

JUL 25 2002

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

In Re: ) Case No. 01 B 24795  
) (Jointly Administered)  
)  
COMDISCO, INC., et al., ) Chapter 11  
)  
Debtors. ) Honorable Ronald Barliant  
)  
)  
)  
)

**FINAL APPLICATION OF WACHTELL, LIPTON, ROSEN & KATZ FOR  
ALLOWANCE OF ATTORNEYS' FEES AND REIMBURSEMENT OF EXPENSES**

WACHTELL, LIPTON, ROSEN & KATZ ("WLRK"), as former counsel for the Official Committee of Unsecured Creditors (the "Committee") of Comdisco, Inc., et al., (collectively, the "Debtors"), submits this Final Application for Allowance of Attorneys' Fees and Reimbursement of Expenses for services of WLRK in connection with the above cases from July 26, 2001 through December 20, 2001, and for fees accrued in preparing this Application, together with WLRK's expenses in connection with these cases, pursuant to Section 330 of the Bankruptcy Code. In support of this Application, WLRK states as follows:

Background

1. On July 16, 2001 (the "Petition Date"), the Debtors filed voluntary petitions for relief under chapter 11 of the Bankruptcy Code. On July 17, 2001, the Court entered an order consolidating the Debtors' cases for procedural purposes only. The Debtors continue to operate their businesses and manage their property as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code.

2541

2. On October 12, 2001, the Court entered an order authorizing the employment of WLRK as counsel for the Committee (the "Original Retention Order"). By order dated December 20, 2001, the Court amended the Original Retention Order (the "Amended Retention Order") and authorized the retention of WLRK for the period of July 26, 2001 through December 20, 2001. The Amended Retention Order also permitted WLRK to retain any amount paid by the Debtor prior to the approval of this Application as a retainer against WLRK's allowed fees and expenses. WLRK has been paid \$427,500.00 by the Debtors and will apply the same against the amounts awarded hereunder.

3. In this Application, WLRK requests compensation for legal services rendered in the amount of \$571,750.50 and expenses in the amount of \$58,733.13, incurred for the period commencing July 26, 2001 through December 20, 2001 (the "Retention Period") and \$ 7,360.00 for time spent preparing this Application (the "Fee Period", such Retention Period and such Fee Period referred to collectively as the "Application Period.").

#### Exhibits

4. Exhibit A to this Application is a summary setting forth the names of each professional and paraprofessional who worked on this matter during the Application Period, the position with WLRK and, where applicable, the year of admission and year of graduation from law school of each such professional, the aggregate number of hours for each professional and paraprofessional of WLRK that represents services to the Committee during the Application Period, together with the hourly rate and aggregate time charges of such professionals and paraprofessionals for such services. Exhibit A also breaks down the time spent by project category as described in Paragraphs 9 through 13 below, as well as by attorney per project category.

5. Exhibit B to this Application is a detailed breakdown of actual and necessary out-of-pocket expenses incurred by WLRK during the Application Period in connection with the rendition of professional services to the Committee.

6. Exhibit C to this Application consists of daily time records prepared by WLRK's professionals and paraprofessionals, showing individually the hours expended and the nature of the services rendered to the Committee by WLRK during the Retention Period.

7. Exhibit D to this Application consists of daily time records prepared by WLRK's professionals and paraprofessionals, showing individually the hours expended and the nature of the services rendered to the Committee by WLRK during the Fee Period.

#### Professional Services

8. In preparing this application, WLRK has endeavored to comply with the guidelines adopted by the Executive Office of the United States Trustee on March 22, 1995. In compliance with these guidelines, WLRK has presented the services rendered by project categories and provided the information as set forth in the guidelines. WLRK's activities for or on behalf of the Committee during the Application Period are highlighted in narrative form below. The following is not meant to be a complete description of the professional services so rendered by WLRK, but is intended solely to identify certain of the more significant issues and matters. Reference is made to Exhibit C to this Application for a more detailed daily description of the professional services provided.

**A. General Matters; Case Management.**

Fees: \$177,005.00; Hours: 283.70

9. This category includes time spent by WLRK, pursuant to its employment terms, providing services as counsel for the Committee. This category includes, among other things, time spent on the following: (i) review of pleadings filed in the case and preparation of responses as necessary, (ii) appearances at hearings, (iii) participation in meetings and telephonic conferences with the Committee and the Debtors, (iv) preparation of by-laws and other similar documents for the Committee, (v) daily interaction with professionals for the Debtor and the Official Committee of Equity Security Holders; and (vi) responses to creditor inquiries.

10. In addition, this category includes time incurred in connection with the Debtors' motion to assume the employment agreement of president and chief executive officer, Norman Blake (the "Assumption Motion"). In this regard, it was necessary for WLRK to review the Debtors' Assumption Motion, discuss the same with the Committee and the Debtor, and coordinate the Committee's response with the Committee's local counsel, Gardner, Carton & Douglas ("GC&D"). On August 30, 2001, the Court entered an Order approving the Assumption Motion (the "Assumption Order"). The Committee filed an Appeal of the Assumption Order, and WLRK coordinated with GC&D concerning the appeal.

**B. Sale of Availability Solutions.**

Fees: \$345,723.00; Hours: 724.40

11. This category includes services provided to the Committee in connection with the Debtors' sale of assets of its availability solutions business (the "Availability Solutions Assets"). WLRK's services to the Committee in this category include, among other things, time spent on the following: (i) substantial interaction with the Debtor, the Committee, the bidders and other parties concerning the proposed sale, (ii) analysis of the bids for the Availability Solutions As-

sets, (iii) appearances at the auction and court hearings in regard to the sale of the Availability Solutions Assets and related issues; (iv) review of numerous pleadings filed in connection with sales issues; and (v) preparation for and attendance at the three-day sale hearing for the Availability Solutions Assets.

**C. Sale of Leasing Assets.**

Fees: \$49,022.50; Hours: 82.70

12. This category includes services performed for the Committee in connection with the Debtors' sale of its leasing division (the "Leasing Assets"), including (i) substantial interaction with the Debtor, the Committee, the bidders and other parties concerning the proposed sale, (ii) analysis of the bids for the Availability Solutions Assets and (iii) attendance and participation at the auctions for the Leasing Assets.

**D. Fee Application.**

Fees: 7,360.00; Hours: 31.00

13. This category includes time spent preparing this Application.

14. Representation of the Committee during the Retention Period required a high level of skill and experience in the handling of chapter 11 matters. WLRK respectfully submits that it represented the Committee with the requisite skill and expertise and that its representation of the Committee was of substantial benefit to the creditors represented by the Committee.

15. WLRK was at all times cognizant of the need for economy in this chapter 11 case so as to protect the interests of all creditors. In this regard, WLRK refrained from expending substantial amounts of time in connection with issues which arose in this case unless such mat-

ters materially affected the interests of creditors of the Debtor. In addition, WLRK avoided duplication of attorney services and did not file unnecessary objections or responses. Where possible, WLRK communicated the Committee's views on pending issues to the Debtor and other parties in interest informally and attempted to resolve differences out of court.

16. WLRK is requesting final approval and allowance of compensation in the amount of \$579,110.50 and reimbursement in the amount of \$ 58,733.13 for actual and necessary out-of-pocket expenses incurred during the Application Period.

17. WLRK expended 1,090.80 hours during the Retention Period in rendering professional services to the Committee. As set forth in Exhibit A to this Application, the aggregate time charges accrued by the attorneys and paraprofessionals who rendered services to the Committee during the Retention Period total \$571,750.50. WLRK also expended 31.00 hours during the Fee Period in preparing this Application. As set forth in Exhibit A to this Application, the aggregate time charges accrued by the attorneys and paraprofessionals during the Fee Period total \$7,360.00. Accordingly, WLRK is herein requesting final approval and allowance in the amount of \$579,110.50.

18. WLRK also seeks allowance of reimbursement for actual and necessary out-of-pocket expenses set forth in Exhibit B to this Application in the amount of \$58,733.13 incurred by it in connection with the rendition of professional services during the Retention Period. WLRK's summary of out-of-pocket expenses is itemized by category of expenses, including, but not limited to telecopy toll and other charges, mail, messenger services, courier services, conference call operator services, duplicating, travel expenses, "working meals," and computer assisted legal research (CALR). WLRK represents that, in accordance with its customary policy, its rate

for duplication is \$.16 per page and its rate for facsimile transmissions is \$1.00 per page (outgoing transmissions only; WLRK does not charge for incoming transmissions). In accordance with WLRK's customary policy, CAIR is charged by WLRK at cost, i.e., is limited by the actual amounts billed to, or paid by, WLRK. Costs incurred by WLRK for secretarial overtime and word processing overtime are not included in WLRK's normal hourly billing rates and were therefore included—at cost—in WLRK's expenses for which it seeks reimbursement. In accordance with WLRK's customary policy, WLRK's expenses include actual costs for "working meals," which are capped at \$30.00 per meal. In accordance with WLRK's customary policy, costs for car and other services ("local travel") which are incurred by WLRK for its professionals and support staff who are required to work overtime are billed at cost. Disbursement details are attached as Exhibit B.

19. WLRK submits that the compensation requested above is reasonable compensation for the actual and necessary services rendered based upon the time, nature, and extent and value of such services. WLRK further asserts that the cost of services rendered for and on behalf of the Debtor is comparable to the cost of similar services in matters other than under the Bankruptcy Code and complies with the requirements for compensation under § 330 of the Bankruptcy Code.

20. Except as disclosed herein, no payments have heretofore been made or promised to WLRK for services rendered in any capacity whatsoever in connection with these cases. WLRK has not shared with any person, or entered into any agreement or understanding to share with any person, compensation received or to be received for services rendered in connection with these cases. No agreement or understanding prohibited by 18 U.S.C. § 155 has been made by WLRK.

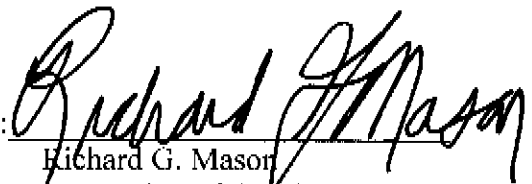
WHEREFORE, WLRK respectfully requests (i) final approval and allowance of compensation in the amount of \$571,750.50 for professional services rendered to or on behalf of the Committee during the Retention Period and reimbursement of its actual and necessary out-of-pocket expenses in the amount of \$58,733.13, which amounts total \$630,483.63; and (ii) final approval and allowance of compensation in the amount of \$7,360.00 for compensation pertaining to the preparation of this Application during the Fee Period for total compensation and reimbursement of expenses \$637,843.63 during the Application Period, minus the aforementioned \$427,500.00 previously received by WLRK for a grand total of \$210,343.60.

DATE: July 22, 2002.

Respectfully submitted,

WACHTELL, LIPTON ROSEN & KATZ

By:



Richard G. Mason  
A Member of the Firm

51 West 52<sup>nd</sup> Street  
New York, New York 10019  
(212) 403-1000

Former attorneys for the Committee  
of Unsecured Creditors



**VERIFICATION**

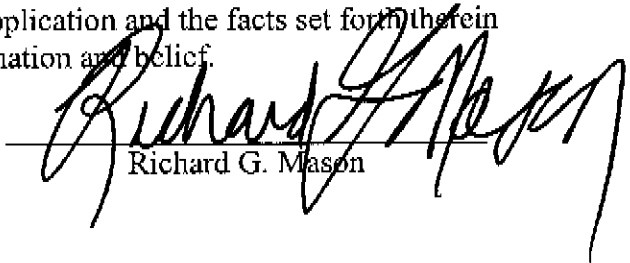
STATE OF NEW YORK        )  
  ) ss.:  
COUNTY OF NEW YORK    )

Richard G. Mason, after being duly sworn according to law, deposes and says:

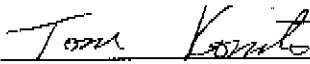
1. I am a member of the applicant firm, Wachtell, Lipton, Rosen & Katz ("Wachtell, Lipton").

2. I am familiar with the work performed by the professionals and paraprofessionals of Wachtell, Lipton, as counsel to the Official Committee of Unsecured Creditors.

3. I have reviewed the foregoing Application and the facts set forth therein are true and correct to the best of my knowledge, information and belief.

  
Richard G. Mason

SWORN and SUBSCRIBED  
before me this 2<sup>nd</sup> day of July, 2002.

  
Notary Public  
My Commission Expires:

**TONI KONITS**  
**Notary Public, State of New York**  
**No. 01KO4909661**  
**Qualified in Queens County**  
**Commission Expires February 16, 2006**

## **Exhibit A**

**Professionals and Paraprofessionals Providing Services**  
**During the Retention Period: July 26, 2001 through December 20, 2001**

<b>Name of Professional or Paraprofessional Person</b>	<b>Position with WLRK/Year of Obtaining License to Practice</b>	<b>Hourly Billing Rate</b>	<b>Total Billed Hours</b>	<b>Total Compensation</b>
Chaim J. Fortgang	Partner <sup>1</sup> /1972	\$675	205.10	138,442.50
Michael Byowitz	Partner/1976	\$650	106.40	69,160.00
Amy R. Wolf	Of Counsel/1980	\$650	47.40	30,810.00
Richard Mason	Partner/1988	\$575	474.50	272,837.50
Michael Jahnke	Associate/1986	\$395	121.40	47,953.00
Beth M. Polebaum	Independent Contractor <sup>2</sup> /1984	\$250	3.50	875.00
Margaret Garnett	Associate/2001	\$130	4.00	520.00
Sara Shouse	Corporate Paralegal	\$90	43.25	3,892.50
Ankur Desai	Corporate Paralegal	\$90	5.25	472.50
Reema Ashraf	Corporate Paralegal	\$90	59.50	5,355.00
Jay Song	Litigation Paralegal	\$90	1.00	90.00
Charles Swirsky	Litigation Paralegal	\$65	9.00	585.00
Taryn Waiter	Summer Paralegal	\$65	8.00	520.00
Judith Zephyr	Corporate Reference Librarian	\$95	0.50	47.50
Ricardo Greene	Library Assistant	\$95	1.00	95.00
Elizabeth Grunwald	Reference Librarian	\$95	0.50	47.50

<sup>1</sup> Mr. Fortgang was formerly a member of the Firm.

<sup>2</sup> Ms. Polebaum was formerly associated with the Firm and works as an independent contractor on a matter-by-matter basis.

Janeen Byron	Assistant Reference Librarian	\$95	0.50	47.50
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**Total Hours Billed: 1,090.80**  
**Total Compensation: \$571,750.50**

**Professionals and Paraprofessionals Providing Services**  
**During the Fee Period: July 10, 2002 through July 19, 2002**

<b>Name of Professional or Paraprofessional Person</b>	<b>Position with WLRK/Year of Obtaining License to Practice</b>	<b>Hourly Billing Rate</b>	<b>Total Billed Hours</b>	<b>Total Compensation</b>
Richard G. Mason	Partner/1988	\$600	3.00	\$1,800.00
Beth M. Polebaum	Independent Contractor/1984	\$250	18.40	\$4,600.00
Robinson Strauss	Creditors' Rights Paralegal	\$100	9.60	\$960.00

**Total Hours Billed: 31.00**  
**Total Compensation: \$7,360.00**

**General Matters/Case Management**

<b><u>Partners</u></b>	<b><u>Hours</u></b>	<b><u>Hourly Rate</u></b>	<b><u>Amount</u></b>
Chaim J. Fortgang	150.00	\$675	101,250.00
Amy R. Wolf	0.2	\$650	130.00
Richard G. Mason	130.00	\$575	74,750.00
<b><u>Independent Contractor</u></b>			
Beth M. Polebaum	3.50	\$250	875.00
<b>TOTAL</b>	<b>283.70</b>		<b>177,005.00</b>

**Sale of Availability Solutions**

<b><u>Partners</u></b>	<b><u>Hours</u></b>	<b><u>Hourly Rate</u></b>	<b><u>Amount</u></b>
Chaim J. Fortgang	40.40	\$675	27,270.00
Michael H. Byowitz	106.40	\$650	69,160.00
Amy R. Wolf	47.20	\$650	30,680.00
Richard G. Mason	276.50	\$575	158,987.50
<b><u>Associates</u></b>			
Michael W. Jahnke	121.40	\$395	47,953.00
Margaret Garnett	4.00	\$130	520.00
<b><u>Paralegals</u></b>			
Sara Shouse	43.25	\$90	3,892.50
Ankur Desai	5.25	\$90	472.50
Reema Ashraf	59.50	\$90	5,355.00
Jay Song	1.00	\$90	90.00
Charles Swirsky	9.00	\$65	585.00
Taryn Waiter	8.00	\$65	520.00
<b><u>Other Professionals</u></b>			
Judith Zephyr	0.50	\$95	47.50
Ricardo Greenc	1.00	\$95	95.00
Elizabeth Grunwald	0.50	\$95	47.50
Janeen Byron	0.50	\$95	47.50
<b>TOTAL</b>	<b>724.40</b>		<b>345,723.00</b>

**Sale of Leasing Assets**

<b><u>Partners</u></b>	<b><u>Hours</u></b>	<b><u>Hourly Rate</u></b>	<b><u>Amount</u></b>
Chaim J. Fortgang	14.70	\$675	9,922.50
Richard G. Mason	68.00	\$575	39,100.00
<b>TOTAL</b>	<b>82.70</b>		<b>49,022.50</b>

**Fee Application**

<b><u>Partner</u></b>	<b><u>Hours</u></b>	<b><u>Hourly Rate</u></b>	<b><u>Amount</u></b>
Richard G. Mason	3.00	\$600	\$1,800.00
<b><u>Independent Contractor</u></b>			
Beth M. Polebaum	18.40	\$250	\$4,600.00
<b><u>Paralegal</u></b>			
Robinson Strauss	9.60	\$100	\$960.00
<b>TOTAL</b>	<b>31.00</b>		<b>\$7,360.00</b>

## **Exhibit B**



**Summary of Disbursements for the Period  
July 26, 2001 through December 20, 2001**

Telephone	1,651.30
Telecopy	465.00
Messenger Service	72.00
Courier Service	344.80
Duplicating	7,111.42
Local Travel—Attorneys	5,870.17
Travel—Package Delivery	88.23
Local Travel—Staff	908.21
Out-of-Town Travel—Attorneys	29,472.79
Travel - Night Word Processing/Proofreaders	275.86
Lodging	1,835.93
Library Document Retrieval	34.00
Proofreading	490.00
Westlaw Recovery	283.04
Word Processing	945.00
Night Secretary	675.00
LEXIS Research	1,683.57
Meals- Attorneys	243.75
Meals—Paralegals	210.73
Meals—Conferencce	492.32
O/S Depositions/Court Reporter	447.30
O/S Library	668.42
O/S Proofreading	344.40
O/S Temps --Word Processing	297.18
O/S Telephone (Conference Call Operator)	2,513.68
O/S Obtain Court Documents	595.78
Secretarial Overtime	713.25

**TOTAL \$58,733.13**

## **Exhibit C**

Matter Number: 05161-0001  
 Matter Description: COMDISCO  
 Report Description: Billed and Unbilled Recap of Time [07/22/2002 9:40:44 AM]

	Date	Initials	Name / Invoice Number	Hours	Amount	Description	Matter Number	Index
1	07/26/2001	0268	Richard G. Mason	3.00	1,725.00	Reviewed docs.	05161-0001	1476312
2								
3	07/27/2001	0268	Richard G. Mason	10.00	5,750.00	Many T/Cs to Skadden, Committee; Reviewed docs. re Dablor's motions.	05161-0001	1476313
4								
5								
6	07/27/2001	0239	Michael H. Byowitz	1.00	650.00	Review & consult re: antitrust issues	05161-0001	1481539
7								
8	07/27/2001	0211	Chaim J. Fortgang	2.00	1,890.00	Met w/ P. Price, Thornton, Lazard, RGM local counsel re organizational issues.	05161-0001	1518769
9								
10								
11	07/29/2001	0239	Michael H. Byowitz	2.50	1,625.00	Review & consult re: antitrust issues	05161-0001	1481540
12								
13	07/29/2001	0605	Michael W. Jahnke	8.00	3,397.00	Comdisco research re competitors; memos re same; joint defense agreement.	05161-0001	1508945
14								
15								
16	07/30/2001	0683	Beth Polsbaum	0.40	100.00	Begin draft of retention documents.	05161-0001	1471740
17								
18	07/30/2001	0268	Richard G. Mason	4.00	2,300.00	Prepared for and attended meeting w/co-chairs.	05161-0001	1476314
19								
20	07/30/2001	0239	Michael H. Byowitz	3.50	2,275.00	Review & consult re: antitrust issues	05161-0001	1481545
21								
22	07/30/2001	0605	Michael W. Jahnke	9.70	3,831.50	Research re competitors; prep of matrix re same; memos re same; joint defense agreement.	05161-0001	1507241
23								
24								
25	07/30/2001	0211	Chaim J. Fortgang	3.50	2,362.50	T/C Hanson, Thornton; meeting co-chairs re organizational issues; T/C Shindler, Laddin, Somerstein, Dollinger, Jobst.	05161-0001	1548794
26								
27								
28								
29	07/31/2001	0683	Beth Polsbaum	1.40	350.00	Draft of Affidavit to accompany Retention Agreement	05161-0001	1471743
30								
31								
32	07/31/2001	2302	Reema Ashraf	12.50	1,125.00	Disaster recovery index research.	05161-0001	1472308
33								
34	07/31/2001	2309	Chuck Swirsky	9.00	685.00	Read through SEC filings and summarized important details.	05161-0001	1472918
35								
36								
37	07/31/2001	2315	Taryn Waller	8.00	520.00	Checked Sec filings for specific information.	05161-0001	1472923
38								
39	07/31/2001	0268	Richard G. Mason	10.00	5,750.00	Reviewed docs. re auctions; Many T/Cs to clients re: same.	05161-0001	1476318
40								
41								
42	07/31/2001	0211	Chaim J. Fortgang	2.00	1,350.00	T/C Hallock re professional retention (ESY, Lazard) w/ Paul Price (Pri) re case status, w/ RGM re applications (Bid procedures, retention, etc.) review of correspondence re anti-trust issues in bid procedures, w/ Corinne Ball re: bids.	05161-0001	1479070
43								
44								
45								
46								
47								
48								
49	07/31/2001	2275	Sara Shouse	12.00	1,080.00	Comdisco - disaster recovery index/research	05161-0001	1479815
50								
51								
52								
53	07/31/2001	0239	Michael H. Byowitz	3.00	1,950.00	Review & consult re: antitrust issues	05161-0001	1481550
54								
55	08/01/2001	2302	Reema Ashraf	12.50	1,125.00	Comdisco competitor research.	05161-0001	1479850
56								
57	08/01/2001	0239	Michael H. Byowitz	2.50	1,625.00	Conference call with Neal Stoll.	05161-0001	1481557
58								
59	08/01/2001	2275	Sara Shouse	8.75	787.50	Comdisco competitor research & additional hours from 10PM to 1AM	05161-0001	1487123
60								
61								
62	08/01/2001	2301	Ankur Desai	5.25	472.50	Competitor research.	05161-0001	1492881
63								
64	08/01/2001	0268	Richard G. Mason	4.00	2,300.00	Many T/Cs to clients re: Avail Soltn. (2.5); T/C Skadden re same (1.5).	05161-0001	1503705
65								
66								
67	08/01/2001	0605	Michael W. Jahnke	10.80	4,288.00	Research re competitors; prep of matrix re same; memos re same; conference call with Comdisco attys re same; review business plans.	05161-0001	1507242
68								
69								
70								
71	08/01/2001	0211	Chaim J. Fortgang	2.00	1,350.00	HMiller, Committee w/call, Perlman, Corine Ball (IBM), Paragana, re Bids for Assots	05161-0001	1551187
72								
73								
74	08/02/2001	0211	Chaim J. Fortgang	8.00	5,400.00	Comdisco - preparation for committee meeting.	05161-0001	1479077

Matter Number: 05161-0001  
 Matter Description: COMDISCO  
 Report Description: Billed and Unbilled Recap of Time [07/22/2002 9:40:44 AM]

	Date	Initials	Name / Invoice Number	Hours	Amount	Description	Matter Number	Log#
76						hearing, committee meeting, v/c Skadden re		
77						issues, v/c SunGard re their bid, v/c holders,		
78						and advisors re bid procedures.		
79								
80	08/02/2001	0683	Beth Polebaum	1.70	425.00	Draft of by-laws for Creditors Committee	05161-0001	1479484
81								
82	08/02/2001	2302	Reema Ashraf	10.00	900.00	Comdisco competitor research.	05161-0001	1479651
83								
84	08/02/2001	0239	Michael H. Byowitz	2.00	1,300.00	Conference call with Neal Stoll.	05161-0001	1481559
85								
86	08/02/2001	2275	Sara Shouse	9.50	855.00	Comdisco Competitor research	05161-0001	1487127
87								
88	08/02/2001	0268	Richard G. Mason	8.00	4,800.00	Prepared for and attended Committee meeting	05161-0001	1503708
89						(4.0); Prepared for and attended calls with		
90						Perman and Sungard (4.0).		
91								
92	08/02/2001	0605	Michael W. Jahnke	6.40	2,528.00	Research regarding customer internalization;	05161-0001	1507247
93						telephone call with Skadden regarding status of		
94						HSR filing on HP transaction; memo re same;		
95						telephone call with SunGard counsel.		
96								
97	08/03/2001	0211	Chaim J. Fortgang	2.30	1,557.50	v/c bidders (H-P, IBM, SunGard) v/c co-chairs	05161-0001	1479838
98						re applications, v/c Lazard, v/c RGM, re		
99						bidding procedures, employment agreements, bank		
100						set-off, employee retention		
101								
102	08/03/2001	0239	Michael H. Byowitz	1.50	975.00	Review & consult re: antitrust issues	05161-0001	1483868
103								
104	08/03/2001	0268	Richard G. Mason	3.00	1,725.00	Review docs. from Skadden.	05161-0001	1503711
105								
106	08/03/2001	0605	Michael W. Jahnke	3.90	1,540.50	Joint defense agreement with SunGard, memos re	05161-0001	1507252
107						same; antitrust analysis.		
108								
109	08/04/2001	0605	Michael W. Jahnke	2.40	948.00	Review docs received from SunGard; joint	05161-0001	1507258
110						defense agreement with IBM; memos re same.		
111								
112	08/05/2001	0605	Michael W. Jahnke	5.30	2,093.50	Review docs received from SunGard; memo re	05161-0001	1507258
113						same; telephone call with M. Byowitz re same		
114						and status; joint defense agreement.		
115								
116	08/06/2001	0211	Chaim J. Fortgang	5.50	3,712.50	IBM re bid, v/c SunGard re bid, v/c Skadden re	05161-0001	1479851
117						all motions pending, misc o/c RGM re same,		
118						review of Lazard fee arrangement, v/c re same		
119						with Eric Hanson, misc v/c holders, v/c Credit		
120						Lyonnais, Citibank re case issues, v/c		
121						Prudential re same		
122								
123	08/06/2001	0268	Richard G. Mason	14.00	8,050.00	Prepared for and attended calls w/Skadden, IBM,	05161-0001	1503713
124						Sungard re: avail. soltn. sale, other issues.		
125								
126	08/06/2001	0605	Michael W. Jahnke	8.40	3,318.00	Conference calls with IBM and SunGard counsel;	05161-0001	1507260
127						memos re same; review docs sent by SunGard;		
128						telephone calls with SunGard counsel re same;		
129						memo re procedural issues; research re same;		
130						telephone call with IBM counsel re status and		
131						documents needed.		
132								
133	08/07/2001	2302	Reema Ashraf	4.00	360.00	Comdisco competitor chart.	05161-0001	1479655
134								
135	08/07/2001	0211	Chaim J. Fortgang	4.80	3,240.00	Committee meeting (conference call) meeting E&Y	05161-0001	1479859
136						re assignments, case status, misc o/c RGM re		
137						various matters, v/c bidders re sub-procedures,		
138						v/c Skadden re motion, v/c Holzer re GE		
139						interest - v/c Kassner re Hewlett P bid, review		
140						of bids re Lazard fee issues.		
141								
142	08/07/2001	2275	Sara Shouse	1.00	90.00	Comdisco Competitor Chart	05161-0001	1487133
143								
144	08/07/2001	0268	Richard G. Mason	6.50	4,867.50	Prepared for and attended committee call re	05161-0001	1503714
145						avail. soltns., other issues (3.0). Reviewed		
146						docs and made many phone call re pending		
147						motions (5.5).		
148								
149	08/07/2001	0605	Michael W. Jahnke	2.90	1,145.50	Telephone calls with IBM counsel re docs	05161-0001	1507285

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Date	Invoice	Name	Invoice Number	Hours	Amount	Description	Invoice Number	Invoice
						research re Industry developments.		
08/08/2001	2302	Roema Ashraf		10.50	945.00	Comdisco competitor chart	05161-0001	1480203
08/08/2001	0268	Richard G. Mason		15.00	8,625.00	Prepared for H-P hearing.	05161-0001	1503718
08/08/2001	0805	Michael W. Jahnke		1.80	632.00	Telephone calls with SunGard counsel re docs needed; IBM joint defense agreement; telephone call with IBM counsel re same; research re industry developments; memos re status.	05161-0001	1507271
08/09/2001	0211	Chaim J. Fortgang		3.00	2,025.00	Conference call, w/ Hanson re employment, Kasner re H-P sale, misc o/c RGM re H-P sale, Jack Butler, Tyler Nuneberg, Holtzer	05161-0001	1551196
08/09/2001	2302	Roema Ashraf		3.00	270.00	Comdisco competitor chart.	05161-0001	1480856
08/09/2001	0239	Michael H. Byowitz		1.00	650.00	Review & consult re: antitrust issues	05161-0001	1483871
08/09/2001	2275	Sara Shouba		8.50	585.00	Comdisco competitor chart	05161-0001	1487136
08/09/2001	0268	Richard G. Mason		16.00	9,200.00	Prepared for hearing; Attended hearing; Traveled to and from Chicago (worked en route).	05161-0001	1503717
08/09/2001	0805	Michael W. Jahnke		2.40	948.00	Review draft SunGard white paper; memos re same & status; chart of competitors.	05161-0001	1507279
08/09/2001	0211	Chaim J. Fortgang		3.00	2,025.00	T/C Holtzer, RGM re Hearing; Paul Price, Hansen, RMuller, Thornton re: case status.	05161-0001	1551203
08/10/2001	0211	Chaim J. Fortgang		1.50	1,012.50	O/c Prudential re Lazard and case status, o/c RGM re bidding issues, review of antitrust memo re bids	05161-0001	1481238
08/10/2001	0239	Michael H. Byowitz		2.50	1,625.00	Review & consult re: antitrust issues	05161-0001	1483874
08/10/2001	2275	Sara Shouba		2.50	225.00	Comdisco Competitors chart	05161-0001	1487140
08/10/2001	0268	Richard G. Mason		1.50	862.50	Memo to Committee (5); Reviewed docs. (1.0).	05161-0001	1503718
08/10/2001	0805	Michael W. Jahnke		3.80	1,501.00	HSR issue re multiple buyers; memos re Sangard status/strategy; review documents received from IBM counsel; JDA for Sungard; telephone calls and memos re Comdisco HSR status.	05161-0001	1512859
08/11/2001	0805	Michael W. Jahnke		0.30	118.50	Memos re IBM antitrust.	05161-0001	1512664
08/12/2001	0505	Michael W. Jahnke		0.10	39.50	Correspondence from IBM counsel re status.	05161-0001	1512655
08/13/2001	0211	Chaim J. Fortgang		1.50	1,012.50	T/C Lazard re retention, agenda for Brake Meeting, o/c RGM re case status and motion, w/ Jack Pfeilsticker re Trading Motion and Prudential resignation.	05161-0001	1483015
08/13/2001	0239	Michael H. Byowitz		0.50	325.00	Review & consult re: antitrust issues	05161-0001	1483883
08/13/2001	0268	Richard G. Mason		4.50	2,587.50	Reviewed materials from Company. T/C clients re: asset sales.	05161-0001	1503721
08/14/2001	0239	Michael H. Byowitz		1.00	650.00	Review & consult re: antitrust issues	05161-0001	1483884
08/14/2001	0268	Richard G. Mason		7.50	4,312.50	Worked on pending motions. Many T/C's to Barrett, Skadden re: Same.	05161-0001	1503726
08/14/2001	0805	Michael W. Jahnke		1.90	750.50	Meeting with M. Byowitz re status; telephone calls IBM counsel re docs needed; memos re same & procedural issues; joint defense agreement.	05161-0001	1507285
08/15/2001	0211	Chaim J. Fortgang		2.00	1,350.00	O/C RGM RE TRADING MOTION; LETTER TO BUTLER RE CASE AND LEASING; MISC T/C CHAIRMAN RE MOTIONS, DUE DILIGENCE AND RELATED MATTERS -- T/C LAZARD RE BIOS	05161-0001	1483032
08/15/2001	0239	Michael H. Byowitz		1.50	975.00	Review & consult re: antitrust issues	05161-0001	1483882

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Line	Date	Initials	Name - Invoice Number	Hours	Amount	Description	Matter Number	Index
228	08/15/2001	0268	Richard G. Mason	4.50	2,587.50	Prepared for Blake meeting (1.0). T/C Skadden re: pending Motions (0.5). Reviewed Senior Mgmt contracts (3.0).	05161-0001	1503727
229								
230	08/15/2001	0805	Michael W. Jahnke	0.50	197.50	Memo from IBM counsel re bankruptcy jurisdiction; memos re same.	05161-0001	1512874
231								
232								
233	08/16/2001	0211	Chaim J. Fortgang	3.00	2,025.00	MEETING, BUTLER, BLAKE, CHAIR - RE CASE ISSUES, MISC T/C RGM RE SCHEDULING MEETINGS, HEARINGS GECC MEETING	05161-0001	1483037
234								
235								
236								
237	08/16/2001	0268	Richard G. Mason	2.50	1,437.50	Prepared for and attended Blake meeting.	05161-0001	1503730
238								
239	08/17/2001	0211	Chaim J. Fortgang	3.00	2,025.00	Misc T/C GECC re status of proposals, resolution of issues re trading orders, T/C Blake's lawyer re contract - review of anti-trust issues re disaster recovery, T/C Thornton(2), RGM, Butler re case status - T/C committee members re issues.	05161-0001	1483814
240								
241								
242								
243								
244								
245								
246	08/17/2001	0268	Richard G. Mason	3.00	1,725.00	Prepared for and attended GE meeting.	05161-0001	1503733
247								
248	08/20/2001	0211	Chaim J. Fortgang	3.80	2,565.00	T/C Blake attorney re his contract meeting GECC re their interest in asset sales, finalization of trading order, preparation for committee meeting - T/C holders and members re issues	05161-0001	1483819
249								
250								
251								
252								
253								
254	08/20/2001	0239	Michael H. Byowitz	0.20	130.00	Review & consult re: antitrust issues	05161-0001	1483902
255								
256	08/20/2001	0268	Richard G. Mason	5.00	2,875.00	Prepared for Committee meeting.	05161-0001	1503734
257								
258	08/20/2001	0605	Michael W. Jahnke	1.10	434.50	Memos re IBM and Sungard status; review industry developments.	05161-0001	1512683
259								
260	08/21/2001	0211	Chaim J. Fortgang	17.00	11,475.00	Committee meeting re each business unit retention, bidding procedures, asset sales, executive compensation, DIP, foreign subs	05161-0001	1483830
261								
262								
263								
264	08/21/2001	0239	Michael H. Byowitz	0.50	325.00	Review & consult re: antitrust issues	05161-0001	1483907
265								
266	08/21/2001	0268	Richard G. Mason	18.00	10,350.00	Prepared for and attended Committee meetings in Chicago. Travel to and from Chicago (worked en route).	05161-0001	1503738
267								
268								
269								
270	08/21/2001	0805	Michael W. Jahnke	0.90	355.50	Memos re HSR status; telephone calls re same; review industry developments.	05161-0001	1512688
271								
272								
273	08/22/2001	0211	Chaim J. Fortgang	1.50	1,012.50	misc o/c RGM re GE, Blake and other motions, T/C holders, Prudential (Greenwood)	05161-0001	1489760
274								
275								
276	08/22/2001	0268	Richard G. Mason	8.00	4,600.00	Reviewed documents from Company.	05161-0001	1503737
277								
278	08/22/2001	0605	Michael W. Jahnke	0.20	79.00	Review correspondence; review industry developments.	05161-0001	1512697
279								
280								
281	08/23/2001	0211	Chaim J. Fortgang	3.00	2,025.00	T/C Butler re retention, T/C E&Y and RGM re same, review of GE contract, misc o/c RGM re leasing and case status.	05161-0001	1489769
282								
283								
284								
285	08/23/2001	0239	Michael H. Byowitz	2.50	1,625.00	Review & consult re: antitrust issues	05161-0001	1490915
286								
287	08/23/2001	0268	Richard G. Mason	10.00	5,750.00	Reviewed asset purchase agreement. Many T/C's to clients re: same.	05161-0001	1503739
288								
289								
290	08/23/2001	0805	Michael W. Jahnke	2.80	1,108.00	Telephone call with SunGard counsel; memos re status; telephone calls with R. Mason re same; review SunGard HSR filing; telephone calls with Comdisco counsel; review industry developments.	05161-0001	1512707
291								
292								
293								
294	08/24/2001	0211	Chaim J. Fortgang	3.00	2,025.00	ccall Skadden re GECC contract, misc T/C E&Y re retention and Blake contract, T/C Holzer, misc o/c RGM re all issues	05161-0001	1489786
295								
296								
297								
298								
299	08/24/2001	0239	Michael H. Byowitz	0.70	465.00	Review & consult re: antitrust issues	05161-0001	1490925

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301	08/24/2001	0268	Richard G. Mason		5.00	2,875.00	Prepared for and attended call with Skadden re: sale of leasing.	05161-0001	1503741
302									
303									
304	08/27/2001	0211	Chaim J. Fortgang		4.00	2,700.00	T/C Holzer, Hansen, T/C Felicia Perlman, Butler, Hallock, Barrett, Gleichman, Grivetti, T/C with Group, Joost, Savage, Misc T/C Group, Skadden, re bidding procedures and related matters, T/C Dollinger, co-chairs	05161-0001	1551214
305									
306									
307									
308									
309									
310	08/28/2001	0211	Chaim J. Fortgang		9.80	6,615.00	T/C Sue Dollinger, Stu Lissner, Butler re Blake, Felicia Perlman re retention, T/C B. Baratt re Blake objection, T/C Company and GECC re contract issues.	05161-0001	1489793
311									
312									
313									
314									
315	08/28/2001	0239	Michael H. Byowitz		1.00	650.00	Review & consult re: antitrust issues	05161-0001	1490940
316									
317	08/28/2001	0605	Michael W. Jahnke		2.30	908.50	Review Comdisco documents received from Skadden; memos re same.	05161-0001	1512727
318									
319									
320	08/29/2001	0605	Michael W. Jahnke		2.50	987.50	Review Comdisco documents received from Skadden.	05161-0001	1507293
321									
322									
323	08/29/2001	0211	Chaim J. Fortgang		5.90	3,712.50	T/C Butler, Fazio(3), re GECC negotiation, Grivetti, Baratt, Rob D. Blane Employment Agreement, Cono, Dollinger, Hallock(3), Gulkowitz, Perlman, J. Daly, Fazio, Brian Vance(3) Lynn Eustad, Paul Jacobs, Hansen, P. Pritchard, re sale of leasing assets, Eustad, Blake re GECC deal, Butler re: case issues.	05161-0001	1551225
324									
325									
326									
327									
328									
329									
330									
331	08/30/2001	0211	Chaim J. Fortgang		5.50	3,712.50	T/C Chair re case issues, U.S. Trustee IBM counsel, T/C Baratt re Blake contract issues for hearing and issues and procedures, HRM, Holzer re GE in leasing and contractual issues	05161-0001	1489803
332									
333									
334									
335									
336									
337	08/30/2001	0239	Michael H. Byowitz		3.00	1,950.00	Review & consult re: antitrust issues	05161-0001	1490947
338									
339									
340	08/31/2001	0211	Chaim J. Fortgang		1.50	1,012.50	T/C Sue D., Rob Davis, Bill Baratt re Leasing, T/C IBM re bid procedures, T/C Eric re Potential Bidders	05161-0001	1489818
341									
342									
343	09/04/2001	0211	Chaim J. Fortgang		2.50	1,687.50	T/C Fazio, Doug Davis re Bid, Mulkowitz, Wampler, Hanson re: case status.	05161-0001	1552072
344									
345									
346	09/05/2001	0239	Michael H. Byowitz		1.00	650.00	Review & consult re: antitrust issues	05161-0001	1495198
347									
348	09/08/2001	0211	Chaim J. Fortgang		2.30	1,552.50	T/C Skadden and Company, Holzer re same, T/C Skadden re revised bid procedures, T/C Weisfainer, T/C Sue D., REVIEW of E&Y and Lazard information requests	05161-0001	1495084
349									
350									
351									
352									
353	09/08/2001	0239	Michael H. Byowitz		0.50	325.00	Review & consult re: antitrust issues	05161-0001	1495195
354									
355	09/08/2001	0605	Michael W. Jahnke		0.40	168.00	Memos re antitrust status.	05161-0001	1516698
356									
357	09/07/2001	0239	Michael H. Byowitz		2.50	1,625.00	Review & consult re: antitrust issues	05161-0001	1495198
358									
359	09/07/2001	0605	Michael W. Jahnke		1.80	632.00	Memos re docs received from Skadden; review same.	05161-0001	1516704
360									
361									
362	09/07/2001	0211	Chaim J. Fortgang		2.50	1,687.50	T/C Grivetti, committee c/call, update on issues, Barrett, Hallock, Gulkowitz, Dollinger, Hanson.	05161-0001	1552084
363									
364									
365									
366	09/10/2001	0239	Michael H. Byowitz		2.00	1,300.00	Review & consult re: antitrust issues	05161-0001	1495208
367									
368	09/10/2001	0268	Richard G. Mason		5.00	2,875.00	Reviewed motions and documents from Debtor.	05161-0001	1512231
369									
370	09/10/2001	0605	Michael W. Jahnke		0.40	158.00	Correspondence re Second Request to SunGard.	05161-0001	1516713
371									
372	09/10/2001	0211	Chaim J. Fortgang		0.80	540.00	T/C Price, L. Hierstand re: sale issues.	05161-0001	1552105
373									
374	09/12/2001	0211	Chaim J. Fortgang		1.30	877.50	T/C Dollinger, Thornton, Hierstand, Byowitz, RGM	05161-0001	1552118





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10/05/2001	0239	Michael H. Byowitz	2.00	1,300.00	Review & consult re: antitrust issues	05161-0001	1512035
10/05/2001	0211	Chaim J. Fortgang	1.20	810.00	T/c Lynn Hiestand, misc issues re Auction, Lazard files, financial info flow	05161-0001	1517825
10/07/2001	0805	Michael W. Jahnke	0.20	79.00	Review package from Sungard counsel; memo re same.	05161-0001	1525052
10/08/2001	0211	Chaim J. Fortgang	1.70	1,147.50	T/c Butler, Lissner, RGM and Blank Rome (counsel for bidder) re: Avail, Soltn. sale.	05161-0001	1582910
10/09/2001	0239	Michael H. Byowitz	1.50	975.00	Review & consult re: antitrust issues	05161-0001	1518434
10/09/2001	0805	Michael W. Jahnke	0.80	316.00	Memos re Sungard bid; review documents in connection with Notice of Auction.	05161-0001	1525088
10/09/2001	0268	Richard G. Mason	10.00	5,750.00	Prepared for auction. Many t/c to Fortgang clients re: same.	05161-0001	1542341
10/10/2001	0239	Michael H. Byowitz	1.50	975.00	Review & consult re: antitrust issues	05161-0001	1518439
10/10/2001	0805	Michael W. Jahnke	1.20	474.00	Review materials from Sungard's counsel; memos re same; tax re same.	05161-0001	1525088
10/10/2001	0268	Richard G. Mason	15.00	8,625.00	Prepared for auction. Reviewed many docs re: same. T/c Skadden and clients many times.	05161-0001	1542342
10/11/2001	0239	Michael H. Byowitz	1.00	650.00	Review & consult re: antitrust issues	05161-0001	1518442
10/11/2001	0805	Michael W. Jahnke	1.80	750.50	Memos re status; update research re competitors; foreign filings issues.	05161-0001	1525075
10/11/2001	2275	Sara Shouse	2.00	180.00	European revenues, updated chart	05161-0001	1530810
10/11/2001	0268	Richard G. Mason	18.00	10,350.00	Prepared for and attended auction	05161-0001	1542343
10/11/2001	0211	Chaim J. Fortgang	12.00	8,100.00	Auction, misc meetings with bidders through the day re sale of availability solutions, travel to Chicago	05161-0001	1562922
10/12/2001	0805	Michael W. Jahnke	1.40	553.00	Telephone calls and memo re procedural issues; review memos re status.	05161-0001	1525082
10/12/2001	0268	Richard G. Mason	5.00	3,450.00	Returned from Chicago. Many t/c to clients re: auction. Reviewed press releases.	05161-0001	1542344
10/12/2001	0211	Chaim J. Fortgang	4.00	2,700.00	Travel from Chicago: T/c Lynn, Hiestad, J. Madigan, Crivetti, Thornton, Sonina re: case status.	05161-0001	1582926
10/14/2001	0805	Michael W. Jahnke	0.20	79.00	Memos re HP release.	05161-0001	1525090
10/15/2001	0239	Michael H. Byowitz	2.50	1,625.00	Review & consult re: antitrust issues	05161-0001	1518450
10/15/2001	0211	Chaim J. Fortgang	2.80	1,880.00	T/c Thornton, Price, Auction issues; Byowitz, Antitrust issues re H-P, L. Gross, Sungard.	05161-0001	1582941
10/16/2001	0239	Michael H. Byowitz	2.00	1,300.00	Review & consult re: antitrust issues	05161-0001	1518453
10/18/2001	0268	Richard G. Mason	4.50	2,587.50	Many t/c Skadden, Byowitz, CJF re: disaster recovery sale.	05161-0001	1542350
10/18/2001	0211	Chaim J. Fortgang	1.80	1,215.00	T/c RGM re bids on availability, Byowitz re Anti-trust issues, Byron Vance, Lynn Hiestad re: sale issues.	05161-0001	1562948
10/17/2001	0239	Michael H. Byowitz	5.00	3,250.00	Conf. call with Steve Axinn; conf. call with C. Fortgang & R. Mason.	05161-0001	1518459
10/17/2001	0805	Michael W. Jahnke	2.70	1,086.50	Telephone calls and memos re Sungard depositions and travel re same; prep for meeting in connection with same; memo re HP/Compaq.	05161-0001	1525106

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Index	Date	Initials	Name	Invoice Number	Hours	Amount	Description	Matter Number	Index
526	10/17/2001	0268	Richard G. Mason		8.00	4,600.00	Many t/c to Byowitz, Skadden, clients re: disaster recovery. Sale, OFC Fortgang re: same.	05161-0001	1542353
527									
528									
529									
530	10/17/2001	0211	Chaim J. Fortgang		1.80	1,216.00	T/c Axinn re Sungard antitrust issues, RGM, Lynn Hiestad, Dollinger, RGM re bids	05161-0001	1562955
531									
532									
533	10/18/2001	2302	Reema Ashraf		7.00	630.00	Chart update.	05161-0001	1518808
534									
535	10/18/2001	0239	Michael H. Byowitz		10.00	6,500.00	Trip to Chicago; depo prep. (prepared during travel).	05161-0001	1518465
536									
537									
538									
539	10/18/2001	0605	Michael W. Jahnke		9.30	3,713.00	Prep for meeting in Chicago; memos re same; travel to Chicago (worked during travel); dinner meeting.	05161-0001	1525112
540									
541									
542	10/18/2001	2715	Judith Zephyr		0.50	47.50	Obtained SLC documents on Compaq Computer for R. Ashraf.	05161-0001	1528783
543									
544									
545	10/18/2001	2839	Elizabeth Grunwald		0.50	47.50	Arranged for copies of several sections from Title 15 USC.A. (Jahnke)	05161-0001	1526887
546									
547									
548	10/18/2001	2275	Sara Shouse		1.00	90.00	Platforms info. and chart update	05161-0001	1532987
549									
550	10/18/2001	0268	Richard G. Mason		5.00	2,875.00	Many t/c to Dollinger, Byowitz re: disaster recovery. Reviewed docs re: same.	05161-0001	1542350
551									
552									
553	10/18/2001	0211	Chaim J. Fortgang		2.20	1,485.00	Kassner (H-P) re bids, Thomson, Weisfelner, Steve Wasserman re bid for leasing assets, G. Pakagakis	05161-0001	1562862
554									
555									
556									
557	10/19/2001	0211	Chaim J. Fortgang		4.50	3,037.50	Misc t/c Byowitz and Skadden re preparation for Saturday interview with DOJ misc t/c committee members and co-chairs re sale of assets and general issues re sale of leasing, information, fund flow, strategy for auction, t/c bidders and H-P, Sungard re sale	05161-0001	1518412
558									
559									
560									
561									
562									
563									
564	10/19/2001	0239	Michael H. Byowitz		10.50	6,825.00	Deposition preparation & return to NYC & working travel.	05161-0001	1518470
565									
566									
567	10/19/2001	0605	Michael W. Jahnke		9.80	3,792.00	Meeting at Skadden to prepare Sungard witnesses for DOJ depositions; working travel.	05161-0001	1525116
568									
569									
570	10/19/2001	0268	Richard G. Mason		3.00	1,725.00	Many t/c Byowitz, Sungard, Fortgang re: disaster recovery sale.	05161-0001	1542358
571									
572									
573	10/21/2001	0239	Michael H. Byowitz		4.50	2,925.00	Review & consult re: antitrust issues.	05161-0001	1518472
574									
575	10/21/2001	0605	Michael W. Jahnke		1.80	711.00	Review depo transcripts	05161-0001	1525129
576									
577	10/22/2001	0211	Chaim J. Fortgang		8.00	4,050.00	T/c Butler, H-P, Dollinger, Byowitz, Hanson, re sale of disaster recovery, t/c Weisfelner, o/c RCM re hearing and pending motions, review of Anti-trust issues, correspondence and transcripts	05161-0001	1518852
578									
579									
580									
581									
582	10/22/2001	0239	Michael H. Byowitz		3.50	2,275.00	Conf. call with Steve Axinn.	05161-0001	1521723
583									
584	10/22/2001	0605	Michael W. Jahnke		1.70	671.50	Review deposition transcript; memos re scheduling letter; review same; memos re DOJ complaint; review press regarding DOJ suit; telephone call with M. Byowitz re same; M.	05161-0001	1525131
585									
586									
587	10/22/2001	0268	Richard G. Mason		8.00	4,800.00	T/c Kassner, Fortgang, Byowitz, clients. Prepared for sale hearing.	05161-0001	1542360
588									
589									
590	10/23/2001	0239	Michael H. Byowitz		1.00	650.00	Review & consult re: antitrust issues.	05161-0001	1521728
591									
592	10/23/2001	0605	Michael W. Jahnke		0.80	318.00	Review DOJ complaint.	05161-0001	1525139
593									
594	10/23/2001	0268	Richard G. Mason		18.00	10,350.00	Prepared for and attended sale hearing.	05161-0001	1542362
595									
596	10/23/2001	2736	Ricardo Greene		1.00	95.00	Complaint for M. Byowitz (US v Sungard)	05161-0001	1553676

Matter Number: 05161-0001  
 Matter Description: COMDISCO  
 Report Description: Billed and Unbilled Recap of Time [07/22/2002 9:40:44 AM]

	Date	Initials	Name / Invoice Number	Hours	Amount	Description	Case/Invoice Number	Index
601	10/23/2001	0211	Chaim J. Fortgang	2.30	1,552.50	1/c RGM re leasing, Sukloy, Dollinger, Thomson, Lissner, Kasaner re: same.	05161-0001	1562368
602								
603								
604	10/24/2001	0211	Chaim J. Fortgang	0.80	540.00	1/c Sue Dollinger re case status, misc o/c RGM re solution sale	05161-0001	1519167
605								
606								
607	10/24/2001	0239	Michael H. Byowitz	2.00	1,300.00	Review & consult re: antitrust issues.	05161-0001	1521735
608								
609	10/24/2001	0805	Michael W. Jahnke	0.90	355.50	Memos re status and TRO issues; review papers re same.	05161-0001	1525148
610								
611								
612	10/24/2001	0268	Richard G. Mason	6.50	4,887.50	Many 1/c to clients re: sale status; OFC Fortgang, Byowitz. Re: disaster recovery. Reviewed docs on other matters.	05161-0001	1542384
613								
614								
615								
616	10/25/2001	0211	Chaim J. Fortgang	2.50	1,687.50	1/c Lyne Hlestand, Weisfelner, Dollinger, Randy T, re sale of disaster recovery, Blake Appeal, 1/c bidders re leasing Auction.	05161-0001	1520226
617								
618								
619								
620	10/25/2001	0239	Michael H. Byowitz	2.00	1,300.00	Review & consult re: antitrust issues.	05161-0001	1521738
621								
622	10/25/2001	0805	Michael W. Jahnke	0.30	118.50	Review correspondence re: antitrust.	05161-0001	1525150
623								
624	10/26/2001	0268	Richard G. Mason	10.00	5,750.00	Many 1/c to clients, Wolf, C/JF. Worked on litigation re: H-P sale.	05161-0001	1542367
625								
626								
627	10/26/2001	0211	Chaim J. Fortgang	0.80	540.00	1/c Hanson of Lazard, Thomson	05161-0001	1562384
628								
629								
630	10/28/2001	0268	Richard G. Mason	6.00	3,450.00	Prepared for H-P sale. Many 1/c to clients re: same.	05161-0001	1542388
631								
632	10/29/2001	0211	Chaim J. Fortgang	1.40	945.00	Settlement discussions, Blake counsel re contract - preparation for Equity Committee	05161-0001	1543680
633								
634								
635								
636	10/30/2001	0239	Michael H. Byowitz	1.00	650.00	Review & consult re: antitrust issues.	05161-0001	1521755
637								
638	10/30/2001	0242	Amy R. Wolf	1.00	650.00	o/c C/JF, RGM re litigation w/ Equity Comm. over sale to H.P.; review subpoenas	05161-0001	1521772
639								
640								
641	10/30/2001	0805	Michael W. Jahnke	0.50	118.50	Review articles re: antitrust issues.	05161-0001	1525170
642								
643	10/30/2001	0268	Richard G. Mason	8.00	4,600.00	Worked on disaster recovery sale. Many calls to C/JF, clients, Skadden.	05161-0001	1542370
644								
645								
646	10/31/2001	0239	Michael H. Byowitz	1.00	650.00	Review & consult re: antitrust issues.	05161-0001	1521758
647								
648	10/31/2001	0242	Amy R. Wolf	2.70	1,755.00	1/c Lazard re deposition (2); o/c RGM re background to discovery (1.7); review Sunguard motion; U.S. Complaint (1.8)	05161-0001	1521775
649								
650								
651								
652	10/31/2001	0805	Michael W. Jahnke	0.10	39.50	Review correspondence re: antitrust issues.	05161-0001	1525173
653								
654	10/31/2001	0268	Richard G. Mason	6.50	3,737.50	Worked on disaster recovery sale. Many 1/c to Wolf, Dollinger, Skadden.	05161-0001	1542372
655								
656								
657	10/31/2001	0211	Chaim J. Fortgang	0.40	270.00	Misc. 1/c Co-chairs re: case status.	05161-0001	1563000
658								
659								
660	11/01/2001	0242	Amy R. Wolf	3.20	2,080.00	Document review; 1/c RGM, o/c MG re same (1.5); various 1/c's Berlack re scheduling deposition (3); read transcript of 10/23 hearing (1.2); 1/c DCB re discovery issues (2)	05161-0001	1529775
661								
662								
663								
664	11/01/2001	0664	Margaret Garnett	1.00	130.00	Document production for Lazard.	05161-0001	1530072
665								
666	11/01/2001	2318	Jay Song	1.00	90.00	For atty Margaret Garnett, page-checked documents and copies.	05161-0001	1530222
667								
668								
669	11/01/2001	0268	Richard G. Mason	18.00	10,350.00	Prepared for and attended committee meeting.	05161-0001	1542374
670								
671	11/01/2001	0211	Chaim J. Fortgang	10.00	6,750.00	Creditors' committee meeting, Chicago, working travel to and from.	05161-0001	1563847
672								
673								
674	11/02/2001	0664	Margaret Garnett	2.00	260.00	Document production; disc. w/RM & ARW.	05161-0001	1530075

Matter Number: 05161-0001  
Matter Description: COMDISCO  
Report Description: Billed and Unbilled Recap of Time [07/22/2002 9:40:44 AM]

Index	Date	Initials	Name/Invoice Number	Hours	Amount	Description	Matter Number	Index
676	11/02/2001	0242	Amy R. Wolf	2.50	1,625.00	review documents; v/c's RGM and MG re same;	05161-0001	1535214
677						v/c's re setting up depositions, review		
678						Sungard motion and Equity Committee objection		
679						to HP sale		
680								
681	11/02/2001	0288	Richard G. Mason	5.00	2,875.00	Worked on H-P sale. Many v/c to Wolf, Skadden,	05161-0001	1542376
682						Dollinger.		
683								
684	11/02/2001	0211	Chaim J. Fortgang	0.40	270.00	v/c Lynn Hiestand.	05161-0001	1563017
686								
688	11/05/2001	0684	Margaret Garnett	1.00	130.00	Document production, calls w/counsel	05161-0001	1550079
687								
689	11/05/2001	0239	Michael H. Byowitz	1.00	650.00	Review & consult re: antitrust issues.	05161-0001	1533845
688								
690	11/05/2001	0242	Amy R. Wolf	8.20	5,330.00	Prepare Eric Hanson and Sue Dollinger for	05161-0001	1535215
691						depositions; defend same		
692								
693	11/05/2001	0288	Richard G. Mason	12.00	6,900.00	Worked on H-P sale litigation. Prepared for	05161-0001	1542377
694						hearing/depositions.		
695								
696	11/05/2001	0211	Chaim J. Fortgang	0.40	270.00	v/c GD.	05161-0001	1563022
697								
698	11/08/2001	0239	Michael H. Byowitz	1.00	650.00	Review & consult re: antitrust issues.	05161-0001	1533854
699								
700	11/08/2001	0242	Amy R. Wolf	2.90	1,885.00	Prepare direct exam of Sue Dollinger (.3);	05161-0001	1535220
701						review response to Sungard motion (.3); o/c		
702						RGM re direct exam (.5); v/c B. Barrett re		
703						hearing (.4); review discovery motions, etc.		
704						(.6)		
705								
706	11/05/2001	0605	Michael W. Jahnke	0.40	155.00	Review correspondence re Axinn testimony; memos	05161-0001	1559598
707						re same.		
708								
709	11/06/2001	0211	Chaim J. Fortgang	0.30	202.50	v/c Dollinger re: case status.	05161-0001	1563036
710								
711	11/07/2001	0242	Amy R. Wolf	12.00	7,800.00	Travel to Chicago; prepare witness on plane;	05161-0001	1537811
712						attend court hearing		
713								
714	11/07/2001	0288	Richard G. Mason	20.00	11,500.00	Prepared for and attended sale hearing.	05161-0001	1542381
715								
716	11/07/2001	2897	Janeen Byron	0.50	47.50	Monitored docket for schedule order in case	05161-0001	1543460
717						Sungard Data Sys, set up watch for M. Jahnke.		
718								
719	11/07/2001	0605	Michael W. Jahnke	1.10	434.50	Memos re scheduling in DC action; research re	05161-0001	1559602
720						same.		
721								
722	11/08/2001	0239	Michael H. Byowitz	1.00	650.00	Review & consult re: antitrust issues.	05161-0001	1533864
723								
724	11/08/2001	0242	Amy R. Wolf	14.00	9,100.00	attend court hearing; travel to NY	05161-0001	1537812
725								
726	11/08/2001	0288	Richard G. Mason	20.00	11,500.00	Prepared for and attended sale hearing.	05161-0001	1542382
727								
728	11/08/2001	0605	Michael W. Jahnke	0.20	75.00	Memos re status on antitrust issues.	05161-0001	1559808
729								
730	11/09/2001	0239	Michael H. Byowitz	1.50	975.00	Review & consult re: antitrust issues.	05161-0001	1533870
731								
732	11/09/2001	0242	Amy R. Wolf	0.50	325.00	organize materials; e-mails RGM	05161-0001	1537813
733								
734	11/09/2001	0288	Richard G. Mason	14.00	8,050.00	Prepared for and attended sale hearing, worked	05161-0001	1542383
735						on route.		
736								
737	11/09/2001	0605	Michael W. Jahnke	0.10	39.50	Correspondence re status.	05161-0001	1559612
738								
739	11/09/2001	0211	Chaim J. Fortgang	1.30	877.50	v/c Thornton, Dollinger, Price, Philsticker,	05161-0001	1563050
740						Shuster re: sale hearing.		
741								
742	11/11/2001	0605	Michael W. Jahnke	0.10	39.50	Correspondence re status.	05161-0001	1559616
743								
744	11/12/2001	0242	Amy R. Wolf	0.20	130.00	o/c RGM re status of sale	05161-0001	1537818
745								
746	11/12/2001	0288	Richard G. Mason	3.00	1,725.00	Prepared for and attended call with client.	05161-0001	1542384
747								
748	11/12/2001	0211	Chaim J. Fortgang	0.80	540.00	Miscellaneous; v/c RGM, Lynn Hiestand, Felicia	05161-0001	1563057
749						D.		

Matter Number: 05161-0001  
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	Date	Initials	Name / Invoice Number	Hours	Amount	Description	Matter Number	Index
761	11/14/2001	0239	Michael H. Byowitz	1.50	975.00	Review & consult re: antitrust issues.	05161-0001	1533882
762								
763	11/14/2001	0268	Richard G. Mason	6.00	3,460.00	Reviewed leasing bids. Many t/c to clients re: same.	05161-0001	1542390
764								
765								
766	11/14/2001	0905	Michael W. Jahnke	0.70	39.50	Review correspondence re: antitrust.	05161-0001	1559627
767								
768	11/14/2001	0211	Chaim J. Fortgang	0.70	472.50	T/C RGM, Hansen.	05161-0001	1563070
769								
770	11/15/2001	0239	Michael H. Byowitz	1.50	975.00	Review & consult re: antitrust issues.	05161-0001	1533888
771								
772	11/15/2001	0268	Richard G. Mason	3.50	2,012.50	Reviewed leasing bids. T/c committee.	05161-0001	1542394
773								
774	11/15/2001	0905	Michael W. Jahnke	0.20	79.00	Review correspondence re: antitrust.	05161-0001	1559629
775								
776	11/15/2001	0211	Chaim J. Fortgang	3.80	2,585.00	T/c Hiestand, Ball, RGM re Auction, Felicia P. Comdisco C/call, Auction, Price re Auction, Marigan, Hansen	05161-0001	1563072
777								
778								
779	11/16/2001	0905	Michael W. Jahnke	0.20	79.00	Review correspondence re: antitrust.	05161-0001	1559635
780								
781	11/16/2001	0211	Chaim J. Fortgang	1.00	675.00	T/c Price, Hart, Thornton re: case status.	05161-0001	1563082
782								
783								
784	11/19/2001	0242	Amy R. Wolf	0.20	130.00	read 2004 motion; t/c RGM re same	05161-0001	1537840
785								
786	11/20/2001	0211	Chaim J. Fortgang	0.80	540.00	O/c RGM review of letter to company, t/c holders	05161-0001	1534884
787								
788								
789	11/20/2001	0268	Richard G. Mason	5.00	2,875.00	Many t/c re: miscellaneous motions. T/c clients, CJF.	05161-0001	1542399
790								
791								
792	11/21/2001	0211	Chaim J. Fortgang	1.00	675.00		05161-0001	1563658
793								
794	11/23/2001	0239	Michael H. Byowitz	1.00	650.00	Review & consult re: antitrust issues.	05161-0001	1537776
795								
796	11/24/2001	0239	Michael H. Byowitz	1.00	650.00	Review & consult re: antitrust issues.	05161-0001	1537777
797								
798	11/25/2001	0239	Michael H. Byowitz	2.00	1,300.00	Review & consult re: antitrust issues.	05161-0001	1537779
799								
800	11/28/2001	0268	Richard G. Mason	5.00	2,875.00	Prepared for auction (reviewed papers, etc.).	05161-0001	1542402
801								
802	11/27/2001	0239	Michael H. Byowitz	1.50	975.00	Review & consult re: antitrust issues.	05161-0001	1537786
803								
804	11/27/2001	0268	Richard G. Mason	4.50	2,587.50	Prepared for auction.	05161-0001	1542406
805								
806	11/28/2001	0268	Richard G. Mason	10.00	5,750.00	Prepared for leasing auction. Many t/c to Lazard, CJF, Skadden, clients.	05161-0001	1542407
807								
808	11/29/2001	0268	Richard G. Mason	20.00	11,500.00	Prepared for and attended auction.	05161-0001	1542409
809								
810			UNBILLED TOTALS: WORK:	1,090.80	571,750.50	274 records		
811			UNBILLED TOTALS: BILL:	1,090.80	571,750.50			
812								
813			GRAND TOTALS: WORK:	1,090.80	571,750.50	274 records		
814			GRAND TOTALS: BILL:	1,090.80	571,750.50			

## **Exhibit D**

Matter Number: 05161-0001  
Matter Description: COMDISCO  
Report Description: **Billed and Unbilled Recap of Time [07/22/2002 9:45:51 AM]**

Date	Initials	Name	Invoice Number	Hours	Amount	Description	Matter Number	Index
07/10/2002	0663	Beth Polebaum		0.50	125.00	T/C RM re fee application. E-mails SD re runs.	05161-0001	1656028
07/11/2002	0663	Beth Polebaum		1.50	375.00	Fee application.	05161-0001	1656745
07/12/2002	0663	Beth Polebaum		1.70	425.00	Fee application.	05161-0001	1656749
07/15/2002	0663	Beth Polebaum		0.60	150.00	Draft fee application.	05161-0001	1657331
07/18/2002	2255	Robinson Strauss		3.80	380.00	Reviewed case docket, pleadings, fee applications re: Professional Compensation procedures. Distributed documents, reviewed Local Rules for final fee app preparation.	05161-0001	1656166
07/16/2002	2258	Robinson Strauss		3.80	380.00	Reviewed case docket, pleadings, fee applications re: Professional Compensation procedures. Distributed documents, reviewed Local Rules for final fee app preparation.	05161-0001	1656424
07/16/2002	0883	Beth Polebaum		4.50	1,125.00	Review of retention order and revised retention order, fee orders, local rules in N.D. III, (.5). Initial draft of final fee application (4.0).	05161-0001	1657337
07/17/2002	2258	Robinson Strauss		2.00	200.00	Fee App research; docket review, review of Case filings and other Interim Fee apps for B. Polebaum	05161-0001	1657111
07/17/2002	0883	Beth Polebaum		6.50	1,625.00	Completed first draft of fee application.	05161-0001	1657340
07/18/2002	0883	Beth Polebaum		3.10	775.00	Completion of final fee application.	05161-0001	1657467
07/19/2002	0288	Richard G. Mason		3.00	1,800.00	Review fee application.	05161-0001	1657407
		UNBILLED TOTALS: WORK:		31.00	7,380.00	11 records		
		UNBILLED TOTALS: BILL:		31.00	7,380.00			
		GRAND TOTALS: WORK:		31.00	7,380.00	11 records		
		GRAND TOTALS: BILL:		31.00	7,380.00			

**CERTIFICATE OF SERVICE**

I, Ann Stockman, an attorney, hereby certify on oath that on July 24, 2002, I caused to be served upon the parties upon the attached list a copy of the above Final Application via overnight delivery in accordance with the applicable provisions of the Bankruptcy Rules.

  
Ann Stockman



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