ASSEMBLE DOCUMENTS FOR DISTRIBUTION/MAILING RE MOTION EXPUNGING ENTRY NUMBER 1995 FROM THE DOCKET TO MASTER SERVICE LIST AND NOTICE OF MOTION TO 2002 SERVICE LIST (1.8).
		1.80	
ROSI DA	05/01/02	2.50	ASSEMBLE, DOCKET, AND PREPARE PLEADINGS FOR FILE (2.5).
ROSI DA	05/02/02	1.50	CONTINUE TO ASSEMBLE, DOCKET, AND PREPARE PLEADINGS FOR FILE (1.5).
ROSI DA	05/03/02	2.50	CONTINUE TO ASSEMBLE, DOCKET, AND PREPARE PLEADINGS FOR FILE (2.5).
ROSI DA	05/06/02	1.80	CONTINUE TO ASSEMBLE, DOCKET, AND PREPARE PLEADINGS FOR FILE (1.8).
ROSI DA	05/07/02	0.80	CONTINUE TO ASSEMBLE, DOCKET, AND PREPARE PLEADINGS FOR FILE (.8).
ROSI DA	05/08/02	1.10	CONTINUE TO ASSEMBLE, DOCKET, AND PREPARE PLEADINGS FOR FILE (1.1).
ROSI DA	05/09/02	1.20	CONTINUE TO ASSEMBLE, DOCKET, AND PREPARE PLEADINGS FOR FILE (1.2).
ROSI DA	05/10/02	3.50	CONTINUE TO ASSEMBLE, DOCKET, AND PREPARE PLEADINGS FOR FILE (3.5).
ROSI DA	05/13/02	1.30	CONTINUE TO ASSEMBLE, DOCKET, AND PREPARE PLEADINGS FOR FILE (1.3).
ROSI DA	05/14/02	1.40	CONTINUE TO ASSEMBLE, DOCKET, AND PREPARE PLEADINGS FOR FILE (1.4).
ROSI DA	05/15/02	1.00	CONTINUE TO ASSEMBLE, DOCKET, AND PREPARE PLEADINGS FOR FILE (1.0).
ROSI DA	05/16/02	2.20	CONTINUE TO ASSEMBLE, DOCKET, AND PREPARE PLEADINGS FOR FILE (2.2).
ROSI DA	05/21/02	1.80	CONTINUE TO ASSEMBLE, DOCKET, AND PREPARE PLEADINGS FOR FILE (1.8).
ROSI DA	05/22/02	2.00	CONTINUE TO ASSEMBLE, DOCKET, AND PREPARE PLEADINGS FOR FILE (2.0).
ROSI DA	05/23/02	1.70	CONTINUE TO ASSEMBLE, DOCKET, AND PREPARE PLEADINGS FOR FILE (1.7).



**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

ROSI DA	05/24/02	2.10	CONTINUE TO ASSEMBLE, DOCKET, AND PREPARE PLEADINGS FOR FILE (.6); PREPARE AND ASSEMBLE DOCUMENTS FOR DISTRIBUTION/MAILING RE NOTICE OF MOTION AND OBJECTIONS (1.5).
ROSI DA	05/28/02	1.50	CONTINUE TO ASSEMBLE, DOCKET, AND PREPARE PLEADINGS FOR FILE (1.5).
ROSI DA	05/29/02	1.80	CONTINUE TO ASSEMBLE, DOCKET, AND PREPARE PLEADINGS FOR FILE (1.8).
		<b>31.70</b>	
WORSHECK TM	05/07/02	0.80	PREPARE AND EXECUTE ELECTRONIC FAX OF PROPOSED AGENDA FOR MAY 8, 2002 HEARING (.8).
WORSHECK TM	05/08/02	0.80	CONTINUED TO PREPARE EXCEL SERVICE LISTS FOR BATCH PROCESSING, EDIT/REVISE SUCH LISTS FOR PENDING MAILING/DISTRIBUTION (.8).
WORSHECK TM	05/30/02	5.20	EDIT/REVISE MASTER SERVICE LIST IN PREPARATION FOR FUTURE DISTRIBUTIONS/MAILINGS (5.2).
		<b>6.80</b>	
<b>Total Legal Assist Support</b>		<b>55.20</b>	
<b>MATTER TOTAL</b>		<b><u>201.00</u></b>	

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Comdisco, Inc. (DIP)  
Case Administration

Bill Date: 06/30/02  
Bill Number: 921074

Disbursement	Date	Vendor/Employee	Amount
In-house Reproduction	05/03/02	Copy Center, D	813.60
In-house Reproduction	05/07/02	Copy Center, D	196.10
In-house Reproduction	05/10/02	Copy Center, D	616.40
In-house Reproduction	05/14/02	Copy Center, D	15.40
In-house Reproduction	05/17/02	Copy Center, D	268.90
In-house Reproduction	05/21/02	Copy Center, D	688.40
In-house Reproduction	05/24/02	Copy Center, D	619.30
In-house Reproduction	05/28/02	Copy Center, D	358.80
In-house Reproduction	05/31/02	Copy Center, D	1477.10
<b>TOTAL IN-HOUSE REPRODUCTION</b>			<b>\$5,054.00</b>
Telephone Expense	05/31/02	Telecommunications, D	0.40
Telephone Expense	05/31/02	Telecommunications, D	1.57
Telephone Expense	05/31/02	Telecommunications, D	1.91
Telephone Expense	05/31/02	Telecommunications, D	3.92
Telephone Expense	05/31/02	Telecommunications, D	100.20
<b>TOTAL TELEPHONE EXPENSE</b>			<b>\$108.00</b>
Non-standard/Outside Reproduction	02/12/02	Belmar JJ	19.00
Non-standard/Outside Reproduction	02/12/02	Corporate Restructuring Ikon Document Services	1670.00
<b>TOTAL NON-STANDARD/OUTSIDE REPRODUCTION</b>			<b>\$1,689.00</b>
Telephone Expense - all other	04/26/02	Telecommunications, D Genesys Conferencing	0.22
Telephone Expense - all other	05/03/02	Telecommunications, D Genesys Conferencing	3.08
Telephone Expense - all other	05/10/02	Telecommunications, D Genesys Conferencing	0.43
Telephone Expense - all other	05/17/02	Telecommunications, D Genesys Conferencing	1.23
Telephone Expense - all other	05/24/02	Telecommunications, D Genesys Conferencing	11.04
<b>TOTAL TELEPHONE EXPENSE - ALL OTHER</b>			<b>\$16.00</b>

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Disbursement	Date	Vendor/Employee	Amount
Business Meals	04/17/02	Meisler RE	6.66
Business Meals	04/24/02	Corporate Restructuring Calihan Catering	246.93
Business Meals	05/09/02	Corporate Restructuring Caffe Baci	16.28
Business Meals	05/30/02	Corporate Restructuring CEO Deliveries, Inc.	490.33
Business Meals	05/31/02	Harrington JS	20.60
Business Meals	05/31/02	Corporate Restructuring Caffe Baci	21.20
<b>TOTAL BUSINESS MEALS</b>			<b>\$802.00</b>
Filing/Court Fees	05/30/02	Corporate Restructuring Sasm&F Chicago	229.50
Filing/Court Fees	05/30/02	Litigation-General, DSasm&F Chicago	385.50
<b>TOTAL FILING/COURT FEES</b>			<b>\$615.00</b>
Messengers/ Courier	02/13/02	Corporate Restructuring Ups Customhouse Brokerage	144.73
Messengers/ Courier	04/12/02	Corporate Restructuring Straightline Courier	44.90
Messengers/ Courier	04/13/02	Corporate Restructuring United Parcel Service	39.25
Messengers/ Courier	04/13/02	Corporate Restructuring United Parcel Service	4565.99
Messengers/ Courier	04/18/02	Corporate Restructuring Federal Express Corp.	25.25
Messengers/ Courier	04/20/02	Corporate Restructuring United Parcel Service	107.75
Messengers/ Courier	04/24/02	Database, Car, Courier, Air Dept	7.48
Messengers/ Courier	04/24/02	Database, Car, Courier, Air Dept	7.48
Messengers/ Courier	04/24/02	Database, Car, Courier, Air Dept	7.48
Messengers/ Courier	04/24/02	Database, Car, Courier, Air Dept	7.48
Messengers/ Courier	04/24/02	Database, Car, Courier, Air Dept	7.48

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Disbursement	Date	Vendor/Employee	Amount
Messengers/ Courier	04/24/02	Database, Car, Courier, Air Dept	7.48
Messengers/ Courier	04/24/02	Database, Car, Courier, Air Dept	7.48
Messengers/ Courier	04/24/02	Database, Car, Courier, Air Dept	7.48
Messengers/ Courier	04/24/02	Database, Car, Courier, Air Dept	7.48
Messengers/ Courier	04/24/02	Database, Car, Courier, Air Dept	8.49
Messengers/ Courier	04/24/02	Database, Car, Courier, Air Dept	8.49
Messengers/ Courier	04/26/02	Corporate Restructuring Straightline Courier	37.00
Messengers/ Courier	04/27/02	Corporate Restructuring United Parcel Service	121.08
Messengers/ Courier	04/27/02	Corporate Restructuring United Parcel Service	154.97
Messengers/ Courier	04/27/02	Corporate Restructuring United Parcel Service	1449.22
Messengers/ Courier	05/05/02	Corporate Restructuring Comet Messenger Service	17.17
Messengers/ Courier	05/05/02	Corporate Restructuring Comet Messenger Service	44.57
Messengers/ Courier	05/06/02	Database, Car, Courier, Air Dept	8.84
Messengers/ Courier	05/09/02	Database, Car, Courier, Air Dept	7.56
Messengers/ Courier	05/09/02	Database, Car, Courier, Air Dept	7.56
Messengers/ Courier	05/09/02	Database, Car, Courier, Air Dept	7.56
Messengers/ Courier	05/09/02	Database, Car, Courier, Air Dept	7.56
Messengers/ Courier	05/09/02	Database, Car, Courier, Air Dept	7.56
Messengers/ Courier	05/09/02	Database, Car, Courier, Air Dept	7.56
Messengers/ Courier	05/09/02	Database, Car, Courier, Air Dept	7.56

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Disbursement	Date	Vendor/Employee	Amount
Messengers/ Courier	05/09/02	Database, Car, Courier, Air Dept	7.56
Messengers/ Courier	05/10/02	Database, Car, Courier, Air Dept	7.56
Messengers/ Courier	05/10/02	Corporate RestructuringStraightline Courier	22.60
Messengers/ Courier	05/10/02	Corporate RestructuringStraightline Courier	24.40
Messengers/ Courier	05/12/02	Corporate RestructuringComet Messenger Service	5.50
Messengers/ Courier	05/14/02	Database, Car, Courier, Air Dept	10.99
Messengers/ Courier	05/18/02	Corporate RestructuringUnited Parcel Service	3104.36
Messengers/ Courier	05/19/02	Corporate RestructuringComet Messenger Service	5.50
Messengers/ Courier	05/26/02	Corporate RestructuringComet Messenger Service	10.25
Messengers/ Courier	05/26/02	Corporate RestructuringComet Messenger Service	27.41
Messengers/ Courier	05/28/02	Database, Car, Courier, Air Dept	8.89
Messengers/ Courier	05/29/02	Database, Car, Courier, Air Dept	7.56
Messengers/ Courier	05/29/02	Database, Car, Courier, Air Dept	7.56
Messengers/ Courier	05/29/02	Database, Car, Courier, Air Dept	7.56
Messengers/ Courier	05/29/02	Database, Car, Courier, Air Dept	7.56
Messengers/ Courier	05/29/02	Database, Car, Courier, Air Dept	7.56
Messengers/ Courier	05/29/02	Database, Car, Courier, Air Dept	7.56
Messengers/ Courier	05/29/02	Database, Car, Courier, Air Dept	7.56
Messengers/ Courier	05/29/02	Database, Car, Courier, Air Dept	7.56

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

<b>Disbursement</b>	<b>Date</b>	<b>Vendor/Employee</b>	<b>Amount</b>
Messengers/ Courier	05/29/02	Database, Car, Courier, Air Dept	7.56
		<b>TOTAL MESSENGERS/ COURIER</b>	<b>\$10,201.00</b>
Court Reporting	05/10/02	Corporate RestructuringJackleen Defini Csr,Rpr	390.00
		<b>TOTAL COURT REPORTING</b>	<b>\$390.00</b>
Cellular Phone Expense	04/05/02	Corporate RestructuringCingular Wireless	5.20
Cellular Phone Expense	05/05/02	Corporate RestructuringCingular Wireless	5.80
		<b>TOTAL CELLULAR PHONE EXPENSE</b>	<b>\$11.00</b>
		<b>TOTAL MATTER</b>	<b>\$18,886.00</b>

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Comdisco, Inc. (DIP)  
Case Administration

Bill Date: 07/31/02  
Bill Number: 923588

NAME	DATE	HOURS	DESCRIPTION
PANAGAKIS GN	06/02/02	1.00	REVIEW INCOMING CORRESPONDENCE AND ASSIGN TASK/CALENDAR MATTERS REGARDING SAME (1.0).
PANAGAKIS GN	06/06/02	1.00	MEETING WITH N. BLAKE AND T. SNYDER REGARDING UPCOMING MATTERS (1.0).
PANAGAKIS GN	06/07/02	1.40	ATTENTION TO FILINGS AND PREPARATION FOR UPCOMING HEARING (1.4).
PANAGAKIS GN	06/10/02	1.50	TELECONFERENCES WITH MANAGEMENT TEAM REGARDING UPCOMING ISSUES (1.5).
PANAGAKIS GN	06/12/02	1.20	ATTEND MEETINGS WITH MANAGEMENT TEAM AT COMPANY (1.2).
PANAGAKIS GN	06/14/02	1.10	ATTEND MEETINGS AT COMPANY REGARDING UPCOMING MATTERS (1.1).
PANAGAKIS GN	06/16/02	1.50	REVIEW INCOMING CORRESPONDENCE AND ASSIGN TASKS/CALENDARING MATTERS REGARDING SAME (1.5).
PANAGAKIS GN	06/17/02	1.00	ATTENTION TO NEXT DAY HEARING PREPARATIONS (1.0).
PANAGAKIS GN	06/18/02	1.90	PREPARE FOR (.5) AND ATTEND (.8) OMNIBUS HEARING; MEETING WITH MANAGEMENT TEAM RE UPCOMING SCHEDULING MATTERS (.6).
PANAGAKIS GN	06/23/02	0.50	REVIEW INCOMING CORRESPONDENCE AND ASSIGN TASKS REGARDING SAME (.5).
PANAGAKIS GN	06/28/02	0.50	ATTENTION TO PREPARATIONS FOR OMNIBUS HEARING (.5).
		12.60	
PERLMAN F	06/03/02	1.90	ATTENTION TO JUNE 18 FILINGS (1.9).
PERLMAN F	06/04/02	0.50	TELECONFERENCE WITH B. LACKEY REGARDING JUNE 18 HEARING (.5).
PERLMAN F	06/07/02	2.60	FINALIZE JUNE 18 FILINGS (1.6); ATTENTION TO JUNE 18 AND JULY 15 HEARINGS (1.0).
PERLMAN F	06/15/02	1.80	REVIEW AND REVISE PROFFERS FOR JUNE 18 HEARING (1.8).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

PERLMAN F	06/17/02	1.20	PREPARE FOR JUNE 18 HEARING (.9); REVIEW AND REVISE AGENDA LETTER (.3).
PERLMAN F	06/18/02	2.60	PREPARE FOR OMNIBUS HEARING (1.6); ATTEND OMNIBUS HEARING (1.0).
PERLMAN F	06/25/02	0.80	STRATEGIZE FOR JULY 15 HEARING (.8).
PERLMAN F	06/28/02	1.90	WORK ON MATTERS FOR JULY 15 HEARING (1.9).
PERLMAN F	06/30/02	1.10	REVIEW SCRIPTS FOR JULY 15 HEARING (1.1).
		14.40	
<b>Total Partner</b>		27.00	
HARRINGTON JS	06/03/02	1.20	WORK ON DISTRIBUTION OF ORDERS AND MATERIALS FROM MAY 31 HEARING (1.2).
HARRINGTON JS	06/07/02	1.00	STRATEGIZE REGARDING MOTIONS AND OBJECTIONS IN CONNECTION WITH JUNE 18 OMNIBUS HEARING (1.0).
HARRINGTON JS	06/11/02	5.40	DRAFT AGENDA FOR JUNE 18 HEARING (2.5); DRAFT PROFFERS FOR CONTINUED MATTERS FOR JUNE 18 (2.9).
HARRINGTON JS	06/14/02	4.50	COMPILE AND PREPARE DOCUMENTS FOR JUNE 18 HEARING (1.8); REVISE AGENDA FOR JUNE 18 (.6); DRAFT PROFFERS FOR MATTERS TO BE HEARD ON JUNE 18 (2.1).
HARRINGTON JS	06/17/02	7.10	WORK ON GATHERING AND COMPILING DOCUMENTS FOR JUNE 18 HEARING (4.1); FINALIZE AND FILE AGENDA FOR HEARING (1.1); WORK ON PROFFERS FOR MOTIONS TO BE HEARD AT HEARING (1.9).
HARRINGTON JS	06/18/02	3.60	PREPARATION OF MATERIALS FOR HEARING (1.9); ATTENDANCE AND ASSISTANCE AT OMNIBUS HEARING (1.7).



SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

HARRINGTON JS	06/19/02	6.30	WORK ON CASE ADMINISTRATION MEMO AND INDEX (.9); REVISE CASE CALENDAR (.8); WORK ON HEARING PLANNER FOR JULY 15 AND JULY 30 (1.2); UPDATE MOTION SUMMARY CHART (1.6); ATTENTION TO COMDISCO HOTLINE FOR RESPONSES TO QUESTIONS RE: PLAN AND DISCLOSURE STATEMENT (1.1); STRATEGIZE RE: MOTIONS AND OBJECTIONS FOR JULY HEARINGS (.7).
HARRINGTON JS	06/20/02	1.20	FINALIZE MOTION SUMMARY CHART (1.2).
HARRINGTON JS	06/25/02	1.60	DRAFT AGENDA FOR JULY 15 HEARING (1.6).
HARRINGTON JS	06/26/02	3.10	GATHERING AND COMPILING RELEVANT DOCUMENTS FOR JULY 15 HEARING (3.1).
HARRINGTON JS	06/27/02	1.00	DRAFT AGENDA FOR JULY 15 HEARING (1.0).
HARRINGTON JS	06/28/02	2.20	FINALIZE PROFFERS FOR MATTERS TO BE CONTINUED OR ADJOURNED FOR JULY 15 HEARING (1.6); STRATEGIZE RE: JULY 15 HEARING (.6).
		38.20	
MEISLER RE	06/03/02	0.80	REVIEWED COMPANY CORRESPONDENCE (.8).
MEISLER RE	06/17/02	1.20	PREPARED FOR JUNE 18, 2002 HEARING (1.2).
MEISLER RE	06/24/02	0.70	REVIEW COMDISCO CORRESPONDENCE (.7).
MEISLER RE	06/28/02	0.30	REVIEWED CORRESPONDENCE REGARDING BANCO DI ROMA (.3).
		3.00	
MURPHY MM	06/06/02	1.10	ATTENTION TO ISSUES RE: FILINGS FOR JUNE 6, 2002 AND JUNE 7, 2002 (1.1).
MURPHY MM	06/10/02	0.40	DRAFT LETTER TO SANDRA RE: CASE MANAGEMENT ISSUES (.4).
MURPHY MM	06/17/02	4.20	FINALIZE PREPARATIONS FOR JUNE 18, 2002 OMNIBUS HEARING (4.2).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MURPHY MM	06/18/02	5.00	FINALIZE PREPARATIONS FOR THE JUNE 18, 2002 OMNIBUS HEARING (1.4) AND ATTEND SAME (1.6); PREPARE ORDERS AND RELATED DOCUMENTS FOR DISTRIBUTION (1.2); STRATEGIZE RE: JULY 15, 2002 OMNIBUS HEARING (.8).
MURPHY MM	06/19/02	1.10	CONTINUE STRATEGIZING RE: JULY 15, 2002 OMNIBUS HEARING (1.1).
MURPHY MM	06/28/02	0.90	STRATEGIZE RE: JULY 15, 2002 OMNIBUS HEARING (.8); UPDATE AGENDA (.1).
		12.70	
ORY SS	06/13/02	0.70	REVISE SCRIPT FOR LETTER OF CREDIT FACILITY MOTION (.7).
ORY SS	06/14/02	0.60	FOLLOW UP WITH STATUS OF PROFFERS FOR UPCOMING HEARING (.6).
ORY SS	06/17/02	1.50	ATTENTION TO DIVISION OF TASKS, HEARING PREPARATION (1.5).
		2.80	
STEINLE JJ	06/19/02	1.00	ANALYSIS REGARDING MULTIPLE MATTERS AND UPCOMING HEARINGS, SCHEDULE (1.0).
		1.00	
<b>Total Associate</b>		<b>57.70</b>	
FROST TL	06/03/02	7.00	PREPARE AND FILE MULTIPLE CERTIFICATES OF SERVICE (2.4); DISTRIBUTE SIGNED ORDERS (3.1); REVIEW PLEADINGS AND CORRESPONDENCE (1.5).
FROST TL	06/04/02	5.00	DISTRIBUTE TRANSCRIPTS (.6); REVIEW PLEADINGS AND CORRESPONDENCE (2.4); PREPARE FILES FOR OFF-SITE STORAGE (2.0).
FROST TL	06/05/02	4.50	REVIEW PLEADINGS AND CORRESPONDENCE (2.6); PRECEDENT RESEARCH (.4); UPDATE DOCKET (1.5).
FROST TL	06/06/02	2.50	UPDATE ORDERS BINDERS (1.3); REVIEW PLEADINGS AND CORRESPONDENCE (1.2).
FROST TL	06/07/02	3.00	FILE AND DISTRIBUTE MOTION TO SHORTEN NOTICE AND NOTICES OF MOTION (1.6); PREPARE SERVICE LISTS (1.4).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

FROST TL	06/10/02	2.80	REVIEW PLEADINGS AND CORRESPONDENCE (2.1); TELECONFERENCES RE: CASE ADMIN (.7).
FROST TL	06/11/02	6.50	UPDATE TRANSCRIPTS BINDERS (3.2); PREPARE HEARING BINDER (1.3); UPDATE SERVICE LISTS (.5); REVIEW PLEADINGS AND CORRESPONDENCE (1.5).
FROST TL	06/12/02	3.70	UPDATE OMNIBUS HEARING BINDER (1.9); REVIEW PLEADINGS AND CORRESPONDENCE (.4); PRECEDENT RESEARCH (1.4).
FROST TL	06/14/02	2.00	REVIEW PLEADINGS AND CORRESPONDENCE (1.2); UPDATE HEARING BINDER (.8).
FROST TL	06/17/02	6.50	FILE AND DISTRIBUTE PROPOSED AGENDA (1.4); PREPARE MULTIPLE CERTIFICATES OF SERVICE (2.6); PREPARE MATERIALS FOR HEARING (2.5).
FROST TL	06/18/02	1.80	PREPARE FOR HEARING (1.8).
FROST TL	06/19/02	2.00	REVIEW PLEADINGS AND CORRESPONDENCE (2.0).
FROST TL	06/20/02	1.50	REVIEW PLEADINGS AND CORRESPONDENCE (1.5).
FROST TL	06/21/02	0.50	FILE AND DISTRIBUTE THIRD OMNIBUS OBJECTION TO CLAIMS (.5).
FROST TL	06/24/02	2.10	PREPARE AND FILE MULTIPLE CERTIFICATES OF SERVICE (1.2); REVIEW PLEADINGS AND CORRESPONDENCE (.9).
FROST TL	06/26/02	2.00	REVIEW PLEADINGS AND CORRESPONDENCE (2.0).
FROST TL	06/27/02	4.50	CONTINUE TO REVIEW PLEADINGS AND CORRESPONDENCE (2.3); PREPARE HEARING BINDER (2.2).
FROST TL	06/28/02	1.90	FILE AND DISTRIBUTE NOTICES OF MOTION (.4); REVIEW PLEADINGS AND CORRESPONDENCE (1.5).
		59.80	
		59.80	
Total Legal Assistant			
BELMAR JJ	06/03/02	1.20	FILING OF DOCUMENTS: OTHER FILED CERTIFICATE OF SERVICE RE: 01-24795 (1.2).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

BELMAR JJ	06/05/02	1.20	DELIVER COURTESY COPIES TO JUDGE (1.2).
BELMAR JJ	06/06/02	1.20	FILING OF DOCUMENTS: OTHER FILED CERTIFICATE OF SERVICE (1.2).
BELMAR JJ	06/07/02	3.20	SERVICE OF DOCUMENTS: OTHER 1. RETRIEVED TRANSCRIPT FROM COURT REPORTER JACKIE DEFINI (1.0); 2. FILED DEBTORS' OMNIBUS RESPONSE TO OBJECTION TO DISCLOSE STATEMENT WITH RESPECT TO JOINT PLAN OF REORGANIZATION OF COMDISCO (1.0); AND 3. DELIVERED CONFIDENTIAL DOCUMENTS TO COURTROOM (1.2) RE: 01-24795.
BELMAR JJ	06/12/02	1.20	FILING OF DOCUMENTS: MOTION PAPERS; RESPONSES/OBJECTIONS FILED DEBTORS OBJECTION TO MOTION OF BRANDY WINE FOR ORDER TO COMPEL PAYMENT RE: 01-24795 (1.2).
BELMAR JJ	06/13/02	0.60	RESEARCH / OBTAIN CASE INFORMATION VIA PACER IN RE: 02C1174 AND 01B24795 (.6).
BELMAR JJ	06/14/02	0.40	RESEARCH / OBTAIN CASE INFORMATION VIA PACER IN RE: 01-24795 (.4).
BELMAR JJ	06/28/02	1.20	FILING OF DOCUMENTS: MOTION PAPERS; RESPONSES/OBJECTIONS FILED MOTION FOR AN ORDER PURSUANT TO 11 USC 365 AUTHORIZING DEBTORS TO REJECT A CERTAIN UNEXPIRED REAL PROPERTY LEASE RE: 01-24795 (1.2).
		10.20	
OWENS W	06/03/02	0.20	RESEARCH / OBTAIN CASE INFORMATION VIA PACER UPDATED DOCKET SHEET RE:01-24795 (.2).
OWENS W	06/04/02	0.20	RESEARCH / OBTAIN CASE INFORMATION VIA PACER UPDATED DOCKET SHEET RE:01-24795 (.2).
OWENS W	06/05/02	0.20	RESEARCH / OBTAIN CASE INFORMATION VIA PACER UPDATED DOCKET SHEET RE:01-24795 (.2).
OWENS W	06/07/02	2.00	FILING OF DOCUMENTS: OTHER FILED A "NOTICE OF MOTION" IN THE U.S. BANKRUPTCY COURT IN RE:01-24795; FILED A "NOTICE OF FILING" IN THE U.S. BANKRUPTCY COURT IN RE:01-24795 (2.0).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

OWENS W	06/11/02	1.00	FILING OF DOCUMENTS: OTHER FILED AN "AFFIDAVIT OF SERVICE" IN THE U.S. BANKRUPTCY COURT IN RE:01-24795 (1.0).
OWENS W	06/17/02	0.20	RESEARCH / OBTAIN CASE INFORMATION VIA PACER UPDATED DOCKET SHEET RE:01-24795 (.2).
OWENS W	06/18/02	1.20	FILING OF DOCUMENTS: OTHER FILED A "NOTICE OF MOTION" IN THE U.S. BANKRUPTCY COURT IN RE:01-24795 (.5); FILED A "CERTIFICATE OF SERVICE" IN THE U.S. BANKRUPTCY COURT IN RE:01-24795 PER TONI FROST (.5); UPDATED DOCKET SHEET RE:01-24795 (.2).
OWENS W	06/19/02	0.20	RESEARCH / OBTAIN CASE INFORMATION VIA PACER UPDATED DOCKET SHEET RE:01-24795 (.2).
OWENS W	06/21/02	2.20	FILING OF DOCUMENTS: OTHER FILED A "NOTICE OF REJECTION" IN THE U.S. BANKRUPTCY COURT IN RE:01-24795 (2.0); FILED A "NOTICE OF FILING" IN RE:01-24795; UPDATED DOCKET SHEET IN RE:01-24795 (.2).
OWENS W	06/24/02	0.20	RESEARCH / OBTAIN CASE INFORMATION VIA PACER UPDATED DOCKET SHEET RE:01-24795 (.2).
OWENS W	06/25/02	0.20	RESEARCH / OBTAIN CASE INFORMATION VIA PACER UPDATED DOCKET SHEET RE:01-24795 (.2).
		7.80	
		18.00	
Total Legal Assist Specialist			
NEGRON AM	06/06/02	1.60	UPDATE PLEADINGS INDEX; REVIEW AND DOCKET PLEADINGS AND PREPARE SUCH DOCUMENTS FOR FILE; REVIEW AND INDEX CORRESPONDENCE AND PREPARE SUCH DOCUMENTS FOR FILE AND UPDATE PLEADINGS BINDERS (1.6).
NEGRON AM	06/07/02	1.00	UPDATE PLEADINGS INDEX; REVIEW AND DOCKET PLEADINGS AND PREPARE SUCH DOCUMENTS FOR FILE AND REVIEW AND DOCKET CORRESPONDENCE AND PREPARE SUCH DOCUMENTS FOR FILE (1.0).
NEGRON AM	06/13/02	1.90	UPDATE PLEADINGS BINDERS; REVIEW AND DOCKET PLEADINGS AND PREPARE SUCH DOCUMENTS FOR FILE AND REVIEW AND INDEX CORRESPONDENCE AND PREPARE SUCH DOCUMENTS FOR FILE (1.9).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

NEGRON AM	06/24/02	2.00	UPDATE PLEADINGS INDEX; UPDATE PLEADINGS BINDERS AND REVIEW AND DOCKET PLEADINGS AND PREPARE SUCH DOCUMENTS FOR FILE (2.0).
NEGRON AM	06/25/02	1.70	UPDATE PLEADINGS INDEX; REVIEW AND DOCKET PLEADINGS AND PREPARE SUCH DOCUMENTS FOR FILE AND REVIEW AND INDEX CORRESPONDENCE AND PREPARE SUCH DOCUMENTS FOR FILE (1.7).
NEGRON AM	06/26/02	2.80	UPDATE PLEADINGS INDEX; UPDATE PLEADINGS BINDERS; REVIEW AND DOCKET PLEADINGS AND PREPARE SUCH DOCUMENTS FOR FILE AND REVIEW AND INDEX CORRESPONDENCE AND PREPARE SUCH DOCUMENTS FOR FILE (2.8).
NEGRON AM	06/28/02	0.50	UPDATE PLEADINGS INDEX AND UPDATE PLEADINGS BINDERS (.5).
		11.50	
ROBINSON T	06/07/02	1.70	ASSIST WITH DISTRIBUTION/SERVICE OF MAILING MATRIX RE: COMDISCO (1.7).
		1.70	
ROSI DA	06/03/02	1.20	ASSEMBLE, DOCKET, AND PREPARE PLEADINGS FOR FILE (1.2).
ROSI DA	06/04/02	1.50	CONTINUE TO ASSEMBLE, DOCKET, AND PREPARE PLEADINGS FOR FILE (1.5).
ROSI DA	06/05/02	1.20	CONTINUE TO ASSEMBLE, DOCKET, AND PREPARE PLEADINGS FOR FILE (1.2).
ROSI DA	06/06/02	2.00	CONTINUE TO ASSEMBLE, DOCKET, AND PREPARE PLEADINGS FOR FILE (2.0).
ROSI DA	06/07/02	2.80	CONTINUE TO ASSEMBLE, DOCKET, AND PREPARE PLEADINGS FOR FILE (2.8).
ROSI DA	06/10/02	2.20	CONTINUE TO ASSEMBLE, DOCKET, AND PREPARE PLEADINGS FOR FILE (2.2).
ROSI DA	06/12/02	2.00	CONTINUE TO ASSEMBLE, DOCKET, AND PREPARE PLEADINGS FOR FILE (2.0).
ROSI DA	06/13/02	1.00	CONTINUE TO ASSEMBLE, DOCKET, AND PREPARE PLEADINGS FOR FILE (1.0).
ROSI DA	06/18/02	1.30	CONTINUE TO PREPARE AND ASSEMBLE DOCUMENTS FOR DISTRIBUTION/MAILING RE NOTICE OF MOTION (1.3).
ROSI DA	06/24/02	2.80	ASSEMBLE, DOCKET, AND PREPARE PLEADINGS FOR FILE (2.8).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

		18.00	
WORSHECK TM	06/07/02	1.80	PREPARE EXCEL SERVICE LISTS FOR BATCH PROCESSING, EDIT/REVISE SUCH LISTS AND COMPLETE PREPARATION OF OVERNIGHT MAIL SHIPPING LOG FOR MOTION TO SHORTEN NOTICE (.1); PREPARE AND ASSEMBLE DOCUMENTS FOR DISTRIBUTION/MAILING OF APPLICATION RE MOTION TO SHORTEN NOTICE (.1); PREPARE U.S. POSTAL SERVICE MATERIALS FOR DISTRIBUTION/MAILING OF APPLICATION RE MOTION TO SHORTEN NOTICE (.1).
WORSHECK TM	06/18/02	1.60	PREPARE EXCEL SERVICE LISTS FOR BATCH PROCESSING, EDIT/REVISE SUCH LISTS AND COMPLETE PREPARATION OF OVERNIGHT MAIL SHIPPING LOG RE NOTICE OF MOTION (.8); PREPARE AND ASSEMBLE DOCUMENTS FOR DISTRIBUTION/MAILING RE NOTICE OF MOTION (.8).
WORSCHECK TM	06/28/02	1.80	PREPARE EXCEL SERVICE LISTS FOR BATCH PROCESSING, EDIT/REVISE SUCH LISTS AND COMPLETE PREPARATION OF OVERNIGHT MAIL SHIPPING LOG FOR NOTICE OF MOTIONS (.6); PREPARE AND ASSEMBLE DOCUMENTS FOR DISTRIBUTION/MAILING RE NOTICE OF MOTIONS (1.2).
		5.20	
Total Legal Assist Support		36.40	
MATTER TOTAL		<u>198.90</u>	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Comdisco, Inc. (DIP)  
Case Administration

Bill Date: 07/31/02  
Bill Number: 923588

Disbursement	Date	Vendor/Employee	Amount
CLR/Delaware Database	06/14/02	Office Admin, D	150.00
		<b>TOTAL CLR/DELAWARE DATABASE</b>	<b>\$150.00</b>
In-house Reproduction	06/04/02	Copy Center, D	700.77
In-house Reproduction	06/07/02	Copy Center, D	2.45
In-house Reproduction	06/14/02	Copy Center, D	2.55
In-house Reproduction	06/14/02	Copy Center, D	2772.30
In-house Reproduction	06/18/02	Copy Center, D	5222.40
In-house Reproduction	06/21/02	Copy Center, D	860.17
In-house Reproduction	06/25/02	Copy Center, D	957.36
In-house Reproduction	06/28/02	Copy Center, D	114.00
		<b>TOTAL IN-HOUSE REPRODUCTION</b>	<b>\$10,632.00</b>
Telephone Expense	06/20/02	Telecommunications, D	7.00
Telephone Expense	06/28/02	Telecommunications, D	0.19
Telephone Expense	06/28/02	Telecommunications, D	0.27
Telephone Expense	06/28/02	Telecommunications, D	0.80
Telephone Expense	06/28/02	Telecommunications, D	2.42
Telephone Expense	06/28/02	Telecommunications, D	4.23
Telephone Expense	06/28/02	Telecommunications, D	148.09
		<b>TOTAL TELEPHONE EXPENSE</b>	<b>\$163.00</b>
Telephone Expense - all other	06/07/02	Telecommunications, D DGenesys Conferencing	19.99
Telephone Expense - all other	06/07/02	Telecommunications, D DGenesys Conferencing	43.33
Telephone Expense - all other	06/14/02	Telecommunications, D DGenesys Conferencing	17.46
Telephone Expense - all other	06/21/02	Telecommunications, D DGenesys Conferencing	0.66
Telephone Expense - all other	06/21/02	Telecommunications, D DGenesys Conferencing	76.78
Telephone Expense - all other	06/28/02	Telecommunications, D DGenesys Conferencing	11.78



SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee	Amount
		TOTAL TELEPHONE EXPENSE - ALL OTHER	\$170.00
Filing/Court Fees	06/17/02	Corp/Delaware, DSkardel, Inc.	150.00
		TOTAL FILING/COURT FEES	\$150.00
Messengers/ Courier	06/01/02	Corporate RestructuringUnited Parcel Service	107.23
Messengers/ Courier	06/01/02	Corporate RestructuringUnited Parcel Service	2882.40
Messengers/ Courier	06/02/02	Corporate RestructuringComet Messenger Service	210.84
Messengers/ Courier	06/08/02	Corporate RestructuringUnited Parcel Service	7.85
Messengers/ Courier	06/08/02	Corporate RestructuringUnited Parcel Service	156.99
Messengers/ Courier	06/08/02	Corporate RestructuringUnited Parcel Service	1745.58
Messengers/ Courier	06/09/02	Corporate RestructuringArrow Messenger Svc	23.41
Messengers/ Courier	06/09/02	Corporate RestructuringComet Messenger Service	51.36
Messengers/ Courier	06/21/02	Database, Car, Courier, Air Dept	7.58
Messengers/ Courier	06/21/02	Database, Car, Courier, Air Dept	7.60
Messengers/ Courier	06/21/02	Database, Car, Courier, Air Dept	7.60
Messengers/ Courier	06/21/02	Database, Car, Courier, Air Dept	7.60
Messengers/ Courier	06/21/02	Database, Car, Courier, Air Dept	7.60
Messengers/ Courier	06/21/02	Database, Car, Courier, Air Dept	7.60
Messengers/ Courier	06/21/02	Database, Car, Courier, Air Dept	7.60
Messengers/ Courier	06/21/02	Database, Car, Courier, Air Dept	7.60

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Disbursement	Date	Vendor/Employee	Amount
Messengers/ Courier	06/21/02	Database, Car, Courier, Air Dept	7.60
Messengers/ Courier	06/21/02	Database, Car, Courier, Air Dept	8.62
Messengers/ Courier	06/23/02	Corporate RestructuringArrow Messenger Svc	39.94
		<b>TOTAL MESSENGERS/ COURIER</b>	<b>\$5,295.00</b>
Court Reporting	06/05/02	Corporate RestructuringJackleen Defini Csr, Rpr	1704.00
		<b>TOTAL COURT REPORTING</b>	<b>\$1,704.00</b>
Cellular Phone Expense	06/05/02	Corporate RestructuringCingular Wireless	6.00
		<b>TOTAL CELLULAR PHONE EXPENSE</b>	<b>\$6.00</b>
		<b>TOTAL MATTER</b>	<b>\$18,270.00</b>

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Comdisco, Inc. (DIP)  
Case Administration

Bill Date: 08/15/02  
Bill Number: 927466

NAME	DATE	HOURS	DESCRIPTION
PANAGAKIS GN	07/04/02	1.50	REVIEW INCOMING CORRESPONDENCE AND ASSIGN TASKS RE SAME (1.5).
PANAGAKIS GN	07/05/02	0.80	ATTENTION TO CONFIRMATION MATTERS (.8).
PANAGAKIS GN	07/10/02	1.50	ATTENTION TO STATUS OF UPCOMING MATTERS (1.5).
PANAGAKIS GN	07/13/02	1.00	ATTENTION TO UPCOMING MATTERS (1.0).
PANAGAKIS GN	07/14/02	3.00	PREPARE FOR NEXT DAY OMNIBUS HEARING (1.5); ATTENTION TO INCOMING CORRESPONDENCE (1.5).
PANAGAKIS GN	07/15/02	3.60	PREPARE FOR (1.8); AND ATTEND (1.3) OMNIBUS HEARING; ATTENTION TO INCOMING CORRESPONDENCE (.5).
PANAGAKIS GN	07/19/02	0.90	TELECONFERENCE WITH MANAGEMENT TEAM RE PENDING MATTERS (.9).
PANAGAKIS GN	07/30/02	0.80	ATTENTION TO UPCOMING MATTERS WITH MANAGEMENT TEAM (.8).
PANAGAKIS GN	07/31/02	1.40	PREPARE FOR (.5) AND PARTICIPATE AT OMNIBUS HEARING (.9).
		14.50	
PERLMAN F	07/02/02	1.40	PREPARE FOR 7/15 HEARING (1.4).
PERLMAN F	07/08/02	1.20	CONTINUE TO PREPARE FOR 7/15 HEARING (1.2).
PERLMAN F	07/11/02	1.10	CONTINUE TO PREPARE FOR 7/15 HEARING (1.1).
PERLMAN F	07/12/02	0.80	CONTINUE TO PREPARE FOR 7/15 HEARING (.8).
PERLMAN F	07/13/02	1.10	CONTINUE TO PREPARE FOR 7/15 HEARING (1.1).
PERLMAN F	07/14/02	0.80	CONTINUE TO PREPARE FOR 7/15 HEARING (.8).
PERLMAN F	07/15/02	2.50	PREPARE FOR OMNIBUS HEARING (1.3); ATTEND OMNIBUS HEARING (1.2).
PERLMAN F	07/31/02	2.00	PREPARE FOR OMNIBUS HEARING (1.0); ATTEND OMNIBUS HEARING (1.0).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

		10.90	
<b>Total Partner</b>		<b>25.40</b>	
HARRINGTON JS	07/01/02	2.80	COMPILE AND ORGANIZE RELEVANT DOCUMENTS FOR HEARING ON JULY 15, 2002 (2.0); DRAFT PROFFERS (.8).
HARRINGTON JS	07/02/02	2.90	CONTINUE GATHERING AND ORGANIZING DOCUMENTS FOR JULY 15 HEARING (2.0); CONTINUE DRAFTING PROFFERS FOR MOTIONS TO BE CONTINUED OR ADJOURNED ON JULY 15 (.5); RETURN MULTIPLE CALLS FROM HOTLINE (.4).
HARRINGTON JS	07/08/02	0.90	TELECONFERENCES IN CONNECTION WITH COMDISCO HOTLINE (.9).
HARRINGTON JS	07/11/02	2.80	PREPARE AGENDA FOR JULY 15 HEARING (2.4); TELECONFERENCES TO PLAN INFORMATION HOTLINE (.4).
HARRINGTON JS	07/12/02	8.70	CONTINUE DRAFTING AND MAKE CHANGES TO AGENDA (2.5); COMPILE AND ORGANIZE DOCUMENT AND MATERIALS IN PREPARATION FOR JULY 15 HEARING (5.2); STRATEGIZE RE MATTERS TO BE HEARD ON JULY 15 (1.0).
HARRINGTON JS	07/15/02	3.90	PREPARE FOR JULY 15 HEARING (2.8); ATTEND AND ASSIST AT HEARING (1.1).
HARRINGTON JS	07/17/02	2.30	UPDATE CASE CALENDAR (.6); UPDATE HEARING PLANNER (.7); UPDATE MOTION SUMMARY CHART (1.0).
HARRINGTON JS	07/18/02	1.20	FINALIZE CASE ADMINISTRATION MATERIALS FOR DISTRIBUTION (1.2).
		<b>25.50</b>	
MURPHY MM	07/10/02	1.10	STRATEGIZE RE JULY 15, 2002 HEARING (1.1).
MURPHY MM	07/12/02	2.00	STRATEGIZE RE JULY 15, 2002 HEARING (.8); PREPARE FOR SAME (1.2).
MURPHY MM	07/15/02	4.90	FINALIZE PREPARATIONS FOR JULY 15, 2002 HEARING (3.3); ATTEND SAME (1.1); PREPARE ORDERS FOR DISTRIBUTION (.5).
MURPHY MM	07/24/02	0.80	ADDRESS ISSUES RE PAYMENT OF TRUSTEE FEES AND FILING MONTHLY OPERATING REPORTS (.8).

8.80

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Total Associate		34.30	
FROST TL	07/01/02	3.50	FILE AND DISTRIBUTE PROPOSED STIPULATION AND ORDER (1.2); REVIEW PLEADINGS AND CORRESPONDENCE (2.3).
FROST TL	07/02/02	4.50	UPDATE HEARING BINDER (2.3); REVIEW PLEADINGS AND CORRESPONDENCE (2.2).
FROST TL	07/03/02	0.50	REVIEW PLEADINGS AND CORRESPONDENCE (.5).
FROST TL	07/09/02	1.50	REVIEW PLEADINGS AND CORRESPONDENCE (1.5).
FROST TL	07/10/02	1.40	REVIEW PLEADINGS AND CORRESPONDENCE (1.4).
FROST TL	07/11/02	3.50	UPDATE SERVICE LISTS (1.3); REVIEW PLEADINGS AND CORRESPONDENCE (2.2).
FROST TL	07/12/02	0.60	FILE AND DISTRIBUTE NOTICES OF MOTION AND FILING (.4); FILE AND DISTRIBUTE PROPOSED AGENDA (.2).
FROST TL	07/15/02	5.00	PREPARE AND FILE MULTIPLE CERTIFICATES OF SERVICE (1.8); PREPARE MATERIALS FOR HEARING (1.2); REVIEW PLEADINGS AND CORRESPONDENCE (2.0).
FROST TL	07/16/02	1.50	REVIEW PLEADINGS AND CORRESPONDENCE (1.5).
FROST TL	07/17/02	3.00	PREPARE AND FILE CERTIFICATE OF SERVICE (.6); REVIEW PLEADINGS AND CORRESPONDENCE (2.4).
FROST TL	07/18/02	2.80	FILE AND DISTRIBUTE NOTICES OF FILING (.8); REVIEW PLEADINGS AND CORRESPONDENCE (2.0).
FROST TL	07/19/02	3.60	UPDATE ORDERS BINDER (1.8); DISTRIBUTE SIGNED ORDERS (.3); REVIEW PLEADINGS AND CORRESPONDENCE (1.5).
FROST TL	07/22/02	1.30	REVIEW PLEADINGS AND CORRESPONDENCE (1.3).
FROST TL	07/23/02	1.50	REVIEW PLEADINGS AND CORRESPONDENCE (1.5).
FROST TL	07/25/02	2.20	REVIEW PLEADINGS AND CORRESPONDENCE (2.2).
		36.40	

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

<b>Total Legal Assistant</b>		<b>36.40</b>	
BELMAR JJ	07/03/02	0.20	ENTRY OF CASE INFO INTO DOCKETING SYSTEM (.2).
BELMAR JJ	07/10/02	1.50	SERVICE DOCUMENTS; DELIVERED DOCUMENTS TO CHAMBERS (1.2); ENTER CASE INFO INTO DOCKETING SYSTEM (.3).
BELMAR JJ	07/17/02	0.40	RESEARCH / OBTAIN CASE INFORMATION VIA PACER UPDATED DOCKET SHEET RE 01B24795 (.4).
BELMAR JJ	07/18/02	1.60	FILE DOCUMENTS: OTHER FILED NOTICE OF FILING OF ESTIMATE UNDER SECTION 11.1A OF PLAN OF UNBILLED FEES AND EXPENSES OF HURON RE 01-24795 (1.0); RESEARCH / OBTAIN CASE INFORMATION VIA PACER UPDATED DOCKET SHEET RE 01B24795 (.6).
BELMAR JJ	07/19/02	0.40	ENTER CASE INFO INTO DOCKETING SYSTEM (.4).
BELMAR JJ	07/22/02	1.20	FILE DOCUMENTS: OTHER 1. FILED AFFIDAVIT OF SERVICE OF P. CHOW, KATHLEEN LOGAN, 2. FILED DISCLOSURE STATEMENT AND 3. FILED CERTIFICATE OF SERVICE OF TONI FROST RE 01-24795 (1.2).
BELMAR JJ	07/25/02	1.20	SERVICE OF DOCUMENTS: OTHER OBTAINED DOCUMENTS FROM COURT REPORTERS OFFICE (1.2).
BELMAR JJ	07/26/02	0.60	RESEARCH / OBTAIN CASE INFORMATION VIA PACER UPDATED DOCKET SHEET RE 01B24795 (.6).
BELMAR JJ	07/31/02	2.40	FILE DOCUMENTS: OTHER 1. FILE WITHDRAWAL OF PROOF OF CLAIMS, NUMBER 2008 & 2394 (1.2); AND 2. DELIVERED ORDERS TO CHAMBERS (1.2).
		<b>9.50</b>	
OWENS W	07/01/02	1.00	FILING OF DOCUMENTS: OTHER FILED A "MONTHLY OPERATING REPORT" IN THE U.S. BANKRUPTCY COURT IN RE 01-24795 (1.0).
OWENS W	07/02/02	1.00	FILE DOCUMENTS: OTHER FILED A "NOTICE OF FILING" IN THE U.S. BANKRUPTCY COURT IN RE 01-24795 (1.0).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

OWENS W	07/16/02	0.20	RESEARCH / OBTAIN CASE INFORMATION VIA PACER UPDATED DOCKET SHEET RE 01-24795 (.2).
OWENS W	07/18/02	1.00	FILE DOCUMENTS: OTHER FILED A "NOTICE OF FILING" IN THE U.S. BANKRUPTCY COURT IN RE 01-24795 (1.0).
OWENS W	07/19/02	1.20	RESEARCH / OBTAIN CASE INFORMATION VIA PACER UPDATED DOCKET SHEET RE 01-24795 (.2); FILED A "NOTICE OF FILING IN THE U.S. BANKRUPTCY COURT IN RE 01-24795 PER TONI FROST (1.0).
OWENS W	07/23/02	1.00	FILE DOCUMENTS: OTHER FILED A "NOTICE OF FILING" IN THE U.S. BANKRUPTCY COURT IN RE 01-24795 PER T. FROST (1.0).
OWENS W	07/25/02	0.20	RESEARCH / OBTAIN CASE INFORMATION VIA PACER UPDATED DOCKET SHEET RE 01-124795 (.2).
OWENS W	07/29/02	0.20	RESEARCH / OBTAIN CASE INFORMATION VIA PACER UPDATED DOCKET SHEET RE 01-24795 (.2).
OWENS W	07/30/02	0.20	RESEARCH / OBTAIN CASE INFORMATION VIA PACER UPDATED DOCKET SHEET RE 01-24795 (.2).
OWENS W	07/31/02	1.00	DELIVER COURTESY COPIES TO JUDGE; DELIVER CONFIDENTIAL DOCUMENTS TO U. S. BANKRUPTCY COURTHOUSE IN RE 01-24795 PER M. MURPHY (1.0).
		7.00	
<b>Total Legal Assist Specialist</b>		<b>16.50</b>	
NEGRON AM	07/09/02	1.00	UPDATE PLEADINGS INDEX; UPDATE PLEADINGS BINDERS AND REVIEW AND DOCKET PLEADINGS AND PREPARE SUCH DOCUMENTS FOR THE FILE (1.0).
NEGRON AM	07/10/02	1.80	UPDATE PLEADINGS INDEX; UPDATE PLEADINGS BINDERS AND REVIEW AND DOCKET PLEADINGS AND PREPARE SUCH DOCUMENTS FOR FILE (1.8).
NEGRON AM	07/11/02	2.60	UPDATE PLEADINGS INDEX; REVIEW AND DOCKET PLEADINGS AND PREPARE SUCH DOCUMENTS FOR FILE AND REVIEW AND INDEX CORRESPONDENCE AND PREPARE SUCH DOCUMENTS FOR FILE (2.6).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

NEGRON AM	07/12/02	1.00	UPDATE PLEADINGS INDEX; DOWNLOAD PLEADINGS AND REVIEW AND DOCKET PLEADINGS AND PREPARE SUCH DOCUMENTS FOR FILE (1.0).
NEGRON AM	07/15/02	2.50	UPDATE PLEADINGS INDEX; DOWNLOAD PLEADINGS AND REVIEW AND DOCKET PLEADINGS AND PREPARE SUCH DOCUMENTS FOR FILE (2.5).
NEGRON AM	07/16/02	1.30	UPDATE PLEADINGS INDEX; UPDATE PLEADINGS BINDERS AND REVIEW AND DOCKET PLEADINGS AND PREPARE SUCH DOCUMENTS FOR FILE (1.3).
NEGRON AM	07/18/02	2.10	UPDATE PLEADINGS INDEX; UPDATE PLEADINGS BINDERS; REVIEW AND DOCKET PLEADINGS AND PREPARE SUCH DOCUMENTS FOR FILE AND REVIEW AND INDEX CORRESPONDENCE AND PREPARE SUCH DOCUMENTS FOR FILE (2.1).
NEGRON AM	07/19/02	2.30	UPDATE PLEADINGS INDEX; DOWNLOAD PLEADINGS; UPDATE PLEADINGS BINDERS AND REVIEW AND DOCKET PLEADINGS AND PREPARE SUCH DOCUMENTS FOR FILE (2.3).
NEGRON AM	07/22/02	1.20	UPDATE PLEADINGS INDEX; REVIEW AND DOCKET PLEADINGS AND PREPARE SUCH DOCUMENTS FOR FILE; REVIEW AND INDEX CORRESPONDENCE AND PREPARE SUCH DOCUMENTS FOR FILE AND UPDATE PLEADINGS BINDERS (1.2).
NEGRON AM	07/23/02	2.00	UPDATE PLEADINGS INDEX; DOWNLOAD PLEADINGS; REVIEW AND DOCKET PLEADINGS AND PREPARE SUCH DOCUMENTS FOR FILE (2.0).
NEGRON AM	07/25/02	2.90	UPDATE PLEADINGS INDEX; DOWNLOAD PLEADINGS; UPDATE PLEADINGS BINDERS AND REVIEW AND DOCKET PLEADINGS AND PREPARE SUCH DOCUMENTS FOR FILE (2.9).
NEGRON AM	07/31/02	1.60	UPDATE PLEADINGS INDEX; DOWNLOAD PLEADINGS; UPDATE PLEADINGS BINDERS AND REVIEW AND DOCKET PLEADINGS AND PREPARE SUCH DOCUMENTS FOR FILE (1.6).
		22.30	



SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

ROSI DA	07/08/02	2.00	PREPARE AND ASSEMBLE DOCUMENTS FOR DISTRIBUTION/MAILING RE DEBTOR'S OMNIBUS OBJECTION TO APPLICATIONS (.5); PREPARE AND ASSEMBLE DOCUMENTS FOR DISTRIBUTION/MAILING RE DEBTOR'S OBJECTION TO APPLICATION (.5); PREPARE AND ASSEMBLE DOCUMENTS FOR DISTRIBUTION/MAILING RE NOTICE OF MOTIONS AND FILINGS (1.0).
ROSI DA	07/11/02	1.90	CONTINUE TO ASSEMBLE, DOCKET, AND PREPARE PLEADINGS FOR FILE (1.9).
ROSI DA	07/16/02	1.50	CONTINUE TO ASSEMBLE, DOCKET, AND PREPARE PLEADINGS FOR FILE (1.5).
ROSI DA	07/17/02	2.50	CONTINUE TO ASSEMBLE, DOCKET, AND PREPARE PLEADINGS FOR FILE (2.5).
ROSI DA	07/19/02	1.70	CONTINUE TO ASSEMBLE, DOCKET, AND PREPARE PLEADINGS FOR FILE (1.7).
ROSI DA	07/24/02	1.60	CONTINUE TO ASSEMBLE, DOCKET, AND PREPARE PLEADINGS FOR FILE (1.6).
ROSI DA	07/25/02	1.30	CONTINUE TO ASSEMBLE, DOCKET AND PREPARE PLEADINGS FOR FILE (1.3);
ROSI DA	07/25/02	6.50	CONTINUE TO ASSEMBLE, DOCKET, AND PREPARE PLEADINGS FOR FILE (.5); CONTINUE ATTENTION TO DOCUMENT MANAGEMENT (3.5); REVIEW AND DOCKET PLEADINGS AND PREPARE SUCH DOCUMENTS FOR FILE (2.5).
ROSI DA	07/26/02	2.00	CONTINUE TO ASSEMBLE, DOCKET, AND PREPARE PLEADINGS FOR FILE (2.0).
ROSI DA	07/29/02	1.40	CONTINUE TO ASSEMBLE, DOCKET, AND PREPARE PLEADINGS FOR FILE (1.4).
ROSI DA	07/31/02	1.80	CONTINUE TO ASSEMBLE, DOCKET, AND PREPARE PLEADINGS FOR FILE (1.8).
		24.20	
WORSHECK TM	07/01/02	3.50	PREPARE EXCEL SERVICE LISTS FOR BATCH PROCESSING, EDIT/REVISE SUCH LISTS AND COMPLETE PREPARATION OF OVERNIGHT MAIL SHIPPING LOG FOR PROPOSED STIPULATION AND ORDER (.5); PREPARE AND ASSEMBLE DOCUMENTS FOR DISTRIBUTION/MAILING OF PROPOSED STIPULATION AND ORDER (3.0).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

WORSHECK TM	07/29/02	1.00	PREPARE AND EXECUTE ELECTRONIC FAX OF PROPOSED AGENDA TO MASTER AND 2002 SERVICE LISTS (1.0).
WORSCHECK TM	07/30/02	1.20	PREPARE AND EXECUTE ELECTRONIC FAX OF PROPOSED AGENDA TO MASTER AND 2002 SERVICE LISTS (1.2).
		5.70	
Total Legal Assist Support		52.20	
<b>MATTER TOTAL</b>		<u>164.80</u>	

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Comdisco, Inc. (DIP)  
Case Administration

Bill Date: 08/15/02  
Bill Number: 927466

Disbursement	Date	Vendor/Employee	Amount
In-house Reproduction	07/02/02	Copy Center, D	1193.17
In-house Reproduction	07/05/02	Copy Center, D	22.80
In-house Reproduction	07/09/02	Copy Center, D	2.40
In-house Reproduction	07/12/02	Copy Center, D	728.08
In-house Reproduction	07/16/02	Copy Center, D	1749.65
In-house Reproduction	07/19/02	Copy Center, D	259.89
In-house Reproduction	07/23/02	Copy Center, D	2801.02
In-house Reproduction	07/26/02	Copy Center, D	86.10
In-house Reproduction	07/30/02	Copy Center, D	481.89
<b>TOTAL IN-HOUSE REPRODUCTION</b>			<b>\$7,325.00</b>
Telephone Expense	07/24/02	Telecommunications, D	14.65
Telephone Expense	07/26/02	Telecommunications, D	0.26
Telephone Expense	07/26/02	Telecommunications, D	0.36
Telephone Expense	07/26/02	Telecommunications, D	3.52
Telephone Expense	07/26/02	Telecommunications, D	4.19
Telephone Expense	07/26/02	Telecommunications, D	6.63
Telephone Expense	07/26/02	Telecommunications, D	92.39
<b>TOTAL TELEPHONE EXPENSE</b>			<b>\$122.00</b>
Non-standard/Outside Reproduction	06/11/02	Corporate RestructuringLandmark Document Services	120.15
Non-standard/Outside Reproduction	06/25/02	Corporate RestructuringLandmark Document Services	312.83
Non-standard/Outside Reproduction	07/02/02	Corporate RestructuringLandmark Document Services	222.29
Non-standard/Outside Reproduction	07/09/02	Corporate RestructuringLandmark Document Services	118.11
Non-standard/Outside Reproduction	07/16/02	Corporate RestructuringLandmark Document Services	135.11
Non-standard/Outside Reproduction	07/18/02	Corporate RestructuringLandmark Document Services	321.25

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Disbursement	Date	Vendor/Employee	Amount
Non-standard/Outside Reproduction	07/19/02	Corporate RestructuringLandmark Document Services	39.37
Non-standard/Outside Reproduction	07/22/02	Corporate RestructuringLandmark Document Services	54.89
<b>TOTAL NON-STANDARD/OUTSIDE REPRODUCTION</b>			<b>\$1,324.00</b>
Telephone Expense - all other	07/19/02	Telecommunications, DGenesys Conferencing	10.13
Telephone Expense - all other	07/26/02	Telecommunications, DGenesys Conferencing	48.87
<b>TOTAL TELEPHONE EXPENSE - ALL OTHER</b>			<b>\$59.00</b>
Out-of-Town Travel	06/26/02	Kipp MR	86.00
<b>TOTAL OUT-OF-TOWN TRAVEL</b>			<b>\$86.00</b>
Messengers/ Courier	09/19/01	Anti-trust, DSureway Worldwide	507.36
Messengers/ Courier	05/25/02	Corporate RestructuringUnited Parcel Service	17.27
Messengers/ Courier	05/25/02	Corporate RestructuringUnited Parcel Service	4718.26
Messengers/ Courier	06/15/02	Corporate RestructuringUnited Parcel Service	31.40
Messengers/ Courier	06/15/02	Corporate RestructuringUnited Parcel Service	4812.02
Messengers/ Courier	07/06/02	Corporate RestructuringUnited Parcel Service	2876.39
Messengers/ Courier	07/07/02	Corporate RestructuringComet Messenger Service	38.69
Messengers/ Courier	07/13/02	Corporate RestructuringUnited Parcel Service	216.73
Messengers/ Courier	07/13/02	Corporate RestructuringUnited Parcel Service	3290.07
Messengers/ Courier	07/14/02	Corporate RestructuringComet Messenger Service	17.17

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Disbursement	Date	Vendor/Employee	Amount
Messengers/ Courier	07/14/02	Corporate RestructuringComet Messenger Service	25.78
Messengers/ Courier	07/14/02	Corporate RestructuringArrow Messenger Svc	30.96
Messengers/ Courier	07/18/02	Database, Car, Courier, Air Dept	7.60
Messengers/ Courier	07/18/02	Database, Car, Courier, Air Dept	7.60
Messengers/ Courier	07/18/02	Database, Car, Courier, Air Dept	7.60
Messengers/ Courier	07/18/02	Database, Car, Courier, Air Dept	7.60
Messengers/ Courier	07/18/02	Database, Car, Courier, Air Dept	7.60
Messengers/ Courier	07/18/02	Database, Car, Courier, Air Dept	7.60
Messengers/ Courier	07/18/02	Database, Car, Courier, Air Dept	7.60
Messengers/ Courier	07/18/02	Database, Car, Courier, Air Dept	7.60
Messengers/ Courier	07/18/02	Database, Car, Courier, Air Dept	7.60
Messengers/ Courier	07/19/02	Corporate RestructuringStraightline Courier	18.00
Messengers/ Courier	07/19/02	Database, Car, Courier, Air Dept	21.70
Messengers/ Courier	07/19/02	Corporate RestructuringStraightline Courier	22.60
Messengers/ Courier	07/19/02	Corporate RestructuringStraightline Courier	37.00
Messengers/ Courier	07/28/02	Corporate RestructuringComet Messenger Service	67.20
		<b>TOTAL MESSENGERS/ COURIER</b>	<b>\$16,817.00</b>
Court Reporting	07/18/02	Corporate RestructuringJackleen Defini Csr, Rpr	216.00
		<b>TOTAL COURT REPORTING</b>	<b>\$216.00</b>

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

<b>Disbursement</b>	<b>Date</b>	<b>Vendor/Employee</b>	<b>Amount</b>
Outside Research/Internet Services	07/10/02	Corporate RestructuringPacer Service Center	0.56
Outside Research/Internet Services	07/10/02	Corporate RestructuringPacer Service Center	5.25
Outside Research/Internet Services	07/10/02	Corporate RestructuringPacer Service Center	41.60
Outside Research/Internet Services	07/10/02	Corporate RestructuringPacer Service Center	930.59
		<b>TOTAL OUTSIDE RESEARCH/INTERNET SERVICES</b>	<b>\$978.00</b>
Cellular Phone Expense	07/05/02	Corporate RestructuringCingular Wireless	1.00
		<b>TOTAL CELLULAR PHONE EXPENSE</b>	<b>\$1.00</b>
		<b>TOTAL MATTER</b>	<b>\$26,928.00</b>

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Comdisco, Inc. (DIP)  
Case Administration

Bill Date: 08/31/02  
Bill Number: 927469

NAME	DATE	HOURS	DESCRIPTION
PERLMAN F	08/06/02	0.70	PREPARE STRATEGY FOR 8/20 HEARING (.7).
		0.70	
<b>Total Partner</b>		0.70	
HARRINGTON JS	08/06/02	1.00	STRATEGIZE RE ISSUES TO BE HEARD AT AUG. 20 HEARING (1.0).
		1.00	
<b>Total Associate</b>		1.00	
FROST TL	08/01/02	1.00	REVIEW PLEADINGS AND CORRESPONDENCE (1.0).
FROST TL	08/02/02	3.70	DISTRIBUTE STIPULATION AND AGREED ORDER (1.8); REVIEW PLEADINGS AND CORRESPONDENCE (1.9).
FROST TL	08/05/02	3.00	UPDATE TRANSCRIPT BINDER (1.3); REVIEW PLEADINGS AND CORRESPONDENCE (1.7).
FROST TL	08/06/02	1.80	REVIEW PLEADINGS AND CORRESPONDENCE (1.8).
		9.50	
<b>Total Legal Assistant</b>		9.50	
<b>MATTER TOTAL</b>		<u>11.20</u>	

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Comdisco, Inc. (DIP)  
Case Administration

Bill Date: 08/15/02  
Bill Number: 927469

Disbursement	Date	Vendor/Employee	Amount
In-house Reproduction	08/02/02	Copy Center, D	2146.14
In-house Reproduction	08/06/02	Copy Center, D	277.48
In-house Reproduction	08/09/02	Copy Center, D	286.38
<b>TOTAL IN-HOUSE REPRODUCTION</b>			<b>\$2,710.00</b>
Telephone Expense - all other	07/31/02	Belmar JJ	4.14
Telephone Expense - all other	08/09/02	Telecommunications, DGenesys Conferencing	5.86
<b>TOTAL TELEPHONE EXPENSE - ALL OTHER</b>			<b>\$10.00</b>
Professional Services	08/02/02	Corporate RestructuringJackleen Defini Csr,Rpr	364.00
<b>TOTAL PROFESSIONAL SERVICES</b>			<b>\$364.00</b>
Messengers/ Courier	08/01/02	Database,Car,Courier,Air Dept	13.17
Messengers/ Courier	08/01/02	Database,Car,Courier,Air Dept	13.17
Messengers/ Courier	08/07/02	Database,Car,Courier,Air Dept	7.55
Messengers/ Courier	08/07/02	Database,Car,Courier,Air Dept	8.56
Messengers/ Courier	08/11/02	Corporate RestructuringComet Messenger Service	27.36
Messengers/ Courier	08/11/02	Corporate RestructuringArrow Messenger Svc	54.19
<b>TOTAL MESSENGERS/ COURIER</b>			<b>\$124.00</b>
Cellular Phone Expense	12/10/01	Murphy MM	66.26
Cellular Phone Expense	04/16/02	Panagakis GN	42.22
Cellular Phone Expense	05/16/02	Panagakis GN	8.79
Cellular Phone Expense	05/16/02	Panagakis GN	95.49
Cellular Phone Expense	06/16/02	Panagakis GN	91.79
Cellular Phone Expense	08/05/02	Corporate RestructuringCingular Wireless	0.45
<b>TOTAL CELLULAR PHONE EXPENSE</b>			<b>\$305.00</b>
<b>TOTAL MATTER</b>			<b>\$3,513.00</b>



IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE NORTHERN DISTRICT OF ILLINOIS  
EASTERN DIVISION

-----X  
In re: : Case No. 01-24795  
 : (Jointly Administered)  
COMDISCO, INC. :  
 : Chapter 11  
et al. :  
 : Hon. Ronald Barliant  
Debtors. :  
-----X

EXHIBIT D-5  
TAX MATTERS  
1,687.5 HOURS

SKADDEN, ARPS, SLATE, MEAGHER & FLOM (ILLINOIS)

333 West Wacker Drive  
Chicago, Illinois 60606-1285

and

SKADDEN, ARPS, SLATE, MEAGHER & FLOM, LLP

Four Times Square  
New York, NY 10036

**EXHIBIT 5**

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Comdisco, Inc. (DIP)  
Tax Matters

Bill Date: 05/20/02  
Bill Number: 917155

NAME	DATE	HOURS	DESCRIPTION
LEDUC A	04/01/02	3.50	TAX MODELING FOR PLAN OF REORGANIZATION (3.5).
LEDUC A	04/02/02	3.50	TAX PLANNING RE PLAN OF REORGANIZATION (3.5).
LEDUC A	04/03/02	2.10	TAX ANALYSIS OF PLAN OF REORGANIZATION (2.1).
LEDUC A	04/04/02	1.70	TAX ANALYSIS AND MODELING (1.7).
LEDUC A	04/05/02	1.70	TAX ANALYSIS OF PLAN OF REORGANIZATION (1.7).
LEDUC A	04/08/02	6.30	ANALYSIS OF TAX PLANNING (6.3).
LEDUC A	04/09/02	1.90	ANALYSIS OF TAX PLANNING (1.9).
LEDUC A	04/10/02	10.10	MEETING RE TAX MODELLING (5.2); PREPARE FOR MEETING RE TAX MODELLING (2.8); FOLLOW-UP (2.1).
LEDUC A	04/11/02	8.40	PLAN OF REORGANIZATION TAX PLANNING (8.4).
LEDUC A	04/12/02	5.70	ANALYSIS OF TAX ISSUES IN PLAN OF REORGANIZATION (5.7).
LEDUC A	04/14/02	1.70	ANALYSIS OF SECTION 269 AND PLAN OF REORGANIZATION (1.7).
LEDUC A	04/15/02	4.50	ANALYSIS OF SALE OF CEG (1.7); PLAN OF REORGANIZATION TAX ANALYSIS (2.8).
LEDUC A	04/16/02	1.80	ANALYSIS OF PLAN OR REORGANIZATION (1.8).
LEDUC A	04/17/02	1.20	ANALYSIS OF TAX ISSUE IN PLAN OF REORGANIZATION (1.2).
LEDUC A	04/18/02	0.70	CALIFORNIA SALES TAX ISSUE (.7).
LEDUC A	04/19/02	4.40	ANALYSIS OF PLAN OF REORGANIZATION (2.8); ANALYSIS OF CALIFORNIA SALES TAX (1.6).
LEDUC A	04/22/02	3.20	CEG SALE ISSUES (1.4); TAX ANALYSIS OF PLAN OF REORGANIZATION (2.8).
LEDUC A	04/23/02	2.10	TELECONFERENCE WITH CREDITORS COMMITTEE (2.1).
LEDUC A	04/26/02	2.80	ANALYSIS OF TAX PLANNING (2.8).

EXHIBIT 2

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

LEDUC A	04/29/02	0.80	ANALYSIS OF PLAN (.8).
LEDUC A	04/30/02	2.40	ANALYSIS OF SPECIAL LIMITATIONS ON NET OPERATING LOSSES (2.4).
		<b>70.50</b>	
<b>Total Partner</b>		<b>70.50</b>	
LEE KM	04/01/02	7.60	TELECONFERENCES WITH H. ANTONAITIS AND M. FELISH REGARDING PREPARATION OF TAX PROJECTION MODEL FOR POTENTIAL TAXABLE SALE ALTERNATIVE; TELECONFERENCE WITH S. PROSNIEWSKI AND D. MUNGER REGARDING EUROPEAN RESTRUCTURING PLANNING ISSUES; REVIEWED DRAFT DISCLOSURE STATEMENT; BEGAN REVIEWING DRAFT PLAN OF REORGANIZATION (7.6).
LEE KM	04/02/02	7.60	TELECONFERENCES WITH H. ANTONAITIS REGARDING PREPARATION OF TAX PROJECTION MODELS FOR POTENTIAL TAXABLE SALE ALTERNATIVE; TELECONFERENCE REGARDING SAME AND REGARDING OTHER STRUCTURING ALTERNATIVES WITH M. FELISH, H. TUCKER AND L. MOLDAWER (7.6).
LEE KM	04/04/02	6.80	TELECONFERENCES WITH H. ANTONAITIS, H. TUCKER AND L. MOLDAWER REGARDING REVISED TAX MODELS; OFFICE CONFERENCE REGARDING PROPOSED REVISION TO TERMS OF CONVERTIBLE PIK NOTE (6.8).
LEE KM	04/05/02	5.50	TELECONFERENCES WITH H. ANTONAITIS AND H. TUCKER REGARDING FURTHER REVISIONS TO TAX MODELS; TELECONFERENCE WITH H. PARKHILL (5.5).
LEE KM	04/08/02	8.10	TELECONFERENCES WITH H. TUCKER, H. ANTONAITIS AND M. FELISH REGARDING REVISED TAX MODELS AND PROJECTIONS; TELECONFERENCES WITH H. PARKHILL REGARDING CURRENT VALUATIONS AND TAX ASSUMPTIONS; REVIEWED REVISED MODELS (8.1).
LEE KM	04/09/02	7.40	REVIEWED PRECEDENT DISCLOSURE FOR POTENTIAL SALE TO CREDITOR- CONTROLLED COMPANY; TELECONFERENCES WITH H. TUCKER, H. ANTONAITIS AND H. PARKHILL REGARDING TAX MODELS AND ASSUMPTIONS; REVIEWED REVISED TAX PROJECTIONS (7.4).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

LEE KM	04/10/02	5.10	TELECONFERENCES WITH H. TUCKER, L. MOLDAWER, H. ANTONAITIS AND M. FELISH REGARDING TAX MODELS AND PLANNING ALTERNATIVES; TELECONFERENCE WITH R. MISHLER REGARDING SAME; TELECONFERENCE WITH J. KRONSNOBLE REGARDING COMPANY'S TAX POSITION AND PLANNING ALTERNATIVES (5.1).
LEE KM	04/11/02	8.60	TELECONFERENCE WITH H. PARKHILL, T. ALLISON, H. ANTONAITIS AND H. TUCKER REGARDING VALUATION ASSUMPTIONS AND TAX MODEL; TELECONFERENCE REGARDING POTENTIAL TAX CONSEQUENCES OF CURRENT SIP PROPOSAL; TELECONFERENCES WITH H. ANTONAITIS AND H. TUCKER REGARDING CURRENT TAX MODELS AND PREPARATION FOR MEETING WITH R. MISHLER REGARDING SAME; MEETING AT ROSEMONT WITH H. ANTONAITIS, M. FELISH, H. PARKHILL AND R. MISHLER REGARDING TAX PLANNING ALTERNATIVES AND TAX LIABILITY ESTIMATES; POST-MEETING DISCUSSION AND TAX ANALYSIS REGARDING SAME (8.6).
LEE KM	04/12/02	6.10	TELECONFERENCES WITH H. ANTONAITIS REGARDING SAME AND REGARDING OPERATION OF CLOSING OF BOOKS TAX ELECTION; TAX RESEARCH REGARDING ELECTION TO CLOSE TAXABLE YEAR (6.1).
LEE KM	04/15/02	2.50	TELECONFERENCES WITH H. TUCKER REGARDING STATUS OF TAX MODELS; MADE REVISIONS TO DRAFT PLAN TAX DISCLOSURE; TELECONFERENCES WITH H. ANTONAITIS REGARDING SECTION 382 ISSUES (1.5).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

LEE KM	04/16/02	9.90	TELECONFERENCES WITH H. ANTONAITIS, H. TUCKER AND M. FELISH REGARDING CURRENT TAX MODELS AND PLANNING ALTERNATIVES; TELECONFERENCES WITH P. METZGER AND J. KRÖNSNOBLE REGARDING PLANNING ALTERNATIVES; REVISED TAX DISCLOSURE TO INCLUDE POTENTIAL TRUST ALTERNATIVE; TELECONFERENCES WITH M. FELISH AND H. ANTONAITIS REGARDING CONSEQUENCES OF TRUST ALTERNATIVE; ATTENTION TO J. SOAVE REGARDING GRANTOR TRUST TAX REPORTING RESEARCH ISSUE; TELECONFERENCES REGARDING FILING STATUS AND STATUS OF CONTINGENT PAYMENT OBLIGATION FEATURE OF DRAFT PLAN (9.9).
LEE KM	04/18/02	4.60	TELECONFERENCE WITH M. FELISH, K. CLARK, B. WATERFIELD AND J. TROYER REGARDING CALIFORNIA SALES TAX ISSUE; TELECONFERENCE WITH H. ANTONAITIS, M. FELISH AND L. COCHRAN REGARDING TAX LIABILITY ESTIMATES AND FINANCIAL STATEMENT TAX FOOTNOTE; REVIEWED AND BEGAN REVISING TAX DISCLOSURE (4.6).
LEE KM	04/19/02	4.20	TELECONFERENCES WITH M. FELISH REGARDING CALIFORNIA SALES TAX ISSUE; TELECONFERENCE WITH M. TINGOLI REGARDING FOREIGN TRANSFER AGREEMENT ISSUES, CALIFORNIA SALES TAX ISSUE AND TAX ESCROW ISSUES (4.2).
LEE KM	04/20/02	3.50	REVIEWED REVISED ESTATE VALUATION PREPARED BY ROTHSCHILD; REVIEWED CALIFORNIA SALES TAX ISSUE (3.5).
LEE KM	04/22/02	1.90	TELECONFERENCE WITH M. FELISH AND J. MCNALLY REGARDING CALIFORNIA SALES TAX ISSUE (1.9).
LEE KM	04/23/02	3.80	TELECONFERENCE WITH M. FELISH, T. JOHNSON AND S. NORTON OF KPMG REGARDING CALIFORNIA SALES TAX ISSUE; TELECONFERENCE WITH H. ANTONAITIS REGARDING BANKRUPTCY TAX PLANNING; TELECONFERENCES WITH M. TINGOLI REGARDING TAX ESCROWS; PHONE CONFERENCE WITH J. MCNALLY AND T. JOHNSON REGARDING CALIFORNIA SALES TAX ISSUE (3.8).
		93.20	
SMITH SJ	04/12/02	1.20	RESEARCHING APPLICABILITY OF IRC SECTION 269 TO PROPOSED TRANSACTION STRUCTURE (1.2).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

SMITH SJ	04/13/02	4.10	RESEARCHING APPLICABILITY OF IRC SECTION 269 TO PROPOSED TRANSACTION STRUCTURE (4.1).
SMITH SJ	04/14/02	9.50	DISCUSSING RESULTS OF RESEARCH ON APPLICABILITY OF IRC SECTION 269 TO PROPOSED TRANSACTION STRUCTURE (1.0); RESEARCHING APPLICABLILITY OF IRC SECTION 269 TO PROPOSED TRANSACTION STRUCTURE (8.5).
SMITH SJ	04/15/02	4.30	RESEARCHING APPLICABILITY OF IRC SECTION 269 TO PROPOSED TRANSACTION STRUCTURE (4.3).
SMITH SJ	04/16/02	0.60	RESEARCHING APPLICABILITY OF IRC SECTION 269 TO PROPOSED TRANSACTION STRUCTURE (.3).
		19.70	
SOAVE III J	04/16/02	4.20	RESEARCH REGARDING THE FILING OF FORM 1041 FOR WHOLLY OWNED GRANTOR TRUSTS WITH A COMMON GRANTOR AND IDENTICAL BENEFICIARIES (4.2).
SOAVE III J	04/17/02	1.60	CONTINUED AND COMPLETED RESEARCH REGARDING FILING OF FORM 1041 FOR GRANTOR TRUSTS (1.6).
		5.80	
<b>Total Associate</b>		<b>118.70</b>	
<b>MATTER TOTAL</b>		<b><u>189.20</u></b>	
<b>CLIENT TOTAL</b>		<b><u>3,489.30</u></b>	

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Comdisco, Inc. (DIP)  
Tax Matters

Bill Date: 05/20/02  
Bill Number: 917155

Disbursement	Date	Vendor/Employee	Amount
In-house Reproduction	04/02/02	Copy Center, D	1.30
In-house Reproduction	04/05/02	Copy Center, D	7.00
In-house Reproduction	04/09/02	Copy Center, D	1.40
In-house Reproduction	04/19/02	Copy Center, D	10.19
In-house Reproduction	04/19/02	Copy Center, D	141.62
In-house Reproduction	04/23/02	Copy Center, D	2.50
In-house Reproduction	04/26/02	Copy Center, D	8.99
<b>TOTAL IN-HOUSE REPRODUCTION</b>			<b>\$173.00</b>
Telephone Expense	04/26/02	Telecommunications, D	0.03
Telephone Expense	04/26/02	Telecommunications, D	1.15
Telephone Expense	04/26/02	Telecommunications, D	1.22
Telephone Expense	04/26/02	Telecommunications, D	4.88
Telephone Expense	04/26/02	Telecommunications, D	118.72
<b>TOTAL TELEPHONE EXPENSE</b>			<b>\$126.00</b>
Lexis/Nexis	04/14/02	Smith SJ	76.30
Lexis/Nexis	04/15/02	Lee KM	74.99
Lexis/Nexis	04/15/02	Smith SJ	91.44
Lexis/Nexis	04/18/02	Lee KM	9.19
Lexis/Nexis	04/20/02	Lee KM	30.08
<b>TOTAL LEXIS/NEXIS</b>			<b>\$282.00</b>
Telephone Expense - all other	03/29/02	Telecommunications, D Genesys Conferencing	50.56
Telephone Expense - all other	04/12/02	Telecommunications, D Genesys Conferencing	0.44
<b>TOTAL TELEPHONE EXPENSE - ALL OTHER</b>			<b>\$51.00</b>
Messengers/ Courier	04/16/02	Database, Car, Courier, Air Dept	11.00
<b>TOTAL MESSENGERS/ COURIER</b>			<b>\$11.00</b>
Outside Research/Internet Services	03/31/02	Library, DGlobal Securities	42.00

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

<b>Disbursement</b>	<b>Date</b>	<b>Vendor/Employee</b>	<b>Amount</b>
		<b>TOTAL OUTSIDE RESEARCH/INTERNET SERVICES</b>	<b>\$42.00</b>
		<b>TOTAL MATTER</b>	<b>\$685.00</b>
		<b>TOTAL CLIENT</b>	<b>\$62,772.00</b>



SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Comdisco, Inc. (DIP)  
Tax Matters

Bill Date: 06/30/02  
Bill Number: 921074

NAME	DATE	HOURS	DESCRIPTION
LEDUC A	05/01/02	1.30	TAX PLANNING FOR REORGANIZATION (1.3).
LEDUC A	05/02/02	1.70	ANALYSIS OF TAX PLANNING FOR REORGANIZATION (1.7).
LEDUC A	05/06/02	0.90	ANALYSIS OF PLAN OF REORGANIZATION TAX PLANNING (.9).
LEDUC A	05/07/02	3.50	TAX PLANNING FOR PLAN OF REORGANIZATION (2.3); TELECONFERENCE WITH M. FELISH RE NET OPERATING LOSSES (1.2).
LEDUC A	05/08/02	2.70	CONTINUED ATTENTION TO TAX PLANNING FOR PLAN OF REORGANIZATION (2.7).
LEDUC A	05/09/02	5.10	CONTINUE ATTENTION TO TAX PLANNING FOR PLAN OF REORGANIZATION (4.2); TELECONFERENCE WITH J. TANSEY (.9).
LEDUC A	05/10/02	4.30	CONTINUE ATTENTION TO TAX PLANNING FOR PLAN OF REORGANIZATION (4.3).
LEDUC A	05/13/02	3.60	CONTINUE ATTENTION TO TAX PLANNING FOR PLAN OF REORGANIZATION AND FINANCIAL MODELING THEREFOR (3.6).
LEDUC A	05/14/02	4.50	PLAN OF REORGANIZATION TAX PLANNING (2.5); REVIEW REVISED DISCLOSURE (2.0).
LEDUC A	05/15/02	3.50	CONTINUE ATTENTION TO TAX PLANNING FOR PLAN OF REORGANIZATION (3.5).
LEDUC A	05/16/02	1.30	CONTINUE ATTENTION TO TAX PLANNING FOR PLAN OF REORGANIZATION (1.3).
LEDUC A	05/17/02	2.10	TAX ANALYSIS OF PLAN OF REORGANIZATION (2.1).
LEDUC A	05/20/02	3.70	CONTINUE ATTENTION TO TAX PLANNING FOR PLAN OF REORGANIZATION (3.7).
LEDUC A	05/21/02	2.80	ANALYSIS OF PLAN OF REORGANIZATION (2.8).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

LEDUC A	05/22/02	1.30	CONTINUE ATTENTION TO TAX PLANNING FOR PLAN OF REORGANIZATION OPTIONS (1.3).
LEDUC A	05/23/02	4.10	CONTINUE ATTENTION TO TAX PLANNING FOR PLAN OF REORGANIZATION (4.1).
LEDUC A	05/24/02	4.00	CONTINUE ATTENTION TO TAX PLANNING FOR REORGANIZATION (4.0).
LEDUC A	05/28/02	6.80	ANALYSIS OF TAX PLANNING FOR PLAN OF REORGANIZATION (5.4); TELECONFERENCE WITH H. ANTONAITIS (1.4).
LEDUC A	05/29/02	5.80	CONTINUE ATTENTION TO TAX PLANNING FOR PLAN OF REORGANIZATION (5.8).
LEDUC A	05/30/02	3.30	REVIEW TERM LOAN (1.2); CONTINUE ATTENTION TO TAX PLANNING FOR PLAN OF REORGANIZATION (2.1).
LEDUC A	05/31/02	4.50	REVIEW CORRESPONDENCE CREDITORS COMMITTEE (1.7); CONTINUE ATTENTION TO TAX PLANNING FOR PLAN OF REORGANIZATION (2.8).
		70.80	
<b>Total Partner</b>		70.80	
LEE KM	05/01/02	8.20	REVIEWED REVISED PROJECTIONS; TELECONFERENCE WITH M. FELISH, H. ANTONAITIS, H. TUCKER AND L. MOLDAWER REGARDING SAME AND REGARDING SECTION 382(L)(5) ISSUE; TELECONFERENCE WITH S. PROSNIIEWSKI REGARDING GE ELECTRONICS AND LAB/SCI SECOND CLOSING ISSUES; TAX ANALYSIS; TELECONFERENCE WITH H. TUCKER, L. MOLDAWER AND K. KRAKORA REGARDING OFF BALANCE SHEET CLAIMS DETAIL; REVIEWED TAX ISSUES IN CONNECTION WITH ITALY AND FRANCE FOREIGN TRANSFER AGREEMENTS (8.2).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

LEE KM	05/02/02	6.60	DISCUSSED FOREIGN TRANSFER AGREEMENT OPEN TAX ISSUES WITH S. PROSNIIEWSKI; TAX ANALYSIS AND REVIEW OF ISSUE IN CONNECTION WITH ITALY FOREIGN TRANSFER AGREEMENT; CONTINUED REVIEWING TAX ISSUES IN CONNECTION WITH SECTION 382(L) (5); TELECONFERENCE WITH L. MOLDAWER AND H. TUCKER REGARDING REVISED PROJECTIONS; REVIEWED DRAFT TAX ESCROW AGREEMENT AND DISCUSSED SAME WITH S. PROSNIIEWSKI (6.6).
LEE KM	05/03/02	7.40	TELECONFERENCES WITH S. PROSNIIEWSKI REGARDING ITALY FOREIGN TRANSFER AGREEMENT AND ASSOCIATED TAX ISSUES; REVIEWED IRISH FOREIGN TRANSFER AGREEMENT; REVIEWED ADDITIONAL COMMENTS TO DRAFT TAX ESCROW AGREEMENT; BEGAN REVISING DISCLOSURE STATEMENT AND PLAN TO REFLECT ALTERNATIVE REORGANIZATION STRUCTURES (7.4).
LEE KM	05/06/02	6.10	CONTINUED REVISING DISCLOSURE STATEMENT AND PLAN TO REFLECT ALTERNATIVE REORGANIZATION STRUCTURES; TAX ANALYSIS REGARDING FRENCH REGISTRATION DUTY ISSUE; TELECONFERENCES WITH M. FELISH REGARDING SUNGARD PURCHASE PRICE ALLOCATION QUESTION (6.1).
LEE KM	05/07/02	9.30	CONTINUED ANALYSIS REGARDING ITALY FOREIGN TRANSFER AGREEMENT AND STRUCTURE; TELECONFERENCE WITH S. PROSNIIEWSKI, A. LONGHURST, M. LOTEN AND C. TOMASSETTI REGARDING SAME; REVIEWED VARIOUS FOREIGN TRANSFER AGREEMENTS; TELECONFERENCE WITH M. FELISH REGARDING TAX ESCROW AGREEMENT ISSUES; TELECONFERENCE WITH S. SMITH, H. TUCKER, M. FELISH, H. ANTONAITIS, J. FRANKEL, S. MORESCO AND J. TANZEY REGARDING SECTION 382(L) (5) QUALIFIED INDEBTEDNESS ISSUES; TELECONFERENCE WITH C. ERDMANN REGARDING CALIFORNIA SALES TAX ISSUE; OFFICE CONFERENCE REGARDING PRISM ELA ISSUE; REVIEWED TAX REGULATIONS REGARDING SAME; REVISED TAX ESCROW AGREEMENT MARK-UP (9.3).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

LEE KM	05/08/02	9.70	REVIEWED TAX ESCROW AGREEMENT ISSUES; REVIEWED FOREIGN TRANSFER AGREEMENT ISSUES; TAX REVIEW AND ANALYSIS OF REVISED REGULATIONS REGARDING LOSS DISALLOWANCE IN CONSOLIDATED RETURN CONTEXT IN CONNECTION WITH PRISM ELA ISSUE (9.7).
LEE KM	05/09/02	7.40	OFFICE CONFERENCE TO ANALYZE PRISM ELA ISSUE IN LIGHT OF REVISED LOSS DISALLOWANCE RULES AND CONTINUED ANALYSIS AND RESEARCH REGARDING SAME; TAX ANALYSIS REGARDING CHARACTERIZATION AND TREATMENT OF CONTINGENT EQUITY DISTRIBUTION; REVIEWED FRENCH REGISTRATION DUTY IN CONNECTION WITH TAX ESCROW AGREEMENT (7.4).
LEE KM	05/12/02	5.50	TAX RESEARCH AND ANALYSIS REGARDING IMPACT OF NEW CONSOLIDATED RETURN LOSS DISALLOWANCE REGULATIONS ON EXCESS LOSS ACCOUNT AND INTERCOMPANY DEBT RULES; REVIEWED AND INTEGRATED COMMENTS TO DRAFT PLAN OF REORGANIZATION AND DRAFT DISCLOSURE STATEMENT (5.5).
LEE KM	05/13/02	8.90	ATTENTION TO PRISM ELA ISSUE AND REVISED LOSS DISALLOWANCE REGULATIONS; TELECONFERENCE WITH M. FELISH REGARDING SAME; CONTINUED REVISING PLAN AND DISCLOSURE STATEMENT TO REFLECT ALTERNATIVE STRUCTURES; REVIEWED REVISED PROJECTIONS; TELECONFERENCE WITH H. ANTONAITIS, H. PARKHILL AND L. COCHRAN REGARDING SAME (8.9).
LEE KM	05/14/02	6.60	DISCUSSED REVISIONS TO PLAN AND DISCLOSURE STATEMENT TO REFLECT ALTERNATIVE STRUCTURES; TELECONFERENCE WITH H. ANTONAITIS REGARDING REVISED PROJECTIONS; OFFICE CONFERENCE REGARDING SAME (6.6).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

LEE KM	05/15/02	3.50	TELECONFERENCES REGARDING TAX MODELING ISSUES; TELECONFERENCES WITH H. ANTONAITIS, J. SCHIMETTA AND L. COCHRAN REGARDING PROCUREMENT OF PRISM FINANCIAL INFORMATION AND PROJECTIONS FOR UPDATED TAX MODELS; TELECONFERENCE WITH H. PARKHILL REGARDING PROPOSED CHANGES TO STRUCTURE; REVIEWED REVISED DRAFT OF TAX ESCROW AGREEMENT (3.5).
LEE KM	05/23/02	2.70	TELECONFERENCE WITH M. FELISH, H. ANTONAITIS AND J. FRANCL REGARDING PRISM TAX ANALYSIS AND REVISED NUMBERS (2.7).
LEE KM	05/29/02	1.00	REVIEWED MEMO REGARDING PRISM TAX ANALYSIS; REVIEWED POST-CLOSING INDEMNITY ISSUE IN CONNECTION WITH SALE OF CCS BUSINESS (1.0).
		82.90	
SMITH SJ	05/01/02	6.70	RESEARCHING QUALIFIED INDEBTEDNESS UNDER 382(L)(5)(E) (6.7).
SMITH SJ	05/07/02	1.30	RESEARCH ON DEFINITION OF QUALIFIED INDEBTEDNESS UNDER SECTION 382(L)(5)(E) (.3); PARTICIPATING IN TELECONFERENCE WITH K. LEE, CLIENT AND OTHER PROFESSIONALS REGARDING QUALIFIED INDEBTEDNESS (1.0).
SMITH SJ	05/09/02	1.20	RESEARCH ON DEFINITION OF QUALIFIED INDEBTEDNESS UNDER SECTION 382(L)(5)(E) (1.2).
SMITH SJ	05/10/02	0.90	DISCUSSING QUALIFIED INDEBTEDNESS UNDER SECTION 382(L)(5)(E) WITH CLIENT'S ACCOUNTANT (.9).
SMITH SJ	05/13/02	0.30	PARTICIPATING IN CONFERENCE CALL WITH CLIENT REGARDING QUALIFIED INDEBTEDNESS UNDER 382(L)(5)(E) (.3).
SMITH SJ	05/17/02	0.30	REVIEWING CORRESPONDENCE FROM IRISH COUNSEL REGARDING TAX ISSUES (.3).
		10.70	
Total Associate		93.60	
MATTER TOTAL		<u>164.40</u>	

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Comdisco, Inc. (DIP)  
Tax Matters

Bill Date: 06/30/02  
Bill Number: 921074

Disbursement	Date	Vendor/Employee	Amount
In-house Reproduction	05/03/02	Copy Center, D	37.28
In-house Reproduction	05/07/02	Copy Center, D	6.58
In-house Reproduction	05/10/02	Copy Center, D	22.53
In-house Reproduction	05/14/02	Copy Center, D	5.09
In-house Reproduction	05/17/02	Copy Center, D	51.45
In-house Reproduction	05/24/02	Copy Center, D	3.59
In-house Reproduction	05/28/02	Copy Center, D	1.70
In-house Reproduction	05/31/02	Copy Center, D	7.78
<b>TOTAL IN-HOUSE REPRODUCTION</b>			<b>\$136.00</b>
Telephone Expense	05/17/02	Telecommunications, D	10.82
Telephone Expense	05/30/02	Telecommunications, D	111.18
<b>TOTAL TELEPHONE EXPENSE</b>			<b>\$122.00</b>
Lexis/Nexis	05/01/02	Smith SJ	23.68
Lexis/Nexis	05/10/02	Lee KM	69.07
Lexis/Nexis	05/22/02	Lee KM	136.25
<b>TOTAL LEXIS/NEXIS</b>			<b>\$229.00</b>
Telephone Expense - all other	all 04/26/02	Telecommunications, DGenesys Conferencing	136.00
Telephone Expense - all other	all 04/26/02	Telecommunications, DGenesys Conferencing	183.71
Telephone Expense - all other	all 05/03/02	Telecommunications, DGenesys Conferencing	47.29
<b>TOTAL TELEPHONE EXPENSE - ALL OTHER</b>			<b>\$367.00</b>
<b>TOTAL MATTER</b>			<b>\$854.00</b>
<b>TOTAL CLIENT</b>			<b>\$60,107.00</b>

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Comdisco, Inc. (DIP)  
Tax Matters

Bill Date: 07/31/02  
Bill Number: 923588

NAME	DATE	HOURS	DESCRIPTION
LAWSON MA	06/21/02	1.20	ATTENTION TO TAX TREATMENT OF BONUS DEFERRAL PLAN (1.2).
LAWSON MA	06/24/02	0.80	CONTINUED ATTENTION TO TAX TREATMENT OF DEFERRED COMPENSATION PLAN (.8).
LAWSON MA	06/25/02	1.20	CONFERENCE RE: TAX TREATMENT OF DEFERRED COMPENSATION PLAN (1.2).
		3.20	
LEDUC A	06/03/02	6.80	TAX PLANNING FOR PLAN OF REORGANIZATION (6.8).
LEDUC A	06/04/02	3.80	TAX PLANNING FOR PLAN OF REORGANIZATION (3.8).
LEDUC A	06/05/02	5.70	TAX PLANNING FOR PLAN OF REORGANIZATION (2.5); REVIEW DISCLOSURE STATEMENT (3.2).
LEDUC A	06/06/02	6.70	TAX PLANNING FOR PLAN OF REORGANIZATION (3.4); RESTRUCTURING DISCLOSURE (2.3).
LEDUC A	06/07/02	2.20	REVIEW TAX MODELING FOR PLAN OF REORGANIZATION (2.2).
LEDUC A	06/10/02	3.10	REVIEW MATERIALS FOR CREDITORS COMMITTEE (3.1).
LEDUC A	06/11/02	5.50	TAX PLANNING FOR PLAN OF REORGANIZATION (1.9); REVIEW DISCLOSURE STATEMENT (3.2); ANALYSIS OF IRS CLAIM (.4).
LEDUC A	06/12/02	8.10	MEETING WITH H. ANTONAITIS AND J. KRONSNABLE (4.0); PREPARATION FOR MEETING REGARDING PLANNING (4.1).
LEDUC A	06/13/02	4.60	TAX PLANNING FOR PLAN OF REORGANIZATION (4.6).
LEDUC A	06/14/02	1.30	TAX PLANNING FOR PLAN OF REORGANIZATION (1.3).
LEDUC A	06/20/02	1.50	TELECONFERENCE WITH M. FELISH (.3); ANALYSIS OF DEFERRED COMPENSATION (1.2).
LEDUC A	06/21/02	1.50	TAX PLANNING FOR DEFERRED COMPENSATION PLAN (1.5).
LEDUC A	06/24/02	1.90	TAX PLANNING FOR DEFERRED COMPENSATION PLAN (1.9).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

LEDUC A	06/25/02	2.80	TAX PLANNING FOR PLAN OF REORGANIZATION (.7); TAX PLANING FOR DEFERRED COMPENSATION PLAN (2.1).
LEDUC A	06/26/02	2.80	TELECONFERENCE WITH J. KRONSNOBLE (.3); TELECONFERENCE WITH M. LAWSON (.4); TAX PLANNING FOR DEFERRED COMPENSATION PLAN (1.7); TELECONFERENCE WITH M. FELISH (.4).
LEDUC A	06/27/02	2.30	ANALYSIS OF CREDITORS COMMITTEE QUESTION RE TAX MODEL (1.20); TAX PLANNING FOR DEFERRED COMPENSATION PLAN (1.10).
LEDUC A	06/28/02	2.70	TAX ANALYSIS OF DEFERRED COMPENSATION PLANNING (2.7).
		63.30	
<b>Total Partner</b>		66.50	
LEE KM	06/03/02	10.20	TELECONFERENCE WITH S. PROSNIEWSKI REGARDING BASIS DETERMINATION OF FOREIGN SUBSIDIARIES; CONTINUED WORK ON TAX ESCROW AGREEMENT; REVIEWED MOST RECENT FORM 10-Q; REVIEWED REVISED ROTHSCHILD VALUATION ANALYSES; REVIEWED REVISED FINANCIAL AND TAX PROJECTIONS (10.2).
LEE KM	06/04/02	6.70	TELECONFERENCES WITH J. FRANCL REGARDING TAX BASIS DETERMINATION AND MODEL FOR PROJECTION OF POST-EMERGENCE TAX ATTRIBUTE UTILIZATION; TELECONFERENCE WITH M. FELISH REGARDING PROCESS FOR REQUESTING RULING REGARDING CALIFORNIA SALES TAX ISSUE; REVIEWED AND ANALYZED SPREADSHEETS REGARDING DETERMINATION OF FOREIGN SUBSIDIARY STOCK BASIS; CONTINUED REVIEWING MOST RECENG FORM 10-Q (6.7).



SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Author	Date	Hours	Description
LEE KM	06/05/02	7.50	TELECONFERENCES WITH J. FRANCL REGARDING TAX AND FINANCIAL PROJECTIONS; TELECONFERENCE WITH M. FELISH, H. ANTONAITIS, J. FRANCL AND J. TANSEY REGARDING BASIS DETERMINATION PROCESS AND TAX MODELING; TELECONFERENCES WITH S. PROSNIEWSKI REGARDING FOREIGN STOCK BASIS DETERMINATION; TELECONFERENCE WITH M. FELISH, H. ANTONAITIS AND J. FRANCL REGARDING REVISED DETAIL FOR MAY 31 FINANCIAL PROJECTIONS (7.5).
LEE KM	06/06/02	7.50	TELECONFERENCE WITH J. FRANCL REGARDING COMPARISON OF MAY 20 AND MAY 31 FINANCIAL PROJECTIONS; TELECONFERENCE WITH J. FRANCL AND H. ANTONAITIS REGARDING TAX BASIS DETERMINATION; TELECONFERENCE WITH S. PROSNIEWSKI REGARDING FOREIGN STOCK BASIS ESTIMATE BASED ON MAY 31 FINANCIAL PROJECTIONS; TELECONFERENCE WITH H. ANTONAITIS AND J. SRIVISAL REGARDING COMPARISON OF MAY 20 AND MAY 31 FINANCIAL PROJECTIONS AND ROTHSCHILD VALUATION; CONTINUED REVIEWING UPDATED FINANCIAL PROJECTIONS; DISCUSSED SAME (7.5).
LEE KM	06/07/02	3.50	REVIEWED REVISED TAX PROJECTIONS; TELECONFERENCE WITH M. FELISH REGARDING BASIS DETERMINATION AND REVISED TAX PROJECTIONS; TELECONFERENCE WITH J. FRANCL REGARDING SAME; DRAFTED TAX RISK FACTOR LANGUAGE FOR DISCLOSURE STATEMENT; TELECONFERENCE WITH D. RIEVMAN REGARDING RISK FACTOR APPROACH; PHONE CONFERENCES WITH H. ANTONAITIS AND J. FRANCL REGARDING REVISED TAX PROJECTIONS (3.5).
LEE KM	06/10/02	10.70	REVIEWED AND MADE COMMENTS REVISED DRAFT OF AMENDED DISCLOSURE STATEMENT AND PLAN; TELECONFERENCE WITH J. FRANCL REGARDING CURRENT TAX PROJECTIONS; TELECONFERENCE WITH R. MISHLER, H. ANTONAITIS AND J. FRANCL REGARDING PROJECTED PAYMENT ON CONTINGENTLIABILITIES POST-EMERGENCE; TELECONFERENCE WITH J. FRANCL REGARDING SECTION 382(L)(5) AND (L)(6) ANALYSIS BASED ON CURRENT PROJECTIONS; CONFERENCE REGARDING ITALY ESCROW AGREEMENT (10.7).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

LEE KM	06/11/02	11.10	REVIEWED ITALY ESCROW AGREEMENT AND ANALYZED WITHHOLDING TAX ISSUE; TELECONFERENCE WITH S. PROSNIIEWSKI REGARDING SAME; REVIEWED REVISED MODEL OF SECTION 382(L)(5) AND (L)(6) RESULTS BASED ON CURRENT TAX PROJECTIONS; CONFERENCE REGARDING SAME; TELECONFERENCE WITH J. FRANCL, H. ANTONAITIS REGARDING TAX MODELING ISSUES; PREPARED FOR MEETING TO DISCUSS SAME (11.1).
LEE KM	06/12/02	7.60	REVIEWED AND MADE COMMENTS TO REVISED DRAFT OF AMENDED DISCLOSURE STATEMENT AND PLAN; PREPARED FOR TAX MEETING; ATTENDED TAX MEETING WITH H. ANTONAITIS AND J. FRANCL TO DISCUSS TAX MODELING ISSUES AND PROJECTED TAX LIABILITY ESTIMATE; TELECONFERENCE WITH H. ANTONAITIS AND J. FRANCL TO H. PARKHILL REGARDING VALUATION QUESTIONS; CONFERENCE REGARDING TAX ISSUES; DISCUSSION RE: POTENTIAL WITHHOLDING TAX ISSUE IN CONNECTION WITH ITALY ESCROW AGREEMENT (7.6).
LEE KM	06/13/02	5.60	REVIEWED REVISED PROJECTIONS; REVIEWED COMMENTS TO ITALY ESCROW AGREEMENT; DISCUSSED SAME; REVIEWED STATUS OF CALIFORNIA SALES TAX ISSUE; TELECONFERENCE WITH J. FRANCL REGARDING AMENDED DISCLOSURE STATEMENT AND STRUCTURING ISSUES (5.6).
LEE KM	06/14/02	1.20	REVIEWED REVISED DRAFT OF ITALY ESCROW AGREEMENT AND FINALIZED OPEN ISSUES; TELECONFERENCE WITH T. JOHNSON REGARDING CALIFORNIA SALES TAX RULING REQUEST; TELECONFERENCE WITH H. ANTONAITIS REGARDING AMENDED DISCLOSURE STATEMENT AND PLAN; TELECONFERENCE WITH S. PROSNIIEWSKI REGARDING FOREIGN STOCK BASIS DETERMINATION (1.2).
LEE KM	06/17/02	3.50	TELECONFERENCE WITH M. FELISH, T. JOHNSON AND S. NORTON REGARDING CALIFORNIA SALES TAX RULING REQUEST ISSUES; PHONE CONFERENCES WITH Z. KHADEMI REGARDING ITALY ESCROW; REVIEWED AND MADE COMMENTS TO REVISED DRAFTS OF SAME AND TO PERMITTED INVESTMENTS LIST (3.5).

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LEE KM	06/18/02	0.70	TELECONFERENCE WITH S. PROSNIIEWSKI REGARDING UPDATED WITHHOLDING CERTIFICATES; REVIEWED REVISED DRAFT OF ITALY ESCROW; TAX ANALYSIS REGARDING CALIFORNIA SALES TAX RULING REQUEST ISSUES; TAX RESEARCH AND ANALYSIS REGARDING ATTRIBUTE LIMITATIONS (.7).
LEE KM	06/19/02	1.70	TAX RESEARCH REGARDING CALIFORNIA RESALE CERTIFICATE; FOLLOW UP ISSUES IN CONNECTION WITH ITALY ESCROW (1.7).
LEE KM	06/20/02	0.60	TELECONFERENCE WITH S. PROSNIIEWSKI REGARDING FOREIGN SUBSIDIARY RESTRUCTURING ISSUES (.6).
LEE KM	06/21/02	5.40	CONFERENCES REGARDING OPEN ISSUES WITH TAX PROJECTIONS AND POST-EMERGENCE COMPENSATION PLAN STRUCTURING ISSUE; TAX RESEARCH AND REVIEW OF RULES REGARDING RABBI AND SECULAR TRUSTS (5.4).
LEE KM	06/24/02	8.20	CONTINUED TAX RESEARCH REGARDING POST-EMERGENCE COMPENSATION PLAN STRUCTURE; TELECONFERENCE WITH A. NGUYEN REGARDING SAME; TELECONFERENCES WITH H. PARKHILL, J. SRIVISAL AND J. FRANCL REGARDING POST-EMERGENCE DISTRIBUTION SCHEDULE; REVIEWED PROPOSED REGULATIONS REGARDING TREATMENT OF ESCROW FUNDS (8.2).
LEE KM	06/25/02	3.30	REVIEWED FOREIGN TRANSFER AGREEMENT FOR JAPAN ASSETS IN CONNECTION WITH GE SECOND CLOSING; REVIEWED TAX ISSUES IN CONNECTION WITH COMPENSATION PLAN STRUCTURING; TELECONFERENCE WITH M. FELISH REGARDING STRUCTURING ALTERNATIVES (3.3).
LEE KM	06/26/02	4.10	TELECONFERENCE WITH S. PROSNIIEWSKI REGARDING TRANSFER TAX PAYMENT PROCEDURES, FOREIGN SUBSIDIARY RESTRUCTURING AND POST-CLOSING ISSUES IN CONNECTION WITH CCS SALE TO SUNGARD; REVIEWED LOCAL JURISDICTION REQUIREMENTS FOR TRANSFER TAX PAYMENTS; TELECONFERENCE WITH D. MINICH REGARDING COMPENSATION PLAN STRUCTURE (4.1).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

LEE KM	06/27/02	5.20	TELECONFERENCE WITH H. GOLDSTEIN REGARDING STATUS OF TRANSFER TAX PAYMENTS; TELECONFERENCE WITH S. PROSNIIEWSKI REGARDING SAME AND REGARDING POST-CLOSING ISSUES IN CONNECTION WITH SUNGARD TRANSACTION; TELECONFERENCE WITH D. MINICH REGARDING COMPENSATION PLAN STRUCTURE (5.2).
LEE KM	06/28/02	2.00	TELECONFERENCE WITH D. MINICH REGARDING COMPENSATION PLAN STRUCTURING ISSUE; TELECONFERENCE WITH M. LAWSON REGARDING SAME; DISCUSSED SAME; TAX RESEARCH AND ANALYSIS REGARDING SAME (2.0).
		106.30	
NGUYEN AU	06/06/02	2.50	REVIEW FICA & SEVERANCE ISSUES WITH REGARD TO CSX (2.5).
NGUYEN AU	06/10/02	1.50	REVIEW FICA AND SEVERANCE ISSUES (1.5).
NGUYEN AU	06/11/02	2.60	REVIEW FICA AND SEVERANCE ISSUE AND CSX CASE; CONFERENCE WITH M. FELISH RE: FICA AND SEVERANCE (2.6).
NGUYEN AU	06/21/02	2.70	CONFERENCE RE: PROPOSED INCENTIVE PLAN; RESEARCH SECULAR TRUST REQUIREMENTS AND TAX IMPLICATIONS (2.7).
NGUYEN AU	06/24/02	1.80	CONFERENCE RE: GRANTOR TRUST REQ.; REVIEW GRANTOR TRUST REQUIREMENTS; ANALYZE POTENTIAL TAX STRUCTURE FOR INCENTIVE PLAN (1.8).
NGUYEN AU	06/25/02	1.20	ATTENTION TO PROPOSED PRIORITY LIEN STRUCTURE; ANALYZE DEDUCTION LIMIT (1.2).
		12.30	
Total Associate		118.60	
MATTER TOTAL		<u>185.10</u>	

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Comdisco, Inc. (DIP)  
Tax Matters

Bill Date: 07/31/02  
Bill Number: 923588

Disbursement	Date	Vendor/Employee	Amount
In-house Reproduction	06/04/02	Copy Center, D	16.22
In-house Reproduction	06/14/02	Copy Center, D	12.78
		<b>TOTAL IN-HOUSE REPRODUCTION</b>	<b>\$29.00</b>
Telephone Expense	06/19/02	Telecommunications, D	11.55
Telephone Expense	06/28/02	Telecommunications, D	0.11
Telephone Expense	06/28/02	Telecommunications, D	0.33
Telephone Expense	06/28/02	Telecommunications, D	0.98
Telephone Expense	06/28/02	Telecommunications, D	1.59
Telephone Expense	06/28/02	Telecommunications, D	61.44
		<b>TOTAL TELEPHONE EXPENSE</b>	<b>\$76.00</b>
		<b>TOTAL MATTER</b>	<b>\$105.00</b>

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Bill Date: 08/15/02  
Bill Number: 927466

Comdisco, Inc. (DIP)  
Tax Matters

NAME	DATE	HOURS	DESCRIPTION
LEDUC A	07/01/02	0.80	TAX ANALYSIS OF PLAN OF REORGANIZATION (.8).
LEDUC A	07/02/02	2.70	ANALYSIS OF PLAN OF REORGANIZATION, EMPLOYEE RETENTION ISSUES (2.7).
LEDUC A	07/03/02	1.50	TAX ANALYSIS OF PLAN OF REORGANIZATION AND EMPLOYEE RETENTION ISSUES (1.5).
LEDUC A	07/08/02	1.30	ANALYSIS OF PLAN OF REORGANIZATION (1.3).
LEDUC A	07/09/02	2.10	TAX PLANNING FOR PLAN OF REORGANIZATION (2.1).
LEDUC A	07/10/02	0.70	TAX PLANNING FOR REORGANIZATION (.7).
LEDUC A	07/11/02	1.70	TAX PLANNING FOR PLAN OF REORGANIZATION (1.7).
LEDUC A	07/12/02	1.30	TAX PLANNING FOR EMERGENCE (1.3).
LEDUC A	07/15/02	1.40	ANALYSIS OF SIP TAX PLANNING, OUTSTANDING PLAN OF REORGANIZATION TAX PLANNING ISSUES (1.4).
LEDUC A	07/16/02	2.50	REVIEW IRS OBJECTION (.3); TELECONFERENCE WITH J. KRONSNOBLE RE SELECTION OF PLAN STRUCTURE (.4); TELECONFERENCE RE CREDITORS COMMITTEE CONCERNS (.2); TELECONFERENCES (.2) WITH M. FELISH RE CURRENT TAX ISSUES (1.0); ANALYSIS OF LEVERAGE CHOICE (.4).
LEDUC A	07/17/02	1.80	TAX PLANNING FOR SIP (1.8).
LEDUC A	07/18/02	2.00	TAX PLANNING FOR SIP (1.2); TAX PLANNING FOR PLAN OF REORGANIZATION (.8).
LEDUC A	07/19/02	1.80	TELECONFERENCE WITH CREDITORS COMMITTEE RE TAX PLANNING FOR PLAN OF REORGANIZATION (.8); PREPARE FOR TELECONFERENCE (1.0).
LEDUC A	07/22/02	1.90	TELECONFERENCE WITH M. FELISH (.9); REVIEW OUTSTANDING TAX ISSUES (1.0).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

LEDUC A	07/23/02	1.50	TELECONFERENCE WITH J. KRONSNOBLE (.8); TELECONFERENCE WITH M. FELISH (.7).
LEDUC A	07/24/02	1.80	TAX PLANNING FOR REORGANIZATION (1.8).
LEDUC A	07/25/02	1.80	ANALYSIS OF HOLDING COMPANY FORMATION STEPS (1.8).
LEDUC A	07/26/02	1.70	FOLLOW-UP RE HOLDING COMPANY FORMATION (1.7).
LEDUC A	07/29/02	1.70	ANALYSIS OF REORGANIZATION MECHANICS (1.7).
LEDUC A	07/30/02	2.20	REVIEW RESTRUCTURING STEPS MEMO (2.2).
LEDUC A	07/31/02	0.90	ANALYSIS OF RESTRUCTURING STEPS (.9).
		35.10	
<b>Total Partner</b>		35.10	
LEE KM	07/01/02	5.20	TAX RESEARCH AND REVIEW RE SAME; TELECONFERENCE WITH H. GOLDSTEIN RE STATUS OF TRANSFER TAXES FOR ASSET SALES TO GE; REVIEW AND MADE COMMENTS TO DRAFT INDENTURES; CONFERENCE RE COMPENSATION PLAN STRUCTURAL ISSUES (5.2).
LEE KM	07/02/02	6.70	CONTINUE REVIEWING AND MAKING COMMENTS TO DRAFT INDENTURES; TAX ANALYSIS AND REVIEW SAME RE POTENTIAL PLEDGE ISSUE; DISCUSS SAME WITH S. PROSNIEWSKI; FOLLOW-UP ON STATUS OF TRANSFER TAX PAYMENTS RE GE SALES; REVIEW CALIFORNIA SALES TAX ISSUE (6.7).
LEE KM	07/03/02	3.80	FURTHER FOLLOW-UP ON STATUS OF TRANSFER TAXES IN CONNECTION WITH GE ASSET SALES; ATTENTION TO INDENTURE TAX ISSUE; TAX RESEARCH RE NEW ISSUE IN CONNECTION WITH COMPENSATION STRUCTURE; REVIEW ITALY FOREIGN TRANSFER AGREEMENT AND IRISH, UK AND FRENCH STAMP/REGISTRATION DUTY REQUIREMENTS (3.8).
LEE KM	07/08/02	5.70	TELECONFERENCE WITH M. TINGOLI RE STATUS OF TRANSFER TAXES IN CONNECTION WITH GE ASSET SALES; TAX RESEARCH AND REVIEW RE COMPENSATION PLAN STRUCTURING; TELECONFERENCE RE SAME (5.7).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

LEE KM	07/09/02	5.20	CONTINUE RESEARCH RE ALTERNATIVE STRUCTURES FOR COMPENSATION PLAN; TELECONFERENCE WITH S. PROSNIIEWSKI RE REORGANIZATION PLAN STRUCTURE; TELECONFERENCE WITH M. FELISH, K. CLARK, T. JOHNSON, M. JACOBAZZI, S. NORTON AND D. JOHNSON RE CALIFORNIA SALES TAX RULING REQUEST ISSUES (5.2).
LEE KM	07/10/02	6.30	CONTINUED TAX RESEARCH RE ALTERNATIVE STRUCTURES FOR COMPENSATION PLAN; REVIEW AND MADE COMMENTS TO DRAFT OF CALIFORNIA SALES TAX RULING REQUEST (6.3).
LEE KM	07/11/02	4.40	REVIEW AND MADE COMMENTS TO REVISE DRAFT OF CALIFORNIA SALES TAX RULING REQUEST; CONTINUED TAX RESEARCH RE ALTERNATIVE STRUCTURES FOR COMPENSATION PLAN; TELECONFERENCE WITH M. FELISH, K. CLARK, S. NORTON, D. BROWN AND T. JOHNSON RE REVISE DRAFT OF CALIFORNIA SALES TAX RULING REQUEST; REVIEW SECOND REVISION OF SAME (4.4).
LEE KM	07/12/02	1.80	CONTINUE TAX RESEARCH RE ALTERNATIVE STRUCTURES FOR COMPENSATION PLAN; TELECONFERENCE RE STATUS OF RESEARCH AND RE TELECONFERENCE WITH J. KRONSNABLE; REVIEW IRS OBJECTION TO REORGANIZATION PLAN; REVIEW AND MADE COMMENTS TO FINAL DRAFT OF CALIFORNIA SALES TAX RULING REQUEST (1.8).
LEE KM	07/15/02	3.00	TELECONFERENCE WITH D. MINICH RE COMPENSATION PLAN STRUCTURE ISSUES; REVIEW SUNGARD PURCHASE PRICE ALLOCATION ISSUE; TELECONFERENCE WITH J. KRONSNABLE RE OPEN TAX STRUCTURE POINTS; TELECONFERENCE WITH M. FELISH RE SAME AND RE COMPENSATION PLAN STRUCTURE ISSUES (3.0).
LEE KM	07/16/02	1.70	TELECONFERENCE WITH M. TINGOLI RE STATUS OF TRANSFER TAXES; TELECONFERENCE WITH S. PROSNIIEWSKI RE STATUS OF SUNGARD PURCHASE PRICE ALLOCATION; CONFERENCE RE TAX STRUCTURING; REVIEW AND MADE COMMENTS TO SGS THOMPSON BILL OF SALE (1.7).



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LEE KM	07/17/02	3.60	REVIEW MARKUP OF SGS THOMPSON BILL OF SALE; REVIEW EFFECTIVE DATE CONDITIONS IN PLAN; REVIEW RESTRUCTURING PROVISIONS IN PLAN IN RESPONSE TO S. PROSNIIEWSKI INQUIRY; TELECONFERENCE RE SAME; TELECONFERENCE WITH S. PROSNIIEWSKI RE SAME; CONFERENCE RE ALTERNATIVE SIP PROPOSAL AND BAD DEBT DEDUCTION RULES (3.6).
LEE KM	07/18/02	2.00	TAX REVIEW AND ANALYSIS OF T. ROTH'S RESEARCH RE ALTERNATIVE SIP PROPOSAL (2.0).
LEE KM	07/19/02	1.40	PREPARE FOR TELECONFERENCE RE TAX STRUCTURING; TELECONFERENCE WITH A. LEDUC AND G. PANAGAKIS TO R. HANSON AND J. KRONSNABLE RE POST-EMERGENCE TAX STRUCTURING AND SIP PROPOSAL (1.4).
LEE KM	07/23/02	1.40	TELECONFERENCE WITH M. FELISH RE SIP PROPOSAL TREATMENT AND FORMATION OF HOLDING COMPANY STRUCTURE; TELECONFERENCE WITH M. TINGOLI RE STATUS OF TRANSFER TAXES FOR GE ASSET SALES (1.4).
LEE KM	07/24/02	0.70	TELECONFERENCE WITH S. PROSNIIEWSKI RE REORGANIZED STRUCTURE AND TRANSACTION PLANNING; TELECONFERENCE WITH M. TINGOLI RE STATUS OF TRANSFER TAXES FOR GE ASSET SALES (.7).
LEE KM	07/25/02	0.60	ATTENTION TO FORMATION OF HOLDING COMPANY STRUCTURE (.6).
LEE KM	07/26/02	1.30	TELECONFERENCE WITH S. PROSNIIEWSKI RE SUNGARD UK STAMP DUTY ISSUE; REVIEW LINKLATERS UK STAMP DUTY ANALYSIS (1.3).
LEE KM	07/30/02	0.20	TELECONFERENCE WITH S. PROSNIIEWSKI RE REORGANIZATION NEXT STEPS (.2).
		55.00	
MARSH JM	07/02/02	0.20	REVIEW SINGLE MEMBER LLC RESEARCH (.2).
MARSH JM	07/08/02	3.00	REVIEW LIQUIDATING TRUST AGREEMENT AND MAKING COMMENTS (3.0).
MARSH JM	07/12/02	0.20	CONTINUE TO REVIEW LIQUIDATING TRUST PLANS (.2).

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MARSH JM	07/17/02	0.70	CONTINUE TO REVIEW LIQUIDATING TRUST DOCUMENTS (.7).
		4.10	
<b>Total Associate</b>		<b>59.10</b>	
<b>MATTER TOTAL</b>		<b><u>94.20</u></b>	
<b>CLIENT TOTAL</b>		<b><u>2,663.90</u></b>	

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Comdisco, Inc. (DIP)  
Tax Matters

Bill Date: 08/15/02  
Bill Number: 927466

Disbursement	Date	Vendor/Employee	Amount
In-house Reproduction	07/12/02	Copy Center, D	5.40
In-house Reproduction	07/16/02	Copy Center, D	0.60
<b>TOTAL IN-HOUSE REPRODUCTION</b>			<b>\$6.00</b>
Telephone Expense	07/26/02	Telecommunications, D	0.12
Telephone Expense	07/26/02	Telecommunications, D	2.35
Telephone Expense	07/26/02	Telecommunications, D	35.53
<b>TOTAL TELEPHONE EXPENSE</b>			<b>\$38.00</b>
Lexis/Nexis	07/02/02	Lee KM	43.68
Lexis/Nexis	07/09/02	Lee KM	52.86
Lexis/Nexis	07/11/02	Lee KM	37.46
<b>TOTAL LEXIS/NEXIS</b>			<b>\$134.00</b>
<b>TOTAL MATTER</b>			<b>\$178.00</b>
<b>TOTAL CLIENT</b>			<b>\$45,562.00</b>

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Comdisco, Inc. (DIP)  
Tax Matters

Bill Date: 08/31/02  
Bill Number: 927469

NAME	DATE	HOURS	DESCRIPTION
LEE KM	08/01/02	5.20	TELECONFERENCES WITH J. FRANCL, M. FELISH AND H. ANTONAITIS RE TAX PLANNING AND STATUS OF NET OPERATING LOSSES; REVIEWED TAX MODELS AND DISCUSSED SAME WITH J. FRANCL; DISCUSSED REORGANIZATION AND EMERGENCE TAX ISSUES WITH J. FRANCL (5.2).
LEE KM	08/04/02	0.70	REVIEWED CORRESPONDENCE RE RESTRUCTURING STEPS; REVIEWED DRAFT HOLDING COMPANY MERGER AGREEMENT (.7).
LEE KM	08/05/02	1.50	REVIEWED CORRESPONDENCE AND CHARTS RE REORGANIZATION TRANSACTIONS; TAX ANALYSIS RE SAME (1.5).
LEE KM	08/06/02	5.30	REVIEW DRAFT CONTINGENT VALUE RIGHTS REGISTRATION RIGHTS AGREEMENT; TELECONFERENCES WITH S. PROSNIEWSKI RE INTEREST EXPENSE QUESTIONS AND REORGANIZATION STRUCTURE; TELECONFERENCE WITH S. BOWEN AND J. LOVE RE REORGANIZATION STRUCTURE; TAX RESEARCH AND ANALYSIS RE SAME; REVIEWED AND MADE COMMENTS TO DRAFT CONTRIBUTION AGREEMENT (5.3).
LEE KM	08/07/02	5.80	TAX RESEARCH AND ANALYSIS RE SAME; TELECONFERENCE WITH S. BOWEN RE SAME; TELECONFERENCES WITH S. PROSNIEWSKI RE SAME AND STATUS OF PROPOSED SALES OF CERTAIN FOREIGN SUBSIDIARIES (5.8).
LEE KM	08/08/02	2.70	REVIEW AND MADE COMMENTS TO REVISED RESTRUCTURING TRANSACTION CHARTS; TELECONFERENCES WITH S. PROSNIEWSKI RE SAME; DRAFT MESSAGE TO M. FELISH RE LEVERAGE AMOUNT ISSUES (2.7).
LEE KM	08/09/02	2.50	TELECONFERENCE WITH J. FRANCL RE ISSUES RE COMPUTATION OF CANCELLATION OF DEBT INCOME AND ANALYZE SAME (2.5).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

LEE KM	08/12/02	1.70	TAX RESEARCH AND ANALYSIS RE POST-RESTRUCTURING EMPLOYER IDENTIFICATION NUMBERS; PHONE CONFERENCES WITH M. FELISH RE POST-EMERGENCE REPORTING ISSUES (1.7).
		25.40	
<b>Total Associate</b>		25.40	
<b>MATTER TOTAL</b>		<u>25.40</u>	
<b>CLIENT TOTAL</b>		<u>984.00</u>	

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Comdisco, Inc. (DIP)  
Tax Matters

Bill Date: 08/31/02  
Bill Number: 927469

Disbursement	Date	Vendor/Employee	Amount
In-house Reproduction	08/02/02	Copy Center, D	4.95
In-house Reproduction	08/09/02	Copy Center, D	4.05
		<b>TOTAL IN-HOUSE REPRODUCTION</b>	<b>\$9.00</b>
Lexis/Nexis	08/05/02	Lee KM	118.67
Lexis/Nexis	08/07/02	Saindon SR	14.44
Lexis/Nexis	08/07/02	Lee KM	77.89
		<b>TOTAL LEXIS/NEXIS</b>	<b>\$211.00</b>
		<b>TOTAL MATTER</b>	<b>\$220.00</b>
		<b>TOTAL CLIENT</b>	<b>\$10,472.00</b>

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE NORTHERN DISTRICT OF ILLINOIS  
EASTERN DIVISION

-----X  
In re: : Case No. 01-24795  
 : (Jointly Administered)  
COMDISCO, INC. :  
 :  
 : Chapter 11  
et al. :  
 :  
 : Hon. Ronald Barliant  
 :  
Debtors. :  
-----X

EXHIBIT D-6  
FOREIGN SUBSIDIARIES  
1,968.5 HOURS

SKADDEN, ARPS, SLATE, MEAGHER & FLOM (ILLINOIS)  
333 West Wacker Drive  
Chicago, Illinois 60606-1285

and

SKADDEN, ARPS, SLATE, MEAGHER & FLOM, LLP  
Four Times Square  
New York, NY 10036

**EXHIBIT 6**

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Comdisco, Inc. (DIP)  
Foreign Subsidiaries

Bill Date: 05/20/02  
Bill Number: 917155

NAME	DATE	HOURS	DESCRIPTION
PERLMAN F	04/15/02	0.60	ATTENTION TO FOREIGN DEBT ISSUES (.6).
PERLMAN F	04/23/02	1.00	CONTINUED ATTENTION TO FOREIGN DEBT ISSUES (1.0).
		1.60	
<b>Total Partner</b>		<b>1.60</b>	
BERBEL P	04/02/02	0.70	CALL FROM ALLEN & OVERY RE: ROMANIA, MEXICO AND ITALY; E-MAIL RE: NEW CLOSING DATE (.7).
BERBEL P	04/03/02	1.70	PREPARING E-MAILS RE: FILINGS SUBMITTED AND CLEARANCE DECISIONS; E-MAIL CLOSING PREPARATION AND ITALIAN COUNSEL'S COMMENTS REGARDING "LEASING"; MODIFYING E-MAIL RE: FILINGS IN ROMANIA, IRELAND, JAPAN, GERMANY, CANADA AND MEXICO AND CLEARANCE DECISIONS IN IRELAND, GERMANY AND CANADA (1.7).
BERBEL P	04/05/02	0.50	REVIEWING CORRESPONDENCE FROM MEXICAN COUNSEL RE: DOCUMENTS REQUESTED BY MEXICAN AUTHORITIES; E-MAIL TO MEXICAN COUNSEL AND K. CHAPMAN RE: NEW REQUEST FROM MEXICAN AUTHORITIES (.5).
BERBEL P	04/09/02	1.50	REVIEWING E-MAIL RE: STATUS OF CLEARANCES; PREPARING FOR CALL WITH ALLEN & OVERY RE: REVIEW PROCESS IN ROMANIA, MEXICO AND ITALY; CALL WITH W. LEACH (ALLEN & OVERY) RE: ROMANIA, MEXICO AND ITALY; E-MAIL TO MEXICAN COUNSEL RE: FOLLOW-UP ON INFORMATION AND DOCUMENTS REQUESTED (1.5).
BERBEL P	04/10/02	0.20	REVIEW OF CORRESPONDENCE FROM ALLEN & OVERY RE: MEXICAN SUBMISSION & DRAFT MEXICAN RESPONSE TO AUTHORITIES' REQUEST (.2).



**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

BERBEL P	04/11/02	1.70	E-MAIL RE: CANADIAN ACR; REVIEW OF E-MAILS FROM MEXICAN COUNSEL RE: SUBMISSION OF THURSDAY, APRIL 11; REQUEST FROM ALLEN & OVERY REGARDING COMDISCO ITALY & PREPARING RESPONSE TO REQUEST; REVIEW E-MAIL FROM M. NAJERA TO R. HERNANDEZ RE: COMDISCO'S FINANCIAL STATEMENTS AND COMDISCO'S CORPORATE OBJECTIVE AND E-MAIL TO MEXICAN COUNSEL RE: CONFIRMATION THAT THERE ARE NO OUTSTANDING ISSUES (1.7).
BERBEL P	04/15/02	0.70	REVIEW E-MAIL RE: ROMANIA, ITALY AND MEXICO; E-MAILS TO K. CHAPMAN RE: COMDISCO INC.'S REGISTRATION NUMBER; CALL FROM ALLEN & OVERY (DAVID ANDERSON) RE: ROMANIA, ITALY AND MEXICO (.7).
BERBEL P	04/16/02	0.70	E-MAIL RE: TRANSACTION CHARGES IN ROMANIA AND REVIEW PROCESS FOR MEXICO AND ITALY (.7).
BERBEL P	04/17/02	0.80	E-MAIL TO ALLEN & OVERY RE: COMDISCO INC. REGISTRATION NUMBER; REVIEWING CLEARANCE DECISION RECEIVED FROM ROMANIAN AUTHORITY; E-MAIL TO ALLEN & OVERY RE: NOTIFICATION OF CHANGE OF STRUCTURE; E-MAIL TO K. CHAPMAN RE: CLEARANCE DECISION IN ROMANIA (.8).
BERBEL P	04/18/02	0.10	REVIEW OF CORRESPONDENCE FROM ALLEN & OVERY RE: STATUS OF MEXICAN ANTITRUST REVIEW (.1).
		8.60	
FROHNER A	04/03/02	0.50	TELECONFERENCE WITH MR. BARCABA REGARDING GERMAN BILL OF SALE (.5).
FROHNER A	04/04/02	7.10	CORRESPONDENCE WITH MR. HUMSBERGER, MR. MOSH REGARDING SCHEDULES; TELECONFERENCE WITH MR. BARCABA REGARDING OPEN ISSUES IN CONNECTION WITH GERMAN BILL OF SALE; TELECONFERENCE WITH MRS. SUDA REGARDING REQUEST BY MR. S. RIZZOLI; TELECONFERENCE WITH MRS. STEINBERG REGARDING MICRONAS AGREEMENT (7.1).
FROHNER A	04/05/02	2.20	REVIEW OF CORRESPONDENCE OF MR. HUMSBERGER AND MRS. CHAPMAN; CORRESPONDENCE WITH MR. HUMSBERGER REGARDING COMDISCO GERMANY (2.2).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

FROHNER A	04/08/02	1.80	REVIEW OF MRS. SANDLER'S E-MAIL; CORRESPONDENCE WITH K. CHAPMAN REGARDING MICRONAS' CONSENT; TELECONFERENCE WITH MR. BARCABA REGARDING MICRONAS (1.8).
FROHNER A	04/09/02	5.00	TELECONFERENCE WITH MRS. RIZZOLO REGARDING CDO ITALY AND PARTICULAR AMENDMENT SCHEDULES; TELECONFERENCE WITH MRS. SUDA REGARDING SCHEDULES FOR MRS. RIZZOLO AND "TITLE DUE DILIGENCE" (1.3); REVIEW OF CEG AND CLSG SCHEDULES (3.7).
FROHNER A	04/10/02	1.50	COMMENTS TO SCHEDULES (1.5).
FROHNER A	04/11/02	0.40	TELECONFERENCE WITH MR. BARCABA REGARDING SEVERAL ISSUES IN CONNECTION WITH GERMAN FTA (.4).
FROHNER A	04/15/02	4.10	TELECONFERENCE WITH MR. STEGER REGARDING MICRONAS LEASES; TELECONFERENCE WITH MS. SINGER REGARDING EMPLOYEES WORKING EXCLUSIVELY FOR MICRONAS; TELECONFERENCE WITH MR. SPATZ REGARDING AUSTRIAN FTA; TELECONFERENCE WITH MS. SUDA REGARDING PREPARATION OF DOCUMENTS FOR TITLE DUE DILIGENCE; TELECONFERENCE WITH MR. BARCABA REGARDING GERMAN FTA (4.1).
FROHNER A	04/16/02	4.20	FINAL REVIEW OF CEG AND CSLG SCHEDULES; REVIEW OF CORRESPONDENCE REGARDING THE TRANSFER OF THE MICRONAS LEASE AND CORRESPONDENCE OF MR. SANSEVERINO; TELECONFERENCE WITH MR. MOSCH REGARDING AGREEMENTS IN THE NETHERLANDS WITH GERMAN CUSTOMERS; TELECONFERENCE WITH L. PLANK REGARDING INTERCOMPANY LOAN RECEIVED BY CDO AUSTRIA, TELECONFERENCE WITH MR. SMITS OF DEBRAUW, NETHERLANDS (4.2).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

FROHNER A	04/17/02	2.80	TELECONFERENCE WITH MS. GESSL REGARDING CDO AUSTRIA SCHEDULES (.2); TELECONFERENCE WITH R. JASCHKE REGARDING DATA ROOM PROCEDURES (.2); REVIEW OF MR. PLANK'S MEMO REGARDING INTERCOMPANY DEBT (.3); CORRESPONDENCE WITH MR. MOSCH AND MR. SMITS REGARDING ADDITIONAL SCHEDULES FOR THE NETHERLANDS; TELECONFERENCE WITH MR. STEGER AND CORRESPONDENCE REGARDING MICRONAS AGREEMENTS (.4); TELECONFERENCE WITH MR. BARCABA REGARDING CEG AGREEMENTS IN THE NETHERLANDS GOVERNED BY GERMAN LAW (.5); REVISE OF MR. PLANK'S MEMO (.5); CORRESPONDENCE WITH MR. JASCHKE, MS. CHAPMAN REGARDING TRANSFER OF MACRONAS AGREEMENTS (.7).
FROHNER A	04/18/02	7.70	REVISE OF GERMAN FTA; TELECONFERENCE AND CORRESPONDENCE WITH MR. BARCABA, MS. SINGER, MR. JASCHKE, MR. STEGER, MR. MOSCH REGARDING MICRONAS TRANSFER; DUTCH SCHEDULES; GERMAN FTA; DRAFTING OF ORGANIZATIONAL DOCUMENTS; REVIEW OF CLOSING CHECKLIST (7.7).
FROHNER A	04/19/02	3.20	CORRESPONDENCE WITH MR. MCNALLY, MS. SINGER REGARDING TRANSFER OF MICRONAS AGREEMENTS; CORRESPONDENCE WITH MR. BARCABA REGARDING CONSENT OF MICRONA; REVIEW OF MICRONAS' OFFER LETTER (3.2).
FROHNER A	04/22/02	3.70	CORRESPONDENCE WITH MS. CHAPMAN REGARDING CONFIRMATION OF COD GERMANY; REVIEW OF CLOSING UPDATE; TELECONFERENCE WITH AMS SINGER REGARDING STATUS OF MICRONAS TRANSFER AGREEMENT (3.7).
FROHNER A	04/23/02	8.80	VARIOUS TELECONFERENCES AND CORRESPONDENCE WITH MR. BARCABA, MS. SINGER, MR. JASCHKE, MR. MOSCH REGARDING SEVERAL CLOSING ISSUES; FINALIZATION OF SCHEDULES AND REVISE OF GERMAN AS WELL AS DUTCH BILL OF SALE; CORRESPONDENCE WITH MS. CHAPMAN REGARDING MICRONAS TRANSFER (8.8).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

FROHNER A	04/24/02	6.50	SEVERAL TELECONFERENCES WITH MR. BARCABA REGARDING FINAL VERSION OF BILL OF SALE AND OTHER OPEN ISSUES; TELECONFERENCE WITH MR. JASCHKE, MR. SINGER; MR. MOSCH REGARDING CLOSING ISSUES (6.5).
FROHNER A	04/25/02	1.40	TELECONFERENCE WITH MR. MOSCH AND MR. BARCABA REGARDING FINALIZATION OF SCHEDULES FOR THE NETHERLANDS (1.4).
FROHNER A	04/29/02	2.50	TELECONFERENCE WITH MR. BARCABA REGARDING UPCOMING CLOSING AND OPEN ISSUES (.3); TELECONFERENCE WITH MS. STEINBERG AND MR. GLOCKER OF CDO GERMANY REGARDING MICRONAS (.3); CORRESPONDENCE WITH MR. MOSCH REGARDIGN OPEN ISSUES IN CONNECTION WITH 2ND CLOSING (.4); CORRESPONDENCE WITH MS. STEINBERG REGARDING INVENTORY NUMBERS OF MICRONAS' LEASE EQUIPMENT (.5).
FROHNER A	04/30/02	1.00	REVIEW OF FINAL SCHEDULES OF CEG AND CSLG (1.0).
		64.40	
<b>Total Associate</b>		<b>73.00</b>	
<b>MATTER TOTAL</b>		<b><u>74.60</u></b>	

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Comdisco, Inc. (DIP)  
Foreign Subsidiaries

Bill Date: 05/20/02  
Bill Number: 917155

Disbursement	Date	Vendor/Employee	Amount
In-house Reproduction	04/19/02	Office Admin, D	1.07
In-house Reproduction	04/26/02	Copy Center, D	0.80
In-house Reproduction	04/30/02	Office Admin, D	0.13
<b>TOTAL IN-HOUSE REPRODUCTION</b>			<b>\$2.00</b>
Telephone Expense	04/26/02	Telecommunications, D	0.01
Telephone Expense	04/26/02	Telecommunications, D	0.41
Telephone Expense	04/26/02	Telecommunications, D	0.44
Telephone Expense	04/26/02	Telecommunications, D	1.67
Telephone Expense	04/26/02	Telecommunications, D	44.66
Telephone Expense	04/30/02	Office Admin, D	3.81
<b>TOTAL TELEPHONE EXPENSE</b>			<b>\$51.00</b>
Messengers/ Courier	04/04/02	Database, Car, Courier, Air DeptSasm&F Frankfurt	282.20
Messengers/ Courier	04/08/02	Database, Car, Courier, Air DeptSasm&F Brussels	60.80
<b>TOTAL MESSENGERS/ COURIER</b>			<b>\$343.00</b>
<b>TOTAL MATTER</b>			<b>\$396.00</b>

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Comdisco, Inc. (DIP)  
Foreign Subsidiaries

Bill Date: 06/30/02  
Bill Number: 921074

NAME	DATE	HOURS	DESCRIPTION
PANAGAKIS GN	05/09/02	1.50	CONTINUED ATTENTION TO FOREIGN DEBT ISSUES, INCLUDING REVIEW AND COMMENT ON PRESENTATION MATERIALS FROM COMPANY (1.0) AND PREPARE FOR NEXT DAY CALL REGARDING SAME (.5).
PANAGAKIS GN	05/13/02	1.80	REVIEW AND COMMENT ON REVISED ANALYSIS OF FOREIGN DEBT, INCLUDING TELECONFERENCE WITH J. MCCOY REGARDING SAME (1.8).
PANAGAKIS GN	05/14/02	1.80	REVIEW ANALYSIS REGARDING FOREIGN DEBT REPAYMENT, DISCUSS SAME WITH J. MCCOY AND PREPARE FOR NEXT DAY MEETING WITH R. MISHLER REGARDING SAME (1.8).
PANAGAKIS GN	05/15/02	1.20	CONTINUED ATTENTION TO FOREIGN DEBT SCHEDULE (1.2).
PANAGAKIS GN	05/22/02	1.50	MEETING WITH N. BLAKE, R. MISHLER AND B. KO REGARDING FOREIGN CLAIMS ISSUES (1.5).
		7.80	
PERLMAN F	05/02/02	0.80	ATTENTION TO FOREIGN BANK ISSUES (.8).
PERLMAN F	05/09/02	1.00	CONTINUED ATTENTION TO FOREIGN DEBT ISSUES (1.0).
PERLMAN F	05/13/02	1.30	ANALYZE FOREIGN DEBT ISSUES (1.3).
PERLMAN F	05/14/02	1.50	CONTINUED ATTENTION TO FOREIGN BANK ISSUES (1.5).
PERLMAN F	05/15/02	0.70	CONTINUED ATTENTION TO FOREIGN BANK ISSUES (.7).
PERLMAN F	05/22/02	0.80	CONTINUED ATTENTION TO FOREIGN DEBT ISSUES (.8).
		6.10	
<b>Total Partner</b>		<b>13.90</b>	
BAYER JD	05/28/02	7.60	ATTENDING COMDISCO MEETING IN LONDON (7.6).
BAYER JD	05/30/02	2.00	WORKING ON TERM SHEET (2.0).
		9.60	

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

FROHNER A	05/27/02	3.00	TELECONFERENCE WITH MR. MOSCH REGARDING SCHEDULES CONTAINING ASSET LISTS (.3); CORRESPONDENCE WITH MRS. STEINBERG REGARDING ASSET LISTS (.3); TELECONFERENCE WITH MR. BARCABA OF WGM AND MRS. STEINBERG OF CDO GERMANY REGARDING 2ND CLOSING (.5); REVIEW OF DRAFT BILL OF SALE REGARDING CDO NETHERLANDS (ELECTRONICS) (.7);
			CORRESPONDENCE WITH MR. MOSCH, MR. BARCABA REGARDING SCHEDULES FOR 2ND CLOSING ON MAY 31, 2002 (MISSING DATA) (1.2).
		3.00	
Total Associate		12.60	
MATTER TOTAL		<u>26.50</u>	

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Comdisco, Inc. (DIP)  
Foreign Subsidiaries

Bill Date: 06/30/02  
Bill Number: 921074

Disbursement	Date	Vendor/Employee	Amount
In-house Reproduction	05/10/02	Office Admin, D	1.00
		<b>TOTAL IN-HOUSE REPRODUCTION</b>	<b>\$1.00</b>
Telephone Expense	05/31/02	Telecommunications, D	0.03
Telephone Expense	05/31/02	Telecommunications, D	0.12
Telephone Expense	05/31/02	Telecommunications, D	0.13
Telephone Expense	05/31/02	Telecommunications, D	0.24
Telephone Expense	05/31/02	Office Admin, D	2.07
Telephone Expense	05/31/02	Telecommunications, D	6.41
		<b>TOTAL TELEPHONE EXPENSE</b>	<b>\$9.00</b>
Telephone Expense - all other	04/09/02	Berbel P	5.00
		<b>TOTAL TELEPHONE EXPENSE - ALL OTHER</b>	<b>\$5.00</b>
Air travel - external	05/08/02	Corporate General, DSasm&F Paris	551.00
		<b>TOTAL AIR TRAVEL - EXTERNAL</b>	<b>\$551.00</b>
		<b>TOTAL MATTER</b>	<b>\$566.00</b>



SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Comdisco, Inc. (DIP)  
Foreign Subsidiaries

Bill Date: 07/31/02  
Bill Number: 923588

NAME	DATE	HOURS	DESCRIPTION
PANAGAKIS GN	06/05/02	0.90	ATTENTION TO FOREIGN DEBT ISSUES (.9).
PANAGAKIS GN	06/13/02	0.50	CONTINUED ATTENTION TO PAYMENT OF FOREIGN DEBT (.5).
PANAGAKIS GN	06/14/02	2.00	REVIEW MATERIALS REGARDING PAYMENT OF FOREIGN DEBT (1.0); MEETING WITH J. MCCOY REGARDING SAME (1.0).
PANAGAKIS GN	06/18/02	1.50	CONTINUED ATTENTION TO PAYMENT OF FOREIGN BANK DEBT, INCLUDING REVIEW OF SLIDE PRESENTATION MATERIALS RE SAME (1.5).
PANAGAKIS GN	06/19/02	0.50	CONTINUED ATTENTION TO PAYMENT OF FOREIGN DEBT (.5).
PANAGAKIS GN	06/20/02	0.90	FINALIZE PRESENTATION MATERIALS REGARDING FOREIGN BANK PAYOFF, INCLUDING TELECONFERENCE WITH R. MISHLER REGARDING SAME (.9).
PANAGAKIS GN	06/21/02	1.30	REVIEW MATERIALS AND SCHEDULES RE PAYMENT OF FOREIGN BANK DEBT AND DISCUSS SAME WITH J. MCCOY (1.3).
PANAGAKIS GN	06/24/02	0.30	CONTINUED ATTENTION TO FOREIGN DEBT PAYOFF ANALYSIS (.3).
PANAGAKIS GN	06/25/02	0.40	TELECONFERENCES WITH B. GREER (.2) AND C. FORTGANG (.2) REGARDING PAYMENT OF FOREIGN BANKS.
PANAGAKIS GN	06/26/02	0.20	ATTENTION TO FOREIGN DEBT ISSUES (.2).
PANAGAKIS GN	06/28/02	1.40	TELECONFERENCE WITH R. MISHLER REGARDING PAYMENT OF FOREIGN DEBT (.3); TELECONFERENCES WITH C. FORTGANG REGARDING SAME (.2, .1, .1); TELECONFERENCE WITH M. SUMMERSTEIN REGARDING SAME (.3); FURTHER ATTENTION TO NEXT STEPS (.4).
		9.90	
PERLMAN F	06/04/02	0.70	ATTENTION TO BANK ISSUES (.7).
PERLMAN F	06/05/02	1.70	TELECONFERENCE WITH BANK REGARDING FOREIGN DEBT (1.0); ATTENTION TO FOREIGN DEBT ISSUES (.7).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

		2.40	
<b>Total Partner</b>		<b>12.30</b>	
MURPHY MM	06/18/02	2.40	CREATE SILDES ON FOREIGN BANKS UPDATE (2.4).
MURPHY MM	06/19/02	0.60	CONTINUE ATTENTION TO FOREIGN BANK UPDATE SLIDES (.6).
		3.00	
<b>Total Associate</b>		<b>3.00</b>	
<b>MATTER TOTAL</b>		<b><u>15.30</u></b>	

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Comdisco, Inc. (DIP)  
Foreign Subsidiaries

Bill Date: 07/31/02  
Bill Number: 923588

Disbursement	Date	Vendor/Employee	Amount
In-house Reproduction	06/28/02	Office Admin, D	21.00
<b>TOTAL IN-HOUSE REPRODUCTION</b>			<b>\$21.00</b>
Telephone Expense	06/28/02	Telecommunications, D	0.03
Telephone Expense	06/28/02	Telecommunications, D	0.06
Telephone Expense	06/28/02	Telecommunications, D	0.20
Telephone Expense	06/28/02	Telecommunications, D	0.25
Telephone Expense	06/28/02	Telecommunications, D	10.52
Telephone Expense	06/30/02	Office Admin, D	0.94
<b>TOTAL TELEPHONE EXPENSE</b>			<b>\$12.00</b>
Air travel - external	06/17/02	Corporate General, DSasm&F Vienna	742.00
<b>TOTAL AIR TRAVEL - EXTERNAL</b>			<b>\$742.00</b>
<b>TOTAL MATTER</b>			<b>\$775.00</b>

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Comdisco, Inc. (DIP)  
Foreign Subsidiaries

Bill Date: 08/15/02  
Bill Number: 927466

NAME	DATE	HOURS	DESCRIPTION
PANAGAKIS GN	07/15/02	1.50	CONTINUE ATTENTION TO FOREIGN DEBT ISSUES, INCLUDING DISCUSSIONS OF SAME WITH MANAGEMENT, BANK AND BOND COUNSEL (1.5).
PANAGAKIS GN	07/16/02	3.60	TELECONFERENCE WITH R. MISHLER RE PREPARATION FOR TELECONFERENCE RE PAYMENT OF FOREIGN DEBT (.5); TELECONFERENCE WITH MANAGEMENT AND BOND COUNSEL RE SAME (1.6); FOLLOW UP TELECONFERENCES WITH B. GREER RE SAME (.5); ATTENTION TO DOCUMENTATION AND FOLLOW UP MATERIALS RE SAME (1.0).
PANAGAKIS GN	07/18/02	2.10	ATTENTION TO STATUS OF PAYMENT OF FOREIGN BANK DEBT, INCLUDING TELECONFERENCES WITH BOND COUNSEL RE SAME (2.1).
PANAGAKIS GN	07/19/02	0.70	CONTINUED ATTENTION TO FOREIGN BANK MATTERS (.7).
		7.90	
PERLMAN F	07/03/02	0.80	PREPARE FOREIGN DEBT ISSUES (.8).
PERLMAN F	07/08/02	0.80	CONTINUE ATTENTION TO FOREIGN DEBT ISSUES (.8).
PERLMAN F	07/09/02	0.50	CONTINUE ATTENTION TO FOREIGN BANK ISSUES (.5).
PERLMAN F	07/10/02	0.60	CONTINUE ATTENTION TO FOREIGN DEBT ISSUES (.6).
PERLMAN F	07/11/02	0.90	CONTINUE ATTENTION TO FOREIGN DEBT ISSUES (.9).
PERLMAN F	07/12/02	1.60	CONTINUE ATTENTION TO FOREIGN DEBT ISSUES (1.6).
PERLMAN F	07/15/02	1.20	CONTINUE ATTENTION TO FOREIGN DEBT ISSUES (1.2).
PERLMAN F	07/16/02	3.80	TELECONFERENCE WITH R. MISHLER RE FOREIGN DEBT SETTLEMENT (.5); TELECONFERENCE A. GULKOWITZ AND M. SOMERSTEIN RE FOREIGN DEBT ISSUE (1.5); TELECONFERENCE WITH B. GREER RE FOREIGN DEBT (.4); PREPARE FOREIGN DEBT MATTERS (1.4).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

PERLMAN F	07/18/02	1.70	CONTINUE ATTENTION TO FOREIGN BANK ISSUES (1.7).
PERLMAN F	07/19/02	2.50	PREPARE FOREIGN BANK ISSUES (1.7); ATTENTION TO AUSTRALIA SALE (.8).
PERLMAN F	07/20/02	0.50	REVIEW WAIVER OF FOREIGN BANKS (.5).
PERLMAN F	07/23/02	0.90	ATTENTION TO AUSTRALIA SALE (.4); PREPARE FOREIGN BANK ISSUES (.5).
		15.80	
<b>Total Partner</b>		<b>23.70</b>	
ADAMETZ AW	07/12/02	7.80	REVIEW SALE AGREEMENT; REVIEW FILE AND CORRESPONDENCE (7.8).
ADAMETZ AW	07/15/02	7.10	REVISE WORK RE SALE AGREEMENT; REVIEW FILE AND CORRESPONDENCE (7.1).
ADAMETZ AW	07/16/02	7.60	REVIEW FILE AND CORRESPONDENCE; REVISE WORK - SALE AGREEMENT (7.6).
ADAMETZ AW	07/17/02	4.20	DRAFT AUSTRIAN SUBSIDIARIES/AGREEMENTS (4.2).
ADAMETZ AW	07/18/02	7.90	AUSTRIAN SUBSIDIARIES/AGREEMENTS (7.9).
ADAMETZ AW	07/19/02	3.30	DUE DILIGENCE RE AUSTRIAN SUBSIDIARIES (3.3).
ADAMETZ AW	07/22/02	2.00	REVIEW AGREEMENTS (2.0).
ADAMETZ AW	07/23/02	3.80	CONTINUE TO WORK ON CLOSING FOR SALE OF COMDISCO AUSTRIA (3.8).
ADAMETZ AW	07/24/02	4.00	CONTINUE TO WORK ON CLOSING FOR SALE OF COMDISCO AUSTRIA (4.0).
ADAMETZ AW	07/25/02	4.60	CONTINUE TO WORK ON CLOSING FOR SALE OF COMDISCO AUSTRIA (4.6).
ADAMETZ AW	07/26/02	6.60	CONTINUE TO WORK ON CLOSING FOR SALE OF COMDISCO AUSTRIA (6.6).
ADAMETZ AW	07/29/02	7.90	CONTINUE TO WORK ON CLOSING FOR SALE OF COMDISCO AUSTRIA (7.9).
ADAMETZ AW	07/30/02	7.10	CONTINUE TO WORK ON CLOSING FOR SALE OF COMDISCO AUSTRIA (7.1).
ADAMETZ AW	07/31/02	6.40	CONTINUE TO WORK ON CLOSING FOR SALE OF COMDISCO AUSTRIA (6.4).
		80.30	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MITROVIC L	07/15/02	0.50	CONFERENCE RE CASH DISCREPANCIES ON FRENCH ESCROW ACCOUNT (.5).
MITROVIC L	07/16/02	0.60	CONFERENCES RE PLEDGE OF SALE-LEASEBACK AGREEMENTS; REVIEW MAIL TO A. ROCHE RE INFORMATION OF LESSORS UNDER SALE-LEASEBACK AGREEMENTS (.6).
MITROVIC L	07/24/02	1.30	REVIEW COMMENTS BY GE'S COUNSEL OF AMENDMENT TO GOING TRANSFER SALE AGREEMENT (1.3).
MITROVIC L	07/25/02	1.40	ATTENTION TO WITHDRAWAL OF PURCHASE PRICE FROM ESCROW ACCOUNT; REVIEW E-MAIL TO K. CHAPMAN ET AL. (1.4).
MITROVIC L	07/29/02	1.10	CONTINUE REVIEW OF INTERCO LOAN (1.1).
MITROVIC L	07/30/02	2.70	REVIEW AMENDMENT TO GOING BUSINESS TRANSFER AGREEMENT WITH GE (.7); E-MAIL TO K. CHAPMANN RE REPAYMENT OF EUROS 25 MILLION TO CFN (2.0).
		7.60	
<b>Total Counsel</b>		<b>87.90</b>	
BERGTHALER W	07/10/02	5.50	DRAFTING SHARE PURCHASE AGREEMENT READING MATERIALS; RESEARCH AGREEMENTS ON FILE; READING TELERING AGREEMENT (5.5).
BERGTHALER W	07/11/02	6.20	RESEARCH AND DRAFT POWER OF ATTORNEY/LETTER OF RESIGNATION; RESEARCH CLAUSES FOR SHARE PURCHASE AGREEMENT (6.2).
BERGTHALER W	07/15/02	2.70	DRAFT POWER OF ATTORNEY; LETTER OF RESIGNATION; IMPLEMENT CHANGES (2.7).
BERGTHALER W	07/17/02	3.50	RESEARCH POWER OF ATTORNEY SIGNING PROCEDURE PREPARE LETTER TO K. CHAPMAN CONCERNING SIGNATURE PROCEDURE OF POWER OF ATTORNEY, ETC.; PREPARE AND DRAFT DOCUMENTS (POWER OF ATTORNEY, LETTER OF RESIGNATION) (3.5).
BERGTHALER W	07/18/02	1.90	E-MAIL TO K. CHAPMAN RE PROVISIONS OF ADDRESSES, TITLES AND NAMES; DRAFTING POWER OF ATTORNEY, LETTER OF RESIGNATION (1.9).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

BERGTHALER W	07/19/02	5.70	PROVIDE COMPANY REGISTER EXCERPT; REVIEW POWER OF ATTORNEY, ETC.; IMPLEMENTATION OF CHANGES INTO DOCUMENTS (5.7).
BERGTHALER W	07/22/02	5.10	IMPLEMENT CHANGES IN POWER OF ATTORNEY; LETTER OF RESIGNATION; DRAFT PARTS OF SHARE PURCHASE AGREEMENT (5.1).
BERGTHALER W	07/23/02	2.20	DRAFT NOTARIAL DEED FOR SALE OF SHARE QUOTA (2.2).
BERGTHALER W	07/24/02	0.60	RESEARCH LEAN ON SHARE QUOTA OF LIMITED LIABILITY COMPANY PUBLICITY (.6).
BERGTHALER W	07/25/02	3.50	IMPLEMENT CHANGES IN POWER OF ATTORNEY; DRAFT SECTION RE HOLDBACK IN SHARE PURCHASE AGREEMENT(3.5).
BERGTHALER W	07/29/02	1.80	READ AND CHECK REFERENCES RE SHARE PURCHASE AGREEMENT (1.8).
BERGTHALER W	07/30/02	3.50	POWER OF ATTORNEY; TRANSFER OF SUBSIDIARIES TO NEWCO; MEMO RE ASSIGNMENT CLAUSE (3.5).
BERGTHALER W	07/31/02	6.20	MINUTES OF SHAREHOLDERS' MEETING RE DISCHARGE OF DIRECTORS (6.2).
		48.40	
FROHNER A	07/08/02	2.50	TELECONFERENCE WITH B. CHEN, B. KEAN AND C. CHAPMAN RE OPEN ISSUES IN CONNECTION WITH SALE OF CDO AUSTRIA AND CDO SWITZERLAND (2.5).
FROHNER A	07/09/02	5.30	REVIEW DRAFT OF SALE AGREEMENT (5.0); TELECONFERENCE WITH C. CHAPMAN RE DRAFT OF AUSTRIAN SALE AGREEMENT (.3).
FROHNER A	07/10/02	9.80	DRAFT SHARE PURCHASE AGREEMENT FOR AUSTRIA (9.8).
FROHNER A	07/11/02	7.70	DRAFT CONTRACT FOR SALE AGREEMENT (7.7).
FROHNER A	07/12/02	3.50	E-MAIL EXCHANGES WITH K. CHAPMAN RE SALE AGREEMENT (3.5).
FROHNER A	07/15/02	0.70	CONTINUE ATTENTION TO SALE OF CDO AUSTRIA (.7).
FROHNER A	07/16/02	3.60	REVISE SALE PURCHASE AGREEMENT FOR AUSTRIA (3.6).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

FROHNER A	07/18/02	6.90	MEET WITH MR. HUBER RE SALE PURCHASE AGREEMENT; TELEPHONE WITH MRS. CHAPMAN RE MEETING (3.5); DOCUMENT REVIEW (3.4).
FROHNER A	07/19/02	5.10	DRAFT MINUTES OF MEETING; CORRESPONDENCE WITH MRS. CHAPMAN (5.1).
FROHNER A	07/22/02	7.20	REVISE SHARE PURCHASE AGREEMENT; TELECONFERENCES WITH MRS. CHAPMAN, MR. HUBER (7.2).
FROHNER A	07/23/02	9.50	REVISE SHARE PURCHASE AGREEMENT; TELECONFERENCES WITH MRS. CHAPMAN, J. HUBER; TELECONFERENCES WITH MR. KOE (9.5).
FROHNER A	07/24/02	7.20	REVISE SHARE PURCHASE AGREEMENT; TELECONFERENCES WITH MRS. CHAPMAN; TELECONFERENCES WITH MR. KOE (7.2).
FROHNER A	07/25/02	12.50	REVISE SHARE PURCHASE AGREEMENT; TELECONFERENCES WITH MRS. CHAPMAN, MRS. SUDA, MR. HUBER (12.5).
FROHNER A	07/26/02	9.90	REVISE SHARE PURCHASE AGREEMENT; TELECONFERENCES WITH MRS. CHAPMAN, MRS. SUDA, MR. HUBER (9.9).
FROHNER A	07/29/02	12.20	REVISE SHARE PURCHASE AGREEMENT; TELECONFERENCE WITH MRS. CHAPMAN, MR. KOE RE SALE OF COMDISCO AUSTRIA (12.2).
FROHNER A	07/30/02	6.00	TELECONFERENCE WITH MRS. CHAPMAN, MR. KOE RE SALE OF COMDISCO AUSTRIA; DRAFT SWISS SHARE PURCHASE AGREEMENT (6.0).
FROHNER A	07/31/02	7.70	DRAFT SWISS SHARE PURCHASE AGREEMENT; SEVERAL TELECONFERENCES WITH MR. HUBER AND A. SUDA RE CHAPTER 11 ISSUES AND PROCEDURE FOR PURCHASE PRICE CALCULATION (7.7).
		117.30	
GYR MJ	07/12/02	2.20	RESEARCH ASSET TRANSFER CLAUSES; DRAFT CLAUSE (2.2).
GYR MJ	07/16/02	1.40	REVIEW REVISE DRAFT (1.4).
GYR MJ	07/19/02	1.00	REVIEW MEMO TO CLIENT (1.0).



**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Comdisco, Inc. (DIP)  
Foreign Subsidiaries

Bill Date: 08/15/02  
Bill Number: 927466

Disbursement	Date	Vendor/Employee	Amount
In-house Reproduction	07/31/02	Office Admin, D	4.00
		<b>TOTAL IN-HOUSE REPRODUCTION</b>	<b>\$4.00</b>
Telephone Expense	07/26/02	Telecommunications, D	0.36
Telephone Expense	07/26/02	Telecommunications, D	6.35
Telephone Expense	07/26/02	Telecommunications, D	91.89
Telephone Expense	07/31/02	Office Admin, D	0.40
		<b>TOTAL TELEPHONE EXPENSE</b>	<b>\$99.00</b>
Out-of-Town Travel	07/11/02	Corporate General, DSasm&F Frankfurt	808.00
		<b>TOTAL OUT-OF-TOWN TRAVEL</b>	<b>\$808.00</b>
		<b>TOTAL MATTER</b>	<b>\$911.00</b>

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Comdisco, Inc. (DIP)  
Foreign Subsidiaries

Bill Date: 08/31/02  
Bill Number: 927469

NAME	DATE	HOURS	DESCRIPTION
ADAMETZ AW	08/01/02	6.50	WORK ON DOCUMENTATION AUSTRIA/SWITZERLAND (6.5).
ADAMETZ AW	08/02/02	2.70	CONTINUE TO DRAFT DOCUMENTATION AUSTRIA/SWITZERLAND (2.7).
ADAMETZ AW	08/05/02	6.10	CONTINUE TO DRAFT DOCUMENTATION AUSTRIA; SIGNING LOGISTICS (6.1).
ADAMETZ AW	08/06/02	6.60	CONTINUE TO DRAFT DOCUMENTATION AUSTRIA; SHAREHOLDERS MEETING (6.6).
ADAMETZ AW	08/07/02	10.50	SPA; ESCROW AGREEMENT; POAS; SHAREHOLDERS MEETING (10.5).
ADAMETZ AW	08/08/02	6.20	CONTINUE TO DRAFT AGREEMENTS AUSTRIA (6.2).
ADAMETZ AW	08/09/02	7.80	CONTINUE TO DRAFT AGREEMENTS AUSTRIA (7.8).
		46.40	
<b>Total Counsel</b>		46.40	
BAYER JD	08/01/02	0.20	ATTENTION TO CORRESPONDENCE; STATUS REPORT FROM FROHNER (.2).
BAYER JD	08/09/02	3.00	ATTENTION TO SHARE TRANSFER AND ANCILLARY DOCUMENTS; CORRESPONDENCE; ISS-AGREEMENT (3.0).
		3.20	
BERGTHALER W	08/05/02	0.20	PREPARATION OF DOCUMENTS; BRIEFING ON TRANSACTION (.2).
BERGTHALER W	08/06/02	0.20	UPDATE DOCUMENTS, IMPLEMENT CHANGES (.2).
BERGTHALER W	08/07/02	0.30	LETTER TO MS. CHAPMAN RE LETTER OF RESIGNATION; DRAFTING NOTARIAL DEED (.3).
BERGTHALER W	08/08/02	0.70	DRAFTING NOTARIAL DEED, IMPLEMENT CHANGES INTO DOCUMENT (.7).
BERGTHALER W	08/09/02	4.70	NOTARIAL DEED NEW (DRAFTING); SPA DRAFTING SIDE LETTER; ORGANIZATION AND IMPLEMENTATION OF CHANGES INTO MEETING OF SHAREHOLDERS', NEW CERTIFICATE OF INCORPORATION (4.7).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

BERGTHALER W	08/12/02	4.20	DOCUMENT ORGANIZATION; IMPLEMENT CHANGES IN DOCUMENTS; CHECK STAMP DUTY ACT FOR EXEMPTION DOCUMENTS (ESCROW AGREEMENT, SPA, SHORT FORM SPA, ETC.) (4.2).
		10.30	
FROHNER A	08/01/02	5.80	TELECONFERENCE WITH MS. CHAPMAN AND MR. KOE RE ISSUES RELATING TO SALE OF COMDISCO AUSTRIA; TELECONFERENCE WITH MS. ROEMER OF ARTHUR ANDERSEN (5.8).
FROHNER A	08/02/02	5.00	ATTEND MEETING; CORRESPONDENCE WITH MS. CHAPMAN AND MR. KOE (5.0).
FROHNER A	08/05/02	7.70	ATTEND MEETING; E-MAIL CORRESPONDENCE WITH MS. CHAPMAN; TELECONFERENCE/E-MAIL CONFERENCE WITH MS. SUDA; REVISE OF AUSTRIAN SHARE PURCHASE AGREEMENT (7.7).
FROHNER A	08/06/02	8.30	ATTEND MEETING; E-MAIL CORRESPONDENCE WITH MS. CHAPMAN; TELEPHONE/E-MAIL CONFERENCE WITH MS. SUDA; REVISE OF AUSTRIAN SHARE PURCHASE AGREEMENT; REVISE SWISS SHARE PURCHASE AGREEMENT; DRAFT OF POWERS OF ATTORNEY (8.3).
FROHNER A	08/07/02	11.20	ATTEND MEETING; E-MAIL CORRESPONDENCE WITH MS. CHAPMAN; TELECONFERENCE/E-MAIL CONFERENCE WITH MS. SUDA; REVISE OF AUSTRIAN SHARE PURCHASE AGREEMENT; E-MAIL CORRESPONDENCE WITH MS. G. ANDREOTTI RE POWERS OF ATTORNEY (11.2).
FROHNER A	08/08/02	7.60	ATTEND MEETING; E-MAIL CORRESPONDENCE WITH MS. CHAPMAN; TELECONFERENCE/E-MAIL CONFERENCE WITH MS. SUDA; REVISE OF AUSTRIAN SHARE PURCHASE AGREEMENT; E-MAIL CORRESPONDENCE WITH G. ANDREOTTI RE POWERS OF ATTORNEY (7.6).
FROHNER A	08/09/02	10.70	ATTEND MEETING; E-MAIL CORRESPONDENCE WITH MS. CHAPMAN; TELECONFERENCE/E-MAIL CONFERENCE WITH MS. SUDA; REVISE AUSTRIAN SHARE POWERS OF ATTORNEY; DRAFT NON RECOURSE NOTE (10.7).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

FROHNER A	08/12/02	9.30	REVISE OF SHARE PURCHASE AGREEMENT AUSTRIA; TELECONFERENCE; CORRESPONDENCE WITH MS. CHAPMAN, MS. SUDA AND MR. HUBER (9.3).
		<b>65.60</b>	
GYR MJ	08/09/02	4.40	ATTENTION TO SECURED NOTE ISSUE; REVIEW PRECEDENTS; DRAFT NOTE (4.4).
		<b>4.40</b>	
<b>Total Associate</b>		<b>83.50</b>	
<b>MATTER TOTAL</b>		<b><u>129.90</u></b>	

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE NORTHERN DISTRICT OF ILLINOIS  
EASTERN DIVISION

-----X  
In re: : Case No. 01-24795  
: (Jointly Administered)  
COMDISCO, INC. :  
: Chapter 11  
et al. :  
: Hon. Ronald Barliant  
Debtors. :  
-----X

EXHIBIT D-7  
CREDITOR MEETINGS / STATUTORY COMMITTEES  
1,571.6 HOURS

SKADDEN, ARPS, SLATE, MEAGHER & FLOM (ILLINOIS)  
333 West Wacker Drive  
Chicago, Illinois 60606-1285

and

SKADDEN, ARPS, SLATE, MEAGHER & FLOM, LLP  
Four Times Square  
New York, NY 10036

**EXHIBIT 7**

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Comdisco, Inc. (DIP)  
Creditor Meetings/Statutory Committees

Bill Date: 05/20/02  
Bill Number: 917155

NAME	DATE	HOURS	DESCRIPTION
BUTLER, JR. J	04/11/02	3.60	PREPARE FOR (.4) AND ATTEND (3.2) CREDITORS COMMITTEE MEETING IN ROSEMONT.
BUTLER, JR. J	04/12/02	0.50	FOLLOW-UP ON CREDITORS COMMITTEE MATTERS FROM APRIL 11TH MEETING IN ROSEMONT (.3); FOLLOW-UP ON EQUITY COMMITTEE MATTERS (.2).
		4.10	
PANAGAKIS GN	04/04/02	0.90	ATTENTION TO PRODUCTION OF DOCUMENTS (.9).
PANAGAKIS GN	04/09/02	3.40	ATTENTION TO PREPARATIONS FOR UPCOMING COMMITTEE MEETINGS, INCLUDING TELECONFERENCES WITH R. MISHLER, N. RAZI AND B. LACKEY RE SAME (3.4).
PANAGAKIS GN	04/10/02	4.10	REVIEW AND COMMENT ON COMMITTEE PRESENTATION MATERIALS (1.8); DISCUSS SAME WITH R. MISHLER (.8); TELECONFERENCE WITH R. HANSON REGARDING VARIOUS OPEN ISSUES AND STRATEGIES (1.5).
PANAGAKIS GN	04/11/02	6.20	MEETING WITH SENIOR MANAGEMENT TEAM IN PREPARATION FOR COMPENSATION MEETING WITH CREDITORS COMMITTEE (.6); PARTICIPATE AT COMPENSATION WORKING GROUP SESSION (2.5); MEETING WITH SENIOR MANAGEMENT TEAM REGARDING PREPARATION FOR COMMITTEE MEETING (.5); PARTICIPATE AT MEETING WITH CREDITORS COMMITTEE (2.0); MEETING WITH SENIOR MANAGEMENT REGARDING PREPARATION FOR NEXT DAY EQUITY COMMITTEE MEETING (.6).
PANAGAKIS GN	04/12/02	2.90	PREPARE FOR (.4) AND PARTICIPATE ON (1.6) EQUITY COMMITTEE CALL; FOLLOW UP DISCUSSIONS WITH MANAGEMENT REGARDING SAME (.5); ADDITIONAL CONVERSATIONS WITH E. WEISFELNER REGARDING SAME (.2); TELECONFERENCE WITH C. FORTGANG REGARDING SCHEDULING NEXT WEEK MEETING (.2).

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**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

PANAGAKIS GN	04/15/02	1.50	TELECONFERENCE WITH C. FORTGANG (.1) AND E. WEISFELNER (.2) REGARDING NEXT DAY MEETING; TELECONFERENCE WITH CHANIN REPRESENTATIVES REGARDING SAME (.8); MEETING WITH R. MISHLER AND B. LACKEY REGARDING SAME (.4).
PANAGAKIS GN	04/16/02	2.70	MEETING WITH C. FORTGANG AND E. WEISFELNER REGARDING DISCUSSION OF PLAN ISSUES (1.5); FOLLOW UP DISCUSSIONS WITH E. WEISFELNER REGARDING SAME (.5); DISCUSS SAME WITH MANAGEMENT TEAM (.7).
PANAGAKIS GN	04/30/02	0.50	PREPARE FOR UPCOMING CALL WITH REPRESENTATIVES OF CREDITORS COMMITTEE (.5).
		22.20	
PERLMAN F	04/09/02	1.50	PREPARE FOR COMMITTEE MEETING (1.5).
PERLMAN F	04/10/02	4.80	PREPARE FOR COMMITTEE MEETINGS (4.8).
PERLMAN F	04/11/02	4.50	ATTEND CREDITORS' COMMITTEE MEETING (3.0); PREPARE FOR CREDITORS' COMMITTEE MEETING (1.5).
PERLMAN F	04/12/02	3.50	ATTEND EQUITY COMMITTEE MEETING (2.0); PREPARE FOR EQUITY COMMITTEE MEETING (1.5).
		14.30	
<b>Total Partner</b>		<b>40.60</b>	
HARRINGTON JS	04/11/02	1.90	ATTENTION TO COMMITTEE MEETING MATERIALS (1.9).
		1.90	
MURPHY MM	04/04/02	0.40	PROVIDE EQUITY COMMITTEE WITH MCKINSEY REPORT (.4).
MURPHY MM	04/09/02	1.70	BEGIN PREPARING MATERIALS FOR STATUTORY COMMITTEE MEETINGS (1.7).
MURPHY MM	04/10/02	7.70	PREPARE MATERIALS FOR STATUTORY COMMITTEE MEETINGS (7.7).
MURPHY MM	04/11/02	4.30	FINALIZE PREPARATIONS FOR CREDITORS' COMMITTEE MEETING (1.4) AND ATTEND SAME (1.7); PREPARE MATERIALS FOR EQUITY COMMITTEE MEETING (1.2).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

MURPHY MM	04/12/02	3.80	FINALIZE PREPARATIONS FOR EQUITY HOLDERS COMMITTEE MEETING (1.6); ATTEND (VIA TELEPHONE) SAME (2.2).
		17.90	
<b>Total Associate</b>		<b>19.80</b>	
FROST TL	04/01/02	2.80	REVIEW ALL PLEADINGS AND CORRESPONDENCE FILED BY THE EQUITY COMMITTEE (2.8).
FROST TL	04/02/02	1.20	CONTINUE TO REVIEW PLEADINGS FILED BY EQUITY COMMITTEE (1.2).
		4.00	
<b>Total Legal Assistant</b>		<b>4.00</b>	
<b>MATTER TOTAL</b>		<b><u>64.40</u></b>	



**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Comdisco, Inc. (DIP)  
Creditor Meetings/Statutory Committees

Bill Date: 05/20/02  
Bill Number: 917155

Disbursement	Date	Vendor/Employee	Amount
Air travel - vendor feed	04/16/02	Panagakis GN	1482.00
<b>TOTAL AIR TRAVEL - VENDOR FEED</b>			<b>\$1,482.00</b>
Telephone Expense	04/26/02	Telecommunications, D	0.02
Telephone Expense	04/26/02	Telecommunications, D	0.71
Telephone Expense	04/26/02	Telecommunications, D	0.76
Telephone Expense	04/26/02	Telecommunications, D	2.94
Telephone Expense	04/26/02	Telecommunications, D	73.57
<b>TOTAL TELEPHONE EXPENSE</b>			<b>\$78.00</b>
Non-standard/Outside Reproduction	03/07/02	Murphy MM	4004.61
Non-standard/Outside Reproduction	03/08/02	Murphy MM	2124.80
Non-standard/Outside Reproduction	03/19/02	Corporate RestructuringKinko's Copies	10516.59
<b>TOTAL NON-STANDARD/OUTSIDE REPRODUCTION</b>			<b>\$16,646.00</b>
Telephone Expense - all other	04/12/02	Telecommunications, DGenesys Conferencing	278.00
<b>TOTAL TELEPHONE EXPENSE - ALL OTHER</b>			<b>\$278.00</b>
Out-of-Town Travel	03/25/02	Panagakis GN	136.00
<b>TOTAL OUT-OF-TOWN TRAVEL</b>			<b>\$136.00</b>
Messengers/ Courier	04/14/02	Corporate RestructuringArrow Messenger Svc	50.00
<b>TOTAL MESSENGERS/ COURIER</b>			<b>\$50.00</b>
Outside Research/Internet Services	04/10/02	Corporate RestructuringPacer Service Center	31.00
<b>TOTAL OUTSIDE RESEARCH/INTERNET SERVICES</b>			<b>\$31.00</b>
<b>TOTAL MATTER</b>			<b>\$18,701.00</b>

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

<b>Disbursement</b>	<b>Date</b>	<b>Vendor/Employee</b>	<b>Amount</b>
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**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Comdisco, Inc. (DIP)  
Creditor Meetings/Statutory Committees

Bill Date: 06/30/02  
Bill Number: 921074

NAME	DATE	HOURS	DESCRIPTION
PANAGAKIS GN	05/01/02	1.80	REVIEW AND COMMENT ON MATERIALS REGARDING NEXT DAY COMMITTEE CALL (1.2); TELECONFERENCE WITH R. MISHLER, N. BLAKE AND T. SNYDER REGARDING SAME (.8).
PANAGAKIS GN	05/02/02	3.50	TELECONFERENCE WITH REPRESENTATIVES OF CREDITORS COMMITTEE REGARDING FINANCIAL PROJECTIONS AND RELATED VALUATION MATTERS (1.5); PREPARE FOR AME (.6) AND FOLLOW-UP MEETINGS WITH MANAGEMENT REGARDING SAME (1.4).
		5.30	
<b>Total Partner</b>		<b>5.30</b>	
MURPHY MM	05/20/02	1.00	ADDRESS ISSUE RE: REQUEST BY EQUITY COMMITTEE FOR ADDITIONAL INFORMATION ON COMDISCO'S INSURANCE POLICIES (.8) AND TELECONFERENCE WITH F. ZIEGLER RE: SAME (.2).
		1.00	
<b>Total Associate</b>		<b>1.00</b>	
<b>MATTER TOTAL</b>		<b><u>6.30</u></b>	

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Comdisco, Inc. (DIP)  
Creditor Meetings/Statutory Committees

Bill Date: 06/30/02  
Bill Number: 921074

Disbursement	Date	Vendor/Employee	Amount
In-house Reproduction	05/24/02	Copy Center, D	345.00
		<b>TOTAL IN-HOUSE REPRODUCTION</b>	<b>\$345.00</b>
Telephone Expense	05/31/02	Telecommunications, D	0.31
Telephone Expense	05/31/02	Telecommunications, D	1.22
Telephone Expense	05/31/02	Telecommunications, D	1.49
Telephone Expense	05/31/02	Telecommunications, D	3.09
Telephone Expense	05/31/02	Telecommunications, D	77.89
		<b>TOTAL TELEPHONE EXPENSE</b>	<b>\$84.00</b>
Non-standard/Outside Reproduction	04/11/02	Murphy MM	338.17
Non-standard/Outside Reproduction	04/11/02	Murphy MM	418.17
Non-standard/Outside Reproduction	04/11/02	Murphy MM	965.66
		<b>TOTAL NON-STANDARD/OUTSIDE REPRODUCTION</b>	<b>\$1,722.00</b>
Out-of-Town Travel	04/16/02	Panagakis GN	1136.00
		<b>TOTAL OUT-OF-TOWN TRAVEL</b>	<b>\$1,136.00</b>
		<b>TOTAL MATTER</b>	<b>\$3,287.00</b>

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Bill Date: 07/31/02  
 Bill Number: 923588

Comdisco, Inc. (DIP)  
 Creditor Meetings/Statutory Committees

NAME	DATE	HOURS	DESCRIPTION
PANAGAKIS GN	06/06/02	0.50	ATTENTION TO POTENTIAL BANK GROUP MEETING (.5).
PANAGAKIS GN	06/13/02	0.60	ATTENTION TO ISSUES RELATED TO POTENTIAL BANK MEETING (.6).
PANAGAKIS GN	06/26/02	0.50	TELECONFERENCE WITH B. BALDIGA REGARDING STATUS OF DOCUMENTATION (.2); TELECONFERENCE WITH R. HANSON REGARDING SAME (.3).
PANAGAKIS GN	06/27/02	0.60	MEET WITH R. HANSON REGARDING OUTSTANDING MATTERS (.6).
		2.20	
PERLMAN F	06/03/02	2.30	ATTENTION TO EQUITY COMMITTEE DISCOVERY (2.3).
PERLMAN F	06/04/02	2.50	WORK ON EQUITY COMMITTEE DISCOVERY (1.5); TELECONFERENCE WITH M. BALDWIN REGARDING EQUITY COMMITTEE DISCOVERY (1.0).
PERLMAN F	06/05/02	1.30	REVIEW LETTER REGARDING COMMITTEE DISCOVERY (.6); ATTENTION TO COMMITTEE DISCOVERY ISSUES (.7).
PERLMAN F	06/06/02	1.70	WORK ON COMMITTEE DISCOVERY (1.1); REVIEW MOTION FOR PROTECTIVE ORDER (.6).
PERLMAN F	06/07/02	0.80	ATTENTION TO EQUITY DISCOVERY (.8).
PERLMAN F	06/10/02	0.40	CONTINUED ATTENTION TO EQUITY DISCOVERY (.4).
		9.00	
		11.20	
Total Partner			
MATTER TOTAL			<u>11.20</u>

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Comdisco, Inc. (DIP)  
Creditor Meetings/Statutory Committees

Bill Date: 07/31/02  
Bill Number: 923588

Disbursement	Date	Vendor/Employee	Amount
Telephone Expense	06/28/02	Telecommunications, D	0.03
Telephone Expense	06/28/02	Telecommunications, D	0.08
Telephone Expense	06/28/02	Telecommunications, D	0.13
Telephone Expense	06/28/02	Telecommunications, D	5.76
		<b>TOTAL TELEPHONE EXPENSE</b>	<b>\$6.00</b>
		<b>TOTAL MATTER</b>	<b>\$6.00</b>

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE NORTHERN DISTRICT OF ILLINOIS  
EASTERN DIVISION

-----X  
In re: : Case No. 01-24795  
: (Jointly Administered)  
COMDISCO, INC. :  
: Chapter 11  
et al. :  
: Hon. Ronald Barliant  
Debtors. :  
-----X

EXHIBIT D-8  
DISCLOSURE STATEMENT / VOTING ISSUES  
1,606.6 HOURS

SKADDEN, ARPS, SLATE, MEAGHER & FLOM (ILLINOIS)  
333 West Wacker Drive  
Chicago, Illinois 60606-1285

and

SKADDEN, ARPS, SLATE, MEAGHER & FLOM, LLP  
Four Times Square  
New York, NY 10036

EXHIBIT 8

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE NORTHERN DISTRICT OF ILLINOIS  
EASTERN DIVISION

-----X  
In re: : Case No. 01-24795  
: (Jointly Administered)  
COMDISCO, INC. :  
: Chapter 11  
et al. :  
: Hon. Ronald Barliant  
Debtors. :  
-----X

EXHIBIT D-9  
DISCLOSURE STATEMENT / VOTING ISSUES  
1,606.6 HOURS

SKADDEN, ARPS, SLATE, MEAGHER & FLOM (ILLINOIS)  
333 West Wacker Drive  
Chicago, Illinois 60606-1285

and

SKADDEN, ARPS, SLATE, MEAGHER & FLOM, LLP  
Four Times Square  
New York, NY 10036

8 7181HX3



**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Comdisco, Inc. (DIP)  
Disclosure Statement/Voting Issues

Bill Date: 05/20/02  
Bill Number: 917155

NAME	DATE	HOURS	DESCRIPTION
BUTLER, JR. J	04/02/02	0.10	CONTINUED ATTENTION TO PRELIMINARY DRAFT OF DISCLOSURE STATEMENT (.1).
BUTLER, JR. J	04/04/02	0.70	CONTINUED ATTENTION TO PRELIMINARY DRAFT OF DISCLOSURE STATEMENT (.7).
BUTLER, JR. J	04/07/02	0.80	CONTINUED ATTENTION TO PRELIMINARY DRAFT OF DISCLOSURE STATEMENT (.8).
BUTLER, JR. J	04/09/02	0.50	CONTINUE TO WORK ON DISCLOSURE STATEMENT MATTERS (.5).
BUTLER, JR. J	04/11/02	0.70	CONTINUED ATTENTION TO DISCLOSURE STATEMENT MATTERS INCLUDING WITH SENIOR MANAGEMENT TEAM IN ROSEMONT (.7).
BUTLER, JR. J	04/16/02	0.50	CONTINUE TO WORK ON DISCLOSURE STATEMENT MATTERS (.5).
BUTLER, JR. J	04/17/02	1.40	CONTINUE TO WORK ON DISCLOSURE STATEMENT MATTERS (1.4).
BUTLER, JR. J	04/18/02	0.60	CONTINUE TO WORK ON DISCLOSURE STATEMENT MATTERS (.6).
BUTLER, JR. J	04/21/02	0.80	CONTINUE TO WORK ON DISCLOSURE STATEMENT MATTERS (.8).
BUTLER, JR. J	04/22/02	0.50	CONTINUE TO WORK ON DISCLOSURE STATEMENT MATTERS (.5).
BUTLER, JR. J	04/23/02	0.60	CONTINUE TO WORK ON DISCLOSURE STATEMENT MATTERS REGARDING FINAL REVISIONS (.6).
BUTLER, JR. J	04/24/02	1.20	CONTINUED ATTENTION TO DISCLOSURE STATEMENT MATTERS (1.2).
BUTLER, JR. J	04/25/02	0.90	CONTINUE TO WORK ON DISCLOSURE STATEMENT MATTERS REGARDING FINAL REVISIONS (.9).
BUTLER, JR. J	04/26/02	0.30	ATTENTION TO FILING OF JOINT DISCLOSURE STATEMENT AND PLAN OF REORGANIZATION AND RELATED MATTERS (.3).
		9.60	
LEDUC A	04/16/02	1.70	DRAFT DISCLOSURE (1.7).
LEDUC A	04/17/02	3.50	DRAFT TAX DISCLOSURE (3.5).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

LEDUC A	04/18/02	3.00	REVISE DISCLOSURE DRAFT (3.0).
LEDUC A	04/22/02	3.70	REVIEW PLAN DISCLOSURE (3.7).
LEDUC A	04/23/02	2.70	REVISE TAX DISCLOSURE (2.7).
LEDUC A	04/24/02	5.20	REVISE TAX DISCLOSURE (4.7); TELECONFERENCE WITH J. KRONSNOBLE (.5).
LEDUC A	04/25/02	6.30	TELECONFERENCE WITH CREDITORS COMMITTEE (1.8); ANALYSIS OF TAX DISCLOSURE (4.5).
		<b>26.10</b>	
PANAGAKIS GN	04/04/02	0.90	ATTENTION TO COMMENTS TO DISCLOSURE STATEMENT (.9).
PANAGAKIS GN	04/05/02	1.50	CONTINUED ATTENTION TO OPEN DISCLOSURE STATEMENT MATTERS (1.5).
PANAGAKIS GN	04/06/02	1.80	CONTINUE TO REVIEW AND COMMENT ON DISCLOSURE STATEMENT (1.8).
PANAGAKIS GN	04/08/02	1.80	CONTINUED ATTENTION TO OPEN ISSUES AND COMMENTS TO DISCLOSURE STATEMENT (1.8).
PANAGAKIS GN	04/09/02	1.50	CONTINUED ATTENTION TO OPEN DISCLOSURE STATEMENT MATTERS (1.5).
PANAGAKIS GN	04/10/02	1.20	CONTINUED ATTENTION TO FINALIZATION OF DISCLOSURE STATEMENT (1.2).
PANAGAKIS GN	04/11/02	1.50	MEETINGS WITH SENIOR MANAGEMENT AND OTHER ADVISORS REGARDING PROCESS FOR FINALIZING DISCLOSURE STATEMENT (.5); CONTINUED ATTENTION TO OPEN ISSUES REGARDING SAME (1.0).
PANAGAKIS GN	04/12/02	0.80	CONTINUED ATTENTION TO OPEN DISCLOSURE STATEMENT ISSUES, INCLUDING DISCUSSIONS WITH OTHER ADVISORS REGARDING COMPLETION OF SAME (.8).
PANAGAKIS GN	04/14/02	0.60	CONTINUED ATTENTION TO OPEN DISCLOSURE STATEMENT MATTERS (.6).
PANAGAKIS GN	04/15/02	2.00	CONTINUED ATTENTION TO OPEN DISCLOSURE STATEMENT ISSUES (2.0).
PANAGAKIS GN	04/19/02	1.10	CONTINUED ATTENTION TO OPEN DISCLOSURE STATEMENT MATTERS (1.1).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

PANAGAKIS GN	04/23/02	0.90	CONTINUED ATTENTION TO OPEN DISCLOSURE STATEMENT MATTERS (.9).
PANAGAKIS GN	04/24/02	3.20	CONTINUED WORK ON DISCLOSURE STATEMENT INCLUDING REVIEW AND REVISIONS TO SAME AND NUMEROUS TELEPHONE CONFERENCES WITH MANAGEMENT TEAM, OTHER ADVISORS AND REPRESENTATIVES OF COMMITTEES (3.2).
PANAGAKIS GN	04/25/02	5.00	CONTINUE TO REVIEW AND REVISE DISCLOSURE STATEMENT, INCLUDING TELEPHONE CONFERENCES WITH MANAGEMENT AND OTHER ADVISORS REGARDING SAME (5.0).
PANAGAKIS GN	04/26/02	3.20	FINAL REVIEW AND REVISIONS TO PLAN (2.8); ATTENTION TO FILING MATTERS REGARDING SAME (.4).
PANAGAKIS GN	04/29/02	1.30	ATTENTION TO POST FILING DISCLOSURE STATEMENT MATTERS, INCLUDING TELECONFERENCE WITH R. MISHLER AND B. LACKEY REGARDING SAME (1.3).
PANAGAKIS GN	04/30/02	2.00	ATTENTION TO ISSUES RELATED TO DISCLOSURE STATEMENT, INCLUDING TELEPHONE CONFERENCES WITH N. BLAKE, R. MISHLER AND T. SNYDER REGARDING SAME (2.0).
		30.30	
PERLMAN F	04/01/02	2.30	CONTINUE PREPARATION OF DISCLOSURE STATEMENT (1.5); REVIEW AND REVISE SOLICITATION MOTION AND PROCEDURES (.8).
PERLMAN F	04/02/02	1.20	ATTENTION TO VALUATION ISSUES IN DISCLOSURE STATEMENT (.8); ATTENTION TO ISSUES REGARDING INNISFREE RETENTION (.4).
PERLMAN F	04/04/02	3.10	REVIEW AND REVISE DISCLOSURE STATEMENT (2.6); CONTINUED ATTENTION TO SOLICITATION ISSUES (.5).
PERLMAN F	04/05/02	2.80	CONTINUED ATTENTION TO DISCLOSURE STATEMENT (2.8).
PERLMAN F	04/07/02	2.50	CONTINUE TO REVIEW AND REVISE DISCLOSURE STATEMENT (2.5).
PERLMAN F	04/08/02	1.90	CONTINUE TO REVIEW AND REVISE DISCLOSURE STATEMENT (1.9).
PERLMAN F	04/09/02	3.00	CONTINUE TO REVIEW AND REVISE DISCLOSURE STATEMENT (3.0).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

PERLMAN F	04/10/02	2.60	CONTINUED ATTENTION TO DISCLOSURE STATEMENT (1.8); CONTINUED ATTENTION TO SOLICITATION AND SOLICITATION MOTION (.8).
PERLMAN F	04/11/02	2.50	CONTINUE TO PREPARE DISCLOSURE STATEMENT (1.5); ATTENTION TO LIQUIDATION ANALYSIS (1.0).
PERLMAN F	04/12/02	2.00	CONTINUE TO PREPARE DISCLOSURE STATEMENT (2.0).
PERLMAN F	04/13/02	2.50	REVIEW AND REVISE SOLICITATION MOTION AND MATERIALS (2.5).
PERLMAN F	04/14/02	3.80	CONTINUE TO PREPARE DISCLOSURE STATEMENT (2.8); ATTENTION TO SOLICITATION (1.0).
PERLMAN F	04/15/02	6.20	CONTINUE TO REVISE DISCLOSURE STATEMENT (3.1); CONTINUED ATTENTION TO SOLICITATION ISSUES (1.3); REVIEW SOLICITATION MOTION (1.8).
PERLMAN F	04/16/02	4.90	CONTINUE TO PREPARE DISCLOSURE STATEMENT (1.4); ATTENTION TO SOLICITATION ISSUES (1.4); REVISE SOLICITATION MOTION (2.1).
PERLMAN F	04/17/02	1.20	CONTINUED ATTENTION TO DISCLOSURE STATEMENT ISSUES (1.2).
PERLMAN F	04/22/02	1.10	CONTINUED PREPARATION OF DISCLOSURE STATEMENT (1.1).
PERLMAN F	04/23/02	4.70	CONTINUED PREPARATION OF DISCLOSURE STATEMENT (2.8); CONTINUED ATTENTION TO SOLICITATION MATERIALS AND ISSUES (1.9).
PERLMAN F	04/24/02	6.20	CONTINUED PREPARATION OF DISCLOSURE STATEMENT (3.8); REVIEW AND REVISE SOLICITATION MATERIALS AND EXHIBITS (2.4).
PERLMAN F	04/25/02	6.80	CONTINUED PREPARATION OF DISCLOSURE STATEMENT (5.6); TELECONFERENCE WITH H. PARKHILL REGARDING VALUATION (.7); FINALIZE DISCLOSURE STATEMENT NOTICES (.5).
PERLMAN F	04/26/02	6.20	FINALIZE DISCLOSURE STATEMENT (2.9); FINALIZE SOLICITATION MOTION AND EXHIBITS (3.3).
PERLMAN F	04/29/02	1.80	RESPOND TO INQUIRIES REGARDING PLAN AND DISCLOSURE STATEMENT (1.8).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

		69.30	
TCHEN CM	04/02/02	1.50	BEGIN REVIEW OF DRAFT DISCLOSURE STATEMENT AND PLAN (1.5).
TCHEN CM	04/03/02	2.80	CONTINUE TO REVIEW AND COMMENT ON DISCLOSURE STATEMENT (2.8).
TCHEN CM	04/04/02	1.30	COMPLETE REVIEW AND COMMENTS TO DRAFT DISCLOSURE STATEMENT (1.3).
		5.60	
<b>Total Partner</b>		<b>140.90</b>	
ABERMAN CG	04/01/02	5.50	REVIEW AND REVISE SOLICITATION MOTION (4.2); DRAFT SAMPLE CLASS C-5 BALLOT (1.3).
ABERMAN CG	04/02/02	2.10	CONTINUE TO REVIEW AND REVISE SOLICITATION MOTION AND EXHIBITS THERETO (2.1).
ABERMAN CG	04/05/02	4.10	CONTINUE TO REVIEW AND REVISE SOLICITATION MOTION AND EXHIBITS (4.1).
ABERMAN CG	04/08/02	2.90	CONTINUED ATTENTION TO SOLICITATION MOTION AND EXHIBITS (2.9).
ABERMAN CG	04/09/02	1.10	CONTINUED ATTENTION TO SOLICITATION MOTION AND EXHIBITS (1.1).
ABERMAN CG	04/10/02	4.40	DRAFT MASTER & PRISM BALLOTS (2.6); BEGIN TO DRAFT CONFIRMATION HEARING NOTICE (1.8).
ABERMAN CG	04/11/02	6.90	BEGIN DRAFT OF SOLICITATION PROCEDURES ORDER (2.4); REVIEW AND REVISE CONFIRMATION HEARING NOTICE (1.8); TELECONFERENCE WITH K. LOGAN RE: SOLICITATION PROCEDURES DOCUMENTS (.4); BEGIN REVISIONS TO MOTION AND EXHIBITS ACCORDINGLY (2.3).
ABERMAN CG	04/12/02	6.10	CONTINUE TO REVIEW AND REVISE SOLICITATION MOTION; ORDER AND BALLOTS (6.1).
		33.10	
HARRINGTON JS	04/14/02	1.80	ATTENTION TO DISCLOSURE STATEMENT (1.8).
HARRINGTON JS	04/15/02	5.70	REVIEWING DISCLOSURE STATEMENT (2.1); STRATEGIZE RE: SAME (1.1); DRAFTING SOLICITATION PROCEDURES DOCUMENTS (2.5).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

HARRINGTON JS	04/16/02	5.10	WORK ON SOLICITATION PROCEDURES MATERIALS (5.1).
HARRINGTON JS	04/17/02	1.60	CONTINUED ATTENTION TO SOLICITATION PROCEDURES MATERIALS (1.6).
HARRINGTON JS	04/18/02	1.40	CONTINUE TO WORK ON SOLICITATION PROCEDURES MATERIALS (1.4).
HARRINGTON JS	04/22/02	1.60	REVIEW AND MAKE CHANGES TO DISCLOSURE STATEMENT (1.6).
HARRINGTON JS	04/23/02	4.70	EDIT DISCLOSURE STATEMENT (3.1); DRAFTING SECTION REGARDING VOTING PROCEDURES (1.6).
HARRINGTON JS	04/24/02	1.50	WORKING ON VOTING PROCEDURES SECTIONS OF DISCLOSURE STATEMENT (1.3); TELECONFERENCE WITH J. SULLIVAN RE: SAME (.2).
HARRINGTON JS	04/25/02	10.80	WORK ON MOTION TO APPROVE DISCLOSURE STATEMENT (2.6); ATTENTION TO NUMEROUS DISCLOSURE STATEMENT ISSUES IN PREPARATION FOR APRIL 26 FILING OF SAME (8.2).
HARRINGTON JS	04/26/02	3.10	EDIT DISCLOSURE STATEMENT AND FILE SAME (3.1).
		37.30	
LEE KM	04/21/02	2.50	REVISED DISCLOSURE STATEMENT TAX DISCLOSURE (2.5).
LEE KM	04/24/02	2.00	REVIEWED REVISED DISCLOSURE STATEMENT TAX SECTION AND DISCUSSED SAME (2.0).
LEE KM	04/25/02	5.60	TELECONFERENCE WITH H. TUCKER, H. ANTONAITIS AND CREDITORS' COMMITTEE TAX ADVISORS REGARDING TAX MODELING AND DRAFT TAX DISCLOSURE (5.6).
LEE KM	04/29/02	0.80	REVIEWED NEW DRAFTS OF PLAN OF REORGANIZATION AND DISCLOSURE STATEMENT (.8).
		10.90	
MEISLER RE	04/02/02	0.20	TELECONFERENCE WITH K. LOGAN REGARDING SOLICITATION (.2).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

MEISLER RE	04/03/02	1.30	TELECONFERENCE WITH J. SULLIVAN OF INNISFREE REGARDING SOLICITATION OF VOTES REGARDING PLAN (.3); TELECONFERENCE WITH K. LOGAN REGARDING SAME (.4); DRAFTED SUMMARY OF TIMELINE REGARDING SAME (.5); TELECONFERENCE WITH G. MULVEY OF MERRIL REGARDING TIMELINE AND COSTS (.1).
MEISLER RE	04/10/02	0.80	ATTENTION TO SOLICITATION TIMELINE AND MOTION (.8).
MEISLER RE	04/11/02	2.00	ATTENTION TO SOLICITATION MATTERS (.9); TELECONFERENCE WITH J. SULLIVAN REGARDING SAME (.3); DRAFTED SUMMARY OF EQUITY (.8).
MEISLER RE	04/12/02	1.90	ATTENTION TO SOLICITATION ISSUES (.5); REVIEWED DISCLOSURE STATEMENT (1.4).
MEISLER RE	04/15/02	13.20	REVIEWED AND REVISED DISCLOSURE STATEMENT (4.2); TELECONFERENCES WITH K. KRAKORA REGARDING SAME (1.5); REVIEWED AND REVISED SOLICITATION MOTION (7.5).
MEISLER RE	04/16/02	10.00	TELECONFERENCES WITH K. LOGAN REGARDING DISCLOSURE STATEMENT AND SOLICITATION MOTION (.9); CONTINUED REVISING SOLICITATION MOTION (3.2); DRAFTED BALLOTS (4.8); REVISED NOTICES REGARDING VOTING (1.1).
MEISLER RE	04/17/02	6.80	WORKED ON SOLICITATION MOTION (4.2); REVISED BALLOTS (1.4); TELECONFERENCE WITH J. SULLIVAN REGARDING MOTION AND BALLOTS (.2); TELECONFERENCE WITH K. LOGAN REGARDING SAME (1.0).
MEISLER RE	04/18/02	5.50	REVIEWED AND REVISED SOLICITATION MOTION (5.3); TELECONFERENCE WITH J. SULLIVAN REGARDING SAME (.2).
MEISLER RE	04/19/02	2.70	CONTINUED REVISING SOLICITATION MOTION (2.7).
MEISLER RE	04/21/02	1.10	ATTENTION TO EXHIBITS TO SOLICITATION MOTION (1.1).
MEISLER RE	04/22/02	9.10	REVIEWED AND REVISED SOLICITATION MOTION (1.4); DRAFTED AND REVISED VARIOUS EXHIBITS TO SAME (6.9); REVIEWED BALLOTS REGARDING SOLICITATION (.8).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

MEISLER RE	04/23/02	6.30	REVIEWED AND REVISED SOLICITATION MOTION (3.2); BEGAN DRAFTING SOLICITATION ORDER (2.8); TELECONFERENCE WITH J. SULLIVAN REGARDING SAME (.1); TELECONFERENCE WITH K. LOGAN REGARDING SAME (.2).
MEISLER RE	04/24/02	7.60	CONTINUED DRAFTING AND REVISING SOLICITATION PROCEDURES ORDER (4.3); REVIEWED SOLICITATION MOTION (1.5); REVISED CERTAIN NOTICES REGARDING SAME (1.3); REVIEWED AND REVISED VOTING SECTION REGARDING DISCLOSURE STATEMENT (.5).
MEISLER RE	04/25/02	13.50	REVISED SOLICITATION MOTION (2.6); REVISED SOLICITATION ORDER (1.9); REVISED EXHIBITS TO ORDER AND DRAFTED NEW EXHIBITS AND NOTICES REGARDING SAME (2.8); REVISED BALLOTS (4.7); WORKED ON DISCLOSURE STATEMENT AND PLAN (1.5).
MEISLER RE	04/26/02	10.10	WORKED ON PLAN AND DISCLOSURE STATEMENT (2.0); REVIEWED AND REVISED SOLICITATION MOTION, ORDER AND EXHIBITS (8.1).
MEISLER RE	04/29/02	1.50	RESPONDED TO CREDITOR INQUIRIES REGARDING PLAN AND DISCLOSURE STATEMENT (1.2); DRAFTED FORM OF CERTIFICATE OF SERVICE FOR LOGAN & CO. AND INNISFREE REGARDING DISTRIBUTION OF NOTICE OF DISCLOSURE STATEMENT HEARING (.3).
MEISLER RE	04/30/02	1.10	TELECONFERENCE WITH J. SULLIVAN REGARDING CERTIFICATE OF SERVICE IN CONNECTION WITH DISTRIBUTION OF NOTICE OF DISCLOSURE STATEMENT HEARING (.2); REVIEWED J. SULLIVAN'S DRAFT OF CERTIFICATE OF SERVICE (.4); REVIEWED LIST OF RECIPIENTS REGARDING SAME (.5).
		94.70	
MURPHY MM	04/17/02	2.40	WORK ON DISCLOSURE STATEMENT (2.4).
MURPHY MM	04/30/02	0.50	REVIEW DISCLOSURE STATEMENT AND CERTAIN LIABILITY ISSUES (.5).
		2.90	
STEINLE JJ	04/13/02	1.00	REVIEW DISCLOSURE STATEMENT (1.0).



**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

STEINLE JJ	04/22/02	2.10	CONTINUE TO REVIEW DISCLOSURE STATEMENT (2.1).
STEINLE JJ	04/24/02	3.60	CONTINUE TO REVISE DISCLOSURE STATEMENT (3.6).
STEINLE JJ	04/26/02	10.90	CONTINUE TO REVIEW PLAN AND DISCLOSURE STATEMENT, FILE SAME, AND REVIEW RELATED MOTIONS AND REORGANIZATION MATTERS (10.9).
		17.60	
<b>Total Associate</b>		<b>196.50</b>	
FROST TL	04/26/02	6.40	ASSIST WITH PLAN AND DISCLOSURE STATEMENT FILING (5.1); DISTRIBUTE NOTICES OF PLAN AND DISCLOSURE STATEMENT FILING (1.3).
		6.40	
<b>Total Legal Assistant</b>		<b>6.40</b>	
<b>MATTER TOTAL</b>		<b><u>343.80</u></b>	

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Comdisco, Inc. (DIP)  
Disclosure Statement/Voting Issues

Bill Date: 05/20/02  
Bill Number: 917155

Disbursement	Date	Vendor/Employee	Amount
In-house Reproduction	04/05/02	Copy Center, D	1.00
In-house Reproduction	04/09/02	Copy Center, D	0.20
In-house Reproduction	04/12/02	Copy Center, D	18.88
In-house Reproduction	04/16/02	Copy Center, D	4.59
In-house Reproduction	04/19/02	Copy Center, D	145.82
In-house Reproduction	04/23/02	Copy Center, D	0.10
In-house Reproduction	04/26/02	Copy Center, D	39.15
In-house Reproduction	04/30/02	Copy Center, D	33.26
<b>TOTAL IN-HOUSE REPRODUCTION</b>			<b>\$243.00</b>
Telephone Expense	04/26/02	Telecommunications, D	0.02
Telephone Expense	04/26/02	Telecommunications, D	0.88
Telephone Expense	04/26/02	Telecommunications, D	0.94
Telephone Expense	04/26/02	Telecommunications, D	4.07
Telephone Expense	04/26/02	Telecommunications, D	91.09
<b>TOTAL TELEPHONE EXPENSE</b>			<b>\$97.00</b>
Messengers/ Courier	03/29/02	Corporate RestructuringStraightline Courier	22.62
Messengers/ Courier	04/05/02	Corporate RestructuringStraightline Courier	45.23
Messengers/ Courier	04/05/02	Corporate RestructuringStraightline Courier	104.87
Messengers/ Courier	04/21/02	Corporate RestructuringComet Messenger Service	82.28
<b>TOTAL MESSENGERS/ COURIER</b>			<b>\$255.00</b>
Outside Research/Internet Services	04/10/02	Corporate RestructuringPacer Service Center	2.00
<b>TOTAL OUTSIDE RESEARCH/INTERNET SERVICES</b>			<b>\$2.00</b>
<b>TOTAL MATTER</b>			<b>\$597.00</b>

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

<b>Disbursement</b>	<b>Date</b>	<b>Vendor/Employee</b>	<b>Amount</b>
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[REDACTED]

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Comdisco, Inc. (DIP)  
Disclosure Statement/Voting Issues

Bill Date: 06/30/02  
Bill Number: 921074

NAME	DATE	HOURS	DESCRIPTION
BUTLER, JR. J	05/10/02	0.30	BEGIN TO PREPARE FOR MAY 31ST DISCLOSURE STATEMENT HEARING (.3).
BUTLER, JR. J	05/17/02	0.70	REVIEW SEC DISCLOSURE COMMENT LETTER AND CONTINUE TO PREPARE FOR MAY 31ST DISCLOSURE STATEMENT HEARING (.7).
BUTLER, JR. J	05/20/02	0.60	CONTINUE TO PREPARE FOR MAY 31ST OMNIBUS HEARING BEFORE JUDGE BARLIANT IN CHICAGO BANKRUPTCY COURT REGARDING DISCLOSURE STATEMENT HEARING INCLUDING ATTENTION TO OBJECTIONS RECEIVED, NEGOTIATIONS AND NEXT STEPS (.6).
BUTLER, JR. J	05/21/02	0.40	CONTINUE TO PREPARE FOR MAY 31ST OMNIBUS HEARING BEFORE JUDGE BARLIANT IN CHICAGO BANKRUPTCY COURT REGARDING DISCLOSURE STATEMENT HEARING INCLUDING STATUS OF NEGOTIATIONS AND NEXT STEPS (.4).
BUTLER, JR. J	05/22/02	0.80	CONTINUE TO PREPARE FOR MAY 31ST OMNIBUS HEARING BEFORE JUDGE BARLIANT IN CHICAGO BANKRUPTCY COURT REGARDING DISCLOSURE STATEMENT HEARING INCLUDING ATTENTION TO OBJECTIONS RECEIVED, NEGOTIATIONS AND NEXT STEPS (.8).
BUTLER, JR. J	05/23/02	0.30	CONTINUE TO PREPARE FOR MAY 31ST OMNIBUS HEARING BEFORE JUDGE BARLIANT IN CHICAGO BANKRUPTCY COURT REGARDING DISCLOSURE STATEMENT HEARING INCLUDING STATUS OF NEGOTIATIONS REGARDING PLAN OBJECTIONS (.3).
BUTLER, JR. J	05/24/02	0.40	CONTINUE TO PREPARE FOR MAY 31ST OMNIBUS HEARING BEFORE JUDGE BARLIANT IN CHICAGO BANKRUPTCY COURT REGARDING DISCLOSURE STATEMENT HEARING INCLUDING ATTENTION TO EQUITY COMMITTEE OBJECTION, NEGOTIATIONS AND NEXT STEPS (.4).
BUTLER, JR. J	05/25/02	0.60	CONTINUE TO PREPARE FOR MAY 31ST OMNIBUS HEARING BEFORE JUDGE BARLIANT IN CHICAGO BANKRUPTCY COURT REGARDING DISCLOSURE STATEMENT HEARING (.6).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

BUTLER, JR. J	05/27/02	1.90	CONTINUE TO PREPARE FOR MAY 31TH OMNIBUS HEARING BEFORE CHIEF JUDGE BARLIANT IN CHICAGO BANKRUPTCY COURT REGARDING DISCLOSURE STATEMENT HEARING INCLUDING REVIEW OF OBJECTIONS (1.9).
BUTLER, JR. J	05/28/02	1.60	CONTINUE TO PREPARE FOR MAY 31ST OMNIBUS HEARING BEFORE JUDGE BARLIANT IN CHICAGO BANKRUPTCY COURT REGARDING DISCLOSURE STATEMENT HEARING INCLUDING REVIEW OF OBJECTIONS (1.6).
BUTLER, JR. J	05/29/02	1.20	CONTINUE TO PREPARE FOR MAY 31ST OMNIBUS HEARING BEFORE JUDGE BARLIANT IN CHICAGO BANKRUPTCY COURT REGARDING DISCLOSURE STATEMENT HEARING (1.2).
BUTLER, JR. J	05/30/02	6.20	CONTINUE TO PREPARE FOR MAY 31ST OMNIBUS HEARING BEFORE JUDGE BARLIANT IN CHICAGO BANKRUPTCY COURT REGARDING DISCLOSURE STATEMENT HEARING INCLUDING TELECONFERENCES WITH E. WEISFELNER AND SENIOR MANAGEMENT TEAM AND REVIEW AND REVISE OMNIBUS REPLY TO DISCLOSURE STATEMENT OBJECTIONS (6.2).
BUTLER, JR. J	05/31/02	8.30	PREPARE FOR (2.8) AND ATTEND (5.5) OMNIBUS HEARING BEFORE JUDGE BARLIANT IN CHICAGO BANKRUPTCY COURT REGARDING DISCLOSURE STATEMENT HEARING.
		23.30	
KIPP MR	05/30/02	7.40	MEETING RE: LABE OBJECTION (.8); REVIEW MATERIALS RELATING TO OBJECTION (1.8); DRAFT CROSS EXAMINATION OF LABE (1.5); TELECONFERENCE WITH T. SNYDER RE: TESTIMONY IN REBUTTAL TO MR. LABE (1.3); DRAFT DIRECT EXAMINATION OF T. SNYDER (1.3); PREPARE FORTOMORROW'S HEARING (.7).
KIPP MR	05/31/02	9.00	TELECONFERENCE WITH T. SNYDER IN PREPARATION FOR HEARING (.8); PREPARE FOR HEARING (1.0); ATTEND HEARING (6.5); ATTENTION TO DISCOVERY ISSUES RAISED DURING HEARING (.7).
		16.40	
LEDUC A	05/30/02	3.70	REVIEW AND REVISE DISCLOSURE STATEMENT (3.7).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

LEDUC A	05/31/02	2.10	REVIEW REVISED DISCLOSURE STATEMENT (2.1).
		5.80	
PANAGAKIS GN	05/01/02	0.80	ATTENTION TO NEXT STEPS (.8).
PANAGAKIS GN	05/02/02	0.70	MEETING WITH MANAGEMENT TEAM REGARDING NEXT STEPS FOR REVISING DISCLOSURE STATEMENT (.7).
PANAGAKIS GN	05/03/02	0.90	ATTENTION TO PROCESS FOR UPDATING FINANCIAL INFORMATION IN DISCLOSURE STATEMENT (.9).
PANAGAKIS GN	05/07/02	0.30	ATTENTION TO VALUATION MATTERS (.3).
PANAGAKIS GN	05/07/02	0.50	ATTENTION TO REVISIONS TO DISCLOSURE STATEMENT (.5).
PANAGAKIS GN	05/08/02	1.00	ATTENTION TO PROPOSED REVISIONS TO DISCLOSURE STATEMENT (1.0).
PANAGAKIS GN	05/09/02	1.10	CONTINUED ATTENTION TO REVISIONS TO DISCLOSURE STATEMENT, INCLUDING CONVERSATIONS WITH R. HANSON AND C. FORTGANG REGARDING SAME (.5) AND DISCUSSIONS WITH MANAGEMENT AND T. SNYDER REGARDING SAME (.6).
PANAGAKIS GN	05/14/02	1.20	ATTENTION TO TAX DISCLOSURE ISSUES (1.2).
PANAGAKIS GN	05/17/02	0.50	ATTENTION TO STATUS OF OPEN DISCLOSURE STATEMENT MATTERS (.5).
PANAGAKIS GN	05/20/02	3.50	CONTINUE TO WORK ON OPEN DISCLOSURE STATEMENT MATTERS, PARTICULARLY TAX ISSUES (2.5); ATTENTION TO SOLICITATION PROCEDURES (1.0).
PANAGAKIS GN	05/21/02	2.30	REVIEW OBJECTIONS TO DISCLOSURE STATEMENT (.5); CONTINUED ATTENTION TO CHANGES TO SAME, PARTICULARLY TAX MATTERS (1.8).
PANAGAKIS GN	05/22/02	3.00	CONTINUED ATTENTION TO REVISIONS TO DISCLOSURE STATEMENT PRIMARILY REGARDING COMMENTS FROM CREDITORS COMMITTEE AND CLASSIFICATION ISSUES (3.0).
PANAGAKIS GN	05/23/02	2.40	CONTINUE TO WORK ON REVISIONS TO DISCLOSURE STATEMENT, INCLUDING MEETINGS AT COMPANY TO FINALIZE SAME (1.9); CONTINUED ATTENTION TO TAX IMPLICATIONS (.5).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

PANAGAKIS GN	05/24/02	3.00	CONTINUED ATTENTION TO DISCLOSURE STATEMENT, PENDING OBJECTION AND APPROACH FOR RESPONDING TO SAME (3.0).
PANAGAKIS GN	05/27/02	2.50	REVIEW AND COMMENT ON RESPONSE TO DISCLOSURE STATEMENT OBJECTIONS (1.5); ATTENTION TO INCORPORATION OF CHANGES INTO DISCLOSURE STATEMENT (1.0).
PANAGAKIS GN	05/28/02	4.80	REVIEW AND COMMENT ON REVISED DRAFT OF RESPONSE TO DISCLOSURE STATEMENT OBJECTIONS (2.0); CONTINUED ATTENTION TO CHANGES TO DISCLOSURE STATEMENT IN RESPONSE TO CREDITOR COMMITTEE COMMENTS, TAX MATTERS AND ISSUES RAISED BY OBJECTORS (2.8).
PANAGAKIS GN	05/29/02	9.50	REVIEW AND REVISE RESPONSE TO OBJECTION TO DISCLOSURE STATEMENT (2.5); TELECONFERENCES WITH OBJECTORS' COUNSEL REGARDING PROSPECT FOR RESOLUTION (2.5); CONTINUE TO REVIEW AND REVISE DISCLOSURE STATEMENT IN PREPARATION FOR HEARING (2.5); ATTENTION TOTAX MATTERS (2.0).
PANAGAKIS GN	05/30/02	13.00	REVIEW AND REVISE RESPONSE TO OBJECTION TO DISCLOSURE STATEMENT (5.5); TELECONFERENCES WITH SEC AND OTHER OBJECTORS' COUNSEL REGARDING PROSPECT FOR RESOLUTION (3.0); CONTINUE TO REVIEW AND REVISE DISCLOSURE STATEMENT IN PREPARATION FOR HEARING (2.5); ATTENTION TO TAX DISCLOSURE MATTERS (2.0).
PANAGAKIS GN	05/31/02	14.00	PREPARE FOR (2.5) AND ATTEND (5.0) HEARING REGARDING APPROVAL OF DISCLOSURE STATEMENT; FINALIZE RESPONSE AND CHANGES TO DISCLOSURE STATEMENT (4.5); NUMEROUS DISCUSSIONS WITH COUNSEL FOR OBJECTORS (1.5); ATTEND FOLLOW-UP MEETING REGARDING SAME (.5).
		65.00	
PERLMAN F	05/03/02	4.00	REVIEW AND REVISE DISCLOSURE STATEMENT (2.0); MEET WITH R. HANSON REGARDING PLAN ISSUES (2.0).
PERLMAN F	05/05/02	1.00	CONTINUED REVIEW OF OF DISCLOSURE STATEMENT EXHIBITS (1.0).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

PERLMAN F	05/07/02	0.40	TELECONFERENCE WITH H. PARKHILL REGARDING VALUATION (.4).
PERLMAN F	05/09/02	0.60	TELECONFERENCE WITH T. SNYDER REGARDING DISCLOSURE STATEMENT (.6).
PERLMAN F	05/14/02	0.70	ATTENTION TO TAX ISSUES REGARDING DISCLOSURE STATEMENT (.7).
PERLMAN F	05/15/02	1.30	ATTENTION TO SOLICITATION ISSUES (.8); REVIEW SEC LETTER (.5).
PERLMAN F	05/16/02	3.50	MEET WITH R. HANSON REGARDING DISCLOSURE STATEMENT (3.0); TELECONFERENCE WITH R. HANSON REGARDING DISCLOSURE STATEMENT (.5).
PERLMAN F	05/17/02	6.00	REVIEW AND REVISE DISCLOSURE STATEMENT (1.5); ATTENTION TO CREDITOR RECOVERY AND DISCLOSURE STATEMENT EXPLANATION (3.3); TELECONFERENCE WITH R. HANSON REGARDING DISCLOSURE STATEMENT (.3); TELECONFERENCE WITH C. BALL REGARDING DISCLOSURE STATEMENT (.3); REVIEW VOTING PROCEDURES (.6).
PERLMAN F	05/19/02	3.80	ANALYZE ISSUES REGARDING VALUATION AND RECOVERY (1.4); ATTENTION TO EUROPE ISSUES (.8); WORK ON DISCLOSURE STATEMENT (1.6).
PERLMAN F	05/20/02	6.20	WORK ON VOTING PROCEDURES (1.4); WORK ON DISCLOSURE STATEMENT (4.8).
PERLMAN F	05/21/02	6.80	CONTINUE TO WORK ON VOTING PROCEDURES (.6); REVIEW MOSER OBJECTION (.7); REVIEW SUNAMERICA OBJECTION (.4); WORK ON DISCLOSURE STATEMENT (5.1).
PERLMAN F	05/22/02	3.70	WORK ON DISCLOSURE STATEMENT (1.4); REVIEW DISCLOSURE STATEMENT OBJECTIONS (1.2); EVALUATE ADEQUATE INFORMATION (1.1).
PERLMAN F	05/23/02	13.60	TELECONFERENCE WITH H. PARKHILL AND T. SNYDER REGARDING VALUATION AND RECOVERY ANALYSIS (.7); PREPARE FOR DISCLOSURE STATEMENT HEARING (3.2); REVIEW AND REVISE PLAN AND DISCLOSURE (5.1); PREPARE RESPONSE DISCLOSURE STATEMENT OBJECTIONS (4.6).



**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

PERLMAN F	05/24/02	7.90	PREPARE FOR DISCLOSURE STATEMENT HEARING (1.8); REVIEW AND REVISE DISCLOSURE STATEMENT (2.2); PREPARE RESPONSE DISCLOSURE STATEMENT OBJECTIONS (2.6); ATTENTION TO BANK ISSUES REGARDING DISCLOSURE STATEMENT (.8); ATTENTION TO SIP ISSUES (.5).
PERLMAN F	05/25/02	6.10	PREPARE RESPONSE DISCLOSURE STATEMENT (4.2); PREPARE FOR DISCLOSURE STATEMENT HEARING (1.9).
PERLMAN F	05/26/02	6.60	CONTINUE TO PREPARE RESPONSE DISCLOSURE STATEMENT (3.9); PREPARE FOR DISCLOSURE STATEMENT HEARING (1.2); PREPARE PROFFER DISCLOSURE STATEMENT (1.5).
PERLMAN F	05/27/02	6.10	CONTINUE TO PREPARE RESPONSE DISCLOSURE STATEMENT OBJECTION (3.8); PREPARE FOR DISCLOSURE STATEMENT HEARING (.5); REVISE DISCLOSURE STATEMENT (1.8).
PERLMAN F	05/28/02	8.40	CONTINUE TO PREPARE RESPONSE DISCLOSURE STATEMENT (3.1); REVIEW AND REVISE DISCLOSURE STATEMENT (3.5); PREPARE DISCLOSURE STATEMENT HEARING (1.8).
PERLMAN F	05/29/02	14.10	ATTENTION TO SOLICITATION ISSUES (2.8); PREPARE FOR DISCLOSURE STATEMENT HEARING. (2.6); PREPARE DISCLOSURE STATEMENT RESPONSE (3.0); REVIEW BANK OBJECTION. (.8); REVISE DISCLOSURE STATEMENT (3.9); ATTENTION TO FLOHR OBJECTION (.5); ATTENTION TO SIPISSUES (.5).
PERLMAN F	05/30/02	15.80	CONTINUE TO PREPARE RESPONSE DISCLOSURE STATEMENT (5.0); REVISE DISCLOSURE STATEMENT. (5.5); ATTENTION TO SOLICITATION (1.8); PREPARE FOR DISCLOSURE STATEMENT HEARING. (3.5).
PERLMAN F	05/31/02	8.00	PREPARE FOR DISCLOSURE STATEMENT HEARING (2.5); ATTEND DISCLOSURE STATEMENT HEARING (5.5).
		124.60	
Total Partner		235.10	

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

GERSON SJ	05/23/02	2.10	REVIEW AND EDIT CERTAIN PORTIONS OF THE DISCLOSURE STATEMENT (2.1).
		2.10	
HARRINGTON JS	05/17/02	0.80	STRATEGIZE RE: POTENTIAL OBJECTIONS TO DISCLOSURE STATEMENT AND PREPARATION FOR DISCLOSURE STATEMENT HEARING (.7); TELECONFERENCE WITH J. WEST RE: POTENTIAL OBJECTION OF SUNAMERICA TO DISCLOSURE STATEMENT (.1).
HARRINGTON JS	05/20/02	0.20	TELECONFERENCES WITH J. WEST RE: SUNAMERICA OBJECTION TO DISC. STATEMENT (.2).
HARRINGTON JS	05/21/02	1.30	ATTENTION TO DISCLOSURE STATEMENT OBJECTION ISSUES (1.3).
HARRINGTON JS	05/23/02	4.90	WORK ON RESOLVING AND RESPONSE TO DISCLOSURE STATEMENT OBJECTIONS (4.8); TELECONFERENCE WITH J. WEST RE: SUNAMERICA OBJECTION (.1).
HARRINGTON JS	05/28/02	1.00	STRATEGIZE RE: OBJECTIONS TO DISCLOSURE STATEMENT TO BE RESOLVED BEFORE MAY 31 HEARING (1.0).
HARRINGTON JS	05/29/02	9.10	WORK ON RESPONSE TO DISCLOSURE STATEMENT OBJECTIONS (2.1); DRAFT PROFFER FOR MOTION TO APPROVE DISCLOSURE STATEMENT AND SOLICITATION PROCEDURES (2.7); MAKE CHANGES AND EDITS TO DISCLOSURE STATEMENT (4.3).
HARRINGTON JS	05/30/02	11.50	STRATEGIZE RE: RESPONSE TO DISCLOSURE STATEMENT OBJECTIONS (.9); PROOF, EDIT AND MAKE SUBSTANTIVE CHANGES TO DISCLOSURE STATEMENT (7.4); CONTINUE DRAFTING PROFFER FOR MOTION TO APPROVE DISCLOSURE STATEMENT AND SOLICITATION PROCEDURES (3.1); TELECONFERENCE WITH T. AHTO RE: HEARING (.1).
HARRINGTON JS	05/31/02	5.40	ATTEND AND ASSIST AT DISCLOSURE STATEMENT HEARING (5.4).
		34.20	
MEISLER RE	05/01/02	0.20	TELECONFERENCE WITH M. LIPSKY OF DEUTSCHEBANK REGARDING DISCLOSURE STATEMENT (.2).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

MEISLER RE	05/02/02	0.50	REVIEWED NOTICE OF DISCLOSURE STATEMENT HEARING REGARDING PUBLICATION IN NEWSPAPERS (.5).
MEISLER RE	05/20/02	2.50	REVIEWED, REVISED AND FINALIZED INNISFREE RETENTION APPLICATION (1.6); COORDINATED FILING OF SAME (.2); REVIEWED SOLICITATION MOTION AND DRAFTED SUMMARY IN RESPONSE TO R. HANSON'S INQUIRY (.7).
MEISLER RE	05/21/02	2.20	ATTENTION TO SOLICITATION MATTERS IN CONNECTION WITH BONDHOLDERS (.7); TELECONFERENCES WITH J. SULLIVAN REGARDING SAME (.3); TELECONFERENCE WITH A. GULKOWITZ REGARDING SAME (.1); BEGAN REVIEWING DISCLOSURE STATEMENT AND PLAN IN PREPARATION FOR MAY 31, 2002 HEARING (.8); BEGAN REVIEWING BALLOTS REGARDING SAME (.3).
MEISLER RE	05/22/02	8.00	REVIEWED OBJECTIONS ASSERTED BY J. LABE, HENRIQUEZ & HOWARD REGARDING INADEQUATE INFORMATION (.7); PERFORMED COMPUTER RESEARCH REGARDING SAME (4.1); REVIEWED CASE LAW AND TREATISE REGARDING SAME (3.2).
MEISLER RE	05/23/02	9.60	REVIEW AND REVISE DISCLOSURE STATEMENT (1.1); REVIEWED "ADEQUATE INFORMATION" OBJECTION AND BEGAN DRAFTING RESPONSE TO SAME (2.8); CONTINUED RESEARCH REGARDING SAME (2.1); REVIEWED MOST RECENT 10-K AND 10-Q REGARDING SAME (3.6).
MEISLER RE	05/24/02	7.90	TELECONFERENCE WITH L. COBERLY REGARDING SOLICITING CLASS ACTION PLAINTIFFS IN SUIT AGAINST DEBTORS (.2); TELECONFERENCE WITH H. PARKHILL, T. AHTO AND D. GRENDE REGARDING LABE, HENRIQUEZ AND HOWARD OBJECTION (1.3); ADDITIONAL TELECONFERENCE WITH H. PARKHILL REGARDING SAME (.2); CONTINUED RESEARCH REGARDING LABE, HENRIQUEZ AND HOWARD OBJECTION (3.1); CONTINUED DRAFTING RESPONSE REGARDING SAME (2.9); TELECONFERENCE WITH G. MULVEY REGARDING PRINTING DISCLOSURE STATEMENT, PLAN AND BALLOTS FOR SOLICITATION (.2).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

MEISLER RE	05/25/02	3.40	COMPLETED DRAFT OF RESPONSE IN CONNECTION WITH LABE, HENRIQUEZ AND HOWARD OBJECTION (2.1); BEGAN PREPARATION FOR MAY 31 DISCLOSURE STATEMENT HEARING (1.3).
MEISLER RE	05/28/02	9.50	TELECONFERENCE WITH L. COBERLY REGARDING SOLICITING CLASS ACTION PLAINTIFFS (.1); ATTENTION TO SAME (.7); TELECONFERENCES WITH J. SULLIVAN REGARDING SAME (.2); STRATEGIZED REGARDING DISCLOSURE STATEMENT HEARING (1.6); REVISED RESPONSE REGARDING OBJECTIONS TO DISCLOSURE STATEMENT ON GROUNDS OF INADEQUATE INFORMATION (4.1); TELECONFERENCES WITH F. ZIEGLER REGARDING SAME (.1); REVIEWED AND REVISED BALLOTS (2.3); REVIEWED AND REVISED DISCLOSURE STATEMENT (.3); TELECONFERENCE WITH G. MULVEY REGARDING PRINTING SOLICITATION PACKAGES (.1).
MEISLER RE	05/29/02	13.30	TELECONFERENCE WITH K. LOGAN REGARDING SOLICITATION (.5); TELECONFERENCES WITH J. SULLIVAN REGARDING SOLICITATION (.7); TELECONFERENCE WITH K. LOGAN AND J. SULLIVAN REGARDING SOLICITATION OF HOLDERS OF SUBORDINATED CLAIMS (.5); TELECONFERENCES WITH C. WALTERS REGARDING SAME (.2); CONFERENCE WITH G. MULVEY REGARDING PRINTING DISCLOSURE STATEMENT AND PLAN AND DISTRIBUTING SAME (1.7); REVIEW AND REVISE RESPONSE TO DISCLOSURE STATEMENT OBJECTION REGARDING ADEQUATE INFORMATION (.6); DRAFTED SCHEDULES AND TIMELINES REGARDING SOLICITATION OF PLAN (1.4); REVIEWED AND REVISED EXHIBITS TO SOLICITATION PROCEDURES ORDER (3.2); REVIEWED AND REVISED BALLOTS (3.7); PREPARE FOR MAY 31 HEARING REGARDING DISCLOSURE STATEMENT (.8).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MEISLER RE	05/30/02	14.60	TELECONFERENCE WITH F. ZIEGLER REGARDING RESPONSE TO OBJECTION FILED AGAINST DISCLOSURE STATEMENT (.1); REVIEW AND REVISE RESPONSE TO OBJECTION FILED AGAINST DISCLOSURE STATEMENT (7.8); REVIEW AND REVISE SCRIPT REGARDING DISCLOSURE STATEMENT HEARING(1.1); REVIEW AND REVISE EXHIBITS TO SOLICITATION PROCEDURES ORDER (1.4); REVIEW AND REVISE BALLOTS REGARDING DISCLOSURE STATEMENT (3.8); PREPARE FOR MAY 31 HEARING (.4).
MEISLER RE	05/31/02	15.50	CONTINUE REVISING EXHIBITS TO SOLICITATION PROCEDURES ORDER (4.2); CONTINUE PREPARATIONS FOR MAY 31 HEARING (4.5); CONTINUED REVISIONS TO SOLICITATION PROCEDURES ORDER (3.8); REVIEWED AND REVISED DISCLOSURE STATEMENT (3.0).
		87.20	
MURPHY MM	05/07/02	1.50	TELECONFERENCE RE: DISCLOSURE STATEMENT (.7); REVIEW DISCLOSURE STATEMENT (.8).
MURPHY MM	05/08/02	0.80	CONTINUE REVIEW OF DISCLOSURE STATEMENT (.8).
MURPHY MM	05/13/02	1.40	ANSWER NUMEROUS CALLS RE: DISCLOSURE STATEMENT HEARING (1.4).
MURPHY MM	05/16/02	0.70	ANSWER NUMEROUS CALLS RE: DISCLOSURE STATEMENT HEARING (.7).
MURPHY MM	05/17/02	2.50	RESEARCH RE: POTENTIAL ISSUES SURROUNDING APPROVAL OF THE DISCLOSURE STATEMENT (1.3); STRATEGIZE RE: DISCLOSURE STATEMENT HEARING (1.2).
MURPHY MM	05/20/02	1.20	ANSWER NUMEROUS TELECONFERENCES RE: DISCLOSURE STATEMENT HEARING (1.2).
MURPHY MM	05/21/02	3.10	REVIEW MATERIALS RE: POTENTIAL LITIGATION SURROUNDING DISCLOSURE STATEMENT AND PLAN (3.1).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MURPHY MM	05/22/02	6.50	REVIEW OBJECTIONS TO DISCLOSURE STATEMENT (2.8); BEGIN WORKING ON OMNIBUS RESPONSE TO OBJECTIONS TO THE DISCLOSURE STATEMENT (2.4); STRATEGIZE RE: UPCOMING DISCLOSURE STATEMENT HEARING (1.3).
MURPHY MM	05/24/02	10.20	CONTINUE WORKING ON RESPONSE TO OBJECTIONS TO DISCLOSURE STATEMENT (10.2).
MURPHY MM	05/25/02	4.90	FINALIZE DRAFT OF RESPONSE TO OBJECTIONS, WITH FOCUS ON RELEASES (2.2); DRAFT PROFFER WITH REGARD TO DISCLOSURE STATEMENT HEARING (2.7).
MURPHY MM	05/28/02	2.90	STRATEGIZE REGARDING UPCOMING DISCLOSURE STATEMENT HEARING (1.1); CONTINUE DRAFTING OMNIBUS RESPONSE TO OBJECTIONS TO THE DISCLOSURE STATEMENT (1.8).
MURPHY MM	05/29/02	11.40	WORK ON EXHIBITS TO OMNIBUS RESPONSE TO OBJECTIONS TO DISCLOSURE STATEMENT (3.1); CONTINUE DRAFTING OMNIBUS RESPONSE TO OBJECTIONS TO DISCLOSURE STATEMENT (5.1); CONTINUE DRAFTING DISCLOSURE STATEMENT PROFFER (3.2).
MURPHY MM	05/30/02	17.00	STRATEGIZE RE: OMNIBUS RESPONSE TO OBJECTIONS TO DISCLOSURE STATEMENT (2.1); FINALIZE OMNIBUS RESPONSE TO OBJECTIONS TO DISCLOSURE STATEMENT (7.2); FINALIZE EXHIBITS TO OMNIBUS RESPONSE TO OBJECTIONS TO DISCLOSURE STATEMENT (1.1); FINALIZE FIRST AMENDED DISCLOSURE STATEMENT (6.1); FINALIZE PREPARATIONS FOR THE MAY 31, 2002 DISCLOSURE STATEMENT HEARING (.5).
MURPHY MM	05/31/02	8.10	FINALIZE PREPARATIONS FOR DISCLOSURE STATEMENT HEARING (.9); ATTEND DISCLOSURE STATEMENT HEARING (7.2).
		72.20	
STEINLE JJ	05/13/02	0.60	REVIEW PROPOSALS REGARDING PRINTING AND DISTRIBUTION OF PLAN AND DISCLOSURE STATEMENT (.6).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

STEINLE JJ	05/20/02	2.10	RESPOND TO STOCKHOLDER, CREDITOR AND OTHER INTERESTED PARTIES WITH RESPECT TO OBJECTION DEADLINE AND DISCLOSURE STATEMENT HEARING (2.1).
STEINLE JJ	05/22/02	4.50	ANALYSIS REGARDING RELEASE OBJECTIONS TO DISCLOSURE STATEMENT (4.5).
STEINLE JJ	05/23/02	4.90	REVISE PLAN AND DISCLOSURE STATEMENT (.9); DRAFT RESPONSE TO RELEASE OBJECTIONS (4.0).
STEINLE JJ	05/24/02	6.70	DRAFT RESPONSE TO RELEASE OBJECTIONS (4.1); ANALYSIS REGARDING RELEASES IN PLANS OF REORGANIZATION (1.4); REVISE PLAN AND DISCLOSURE STATEMENT (1.2).
STEINLE JJ	05/26/02	1.50	REVIEW STATUS OF OBJECTIONS AND OMNIBUS RESPONSE IN PREPARATION FOR MAY 31, 2002 HEARING (1.5).
STEINLE JJ	05/28/02	3.40	REVISE RESPONSE TO DISCLOSURE PLAN OBJECTIONS (3.4).
STEINLE JJ	05/29/02	6.20	EDIT RESPONSE TO DISCLOSURE STATEMENT OBJECTIONS (3.5); REVISE DISCLOSURE STATEMENT (2.7).
STEINLE JJ	05/30/02	18.80	REVISE RESPONSE TO OBJECTIONS (8.4); PREPARE DISCLOSURE STATEMENT (8.3); PREPARE FOR HEARING (2.1).
STEINLE JJ	05/31/02	9.50	PREPARE FOR (2.5) AND ATTEND (7.0) DISCLOSURE STATEMENT HEARING.
		58.20	
STUART NL	05/22/02	4.50	CREATED CHART FOR OBJECTIONS TO CDO DISCLOSURE STATEMENT, BINDERS, AND MEETING (4.5).
STUART NL	05/24/02	7.30	REVIEW OF PLAN AND DISCLOSURE STATEMENT (2.8); RESEARCH "DEATH TRAP" PROVISIONS (4.5).
STUART NL	05/28/02	10.50	PREPARATION AND RESEARCH FOR RESPONSE AND DISCLOSURE STATEMENT HEARING (7.0); PREPARATION OF OBJECTION CHART (3.5).
STUART NL	05/29/02	11.70	CONTINUED PREPARATION AND RESEARCH FOR DISCLOSURE STATEMENT HEARING AND PREPARATION OF RESPONSE (11.7).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

STUART NL	05/30/02	19.40	FINALIZE PREPARATION FOR DISCLOSURE STATEMENT HEARING-- DRAFT CERTIFICATES OF NO OBJECTION, DRAFT RESPONSE, RESEARCH RE RESPONSE, PROOF DISCLOSURE STATEMENT AND PLAN (19.4).
STUART NL	05/31/02	3.20	FINAL PREP FOR DISCLOSURE STATEMENT HEARING, RESEARCH AND DOCUMENT REVIEW (3.2).
		56.60	
<b>Total Associate</b>		<b>310.50</b>	
FENWICK S	05/01/02	0.30	ASSEMBLE AND PREPARE DOCUMENTS RE AFFIDAVIT OF SERVICE OF NOTICE ON HEARING ON DISCLOSURE STATEMENT FOR FILING WITH COURT (.3).
FENWICK S	05/28/02	0.30	PREPARE AND ASSEMBLE PRECEDENT DOCUMENTS RE DISCLOSURE STATEMENT HEARING TRANSCRIPT FOR ATTORNEY REVIEW (.3).
FENWICK S	05/30/02	2.00	PERFORM PRECEDENT RESEARCH RE DISCLOSURE STATEMENTS AND ASSEMBLE DOCUMENTS FOR ATTORNEY REVIEW (2.0).
		2.60	
FROST TL	05/30/02	1.50	PRECEDENT RESEARCH RE: DISCLOSURE STATEMENTS (1.5).
		1.50	
<b>Total Legal Assistant</b>		<b>4.10</b>	
<b>MATTER TOTAL</b>		<b><u>549.70</u></b>	



**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Comdisco, Inc. (DIP)  
Disclosure Statement/Voting Issues

Bill Date: 06/30/02  
Bill Number: 921074

Disbursement	Date	Vendor/Employee	Amount
In-house Reproduction	05/03/02	Copy Center, D	87.45
In-house Reproduction	05/07/02	Copy Center, D	6.41
In-house Reproduction	05/10/02	Copy Center, D	2.40
In-house Reproduction	05/14/02	Copy Center, D	0.40
In-house Reproduction	05/24/02	Copy Center, D	21.94
In-house Reproduction	05/28/02	Copy Center, D	1.10
In-house Reproduction	05/31/02	Copy Center, D	7.01
In-house Reproduction	05/31/02	Copy Center, D	56.29
<b>TOTAL IN-HOUSE REPRODUCTION</b>			<b>\$183.00</b>
Telephone Expense	04/26/02	Telecommunications, D	0.01
Telephone Expense	04/26/02	Telecommunications, D	0.97
Telephone Expense	05/31/02	Telecommunications, D	0.01
Telephone Expense	05/31/02	Telecommunications, D	0.01
Telephone Expense	05/31/02	Telecommunications, D	0.02
Telephone Expense	05/31/02	Telecommunications, D	0.03
Telephone Expense	05/31/02	Telecommunications, D	0.03
Telephone Expense	05/31/02	Telecommunications, D	0.04
Telephone Expense	05/31/02	Telecommunications, D	0.10
Telephone Expense	05/31/02	Telecommunications, D	0.13
Telephone Expense	05/31/02	Telecommunications, D	0.16
Telephone Expense	05/31/02	Telecommunications, D	0.27
Telephone Expense	05/31/02	Telecommunications, D	0.46
Telephone Expense	05/31/02	Telecommunications, D	1.09
Telephone Expense	05/31/02	Telecommunications, D	1.82
Telephone Expense	05/31/02	Telecommunications, D	2.23
Telephone Expense	05/31/02	Telecommunications, D	4.50
Telephone Expense	05/31/02	Telecommunications, D	7.30
Telephone Expense	05/31/02	Telecommunications, D	113.82
<b>TOTAL TELEPHONE EXPENSE</b>			<b>\$133.00</b>
Lexis/Nexis	05/24/02	Stuart NL	290.71
Lexis/Nexis	05/28/02	Stuart NL	56.51

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Disbursement	Date	Vendor/Employee	Amount
Lexis/Nexis	05/30/02	Altan EL	31.55
Lexis/Nexis	05/30/02	Altan EL	254.99
Lexis/Nexis	05/30/02	Stuart NL	571.24
		<b>TOTAL LEXIS/NEXIS</b>	<b>\$1,205.00</b>
Westlaw	05/22/02	Meisler RE	503.75
Westlaw	05/24/02	Murphy MM	8.11
Westlaw	05/24/02	Murphy MM	8.94
Westlaw	05/24/02	Stuart NL	31.14
Westlaw	05/28/02	Meisler RE	16.86
Westlaw	05/28/02	Stuart NL	309.16
Westlaw	05/30/02	Qiu SX	7.42
Westlaw	05/30/02	Altan EL	46.22
Westlaw	05/30/02	Stuart NL	425.27
Westlaw	05/30/02	Murphy MM	426.13
		<b>TOTAL WESTLAW</b>	<b>\$1,783.00</b>
Telephone Expense - all other	04/26/02	Telecommunications, DGenesys Conferencing	81.00
		<b>TOTAL TELEPHONE EXPENSE - ALL OTHER</b>	<b>\$81.00</b>
Messengers/ Courier	03/31/02	Corporate Restructuring Arrow Messenger Svc	23.93
Messengers/ Courier	04/28/02	Corporate Restructuring Arrow Messenger Svc	15.81
Messengers/ Courier	05/24/02	Corporate Restructuring Straightline Courier	36.90
Messengers/ Courier	05/26/02	Corporate Restructuring Comet Messenger Service	15.36
		<b>TOTAL MESSENGERS/ COURIER</b>	<b>\$92.00</b>
Cellular Phone Expense	04/12/02	Meisler RE	1.04
Cellular Phone Expense	04/15/02	Meisler RE	0.35
Cellular Phone Expense	04/19/02	Meisler RE	0.52
Cellular Phone Expense	04/22/02	Meisler RE	0.18
Cellular Phone Expense	04/24/02	Meisler RE	0.52

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

<b>Disbursement</b>	<b>Date</b>	<b>Vendor/Employee</b>	<b>Amount</b>
Cellular Phone Expense	04/26/02	Meisler RE	1.04
Cellular Phone Expense	05/01/02	Meisler RE	0.35
		<b>TOTAL CELLULAR PHONE EXPENSE</b>	<b>\$4.00</b>
		<b>TOTAL MATTER</b>	<b>\$3,481.00</b>

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Bill Date: 07/31/02  
Bill Number: 923588

Comdisco, Inc. (DIP)  
Disclosure Statement/Voting Issues

NAME	DATE	HOURS	DESCRIPTION
BUTLER, JR. J	06/03/02	0.80	CONTINUED ATTENTION TO REVISIONS TO DISCLOSURE STATEMENT, ETC. REGARDING MAY 31ST DISCLOSURE STATEMENT HEARING (.8).
BUTLER, JR. J	06/04/02	0.40	CONTINUED ATTENTION TO REVISIONS TO DISCLOSURE STATEMENT, ETC. REGARDING MAY 31ST DISCLOSURE STATEMENT HEARING (.4).
BUTLER, JR. J	06/05/02	0.80	CONTINUED ATTENTION TO DISCLOSURE STATEMENT MATTERS INCLUDING PREPARATION AND NEXT STEPS FOR JUNE 10TH HEARINGS AND REVIEW TRANSCRIPT OF MAY 31ST HEARING (.8).
BUTLER, JR. J	06/07/02	0.30	CONTINUED ATTENTION TO DISCLOSURE STATEMENT MATTERS INCLUDING PREPARATION AND NEXT STEPS FOR JUNE 10TH AND JUNE 13TH HEARINGS (.3).
BUTLER, JR. J	06/09/02	0.40	CONTINUED ATTENTION TO DISCLOSURE STATEMENT MATTERS INCLUDING PREPARATION AND NEXT STEPS FOR JUNE 10TH AND JUNE 13TH HEARINGS (.4).
BUTLER, JR. J	06/10/02	0.80	CONTINUED ATTENTION TO DISCLOSURE STATEMENT MATTERS INCLUDING RESULTS OF JUNE 10TH HEARING AND PREPARATION AND NEXT STEPS FOR JUNE 13TH HEARING (.8).
BUTLER, JR. J	06/11/02	0.70	CONTINUED ATTENTION TO DISCLOSURE STATEMENT MATTERS INCLUDING CONTINUED PREPARATION FOR JUNE 13TH HEARING (.7).
BUTLER, JR. J	06/12/02	1.30	CONTINUED ATTENTION TO DISCLOSURE STATEMENT MATTERS INCLUDING CONTINUED PREPARATION FOR JUNE 13TH HEARING (1.3).
BUTLER, JR. J	06/13/02	2.90	PREPARE FOR (2.4) AND ATTEND (.5) CONTINUED DISCLOSURE STATEMENT HEARING BEFORE JUDGE BARLIANT IN CHICAGO BANKRUPTCY COURT.
BUTLER, JR. J	06/19/02	0.40	CONTINUED ATTENTION TO INITIATION OF SOLICITATION PROCESS, ETC. (.4).
BUTLER, JR. J	06/21/02	0.30	FOLLOW-UP ON SOLICITATION MATTERS, ETC. (.3).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

		9.10	
PANAGAKIS GN	06/05/02	0.70	ATTENTION TO OUTSTANDING DISCLOSURE STATEMENT ISSUES (.7).
PANAGAKIS GN	06/06/02	1.00	ATTENTION TO SOLICITATION LETTERS (1.0).
PANAGAKIS GN	06/07/02	1.50	ATTENTION TO REVISIONS TO DISCLOSURE STATEMENT (1.5).
PANAGAKIS GN	06/10/02	3.50	ATTEND DISCLOSURE STATEMENT HEARING (1.0); ATTENTION TO REVISIONS TO DISCLOSURE STATEMENT (1.5), AND SOLICITATION MATTER (1.0).
PANAGAKIS GN	06/11/02	3.10	ATTENTION TO REVISIONS TO DISCLOSURE STATEMENT (1.5) AND RELATED SOLICITATION MATTERS (.5); MEETING WITH R. HANSON REGARDING COMMENTS TO SAME (1.1).
PANAGAKIS GN	06/12/02	3.50	FINAL REVISIONS TO DISCLOSURE STATEMENT AND PREPARATIONS FOR NEXT DAY HEARING REGARDING SAME (3.5).
PANAGAKIS GN	06/13/02	5.70	MEETING WITH MANAGEMENT TEAM (1.2) AND CONTINUED PREPARATION FOR (2.0) DISCLOSURE STATEMENT HEARING; ATTENTION TO ADDITIONAL REVISIONS TO SAME (1.5) AND PROCESS FOR SOLICITATION (1.0).
		19.00	
PERLMAN F	06/03/02	4.40	REVIEW DISCLOSURE STATEMENT HEARING TRANSCRIPT (1.5); REVIEW PLAN AND DISCLOSURE STATEMENT (2.3); EVALUATE DISCLOSURE STATEMENT TAX ISSUES (.6).
PERLMAN F	06/04/02	2.30	ANALYZE DISCLOSURE STATEMENT ISSUES (2.3).
PERLMAN F	06/05/02	2.30	CONTINUE TO REVISE DISCLOSURE STATEMENT (2.3).
PERLMAN F	06/06/02	4.30	REVISE DISCLOSURE STATEMENT (1.7); REVIEW AND REVISE EQUITY SOLICITATION LETTER (1.4); REVIEW AND REVISE CLASS ACTION SOLICITATION LETTER (1.2).
PERLMAN F	06/07/02	1.80	ATTENTION TO DISCLOSURE STATEMENT (1.8).
PERLMAN F	06/10/02	5.70	ATTEND DISCLOSURE STATEMENT HEARING (1.0); REVISE DISCLOSURE STATEMENT (2.9); ATTENTION TO SOLICITATION ISSUES (1.8).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

PERLMAN F	06/11/02	6.00	REVIEW AND REVISE DISCLOSURE STATEMENT (3.1); ATTENTION TO SOLICITATION ISSUES (2.1); MEETING WITH R. HANSON REGARDING DISCLOSURE STATEMENT (.8).
PERLMAN F	06/12/02	9.40	TELECONFERENCE WITH H. PARKHILL REGARDING DISCLOSURE STATEMENT (.3); ATTENTION TO SOLICITATION ISSUES (1.6); REVISE AND FINALIZE DISCLOSURE STATEMENT (3.2); PREPARE FOR DISCLOSURE STATEMENT HEARING (1.0); REVIEW AND REVISE BALLOTS (1.5); REVIEW AND REVISE NOTICES (1.2); ATTENTION TO MOSER ISSUES (.6).
PERLMAN F	06/13/02	9.50	PREPARE FOR DISCLOSURE STATEMENT HEARING (2.2); CONTINUED REVISING AND FINALIZING DISCLOSURE STATEMENT (4.5); ATTEND DISCLOSURE STATEMENT HEARING (1.0); ATTENTION TO SOLICITATION ISSUES (1.8).
PERLMAN F	06/14/02	7.30	ATTENTION TO DISCLOSURE STATEMENT (3.8); REVIEW AND REVISE BALLOTS (1.8); ATTENTION TO SOLICITATION ISSUES (1.7).
PERLMAN F	06/15/02	0.70	REVIEW DISCLOSURE STATEMENT (.7).
PERLMAN F	06/17/02	1.10	ATTENTION TO SOLICITATION ISSUES (1.1).
PERLMAN F	06/19/02	1.20	CONTINUE ATTENTION TO SOLICITATION ISSUES (1.2).
PERLMAN F	06/20/02	1.80	CONTINUE ATTENTION TO SOLICITATION ISSUES (1.8).
PERLMAN F	06/21/02	1.90	CONTINUE ATTENTION TO SOLICITATION ISSUES (1.9).
PERLMAN F	06/24/02	0.90	CONTINUE ATTENTION TO SOLICITATION ISSUES (.9).
PERLMAN F	06/28/02	0.50	CONTINUE ATTENTION TO SOLICITATION ISSUES (.5).
		61.10	
Total Partner		89.20	
GERSON SJ	06/05/02	1.20	REVIEW AND EDIT CERTAIN PORTIONS OF THE DISCLOSURE STATEMENT (1.1); TELECONFERENCE WITH L. COCHRAN OF CLIENT REGARDING CERTAIN INFORMATION FOR SAME (.1).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

GERSON SJ	06/10/02	1.30	REVIEW AND EDIT CERTAIN PORTIONS OF THE DISCLOSURE STATEMENT (1.1); TELECONFERENCE WITH D. REYNOLDS REGARDING CERTAIN NUMBERS FOR SAME (.1); DRAFT MEMORANDUM TO D. REYNOLDS REGARDING SAME (.1).
GERSON SJ	06/12/02	0.30	EDIT CERTAIN PORTIONS OF DISCLOSURE STATEMENT (.3).
		2.80	
HARRINGTON JS	06/03/02	1.60	ASSIST C. RABER IN FINALIZING TRANSCRIPT FROM DISCLOSURE STATEMENT HEARING (.2); REVIEW TRANSCRIPT FROM DISCLOSURE STATEMENT HEARING (1.4).
HARRINGTON JS	06/04/02	1.60	CONTINUE TO REVIEW TRANSCRIPT FROM MAY 31 DISCLOSURE STATEMENT HEARING (1.6).
HARRINGTON JS	06/12/02	9.80	REVISE AND MAKE CHANGES TO DISCLOSURE STATEMENT AND PLAN AND PREPARE FOR CONTINUATION OF HEARING ON DISCLOSURE STATEMENT (9.8).
HARRINGTON JS	06/13/02	10.60	PREPARATION FOR HEARING ON DISCLOSURE STATEMENT APPROVAL (4.8); ATTENDANCE AND ASSISTANCE AT HEARING (1.6); FINALIZING PLAN OF REORGANIZATION AND DISCLOSURE STATEMENT FOR FILING AND DISTRIBUTION (4.2).
HARRINGTON JS	06/14/02	2.90	FINALIZE DOCUMENTS FOR PRINTING (1.8); REVIEW DOCUMENTS AT PRINTER (1.1).
		26.50	
MEISLER RE	06/03/02	5.80	REVIEWED DISCLOSURE STATEMENT REGARDING EDITS IN CONNECTION WITH CLOSINGS OF CHG, CLSG AND CEG (.5); TELECONFERENCE WITH J. SULLIVAN REGARDING BALLOTS (1.1); REVIEWED AND REVISED BALLOTS (4.2).
MEISLER RE	06/04/02	8.50	TELECONFERENCES WITH J. SULLIVAN REGARDING SOLICITATION AND BALLOTS (.6); REVIEWED AND REVISED BALLOTS TO REFLECT C-5 VOTERS' ELECTION TO ACCEPT OR REJECT THE RELEASE AND DISTRIBUTION (5.8); REVISED BALLOTS AND DISCLOSURE STATEMENT TO REFLECT SAME AND LOGISTICS OF TABULATING VOTES REGARDING RELEASE AND DISTRIBUTION (2.1).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MEISLER RE	06/05/02	10.60	TELECONFERENCES WITH J. SULLIVAN REGARDING SOLICITATION (.8); TELECONFERENCE WITH M. DUNCAN REGARDING EXCHANGE AGENT (.7); REVIEW, REVISE AND DRAFT BALLOTS REGARDING SOLICITATION OF EQUITY (9.1).
MEISLER RE	06/06/02	6.90	TELECONFERENCES WITH J. SULLIVAN REGARDING SOLICITATION (.2); TELECONFERENCE WITH M. DUNCAN REGARDING TENDER OF OLD EQUITY ISSUES (.1); TELECONFERENCE WITH N. RAZI REGARDING SOLICITING HOLDERS OF OLD EQUITY THROUGH EMPLOYEE STOCK PURCHASE PLAN (.1); CONTINUED TO REVIEW AND REVISE CLASS C-5 BALLOTS (4.9); DRAFTED SUMMARIES OF MECHANICS OF SOLICITATION (1.6).
MEISLER RE	06/07/02	6.90	REVIEWED AND REVISED SOLICITATION MATERIALS INCLUDING BALLOTS AND SOLICITATION PROCEDURES ORDER (6.4); TELECONFERENCES WITH J. SULLIVAN REGARDING BALLOTS (.3); TELECONFERENCE WITH M. DUNCAN REGARDING ROLE OF EXCHANGE AGENT AND ENGAGEMENT LETTER (.2).
MEISLER RE	06/10/02	1.60	ATTENTION TO SOLICITATION MATTERS REGARDING NOTICING HOLDERS OF PRISM EQUITY OF NON-VOTING STATUS (.3); REVIEWED AND REVISED INSTRUCTIONS REGARDING DISTRIBUTION OF SOLICITATION MATERIAL (.8); TELECONFERENCE WITH K. LOGAN REGARDING SAME (.1); TELECONFERENCE WITH J. SULLIVAN REGARDING SAME (.2); TELECONFERENCE WITH G. MULVEY REGARDING NEW TIMELINE (.2).
MEISLER RE	06/11/02	7.80	TELECONFERENCE WITH K. LOGAN REGARDING SOLICITATION (.2); TELECONFERENCE WITH J. SULLIVAN REGARDING SAME (.2); CONTINUED REVIEWING AND REVISING SOLICITATION MATERIALS (6.9); REVISED DISCLOSURE STATEMENT REGARDING CLOSING OF CEG, CLSG AND CHG (.5).
MEISLER RE	06/12/02	11.50	TELECONFERENCE WITH J. SULLIVAN REGARDING SOLICITATION (.2); REVISED DISCLOSURE STATEMENT REGARDING CLOSING OF CEG, CLSG AND CHG (.1); REVISED SOLICITATION MATERIALS (7.4); PREPARED FOR JUNE 13, 2002 HEARING (3.8).



SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MEISLER RE	06/13/02	15.00	PREPARED FOR JUNE 13, 2002 HEARING REGARDING DISCLOSURE STATEMENT AND SOLICITATION (1.1); CONTINUED ATTENTION TO SOLICITATION MATERIALS AND REVIEWED DOCUMENTS FOR PRINTING (13.9).
MEISLER RE	06/14/02	13.20	CONTINUED ATTENTION TO SOLICITATION MATERIALS AND REVIEWED AND REVISED DOCUMENTS FOR PRINTING (13.2).
MEISLER RE	06/17/02	3.90	REVIEWED AND REVISED ANALYSIS REGARDING DISTRIBUTION OF SOLICITATION MATERIALS (2.6); CONTINUED ATTENTION TO SOLICITATION (1.3).
MEISLER RE	06/18/02	3.80	ATTENTION TO SOLICITATION MATTERS (3.8).
MEISLER RE	06/19/02	0.40	ATTENTION TO SOLICITATION MATTERS (.4).
MEISLER RE	06/20/02	4.80	REVIEWED PROCESS OF DISTRIBUTION OF SOLICITATION MATERIALS TO HOLDERS OF PUBLIC SECURITIES (4.3); TELECONFERENCE WITH F. ZIEGLER REGARDING ADDRESSES OF PRISM STOCKHOLDERS (.1); TELECONFERENCE WITH M. CORNELL REGARDING SAME (.2); TELECONFERENCE WITH K. LOGAN REGARDING DISTRIBUTION OF SOLICITATION MATERIALS AND CONSEQUENCES OF THIRD OMNIBUS OBJECTION (.2).
MEISLER RE	06/21/02	2.50	REVIEW PROCESS REGARDING SOLICITATION OF CREDITORS (2.5).
MEISLER RE	06/25/02	4.90	TELECONFERENCE WITH D. HARTIE REGARDING SOLICITATION (.2); TELECONFERENCES WITH R. LACKEY REGARDING SURI FAMILY TRUST AND 3018(A) STIPULATION (.2); TELECONFERENCE WITH C. LOGAN, COUNSEL FOR SURI FAMILY TRUST REGARDING SAME (.2); DRAFTED 3018(A) TEMPLATE STIPULATION (2.8); TELECONFERENCE WITH G. MULVEY REGARDING SOLICITATION (.2); REVIEWED CONFIRMATION HEARING NOTICE AND PREPARED SAME FOR PUBLICATION (.9); RESPONDED TO INQUIRIES REGARDING SOLICITATION PROCEDURES ORDER (.4).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

MEISLER RE	06/26/02	0.40	TELECONFERENCE WITH K. LOGAN REGARDING DISTRIBUTION OF BALLOTS TO HOLDERS OF RESOLVED CLAIMS (.2); DRAFTED CORRESPONDENCE TO J. SULLIVAN REGARDING RESPONSE TO SOLICITATION INQUIRY (.2).
MEISLER RE	06/27/02	2.00	REVISED TEMPLATE 3018 (A) STIPULATION (1.1); TELECONFERENCE WITH C. LOGAN REGARDING 3018 (A) STIPULATION ON ACCOUNT OF SURREY FAMILY TRUST (.1); DRAFTED 3018 (A) STIPULATION REGARDING SAME (.4); ATTENTION TO SOLICITATION INQUIRIES REGARDING CITIBANK (.3); TELECONFERENCE WITH J. WINCHESTER REGARDING KWIAT'S INQUIRY IN CONNECTION WITH DISCLOSURE STATEMENT AND VOTING (.1).
MEISLER RE	06/28/02	1.30	TELECONFERENCE WITH B. TOPEKO OF ROYAL JANITORIAL REGARDING SOLICITATION INQUIRY (.2); TELECONFERENCE WITH K. LOGAN REGARDING SOLICITATION (.3); RESEARCHED BALLOTS SENT TO AGENTS FOR PREPETITION LENDERS AND REVIEWED PROOFS OF CLAIM REGARDING SAME (.8).
		111.80	
MURPHY MM	06/03/02	2.20	ATTENTION TO ISSUES RE: DISCLOSURE STATEMENT (2.2).
MURPHY MM	06/04/02	3.60	CONTINUE WORKING ON DISCLOSURE STATEMENT (3.6).
MURPHY MM	06/05/02	2.70	ATTENTION TO ISSUES RE: DISCLOSURE STATEMENT, INCLUDING SUBORDINATED CLAIMS (.6), SIP CLAIMS (.5), DISTRIBUTION ISSUES (.8) AND ANSWERING CALLS FROM INTERESTED PARTIES (.8).
MURPHY MM	06/07/02	2.20	ATTENTION TO ISSUES RE: DISCLOSURE STATEMENT, INCLUDING VENTURES LANGUAGE, DISTRIBUTION TO EQUITY AND GETTING COPIES OF DISCLOSURE STATEMENT TO PARTIES IN INTEREST (2.2).
MURPHY MM	06/10/02	1.10	ATTENTION TO ISSUES RE: DISCLOSURE STATEMENT (1.1).
MURPHY MM	06/11/02	6.20	CONTINUE WORKING ON DISCLOSURE STATEMENT (6.2).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MURPHY MM	06/12/02	7.60	CONTINUE PREPARATIONS FOR DISCLOSURE STATEMENT HEARING (2.8); FINALIZE DISCLOSURE STATEMENT FOR HEARING (4.8).
MURPHY MM	06/13/02	9.20	FINALIZE PREPARATIONS FOR THE DISCLOSURE STATEMENT HEARING (3.1); ATTEND SAME (.6); DISTRIBUTE DISCLOSURE STATEMENT, AS FILED, TO INTERESTED PARTIES (1.1); BEGIN FINALIZING DISCLOSURE STATEMENT FOR PROFESSIONAL PRINTING (4.4).
MURPHY MM	06/14/02	5.10	REVIEW AND DISTRIBUTE DISCLOSURE STATEMENT (.7); FINALIZE DISCLOSURE STATEMENT FOR FINAL PRINTING (4.4).
MURPHY MM	06/17/02	1.40	CONTINUE WORKING ON DISTRIBUTION OF, AND ANSWERING QUESTIONS RELATED TO, THE DISCLOSURE STATEMENT (1.4).
MURPHY MM	06/19/02	0.80	ATTENTION TO ISSUES RE: DISCLOSURE STATEMENT (.8).
MURPHY MM	06/20/02	2.80	ATTENTION TO ISSUES RE: SOLICITATION (1.7); ATTENTION TO ISSUES RE: DISCLOSURE STATEMENT (1.1).
MURPHY MM	06/24/02	0.70	ANSWER CALLS RE: DISCLOSURE STATEMENT (.4); DISTRIBUTE COPIES OF DISCLOSURE STATEMENT (.3).
MURPHY MM	06/25/02	1.30	REVIEW AND ORGANIZE DOCUMENTS UTILIZED FOR DISCLOSURE STATEMENT (1.3).
		46.90	
STUART NL	06/12/02	9.50	REVIEW AND PREPARE DISCLOSURE STATEMENT (9.5).
STUART NL	06/13/02	9.60	REVIEW DISCLOSURE STATEMENT AND PLAN; PREPARATION RE: DISCLOSURE STATEMENT APPROVAL HEARING (9.6).
STUART NL	06/14/02	3.50	AT PRINTER RE: DISCLOSURE STATEMENT ISSUES, PLAN ISSUES (3.5).
STUART NL	06/18/02	2.00	PREPARATION FOR AUDIT OF BALLOTS AND VOTING DISTRIBUTION (2.0).
STUART NL	06/20/02	5.80	AUDIT OF VOTING PACKAGES AT LOGAN & CO. (5.8).
STUART NL	06/21/02	2.30	AUDIT OF PACKAGES AT DISTRIBUTION CENTER (2.3).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

		32.70	
<b>Total Associate</b>		<b>220.70</b>	
FROST TL	06/07/02	0.80	FILE AND DISTRIBUTE MOTION FOR A PROTECTIVE ORDER LIMITING THE SCOPE OF THE EQUITY COMMITTEE'S DOCUMENT REQUESTS (.8).
FROST TL	06/12/02	1.20	PREPARE DISCLOSURE STATEMENT HEARING BINDER (1.2).
FROST TL	06/13/02	5.50	FILE FIRST AMENDED PLAN AND DISCLOSURE STATEMENT (3.2); REVIEW PLEADINGS AND CORRESPONDENCE (2.3).
FROST TL	06/14/02	1.00	DISTRIBUTE FIRST AMENDED PLAN AND DISCLOSURE STATEMENT (1.0).
		8.50	
<b>Total Legal Assistant</b>		<b>8.50</b>	
<b>MATTER TOTAL</b>		<b><u>318.40</u></b>	

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Comdisco, Inc. (DIP)  
Disclosure Statement/Voting Issues

Bill Date: 07/31/02  
Bill Number: 923588

Disbursement	Date	Vendor/Employee	Amount
Air travel - vendor feed	06/19/02	Stuart NL	744.16
Air travel - vendor feed	06/20/02	Meisler RE	152.53
Air travel - vendor feed	06/21/02	Meisler RE	734.65
Air travel - vendor feed	06/21/02	Stuart NL	734.66
<b>TOTAL AIR TRAVEL - VENDOR FEED</b>			<b>\$2,366.00</b>
In-house Reproduction	06/04/02	Copy Center, D	993.79
In-house Reproduction	06/14/02	Copy Center, D	231.22
In-house Reproduction	06/18/02	Copy Center, D	976.89
In-house Reproduction	06/21/02	Copy Center, D	7.70
In-house Reproduction	06/25/02	Copy Center, D	38.60
In-house Reproduction	06/28/02	Copy Center, D	0.80
<b>TOTAL IN-HOUSE REPRODUCTION</b>			<b>\$2,249.00</b>
Telephone Expense	06/28/02	Telecommunications, D	0.39
Telephone Expense	06/28/02	Telecommunications, D	1.14
Telephone Expense	06/28/02	Telecommunications, D	3.41
Telephone Expense	06/28/02	Telecommunications, D	5.75
Telephone Expense	06/28/02	Telecommunications, D	208.31
<b>TOTAL TELEPHONE EXPENSE</b>			<b>\$219.00</b>
Lexis/Nexis	06/18/02	Altan EL	1665.00
<b>TOTAL LEXIS/NEXIS</b>			<b>\$1,665.00</b>
Out-of-Town Travel	06/19/02	Stuart NL	740.44
Out-of-Town Travel	06/20/02	Meisler RE	403.36
Out-of-Town Travel	06/21/02	Stuart NL	5.20
<b>TOTAL OUT-OF-TOWN TRAVEL</b>			<b>\$1,149.00</b>
Messengers/ Courier	06/02/02	Corporate RestructuringArrow Messenger Svc	30.98

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

<b>Disbursement</b>	<b>Date</b>	<b>Vendor/Employee</b>	<b>Amount</b>
Messengers/ Courier	06/14/02	Corporate RestructuringStraightline Courier	19.01
Messengers/ Courier	06/16/02	Corporate RestructuringArrow Messenger Svc	49.84
Messengers/ Courier	06/21/02	Database, Car, Courier, Air Dept	35.91
Messengers/ Courier	06/25/02	Database, Car, Courier, Air Dept	20.63
Messengers/ Courier	06/26/02	Database, Car, Courier, Air Dept	8.63
		<b>TOTAL MESSENGERS/ COURIER</b>	<b>\$165.00</b>
Out of Town Meals	06/20/02	Meisler RE	65.10
Out of Town Meals	06/20/02	Stuart NL	145.23
Out of Town Meals	06/21/02	Stuart NL	4.34
Out of Town Meals	06/21/02	Stuart NL	5.91
Out of Town Meals	06/21/02	Meisler RE	17.95
Out of Town Meals	06/21/02	Meisler RE	24.47
		<b>TOTAL OUT OF TOWN MEALS</b>	<b>\$263.00</b>
Cellular Phone Expense	06/03/02	Meisler RE	1.00
		<b>TOTAL CELLULAR PHONE EXPENSE</b>	<b>\$1.00</b>
		<b>TOTAL MATTER</b>	<b>\$8,077.00</b>

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Comdisco, Inc. (DIP)  
Disclosure Statement/Voting Issues

Bill Date: 08/15/02  
Bill Number: 927466

NAME	DATE	HOURS	DESCRIPTION
PERLMAN F	07/01/02	1.10	ATTENTION TO 3018 MATTERS (1.1).
PERLMAN F	07/02/02	0.70	CONTINUE ATTENTION TO 3018 ISSUES (.7).
PERLMAN F	07/08/02	1.10	ATTENTION TO SOLICITATION ISSUES (1.1).
PERLMAN F	07/10/02	0.40	CONTINUE ATTENTION TO SOLICITATION ISSUES (.4).
PERLMAN F	07/11/02	0.70	CONTINUE ATTENTION TO SOLICITATION ISSUES (.7).
PERLMAN F	07/13/02	0.50	CONTINUE ATTENTION TO VOTING AND 3018 ISSUES (.5).
PERLMAN F	07/16/02	0.80	CONTINUE ATTENTION TO SOLICITATION AND 3018 ISSUES (.8).
PERLMAN F	07/18/02	1.10	CONTINUE ATTENTION TO SOLICITATION AND VOTING ISSUES (1.1).
PERLMAN F	07/19/02	1.30	CONTINUE ATTENTION TO VOTING ISSUES (1.3).
PERLMAN F	07/29/02	0.40	CONTINUE ATTENTION TO 3018 MOTION (.4).
		8.10	
<b>Total Partner</b>		<b>8.10</b>	
MEISLER RE	07/01/02	3.50	REVISE AND CIRCULATE 3018(A) STIPULATION RE SURI FAMILY TRUST (.5); FILED EXECUTED 3018(A) STIPULATION RE SAME (.3); TELECONFERENCE WITH D. BECK, COUNSEL FOR AUTH, THOMAS AND DORSA RE SOLICITATION (.3); REVIEW SUPPORTING DOCUMENTS RE SAME (.2); TELECONFERENCE WITH J. SULLIVAN RE SOLICITATION OF BANK PARTICIPANTS (.2); TELECONFERENCE WITH D. HARTIE RE AFFIDAVIT OF SERVICE RE EQUITY HOLDERS AND NOTE HOLDERS (.1); REVIEW AND REVISE SAME (.3); CONTINUE REVIEW OF DISCLOSURE STATEMENT IN RESPONSE TO VOTER INQUIRIES (1.6).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MEISLER RE	07/02/02	1.40	TELECONFERENCE WITH A. CHAVES OF GLENVIEW CAPITAL RE SOLICITATION INQUIRY (.1); TELECONFERENCE WITH D. HARTIE RE AFFIDAVIT OF SERVICE (.1); REVIEW AND COMMENTED ON UPDATED DRAFT (.3); TELECONFERENCE WITH J. SULLIVAN RE CIRCULATION OF SOLICITATION PACKAGE TO B. BALDIGA (.2); ATTENTION TO CERTIFICATION ISSUES RE VOTING (.2); CIRCULATE DISCLOSURE STATEMENT TO M. O'MALLEY, IN-HOUSE COUNSEL FOR HELLER (.1); ATTENTION TO SOLICITATION OF VOTE RE STATE OF TEXAS (.1); REVIEW DOCKET RE 3018(A) MOTIONS (.3).
MEISLER RE	07/08/02	1.60	TELECONFERENCE WITH B. GREER RE SOLICITATION OF VOTES FROM PARTICIPATING BANK RE PREPETITION FACILITIES (.4); ATTENTION TO SAME (1.2).
MEISLER RE	07/09/02	3.30	ATTENTION TO BALLOTING BANK ONE PARTICIPANTS RE SIP LOAN (1.6); ATTENTION TO BALLOTING OF PREPETITION LENDERS AND PARTICIPANTS (1.2); TELECONFERENCE WITH B. GREER AND K. LOGAN RE SAME (.3); TELECONFERENCE WITH HOLDERS OF EQUITY RE VOTING INQUIRIES (.2).
MEISLER RE	07/10/02	1.20	TELECONFERENCE WITH D. AGAY RE BALLOTS TO BANK ONE AND PARTICIPANTS (.2); TELECONFERENCE WITH T. BLAKEMORE RE SAME (.1); TELECONFERENCE WITH B. GREER RE BALLOTS TO PREPETITION LENDERS (.1); TELECONFERENCES WITH K. LOGAN RE SAME (.2); TELECONFERENCE WITH J. KLEINMAN, COUNSEL TO BANK OF AMERICA RE 3018(A) MOTION (.1); ATTENTION TO 3018(A) MATTERS (.5).
MEISLER RE	07/11/02	1.60	TELECONFERENCE WITH J. SULLIVAN RE SOLICITATION (.2); TELECONFERENCE WITH B. GREER RE SOLICITATION OF THE PREPETITION LENDER VOTES (.1); ATTENTION TO 3018(A) MATTERS (.5); TELECONFERENCE WITH H. KEPNER RE VERIZON BALLOTS (.5); TELECONFERENCE WITH EQUITY HOLDERS RE VOTING (.3).



SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MEISLER RE	07/12/02	1.50	TELECONFERENCE WITH D. JOMACK OF MERRILL LYNCH RE SOLICITATION OF EQUITY (.1); TELECONFERENCES WITH EQUITY HOLDERS RE SAME (.2); TELECONFERENCE WITH W. KELLY RE SOLICITATION OF BONDHOLDER VOTES (.2); TELECONFERENCE WITH D. AGAY, COUNSEL TO BANK ONE RE VOTING DEADLINE (.1); REVISE PROFFERS RE 3018 (A) MOTIONS AND STIPS (.7); TELECONFERENCE WITH C. LOGAN RE SURI FAMILY 3018 (A) STIPULATION (.1); TELECONFERENCE WITH B. GREER RE BALLOTS (.1).
MEISLER RE	07/15/02	0.40	TELECONFERENCE WITH J. BRACKESY RE SOLICITATION (.1); TELECONFERENCES WITH CREDITORS AND EQUITY HOLDERS RE SAME (.3).
MEISLER RE	07/16/02	0.80	TELECONFERENCE WITH F. ZIEGLER RE PUTNAM'S VOTING ISSUES (.1); TELECONFERENCE WITH J. SULLIVAN AND T. MAGLIO RE C-3 BALLOT (.3); TELECONFERENCES WITH J. SULLIVAN RE VOTING STATUS (.2); TELECONFERENCE WITH S. LEBLANC, COUNSEL TO AVANT RE 3018 (A) BALLOT (.1); ATTENTION TO SURI FAMILY TRUST PROVISIONAL BALLOT (.1).
MEISLER RE	07/17/02	1.80	TELECONFERENCE WITH R. RICE (EQUITY HOLDER) RE SOLICITATION (.1); ATTENTION TO COMPUTER ASSOCIATES INQUIRY RE BALLOTS (.3); TELECONFERENCES WITH J. BRACKESY RE PUTNAM SOLICITATION (.3); TELECONFERENCE WITH J. SULLIVAN, F. ZIEGLER, A. GIGLIO (PUTNAM) AND D. REYNOLDS RE SAME (.3); ATTENTION TO PUTNAM SOLICITATION ISSUE (.8).
MEISLER RE	07/18/02	1.30	TELECONFERENCE WITH J. SULLIVAN RE CERTIFICATION (.3); TELECONFERENCE WITH K. LOGAN RE CERTIFICATION (.3); ATTENTION TO SAME (.3); TELECONFERENCES WITH CREDITORS AND EQUITY HOLDERS RE SOLICITATION (.4).
MEISLER RE	07/19/02	1.10	TELECONFERENCES WITH K. LOGAN RE SOLICITATION (.2); TELECONFERENCES WITH J. SULLIVAN RE SOLICITATION (.3); TELECONFERENCE WITH B. GREER RE SOLICITATION OF PREPETITION LENDERS (.1); TELECONFERENCES WITH CREDITORS AND EQUITY HOLDERS RE VOTING DEADLINE (.5).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MEISLER RE	07/22/02	1.30	RESPOND TO INQUIRIES RE VOTING (.3); TELECONFERENCE WITH D. HARTIE RE SOLICITATION RESULTS AND OTHER RELATED STATISTICS (.2); TELECONFERENCE WITH K. LOGAN RE SAME (.3); PREPARE CHART RE SAME (.5).
MEISLER RE	07/23/02	1.10	ATTENTION TO BANK HAPOALIM BALLOT RE SOLICITATION (.7); TELECONFERENCES WITH G. SLOTNICK, COUNSEL TO BANK HAPOALIM RE SAME (.2); TELECONFERENCE WITH D. NISLER OF LOGAN RE SOLICITATION (.1); TELECONFERENCE WITH D. HARTIE RE SAME (.1).
MEISLER RE	07/24/02	1.30	TELECONFERENCES WITH D. NISLER AND K. LOGAN RE SOLICITATION AND TABULATION OF VOTES (.3); TELECONFERENCES WITH S. SETO AND B. LAIDLAW, COUNSEL TO AVANT! RE 3018(A) MOTION (.4); DRAFT STIPULATION RE SAME (.6).
MEISLER RE	07/25/02	0.30	TELECONFERENCES WITH HOLDERS OF EQUITY RE SOLICITATION (.3).
MEISLER RE	07/26/02	4.00	TELECONFERENCES WITH L. STAMPONE OF LOGAN RE BALLOT CERTIFICATIONS (.3); ATTENTION TO SAME (2.8); TELECONFERENCE WITH D. HARTIE RE INNISFREE'S BALLOT CERTIFICATION (.1); ATTENTION TO SAME (.4); DRAFT NOTICES OF FILING RE LOGAN AND INNISFREE BALLOT CERTIFICATION (.2); FILE SAME (.2).
		27.50	
STUART NL	07/10/02	4.50	REVIEW DOCKET FOR 3018(A) MOTIONS AND CORRESPONDENCE WITH LOGAN AND 3018(A) MOVANTS RE MOTIONS AND BALLOTS (4.5).
STUART NL	07/11/02	2.50	CONTINUE PREPARE 3018(A) CLAIMS, FOLLOW UP WITH LOGAN AND 3018 MOVANTS (2.5).
STUART NL	07/12/02	1.70	PREPARE PROFFER FOR 3018(A) CLAIMS (1.7).
		8.70	
<b>Total Associate</b>		<b>36.20</b>	
<b>MATTER TOTAL</b>		<b><u>44.30</u></b>	

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Comdisco, Inc. (DIP)  
Disclosure Statement/Voting Issues

Bill Date: 08/15/02  
Bill Number: 927466

Disbursement	Date	Vendor/Employee	Amount
In-house Reproduction	07/02/02	Copy Center, D	46.66
In-house Reproduction	07/05/02	Copy Center, D	2.70
In-house Reproduction	07/09/02	Copy Center, D	6.51
In-house Reproduction	07/12/02	Copy Center, D	6.31
In-house Reproduction	07/16/02	Copy Center, D	25.43
In-house Reproduction	07/19/02	Copy Center, D	41.24
In-house Reproduction	07/23/02	Copy Center, D	153.90
In-house Reproduction	07/26/02	Copy Center, D	19.83
In-house Reproduction	07/30/02	Copy Center, D	0.42
<b>TOTAL IN-HOUSE REPRODUCTION</b>			<b>\$303.00</b>
Telephone Expense	07/17/02	Telecommunications, D	11.08
Telephone Expense	07/26/02	Telecommunications, D	0.06
Telephone Expense	07/26/02	Telecommunications, D	1.21
Telephone Expense	07/26/02	Telecommunications, D	20.65
<b>TOTAL TELEPHONE EXPENSE</b>			<b>\$33.00</b>
Messengers/ Courier	07/07/02	Corporate RestructuringComet Messenger Service	5.45
Messengers/ Courier	07/08/02	Database, Car, Courier, Air Dept	7.54
Messengers/ Courier	07/09/02	Database, Car, Courier, Air Dept	8.55
Messengers/ Courier	07/14/02	Corporate RestructuringComet Messenger Service	5.46
<b>TOTAL MESSENGERS/ COURIER</b>			<b>\$27.00</b>
Outside Research/Internet Services	06/30/02	Corporate General, DGlobal Securities	22.21
Outside Research/Internet Services	07/10/02	Corporate RestructuringPacer Service Center	13.79
<b>TOTAL OUTSIDE RESEARCH/INTERNET SERVICES</b>			<b>\$36.00</b>
Cellular Phone Expense	06/13/02	Meisler RE	21.00

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

<b>Disbursement</b>	<b>Date</b>	<b>Vendor/Employee</b>	<b>Amount</b>
		<b>TOTAL CELLULAR PHONE EXPENSE</b>	<b>\$21.00</b>
		<b>TOTAL MATTER</b>	<b>\$420.00</b>

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE NORTHERN DISTRICT OF ILLINOIS  
EASTERN DIVISION

-----X  
In re: : Case No. 01-24795  
: (Jointly Administered)  
COMDISCO, INC. :  
: Chapter 11  
et al. :  
: Hon. Ronald Barliant  
Debtors. :  
-----X

EXHIBIT D-9  
CLAIMS ADMINISTRATION AND OBJECTIONS  
1,657.5 HOURS

SKADDEN, ARPS, SLATE, MEAGHER & FLOM (ILLINOIS)  
333 West Wacker Drive  
Chicago, Illinois 60606-1285

and

SKADDEN, ARPS, SLATE, MEAGHER & FLOM, LLP  
Four Times Square  
New York, NY 10036

**EXHIBIT 9**

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Bill Date: 05/20/02  
 Bill Number: 917155

Comdisco, Inc. (DIP)  
 Claims Administration and Objections

NAME	DATE	HOURS	DESCRIPTION
PANAGAKIS GN	04/05/02	0.20	ATTENTION TO EUROPEAN BANK ISSUES (.2).
PANAGAKIS GN	04/24/02	1.30	CONTINUED ATTENTION TO CLAIMS ANALYSIS (1.3).
PANAGAKIS GN	04/30/02	0.30	REVIEW AND COMMENT ON CLAIMS OBJECTION (.3).
		1.80	
PERLMAN F	04/03/02	0.40	ATTENTION TO EMC SETTLEMENT (.4).
PERLMAN F	04/04/02	1.00	ATTENTION TO CAPSTAR AND ECONVERGENT (.5); ATTENTION TO CLAIMS ISSUES (.5).
PERLMAN F	04/05/02	0.60	TELECONFERENCE WITH BANK GROUP REGARDING EUROPEAN BORROWING (.4); ATTENTION TO EMC SETTLEMENT (.2).
PERLMAN F	04/10/02	1.40	CONTINUED ATTENTION TO CLAIMS ANALYSIS (1.4).
PERLMAN F	04/11/02	0.80	ATTENTION TO CLAIMS ANALYSIS (.8).
PERLMAN F	04/22/02	0.50	ATTENTION TO CLAIMS ISSUES (.5).
PERLMAN F	04/24/02	1.00	ATTENTION TO CLAIMS ANALYSIS (1.0).
PERLMAN F	04/25/02	1.50	TELECONFERENCE WITH J. SCIAMETTA ET AL. REGARDING CLAIMS RECOVERY (1.5).
PERLMAN F	04/26/02	0.80	ATTENTION TO CLAIMS ANALYSIS AND RECOVERY ISSUES (.8).
PERLMAN F	04/29/02	1.30	ATTENTION TO CLAIMS RESOLUTION ISSUES (1.3).
		9.30	
		11.10	
<b>Total Partner</b>			
ABERMAN CG	04/01/02	0.80	ATTENTION TO CLAIMS RESPONSE BINDER (.8).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

ABERMAN CG	04/02/02	4.10	TELECONFERENCE WITH C. ESCHELS RE: WITHDRAWING CLAIM (.4); DRAFT CORRESPONDENCE RE: BANCA DI ROMA OBJECTION RESPONSE (.2); CONTINUED ATTENTION TO CLAIMS RESPONSE BINDER (3.1); TELECONFERENCE W. M. MELVIN RE: OMNIBUS OBJECTION AND ORDERS (.2); TELECONFERENCE WITH A. METERA RE: OMNIBUS OBJECTION (.2).
ABERMAN CG	04/03/02	0.20	TELECONFERENCE WITH H. KEPNER RE: VERIZON ISSUES (.2).
ABERMAN CG	04/03/02	0.20	DRAFT CLAIMS ADMIN MEMO (.2).
ABERMAN CG	04/03/02	3.20	CONTINUED ATTENTION TO CLAIMS RESPONSE BINDER (1.4); CONFERENCE WITH R. LACKEY, F. ZIEGLER, ET AL. RE: CLAIMS ISSUES (1.8).
ABERMAN CG	04/04/02	6.20	ATTENTION TO WITHDRAWAL OF 5R CLAIM (.2); TELECONFERENCE WITH C. ESCHELS RE: WITHDRAWING CLAIM (.2); DRAFT LETTER RE: SAME (.2); DRAFT NOTICES TO CREDITORS RE: CLAIMS OBJECTIONS ENTERED (4.7); DRAFT CORRESPONDENCES TO A. EMMO AND M. MARTINEZ RE: SAME (.8); TELECONFERENCE WITH M. MCNAMAR RE: CLAIMS OBJECTION (.1).
ABERMAN CG	04/08/02	0.20	TELECONFERENCE WITH A. MENA RE: CLAIMS OBJECTION (.2).
ABERMAN CG	04/08/02	0.40	DRAFT CORRESPONDENCE RE: VERIZON OUTSTANDING ISSUES (.4).
ABERMAN CG	04/09/02	0.30	ATTENTION TO XO COMMUNICATIONS POST-PETITION BILLING ISSUES (.3).
ABERMAN CG	04/09/02	2.10	ATTENTION TO NOTICE FOR CONTINUED CLAIMS OBJECTIONS (1.8); TELECONFERENCE WITH D. DAHL RE: REVIEW OF TAX CLAIMS FOR SECOND OMNIBUS OBJECTION (.3).
ABERMAN CG	04/10/02	0.40	TELECONFERENCE WITH S. LONG RE: SECOND OMNIBUS CLAIMS OBJECTION (.4).
ABERMAN CG	04/11/02	1.10	ATTENTION TO CLAIMS RESPONSE BINDER (1.1).
		19.20	
HARRINGTON JS	04/17/02	1.10	ATTENTION TO GENERAL ELECTRIC CAPITAL CLAIM (1.1).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

HARRINGTON JS	04/25/02	0.70	ATTENTION TO ISSUES RELATED TO BRANDYWINE MOTION TO COMPEL (.7).
HARRINGTON JS	04/29/02	0.50	ATTENTION TO BRANDYWINE MOTION TO COMPEL PAYMENT OF ADMINISTRATIVE CLAIM (.5).
HARRINGTON JS	04/29/02	1.10	ATTENTION TO WORLDCOM CLAIM THAT COMDISO OWES WCOM FOR LONG DISTANCE SERVICES (.9); TELECONFERENCE WITH K. PORT RE: SAME (.2).
HARRINGTON JS	04/29/02	1.40	ATTENTION TO CLAIMS ISSUES (1.4).
HARRINGTON JS	04/30/02	1.30	ATTENTION TO VARIOUS CLAIMS ISSUES (1.3).
HARRINGTON JS	04/30/02	6.60	DRAFTING OBJECTION TO BRANDYWINE MOTION TO COMPEL ADMINISTRATIVE PAYMENT (6.6).
		12.70	
MEISLER RE	04/02/02	0.30	TELECONFERENCES WITH L. BERKOFF REGARDING LTV SETTLEMENT (.3).
MEISLER RE	04/03/02	3.00	TELECONFERENCE WITH L. PLANK REGARDING PREPETITION LENDERS REQUEST FOR PAYMENT FROM EUROPEAN SUBSIDIARIES (.2); DRAFTED SUMMARY OF REQUEST (.1); TELECONFERENCES WITH L. BERKOFF REGARDING LTV AND COMDISCO SETTLEMENT (.2); REVIEWED DRAFT LETTER AND STIPULATION REGARDING SAME (.5); MEETING WITH B. LACKEY, F. ZIEGLER, AND S. LONG REGARDING CLAIMS (2.0).
MEISLER RE	04/04/02	0.80	ATTENTION TO LTV SETTLEMENT ISSUES (.5); TELECONFERENCE WITH L. BERKOFF REGARDING SAME (.3).
MEISLER RE	04/05/02	0.10	TELECONFERENCE WITH S. LONG REGARDING CLAIMS (.1).
MEISLER RE	04/09/02	0.60	TELECONFERENCE WITH L. BERKOFF AND D. FRANKEL REGARDING LTV CLOSING SETTLEMENT (.4); ATTENTION TO SAME (.2).
MEISLER RE	04/11/02	0.50	WORKED ON CLAIMS RESOLUTION (.5).
MEISLER RE	04/15/02	0.90	ATTENTION TO CLAIMS ISSUES (.9).
MEISLER RE	04/16/02	1.70	WORKED ON CLAIMS ADMINISTRATION (1.7).



**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

MEISLER RE	04/17/02	1.50	WORKED ON CLAIMS ADMINISTRATION (1.2); TELECONFERENCE WITH T. HOPPS, COUNSEL TO A. GORDON REGARDING BONDHOLDER ISSUES (.1); TELECONFERENCE WITH L. WALTERS REGARDING SAME (.2).
MEISLER RE	04/19/02	2.10	REVIEWED SCHEDULE OF CLAIMS UP FOR OBJECTION (1.6); TELECONFERENCE WITH A. EMMO AND F. ZIEGLER REGARDING SAME (.3); TELECONFERENCE WITH J. MARZIANI REGARDING SIP CLAIMANT (.2).
MEISLER RE	04/22/02	0.30	WORKED ON CLAIMS MATTERS (.3).
MEISLER RE	04/23/02	2.70	TELECONFERENCE WITH A. MENA, COUNSEL TO ROYAL BANK OF SCOTLAND REGARDING CLAIMS (.1); ATTENTION TO SAME (.5); BEGAN DRAFTING SECOND OMNIBUS CLAIMS OBJECTION (2.1).
MEISLER RE	04/24/02	0.30	TELECONFERENCE WITH T. ASKOUNIS REGARDING CLAIMS (.1); TELECONFERENCE WITH J. COCHRAN REGARDING CLAIMS (.2).
MEISLER RE	04/25/02	0.20	TELECONFERENCE WITH B. GRIER REGARDING PREPETITION LENDERS CLAIMS (.1); TELECONFERENCE WITH M. O'DONNELL REGARDING IRS CLAIMS (.1).
MEISLER RE	04/26/02	0.10	TELECONFERENCE WITH A. EMMO REGARDING CLAIMS (.1).
MEISLER RE	04/29/02	6.00	WORKED ON RESOLUTION OF VARIOUS RESPONSES TO FIRST OMNIBUS CLAIMS OBJECTIONS (.9); CONTINUED DRAFTING SECOND OMNIBUS OBJECTION TO CLAIMS (2.1); DRAFTED ORDER REGARDING SAME (1.4); REVIEWED SCHEDULES AND EXHIBITS REGARDING SAME (1.6).
MEISLER RE	04/30/02	7.20	REVIEWED AND REVISED SECOND OMNIBUS OBJECTION (2.6); REVIEWED AND REVISED ORDER RE SECOND OMNIBUS OBJECTION (.4); REVISED SCHEDULES AND EXHIBITS REGARDING SAME (2.1); TELECONFERENCE WITH M. O'DONNELL REGARDING IRS CLAIM (.3); TELECONFERENCE WITH A. BRENNER OF MORGAN STANLEY REGARDING BONDHOLDER CLAIMS (.2); TELECONFERENCE WITH A. FELD, COUNSEL TO DOWNY SAVINGS & LOAN REGARDING CLAIMS (.2); PREPARED FOR MAY 8 STATUS HEARING (1.4).

28.30

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

ORY SS	04/03/02	2.00	WORK ON EMC SETTLEMENT AND SETOFF (2.0) .
ORY SS	04/04/02	4.50	TELECONFERENCE WITH T. AHTO REGARDING EMC RESOLUTION (.5); DRAFT MOTION TO ALLOW EMC SET-OFF (4.0) .
ORY SS	04/05/02	1.00	WORK ON EMC SET-OFF (1.0) .
		<b>7.50</b>	
ROHLFSEN RJ	04/03/02	1.10	BEGIN REVIEW AND ANALYSIS OF TRANSCRIPT FROM LAST OMNIBUS HEARING IN CONNECTION WITH PREPARING FOR CLAIMS ADMINISTRATION AND BEGIN REVIEW OF DOCUMENTS REGARDING SAME (1.1) .
		<b>1.10</b>	
STEINLE JJ	04/30/02	1.20	ANALYSIS REGARDING CLAIMS OBJECTIONS (1.2) .
		<b>1.20</b>	
<b>Total Associate</b>		<b>70.00</b>	
WORSHECK TM	04/09/02	2.00	PREPARE U.S. POSTAL SERVICE MATERIALS FOR DISTRIBUTION/MAILING RE NOTICE OF CONTINUANCE OF CLAIMS OBJECTION (2.0) .
		<b>2.00</b>	
<b>Total Legal Assist Support</b>		<b>2.00</b>	
<b>MATTER TOTAL</b>		<b><u>83.10</u></b>	

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Comdisco, Inc. (DIP)  
Claims Administration and Objections

Bill Date: 05/20/02  
Bill Number: 917155

Disbursement	Date	Vendor/Employee	Amount
In-house Reproduction	04/05/02	Copy Center, D	258.57
In-house Reproduction	04/09/02	Copy Center, D	78.32
In-house Reproduction	04/12/02	Copy Center, D	20.81
In-house Reproduction	04/19/02	Copy Center, D	156.55
In-house Reproduction	04/23/02	Copy Center, D	155.54
In-house Reproduction	04/26/02	Copy Center, D	2.40
In-house Reproduction	04/30/02	Copy Center, D	22.81
<b>TOTAL IN-HOUSE REPRODUCTION</b>			<b>\$695.00</b>
Telephone Expense	04/26/02	Telecommunications, D	0.01
Telephone Expense	04/26/02	Telecommunications, D	0.40
Telephone Expense	04/26/02	Telecommunications, D	0.62
Telephone Expense	04/26/02	Telecommunications, D	0.65
Telephone Expense	04/26/02	Telecommunications, D	2.63
Telephone Expense	04/26/02	Telecommunications, D	66.69
<b>TOTAL TELEPHONE EXPENSE</b>			<b>\$71.00</b>
Lexis/Nexis	04/13/02	Murphy MM	133.00
<b>TOTAL LEXIS/NEXIS</b>			<b>\$133.00</b>
Messengers/ Courier	03/23/02	Corporate Restructuring United Parcel Service	9.96
Messengers/ Courier	03/29/02	Database, Car, Courier, Air Dept	7.42
Messengers/ Courier	03/29/02	Database, Car, Courier, Air Dept	7.42
Messengers/ Courier	03/29/02	Database, Car, Courier, Air Dept	7.42
Messengers/ Courier	03/29/02	Database, Car, Courier, Air Dept	7.42
Messengers/ Courier	04/04/02	Database, Car, Courier, Air Dept	7.45
Messengers/ Courier	04/10/02	Database, Car, Courier, Air Dept	7.43
Messengers/ Courier	04/23/02	Database, Car, Courier, Air Dept	24.48

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

<b>Disbursement</b>	<b>Date</b>	<b>Vendor/Employee</b>	<b>Amount</b>
		<b>TOTAL MESSENGERS/ COURIER</b>	<b>\$79.00</b>
			4.27
Outside Research/Internet Services	04/10/02	Corporate RestructuringPacer Service Center	
			10.73
Outside Research/Internet Services	04/10/02	Corporate RestructuringPacer Service Center	
		<b>TOTAL OUTSIDE RESEARCH/INTERNET SERVICES</b>	<b>\$15.00</b>
		<b>TOTAL MATTER</b>	<b>\$993.00</b>

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Comdisco, Inc. (DIP)  
Claims Administration and Objections

Bill Date: 06/30/02  
Bill Number: 921074

NAME	DATE	HOURS	DESCRIPTION
PANAGAKIS GN	05/06/02	1.00	ATTENTION TO STATUS OF CLAIMS OBJECTIONS (1.0).
PANAGAKIS GN	05/08/02	1.60	ATTENTION TO CLAIMS STATUS (.8) AND PREPARATION FOR HEARING REGARDING SAME (.8).
PANAGAKIS GN	05/10/02	0.70	ATTENTION TO FAZIO MATTER, INCLUDING TELEPHONE CONFERENCE WITH COUNSEL REGARDING SAME (.7).
PANAGAKIS GN	05/13/02	0.60	ATTENTION TO FAZIO CLAIM AND DISCUSSIONS WITH M. PERKIEL REGARDING SAME (.6).
PANAGAKIS GN	05/14/02	0.50	CONTINUED DISCUSSIONS WITH M. PERKIEL REGARDING FAZIO CLAIM (.5).
PANAGAKIS GN	05/15/02	1.00	CONTINUED ATTENTION TO FAZIO MATTER, INCLUDING TELEPHONE CONFERENCE WITH M. PERKIEL REGARDING SAME (1.0).
PANAGAKIS GN	05/16/02	0.50	TELEPHONE CALL WITH B. BALDIGA REGARDING FAZIO CLAIM (.5).
PANAGAKIS GN	05/20/02	0.50	ATTENTION TO CLAIMS ANALYSIS (.5).
		6.40	
PERLMAN F	04/01/02	0.60	ATTENTION TO CLAIMS ISSUES (.6).
PERLMAN F	05/01/02	0.90	REVIEW CLAIMS OBJECTION (.4); ATTENTION TO CLAIMS OBJECTION (.5).
PERLMAN F	05/02/02	3.40	ATTENTION TO CLAIMS ANALYSIS (2.8); REVIEW CLAIMS OBJECTIONS (.6).
PERLMAN F	05/03/02	3.00	ATTENTION TO CLAIMS RECONCILIATION AND CLAIMS STATUS (2.2); TELECONFERENCE WITH A. GOEN REGARDING CENTRAL PARKING (.3); TELECONFERENCE WITH A. FELD REGARDING CLAIMS STATUS (.2); ATTENTION TO DOWNEY (.3).
PERLMAN F	05/06/02	2.00	ATTENTION TO SIP ISSUES (.5); ATTENTION TO CLAIMS ANALYSIS (1.5).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

PERLMAN F	05/07/02	4.40	CONTINUED ATTENTION TO CLAIMS RECONCILIATION (1.6); PREPARE FOR CLAIMS STATUS HEARING (.8); REVIEW CLAIMS SCRIPT AND ORDER (1.0); MEET WITH P. ZEIGLER ET AL. REGARDING CLAIMS RECONCILIATION (1.0).
PERLMAN F	05/08/02	1.50	REVIEW CASE ADMINISTRATION MATERIALS (.5); PREPARE FOR CLAIMS STATUS (1.0).
PERLMAN F	05/10/02	2.30	ATTENTION TO CLAIMS ANALYSIS (1.5); ATTENTION TO SIP (.8).
PERLMAN F	05/14/02	1.50	ATTENTION TO CLAIMS RESOLUTIONS (1.5).
PERLMAN F	05/15/02	1.40	ANALYZE CLAIMS ISSUES (.8); REVIEW AND REVISE CLAIMS RESOLUTION LETTER (.3); ATTENTION TO TRANSAMERICA (.3).
PERLMAN F	05/16/02	0.70	ATTENTION TO SIP SUBROGATION (.7).
PERLMAN F	05/20/02	1.10	ATTENTION TO CLAIMS RECONCILIATION (1.1).
PERLMAN F	05/22/02	1.10	ATTENTION TO SIP ISSUES (.5); REVIEW CLAIMS OBJECTIONS (.6).
PERLMAN F	05/23/02	0.60	REVIEW CLAIMS OBJECTIONS (.6).
PERLMAN F	05/24/02	0.50	ATTENTION TO CLAIMS ISSUES (.5).
PERLMAN F	05/28/02	0.60	ATTENTION TO CLAIMS OBJECTION (.6).
		25.60	
<b>Total Partner</b>		32.00	
HARRINGTON JS	05/02/02	0.90	ATTENTION TO VARIOUS CLAIMS ISSUES (.9).
HARRINGTON JS	05/03/02	1.20	TELECONFERENCES WITH B. IZMERIAN (.1); M. MITCHELL (.1); G. BARNHART (.1); RE: CLAIMS ISSUES; ATTENTION TO PROCOM ISSUE (.6); TELECONFERENCE WITH F. JUDD RE: SAME (.1); TELECONFERENCES WITH J. CHRISTIANSEN RE: SAME (.2).
HARRINGTON JS	05/07/02	1.30	WORK ON VARIOUS CLAIMS RECONCILIATION ISSUES (1.1); TELECONFERENCES WITH S. SEMINICK (.1), J. KIM (.1) RE: SAME.

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

HARRINGTON JS	05/08/02	2.40	ATTENTION TO VARIOUS CLAIMS ISSUES (1.9); ATTENTION TO PROCOM ISSUES (.5).
		5.80	
MEISLER RE	05/01/02	6.80	ATTENTION TO SECOND OMNIBUS OBJECTION (6.2); TELECONFERENCES WITH A. EMMO REGARDING SAME (.3); TELECONFERENCE WITH K. LOGAN REGARDING SAME (.3).
MEISLER RE	05/02/02	5.20	TELECONFERENCE WITH B. GREER RE CLAIMS ASSERTED BY CERTAIN PREPETITION LENDERS (.3); TELECONFERENCES WITH A. FELD REGARDING CLAIMS ASSERTED BY DOWNEY S&L (.5); TELECONFERENCE WITH S. GINTER, COUNSEL TO MISSOURI DEPARTMENT OF REVENUE REGARDING TAX CLAIMS (.3); TELECONFERENCE REGARDING VARIOUS CREDITOR CLAIMS ASSERTED AND RESOLUTIONS THEREOF (.7); CONTINUED ATTENTION TO CLAIMS RESOLUTIONS AND PREPARED FOR MAY 8, 2002 HEARING (3.4).
MEISLER RE	05/03/02	3.80	CONTINUED ATTENTION TO CLAIMS RESOLUTIONS AND PREPARED FOR MAY 8, 2002 HEARING (3.8).
MEISLER RE	05/06/02	0.30	TELECONFERENCE WITH G. MARZIANI RE: CREDITOR CLAIMS AND THE UPCOMING MAY 8TH STATUS HEARING (.3).
MEISLER RE	05/24/02	0.40	TELECONFERENCE WITH J. ANDERSON OF PERFORMANCE CAPITAL GROUP REGARDING INQUIRY IN CONNECTION WITH CDO BONDS (.2); TELECONFERENCE WITH J. MCNEALLY REGARDING SAME (.2).
MEISLER RE	05/28/02	0.30	ATTENTION TO CLAIMS (.3).
MEISLER RE	05/29/02	0.20	TELECONFERENCE WITH J. HARDING REGARDING CLAIMS (.2).
		17.00	
MURPHY MM	05/01/02	1.10	ATTENTION TO CATEGORIES "OTHER CLAIMS" AND "LITIGATION CLAIMS" IN THE CLAIMS ANALYSIS (1.1).
MURPHY MM	05/06/02	0.70	ANSWER NUMEROUS CALLS RE: CLAIMS (.7).
MURPHY MM	05/07/02	1.60	ANSWER NUMEROUS CALLS REGARDING CLAIMS (1.6).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

MURPHY MM	05/08/02	0.80	ADDRESS NUMEROUS CLAIMS CALLS (.8).
MURPHY MM	05/14/02	0.20	ATTENTION TO ISSUES RE: CLAIMS ADMINISTRATION AND NEXT STATUS HEARING (.2).
		4.40	
STEINLE JJ	05/02/02	2.30	ANALYSIS REGARDING CLAIMS OBJECTIONS (2.3).
STEINLE JJ	05/03/02	3.10	ANALYSIS REGARDING CLAIMS (3.1).
STEINLE JJ	05/06/02	5.10	WORK ON CLAIMS MATTERS (5.1).
STEINLE JJ	05/07/02	9.90	WORK ON CLAIMS MATTERS (7.8); DRAFT ORDERS REGARDING SAME (1.4); PREPARE FOR HEARING REGARDING SAME (.7).
STEINLE JJ	05/08/02	3.70	HEARING PREPARATION WITH RESPECT TO CLAIMS (2.0); DRAFT ORDERS REGARDING SAME (.5); ANALYSIS REGARDING OPEN CLAIMS (1.2).
STEINLE JJ	05/09/02	4.10	ANALYSIS AND RECONCILIATION OF CLAIMS (4.1).
STEINLE JJ	05/10/02	3.20	ANALYSIS REGARDING CLAIMS OBJECTIONS AND RESPONSES (2.4); TELECONFERENCE WITH ATTORNEYS FOR VARIOUS CLAIMANTS (.8).
STEINLE JJ	05/13/02	6.50	ANALYSIS REGARDING CLAIMS OBJECTIONS AND PROCESS (6.1); REVIEW AND REVISE SECOND OMNIBUS OBJECTION (.4).
STEINLE JJ	05/14/02	5.50	MEETING WITH COMDISCO PERSONNEL AND CLAIMS AGENT REGARDING RECONCILIATION OF CLAIMS (2.0); ANALYSIS REGARDING SAME (3.5).
STEINLE JJ	05/15/02	3.80	ANALYSIS OF CLAIMS (2.0); RESPOND TO TELEPHONE INQUIRIES REGARDING SAME (1.8).
STEINLE JJ	05/16/02	3.20	ANALYSIS REGARDING CLAIMS (3.2).
STEINLE JJ	05/17/02	2.90	REVISE OMNIBUS OBJECTION (.8); RESOLVE CLAIMS ISSUES (2.1).
STEINLE JJ	05/20/02	2.10	ANALYZE CLAIMS AND RESOLVE SAME (2.1).
STEINLE JJ	05/21/02	2.20	FOLLOW-UP REGARDING CLAIMS ISSUES (.7); PREPARE SECOND OMNIBUS OBJECTION (1.5).



**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

STEINLE JJ	05/22/02	3.00	REVISE SECOND OMNIBUS CLAIMS OBJECTION (1.8); ANALYSIS REGARDING CLAIMS (1.2).
STEINLE JJ	05/23/02	1.80	FINALIZE SECOND OMNIBUS OBJECTION (1.8).
STEINLE JJ	05/24/02	1.60	ANALYSIS REGARDING CLAIMS OBJECTIONS (.8); FILE OMNIBUS OBJECTION (.8).
STEINLE JJ	05/28/02	2.10	RESOLVE CLAIMS ISSUES (2.1).
STEINLE JJ	05/30/02	0.50	ANALYSIS REGARDING CLAIMS (.5).
		66.60	
<b>Total Associate</b>		93.80	
FROST TL	05/24/02	1.30	PREPARE FOR FILING AND DISTRIBUTION SECOND OMNIBUS OBJECTION TO CLAIMS (1.3).
FROST TL	05/31/02	1.60	FILE AND DISTRIBUTE RESPONSE TO CLAIMS OBJECTION (1.6).
		2.90	
<b>Total Legal Assistant</b>		2.90	
ORKISZ A	05/09/02	6.00	DRAFT BATCH PROCESSING SERVICE LIST IN PREPARATION FOR DISTRIBUTION/MAILING OF ORDER CONTINUING TO CERTAIN CLAIMS SET FORTH IN FIRST OMNIBUS OBJECTION (3.5); PREPARE AND ASSEMBLE DOCUMENTS RE ORDER CONTINUING TO CERTAIN CLAIMS SET FORTH IN FIRST OMNIBUS OBJECTION FOR DISTRIBUTION/MAILING TO SPECIAL SERVICE LIST (2.5).
		6.00	
ROSI DA	05/24/02	3.90	PREPARE AND ASSEMBLE DOCUMENTS FOR DISTRIBUTION/MAILING RE SECOND OMNIBUS OBJECTION TO CLAIMS (1.3); CONTINUE TO ASSEMBLE, DOCKET, AND PREPARE PLEADINGS FOR FILE (2.6).
		3.90	
WORSHECK TM	05/09/02	1.80	PREPARE U.S. POSTAL SERVICE MATERIALS FOR DISTRIBUTION/MAILING OF ORDER CONTINUING THE DEBTOR'S OBJECTION TO CERTAIN CLAIMS SET FORTH IN FIRST OMNIBUS OBJECTION (1.8).
		1.80	

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Total Legal Assist Support	11.70
<b>MATTER TOTAL</b>	<b><u>140.40</u></b>

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Comdisco, Inc. (DIP)  
Claims Administration and Objections

Bill Date: 06/30/02  
Bill Number: 921074

Disbursement	Date	Vendor/Employee	Amount
In-house Reproduction	05/03/02	Copy Center, D	7.30
In-house Reproduction	05/07/02	Copy Center, D	342.02
In-house Reproduction	05/10/02	Copy Center, D	508.37
In-house Reproduction	05/14/02	Copy Center, D	2.61
In-house Reproduction	05/17/02	Copy Center, D	11.60
In-house Reproduction	05/24/02	Copy Center, D	0.50
In-house Reproduction	05/31/02	Copy Center, D	1.60
<b>TOTAL IN-HOUSE REPRODUCTION</b>			<b>\$874.00</b>
Telephone Expense	05/31/02	Telecommunications, D	0.56
Telephone Expense	05/31/02	Telecommunications, D	2.22
Telephone Expense	05/31/02	Telecommunications, D	2.70
Telephone Expense	05/31/02	Telecommunications, D	5.81
Telephone Expense	05/31/02	Telecommunications, D	138.71
<b>TOTAL TELEPHONE EXPENSE</b>			<b>\$150.00</b>
Postage	05/09/02	Office Admin, D	6.27
Postage	05/09/02	Office Admin, D	244.73
<b>TOTAL POSTAGE</b>			<b>\$251.00</b>
Westlaw	05/13/02	Verderber AK	38.75
Westlaw	05/14/02	Verderber AK	116.25
<b>TOTAL WESTLAW</b>			<b>\$155.00</b>
Messengers/ Courier	05/05/02	Corporate RestructuringComet Messenger Service	27.00
<b>TOTAL MESSENGERS/ COURIER</b>			<b>\$27.00</b>
Cellular Phone Expense	04/29/02	Meisler RE	0.50
Cellular Phone Expense	04/30/02	Meisler RE	1.17
Cellular Phone Expense	05/03/02	Meisler RE	1.33
<b>TOTAL CELLULAR PHONE EXPENSE</b>			<b>\$3.00</b>
<b>TOTAL MATTER</b>			<b>\$1,460.00</b>

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Comdisco, Inc. (DIP)  
Claims Administration and Objections

Bill Date: 07/31/02  
Bill Number: 923588

NAME	DATE	HOURS	DESCRIPTION
KIPP MR	06/17/02	2.70	IN PREPARATION FOR TOMORROW'S OMNIBUS HEARING, REVIEW DRAFT SCHEDULING ORDER FROM WATER TOWER CAPITAL (.4); ATTENTION TO PRESENTATION OF STIPULATION OF FTC SETTLEMENT (.5); ATTENTION TO POSSIBLE EVIDENTIARY ISSUES REGARDING BRANDYWINE (.3); ATTENTION TO DISCOVERY ISSUES INVOLVING M. FAZIO'S MOTION FOR PAYMENTS UNDER HIS EMPLOYMENT CONTRACT (.7); ATTENTION TO STATUS OF AGILERA SETTLEMENT DISCUSSIONS (.5); ATTENTION TO DISCUSSIONS WITH MONEYLINE (.3).
KIPP MR	06/18/02	3.00	PREPARE FOR HEARING (1.0); ATTEND OMNIBUS HEARING (2.0).
KIPP MR	06/25/02	1.50	PREPARE FOR TOMORROW'S MEETING WITH M. FAZIO (1.5).
KIPP MR	06/26/02	4.00	MEET WITH M. FAZIO AND M. PERKEIL (4.0).
		11.20	
PANAGAKIS GN	06/05/02	0.80	ATTENTION TO FAZIO CLAIM (.8).
PANAGAKIS GN	06/07/02	1.00	ATTENTION TO SIP ISSUES, INCLUDING TELECONFERENCE WITH N. RAZI AND R. MISHLER REGARDING SAME (1.0).
PANAGAKIS GN	06/18/02	2.40	PREPARE FOR (.5) AND MEET WITH (1.2) D. LIPKE RE STATUS OF 80/20 ISSUES; ATTENTION TO CLAIMS RESOLUTION PROCESS AND NEXT STEPS, INCLUDING MEETING WITH MANAGEMENT TEAM RE SAME (.7).
PANAGAKIS GN	06/20/02	0.40	REVIEW AND COMMENT ON THIRD OMNIBUS CLAIMS OBJECTION (.4).
PANAGAKIS GN	06/21/02	0.70	ATTENTION TO FAZIO CLAIM (.7).
PANAGAKIS GN	06/25/02	1.40	PREPARE FOR NEXT DAY 2004 INTERVIEW WITH M. FAZIO (.8); ATTENTION TO ISSUES REGARDING PENDING OMNIBUS OBJECTIONS (.6).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

PANAGAKIS GN	06/26/02	5.20	MEETING WITH M. FAZIO AND M. PERKIEL REGARDING POTENTIAL SETTLEMENT OF CLAIM (.9); TELECONFERENCE WITH N. BLAKE REGARDING SAME (.3); PREPARE FOR M. FAZIO 2004 INTERVIEW (1.5); PARTICIPATE IN SAME (2.5).
PANAGAKIS GN	06/27/02	1.30	CONTINUED ATTENTION TO FAZIO CLAIM (1.3).
PANAGAKIS GN	06/28/02	1.60	ATTENTION TO STATUS OF CLAIMS OBJECTIONS (.3); ATTENTION TO FAZIO CLAIMS, INCLUDING REVISE 408 LETTER AND TELECONFERENCE WITH M. PERKIEL (.7); TELECONFERENCE WITH N. RAZI REGARDING SAME (.4).; ATTENTION TO 80/20 CLAIM STATUS (.2).
		14.80	
PERLMAN F	06/03/02	1.10	WORK ON CLAIMS ISSUES (1.1).
PERLMAN F	06/07/02	0.60	ATTENTION TO SIP ISSUES (.6).
PERLMAN F	06/10/02	2.20	ATTENTION TO ISSUES REGARDING SIP (2.2).
PERLMAN F	06/11/02	6.30	ATTENTION TO MOSER CLAIM (.8); MEET WITH SIP LAWYERS ET AL. (3.5); MEET WITH R. HANSON REGARDING SIP (1.0); ATTENTION TO SIP (1.0).
PERLMAN F	06/18/02	2.80	ATTENTION TO CLAIMS ISSUES (2.9).
PERLMAN F	06/19/02	3.30	ATTENTION TO CLAIMS ISSUES (1.9); ATTENTION TO SIP ISSUES (.6); ATTENTION TO ESTIMATION ISSUES (.8).
PERLMAN F	06/20/02	1.40	ATTENTION TO CLAIMS ISSUES (1.4).
PERLMAN F	06/21/02	4.00	ATTENTION TO CLAIMS OBJECTIONS (2.1); WORK ON ESTIMATION ISSUES (1.2); WORK ON SIP ISSUES (.7).
PERLMAN F	06/24/02	2.20	WORK ON FAZIO ISSUES (.3); ATTENTION TO CLAIMS ISSUES (1.9).
PERLMAN F	06/25/02	4.20	WORK ON CLAIMS RECONCILIATION (1.8); ATTENTION TO CLAIMS ESTIMATE (1.8); ATTENTION TO CHRISTUS (.3); ATTENTION TO TRANSAMERICA (.3).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

PERLMAN F	06/26/02	5.00	ATTEND CLAIMS RECONCILIATION MEETING (1.1); TELECONFERENCE WITH G. FINERMAN AND F. ZIEGLER REGARDING FLOHR (.4); ATTENTION TO 80/20 CLAIMS (2.5); ATTENTION TO ISSUES REGARDING CLAIMS RESERVE (1.0).
PERLMAN F	06/27/02	3.30	ATTENTION TO SIP (.5); ATTENTION TO CLAIMS ISSUES (1.8); ATTENTION TO FAZIO (.4); ATTENTION TO 80/20 CLAIMS (.6).
PERLMAN F	06/28/02	4.70	ATTENTION TO FAZIO (.3); WORK ON FOREIGN BANK ISSUES (.8); WORK ON CLAIMS RECONCILIATION (1.6); ATTENTION TO CLAIMS ESTIMATES (.7); WORK ON 80/20 CLAIM (.4); TELECONFERENCE WITH F. ZIEGLER ET AL. REGARDING 80/20 CLAIM (.4); ATTENTION TO CONTRACT REJECTION CLAIMS ISSUES AND 502(B)(7) (.5).
		41.10	
Total Partner		67.10	
HARRINGTON JS	06/03/02	0.80	WORK TO FINALIZE RESOLUTION TO PROCOM ISSUES WITH RESPECT TO PROCOM'S CLAIM FOR PAYMENT FOR EQUIPMENT UNDER EVALUATION AGREEMENT (.8).
HARRINGTON JS	06/06/02	0.70	RESOLVING PROCOM CLAIM FOR PAYMENT UNDER EVALUATION AGREEMENT (.6); TELECONFERENCE WITH F. JUDD RE: SAME (.1).
HARRINGTON JS	06/07/02	0.90	CONTINUED ATTENTION TO PROCOM CLAIM (.7); TELECONFERENCE WITH F. JUDD RE: SAME (.2).
HARRINGTON JS	06/18/02	4.40	RESOLVE GIBSON TECH CLAIMS ISSUE (1.2); TELECONFERENCE WITH M. GARBONSKI RE: SAME (.2); ATTENTION TO TAXING AUTHORITY REQUESTS FOR ADMINISTRATIVE EXPENSE PAYMENT (1.2); CONTINUED ATTENTION TO VARIOUS CLAIMS ISSUES ARISING OUT OF DEBTORS' SECOND OMNIBUS OBJECTION TO CLAIMS (1.7); TELECONFERENCE WITH E. COOPER RE: SAME (.1).
HARRINGTON JS	06/19/02	2.30	REVIEW APPLICATIONS FOR ADMINISTRATIVE EXPENSES BY FORMER AVAILABILITY SOLUTIONS EMPLOYEES (1.1); REVIEW CASES RELIED UPON BY APPLICANTS (1.2).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

HARRINGTON JS	06/20/02	5.60	RESEARCH ISSUES RELATED TO ILLINOIS WAGE ACT FOR OBJECTION TO ADMINISTRATIVE EXPENSE APPLICATIONS OF FORMER AVAILABILITY SOLUTIONS EMPLOYEES (1.9); DRAFT OBJECTION RE: SAME (3.7).
HARRINGTON JS	06/21/02	3.00	ATTENTION TO PROCOM CLAIM ISSUES (.6); TELECONFERENCES WITH F. JUDD (.1) AND G. HOLZMANN (.2) RE: SAME; CONTINUE DRAFTING OBJECTION TO APPLICATIONS OF FORMER EMPLOYEES FOR ADMINISTRATIVE EXPENSE (2.1).
HARRINGTON JS	06/24/02	2.10	RESEARCH REGARDING APPLICABILITY OF SECTION 502(B)(7) OF THE BANKRUPTCY CODE (2.1).
HARRINGTON JS	06/25/02	5.30	WORK ON OBJECTION TO APPLICATIONS OF FORMER AVAILABILITY SOLUTIONS EMPLOYEES FOR PAYMENT OF CERTAIN BONUSES AS ADMINISTRATIVE EXPENSES (5.1); TELECONFERENCE WITH F. ZIEGLER (.1) AND M. PELLECCIA (.1) RE: SAME.
HARRINGTON JS	06/26/02	5.40	CONTINUE DRAFTING OBJECTION TO FORMER COMDISCO EMPLOYEES' APPLICATIONS FOR ADMINISTRATIVE EXPENSE PAYMENT (1.7); ATTENTION TO LESSOR/LESSEE CLAIMS ISSUES (1.6); TELECONFERENCE WITH P. JACKSON (.1) AND V. GRASS (.2) REGARDING LEASE CLAIMS; WORK ON TAX CLAIM ISSUES (.6); TELECONFERENCE WITH D. DAHL RE: SAME (.1); RESEARCH SECTION 502(B)(7) IN CONNECTION WITH VARIOUS EMPLOYEE CLAIMS ISSUES (1.1).
HARRINGTON JS	06/27/02	3.00	ATTENTION TO TAX CLAIMS ISSUES (.8); REVISIONS TO OBJECTION TO MOTIONS OF FORMER EMPLOYEES FOR PAYMENT OF CERTAIN BONUSES AS ADMINISTRATIVE EXPENSES (1.2); DRAFT PROFFER RE: SAME (1.0).
HARRINGTON JS	06/28/02	2.10	ATTENTION TO TAX CLAIM ISSUES (.7); TELECONFERENCE WITH D. DAHL RE: SAME (.1); DRAFT PROFFER FOR OBJECTION TO GALIETTA, ET AL; ADMINISTRATIVE EXPENSE APPLICATION (1.3).

35.60

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MEISLER RE	06/03/02	0.20	TELECONFERENCE WITH J. ANDERSON, HOLDER OF EQUITY, REGARDING CLAIMS (.1); TELECONFERENCE WITH N. SINGER REGARDING SAME (.1).
MEISLER RE	06/04/02	0.60	ATTENTION TO CLAIMS (.5); TELECONFERENCE WITH D. DAHL REGARDING SAME (.1).
MEISLER RE	06/05/02	0.50	ATTENTION TO CLAIMS (.3); TELECONFERENCE WITH D. WALD REGARDING CLAIMS OF N. DAKOTA TAXES (.2).
MEISLER RE	06/06/02	0.60	ATTENTION TO CLAIMS MATTERS (.3); TELECONFERENCE WITH R. DROBNAK REGARDING CLAIMS OF BANCO DI ROMA (.2); DRAFTED CORRESPONDENCE TO LOGAN & COMPANY REGARDING SAME (.1).
MEISLER RE	06/07/02	0.70	TELECONFERENCE WITH G. KLEINER REGARDING POTENTIAL SETTLEMENT OF CLAIMS (.2); ATTENTION TO CLAIMS FILED BY FORMER MANAGEMENT (.5).
MEISLER RE	06/10/02	1.50	REVIEW SETTLEMENT AGREEMENT WITH NUASIS (.6); TELECONFERENCE WITH G. KLEINER, COUNSEL FOR NUASIS REGARDING SAME (.4); TELECONFERENCE WITH B. DALLAS REGARDING CLAIMS (.1); ATTENTION TO CLAIM AND CORRESPONDENCE REGARDING KWIAT (.4).
MEISLER RE	06/11/02	0.10	TELECONFERENCE WITH J. HACKENWORTH REGARDING CLAIMS (.1).
MEISLER RE	06/17/02	1.30	TELECONFERENCE WITH R. GUDERO REGARDING CLAIMS FILED BY VANTAGE POINT PARTNERS (.1); ATTENTION TO STATE OF NORTH DAKOTA CLAIM (.8); DRAFTED LETTER AGREEMENT RESOLVING SAME (.2); TELECONFERENCE WITH J. HECKENWORTH REGARDING CLAIMS (.2).
MEISLER RE	06/18/02	3.10	ATTENTION TO CLAIMS MATTERS AND PREPARED FOR JUNE 19, 2002 MEETING (2.1); TELECONFERENCE WITH S. LONG AND M. FELISH REGARDING IRS CLOSING (.6); TELECONFERENCE WITH A. EMMO REGARDING CLAIMS (.2); TELECONFERENCE WITH R. DROBNAK REGARDING BANCO DI ROMA CLAIM (.2).



SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MEISLER RE	06/19/02	6.70	ATTENDED CLAIMS MEETING (2.3); TELECONFERENCE WITH K. OTTAVIANO REGARDING HELLER'S CLAIM (.2); DRAFTED THIRD OMNIBUS OBJECTION AND ORDER (3.8); TELECONFERENCES WITH S. LONG REGARDING SAME (.4).
MEISLER RE	06/21/02	0.50	TELECONFERENCES WITH M. O'DONNELL REGARDING IRS CLAIM (.2); ATTENTION TO SAME (.3).
MEISLER RE	06/24/02	0.80	ATTENTION TO CLAIMS ISSUES AND REVIEWED OBJECTIONS TO SECOND OMNIBUS OBJECTION (.8).
MEISLER RE	06/25/02	3.90	TELECONFERENCE WITH M. O'DONNELL REGARDING IRS CLAIM (.1); DRAFTED LETTER REGARDING SAME (1.3); DRAFTED NOTICES AND STIPULATION REGARDING SAME (.8); CONTINUED REVIEW OF CLAIMS AND ANALYSIS OF WITHDRAWAL OF DEBTORS OBJECTIONS TO CERTAIN CLAIMS (1.7).
MEISLER RE	06/26/02	5.80	ATTENTION TO RESOLUTION OF CLAIMS (5.8).
MEISLER RE	06/27/02	5.20	TELECONFERENCES WITH K. OTTAVIANO REGARDING EXTENSION OF DEADLINE FOR HELLER TO RESPOND TO SECOND OMNIBUS OBJECTION (.3); TELECONFERENCE WITH D. AGAY REGARDING BANK ONE CLAIM (.1); CONTINUED ATTENTION TO RESOLUTION OF DISPUTED CLAIMS (4.1); ATTENTION TO WITHDRAWAL OF OBJECTIONS TO IRS CLAIM (.6); TELECONFERENCE WITH R. DROBNACK REGARDING BANCO DI ROMA (.1).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MEISLER RE	06/28/02	5.90	TELECONFERENCE WITH A. EMMO REGARDING CLAIMS (.1); TELECONFERENCES WITH M. O'DONNELL REGARDING WITHDRAWAL OF OBJECTIONS TO IRS CLAIMS (.2); CONTINUED ATTENTION TO SAME (.3); TELECONFERENCE WITH S. LONG AND F. ZIEGLER REGARDING SAME (.2); REVIEWED AND RESEARCHED BANCO DI NAPOLI'S REQUEST TO ASSERT A CONTINGENT CLAIM (.8); TELECONFERENCE WITH C. WALTERS AND S. LONG REGARDING SAME (.4); DRAFTED SUMMARY OF FACTS AND CIRCUMSTANCES REGARDING SAME (.2); COMPILED BINDER OF RESPONSES TO SECOND OMNIBUS OBJECTION AND CIRCULATED TO F. ZIEGLER, S. LONG AND LOGAN (.5); REVIEWED AND REVISED PROFFER REGARDING JULY 15 STATUS HEARING REGARDING CLAIMS AND PREPARED FOR JULY 15 STATUS HEARING (1.3); REVIEWED RESPONSES TO SECOND OMNIBUS OBJECTION (.4); REVIEWED SUMMARY CHART DRAFTED BY LOGAN (.4); REVIEWED SUMMARY OF CLAIMS AND EFFECTS OF FIRST, SECOND AND THIRD OMNIBUS OBJECTION (1.1).
		37.40	
MIKEL AF	06/20/02	10.90	REVIEWED AND ANALYZED DOCUMENTS IN CONNECTION WITH M. FAZIO'S REQUEST FOR SEVERANCE PAY (10.9).
MIKEL AF	06/21/02	7.40	REVIEWED AND ANALYZED DOCUMENTS IN CONNECTION WITH M. FAZIO'S REQUEST FOR SEVERANCE PAY (7.4).
MIKEL AF	06/25/02	4.00	REVIEWED DOCUMENTS IN CONNECTION WITH MICHAEL FAZIO'S REQUEST FOR SEVERANCE PAY (4.0).
MIKEL AF	06/26/02	8.20	REVIEWED AND ANALYZED DOCUMENTS IN CONNECTION WITH M. FAZIO'S REQUEST FOR SEVERANCE PAY (8.2).
MIKEL AF	06/27/02	9.90	REVIEWED DOCUMENTS IN CONNECTION WITH FAZIO'S REQUEST FOR SEVERANCE PAY (9.9).
MIKEL AF	06/28/02	3.10	REVIEWED AND EVALUATED DOCUMENTS IN CONNECTION WITH FAZIO'S REQUEST FOR SEVERANCE PAY (3.1).
		43.50	
MURPHY MM	06/03/02	0.70	WORK ON CLAIM FILED BY COUNTY SEAT (.7).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MURPHY MM	06/06/02	1.10	ATTENTION TO ISSUE RE: CLAIMS ADMINISTRATION (.3); RESEARCH RE: SAME (.8).
MURPHY MM	06/11/02	0.60	ADDRESS LATE FILED CLAIM OF JOHN DEERE CREDIT CORP (.6).
MURPHY MM	06/17/02	0.80	ATTENTION TO ISSUES RE: FAZIO STIPULATION (.3); STRATEGIZE RE: COMMISSION PAYMENTS ALLEGEDLY OWED TO FORMER EMPLOYEES (.5).
MURPHY MM	06/19/02	1.30	REVIEW RESPONSES TO SECOND OMNIBUS CLAIMS OBJECTION (1.3).
MURPHY MM	06/20/02	2.10	ATTENTION TO ISSUES RE: RESPONSES TO SECOND OMNIBUS CLAIMS OBJECTION (2.1).
MURPHY MM	06/24/02	1.20	ATTENTION TO ISSUES RE: CLAIMS ADMINISTRATION (1.2).
MURPHY MM	06/28/02	0.50	WORK ON ISSUES RE: CLAIMS ADMINISTRATION (.5).
		8.30	
ROHLFSEN RJ	06/14/02	0.20	WORK ON STRATEGY REGARDING DISCOVERY ISSUES IN CONNECTION WITH TERMINATION PAYMENT FOR M. FAZIO (.2).
ROHLFSEN RJ	06/17/02	0.40	REVIEW OF MEMORANDA REGARDING DISCOVERY IN CONNECTION M. FAZIO FEE REQUEST AND WORK ON DISCOVERY STRATEGY REGARDING SAME (.4).
ROHLFSEN RJ	06/18/02	0.80	CONTINUE WORK ON ORGANIZING DISCOVERY MATERIALS IN CONNECTION WITH REVIEW OF M. FAZIO DOCUMENTS RELATING M. FAZIO'S REQUEST FOR COMPENSATION (.8).
ROHLFSEN RJ	06/19/02	0.20	DISCUSSION WITH S. LONG REGARDING DOCUMENTS IN CONNECTION WITH M. FAZIO COMPENSATION DISPUTE (.2).
ROHLFSEN RJ	06/20/02	0.30	CONTINUE WORK ON REVIEW AND ANALYSIS OF DOCUMENTS IN CONNECTION WITH M. FAZIO FEE REQUEST (.3).
ROHLFSEN RJ	06/21/02	0.30	CONTINUE WORK ON REVIEWING DOCUMENTS IN CONNECTION WITH M. FAZIO FEE REQUEST, AND REVIEW AND PREPARE MULTIPLE MEMORANDA REGARDING SAME (.3).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

ROHLFSEN RJ	06/22/02	0.40	REVIEW OF MEMORANDUM REGARDING M. FAZIO MOTION TO COMPEL PAYMENTS (.2); REVIEW OF SCHEDULING ORDER RELATING TO M. FAZIO MOTION TO COMPEL PAYMENTS (.2).
ROHLFSEN RJ	06/24/02	0.20	REVIEW OF CORRESPONDENCE FROM COMDISCO REGARDING M. FAZIO DOCUMENTS AND PREPARE CORRESPONDENCE REGARDING SAME (.2).
ROHLFSEN RJ	06/26/02	0.40	REVIEW OF MEMORANDA REGARDING M. FAZIO DISCOVERY (.2); REVIEW OF DOCUMENTS IN CONNECTION WITH M. FAZIO DISCOVERY (.2).
ROHLFSEN RJ	06/27/02	0.20	REVIEW OF MEMORANDA RELATING TO M. FAZIO DOCUMENT PRODUCTION AND STATUS OF INTERVIEW WITH M. FAZIO REGARDING CLAIM FOR ADDITIONAL SEVERANCE PAY (.2).
		3.40	
STEINLE JJ	06/03/02	1.80	FOLLOW-UP ON BANK ONE CLAIM AND OTHER CLAIMS ISSUES (1.8).
STEINLE JJ	06/04/02	1.80	CLAIMS REVIEW, ANALYSIS AND NEGOTIATION (1.8).
STEINLE JJ	06/05/02	2.90	ANALYSIS REGARDING CLAIMS (2.9).
STEINLE JJ	06/07/02	1.10	ANALYSIS REGARDING CLAIMS (1.1).
STEINLE JJ	06/11/02	3.80	WORK ON CLAIMS (3.8).
STEINLE JJ	06/12/02	6.20	ANALYSIS OF CLAIMS ISSUES (5.4); PREPARE FOR MEETING (.8).
STEINLE JJ	06/18/02	5.20	ANALYSIS REGARDING CLAIMS (5.2).
STEINLE JJ	06/19/02	6.60	MEETING WITH CLIENT REGARDING CLAIMS (2.4); ANALYSIS REGARDING SAME (1.8); DRAFT THIRD OMNIBUS OBJECTION AND PREPARE EXHIBITS (2.4).
STEINLE JJ	06/20/02	5.20	PREPARE AND UPDATE THIRD OMNIBUS OBJECTION (4.1); ANALYSIS REGARDING CLAIMS (1.1).
STEINLE JJ	06/21/02	6.50	DRAFT TRANSAMERICA SETTLEMENT (.4); ANALYSIS OF CLAIMS (1.8); REVIEW RESPONSE TO SECOND OMNIBUS OBJECTION (1.9); PREPARE AND FILE THIRD OMNIBUS OBJECTION (2.4).
STEINLE JJ	06/24/02	1.50	FOLLOW-UP REGARDING CLAIMS ISSUES (.7); DRAFT ANALYSIS CHART REGARDING SAME (.8).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

STEINLE JJ	06/25/02	5.20	ANALYSIS REGARDING CLAIMS (3.1); DRAFT MOTION SETTLING TRANSAMERICA CLAIM (1.1); LEGAL RESEARCH REGARDING SAME (1.0).
STEINLE JJ	06/26/02	3.50	ANALYSIS REGARDING CLAIMS (2.1); DRAFT CLAIMS ESTIMATION MOTION (1.4).
STEINLE JJ	06/27/02	9.30	RESOLVE CLAIMS ISSUES (3.1); DRAFT CLAIMS ESTIMATION MOTION (4.1); DRAFT MEMORANDUM REGARDING 502(B)(6) OF THE BANKRUPTCY CODE (2.1).
STEINLE JJ	06/28/02	6.20	RESOLVE CLAIMS ISSUES (4.1); ANALYSIS REGARDING CLAIMS ESTIMATION (2.1).
		66.80	
STUART NL	06/19/02	2.50	RESEARCH RE: POST BAR DATE AMENDMENTS OF CLAIMS (2.5).
STUART NL	06/25/02	3.80	CONTINUED RESEARCH RE: CLAIM AMENDMENTS (3.8).
STUART NL	06/27/02	5.20	COMPILED CHART FOR CDO'S RESPONSES TO SECOND OMNIBUS OBJECTION (5.2).
STUART NL	06/28/02	7.70	CONTINUED RESEARCH RE: CLAIMS BAR DATE AND AMENDMENTS (7.7).
		19.20	
		214.20	
<b>Total Associate</b>			
<b>MATTER TOTAL</b>			<b><u>281.30</u></b>

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Comdisco, Inc. (DIP)  
Claims Administration and Objections

Bill Date: 07/31/02  
Bill Number: 923588

Disbursement	Date	Vendor/Employee	Amount
In-house Reproduction	06/18/02	Copy Center, D	1.39
In-house Reproduction	06/21/02	Copy Center, D	12.63
In-house Reproduction	06/25/02	Copy Center, D	38.58
In-house Reproduction	06/28/02	Copy Center, D	0.40
<b>TOTAL IN-HOUSE REPRODUCTION</b>			<b>\$53.00</b>
Telephone Expense	06/28/02	Telecommunications, D	0.11
Telephone Expense	06/28/02	Telecommunications, D	0.31
Telephone Expense	06/28/02	Telecommunications, D	0.92
Telephone Expense	06/28/02	Telecommunications, D	1.51
Telephone Expense	06/28/02	Telecommunications, D	57.15
<b>TOTAL TELEPHONE EXPENSE</b>			<b>\$60.00</b>
Non-standard/Outside Reproduction	06/20/02	Litigation-General, D24 Seven Copies, Inc.	1077.00
<b>TOTAL NON-STANDARD/OUTSIDE REPRODUCTION</b>			<b>\$1,077.00</b>
Lexis/Nexis	06/21/02	Hein AR	80.69
Lexis/Nexis	06/24/02	Hein AR	3.29
Lexis/Nexis	06/27/02	Hein AR	70.07
Lexis/Nexis	06/28/02	Hein AR	54.50
Lexis/Nexis	06/28/02	Stuart NL	120.45
<b>TOTAL LEXIS/NEXIS</b>			<b>\$329.00</b>
Telephone Expense - all other	06/28/02	Telecommunications, DGenesys Conferencing	16.16
Telephone Expense - all other	06/28/02	Telecommunications, DGenesys Conferencing	20.84
<b>TOTAL TELEPHONE EXPENSE - ALL OTHER</b>			<b>\$37.00</b>
Messengers/ Courier	06/26/02	Database, Car, Courier, Air Dept	8.00
<b>TOTAL MESSENGERS/ COURIER</b>			<b>\$8.00</b>

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Disbursement	Date	Vendor/Employee	Amount
		<b>TOTAL MATTER</b>	<b>\$1,564.00</b>

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Comdisco, Inc. (DIP)  
Claims Administration and Objections

Bill Date: 08/15/02  
Bill Number: 927466

NAME	DATE	HOURS	DESCRIPTION
KIPP MR	07/01/02	2.80	CONFERENCE RE MOTION BY GALIETTA AND OTHER FORMER EMPLOYEES FOR PRO RATA BONUS PAYMENTS (.8); REVIEW MOTION (.5); REVIEW DRAFT RESPONSE (.7); BEGIN EDITING RESPONSE (.8).
KIPP MR	07/02/02	3.70	REVIEW CASELAW CITED IN GALIETTA'S MOTION AND DRAFT RESPONSE (2.2); CONTINUE TO EDIT DRAFT RESPONSE (1.5).
KIPP MR	07/03/02	6.20	REVIEW CASELAW (.5); FINISH RE-DRAFT OF RESPONSE TO OBJECTION (2.0); CONFERENCE RE SAME (.5); TELECONFERENCE WITH F. ZIEGLER RE SAME (.3); REVIEW AND EDIT DRAFT LETTER FROM HURON RE 80/20 PLAN (1.5); TELECONFERENCES WITH J. POPE OF HURON AND F. ZIEGLER RE SAME (1.4).
KIPP MR	07/04/02	2.50	REVIEW AND EDIT OBJECTION TO GALIETTA'S APPLICATION FOR POST-PETITION BONUS PAYMENTS IN LIGHT OF COMMENTS FROM F. ZIEGLER (2.0); REVIEW FINAL DRAFT (.5).
KIPP MR	07/12/02	2.20	TELECONFERENCE WITH F. ZIEGLER, J. HARRINGTON, AND OTHERS ABOUT THE HEARING NEXT WEEK ON GALIETTA'S MOTION (.7); PREPARE FOR THE HEARING ON SAME (.5); ATTENTION TO THE STATUS OF THE AGILERA DISPUTE (.8); TELECONFERENCE WITH J. FREDERICKS AND T. AHTOABOUT SAME (.2).
KIPP MR	07/14/02	3.70	REVIEW PAPERS FILED RE GALIETTA'S REQUEST FOR ADDITIONAL BONUS (1.2); REVIEW CASELAW CITED IN THE BRIEFS (2.5).
KIPP MR	07/15/02	3.80	ATTEND OMNIBUS HEARING AND APPEAR FOR THE COMPANY IN CONNECTION WITH GALIETTA'S MOTION FOR ADDITIONAL BONUS (3.8).
KIPP MR	07/22/02	2.00	REVIEW SECOND MOTION TO COMPEL BY HENRIQUEZ AND HOWARD (.8); ATTENTION TO RESPONSE (1.2).



SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

KIPP MR	07/23/02	4.40	ATTENTION TO RESPONSE TO HENRIQUEZ AND HOWARD'S MOTION TO COMPEL (2.0); RESEARCH THE ISSUE OF LIMITATIONS PERIOD THAT APPLIES TO AN ACTION AGAINST AN AUDITOR IN ILLINOIS FOR BREACH OF DUTY (2.4).
KIPP MR	07/24/02	2.50	REVIEW CASELAW INTERPRETING STATUTE OF LIMITATIONS APPLICABLE IN ACTIONS AGAINST AUDITORS (.7); REVIEW AND EDIT RESPONSE TO HENRIQUEZ AND HOWARD'S MOTION (1.3); TELECONFERENCE WITH F. ZIEGLER ABOUT THE PROCESS OF GATHERING THE INFORMATION THAT HENRIQUEZ AND HOWARD REQUEST (.5).
KIPP MR	07/30/02	1.60	PREPARE FOR TOMORROW'S HEARING ON HENRIQUEZ AND HOWARD'S RULE 2004 MOTION (1.2); TELECONFERENCE WITH F. ZIEGLER ABOUT SAME (.4).
KIPP MR	07/31/02	3.30	CONFERENCE WITH F. ZIEGLER AND G. PANAGAKIS RE HENRIQUEZ AND HOWARD'S DOCUMENT REQUESTS (1.8); ATTEND TODAY'S HEARING (1.5).
		38.70	
MULANEY, JR. CW	07/11/02	1.00	TELECONFERENCE WITH N. RAZI (.5); ATTENTION TO FAZIO ISSUE (.5).
MULANEY, JR. CW	07/15/02	1.50	TELECONFERENCE WITH R. MISHLER (.5); TELECONFERENCE WITH N. PONTIKES RE FAZIO ISSUES (.5); REPORT ON FAZIO ISSUES (.5).
		2.50	
PANAGAKIS GN	07/15/02	5.90	ATTENTION TO CLAIMS STATUS (1.0); MEETING WITH MANAGEMENT AND R. HANSON RE PREPARATION FOR SIP MEETING (1.3); CONFERENCE WITH SIP COUNSEL (2.2); FURTHER ATTENTION TO SAME (.9); DISCUSS CLAIMS WITH B. BALDIGA (.5).
PANAGAKIS GN	07/17/02	3.20	ATTENTION TO CLAIMS RESERVE MATTERS (1.0); ATTENTION TO 80/20 DISCOVERY (.2); ATTENTION TO SIP ISSUES, INCLUDING TELECONFERENCES WITH G. MARZIANI AND R. HANSON RE SAME (2.0).
PANAGAKIS GN	07/18/02	1.90	ATTENTION TO BANK CLAIMS (.7); ATTENTION TO OTHER SIGNIFICANT CLAIM ISSUES (.4); ATTENTION SIP CLAIM ISSUES (.8).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

PANAGAKIS GN	07/19/02	1.10	CONTINUE ATTENTION TO 80/20 PLAN MATTERS, INCLUDING TELECONFERENCE WITH D. LIPKE RE SAME AND REVIEW OF STATUS OF DATA ASSEMBLY (1.1).
PANAGAKIS GN	07/23/02	1.50	ATTENTION TO CLAIMS STATUS (1.5).
PANAGAKIS GN	07/30/02	2.10	ATTENTION TO NEXT DAY HEARING RE CLAIMS OBJECTIONS (.7); ATTENTION TO HOWARD AND HENRIQUEZ DISCOVERY MATTERS (1.4).
PANAGAKIS GN	07/31/02	4.70	ATTEND MEETING WITH F. ZIEGLER AND B. LACKEY RE HOWARD AND HENRIQUEZ CLAIMS (2.2); ATTENTION TO OUTSTANDING FLOHR CLAIMS (.8); ATTENTION TO SIGNIFICANT CLAIMS (.8) AND ESTIMATION MOTION (.9).
		20.40	
PERLMAN F	07/01/02	4.10	ATTENTION TO 80/20 PLAN CLAIM (.4); TELECONFERENCE WITH F. ZEIGLER ET AL. RE 80/20 PLAN (.7); PREPARE CLAIMS ISSUES (1.8); ATTENTION TO FOREIGN DEBT ISSUES (.7); PREPARE METROMEDIA MOTION (.5).
PERLMAN F	07/02/02	3.80	ATTENTION TO 80/20 ISSUES (.7); TELECONFERENCE WITH F. ZIEGLER RE 80/20 PLAN (.5); REVIEW CLAIMS PRESENTATION MATERIALS (.8); ATTENTION TO CLAIMS RECONCILIATION AND ESTIMATION (1.8).
PERLMAN F	07/03/02	1.50	ATTENTION TO BANK ONE CLAIM (.3); ATTENTION TO 80/20 CLAIM (.6); ATTENTION TO ESTIMATION ISSUES (.6).
PERLMAN F	07/08/02	1.90	ATTENTION TO CLAIMS ISSUES (1.9).
PERLMAN F	07/09/02	1.30	REVIEW CLAIMS MATERIALS (1.3).
PERLMAN F	07/10/02	2.20	TELECONFERENCE WITH B. LACKEY RE CLAIMS (.3); PREPARE BANK ONE MATTER (.3); ATTENTION TO 80/20 CLAIM (.3); ATTENTION TO CLAIMS MATTERS (1.3).
PERLMAN F	07/11/02	0.60	ATTENTION TO 80/20 CLAIM (.6).
PERLMAN F	07/12/02	0.60	ATTENTION TO CLAIMS STATUS (.6).
PERLMAN F	07/13/02	0.70	ATTENTION TO CLAIMS ESTIMATION (.7).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

PERLMAN F	07/15/02	6.10 PREPARE FOR CLAIMS STATUS HEARING (1.0); ATTENTION TO BANK ONE CLAIM (.5); ATTENTION TO SIP CLAIM MEETING WITH G. MARZIANI (2.5); ATTENTION TO 80/20 CLAIM (.7); MEET WITH B. BALDIGA RE CLAIMS (1.0); REVIEW 80/20 2004 MOTION (.4).
PERLMAN F	07/16/02	2.50 ATTENTION TO SIP AND BANK ONE ISSUES (.7); ATTENTION TO CLAIMS RECONCILIATION (1.8).
PERLMAN F	07/17/02	2.30 PREPARE CLOSING ESTIMATION (1.6); ATTENTION TO SIP (.4); ATTENTION TO 80/20 DISCOVERY (.3).
PERLMAN F	07/18/02	0.60 ATTENTION TO BANK ONE ISSUES (.6).
PERLMAN F	07/19/02	0.60 ATTENTION TO 80/20 ISSUES (.6).
PERLMAN F	07/20/02	1.70 PREPARE ISSUES RE DISTRIBUTIONS AND RESERVES (1.7).
PERLMAN F	07/22/02	1.30 ATTENTION TO CLAIMS RECONCILIATION (1.3).
PERLMAN F	07/23/02	1.20 ATTENTION TO CLAIMS ESTIMATION (.7); ATTENTION TO TAX CLAIM ISSUES (.5).
PERLMAN F	07/24/02	1.10 PREPARE RESPONSE TO 80/20 MOTION (1.1).
PERLMAN F	07/25/02	1.50 ATTENTION TO CLAIMS RECONCILIATION AND ESTIMATION (.9); ATTENTION TO DLR CLAIMS (.6).
PERLMAN F	07/26/02	1.70 ATTENTION TO CLAIMS ESTIMATION AND RECONCILIATION (1.7).
PERLMAN F	07/30/02	1.30 PREPARE FOR HEARING THIRD OMNIBUS CLAIMS OBJECTIONS (.6); PREPARE FOR HEARING ON 80/20 2004 MOTION (.7).
PERLMAN F	07/31/02	3.60 PREPARE FOR HEARING ON 80/20 MOTION (1.0); FINALIZE ESTIMATION MOTION (1.2); ATTENTION TO CLAIMS RECONCILIATION AND ESTIMATION (1.4).
		42.20
<b>Total Partner</b>		<b>103.80</b>

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

HARRINGTON JS	07/01/02	3.60	CONTINUE OBJECTION TO APPLICATIONS OF FORMER COMDISCO EMPLOYEES FOR PAYMENT OF BONUSES AS ADMINISTRATIVE EXPENSE (3.5); TELECONFERENCE WITH F. ZIEGLER RE SAME (.1).
HARRINGTON JS	07/02/02	1.50	CONTINUE PREPARE OMNIBUS OBJECTION TO CLAIMS OF FORMER EMPLOYEES FOR PAYMENT OF BONUSES AS ADMIN EXPENSE (1.4); TELECONFERENCE WITH F. ZIEGLER RE SAME (.1).
HARRINGTON JS	07/03/02	2.90	FINALIZE OMNIBUS OBJECTION TO CLAIMS OF FORMER EMPLOYEES FOR BONUSES AS ADMIN EXPENSES (2.9).
HARRINGTON JS	07/08/02	3.00	FINALIZE AND FILE OBJECTION TO APPLICATIONS OF GALIETTA AND OTHER FORMER EMPLOYEES FOR ADMINISTRATIVE EXPENSE PAYMENT (2.2); TELECONFERENCE RE CLAIM (.1); ATTENTION TO SUNAMERICA CLAIM (.7).
HARRINGTON JS	07/09/02	4.80	RESEARCH RE CERTAIN EXECUTORY CONTRACT ISSUES IN CONNECTION WITH CLAIMS RECONCILIATION PROCESS (1.1); TELECONFERENCE WITH F. ZIEGLER RE SAME (.1); CONTINUED ATTENTION TO ATTEMPTED RESOLUTION OF VARIOUS CLAIMS (2.6); TELECONFERENCES WITH RE SECOND OMNIBUS OBJECTION TO CLAIMS (.2); DRAFT LETTER RE INFORMATION REQUEST (.8).
HARRINGTON JS	07/10/02	1.50	ATTENTION TO VARIOUS CLAIMS ISSUES (1.4); TELECONFERENCE WITH F. JUDD RE PROCOM CLAIM (.1).
HARRINGTON JS	07/11/02	2.60	DRAFT PROFFER FOR OBJECTION TO APPLICATIONS OF FORMER EMPLOYEES FOR ADMINISTRATIVE EXPENSE PAYMENTS (1.4); ATTENTION TO CLAIMS ISSUES (1.2).
HARRINGTON JS	07/15/02	0.30	TELECONFERENCES WITH T. DEWEY (.1); K. DINFORTH (.1); AND J. WEST (.1) RE CLAIMS ISSUES.
HARRINGTON JS	07/16/02	1.30	ATTENTION TO SUNAMERICA CLAIM STIPULATION (1.3).
HARRINGTON JS	07/17/02	1.00	CONTINUE ATTENTION TO RESOLVING SUNAMERICA CLAIM (.8); TELECONFERENCE WITH J. WEST (.1) AND K. FIEDLER (.1) RE SAME.

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

HARRINGTON JS	07/18/02	3.00	CONTINUE ATTENTION TO SUNAMERICA STIPULATION AND AGREED ORDER IN CONNECTION WITH RESOLUTION OF CLAIM (1.9); FINALIZE PRODUCTION PURSUANT TO INFORMATION REQUEST RE DEBTORS INCENTIVE PLAN (1.1).
HARRINGTON JS	07/19/02	1.70	FINALIZE LANGUAGE AND EXECUTE STIPULATION AND AGREED ORDER RESOLVING SUNAMERICA CLAIM (1.6); TELECONFERENCE WITH J. WEST RE SAME (.1).
HARRINGTON JS	07/23/02	0.60	ATTENTION TO HENRIQUEZ AND HOWARD 2004 DISCOVERY REQUEST OBJECTION (.6).
HARRINGTON JS	07/24/02	2.00	ATTENTION TO OBJECTION TO HENRIQUEZ AND HOWARD 2004 DISCOVERY REQUEST (2.0).
		29.80	
MEIDAN LK	07/22/02	2.80	REVIEW SECOND MOTION OF HENRQUEZ AND HOWARD FOR AN ORDER REQUIRING RULE 2004 PRODUCTION OF DOCUMENTS BY DEBTORS (.7); REVIEW DOCUMENTS PRODUCED, PAST PLEADINGS IN PREPARATION OF RESPONSE TO MOTION (1.1); DRAFT RESPONSE TO MOTION (1.0).
MEIDAN LK	07/23/02	5.10	DRAFT RESPONSE TO HENRIQUEZ AND HOWARD MOTION FOR ORDER REQUIRING RULE 2004 PRODUCTION OF DOCUMENTS (5.1).
MEIDAN LK	07/24/02	5.10	COORDINATE FILING OF AND REVISIONS TO RESPONSE TO HENRIQUES AND HOWARD 2004 MOTION (5.1).
MEIDAN LK	07/25/02	1.30	REVIEW RESEARCH RE ACCOUNTANT LIABILITY (.8); REVIEW DOCUMENTS PRODUCED TO HENRIQUEZ AND HOWARD (.5).
MEIDAN LK	07/31/02	0.50	REVIEW DOCUMENTS PRODUCED TO HENRIQUEZ AND HOWARD (.5).
		14.80	
MEISLER RE	07/01/02	4.50	TELECONFERENCE WITH A. EMMO RE CLAIMS (.2); TELECONFERENCE WITH G. HOLTZER RE HELLER'S CLAIM (.2); ATTENTION TO SAME (.3); PREPARED FOR JULY 8 CLAIMS MEETING AND JULY 15 STATUS HEARING (3.6); TELECONFERENCES WITH G. KLEINER AND A. STOCKMAN RE NUASIS SETTLEMENT (.2).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MEISLER RE	07/02/02	8.20	TELECONFERENCES WITH A. EMMO RE CLAIMS (.7); CREATE CHART TO REFLECT PROGRESS WITH RESPECT TO CLAIMS (5.3); REVISE PRESENTATION RE SAME (1.1); TELECONFERENCES WITH J. SCIAMETTA RE SAME (.6); ATTENTION TO CERTIFICATE OF SERVICE RE OMNIBUS OBJECTIONS (.1); ATTENTION TO BANCO DI NAPOLI INQUIRY RE CONTINGENT CLAIM (.2); TELECONFERENCE WITH S. LONG RE CLAIMS (.2).
MEISLER RE	07/03/02	0.30	ATTENTION TO CLAIMS AND PREPARED FOR JULY 8 MEETING (.3).
MEISLER RE	07/08/02	5.70	PREPARED FOR CLAIMS MEETING (1.5); TELECONFERENCE WITH J. SCIAMETTA RE SAME (.2); MEETING WITH R. LACKEY, F. ZIEGLER AND S. LONG RE CLAIMS RESOLUTION AND CLAIM ESTIMATION STRATEGIES (2.6); MEETING WITH K. HERNANDEZ, S. LONG, AND F. ZIEGLER RE CLAIMSESTIMATION (1.4).
MEISLER RE	07/09/02	7.70	DRAFT CORRESPONDENCE RE WITHDRAWAL OF OBJECTION TO BANK ONE CLAIM (.5); TELECONFERENCES WITH D. AGAY RE SAME (.2); PREPARE FOR CLAIMS MEETING WITH CREDITORS COMMITTEE (5.9); TELECONFERENCE WITH S. LONG RE CLAIMS (.4); TELECONFERENCES WITH J. SCIAMETTA RE SAME (.5); TELECONFERENCE WITH R. LACKEY AND F. ZIEGLER RE SAME (.2).
MEISLER RE	07/10/02	6.20	CONTINUE PREPARATION FOR CLAIMS PRESENTATION TO CREDITORS' COMMITTEE (2.2); ATTEND CLAIMS PRESENTATION AND PRESENTED STATUS AND STRATEGIES (2.7); CONTINUED ATTENTION TO COMPANY INQUIRIES (1.1); ATTENTION TO NUASIS SETTLEMENT (.2).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MEISLER RE	07/11/02	5.50	TELECONFERENCE WITH S. LONG RE CLAIMS (.6); TELECONFERENCE WITH T. ASKOUNIS RE GE CLAIMS (.7); TELECONFERENCE WITH B. GREER RE CONTINUING PREPETITION LENDERS' CLAIMS (.1); TELECONFERENCE WITH M. O'ROURKE RE NEW YORK CITY CLAIMS (.2); TELECONFERENCE WITH K. LOGAN RE CLAIMS (.3); ATTENTION TO RESOLUTION OF CLAIMS AND PREPARE FOR JULY 15 HEARING (3.1); TELECONFERENCE WITH G. KLEINER RE NUASIS (.3); TELECONFERENCE WITH A. STOCKMAN RE SAME (.2).
MEISLER RE	07/12/02	5.00	TELECONFERENCE WITH J. KLEINMAN, COUNSEL TO BANK OF AMERICA RE CLAIMS (.2); TELECONFERENCE WITH T. ASKOUNIS RE GE CLAIMS (.3); TELECONFERENCES RE TEXAS COUNTY CLAIMS (.3); PREPARED FOR JULY 15 HEARING RE CLAIM (3.2); TELECONFERENCE WITH B. GREER RE CLAIMS (.1); TELECONFERENCE WITH M. REED AND D. ALVOET RE CONCERNS WITH PLAN (.1); TELECONFERENCE WITH G. KLEINER AND A. STOCKMAN RE NUASIS (.2); TELECONFERENCE WITH G. KLEINER RE FOLLOW-UP (.1); STRATEGIZE RE JULY 15 HEARING (.5).
MEISLER RE	07/13/02	1.00	REVIEW ORDER RE SECOND OMNIBUS OBJECTION TO CLAIMS (1.0).
MEISLER RE	07/15/02	2.30	ATTENTION TO GENERAL CLAIMS ADMINISTRATION (.8); TELECONFERENCES WITH T. ASKOUNIS RE RESOLVING GE CLAIMS (.1); REVISE STIPULATION RE SAME (1.2); TELECONFERENCE RE BANK OF AMERICA CLAIM RESOLUTION (.2).
MEISLER RE	07/16/02	3.00	REVISE STIPULATION RE GE CLAIMS (.3); TELECONFERENCES WITH H. KEPNER RE VERIZON CLAIMS (.5); ATTENTION TO SAME (.8); CONTINUE ATTENTION TO GENERAL CLAIMS ADMINISTRATION (1.4).
MEISLER RE	07/17/02	0.80	TELECONFERENCE WITH T. ASKOUNIS RE GE CLAIMS (.1); TELECONFERENCES WITH K. HERNANDEZ RE VERIZON (.2); TELECONFERENCE WITH K. HERNANDEZ AND S. LONG RE CLAIMS (.2); ATTENTION TO CLAIMS ESTIMATION (.3).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MEISLER RE	07/18/02	3.30	TELECONFERENCE WITH J. POPE RE CLICKRADIO AND 80/20 PLAN (.2); ATTENTION TO SAME (.7); TELECONFERENCE WITH K. FIEDLER RE GE CLAIMS (.2); REVIEW AND REVISE STIPULATION RE SAME (.3); TELECONFERENCE WITH R. MISHLER AND C. WALTERS RE ANGELO GORDON CLAIM(.1); RESEARCH SAME (1.6); ATTENTION TO CLAIMS ESTIMATION MOTION (.2).
MEISLER RE	07/19/02	2.90	TELECONFERENCES WITH F. ZIEGLER RE RESOLUTION OF GE CLAIMS (.2); TELECONFERENCES WITH T. ASKOUNIS RE SAME (.2); REVIEW AND REVISE STIPULATION RE SAME (1.9); TELECONFERENCES WITH K. FIEDLER RE SAME (.1); TELECONFERENCES WITH J. POPE RE CLICK RADIO AND 80/20 PLAN (.2); ATTENTION TO SAME (.3).
MEISLER RE	07/22/02	1.30	TELECONFERENCE WITH J. BARNETT RE CENTRAL BAPTIST HOSPITAL CLAIM (.2); TELECONFERENCE WITH T. ASKOUNIS RE GE STIPULATION (.1); ATTENTION TO SAME (.5); ATTENTION TO PERMISSIBILITY OF CLAIMS AMENDMENT (.5).
MEISLER RE	07/23/02	2.80	ATTENTION TO RESOLUTION OF CLAIMS (1.7); REVIEW AND RESEARCH EFFECTS, IF ANY, OF SECTION 1111(B) ON DLR CLAIMS (1.1).
MEISLER RE	07/24/02	0.90	CONTINUE ATTENTION TO CLAIMS (.8); TELECONFERENCE WITH F. ZIEGLER RE SAME (.1).
MEISLER RE	07/25/02	2.80	CONTINUE ATTENTION TO CLAIMS RE PENDING OBJECTIONS AND CLAIMS UNDER REVIEW (1.2); TELECONFERENCE WITH K. KRAKORA AND J. SCIAMETTA (.5); TELECONFERENCES WITH J. SCIAMETTA RE SAME (1.1).
MEISLER RE	07/26/02	1.30	TELECONFERENCES WITH K. GARTSKA RE CALCULATING REAL ESTATE RELATED CLAIMS (.4); TELECONFERENCE WITH B. GREER RE ANGELO GORDON'S CLAIM (.1); TELECONFERENCES WITH J. SCIAMETTA RE ANALYSIS OF CLAIMS OUTSTANDING AND GETTING TO TARGET (.3); ATTENTION TOSAME (.5).



SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MEISLER RE	07/29/02	4.10	TELECONFERENCE WITH B. GREER RE ANGELO GORDON CLAIM (.2); TELECONFERENCE WITH T. ASKOUNIS RE CLAIMS OF CITICAPITAL, CISCO AND U.S. BANCORP (.2); ATTENTION TO SAME (1.5); TELECONFERENCE WITH F. ZIEGLER RE CLAIMS (.1); TELECONFERENCE WITH J. SULLIVAN AND C. ZLOTNICK RE BANK HA POALIM CLAIM (.1); TELECONFERENCE WITH J. SCIAMETTA RE ANALYSIS OF CLAIMS OUTSTANDING (.1); TELECONFERENCE WITH S. SETO RE AVANT CORPORATION'S CLAIM (.1); CONTINUE ATTENTION TO CLAIMS (1.8).
MEISLER RE	07/30/02	2.00	BEGAN RESOLVING CLAIM DISPUTE BETWEEN COMDISCO AND CITICAPITAL RE DLRS (.5); BEGAN RESOLVING CLAIM DISPUTE BETWEEN COMDISCO AND U.S. BANCORP RE DLRS (.2); ATTENTION TO CLAIMS ADMINISTRATION (.5); DRAFT PROFFER RE RESOLUTION OF GE DLR CLAIM RE 7/31/02 HEARING (.8).
MEISLER RE	07/31/02	6.00	PREPARED FOR HEARING ON CLAIMS (1.5); ATTENTION TO GE STIPULATION RE CLAIM NOS. 2007, 2008 AND 2394 (.5); TELECONFERENCE WITH T. ASKOUNIS RE SAME (.1); CONTINUED ATTENTION TO CLAIMS ADMINISTRATION (2.4); TELECONFERENCES WITH J. BARNETT RE COUNTY BAPTIST HOSPITAL CLAIM AND SETTLEMENT WITH MEDASSETS (.2); REVIEW DOCUMENTATION AND PROOF OF CLAIM RE SAME (.8); CONFERENCE WITH F. ZIEGLER RE SAME (.5).
		77.60	
MURPHY MM	07/25/02	0.80	DRAFT FAZIO AGREED ORDER (.8).
MURPHY MM	07/26/02	0.80	FINALIZE AGREED ORDER WITH M. FAZIO AND DISTRIBUTE AGREED ORDER (.8).
		1.60	
STEINLE JJ	07/01/02	6.60	PREPARE FOR MEETING RE CLAIMS WITH CREDITORS' COUNSEL (3.1); DRAFT CLAIMS ESTIMATION MOTION (2.4); ANALYSIS RE CLAIMS (1.1).
STEINLE JJ	07/02/02	5.80	RESPOND TO INQUIRIES RE CLAIMS (1.8); ANALYSIS RE CLAIMS PROCESS (2.0); PREPARE FOR CLAIMS MEETING (2.0).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

STEINLE JJ	07/03/02	1.70	ANALYSIS RE CLAIMS ESTIMATION MOTION (1.1); PREPARE FOR CLAIMS STATUS HEARING (.6).
STEINLE JJ	07/08/02	4.90	MEETING WITH CLIENT RE PRESENTATION TO CREDITORS, CLAIMS ESTIMATION (4.0); PREPARATION OF PRESENTATION MATERIALS (.5); ANALYSIS AND TELECONFERENCES RE CLAIMS (.4).
STEINLE JJ	07/09/02	3.90	ANALYSIS RE CLAIMS (2.1); COMPILE CLAIMS PRESENTATION MATERIALS (1.8).
STEINLE JJ	07/10/02	6.60	PREPARE ORDERS AND RESOLVE CLAIMS FOR UPCOMING HEARING (3.5); TELECONFERENCE WITH CLIENT RE CLAIMS (1.0); NEGOTIATE CLAIMS RESOLUTION WITH CLAIMANTS (2.1).
STEINLE JJ	07/11/02	4.60	ANALYSIS RE CLAIMS (3.1); PREPARE ORDER FOR JULY 15 HEARING (1.5).
STEINLE JJ	07/12/02	7.90	RESOLVE CLAIMS (2.1); REVIEW RESPONSES TO SECOND OMNIBUS CLAIMS OBJECTION (2.0); PREPARE ORDER AND EXHIBITS RE CLAIMS (3.8).
STEINLE JJ	07/15/02	7.20	PREPARE FOR HEARING (1.8); REVISE EXHIBITS (.4); ANALYSIS RE CLAIMS PROCESS (1.0); ANALYSIS RE ESTIMATION (.7); FOLLOW-UP RE EMPLOYMENT CLAIMS (1.0); TELECONFERENCE WITH M. PELLECHIA RE SAME (.4); CONFERENCE WITH COUNSEL FOR EQUITY COMMITTEE (1.1); DISTRIBUTE DOCUMENTS TO COUNSEL FOR EQUITY COMMITTEE (.8).
STEINLE JJ	07/16/02	3.10	REVIEW ORDERS FROM HEARING (.8); TELECONFERENCE WITH ATTORNEYS FOR CLAIMANTS (1.5); ANALYZE CLAIMS (.8).
STEINLE JJ	07/17/02	6.30	RESOLVE CLAIMS (3.2); ANALYSIS RE ESTIMATION MOTION (1.0); TELECONFERENCE WITH CLIENT (.5) AND CLAIMS AGENT (.2) RE SAME; REVIEW EXHIBITS TO MOTION (1.4).
STEINLE JJ	07/18/02	6.70	ANALYZE AND RESOLVE CLAIMS (3.4); RESPOND TO TELECONFERENCES RE SAME (1.1); PREPARE ESTIMATION MOTION (2.2).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

STEINLE JJ	07/19/02	6.10	ANALYZE AIG CLAIM (.8); TELECONFERENCE WITH CLIENT (.7); TELECONFERENCE WITH OPPOSING COUNSEL (1.0); REVIEW CLAIMS STATUS (1.1); NEGOTIATE SETTLEMENTS (1.5); ANALYSIS RE GUARANTY ISSUES (1.0).
STEINLE JJ	07/22/02	4.20	RESOLVE CLAIMS ISSUES (2.7); FOLLOW-UP RE ESTIMATION (1.5).
STEINLE JJ	07/23/02	3.20	ANALYSIS RE CLAIMS ISSUES (2.1); FOLLOW-UP RE ESTIMATION AND CLAIMS RESERVES (1.1).
STEINLE JJ	07/24/02	4.20	ANALYZE STATE STREET CLAIM ISSUE (1.1); TELECONFERENCE WITH F. ZIEGLER RE SAME (.2); REVISE ESTIMATION MOTION (.4); ANALYSIS RE AIG INSURANCE CLAIM (.2); TELECONFERENCE RE SAME (.8); FOLLOW-UP RE NUMEROUS CLAIMS (1.5).
STEINLE JJ	07/25/02	2.10	REVISE ESTIMATION MOTION (1.0); RESOLVE CLAIMS OF WELLS FARGO AND STATE STREET (1.1).
STEINLE JJ	07/26/02	4.90	ANALYSIS RE CLAIMS (2.0); REVISE ESTIMATION MOTION (1.0); RESOLVE LARGE CLAIMS FOR ESTIMATION PURPOSES (1.9).
STEINLE JJ	07/28/02	1.80	EDIT ESTIMATION MOTION (1.8).
STEINLE JJ	07/29/02	4.80	RESOLVE ISSUES FOR ESTIMATION MOTION (2.7); REVISE SAME (2.1).
STEINLE JJ	07/30/02	2.00	PREPARE CLAIMS ORDERS (1.5); DRAFT PROFFER RE SAME (.5).
STEINLE JJ	07/31/02	4.50	REVISE ESTIMATION MOTION (3.1); CONFERENCE WITH CLIENT RE SAME (1.0); FILE SAME (.4).
		103.10	
STUART NL	07/01/02	1.30	RESEARCH RE IL CASES FOR CLAIMS MEMO (1.3).
STUART NL	07/09/02	0.40	EDIT CLAIMS ESTIMATION MOTION (.4).
STUART NL	07/10/02	1.00	RESEARCH RE IRS CLAIM (STATUTORY INTEREST RATE FROM CONFIRMATION TO DISBURSEMENT) (1.0).
STUART NL	07/11/02	3.50	CONTINUE RESEARCH RE IRS ISSUE OF STATUTORY INTEREST (3.5).
STUART NL	07/15/02	6.50	ASSIGN CLAIMS CHART (6.5).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

STUART NL	07/22/02	3.00	DRAFT POST BAR DATE MEMO (3.0).
STUART NL	07/31/02	3.00	THIRD OMNIBUS RESPONSE CLAIMS CHART (3.0).
		18.70	
<b>Total Associate</b>		<b>245.60</b>	
FROST TL	07/08/02	3.00	FILE AND DISTRIBUTE DEBTORS' OMNIBUS OBJECTION TO APPLICATIONS OF ENRICO GALIETTA AND CERTAIN OTHER POST-PETITION EMPLOYEES FOR COMPENSATION AS ADMINISTRATIVE EXPENSE AND NOTICE OF DEBTORS' OBJECTION TO APPLICATION FOR ALLOWANCE OF COMPENSATION AND EXPENSE OR IN ALTERNATIVE A REQUEST FOR PARTIAL PAYMENT BY WTC CDO FA LLC (3.0); REVIEW PLEADINGS AND CORRESPONDENCE (.8).
FROST TL	07/24/02	2.00	FILE AND DISTRIBUTE OBJECTION TO HENRIQUEZ AND HOWARD MOTION FOR 2004 PRODUCTION (2.0).
		5.00	
<b>Total Legal Assistant</b>		<b>5.00</b>	
BELMAR JJ	07/09/02	1.20	FILING OF DOCUMENTS: OTHER FILED DEBTORS' OMNIBUS OBJECTION TO APPLICATIONS OF ENRICO GALIETTA AND CERTAIN OTHER POST PETITION EMPLOYEES FOR COMPENSATION AS ADMINISTRATIVE EXPENSE RE 01-24795 (1.2).
		1.20	
<b>Total Legal Assist Specialist</b>		<b>1.20</b>	
WORSHECK TM	07/24/02	1.50	PREPARE EXCEL SERVICE LISTS FOR BATCH PROCESSING, EDIT/REVISE SUCH LISTS AND COMPLETE PREPARATION OF OVERNIGHT MAIL SHIPPING LOG RE OBJECTION TO HENRIQUEZ AND HOWARD MOTION FOR 2004 PRODUCTION AND NOTICE OF FILING (.5); PREPARE AND ASSEMBLE DOCUMENTS FOR MAILING/DISTRIBUTION RE OBJECTION TO HENRIQUEZ AND HOWARD MOTION FOR 2004 PRODUCTION AND NOTICE OF FILING (1.0).
		1.50	
<b>Total Legal Assist Support</b>		<b>1.50</b>	
<b>MATTER TOTAL</b>		<b><u>357.10</u></b>	

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Comdisco, Inc. (DIP)  
Claims Administration and Objections

Bill Date: 08/15/02  
Bill Number: 927466

Disbursement	Date	Vendor/Employee	Amount
In-house Reproduction	07/02/02	Copy Center, D	384.56
In-house Reproduction	07/05/02	Copy Center, D	4.50
In-house Reproduction	07/09/02	Copy Center, D	45.53
In-house Reproduction	07/12/02	Copy Center, D	1.20
In-house Reproduction	07/16/02	Copy Center, D	45.43
In-house Reproduction	07/19/02	Copy Center, D	95.76
In-house Reproduction	07/23/02	Copy Center, D	0.10
In-house Reproduction	07/26/02	Copy Center, D	5.60
In-house Reproduction	07/30/02	Copy Center, D	23.32
<b>TOTAL IN-HOUSE REPRODUCTION</b>			<b>\$606.00</b>
Telephone Expense	07/26/02	Telecommunications, D	0.01
Telephone Expense	07/26/02	Telecommunications, D	0.05
Telephone Expense	07/26/02	Telecommunications, D	0.48
Telephone Expense	07/26/02	Telecommunications, D	8.88
Telephone Expense	07/26/02	Telecommunications, D	124.58
<b>TOTAL TELEPHONE EXPENSE</b>			<b>\$134.00</b>
Lexis/Nexis	07/01/02	Stuart NL	93.18
Lexis/Nexis	07/08/02	Harrington JS	67.25
Lexis/Nexis	07/09/02	Harrington JS	39.57
Lexis/Nexis	07/11/02	Stuart NL	187.36
Lexis/Nexis	07/31/02	Hardy KT	23.64
<b>TOTAL LEXIS/NEXIS</b>			<b>\$411.00</b>
Westlaw	07/22/02	Steinle JJ	75.86
Westlaw	07/23/02	Durcan CM	805.64
Westlaw	07/24/02	Durcan CM	35.50
<b>TOTAL WESTLAW</b>			<b>\$917.00</b>
Telephone Expense - all other	07/05/02	Telecommunications, D DGenesys Conferencing	21.18
Telephone Expense - all other	07/05/02	Telecommunications, D DGenesys Conferencing	26.82

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Disbursement	Date	Vendor/Employee	Amount
		<b>TOTAL TELEPHONE EXPENSE - ALL OTHER</b>	<b>\$48.00</b>
Messengers/ Courier	06/28/02	Database, Car, Courier, Air Dept	11.08
Messengers/ Courier	06/28/02	Database, Car, Courier, Air Dept	11.08
Messengers/ Courier	06/28/02	Database, Car, Courier, Air Dept	11.08
Messengers/ Courier	06/28/02	Database, Car, Courier, Air Dept	11.08
Messengers/ Courier	06/28/02	Database, Car, Courier, Air Dept	46.07
Messengers/ Courier	07/08/02	Database, Car, Courier, Air Dept	7.66
Messengers/ Courier	07/17/02	Database, Car, Courier, Air Dept	8.65
Messengers/ Courier	07/17/02	Database, Car, Courier, Air Dept	8.65
Messengers/ Courier	07/17/02	Database, Car, Courier, Air Dept	8.65
		<b>TOTAL MESSENGERS/ COURIER</b>	<b>\$124.00</b>
Outside Research/Internet Services	07/10/02	Corporate RestructuringPacer Service Center	6.00
		<b>TOTAL OUTSIDE RESEARCH/INTERNET SERVICES</b>	<b>\$6.00</b>
Cellular Phone Expense	06/19/02	Meisler RE	4.00
		<b>TOTAL CELLULAR PHONE EXPENSE</b>	<b>\$4.00</b>
		<b>TOTAL MATTER</b>	<b>\$2,250.00</b>

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Comdisco, Inc. (DIP)  
Claims Administration and Objections

Bill Date: 08/31/02  
Bill Number: 927469

NAME	DATE	HOURS	DESCRIPTION
KIPP MR	08/02/02	1.50	REVIEW AND EDIT DRAFT LETTER TO HENRIQUEZ AND HOWARD'S COUNSEL SETTING FORTH THE COMPANY'S DOCUMENT REQUESTS AND SEND SAME (1.5).
KIPP MR	08/05/02	2.00	REVIEW DRAFT SETTLEMENT PAPERS WITH MR. LABE (.8); EDIT SAME (1.2).
KIPP MR	08/06/02	2.60	REVIEW NEXT DRAFT OF SETTLEMENT LETTER WITH MR. LABE (.7); ATTENTION TO ILLINOIS CASELAW ON THE ILLINOIS CONTRIBUTION ACT AND RELEASES FOR BREACHES OF FIDUCIARY DUTY (1.4); EDIT DRAFT AGREEMENT WITH MR. LABE (.5).
KIPP MR	08/07/02	1.70	ATTENTION TO CASE LAW RELATING TO JOINT AND SEVERAL LIABILITY AND THE RELEASE OF CLAIMS FOR BREACH OF FIDUCIARY DUTY (1.2); REVIEW NEXT DRAFT OF LABE SETTLEMENT LETTER (.5).
KIPP MR	08/08/02	2.00	REVIEW NEXT DRAFT OF SETTLEMENT LETTER AND DRAFT SECTION ADDRESSING THE COVENANT NOT TO SUE FOR BREACH OF FIDUCIARY DUTY (1.3); ATTENTION TO COMMENTS ON THE DRAFT FROM MR. LABE'S COUNSEL (.7).
		9.80	
PANAGAKIS GN	08/01/02	2.00	ATTENTION TO CLAIMS ESTIMATION MATTERS (1.0); SPECIFIC ATTENTION TO LARGEST CLAIMS STRATEGIES (1.0).
PANAGAKIS GN	08/06/02	3.50	CONTINUED ATTENTION TO OPEN MATTERS REGARDING CLAIMS ESTIMATION MOTION (1.1); ATTENTION TO FINAL DOCUMENTATION OF RESOLUTION OF SPECIFIC CLAIMS (1.9); PREPARE FOR NEXT DAY CALL REGARDING FLOHR (.5).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

PANAGAKIS GN	08/07/02	5.40	REVIEW AND REVISE LABE SETTLEMENT AND DISCUSSIONS WITH F. ZEIGLER, B. LACKET AND L. COBERLY REGARDING SAME (1.8); TELECONFERENCE WITH C. THAU, T. FLOHR AND R. LACKEY REGARDING FLOHR CLAIM (.9); FURTHER ATTENTION TO SAME (.7); ATTENTION TO HOWARD AND HENRIQUEZ CLAIMS, INCLUDING TELECONFERENCE WITH D. LIPKE REGARDING SAME (.8); ATTENTION TO CLAIMS STATUS AND CLAIMS ESTIMATION MOTION (1.2).
PANAGAKIS GN	08/08/02	2.20	TELECONFERENCE WITH R. LACKEY AND R. MISHLER REGARDING STATUS OF CLAIMS RESOLUTION AND NEXT DAY BOARD MATERIALS REGARDING SAME (2.2).
PANAGAKIS GN	08/09/02	1.10	ATTENTION TO STATUS OF CLAIMS RESOLUTION PROCESS, INCLUDING CONFERENCE WITH MANAGEMENT TEAM REGARDING SAME (1.1).
		14.20	
PERLMAN F	08/01/02	0.40	ATTENTION TO CLAIMS MATTERS (.4).
PERLMAN F	08/02/02	1.70	CONTINUED ATTENTION TO CLAIMS ESTIMATION AND RECONCILIATION ISSUES (1.7).
PERLMAN F	08/06/02	1.50	CONTINUED ATTENTION TO CLAIMS RECONCILIATION AND ESTIMATION (1.5).
PERLMAN F	08/07/02	2.10	TELECONFERENCE WITH R. HANSON RE CLAIMS (.4); ATTENTION TO CLAIMS RECONCILIATION AND ESTIMATION. (1.7).
PERLMAN F	08/08/02	1.80	CONTINUED ATTENTION TO CLAIMS RECONCILIATION AND ESTIMATION (1.8).
PERLMAN F	08/09/02	1.00	CONTINUED ATTENTION TO CLAIMS ESTIMATION MOTION (1.0).
		8.50	
<b>Total Partner</b>		32.50	
HARRINGTON JS	08/01/02	0.10	TELECONFERENCE WITH M. STARZEC RE WISCONSIN DEPT. REV. CLAIM (.1).
HARRINGTON JS	08/05/02	1.10	CONTINUE ATTENTION TO WISCONSIN DEPT. OF REV. CLAIM (1.1).



SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

HARRINGTON JS	08/08/02	1.00	ATTENTION TO SUNAMERICA CLAIMS ISSUES RE DEBTORS' ESTIMATION MOTION (.9); TELECONFERENCE WITH J. WEST RE SAME (.1).
HARRINGTON JS	08/09/02	3.20	ATTENTION TO FORMER EMPLOYEES' REPLY BRIEF IN SUPPORT OF APPLICATIONS FOR ADMINISTRATIVE EXPENSE (1.5); DRAFT DEBTORS' SUPPLEMENTAL REPLY RE SAME (1.7).
HARRINGTON JS	08/12/02	4.30	DRAFT SUPPLEMENTAL REPLY TO FORMER EMPLOYEES' REPLY MEMORANDUM IN SUPPORT OF PAYMENT OF BONUSES AS ADMINISTRATIVE EXPENSE (3.2); RESEARCH RE ISSUES RELATED TO SAME (1.1).
		9.70	
MEIDAN LK	08/01/02	3.80	REVIEW HENRIQUEZ AND HOWARD PROOFS OF CLAIMS (1.3); DRAFT LETTER TO D. LIPKE RE DISCOVERY ON HENRIQUEZ AND HOWARD CLAIMS (2.5).
MEIDAN LK	08/02/02	4.10	CONTINUED DRAFTING OF LETTER TO D. LIPKE RE DISCOVERY ON HENRIQUEZ AND HOWARD CLAIMS (2.8); REVISIONS TO SAME (2.3).
MEIDAN LK	08/05/02	5.30	REVIEW LABE SETTLEMENT MATERIALS (1.0); RESEARCH RE AIDING AND ABETTING BREACH OF FIDUCIARY DUTY (4.3).
MEIDAN LK	08/06/02	4.80	RESEARCH RE RELEASE OF FIDUCIARY DUTY CLAIM (3.5); PREPARATION OF SUMMARY RE SAME (.7); REVIEW REVISED LABE SETTLEMENT LANGUAGE (.6).
MEIDAN LK	08/07/02	1.40	REVIEW NEW VERSION OF LABE SETTLEMENT DOCUMENTS (1.4).
MEIDAN LK	08/08/02	0.80	REVIEW POTENTIAL REVISIONS TO LABE AGREEMENT (.8).
MEIDAN LK	08/09/02	0.50	REVIEW SUNGARD MOTION TO ENFORCE ACQUISITION AGREEMENT (.5).
		20.70	
MEISLER RE	08/01/02	0.90	TELECONFERENCE WITH J. SCIAMETTA RE CLAIMS (.1); ATTENTION TO CLAIMS ADMINISTRATION (.8).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MEISLER RE	08/02/02	3.30	CONTINUE ATTENTION TO CLAIMS ADMINISTRATION (1.4); TELECONFERENCE WITH K. LOGAN RE SAME (.3); REVIEW CASE LAW AND REVISED MEMO RE GUARANTY AGREEMENT (1.6).
MEISLER RE	08/06/02	0.20	TELECONFERENCE WITH J. BAER RE AMERISERVE FUND PREFERENCE CLAIM IN COMDISCO CASE AND COMDISCO'S CLAIM IN AMERISERVE'S CASE (.2).
		4.40	
MURPHY MM	08/05/02	1.70	ATTENTION TO ISSUES RE FAZIO SETTLEMENT (1.0); ATTENTION TO ISSUES RE SIP PROGRAM (.7).
MURPHY MM	08/06/02	2.40	CONTINUE WORKING ON SETTLEMENT WITH MR. FAZIO (.5); CONTINUE WORKING ON ISSUES RELATED TO SIP (1.3); BEGIN WORKING ON SETTLEMENT WITH LABE (.6).
MURPHY MM	08/07/02	5.70	TELECONFERENCE RE CLAIMS RECONCILIATION (.6); PREPARE SETTLEMENT DOCUMENTS FOR J. LABE (4.0); PREPARE SETTLEMENT DOCUMENTS FOR T. FLOHR (1.1).
MURPHY MM	08/08/02	7.20	PREPARE RESOLUTIONS TO CLAIMS ISSUES (.9); CONTINUE WORKING ON SETTLEMENT DOCUMENTS FOR J. LABE (4.9); CONTINUE WORKING ON SETTLEMENT DOCUMENTS FOR M. FAZIO (1.4).
MURPHY MM	08/12/02	3.80	DRAFT SETTLEMENT AGREEMENT FOR J. LABE (3.8).
		20.80	
STEINLE JJ	08/01/02	2.50	FOLLOW-UP RE ESTIMATION FILING (.4); RESOLVE CLAIMS ISSUES (1.1); SUMMARIZE THIRD OMNIBUS RESPONSES (1.0).
STEINLE JJ	08/02/02	1.90	FOLLOW-UP RE CLAIMS ISSUES (1.1); DRAFT L. DIXON SETTLEMENT LETTER (.8).
STEINLE JJ	08/05/02	1.00	ANALYSIS RE MISCELLANEOUS CLAIMS ISSUES (1.0).
STEINLE JJ	08/06/02	2.50	FOLLOW-UP RE CLAIMS ISSUES (1.1); FOLLOW-UP RE ESTIMATION (1.4).
STEINLE JJ	08/07/02	4.90	ANALYSIS RE CLAIMS ESTIMATION (1.0); ANALYSIS RE CLAIMS POOL (1.8); FOLLOW-UP ON CLAIMS RESOLUTION (2.1).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

	12.80
<b>Total Associate</b>	<b>68.40</b>
<b>MATTER TOTAL</b>	<b><u>100.90</u></b>

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Comdisco, Inc. (DIP)  
Claims Administration and Objections

Bill Date: 08/15/02  
Bill Number: 927469

Disbursement	Date	Vendor/Employee	Amount
In-house Reproduction	08/02/02	Copy Center, D	471.50
In-house Reproduction	08/06/02	Copy Center, D	31.50
<b>TOTAL IN-HOUSE REPRODUCTION</b>			<b>\$503.00</b>
Lexis/Nexis	08/01/02	Hardy KT	157.72
Lexis/Nexis	08/08/02	Harrington JS	3.28
<b>TOTAL LEXIS/NEXIS</b>			<b>\$161.00</b>
Westlaw	08/05/02	Meidan LK	491.80
Westlaw	08/06/02	Meidan LK	292.50
Westlaw	08/07/02	Meidan LK	10.57
Westlaw	08/07/02	Meidan LK	11.13
<b>TOTAL WESTLAW</b>			<b>\$806.00</b>
Messengers/ Courier	08/04/02	Corporate RestructuringArrow Messenger Svc	24.84
Messengers/ Courier	08/11/02	Corporate RestructuringArrow Messenger Svc	23.47
Messengers/ Courier	08/11/02	Corporate RestructuringArrow Messenger Svc	49.69
<b>TOTAL MESSENGERS/ COURIER</b>			<b>\$98.00</b>
<b>TOTAL MATTER</b>			<b>\$1,568.00</b>

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE NORTHERN DISTRICT OF ILLINOIS  
EASTERN DIVISION

-----X  
In re: : Case No. 01-24795  
: (Jointly Administered)  
COMDISCO, INC. :  
: Chapter 11  
et al. :  
: Hon. Ronald Barliant  
Debtors. :  
-----X

EXHIBIT D-10  
EMPLOYEE / LABOR MATTERS  
1,382.3 HOURS

SKADDEN, ARPS, SLATE, MEAGHER & FLOM (ILLINOIS)  
333 West Wacker Drive  
Chicago, Illinois 60606-1285

and

SKADDEN, ARPS, SLATE, MEAGHER & FLOM, LLP  
Four Times Square  
New York, NY 10036

**EXHIBIT 10**

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Comdisco, Inc. (DIP)  
Employee/Labor Matters

Bill Date: 05/20/02  
Bill Number: 917155

NAME	DATE	HOURS	DESCRIPTION
LEDUC A	04/16/02	3.10	ANALYSIS OF SIP ISSUE (3.1).
LEDUC A	04/17/02	3.20	TAX ANALYSIS OF SIP (3.2).
LEDUC A	04/18/02	2.70	ANALYSIS OF SIP (2.7).
LEDUC A	04/19/02	2.30	ANALYSIS OF TAX CONSEQUENCES OF SIP (2.3).
LEDUC A	04/22/02	1.10	SIP ANALYSIS (1.1).
LEDUC A	04/23/02	2.20	SIP ANALYSIS (2.2).
		<b>14.60</b>	
MULANEY, JR. CW	04/11/02	1.10	ATTENTION TO FAZIO LETTER AND RESPONSE REGARDING TERMINATION OF EMPLOYMENT (1.1).
MULANEY, JR. CW	04/22/02	0.30	ATTENTION TO SIP ISSUES (.3).
MULANEY, JR. CW	04/23/02	0.20	ATTENTION TO SIP ISSUES (.2).
MULANEY, JR. CW	04/30/02	0.70	ATTENTION TO FAZIO ISSUES AND MOTION REGARDING EMPLOYMENT AGREEMENT (.7).
		<b>2.30</b>	
PANAGAKIS GN	04/01/02	2.60	TELECONFERENCE WITH N. BLAKE, N. RAZI AND REPRESENTATIVES OF CREDITORS COMMITTEE REGARDING COMPENSATION PLAN (1.2); FOLLOW UP CALL WITH N. RAZI REGARDING SAME (.9); REVIEW MATERIALS REGARDING SAME (.5).
PANAGAKIS GN	04/02/02	0.90	ATTENTION TO REVISIONS TO COMPENSATION PLAN (.9).
PANAGAKIS GN	04/03/02	0.90	TELECONFERENCE WITH N. RAZI REGARDING REVISED COMPENSATION PROGRAM (.6); REVIEW MATERIALS REGARDING SAME (.3).
PANAGAKIS GN	04/10/02	1.70	REVIEW AND COMMENT ON EMPLOYEE COMPENSATION MATERIALS (.6); DISCUSS SAME WITH R. MISHLER AND N. RAZI (1.1).
PANAGAKIS GN	04/11/02	0.80	MEETING WITH N. BLAKE, N. RAZI, F. CIRONE AND OTHERS REGARDING REVISIONS TO COMPENSATION PROGRAM (.8).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

PANAGAKIS GN	04/12/02	2.20	MEETINGS WITH N. RAZI AND B. LACKEY REGARDING COMPENSATION AND SIP ISSUES (2.2).
PANAGAKIS GN	04/15/02	2.60	ATTENTION TO REVISIONS TO COMPENSATION PROGRAM, INCLUDING MEETING WITH N. RAZI REGARDING SAME (.6); ATTENTION TO POTENTIAL SIP STRATEGIES, INCLUDING MEETINGS WITH B. LACKEY, R. MISHLER AND N. RAZI REGARDING SAME (2.0).
PANAGAKIS GN	04/16/02	1.00	CONTINUED ATTENTION TO COMPENSATION PROGRAM AND RELATED SIP ISSUES AND DISCUSS SAME WITH MANAGEMENT TEAM (1.0).
PANAGAKIS GN	04/18/02	0.70	REVIEW REVISED COMPENSATION MATERIALS, INCLUDING SIP ISSUES (.4); MEETING WITH SIP REPRESENTATIVE REGARDING STATUS (.2); TELECONFERENCE WITH E. WEISFELNER REGARDING SAME (.1).
PANAGAKIS GN	04/23/02	0.50	TELECONFERENCE WITH B. LACKEY, R. MISHLER AND N. RAZI REGARDING COMPENSATION AND SIP MATTERS (.5).
PANAGAKIS GN	04/24/02	2.00	CONTINUED ATTENTION TO SIP PROGRAM AND COMPENSATION PROGRAM, INCLUDING SEVERAL TELEPHONE CONFERENCES WITH N. BLAKE, N. RAZI AND R. MISHLER REGARDING SAME (2.0).
PANAGAKIS GN	04/25/02	2.80	CONTINUED ATTENTION TO SIP AND FINALIZATION OF COMPENSATION PROGRAM (2.8).
PANAGAKIS GN	04/26/02	5.20	ATTENTION TO OPEN SIP ISSUES, INCLUDING MEETING WITH N. RAZI, B. LACKEY, AND F. CIRONE REGARDING SAME (1.3); PREPARE FOR AND ATTEND EMPLOYEE MEETING (1.9); REVIEW AND COMMENT ON COMPENSTION PLAN DOCUMENTS WITH N. RAZI AND M. PELLUCHIA (2.0).
PANAGAKIS GN	04/30/02	0.80	ATTENTION TO EMPLOYEE COMPENSATION PLAN SUMMARY ISSUES (.8).
		24.70	
PERLMAN F	04/12/02	1.50	ATTENTION TO SIP ISSUES (1.5).
PERLMAN F	04/22/02	1.90	TELECONFERENCE WITH B. LACKEY ET AL. REGARDING SIP (.9); ATTENTION TO SIP (1.0).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

PERLMAN F	04/30/02	1.40	REVIEW FAZIO MOTION (.7); ATTENTION TO EMPLOYEE TRUST MOTION (.7).
		4.80	
<b>Total Partner</b>		<b>46.40</b>	
STEINLE JJ	04/29/02	7.30	DRAFT MANAGEMENT INCENTIVE PLAN MOTION (5.9); LEGAL ANALYSIS REGARDING SAME (1.4).
STEINLE JJ	04/30/02	1.80	REVIEW AND REVISE MANAGEMENT INCENTIVE PLAN MOTION (1.8).
		9.10	
<b>Total Associate</b>		<b>9.10</b>	
<b>MATTER TOTAL</b>		<b><u>55.50</u></b>	



**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Comdisco, Inc. (DIP)  
Employee/Labor Matters

Bill Date: 05/20/02  
Bill Number: 917155

Disbursement	Date	Vendor/Employee	Amount
Telephone Expense	04/26/02	Telecommunications, D	0.01
Telephone Expense	04/26/02	Telecommunications, D	0.28
Telephone Expense	04/26/02	Telecommunications, D	0.30
Telephone Expense	04/26/02	Telecommunications, D	1.14
Telephone Expense	04/26/02	Telecommunications, D	29.27
<b>TOTAL TELEPHONE EXPENSE</b>			<b>\$31.00</b>
<b>TOTAL MATTER</b>			<b>\$31.00</b>

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Comdisco, Inc. (DIP)  
Employee/Labor Matters

Bill Date: 06/30/02  
Bill Number: 921074

NAME	DATE	HOURS	DESCRIPTION
BUTLER, JR. J	05/10/02	0.20	ATTENTION TO DEFERRAL OF EMPLOYEE COMPENSATION MOTION AND RELATED MATTERS (.2).
BUTLER, JR. J	05/13/02	0.20	CONTINUED ATTENTION TO EMPLOYEE COMPENSATION MOTION AND RELATED MATTERS (.2).
BUTLER, JR. J	05/14/02	0.40	CONTINUED ATTENTION TO EMPLOYEE COMPENSATION MOTION AND RELATED MATTERS (.4).
BUTLER, JR. J	05/16/02	0.40	CONTINUED ATTENTION TO EMPLOYEE COMPENSATION MOTION AND RELATED MATTERS (.4).
BUTLER, JR. J	05/17/02	0.40	CONTINUED ATTENTION TO EMPLOYEE COMPENSATION MOTION AND RELATED MATTERS (.2); ATTENTION TO FAZIO MOTION DISCOVERY (.2).
BUTLER, JR. J	05/20/02	0.30	CONTINUED ATTENTION TO OPEN MATTERS IN GO-FORWARD COMPENSATION PROGRAM (.3).
BUTLER, JR. J	05/22/02	0.20	CONTINUED ATTENTION TO OPEN MATTERS IN GO-FORWARD COMPENSATION PROGRAM (.2).
BUTLER, JR. J	05/24/02	0.20	CONTINUED ATTENTION TO OPEN MATTERS IN GO-FORWARD COMPENSATION PROGRAM (.2).
		2.30	
PANAGAKIS GN	05/01/02	1.40	TELECONFERENCE WITH N. RAZI REGARDING COMPENSATION PROGRAM TERMS AND CONDITIONS (.5); REVIEW AND COMMENT ON SAME (.9).
PANAGAKIS GN	05/02/02	1.80	MEETING WITH F. CIRONE AND N. RAZI REGARDING ROLLOUT OF COMPENSATION PROGRAM (1.3); DISCUSS SIP WITH R. HANSON (.5).
PANAGAKIS GN	05/03/02	1.60	TELECONFERENCE WITH N. RAZI, F. CIRONE AND D. SANBORNE REGARDING PREPARATION OF TERMS AND CONDITIONS OF COMPENSATION PROGRAM FOR DISTRIBUTION TO EMPLOYEES (1.6).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

PANAGAKIS GN	05/06/02	3.50	TELECONFERENCES WITH N. BLAKE, R. MISHLER AND N. RAZI REGARDING EMPLOYEE RETENTION PROGRAM MODIFICATIONS (1.8); REVIEW AND COMMENT ON PROPOSED CHANGES (1.0); ATTENTION TO SIP ISSUES (.7).
PANAGAKIS GN	05/07/02	0.70	CONTINUED ATTENTION TO EMPLOYEE RETENTION PROGRAM (.7).
PANAGAKIS GN	05/08/02	6.10	PARTICIPATE IN MANAGEMENT DISCUSSIONS REGARDING RETENTION PROGRAM, INCLUDING CONFERENCES WITH N. BLAKE, R. MISHLER, N. RAZI AND F. CIRONE (3.0); PARTICIPATE IN DISCUSSIONS WITH REPRESENTATIVES OF CREDITORS COMMITTEE REGARDING SAME (1.2); REVIEW AND COMMENT ON REVISIONS TO PROPOSAL REGARDING SAME (1.0); ATTENTION TO MOTION REGARDING SAME (.9).
PANAGAKIS GN	05/09/02	5.80	REVIEW AND COMMENT ON REVISED EMPLOYEE RETENTION MOTION (1.3); PARTICIPATE IN MEETINGS WITH MANAGEMENT IN ROSEMONT (3.5) AND TELECONFERENCES WITH REPRESENTATIVES OF CREDITORS COMMITTEE (1.0) REGARDING SAME.
PANAGAKIS GN	05/10/02	5.70	MEETING AT ROSEMONT WITH R. MISHLER AND N. RAZI REGARDING EMPLOYEE RETENTION PROGRAM (1.5); TELECONFERENCES WITH N. BLAKE REGARDING SAME (.8); ATTENTION TO RELATED SIP ISSUES (1.0); MEETING WITH R. MISHLER, N. RAZI, F. CIRONE AND OTHER MEMBERS OF MANAGEMENT TEAM REGARDING IMPLEMENTATION OF RETENTION PROGRAM (1.8); TELECONFERENCE WITH C. FORTGANG AND WITH R. HANSON REGARDING SAME (.6).
PANAGAKIS GN	05/13/02	1.50	REVIEW AND COMMENT ON ADDITIONAL CHANGES TO RETENTION PROGRAM AND DISCUSS SAME WITH MANAGEMENT TEAM (1.2); COORDINATE INTEGRATION OF SAME INTO MOTION (.3).
PANAGAKIS GN	05/14/02	2.50	CONTINUED ATTENTION TO MANAGEMENT RETENTION PROGRAM INCLUDING REVIEW OF REVISIONS TO SAME, DISCUSSIONS WITH COMMITTEE REPRESENTATIVES AND MANAGEMENT TEAM REGARDING SAME AND INTEGRATION WITH MOTION (2.5).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

PANAGAKIS GN	05/15/02	0.80	CONTINUED ATTENTION TO POTENTIAL RESOLUTION OF OPEN RETENTION ISSUES (.8).
PANAGAKIS GN	05/16/02	1.00	TELECONFERENCE WITH R. MISHLER AND N. RAZI REGARDING COMPENSATION PROGRAM (1.0).
PANAGAKIS GN	05/17/02	0.50	TELECONFERENCE WITH R. MISHLER AND N. RAZI REGARDING COMPENSATION PROGRAM (.5).
PANAGAKIS GN	05/20/02	1.90	CONTINUED ATTENTION TO EMPLOYEE RETENTION PROGRAM, INCLUDING TELEPHONE CONFERENCES WITH MANAGEMENT AND REPRESENTATIVES OF BOTH COMMITTEES (1.9).
PANAGAKIS GN	05/21/02	5.00	PARTICIPATE ON NUMEROUS TELECONFERENCES WITH MANAGEMENT AND REPRESENTATIVES OF THE CREDITORS COMMITTEE REGARDING REVISIONS TO EMPLOYEE RETENTION PROGRAM (3.0); WORK ON REVISIONS TO PROGRAM (2.0).
PANAGAKIS GN	05/22/02	3.90	REVIEW OF COMPENSATION MOTION (1.5); TELECONFERENCE WITH COMPANY (1.5); AND CREDITORS COMMITTEE REPRESENTATIVES (.9) REGARDING SAME.
PANAGAKIS GN	05/23/02	2.50	CONTINUE TO WORK ON EMPLOYEE RETENTION PROGRAM, INCLUDING MEETINGS AT COMPANY REGARDING SAME (2.5).
PANAGAKIS GN	05/24/02	2.80	TELECONFERENCES WITH N. RAZI AND R. MISHLER REGARDING RETENTION PROGRAM (1.4); REVIEW REVISED COMPENSATION PROGRAM (.9); ATTENTION TO SIP ISSUES (.5).
PANAGAKIS GN	05/28/02	2.00	CONTINUED ATTENTION TO FINALIZING EMPLOYEE RETENTION PROGRAM, INCLUDING REVIEW AND COMMENT ON MOTION AND ON REVISIONS TO PROPOSAL (2.0).
PANAGAKIS GN	05/29/02	3.50	FINAL NEGOTIATIONS WITH CREDITORS COMMITTEE AND REVISIONS TO MOTION TO APPROVE EMPLOYEE RETENTION PROGRAM (3.5).
		54.50	
PERLMAN F	05/02/02	2.00	ATTENTION TO TYLER GLEN MOTION (.5); ATTENTION TO FAZIO MOTION (.5); ATTENTION TO ISSUES REGARDING MANAGEMENT INCENTIVE PLAN (1.0).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

PERLMAN F	05/05/02	1.20	REVIEW MANAGEMENT INCENTIVE PLAN MOTION (1.2).
PERLMAN F	05/06/02	2.30	ATTENTION TO MANAGEMENT INCENTIVE PLAN (1.0); ATTENTION TO FAZIO MOTION AND DISCOVERY (1.3).
PERLMAN F	05/08/02	1.30	REVISE MANAGEMENT INCENTIVE PLAN MOTION (1.3).
PERLMAN F	05/09/02	5.00	ATTENTION TO MANAGEMENT INCENTIVE PLAN (2.5); REVIEW MOTION TO APPROVE MANAGEMENT INCENTIVE PLAN (2.5).
PERLMAN F	05/10/02	1.30	CONTINUED ATTENTION TO MANAGEMENT INCENTIVE PLAN (1.3).
PERLMAN F	05/13/02	1.50	CONTINUED ATTENTION TO MANAGEMENT INCENTIVE PLAN (1.5).
PERLMAN F	05/14/02	1.70	CONTINUED ATTENTION TO MANAGEMENT INCENTIVE PLAN (1.0); ATTENTION TO FAZIO MOTION (.7).
PERLMAN F	05/15/02	2.00	ATTENTION TO FAZIO ISSUES (1.0); CONTINUED ATTENTION TO MANAGEMENT INCENTIVE PLAN (1.0).
PERLMAN F	05/21/02	2.10	CONTINUED ATTENTION TO MANAGEMENT INCENTIVE PLAN (.8); REVIEW EMPLOYEE TRUST MOTION OBJECTION (1.3).
PERLMAN F	05/22/02	0.70	REVIEW EMPLOYEE TRUST OBJECTION (.7).
PERLMAN F	05/23/02	1.00	ATTENTION TO EMPLOYEE TRUST MOTION (1.0).
PERLMAN F	05/24/02	1.50	ATTENTION TO MANAGEMENT INCENTIVE PLAN (1.2); ATTENTION TO FAZIO MOTION (.3).
PERLMAN F	05/28/02	0.80	CONTINUED ATTENTION TO MANAGEMENT INCENTIVE PLAN (.8).
PERLMAN F	05/29/02	0.70	CONTINUED ATTENTION TO MANAGEMENT INCENTIVE PLAN (.7).
		25.10	
<b>Total Partner</b>		<b>81.90</b>	
HARRINGTON JS	05/01/02	2.50	REVIEW AND BEGIN RESEARCH FOR RESPONSE TO MOTION OF RESIDUAL INCENTIVE COMPENSATION PLAN PARTICIPANTS FOR DETERMINATION THAT CERTAIN TRUST FUNDS ARE NOT PROPERTY OF THE ESTATE (2.5).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

HARRINGTON JS	05/02/02	3.80	RESEARCH REGARDING ISSUES RELATED TO PROPERTY OF THE ESTATE UNDER THE BANKRUPTCY CODE AND ILLINOIS TRUST LAW (3.8).
HARRINGTON JS	05/03/02	2.20	ATTENTION TO RESPONSE TO MOTION OF RESIDUAL INCENTIVE COMPENSATION PLAN PARTICIPANTS ISSUES (2.1); TELECONFERENCE WITH F. ZIEGLER RE: SAME (.1).
HARRINGTON JS	05/09/02	4.40	RESEARCH WITH RESPECT TO MOTION FILED BY CERTAIN INCENTIVE COMPENSATION PLAN PARTICIPANTS FOR DETERMINATION THAT CERTAIN FUNDS ARE TRUST FUNDS (3.8); MEETING WITH F. ZIEGLER RE: SAME (.6).
HARRINGTON JS	05/16/02	2.90	RESEARCH ISSUES RELATED TO MOTION BY RESIDUAL INCENTIVE COMPENSATION PLAN PARTICIPANTS TO DETERMINE CERTAIN FUNDS ARE BEING HELD IN TRUST (1.8); MEETING IN ROSEMONT WITH F. ZIEGLER AND D. REYNOLDS RE: SAME (1.1).
HARRINGTON JS	05/17/02	6.30	CONTINUE ON RESEARCH OF ILLINOIS TRUST LAW RE: MOTION OF INCENTIVE COMPENSATION PLAN PARTICIPANTS (1.1); DRAFT OBJECTION TO SAME (5.2).
HARRINGTON JS	05/20/02	2.80	WORK ON OBJECTION TO MOTION OF RESIDUAL INCENTIVE COMPENSATION PLAN PARTICIPANTS (2.8).
HARRINGTON JS	05/21/02	4.20	CONTINUED WORK ON OBJECTION TO MOTION FOR DETERMINATION THAT FUNDS ARE HELD IN TRUST (4.2).
HARRINGTON JS	05/22/02	3.00	DRAFTING OBJECTION TO MOTION TO COMPEL PAYMENT OF FUNDS HELD IN TRUST (2.9); TELECONFERENCE WITH F. ZIEGLER RE: SAME (.1).
HARRINGTON JS	05/24/02	4.20	MAKE CHANGES AND FINALIZE OBJECTION TO MOTION OF RESIDUAL INCENTIVE COMPENSATION PARTICIPANTS FOR FILING (4.2).
HARRINGTON JS	05/28/02	2.00	DRAFT PROFFER FOR OBJECTION TO MOTION FOR DETERMINATION THAT FUNDS ARE BEING HELD IN TRUST (1.8); DRAFT PROFFER FOR MOTION OF FAZIO TO COMPEL PAYMENT (.2).
		38.30	
MURPHY MM	05/15/02	0.80	RESEARCH ISSUE RE: MANAGEMENT INCENTIVE COMPENSATION PLAN (.8).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

MURPHY MM	05/17/02	1.20	RESEARCH RE: REGULATION U AND ITS IMPACT ON THE SHARED INVESTMENT PLAN (1.2).
MURPHY MM	05/21/02	1.60	RESEARCH ISSUE RE: SIP (1.6).
MURPHY MM	05/22/02	0.20	ADDRESS ISSUES RE: CDO SEVERANCE PLAN (.2).
MURPHY MM	05/24/02	0.90	REVIEW SIP DOCUMENTS (.9).
MURPHY MM	05/25/02	0.20	DRAFT LETTER TO B. BALDIGA RE: SIP DOCUMENTS (.2).
MURPHY MM	05/28/02	1.60	REVIEW DOCUMENTS RE: SHARED INVESTMENT PLAN AND SEND DOCUMENTS TO THE EQUITY COMMITTEE AS REQUESTED (1.6).
		6.50	
STEINLE JJ	05/09/02	6.90	REVISE AND EDIT MANAGEMENT INCENTIVE PLAN AND RELATED ANALYSIS REGARDING SAME (6.9).
STEINLE JJ	05/10/02	0.80	REVIEW AND REVISE EMPLOYEE INCENTIVE MOTION (.8).
STEINLE JJ	05/15/02	1.50	REVIEW CHANGES TO INCENTIVE COMPENSATION PLAN (1.5).
STEINLE JJ	05/16/02	3.20	REVISE MANAGEMENT INCENTIVE PLAN MOTION (2.4); TELECONFERENCE WITH N. RAZI REGARDING SAME (.8).
STEINLE JJ	05/21/02	1.50	REVISE INCENTIVE PLAN MOTION (1.5).
STEINLE JJ	05/22/02	4.30	CONTINUE REVIEW INCENTIVE PLAN MOTION (2.5); TELECONFERENCES WITH R. LACKEY AND N. RAZI REGARDING SAME (1.8).
STEINLE JJ	05/23/02	4.00	REVIEW AND EDIT INCENTIVE PLAN MOTION (2.5); TELECONFERENCE WITH R. MISHLER AND N. RAZI REGARDING SAME (1.5).
STEINLE JJ	05/24/02	4.40	REVISE INCENTIVE COMPENSATION MOTION (3.0); DISTRIBUTE SAME (.4); TELECONFERENCE WITH N. RAZI REGARDING SAME (1.0).
STEINLE JJ	05/28/02	5.20	REVISE MANAGEMENT INCENTIVE PLAN (2.0); REDRAFT SECTION OF SAME (1.4); REVIEW AND SUMMARIZE PROPOSED EMPLOYMENT CONTRACTS (1.8).
STEINLE JJ	05/29/02	4.30	REVISE AND FILE MIP MOTION (4.3).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

		36.10	
<b>Total Associate</b>		<b>80.90</b>	
FROST TL	05/24/02	1.50	PREPARE FOR FILING AND DISTRIBUTION, OBJECTION TO MOTION OF RESIDUAL INCENTIVE COMPENSATION PLAN PARTICIPANTS FOR DETERMINATION THAT CERTAIN TRUST FUNDS ARE NOT PROPERTY OF THE ESTATE AND FOR TURN OVER THEREOF (1.5).
FROST TL	05/29/02	2.20	FILE AND DISTRIBUTE MOTION APPROVING AND AUTHORIZING DEBTORS' STAY BONUS PLAN AND MANAGEMENT INCENTIVE PLAN (2.2).
		3.70	
<b>Total Legal Assistant</b>		<b>3.70</b>	
ROSI DA	05/24/02	1.20	PREPARE AND ASSEMBLE DOCUMENTS FOR DISTRIBUTION/MAILING RE OBJECTION TO MOTION OF RESIDUAL INCENTIVE COMPENSATION PLAN PARTICIPANTS FOR DETERMINATION THAT CERTAIN TRUST FUNDS ARE NOT PROPERTY OF THE ESTATE AND FOR TURN OVER THEREOF (1.2).
		1.20	
WORSHECK TM	05/29/02	2.20	PREPARE EXCEL SERVICE LISTS FOR BATCH PROCESSING, EDIT/REVISE SUCH LISTS AND COMPLETE PREPARATION OF OVERNIGHT MAIL SHIPPING LOG RE MOTION FOR ORDER APPROVING AND AUTHORIZING THE DEBTOR'S STAY BONUS PLAN AND MANAGEMENT INCENTIVE PLAN (.4); PREPARE AND ASSEMBLE DOCUMENTS FOR DISTRIBUTION/MAILING OF MOTION FOR ORDER APPROVING AND AUTHORIZING THE DEBTOR'S STAY BONUS PLAN AND MANAGEMENT INCENTIVE PLAN (1.8).
		2.20	
<b>Total Legal Assist Support</b>		<b>3.40</b>	
<b>MATTER TOTAL</b>		<b><u>169.90</u></b>	



**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Comdisco, Inc. (DIP)  
Employee/Labor Matters

Bill Date: 06/30/02  
Bill Number: 921074

Disbursement	Date	Vendor/Employee	Amount
In-house Reproduction	05/17/02	Copy Center, D	1.79
In-house Reproduction	05/24/02	Copy Center, D	16.73
In-house Reproduction	05/28/02	Copy Center, D	3.48
<b>TOTAL IN-HOUSE REPRODUCTION</b>			<b>\$22.00</b>
Telephone Expense	05/31/02	Telecommunications, D	0.38
Telephone Expense	05/31/02	Telecommunications, D	1.45
Telephone Expense	05/31/02	Telecommunications, D	1.77
Telephone Expense	05/31/02	Telecommunications, D	3.68
Telephone Expense	05/31/02	Telecommunications, D	92.72
<b>TOTAL TELEPHONE EXPENSE</b>			<b>\$100.00</b>
Lexis/Nexis	05/02/02	Harrington JS	96.71
Lexis/Nexis	05/03/02	Harrington JS	69.30
Lexis/Nexis	05/09/02	Harrington JS	118.25
Lexis/Nexis	05/20/02	Stuart NL	67.77
Lexis/Nexis	05/20/02	Harrington JS	197.40
Lexis/Nexis	05/21/02	Harrington JS	3.29
Lexis/Nexis	05/24/02	Harrington JS	86.86
Lexis/Nexis	05/28/02	Harrington JS	16.42
<b>TOTAL LEXIS/NEXIS</b>			<b>\$656.00</b>
Messengers/ Courier	05/26/02	Corporate Restructuring Comet Messenger Service	10.00
<b>TOTAL MESSENGERS/ COURIER</b>			<b>\$10.00</b>
<b>TOTAL MATTER</b>			<b>\$788.00</b>

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Comdisco, Inc. (DIP)  
Employee/Labor Matters

Bill Date: 07/31/02  
Bill Number: 923588

NAME	DATE	HOURS	DESCRIPTION
LAWSON MA	06/06/02	0.80	ATTENTION TO MIP MATTERS (.8).
LAWSON MA	06/10/02	0.60	CONTINUE TO REVIEW MIP MATTERS (.6).
LAWSON MA	06/28/02	1.00	CONFERENCE RE: SECURITY FOR BONUS DEFERRAL PLAN; TAX TREATMENT (1.0).
		2.40	
PANAGAKIS GN	06/06/02	0.90	ATTENTION TO MANAGEMENT INCENTIVE PLAN MATTERS (.9).
PANAGAKIS GN	06/10/02	2.50	CONTINUED ATTENTION TO SIP MATTERS, INCLUDING TELECONFERENCES WITH N. RAZI AND G. MIRCIANI REGARDING SAME (2.5).
PANAGAKIS GN	06/11/02	5.70	MEETING WITH MANAGEMENT TEAM REGARDING SIP ISSUES (.9); MEETING WITH R. HANSON REGARDING SAME (1.3); MEETING WITH SIP ATTORNEYS REGARDING SAME (3.5).
PANAGAKIS GN	06/12/02	1.50	ATTENTION TO IMPLEMENTATION OF RETENTION PROGRAM, INCLUDING MEETINGS WITH N. BLAKE AND R. MISHLER REGARDING SAME (1.5).
PANAGAKIS GN	06/13/02	1.00	ATTENTION TO OUTSTANDING RETENTION PROGRAM MATTERS, INCLUDING MEETINGS WITH MANAGEMENT TEAM REGARDING SAME (1.0).
PANAGAKIS GN	06/14/02	1.80	ATTENTION TO SIP (.7) AND OTHER EMPLOYEE RETENTION MATTERS (1.1).
PANAGAKIS GN	06/17/02	3.80	ATTENTION TO PREPARATIONS FOR NEXT DAY HEARING RE EMPLOYEE RETENTION PROGRAM (1.3); REVIEW EMPLOYEE ROLLOUT MATERIALS (1.0); ATTENTION TO SIP MATTERS, INCLUDING TELECONFERENCES WITH COUNSEL FOR PARTICIPANTS RE SAME (1.5).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

PANAGAKIS GN	06/18/02	3.70	MEETING WITH N. RAZI, N. BUBNOVICH AND R. MISHLER IN PREPARATION FOR EMPLOYEE RETENTION HEARING (1.0); PRESENT HEARING AT COURT (.3); MEETING WITH MANAGEMENT TEAM TO COMPLETE EMPLOYEE COMMUNICATIONS RE SAME (1.8); ATTENTION TO SIP ISSUES (.4).
PANAGAKIS GN	06/19/02	1.00	ATTENTION TO ROLLOUT OF EMPLOYEE RETENTION PROGRAM (1.0).
PANAGAKIS GN	06/21/02	1.20	PARTICIPATE IN MEETINGS WITH EMPLOYEES RE INCENTIVE PROGRAM INQUIRIES (1.2).
PANAGAKIS GN	06/25/02	1.20	ATTENTION TO IMPLEMENTATION OF EMPLOYEE RETENTION PROGRAM, INCLUDING TELECONFERENCE WITH N. BLAKE, N. RAZI AND R. MISHLER AND REVIEW OF COMMUNICATION MATERIALS (.8); REVIEW COMP ADJUSTMENTS AND DISCUSS SAME WITH R. MISHLER (.4).
PANAGAKIS GN	06/26/02	0.70	ATTENTION TO SIP ISSUES (.7).
PANAGAKIS GN	06/27/02	0.30	TELECONFERENCE WITH G. MARCIANI REGARDING SIP (.3).
PANAGAKIS GN	06/28/02	0.40	TELECONFERENCE WITH R. LACKEY AND G. MARCIANI REGARDING SIP SETTLEMENT (.4).
		25.70	
PERLMAN F	06/06/02	2.50	ATTENTION TO MANAGEMENT INCENTIVE PLAN ISSUES (1.6); ATTENTION TO COMMITTEE RELEASE ISSUES (.9).
PERLMAN F	06/17/02	2.00	ATTENTION TO FAZIO MOTION (1.2); ATTENTION TO SIP ISSUES (.8).
PERLMAN F	06/18/02	2.80	ATTENTION TO SIP ISSUES (1.5); ATTENTION TO MANAGEMENT INCENTIVE PLAN ISSUES (1.3).
PERLMAN F	06/25/02	1.20	WORK ON GALIETTA MOTION AND RESPONSE (.7); REVIEW EMPLOYEE COMMUNICATIONS (.5).
PERLMAN F	06/26/02	3.00	PREPARE FOR AND ATTEND EMPLOYEE MEETING REGARDING PLAN (3.0).
PERLMAN F	06/30/02	0.50	REVIEW OBJECTIVE EMPLOYEE BANK MOTION (.5).
		12.00	
Total Partner		40.10	

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

MURPHY MM	06/03/02	1.10	BEGIN REVIEW OF MANAGEMENT INCENTIVE COMPENSATION MATERIALS (1.1).
		1.10	
STEINLE JJ	06/03/02	1.30	LEGAL ANALYSIS REGARDING POTENTIAL OBJECTIONS TO INCENTIVE COMPENSATION MOTION (1.3).
STEINLE JJ	06/04/02	1.10	LEGAL ANALYSIS REGARDING INCENTIVE COMPENSATION PLANS IN OTHER CASES IN PREPARATION FOR POSSIBLE OBJECTION (1.1).
STEINLE JJ	06/05/02	1.40	LEGAL ANALYSIS REGARDING INCENTIVE COMPENSATION PLANS (1.4).
STEINLE JJ	06/06/02	3.30	DRAFT INCENTIVE PLAN PROFFER (2.0); LEGAL ANALYSIS REGARDING INCENTIVE PLANS AND POSSIBLE OBJECTION (1.3).
STEINLE JJ	06/07/02	1.40	LEGAL ANALYSIS REGARDING INCENTIVE PLANS (1.4).
STEINLE JJ	06/09/02	1.20	DRAFT INCENTIVE COMPENSATION PROFFER (1.2).
STEINLE JJ	06/11/02	4.70	ANALYSIS OF POSSIBLE OBJECTIONS TO INCENTIVE PLAN (1.0); DRAFT RESPONSE TO SAME (3.0); EDIT PROFFER (.7).
STEINLE JJ	06/25/02	2.50	ANALYSIS REGARDING BANK ONE ASSET SALE (1.8); TELECONFERENCES WITH K. MRUK, BANK ONE, REGARDING SAME (.7).
		16.90	
STUART NL	06/03/02	7.70	RESEARCH ON MIP PLAN (7.7).
STUART NL	06/04/02	4.20	CONTINUED RESEARCH RE: MIP PLAN (4.2).
STUART NL	06/05/02	2.80	CONTINUED RESEARCH RE: MIP PLAN (2.8).
STUART NL	06/06/02	1.90	RESEARCH RE: BUSINESS JUDGMENT RULE AND MIP MATTERS (1.9).
STUART NL	06/07/02	2.00	CONTINUED RESEARCH RE: MIP AND BJR (2.0).
STUART NL	06/11/02	8.80	RESEARCH RE: MIP PLAN AND POTENTIAL OBJECTIONS, BEGIN DRAFT OF PRELIMINARY RESPONSE (8.8).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

STUART NL	06/12/02	2.30	CONTINUE RESEARCH AND DRAFT RE: PRELIMINARY RESPONSE FOR MIP OBJECTION (1.3); SCRIPT FOR MIP (1.0).
STUART NL	06/17/02	3.00	SCRIPT FOR JUNE 18 HEARING ON MIP (3.0).
		<b>32.70</b>	
<b>Total Associate</b>		<b>50.70</b>	
<b>MATTER TOTAL</b>		<b><u>90.80</u></b>	

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Comdisco, Inc. (DIP)  
Employee/Labor Matters

Bill Date: 07/31/02  
Bill Number: 923588

Disbursement	Date	Vendor/Employee	Amount
In-house Reproduction	06/14/02	Copy Center, D	151.00
		<b>TOTAL IN-HOUSE REPRODUCTION</b>	<b>\$151.00</b>
Telephone Expense	06/28/02	Telecommunications, D	0.10
Telephone Expense	06/28/02	Telecommunications, D	0.28
Telephone Expense	06/28/02	Telecommunications, D	0.84
Telephone Expense	06/28/02	Telecommunications, D	1.40
Telephone Expense	06/28/02	Telecommunications, D	52.38
		<b>TOTAL TELEPHONE EXPENSE</b>	<b>\$55.00</b>
Lexis/Nexis	06/03/02	Altan EL	70.97
Lexis/Nexis	06/03/02	Altan EL	222.41
Lexis/Nexis	06/03/02	Stuart NL	382.45
Lexis/Nexis	06/07/02	Stuart NL	85.43
Lexis/Nexis	06/11/02	Stuart NL	222.21
Lexis/Nexis	06/17/02	Harrington JS	77.05
Lexis/Nexis	06/19/02	Harrington JS	12.65
Lexis/Nexis	06/19/02	Stuart NL	182.65
Lexis/Nexis	06/20/02	Harrington JS	60.45
Lexis/Nexis	06/21/02	Harrington JS	3.29
Lexis/Nexis	06/24/02	Stuart NL	22.32
Lexis/Nexis	06/24/02	Harrington JS	64.89
Lexis/Nexis	06/26/02	Harrington JS	146.23
		<b>TOTAL LEXIS/NEXIS</b>	<b>\$1,553.00</b>
Westlaw	06/03/02	Altan EL	17.97
Westlaw	06/03/02	Stuart NL	338.56
Westlaw	06/06/02	Stuart NL	50.80
Westlaw	06/11/02	Stuart NL	68.71
Westlaw	06/19/02	Harrington JS	17.98
Westlaw	06/24/02	Stuart NL	17.98
		<b>TOTAL WESTLAW</b>	<b>\$512.00</b>

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

<b>Disbursement</b>	<b>Date</b>	<b>Vendor/Employee</b>	<b>Amount</b>
Messengers/ Courier	06/05/02	Database, Car, Courier, Air Dept	8.62
Messengers/ Courier	06/05/02	Database, Car, Courier, Air Dept	13.19
Messengers/ Courier	06/05/02	Database, Car, Courier, Air Dept	13.19
Messengers/ Courier	06/30/02	Corporate RestructuringComet Messenger Service	84.00
		<b>TOTAL MESSENGERS/ COURIER</b>	<b>\$119.00</b>
		<b>TOTAL MATTER</b>	<b>\$2,390.00</b>

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Comdisco, Inc. (DIP)  
Employee/Labor Matters

Bill Date: 08/31/02  
Bill Number: 927469

NAME	DATE	HOURS	DESCRIPTION
PANAGAKIS GN	08/05/02	0.90	TELECONFERENCE WITH N. RAZI REGARDING SIP SETTLEMENT ALTERNATIVES (.9).
PANAGAKIS GN	08/06/02	1.60	MEETING WITH N. RAZI AND HURON REPRESENTATIVES REGARDING STRATEGY FOR FORMULATING ALTERNATIVE SIP PROPOSALS (1.6).
PANAGAKIS GN	08/07/02	1.20	CONTINUED ATTENTION TO SIP PROPOSAL ALTERNATIVES, INCLUDING TELECONFERENCE WITH N. RAZI REGARDING SAME (1.2).
PANAGAKIS GN	08/08/02	3.20	TELECONFERENCE WITH N. RAZI AND HURON REPRESENTATIVE REGARDING PREPARATIONS FOR NEXT DAY BOARD MEETING AND REVISIONS OF PRESENTATION MATERIALS (3.2).
PANAGAKIS GN	08/09/02	1.10	CONFERENCE WITH N. RAZI, R. MISHLER AND R. LACKEY REGARDING POTENTIAL SIP COUNTER PROPOSALS (1.1).
		8.00	
<b>Total Partner</b>		<b>8.00</b>	
MURPHY MM	08/07/02	1.70	PREPARE ISSUES RE SIP (1.2); ATTENTION TO ISSUE RE MANAGEMENT INCENTIVE PLAN (.5).
		1.70	
<b>Total Associate</b>		<b>1.70</b>	
<b>MATTER TOTAL</b>		<b><u>9.70</u></b>	



**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Comdisco, Inc. (DIP)  
Employee/Labor Matters

Bill Date: 08/15/02  
Bill Number: 927469

Disbursement	Date	Vendor/Employee	Amount
Lexis/Nexis	08/09/02	Harrington JS	122.00
		<b>TOTAL LEXIS/NEXIS</b>	<b>\$122.00</b>
Messengers/ Courier	08/06/02	Database, Car, Courier, Air Dept	8.00
		<b>TOTAL MESSENGERS/ COURIER</b>	<b>\$8.00</b>
		<b>TOTAL MATTER</b>	<b>\$130.00</b>



IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE NORTHERN DISTRICT OF ILLINOIS  
EASTERN DIVISION

-----X  
In re: : Case No. 01-24795  
: (Jointly Administered)  
COMDISCO, INC. :  
: Chapter 11  
et al. :  
: Hon. Ronald Barliant  
Debtors. :  
-----X

EXHIBIT D-11  
GENERAL CORPORATE ADVICE  
912.7 HOURS

SKADDEN, ARPS, SLATE, MEAGHER & FLOM (ILLINOIS)  
333 West Wacker Drive  
Chicago, Illinois 60606-1285

and

SKADDEN, ARPS, SLATE, MEAGHER & FLOM, LLP  
Four Times Square  
New York, NY 10036

**EXHIBIT II**

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Comdisco, Inc. (DIP)  
General Corporate Advice

Bill Date: 05/20/02  
Bill Number: 917155

NAME	DATE	HOURS	DESCRIPTION
BUTLER, JR. J	04/01/02	0.20	ATTENTION TO APRIL 4TH BOARD OF DIRECTORS MEETING (.2).
BUTLER, JR. J	04/16/02	4.50	PREPARE FOR (.8) AND ATTEND (3.7) BOARD OF DIRECTORS MEETING IN ROSEMONT.
BUTLER, JR. J	04/25/02	0.40	REVIEW AND REVISE APRIL 26TH PRESS RELEASE REGARDING FILING OF JOINT DISCLOSURE STATEMENT AND PLAN OF REORGANIZATION (.4).
			5.10
MULANEY, JR. CW	04/05/02	2.30	BOARD MEETING CONFERENCE CALL (2.0); ATTENTION TO MATERIALS FOR MEETING (.3).
MULANEY, JR. CW	04/16/02	5.50	PREPARE FOR AND ATTEND BOARD MEETING (4.5); REVIEW OF BOARD MATERIALS (1.0).
MULANEY, JR. CW	04/23/02	1.00	PREPARE FOR AND ATTEND BOARD MEETING (1.0).
			8.80
PANAGAKIS GN	04/03/02	0.20	ATTENTION TO BOARD MEETING (.2).
PANAGAKIS GN	04/03/02	0.50	REVIEW AND COMMENT ON PRESS RELEASE (.5).
PANAGAKIS GN	04/05/02	1.00	PARTICIPATE ON TELEPHONIC BOARD CALL (1.0).
PANAGAKIS GN	04/15/02	0.80	ATTENTION TO NEXT DAY BOARD MEETING, INCLUDING TELECONFERENCES WITH N. BLAKE AND MEETING WITH B. LACKEY REGARDING SAME (.8).
PANAGAKIS GN	04/16/02	4.60	TELECONFERENCE WITH MANAGEMENT TEAM IN PREPARATION FOR BOARD MEETING (.8); PREPARE FOR (.5) AND PARTICIPATE IN (3.3) BOARD MEETING.
PANAGAKIS GN	04/23/02	1.50	PREPARE FOR AND PARTICIPATE ON BOARD CONFERENCE CALL (1.5).
PANAGAKIS GN	04/24/02	1.30	PREPARE FOR AND PARTICIPATE ON BOARD CONFERENCE CALL (1.3).
PANAGAKIS GN	04/25/02	1.80	REVIEW AND REVISE PRESS RELEASE (1.8).
			11.70

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**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

PERLMAN F	04/25/02	1.80	REVIEW AND REVISE PRESS RELEASE (1.8).
		1.80	
<b>Total Partner</b>		<b>27.40</b>	
KETCHENS JP	04/02/02	1.20	RESEARCH OTCBB FILING REQUIREMENTS (1.2).
		1.20	
ORY SS	04/25/02	0.80	TELECONFERENCE WITH M. MOSTER REGARDING REVISED PRESS RELEASE, REVIEW SAME (.8).
ORY SS	04/30/02	0.50	TELECONFERENCE WITH M. MOSTER REGARDING COMMUNICATIONS (.5).
		1.30	
STEINLE JJ	04/02/02	0.40	EDIT 8-K REGARDING PLAN (.4).
STEINLE JJ	04/03/02	1.80	DRAFT AND EDIT 8-K WITH RESPECT TO PLAN (1.8).
STEINLE JJ	04/12/02	1.30	REVIEW AND COMPARE PLAN STATEMENTS WITH PUBLIC FILINGS (1.3).
STEINLE JJ	04/13/02	3.20	REVIEW AND COMPARE DISCLOSURE STATEMENTS TO PUBLIC FILINGS (3.2).
STEINLE JJ	04/22/02	0.40	FOLLOW-UP REGARDING PRESS RELEASE AND 8-K ISSUES (.4).
		7.10	
<b>Total Associate</b>		<b>9.60</b>	
<b>MATTER TOTAL</b>		<b><u>37.00</u></b>	

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

**Comdisco, Inc. (DIP)  
General Corporate Advice**

**Bill Date: 05/20/02  
Bill Number: 917155**

<b>Disbursement</b>	<b>Date</b>	<b>Vendor/Employee</b>	<b>Amount</b>
In-house Reproduction	04/02/02	Copy Center, D	106.46
In-house Reproduction	04/05/02	Copy Center, D	17.98
In-house Reproduction	04/09/02	Copy Center, D	7.79
In-house Reproduction	04/09/02	Copy Center, D	53.04
In-house Reproduction	04/12/02	Copy Center, D	93.09
In-house Reproduction	04/19/02	Copy Center, D	0.60
In-house Reproduction	04/23/02	Copy Center, D	0.20
In-house Reproduction	04/26/02	Copy Center, D	15.08
In-house Reproduction	04/30/02	Copy Center, D	32.76
		<b>TOTAL IN-HOUSE REPRODUCTION</b>	<b>\$327.00</b>
Telephone Expense	10/26/01	Telecommunications, D	9.73
Telephone Expense	04/26/02	Telecommunications, D	0.07
Telephone Expense	04/26/02	Telecommunications, D	0.09
Telephone Expense	04/26/02	Telecommunications, D	0.10
Telephone Expense	04/26/02	Telecommunications, D	0.36
Telephone Expense	04/26/02	Telecommunications, D	8.65
		<b>TOTAL TELEPHONE EXPENSE</b>	<b>\$19.00</b>
Messengers/ Courier	04/02/02	Database, Car, Courier, Air Dept	8.00
		<b>TOTAL MESSENGERS/ COURIER</b>	<b>\$8.00</b>
		<b>TOTAL MATTER</b>	<b>\$354.00</b>

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Comdisco, Inc. (DIP)  
General Corporate Advice

Bill Date: 06/30/02  
Bill Number: 921074

NAME	DATE	HOURS	DESCRIPTION
PANAGAKIS GN	05/13/02	0.70	REVIEW AND COMMENT ON VARIOUS SECTIONS OF 10-Q (.7).
PANAGAKIS GN	05/14/02	0.60	FINAL REVIEW OF 10Q SECTIONS (.6).
PANAGAKIS GN	05/15/02	0.20	ATTENTION TO BOARD LETTER REGARDING CONFIDENTIALITY (.2).
PANAGAKIS GN	05/28/02	1.00	PREPARE FOR NEXT DAY BOARD MEETING, INCLUDING TELECONFERENCE WITH N. BLAKE REGARDING SAME (1.0).
PANAGAKIS GN	05/29/02	2.00	PREPARE FOR (1.0) AND PARTICIPATE ON (1.0) BOARD UPDATE CALL.
		4.50	
PERLMAN F	05/13/02	1.50	REVIEW 10Q (1.5).
PERLMAN F	05/14/02	2.20	REVISE 10Q (1.3); TELECONFERENCE WITH D. REYNOLDS REGARDING 10Q (.5); ATTENTION TO PLAN BOARD RESOLUTIONS (.4).
PERLMAN F	05/15/02	0.50	REVIEW AND REVISE BOARD LETTER REGARDING CONFIDENTIALITY (.5).
PERLMAN F	05/16/02	0.30	ATTENTION TO MEMO TO BOARD REGARDING CONFIDENTIAL INFORMATION (.3).
		4.50	
VANCE III L	05/10/02	3.80	REVIEW MEETING MATERIALS; ATTEND AUDIT COMMITTEE VIA TELECONFERENCE (3.8).
VANCE III L	05/13/02	1.00	REVIEW AND REVISION OF FORM 10-Q (1.0).
VANCE III L	05/15/02	0.70	REVIEW OF FORM 10-Q (.7).
		5.50	
Total Partner		14.50	
GERSON SJ	05/08/02	0.70	CONTINUED ATTENTION TO VARIOUS MATTERS RELATED TO FILING OF FORM 8-K RELATED TO INITIAL CLOSINGS OF TRANSACTIONS WITH GE (.7).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

GERSON SJ	05/09/02	2.40	REVIEW AND EDIT MULTIPLE DRAFTS OF FORM 8-K RELATED TO INITIAL CLOSINGS AND ATTEND TO VARIOUS MATTERS RELATED THERETO (2.4).
GERSON SJ	05/10/02	0.20	REVIEW FINAL FORM 8-K RELATED TO INITIAL CLOSINGS OF TRANSACTIONS WITH GE (.2).
		3.30	
STUART NL	05/10/02	8.10	RESEARCH RE: DIRECTOR DISCLOSURE OF CONFIDENTIAL INFORMATION TO SHAREHOLDERS; (REVIEW OF CDO BYLAWS, DELAWARE G. CORP. L. AND SECURITIES LAWS) (8.1).
STUART NL	05/11/02	4.50	CONTINUED RESEARCH RE: DIRECTOR DISCLOSURE, RULE 10B-5, REG FD; DRAFT OF MEMO (4.5).
STUART NL	05/12/02	2.50	RESEARCH RE: SECURITIES LAWS, TIPPING, SELECTIVE DISCLOSURE (2.5).
STUART NL	05/13/02	3.50	DRAFT MEMO RE: BOD DISCLOSURES; DRAFT LETTER TO CDO BOD (3.5).
		18.60	
<b>Total Associate</b>		21.90	
<b>MATTER TOTAL</b>		<u>36.40</u>	



**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Comdisco, Inc. (DIP)  
General Corporate Advice

Bill Date: 06/30/02  
Bill Number: 921074

Disbursement	Date	Vendor/Employee	Amount
In-house Reproduction	05/03/02	Copy Center, D	0.70
In-house Reproduction	05/03/02	Copy Center, D	3.99
In-house Reproduction	05/07/02	Copy Center, D	5.10
In-house Reproduction	05/07/02	Copy Center, D	23.26
In-house Reproduction	05/10/02	Copy Center, D	3.89
In-house Reproduction	05/10/02	Copy Center, D	10.58
In-house Reproduction	05/17/02	Copy Center, D	0.80
In-house Reproduction	05/17/02	Copy Center, D	80.78
In-house Reproduction	05/24/02	Copy Center, D	36.84
In-house Reproduction	05/28/02	Copy Center, D	19.97
In-house Reproduction	05/31/02	Copy Center, D	0.60
In-house Reproduction	05/31/02	Copy Center, D	7.49
<b>TOTAL IN-HOUSE REPRODUCTION</b>			<b>\$194.00</b>
Telephone Expense	05/31/02	Telecommunications, D	0.01
Telephone Expense	05/31/02	Telecommunications, D	0.02
Telephone Expense	05/31/02	Telecommunications, D	0.13
Telephone Expense	05/31/02	Telecommunications, D	0.38
Telephone Expense	05/31/02	Telecommunications, D	0.39
Telephone Expense	05/31/02	Telecommunications, D	0.48
Telephone Expense	05/31/02	Telecommunications, D	0.60
Telephone Expense	05/31/02	Telecommunications, D	1.24
Telephone Expense	05/31/02	Telecommunications, D	1.45
Telephone Expense	05/31/02	Telecommunications, D	1.77
Telephone Expense	05/31/02	Telecommunications, D	3.69
Telephone Expense	05/31/02	Telecommunications, D	31.81
Telephone Expense	05/31/02	Telecommunications, D	93.03
<b>TOTAL TELEPHONE EXPENSE</b>			<b>\$135.00</b>
Postage	05/24/02	Office Admin, D	43.00
<b>TOTAL POSTAGE</b>			<b>\$43.00</b>
Non-standard/Outside Reproduction	04/23/02	Corporate RestructuringIkon Document Services	177.00

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Disbursement	Date	Vendor/Employee	Amount
		<b>TOTAL NON-STANDARD/OUTSIDE REPRODUCTION</b>	<b>\$177.00</b>
Messengers/ Courier	04/27/02	Corporate Finance, DUnited Parcel Service	10.45
Messengers/ Courier	05/06/02	Database, Car, Courier, Air Dept	7.57
Messengers/ Courier	05/12/02	Corporate Restructuring Comet Messenger Service	17.20
Messengers/ Courier	05/16/02	Database, Car, Courier, Air Dept	196.19
Messengers/ Courier	05/20/02	Database, Car, Courier, Air Dept	7.59
		<b>TOTAL MESSENGERS/ COURIER</b>	<b>\$239.00</b>
Outside Research/Internet Services	05/31/02	Corporate General, DGlobal Securities	15.00
		<b>TOTAL OUTSIDE RESEARCH/INTERNET SERVICES</b>	<b>\$15.00</b>
Cellular Phone Expense	03/18/02	Mulaney, Jr. CW	3.00
		<b>TOTAL CELLULAR PHONE EXPENSE</b>	<b>\$3.00</b>
		<b>TOTAL MATTER</b>	<b>\$806.00</b>

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Comdisco, Inc. (DIP)  
General Corporate Advice

Bill Date: 07/31/02  
Bill Number: 923588

NAME	DATE	HOURS	DESCRIPTION
BUTLER, JR. J	06/12/02	0.70	PREPARE FOR AND PARTICIPATE IN BOARD OF DIRECTORS TELECONFERENCE MEETING (.7).
BUTLER, JR. J	06/21/02	0.40	ATTENTION TO C. FORTGANG TELECONFERENCE REGARDING FORTRESS MATTERS INCLUDING TELECONFERENCES WITH N. BLAKE AND PROPOSED FOLLOW-UP (.4).
BUTLER, JR. J	06/25/02	1.20	ATTENTION TO VARIOUS CORPORATE ISSUES, POTENTIAL CLAIMS ISSUES AND JULY 24TH BOARD OF DIRECTORS MEETING (1.2).
		2.30	
MULANEY, JR. CW	06/05/02	0.50	ATTENTION TO SEC COMMENTS (.5).
MULANEY, JR. CW	06/06/02	0.30	CONTINUED ATTENTION TO SEC COMMENTS (.3).
MULANEY, JR. CW	06/07/02	2.30	TELECONFERENCE WITH N. BLAKE AND N. PONTIKES REGARDING EQUITY COMMITTEE, PLAN AND RELEASES (1.0); TELECONFERENCE WITH N. PONTIKES REGARDING SAME (.3); ATTENTION TO ISSUES ON RELEASE OF CLAIMS (1.0).
MULANEY, JR. CW	06/12/02	1.30	BOARD CALL, PLAN UPDATE (1.0); ATTENTION TO MOSER CLASS ACTION (.3).
MULANEY, JR. CW	06/25/02	1.00	ATTENTION TO INQUIRY REGARDING AUDITOR STATUS, POTENTIAL CLAIMS (1.0).
		5.40	
PANAGAKIS GN	06/11/02	0.60	PREPARE FOR NEXT DAY BOARD CALL, INCLUDING TELECONFERENCE WITH N. PONTIKES REGARDING SAME (.6).
PANAGAKIS GN	06/12/02	2.20	PREPARE FOR (.8) AND PARTICIPATE ON (1.0) BOARD TELECONFERENCE; ATTENTION TO SEC LETTER (.4).
PANAGAKIS GN	06/25/02	0.40	ATTENTION TO SCHEDULING AND PREPARATIONS FOR NEXT BOARD MEETING (.4).
		3.20	
PERLMAN F	06/12/02	0.50	REVIEW SEC LETTER (.5).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

PERLMAN F	06/19/02	0.60	REVIEW CERTIFICATE OF INCORPORATION AND BYLAWS (.6).
		1.10	
VANCE III L	06/07/02	2.50	ATTENTION TO SEC COMMENT LETTER ISSUES (2.5).
VANCE III L	06/11/02	2.00	CONTINUED ATTENTION TO SEC COMMENT LETTER ISSUES (2.0).
VANCE III L	06/13/02	1.30	CONTINUED ATTENTION TO RESPONSE TO SEC COMMENT LETTER (1.3).
		5.80	
<b>Total Partner</b>		<b>17.80</b>	
GERSON SJ	06/10/02	0.80	REVIEW SEC COMMENT LETTER TO CLIENT REGARDING CERTAIN SEC FILINGS AND BEGIN REVIEWING CLIENT'S RESPONSE TO SAME (.8).
GERSON SJ	06/11/02	5.20	REVIEW CERTAIN PROVISIONS OF FORM 10-K AND REVIEW AND EDIT DRAFT OF CLIENT'S RESPONSE LETTER TO SEC (5.1); DRAFT MEMORANDUM TO D. REYNOLDS REGARDING SAME (.1).
GERSON SJ	06/12/02	2.50	REVIEW AND EDIT MULTIPLE DRAFTS OF CLIENT'S RESPONSE LETTER TO SEC COMMENTS (2.4); DRAFT MEMORANDUM TO D. REYNOLDS REGARDING SAME (.1).
GERSON SJ	06/13/02	0.40	REVIEW AND EDIT FINAL DRAFT OF RESPONSE LETTER TO SEC AND DRAFT MEMORANDUM TO D. REYNOLDS REGARDING SAME (.4).
		8.90	
MURPHY MM	06/19/02	2.10	ASSIST IN PREPARATION OF SEC FILINGS (2.1).
		2.10	
<b>Total Associate</b>		<b>11.00</b>	
<b>MATTER TOTAL</b>		<b><u>28.80</u></b>	

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Comdisco, Inc. (DIP)  
General Corporate Advice

Bill Date: 07/31/02  
Bill Number: 923588

Disbursement	Date	Vendor/Employee	Amount
Telephone Expense	06/28/02	Telecommunications, D	0.03
Telephone Expense	06/28/02	Telecommunications, D	0.04
Telephone Expense	06/28/02	Telecommunications, D	0.04
Telephone Expense	06/28/02	Telecommunications, D	0.07
Telephone Expense	06/28/02	Telecommunications, D	0.12
Telephone Expense	06/28/02	Telecommunications, D	0.21
Telephone Expense	06/28/02	Telecommunications, D	0.32
Telephone Expense	06/28/02	Telecommunications, D	0.38
Telephone Expense	06/28/02	Telecommunications, D	0.57
Telephone Expense	06/28/02	Telecommunications, D	14.02
Telephone Expense	06/28/02	Telecommunications, D	23.20
		<b>TOTAL TELEPHONE EXPENSE</b>	<b>\$39.00</b>
Messengers/ Courier	06/16/02	Corporate RestructuringArrow Messenger Svc	28.26
Messengers/ Courier	06/25/02	Database, Car, Courier, Air Dept	47.74
		<b>TOTAL MESSENGERS/ COURIER</b>	<b>\$76.00</b>
		<b>TOTAL MATTER</b>	<b>\$115.00</b>

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Comdisco, Inc. (DIP)  
General Corporate Advice

Bill Date: 08/15/02  
Bill Number: 927466

NAME	DATE	HOURS	DESCRIPTION
BUTLER, JR. J	07/06/02	0.80	CONTINUE ATTENTION TO VARIOUS CORPORATE ISSUES, POTENTIAL CLAIMS ISSUES AND JULY 24TH BOARD OF DIRECTORS MEETING; REVIEW PAPERS (.8).
BUTLER, JR. J	07/09/02	0.40	CONTINUE ATTENTION TO VARIOUS CORPORATE ISSUES AND JULY 24TH BOARD OF DIRECTORS MEETING (.4).
BUTLER, JR. J	07/20/02	0.70	CONTINUE ATTENTION TO VARIOUS CORPORATE ISSUES AND JULY 24TH BOARD OF DIRECTORS MEETING (.7).
BUTLER, JR. J	07/24/02	3.90	PREPARE FOR (.4) AND ATTEND (3.5) AUDIT COMMITTEE AND BOARD OF DIRECTORS MEETING IN ROSEMONT, ILLINOIS.
		5.80	
MULANEY, JR. CW	07/16/02	0.50	TELECONFERENCE WITH N. BLAKE AND J. LACKEY RE CEO/CFO CERTIFICATION (.5).
MULANEY, JR. CW	07/18/02	0.30	ATTENTION TO BOARD MINUTES (.3).
MULANEY, JR. CW	07/24/02	2.30	ATTEND BOARD MEETING (2.3).
MULANEY, JR. CW	07/30/02	0.50	ATTEND TO BOARD MEETING ISSUES (.2); TELECONFERENCE WITH N. BLAKE, B. LACKEY, ET AL. (.3).
		3.60	
PANAGAKIS GN	07/23/02	4.50	ATTEND MEETINGS WITH MANAGEMENT TEAM IN PREPARATION FOR NEXT DAY BOARD MEETING (3.0); REVIEW AND REVISE PRESENTATION MATERIALS (1.5).
PANAGAKIS GN	07/24/02	6.00	PREPARE FOR BOARD MEETING, INCLUDING REVIEW AND REVISION TO PRESENTATION MATERIALS RE SAME (3.5); ATTEND (2.5) BOARD MEETING.
PANAGAKIS GN	07/30/02	0.40	REVIEW AND COMMENT ON PRESS RELEASE (.4).
		10.90	
PERLMAN F	07/23/02	1.10	PREPARE FOR BOARD MEETING (1.1).
PERLMAN F	07/24/02	0.90	CONTINUE TO PREPARE FOR BOARD MEETING (.9).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

PERLMAN F	07/25/02	0.60	ATTENTION TO POST EFFECTIVE DATE CORPORATE STRUCTURE (.6).
		2.60	
<b>Total Partner</b>		<b>22.90</b>	
MEISLER RE	07/17/02	1.60	TELECONFERENCE WITH L. COCHRAN RE INTERCOMPANY TRANSACTIONS (.3); ATTENTION TO SAME (1.3).
MEISLER RE	07/18/02	0.70	TELECONFERENCE WITH L. COCHRAN RE INTERCOMPANY TRANSACTIONS (.1); ATTENTION TO SAME (.6).
MEISLER RE	07/23/02	1.10	REVIEW AND COMMENT RE BOARD PRESENTATION (1.1).
MEISLER RE	07/24/02	1.00	TELECONFERENCE WITH J. SCIAMETTA RE BOARD PRESENTATION (.3); PREPARATION AND REVIEW OF SLIDES RE SAME (.7).
MEISLER RE	07/25/02	0.10	TELECONFERENCE WITH J. MCGREENEY RE BOARD OF DIRECTORS (.1).
		4.50	
MURPHY MM	07/18/02	2.40	PREPARE PRESENTATION FOR JULY 22, 2002 BOARD MEETING (2.4).
MURPHY MM	07/23/02	5.00	PREPARE PRESENTATION FOR COMDISCO BOARD MEETING (4.8); FILE MONTHLY OPERATING REPORT (.2).
MURPHY MM	07/25/02	0.80	ADDRESS ISSUES RE AT&T (.8).
		8.20	
<b>Total Associate</b>		<b>12.70</b>	
<b>MATTER TOTAL</b>		<b><u>35.60</u></b>	

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Comdisco, Inc. (DIP)  
General Corporate Advice

Bill Date: 08/15/02  
Bill Number: 927466

Disbursement	Date	Vendor/Employee	Amount
In-house Reproduction	07/02/02	Copy Center, D	4.30
In-house Reproduction	07/02/02	Copy Center, D	8.80
In-house Reproduction	07/02/02	Copy Center, D	28.00
In-house Reproduction	07/02/02	Copy Center, D	31.50
In-house Reproduction	07/05/02	Copy Center, D	1.10
In-house Reproduction	07/05/02	Copy Center, D	45.50
In-house Reproduction	07/05/02	Copy Center, D	62.70
In-house Reproduction	07/12/02	Copy Center, D	2.30
In-house Reproduction	07/12/02	Copy Center, D	25.40
In-house Reproduction	07/16/02	Copy Center, D	2.40
In-house Reproduction	07/16/02	Copy Center, D	85.40
In-house Reproduction	07/19/02	Copy Center, D	4.30
In-house Reproduction	07/19/02	Copy Center, D	146.20
In-house Reproduction	07/23/02	Copy Center, D	3.90
In-house Reproduction	07/23/02	Copy Center, D	258.00
In-house Reproduction	07/26/02	Copy Center, D	4.60
In-house Reproduction	07/26/02	Copy Center, D	7.20
In-house Reproduction	07/30/02	Copy Center, D	9.10
In-house Reproduction	07/30/02	Copy Center, D	113.30
<b>TOTAL IN-HOUSE REPRODUCTION</b>			<b>\$844.00</b>
Telephone Expense	07/26/02	Telecommunications, D	0.01
Telephone Expense	07/26/02	Telecommunications, D	0.09
Telephone Expense	07/26/02	Telecommunications, D	0.19
Telephone Expense	07/26/02	Telecommunications, D	0.19
Telephone Expense	07/26/02	Telecommunications, D	1.44
Telephone Expense	07/26/02	Telecommunications, D	2.64
Telephone Expense	07/26/02	Telecommunications, D	2.83
Telephone Expense	07/26/02	Telecommunications, D	23.61
<b>TOTAL TELEPHONE EXPENSE</b>			<b>\$31.00</b>
Lexis/Nexis	07/16/02	Qiu SX	95.00
<b>TOTAL LEXIS/NEXIS</b>			<b>\$95.00</b>



**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Disbursement	Date	Vendor/Employee	Amount
Westlaw	07/02/02	Mikel AF	7.42
Westlaw	07/02/02	Kipp MR	70.20
Westlaw	07/14/02	Kipp MR	7.61
Westlaw	07/23/02	Kipp MR	100.46
Westlaw	07/24/02	Meidan LK	32.31
		<b>TOTAL WESTLAW</b>	<b>\$218.00</b>
Messengers/ Courier	07/18/02	Database, Car, Courier, Air Dept	7.60
Messengers/ Courier	07/26/02	Database, Car, Courier, Air Dept	7.58
Messengers/ Courier	07/26/02	Database, Car, Courier, Air Dept	7.58
Messengers/ Courier	07/26/02	Database, Car, Courier, Air Dept	7.58
Messengers/ Courier	07/26/02	Database, Car, Courier, Air Dept	17.56
Messengers/ Courier	07/26/02	Database, Car, Courier, Air Dept	17.56
Messengers/ Courier	07/28/02	Corporate RestructuringComet Messenger Service	5.49
Messengers/ Courier	07/28/02	Corporate RestructuringComet Messenger Service	5.49
Messengers/ Courier	07/28/02	Corporate RestructuringComet Messenger Service	5.49
Messengers/ Courier	07/28/02	Corporate RestructuringComet Messenger Service	5.49
Messengers/ Courier	07/28/02	Corporate RestructuringComet Messenger Service	10.23
Messengers/ Courier	07/28/02	Corporate RestructuringComet Messenger Service	27.35
		<b>TOTAL MESSENGERS/ COURIER</b>	<b>\$125.00</b>
Outside Research/Internet Services	06/30/02	Corporate General, DGlobal Securities	75.15
Outside Research/Internet Services	07/10/02	Corporate RestructuringPacer Service Center	3.02

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

<b>Disbursement</b>	<b>Date</b>	<b>Vendor/Employee</b>	<b>Amount</b>
Outside Research/Internet Services	07/10/02	Corporate RestructuringPacer Service Center	3.30
Outside Research/Internet Services	07/10/02	Litigation-General, DPacer Service Center	5.61
Outside Research/Internet Services	07/10/02	Corporate RestructuringPacer Service Center	15.92
		<b>TOTAL OUTSIDE RESEARCH/INTERNET SERVICES</b>	<b>\$103.00</b>
Cellular Phone Expense	06/14/02	Meisler RE	7.00
		<b>TOTAL CELLULAR PHONE EXPENSE</b>	<b>\$7.00</b>
		<b>TOTAL MATTER</b>	<b>\$1,423.00</b>

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Comdisco, Inc. (DIP)  
General Corporate Advice

Bill Date: 08/31/02  
Bill Number: 927469

NAME	DATE	HOURS	DESCRIPTION
PANAGAKIS GN	08/05/02	0.50	ATTENTION TO PREPARATION FOR BOARD TRANSITION MEETING (.5).
PANAGAKIS GN	08/06/02	0.80	PREPARE FOR UPCOMING BOARD MEETING WITH SENIOR MANAGEMENT (.8).
PANAGAKIS GN	08/07/02	1.20	PREPARATIONS FOR BOARD MEETING, INCLUDING TELEPHONE CONFERENCES WITH MANAGEMENT TEAM REGARDING SAME (1.2).
PANAGAKIS GN	08/08/02	2.20	TELEPHONE CONFERENCES WITH MANAGEMENT TEAM REGARDING PREPARATION FOR NEXT DAY BOARD MEETING (1.0); REVIEW AND COMMENT ON PRESENTATION MATERIALS REGARDING SAME (1.2).
PANAGAKIS GN	08/09/02	8.30	PREPARE FOR BOARD MEETING AT COMPANY HEADQUARTERS WITH MANAGEMENT TEAM (1.0); PARTICIPATE AT ALL-DAY TRANSITIONAL BOARD MEETING (6.5); PARTICIPATE IN FOLLOW-UP MEETING REGARDING SAME WITH MANAGEMENT TEAM (.8).
		13.00	
PERLMAN F	08/01/02	0.30	ATTENTION TO 8K (.3).
PERLMAN F	08/08/02	1.90	PREPARE FOR BOARD MEETING (1.9).
PERLMAN F	08/09/02	2.00	PREPARE FOR AND ATTEND BOARD MEETING (2.0).
		4.20	
VANCE III L	08/09/02	4.50	ATTEND MEETING AT COMDISCO WITH NEW BOARD MEMBERS AND MANAGEMENT (4.5).
		4.50	
<b>Total Partner</b>		<b>21.70</b>	
KETCHENS JP	08/08/02	3.70	REVIEW EDGAR FILINGS (3.7).
KETCHENS JP	08/09/02	3.00	REVIEW COMDISCO SEC FILINGS (3.0).
KETCHENS JP	08/12/02	3.00	REVIEW COMDISCO SEC FILINGS (3.0).
		9.70	

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

MURPHY MM	08/05/02	2.20	COMPILE PACKAGE OF DOCUMENTS FOR INCOMING BOARD OF DIRECTORS (2.2).
		2.20	
SCHEFLEN MW	08/02/02	4.50	PREPARE FINAL AS-CONFIRMED PLAN AND DISCLOSURE STATEMENT FOR FILING WITH THE SEC (3.0); RESEARCH RE SEC REGISTRATION AND OTC:BB LISTING (1.5).
		4.50	
STEINLE JJ	08/02/02	2.20	LEGAL RESEARCH RE 8-K FILINGS FOR CONFIRMATION (.8); RESPOND TO INQUIRIES RE PLAN (.7); FOLLOW-UP RE SAME (.7).
STEINLE JJ	08/03/02	3.10	DRAFT 8-K (3.1).
STEINLE JJ	08/04/02	0.70	CONTINUE TO DRAFT 8-K (.7).
		6.00	
Total Associate		22.40	
MATTER TOTAL		<u>44.10</u>	

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Comdisco, Inc. (DIP)  
General Corporate Advice

Bill Date: 08/15/02  
Bill Number: 927469

Disbursement	Date	Vendor/Employee	Amount
In-house Reproduction	08/02/02	Copy Center, D	267.00
		<b>TOTAL IN-HOUSE REPRODUCTION</b>	<b>\$267.00</b>
		<b>TOTAL MATTER</b>	<b>\$267.00</b>



IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE NORTHERN DISTRICT OF ILLINOIS  
EASTERN DIVISION

-----X  
In re: : Case No. 01-24795  
: (Jointly Administered)  
COMDISCO, INC. :  
: Chapter 11  
et al. :  
: Hon. Ronald Barliant  
Debtors. :  
-----X

EXHIBIT D-12  
LEASES (REAL PROPERTY)  
1,247.9 HOURS

SKADDEN, ARPS, SLATE, MEAGHER & FLOM (ILLINOIS)  
333 West Wacker Drive  
Chicago, Illinois 60606-1285

and

SKADDEN, ARPS, SLATE, MEAGHER & FLOM, LLP  
Four Times Square  
New York, NY 10036

**EXHIBIT 12**

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Comdisco, Inc. (DIP)  
Leases (Real Property)

Bill Date: 05/20/02  
Bill Number: 917155

NAME	DATE	HOURS	DESCRIPTION
PANAGAKIS GN	04/29/02	1.00	TELECONFERENCE WITH P. KNOLL REGARDING DISPOSITION OF HEADQUARTERS AND SCHAUMBEERG REFURBISHING CENTER (1.0).
		1.00	
<b>Total Partner</b>		<b>1.00</b>	
ROSI DA	04/08/02	1.90	PREPARE EXCEL SERVICE LISTS FOR BATCH PROCESSING, EDIT/REVISE SUCH LISTS AND COMPLETE PREPARATION OF OVERNIGHT MAIL SHIPPING LOG RE MOTION TO REJECT CERTAIN UNEXPIRED REAL PROPERTY LEASES AND MOTION TO ESTABLISH PROCEDURES TO REJECT CERTAIN LEASES OF DE MINIMIS VALUE (.5); PREPARE AND ASSEMBLE DOCUMENTS FOR DISTRIBUTION/MAILING RE MOTION TO REJECT CERTAIN UNEXPIRED REAL PROPERTY LEASES AND MOTION TO ESTABLISH PROCEDURES TO REJECT CERTAIN LEASES OF DE MINIMIS VALUE (1.4).
		1.90	
WORSHECK TM	04/08/02	1.90	PREPARE EXCEL SERVICE LISTS FOR BATCH PROCESSING, EDIT/REVISE SUCH LISTS AND COMPLETE PREPARATION OF OVERNIGHT MAIL SHIPPING LOG RE MOTION TO REJECT CERTAIN UNEXPIRED REAL PROPERTY LEASES AND MOTION TO ESTABLISH PROCEDURES TO REJECT CERTAIN LEASES OF DE MINIMIS VALUE (.5); PREPARE AND ASSEMBLE DOCUMENTS FOR DISTRIBUTION/MAILING RE MOTION TO REJECT CERTAIN UNEXPIRED REAL PROPERTY LEASES AND MOTION TO ESTABLISH PROCEDURES TO REJECT CERTAIN LEASES OF DE MINIMIS VALUE (1.4).
		1.90	
<b>Total Legal Assist Support</b>		<b>3.80</b>	
<b>MATTER TOTAL</b>		<b><u>4.80</u></b>	

217155



**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Comdisco, Inc. (DIP)  
Leases (Real Property)

Bill Date: 05/20/02  
Bill Number: 917155

Disbursement	Date	Vendor/Employee	Amount
In-house Reproduction	04/02/02	Copy Center, D	2.48
In-house Reproduction	04/09/02	Copy Center, D	1.24
In-house Reproduction	04/12/02	Copy Center, D	0.52
In-house Reproduction	04/26/02	Copy Center, D	3.50
In-house Reproduction	04/26/02	Copy Center, D	4.02
In-house Reproduction	04/30/02	Copy Center, D	1.24
<b>TOTAL IN-HOUSE REPRODUCTION</b>			<b>\$13.00</b>
Telephone Expense	04/26/02	Telecommunications, D	0.01
Telephone Expense	04/26/02	Telecommunications, D	0.04
Telephone Expense	04/26/02	Telecommunications, D	0.05
Telephone Expense	04/26/02	Telecommunications, D	0.18
Telephone Expense	04/26/02	Telecommunications, D	0.78
Telephone Expense	04/26/02	Telecommunications, D	4.94
<b>TOTAL TELEPHONE EXPENSE</b>			<b>\$6.00</b>
<b>TOTAL MATTER</b>			<b>\$19.00</b>

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Comdisco, Inc. (DIP)  
Leases (Real Property)

Bill Date: 06/30/02  
Bill Number: 921074

NAME	DATE	HOURS	DESCRIPTION
PERLMAN F	05/01/02	0.40	ATTENTION TO BRANDYWINE MOTION (.4).
PERLMAN F	05/21/02	1.00	REVIEW BRANDYWINE OBJECTION (1.0).
PERLMAN F	05/23/02	0.50	CONTINUED ATTENTION TO BRANDYWINE (.5).
PERLMAN F	05/24/02	0.20	ATTENTION TO BRANDYWINE (.2).
		2.10	
<b>Total Partner</b>		2.10	
HARRINGTON JS	05/01/02	7.40	CONTINUE DRAFTING RESPONSE TO MOTION OF BRANDYWINE FOR ADMINISTRATIVE PAYMENTS (7.4).
HARRINGTON JS	05/02/02	0.80	CONTINUE DRAFTING RESPONSE TO BRANDYWINE MOTION TO COMPEL (.8).
HARRINGTON JS	05/06/02	3.50	WORK ON RESPONSE TO BRANDYWINE MOTION TO COMPEL (.7); RESEARCH RE: SAME (2.8).
HARRINGTON JS	05/08/02	1.20	ATTENTION TO OBJECTION TO BRANDYWINE MOTION (.9); TELECONFERENCE WITH P. KNOLL RE: SAME (.2); TELECONFERENCE WITH K. GARTSKA RE: SAME (.1).
HARRINGTON JS	05/19/02	2.20	CONTINUE WORK ON RESPONSE TO MOTION OF BRANDYWINE TO COMPEL PAYMENT OF POST REJECTION RENT (2.2).
HARRINGTON JS	05/20/02	6.80	WORK ON OBJECTION TO MOTION OF BRANDYWINE FOR ADMINISTRATIVE EXPENSE AND POST PETITION RENT (6.8).
HARRINGTON JS	05/21/02	3.10	CONTINUED ATTENTION TO OBJECTION TO MOTION FOR ADMINISTRATIVE EXPENSE RE: KING OF PRUSSIA FACILITY (3.1).
HARRINGTON JS	05/22/02	5.10	RESEARCH OF 365(D) (4) AND STANDARDS FOR HOLDOVER TENANT RE: MOTION OF BRANDYWINE FOR POST REJECTION RENT (2.4); CONTINUE WORKING ON OBJECTION RE: SAME (2.7).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

HARRINGTON JS	05/23/02	4.60	FINALIZE OBJECTION TO BRANDYWINE MOTION FOR ADMINISTRATIVE EXPENSE (4.6).
HARRINGTON JS	05/24/02	2.80	MAKE CHANGES TO OBJECTION OF BRANDYWINE FOR POST REJECTION RENT AND ADMINISTRATIVE EXPENSE (2.8).
HARRINGTON JS	05/29/02	1.40	WORK ON REJECTION OF CERTAIN REAL PROPERTY LEASE AND NOTICE OF REJECTION OF ANOTHER (1.4).
		38.90	
MURPHY MM	05/01/02	3.90	RESEARCH RE: HOLDOVER TENANT (1.6); CONTINUE DRAFTING RESPONSE TO MOTION TO COMPEL PAYMENT UNDER BRANDYWINE REAL PROPERTY LEASE (1.7); SEND FAX TO ATTORNEYS FOR BRANDYWINE (.4); TELECONFERENCE WITH ATTORNEYS FOR BRANDYWINE (.2).
MURPHY MM	05/13/02	0.80	ATTENTION TO ISSUES RE: BRANDYWINE AND KING OF PRUSSIA LEASE (.8).
MURPHY MM	05/16/02	1.30	STRATEGIZE RE: QWEST COMMUNICATIONS AND PROPERTY ALLEGEDLY LEFT BEHIND ON COLOCATIONS (.8) AND DRAFT EMAIL TO T. AHTO RE: SAME (.2); STRATEGIZE RE: BRANDYWINE AND KING OF PRUSSIA REAL PROPERTY LEASE (.3).
MURPHY MM	05/17/02	1.20	CONTINUE WORKING ON ISSUES RE: QWEST COMMUNICATIONS AND ALLEGED EQUIPMENT REMAINING AT COLOCATIONS (1.2).
MURPHY MM	05/21/02	0.50	ATTENTION TO ISSUES RE: QWEST COMMUNICATIONS (2.5).
MURPHY MM	05/24/02	1.20	STRATEGIZE RE: BRANDYWINE AND KING OF PRUSSIA REAL PROPERTY LEASE (.4); CALL WITH P. KNOLL RE: SAME (.1); CALL WITH P. STEUBEL RE: QWEST REAL PROPERTY COLOCATIONS (.3); STRATEGIZE RE: SAME (.4).
MURPHY MM	05/29/02	2.50	DRAFT CERTIFICATE OF NO OBJECTION TO REAL PROPERTY LEASE (.2); ADDRESS ISSUE RE: MAY 31, 2002 REAL PROPERTY REJECTION MOTION (1.5); DRAFT MOTION TO REJECT CERTAIN REAL PROPERTY LEASE (.8).

11.40

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

<b>Total Associate</b>		<b>50.30</b>	
FROST TL	05/29/02	2.30	FILE AND DISTRIBUTE MOTION AUTHORIZING DEBTORS' TO REJECT CERTAIN UNEXPIRED REAL PROPERTY LEASE (2.3).
		2.30	
<b>Total Legal Assistant</b>		<b>2.30</b>	
ROSI DA	05/17/02	2.50	PREPARE AND ASSEMBLE DOCUMENTS FOR DISTRIBUTION/MAILING RE MOTION FOR AN ORDER AUTHORIZING DEBTORS TO REJECT CERTAIN UNEXPIRED LEASES (2.2); CONTINUE TO ASSEMBLE, DOCKET, AND PREPARE PLEADINGS FOR FILE (.3).
		2.50	
WORSHECK TM	05/17/02	2.40	CONTINUED TO PREPARE EXCEL SERVICE LISTS FOR BATCH PROCESSING, EDIT/REVISE SUCH LISTS AND COMPLETE PREPARATION OF OVERNIGHT MAIL SHIPPING LOG RE MOTION FOR AN ORDER AUTHORIZING DEBTORS TO REJECT CERTAIN UNEXPIRED LEASES (.5); PREPARE AND ASSEMBLE DOCUMENTS FOR DISTRIBUTION/MAILING OF MOTION FOR AN ORDER AUTHORIZING DEBTORS TO REJECT CERTAIN UNEXPIRED LEASES (1.7).
WORSCHECK TM	05/29/02	2.20	PREPARE EXCEL SERVICE LISTS FOR BATCH PROCESSING, EDIT/REVISE SUCH LISTS AND COMPLETE PREPARATION OF OVERNIGHT MAIL SHIPPING LOG RE MOTION FOR AN ORDER AUTHORIZING DEBTORS TO REJECT CERTAIN UNEXPIRED REAL PROPERTY LEASE (.4); PREPARE AND ASSEMBLE DOCUMENTS FOR DISTRIBUTION/MAILING OF MOTION FOR AN ORDER AUTHORIZING DEBTORS TO REJECT CERTAIN UNEXPIRED REAL PROPERTY LEASE (1.8).
		4.60	
<b>Total Legal Assist Support</b>		<b>7.10</b>	
<b>MATTER TOTAL</b>		<b><u>61.80</u></b>	

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Comdisco, Inc. (DIP)  
Leases (Real Property)

Bill Date: 06/30/02  
Bill Number: 921074

Disbursement	Date	Vendor/Employee	Amount
In-house Reproduction	05/24/02	Copy Center, D	1.78
In-house Reproduction	05/31/02	Copy Center, D	2.22
<b>TOTAL IN-HOUSE REPRODUCTION</b>			<b>\$4.00</b>
Telephone Expense	05/31/02	Telecommunications, D	0.07
Telephone Expense	05/31/02	Telecommunications, D	0.32
Telephone Expense	05/31/02	Telecommunications, D	0.37
Telephone Expense	05/31/02	Telecommunications, D	0.67
Telephone Expense	05/31/02	Telecommunications, D	18.57
<b>TOTAL TELEPHONE EXPENSE</b>			<b>\$20.00</b>
Lexis/Nexis	04/30/02	Harrington JS	54.39
Lexis/Nexis	05/01/02	Harrington JS	302.13
Lexis/Nexis	05/06/02	Harrington JS	114.57
Lexis/Nexis	05/17/02	Harrington JS	3.29
Lexis/Nexis	05/21/02	Harrington JS	127.72
Lexis/Nexis	05/23/02	Harrington JS	42.90
<b>TOTAL LEXIS/NEXIS</b>			<b>\$645.00</b>
Westlaw	05/01/02	Harrington JS	3.64
Westlaw	05/23/02	Harrington JS	10.36
<b>TOTAL WESTLAW</b>			<b>\$14.00</b>
Messengers/ Courier	04/15/02	Database, Car, Courier, Air Dept	5.25
Messengers/ Courier	04/24/02	Database, Car, Courier, Air Dept	7.43
Messengers/ Courier	04/24/02	Database, Car, Courier, Air Dept	7.43
Messengers/ Courier	04/24/02	Database, Car, Courier, Air Dept	7.44
Messengers/ Courier	04/29/02	Database, Car, Courier, Air Dept	7.43
Messengers/ Courier	05/15/02	Database, Car, Courier, Air Dept	7.51
Messengers/ Courier	05/15/02	Database, Car, Courier, Air Dept	7.51

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

<b>Disbursement</b>	<b>Date</b>	<b>Vendor/Employee</b>	<b>Amount</b>
		<b>TOTAL MESSENGERS/ COURIER</b>	<b>\$50.00</b>
		<b>TOTAL MATTER</b>	<b>\$733.00</b>

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Comdisco, Inc. (DIP)  
Leases (Real Property)

Bill Date: 07/31/02  
Bill Number: 923588

NAME	DATE	HOURS	DESCRIPTION
PERLMAN F	06/06/02	0.40	ATTENTION TO LEASE ASSIGNMENT (.4).
PERLMAN F	06/17/02	2.30	CONTINUED ATTENTION TO BRANDYWINE (2.3).
PERLMAN F	06/21/02	0.40	CONTINUED ATTENTION TO LEASE REJECTION ISSUES (.4).
		3.10	
		3.10	
<b>Total Partner</b>			
HARRINGTON JS	06/03/02	0.90	FINALIZE RESOLUTION OF CLAIM OF GOTHAM PARK ASSOCIATES FOR ADMINISTRATIVE PAYMENT OF RENT (.8); TELECONFERENCE WITH N. SKJOLDAGER RE: SAME (.1).
HARRINGTON JS	06/04/02	3.60	DRAFTING MOTION AND ORDER FOR ASSUMPTION AND ASSIGNMENT OF REAL PROPERTY LEASE TO GECC (3.6).
HARRINGTON JS	06/05/02	4.10	ATTENTION TO ISSUES RELATED TO LEASE WITH TIG INSURANCE IN CONNECTION WITH SALE TO GECC (.9); CONTINUE DRAFTING MOTION TO ASSUME AND ASSIGN LEASE TO GECC (1.8); ATTENTION TO LEASE AND ASSUMPTION AND ASSIGNMENT AGREEMENT FOR TRANSACTION WITH GECC (.8); TELECONFERENCE WITH N. SKJOLDAGER RE: SAME (.1); RESOLUTION OF ISSUES RELATED TO CARRAMERICA LEASE (.4); TELECONFERENCE WITH H. KLINK RE: SAME (.1).
HARRINGTON JS	06/06/02	4.20	RESOLVE GOTHAM PARK CLAIM FOR ADMINISTRATIVE PAYMENT OF RENT (1.0); TELECONFERENCE WITH F. VECCHIONE RE: SAME (.1); REVISE MOTION TO ASSUME AND ASSIGN LEASE TO GE (2.6); CONTINUE WORKING TO RESOLVE ISSUES WITH RESPECT TO CARR AMERICA LEASE REJECTION(.5).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

HARRINGTON JS	06/07/02	4.00	CONTINUE REVISIONS TO MOTION AND ORDER TO ASSUME AND ASSIGN LAB AND SCI PROPERTY TO GE (1.1); ATTENTION TO BRANDYWINE OBJECTION (1.2); TELECONFERENCE WITH S. BOBO RE: SAME (.1); RESEARCH SETOFF ISSUES WITH RESPECT TO SECURITY DEPOSITS PAID IN CONNECTION WITH REAL PROPERTY LEASE (2.6).
HARRINGTON JS	06/10/02	8.20	CONTINUE DRAFTING AND REVISING OBJECTION TO BRANDYWINE MOTION TO COMPEL AND FOR DETERMINATION THAT CERTAIN FUNDS ARE HELD IN TRUST FOR ITS BENEFIT (6.2); RESEARCH SETOFF IN CONNECTION WITH REAL PROPERTY SECURITY DEPOSITS (1.1); TELECONFERENCE WITH K. GARTSKA RE: SAME (.1); DRAFT LETTER WITH RESPECT TO HUNTINGTON BEACH REJECTION (.8).
HARRINGTON JS	06/11/02	3.60	RESEARCH ON APPLICABILITY OF 502(B)(6) CAP ON GUARANTORS OF A LEASE (1.4); TELECONFERENCE WITH K. GARTSKA RE: SAME (.1); FINALIZE BRANDYWINE OBJECTION (1.6); TELECONFERENCES WITH P. KNOLL AND J. FROBERG (.4) AND S. BOBO (.1) RE: SAME.
HARRINGTON JS	06/12/02	2.00	REVISE AND FILE BRANDYWINE OBJECTION (.8); TELECONFERENCE WITH P. KNOLL RE: SAME (.1); CONTINUE RESEARCH ON APPLICABILITY OF 502B6 CAP TO GUARANTOR OF LEASE (1.1).
HARRINGTON JS	06/17/02	1.30	STRATEGIZE REGARDING ARGUMENT WITH RESPECT TO BRANDYWINE MOTION TO COMPEL (.9); TELECONFERENCE WITH K. WALSH AND S. BOBO RE: SAME (.4).
HARRINGTON JS	06/20/02	1.40	REVIEW MATERIALS IN CONNECTION WITH DECISION TO ASSUME OR REJECT WOODDALE LEASE (1.0); TELECONFERENCE WITH P. KNOLL RE: SAME (.4).
HARRINGTON JS	06/21/02	1.30	DRAFT AND FILE NOTICES OF REJECTION FOR FORMER PRISM PROPERTIES (1.2); TELECONFERENCE WITH N. SKJOLDAGER RE: SAME (.1).
HARRINGTON JS	06/24/02	1.60	DRAFT AND REVISE MOTION AND ORDER TO REJECT CERTAIN REAL PROPERTY LEASE (1.6).



**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

HARRINGTON JS	06/25/02	2.20	MAKE FINAL REVISIONS TO MOTION AND ORDER TO REJECT REAL PROPERTY LEASE (2.2).
HARRINGTON JS	06/27/02	1.30	FINALIZE REJECTION MOTION AND ORDER FOR SAN FRANCISCO LEASE (1.3).
HARRINGTON JS	06/28/02	0.80	FINALIZE AND FILE MOTION AND ORDER TO REJECT SAN FRANCISCO LEASE (.7); TELECONFERENCE WITH N. SKJOLDAGER RE: SAME (.1).
		<b>40.50</b>	
MURPHY MM	06/06/02	0.50	ATTENTION TO ISSUES RE: QWEST (.5).
MURPHY MM	06/07/02	0.20	ATTENTION TO ISSUES RE: BRANDYWINE (.2).
MURPHY MM	06/20/02	0.40	ATTENTION TO ISSUES RE: QWEST (.4).
MURPHY MM	06/21/02	1.10	CONTINUE WORKING ON RESOLUTION TO ISSUES RE: EQUIPMENT REMAINING ON REAL PROPERTY OF QWEST (1.1).
MURPHY MM	06/25/02	1.20	STRATEGIZE RE: PRISM REAL PROPERTY LEASES (1.2).
		<b>3.40</b>	
STUART NL	06/24/02	3.00	DRAFT MOTION AND ORDER TO REJECT SAN FRANCISCO PROPERTY (3.0).
STUART NL	06/27/02	0.50	RESEARCH RE: 502(B) (6) MITIGATION (.5).
		<b>3.50</b>	
<b>Total Associate</b>		<b>47.40</b>	
FROST TL	06/07/02	0.80	FILE AND DISTRIBUTE MOTION AUTHORIZING DEBTORS TO ASSUME AND ASSIGN THE LEASE OF THAT CERTAIN PROPERTY COMMONLY KNOWN AS SW 290 OFFICE CENTER, 5316 HWY. 290 WEST, 2ND FLOOR, AUSTIN, TEXAS TO GENERAL ELECTRIC CAPITAL CORPORATION (.8).
FROST TL	06/12/02	1.20	FILE AND DISTRIBUTE OBJECTION TO MOTION OF BRANDYWINE OPERATING PARTNERSHIP, L.P. FOR ORDER TO COMPEL PAYMENT OF ADMINISTRATIVE RENT, REMOVAL OF PROPERTY AND PAYMENT OF LEASE REJECTION CLAIM (1.2).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

FROST TL	06/18/02	1.50	FILE AND DISTRIBUTE MOTION AUTHORIZING DEBTORS TO ASSUME AND ASSIGN THE UNEXPIRED LEASE OF SGS THOMPSON TO GECC (1.5).
FROST TL	06/28/02	1.20	FILE AND DISTRIBUTE MOTION TO REJECT UNEXPIRED REAL PROPERTY LEASE (1.2).
		4.70	
		4.70	
Total Legal Assistant			
ROSI DA	06/18/02	2.60	PREPARE AND ASSEMBLE DOCUMENTS FOR DISTRIBUTION/MAILING OF MOTION AUTHORIZING DEBTORS TO ASSUME AND ASSIGN THE UNEXPIRED LEASE OF SGS THOMPSON TO GECC (2.6).
		2.60	
WORSHECK TM	06/07/02	0.30	PREPARE EXCEL SERVICE LISTS FOR BATCH PROCESSING, EDIT/REVISE SUCH LISTS AND COMPLETE PREPARATION OF OVERNIGHT MAIL SHIPPING LOG FOR MOTION AUTHORIZING DEBTORS TO ASSUME AND ASSIGN THE LEASE OF THAT CERTAIN PROPERTY COMMONLY KNOWN AS SW 290 OFFICE CENTER, 5316 HWY. 290 WEST, 2ND FLOOR, AUSTIN, TEXAS TO GENERAL ELECTRIC CAPITAL CORPORATION (.1); PREPARE AND ASSEMBLE DOCUMENTS FOR DISTRIBUTION/MAILING OF MOTION AUTHORIZING DEBTORS TO ASSUME AND ASSIGN THE LEASE OF THAT CERTAIN PROPERTY COMMONLY KNOWN AS SW 290 OFFICE CENTER, 5316 HWY. 290 WEST, 2ND FLOOR, AUSTIN, TEXAS TO GENERAL ELECTRIC CAPITAL CORPORATION (.2).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

WORSHECK TM	06/12/02	4.10	PREPARE EXCEL SERVICE LISTS FOR BATCH PROCESSING, EDIT/REVISE SUCH LISTS AND COMPLETE PREPARATION OF OVERNIGHT MAIL SHIPPING LOG FOR OBJECTION TO BRANDYWINE'S MOTION TO COMPEL PAYMENT OF ADMINISTRATIVE RENT, REMOVAL OF PROPERTY AND PAYMENT OF LEASE REJECTION CLAIM (.7); PREPARE AND ASSEMBLE UPS MATERIALS FOR DISTRIBUTION/MAILING OF OBJECTION TO BRANDYWINE'S MOTION TO COMPEL PAYMENT OF ADMINISTRATIVE RENT, REMOVAL OF PROPERTY AND PAYMENT OF LEASE REJECTION CLAIM (1.5); PREPARE U.S. POSTAL SERVICE MATERIALS FOR DISTRIBUTION/MAILING OF OBJECTION TO BRANDYWINE'S MOTION TO COMPEL PAYMENT OF ADMINISTRATIVE RENT, REMOVAL OF PROPERTY AND PAYMENT OF LEASE REJECTION CLAIM (1.5); CONTINUED ATTENTION TO DOCUMENT MANAGEMENT - IMAGEBASE RE PLEADINGS (.4).
WORSHECK TM	06/18/02	1.60	PREPARE EXCEL SERVICE LISTS FOR BATCH PROCESSING, EDIT/REVISE SUCH LISTS AND COMPLETE PREPARATION OF OVERNIGHT MAIL SHIPPING LOG RE MOTION AUTHORIZING DEBTORS TO ASSUME AND ASSIGN THE UNEXPIRED LEASE OF SGS THOMPSON TO GECC (.8); PREPARE AND ASSEMBLE DOCUMENTS FOR DISTRIBUTION/MAILING RE MOTION AUTHORIZING DEBTORS TO ASSUME AND ASSIGN THE UNEXPIRED LEASE OF SGS THOMPSON TO GECC (.8).
WORSCHECK TM	06/28/02	0.60	PREPARE EXCEL SERVICE LISTS FOR BATCH PROCESSING, EDIT/REVISE SUCH LISTS AND COMPLETE PREPARATION OF OVERNIGHT MAIL SHIPPING LOG FOR MOTION TO REJECT UNEXPIRED REAL PROPERTY LEASE (.2); PREPARE AND ASSEMBLE DOCUMENTS FOR DISTRIBUTION/MAILING OF MOTION TO REJECT UNEXPIRED REAL PROPERTY LEASE (.4).
		6.60	
Total Legal Assist Support		9.20	
MATTER TOTAL		<u>64.40</u>	

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Comdisco, Inc. (DIP)  
Leases (Real Property)

Bill Date: 07/31/02  
Bill Number: 923588

Disbursement	Date	Vendor/Employee	Amount
In-house Reproduction	06/14/02	Copy Center, D	1.46
In-house Reproduction	06/25/02	Copy Center, D	3.48
In-house Reproduction	06/28/02	Copy Center, D	4.06
		<b>TOTAL IN-HOUSE REPRODUCTION</b>	<b>\$9.00</b>
Telephone Expense	06/28/02	Telecommunications, D	0.06
Telephone Expense	06/28/02	Telecommunications, D	0.16
Telephone Expense	06/28/02	Telecommunications, D	0.54
Telephone Expense	06/28/02	Telecommunications, D	0.88
Telephone Expense	06/28/02	Telecommunications, D	32.36
		<b>TOTAL TELEPHONE EXPENSE</b>	<b>\$34.00</b>
Lexis/Nexis	06/07/02	Harrington JS	45.69
Lexis/Nexis	06/11/02	Harrington JS	9.86
Lexis/Nexis	06/12/02	Harrington JS	50.13
Lexis/Nexis	06/25/02	Harrington JS	3.30
Lexis/Nexis	06/27/02	Stuart NL	46.02
		<b>TOTAL LEXIS/NEXIS</b>	<b>\$155.00</b>
		<b>TOTAL MATTER</b>	<b>\$198.00</b>

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Comdisco, Inc. (DIP)  
Leases (Real Property)

Bill Date: 08/15/02  
Bill Number: 927466

NAME	DATE	HOURS	DESCRIPTION
HARRINGTON JS	07/01/02	0.80	ATTENTION TO PRISM GUARANTY ISSUES (.8).
HARRINGTON JS	07/02/02	0.60	ATTENTION TO PRISM/COMDISCO GUARANTY ISSUES (.6).
HARRINGTON JS	07/08/02	0.20	TELECONFERENCES WITH P. KNOLL (.1) AND N. SKJOLDAGER (.1) RE REAL ESTATE ISSUES.
HARRINGTON JS	07/09/02	0.20	TELECONFERENCE WITH P. KNOLL RE BRANDYWINE (.2).
HARRINGTON JS	07/10/02	2.20	DRAFT LEASE REJECTION MOTION AND ORDER (2.1); TELECONFERENCE WITH P. KNOLL RE SAME (.1).
HARRINGTON JS	07/11/02	1.80	ATTENTION TO VARIOUS REAL ESTATE ISSUES (.8); TELECONFERENCE WITH P. KNOLL RE SAME (.2); CONTINUE DRAFTING MOTION TO REJECT REAL PROPERTY LEASES (.8).
HARRINGTON JS	07/12/02	1.10	FINALIZE AND FILE LEASE REJECTION MOTION (1.1).
HARRINGTON JS	07/16/02	0.10	TELECONFERENCE WITH P. KNOLL RE REAL ESTATE ISSUES (.1).
HARRINGTON JS	07/22/02	1.80	ATTENTION TO ISSUES RE REJECTION OF WOODALE/HAMILTON PARTNERS LEASE (1.5); TELECONFERENCES WITH D. NEWBY RE SAME (.3).
HARRINGTON JS	07/23/02	0.60	DRAFT AND FILE CERTIFICATE OF NO OBJECTION AND ORDER RE LEASE REJECTION MOTION (.6).
HARRINGTON JS	07/25/02	0.50	ATTENTION TO VARIOUS REAL ESTATE ISSUES (.5).
		9.90	
<b>Total Associate</b>		<b>9.90</b>	

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

WORSHECK TM	07/12/02	2.00	PREPARE EXCEL SERVICE LISTS FOR BATCH PROCESSING, EDIT/REVISE SUCH LISTS AND COMPLETE PREPARATION OF OVERNIGHT MAIL SHIPPING LOG FOR NOTICES OF MOTION RE ORDER AUTHORIZING DEBTORS TO REJECT CERTAIN UNEXPIRED REAL PROPERTY LEASES AND NOTICE OF FIRST REPORT OF FEE REVIEW COMMITTEE RE PROPOSED INTERIM COMPENSATION PROCEDURES AND BUDGETS FOR THIRD FEE APPLICATION PERIOD (.6); PREPARE AND ASSEMBLE DOCUMENTS FOR DISTRIBUTION/MAILING OF NOTICES OF MOTION RE ORDER AUTHORIZING DEBTORS TO REJECT CERTAIN UNEXPIRED REAL PROPERTY LEASES AND NOTICE OF FIRST REPORT OF FEE REVIEW COMMITTEE RE PROPOSED INTERIM COMPENSATION PROCEDURES AND BUDGETS FOR THIRD FEE APPLICATION PERIOD (1.4).
		2.00	
Total Legal Assist Support		2.00	
MATTER TOTAL		<u>11.90</u>	

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Comdisco, Inc. (DIP)  
Leases (Real Property)

Bill Date: 08/15/02  
Bill Number: 927466

Disbursement	Date	Vendor/Employee	Amount
Telephone Expense	07/26/02	Telecommunications, D	0.03
Telephone Expense	07/26/02	Telecommunications, D	0.66
Telephone Expense	07/26/02	Telecommunications, D	9.31
<b>TOTAL TELEPHONE EXPENSE</b>			<b>\$10.00</b>
Lexis/Nexis	07/26/02	Harrington JS	62.00
<b>TOTAL LEXIS/NEXIS</b>			<b>\$62.00</b>
Outside Research/Internet Services	07/10/02	Corporate RestructuringPacer Service Center	3.00
<b>TOTAL OUTSIDE RESEARCH/INTERNET SERVICES</b>			<b>\$3.00</b>
<b>TOTAL MATTER</b>			<b>\$75.00</b>

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Comdisco, Inc. (DIP)  
Leases (Real Property)

Bill Date: 08/31/02  
Bill Number: 927469

NAME	DATE	HOURS	DESCRIPTION
HARRINGTON JS	08/01/02	1.30	REVIEW PRISM N.J. LEASE FOR DAMAGE CALCULATION ANALYSIS (1.2); TELECONFERENCE WITH K. GARSTKA RE SAME (.1).
HARRINGTON JS	08/02/02	3.00	RESEARCH RE NEW JERSEY LEASE 502(B)(6) DAMAGE CALCULATION ISSUES RELATED TO RENT ABATEMENT AND IPSO FACTO CLAUSES (3.0).
HARRINGTON JS	08/05/02	1.50	CONTINUE RESEARCH ON RENT ABATEMENT ISSUE RE N.J. PRISM LEASE FOR 502B6 CALCULATION ANALYSIS (1.5).
HARRINGTON JS	08/08/02	0.80	ATTENTION TO EQUITY OFFICE LEASE REJECTION ISSUES FOR SAN FRANCISCO PROPERTY (.8).
HARRINGTON JS	08/12/02	1.40	ATTENTION TO SAN DIEGO PRISM PROPERTY LEASE REJECTION ISSUES (.6); ATTENTION TO N.J. PRISM PROPERTY 502B6 DAMAGE CALCULATION ISSUES (.8).
		8.00	
Total Associate		8.00	
MATTER TOTAL		<u>8.00</u>	



**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Comdisco, Inc. (DIP)  
Leases (Real Property)

Bill Date: 08/15/02  
Bill Number: 927469

Disbursement	Date	Vendor/Employee	Amount
Lexis/Nexis	08/02/02	Harrington JS	184.18
Lexis/Nexis	08/05/02	Harrington JS	33.46
Lexis/Nexis	08/12/02	Harrington JS	9.36
		<b>TOTAL LEXIS/NEXIS</b>	<b>\$227.00</b>
		<b>TOTAL MATTER</b>	<b>\$227.00</b>



IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE NORTHERN DISTRICT OF ILLINOIS  
EASTERN DIVISION

-----X  
In re: : Case No. 01-24795  
: (Jointly Administered)  
COMDISCO, INC. :  
: Chapter 11  
et al. :  
: Hon. Ronald Barliant  
Debtors. :  
-----X

EXHIBIT D-13  
FINANCING / DIP AND EMERGENCE  
1,056.1 HOURS

SKADDEN, ARPS, SLATE, MEAGHER & FLOM (ILLINOIS)  
333 West Wacker Drive  
Chicago, Illinois 60606-1285

and

SKADDEN, ARPS, SLATE, MEAGHER & FLOM, LLP  
Four Times Square  
New York, NY 10036

**EXHIBIT 13**

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Comdisco, Inc. (DIP)  
Financing/DIP and Emergence

Bill Date: 05/20/02  
Bill Number: 917155

NAME	DATE	HOURS	DESCRIPTION
GREAVES TW	04/08/02	1.10	RESEARCHED TERMINATION OF LIEN ON PLEDGED COLLATERAL; CALL WITH JONES DAY TO ARRANGE FOR DELIVERY OF THE CERTIFICATES REPRESENTING THE PLEDGED COLLATERAL (1.1).
GREAVES TW	04/09/02	0.90	ARRANGED FOR DELIVERY TO ITALIAN COUNSEL EXECUTION COPY OF DIP CREDIT AGREEMENT AND ALL AMENDMENTS THERETO (.9).
GREAVES TW	04/10/02	2.10	RECEIVED FROM JONES DAY CERTIFICATES & NOTES REPRESENTING THE PLEDGED COLLATERAL; CHECKED THE SAME AGAINST OUR RECORDS TO ENSURE COMPLETE DELIVERY; CORRESPONDENCE WITH JONES DAY RE: THE SAME; ARRANGED FOR DELIVERY OF THE CERTIFICATES TO THE COMPANY (2.1).
GREAVES TW	04/11/02	0.50	CONFIRMED PRIOR RECEIPT OF CERTAIN PLEDGED COLLATERAL PURSUANT TO THE SERVICES SALE (.5).
GREAVES TW	04/18/02	0.80	REVIEWED PACKAGE OF STOCK CERTIFICATES AND NOTES FOR DELIVERY TO THE COMPANY (.8).
		5.40	
MARTIN GC	04/19/02	0.50	REVIEW DRAFT LETTER OF CREDIT FACILITY TERM SHEET (.5).
MARTIN GC	04/22/02	0.40	MARK UP LETTER OF CREDIT PROPOSAL (.4).
MARTIN GC	04/23/02	0.60	WORK ON LETTER OF CREDIT FACILITY PROPOSAL (.3); DISCUSS WITH C. WALTERS (.3).
MARTIN GC	04/25/02	0.60	WORK ON LETTER OF CREDIT FACILITY (.6).
		2.10	
ORY SS	04/01/02	0.40	TELECONFERENCE WITH B. GROSS REGARDING TERMS, STATUS OF LETTER OF CREDIT FACILITY (.4).
ORY SS	04/03/02	0.30	TELECONFERENCE WITH W. KOHN AT 5/3 BANK REGARDING MOTION, AGREEMENT FROM 5/3 (.3).

ETTS/MS

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

ORY SS	04/22/02	0.80	REVIEW 5/3 BANK PROPOSED "TERM SHEET" (.8).
		1.50	
<b>Total Associate</b>		<b>9.00</b>	
<b>MATTER TOTAL</b>		<b><u>9.00</u></b>	

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Comdisco, Inc. (DIP)  
Financing/DIP and Emergence

Bill Date: 05/20/02  
Bill Number: 917155

Disbursement	Date	Vendor/Employee	Amount
In-house Reproduction	04/12/02	Copy Center, D	51.80
In-house Reproduction	04/19/02	Copy Center, D	0.80
In-house Reproduction	04/23/02	Copy Center, D	0.40
<b>TOTAL IN-HOUSE REPRODUCTION</b>			<b>\$53.00</b>
Telephone Expense	04/26/02	Telecommunications, D	0.01
Telephone Expense	04/26/02	Telecommunications, D	0.02
Telephone Expense	04/26/02	Telecommunications, D	0.04
Telephone Expense	04/26/02	Telecommunications, D	1.93
<b>TOTAL TELEPHONE EXPENSE</b>			<b>\$2.00</b>
Messengers/ Courier	04/10/02	Database, Car, Courier, Air Dept	7.60
Messengers/ Courier	04/18/02	Database, Car, Courier, Air Dept	19.40
<b>TOTAL MESSENGERS/ COURIER</b>			<b>\$27.00</b>
Outside Research/Internet Services	04/10/02	Corporate RestructuringPacer Service Center	6.00
<b>TOTAL OUTSIDE RESEARCH/INTERNET SERVICES</b>			<b>\$6.00</b>
<b>TOTAL MATTER</b>			<b>\$88.00</b>

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Comdisco, Inc. (DIP)  
Financing/DIP and Emergence

Bill Date: 06/30/02  
Bill Number: 921074

NAME	DATE	HOURS	DESCRIPTION
MARTIN GC	05/03/02	0.30	WORK ON LETTER OF CREDIT FACILITY (.3).
MARTIN GC	05/22/02	0.40	CONTINUE TO WORK ON LETTER OF CREDIT FACILITY (.4).
MARTIN GC	05/23/02	0.50	CONTINUE TO WORK ON LETTER OF CREDIT FACILITY AGREEMENT (.5).
MARTIN GC	05/24/02	3.20	CONTINUE TO WORK ON LETTER OF CREDIT FACILITY MARKUP (3.2).
MARTIN GC	05/28/02	4.50	MARK UP LETTER OF CREDIT FACILITY (4.5).
MARTIN GC	05/29/02	1.10	TELECONFERENCES WITH C. WALTERS (.5), W. KOHN (.6) RE LETTER OF CREDIT FACILITY
MARTIN GC	05/30/02	0.30	WORK ON LETTER OF CREDIT FACILITY MARKUP (.3).
		10.30	
<b>Total Associate</b>		10.30	
<b>MATTER TOTAL</b>		<u>10.30</u>	

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Comdisco, Inc. (DIP)  
Financing/DIP and Emergence

Bill Date: 06/30/02  
Bill Number: 921074

Disbursement	Date	Vendor/Employee	Amount
Telephone Expense	05/31/02	Telecommunications, D	0.01
Telephone Expense	05/31/02	Telecommunications, D	0.02
Telephone Expense	05/31/02	Telecommunications, D	0.02
Telephone Expense	05/31/02	Telecommunications, D	0.03
Telephone Expense	05/31/02	Telecommunications, D	0.92
		<b>TOTAL TELEPHONE EXPENSE</b>	<b>\$1.00</b>
Messengers/ Courier	04/09/02	Bank & Inst Invest, DFederal Express Corp.	27.00
		<b>TOTAL MESSENGERS/ COURIER</b>	<b>\$27.00</b>
		<b>TOTAL MATTER</b>	<b>\$28.00</b>



**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Comdisco, Inc. (DIP)  
Financing/DIP and Emergence

Bill Date: 07/31/02  
Bill Number: 923588

NAME	DATE	HOURS	DESCRIPTION
PERLMAN F	06/06/02	0.70	ATTENTION TO L/C FACILITY (.7).
PERLMAN F	06/17/02	0.60	CONTINUED ATTENTION TO L/C FACILITY (.6).
		1.30	
<b>Total Partner</b>		1.30	
KOLIN DF	06/11/02	2.80	DRAFTING OF EXIT PLEDGE AGREEMENT (2.8).
KOLIN DF	06/12/02	5.00	OPINION REVIEW OF PROPOSED LETTER OF CREDIT FACILITY (.7); DRAFTING OF EXIT PLEDGE AGREEMENT (4.3).
KOLIN DF	06/18/02	2.30	REVIEW OF EXIT FINANCING INDENTURES (2.3).
KOLIN DF	06/25/02	0.80	REVIEW OF CREDITOR COMMITTEE COMMENTS ON EXIT FINANCING DOCUMENTS (.8).
KOLIN DF	06/26/02	3.20	REVISIONS TO EXIT PLEDGE AGREEMENT TO REFLECT CREDITOR COMMITTEE'S COUNSEL'S COMMENTS (3.2).
KOLIN DF	06/27/02	0.40	REVIEW OF R. LACKEY COMMENTS TO PLEDGE AGREEMENT (.4).
KOLIN DF	06/28/02	0.50	TELECONFERENCE WITH R. LACKEY RE: PLEDGE AGREEMENT ISSUES (.3); DISTRIBUTION OF PLEDGE FACILITY TO TRUSTEE COUNSEL (.2)
		15.00	
<b>Total Counsel</b>		15.00	
MARTIN GC	06/02/02	1.00	WORK ON LETTER OF CREDIT FACILITY MARKUP (1.0).
MARTIN GC	06/03/02	0.70	WORK ON LETTER OF CREDIT FACILITY AGREEMENT (.7).
MARTIN GC	06/14/02	2.00	WORK ON ENFORCEABILITY OPINION (2.0).
MARTIN GC	06/16/02	0.50	PREPARE SECRETARY'S CERTIFICATE (.5).
MARTIN GC	06/17/02	2.00	WORK ON LETTER OF CREDIT FACILITY AGREEMENT, OPINION, CLOSING DELIVERABLES (2.0).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

MARTIN GC	06/18/02	8.80	LETTER OF CREDIT FACILITY CLOSING (8.8).
		15.00	
STEINLE JJ	06/06/02	3.20	REVIEW AND UPDATE LETTER OF CREDIT MOTION (1.8); TELECONFERENCES WITH CLIENT REGARDING SAME (.4); PREPARE MOTION TO SHORTEN NOTICE (1.0).
STEINLE JJ	06/07/02	2.10	REVISE AND FILE LETTER OF CREDIT MOTION (2.1).
STEINLE JJ	06/09/02	1.50	PREPARE LETTER OF CREDIT PROFFER (1.5).
STEINLE JJ	06/10/02	0.80	ANALYSIS REGARDING LETTER OF CREDIT ISSUES (.8).
		7.60	
<b>Total Associate</b>		<b>22.60</b>	
<b>MATTER TOTAL</b>		<b><u>38.90</u></b>	

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Comdisco, Inc. (DIP)  
Financing/DIP and Emergence

Bill Date: 07/31/02  
Bill Number: 923588

Disbursement	Date	Vendor/Employee	Amount
CLR/Delaware Database	06/21/02	Office Admin, D	100.00
<b>TOTAL CLR/DELAWARE DATABASE</b>			<b>\$100.00</b>
In-house Reproduction	06/18/02	Copy Center, D	2.42
In-house Reproduction	06/18/02	Copy Center, D	3.43
In-house Reproduction	06/21/02	Copy Center, D	2.22
In-house Reproduction	06/25/02	Copy Center, D	42.93
<b>TOTAL IN-HOUSE REPRODUCTION</b>			<b>\$51.00</b>
Telephone Expense	06/28/02	Telecommunications, D	0.06
Telephone Expense	06/28/02	Telecommunications, D	0.16
Telephone Expense	06/28/02	Telecommunications, D	0.86
Telephone Expense	06/28/02	Telecommunications, D	0.88
Telephone Expense	06/28/02	Telecommunications, D	34.04
<b>TOTAL TELEPHONE EXPENSE</b>			<b>\$36.00</b>
Messengers/ Courier	06/30/02	Corporate RestructuringComet Messenger Service	41.00
<b>TOTAL MESSENGERS/ COURIER</b>			<b>\$41.00</b>
<b>TOTAL MATTER</b>			<b>\$228.00</b>

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Comdisco, Inc. (DIP)  
Financing/DIP and Emergence

Bill Date: 08/15/02  
Bill Number: 927466

NAME	DATE	HOURS	DESCRIPTION
KOLIN DF	07/01/02	1.40	REVISIONS TO PLEDGE AGREEMENT (1.4).
KOLIN DF	07/02/02	0.50	ADDITIONAL REVISIONS TO PLEDGE AGREEMENT (.5).
KOLIN DF	07/22/02	0.40	ANALYSIS OF EXIT FINANCING OPINION ISSUES (.4).
KOLIN DF	07/29/02	2.50	CONTINUE DRAFTING AND RESEARCH RE TIA OPINION; REVIEW INDENTURES RE SAME (2.5).
KOLIN DF	07/30/02	2.40	REVIEW EXIT FINANCING DOCUMENTATION AND PREPARATION OF OPINION (2.4).
		7.20	
<b>Total Counsel</b>		7.20	
MURPHY MM	07/18/02	1.40	DRAFT SUPPLEMENT TO FOREIGN BANK DEBT MATERIALS (.9); DRAFT LETTER TO R. HANSON RE FOREIGN BANK DEBT (.5).
		1.40	
<b>Total Associate</b>		1.40	
<b>MATTER TOTAL</b>		<u>8.60</u>	

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Comdisco, Inc. (DIP)  
Financing/DIP and Emergence

Bill Date: 08/15/02  
Bill Number: 927466

Disbursement	Date	Vendor/Employee	Amount
In-house Reproduction	07/23/02	Copy Center, D	2.00
		<b>TOTAL IN-HOUSE REPRODUCTION</b>	<b>\$2.00</b>
Telephone Expense	07/26/02	Telecommunications, D	0.12
Telephone Expense	07/26/02	Telecommunications, D	1.88
		<b>TOTAL TELEPHONE EXPENSE</b>	<b>\$2.00</b>
		<b>TOTAL MATTER</b>	<b>\$4.00</b>

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Comdisco, Inc. (DIP)  
Financing/DIP and Emergence

Bill Date: 08/31/02  
Bill Number: 927469

NAME	DATE	HOURS	DESCRIPTION
KOLIN DF	08/01/02	3.20	REVIEW OF INDENTURES AND DRAFTING OF TIA LEGAL OPINIONS (3.2).
KOLIN DF	08/02/02	1.40	CONTINUED RESEARCH AND DRAFTING OF EXIT TIA LEGAL OPINION (1.4).
KOLIN DF	08/05/02	2.20	CONTINUED RESEARCH OF TIA EXIT OPINION ISSUES AND REVISIONS TO OPINION (2.2).
KOLIN DF	08/06/02	3.60	REVISIONS TO PLEDGE AGREEMENT AND OPINION, INCLUDING ANALYSIS OF OPINION ISSUES RELATING TO THE TRUST INDENTURE ACT AND THE COLLATERAL TRUSTEE (3.6).
KOLIN DF	08/07/02	2.70	REVISIONS TO PLEDGE AGREEMENT, OPINIONS AND FINANCING STATEMENTS (2.7).
KOLIN DF	08/08/02	5.30	REVISIONS TO PLEDGE AGREEMENT AND RELATED OPINIONS (5.3).
KOLIN DF	08/09/02	2.70	FINALIZATION OF OPINIONS, PLEDGE AGREEMENT AND UCCS WITH COMMITTEE AND TRUSTEE (2.7).
KOLIN DF	08/12/02	0.70	CLOSING (.7).
		21.80	
<b>Total Counsel</b>		21.80	
HOFFMAN PS	08/06/02	3.20	COORDINATE UCC FINANCING STATEMENTS (3.2).
HOFFMAN PS	08/07/02	2.40	COORDINATE UCC FINANCING STATEMENTS (2.4).
HOFFMAN PS	08/08/02	1.80	COORDINATE UCC FINANCING STATEMENTS (1.8).
HOFFMAN PS	08/09/02	1.60	COORDINATE UCC FINANCING STATEMENTS (1.6).
HOFFMAN PS	08/12/02	2.00	COORDINATE UCC FINANCING STATEMENTS (2.0).
		11.00	
<b>Total Legal Assistant</b>		11.00	
<b>MATTER TOTAL</b>		<u>32.80</u>	

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Comdisco, Inc. (DIP)  
Financing/DIP and Emergence

Bill Date: 08/15/02  
Bill Number: 927469

Disbursement	Date	Vendor/Employee	Amount
UCC Financial Statement Filing	08/12/02	Kolin DF	70.00
UCC Financial Statement Filing	08/12/02	Kolin DF	70.00
<b>TOTAL UCC FINANCIAL STATEMENT FILING</b>			<b>\$140.00</b>
In-house Reproduction	08/02/02	Copy Center, D	1.64
In-house Reproduction	08/09/02	Copy Center, D	2.36
<b>TOTAL IN-HOUSE REPRODUCTION</b>			<b>\$4.00</b>
Messengers/ Courier	08/04/02	Corporate Restructuring Comet Messenger Service	10.00
<b>TOTAL MESSENGERS/ COURIER</b>			<b>\$10.00</b>
<b>TOTAL MATTER</b>			<b>\$154.00</b>





IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE NORTHERN DISTRICT OF ILLINOIS  
EASTERN DIVISION

-----X  
In re: : Case No. 01-24795  
: (Jointly Administered)  
COMDISCO, INC. :  
: Chapter 11  
et al. :  
: Hon. Ronald Barliant  
Debtors. :  
-----X

EXHIBIT D-14  
RETENTION / FEE MATTERS / OBJECTIONS (OTHERS)  
1,020.9 HOURS

SKADDEN, ARPS, SLATE, MEAGHER & FLOM (ILLINOIS)  
333 West Wacker Drive  
Chicago, Illinois 60606-1285

and

SKADDEN, ARPS, SLATE, MEAGHER & FLOM, LLP  
Four Times Square  
New York, NY 10036

**EXHIBIT 14**

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Comdisco, Inc. (DIP)  
Retention/Fee Matters/Objections (Others)

Bill Date: 05/20/02  
Bill Number: 917155

Disbursement	Date	Vendor/Employee	Amount
In-house Reproduction	04/23/02	Copy Center, D	52.00
<b>TOTAL IN-HOUSE REPRODUCTION</b>			<b>\$52.00</b>
Telephone Expense	04/26/02	Telecommunications, D	0.02
Telephone Expense	04/26/02	Telecommunications, D	0.86
Telephone Expense	04/26/02	Telecommunications, D	0.90
Telephone Expense	04/26/02	Telecommunications, D	3.75
Telephone Expense	04/26/02	Telecommunications, D	92.47
<b>TOTAL TELEPHONE EXPENSE</b>			<b>\$98.00</b>
<b>TOTAL MATTER</b>			<b>\$150.00</b>

41 TRAILX3

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Comdisco, Inc. (DIP)  
Retention/Fee Matters/Objections (Others)

Bill Date: 06/30/02  
Bill Number: 921074

NAME	DATE	HOURS	DESCRIPTION
KIPP MR	05/14/02	0.80	ATTENTION TO THE ORGANIZATION OF THE REPORT RELATING TO THE DEBTORS' RULE 2004 INVESTIGATION OF WATER TOWER CAPITAL'S RECEIPT AND TRANSMISSION OF CONFIDENTIAL MATERIALS (.5); REVIEW PRELIMINARY DRAFT OF REPORT (.3).
KIPP MR	05/15/02	2.50	EDIT DRAFT OF REPORT ON WATER TOWER CAPITAL (2.5).
KIPP MR	05/16/02	3.70	REVIEW AND EDIT MOST RECENT DRAFT OF REPORT (2.2); DRAFT ADDITIONAL SECTIONS (1.5).
KIPP MR	05/17/02	3.80	REVIEW AND EDIT THE REPORT ON WATER TOWER CAPITAL (3.3); DRAFT ADDITIONAL SECTION (.5).
KIPP MR	05/19/02	1.10	REVIEW AND EDIT FINAL DRAFT OF WATER TOWER REPORT (1.1).
KIPP MR	05/21/02	1.30	ATTENTION TO REPORT ON WATER TOWER CAPITAL AND TESTIMONY OF J. STARK REGARDING COMMUNICATIONS WITH T. ALLISON (.8); REVIEW DEPOSITION OF J. STARK IN PREPARATION FOR MEETING TOMORROW WITH T. ALLISON (.5).
KIPP MR	05/22/02	2.30	INTERVIEW T. ALLISON (2.3).
KIPP MR	05/24/02	5.80	REVIEW WATER TOWER'S MOTION TO UNSEAL DISCOVERY (.8); ATTENTION TO RESPONSE (.5); TELECONFERENCE WITH F. LAMMIMAN ABOUT SAME AND ABOUT POSSIBLE COMPROMISES (.5); REVIEW DEPOSITION OF T. ALLISON IN THE ACTION REGARDING AVAILABILITY SOLUTIONS (1.5); DRAFT MEMORANDUM SUMMARIZING INTERVIEW OF T. ALLISON (2.0); ATTENTION TO AMENDMENT OF REPORT ON THE 2004 INVESTIGATION TO REFLECT FACTS ADDUCED IN INTERVIEW (.5).
KIPP MR	05/25/02	0.70	REVIEW MEMO SUMMARIZING ALLISON INTERVIEW (.3); ATTENTION TO WATER TOWER REPORT (.4).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

KIPP MR	05/29/02	3.10	MEET WITH F. LAMMIMAN RE THE SCHEDULING OF WATER TOWER CAPITAL'S MOTION FOR PAYMENT OF FEES (1.5); TELECONFERENCE WITH F. LAMMIMAN ABOUT SAME LATER IN THE DAY (.4); ATTENTION TO SCHEDULING ISSUES WITH WATER TOWER CAPITAL (1.2).
KIPP MR	05/30/02	1.50	TELECONFERENCE WITH F. LAMMIMAN ABOUT SCHEDULING ISSUES (.4); ATTENTION TO SAME (.8); DRAFT PROPOSAL TO SAME ABOUT RESOLUTION OF ISSUES (.3).
		26.60	
PANAGAKIS GN	05/06/02	0.20	ATTENTION TO RETENTION OF REPLACEMENT FINANCIAL ADVISORS (.2).
PANAGAKIS GN	05/08/02	0.30	ATTENTION TO FEE MATTERS (.3).
PANAGAKIS GN	05/09/02	1.00	ATTENTION TO RETENTION OF FINANCIAL ADVISORS, INCLUDING TELEPHONE CONFERENCE WITH K. KRAKORA REGARDING SAME (1.0).
PANAGAKIS GN	05/13/02	1.10	TELECONFERENCE WITH F. LAMMIMAN REGARDING WATER TOWER FEE APPLICATION (.4) AND FURTHER ATTENTION TO SAME (.7).
		2.60	
PERLMAN F	05/02/02	0.50	ATTENTION TO FEE COMMITTEE ISSUES (.5).
PERLMAN F	05/06/02	1.60	ATTENTION TO FEE ISSUES (.5); REVIEW KPMG RETENTION DOCUMENTS (.7); ATTENTION TO HURON RETENTION (.4).
PERLMAN F	05/07/02	0.80	REVIEW FEE COMMITTEE SCRIPT AND ORDER (.8).
PERLMAN F	05/08/02	0.40	PREPARE FOR FEE HEARING (.4).
PERLMAN F	05/09/02	1.30	REVIEW KPMG DOCUMENTS (.8); REVIEW HURON DOCUMENTS (.5).
PERLMAN F	05/13/02	0.40	ATTENTION TO WATER TOWER FEE ISSUES (.4).
PERLMAN F	05/16/02	0.30	REVIEW FEE APPLICATION AND COMMITTEE MINUTES (.3).
PERLMAN F	05/18/02	1.40	ATTENTION TO KPMG RETENTION (.7); ATTENTION TO INNISFREE RETENTION (.7).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

PERLMAN F	05/20/02	1.80	REVIEW WATER TOWER REPORT (.7); FINALIZE INNISFREE (.3); FINALIZE KPMG (.3); ATTENTION TO RETENTION (.5).
PERLMAN F	05/23/02	0.50	REVIEW WATER TOWER MOTION (.5).
		9.00	
<b>Total Partner</b>		<b>38.20</b>	
CONNORS CP	05/07/02	0.20	WORKING ON STRATEGY RE: APPEAL OF WASSERSTEIN RETENTION (.2).
CONNORS CP	05/13/02	4.80	REVIEWING RECORD ON APPEAL RE: APPEAL OF ROTHSCHILD RETENTION AGREEMENT ORDER (3.7); WORKING ON RESEARCH RE: ROTHSCHILD APPEAL (1.1).
CONNORS CP	05/14/02	2.20	CONTINUED WORKING ON RESEARCH RE: ROTHSCHILD APPEAL (1.4); WORKING ON DRAFTING ROTHSCHILD APPEAL (.8).
CONNORS CP	05/15/02	3.70	CONTINUED WORKING ON RESEARCH RE: APPEAL OF ROTHSCHILD RETENTION ORDER; RESEARCH RE: APPEAL OF ROTHSCHILD RETENTION ORDER (3.7).
CONNORS CP	05/16/02	1.60	WORKING ON RESPONSE BRIEF TO APPEAL OF ROTHSCHILD RETENTION ORDER (1.6).
CONNORS CP	05/17/02	2.00	CONTINUED WORKING ON RESEARCH IN CONNECTION WITH APPEAL OF ROTHSCHILD RETENTION ORDER RE: RESPONSE BRIEF (2.0).
CONNORS CP	05/20/02	1.00	WORKING ON DRAFTING DOCUMENT, RE: RESPONSE BRIEF IN CONNECTION WITH APPEAL OF ROTHSCHILD RETENTION ORDER (1.0).
CONNORS CP	05/22/02	6.90	CONTINUED WORKING ON RESEARCH IN CONNECTION WITH APPEAL OF ROTHSCHILD RETENTION ORDER (6.9).
CONNORS CP	05/23/02	3.90	CONTINUED WORKING ON RESEARCH IN CONNECTION WITH APPEAL OF ROTHSCHILD RETENTION ORDER RE: RESPONSE BRIEF (3.9).
CONNORS CP	05/24/02	7.50	WORKING ON STRATEGY RE: APPEAL OF ROTHSCHILD RETENTION ORDER (.6); WORKING ON RESPONSE BRIEF IN CONNECTION WITH APPEAL OF ROTHSCHILD RETENTION ORDER (6.9).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

CONNORS CP	05/28/02	4.90	WORKING ON RESEARCH IN CONNECTION WITH APPEAL OF ROTHSCHILD RETENTION ORDER (4.3); REVISING DOCUMENT IN CONNECTION WITH APPEAL OF ROTHSCHILD RETENTION ORDER RE: RESPONSE BRIEF (.6).
CONNORS CP	05/29/02	3.50	CONTINUED WORKING ON RESEARCH IN CONNECTION WITH APPEAL OF ROTHSCHILD RETENTION ORDER (2.9); WORKING ON STRATEGY RE: APPEAL OF ROTHSCHILD RETENTION ORDER (.6).
CONNORS CP	05/30/02	6.80	CONTINUED WORKING ON RESEARCH IN CONNECTION WITH RESPONSE BRIEF RE: ROTHSCHILD APPEAL (6.8).
CONNORS CP	05/31/02	4.20	WORKING ON DRAFTING RESPONSE BRIEF RE: ROTHSCHILD APPEAL (4.2).
		53.20	
MIKEL AF	05/29/02	8.10	WORKED ON REPLY BRIEF TO U.S. TRUSTEE'S MOTION (8.1).
MIKEL AF	05/30/02	4.50	WORKED ON REPLY BRIEF TO U.S. TRUSTEE'S MOTION RE RETENTION OF PROFESSIONALS (4.5).
		12.60	
MURPHY MM	05/02/02	1.30	REVIEW NEW RETENTION DOCUMENTS SENT BY KPMG (1.3).
MURPHY MM	05/06/02	0.30	ADDRESS ISSUE REGARDING ORDINARY COURSE PROFESSIONALS (.2); TELECONFERENCE WITH D. REYNOLDS RE: SAME (.1).
MURPHY MM	05/07/02	3.70	CONTINUE WORKING ON RETENTION OF KPMG (3.1); DRAFT PROFFER RE: FIRST INTERIM FEE APPLICATIONS (.6).
MURPHY MM	05/08/02	5.60	TELECONFERENCE WITH K. KRAKORA RE: KPMG RETENTION DOCUMENTS (.2); STRATEGIZE RE: KPMG RETENTION DOCUMENTS (.6); REVISE KPMG RETENTION DOCUMENTS (4.8).
MURPHY MM	05/09/02	1.20	ATTENTION TO ISSUES RE: RETENTION OF KPMG (.4); ATTENTION TO ISSUES RE: RETENTION OF HURON CONSULTING GROUP (.7); UPDATE CONTACT LIST FOR FEE REVIEW COMMITTEE (.1).
MURPHY MM	05/10/02	0.40	ATTENTION TO ISSUES RE: RETENTION OF KPMG (.4).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

MURPHY MM	05/13/02	4.20	CONTINUE NEGOTIATING AND DRAFTING KPMG RETENTION DOCUMENTS (3.4); REVIEW AND DISTRIBUTE MOST RECENT DRAFT OF HURON CONSULTING GROUP RETENTION DOCUMENTS (.8).
MURPHY MM	05/20/02	5.80	FINALIZE RETENTION DOCUMENTS FOR KPMG (1.7); PREPARE KPMG DOCUMENTS AND INNISFREE DOCUMENTS FOR FILING (1.2); CONTINUE DRAFTING APPLICATION, AFFIDAVIT AND ORDER RE: RETENTION OF HURON CONSULTING GROUP (2.9).
MURPHY MM	05/21/02	2.60	CONTINUE WORKING ON RETENTION OF HURON CONSULTING GROUP (.5); ATTENTION TO ISSUE REGARDING FILING OF ANDERSEN'S SECOND INTERIM FEE APPLICATION (.4); REVIEW FEE APPLICATIONS OF CERTAIN FINANCIAL ADVISORS (1.7).
MURPHY MM	05/22/02	1.10	ADDRESS ISSUE RE: MCKINSEY'S SECOND INTERIM FEE APPLICATION (.4); ADDRESS ISSUE REGARDING ORDINARY COURSE PROFESSIONALS (.7).
MURPHY MM	05/24/02	1.30	CONTINUE WORKING ON OPEN ISSUES RE: HURON CONSULTING GROUP (.7); ADDRESS ISSUES RE: MCKINSEY FEE APPLICATION (.2); REVIEW ANDERSEN FEE APPLICATION (.4).
MURPHY MM	05/28/02	1.80	FILE FEE APPLICATION ON BEHALF OF ANDERSEN (.6); CONTINUE WORKING ON RETENTION DOCUMENTS FOR HURON CONSULTING GROUP (1.2).
MURPHY MM	05/29/02	0.40	DRAFT CERTIFICATE OF NO OBJECTION FOR RETENTION OF KPMG (.2); DRAFT CERTIFICATE OF NO OBJECTION FOR RETENTION OF INNISFREE (.2).
MURPHY MM	05/30/02	0.80	ATTENTION TO ISSUES RE: RETENTION OF HURON CAPITAL MANAGEMENT (.8).
		30.50	
ROHLFSEN RJ	05/11/02	5.40	BEGIN PREPARING REPORT ON WATER TOWER CAPITAL INVESTIGATION IN CONNECTION WITH FEE APPLICATION ISSUES FOR WATER TOWER CAPITAL (5.4).
ROHLFSEN RJ	05/12/02	4.20	CONTINUE WORK ON PREPARING MEMORANDUM SUMMARIZING WATER TOWER CAPITAL INVESTIGATION IN RELATION TO WATER TOWER CAPITAL FEE ISSUES (4.2).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

ROHLFSEN RJ	05/13/02	1.20	REVIEW AND ANALYSIS OF MULTIPLE EMAILS RELATING TO SCOPE OF REPORT REQUESTED REGARDING WATER TOWER CAPITAL INVESTIGATION (.2); CONTINUE WORK ON PREPARING MEMORANDUM SUMMARIZING RESULTS OF WATER TOWER CAPITAL INVESTIGATION IN CONNECTION WITH FEE MATTERS (1.0).
ROHLFSEN RJ	05/14/02	7.50	DISCUSSION WITH M. LIEB AND PREPARE CORRESPONDENCE TO SAME REGARDING US TRUSTEE APPEAL OF PROFESSIONAL ADVISORS' RETENTION (.2); CONTINUE PREPARATION OF STRATEGIC MEMORANDUM OUTLINING WATER TOWER CAPITAL INVESTIGATION FACTUAL FINDINGS, AS WELL AS POSSIBLE LEGAL ISSUES REGARDING SAME IN CONNECTION WITH WATER TOWER CAPITAL FEE APPLICATION (7.3).
ROHLFSEN RJ	05/15/02	6.50	CONTINUE RESEARCH OF LEGAL ISSUES IN CONNECTION WITH ROTHSCHILD RETENTION APPEAL (.2); CONTINUE REVIEW AND ANALYSIS OF DOCUMENTS, AND CONTINUE PREPARING MEMORANDUM IN CONNECTION WITH WATER TOWER CAPITAL INVESTIGATION FOR REVIEW OF WATER TOWER CAPITAL FEES (6.3).
ROHLFSEN RJ	05/16/02	4.60	CONTINUE PREPARATION OF MEMORANDUM RELATING TO WATER TOWER INVESTIGATION IN CONNECTION WITH WATER TOWER FEE REVIEW (4.6).
ROHLFSEN RJ	05/17/02	5.30	ATTENTION TO ROTHSCHILD APPEAL DOCKETING MATTERS (.2); CONTINUE PREPARATION OF WATER TOWER CAPITAL INVESTIGATION MEMORANDUM (5.1).
ROHLFSEN RJ	05/19/02	1.70	FINALIZE MEMORANDUM REGARDING WATER TOWER CAPITAL INVESTIGATION CONCLUSIONS (1.7).
ROHLFSEN RJ	05/20/02	2.50	REVIEW AND PREPARE MEMORANDA RELATING TO WATER TOWER CAPITAL REPORT (.2); BEGIN REVIEW AND ANALYSIS OF US TRUSTEE'S APPEAL RELATING TO RETENTION OF ROTHSCHILD (1.5); BEGIN WORKING ON RESPONSE BRIEF IN CONNECTION WITH SAME (.8).
ROHLFSEN RJ	05/21/02	0.80	CONTINUE WORK ON PREPARING ROTHSCHILD BRIEF (.8).



**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

ROHLFSEN RJ	05/23/02	0.80	CONTINUE WORK ON PREPARING BRIEF IN US TRUSTEE APPEAL OF ROTHSCHILD RETENTION (.8).
ROHLFSEN RJ	05/24/02	3.20	CONTINUE WORK ON BRIEF IN CONNECTION WITH US TRUSTEE APPEAL OF ROTHSCHILD RETENTION (.5); REVIEW OF T. ALLISON DEPOSITION, AND WORK ON ISSUES RELATING TO RULE 2004 INVESTIGATION REGARDING SAME (.6); REVIEW OF MULTIPLE DOCUMENTS AND BEGIN PREPARING RESPONSE TO WATER TOWER CAPITAL'S MOTION TO UNSEAL DOCUMENTS IN CONNECTION WITH WATER TOWER'S SEEKING OF PAYMENT FOR FEES (2.1).
ROHLFSEN RJ	05/26/02	1.30	REVIEW AND ANALYSIS OF MEMORANDA RELATING TO INTERVIEW WITH T. ALLISON, AND WORK ON STRATEGY IN CONNECTION WITH WATER TOWER CAPITAL INVESTIGATION (.4); REVIEW AND ANALYSIS OF WATER TOWER CAPITAL DEPOSITION TRANSCRIPTS IN CONNECTION WITH WATER TOWER'S MOTION TO UNSEAL THE TRANSCRIPTS FOR PURPOSES OF WATER TOWER'S FEE REQUEST (.9).
ROHLFSEN RJ	05/28/02	1.30	CONTINUE WORK ON PREPARING RESPONSE BRIEF IN CONNECTION WITH ROTHSCHILD RETENTION APPEAL (.2); CONTINUE WORK ON PREPARING MEMORANDUM REPORT IN CONNECTION WITH WATER TOWER CAPITAL INVESTIGATION RELATING TO WATER TOWER CAPITAL FEES (.5); CONTINUE WORK ON REVIEW OF WATER TOWER CAPITAL DEPOSITIONS IN CONNECTION WITH WATER TOWER CAPITAL'S MOTION TO UNSEAL SAME IN CONNECTION WITH FEE REQUESTS (.6).
ROHLFSEN RJ	05/29/02	1.80	CONTINUE WORK ON PREPARING ROTHSCHILD BRIEF IN CONNECTION WITH US TRUSTEE APPEAL (.5); CONTINUE REVIEW OF DEPOSITIONS AND MEMORANDUM IN CONNECTION WITH WATER TOWER CAPITAL INVESTIGATION RELATING TO WATER TOWER CAPITAL FEE APPLICATION (.3); PARTICIPATE IN MEETING WITH F. LAMMIMAN, COUNSEL FOR WATER TOWER, REGARDING MOTION TO UNSEAL AND WATER TOWER CAPITAL FEE APPLICATION (1.0).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

ROHLFSEN RJ	05/30/02	0.30	REVIEW OF MULTIPLE CORRESPONDENCE RELATING TO WATER TOWER FEE APPLICATION ISSUES (.1); CONTINUE WORK ON BRIEF IN CONNECTION WITH ROTHSCHILD APPEAL (.2).
		48.40	
<b>Total Associate</b>		<b>144.70</b>	
FENWICK S	05/09/02	0.30	ASSEMBLE AND PREPARE DOCUMENTS RE SUPPLEMENTAL ORDER APPROVING FIRST APPLICATIONS OF CERTAIN PROFESSIONALS SEEKING ALLOWANCE OF FIRST INTERIM COMPENSATION AND REIMBURSEMENT OF EXPENSES AND PREPARE MAILING MATERIALS RE SAME (.3).
		0.30	
FIEBERG WR	05/15/02	3.80	CITECHECK/SHEPARDIZE MEMO (INTERNAL) WATER TOWER MEMO (3.8).
FIEBERG WR	05/20/02	2.50	CITECHECK/SHEPARDIZE MEMO (INTERNAL) WATER TOWER MATTER (2.5).
		6.30	
FROST TL	05/20/02	2.30	PREPARE AND ASSEMBLE DOCUMENTS FOR DISTRIBUTION/MAILING RE APPLICATION FOR AN ORDER AUTHORIZING EMPLOYMENT AND RETENTION OF INNISFREE M&A INCORPORATED AS SPECIAL NOTICING AND VOTING AGENT, DECLARATION OF JANE SULLIVAN IN SUPPORT OF DEBTOR'S APPLICATION FOR ORDER AUTHORIZING EMPLOYMENT AND RETENTION OF INNISFREE M&A INCORPORATED AS SPECIAL NOTICING AND VOTING AGENT, APPLICATION FOR AN ORDER AUTHORIZING EMPLOYMENT AND RETENTION OF KPMG LLP AS FINANCIAL ADVISOR TO THE DEBTORS, AFFIDAVIT AND STATEMENT OF KEVIN A. KRAKORA IN SUPPORT OF APPLICATION FOR AN ORDER AUTHORIZING EMPLOYMENT AND RETENTION OF KPMG LLP AS FINANCIAL ADVISOR TO THE DEBTOR TO MASTER SERVICE LIST AND NOTICE OF FILING TO 2002 SERVICE LIST (2.3).
FROST TL	05/28/02	1.00	FILE AND DISTRIBUTE ANDERSEN'S 2ND FEE APPLICATION (1.0).
		3.30	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

NOWICKI JA	05/20/02	1.20	DISTRIBUTE/MAIL APPLICATION FOR AN ORDER AUTHORIZING EMPLOYMENT AND RETENTION OF INNISFREE M&A INC. AS SPECIAL NOTICING AND VOTING AGENT; DECLARATION OF J. SULLIVAN IN SUPPORT OF DEBTOR'S APPLICATION FOR ORDER AUTHORIZING EMPLOYMENT AND RETENTION OF INNISFREE M&A INC. AS SPECIAL NOTICING AND VOTING AGENT; APPLICATION FOR AN ORDER AUTHORIZING EMPLOYMENT AND RETENTION OF KPMG LLP AS FINANCIAL ADVISOR TO THE DEBTORS; AFFIDAVIT AND STATEMENT OF K. KRAKORA IN SUPPORT OF APPLICATION FOR AN ORDER AUTHORIZING EMPLOYMENT AND RETENTION OF KPMG LLP AS FINANCIAL ADVISOR TO THE DEBTOR -- TO MASTER SERVICE LIST; AND NOTICE OF FILING TO 2002 SERVICE LIST (1.2).
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		1.20	
Total Legal Assistant		11.10	
MATTER TOTAL		<u>194.00</u>	

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Comdisco, Inc. (DIP)  
Retention/Fee Matters/Objections (Others)

Bill Date: 06/30/02  
Bill Number: 921074

Disbursement	Date	Vendor/Employee	Amount
In-house Reproduction	05/03/02	Copy Center, D	20.02
In-house Reproduction	05/14/02	Copy Center, D	15.21
In-house Reproduction	05/17/02	Copy Center, D	102.06
In-house Reproduction	05/21/02	Copy Center, D	90.75
In-house Reproduction	05/24/02	Copy Center, D	244.45
In-house Reproduction	05/28/02	Copy Center, D	353.51
<b>TOTAL IN-HOUSE REPRODUCTION</b>			<b>\$826.00</b>
Telephone Expense	05/31/02	Telecommunications, D	0.48
Telephone Expense	05/31/02	Telecommunications, D	1.92
Telephone Expense	05/31/02	Telecommunications, D	2.33
Telephone Expense	05/31/02	Telecommunications, D	4.63
Telephone Expense	05/31/02	Telecommunications, D	120.64
<b>TOTAL TELEPHONE EXPENSE</b>			<b>\$130.00</b>
Non-standard/Outside Reproduction	05/17/02	Owens W	8.00
<b>TOTAL NON-STANDARD/OUTSIDE REPRODUCTION</b>			<b>\$8.00</b>
Lexis/Nexis	05/13/02	Connors CP	38.51
Lexis/Nexis	05/24/02	Altan EL	218.24
Lexis/Nexis	05/29/02	Connors CP	19.25
<b>TOTAL LEXIS/NEXIS</b>			<b>\$276.00</b>
Westlaw	05/13/02	Connors CP	149.21
Westlaw	05/14/02	Connors CP	7.42
Westlaw	05/15/02	Connors CP	55.09
Westlaw	05/16/02	Connors CP	53.61
Westlaw	05/22/02	Connors CP	90.85
Westlaw	05/23/02	Connors CP	60.47
Westlaw	05/24/02	Altan EL	20.86
Westlaw	05/24/02	Connors CP	661.10
Westlaw	05/28/02	Connors CP	349.79
Westlaw	05/29/02	Mikel AF	51.38

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

<b>Disbursement.</b>	<b>Date</b>	<b>Vendor/Employee</b>	<b>Amount</b>
Westlaw	05/29/02	Connors CP	113.46
Westlaw	05/30/02	Mikel AF	51.94
Westlaw	05/30/02	Connors CP	167.19
Westlaw	05/31/02	Connors CP	492.63
		<b>TOTAL WESTLAW</b>	<b>\$2,325.00</b>
Messengers/ Courier	05/05/02	Corporate RestructuringArrow Messenger Svc	30.99
Messengers/ Courier	05/18/02	Corporate RestructuringUnited Parcel Service	76.01
		<b>TOTAL MESSENGERS/ COURIER</b>	<b>\$107.00</b>
		<b>TOTAL MATTER</b>	<b>\$3,672.00</b>

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Comdisco, Inc. (DIP)  
Retention/Fee Matters/Objections (Others)

Bill Date: 07/31/02  
Bill Number: 923588

NAME	DATE	HOURS	DESCRIPTION
PANAGAKIS GN	06/17/02	0.90	ATTENTION TO WATER TOWER ISSUES (.9).
PANAGAKIS GN	06/25/02	0.40	ATTENTION TO NEXT STEPS REGARDING WATER TOWER FEE APPLICATION (.4).
PANAGAKIS GN	06/26/02	0.80	ATTENTION TO WATER TOWER LITIGATION (.8).
PANAGAKIS GN	06/27/02	3.10	PREPARE FOR (.3) AND ATTEND (1.9) FEE REVIEW COMMITTEE MEETING; ATTENTION TO WATER TOWER FEES (.9).
PANAGAKIS GN	06/28/02	0.30	ATTENTION TO POTENTIAL WATER TOWER SETTLEMENT (.3).
		5.50	
PERLMAN F	06/12/02	0.60	REVIEW ROTHSCHILD BRIEF (.6).
PERLMAN F	06/17/02	0.60	ATTENTION TO WATER TOWER (.6).
PERLMAN F	06/19/02	0.50	REVIEW ROTHSCHILD BRIEF (.5).
PERLMAN F	06/20/02	0.30	ATTENTION TO HURON RETENTION (.3).
PERLMAN F	06/21/02	0.80	REVIEW ROTHSCHILD BRIEF (.5); ATTENTION TO JOINT FEE REVIEW COMMITTEE (.3).
PERLMAN F	06/24/02	0.30	ATTENTION TO FEE REVIEW COMMITTEE ISSUES (.3).
PERLMAN F	06/27/02	0.50	CONTINUED ATTENTION TO WATER TOWER (.5).
PERLMAN F	06/28/02	0.30	CONTINUED ATTENTION TO WATER TOWER (.3).
		3.90	
<b>Total Partner</b>		9.40	
CONNORS CP	06/03/02	3.20	WORKING ON RESEARCH IN CONNECTION WITH APPEAL OF ROTHSCHILD RETENTION ORDER RE: RESPONSE BRIEF (2.8); REVISING RESPONSE BRIEF IN APPEAL OF ROTHSCHILD RETENTION ORDER (.4).
CONNORS CP	06/04/02	0.80	CONTINUE WORKING ON RESEARCH IN CONNECTION WITH APPEAL OF ROTHSCHILD RETENTION ORDER RE: RESPONSE BRIEF (.8).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

CONNORS CP	06/06/02	7.50	CONTINUE WORKING ON RESEARCH IN CONNECTION WITH APPEAL OF ROTHSCHILD RETENTION ORDER, RE: RESPONSE BRIEF (4.2); REVISING RESPONSE BRIEF IN APPEAL OF ROTHSCHILD RETENTION ORDER (3.3).
CONNORS CP	06/07/02	5.70	CONTINUE WORKING ON RESEARCH IN CONNECTION WITH APPEAL OF ROTHSCHILD RETENTION ORDER, RE: RESPONSE BRIEF (3.2); REVISING RESPONSE BRIEF IN APPEAL OF ROTHSCHILD RETENTION ORDER (2.5).
CONNORS CP	06/08/02	8.70	CONTINUE WORKING ON RESEARCH IN CONNECTION WITH APPEAL OF ROTHSCHILD RETENTION ORDER, RE: RESPONSE BRIEF (5.6); REVISING RESPONSE BRIEF IN APPEAL OF ROTHSCHILD RETENTION ORDER (3.1).
CONNORS CP	06/09/02	7.80	CONTINUE WORKING ON RESEARCH IN CONNECTION WITH APPEAL OF ROTHSCHILD RETENTION ORDER, RE: RESPONSE BRIEF (4.7); REVISING RESPONSE BRIEF IN APPEAL OF ROTHSCHILD RETENTION ORDER (3.1).
CONNORS CP	06/10/02	1.10	REVISING RESPONSE BRIEF IN CONNECTION WITH APPEAL OF ROTHSCHILD RETENTION ORDER (1.1).
CONNORS CP	06/11/02	0.70	REVISING RESPONSE BRIEF IN CONNECTION WITH APPEAL OF ROTHSCHILD RETENTION ORDER (.7).
CONNORS CP	06/12/02	0.80	ATTENTION TO APPEAL OF ROTHSCHILD RETENTION ORDER (.8).
CONNORS CP	06/13/02	2.50	WORKING ON RESPONSE BRIEF IN APPEAL OF ROTHSCHILD RETENTION ORDER (2.5).
CONNORS CP	06/14/02	2.80	WORKING ON RESPONSE BRIEF IN APPEAL OF ROTHSCHILD RETENTION ORDER (2.8).
CONNORS CP	06/15/02	6.90	CONTINUE WORKING ON RESPONSE BRIEF IN APPEAL OF ROTHSCHILD RETENTION ORDER (6.9).
CONNORS CP	06/17/02	1.20	CONTINUE WORKING ON RESPONSE BRIEF IN APPEAL OF ROTHSCHILD RETENTION ORDER (1.2).
CONNORS CP	06/18/02	4.20	CONTINUE WORKING ON RESPONSE BRIEF IN APPEAL OF ROTHSCHILD RETENTION ORDER (4.2).
CONNORS CP	06/19/02	8.40	CONTINUE WORKING ON RESPONSE BRIEF IN APPEAL OF ROTHSCHILD RETENTION ORDER (8.4).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

CONNORS CP	06/20/02	8.50	CONTINUE WORKING ON RESPONSE BRIEF IN APPEAL OF ROTHSCHILD RETENTION ORDER (8.5).
CONNORS CP	06/21/02	7.60	CONTINUE WORKING ON RESPONSE BRIEF IN APPEAL OF ROTHSCHILD RETENTION ORDER (3.1); FINALIZING BRIEF IN ROTHSCHILD APPEAL FOR FILING (4.3); REVIEWING BRIEF OF CREDITORS' COMMITTEE IN CONNECTION WITH APPEAL OF ROTHSCHILD RETENTION ORDER (.2).
		78.40	
MIKEL AF	06/14/02	2.00	RESEARCH RE INDEMNIFICATION OF UNDERWRITERS (2.0).
MIKEL AF	06/15/02	4.90	RESEARCH RE INDEMNIFICATION OF UNDERWRITERS (4.9).
		6.90	
MURPHY MM	06/06/02	1.90	ADDRESS ISSUES RE: PAYMENTS TO ORDINARY COURSE PROFESSIONALS (1.2); CONTINUE WORKING ON FEE ANALYSIS (.7).
MURPHY MM	06/07/02	0.60	CONTINUE PREPARING HURON CONSULTING GROUP RETENTION DOCUMENTS (.6).
MURPHY MM	06/10/02	3.90	STRATEGIZE RE: MOTION TO SHORTEN NOTICE (.7); DRAFT MOTION TO SHORTEN NOTICE (.6); DRAFT EMERGENCY MOTION (.5); STRATEGIZE RE: CHANGES TO HURON CONSULTING GROUP RETENTION DOCUMENTS (.5); TELECONFERENCE WITH J. SCIAMETTA RE: CHANGES TO RETENTION DOCUMENTS (.3); UPDATE RETENTION DOCUMENTS (.5); REVIEW PROPOSED STIPULATION WITH WATER TOWER RE: CONFIDENTIALITY REQUIREMENTS AND 2004 DISCOVERY (.8).
MURPHY MM	06/12/02	1.80	ATTENTION TO ISSUES REGARDING WATER TOWER CAPITAL AND ITS FEE APPLICATION (1.8).
MURPHY MM	06/13/02	0.80	ATTEND TO ISSUES RE: WATER TOWER CAPITAL AND ITS FEE APPLICATION (.8).
MURPHY MM	06/17/02	1.10	ADDRESS ISSUE RE: ORDINARY COURSE PROFESSIONALS (1.1).
MURPHY MM	06/18/02	1.70	UPDATE HURON CONSULTING GROUP DOCUMENTS (1.7).
MURPHY MM	06/20/02	2.10	BEGIN ANALYSIS OF ORDINARY COURSE PROFESSIONAL FEES (2.1).



SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MURPHY MM	06/21/02	3.80	ATTENTION TO ISSUES RE: ROTHSCHILD AND INDEMNIFICATION (1.1); ATTENTION TO ISSUE RE: JOINT FEE REVIEW COMMITTEE MEETING (.1); REVIEW PARAMETERS AVAILABLE TO ORDINARY COURSE PROFESSIONALS (.5); DRAFT EMAIL RE: SAME (.6); CONTINUE WORKING ON WATER TOWER FEE ANALYSIS (1.5).
MURPHY MM	06/24/02	0.50	STRATEGIZE REGARDING HURON CONSULTING GROUP RETENTION DOCUMENTS (.4); TELECONFERENCE WITH J. SCIAMETTA RE: SAME (.1).
MURPHY MM	06/25/02	3.10	DRAFT FIRST REPORT OF THE JOINT FEE REVIEW COMMITTEE (3.1).
MURPHY MM	06/26/02	6.80	FINALIZE DRAFT OF THE FIRST REPORT OF THE JOINT FEE REVIEW COMMITTEE (3.4); PREPARE CHART OF PROFESSIONALS' FEE APPLICATIONS (2.6); ATTENTION TO ISSUES RE: MCKINSEY'S FEE APPLICATION (.8).
MURPHY MM	06/27/02	6.40	FINALIZE PREPARATIONS FOR JOINT FEE REVIEW COMMITTEE MEETING (.9); ATTEND THE JOINT FEE REVIEW COMMITTEE MEETING (2.5); DRAFT SUMMARY OF MEETING, INCLUDING A WORK CHECKLIST (1.6); DISTRIBUTE COPIES OF FEE APPLICATIONS (.3); ATTENTION TO ISSUES RE: MCKINSEY FEE APPLICATION (.1); ATTENTION TO ISSUES RE: WATER TOWER CAPITAL'S FEE APPLICATION (.8); DISTRIBUTE A COPY OF THE REQUEST FOR REIMBURSEMENT OF EXPENSES BY THE MEMBERS OF THE EQUITY COMMITTEE (.2).
MURPHY MM	06/28/02	3.20	ATTENTION TO ISSUES RE: WATER TOWER CAPITAL'S FINAL FEE APPLICATION (1.1); DRAFT SCRIPT RE: WATER TOWER'S FINAL FEE APPLICATION (.5); DRAFT SCRIPT FOR STATUS ON JOINT FEE REVIEW COMMITTEE (.8); DRAFT ORDER RE: APPROVAL OF FIRST INTERIM FEE APPLICATIONS (.5); ATTENTION TO ISSUES RE: KPMG FEES AND HURON CONSULTING GROUP (.2); ATTENTION TO ISSUES RE: ROTHSCHILD FEES AND EXPENSES (.1).
		37.70	
ROHLFSEN RJ	06/02/02	0.60	CONTINUE WORK ON PREPARING ROTHSCHILD RESPONSE BRIEF IN CONNECTION WITH US TRUSTEE APPEAL (.6).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

ROHLFSEN RJ	06/03/02	0.20	CONTINUE WORK ON PREPARING ROTHSCHILD BRIEF IN CONNECTION WITH US TRUSTEE APPEAL (.2).
ROHLFSEN RJ	06/04/02	0.30	CONTINUE WORK ON ROTHSCHILD BRIEF IN CONNECTION WITH US TRUSTEE APPEAL (.3).
ROHLFSEN RJ	06/06/02	0.30	CONTINUE WORK ON ROTHSCHILD APPEAL BRIEF IN CONNECTION WITH US TRUSTEE APPEAL OF ROTHSCHILD RETENTION (.3).
ROHLFSEN RJ	06/08/02	0.20	CONTINUE WORK ON ROTHSCHILD BRIEF IN CONNECTION WITH US TRUSTEE APPEAL (.2).
ROHLFSEN RJ	06/09/02	4.10	CONTINUE PREPARATION OF RESPONSE BRIEF IN CONNECTION WITH US TRUSTEE APPEAL OF ROTHSCHILD RETENTION (4.1).
ROHLFSEN RJ	06/11/02	1.40	DISCUSSION WITH P. OETKEN REGARDING US TRUSTEE APPEAL OF ROTHSCHILD RETENTION (.2); PREPARE CORRESPONDENCE TO P. OETKEN REGARDING SAME (.2); CONTINUE WORK ON PREPARING BRIEF IN RESPONSE TO US TRUSTEE'S APPEAL BRIEF IN CONNECTION WITH ROTHSCHILD RETENTION APPEAL (1.0).
ROHLFSEN RJ	06/12/02	0.60	CONTINUE WORK ON PREPARING BRIEF IN CONNECTION WITH U.S. TRUSTEE APPEAL OF ROTHSCHILD RETENTION (.2); CONTINUE WORK ON STRATEGY REGARDING SAME (.2); PREPARE MEMORANDUM REGARDING ROTHSCHILD RETENTION APPEAL STRATEGY (.2).
ROHLFSEN RJ	06/13/02	5.60	DISCUSSION WITH P. OETKEN REGARDING RESPONSE TO U.S. TRUSTEE APPEAL ON ROTHCHILD RETENTION (.2); BEGIN PREPARING MOTION FOR LEAVE TO FILE A BRIEF IN EXCESS OF PAGE LIMIT (.6); DISCUSSION WITH T. LABUDA, COUNSEL FOR LAZARD, REGARDING BRIEFING ISSUES (.3); PREPARE CORRESPONDENCE TO P. OETKEN REGARDING ROTHCHILD BRIEF (.2); CONTINUE REVIEW AND ANALYSIS OF DOCUMENTS AND CONTINUE PREPARING BRIEF IN RESPONSE TO U.S. TRUSTEES BRIEF REGARDING APPEAL OF ROTHCHILD RETENTION (4.3).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

ROHLFSEN RJ	06/14/02	10.70	REVIEW AND ANALYSIS OF CORRESPONDENCE FROM P. OETKEN REGARDING ROTHCHILD RETENTION APPEAL (.2); CONTINUE WORK ON PREPARING BRIEF IN RESPONSE TO U.S. TRUSTEE APPEAL OF ROTHCHILD RETENTION (10.5).
ROHLFSEN RJ	06/15/02	2.10	CONTINUE PREPARATION OF ROTHCHILD RESPONSE BRIEF IN CONNECTION WITH U.S. TRUSTEE APPEAL (2.1).
ROHLFSEN RJ	06/17/02	1.30	PREPARE CORRESPONDENCE TO, AND REVIEW CORRESPONDENCE FROM, P. OETKEN REGARDING ROTHCHILD RETENTION BRIEF STRATEGY (.2); CONTINUE WORK ON ROTHCHILD BRIEF IN CONNECTION WITH U.S. TRUSTEE APPEAL OF SAME (.9); REVIEW AND ANALYSIS CORRESPONDENCE RELATING TO WATER TOWER CAPITAL FEE DISPUTES SCHEDULE (.2).
ROHLFSEN RJ	06/18/02	3.80	CONTINUE PREPARATION OF RESPONSE BRIEF IN CONNECTION WITH U.S. TRUSTEE APPEAL OF ROTHSCHILD RETENTION (3.6); DISCUSSION WITH T. LABUDA, COUNSEL FOR LAZARD, REGARDING SAME (.2).
ROHLFSEN RJ	06/19/02	8.50	WORK ON ORGANIZING DISCOVERY DOCUMENTS IN CONNECTION WITH SAME (.4); DISCUSSION WITH P. OETKEN REGARDING RESPONSE BRIEF IN CONNECTION WITH US TRUSTEE APPEAL OF ROTHSCHILD RETENTION (.2); PREPARE MULTIPLE CORRESPONDENCE TO P. OETKEN AND M. WILES REGARDING SAME (.2); CONTINUE WORK ON PREPARING RESPONSE BRIEF IN CONNECTION WITH US TRUSTEE APPEAL OF ROTHSCHILD RETENTION (7.7).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

ROHLFSEN RJ	06/20/02	9.10	DISCUSSION WITH T. LABUDA REGARDING US TRUSTEE APPEAL OF INVESTMENT BANKER ADVISORS (.1); REVIEW MULTIPLE CORRESPONDENCE FROM, AND PREPARE MULTIPLE CORRESPONDENCE TO, M. WILES REGARDING US TRUSTEE APPEAL OF ROTHSCHILD RETENTION (.3); REVIEW MULTIPLE CORRESPONDENCE FROM, AND PREPARE CORRESPONDENCE TO, P. OETKEN REGARDING ROTHSCHILD RETENTION APPEAL (.2); REVIEW AND ANALYSIS OF REVISIONS FROM ROTHSCHILD'S COUNSEL REGARDING BRIEF ON APPEAL (1.3); CONTINUE WORK ON PREPARING RESPONSE TO US TRUSTEE'S BRIEF IN CONNECTION WITH APPEAL OF ROTHSCHILD RETENTION (7.2).
ROHLFSEN RJ	06/21/02	7.30	REVIEW OF CORRESPONDENCE FROM M. WILES REGARDING ROTHSCHILD BRIEF IN CONNECTION WITH US TRUSTEE APPEAL (.2); PREPARE CORRESPONDENCE TO T. LABUDA REGARDING US TRUSTEE APPEAL OF INVESTMENT BANKERS RETENTION (.2); CONTINUE PREPARING ROTHSCHILD RESPONSE BRIEF IN CONNECTION WITH US TRUSTEE APPEAL OF SAME (3.1); CONTINUE REVIEW AND ANALYSIS OF CASE LAW IN CONNECTION WITH PREPARING BRIEF IN RESPONSE TO TRUSTEE (2.7); DISCUSSION WITH M. WILES REGARDING ROTHSCHILD BRIEF FILING (.2); DISCUSSION WITH R. SUKLEY REGARDING RESPONSIVE BRIEF FILING (.2); REVIEW AND ANALYSIS OF BRIEF FILED BY CREDITOR'S COMMITTEE AND LAZARD FRERZS (.7).
ROHLFSEN RJ	06/24/02	0.70	REVIEW AND ORGANIZE BRIEF IN US TRUSTEE APPEAL OF ROTHSCHILD RETENTION IN CONNECTION WITH PREPARING FOR HEARING REGARDING SAME (.7).
ROHLFSEN RJ	06/25/02	0.20	REVIEW OF CASE DOCKETING MATERIALS IN CONNECTION WITH US TRUSTEE APPEAL OF ROTHSCHILD RETENTION (.2).
ROHLFSEN RJ	06/26/02	0.50	CONTINUE PREPARING FOR HEARING REGARDING US TRUSTEE APPEAL OF ROTHSCHILD RETENTION (.2); REVIEW OF DOCKETING MATERIALS IN CONNECTION WITH SAME, AND REVIEW OF COURT ORDER REGARDING SAME AND PREPARE CORRESPONDENCE TO M. WILES, J. OETKEN, M. LIEB, AND T. LABUDA REGARDING SAME (.3).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

ROHLFSEN RJ	06/27/02	0.70	WORK ON SCHEDULING ISSUES IN CONNECTION WITH US TRUSTEE APPEAL OF ROTHSCHILD RETENTION (.2); PREPARE CORRESPONDENCE TO M. WILES REGARDING SAME (.1); REVIEW CORRESPONDENCE FROM, AND PREPARE CORRESPONDENCE TO, P. OETKEN REGARDING SAME (.1); REVIEW AND ANALYSIS OF MOTION BY US TRUSTEE FOR ADDITIONAL TIME, AND PREPARE MEMORANDA REGARDING SAME (.3).
		58.20	
STUART NL	06/04/02	2.30	DRAFT LIST OF ORDINARY CARE PROFESSIONALS (2.3).
		2.30	
<b>Total Associate</b>		<b>183.50</b>	
FIEBERG WR	06/12/02	0.40	DISTRIBUTE DOCUMENTS (.4).
FIEBERG WR	06/14/02	0.70	PREPARE NOTICE OF FILING, SERVICE LIST AND CERTIFICATE OF SERVICE FOR ROTHSCHILD APPEAL (.7).
FIEBERG WR	06/17/02	5.70	CITECHECK ROTHSCHILD BRIEF (5.7).
FIEBERG WR	06/18/02	3.20	CITECHECK ROTHSCHILD BRIEF (3.2).
FIEBERG WR	06/20/02	9.10	CITECHECK ROTHSCHILD BRIEF; ASSEMBLE APPENDIX (9.1).
FIEBERG WR	06/21/02	10.20	CITECHECK ROTHSCHILD BRIEF (10.2).
FIEBERG WR	06/24/02	1.10	DELIVER/DISTRIBUTE DOCUMENT(S) TO INTERNAL ATTORNEY DISTRIBUTIONS (1.1).
		30.40	
<b>Total Legal Assistant</b>		<b>30.40</b>	
<b>MATTER TOTAL</b>		<b><u>223.30</u></b>	

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Comdisco, Inc. (DIP)  
Retention/Fee Matters/Objections (Others)

Bill Date: 07/31/02  
Bill Number: 923588

Disbursement	Date	Vendor/Employee	Amount
In-house Reproduction	06/14/02	Copy Center, D	5.49
In-house Reproduction	06/18/02	Copy Center, D	6.20
In-house Reproduction	06/21/02	Copy Center, D	10.78
In-house Reproduction	06/25/02	Copy Center, D	182.53
<b>TOTAL IN-HOUSE REPRODUCTION</b>			<b>\$205.00</b>
Telephone Expense	06/28/02	Telecommunications, D	0.18
Telephone Expense	06/28/02	Telecommunications, D	0.54
Telephone Expense	06/28/02	Telecommunications, D	1.62
Telephone Expense	06/28/02	Telecommunications, D	2.90
Telephone Expense	06/28/02	Telecommunications, D	99.76
<b>TOTAL TELEPHONE EXPENSE</b>			<b>\$105.00</b>
Westlaw	06/03/02	Connors CP	17.99
Westlaw	06/04/02	Connors CP	3.71
Westlaw	06/06/02	Connors CP	49.34
Westlaw	06/07/02	Connors CP	88.66
Westlaw	06/08/02	Connors CP	222.00
Westlaw	06/09/02	Connors CP	94.41
Westlaw	06/10/02	Connors CP	29.68
Westlaw	06/13/02	Connors CP	49.34
Westlaw	06/14/02	Mikel AF	241.27
Westlaw	06/15/02	Connors CP	29.68
Westlaw	06/15/02	Mikel AF	69.29
Westlaw	06/20/02	Rohlfesen RJ	7.41
Westlaw	06/20/02	Connors CP	50.82
Westlaw	06/21/02	Connors CP	17.43
Westlaw	06/21/02	Rohlfesen RJ	25.97
<b>TOTAL WESTLAW</b>			<b>\$997.00</b>
Messengers/ Courier	06/21/02	Database, Car, Courier, Air Dept	23.21

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee	Amount
Messengers/ Courier	06/23/02	Corporate RestructuringComet Messenger Service	46.23
Messengers/ Courier	06/27/02	Database, Car, Courier, Air Dept	13.20
Messengers/ Courier	06/30/02	Corporate RestructuringArrow Messenger Svc	10.36
		<b>TOTAL MESSENGERS/ COURIER</b>	<b>\$93.00</b>
Cellular Phone Expense	06/05/02	Corporate RestructuringCingular Wireless	2.00
		<b>TOTAL CELLULAR PHONE EXPENSE</b>	<b>\$2.00</b>
		<b>TOTAL MATTER</b>	<b>\$1,402.00</b>

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Comdisco, Inc. (DIP)  
Retention/Fee Matters/Objections (Others)

Bill Date: 08/15/02  
Bill Number: 927466

NAME	DATE	HOURS	DESCRIPTION
KIPP MR	07/08/02	2.60	REVIEW AND EDIT COMDISCO'S OBJECTION TO WATER TOWER CAPITAL'S FEE REQUEST (1.8); ATTENTION TO PRESENTATION OF EVIDENCE AT NEXT WEEK'S HEARING ON WATER TOWER'S FEE REQUEST (.8).
KIPP MR	07/09/02	1.30	TELECONFERENCE RE EVIDENCE TO BE ADDUCED AT HEARING ON WATER TOWER'S FEE REQUEST (.5); PREPARE FOR HEARING (.8).
KIPP MR	07/10/02	2.00	ATTENTION TO WITNESSES TO BE CALLED AT NEXT WEEK'S HEARING (.7); ATTENTION TO DOCUMENTARY EVIDENCE TO BE PRESENTED IN OPPOSITION TO WATER TOWER'S FEE REQUEST (1.3).
KIPP MR	07/11/02	3.80	TELECONFERENCE RE HEARING ON WATER TOWER'S FEE REQUEST (.5); ATTENTION TO ISSUES RE PRESENTATION OF EVIDENCE AT THE HEARING (1.5); CORRESPOND WITH F. LAMMIMAN ABOUT SAME (.8); ATTENTION TO SETTLEMENT DISCUSSIONS (1.0).
		9.70	
PANAGAKIS GN	07/10/02	0.70	ATTENTION TO WATER TOWER LITIGATION (.7).
PANAGAKIS GN	07/12/02	1.00	ATTENTION TO PREPARATION FOR WATER TOWER LITIGATION, INCLUDING TELECONFERENCE WITH B. BALDIGA RE SAME (1.0).
PANAGAKIS GN	07/17/02	0.70	ATTENTION TO HURON RETENTION (.4); ATTENTION TO WATER TOWER ORDER (.3).
		2.40	
PERLMAN F	07/08/02	1.80	ATTENTION TO WATER TOWER OBJECTION (1.8).
PERLMAN F	07/10/02	1.00	PREPARE WATER TOWER FEE ISSUE (.5); ATTENTION TO OTHER FEE MATTERS (.5).
PERLMAN F	07/11/02	0.20	ATTENTION TO WATER TOWER FEES (.2).



SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

PERLMAN F	07/12/02	0.70	ATTENTION TO HURON (.4); ATTENTION TO FEE COMMITTEE ISSUES (.3)
PERLMAN F	07/17/02	0.30	ATTENTION TO HURON RETENTION (.3).
		4.00	
<b>Total Partner</b>		<b>16.10</b>	
MURPHY MM	07/01/02	3.70	DRAFT STATEMENT TO EXTEND CONFIDENTIALITY OF 2004 DISCOVERY (1.2); ADDRESS FEE ACCOMMODATION ISSUES WITH ROTHSCHILD (.2); REVIEW WATER TOWER DEPOSITION TRANSCRIPTS (2.3).
MURPHY MM	07/02/02	2.90	REVIEW EXECUTIVE SUMMARY OF WATER TOWER CAPITAL INVESTIGATION (2.7); REVIEW RUDNICK RETENTION DOCUMENTS (.2).
MURPHY MM	07/03/02	5.80	DRAFT OBJECTION TO WATER TOWER'S FINAL FEE APPLICATION (4.8); ATTENTION TO DISCOVERY ISSUES RELATED TO WATER TOWER (.3); ATTENTION TO ISSUES RE FEE REVIEW COMMITTEE, INCLUDING FIRST FEE REPORT AND SECOND SUPPLEMENTAL ORDER TO FIRST FEE APPLICATIONS (.7).
MURPHY MM	07/07/02	4.10	CONTINUE DRAFTING OBJECTION TO WATER TOWER CAPITAL'S FINAL FEE APPLICATION (4.1).
MURPHY MM	07/08/02	10.30	FINALIZE OBJECTION TO WATER TOWER'S FINAL FEE APPLICATION (8.4); PREPARE OBJECTION FOR SERVICE (1.1); WORK WITH ORDINARY COURSE PROFESSIONAL RE RETENTION OF LOCAL COUNSEL AND ISSUES RELATED TO DISINTERESTEDNESS (.8).
MURPHY MM	07/10/02	3.40	ATTENTION TO ISSUES RE WATER TOWER CAPITAL'S FINAL FEE APPLICATION (1.6); DRAFT LETTER RE DISCOVERY RELATING TO WATER TOWER'S FINAL FEE APPLICATION (.4); REVIEW ROTHSCHILD'S FIRST FEE APPLICATION (.6); REVIEW ROTHSCHILD'S FEE ACCOMMODATIONS AND LEGAL BILLS (.8).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

MURPHY MM	07/11/02	6.10	UPDATE HURON CONSULTING GROUP DOCUMENTS FOR FILING (2.1); PREPARE FOR JOINT FEE REVIEW COMMITTEE MEETING (2.3); ATTENTION TO ISSUES RE COMDISCO'S OBJECTION TO WATER TOWER'S FINAL FEE APPLICATION (1.7).
MURPHY MM	07/12/02	8.60	ATTEND FEE REVIEW COMMITTEE MEETING (1.7); DRAFT SECOND SUPPLEMENTAL ORDER APPROVING FIRST FEE APPLICATIONS (1.3); DRAFT ORDER APPROVING SECOND FEE APPLICATIONS (1.1); DRAFT SCRIPT RE STATUS OF FEE APPLICATIONS FOR THE FIRST AND SECOND INTERIM FEE APPLICATION PERIODS (1.3); ATTENTION TO ISSUES RE COMDISCO'S OBJECTION TO WATER TOWER'S FINAL FEE APPLICATION (1.4); DRAFT SCRIPT RE SETTLEMENT OF COMDISCO'S OBJECTION TO WATER TOWER'S FINAL FEE APPLICATION (1.1); ATTENTION TO ISSUES RE ORDINARY COURSE PROFESSIONAL'S NAME CHANGE AND DISINTERESTEDNESS (.7).
MURPHY MM	07/15/02	0.30	FILE GOLDMAN, SACH'S FEE BUDGET, AS REQUIRED BY SECTION 11.1(A) OF THE PLAN (.3).
MURPHY MM	07/16/02	2.80	ATTENTION TO ISSUES RE MCKINSEY'S FEES (.1); ATTENTION TO ISSUES RE MCBRIDE, BAKER NAME CHANGE (.7); FILE FEE ESTIMATIONS ACCORDING TO 11.1(A) OF PLAN ON BEHALF OF COMDISCO'S PROFESSIONALS (2.0).
MURPHY MM	07/17/02	2.90	PREPARE FEE ANALYSIS FOR B. LACKEY (2.9).
MURPHY MM	07/18/02	1.90	CONFERENCE WITH B. LACKEY RE PROFESSIONAL FEES (.7); FINALIZE AND FILE HURON CONSULTING GROUP'S RETENTION DOCUMENTS (.4); FILE HURON CONSULTING GROUP'S FEE ESTIMATION (.2); DRAFT LETTER TO I. BODENSTEIN RE PAYMENT OF KPMG'S RESTRUCTURING FEES (.6).
MURPHY MM	07/22/02	1.20	ASSIST WITH ORDINARY COURSE PROFESSIONAL RE RETENTION ISSUES, INCLUDING CONFLICTS AND SERVICE ISSUES (1.2).
MURPHY MM	07/24/02	3.40	REVIEW FEE APPLICATIONS AND DRAFT FEE MEMORANDUM FOR B. LACKEY (3.4).

57.40

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

ROHLFSEN RJ	07/01/02	0.30	REVIEW COURT DOCKETING MATERIALS IN CONNECTION WITH US TRUSTEE APPEAL OF ROTHSCHILD RETENTION (.1); REVIEW AND ANALYSIS OF COURT RULING RE MOTION BY US TRUSTEE IN CONNECTION WITH ROTHSCHILD RETENTION APPEAL (.2).
ROHLFSEN RJ	07/03/02	0.20	PREPARE CASE STRATEGY AND REVIEW OF BANKRUPTCY RULES IN CONNECTION WITH WATER TOWER CAPITAL MOTION RELATING TO REQUEST FOR FEES (.2).
ROHLFSEN RJ	07/09/02	0.20	REVIEW MEMORANDUM RE WATER TOWER CAPITAL FEE APPLICATION AND PREPARE RESPONSE MEMORANDUM RE SAME (.2).
ROHLFSEN RJ	07/15/02	0.20	REVIEW COURT ORDER RELATING TO ROTHSCHILD RETENTION APPEAL (.2).
ROHLFSEN RJ	07/16/02	0.30	REVIEW COURT ORDER ROTHSCHILD RETENTION APPEAL (.1); RESEARCH RECENT CASE LAW RE RETENTION OF INVESTMENT BANKERS (.2).
ROHLFSEN RJ	07/19/02	0.10	REVIEW AND ANALYSIS OF DOCKETING MATERIALS RE US TRUSTEE APPEAL OF ROTHSCHILD RETENTION (.1).
ROHLFSEN RJ	07/24/02	0.20	REVIEW CORRESPONDENCE FROM, AND PREPARE CORRESPONDENCE TO, P. OETKEN RE US TRUSTEE APPEAL OF ROTHSCHILD RETENTION (.2).
ROHLFSEN RJ	07/29/02	0.20	REVIEW OF AGREED ORDER RE WATER TOWER CAPITAL RETENTION FEE PAYMENTS (.2).
		1.70	
STUART NL	07/08/02	1.50	DRAFTED MOTION TO FILE OBJECTIONS UNDER SEAL (1.5).
		1.50	
<b>Total Associate</b>		<b>60.60</b>	
FROST TL	07/08/02	1.00	FILE AND DISTRIBUTE DEBTORS' EMERGENCY MOTION TO SEAL OBJECTION TO APPLICATION FOR ALLOWANCE OF COMPENSATION AND EXPENSE OR IN ALTERNATIVE A REQUEST FOR PARTIAL PAYMENT BY WTC CDO FA LLC (1.0).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

FROST TL	07/17/02	2.50	FILE AND DISTRIBUTE NOTICE OF FILING OF ESTIMATE, UNDER SECTION 11.1(A) OF PLAN, OF UNBILLED FEES AND EXPENSES OF BINGHAM MCCUTCHEN LLP AS OF ANTICIPATED EFFECTIVE DATE OF PLAN AND NOTICE OF FILING OF APPLICATION FOR SECOND INTERIM ALLOWANCE OF COMPENSATION AND REIMBURSEMENT OF EXPENSES OF BINGHAM MCCUTCHEN LLP AS INTERNATIONAL COUNSEL TO THE DEBTORS (2.5).
		3.50	
<b>Total Legal Assistant</b>		3.50	
BELMAR JJ	07/12/02	1.20	FILING OF DOCUMENTS: OTHER FILED FIRST REPORT OF FEE REVIEW COMMITTEE RE I) PROPOSED INTERIM COMPENSATION PROCEDURES FOR CERTAIN PROFESSIONALS AND II) BUDGETS FOR THIRD FEE APPLICATION PERIOD OF CERTAIN PROFESSIONAL RETAINED IN CHAPTER 11 CASES OF COMDISCO RE 01-24795 (1.2).
		1.20	
<b>Total Legal Assist Specialist</b>		1.20	
WORSHECK TM	07/17/02	1.30	PREPARE EXCEL SERVICE LISTS FOR BATCH PROCESSING, EDIT/REVISE SUCH LISTS AND COMPLETE PREPARATION OF OVERNIGHT MAIL SHIPPING LOG RE NOTICE OF FILING OF ESTIMATE, UNDER 11.1(A) OF PLAN, OF UNBILLED FEES AND EXPENSES OF BINGHAM MCCUTCHEN LLP AS OF ANTICIPATED EFFECTIVE DATE OF PLAN AND NOTICE OF FILING OF APPLICATION FOR SECOND INTERIM ALLOWANCE OF COMPENSATION AND REIMBURSEMENT OF EXPENSES OF BINGHAM MCCUTCHEN LLP AS INTERNATIONAL COUNSEL TO THE DEBTORS (.3); PREPARE AND ASSEMBLE DOCUMENTS FOR DISTRIBUTION/MAILING RE NOTICE OF FILING OF ESTIMATE, UNDER 11.1(A) OF PLAN, OF UNBILLED FEES AND EXPENSES OF BINGHAM MCCUTCHEN LLP AS OF ANTICIPATED EFFECTIVE DATE OF PLAN AND NOTICE OF FILING OF APPLICATION FOR SECOND INTERIM ALLOWANCE OF COMPENSATION AND REIMBURSEMENT OF EXPENSES OF BINGHAM MCCUTCHEN LLP AS INTERNATIONAL COUNSEL TO THE DEBTORS (1.0).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

	1.30
Total Legal Assist Support	1.30
<b>MATTER TOTAL</b>	<b><u>82.70</u></b>

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Bill Date: 08/15/02  
Bill Number: 927466

Comdisco, Inc. (DIP)  
Retention/Fee Matters/Objections (Others)

Disbursement	Date	Vendor/Employee	Amount
			302.81
In-house Reproduction	07/02/02	Copy Center, D	
In-house Reproduction	07/05/02	Copy Center, D	91.09
In-house Reproduction	07/12/02	Copy Center, D	140.34
In-house Reproduction	07/16/02	Copy Center, D	37.13
In-house Reproduction	07/19/02	Copy Center, D	25.23
In-house Reproduction	07/26/02	Copy Center, D	2.10
In-house Reproduction	07/30/02	Copy Center, D	0.30
		<b>TOTAL IN-HOUSE REPRODUCTION</b>	<b>\$599.00</b>
Telephone Expense	07/26/02	Telecommunications, D	0.19
Telephone Expense	07/26/02	Telecommunications, D	3.93
Telephone Expense	07/26/02	Telecommunications, D	55.88
		<b>TOTAL TELEPHONE EXPENSE</b>	<b>\$60.00</b>
Messengers/ Courier	07/07/02	Corporate RestructuringComet Messenger Service	5.50
Messengers/ Courier	07/08/02	Database, Car, Courier, Air Dept	42.56
Messengers/ Courier	07/08/02	Database, Car, Courier, Air Dept	42.56
Messengers/ Courier	07/08/02	Database, Car, Courier, Air Dept	42.56
Messengers/ Courier	07/08/02	Database, Car, Courier, Air Dept	51.78
Messengers/ Courier	07/08/02	Database, Car, Courier, Air Dept	51.78
Messengers/ Courier	07/08/02	Database, Car, Courier, Air Dept	51.78
Messengers/ Courier	07/12/02	Database, Car, Courier, Air Dept	17.61
Messengers/ Courier	07/12/02	Database, Car, Courier, Air Dept	17.61
Messengers/ Courier	07/12/02	Database, Car, Courier, Air Dept	17.61
Messengers/ Courier	07/12/02	Database, Car, Courier, Air Dept	17.61
Messengers/ Courier	07/12/02	Database, Car, Courier, Air Dept	17.61
Messengers/ Courier	07/12/02	Database, Car, Courier, Air Dept	17.62

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Disbursement	Date	Vendor/Employee	Amount
Messengers/ Courier	07/14/02	Corporate RestructuringComet Messenger Service	5.50
Messengers/ Courier	07/14/02	Corporate RestructuringComet Messenger Service	10.25
Messengers/ Courier	07/14/02	Corporate RestructuringComet Messenger Service	27.42
Messengers/ Courier	07/28/02	Corporate RestructuringComet Messenger Service	10.25
<b>TOTAL MESSENGERS/ COURIER</b>			<b>\$430.00</b>
Court Reporting	01/15/02	Corporate RestructuringErnesto R. Espiritu & Ass	121.00
<b>TOTAL COURT REPORTING</b>			<b>\$121.00</b>
Outside Research/Internet Services	07/10/02	Corporate RestructuringPacer Service Center	0.84
Outside Research/Internet Services	07/10/02	Corporate RestructuringPacer Service Center	4.16
<b>TOTAL OUTSIDE RESEARCH/INTERNET SERVICES</b>			<b>\$5.00</b>
<b>TOTAL MATTER</b>			<b>\$1,215.00</b>

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Comdisco, Inc. (DIP)  
Retention/Fee Matters/Objections (Others)

Bill Date: 08/31/02  
Bill Number: 927469

NAME	DATE	HOURS	DESCRIPTION
MURPHY MM	08/05/02	1.50	CONTINUE WORKING ON FEE ANALYSIS (.8); ATTENTION TO PAYMENT OF WATER TOWER CAPITAL (.7).
MURPHY MM	08/06/02	3.50	FINALIZE FEE ANALYSIS FOR R. LACKEY (3.5).
MURPHY MM	08/08/02	0.20	FACILITATE PAYMENT OF WATER TOWER CAPITAL (.2).
		5.20	
ROHLFSEN RJ	08/01/02	0.80	REVIEW AND ANALYSIS OF US TRUSTEE'S REPLY BRIEF IN CONNECTION WITH US TRUSTEE APPEAL OF ROTHSCHILD RETENTION (.8).
ROHLFSEN RJ	08/02/02	0.20	REVIEW MEMORANDA AND PREPARE MEMORANDA RELATING TO CASE LAW IN CONNECTION WITH ROTHSCHILD RETENTION APPEAL (.2).
ROHLFSEN RJ	08/06/02	0.20	REVIEW AND ANALYSIS OF CORRESPONDENCE FROM R. SUKLEY RE US TRUSTEE APPEAL OF ROTHSCHILD RETENTION (.2).
		1.20	
Total Associate		6.40	
MATTER TOTAL		<u>6.40</u>	



IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE NORTHERN DISTRICT OF ILLINOIS  
EASTERN DIVISION

-----X  
In re: : Case No. 01-24795  
: (Jointly Administered)  
COMDISCO, INC. :  
: Chapter 11  
et al. :  
: Hon. Ronald Barliant  
Debtors. :  
-----X

EXHIBIT D-15  
ASSET DISPOSITIONS - GENERAL  
931.8 HOURS

SKADDEN, ARPS, SLATE, MEAGHER & FLOM (ILLINOIS)

333 West Wacker Drive  
Chicago, Illinois 60606-1285

and

SKADDEN, ARPS, SLATE, MEAGHER & FLOM, LLP

Four Times Square  
New York, NY 10036

**EXHIBIT 15**

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Comdisco, Inc. (DIP)  
Assets Dispositions - General

Bill Date: 05/20/02  
Bill Number: 917155

NAME	DATE	HOURS	DESCRIPTION
PERLMAN F	04/01/02	0.50	REVIEW AND REVISE PROPERTY SALE MOTION (.5).
PERLMAN F	04/04/02	0.60	REVIEW AND FINALIZE PROPERTY SALE MOTION (.6).
PERLMAN F	04/11/02	0.70	REVIEW CAPSTAR MOTION (.7).
		1.80	
<b>Total Partner</b>		1.80	
ALLEN ME	04/17/02	3.40	PREPARE AFFIDAVIT IN SUPPORT OF RATIFICATION MOTION (1.9); REVIEW AND REVISE DEBTORS' RESPONSE TO OBJECTION TO RATIFICATION MOTION (1.5).
		3.40	
HARRINGTON JS	04/01/02	1.80	CONTINUE WORK ON MOTION AND ORDER TO SELL LOGAN, NJ FACILITY (1.8).
HARRINGTON JS	04/02/02	2.80	WORK ON MOTION AND ORDER TO SELL FACILITY IN LOGAN, NJ (2.4); TELECONFERENCES WITH P. KNOLL (.1), T. WILLIAMS (.2) AND E. GRIFFITHS (.1) RE: SAME.
HARRINGTON JS	04/03/02	5.10	CONTINUE DRAFTING MOTION AND ORDER TO SELL NJ PROPERTY (1.8); REVISIONS TO SAME (1.4); DRAFTING MOTION AND ORDER TO SHORTEN NOTICE FOR SAME (1.9).
HARRINGTON JS	04/04/02	1.70	CONTINUED ATTENTION TO MOTION AND ORDER TO SELL NJ PROPERTY (.7); DRAFTING PROFFER FOR SAME (.8); TELECONFERENCE WITH E. GRIFFITHS RE: SAME (.2).
HARRINGTON JS	04/05/02	1.30	CONTINUE DRAFTING PROFFER FOR SALE OF NJ PROPERTY MOTION (.9); COMMUNICATION WITH J. FROBERG AND P. KNOLL RE: SAME (.4).
HARRINGTON JS	04/09/02	1.20	WORK ON PROFFER FOR SALE OF NJ PROPERTY (1.2).
HARRINGTON JS	04/10/02	0.90	WORK ON PROFFER FOR SALE OF NJ PROPERTY MOTION (.9).
HARRINGTON JS	04/15/02	0.30	FINAL REVISIONS TO NJ SALE MOTION PROFFER (.3).

EMPHASIS

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

HARRINGTON JS	04/17/02	0.50	REVISIONS TO PROFFER FOR NJ PROPERTY SALE (.5).
		15.60	
LOMBARDO KM	04/03/02	5.70	ATTENTION TO 1940 ACT CONSIDERATIONS RE: ASSIGNMENT AND ASSUMPTION OF ASSETS IN REDWOOD VENTURES (5.7).
LOMBARDO KM	04/04/02	1.20	ATTENTION TO "QUALIFIED PURCHASER" STATUS OF BUYER OF COMDISCO'S INTEREST IN REDWOOD (1.2).
LOMBARDO KM	04/08/02	1.60	ATTENTION TO OFFICER'S CERTIFICATE RE: QUALIFIED PURCHASER STATUS OF MONTAUK (BUYER OF COMDISCO'S INTERESTS IN REDWOOD) (1.6).
		8.50	
MEISLER RE	04/01/02	10.30	TELECONFERENCE WITH S. MITTA REGARDING SALE OF REDWOOD AND SEAPOINT (.1); TELECONFERENCE WITH J. KUPERSTOCK, COUNSEL TO MONTAUK REGARDING SALE OF REDWOOD VENTURES AND COMMENTS TO PURCHASE AGREEMENT (.2); REVIEWED AND REVISED PURCHASE AGREEMENT REGARDING REDWOOD, CONFORMING AGREEMENT TO SIMULTANEOUS SIGN AND CLOSE AND INCORPORATING PURCHASER'S COMMENTS (3.5); REVIEWED AND REVISED ASSIGNMENT AGREEMENT REGARDING REDWOOD (2.1); TELECONFERENCE WITH S. HARVEY AND J. KUPERSTOCK REGARDING REVISIONS TO ASSIGNMENT AGREEMENT (.3); REVIEWED AND REVISED APA REGARDING SEAPOINT (1.2); REVIEWED AND REVISED ADMISSION OF LIMITED PARTNER REGARDING SEAPOINT (.8); DRAFTED OFFICER'S CERTIFICATES REGARDING SAME (.4); DRAFTED CROSS RECEIPTS REGARDING SAME (.5); TELECONFERENCE WITH K. BODHOLT REGARDING COMMENTS TO APA AND CLOSING ISSUES (.4); DRAFTED CLOSING CHECKLIST AND DISTRIBUTED TO RELEVANT PARTIES REGARDING SEAPOINT (.8).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

MEISLER RE	04/02/02	4.10	TELECONFERENCES WITH K. BODHOLT REGARDING SALE OF SEAPOINT VENTURES (.2); TELECONFERENCE WITH M. WHEATON, COUNSEL TO SEAPOINT, REGARDING SALE (.2); TELECONFERENCES WITH S. MITTA REGARDING SAME (.2); FINALIZED DOCUMENTS REGARDING SEAPOINT AND PREPARED ALL CLOSING DOCUMENTS FOR EXECUTION (1.9); FACILITATED EXECUTION OF CLOSING DOCUMENTS (.6).
MEISLER RE	04/03/02	4.40	REVIEWED CHANGES SUGGESTED BY PURCHASER REGARDING PURCHASE AGREEMENT REGARDING REDWOOD VENTURES (1.9); COMMENTED ON SAME (.6); REVIEWED CHANGES SUGGESTED BY PURCHASER REGARDING ASSIGNMENT REGARDING REDWOOD VENTURES (.4); REVIEWED GENERAL PARTNER'S SUBSEQUENT CHANGES TO SAME (.3); TELECONFERENCE WITH S. HARVEY REGARDING PURCHASE AGREEMENT AND ASSIGNMENT OF REDWOOD VENTURES (.4); CONFERENCE WITH B. LACKEY, T. AHTO REGARDING VENTURES SALES (.3); CONFERENCE WITH T. AHTO AND S. HARVEY REGARDING SAME (.1); CONFERENCE WITH S. HARVEY REGARDING STRATEGY FOR REDWOOD (.4).
MEISLER RE	04/04/02	1.10	REVIEWED ASSIGNMENT AGREEMENT AND RESEARCHED AND REVIEWED PURCHASER'S SECURITIES REPRESENTATIONS REGARDING REDWOOD VENTURES (.6); CONTINUED REVISING PURCHASE AGREEMENT REGARDING REDWOOD VENTURES (.4); TELECONFERENCE WITH B. VENNEMAN, GENERAL COUNSEL TO THE GENERAL PARTNER (.1).
MEISLER RE	04/05/02	2.40	REVISED PURCHASE AGREEMENT REGARDING REDWOOD (1.6); TELECONFERENCES WITH J. KUPERSTOCK, COUNSEL TO REDWOOD REGARDING SAME (.5); TELECONFERENCES WITH S. HARVEY REGARDING SAME (.3).
MEISLER RE	04/07/02	2.00	DRAFTED OFFICER'S CERTIFICATES REGARDING SALE OF REDWOOD VENTURES (.3); DRAFTED PURCHASER'S CERTIFICATE REGARDING 40 ACT REPRESENTATION (.9); DRAFTED CROSS RECEIPTS (.3); DRAFTED CLOSING CHECKLIST (.3); CIRCULATED CLOSING DOCUMENTS TO ALL RELEVANT PARTIES (.2).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

MEISLER RE	04/08/02	3.20	WORKED ON CLOSING OF SALE OF REDWOOD VENTURE TO MONTAUK PARTNERS (2.4); TELECONFERENCES WITH J. KUPERSTOCK REGARDING SAME (.3); TELECONFERENCES WITH S. HARVEY REGARDING SAME (.4); TELECONFERENCE WITH S. MITTA REGARDING SAME (.1).
MEISLER RE	04/09/02	5.20	WORK TOWARDS CLOSING OF SALE OF REDWOOD VENTURES (4.5); TELECONFERENCE WITH B. VENNEMAN, GENERAL COUNSEL TO GENERAL PARTNER, REGARDING SAME (.1); TELECONFERENCES WITH J. KUPERSTOCK, COUNSEL TO PURCHASER REGARDING SAME (.2); DRAFTED AND REVISED CLOSING DOCUMENTS (.4).
MEISLER RE	04/10/02	4.50	WORKED ON CLOSING OF REDWOOD AND CLOSED SAME (1.7); TELECONFERENCES WITH J. KUPERSTOCK REGARDING SAME (.5); TELECONFERENCES WITH B. VENNEMAN REGARDING SAME (.3); TELECONFERENCES WITH S. HARVEY REGARDING SAME (.2); BEGAN REVISIONS TO MOTION TO SELL CLICK RADIO (1.8).
MEISLER RE	04/11/02	4.10	PREPARED CLOSING BOOKS IN CONNECTION WITH SALE OF SEAPOINT INTEREST (.8); PREPARED CLOSING BOOKS IN CONNECTION WITH SALE OF REDWOOD INTEREST (1.6); WORKED ON SPREADSHEET DETAILING VENTURE INTERESTS SOLD TO DATE WITH PERTINENT INFORMATION (.4); ATTENTION TO MOTION AND ORDER REGARDING SALE OF CLICK RADIO (1.3).
MEISLER RE	04/12/02	1.50	COMPLETED CLOSING BOOKS REGARDING SALE OF REDWOOD AND SEAPOINT (1.3); TELECONFERENCE WITH S. HARVEY REGARDING CAPSTAR/CLICK RADIO (.2).
MEISLER RE	04/15/02	0.40	ATTENTION TO RESOLUTION OF MATTERS WITH DOLL CAPITAL (.2); TELECONFERENCE WITH S. HARVEY REGARDING CLICK RADIO SALE (.2).
MEISLER RE	04/17/02	2.40	TELECONFERENCE WITH S. HARVEY REGARDING SALE OF CLICK RADIO ASSETS (.5); REVIEWED AND REVISED PLEADINGS REGARDING SAME (1.9).
MEISLER RE	04/23/02	0.30	TELECONFERENCE WITH S. HARVEY REGARDING CLICK RADIO (.3).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

MEISLER RE	04/24/02	0.10	TELECONFERENCE WITH D. RICHARDSON OF MORRISON MAHONEY REGARDING VENTURES (.1).
MEISLER RE	04/25/02	0.10	TELECONFERENCE WITH S. HARVEY REGARDING VENTURES (.1).
		46.10	
<b>Total Associate</b>		73.60	
FROST TL	04/04/02	2.30	FILE AND DISTRIBUTE MOTION TO SELL ASSETS IN NEW JERSEY (2.3).
		2.30	
<b>Total Legal Assistant</b>		2.30	
WORSHECK TM	04/04/02	2.20	PREPARE EXCEL MASTER AND 2002 SERVICE LISTS FOR BATCH PROCESSING, EDIT/REVISE SUCH LISTS AND COMPLETE PREPARATION OF OVERNIGHT MAIL SHIPPING LOG RE MOTION TO SHORTEN NOTICE AND MOTION RE SALE AUTHORIZATION OF CERTAIN PROPERTY IN LOGAN, NEW JERSEY (2.2).
		2.20	
<b>Total Legal Assist Support</b>		2.20	
<b>MATTER TOTAL</b>		<u>79.90</u>	

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Comdisco, Inc. (DIP)  
Assets Dispositions - General

Bill Date: 05/20/02  
Bill Number: 917155

Disbursement	Date	Vendor/Employee	Amount
In-house Reproduction	04/02/02	Copy Center, D	0.60
In-house Reproduction	04/05/02	Copy Center, D	8.40
In-house Reproduction	04/09/02	Copy Center, D	9.70
In-house Reproduction	04/12/02	Copy Center, D	139.40
In-house Reproduction	04/16/02	Copy Center, D	162.60
In-house Reproduction	04/19/02	Copy Center, D	4.20
In-house Reproduction	04/23/02	Copy Center, D	1.60
In-house Reproduction	04/30/02	Copy Center, D	2.50
<b>TOTAL IN-HOUSE REPRODUCTION</b>			<b>\$329.00</b>
Telephone Expense	04/26/02	Telecommunications, D	0.01
Telephone Expense	04/26/02	Telecommunications, D	0.53
Telephone Expense	04/26/02	Telecommunications, D	0.60
Telephone Expense	04/26/02	Telecommunications, D	2.32
Telephone Expense	04/26/02	Telecommunications, D	56.54
<b>TOTAL TELEPHONE EXPENSE</b>			<b>\$60.00</b>
Messengers/ Courier	03/25/02	Database, Car, Courier, Air Dept	7.46
Messengers/ Courier	03/25/02	Database, Car, Courier, Air Dept	7.46
Messengers/ Courier	03/25/02	Database, Car, Courier, Air Dept	7.46
Messengers/ Courier	03/25/02	Database, Car, Courier, Air Dept	7.46
Messengers/ Courier	03/25/02	Database, Car, Courier, Air Dept	7.46
Messengers/ Courier	03/25/02	Database, Car, Courier, Air Dept	7.46
Messengers/ Courier	03/25/02	Database, Car, Courier, Air Dept	7.46
Messengers/ Courier	03/25/02	Database, Car, Courier, Air Dept	7.46
Messengers/ Courier	03/25/02	Database, Car, Courier, Air Dept	7.46
Messengers/ Courier	03/25/02	Database, Car, Courier, Air Dept	7.46

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

<b>Disbursement</b>	<b>Date</b>	<b>Vendor/Employee</b>	<b>Amount</b>
Messengers/ Courier	03/25/02	Database, Car, Courier, Air Dept	7.46
Messengers/ Courier	03/25/02	Database, Car, Courier, Air Dept	7.46
Messengers/ Courier	03/25/02	Database, Car, Courier, Air Dept	7.46
Messengers/ Courier	03/25/02	Database, Car, Courier, Air Dept	7.47
Messengers/ Courier	03/25/02	Database, Car, Courier, Air Dept	17.48
Messengers/ Courier	03/25/02	Database, Car, Courier, Air Dept	17.48
Messengers/ Courier	03/25/02	Database, Car, Courier, Air Dept	17.48
Messengers/ Courier	04/12/02	Database, Car, Courier, Air Dept	8.50
Messengers/ Courier	04/12/02	Database, Car, Courier, Air Dept	8.77
Messengers/ Courier	04/12/02	Database, Car, Courier, Air Dept	8.77
Messengers/ Courier	04/12/02	Database, Car, Courier, Air Dept	10.90
Messengers/ Courier	04/12/02	Database, Car, Courier, Air Dept	10.90
Messengers/ Courier	04/12/02	Database, Car, Courier, Air Dept	17.27
		<b>TOTAL MESSENGERS/ COURIER</b>	<b>\$222.00</b>
Outside Research/Internet Services	04/10/02	Corporate RestructuringPacer Service Center	18.00
		<b>TOTAL OUTSIDE RESEARCH/INTERNET SERVICES</b>	<b>\$18.00</b>
Cellular Phone Expense	03/08/02	Meisler RE	15.00
		<b>TOTAL CELLULAR PHONE EXPENSE</b>	<b>\$15.00</b>
		<b>TOTAL MATTER</b>	<b>\$644.00</b>



SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Comdisco, Inc. (DIP)  
Assets Dispositions - General

Bill Date: 06/30/02  
Bill Number: 921074

NAME	DATE	HOURS	DESCRIPTION
PERLMAN F	05/13/02	0.80	ATTENTION TO SALE LEASES AND LEASE RECEIVABLES (.8).
PERLMAN F	05/20/02	1.70	ATTENTION TO GE EUROPE SALE ISSUES (1.2); ATTENTION TO CLICK RADIO (.5).
		2.50	
<b>Total Partner</b>		<b>2.50</b>	
FROHNER A	05/27/02	1.00	TELECONFERENCE WITH MR. MALDONADO AND MRS. SINGER REGARDING LONDON MEETING (1.0).
FROHNER A	05/28/02	7.50	MEETING AT GOLDMAN SACHS (7.5).
FROHNER A	05/29/02	1.30	TELECONFERENCE WITH GOLDMAN SACHS, MS. CHAPMAN, MR. KEANE (1.3).
		9.80	
HARRINGTON JS	05/03/02	2.80	WORK ON ASSET PURCHASE AGREEMENT AND ASSIGNMENT AND ASSUMPTION AGREEMENT FOR DCM III L.P. (2.7); TELECONFERENCE WITH S. HARVEY RE: SAME (.1).
HARRINGTON JS	05/06/02	3.40	REVISE DCM SALE DOCUMENTS (1.5); TELECONFERENCES WITH S. HARVEY RE: SAME (.3); DRAFTING NOTICE FOR SALE OF HIGHWIRED ASSETS (1.6).
HARRINGTON JS	05/07/02	1.50	REVISIONS TO NOTICE OF SALE OF HIGHWIRED ASSETS (1.4); TELECONFERENCE WITH J. SPRINGWATER RE: SAME (.1).
HARRINGTON JS	05/09/02	2.70	MAKE FINAL REVISIONS AND DISTRIBUTE DOCUMENTS FOR SALE OF DCM LP INTEREST (2.6); TELECONFERENCE WITH S. HARVEY RE: SAME (.1).
HARRINGTON JS	05/13/02	1.00	PREPARE FOR MAY 14 CLOSING OF DCM III, LP SALE (.9); TELECONFERENCE WITH S. HARVEY RE: SAME (.1).
HARRINGTON JS	05/14/02	2.40	FACILITATE CLOSING OF DCM III, L.P. SALE; (2.1); TELECONFERENCES WITH G. FISKE (.1); S. HARVEY (.1); AND M. BONNER (.1) RE: SAME.

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

HARRINGTON JS	05/15/02	1.80	ATTEND TO POST-CLOSING MATTERS RE: DCM III LP SALE (1.8).
HARRINGTON JS	05/20/02	0.60	ATTENTION TO CLICKRADIO SALE MOTION (.6).
		16.20	
HUGON A	05/28/02	8.90	PREPARE FOR AND ATTEND MEETING AT GOLDMAN SACHS IN LONDON (8.9).
HUGON A	05/29/02	2.00	REVIEW OF TERM SHEET - TELECONFERENCE TO GIVE UPDATE (2.0).
		10.90	
LEE KM	05/21/02	10.40	TELECONFERENCE WITH S. PROSNIIEWSKI REGARDING POTENTIAL POST-CLOSING TAX INDEMNIFICATION ISSUE IN CONNECTION WITH CCS SALE TO SUNGARD; REVIEWED S. PROSNIIEWSKI ANALYSIS REGARDING SAME; TELECONFERENCES WITH H. ANTONAITIS AND L. COCHRAN REGARDING REVISED FINANCIAL PROJECTIONS; REVIEWED REVISED DRAFT OF TAX ESCROW AGREEMENT; REVIEWED ISSUE IN CONNECTION WITH CHANGE IN LAW ON EMPLOYMENT TAXES PAID WITH RESPECT TO SEVERANCE PAYMENTS (10.4).
		10.40	
MEISLER RE	05/02/02	0.40	ATTENTION TO D. RICHARDSON REQUEST REGARDING COMDISCO'S BROADBAND JUDGMENT (.4).
MEISLER RE	05/20/02	4.40	REVIEWED ASSET PURCHASE AGREEMENT AND EXHIBITS REGARDING SALE OF CLICK RADIO ASSETS (2.4); REVIEWED AND REVISED MOTION AND ORDER TO APPROVE PURCHASE AGREEMENT AND SALE OF CLICK RADIO ASSETS INCORPORATING TERMS OF EXECUTED ASSET PURCHASE AGREEMENT (1.4); DRAFTED MOTION AND ORDER TO SHORTEN NOTICE REGARDING SAME (.6).
MEISLER RE	05/21/02	2.50	REVIEWED AND REVISED PLEADINGS REGARDING SALE OF CLICK RADIO ASSETS (2.1); TELECONFERENCES WITH S. HARVEY REGARDING SAME (.4).
MEISLER RE	05/23/02	0.30	TELECONFERENCES WITH S. HARVEY REGARDING SALE OF ASSETS FORMERLY OWNED BY CLICK RADIO (.3).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

		7.60	
MURPHY MM	05/28/02	1.50	ADDRESS ISSUE RE: DE MINIMIS ASSET SALE (1.5).
		1.50	
ORY SS	05/15/02	2.00	TELECONFERENCE WITH M. SHENEMAN REGARDING NOTICE OF SMALL FORECLOSURE SALE (.2); DRAFT NOTICE (.2); REVIEW PROPOSAL BY J. FROBERG REGARDING LIQUIDATION OF LEASE RECEIVABLES (.3); ANALYZE SALE V. PLAN ISSUES (.5); TELECONFERENCE WITH J. FROBERG REGARDING SAME (.3); REVIEW FINOVA DOCKET FOR PRECEDENT (.5).
ORY SS	05/16/02	0.50	REVIEW AND REVISE ULL 6433 URBAN MEDIA NOTICE OF SALE (.5).
ORY SS	05/17/02	1.20	INITIAL DRAFTING OF MOTION REGARDING DISPOSAL OF LEASE RECEIVABLES (1.0); TELECONFERENCE WITH J. FROBERG REGARDING SAME (.2).
ORY SS	05/22/02	0.40	FOLLOW UP ON RESPONSE TO NOTICE OF SALE REGARDING ULL 6433 URBAN MEDIA (.4).
ORY SS	05/29/02	0.60	TELECONFERENCE WITH K. GIRSHA REGARDING CHRISTUS HEALTH SALE (.3); TELECONFERENCE WITH K. DRISCOL REGARDING SAME (.3).
ORY SS	05/30/02	1.10	TELECONFERENCE WITH K. GARSKA REGARDING CHRISTUS HEALTHCARE TRANSACTION (.3); TELECONFERENCE WITH CHRISTUS HEALTHCARE AND K. DRISCOL REGARDING APPROVAL PROCESS (.5); TELECONFERENCE WITH K. GARSKA REGARDING SAME (.3).
ORY SS	05/31/02	4.80	DRAFT MOTION AND ORDER AFFIRMING CHRISTUS HEALTH TRANSACTION (3.2); REVIEW AND REVISE CHRISTUS AGREEMENT (1.6).
		10.60	
<b>Total Associate</b>		<b>67.00</b>	
FENWICK S	05/07/02	1.00	ASSEMBLE AND PREPARE DOCUMENTS, DRAFT SERVICE LIST, AND PREPARE MAILING MATERIALS FOR MAILING/DISTRIBUTION OF NOTICE OF PROPOSED SALE OF ASSETS TO SPECIAL NOTICE PARTIES (1.0).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

FENWICK S	05/24/02	0.80	CONTINUE TO ASSEMBLE AND PREPARE DOCUMENTS RE MOTION AUTHORIZING AND APPROVING THE SALE OF CERTAIN ASSETS FOR MAILING/DISTRIBUTION TO MASTER SERVICE LIST (.8).
		1.80	
FROST TL	05/17/02	5.00	FILE AND DISTRIBUTE NOTICE OF PROPOSED SALE OF ASSETS (1.3); FILE AND DISTRIBUTE NOTICE AND MOTION TO REJECT UNEXPIRED REAL PROPERTY LEASES (1.0); REVIEW CORRESPONDENCE AND PLEADINGS (2.7).
FROST TL	05/24/02	1.20	PREPARE FOR FILING AND DISTRIBUTION, MOTION AUTHORIZING AND APPROVING THE SALE OF CERTAIN ASSETS (1.2).
		6.20	
<b>Total Legal Assistant</b>		8.00	
<b>MATTER TOTAL</b>		<u>77.50</u>	

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Comdisco, Inc. (DIP)  
Assets Dispositions - General

Bill Date: 06/30/02  
Bill Number: 921074

Disbursement	Date	Vendor/Employee	Amount
In-house Reproduction	05/07/02	Copy Center, D	0.31
In-house Reproduction	05/10/02	Copy Center, D	44.10
In-house Reproduction	05/24/02	Copy Center, D	14.10
In-house Reproduction	05/28/02	Copy Center, D	2112.09
In-house Reproduction	05/31/02	Copy Center, D	11.40
<b>TOTAL IN-HOUSE REPRODUCTION</b>			<b>\$2,182.00</b>
Telephone Expense	05/31/02	Telecommunications, D	0.03
Telephone Expense	05/31/02	Telecommunications, D	0.15
Telephone Expense	05/31/02	Telecommunications, D	0.19
Telephone Expense	05/31/02	Telecommunications, D	0.30
Telephone Expense	05/31/02	Telecommunications, D	1.13
Telephone Expense	05/31/02	Telecommunications, D	8.20
<b>TOTAL TELEPHONE EXPENSE</b>			<b>\$10.00</b>
Postage	05/07/02	Office Admin, D	12.45
Postage	05/24/02	Office Admin, D	1830.29
Postage	05/30/02	Office Admin, D	81.26
<b>TOTAL POSTAGE</b>			<b>\$1,924.00</b>
Out-of-Town Travel	05/28/02	Frohner A	17.80
Out-of-Town Travel	05/28/02	Frohner A	18.20
<b>TOTAL OUT-OF-TOWN TRAVEL</b>			<b>\$36.00</b>
Messengers/ Courier	04/13/02	Corporate Restructuring United Parcel Service	41.61
Messengers/ Courier	04/20/02	Corporate Restructuring United Parcel Service	52.09
Messengers/ Courier	05/07/02	Database, Car, Courier, Air Dept	7.57
Messengers/ Courier	05/07/02	Database, Car, Courier, Air Dept	7.57
Messengers/ Courier	05/07/02	Database, Car, Courier, Air Dept	7.57
Messengers/ Courier	05/07/02	Database, Car, Courier, Air Dept	7.57

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Disbursement	Date	Vendor/Employee	Amount
Messengers/ Courier	05/07/02	Database, Car, Courier, Air Dept	7.57
Messengers/ Courier	05/07/02	Database, Car, Courier, Air Dept	7.57
Messengers/ Courier	05/07/02	Database, Car, Courier, Air Dept	7.57
Messengers/ Courier	05/07/02	Database, Car, Courier, Air Dept	7.57
Messengers/ Courier	05/07/02	Database, Car, Courier, Air Dept	7.57
Messengers/ Courier	05/07/02	Database, Car, Courier, Air Dept	7.57
Messengers/ Courier	05/07/02	Database, Car, Courier, Air Dept	7.57
Messengers/ Courier	05/07/02	Database, Car, Courier, Air Dept	7.57
Messengers/ Courier	05/07/02	Database, Car, Courier, Air Dept	7.57
Messengers/ Courier	05/07/02	Database, Car, Courier, Air Dept	7.57
Messengers/ Courier	05/07/02	Database, Car, Courier, Air Dept	7.57
Messengers/ Courier	05/07/02	Database, Car, Courier, Air Dept	7.57
Messengers/ Courier	05/07/02	Database, Car, Courier, Air Dept	7.57
Messengers/ Courier	05/07/02	Database, Car, Courier, Air Dept	17.57
Messengers/ Courier	05/08/02	Database, Car, Courier, Air Dept	5.33
Messengers/ Courier	05/15/02	Database, Car, Courier, Air Dept	5.00
Messengers/ Courier	05/17/02	Database, Car, Courier, Air Dept	7.57
Messengers/ Courier	05/17/02	Database, Car, Courier, Air Dept	7.57
Messengers/ Courier	05/17/02	Database, Car, Courier, Air Dept	7.57
		<b>TOTAL MESSENGERS/ COURIER</b>	<b>\$273.00</b>
Cellular Phone Expense	04/10/02	Meisler RE	0.69
Cellular Phone Expense	04/11/02	Meisler RE	0.35
Cellular Phone Expense	05/20/02	Meisler RE	0.96

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

<b>Disbursement</b>	<b>Date</b>	<b>Vendor/Employee</b>	<b>Amount</b>
		<b>TOTAL CELLULAR PHONE EXPENSE</b>	<b>\$2.00</b>
		<b>TOTAL MATTER</b>	<b>\$4,427.00</b>

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Comdisco, Inc. (DIP)  
Assets Dispositions - General

Bill Date: 07/31/02  
Bill Number: 923588

NAME	DATE	HOURS	DESCRIPTION
PERLMAN F	06/20/02	0.50	REVIEW CHRISTUS MOTION (.5).
PERLMAN F	06/25/02	0.50	REVIEW BANK ONE SALE (.5).
		1.00	
<b>Total Partner</b>		1.00	
HUGON A	06/26/02	1.00	REVIEW OF CONTRACT SENT BY K. CHAPMAN AND DRAFT EMAIL TO ANSWER (1.0).
		1.00	
MEISLER RE	06/03/02	0.10	TELECONFERENCE WITH S. HARVEY REGARDING SALE OF ASSETS TO CAPSTAR (.1).
MEISLER RE	06/06/02	0.10	TELECONFERENCE WITH S. HARVEY REGARDING CLICKRADIO TRANSACTION (.1).
MEISLER RE	06/07/02	0.20	TELECONFERENCE WITH S. HARVEY REGARDING CLICKRADIO (.1); TELECONFERENCE WITH P. WOODSIDE, COUNSEL TO A CLICKRADIO SHAREHOLDER, REGARDING SALE OF ASSETS FORMERLY OWNED BY CLICKRADIO (.1).
MEISLER RE	06/10/02	0.40	ATTENTION TO SALE OF ASSETS FORMERLY OWNED BY CLICKRADIO (.4).
MEISLER RE	06/11/02	1.80	TELECONFERENCE WITH T. AHTO REGARDING SALE OF CLICKRADIO AND REGARDING NUASIS SETTLEMENT (.1); DRAFTED SCRIPT AND PROFFER REGARDING SALE OF CLICKRADIO (1.7).
MEISLER RE	06/12/02	0.50	ATTENTION TO NUASIS SETTLEMENT (.5).
MEISLER RE	06/17/02	2.20	TELECONFERENCES WITH S. HARVEY REGARDING CLICKRADIO (.2); REVIEWED AND ANALYZED PURCHASE AGREEMENT REGARDING SAME (1.3); REVISED SCRIPT AND PROFFER REGARDING SAME (.7).
MEISLER RE	06/18/02	0.70	TELECONFERENCE WITH S. HARVEY REGARDING CLICK RADIO (.1); ATTENTION TO JUNE 18 HEARING REGARDING CLICKRADIO (.6).



**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

		6.00	
ORY SS	06/10/02	1.00	TELECONFERENCE WITH K. GARTSKA REGARDING SALE OF EQUIPMENT/TERMINATION OF LEASE WITH CHRISTUS HEALTH (.3); REVIEW ORDER REGARDING AUTHORITY RELATED TO DLR TRANSACTIONS (.4); TELECONFERENCE WITH J. FROBERG REGARDING SAME (.3)..
ORY SS	06/11/02	0.50	TELECONFERENCE WITH K. GARTSKA REGARDING ISSUES IN RESOLVING CHRISTUS HEALTH LEASE (.5).
ORY SS	06/12/02	0.90	REVISE CHRISTUS HEALTH SALE MOTION (.9).
ORY SS	06/13/02	0.80	REVISE CHRISTUS SALE MOTION (.8).
ORY SS	06/14/02	0.40	TELECONFERENCE WITH T. AHTO REGARDING CLOSING ISSUES REGARDING EMC SETTLEMENT (.4).
ORY SS	06/17/02	0.50	TELECONFERENCE WITH J. FROBERG REGARDING VARIOUS LEASE TERMINATION ISSUES (.5).
ORY SS	06/27/02	0.90	TELECONFERENCE WITH K. GARTSKA REGARDING GE BUYOUT OF SUB-TENANT, DISPOSITION OF LEASE, SCHEDULING OF LEASE REJECTION (.3); ANALYZE ISSUES REGARDING SAME (.6).
ORY SS	06/28/02	1.00	REVISE CHRISTUS HEALTH MOTION AND NOTICE (1.0).
		6.00	
STEINLE JJ	06/26/02	3.00	ANALYSIS REGARDING POTENTIAL SALE OF ASSETS TO BANK ONE (1.1); TELECONFERENCE REGARDING SAME (.9); ANALYSIS REGARDING 502(B)(6) ISSUES (1.0).
STEINLE JJ	06/27/02	1.60	LEGAL ANALYSIS REGARDING SALE TO BANK ONE (1.2); TELECONFERENCE REGARDING SAME (.4).
		4.60	
STUART NL	06/04/02	3.00	DRAFT NOTICE OF PROPOSED SALE OF ASSETS (2.0); BEGAN DRAFT OF MOTION TO ASSUME AND ASSIGN (1.0)
STUART NL	06/05/02	6.00	CONTINUED DRAFTING MOTION TO ASSUME AND ASSIGN (1.5); DRAFT ORDER AND NOTICE RE: FINANCING CONTRACTS (3.0); REVISE AND REDRAFT NOTICE, MOTION, AND ORDER.

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Comdisco, Inc. (DIP)  
Assets Dispositions - General

Bill Date: 07/31/02  
Bill Number: 923588

Disbursement	Date	Vendor/Employee	Amount
In-house Reproduction	06/14/02	Copy Center, D	70.51
In-house Reproduction	06/18/02	Copy Center, D	3.11
In-house Reproduction	06/21/02	Copy Center, D	19.38
<b>TOTAL IN-HOUSE REPRODUCTION</b>			<b>\$93.00</b>
Telephone Expense	06/28/02	Telecommunications, D	0.07
Telephone Expense	06/28/02	Telecommunications, D	0.22
Telephone Expense	06/28/02	Telecommunications, D	0.65
Telephone Expense	06/28/02	Telecommunications, D	1.13
Telephone Expense	06/28/02	Telecommunications, D	40.93
<b>TOTAL TELEPHONE EXPENSE</b>			<b>\$43.00</b>
Westlaw	06/21/02	Connors CP	41.00
<b>TOTAL WESTLAW</b>			<b>\$41.00</b>
Messengers/ Courier	06/20/02	Database, Car, Courier, Air Dept	15.00
<b>TOTAL MESSENGERS/ COURIER</b>			<b>\$15.00</b>
<b>TOTAL MATTER</b>			<b>\$192.00</b>

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Comdisco, Inc. (DIP)  
Assets Dispositions - General

Bill Date: 08/15/02  
Bill Number: 927466

NAME	DATE	HOURS	DESCRIPTION
WACHTER RK	07/10/02	0.40	TELECONFERENCE RE STRUCTURE OF TRANSACTION, ATTENTION TO CONTRACT ISSUES (.4).
WACHTER RK	07/11/02	0.70	STATUS OF DEAL; TELECONFERENCE WITH A. FROHNER; TRANSITION AGREEMENTS (.7).
WACHTER RK	07/12/02	1.50	ATTENTION TO SHARE PURCHASE AGREEMENT; REVIEW BOARD ISSUES (1.5).
WACHTER RK	07/15/02	0.50	ATTENTION TO SHARE PURCHASE AGREEMENT (.5).
WACHTER RK	07/16/02	0.30	ATTENTION TO SHARE PURCHASE (.3).
WACHTER RK	07/18/02	0.50	ATTENTION TO STRUCTURE OF TRANSACTION; CONTRACT ISSUES (.5).
WACHTER RK	07/22/02	0.80	REVIEW STRUCTURE OF TRANSACTION; STRUCTURE AND BANKRUPTCY ISSUES (.8).
WACHTER RK	07/23/02	0.50	REVIEW CORRESPONDENCE, ATTENTION TO STRUCTURE OF TRANSACTION (.5).
WACHTER RK	07/29/02	0.20	MEETING WITH A. ADAMETZ (.2).
WACHTER RK	07/30/02	1.00	REVIEW SHARE PURCHASE AGREEMENT (1.0).
		6.40	
<b>Total Partner</b>		6.40	
MITROVIC L	07/10/02	2.10	REVIEW AMENDMENT TO ESCROW AGREEMENT (2.1).
MITROVIC L	07/11/02	3.30	REVIEW CORRESPONDENCE FROM K. CHAPMAN; TELECONFERENCE WITH K. CHAPMAN (3.3).
MITROVIC L	07/15/02	7.10	REVIEW DRAFT OF BUSINESS TRANSFER AGREEMENT (7.1).
MITROVIC L	07/16/02	1.00	REVIEW REVISE DRAFT OF ASSET TRANSFER AGREEMENT (1.0).
MITROVIC L	07/22/02	15.80	DRAFT STOCK PURCHASE AGREEMENT; COORDINATE WITH K. CHAPMAN (15.8).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

MITROVIC L	07/23/02	12.40	ATTEND MEETING AT GIDE; PREPARE SUMMARY OF TERMS PROPOSED BY ECONOCOM; TELECONFERENCE WITH K. CHAPMAN (12.4).
MITROVIC L	07/24/02	1.00	REVIEW MAIL FROM K. CHAPMAN, S. ROSNIEWSKI RE STRUCTURE OF TRANSACTION (1.0).
MITROVIC L	07/25/02	2.20	DRAFT E-MAIL TO K. CHAPMAN AND WORK ON SUMMARY OF MEETING AT GIDE WITH ECONOCOM (2.2).
MITROVIC L	07/26/02	4.30	REVIEW DRAFTS OF ASSET SALE AGREEMENTS (4.3).
MITROVIC L	07/29/02	0.50	E-MAIL TO K. CHAPMAN RE ANSWERS TO STRUCTURE ISSUES (.5).
MITROVIC L	07/30/02	6.10	REVIEW BACKGROUND INFORMATION ON SPIRITUS; TELECONFERENCE WITH K. CHAPMAN RE PROPOSED TRANSACTION WITH ECONOCOM (6.1).
MITROVIC L	07/31/02	6.60	COMMENT ON MASTER ASSET SALE AGREEMENT (6.6).
		62.40	
<b>Total Counsel</b>		62.40	
HUGON A	07/11/02	5.20	TELECONFERENCE WITH K. CHAPMAN RE FORM OF AGREEMENT; FIRST DRAFT OF ASSET PURCHASE AGREEMENT (5.2).
HUGON A	07/12/02	7.70	DRAFT ASSET PURCHASE AGREEMENT IN ANTICIPATION OF BIDS (7.7).
HUGON A	07/15/02	2.90	FURTHER PREPARE BUSINESS TRANSFER AGREEMENT (2.9).
HUGON A	07/16/02	4.40	REVIEW BUSINESS TRANSFER AGREEMENT; CONFERENCE RE REVIEW OF SAME (4.4).
HUGON A	07/17/02	5.80	ATTEND MEETING RE REVIEW TAX DISPOSITIONS; FURTHER WORKS ON BUSINESS TRANSFER AGREEMENT (5.8).
HUGON A	07/18/02	3.50	REVIEW MODIFICATIONS TO TAX DISPOSITIONS OF BUSINESS TRANSFER AGREEMENT; TELECONFERENCE WITH ESCROW AGENT RE LETTER TO ORGANIZE REMUNERATION OF ESCROW AMOUNT (3.5).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

HUGON A	07/22/02	14.20	REVIEW BUSINESS TRANSFER AGREEMENT; TELECONFERENCE WITH GIDE RE JULY 23RD MEETING; LEGAL RESEARCH RE TRANSFORMATION OF AN SNC TO AN SA; DRAFT EMAIL TO K. CHAPMAN ON SUBJECT; DRAFT STOCK PURCHASE AGREEMENT (14.2).
HUGON A	07/23/02	10.20	MEET WITH ECONOCOM AT GIDE'S HEADQUARTERS; FIRST DRAFT OF MASTER ASSET AGREEMENT; PREPARE FAX FOR K. CHAPMAN (10.2).
HUGON A	07/24/02	6.60	FURTHER PREPARE DRAFT; RESEARCH ALL PREVIOUS MEMOS ON PROMODATA (6.6).
HUGON A	07/25/02	6.50	FURTHER DRAFT OF BUSINESS TRANSFER AGREEMENT AND MASTER ASSET PURCHASE AGREEMENT TO UPDATE IT WITH THE ECONOCOM OFFER LETTER (6.5).
HUGON A	07/26/02	5.80	REVIEW NEW DRAFT OF BUSINESS TRANSFER AGREEMENT AND MASTER ASSET AGREEMENT; LEGAL RESEARCH RE RESPONSIBILITY OF A DIRECTOR FOR MISMANAGEMENT (5.8).
		72.80	
MEISLER RE	07/22/02	3.90	ATTENTION TO PROPOSED SALE OF AUSTRIAN SUBSIDIARY (.5); REVIEW POTENTIAL DRAFTS OF BOARD RESOLUTIONS RE SAME (.6); DRAFT SECTION 363 MOTION RE SAME (2.8).
MEISLER RE	07/23/02	1.10	ATTENTION TO SALE OF CDO AUSTRIA (1.1).
MEISLER RE	07/24/02	1.30	ATTENTION TO POTENTIAL SALE OF CDO AUSTRIA (.6); TELECONFERENCE WITH K. CHAPMAN AND B. KOE RE SAME (.7).
MEISLER RE	07/26/02	0.90	ATTENTION TO SALE OF CDO AUSTRIA (.7); TELECONFERENCE WITH K. CHAPMAN RE SAME (.2).
MEISLER RE	07/28/02	3.40	REVIEW AND REVISE MOTION RE SALE OF CDO AUSTRIA (1.7); DRAFT ORDER RE SAME (.5); REVIEW AND COMMENT ON STOCK PURCHASE AGREEMENT RE SAME (1.2).
MEISLER RE	07/29/02	0.20	TELECONFERENCE WITH S. SACCONI RE INQUIRY RE PURCHASE OF TELECOM EQUIPMENT (.2).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

MEISLER RE	07/30/02	0.60	TELECONFERENCE WITH K. CHAPMAN RE CDO AUSTRIA (.1); ATTENTION TO SAME (.5).
MEISLER RE	07/31/02	0.50	CONTINUE ATTENTION TO SALE OF CDO AUSTRIA (.5).
		11.90	
MURPHY MM	07/01/02	0.90	DRAFT DE MINIMIS ASSET SALE NOTICE (.9).
MURPHY MM	07/11/02	0.80	PREPARE NOTICE OF DE MINIMIS ASSET SALE (.8).
		1.70	
STEINLE JJ	07/01/02	1.30	ANALYSIS RE SALE NOTICES TO METROMEDIA (.7) AND CENTRAL DATA SERVICES (.2); PREPARE RESPONSES TO SAME (.4).
		1.30	
<b>Total Associate</b>		<b>87.70</b>	
<b>MATTER TOTAL</b>		<b><u>156.50</u></b>	

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Comdisco, Inc. (DIP)  
Assets Dispositions - General

Bill Date: 08/15/02  
Bill Number: 927466

Disbursement	Date	Vendor/Employee	Amount
In-house Reproduction	07/02/02	Copy Center, D	0.90
In-house Reproduction	07/05/02	Copy Center, D	0.79
In-house Reproduction	07/16/02	Copy Center, D	16.12
In-house Reproduction	07/19/02	Copy Center, D	2.19
<b>TOTAL IN-HOUSE REPRODUCTION</b>			<b>\$20.00</b>
Telephone Expense	07/24/02	Telecommunications, D	7.92
Telephone Expense	07/26/02	Telecommunications, D	0.09
Telephone Expense	07/26/02	Telecommunications, D	1.57
Telephone Expense	07/26/02	Telecommunications, D	23.42
<b>TOTAL TELEPHONE EXPENSE</b>			<b>\$33.00</b>
Out-of-Town Travel	05/28/02	Frohner A	89.27
Out-of-Town Travel	05/31/02	Frohner A	22.31
Out-of-Town Travel	07/23/02	Corporate General, DSasm&F Paris	578.42
<b>TOTAL OUT-OF-TOWN TRAVEL</b>			<b>\$690.00</b>
Outside Research/Internet Services	07/10/02	Corporate RestructuringPacer Service Center	21.00
<b>TOTAL OUTSIDE RESEARCH/INTERNET SERVICES</b>			<b>\$21.00</b>
<b>TOTAL MATTER</b>			<b>\$764.00</b>

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Comdisco, Inc. (DIP)  
Assets Dispositions - General

Bill Date: 08/31/02  
Bill Number: 927469

NAME	DATE	HOURS	DESCRIPTION
MITROVIC L	08/01/02	7.80	REVIEW MASTER ASSET SALE AGREEMENT; REVIEW DRAFT STOCK PURCHASE AGREEMENT PREPARED BY ECONOCOM (7.8).
MITROVIC L	08/02/02	9.90	TELECONFERENCE WITH GIDE; DRAFT SUMMARY OF COMMENTS ON SPA; MEETING WITH K. CHAPMANN (9.9).
		17.70	
<b>Total Counsel</b>		17.70	
FROHNER A	08/01/02	2.00	TELECONFERENCE AND E-MAIL CORRESPONDENCE WITH MS. RIZZOLO AND MS. VERNA RE SCHEDULES FOR COMDISCO ITALY (2.0).
		2.00	
HUGON A	07/29/02	6.20	LEGAL RESEARCH RE LIABILITIES OF DIRECTORS (DE FACTO AND DE FINE) IN EVENT OF A TRANSFER OF MONEY; ATTEND MEETING RE DIRECTORS LIABILITIES; DRAFT EMAIL RE RESPONSE TO K. CHAPMAN REQUEST ON SUBJECT (6.2).
HUGON A	07/30/02	5.80	FURTHER WORK ON DRAFT OF EMAIL RE DIRECTORS LIABILITIES; ATTEND MEETING AND SEND EMAIL (5.8).
HUGON A	08/01/02	2.70	REVIEW ECONOCOM'S SPA (2.7).
HUGON A	08/02/02	1.50	REVIEW ECONOCOM'S SPA; REVIEW COMMENTS (1.5).
		16.20	
MEISLER RE	08/01/02	3.70	ATTENTION TO POTENTIAL SALE OF COMDISCO FRANCE (1.6); RESEARCH FRAUDULENT CONVEYANCE RE SAME (2.1).
		3.70	
MURPHY MM	08/07/02	1.60	PREPARE ISSUES RE SALE OF ASSETS TO E-PLUS (1.6).
		1.60	
<b>Total Associate</b>		23.50	
<b>MATTER TOTAL</b>		<u>41.20</u>	



**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Comdisco, Inc. (DIP)  
Assets Dispositions - General

Bill Date: 08/31/02  
Bill Number: 927469

Disbursement	Date	Vendor/Employee	Amount
Messengers/ Courier	08/07/02	Database, Car, Courier, Air Dept	8.00
TOTAL MESSENGERS/ COURIER			\$8.00
TOTAL MATTER			\$8.00



IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE NORTHERN DISTRICT OF ILLINOIS  
EASTERN DIVISION

-----X  
In re: : Case No. 01-24795  
: (Jointly Administered)  
COMDISCO, INC. :  
: Chapter 11  
et al. :  
: Hon. Ronald Barliant  
Debtors. :  
-----X

EXHIBIT D-16  
RETENTION / FEE MATTERS (SASM&F)  
710.1 HOURS

SKADDEN, ARPS, SLATE, MEAGHER & FLOM (ILLINOIS)  
333 West Wacker Drive  
Chicago, Illinois 60606-1285

and

SKADDEN, ARPS, SLATE, MEAGHER & FLOM, LLP  
Four Times Square  
New York, NY 10036

**EXHIBIT 16**

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Comdisco, Inc. (DIP)  
Retention/Fee Matters (SASM&F)

Bill Date: 05/20/02  
Bill Number: 917155

NAME	DATE	HOURS	DESCRIPTION
BUTLER, JR. J	04/02/02	0.60	CONTINUE TO REVIEW MONTHLY COMPENSATION PACKAGE FOR FEBRUARY, 2002 (.6).
BUTLER, JR. J	04/03/02	2.60	CONTINUED TO WORK ON COMPENSATION PACKAGES THROUGH FEBRUARY 2002 (2.6).
BUTLER, JR. J	04/08/02	2.10	PREPARE FOR APRIL 8TH JOINT FEE REVIEW COMMITTEE (1.2); WORK ON COMPENSATION PACKAGE REVIEW AND TRANSMITTAL LETTERS (.9).
BUTLER, JR. J	04/17/02	0.30	CONTINUE TO PREPARE FOR APRIL 18TH OMNIBUS HEARING BEFORE JUDGE BARLIANT IN CHICAGO BANKRUPTCY COURT REGARDING FIRST FEE APPLICATION (.3).
BUTLER, JR. J	04/18/02	0.50	PREPARE FOR (.3) AND ATTEND (.2) OMNIBUS HEARING BEFORE JUDGE BARLIANT IN CHICAGO BANKRUPTCY COURT REGARDING FIRST FEE APPLICATION.
BUTLER, JR. J	04/21/02	0.80	BEGIN TO REVIEW MONTHLY COMPENSATION PACKAGE FOR MARCH, 2002 (.4); WORK ON JOINT FEE COMMITTEE BUDGET (.4).
BUTLER, JR. J	04/23/02	0.30	CONTINUED ATTENTION TO SUBMISSION TO JOINT FEE REVIEW COMMITTEE REGARDING BUDGET MATTERS, ETC. (.3).
BUTLER, JR. J	04/28/02	0.30	CONTINUE TO REVIEW MONTHLY COMPENSATION PACKAGE FOR MARCH, 2002 (.3).
BUTLER, JR. J	04/30/02	1.20	CONTINUE TO REVIEW AND REVISE MONTHLY COMPENSATION PACKAGE FOR MARCH, 2002 (1.2).
		8.70	
PANAGAKIS GN	04/30/02	1.20	REVIEW MATERIALS REGARDING FEE REVIEW COMMITTEE (.4); PARTICIPATE ON PORTION OF FEE REVIEW COMMITTEE CALL (.6); ATTENTION TO FOLLOW UP MATTERS REGARDING SAME (.2).
		1.20	
<b>Total Partner</b>		<b>9.90</b>	

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**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

HARRINGTON JS	04/10/02	3.20	BEGIN WORK ON 2ND FEE APPLICATION (3.2).
HARRINGTON JS	04/11/02	4.20	CONTINUE TO WORK ON SECOND FEE APPLICATION (4.2).
HARRINGTON JS	04/12/02	3.60	CONTINUE WORK ON SECOND FEE APPLICATION (3.6).
HARRINGTON JS	04/19/02	2.10	CONTINUE WORK ON SECOND FEE APPLICATION (2.1).
HARRINGTON JS	04/23/02	1.70	DRAFT SECOND FEE APPLICATION (1.7).
HARRINGTON JS	04/24/02	4.20	CONTINUE DRAFTING SECOND FEE APPLICATION (4.2).
HARRINGTON JS	04/25/02	4.60	CONTINUED ATTENTION TO DRAFTING TO SECOND FEE APPLICATION (4.6).
HARRINGTON JS	04/29/02	5.40	CONTINUE WORK ON SECOND FEE APPLICATION NARRATIVE SUMMARIES FOR MATTERS WORKED ON AND INTRODUCTION (5.4).
		<b>29.00</b>	
MURPHY MM	04/22/02	4.80	CONTINUE WORKING ON FEE ACCOMMODATION ANALYSIS (4.8).
MURPHY MM	04/23/02	1.60	CONTINUE WORKING ON FEE ACCOMMODATION ANALYSIS (1.6).
MURPHY MM	04/24/02	3.40	WORK ON SECOND INTERIM FEE APPLICATION (.8); CONTINUE WORKING ON FEE ACCOMMODATION ANALYSIS (2.6).
MURPHY MM	04/30/02	4.60	CONTINUE WORKING ON FEE ACCOMMODATION ANALYSIS (4.6).
		<b>14.40</b>	
<b>Total Associate</b>		<b>43.40</b>	
<b>MATTER TOTAL</b>		<b><u>53.30</u></b>	

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Comdisco, Inc. (DIP)  
Retention/Fee Matters (SASM&F)

Bill Date: 05/20/02  
Bill Number: 917155

Disbursement	Date	Vendor/Employee	Amount
In-house Reproduction	04/09/02	Copy Center, D	0.60
In-house Reproduction	04/16/02	Copy Center, D	0.40
<b>TOTAL IN-HOUSE REPRODUCTION</b>			<b>\$1.00</b>
Telephone Expense	04/26/02	Telecommunications, D	0.16
Telephone Expense	04/26/02	Telecommunications, D	0.19
Telephone Expense	04/26/02	Telecommunications, D	0.71
Telephone Expense	04/26/02	Telecommunications, D	17.94
<b>TOTAL TELEPHONE EXPENSE</b>			<b>\$19.00</b>
Messengers/ Courier	04/21/02	Corporate RestructuringComet Messenger Service	15.34
Messengers/ Courier	04/21/02	Corporate RestructuringComet Messenger Service	20.66
<b>TOTAL MESSENGERS/ COURIER</b>			<b>\$36.00</b>
Outside Research/Internet Services	04/10/02	Corporate RestructuringPacer Service Center	2.00
<b>TOTAL OUTSIDE RESEARCH/INTERNET SERVICES</b>			<b>\$2.00</b>
<b>TOTAL MATTER</b>			<b>\$58.00</b>

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Comdisco, Inc. (DIP)  
Retention/Fee Matters/Objections (Others)

Bill Date: 05/20/02  
Bill Number: 917155

NAME	DATE	HOURS	DESCRIPTION
BUTLER, JR. J	04/09/02	0.30	FOLLOW-UP ON JOINT FEE REVIEW COMMITTEE MEETING (.3).
BUTLER, JR. J	04/17/02	0.20	CONTINUE TO PREPARE FOR APRIL 18TH OMNIBUS HEARING BEFORE JUDGE BARLIANT IN CHICAGO BANKRUPTCY COURT REGARDING JOINT FEE REVIEW COMMITTEE REPORT AND FIRST FEE APPLICATIONS OF OTHER PROFESSIONALS (.2).
BUTLER, JR. J	04/18/02	0.50	PREPARE FOR (.3) AND ATTEND (.2) OMNIBUS HEARING BEFORE JUDGE BARLIANT IN CHICAGO BANKRUPTCY COURT REGARDING JOINT FEE REVIEW COMMITTEE REPORT AND FIRST FEE APPLICATIONS OF OTHER PROFESSIONALS.
BUTLER, JR. J	04/28/02	0.30	CONTINUE TO PREPARE FOR APRIL 30TH JOINT REVIEW COMMITTEE MEETING IN CHICAGO (.3).
BUTLER, JR. J	04/29/02	0.30	CONTINUE TO PREPARE FOR APRIL 30TH JOINT REVIEW COMMITTEE MEETING IN CHICAGO (.3).
BUTLER, JR. J	04/30/02	0.20	CONTINUED ATTENTION TO JOINT FEE REVIEW COMMITTEE IN CHICAGO (.2).
		1.80	
PANAGAKIS GN	04/02/02	0.50	ATTENTION TO RETENTION OF FINANCIAL ADVISORS INCLUDING TELECONFERENCE WITH K. KRAKORA REGARDING SAME (.5).
PANAGAKIS GN	04/03/02	0.30	ATTENTION TO RETENTION OF FINANCIAL ADVISOR (.3).
PANAGAKIS GN	04/04/02	0.90	ATTENTION TO RETENTION OF FINANCIAL ADVISOR (.6); ATTENTION TO FEE REVIEW COMMITTEE MATTERS (.3).
PANAGAKIS GN	04/05/02	0.70	ATTENTION TO KPMG RETENTION ISSUES (.7).
PANAGAKIS GN	04/09/02	0.30	ATTENTION TO FEE REVIEW MATTERS (.3).
PANAGAKIS GN	04/17/02	0.40	TELECONFERENCE WITH R. HANSON (.1) AND I. BODENSTEIN (.3) REGARDING JOINT FEE REVIEW MATTERS.

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

PANAGAKIS GN	04/18/02	0.20	CONTINUED ATTENTION TO FEE REVIEW MATTERS (.2).
PANAGAKIS GN	04/29/02	0.40	PREPARE FOR UPCOMING FEE REVIEW COMMITTEE (.4).
		3.70	
PERLMAN F	04/04/02	0.50	ATTENTION TO FEE REVIEW COMMITTEE ISSUES (.5).
PERLMAN F	04/05/02	1.30	ATTENTION TO KPMG RETENTION (.6); ATTENTION TO INNISFREE RETENTION (.7).
PERLMAN F	04/06/02	1.50	REVIEW AND REVISE KPMG RETENTION (.8); REVIEW AND REVISE INNISFREE RETENTION (.7).
PERLMAN F	04/07/02	0.60	ATTENTION TO KPMG RETENTION (.3); ATTENTION TO INNISFREE RETENTION (.3).
PERLMAN F	04/08/02	1.00	ATTENTION TO KPMG (.5); REVIEW AND REVISE INNISFREE MOTION (.5).
PERLMAN F	04/09/02	2.80	ATTENTION TO FEE REVIEW COMMITTEE MEETING (2.5); REVIEW AND REVISE FEE PROTOCOL (.3).
PERLMAN F	04/12/02	0.80	REVIEW INNISFREE APPLICATION (.8).
PERLMAN F	04/13/02	0.50	ATTENTION TO FEE MATTERS (.5).
PERLMAN F	04/29/02	1.50	REVIEW FEE REVIEW COMMITTEE MATERIALS (1.5).
PERLMAN F	04/30/02	3.50	PREPARE FOR FEE REVIEW COMMITTEE MEETING (1.0); ATTEND FEE REVIEW COMMITTEE MEETING (2.5).
		14.00	
TCHEN CM	04/01/02	1.40	REVIEW APPEAL FILINGS (.2); COURT APPEARANCE BEFORE J. KENNELLY ON ROTHSCHILD APPEAL (1.2).
		1.40	
<b>Total Partner</b>		<b>20.90</b>	
HARRINGTON JS	04/02/02	3.80	DRAFTING RETENTION APPLICATION, AFFIDAVIT AND ORDER FOR RETENTION OF INNISFREE M&A AS SPECIAL NOTICE AND VOTING AGENT (3.8).
HARRINGTON JS	04/03/02	2.10	CONTINUE DRAFTING APPLICATION, DECLARATION AND ORDER FOR RETENTION OF INNISFREE AS SPECIAL NOTICING AND VOTING AGENT (2.1).



**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

HARRINGTON JS	04/04/02	1.10	CONTINUE DRAFTING AFFIDAVIT FOR INNISFREE M&A RETENTION APPLICATION (1.1).
HARRINGTON JS	04/09/02	2.20	CONTINUE WORK ON RETENTION APPLICATION AND AFFIDAVIT FOR INNISFREE RETENTION (2.2).
		9.20	
MEISLER RE	04/04/02	3.30	REVIEWED AND REVISED APPLICATION TO RETAIN INNISFREE AS BALLOTING AGENT (1.7); DRAFTED AFFIDAVIT REGARDING SAME (.8); DRAFTED ORDER REGARDING SAME (.6); TELECONFERENCE WITH J. SULLIVAN REGARDING COMMENTS TO SAME (.2).
MEISLER RE	04/05/02	2.80	REVIEWED AND REVISED INNISFREE RETENTION APPLICATION (1.6); REVIEWED AND REVISED ORDER AND AFFIDAVIT REGARDING SAME (.9); TELECONFERENCES WITH J. SULLIVAN REGARDING SAME (.3).
		6.10	
MURPHY MM	04/02/02	2.40	PUT TOGETHER CONFLICTS LIST AS PART OF RETENTION OF NEW FINANCIAL ADVISORS (1.2); BEGIN DRAFTING APPLICATION OF KPMG FOR RETENTION AS A FINANCIAL ADVISOR (1.2).
MURPHY MM	04/03/02	7.30	DRAFT APPLICATION, AFFIDAVIT AND ORDER FOR THE RETENTION OF KPMG AS FINANCIAL ADVISOR (3.9); DRAFT APPLICATION, AFFIDAVIT AND ORDER FOR THE RETENTION OF HURON CONSULTING GROUP (3.1); ATTENTION TO ISSUES RE: JOINT FEE REVIEW COMMITTEE (.3).
MURPHY MM	04/04/02	3.60	FINISH DRAFTS OF KPMG APPLICATION AND AFFIDAVIT (1.3); FINISH DRAFTS OF HURON CONSULTING GROUP APPLICATION AND AFFIDAVIT (1.5); ATTENTION TO ISSUES RE: FEE REVIEW COMMITTEE (.8).
MURPHY MM	04/05/02	2.70	STRATEGIZE RE: MEMORANDUM TO ALL PROFESSIONALS ADDRESSING THE NEED TO SUBMIT BUDGETS (.9); REVIEW APPLICATION AND AFFIDAVIT SENT BY KPMG (1.1) AND INCORPORATE CHANGES INTO DRAFTS (.7).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

MURPHY MM	04/08/02	7.90	CONTINUE DRAFTING DOCUMENTS FOR THE RETENTION OF KPMG AS A FINANCIAL ADVISOR (2.7); CONTINUE DRAFTING DOCUMENTS FOR THE RETENTION OF HURON CONSULTING GROUP AS FINANCIAL ADVISOR (2.1); STRATEGIZE RE: AVOIDING CONFLICTS IN NEW RETENTIONS (.8); CONTINUE WORKING ON RETENTION OF INNISFREE (.6); STRATEGIZE RE: FEE REVIEW COMMITTEE MEETING (.6); FINALIZE MEMORANDUM, BUDGET CATEGORIES AND PROTOCOL FOR MEETING APRIL 9, 2002 (1.1).
MURPHY MM	04/09/02	10.30	FINALIZE MATERIALS IN PREPARATION FOR FEE REVIEW COMMITTEE MEETING (1.1) AND ATTEND SAME (2.5); FINALIZE CONTACT LIST FOR FEE REVIEW COMMITTEE (.3); FINALIZE MEMORANDUM, BUDGET CATEGORIES AND THE PROTOCOL TO BE DISTRIBUTED TO ALL PROFESSIONALS (2.4); CONTINUE DRAFTING DOCUMENTS FOR THE RETENTION OF KPMG (2.8); DRAFT MEMORANDUM SUMMARIZING THE SECOND FEE REVIEW COMMITTEE MEETING (1.2).
MURPHY MM	04/10/02	0.40	PREPARE AND FILE SIXTH SUPPLEMENT TO ORDER AUTHORIZING USE OF ORDINARY COURSE PROFESSIONALS (.4).
MURPHY MM	04/12/02	1.70	BEGIN DRAFTING PROFFER FOR HEARING REGARDING FIRST INTERIM FEE APPLICATIONS (.8); ATTENTION TO ISSUE RE: WACHTELL, LIPTON'S FEES (.4); DRAFT AND FILE SEVENTH SUPPLEMENT TO ORDINARY COURSE PROFESSIONALS (.5).
MURPHY MM	04/13/02	1.20	DRAFT SCRIPT RE: JOINT FEE REVIEW COMMITTEE AND FIRST INTERIM FEE APPLICATIONS (1.2).
MURPHY MM	04/15/02	1.10	UPDATE MATERIAL WITH REGARD TO HEARING ON FIRST INTERIM FEE APPLICATIONS (1.1).
MURPHY MM	04/16/02	1.30	ATTENTION TO ISSUES RE: FEE REVIEW COMMITTEE AND BUDGETS OF CERTAIN RETAINED PROFESSIONALS (1.3).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

MURPHY MM	04/22/02	4.60	CONTINUE DRAFTING AFFIDAVIT, APPLICATION AND ORDER FOR THE RETENTION OF KPMG AND HURON CONSULTING GROUP AS FINANCIAL ADVISORS (3.5); ADDRESS ISSUE RE: FILING OF SEVENTH SUPPLEMENT TO ORDINARY COURSE PROFESSIONALS (1.1).
MURPHY MM	04/23/02	0.80	TELECONFERENCE WITH S. HARVEY RE: RETENTION OF ORDINARY COURSE PROFESSIONAL (.2); RESEARCH ISSUES RE: RETENTION OF CERTAIN PROFESSIONALS (.6).
MURPHY MM	04/24/02	1.90	ATTENTION TO FEE REVIEW COMMITTEE MINUTES (.3); FINALIZE AND DISTRIBUTE DRAFTS OF HURON CONSULTING GROUP'S RETENTION DOCUMENTS (1.6).
MURPHY MM	04/30/02	2.30	PREPARE FOR FEE REVIEW COMMITTEE MEETING (2.1); ATTENTION TO ISSUES RE: RETENTION OF KPMG AND HURON CONSULTING (.2).
		49.50	
ROHLFSEN RJ	04/01/02	0.50	CONTINUE WORK ON PREPARATION FOR STATUS HEARING ON US TRUSTEE APPEAL, AND PREPARE MATERIALS REGARDING SAME (.5).
ROHLFSEN RJ	04/02/02	0.20	PREPARE CORRESPONDENCE TO M. LIEB REGARDING US TRUSTEE APPEAL OF ROTHSCHILD RETENTION (.2).
ROHLFSEN RJ	04/10/02	0.70	REVIEW AND ANALYSIS OF MULTIPLE ORDERS RELATING TO ROTHSCHILD RETENTION APPEAL BY US TRUSTEE (.3); BEGIN PREPARING SUPPLEMENTAL RECORD ON APPEAL IN RELATION TO US TRUSTEE APPEAL OF ROTHSCHILD RETENTION (.4).
ROHLFSEN RJ	04/12/02	1.70	PREPARE CORRESPONDENCE TO P. OETKEN REGARDING US TRUSTEE APPEAL OF ROTHSCHILD RETENTION (.1); DISCUSSION WITH P. OETKEN AND M. LEIB REGARDING US TRUSTEE APPEAL (.2); PREPARE CORRESPONDENCE TO M. LEIB REGARDING SAME (.2); CONTINUE WORK ON DESIGNATION OF MATERIALS IN CONNECTION WITH US TRUSTEE APPEAL (.6); PREPARE FILING MATERIALS AND PLEADINGS IN CONNECTION WITH US TRUSTEE APPEAL (.6).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

ROHLFSEN RJ	04/15/02	0.30	MULTIPLE DISCUSSIONS WITH M. LEIB REGARDING US TRUSTEE APPEAL AND RELATED PLEADINGS (.3).
		<b>3.40</b>	
<b>Total Associate</b>		<b>68.20</b>	
FROST TL	04/03/02	2.50	REVIEW ALL PLEADINGS AND TRANSCRIPTS RELATED TO ROTHSCHILD (2.5).
		<b>2.50</b>	
<b>Total Legal Assistant</b>		<b>2.50</b>	
<b>MATTER TOTAL</b>		<b><u>91.60</u></b>	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Comdisco, Inc. (DIP)  
Retention/Fee Matters (SASM&F)

Bill Date: 06/30/02  
Bill Number: 921074

NAME	DATE	HOURS	DESCRIPTION
BUTLER, JR. J	05/03/02	0.40	CONTINUED ATTENTION TO MONTHLY COMPENSATION PACKAGE FOR MARCH 2002 (.4).
BUTLER, JR. J	05/04/02	0.20	CONTINUED ATTENTION TO MONTHLY COMPENSATION PACKAGE FOR MARCH, 2002 (.2).
BUTLER, JR. J	05/12/02	1.70	CONTINUED ATTENTION TO MONTHLY COMPENSATION PACKAGE FOR MARCH, 2002 INCLUDING TRANSMITTAL LETTER (.4); REVIEW AND REVISE SECOND FEE APPLICATION (.9); CONTINUE TO WORK ON BUDGET, ETC. FOR JOINT FEE REVIEW COMMITTEE (.4).
BUTLER, JR. J	05/14/02	0.60	FINALIZE SECOND FEE APPLICATION (.3); CONTINUED ATTENTION TO JOINT FEE REVIEW COMMITTEE MATTERS (.3).
BUTLER, JR. J	05/19/02	0.50	BEGIN TO WORK ON MONTHLY COMPENSATION PACKAGE FOR APRIL, 2002 INCLUDING TRANSMITTAL LETTER (.5).
BUTLER, JR. J	05/21/02	1.80	CONTINUE TO WORK ON MONTHLY COMPENSATION PACKAGE FOR APRIL 2002 (1.8).
BUTLER, JR. J	05/27/02	0.90	CONTINUED ATTENTION TO MONTHLY COMPENSATION PACKAGE FOR APRIL, 2002 INCLUDING TRANSMITTAL LETTER (.7); WORK ON BUDGET MATERIALS FOR JOINT FEE COMMITTEE (.2).
		6.10	
PANAGAKIS GN	05/02/02	0.60	REVIEW MATERIALS REGARDING JOINT FEE REVIEW (.2); AND PRESENT SAME TO R. HANSON (.4).
PANAGAKIS GN	05/09/02	0.80	REVIEW FEE APPLICATION (.8).
PANAGAKIS GN	05/12/02	1.10	REVIEW AND COMMENT ON FEE APPLICATION (1.1).
PANAGAKIS GN	05/13/02	1.00	FINAL REVIEW AND COMMENT ON FEE APPLICATION (1.0).
PANAGAKIS GN	05/15/02	0.30	ATTENTION TO FEE APPLICATION (.3).
PANAGAKIS GN	05/21/02	1.00	ATTENTION TO RETENTION OF FINANCIAL ADVISORS (1.0).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

		4.80	
PERLMAN F	05/05/02	1.20	REVIEW FEE APPLICATION (1.2).
PERLMAN F	05/09/02	1.00	CONTINUE TO REVISE FEE APPLICATION (1.0).
PERLMAN F	05/11/02	3.20	WORK ON FEE APPLICATION (3.2).
PERLMAN F	05/13/02	4.00	CONTINUE TO REVISE FEE APPLICATION (4.0).
PERLMAN F	05/14/02	5.00	CONTINUE TO REVIEW AND REVISE FEE APPLICATION (5.0).
PERLMAN F	05/15/02	3.00	FINALIZE FEE APPLICATION (3.0).
PERLMAN F	05/16/02	0.80	ATTENTION TO FEE APPLICATION (.8).
		18.20	
<b>Total Partner</b>		<b>29.10</b>	
HARRINGTON JS	05/02/02	1.20	CONTINUE WORK ON SECOND FEE APPLICATION (1.2).
HARRINGTON JS	05/09/02	1.60	MAKE CHANGES TO SECOND FEE APPLICATION (1.6).
HARRINGTON JS	05/10/02	11.10	MAKE CHANGES AND CONTINUE DRAFTING SECOND INTERMIM FEE APPLICATION (11.1).
HARRINGTON JS	05/15/02	7.10	CONTINUE WORK OF SKADDEN SECOND INTERIM FEE APPLICATION (7.1).
HARRINGTON JS	05/16/02	5.80	PROOF AND FINALIZE CHANGES AND PREPARE SECOND FEE APPLICATION FOR FILING (5.8).
HARRINGTON JS	05/17/02	1.70	PREPARATION OF SECOND FEE APPLICATION FOR DISTRIBUTION (1.7).
		28.50	
MEISLER RE	05/02/02	1.20	ATTENTION TO FEE APPLICATION MATTER SUMMARIES (1.2).
MEISLER RE	05/03/02	1.20	CONTINUED ATTENTION TO FEE APPLICATION MATTER SUMMARIES (.7); CONTINUED ATTENTION TO ANALYSIS OF PROFESSIONAL FEES (.5).
MEISLER RE	05/24/02	2.50	BEGAN REVIEW OF PROFESSIONAL FEES REGARDING APRIL 2002 (2.5).
MEISLER RE	05/25/02	3.10	COMPLETED REVIEW OF PROFESSIONAL FEES REGARDING APRIL 2002 (3.1).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

		8.00	
MURPHY MM	05/01/02	3.00	FINALIZE FEE ACCOMMODATION ANALYSIS FOR THE FIRST INTERIM FEE APPLICATION PERIOD (2.6); STRATEGIZE RE: SKADDEN STAFFING PROCEDURES (.4).
MURPHY MM	05/02/02	3.70	DRAFT DOCUMENTS DETAILING SKADDEN STAFFING FOR THE FIRST INTERIM FEE APPLICATION PERIOD (3.7).
MURPHY MM	05/06/02	5.10	REVIEW SKADDEN FEES AND EXPENSES FOR MARCH (3.7); CONTINUE WORKING ON SECOND INTERIM FEE APPLICATION (1.4).
MURPHY MM	05/07/02	1.10	CONTINUE TO REVIEW SKADDEN FEES AND EXPENSES FOR MARCH (.6); ADDRESS OPEN ISSUES RE: SKADDEN'S FIRST INTERIM FEE APPLICATION (.5).
MURPHY MM	05/10/02	8.10	CONTINUE WORKING ON SKADDEN'S SECOND INTERIM FEE APPLICATION (8.1).
MURPHY MM	05/13/02	2.60	CONTINUE WORKING ON SECOND INTERIM FEE APPLICATION (2.6).
MURPHY MM	05/14/02	11.60	CONTINUE WORKING ON SKADDEN, ARPS' SECOND INTERIM FEE APPLICATION (11.6).
MURPHY MM	05/15/02	11.10	CONTINUE DRAFTING SKADDEN, ARPS' SECOND INTERIM FEE APPLICATION (11.1).
MURPHY MM	05/16/02	8.10	FINALIZE SKADDEN, ARPS' SECOND INTERIM FEE APPLICATION AND PREPARE FOR FILING (8.1).
		54.40	
<b>Total Associate</b>		90.90	
<b>MATTER TOTAL</b>		<u>120.00</u>	

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Comdisco, Inc. (DIP)  
Retention/Fee Matters (SASM&F)

Bill Date: 06/30/02  
Bill Number: 921074

Disbursement	Date	Vendor/Employee	Amount
In-house Reproduction	05/07/02	Copy Center, D	15.10
In-house Reproduction	05/14/02	Copy Center, D	137.91
In-house Reproduction	05/17/02	Copy Center, D	370.82
In-house Reproduction	05/21/02	Copy Center, D	1265.27
In-house Reproduction	05/24/02	Copy Center, D	6.50
In-house Reproduction	05/31/02	Copy Center, D	0.40
<b>TOTAL IN-HOUSE REPRODUCTION</b>			<b>\$1,796.00</b>
Telephone Expense	05/31/02	Telecommunications, D	0.46
Telephone Expense	05/31/02	Telecommunications, D	1.81
Telephone Expense	05/31/02	Telecommunications, D	2.19
Telephone Expense	05/31/02	Telecommunications, D	4.46
Telephone Expense	05/31/02	Telecommunications, D	114.08
<b>TOTAL TELEPHONE EXPENSE</b>			<b>\$123.00</b>
Westlaw	04/30/02	Harrington JS	15.00
<b>TOTAL WESTLAW</b>			<b>\$15.00</b>
Messengers/ Courier	05/10/02	Corporate RestructuringStraightline Courier	22.60
Messengers/ Courier	05/10/02	Corporate RestructuringStraightline Courier	37.00
Messengers/ Courier	05/12/02	Corporate RestructuringComet Messenger Service	5.50
Messengers/ Courier	05/18/02	Corporate RestructuringUnited Parcel Service	133.90
<b>TOTAL MESSENGERS/ COURIER</b>			<b>\$199.00</b>
<b>TOTAL MATTER</b>			<b>\$2,133.00</b>



**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Comdisco, Inc. (DIP)  
Retention/Fee Matters (SASM&F)

Bill Date: 07/31/02  
Bill Number: 923588

NAME	DATE	HOURS	DESCRIPTION
MURPHY MM	06/25/02	0.70	CONTINUE WORK ON SUPPLEMENT TO SKADDEN AFFIDAVIT (.5); REVIEW SKADDEN FEES AND EXPENSES WITH ACCOUNTING (.2).
MURPHY MM	06/26/02	2.70	REVIEW APRIL BILL AND PREPARE UPDATED BUDGET (1.6); REVIEW SECOND FEE APPLICATION TO IDENTIFY ACCOMMODATIONS (1.1).
MURPHY MM	06/27/02	1.20	CONTINUE WORKING ON SUPPLEMENT TO SKADDEN'S AFFIDAVIT (1.2).
MURPHY MM	06/28/02	1.20	PREPARE SECOND INTERIM FEE APPLICATION (.1); CONTINUE WORKING ON SUPPLEMENT TO SKADDEN AFFIDAVIT (1.1).
		5.80	
Total Associate		5.80	
MATTER TOTAL		<u>5.80</u>	

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Comdisco, Inc. (DIP)  
Retention/Fee Matters (SASM&F)

Bill Date: 07/31/02  
Bill Number: 923588

Disbursement	Date	Vendor/Employee	Amount
Telephone Expense	06/28/02	Telecommunications, D	0.01
Telephone Expense	06/28/02	Telecommunications, D	0.03
Telephone Expense	06/28/02	Telecommunications, D	0.04
Telephone Expense	06/28/02	Telecommunications, D	2.92
		<b>TOTAL TELEPHONE EXPENSE</b>	<b>\$3.00</b>
		<b>TOTAL MATTER</b>	<b>\$3.00</b>

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Comdisco, Inc. (DIP)  
Retention/Fee Matters (SASM&F)

Bill Date: 08/15/02  
Bill Number: 927466

NAME	DATE	HOURS	DESCRIPTION
PANAGAKIS GN	07/15/02	1.90	ATTENTION TO PLAN FEE ESTIMATE (1.9).
		1.90	
<b>Total Partner</b>		1.90	
MURPHY MM	07/01/02	1.70	CONTINUE WORKING ON SUPPLEMENTAL AFFIDAVIT (1.7).
MURPHY MM	07/02/02	2.40	CONTINUE WORKING ON SUPPLEMENTAL AFFIDAVIT (2.4).
MURPHY MM	07/15/02	4.30	PREPARE FEE BUDGET, AS REQUIRED UNDER SECTION 11.1(A) OF PLAN (2.1); CONTINUE WORKING ON SUPPLEMENTAL AFFIDAVIT (2.2).
MURPHY MM	07/19/02	2.20	FINALIZE DRAFT OF SUPPLEMENTAL AFFIDAVIT (2.2).
MURPHY MM	07/25/02	3.30	CONTINUE WORKING ON SUPPLEMENTAL AFFIDAVIT (3.3).
		13.90	
STUART NL	07/01/02	8.70	BEGAN WORKING ON SUPPLEMENTAL AFFIDAVIT DISCLOSURE CHARTS (8.7).
STUART NL	07/02/02	9.30	CONTINUED PREPARE SUPPLEMENTAL AFFIDAVIT DISCLOSURE CHARTS (9.3).
STUART NL	07/03/02	8.50	CONTINUE WORKING ON SUPPLEMENTAL AFFIDAVIT DISCLOSURE CHARTS (8.5).
STUART NL	07/08/02	5.80	FINISH WORKING ON SUPPLEMENTAL AFFIDAVIT DISCLOSURE CHARTS (5.8).
STUART NL	07/09/02	3.50	FINISHED/EDITED SUPP. AFFIDAVIT CHARTS (3.5).
STUART NL	07/19/02	5.20	DRAFT SUPPLEMENTAL AFFIDAVIT (5.2).
STUART NL	07/25/02	4.50	PREPARE SUPPLEMENTAL AFFIDAVIT (4.5).
		45.50	
<b>Total Associate</b>		59.40	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

FROST TL	07/12/02	1.20	FILE AND DISTRIBUTE FIRST REPORT OF THE FEE REVIEW COMMITTEE RE (I) PROPOSED INTERIM COMPENSATION PROCEDURES FOR CERTAIN PROFESSIONAL AND (II) BUDGETS FOR THIRD FEE APPLICATION PERIOD OF CERTAIN PROFESSIONAL RETAINED IN THE CHAPTER 11 CASES OF COMDISCO, INC. ET AL. (1.2).
FROST TL	07/16/02	1.00	FILE AND DISTRIBUTE NOTICE OF FILING OF ESTIMATE, UNDER SECTION 11.1(A) OF PLAN, OF UNBILLED FEES AND EXPENSES OF SKADDEN, ARPS, SLATE, MEAGHER & FLOM (ILLINOIS) AS OF ANTICIPATED EFFECTIVE DATE OF PLAN (1.0).
FROST TL	07/18/02	3.20	FILE AND DISTRIBUTE NOTICE OF FILING OF ESTIMATE, UNDER SECTION 11.1(A) OF PLAN, OF UNBILLED FEES AND EXPENSES OF HURON CONSULTING GROUP, LLC AS OF ANTICIPATED EFFECTIVE DATE OF PLAN AND APPLICATION FOR AN ORDER AUTHORIZING EMPLOYMENT AND RETENTION OF HURON CONSULTING GROUP LLC AS FINANCIAL ADVISOR TO DEBTORS AND AFFIDAVIT AND STATEMENT OF DAVID J. GREENE IN SUPPORT OF APPLICATION FOR AN ORDER PURSUANT TO AUTHORIZING EMPLOYMENT AND RETENTION OF HURON CONSULTING GROUP LLC AS FINANCIAL ADVISOR TO THE DEBTORS (3.2).
		5.40	
<b>Total Legal Assistant</b>		5.40	
WORSHECK TM	07/12/02	1.00	PREPARE EXCEL SERVICE LISTS FOR BATCH PROCESSING, EDIT/REVISE SUCH LISTS AND COMPLETE PREPARATION OF OVERNIGHT MAIL SHIPPING LOG FOR FIRST REPORT OF THE FEE REVIEW COMMITTEE RE PROPOSED INTERIM COMPENSATION PROCEDURES AND BUDGETS FOR THIRD FEE APPLICATION PERIOD (.3); PREPARE AND ASSEMBLE DOCUMENTS FOR DISTRIBUTION/MAILING OF FIRST REPORT OF FEE REVIEW COMMITTEE RE PROPOSED INTERIM COMPENSATION PROCEDURES AND BUDGETS FOR THIRD FEE APPLICATION PERIOD (.7).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

WORSHECK TM                      07/16/02                      3.00    PREPARE EXCEL SERVICE LISTS FOR BATCH PROCESSING, EDIT/REVISE SUCH LISTS AND COMPLETE PREPARATION OF OVERNIGHT MAIL SHIPPING LOG RE NOTICE OF FILING OF ESTIMATE OF PLAN, OF UNBILLED FEES AND EXPENSES OF SKADDEN, ARPS, SLATE, MEAGHER & FLOM (ILLINOIS) AS OF ANTICIPATED EFFECTIVE DATE OF PLAN (.5); PREPARE UPS MATERIALS FOR MAILING/DISTRIBUTION RE NOTICE OF FILING OF ESTIMATE OF PLAN, OF UNBILLED FEES AND EXPENSES OF SKADDEN, ARPS, SLATE, MEAGHER & FLOM (ILLINOIS) AS OF ANTICIPATED EFFECTIVE DATE OF PLAN (2.5).

WORSHECK TM                      07/18/02                      2.20    PREPARE EXCEL SERVICE LISTS FOR BATCH PROCESSING, EDIT/REVISE SUCH LISTS AND COMPLETE PREPARATION OF OVERNIGHT MAIL SHIPPING LOG RE RE NOTICE OF FILING OF ESTIMATE, UNDER SECTION 11.1(A) OF PLAN, OF UNBILLED FEES AND EXPENSES OF HURON CONSULTING GROUP, LLC AS OF ANTICIPATED EFFECTIVE DATE OF PLAN, APPLICATION FOR AN ORDER AUTHORIZING THE EMPLOYMENT AND RETENTION OF HURON CONSULTING GROUP LLC AS FINANCIAL ADVISOR TO THE DEBTORS AND AFFIDAVIT AND STATEMENT TO DAVID J. GREENE IN SUPPORT OF APPLICATION FOR AN ORDER PURSUANT TO AUTHORIZING THE EMPLOYMENT AND RETENTION OF HURON CONSULTING GROUP LLC AS FINANCIAL ADVISOR TO THE DEBTORS (.4); PREPARE AND ASSEMBLE DOCUMENTS FOR DISTRIBUTION/MAILING OF RE NOTICE OF FILING OF ESTIMATE, UNDER SECTION 11.1(A) OF PLAN, OF UNBILLED FEES AND EXPENSES OF HURON CONSULTING GROUP, LLC AS OF ANTICIPATED EFFECTIVE DATE OF PLAN, APPLICATION FOR AN ORDER AUTHORIZING THE EMPLOYMENT AND RETENTION OF HURON CONSULTING GROUP LLC AS FINANCIAL ADVISOR TO DEBTORS AND AFFIDAVIT AND STATEMENT TO DAVID J. GREENE IN SUPPORT OF APPLICATION FOR AN ORDER PURSUANT TO AUTHORIZING THE EMPLOYMENT AND RETENTION OF HURON CONSULTING GROUP LLC AS FINANCIAL ADVISOR TO THE DEBTORS (1.8).

6.20

Total Legal Assist Support

6.20

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

**MATTER TOTAL**

**72.90**

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Comdisco, Inc. (DIP)  
Retention/Fee Matters (SASM&F)

Bill Date: 08/15/02  
Bill Number: 927466

Disbursement	Date	Vendor/Employee	Amount
In-house Reproduction	07/23/02	Copy Center, D	3.00
<b>TOTAL IN-HOUSE REPRODUCTION</b>			<b>\$3.00</b>
Telephone Expense	07/26/02	Telecommunications, D	0.19
Telephone Expense	07/26/02	Telecommunications, D	2.96
Telephone Expense	07/26/02	Telecommunications, D	43.85
<b>TOTAL TELEPHONE EXPENSE</b>			<b>\$47.00</b>
Outside Research/Internet Services	07/10/02	Corporate RestructuringPacer Service Center	5.00
<b>TOTAL OUTSIDE RESEARCH/INTERNET SERVICES</b>			<b>\$5.00</b>
Cellular Phone Expense	06/10/02	Meisler RE	1.00
<b>TOTAL CELLULAR PHONE EXPENSE</b>			<b>\$1.00</b>
<b>TOTAL MATTER</b>			<b>\$56.00</b>

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Comdisco, Inc. (DIP)  
Retention/Fee Matters (SASM&F)

Bill Date: 08/31/02  
Bill Number: 927469

NAME	DATE	HOURS	DESCRIPTION
HARRINGTON JS	08/01/02	4.80	CONTINUE DRAFTING FINAL FEE APPLICATION (4.8).
HARRINGTON JS	08/06/02	5.10	CONTINUE TO PREPARE FINAL FEE APPLICATION (5.1).
HARRINGTON JS	08/07/02	4.20	CONTINUE ATTENTION TO FINAL FEE APPLICATION DRAFTING (4.2).
HARRINGTON JS	08/08/02	3.10	CONTINUE DRAFTING FINAL FEE APPLICATION (3.1).
HARRINGTON JS	08/09/02	3.10	CONTINUE DRAFTING FINAL FEE APPLICATION (3.1).
		20.30	
<b>Total Associate</b>		20.30	
<b>MATTER TOTAL</b>		<u>20.30</u>	



IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE NORTHERN DISTRICT OF ILLINOIS  
EASTERN DIVISION

-----X  
In re: : Case No. 01-24795  
: (Jointly Administered)  
COMDISCO, INC. :  
: Chapter 11  
et al. :  
: Hon. Ronald Barliant  
Debtors. :  
-----X

EXHIBIT D-17  
BUSINESS OPERATIONS  
453.5 HOURS

SKADDEN, ARPS, SLATE, MEAGHER & FLOM (ILLINOIS)  
333 West Wacker Drive  
Chicago, Illinois 60606-1285

and

SKADDEN, ARPS, SLATE, MEAGHER & FLOM, LLP  
Four Times Square  
New York, NY 10036

**EXHIBIT 17**

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Comdisco, Inc. (DIP)  
Business Operations

Bill Date: 05/20/02  
Bill Number: 917155

NAME	DATE	HOURS	DESCRIPTION
PANAGAKIS GN	04/04/02	1.40	ATTENTION TO VENTURES MATTERS INCLUDING TELECONFERENCE WITH B. LACKEY AND T. AHTO REGARDING SAME (1.4).
PANAGAKIS GN	04/29/02	1.10	ATTENTION TO RUN OFF RECONCILIATION MATTERS, INCLUDING TELEPHONE CONFERENCES WITH N. BLAKE AND R. MISHLER REGARDING SAME (1.1).
PANAGAKIS GN	04/30/02	0.80	TELEPHONE CONFERENCES WITH N. BLAKE, R. MISHLER AND T. SNYDER REGARDING RUN OFF MATTERS (.8).
		3.30	
Total Partner		3.30	
MATTER TOTAL		<u>3.30</u>	

EXHIBIT

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Comdisco, Inc. (DIP)  
Business Operations

Bill Date: 05/20/02  
Bill Number: 917155

Disbursement	Date	Vendor/Employee	Amount
In-house Reproduction	04/05/02	Copy Center, D	1.00
		<b>TOTAL IN-HOUSE REPRODUCTION</b>	<b>\$1.00</b>
Outside Research/Internet Services	04/10/02	Corporate RestructuringPacer Service Center	7.00
		<b>TOTAL OUTSIDE RESEARCH/INTERNET SERVICES</b>	<b>\$7.00</b>
		<b>TOTAL MATTER</b>	<b>\$8.00</b>

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Comdisco, Inc. (DIP)  
Business Operations

Bill Date: 06/30/02  
Bill Number: 921074

NAME	DATE	HOURS	DESCRIPTION
PANAGAKIS GN	05/01/02	1.80	MEETING WITH R. MISHLER AND T. SNYDER REGARDING UPDATED PROJECTIONS AND RELATED VALUATION MATTERS (1.0); TELECONFERENCE WITH N. BLAKE REGARDING SAME (.8).
PANAGAKIS GN	05/10/02	0.40	ATTENTION TO MOTION TO APPROVE RUNOFF TRANSACTIONS (.4).
		2.20	
<b>Total Partner</b>		<b>2.20</b>	
ORY SS	05/21/02	3.90	WORK ON POTENTIAL MOTION FOR RUN-OFF SALE AUTHORITY (3.1); TELECONFERENCE WITH J. FROBERG REGARDING RUN-OFF ISSUES (.4); TELECONFERENCE WITH J. FROBERG REGARDING TIMING OF SALES (.4).
ORY SS	05/24/02	2.20	REVIEW PROPOSED TRANSACTION WITH CHRISTUS HEALTH AS PART OF ORDINARY LEASING BUSINESS (.8); TELECONFERENCE WITH J. FROBERG REGARDING SAME (.4); REVIEW AND REVISE 5/3 PROPOSED CREDIT AGREEMENT (1.0).
ORY SS	05/28/02	2.50	REVISE MOTION FOR AUTHORITY TO ENTER INTO LETTER OF CREDIT FACILITY (1.5); REVISE ORDER REGARDING SAME (1.0).
ORY SS	05/31/02	0.50	REVIEW REVISED 5/3 CREDIT AGREEMENT (.5).
		9.10	
<b>Total Associate</b>		<b>9.10</b>	
<b>MATTER TOTAL</b>		<b><u>11.30</u></b>	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Comdisco, Inc. (DIP)  
Business Operations

Bill Date: 07/31/02  
Bill Number: 923588

NAME	DATE	HOURS	DESCRIPTION
MEISLER RE	06/25/02	0.70	TELECONFERENCE WITH A. STOCKMAN REGARDING NUASIS SETTLEMENT (.1); CONTINUED ATTENTION TO SAME (.6).
MEISLER RE	06/26/02	0.10	ATTENTION TO NUASIS SETTLEMENT (.1).
MEISLER RE	06/27/02	0.30	ATTENTION TO NAUSIS SETTLEMENT (.3).
MEISLER RE	06/28/02	0.10	TELECONFERENCE WITH A. STOCKMAN REGARDING NAUSIS SETTLEMENT (.1).
		1.20	
Total Associate		1.20	
MATTER TOTAL		<u>1.20</u>	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Comdisco, Inc. (DIP)  
Business Operations

Bill Date: 08/31/02  
Bill Number: 927469

NAME	DATE	HOURS	DESCRIPTION
PANAGAKIS GN	08/02/02	0.90	ATTENTION TO INCOMING CORRESPONDENCE AND RELATED MATTERS (.9).
PANAGAKIS GN	08/05/02	0.50	REVIEW INCOMING CORRESPONDENCE AND UPCOMING CALENDARING MATTERS (.5).
PANAGAKIS GN	08/11/02	0.90	ATTENTION TO ISSUES REGARDING COMING WEEK AND REVIEW OF CORRESPONDENCE REGARDING SAME (.9).
		2.30	
Total Partner		2.30	
MATTER TOTAL		<u>2.30</u>	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Comdisco, Inc. (DIP)  
Business Operations

Bill Date: 08/15/02  
Bill Number: 927469

Disbursement	Date	Vendor/Employee	Amount
In-house Reproduction	08/02/02	Copy Center, D	65.00
		<b>TOTAL IN-HOUSE REPRODUCTION</b>	<b>\$65.00</b>
		<b>TOTAL MATTER</b>	<b>\$65.00</b>





IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE NORTHERN DISTRICT OF ILLINOIS  
EASTERN DIVISION

-----X  
In re: : Case No. 01-24795  
: (Jointly Administered)  
COMDISCO, INC. :  
: Chapter 11  
et al. :  
: Hon. Ronald Barliant  
Debtors. :  
-----X

EXHIBIT D-18  
AUTOMATIC STAY (RELIEF ACTIONS)  
445.0 HOURS

SKADDEN, ARPS, SLATE, MEAGHER & FLOM (ILLINOIS)  
333 West Wacker Drive  
Chicago, Illinois 60606-1285

and

SKADDEN, ARPS, SLATE, MEAGHER & FLOM, LLP  
Four Times Square  
New York, NY 10036

**EXHIBIT 18**

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Comdisco, Inc. (DIP)  
Automatic Stay (Relief Actions)

Bill Date: 06/30/02  
Bill Number: 921074

NAME	DATE	HOURS	DESCRIPTION
HARRINGTON JS	05/07/02	0.20	TELECONFERENCE WITH B. SHEURER AND C. DALE RE: TRANSAMERICA STIPULATION (.2).
HARRINGTON JS	05/22/02	1.50	ATTENTION TO METROMEDIA MOTION TO LIFT AUTOMATIC STAY TO FILE COUNTERCLAIM IN STATE COURT ACTION (1.3); TELECONFERENCE WITH J. FROBERG (.1) AND K. WALSH (.1) RE: SAME.
HARRINGTON JS	05/28/02	0.70	DRAFT PROFFER FOR CONTINUED MOTION FOR ORDER EXTENDING AUTOMATIC STAY TO NON-DEBTOR SUBSIDIARIES (.3); DRAFT PROFFER FOR METROMEDIA MOTION TO LIFT STAY (.4).
		2.40	
Total Associate		2.40	
MATTER TOTAL		<u>2.40</u>	

EXHIBIT 46

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Comdisco, Inc. (DIP)  
Automatic Stay (Relief Actions)

Bill Date: 06/30/02  
Bill Number: 921074

Disbursement	Date	Vendor/Employee	Amount
In-house Reproduction	05/17/02	Copy Center, D	70.00
		<b>TOTAL IN-HOUSE REPRODUCTION</b>	<b>\$70.00</b>
Telephone Expense	04/26/02	Telecommunications, D	106.97
Telephone Expense	05/31/02	Telecommunications, D	0.03
		<b>TOTAL TELEPHONE EXPENSE</b>	<b>\$107.00</b>
Lexis/Nexis	05/21/02	Harrington JS	13.00
		<b>TOTAL LEXIS/NEXIS</b>	<b>\$13.00</b>
		<b>TOTAL MATTER</b>	<b>\$190.00</b>

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Bill Date: 07/31/02  
 Bill Number: 923588

Comdisco, Inc. (DIP)  
 Automatic Stay (Relief Actions)

NAME	DATE	HOURS	DESCRIPTION
HARRINGTON JS	06/11/02	1.10	ATTENTION TO METROMEDIA MOTION TO LIFT AUTOMATIC STAY (1.1).
HARRINGTON JS	06/27/02	1.30	ATTENTION TO METROMEDIA MOTION TO LIFT STAY (.4); TELECONFERENCE WITH C. BANNON RE: SAME (.1); ATTENTION TO INSPIRE INSURANCE AUTOMATIC STAY ISSUES (.8).
		2.40	
		2.40	
Total Associate			
FROST TL	06/28/02	1.20	FILE AND DISTRIBUTE MOTION APPROVING STIPULATION BETWEEN DEBTORS AND TRANSAMERICA EQUIPMENT FINANCIAL SERVICES CORPORATION TO LIFT THE AUTOMATIC STAY (1.2).
		1.20	
Total Legal Assistant		1.20	
MATTER TOTAL		<u>3.60</u>	

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Comdisco, Inc. (DIP)  
Automatic Stay (Relief Actions)

Bill Date: 07/31/02  
Bill Number: 923588

Disbursement	Date	Vendor/Employee	Amount
In-house Reproduction	06/14/02	Copy Center, D	20.35
In-house Reproduction	06/21/02	Copy Center, D	1.43
In-house Reproduction	06/28/02	Copy Center, D	7.22
<b>TOTAL IN-HOUSE REPRODUCTION</b>			<b>\$29.00</b>
Messengers/ Courier	06/30/02	Corporate RestructuringComet Messenger Service	10.18
Messengers/ Courier	06/30/02	Corporate RestructuringComet Messenger Service	40.82
<b>TOTAL MESSENGERS/ COURIER</b>			<b>\$51.00</b>
<b>TOTAL MATTER</b>			<b>\$80.00</b>



IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE NORTHERN DISTRICT OF ILLINOIS  
EASTERN DIVISION

-----X  
In re: : Case No. 01-24795  
: (Jointly Administered)  
COMDISCO, INC. :  
: Chapter 11  
et al. :  
: Hon. Ronald Barliant  
Debtors. :  
-----X

EXHIBIT D-19  
NONWORKING TRAVEL TIME  
806.4 HOURS

SKADDEN, ARPS, SLATE, MEAGHER & FLOM (ILLINOIS)  
333 West Wacker Drive  
Chicago, Illinois 60606-1285

and

SKADDEN, ARPS, SLATE, MEAGHER & FLOM, LLP  
Four Times Square  
New York, NY 10036

EXHIBIT 19

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Comdisco, Inc. (DIP)  
Nonworking Travel Time

Bill Date: 05/20/02  
Bill Number: 917155

NAME	DATE	HOURS	DESCRIPTION
BUTLER, JR. J	04/11/02	1.40	TO ROSEMONT FROM CHICAGO (.8); TO CHICAGO FROM ROSEMONT (.6).
BUTLER, JR. J	04/16/02	0.80	TO ROSEMONT FROM CHICAGO (.3); TO CHICAGO FROM ROSEMONT (.5).
BUTLER, JR. J	04/22/02	0.90	TO ROSEMONT FROM CHICAGO (.3); TO CHICAGO FROM ROSEMONT (.6).
		3.10	
PANAGAKIS GN	04/16/02	3.00	TO NEW YORK FROM CHICAGO (3.0).
PANAGAKIS GN	04/17/02	3.00	TO CHICAGO FROM NEW YORK (3.0).
		6.00	
VANCE III L	04/21/02	3.10	TO NEW YORK FROM CHICAGO (3.1).
VANCE III L	04/25/02	2.80	TO CHICAGO FROM NEW YORK (2.8).
		5.90	
<b>Total Partner</b>		<b>15.00</b>	
ABERMAN CG	04/03/02	1.30	TO ROSEMONT FROM CHICAGO (.6); TO CHICAGO FROM ROSEMONT (.7).
ABERMAN CG	04/09/02	1.00	TO CHICAGO FROM ROSEMONT (.4); TO ROSEMONT FROM CHICAGO (.6).
		2.30	
ANDERSON JD	04/01/02	1.70	TO/FROM ROSEMONT (1.7).
ANDERSON JD	04/19/02	2.50	TO NEW YORK FROM CHICAGO (2.5).
ANDERSON JD	04/25/02	2.80	TO CHICAGO FROM NEW YORK (2.8).
		7.00	
ATHAS C	04/01/02	1.80	TO ROSEMONT FROM CHICAGO; CHICAGO FROM ROSEMONT (1.8).
ATHAS C	04/08/02	1.50	TO ROSEMONT FROM CHICAGO; TO CHICAGO FROM ROSEMONT (1.5).
ATHAS C	04/19/02	3.10	TO NEW YORK FROM CHICAGO (3.1).
ATHAS C	04/25/02	3.40	TO CHICAGO FROM NEW YORK (3.4).
		9.80	
GERSON SJ	04/19/02	3.60	TO NEW YORK FROM CHICAGO (3.6).

EXHIBIT A



**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

GERSON SJ	04/25/02	3.50	FROM NEW YORK TO CHICAGO (3.5).
		7.10	
HARRINGTON JS	04/11/02	1.60	TO ROSEMONT FROM CHICAGO (.7); TO CHICAGO FROM ROSEMONT (.9).
		1.60	
MEISLER RE	04/03/02	1.50	TO ROSEMONT FROM CHICAGO (.7); TO CHICAGO FROM ROSEMONT (.8).
		1.50	
MURPHY MM	04/11/02	1.50	TO ROSEMONT FROM CHICAGO (.8); TO CHICAGO FROM ROSEMONT (.7).
		1.50	
<b>Total Associate</b>		<b>30.80</b>	
<b>MATTER TOTAL</b>		<b><u>45.80</u></b>	

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Comdisco, Inc. (DIP)  
Nonworking Travel Time

Bill Date: 06/30/02  
Bill Number: 921074

NAME	DATE	HOURS	DESCRIPTION
PANAGAKIS GN	05/15/02	5.30	TO NEW YORK FROM CHICAGO (2.5); TO CHICAGO FROM NEW YORK (2.8).
		5.30	
<b>Total Partner</b>		5.30	
FROHNER A	05/28/02	7.40	TO LONDON FROM VIENNA (3.6); TO VIENNA FROM LONDON (3.8).
		7.40	
HARRINGTON JS	05/16/02	1.90	TO ROSEMONT FROM CHICAGO (.9); TO CHICAGO FROM ROSEMONT (1.0).
		1.90	
STEINLE JJ	05/14/02	1.80	TO AND FROM ROSEMONT (1.8).
		1.80	
<b>Total Associate</b>		11.10	
<b>MATTER TOTAL</b>		<u>16.40</u>	

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Comdisco, Inc. (DIP)  
Nonworking Travel Time

Bill Date: 08/15/02  
Bill Number: 927466

NAME	DATE	HOURS	DESCRIPTION
BUTLER, JR. J	07/24/02	1.10	TO ROSEMONT FROM CHICAGO (.6); TO CHICAGO FROM ROSEMONT (.5).
		1.10	
<b>Total Partner</b>		<b>1.10</b>	
MEISLER RE	07/08/02	2.30	TO/FROM CHICAGO, IL AND ROSEMONT, IL (2.3).
MEISLER RE	07/10/02	1.70	TO/FROM CHICAGO, IL AND ROSEMONT, IL (1.7).
		4.00	
MURPHY MM	07/18/02	1.70	TO/FROM CHICAGO, IL AND ROSEMONT, IL (1.7).
		1.70	
STEINLE JJ	07/08/02	1.80	TO/FROM CHICAGO, IL AND ROSEMONT, IL (1.8).
		1.80	
<b>Total Associate</b>		<b>7.50</b>	
<b>MATTER TOTAL</b>		<b><u>8.60</u></b>	



IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE NORTHERN DISTRICT OF ILLINOIS  
EASTERN DIVISION

-----X  
In re: : Case No. 01-24795  
: (Jointly Administered)  
COMDISCO, INC. :  
: Chapter 11  
et al. :  
: Hon. Ronald Barliant  
Debtors. :  
-----X

EXHIBIT D-20  
LITIGATION (GENERAL)  
385.9 HOURS

SKADDEN, ARPS, SLATE, MEAGHER & FLOM (ILLINOIS)  
333 West Wacker Drive  
Chicago, Illinois 60606-1285

and

SKADDEN, ARPS, SLATE, MEAGHER & FLOM, LLP  
Four Times Square  
New York, NY 10036

**EXHIBIT 20**

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Comdisco, Inc. (DIP)  
Litigation (General)

Bill Date: 05/20/02  
Bill Number: 917155

NAME	DATE	HOURS	DESCRIPTION
KIPP MR	04/25/02	2.70	TELECONFERENCE WITH J. FREDERICKS ABOUT AGILERA MATTER (.5); REVIEW CORRESPONDENCE REGARDING SAME (.5); REVIEW DRAFT COMPLAINT (.7); ATTENTION TO POSSIBILITY OF BRINGING AN ADVERSARIAL ACTION AGAINST AGILERA (1.0).
		2.70	
Total Partner		2.70	
ALLEN ME	04/29/02	6.70	REVIEW AGILERA GUARANTY AND APPLICAST LEASE DOCUMENTS; REVIEW AND REVISE DRAFT AGILERA COMPLAINT (6.7).
		6.70	
ROHLFSEN RJ	04/04/02	2.30	REVIEW AND ANALYSIS OF MULTIPLE MEMORANDA RELATING TO ECONVERGENT DISPUTE, REVIEW OF PROPOSED COMPLAINT REGARDING SAME, PREPARE MULTIPLE MEMORANDA REGARDING SAME, AND BEGIN RESEARCH AND ANALYSIS OF CASE LAW REGARDING CAUSES OF ACTION IN CONNECTION WITH SAME (2.3).
ROHLFSEN RJ	04/05/02	2.90	CONTINUE RESEARCH AND ANALYSIS OF CASE LAW REGARDING CAUSES OF ACTION AGAINST ECONVERGENT, AND PREPARE MEMORANDA REGARDING SAME (2.9).
ROHLFSEN RJ	04/06/02	4.10	CONTINUE PREPARATION OF ECONVERGENT ADVERSARY COMPLAINT, AND CONTINUE RESEACH AND ANALYSIS OF CASE LAW RELATING TO SAME (4.1).
ROHLFSEN RJ	04/07/02	2.80	CONTINUE RESEARCH AND ANALYSIS OF CASE LAW RELATING TO ECONVERGENT DISPUTE, AND PREPARE MEMORANDUM REGARDING SAME (2.8).
ROHLFSEN RJ	04/25/02	1.90	REVIEW AND ANALYSIS OF MULTIPLE CORRESPONDENCE RELATING TO NEW ADVERSARY PROCEEDING AGAINST AGILERA, AND BEGIN WORK ON COMPLAINT REGARDING SAME (1.9).

05 18 93

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

ROHLFSEN RJ	04/26/02	0.80	CONTINUE REVIEW AND ANALYSIS OF DOCUMENTS RELATING TO CORPORATE INFORMATION AND OTHER BACKGROUND FACTS IN CONNECTION WITH AGILERA DISPUTE (.3); CONTINUE WORK ON PREPARING COMPLAINT AGAINST AGILERA (.5).
ROHLFSEN RJ	04/29/02	4.20	BEGIN REVIEW AND ANALYSIS OF LOAN DOCUMENTS AND RELATED DOCUMENTS IN CONNECTION WITH AGILERA DISPUTE (2.9); CONTINUE WORK ON COMPLAINT AGAINST AGILERA (.5); REVIEW AND ANALYSIS OF BUSINESS REPORTS AND OTHER DOCUMENTS RELATING TO BACKGROUND INFORMATION OF PARTIES IN CONNECTION WITH PREAPRING COMPLAINT AGAINST AGILERA (.5); CONTINUE WORK ON OUTLINING FACTS AND CASE STRATEGY IN CONNECTION WITH AGILERA DISPUTE (.3).
ROHLFSEN RJ	04/30/02	0.60	CONTINUE PREPARING COMPLAINT IN CONNECTION WITH THE AGILERA ADVERSARY PROCEEDING (.6).
		19.60	
<b>Total Associate</b>		<b>26.30</b>	
<b>MATTER TOTAL</b>		<b><u>29.00</u></b>	

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Comdisco, Inc. (DIP)  
Litigation (General)

Bill Date: 05/20/02  
Bill Number: 917155

Disbursement	Date	Vendor/Employee	Amount
Westlaw	04/04/02	Rohlfesen RJ	104.99
Westlaw	04/05/02	Rohlfesen RJ	205.01
<b>TOTAL WESTLAW</b>			<b>\$310.00</b>
Messengers/ Courier	04/11/02	Database, Car, Courier, Air Dept	7.47
Messengers/ Courier	04/11/02	Database, Car, Courier, Air Dept	7.49
Messengers/ Courier	04/11/02	Database, Car, Courier, Air Dept	7.49
Messengers/ Courier	04/11/02	Database, Car, Courier, Air Dept	7.49
Messengers/ Courier	04/11/02	Database, Car, Courier, Air Dept	17.51
Messengers/ Courier	04/25/02	Corporate RestructuringComet Messenger Service	5.51
Messengers/ Courier	04/25/02	Corporate RestructuringComet Messenger Service	5.51
Messengers/ Courier	04/25/02	Corporate RestructuringComet Messenger Service	5.51
Messengers/ Courier	04/25/02	Corporate RestructuringComet Messenger Service	5.51
Messengers/ Courier	04/25/02	Corporate RestructuringComet Messenger Service	5.51
Messengers/ Courier	04/25/02	Corporate RestructuringComet Messenger Service	5.51
Messengers/ Courier	04/25/02	Corporate RestructuringComet Messenger Service	26.14
Messengers/ Courier	04/25/02	Corporate RestructuringComet Messenger Service	26.14
Messengers/ Courier	04/25/02	Corporate RestructuringComet Messenger Service	39.21
<b>TOTAL MESSENGERS/ COURIER</b>			<b>\$172.00</b>



**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

<b>Disbursement</b>	<b>Date</b>	<b>Vendor/Employee</b>	<b>Amount</b>
		<b>TOTAL MATTER</b>	<b>\$482.00</b>

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Comdisco, Inc. (DIP)  
Litigation (General)

Bill Date: 06/30/02  
Bill Number: 921074

NAME	DATE	HOURS	DESCRIPTION
KIPP MR	05/01/02	1.00	REVIEW REVISED ADVERSARY COMPLAINT AGAINST AGUILERA AND EDIT SAME (1.0).
KIPP MR	05/03/02	1.20	TELECONFERENCE WITH J. FREDERICKS AND M. ALLEN ABOUT THE REVISED COMPLAINT AND CHANGES TO MAKE THERETO (.7); ATTENTION TO FREDERICKS' REVISIONS (.5).
KIPP MR	05/05/02	1.10	REVIEW AND EDIT MOST RECENT DRAFT OF ADVERSAY COMPLAINT AGAINST AGILERA (1.1).
KIPP MR	05/06/02	1.20	REVIEW AND EDIT MOST RECENT VERSION OF COMPLAINT (.7); ATTENTION TO RESEARCH ON PREJUDGMENT INTEREST IN ILLINOIS (.5).
KIPP MR	05/09/02	1.50	TAKE COMMENTS FROM THE COMPANY ON THE DRAFT AGILERA COMPLAINT (.5); ATTENTION TO ISSUES RELATING TO PREJUDGMENT INTEREST AND DISPOSITION OF PROPERTY (1.0).
KIPP MR	05/13/02	1.50	REVIEW FINAL DRAFT OF COMPLAINT AGAINST AGILERA (.5); ATTENTION TO FILING OF SAME (.3); ATTENTION TO SERVICE OF AGILERA (.7).
		7.50	
PANAGAKIS GN	05/01/02	0.60	ATTENTION TO STATUS OF OPEN ITEMS CHECKLIST (.6).
PANAGAKIS GN	05/03/02	0.90	ATTENTION TO M. FAZIO LITIGATION INCLUDING EQUITY COMMITTEE SUBPOENAS (.9).
PANAGAKIS GN	05/05/02	0.50	ATTENTION TO M. FAZIO DISCOVERY (.5).
PANAGAKIS GN	05/06/02	0.20	COMMENT ON AGILIRA COMPLAINT (.2).
PANAGAKIS GN	05/20/02	1.50	ATTENTION TO 2004 REPORT AND RELATED MATTERS UNDER SEAL (1.5).
		3.70	
PERLMAN F	05/06/02	0.50	REVIEW AGUILERA COMPLAINT (.5).
PERLMAN F	05/13/02	0.30	ATTENTION TO AGUILERA COMPLAINT (.3).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

PERLMAN F	05/16/02	0.30	ATTENTION TO 2004 DISCOVERY (.3).
PERLMAN F	05/20/02	0.40	ATTENTION TO ARBITRATION ISSUES (.4).
		1.50	
<b>Total Partner</b>		<b>12.70</b>	
ROHLFSEN RJ	05/01/02	1.30	PREPARE MEMORANDUM REGARDING COMPLAINT STATUS AND STRATEGY IN CONNECTION WITH AGUILERA ADVERSARY PROCEEDING (.3); PREPARE CIVIL LITIGATION COVER SHEET IN CONNECTION WITH AGUILERA ADVERSARY PROCEEDING (.5); MEETING WITH M. ALLEN REGARDING STATUS AND STRATEGY FOR AGUILERA ADVERSARY PROCEEDING (.2); PREPARE CORRESPONDENCE TO J. FREDERICKS REGARDING SETTLEMENT STATUS AND COMPLAINT ISSUES IN CONNECTION WITH AGUILERA ADVERSARY PROCEEDING (.3).
ROHLFSEN RJ	05/02/02	2.10	CONTINUE WORK ON COMPLAINT IN CONNECTION WITH AGUILERA DISPUTE (1.2); MULTIPLE DISCUSSIONS WITH J. FREDERICKS REGARDING MEETING AND LEGAL ISSUE, AND WORK ON ISSUE RAISED BY J. FEDERICKS (.9).
ROHLFSEN RJ	05/03/02	1.90	PREPARE FOR, AND PARTICIPATE IN, TELECONFERENCES REGARDING AGUILERA COMPLAINT (.3); CONTINUE REVIEW AND ANALYSIS OF DOCUMENTS AND CONTINUE PREPARING COMPLAINT IN CONNECTION WITH AGUILERA DISPUTE (1.6).
ROHLFSEN RJ	05/05/02	0.60	BEGIN RESEARCH AND ANALYSIS OF CASE LAW RELATING TO JURISDICTIONAL ISSUES IN CONNECTION WITH PREPARING COMPLAINT FOR AGUILERA DISPUTE (.6).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

ROHLFSEN RJ	05/06/02	3.90	CONTINUE RESEARCH AND ANALYSIS OF JURISDICTIONAL ISSUES IN CONNECTION WITH PREPARING AGUILERA COMPLAINT (1.1); BEGIN RESEARCH AND ANALYSIS OF ILLINOIS CASE LAW AND STATUTES REGARDING STATUTORY INTEREST RATE AND CHARGES IN CONNECTION WITH PREPARING AGUILERA COMPLAINT (.4); CONTINUE REVIEW AND ANALYSIS OF DOCUMENTS AND CONTINUE PREPARING COMPLAINT IN CONNECTION WITH AGUILERA DISPUTE (1.6); PREPARE MULTIPLE CORRESPONDENCE TO, AND REVIEW MULTIPLE CORRESPONDENCE FROM, J. FREDERICKS REGARDING AGUILERA DISPUTE (.3); MULTIPLE DISCUSSIONS WITH J. FREDERICKS REGARDING AGUILERA DISPUTE, AND PREPARE MEMORANDA REGARDING SAME (.5).
ROHLFSEN RJ	05/07/02	0.60	REVIEW OF MEMORANDUM REGARDING AGUILERA DISPUTE (.2); PREPARE CORRESPONDENCE REGARDING AGUILERA DISPUTE (.1); CONTINUE REVIEW AND ANALYSIS OF CASE LAW REGARDING JURISDICTIONAL ISSUES IN CONNECTION WITH AGUILERA DISPUTE (.3).
ROHLFSEN RJ	05/08/02	0.60	CONTINUE WORK ON COMPLAINT IN CONNECTION WITH AGUILERA DISPUTE (.2); REVIEW OF MULTIPLE CORRESPONDENCE RELATING TO COMPLAINT IN CONNECTION WITH AGUILERA DISPUTE (.2); PREPARE MULTIPLE CORRESPONDENCE TO V. HANNA REGARDING AGUILERA COMPLAINT (.2).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

ROHLFSEN RJ

05/09/02

4.00

DISCUSSION WITH J. FREDERICKS REGARDING MONEYLINE 2004 SUBPOENA AND FACTUAL ISSUES RELATING TO SAME (.2); BEGIN REVIEW AND ANALYSIS OF LOCAL RULES RELATING TO MONEYLINE 2004 MOTION (.2); PREPARE CORRESPONDENCE TO J. FREDERICKS REGARDING LOCAL RULES IN CONNECTION WITH MONEYLINE 2004 MOTION (.1); REVIEW OF EMAIL FROM T. AHTO REGARDING AGILERA COMPLAINT (.2); CONTINUE WORK ON PREPARING AGILERA COMPLAINT (1.2); WORK ON MATTERS RELATING TO FILING COMPLAINT AND RELATED FILINGS AND DOCUMENTS (.3); CONTINUE WORK ON PREPARING CIVIL COVER SHEET IN CONNECTION WITH FILING THE AGILERA COMPLAINT (.2); OBTAIN INFORMATION RELATING TO SERVICE OF PROCESS ON AGILERA (.2); PREPARE SUMMONS AGAINST AGILERA (.3); REVIEW OF LOCAL COURT RULES AND BANKRUPTCY RULES REGARDING APPEARANCES IN ADVERSARY PROCEEDINGS IN CONNECTION WITH AGILERA DISPUTE (.2); REVIEW OF MULTIPLE EMAILS FROM COMDISCO RELATING TO FACTUAL ALLEGATIONS IN COMPLAINT (.4); CONTINUE REVIEW AND ANALYSIS OF LEASING DOCUMENTS IN CONNECTION WITH PREPARING AGILERA COMPLAINT (.3); PREPARE MULTIPLE CORRESPONDENCE TO COMDISCO AND J. FREDERICKS REGARDING AGILERA COMPLAINT (.2).

ROHLFSEN RJ

05/12/02

0.20

REVIEW OF SECRETARY OF STATE WEBSITE IN CONNECTION WITH SERVICE OF PROCESS ISSUES RELATING TO AGILERA ADVERSARY PROCEEDING (.2).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

ROHLFSEN RJ	05/13/02	4.30	FINALIZE COMPLAINT IN CONNECTION WITH AGILERA DISPUTE (1.3); REVIEW AND ANALYSIS OF MULTIPLE CORRESPONDENCE FROM, AND PREPARE MULTIPLE CORRESPONDENCE TO, J. FREDERICKS IN CONNECTION WITH AGILERA FILING (.4); FINALIZE REGISTERED AGENT AND SERVICE OF PROCESS ISSUES IN CONNECTION WITH AGILERA DISPUTE (.3); FINALIZE CIVIL COVER SHEET IN CONNECTION WITH AGILERA DISPUTE (.2); FINALIZE SUMMONS IN CONNECTION WITH AGILERA DISPUTE (.2); PREPARE CORRESPONDENCE TO T. AHTO AND V. HANNA REGARDING AGILERA DISPUTE (.1); REVIEW AND ANALYSIS OF MATERIALS RELATING TO APPLICAST BANKRUPTCY (.2); COORDINATE FILING AND SERVICE OF AGILERA COMPLAINT (1.6).
ROHLFSEN RJ	05/14/02	0.60	MEETING REGARDING CASE STATUS AND STRATEGY, AND OUTLINE RESPONSE TIMES IN CONNECTION WITH AGILERA COMPLAINT (.2); REVIEW AND ANALYSIS OF LOCAL RULES AND GENERAL FEDERAL RULES REGARDING ADVERSARY COMPLAINT PROCEEDING AND JURISDICTIONAL ISSUES (.4).
ROHLFSEN RJ	05/15/02	0.20	PREPARE CORRESPONDENCE TO L. BASS REGARDING AGILERA SUMMONS (.2).
ROHLFSEN RJ	05/16/02	0.10	REVIEW OF CORRESPONDENCE RELATING TO SUMMONS IN CONNECTION WITH AGILERA DISPUTE (.1).
ROHLFSEN RJ	05/19/02	0.40	PREPARE MULTIPLE CORRESPONDENCE TO J. FREDERICKS REGARDING MONEYLENE 2004 MOTION (.3); REVIEW AND ANALYSIS OF CORRESPONDENCE FROM J. FREDERICKS REGARDING SAME (.1).
ROHLFSEN RJ	05/23/02	0.20	ATTENTION TO FILE REGARDING STATUS OF AGILERA LITIGATION AND SETTLEMENT TALKS, AND PREPARE CORRESPONDENCE TO J. FREDERICKS REGARDING SAME (.2).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

ROHLFSEN RJ

05/31/02

7.70

CONTINUE REVIEW AND ANALYSIS OF DOCUMENTS IN PREPARATION FOR DISCOVERY AND TRIAL IN FTC DISPUTE, AND CONTINUE PREPARING DOCUMENT CHRONOLOGY REGARDING SAME (4.4); CONTINUE REVIEW AND ANALYSIS OF CONTRACTS IN CONNECTION WITH REVENUE ANALYSIS (.4); CONTINUE WORK ON PREPARING RESPONSE TO J. WIDMAN LETTER REGARDING CONTRACT ISSUES (.3); DISCUSSION WITH B. JOHNSON REGARDING FTC RELATIONSHIP AND BANK OF AMERICA AND PREPARE MEMORANDUM REGARDING SAME (1.2); DISCUSSION WITH V. FRICAS REGARDING BANK OF AMERICA CONTRACT IN CONNECTION WITH FTC DISPUTE AND PREPARE MEMORANDUM REGARDING SAME (.4); DISCUSSION WITH T. EDGE REGARDING FTC DISPUTE AND DISCOVERY MATTERS (.4); REVIEW AND ANALYSIS OF DEPOSITION NOTICE BY FTC (.2); PREPARE CORRESPONDENCE TO A. GUON, COUNSEL FOR FTC REGARDING DEPOSITION NOTICE (.2); DISCUSSION WITH T. OSBURN REGARDING COMDISCO CONTRACTS IN CONNECTION WITH FTC DISPUTE (.2).

28.70

Total Associate

28.70

MATTER TOTAL

41.40

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Comdisco, Inc. (DIP)  
Litigation (General)

Bill Date: 06/30/02  
Bill Number: 921074

Disbursement	Date	Vendor/Employee	Amount
In-house Reproduction	05/03/02	Copy Center, D	0.10
In-house Reproduction	05/07/02	Copy Center, D	3.10
In-house Reproduction	05/10/02	Copy Center, D	197.53
In-house Reproduction	05/14/02	Copy Center, D	0.10
In-house Reproduction	05/17/02	Copy Center, D	2.20
In-house Reproduction	05/24/02	Copy Center, D	77.67
In-house Reproduction	05/31/02	Copy Center, D	0.30
<b>TOTAL IN-HOUSE REPRODUCTION</b>			<b>\$281.00</b>
Telephone Expense	05/31/02	Telecommunications, D	4.00
<b>TOTAL TELEPHONE EXPENSE</b>			<b>\$4.00</b>
Non-standard/Outside Reproduction	01/22/02	Litigation-General, Dikon Document Services	2103.00
<b>TOTAL NON-STANDARD/OUTSIDE REPRODUCTION</b>			<b>\$2,103.00</b>
Lexis/Nexis	05/09/02	Saindon SR	43.00
<b>TOTAL LEXIS/NEXIS</b>			<b>\$43.00</b>
Westlaw	05/01/02	Rohlfesen RJ	33.55
Westlaw	05/05/02	Rohlfesen RJ	64.76
Westlaw	05/06/02	Rohlfesen RJ	232.98
Westlaw	05/10/02	Rohlfesen RJ	3.71
<b>TOTAL WESTLAW</b>			<b>\$335.00</b>
Filing/Court Fees	05/09/02	Corporate RestructuringSasm&F Chicago	150.00
<b>TOTAL FILING/COURT FEES</b>			<b>\$150.00</b>
Messengers/ Courier	05/13/02	Database, Car, Courier, Air Dept	8.82
Messengers/ Courier	05/13/02	Database, Car, Courier, Air Dept	8.82
Messengers/ Courier	05/13/02	Database, Car, Courier, Air Dept	8.82
Messengers/ Courier	05/15/02	Database, Car, Courier, Air Dept	7.54



**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

<b>Disbursement</b>	<b>Date</b>	<b>Vendor/Employee</b>	<b>Amount</b>
		<b>TOTAL MESSENGERS/ COURIER</b>	<b>\$34.00</b>
<b>CLR/Disclosure</b>	<b>05/17/02</b>	<b>Office Admin, D</b>	<b>116.00</b>
		<b>TOTAL CLR/DISCLOSURE</b>	<b>\$116.00</b>
		<b>TOTAL MATTER</b>	<b>\$3,066.00</b>

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Bill Date: 07/31/02  
Bill Number: 923588

Comdisco, Inc. (DIP)  
Litigation (General)

NAME	DATE	HOURS	DESCRIPTION
KIPP MR	06/13/02	1.00	ATTENTION TO COMMUNICATIONS FROM MONEYLINE REGARDING SETTLEMENT DISCUSSIONS (.7); TELECONFERENCE WITH J. FREDERICKS ABOUT SAME (.3).
KIPP MR	06/14/02	5.20	REVIEW COMDISCO'S MEMORANDUM IN SUPPORT OF ITS MOTION FOR SUMMARY JUDGMENT AGAINST NEW CENTURY AND REVIEW NEW CENTURY'S RESPONSE (2.2); TELECONFERENCE WITH R. LACKEY, F. ZIEGLER, AND D. CLANCY ABOUT SAME (.7); ATTENTION TO M. FAZIO'S MOTION TO COMPEL PAYMENT OF AMOUNTS DUE UNDER EMPLOYMENT AGREEMENT (1.5); REVIEW SETTLEMENT PROPOSAL TO AGILERA (.8).
KIPP MR	06/19/02	1.80	ATTENTION TO SETTLEMENT PROPOSAL BY COMDISCO TO AGILERA (1.0); ATTENTION TO INTERVIEW OF M. FAZIO NEXT WEEK (.8).
KIPP MR	06/21/02	2.50	REVIEW AGILERA'S MOTION FOR AN EXTENSION OF TIME TO ANSWER OR OTHERWISE PLEAD (.5); COMMUNICATE WITH J. FREDERICKS ABOUT SAME (.3); REVIEW CORRESPONDENCE FROM J. FREDERICKS (.2); ATTENTION TO WEDNESDAY'S INTERVIEW OF M. FAZIO (1.5).
		10.50	
		10.50	
<b>Total Partner</b>			
CLANCY DS	06/10/02	0.30	CONFERENCE WITH F. ZIEGLER RE BANKRUPTCY STRATEGY; WITH C. PANAJOKI RE SAME (.3).
CLANCY DS	06/11/02	1.10	REVIEW SUMMARY JUDGMENT MATERIALS; ASSOCIATED MEMORANDUM (1.1).
CLANCY DS	06/12/02	0.50	CONFERENCE WITH F. ZIEGLER RE STRATEGY CALL; GATHER MATERIALS RE SAME (.5).
CLANCY DS	06/13/02	1.10	OBTAIN, REVIEW MATERIALS FOR STRATEGY CALL (1.1).
CLANCY DS	06/14/02	2.20	PREPARE FOR AND PARTICIPATE IN TELECONFERENCE RE STRATEGY; WORK RE OBTAINING RELEVANT PRECEDENT FOR DAMAGE BRIEF (2.2).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

		5.20	
MURPHY MM	06/04/02	1.30	REVIEW 2004 MOTION (.8); STRATEGIZE RE: PROTECTIVE ORDER MOTION (.5).
MURPHY MM	06/06/02	1.40	FINALIZE 2004 MOTION FOR FILING (1.1); BEGIN PREPARING EXHIBITS FOR PROTECTIVE ORDER MOTION (.3).
MURPHY MM	06/13/02	0.50	ATTEND TO ISSUES RE: ADULERA (.5).
MURPHY MM	06/17/02	2.10	STRATEGIZE RE: PROTECTIVE ORDER MOTION AGAINST THE EQUITY COMMITTEE (.1); ATTENTION TO ISSUES RE: BRANDYWINE (.4); WORK ON STIPULATION AND AGREED ORDER WITH WATER TOWER CAPITAL AND RELATED ISSUES THERETO (1.3); ADDRESS ISSUES RE: AGILERA (.3).
		5.30	
ROHLFSEN RJ	06/03/02	0.20	ATTENTION TO AGILERA CASE REGARDING STATUS OF SETTLEMENT AND FILINGS, AND REVIEW FEDERAL RULES REGARDING SAME (.2).
ROHLFSEN RJ	06/04/02	3.10	BEGIN PREPARING 2004 MOTION IN CONNECTION WITH MONEYLINE DISPUTE (1.8); REVIEW AND ANALYSIS OF BANKRUPTCY RULES AND CASE LAW REGARDING 2004 MOTIONS (.5); PREPARE MEMORANDA REGARDING MONEYLINE 2004 MOTION (.2); REVIEW MULTIPLE CORRESPONDENCE FROM, AND PREPARE MULTIPLE CORRESPONDENCE TO J. FREDERICKS, REGARDING MONEYLINE 2004 MOTION (.3); REVIEW MULTIPLE CORRESPONDENCE FROM, AND PREPARE MULTIPLE CORRESPONDENCE TO, A. DUANEJAK REGARDING MONEYLINE 2004 MOTION (.3).
ROHLFSEN RJ	06/05/02	1.00	REVIEW AND ANALYSIS OF MULTIPLE CORRESPONDENCE REGARDING MONEYLINE DISPUTE AND RULE 2004 MOTION, AND PREPARE MULTIPLE CORRESPONDENCE REGARDING SAME (.4); CONTINUE WORK ON RULE 2004 MOTION (.6).
ROHLFSEN RJ	06/06/02	0.20	CONTINUE WORK ON MONEYLINE 2004 MOTION AND PREPARE CORRESPONDENCE REGARDING SAME (.2).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

ROHLFSEN RJ	06/10/02	8.50	REVIEW AND PREPARE MULTIPLE MEMORANDA RELATING TO MONEYLINE 2004 MOTION (.3); CONTINUE WORK ON RESOLUTION OF ALL CLAIMS IN CONNECTION WITH FTC DISPUTE (.6); BEGIN PREPARING STIPULATION AND ORDER REGARDING SETTLEMENT OF CLAIMS (1.5); MULTIPLE DISCUSSIONS WITH A. GUON REGARDING DRAFTING OF SETTLEMENT AGREEMENT AND PROPOSED LANGUAGE (.4); DISCUSSION WITH A. PLATE REGARDING SETTLEMENT AND DISCOVERY ISSUES IN CONNECTION WITH FTC DISPUTE (.2); BEGIN WORK ON PREPARING SETTLEMENT AGREEMENT IN CONNECTION WITH RESOLUTION OF CLAIMS IN FTC DISPUTE (2.6); BEGIN PREPARING MOTION TO APPROVE SETTLEMENT AGREEMENT IN CONNECTION WITH SAME (1.8); BEGIN PREPARING ORDER ON MOTION TO APPROVE SETTLEMENT AGREEMENT (.4); BEGIN PREPARING MOTION TO SHORTEN NOTICE IN CONNECTION WITH FTC SETTLEMENT AGREEMENT (.6); BEGIN PREPARING ORDER AND MOTION TO SHORTEN NOTICE (.3).
ROHLFSEN RJ	06/11/02	0.50	REVIEW OF MEMORANDA RELATING TO UPCOMING OMNIBUS HEARING IN CONNECTION WITH MONEYLINE 2004 MOTION (.1); DISCUSSION WITH J. FREDERICKS REGARDING AGILERA STATUS HEARING, AND PREPARE MULTIPLE MEMORANDA REGARDING SAME (.4).
ROHLFSEN RJ	06/12/02	0.60	REVIEW AND ANALYSIS OF CORRESPONDENCE FROM AGILERA'S COUNSEL REGARDING STATUS HEARING AND ANSWER DATE, AND WORK ON ISSUES REGARDING THE SAME (.3); PREPARE CORRESPONDENCE TO J. FREDERICKS REGARDING STATUS OF AGILERA (.1); PREPARE MEMORANDUM REGARDINGSAME (.2)
ROHLFSEN RJ	06/13/02	1.00	REVIEW OF CORRESPONDENCE REGARDING WITHDRAWAL OF APPEARANCES (.2); REVIEW AND ANALYSIS OF MULTIPLE MEMORANDUM IN CONNECTION WITH MONEYLINE DISPUTE (.2); REVIEW AND PREPARE MULTIPLE MEMORANDUM RELATING TO STATUS HEARING AND CASE STRATEGY IN CONNECTION WITH AGILERA ADVERSARY PROCEEDING (.4); DISCUSSION WITH L. BASS REGARDING AGILERA STATUS HEARING AND PLEADING DEADLINES (.2).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

ROHLFSEN RJ	06/14/02	0.20	REVIEW AND ANALYSIS OF MULTIPLE CORRESPONDENCE RELATING TO AGILERA ADVERSARY PROCEEDING AND POSSIBLE SETTLEMENT (.2).
ROHLFSEN RJ	06/17/02	0.30	ATTENTION TO MONEYLINE DISPUTE IN CONNECTION WITH PREPARING FOR UPCOMING OMNIBUS HEARING, AND PREPARE AND REVIEW MEMORANDA REGARDING SAME (.3).
ROHLFSEN RJ	06/18/02	0.50	PREPARE CORRESPONDENCE TO J. FREDERICKS REGARDING PROPOSAL BY AGILERA IN CONNECTION WITH AGILERA DISPUTE (.2); DISCUSSION WITH L. BASS REGARDING RESPONSIVE PLEADINGS TO COMPLAINT (.2); PREPARE CORRESPONDENCE TO J. FREDERICKS REGARDING STATUS OF AGILERA AND MONEYLINE DISPUTES IN CONNECTION WITH OMNIBUS HEARING (.1).
ROHLFSEN RJ	06/19/02	0.30	REVIEW AND ANALYSIS OF CORRESPONDENCE FROM J. FREDERICKS REGARDING STATUS OF AGILERA DISPUTE AND DEFENDANT'S REQUEST FOR ADDITIONAL TIME (.2); REVIEW OF CORRESPONDENCE REGARDING SAME (.1).
ROHLFSEN RJ	06/21/02	1.00	REVIEW OF CORRESPONDENCE FROM J. FREDERICKS REGARDING AGILERA DISPUTE (.2); PREPARE MEMORANDA RELATING TO STRATEGY IN CONNECTION WITH AGILERA DISPUTE (.2); REVIEW AND ANALYSIS OF MOTION FILED BY AGILERA REQUESTING ADDITIONAL TIME IN CONNECTION WITH SETTLEMENT (.3); REVIEW OF CORRESPONDENCE REGARDING RESPONSE TO AGILERA MOTION (.1); REVIEW AND ANALYSIS OF CORRESPONDENCE FROM J. FREDERICKS TO AGILERA REGARDING SETTLEMENT AND PLEADING ISSUES (.2).
ROHLFSEN RJ	06/27/02	0.50	REVIEW AND ANALYSIS OF MULTIPLE MEMORANDA RELATING TO STATUS OF AGILERA DISPUTE (.3); REVIEW AND ANALYSIS OF CORRESPONDENCE FROM J. FREDRICKS REGARDING SETTLEMENT DISCUSSIONS WITH DEFENDANT (.2).
		17.90	
		28.40	
<b>Total Associate</b>		<b>38.90</b>	
<b>MATTER TOTAL</b>		<b><u>38.90</u></b>	

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Comdisco, Inc. (DIP)  
Litigation (General)

Bill Date: 07/31/02  
Bill Number: 923588

Disbursement	Date	Vendor/Employee	Amount
Air travel - vendor feed	06/06/02	Panagakis GN	1481.67
Air travel - vendor feed	06/26/02	Kipp MR	1481.67
Air travel - vendor feed	06/26/02	Panagakis GN	1481.66
<b>TOTAL AIR TRAVEL - VENDOR FEED</b>			<b>\$4,445.00</b>
In-house Reproduction	06/14/02	Copy Center, D	2.30
In-house Reproduction	06/18/02	Copy Center, D	11.31
In-house Reproduction	06/21/02	Copy Center, D	8.31
In-house Reproduction	06/25/02	Copy Center, D	623.08
<b>TOTAL IN-HOUSE REPRODUCTION</b>			<b>\$645.00</b>
Telephone Expense	06/28/02	Telecommunications, D	0.03
Telephone Expense	06/28/02	Telecommunications, D	0.07
Telephone Expense	06/28/02	Telecommunications, D	0.21
Telephone Expense	06/28/02	Telecommunications, D	0.96
Telephone Expense	06/28/02	Telecommunications, D	1.03
Telephone Expense	06/28/02	Telecommunications, D	41.70
<b>TOTAL TELEPHONE EXPENSE</b>			<b>\$44.00</b>
Lexis/Nexis	06/21/02	Fieberg WR	141.00
<b>TOTAL LEXIS/NEXIS</b>			<b>\$141.00</b>
Westlaw	06/20/02	Fieberg WR	89.05
Westlaw	06/20/02	Fieberg WR	171.12
Westlaw	06/21/02	Fieberg WR	7.41
Westlaw	06/21/02	Fieberg WR	111.42
<b>TOTAL WESTLAW</b>			<b>\$379.00</b>
<b>TOTAL MATTER</b>			<b>\$5,654.00</b>

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Comdisco, Inc. (DIP)  
Litigation (General)

Bill Date: 08/31/02  
Bill Number: 927469

NAME	DATE	HOURS	DESCRIPTION
KIPP MR	08/12/02	1.20	ATTENTION TO GALIETTA RESPONSE BRIEF (1.2).
		1.20	
Total Partner		1.20	
MATTER TOTAL		<u>1.20</u>	

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Comdisco, Inc. (DIP)  
Litigation (General)

Bill Date: 08/31/02  
Bill Number: 927469

Disbursement	Date	Vendor/Employee	Amount
In-house Reproduction	08/02/02	Copy Center, D	16.61
In-house Reproduction	08/06/02	Copy Center, D	15.71
In-house Reproduction	08/09/02	Copy Center, D	22.68
		<b>TOTAL IN-HOUSE REPRODUCTION</b>	<b>\$55.00</b>
		<b>TOTAL MATTER</b>	<b>\$55.00</b>



IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE NORTHERN DISTRICT OF ILLINOIS  
EASTERN DIVISION

-----X  
In re: : Case No. 01-24795  
: (Jointly Administered)  
COMDISCO, INC. :  
: Chapter 11  
et al. :  
: Hon. Ronald Barliant  
Debtors. :  
-----X

EXHIBIT D-21  
EXECUTORY CONTRACTS / PERSONALTY  
351.1 HOURS

SKADDEN, ARPS, SLATE, MEAGHER & FLOM (ILLINOIS)  
333 West Wacker Drive  
Chicago, Illinois 60606-1285

and

SKADDEN, ARPS, SLATE, MEAGHER & FLOM, LLP  
Four Times Square  
New York, NY 10036

**EXHIBIT 21**

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Comdisco, Inc. (DIP)  
Executory Contracts/Personalty

Bill Date: 05/20/02  
Bill Number: 917155

NAME	DATE	HOURS	DESCRIPTION
PERLMAN F	04/04/02	0.30	REVIEW MOTION TO REJECT LEASES (.3).
PERLMAN F	04/04/02	0.40	REVIEW MOTION TO REJECT EXECUTORY CONTRACTS (.4).
PERLMAN F	04/05/02	0.70	ATTENTION TO LEASE PROCEDURES MOTION (.7).
PERLMAN F	04/06/02	0.70	REVIEW AND REVISE LEASE REJECTION PROCEDURES MOTION (.7).
PERLMAN F	04/07/02	0.30	ATTENTION TO LEASE REJECTION PROCEDURES MOTION (.3).
PERLMAN F	04/08/02	0.60	FINALIZE LEASE REJECTION MOTION (.6).
PERLMAN F	04/13/02	0.80	REVIEW AND REVISE PROFFER ON DE MINIMUS LEASE REJECTION (.4); REVIEW AND REVISE CONTRACT REJECTION PROFFER (.4).
		3.80	
<b>Total Partner</b>		3.80	
HARRINGTON JS	04/01/02	0.70	REVIEWING EXECUTORY CONTRACT WITH SIEMENS TO BE REJECTED (.4); DRAFTING MOTION TO REJECT SAME (.3).
HARRINGTON JS	04/02/02	2.90	CONTINUE WORK ON MOTION AND ORDER TO REJECT EXECUTORY CONTRACT WITH SIEMENS (1.4); PREPARING PROFFER FOR SAME (1.5).
HARRINGTON JS	04/03/02	1.50	CONTINUE WORK ON MOTION AND ORDER TO REJECT EXECUTORY CONTRACT WITH SIEMENS (1.4); TELECONFERENCE WITH T. LANGEFELD RE: SAME (.1).
HARRINGTON JS	04/04/02	2.40	CONTINUE DRAFTING AND REVISIONS TO MOTION AND PROPOSED ORDER FOR MOTION TO REJECT EXECUTORY CONTRACT WITH SIEMENS (1.7); DRAFTING PROFFER FOR SAME (.6); TELECONFERENCE WITH T. LANGEFELD RE: SAME (.1).
HARRINGTON JS	04/05/02	1.70	FINAL REVISIONS TO MOTION AND ORDER TO MOTION AND ORDER TO REJECT SIEMENS CONTRACT (.9); REVIEW SGI CONTRACT (.8).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

HARRINGTON JS	04/08/02	1.70	CONTINUED ATTENTION TO PROFFER FOR SIEMENS REJECTION MOTION (1.5); TELECONFERENCE WITH T. LANGEFELD RE: SAME (.2).
HARRINGTON JS	04/09/02	0.90	FINALIZE PROFFER FOR SIEMENS' REJECTION MOTION (.9).
HARRINGTON JS	04/15/02	0.20	FINAL REVISIONS TO SIEMENS REJECTION MOTION PROFFER (.2).
HARRINGTON JS	04/23/02	0.20	TELECONFERENCES WITH K. GARTSKA RE: CONTRACTS TO BE REJECTED (.2).
HARRINGTON JS	04/24/02	1.60	DRAFT REJECTION NOTICE FOR HONEYWELL CONTRACT (1.6).
		<b>13.80</b>	
MURPHY MM	04/02/02	0.40	TELECONFERENCE WITH T. LANGAFELD RE: CUSTOMER CONTRACT (.4).
MURPHY MM	04/08/02	3.80	FINALIZE MOTION AND ORDER RE: REJECTION OF DE MINIMIS LEASES (3.8).
MURPHY MM	04/11/02	1.20	MEET WITH T. LANGAFELD RE: EXECUTORY CONTRACT (.4) AND STRATEGIZE RE: RESOLVING OPEN ISSUES BETWEEN COMDISCO AND CUSTOMER (.8).
MURPHY MM	04/12/02	1.70	DRAFT SCRIPT AND PROFFER FOR MOTION TO REJECT DE MINIMIS LEASES (1.7).
MURPHY MM	04/15/02	1.10	REVISE SCRIPT AND ORDER RE: REJECTION OF DE MINIMIS LEASES (1.1).
MURPHY MM	04/23/02	1.20	STRATEGIZE RE: REJECTION OF TWO EXECUTORY CONTRACTS (1.2).
MURPHY MM	04/24/02	0.40	DRAFT NOTICE OF REJECTION (.4).
MURPHY MM	04/30/02	2.30	ATTENTION TO ISSUES RE: BRANDYWINE MOTION TO COMPEL PAYMENT OF POSTPETITION RENT (2.3).
		<b>12.10</b>	
<b>Total Associate</b>		<b>25.90</b>	

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

ROSI DA	04/08/02	1.90	PREPARE EXCEL SERVICE LISTS FOR BATCH PROCESSING, EDIT/REVISE SUCH LISTS AND COMPLETE PREPARATION OF OVERNIGHT MAIL SHIPPING LOG RE MOTION TO REJECT EXECUTORY CONTRACTS WITH SIEMANS MEDIAL SYSTEMS AND MOTION TO EXTEND EXCLUSIVITY (.5); PREPARE AND ASSEMBLE DOCUMENTS FOR DISTRIBUTION/MAILING RE MOTION TO REJECT EXECUTORY CONTRACTS WITH SIEMANS MEDIAL SYSTEMS AND MOTION TO EXTEND EXCLUSIVITY (1.4).
		1.90	
Total Legal Assist Support		1.90	
<b>MATTER TOTAL</b>		<b><u>31.60</u></b>	

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Comdisco, Inc. (DIP)  
Executory Contracts/Personalty

Bill Date: 05/20/02  
Bill Number: 917155

Disbursement	Date	Vendor/Employee	Amount
Telephone Expense	04/26/02	Telecommunications, D	0.14
Telephone Expense	04/26/02	Telecommunications, D	0.16
Telephone Expense	04/26/02	Telecommunications, D	0.65
Telephone Expense	04/26/02	Telecommunications, D	16.05
		<b>TOTAL TELEPHONE EXPENSE</b>	<b>\$17.00</b>
Outside Research/Internet Services	04/10/02	Corporate RestructuringPacer Service Center	3.00
		<b>TOTAL OUTSIDE RESEARCH/INTERNET SERVICES</b>	<b>\$3.00</b>
		<b>TOTAL MATTER</b>	<b>\$20.00</b>

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Comdisco, Inc. (DIP)  
Executory Contracts/Personalty

Bill Date: 06/30/02  
Bill Number: 921074

NAME	DATE	HOURS	DESCRIPTION
HARRINGTON JS	05/02/02	2.30	DRAFT MOTION AND ORDER FOR REJECTION OF EXECUTORY CONTRACT WITH SGI (2.2); TELECONFERENCE WITH K. GARTSKA RE: REJECTION NOTICE (.1).
HARRINGTON JS	05/08/02	1.40	FINALIZE SGI REJECTION MOTION AND ORDER (1.4).
HARRINGTON JS	05/13/02	0.90	CHANGES TO MOTION TO REJECT SGI (.8); TELECONFERENCE WITH K. GATSKA RE: SAME (.1).
HARRINGTON JS	05/16/02	0.60	FINALIZE AND FILE MOTION TO REJECT EXECUTORY CONTRACT WITH SGI (.6).
HARRINGTON JS	05/24/02	1.30	RESOLVE POTENTIAL OBJECTION TO MOTION TO REJECT EXECUTORY CONTRACT WITH SGI (1.1); TELECONFERENCES WITH A. WARREN RE: SAME (.2).
HARRINGTON JS	05/28/02	0.90	FINALIZE RESOLUTION TO SGI EXECUTORY CONTRACT REJECTION (.8); TELECONFERENCE WITH A. WARREN RE: SAME (.1).
		7.40	
<b>Total Associate</b>		7.40	
ORKISZ A	05/16/02	1.70	PREPARE AND ASSEMBLE DOCUMENTS FOR DISTRIBUTION/MAILING RE MOTION AUTHORIZING REJECTION OF A CERTAIN EXECUTORY CONTRACT WITH SILICON GRAPHICS TO MASTER SERVICE LIST AND NOTICE OF MOTION TO 2002 SERVICE LIST (1.7).
		1.70	

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

WORSHECK TM	05/16/02	2.60	PREPARE EXCEL SERVICE LISTS FOR BATCH PROCESSING, EDIT/REVISE SUCH LISTS AND COMPLETE PREPARATION OF OVERNIGHT MAIL SHIPPING LOG RE MOTION AUTHORIZING REJECTION OF A CERTAIN EXECUTORY CONTRACT WITH SILICON GRAPHICS TO MASTER SERVICE LIST AND NOTICES OF MOTION TO 2002 SERVICE LIST (1.3); PREPARE EXCEL SERVICE LISTS FOR BATCH PROCESSING, EDIT/REVISE SUCH LISTS AND COMPLETE PREPARATIONS OF OVERNIGHT MAIL SHIPPING LOG RE MOTION EXPUNGING ENTRY NUMBER 1995 FROM THE DOCKET TO MASTER SERVICE LIST (1.3).
		2.60	
Total Legal Assist Support		4.30	
MATTER TOTAL		<u>11.70</u>	

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

**Comdisco, Inc. (DIP)  
Executory Contracts/Personalty**

**Bill Date: 06/30/02  
Bill Number: 921074**

<b>Disbursement</b>	<b>Date</b>	<b>Vendor/Employee</b>	<b>Amount</b>
In-house Reproduction	05/17/02	Copy Center, D	65.06
In-house Reproduction	05/21/02	Copy Center, D	140.12
In-house Reproduction	05/31/02	Copy Center, D	19.82
<b>TOTAL IN-HOUSE REPRODUCTION</b>			<b>\$225.00</b>
Telephone Expense	05/31/02	Telecommunications, D	0.02
Telephone Expense	05/31/02	Telecommunications, D	0.11
Telephone Expense	05/31/02	Telecommunications, D	0.12
Telephone Expense	05/31/02	Telecommunications, D	0.21
Telephone Expense	05/31/02	Telecommunications, D	5.54
<b>TOTAL TELEPHONE EXPENSE</b>			<b>\$6.00</b>
Messengers/ Courier	05/18/02	Corporate RestructuringUnited Parcel Service	8.00
<b>TOTAL MESSENGERS/ COURIER</b>			<b>\$8.00</b>
<b>TOTAL MATTER</b>			<b>\$239.00</b>



IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE NORTHERN DISTRICT OF ILLINOIS  
EASTERN DIVISION

-----X  
In re: : Case No. 01-24795  
: (Jointly Administered)  
COMDISCO, INC. :  
: Chapter 11  
et al. :  
: Hon. Ronald Barliant  
Debtors. :  
-----X

EXHIBIT D-22  
LITIGATION (INSURANCE RECOVERY)  
251.8 HOURS

SKADDEN, ARPS, SLATE, MEAGHER & FLOM (ILLINOIS)  
333 West Wacker Drive  
Chicago, Illinois 60606-1285

and

SKADDEN, ARPS, SLATE, MEAGHER & FLOM, LLP  
Four Times Square  
New York, NY 10036

**EXHIBIT 22**

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Comdisco, Inc. (DIP)  
Litigation (Insurance Recovery)

Bill Date: 06/30/02  
Bill Number: 921074

NAME	DATE	HOURS	DESCRIPTION
PANAGAKIS GN	05/14/02	1.40	ATTENTION TO STRATEGIES FOR POTENTIAL RESOLUTION OF CLASS ACTION LITIGATION (1.4).
		1.40	
PERLMAN F	05/14/02	1.00	ATTENTION TO SECURITIES LITIGATION (1.0).
		1.00	
<b>Total Partner</b>		<b>2.40</b>	
ROHLFSEN RJ	05/03/02	0.40	DISCUSSION WITH L. COBERLY REGARDING SECURITIES LITIGATION AND COMDISCO'S PLAN OF REORGANIZATION, AND PREPARE CORRESPONDENCE TO L. COBERLY REGARDING SAME (.4).
ROHLFSEN RJ	05/06/02	0.20	PREPARE MEMORANDUM REGARDING DISCUSSIONS WITH OPPOSING COUNSEL AND STRATEGY IN RELATION TO MOSER APPEAL (.2).
ROHLFSEN RJ	05/07/02	0.40	REVIEW AND ANALYSIS OF COURT ORDER REGARDING STATUS HEARING IN MOSER APPEAL AND PREPARE MEMORANDUM REGARDING SAME (.2); PREPARE CORRESPONDENCE TO L. COBERLY REGARDING MOSER APPEAL, AND REVIEW CORRESPONDENCE REGARDING SAME (.2).
ROHLFSEN RJ	05/17/02	0.90	DISCUSSION WITH J. STOLL REGARDING SECURITIES LITIGATION MATTERS (.2); REVIEW AND ANALYSIS OF DOCKETING MATERIALS AND BEGIN COMPILING SECURITIES MATERIALS AT REQUEST OF J. STOLL (.7).
ROHLFSEN RJ	05/20/02	0.30	REVIEW OF INSURANCE MATERIALS IN CONNECTION WITH REQUESTS BY THE EQUITY COMMITTEE FOR INSURANCE COVERAGE BY THE DEBTORS IN CONNECTION WITH SECURITIES LITIGATION (.3).

EXHIBIT 99

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

ROHLFSEN RJ	05/21/02	0.50	PREPARE CORRESPONDENCE TO J. STOLL REGARDING SECURITIES LITIGATION PLEADINGS (.2); CONTINUE GATHERING MATERIALS RELATING TO SECURITIES CLASS ACTION LITIGATION IN CONNECTION WITH EQUITY COMMITTEE'S REQUEST FOR SAME (.3).
ROHLFSEN RJ	05/22/02	0.20	REVIEW OF MESSENGER DELIVERY REGARDING SECURITIES CLASS ACTION LITIGATION PLEADINGS, AND PREPARE CORRESPONDENCE REGARDING SAME (.2).
		2.90	
<b>Total Associate</b>		2.90	
<b>MATTER TOTAL</b>		<u>5.30</u>	

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Comdisco, Inc. (DIP)  
Litigation (Insurance Recovery)

Bill Date: 06/30/02  
Bill Number: 921074

Disbursement	Date	Vendor/Employee	Amount
In-house Reproduction	05/21/02	Copy Center, D	390.30
In-house Reproduction	05/24/02	Copy Center, D	2.70
		<b>TOTAL IN-HOUSE REPRODUCTION</b>	<b>\$393.00</b>
Outside Research/Internet Services	04/30/02	Corporate RestructuringCourtExpress.C om	28.00
		<b>TOTAL OUTSIDE RESEARCH/INTERNET SERVICES</b>	<b>\$28.00</b>
		<b>TOTAL MATTER</b>	<b>\$421.00</b>

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Comdisco, Inc. (DIP)  
Litigation (Insurance Recovery)

Bill Date: 07/31/02  
Bill Number: 923588

NAME	DATE	HOURS	DESCRIPTION
CONNORS CP	06/07/02	0.80	DRAFTING APPEARANCE IN APPEAL FILED BY P. MOSER (.5); AND FINALIZING APPEARANCE FOR FILING (.3).
CONNORS CP	06/10/02	0.30	ATTENTION TO FILING APPEARANCE IN APPEAL FILED BY P. MOSER (.3).
		1.10	
ROHLFSEN RJ	06/03/02	0.20	REVIEW CORRESPONDENCE FROM, AND PREPARE CORRESPONDENCE TO, L. COBERLY REGARDING SECURITIES CLASS ACTION LITIGATION STATUS HEARING (.1); REVIEW OF COURT DOCKET REGARDING STATUS HEARING (.1).
ROHLFSEN RJ	06/04/02	0.20	PREPARE MEMORANDUM REGARDING STATUS OF SECURITIES CLASS ACTION LITIGATION APPEAL (.2).
ROHLFSEN RJ	06/11/02	0.30	REVIEW OF FILING MATERIALS IN CONNECTION WITH SECURITIES CLASS ACTION LITIGATION APPELLATE PROCEEDING (.1); PREPARE FOR HEARING REGARDING SAME (.2).
ROHLFSEN RJ	06/12/02	4.70	DISCUSSION WITH A. LEVITT REGARDING STIPULATION AND AGREED ORDER IN CONNECTION WITH SECURITIES CLASS ACTION PROOFS OF CLAIMS (.4); PREPARE MULTIPLE CORRESPONDENCE TO A. LEVITT REGARDING SAME (.2); DISCUSSION WITH F. ZIEGLER REGARDING SAME (.2); REVIEW AND ANALYSIS OF DOCUMENTARY MATERIALS AND PROOFS OF CLAIM, AND BEGIN PREPARING STIPULATION AND AGREED ORDER IN CONNECTION WITH SECURITIES CLASS ACTION LITIGATION AGREEMENT (3.9).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

ROHLFSEN RJ	06/13/02	1.80	REVIEW OF COURT ORDER WITH CONNECTION WITH PLAINTIFF'S APPEAL OF LIFT STAY ORDER (.2); REVIEW AND ANALYSIS OF CORRESPONDENCE FROM COUNSEL FOR EQUITY COMMITTEE REGARDING DISCOVERY ISSUES (.2); PARTICIPATE IN MEETING REGARDING ANALYZING OF UPCOMING LITIGATION ISSUES IN CONNECTION WITH CONFIRMATION OF PLAN AND REORGANIZATION (.5); CORRESPONDENCE TO A. LEUTT REGARDING STIPULATION IN CONNECTION WITH SECURITIES CLASS ACTION PLAINTIFFS' PROOF OF CLAIM (.3); CONTINUE WORK ON PREPARING STIPULATION IN CONNECTION WITH SECURITIES CLASS ACTION PROOF OF CLAIM (.4); DISCUSSION WITH A. LEVITT REGARDING SAME (.2).
ROHLFSEN RJ	06/19/02	0.20	DISCUSSION WITH L. COBERLY REGARDING STATUS OF SECURITIES CLASS ACTION LITIGATION APPEAL (.2).
ROHLFSEN RJ	06/24/02	0.30	REVIEW OF DOCUMENTS RELATING TO SECURITIES CLASS ACTION LITIGATION APPEAL, INCLUDING ADDITIONAL DOCKETING MATERIALS (.2); REVIEW OF BANKRUPTCY CASE RULES REGARDING AUTOMATIC STAY IN CONNECTION WITH SAME (.1).
		7.70	
<b>Total Associate</b>		8.80	
<b>MATTER TOTAL</b>		<u>8.80</u>	

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE NORTHERN DISTRICT OF ILLINOIS  
EASTERN DIVISION

-----X  
In re: : Case No. 01-24795  
: (Jointly Administered)  
COMDISCO, INC. :  
: Chapter 11  
et al. :  
: Hon. Ronald Barliant  
Debtors. :  
-----X

EXHIBIT D-23  
UTILITIES  
123.8 HOURS

SKADDEN, ARPS, SLATE, MEAGHER & FLOM (ILLINOIS)

333 West Wacker Drive  
Chicago, Illinois 60606-1285

and

SKADDEN, ARPS, SLATE, MEAGHER & FLOM, LLP

Four Times Square  
New York, NY 10036

**EXHIBIT 23**

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Comdisco, Inc. (DIP)  
Utilities

Bill Date: 06/30/02  
Bill Number: 921074

NAME	DATE	HOURS	DESCRIPTION
HARRINGTON JS	05/03/02	0.60	ATTENTION TO WORLDCOM LONG DISTANCE CHARGE ISSUE (.5); TELECONFERENCE WITH K. PORT RE: SAME (.1).
HARRINGTON JS	05/08/02	0.80	WORK ON WORLDCOM ISSUE WITH RESPECT TO ALLEGED POST PETITION LONG DISTANCE CHARGES (.6); TELECONFERENCE WITH W. GORDON RE: SAME (.1); TELECONFERENCE WITH K. HERNANDEZ RE: SAME (.1).
HARRINGTON JS	05/29/02	2.70	RESOLVE XO COMMUNICATIONS INVOICING ISSUE RE: NEW JERSEY FACILITY (1.2); TELECONFERENCE WITH M. DEC RE: SAME (.2); ATTENTION TO AT&T ISSUES RELATED TO FAILURE TO WRITE DOWN PREPETITION AMOUNTS FROM INVOICES AFTER STIPULATION AGREEMENT (1.3).
		4.10	
Total Associate		4.10	
MATTER TOTAL		<u>4.10</u>	
CLIENT TOTAL		<u>3,149.20</u>	

30 JUN 2003



**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Bill Date: 07/31/02  
 Bill Number: 923588

Comdisco, Inc. (DIP)  
 Utilities

NAME	DATE	HOURS	DESCRIPTION
HARRINGTON JS	06/04/02	1.70	ATTENTION TO ISSUES RELATED TO AT&T'S FAILURE TO COMPLY WITH STIPULATION AGREEMENT AND POSSIBLE AUTOMATIC STAY VIOLATIONS (1.5); TELECONFERENCE WITH V. D'AGOSTINO RE: SAME (.1); M. DEC RE: SAME (.1).
HARRINGTON JS	06/05/02	0.50	RESOLUTION OF AT&T ISSUES WITH RESPECT TO STIPULATION AGREEMENT AND POSSIBLE STAY VIOLATIONS (.4); TELECONFERENCE WITH V. D'AGOSTINO RE: SAME (.1).
		2.20	
Total Associate		2.20	
MATTER TOTAL		<u>2.20</u>	
CLIENT TOTAL		<u>2,574.30</u>	

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Comdisco, Inc. (DIP)  
Utilities

Bill Date: 07/31/02  
Bill Number: 923588

Disbursement	Date	Vendor/Employee	Amount
Telephone Expense	06/28/02	Telecommunications, D	0.01
Telephone Expense	06/28/02	Telecommunications, D	0.01
Telephone Expense	06/28/02	Telecommunications, D	0.01
Telephone Expense	06/28/02	Telecommunications, D	0.97
		<b>TOTAL TELEPHONE EXPENSE</b>	<b>\$1.00</b>
		<b>TOTAL MATTER</b>	<b>\$1.00</b>
		<b>TOTAL CLIENT</b>	<b>\$46,321.00</b>

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE NORTHERN DISTRICT OF ILLINOIS  
EASTERN DIVISION

-----X  
In re: : Case No. 01-24795  
 : (Jointly Administered)  
COMDISCO, INC. :  
 : Chapter 11  
et al. :  
 : Hon. Ronald Barliant  
Debtors. :  
-----X

EXHIBIT D-24  
INSURANCE  
11.5 HOURS

SKADDEN, ARPS, SLATE, MEAGHER & FLOM (ILLINOIS)  
333 West Wacker Drive  
Chicago, Illinois 60606-1285

and

SKADDEN, ARPS, SLATE, MEAGHER & FLOM, LLP  
Four Times Square  
New York, NY 10036

**EXHIBIT 24**

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Comdisco, Inc. (DIP)  
Insurance

Bill Date: 06/30/02  
Bill Number: 921074

NAME	DATE	HOURS	DESCRIPTION
MURPHY MM	05/21/02	1.40	ATTENTION TO ISSUES RE: D&O INSURANCE POLICIES (1.4).
MURPHY MM	05/22/02	0.60	CONTINUED ADDRESS ISSUES RE: D&O INSURANCE POLICIES (.6).
MURPHY MM	05/24/02	1.50	TELECONFERENCE WITH M. CYBULSKI RE: D&O INSURANCE POLICIES (.3); ADDRESS ISSUES RE: D&O INSURANCE POLICIES (1.2).
MURPHY MM	05/28/02	1.30	CONTINUED ATTENTION TO ISSUES RE: D&O INSURANCE POLICIES (1.3).
		4.80	
STUART NL	05/29/02	3.00	REVIEW OF D&O INSURANCE POLICIES (3.0).
		3.00	
Total Associate		7.80	
MATTER TOTAL		<u>7.80</u>	

46 189

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Bill Date: 07/31/02  
Bill Number: 923588

Comdisco, Inc. (DIP)  
Insurance

NAME	DATE	HOURS	DESCRIPTION
PANAGAKIS GN	06/11/02	0.60	ATTENTION TO CONTINUING INSURANCE COVERAGE MATTERS (.6).
PANAGAKIS GN	06/12/02	1.00	ATTENTION TO INSURANCE COVERAGE MATTERS (1.0).
		1.60	
<b>Total Partner</b>		1.60	
MURPHY MM	06/05/02	0.80	ATTENTION TO ISSUES RE: D&O INSURANCE POLICIES (.8).
MURPHY MM	06/06/02	1.30	CONTINUED ATTENTION TO ISSUES RE: D&O INSURANCE POLICIES (1.3).
		2.10	
<b>Total Associate</b>		2.10	
<b>MATTER TOTAL</b>		<u>3.70</u>	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Comdisco, Inc. (DIP)  
Insurance

Bill Date: 07/31/02  
Bill Number: 923588

Disbursement	Date	Vendor/Employee	Amount
In-house Reproduction	06/14/02	Copy Center, D	2.00
		<b>TOTAL IN-HOUSE REPRODUCTION</b>	<b>\$2.00</b>
Telephone Expense	06/28/02	Telecommunications, D	0.01
Telephone Expense	06/28/02	Telecommunications, D	0.01
Telephone Expense	06/28/02	Telecommunications, D	0.01
Telephone Expense	06/28/02	Telecommunications, D	0.97
		<b>TOTAL TELEPHONE EXPENSE</b>	<b>\$1.00</b>
		<b>TOTAL MATTER</b>	<b>\$3.00</b>