

1 BALL JANIK LLP  
2 101 SW Main St., Suite 1100  
3 Portland, OR 97204  
4 Telephone: (503) 228-2525  
5 Facsimile: (503) 226-3910  
6 Brad T. Summers, OSB# 91111  
7 David W. Criswell, OSB# 92593  
8  
9 Special Corporate Counsel for Debtors  
10

11 **UNITED STATES BANKRUPTCY COURT**  
12 **DISTRICT OF ARIZONA**

13 CP ACQUISITION CO., et al.,  
14 Debtors

Chapter 11 Proceedings

Case No. 03-11258-PHX-RJH

(Jointly Administered with  
Case Nos. 03-11259-PHX-RJH through  
03-11263-PHX-RJH)

15 THIS FILING APPLIES TO:

- 16  ALL DEBTORS  
17  SPECIFIED DEBTORS

**APPLICATION FOR FINAL  
ALLOWANCE OF COMPENSATION  
AND REIMBURSEMENT OF  
EXPENSES OF BALL JANIK LLP FOR  
SERVICES RENDERED AND  
EXPENSES INCURRED AS SPECIAL  
CORPORATE COUNSEL FOR  
DEBTORS AND DEBTORS IN  
POSSESSION**

21 Total Costs and Fees for Application Period (from date of employment to effective date of plan  
of reorganization):

22 Ch. 11 Fees: \$444,571.50

23 Ch. 11 Costs: \$ 8,446.79

24 Total Costs and Fees Since the Fourth Application:

25 Ch. 11 Fees: \$ 58,671.50

26 Ch. 11 Costs: \$ 696.73

1 APPLICATION FOR FINAL ALLOWANCE OF COMPENSATION AND  
REIMBURSEMENT OF EXPENSES

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1 Ball Janik LLP (“Ball Janik”), special corporate counsel for CP Acquisition Co.  
2 and related entities (“Debtors”), respectfully requests final approval of compensation and  
3 reimbursement of expenses for services rendered and expenses incurred on behalf of the  
4 Debtors through the effective date of Debtors’ plan of reorganization. In support of this  
5 application, Ball Janik submits its billing statements attached as Exhibit “A” for the time  
6 period from November 1, 2004 through December 31, 2004, which itemizes the time and  
7 expenses incurred on behalf of the Debtors that have not been approved by prior interim fee  
8 applications. Ball Janik also relies on billing statements attached as exhibits to its First through  
9 Fourth Interim Fee Applications.

10 **A. INFORMATION ABOUT APPLICANT AND APPLICATION**

11 **1. Relevant Dates and Nature of Application**

12 a. On June 29, 2003, the Debtors filed their voluntary petitions  
13 under Chapter 11 of the United States Bankruptcy Code in the United States Bankruptcy Court  
14 for the District of Arizona.

15 b. An order for joint administration of the Debtors’ cases was  
16 signed on June 29, 2003.

17 c. No trustee or examiner was appointed, and the Debtors operated  
18 their businesses and managed their properties as debtors in possession.

19 d. By order of this Court dated June 30, 2003, the Debtors were  
20 authorized to employ Ball Janik as their special corporate counsel.

21 e. Compensation is sought under 11 U.S.C. § 330(a)(1), and under  
22 no other provision of the Code.

23 **2. Terms and Conditions of Employment**

24 a. Ball Janik has no agreement of any kind, express or implied, to  
25 divide with any other person or entity any portion of the compensation sought or to be received  
26 by it herein except for its partnership agreement and related agreements for the sharing of

2 **APPLICATION FOR FINAL ALLOWANCE OF COMPENSATION AND  
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1 compensation with members and regular associates of the firm. There is on file herein the  
2 necessary statement required by Bankruptcy Rule 2016 and 11 U.S.C. § 329, which is  
3 incorporated herein by this reference.

4                   b.       The source of compensation for the fees and expenses presently  
5 sought through this application will be estate funds.

6                   c.       On April 8, 2003, Ball Janik received unapplied advance  
7 payments from Crown Pacific Limited Partnership (“CPLP”) in the amount of \$89,414. On  
8 April 9, 2003, Ball Janik applied \$10,413.91 of such advance payments to time spent by its  
9 attorneys and paralegals at standard hourly rates as set forth in more detail in Ball Janik’s First  
10 Application for Allowance of Compensation. On April 23, 2003, Ball Janik received an  
11 additional \$10,413.91 from CPLP, which was deposited in trust as an additional unapplied  
12 advance payment. On June 27, 2003, Ball Janik applied an additional \$7,165.60 of the advance  
13 payments to time spent by its attorneys and paralegals at standard hourly rates as set forth in  
14 more detail in its First Interim Fee Application. On the Debtors’ petition date, Ball Janik held  
15 unapplied advance payments in the amount of \$82,248.40 to secure payment for services  
16 rendered and expenses incurred as special corporate counsel for the Debtors.

17                   **3. Fees and Expenses for Which Ball Janik Seeks Final Approval:**

18                   a.       In its First Interim Fee Application, Ball Janik requested interim  
19 compensation for professional services rendered as special corporate counsel for the Debtors in  
20 the sum of \$29,921.50 and reimbursement of \$1,514.20 for actual and necessary expenses  
21 incurred in connection with the rendering of such professional services. The First Interim Fee  
22 Application was allowed on January 7, 2004, and Ball Janik was paid the full amount sought in  
23 the application.

24                   b.       In its Second Interim Fee Application, Ball Janik requested  
25 interim compensation for professional services rendered as special corporate counsel for the  
26 Debtors in the sum of \$21,466.50 and reimbursement of \$819.81 for actual and necessary

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1 expenses incurred in connection with the rendering of such professional services. The Second  
2 Interim Fee Application was allowed on May 11, 2004 and Ball Janik was paid the full amount  
3 sought in the application.

4 c. In its Third Interim Fee Application, Ball Janik requested interim  
5 compensation for professional services rendered as special corporate counsel for the Debtors in  
6 the sum of \$197,384.50 and reimbursement of \$1,882.30 for actual and necessary expenses  
7 incurred in connection with the rendering of such professional services. The Third Interim Fee  
8 Application was allowed on September 16, 2004 and Ball Janik was paid the full amount  
9 sought in the application.

10 d. In its Fourth Interim Fee Application, Ball Janik requested  
11 interim compensation for professional services rendered as special corporate counsel for the  
12 Debtors in the sum of \$137,127.50 and reimbursement of \$3,533.75 for actual and necessary  
13 expenses incurred in connection with the rendering of such professional services. The Fourth  
14 Interim Fee Application was allowed on December 6, 2004 and Ball Janik was paid the full  
15 amount sought in the application.

16 e. As set forth in more detail below, following the Fourth Interim  
17 Fee Application, Ball Janik incurred \$58,671.50 in fees for professional services rendered as  
18 special corporate counsel to Debtors as well as \$696.73 for actual and necessary expenses.

19 f. The above services and expenses for which final approval of  
20 compensation is requested were rendered and/or incurred on behalf of the Debtors pursuant to  
21 11 U.S.C. §§ 330(a), 331, and 503(a) and (b), and Rule 2016(a), Fed. R. Bankr. P., and in  
22 compliance with the "Order Granting Application to Employ Ball Janik as Debtors' Special  
23 Corporate Counsel," entered on June 20, 2003, and the Guidelines of the Office of the United  
24 States Trustee for the District of Arizona.

#### 25 4. Names and Hourly Rates of Professionals

26 a. The names of the Ball Janik professionals and paraprofessionals

#### 4 APPLICATION FOR FINAL ALLOWANCE OF COMPENSATION AND REIMBURSEMENT OF EXPENSES

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1 requesting fees that have not already been approved by prior interim application and the hourly  
2 rate charged by each are as follows:

3	<b>Timekeeper</b>	<b>Billed per Hour</b>	<b>Hours Billed</b>	<b>Amount</b>
4	William H. Perkins	\$320	47.4	\$15,168.00
5	Brad T. Summers	\$310	0.2	\$ 62.00
6	Nancy Craven	\$280	0.6	\$ 168.00
7	Timothy M. Parks	\$270	78.2	\$21,114.00
8	Richard H. Allan	\$265	3.3	\$ 874.50
9	Bruce H. Cahn	\$250	5.7	\$ 1,425.00
10	Daniel R. Webert	\$145	15.3	\$ 2,218.50

11	<b>Paralegal</b>	<b>Billed per Hour</b>	<b>Hours Billed</b>	<b>Amount</b>
12	Carole E. Brock	\$130	137.3	\$17,849.00
13	Carole E. Brock	\$120	4.3	\$ 516.00
14	Susan E. Zimmerman	\$125	1.5	\$ 187.50

15 b. Solely for the purpose of the Court's evaluation of the  
16 reasonableness of those standard hourly rates, a brief summary of the professional experience  
17 of the lawyers who provided the bulk of the services for which compensation is sought is  
18 attached.

19 c. The compensation sought is based on compensation charged by  
20 comparably skilled practitioners in cases other than cases under Title 11.

21 **5. Status of Applications**

22 a. This application is final.

23 b. Other than as set forth herein and in Ball Janik's First, Second,  
24 Third, and Fourth Interim Fee Applications, there have been no payments of compensation or  
25 expenses to Ball Janik in connection with the Debtors' cases.  
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1                   **6. Client's Review of Application**

2                   Ball Janik has provided copies of this application to the Debtors for  
3 review and inspection. The Debtors have not voiced any concerns or objection to the requested  
4 amount.

5                   **7. Time Period for Services Covered by this Application.**

6                   The time period covered by this Final Application is from June 29, 2003  
7 through December 31, 2004.

8                   **B. CASE STATUS**

9                   1. A plan of reorganization was confirmed on December 20, 2004. The  
10 effective date of the plan was December 31, 2004.

11                   2. On information and belief, all required quarterly fees have been paid to  
12 the United States Trustee.

13                   3. On information and belief, all required monthly operating reports have  
14 been submitted to the Office of the U.S. Trustee.

15                   **C. SUMMARY SHEET**

16                   See attached.

17                   **D. BACKGROUND OF DEBTORS**

18                   1. CPLP is a limited partnership duly organized and existing under the laws  
19 of the State of Delaware. Substantially all of the Debtors' operations, as described below, are  
20 conducted by and through CPLP. CPLP is predominantly owned by Crown Pacific Partners,  
21 L.P. ("CPP"), a publicly traded Delaware limited partnership that substantially functions as a  
22 holding company. CP Air, Inc. ("CP Air") is a wholly-owned subsidiary of CPP. CP  
23 Acquisition Co. is a wholly-owned subsidiary of CP Air formed for the purpose of acquiring  
24 the entity that now comprises CPLP's "Alliance Lumber" operations in and around Phoenix,  
25 Arizona. CP Acquisition II Co. is a wholly-owned subsidiary of CP Air formed for the purpose  
26 of acquiring the entity that now comprises CPLP's "Alliance Lumber" operations in Nevada.

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1 CP Acquisition III Co. is a wholly-owned subsidiary of CP Air formed for the purpose of  
2 acquiring the entity that comprised CPLP's recently sold Albuquerque, New Mexico trading  
3 and distribution operations. CPP and CPLP are each managed by Crown Pacific Management  
4 Limited Partnership, a Delaware limited partnership, which is the general partner of CPLP and  
5 one of two general partners of CPP.

6           2. Through CPLP's three business segments, the Debtors' business consists  
7 primarily of growing and harvesting timber for sale as logs in domestic and export markets and  
8 the manufacturing and selling of lumber and other wood products. In connection with the  
9 Debtors' "timberlands business segment," CPLP owns or controls in excess of 524,000 acres of  
10 timberland, which contains a total merchantable timber inventory of approximately 2.5 billion  
11 board feet, located in Oregon and Washington. In CPLP's "manufacturing business segment,"  
12 CPLP produces an array of lumber products. These operations are conducted at CPLP's three  
13 converting mills, one each located in Gilchrist, Oregon, Port Angeles, Washington and  
14 Marysville, Washington. CPLP's "Alliance Lumber business segment," which is based in  
15 Phoenix, Arizona, consists of five contractor supply yards, three in Phoenix, Arizona, and one  
16 each in Las Vegas and Sparks, Nevada. These supply yards effect both wholesale and retail  
17 sales of lumber and wood products, with customers predominantly comprised of construction  
18 contractors.

19           3. The Debtors' Chapter 11 filings were primarily attributable to macro-  
20 forest products industry market forces coupled with deteriorating relationships with certain of  
21 the Debtors' lenders and noteholders that had negatively impacted the Debtors' liquidity. In  
22 light of the continuing depressed state of the forest products market, and with significant debt  
23 repayments due over the next several months, CPLP determined that a restructuring of the  
24 Debtors' capital structure under Chapter 11 was in the best interests of all of the Debtors'  
25 creditors and interest holders.

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1                   **4. Summary, by Client Matter, of Legal Services Performed by Ball**  
2 **Janik Since the Fourth Application**

3                   a.       Matter 8290.0 – General Corporate Matters

4                   Ball Janik advised Debtors on issues relating to the assignment of a  
5 judgment.

6 <b>Attorney/Paralegal</b>	<b>Billed per Hour</b>	<b>Hours Billed</b>	<b>Amount Billed</b>
7 Nancy Craven	\$280	.3	\$ 84.00
8 Timothy M. Parks	\$270	.3	\$ 81.00
9 Bruce H. Cahn	\$250	5.3	\$1,325.00
10 Fee Adjustment			<\$ 911.00>
11	Totals	5.9	\$ 579.00

12                   b.       Matter 8290.2 – Asset Dispositions

13                   Ball Janik, in coordination with Debtors' general bankruptcy counsel,  
14 performed tasks related to the sale of various assets, including negotiation, review, preparation,  
15 and closing of asset purchase agreements. Ball Janik also assisted in the preparation of deeds  
16 and partitions as well as the resolution of certain tax and easement issues.

17 <b>Attorney/Paralegal</b>	<b>Billed per Hour</b>	<b>Hours Billed</b>	<b>Amount Billed</b>
18 William H. Perkins	\$320	38.2	\$12,224.00
19 Brad T. Summers	\$310	0.2	\$ 62.00
20 Timothy M. Parks	\$270	77.9	\$21,033.00
21 Carole E. Brock	\$130	123.2	\$16,016.00
22 Susan E. Zimmerman	\$125	1.5	\$ 187.50
23	Totals	241.0	\$49,522.50

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c. Matter 8290.4 – Case Administration

Ball Janik performed various administrative tasks related to property transactions and transition.

<b>Attorney/Paralegal</b>	<b>Billed per Hour</b>	<b>Hours Billed</b>	<b>Amount Billed</b>
Carole E. Brock	\$130	14.1	\$1,833.00
	Totals	14.1	\$1,833.00

d. Matter 8290.7 – Fee/Employment Applications

Ball Janik prepared its Fourth Interim Fee Application and monthly fee statements and notices for the months of November and December.

<b>Attorney/Paralegal</b>	<b>Billed per Hour</b>	<b>Hours Billed</b>	<b>Amount Billed</b>
Daniel R. Webert	\$145	15.3	\$2,218.50
	Totals	15.3	\$2,218.50

e. Matter 8920.10 – Plan/Disclosure Statement

Ball Janik reviewed and revised the Debtors' plan of reorganization and disclosure statement and attended a meeting regarding the implementation of the plan.

<b>Attorney/Paralegal</b>	<b>Billed per Hour</b>	<b>Hours Billed</b>	<b>Amount Billed</b>
William H. Perkins	\$320	9.2	\$2,944.00
	Totals	9.2	\$2,944.00

f. Matter 8290.12 – Environmental/Land Use Issues

Ball Janik researched and conferred with the Debtors' representatives concerning various land use and water rights issues.

<b>Attorney/Paralegal</b>	<b>Billed per Hour</b>	<b>Hours Billed</b>	<b>Amount Billed</b>
Nancy Craven	\$280	0.3	\$ 84.00
Richard H. Allan	\$265	3.3	\$ 874.50
Bruce H. Cahn	\$250	0.4	\$ 100.00
Carole E. Brock	\$120	4.3	\$ 516.00

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Totals 8.3 \$1,574.50

g. Summary of Costs

Ball Janik seeks reimbursement for costs incurred in the amount of \$696.73. All costs are also customarily charged to non-bankruptcy clients of Ball Janik. The amount charged by Ball Janik for photocopies is 15 ¢ per page. All costs from outside parties, such as Federal Express, mail, delivery charges, long distance telephone charges, travel expenses, LEXIS and Westlaw searches and the like, are charged at the unit rate generally charged by the vendors. The summary of the requested expense is:

Description	Amount
Messenger Service/Delivery Costs	\$ 34.50
Photocopies	\$218.70
UPS	\$ 62.21
Long Distance Telephone	\$ 30.68
Legal Research	\$ 52.36
Filing Fees	\$200.00
Miscellaneous Charges	\$100.00
Cost Adjustment	<\$ 1.72>
Total Advances	\$696.73

GENERAL SUMMARY OF PERIOD FOLLOWING THE FOURTH INTERIM FEE

APPLICATION: The time for all matters was 293.8 hours, total fees were \$58,671.50 and expenses incurred were \$696.73.

**5. Evaluating Standards**

The fees billed by Ball Janik to the Debtors for professional services rendered during the application period total \$444,571.50, comprised of 1998.2 hours of professional time.

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1           In accordance with 11 U.S.C. § 330, this amount was calculated using the hourly  
2 rate for the attorneys involved. *See also In Re Yermakov*, 718 F.2d 1465, 1471 (9<sup>th</sup> Cir. 1983)  
3 (“The primary method used to determine a reasonable attorneys’ fee in a bankruptcy case is to  
4 multiply the number of hours expended by an hourly rate”). This has also been referred to as  
5 the “lodestar” or basic fee which, if warranted, can be adjusted upward or downward. In that  
6 regard, the Ninth Circuit in *Yermakov* made specific references to *Johnson v. Georgia Highway*  
7 *Express, Inc.*, 488 F.2d 714, 717019 (5<sup>th</sup> Cir. 1974), in which the Fifth Circuit listed twelve  
8 factors which should be considered in awarding attorneys’ fees. These “*Johnson* factors” have  
9 been referred to and utilized by many courts in considering and awarding attorneys’ fees in  
10 bankruptcy cases. *See In Re Nucorp Entergy, Inc.*, 754 F.2d 655 (9<sup>th</sup> Cir. 1985).

11           The Ninth Circuit Bankruptcy Appellate Panel has held that the “lodestar”  
12 approach, coupled with consideration for the “*Johnson* factors” is the appropriate standard to  
13 be applied in awarding fees in a bankruptcy case. *See In re Powering Oil Co.*, 71 Bankr. 767  
14 (Bankr. 9<sup>th</sup> Cir. 1986).

15           The provisions of § 330(a) place a premium on the timeliness of administration  
16 of the case. Compensable services must be “performed within a reasonable amount of time  
17 commensurate with the complexity, importance and nature of the problem, issue or task  
18 addressed.” 11 U.S.C. § 330(a)(3)(A). Ball Janik believes all services have been provided in a  
19 timely basis.

20           For a more specific description of the various services provided, categorized as a  
21 project basis, as well as a general description of what was accomplished with respect to each  
22 project, please consult the attached project billing as well as those attached to the First through  
23 Fourth Applications.

24           The results obtained by Ball Janik within the time frames of this application  
25 illustrate that Ball Janik:

- 26           • Used the skill required to perform the legal services properly;

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1 **Brief Biographical Information of Attorneys**

2 RICHARD H. ALLAN. Position: Partner. Born San Mateo, California, January 30, 1959;  
3 admitted to bar, 1988, Oregon; 1992, U.S. District Court, District of Oregon and U.S. Court of  
4 Appeals, Ninth Circuit; 2003, Washington. Education: University of California, Berkeley  
5 (B.S., with highest honors, 1982); Boalt Hall School of Law, University of California (J.D.,  
6 1988). Phi Beta Kappa; *Order of the Coif*. Editor-in-Chief, *Ecology Law Quarterly*, 1987-  
7 1988. Law Clerk to Chief Justice Malcolm M. Lucas, California Supreme Court, 1988-1989.  
8 Member: Oregon State Bar; Washington State Bar. (Practices at Portland, Oregon office.)  
9 Practice Areas: Land Use; Environmental; Natural Resources. Email: rallan@balljanik.com

10 BRUCE H. CAHN. Position: Partner. Born Los Angeles, California, November 19, 1963;  
11 admitted to bar, 1990, California and U.S. District Court, Central District of California; 1992,  
12 U.S. Court of Appeals, Ninth Circuit and U.S. District Court, Northern, Eastern and Southern  
13 Districts of California; 1993, Oregon; 1994, U.S. District Court, District of Oregon; 2003,  
14 Washington and U.S. District Court, Eastern District of Washington. Education: California State  
15 University at Northridge (B.A., 1986); Loyola Marymount University (J.D., 1990). Staff  
16 Member, Loyola of Los Angeles, *International & Comparative Law Journal*, 1988-1989. Member,  
17 St. Thomas More Law Honor Society. Co-Author, with Curt Roy Hine: "Asset Freeze  
18 Injunctions in Securities Litigation: A New Tool for Plaintiffs?" ABA Committee on Class Actions  
19 & Derivative Suits, Vol. 5, No. 3, July 1995. Member: Oregon State Bar; State Bar of California;  
20 Washington State Bar. PRACTICE AREAS: Business Litigation; Construction Litigation;  
21 Commercial Litigation; Coverage Litigation. Email: bcahn@balljanik.com

22 NANCY CRAVEN. Position: Partner. Born Springfield, Illinois, August 30, 1954; admitted to  
23 bar, 1979, Oregon. Education: Lawrence University (B.A., 1976); Southern Illinois University  
24 Law School (J.D., 1979). Law Clerk to Chief Judge George Joseph, Oregon Court of Appeals,  
25 1979-1981. County Counsel, Lincoln County, Oregon, 1981-1986. Member: Oregon State  
26 Bar. (Also practices at Bend, Oregon office). PRACTICE AREAS: Land Use; Natural Resources;  
Zoning; Environmental. Email: ncraven@balljanik.com

27 TIMOTHY M. PARKS. Position: Partner. Born Eugene, Oregon, December 19, 1966; admitted  
28 to bar, 1993, Oregon. Education: Willamette University (B.S., *cum laude*, 1989; J.D., *summa*  
29 *cum laude*, 1993). Member: Oregon State Bar. (Practices at Portland, Oregon office.) Practice  
30 Areas: Real Estate; Corporate Law; Business Law.

31 WILLIAM H. PERKINS. Position: Of Counsel. Born Houston, Texas, March 16, 1951;  
32 admitted to bar, 1979, District of Columbia (Inactive); 1983, Oregon. Education: Williams  
33 College (B.A., *magna cum laude*, 1973); Georgetown University Law Center (J.D., *magna cum*  
34 *laude*, 1979). Phi Beta Kappa. Member: Oregon State Bar; American Bar Association.  
35 (Practices at Portland, Oregon office.) Practice Areas: Complex Real Estate and Commercial  
36 Transactions; Business; Financing. Email: wperkins@balljanik.com

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1 BRAD T. SUMMERS. Position: Partner. Born Auburn, Indiana, May 2, 1957; admitted to  
2 bar, 1983, California; U.S. District Court, Southern, Northern, Eastern and Central Districts of  
3 California; 1991, Oregon and U.S. District Court, District of Oregon. Education: University of  
4 Notre Dame (B.B.A., *summa cum laude*, 1979); University of California at Los Angeles (J.D.,  
5 1982). Beta Gamma Sigma; *Order of the Coif*. Law Clerk to Justice Warren W. Matthews,  
6 Supreme Court of the State of Alaska, 1982-1983. Member: Oregon State Bar; State Bar of  
7 California. (Practices at Portland, Oregon office.) Practice Areas: Business Reorganization;  
8 Bankruptcy; Creditors' Rights; Litigation. Email: tsummers@balljanik.com

9 DANIEL R. WEBERT. Position: Associate. Born Portland, Oregon, October 11, 1975;  
10 admitted to bar, 2003, Oregon. Education: Oregon State University (H.B.A., *magna cum laude*,  
11 1998); Georgetown University Law Center (J.D., *cum laude*, 2003). Author, "Are the Courts in a  
12 Trance? Approaches to the Admissibility of Hypnotically Enhanced Witness Testimony in Light  
13 of Empirical Evidence," 40 Am. Crim. L. Rev. 1301 (2003). Executive Editor, Georgetown  
14 Journal of Legal Ethics, 2002-03. Co-Author, "Understanding the 'Knowledge' Requirement of  
15 Attorney Competence," 15 Geo. J. Legal Ethics 915 (2002). Member: Oregon State Bar.  
16 PRACTICE AREAS: Bankruptcy; Creditors' Rights; Commercial Litigation; Construction.  
17 Email: dwebert@balljanik.com

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In re <b>CP ACQUISITION CO., et al.,</b>  Debtors  THIS FILING APPLIES TO: <input checked="" type="checkbox"/> ALL DEBTORS <input type="checkbox"/> SPECIFIED DEBTORS	Chapter 11 Proceedings  Case No. 03-11258-PHX-RJH (Jointly Administered with Case Nos. 03-11259-PHX-RJH through 03-11263-PHX-RJH)	Fees Previously Requested Fees Previously Awarded  Expenses Previously Requested Expenses Previously Awarded  Unapplied Advance Payments Draws (Prepetition) Replenishment (Prepetition) Remaining Advance Payments	<b>NAME OF APPLICANT</b> Ball Janik LLP  <b>ROLE IN THE CASE</b> Special Corporate Counsel for Debtors  <b>CURRENT APPLICATION</b> Fees Requested: \$444,571.50 Expenses Requested \$8,446.79
		\$385,900.00 \$385,900.00  \$7,750.06 \$7,750.06  \$89,414.00 \$17,579.51 \$10,413.91 \$2,248.40	

FEE APPLICATION					
NAMES OF PROFESSIONALS	YEAR ADMITTED TO PRACTICE	TOTAL HOURS BILLED TO DATE	RATE	TOTAL TO DATE	
<b>Partners</b>					
Robert S. Ball	1967	0.2	\$350	\$70.00	
		7.2	\$340	\$2,448.00	
Leon Simson	1975	0.3	\$350	\$105.00	
		0.4	\$335	\$134.00	
Brad S. Miller	1987	0.5	\$320	\$160.00	
		0.3	\$300	\$90.00	
Brad T. Summers	1983	2.1	\$310	\$651.00	
		0.8	\$305	\$244.00	
		9.7	\$300	\$2,910.00	
David W. Criswell	1989	0.3	\$295	\$88.50	
		8.0	\$285	\$2,280.00	
Nancy Craven	1979	2.3	\$280	\$644.00	
Timothy M. Parks	1993	105.8	\$270	\$28,566.00	
		35.5	\$260	\$9,230.00	
		29.7	\$245	\$7,276.50	
Richard H. Allan	1988	112.1	\$265	\$29,706.50	
		3.5	\$255	\$892.50	
Bruce H. Cahn	1990	146.4	\$250	\$36,600.00	
		2.1	\$235	\$493.50	
Laura Craska Cooper	1991	0.4	\$190	\$76.00	
<b>Total:</b>		467.6		\$122,665.50\$	
<b>Associates/Of Counsel</b>					
William H. Perkins	1979	265.5	\$320	\$84,960.00	
		383.9	\$315	\$120,928.50	
		3.0	\$300	\$900.00	

James Filiault	1996	30.1	\$215	\$6,471.50
Heidi M. York	2001	0.6	\$160	\$96.00
		2.1	\$145	\$304.50
Renee M. France	2000	34.5	\$165	\$5,692.50
		7.4	\$150	\$1,503.00
Daniel R. Weibert	2003	24.0	\$145	\$3,480.00
Christian H. Scott	2003	1.4	\$135	\$189.00
<b>Total:</b>		752.5		\$224,132.00
<b>Paralegals/Summer Associates</b>				
Carole E. Brock	N/A	540.3	\$130	\$70,239.00
		151.6	\$125	\$18,950.00
		4.3	\$120	\$516.00
Susan E. Zimmerman	N/A	1.5	\$125	\$187.50
Laura L. Lindberg	N/A	2.1	\$125	\$262.50
Debbie Collard	N/A	51.9	\$120	\$6,228.00
	N/A	14.0	\$115	\$1,610.00
Faustina M. Ash	N/A	2.6	\$120	\$312.00
Alex J. Sullivan	N/A	0.4	\$110	\$44.00
Kristin L. Davidson	N/A	5.4	\$100	\$540.00
Daniel Budihardjo	N/A	4.0	\$75	\$300.00
<b>Total:</b>		778.1		\$99,189.00
<b>Fee Adjustments</b>				<\$911.00>
				<\$504.00>
<b>GRAND TOTAL:</b>		1,998.2		\$444,571.50
TOTAL BLENDED HOURLY RATE (Excluding Paraprofessionals)	222.49			



**EXHIBIT A**

**Detailed Time and Expense Entries and Summary**

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**15 APPLICATION FOR FINAL ALLOWANCE OF COMPENSATION AND REIMBURSEMENT OF EXPENSES**

::ODMA\PCDOCS\PORTLAND\473345\1

This invoice, billed in the month of October, was cancelled by way of a credit on 12/1/2004 because it contained an erroneous discount. The time was correctly billed as invoice 27927, which follows.

Client 8290  
 Matter 0  
 Date 10/13/2004  
 Invoice 24085

Crown Pacific Ch. 11 Estate  
 805 SW Broadway  
 Suite 1500  
 Portland, OR 97205

Attention: Roger Krage

Crown Pacific Ch. 11 Estate  
 Re: General Corporate Matters

Date: 10/13/2004  
 Invoice: 24085

<u>Date</u>	<u>Atty</u>	<u>Professional Services Rendered</u>	<u>Hours</u>	<u>Amount</u>
9/2/2004	TMP	Telephone conference with Mr. Perkins re Ochoco timber deed sale (.1).	0.10	27.00
9/7/2004	BHC	Telephone conference with Mr. Baer re Norid matter and conference call (.2). Review and analyze Norid proof of claim (.1). Review e-mail from Mr. Baer re conference call (.1).	0.40	100.00
9/10/2004	BHC	Conference with Mr. Dunbar re Thornton Judgment (.3). Telephone conference with Mr. Lieneweber re Thornton judgment (.2). Telephone conference with Mr. Melissinos re same (.2). Draft e-mail to Mr. Stout re Thornton judgment (.2).	0.90	225.00
9/13/2004	BHC	Investigate underlying basis for Thornton judgment (.3). Continue drafting and revising e-mail to Mr. Stout re Thornton judgment (.3). Review e-mail of Mr. Churg re same (.1). Review and reply to e-mail of Mr. Melissinos (.1).	0.80	200.00
9/15/2004	TMP	Conference with Ms. Brock re documentation for releasing recorded stumpage and mining lease agreements (.2).	0.20	54.00
9/20/2004	BHC	Review and analyze Timberland sales recaps (.3). Prepare for conference call re miscellaneous properties (.2). Participate in conference call re miscellaneous properties (.7).	1.20	300.00
9/21/2004	BHC	Review and analyze e-mails re revised Timberland sales recap (.1). Review and analyze revised Timberland sales recap (.1).	0.20	50.00
9/23/2004	BHC	Review and analyze e-mail of Mr. Schultz re Shoshone Timber rights (.1). Analyze documents re volume limitations (.4). Draft reply re volume and limitation claims of Norid (.4).	0.90	225.00
9/24/2004	BHC	Review and analyze memorandum of Mr. Bair re Norid matter and various e-mails of Mr. Melissinos re same.	0.60	150.00

Crown Pacific Ch. 11 Estate  
 10/13/2004  
 Page 2

Client: 8290  
 Matter: 0  
 Invoice: 24085

9/27/2004 NC Telephone call to Myles Conway. 0.30 84.00

TOTAL Hours and Fees 5.60 1,415.00

Discount: -504.00  
 TOTAL Fees After Discount 911.00

<u>Attorney</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Cahn, Bruce H.	5.00	250.00	1,250.00
Craven, Nancy	0.30	280.00	84.00
Parks, Timothy M.	0.30	270.00	81.00
TOTAL Current Fees			\$1,415.00

<u>Date</u>	<u>Costs</u>	<u>Amount</u>
	Long Distance Calls	1.72
TOTAL Current Costs		<u>\$1.72</u>

Crown Pacific Ch. 11 Estate  
10/13/2004  
Page 3

Client: 8290  
Matter: 0  
Invoice: 24085

Current Invoice Due	\$912.72
Previous Balance	\$509.00
Total Payments and Credits	\$ .00
<b>TOTAL Balance Due:</b>	<b><u><u>\$1,421.72</u></u></b>

Invoices are due upon receipt.

Client 8290  
 Matter 0  
 Date 12/1/2004  
 Invoice 27927

Crown Pacific Ch. 11 Estate  
 805 SW Broadway  
 Suite 1500  
 Portland, OR 97205

Attention: Roger Krage

Crown Pacific Ch. 11 Estate  
 Re: General Corporate Matters

Date: 12/1/2004  
 Invoice: 27927

<u>Date</u>	<u>Atty</u>	<u>Professional Services Rendered</u>	<u>Hours</u>	<u>Amount</u>
9/2/2004	TMP	Telephone conference with Mr. Perkins re Ochoco timber deed sale (.1).	0.10	27.00
9/7/2004	BHC	Telephone conference with Mr. Baer re Norid matter and conference call (.2). Review and analyze Norid proof of claim (.1). Review e-mail from Mr. Baer re conference call (.1).	0.40	100.00
9/10/2004	BHC	Conference with Mr. Dunbar re Thornton Judgment (.3). Telephone conference with Mr. Lieneweber re Thornton judgment (.2). Telephone conference with Mr. Melissinos re same (.2). Draft e-mail to Mr. Stout re Thornton judgment (.2).	0.90	225.00
9/13/2004	BHC	Investigate underlying basis for Thornton judgment (.3). Continue drafting and revising e-mail to Mr. Stout re Thornton judgment (.3). Review e-mail of Mr. Churg re same (.1). Review and reply to e-mail of Mr. Melissinos (.1).	0.80	200.00
9/15/2004	TMP	Conference with Ms. Brock re documentation for releasing recorded stumpage and mining lease agreements (.2).	0.20	54.00
9/20/2004	BHC	Review and analyze Timberland sales recaps (.3). Prepare for conference call re miscellaneous properties (.2). Participate in conference call re miscellaneous properties (.7).	1.20	300.00
9/21/2004	BHC	Review and analyze e-mails re revised Timberland sales recap (.1). Review and analyze revised Timberland sales recap (.1).	0.20	50.00
9/23/2004	BHC	Review and analyze e-mail of Mr. Schultz re Shoshone Timber rights (.1). Analyze documents re volume limitations (.4). Draft reply re volume and limitation claims of Norid (.4).	0.90	225.00
9/24/2004	BHC	Review and analyze memorandum of Mr. Bair re Norid matter and various e-mails of Mr. Melissinos re same.	0.60	150.00

Crown Pacific Ch. 11 Estate  
 12/1/2004  
 Page 2

Client: 8290  
 Matter: 0  
 Invoice: 27927

9/27/2004 NC Telephone call to Myles Conway. 0.30 84.00

TOTAL Hours and Fees 5.60 1,415.00

<u>Attorney</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Cahn, Bruce H.	5.00	250.00	1,250.00
Craven, Nancy	0.30	280.00	84.00
Parks, Timothy M.	0.30	270.00	81.00
TOTAL Current Fees			\$1,415.00

<u>Date</u>	<u>Costs</u>	<u>Amount</u>
	Long Distance Calls	1.72
TOTAL Current Costs		<u>\$1.72</u>

Crown Pacific Ch. 11 Estate  
12/1/2004  
Page 3

Client: 8290  
Matter: 0  
Invoice: 27927

Current Invoice Due	\$1,416.72
Previous Balance	\$ .00
Total Payments and Credits	\$ .00
<b>TOTAL Balance Due:</b>	<b><u><u>\$1,416.72</u></u></b>

Invoices are due upon receipt.

INVOICE  
**BALL JANIK LLP**

A T T O R N E Y S

Client 8290  
Matter 0  
Date 12/10/2004  
Invoice 27928

ONE MAIN PLACE  
101 SOUTHWEST MAIN STREET, SUITE 1100  
PORTLAND, OREGON 97204-3219  
  
TELEPHONE: 503-228-2525  
FACSIMILE: 503-295-1058

Crown Pacific Ch. 11 Estate  
805 SW Broadway  
Suite 1500  
Portland, OR 97205

Attention: Roger Krage

PLEASE DETACH AND RETURN UPPER PORTION WITH YOUR REMITTANCE

Crown Pacific Ch. 11 Estate  
Re: General Corporate Matters

Date: 12/10/2004  
Invoice: 27928

<u>Date</u>	<u>Atty</u>	<u>Professional Services Rendered</u>	<u>Hours</u>	<u>Amount</u>
11/1/2004	BHC	Review and analyze e-mails of Mr. Melissinos re Thorton Judgment (.1). Scan Thorton Judgment (.1). Draft e-mail to Mr. Schultz re same (.1).	0.30	75.00
<b>TOTAL Hours and Fees</b>			<u>0.30</u>	<u>75.00</u>

<u>Attorney</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Cahn, Bruce H.	0.30	250.00	75.00
<b>TOTAL Current Fees</b>			<b>\$75.00</b>
<b>Current Invoice Due</b>			<b>\$75.00</b>
<b>Previous Balance</b>			<b>\$1,416.72</b>
<b>Total Payments and Credits</b>			<b>\$0.00</b>
<b>TOTAL Balance Due:</b>			<b><u>\$1,491.72</u></b>

Invoices are due upon receipt.



INVOICE  
**BALL JANIK LLP**

A T T O R N E Y S

ONE MAIN PLACE  
101 SOUTHWEST MAIN STREET, SUITE 1100  
PORTLAND, OREGON 97204-3219

Client 8290  
Matter 2  
Date 12/10/2004  
Invoice 27552

TELEPHONE: 503-228-2525  
FACSIMILE: 503-295-1058

Crown Pacific Ch. 11 Estate  
805 SW Broadway  
Suite 1500  
Portland, OR 97205

Attention: Roger Krage

PLEASE DETACH AND RETURN UPPER PORTION WITH YOUR REMITTANCE

Crown Pacific Ch. 11 Estate  
Re: Asset Dispositions

Date: 12/10/2004  
Invoice: 27552

<u>Date</u>	<u>Atty</u>	<u>Professional Services Rendered</u>	<u>Hours</u>	<u>Amount</u>
11/1/2004	WHP	Emails from/to Mr Osborne re Ochoco timber deed asset title issues (0.2). Telephone conference with Mr Side re Purchase Agreement for Ochoco timber deed assets (0.1). Finalize same (0.2). Email to Mr Side re same (0.1). Telephone conference with Mr Larson re real estate excise tax refund issues (0.2). Telephone conference with Mr Dietrich re Ochoco sale (0.1). Telephone conference with Mr Osborne re Ochoco title report and timber deed (0.2). Revise timber deed (0.1). Email to Mr Osborne re same (0.1).	1.30	416.00
11/1/2004	TMP	Review and analyze proposed plan and intention to exclude parcels for sale or abandonment (2.3). Legal research re reservation of easements in partition plat (1.8). Conference with Ms. Brock re Klamath County partition issues(.2).	4.30	1,161.00
11/2/2004	WHP	Email to Mr Side re execution of Ochoco timber assets Purchase Agreement (0.1). Telephone conference with Mr Side re same (0.1). Emails from/to Mr Byrne re status of same (0.1). Telephone call from Mr Dietrich re execution of same (0.1). Telephone conference with Ms Brock re delivery of signed Purchase Agreement (0.1). Email to Mr Sparacino re status (0.1).	0.60	192.00
11/2/2004	CEB	Revise deeds and proofread legal descriptions (1.4). Conference with Mr. Parks re Klamath County Partition process, problems with recording plat (.2). Review email from Mr. Melissinos and respond (.2). Prepare email to Ms. Terry at AmeriTitle in Bend requesting clarification and correct deed (.3). Prepare email with draft deeds for approval by other lawyers (.2). Arrange for documents to be signed by Ed (.3). Draft letter to Mr. Side re final Ochoco timber Deed Asset Purchase Agreement (.2). Finalize letter to Mr. Side with enclosures (.2). Revise Satisfaction of Mortgage with proper	3.70	481.00

ALL COSTS AND DISBURSEMENTS MAY NOT BE BILLED DUE TO LATE RECEIPT OF INVOICE FROM VENDOR

FED ID # 93-0814349

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ONE MAIN PLACE  
101 SOUTHWEST MAIN STREET, SUITE 1100  
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Crown Pacific Ch. 11 Estate  
12/10/2004  
Page 2

Client: 8290  
Matter: 2  
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signature block (.2). Telephone conferences with Ms. Skyles re documents to be signed by Crown Pacific and Interfor Pacific Inc. (.2).

11/2/2004	BTS	Conferences with Mr. Parks re Klamath County partition holdup and strategy to resolve same.	0.20	62.00
11/2/2004	TMP	Telephone conferences with Mr. Melissinos, Ms. Brock and Klamath County assessor and tax collector re partition issues (.3). Conference with Mr. Summers re ability to partition without court approval and payment of post-petition property taxes (.3). Correspondence with Messrs. Shea and Johnson re proposed course of action on partitions (.2). Review and analyze notice of appeal related to Deschutes County property previously sold by Crown Pacific (.3). Work on resolving partition problems in Klamath County (.8).	1.90	513.00
11/3/2004	WHP	Telephone conference with Mr Sparacino re motion to approve sale of Ochoco timber deed assets (0.2). Emails from/to Mr Side re same (0.1).	0.30	96.00
11/3/2004	CEB	Prepare email to Mr. Sparacino with attachment (.2). Draft letter to Kerri Jo Talburt re Woodland and Satisfaction of Mortgage (.2). Conference with Mr. Parks re recording Satisfaction of Mortgage without bankruptcy court approval (.1). Prepare email to Mr. Melissinos re recording Satisfaction of Mortgage (.1). Conference with Mr. Parks re easements over partitioned property (.1).	0.70	91.00
11/3/2004	TMP	Telephone conference with Messrs. Shea and Johnson re partition and easement issues (.4). Review and analyze partition applications and related materials for exclusion of parcels to be abandoned or liquidated (2.1). Correspondence with Mr. Shea re issues of concern in partition documents (.2).	2.70	729.00
11/4/2004	CEB	Review fax from Mr. Johansen re collateral Assignment of Deed of Trust to CIT Group (.2). Review emails from Mr. Shea re Washington and Oregon partitions applications and	0.50	65.00

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FED ID # 93-0814349

BALL JANIK LLP

## INVOICE

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A T T O R N E Y S

ONE MAIN PLACE  
101 SOUTHWEST MAIN STREET, SUITE 1100  
PORTLAND, OREGON 97204-3219

TELEPHONE: 503-228-2525

FACSIMILE: 503-295-1058

Crown Pacific Ch. 11 Estate  
12/10/2004  
Page 3

Client: 8290  
Matter: 2  
Invoice: 27552

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		easement maps (.3).			
11/5/2004	CEB	Telephone call from Mr. Johnson re changes to legal description on correction deed (.2). Prepare for telephone conference (.2). Telephone conference with Mr. Melissinos, lender's lawyers, Mr. Paul, Mr. Parks and Mr. Shea re weekly update on real estate and partition matters (1.1). Revise Quitclaim deeds and email to Mr. Paul and Mr. Shultz (.7). Revise Correction Deed and email to Mr. Mills for approval (.3). Telephone conferences with Mr. Baer (.3). Prepare email to Mr. Baer (.2). Conference with Mr. Parks re partition actions, easement issues and Riley Creek Collateral Assignment (.3).	3.30	429.00	
11/5/2004	TMP	Telephone conference with Mr. Baer re Plum Creek indemnity obligations in connection with first Norid litigation (.2). Locate and transmit documents to Mr. Baer re Norid litigation and Plum Creek indemnity (.2). Telephone conference with all parties re real estate distribution issues (1.1). Telephone conferences with Messrs. Gresdel and Shea re Klamath County partitions (.4).	1.90	513.00	
11/8/2004	TMP	Telephone conference with Mr. Gresdel re Klamath County partitions (.2). Review correspondence from Mr. Shea re Klamath County hearing on mill partition (.1). Telephone call to Mr. Baer re Plum Creek indemnity (.1). Review Whatcom County easement descriptions (.2).	0.60	162.00	
11/9/2004	TMP	Review and analyze Trillium acquisition files to determine whether Trillium owes any indemnity or similar obligations to Crown Pacific related to the Echo Glen mining site (.8). Correspondence with Ms. Krumwied and Mr. Swarts re status of Klamath county partitions (.2). Telephone conference with Mr. Johnson re easement maps (.2).	1.20	324.00	
11/10/2004	TMP	Draft declarations for access easements (3.5). Review easement maps and road description documents (.7). Telephone conference with Mr. Swarts re status of Klamath County partitions (.1).	4.30	1,161.00	

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Crown Pacific Ch. 11 Estate  
12/10/2004  
Page 4

Client: 8290  
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11/11/2004	WHP	Email from Mr Side re payment of sales tax on personal property included in mill sale (0.1). Telephone conference with Mr Dietrich re same (0.1). Telephone conference with Mr Larson re same (0.1). Email to Mr Side re same (0.1).	0.40	128.00
11/11/2004	TMP	Telephone call from Mr. Johnson re easement declarations (.1). Review and analyze bankruptcy plan, disclosure, and schedules (1.3). Telephone conference with Mr. Swarts re Klamath County partition applications (.1). Review and analyze Klamath County partitions (.4). Correspondence with Mr. Johnson and Ms. Krumwied re their review and approval of partition maps (.2). Telephone conference with Messrs. Dietrich and Gresdel re execution and delivery of partition application (.2).	2.30	621.00
11/12/2004	TMP	Weekly real estate closing telephone conference with all parties (1.2). Telephone conference with Mr. Johnson re terms of easement declarations (.2). Correspondence with Whatcom County surveyor re title problem and submission of partition applications (.3).	1.70	459.00
11/15/2004	TMP	Telephone conference with Ms. Krumwied re status of title evaluation on Coal Pad site (.2). Conference with Ms. Brock re preparation of timberland acquisition documents for lender group (.1). Review correspondence from Mr. DeMeyer re survey process (.2). Correspondence with Mr. Johnson re Whatcom County surveys (.2).	0.70	189.00
11/16/2004	TMP	Draft, review and revise easement declaration forms (.5). Review and analyze county planning staff report for Klamath County mill site partition (.4). Telephone conference with Klamath County surveyor re partition status and concerns re railroad right of way (.3). Attendance at all hands meeting at Crown Pacific re bankruptcy transition plan (4.1).	5.30	1,431.00
11/17/2004	WHP	Conference with Ms Brock re Foley Butte timber and Crescent mill site transactions (0.3).	0.30	96.00

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A T T O R N E Y S

ONE MAIN PLACE  
101 SOUTHWEST MAIN STREET, SUITE 1100  
PORTLAND, OREGON 97204-3219

TELEPHONE: 503-228-2525  
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Crown Pacific Ch. 11 Estate  
12/10/2004  
Page 5

Client: 8290  
Matter: 2  
Invoice: 27552

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11/17/2004	TMP	Telephone conference with Ms. Krumweid re title problems in Whatcom County (.1). Correspondence with Messrs. Johnson and Schultz re status of real estate partitions and related matters (.2). Legal research re partition of property based on railroad right of way (.8). Review history of property acquisitions as required by lender counsel (1.2). Telephone conference with Klamath County surveyor re mill partition (.2).	2.50	675.00
11/17/2004	CEB	Review emails from Mr. Melissinos and respond (.4). Prepare email to Ms. Behm at CIT Group re Lien Release and Termination documents 9.3). Revise Release and Termination document (.3). Conference with Mr. Parks (.2). Finalize CIT Release documents (.3). Telephone calls from Mr. Melissinos re Riley Creek release, Bill Smith Correction Deed, and PCR's (.5). Draft letter to Mr. Schultz forwarding historical Purchase and Sale Agreements (.3). Prepare copies requested by Mr. Schultz (.8). Conference with Mr. Perkins re Foley Timber Deed and Crescent Mill site sales (.3). Finalize letter and enclosures to Mr. Schultz (.3).	3.70	481.00
11/18/2004	WHP	Review original Foley Butte Deed re timber reservation (0.3). Preparation of Purchase Agreement and Deed for sale of Foley Butte reserved timber (1.8). Preparation of Purchase Agreement and Deed for sale of Crescent mill site (1.7). Telephone conference with Mr Larson re real estate excise tax refunds on Port Angeles mill, release of escrowed funds (0.2). Telephone conference with Mr Melissinos re Foley Butte and Crescent mill site sales (0.3). Telephone conference with Mr Sparacino re same (0.2). Telephone conference with Ms Brock re same (0.1). Emails to lenders' counsel, Crown Pacific personnel re draft documents (0.1). Telephone conference with Mr Dietrich re Klamath Northern workers comp liability, closing of sale of Ochoco timber deed (0.3).	5.00	1,600.00
11/18/2004	CEB	Conference with Mr. Perkins re Foley Butte and Crescent Mill site purchase agreements, legals (.2). Review update title commitment from Amerititle for Klamath County "Add-On" parcels (.8). Prepare email to Mr. Swartz (.2). Telephone call	1.70	221.00

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ONE MAIN PLACE  
101 SOUTHWEST MAIN STREET, SUITE 1100  
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Crown Pacific Ch. 11 Estate  
12/10/2004  
Page 6

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from Ms. Skyles (.2). Telephone calls from Mr. Melissinos re Riley Creek/CIT Group lien termination, Bill Smith properties deed (.3).

11/18/2004	TMP	Review and analyze partition application documents and staff reports for Oregon and Washington properties (.9). Telephone conferences with Ms. Krumweid re status of partitions (.2). Telephone conferences with County planning and taxation departments (.4). Telephone conference with Mr. Swartz re Klamath county hearing (.1).	1.60	432.00
11/19/2004	WHP	Emails to/from Mr Sparacino re timing of court approval of Ochoco timber deed assets sale (0.2).	0.20	64.00
11/19/2004	CEB	Telephone call to Mr. Johnson at Ater Wynne re "Add-On" parcels in Klamath County (.2). Review release documents from CIT Group and forward to Mr. Johansen (.4). Telephone call from Mr. Swartz (.2). Weekly conference call with Mr. Melissinos, ORM and real estate/bank lawyers re status of various issues (1.4). Telephone calls from Mr. Fullem at Schwabe re Riley Creek lien release and payoff (.6). Telephone conferences with Mr. Judson at Chicago Title re closing for Riley Creek's loan and Crown's pay-off (.4). Review disclosure plan exhibits (1.4). Prepare emails to Mr. Alfred re Riley Creek pay-off (.2).	4.80	624.00
11/19/2004	TMP	Telephone conference with Mr. Swartz re Klamath County hearing (.1). Telephone call to Ms. Starkenburg re processing of Whatcom County partitions (.1). Weekly telephone conference with all real estate parties re status of all outstanding real estate matters (1.4). Telephone conference with Klamath County planner re hearing on partition (.2).	1.80	486.00
11/22/2004	WHP	Email to Mr Side, Mr Osborne re REET escrow (0.3). Telephone conference with Mr Sparacino, Ms Yancy-Hunter re order approving sale of Ochoco timber deed assets (0.2). Preparation of escrow instructions and closing certificate for Ochoco timber deed assets sale (0.8). Email to Ms Brock re	2.10	672.00

ALL COSTS AND DISBURSEMENTS MAY NOT BE BILLED DUE TO LATE RECEIPT OF INVOICE FROM VENDOR

FED ID # 93-0614349

**BALL JANIK LLP**

INVOICE  
**BALL JANIK LLP**

A T T O R N E Y S  
ONE MAIN PLACE  
101 SOUTHWEST MAIN STREET, SUITE 1100  
PORTLAND, OREGON 97204-3219

TELEPHONE: 503-228-2525  
FACSIMILE: 503-295-1058

Crown Pacific Ch. 11 Estate  
12/10/2004  
Page 7

Client: 8290  
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Invoice: 27552

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same (0.1). Email to Mr Side, Mr Osborne re same (0.1). Telephone conference with Mr Sparacino re Crescent mill site and Foley Butte timber sales (0.2). Telephone conference with Mr Stott re same (0.1). Telephone conference with Ms Brock re same, Ochoco timber deed assets closing (0.1). Telephone conference with Mr Dietrich re Ochoco timber deed assets closing (0.2).

11/22/2004	CEB	Telephone call from Mr. Perkins re Ochoco timber Deed closing (.2). Telephone call to Mr. Beckman at Chicago title re Idaho transfer taxes (.2). Review and revise escrow instruction for Riley Creek pay off (1.3). Review emails from Mr. Fullem and respond (.6). Telephone call from Casey Mills re net worth asset legal description (.2). Telephone call to Mr. Swartz (.1). Telephone call from Mr. Swartz (.2). Prepare fax to Mr. Swartz re Klamath County (.2).	3.00	390.00
11/22/2004	TMP	Correspondence with Mr. Schultz re outcome of first Klamath County partition hearing (.2). Review proposed Riley Creek escrow instructions (.1). Telephone conference with Mr. Swartz re preparation of easement maps (.2). Telephone conference with Ms. Starkenburg re processing of Whatcom County partitions (.3). Review finalized Whatcom County partition applications (1.4).	2.20	594.00
11/23/2004	WHP	Emails from/to Mr Schultz, Mr Melissinos re Crescent mill site and Foley Butte sales (0.3).	0.30	96.00
11/23/2004	CEB	Telephone call from Mr. Swartz re verifying Crown's ownership after Stafford exchange (.3). Finalize escrow instructions and enclosures for Riley Creek payoff (.5). Review emails from Mr. Allred and Mr. Fullem re Riley Creek payoff and respond (.3). Telephone call to Mr. Melissinos re problem with Stafford Ranches exchange in Klamath County (.1). Telephone call from Mr. Johnson re Stafford Ranches exchange, "over and under" parcels in Klamath County (.3). Draft deeds to correct Stafford Ranches exchange documentation (.8). Draft Request for Partial Reconveyance for Stafford Ranches loan with U.S.	5.90	767.00

ALL COSTS AND DISBURSEMENTS MAY NOT BE BILLED DUE TO LATE RECEIPT OF INVOICE FROM VENDOR

FED ID # 93-0814349

**BALL JANIK LLP**

INVOICE  
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A T T O R N E Y S  
ONE MAIN PLACE  
101 SOUTHWEST MAIN STREET, SUITE 1100  
PORTLAND, OREGON 97204-3219

TELEPHONE: 503-228-2525  
FACSIMILE: 503-295-1058

Crown Pacific Ch. 11 Estate  
12/10/2004  
Page 8

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Bank (.4). Telephone conference with Willis Stafford (.3). Prepare email to Mr. Melissinos re Stafford Ranches exchange (.3). Weekly phone call with real estate and bank lawyers (1.0). Conference with Mr. Parks re problems confirming ownership of "Coal Pad" parcel subject to partition (.5). Telephone call to Mr. Johnson re Coal Pad and Stafford Ranches issues (.3). Telephone call to Fairchild Record Search to order certified copies (.2). Telephone conferences with Ms. Krumweld re ownership of Coal Pad parcel, questions about property deeded back from Lummi Nation (.6).

11/23/2004	TMP	Review revised escrow instructions for Riley Creek payoff and execute same (.2). Conference with Ms. Brock re timing of Riley Creek payoff (.1). Review Whatcom County partition title problems and maps related to BLF Acquisition matters (.3). Correspondence with Mr. Swarts re completion of conditions for approval of mill site partition (.1). Correspondence with Messrs. Johnson and Melissinos re Stafford Ranch exchange problems (.2). Telephone conference with Klamath County tax assessor re payment of taxes after partitions are recorded (.2). Telephone conference with real estate parties re status reports (.5). Investigate title problems related to Whatcom County partition (1.4). Correspondence with Mr. Melissinos re Foley Butte sale (.1).	3.10	837.00
11/24/2004	WHP	Telephone conference with Mr Sparacino re Crescent mill sale (0.2). Telephone conference with Mr Schultz re same (0.1). Telephone conference with Mr Sparacino, Mr Melissinos re same (0.3). Telephone conferences with Mr Parks re partition of mill site (0.2). Revise Crescent mill site Purchase Agreement (1.2). Telephone conference with Mr Stott re same (0.1). Memo to Mr Gieber transmitting same (0.1). Telephone conference with Mr Gieber re Crescent mill transaction (0.2).	2.40	768.00
11/24/2004	TMP	Telephone conferences with Mr. Perkins re sale of Crescent Mill site (.2). Review Riley Creek closing documents (.2). Telephone conference with Mr. Johnson re Declaration of Easements (.1). Telephone call to Mr. Swarts re Crescent Mill	0.70	189.00

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FED ID # 93-0814349

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101 SOUTHWEST MAIN STREET, SUITE 1100  
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		site legal description (.1). Review correspondence from Messrs. Shea and Melissinos re Foley Butte timber deed and Crescent Mill sale (.1).		
11/24/2004	CEB	Telephone call from Ember Krumweid re ownership of "Coal Pad" parcel to be partitioned (.2). Prepare email to Ms. Krumweid re Coal Pad (.1). Review Riley Creek Settlement statement (.2). Telephone conferences with Casey Mills re CPALP water rights investigation (.3). Conference with Ms. Collard to confirm whether any CPALP lands have water rights to be transferred (.1). Review memo from Ms. Yancy-Hunter re Okanogan PCR's possibly retained by Crown (.3). Review emails from Mr. Melissinos (.3). Review Lumni Nation loan default file for maps and parcels returned to Crown under settlement (.4). Prepare map for Ms. Krumweid (.2). Research Okanogan CCR's from Golden Phoenix (1.0).	3.10	403.00
11/29/2004	WHP	Emails from/to Mr Side re real estate excise tax escrow on Port Angeles mill sale (0.1). Emails from/to Mr Schultz re Crescent mill site transaction (0.2). Emails from/to Mr Swarts re same (0.1). Telephone conference with Mr Parks re legal description for Crescent mill site (0.1). Emails from/to Mr Schultz, Mr Swarts re Crescent mill site timber reservation (0.2). Revise Crescent mill site timber reservation language (0.4). Telephone conference with Mr Gieber re same (0.2). Telephone conference with Mr Shea re Foley Butte timber sale (0.2). Telephone conference with Ms Brock re closings of Ochoco timber deed assets, Crescent mill site, and Foley Butte timber sales (0.3). Revise escrow instructions for Ochoco timber deed assets sale (0.2). Telephone conferences with Mr Sparacino, Mr Melissinos re Foley Butte sale bankruptcy court approval issues (0.3). Telephone conference with Mr Schultz re same, Crescent mill site timber reservation (0.2). Telephone conference with Mr Gieber re Crescent mill documents (0.3). Email to Ms Brock re Ochoco timber deed assets closing (0.1).	2.90	928.00
11/29/2004	TMP	Correspondence with Mr. Swarts re legal description of	0.70	189.00

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12/10/2004  
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	Klamath County mill site (.1). Telephone conference with Mr. Perkins re sale of mill site (.1). Correspondence with Ms. Brock and Mr. Schultz re Stafford Ranch exchange (.1). Conference with Ms. Brock re resolution of Stafford Ranch exchange problems and payment of Riley Creek obligations (.4).			
11/29/2004	CEB	Review email from Corine at Fairchild Record Search re Glacier Land Co. and BLF Acquisition Co. certified copies and respond to Corinne to clarify order (.3). Telephone call from Ms. Krumwid re Coal Pad documentation, sale to Lummi Nation (.4). Review email from Mr. Schultz re Stafford Ranches property and respond (.2). Telephone call from Ms. Carlson at Amerititle re Tax Lot 901 (.3). Telephone calls from Mr. Perkins re status of sales of Foley Butte Timber, Crescent Mill Site and Ochoco Timber deed (.4). Telephone conferences with Mr. Newkirk re escrow for Ochoco Timber deed (.4). Prepare emails to Mr. Judson re status of Riley Creek payoff (.4). Prepare emails to Mr. Alfred and Mr. Roberts re Riley Creek/Priest River payoff, fed wire number (.3). Revise Stafford Ranches Deeds and lien release documents (.5). Conference with Mr. Parks re status (.3).	3.50	455.00
11/30/2004	WHP	Revise Crescent mill site Purchase Agreement and Deed (0.3). Memo to Mr Lieber re same (0.1). Revise Foley Butte timber Purchase Agreement (0.4). Telephone conference with Mr Sparacino re same (0.1). Telephone conference with Mr Swarts re timing of closing on Foley Butte timber sale (0.2). Emails to Mr Stott, Mr Swarts, lender representatives re revised Crescent mills site documents (0.1). Telephone conference with Mr Gieber re status of Crescent mill site documents (0.1). Emails from/to Mr Schultz, Mr Shea re terms of Foley Butte timber sale (0.1). Telephone conference with Ms Brock re status of Crescent mill site, Ochoco timber deed assets, Foley Butte timber sales (0.3). Telephone conference with Mr Stott re Crescent mill site and Foley Butte sales (0.2). Email to Mr Sparacino, Mr Melissinos re timing of Foley Butte closing (0.1). Memo to Mr Norton re Foley Butte documents (0.1).	3.60	1,152.00

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Page 11

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Telephone conference with Mr Swarts re Foley Butte sale (0.1). Telephone call from Mr Shea re Crescent mill site sale (0.1). Telephone conference with Mr Dietrich re status of Crescent mill site, Ochoco timber deed assets, Foley Butte timber sales (0.3). Arrange execution of Crescent mill Purchase Agreement (0.3). Further revise Foley Butte timber Purchase Agreement and deed (0.5). Telephone conference with Ms Brock re Ochoco timber deed assets closing, delivery of Crescent mill Purchase Agreement (0.2).

11/30/2004	TMP	Review correspondence from Ms. Brock and Stafford exchange correction documents (.2). Review Klamath County Planning Department notices re partition applications (.3). Review correspondence from Mr. Melissinos re Stafford exchange (.1).	0.60	162.00
11/30/2004	CEB	Telephone conferences with Mr. Perkins re final purchase agreement for Crescent Mill, 2nd Growth Ochoco Timber Deed (.4). Draft FIRPTA for sale to Interfor Pacific (.2). Review escrow instructions for sale to Interfor Pacific (.2). Prepare email to Ms. Petterson re property taxes in Crook County (.2). Telephone call to Annette re B&S Logging re Exchange Deed from Stafford Ranches (.3). Telephone conferences with Ms. Carlson at AmeriTitle re Stafford Ranches (.3). Telephone conferences with Mr. Markelle at U.S. Bank re lien release on Stafford Ranches exchange property (.3). Prepare email to Mr. Markelle re Request for Partial Reconveyance (.1). Prepare email to Mr. Johnson and Ms. Carlson re Stafford Ranches exchange/correction documents (.3). Telephone call from Mr. Johnson re Stafford Ranches correction documents (.3). Prepare exhibits to timber deed to Interfor Pacific (.5). Coordinate with Mr. Gelber and SED for executing final documents (.5). Prepare email to Mr. Sparacino re Crescent Mill Purchase Agreement (.1). Prepare email to Annette re documents for Stafford Ranches general partners (.3). Telephone call from Mr. Melissinos (.2). Conference with Ms. Collard re water rights for CPALP property (.2). Revise deeds (.4).	4.80	624.00

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Crown Pacific Ch. 11 Estate  
12/10/2004  
Page 12

Client: 8290  
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Invoice: 27552

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TOTAL Hours and Fees 98.40 22,128.00

<u>Attorney</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Brock, Carole E.	38.70	130.00	5,031.00
Parks, Timothy M.	40.10	270.00	10,827.00
Perkins, William H.	19.40	320.00	6,208.00
Summers, B. Tony	0.20	310.00	62.00
TOTAL Current Fees			\$22,128.00

<u>Date</u>	<u>Costs</u>	<u>Amount</u>
	United Parcel Service	37.12
	Messenger Service	5.00
	Photocopies	25.80
	Long Distance (adv.)	7.82
	Long Distance Calls	0.22
TOTAL Current Costs		<u>75.96</u>

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Crown Pacific Ch. 11 Estate  
12/10/2004  
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Current Invoice Due	\$22,203.96
Previous Balance	\$36,893.49
Total Payments and Credits	-\$11,078.77
<b>TOTAL Balance Due:</b>	<b><u><u>\$48,018.68</u></u></b>

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PORTLAND, OREGON 97204-3219

Client 8290

Matter 4

Date 12/10/2004

Invoice 27553

TELEPHONE: 503-228-2525

FACSIMILE: 503-295-1058

Crown Pacific Ch. 11 Estate  
805 SW Broadway  
Suite 1500  
Portland, OR 97205

Attention: Roger Krage

PLEASE DETACH AND RETURN UPPER PORTION WITH YOUR REMITTANCE

Crown Pacific Ch. 11 Estate

Re: Case Administration

Date: 12/10/2004

Invoice: 27553

<u>Date</u>	<u>Atty</u>	<u>Professional Services Rendered</u>	<u>Hours</u>	<u>Amount</u>
11/11/2004	CEB	Telephone call from Mr. Perkins re tracing ownership of Gilchrist municipal landfill parcel (.2). Review files to trace ownership of landfill parcel (1.0). Telephone call to Mr. Johnson (.2). Review file to confirm sale of parcel in Deschutes County (.4). Telephone call to Ms. Justice re Deschutes County tax bill for "stray" parcel (.3). Telephone conference with Mr. Lieneweber re ownership of former municipal landfill (.6). Telephone conference with Ms. Carlson at AmeriTitle in Klamath Falls re landfill (.4). Conference with Mr. Perkins re Aquatic Lease with DNR to be signed by SED (.2). Prepare email re ownership chain of Gilchrist landfill (.3). Draft Correction Deed and quitclaim Deeds for NW Hardwoods and Bow Hill Mill (2.2). Telephone call to Mr. Melissinos (.3).	6.10	793.00
11/15/2004	CEB	Telephone calls from Mr. Melissinos (.4). Review emails from Mr. Melissinos, Ms. Fitts and Mr. Schultz (.4). Telephone call from Mr. Johnson (.3). Prepare CPLP signature block and email to Mr. Johnson (.1).	1.20	156.00
11/16/2004	CEB	Review emails from Mr. Allred and Mr. Melissinos and respond (.4). Review Oregon Department of Justice website for information re notice to Deschutes Basin Land Trust, an Oregon non-profit (.2). Telephone call to Ms. Cox at Oregon Department of Justice Charitable Acridities Section re notice in bankruptcy estate to charity creditor (.2). Review agenda and prepare for transition meeting (.2). Attend transition meeting at Crown Pacific's office (4.4). Telephone call from Ms. Cox (.1). Prepare email to Mr. Melissinos re notices (.1). Prepare email to Mr. Johansen re CIT Group release (.1). Conference with Mr. Parks re CIT Collateral Assignment (.1). Draft Termination and Release of Collateral Assignment (.6). Begin assembling Purchase Agreement documents requested by Mr. Schultz	6.80	884.00

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FED ID # 93-0814349

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Crown Pacific Ch. 11 Estate  
 12/10/2004  
 Page 2

Client: 8290  
 Matter: 4  
 Invoice: 27553

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(.4).

TOTAL Hours and Fees	14.10	1,833.00
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Attorney	Hours	Rate	Amount
Brock, Carole E.	14.10	130.00	1,833.00

TOTAL Current Fees \$1,833.00

Date	Costs	Amount
	Messenger Service	7.25
	Photocopies	121.80
	Long Distance Calls	9.02

TOTAL Current Costs \$138.07

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Crown Pacific Ch. 11 Estate  
12/10/2004  
Page 3

Client: 8290  
Matter: 4  
Invoice: 27553

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Current Invoice Due	\$1,971.07
Previous Balance	\$6,655.96
Total Payments and Credits	\$ .00
<b>TOTAL Balance Due:</b>	<b><u><u>\$8,627.03</u></u></b>

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Client 8290  
Matter 7  
Date 12/10/2004  
Invoice 27926

TELEPHONE: 503-228-2525  
FACSIMILE: 503-295-1058

Crown Pacific Ch. 11 Estate  
805 SW Broadway  
Suite 1500  
Portland, OR 97205

Attention: Roger Krage

PLEASE DETACH AND RETURN UPPER PORTION WITH YOUR REMITTANCE

Crown Pacific Ch. 11 Estate  
Re: Fee / Employment Applications

Date: 12/10/2004  
Invoice: 27926

<u>Date</u>	<u>Atty</u>	<u>Professional Services Rendered</u>	<u>Hours</u>	<u>Amount</u>
11/16/2004	DRW	Begin preparing October notice and fee statement. Begin preparing interim fee application.	1.90	275.50
11/17/2004	DRW	Prepare interim fee application. Review payment records. Draft notice for October fees. Draft October fee statement.	4.40	638.00
11/18/2004	DRW	Draft third interim fee application, October statement and notice of October fees.	2.40	348.00
11/19/2004	DRW	Revise fee applications. Conference with Ms. Winslow re same.	1.80	261.00
11/22/2004	DRW	Review procedures for filing interim fee application (.2). Review invoices to prepare interim fee application (1.1). Draft narrative for interim fee application. Email same to Ms. Carey for inclusion in interim fee application. Review draft interim fee application and verify figures (.3). Review PACER to determine when third interim fee application granted. Finalize October fee statement and notice re same (.4). Email same to Ms. Yancy-Hunter (.1).	2.10	304.50
11/29/2004	DRW	Finalize interim fee application and send to Ms. Yancy-Hunter for filing.	0.50	72.50
<b>TOTAL Hours and Fees</b>			<u>13.10</u>	<u>1,899.50</u>

<u>Attorney</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Webert, Daniel R.	13.10	145.00	1,899.50

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12/10/2004  
Page 2

Client: 8290  
Matter: 7  
Invoice: 27926

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TOTAL Current Fees	<u>\$1,899.50</u>
Current Invoice Due	\$1,899.50
Previous Balance	\$575.50
Total Payments and Credits	\$0.00
<b>TOTAL Balance Due:</b>	<b><u><u>\$2,475.00</u></u></b>

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Client 8290  
 Matter 10  
 Date 12/10/2004  
 Invoice 27555

TELEPHONE: 503-228-2525  
 FACSIMILE: 503-295-1058

Crown Pacific Ch. 11 Estate  
 805 SW Broadway  
 Suite 1500  
 Portland, OR 97205

Attention: Roger Krage

PLEASE DETACH AND RETURN UPPER PORTION WITH YOUR REMITTANCE

Crown Pacific Ch. 11 Estate  
 Re: Plan / Disclosure Statement

Date: 12/10/2004  
 Invoice: 27555

Date	Atty	Professional Services Rendered	Hours	Amount
11/1/2004	WHP	Telephone conference with Mr Melissinos re status and review of Plan and Disclosure Statement (0.3). Telephone call from Mr Leineweber re Gilchrist landfill site (0.1). Conference with Ms Brock re same (0.3). Telephone conference with Mr Leineweber re same (0.1). Review Disclosure Statement (1.7).	2.50	800.00
11/2/2004	WHP	Review Plan of Reorganization (1.2).	1.20	384.00
11/9/2004	WHP	Review revised Plan and Disclosure Statement (0.8).	0.80	256.00
11/16/2004	WHP	Attend meeting re implementation of Plan of Reorganization (4.5).	4.50	1,440.00
<b>TOTAL Hours and Fees</b>			<b>9.00</b>	<b>2,880.00</b>

Attorney	Hours	Rate	Amount
Perkins, William H.	9.00	320.00	2,880.00
<b>TOTAL Current Fees</b>			<b>\$2,880.00</b>

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12/10/2004  
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Client: 8290  
Matter: 10  
Invoice: 27555

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Current Invoice Due	\$2,880.00
Previous Balance	\$608.00
Total Payments and Credits	\$ .00
<b>TOTAL Balance Due:</b>	<b><u>\$3,488.00</u></b>

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Client 8290  
Matter 12  
Date 12/10/2004  
Invoice 27556

ONE MAIN PLACE  
101 SOUTHWEST MAIN STREET, SUITE 1100  
PORTLAND, OREGON 97204-3219

TELEPHONE: 503-228-2525  
FACSIMILE: 503-295-1058

Crown Pacific Ch. 11 Estate  
805 SW Broadway  
Suite 1500  
Portland, OR 97205

Attention: Roger Krage

PLEASE DETACH AND RETURN UPPER PORTION WITH YOUR REMITTANCE

Crown Pacific Ch. 11 Estate  
Re: Environmental / Land Use Issues

Date: 12/10/2004  
Invoice: 27556

<u>Date</u>	<u>Atty</u>	<u>Professional Services Rendered</u>	<u>Hours</u>	<u>Amount</u>
11/1/2004	RHA	Conference with Mr. Perkins re ownership history of Gilchrist landfills (.1). Telephone conference with Messrs. Leinweber, Melissinos and Sparacino re issues with possible abandonment of sites (.4).	0.50	132.50
11/2/2004	RHA	Telephone conference with Messrs. Sparacino, Melissinos and Vaughn re abandonment of Oregon and Washington properties (.3). Correspondence from Mr. Melissinos re same (.1). Telephone conference with Messrs. Sparacino, Melissinos and Washington counsel re mining issue (.3). Review documents re EPA investigation of old mine sites (.3).	1.00	265.00
11/3/2004	RHA	Telephone conference with Board re liability issues (.7).	0.70	185.50
11/5/2004	RHA	Correspondence from Mr. Leinweber re EPA Preliminary Assessment of coal mine sites (.1). Correspondence with Mr. Leinweber and Ms. Brock re mineral rights reservation (.1).	0.20	53.00
11/8/2004	RHA	Correspondence from Mr. Melissinos re EPA determination for Washington mining sites (.1). Review Preliminary Assessment for Glen Echo mine (.4).	0.50	132.50
11/8/2004	NC	Telephone call to Dave Williams regarding revisions to tax lot maps for Crown.	0.30	84.00
11/18/2004	BHC	Review judgment of Ninth Circuit (.1). Draft e-mail to Crown Pacific re judgment (.2). Review e-mail of Mr. Melissinos and investigate same (.1).	0.40	100.00
11/29/2004	RHA	Conference with Ms. Collard re water rights filings for timber lands.	0.20	53.00
11/29/2004	DEC	Research Oregon Water Resources Department records re	3.50	420.00

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 101 SOUTHWEST MAIN STREET, SUITE 1100  
 PORTLAND, OREGON 97204-3219

TELEPHONE: 503-228-2525  
 FACSIMILE: 503-295-1058

Crown Pacific Ch. 11 Estate  
 12/10/2004  
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Client: 8290  
 Matter: 12  
 Invoice: 27556

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water rights associated with property in Klamath and Deschutes Counties (2.4). Download and print documents (.5). Consult with Mr. Allan re ponds (.2). Consult with Ms. Brock re findings (.2) Email correspondence to Mr. Mosgar to confirm database information re ponds (.2).

11/30/2004	RHA	Conference with Ms. Collard re permit exemptions for ponds on timberlands (.1). Correspondence from Ms. Collard re same (.1).	0.20	53.00
11/30/2004	DEC	Telephone call from Mr. Mosgar at Oregon Water Resources re ponds. Consult with Mr. Allan re same. Email correspondence to Ms. Brock re same.	0.80	96.00

<b>TOTAL Hours and Fees</b>	<b>8.30</b>	<b>1,574.50</b>
-----------------------------	-------------	-----------------

<u>Attorney</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Allan, Richard H.	3.30	265.00	874.50
Cahn, Bruce H.	0.40	250.00	100.00
Collard, Debora E.	4.30	120.00	516.00
Craven, Nancy	0.30	280.00	84.00

**TOTAL Current Fees** **\$1,574.50**

<u>Date</u>	<u>Costs</u>	<u>Amount</u>
	Long Distance Calls	0.08
	Legal Research/Computer Svc.	14.35

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FED ID # 93-0814349

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TOTAL Current Costs	<u>\$14.43</u>
Current Invoice Due	\$1,588.93
Previous Balance	\$2,633.46
Total Payments and Credits	\$0.00
<b>TOTAL Balance Due:</b>	<b><u>\$4,222.39</u></b>

Invoices are due upon receipt.

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ONE MAIN PLACE

101 SOUTHWEST MAIN STREET, SUITE 1100  
PORTLAND, OREGON 97204-3219Client 8290  
Matter 2  
Date 1/12/2005  
Invoice 28761TELEPHONE: 503-228-2525  
FACSIMILE: 503-295-1058Crown Pacific Ch. 11 Estate  
805 SW Broadway  
Suite 1500  
Portland, OR 97205

Attention: Roger Krage

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Date: 1/12/2005

Re: Asset Dispositions

Invoice: 28761

Date	Atty	Professional Services Rendered	Hours	Amount
12/1/2004	WHP	Telephone call from Mr Gieber re Crescent mill site status (0.1). Telephone conference with Mr Sparacino re court approval of Ochoco timber deed assets sale (0.2). Email from Mr Side re same (0.1).	0.40	128.00
12/1/2004	CEB	Review emails from Mr. Schultz and respond (.2). Prepare email to Annette re Stafford Ranches correction (.3). Telephone call to Mr. Melissinos (.1). Telephone call from Mr. Leineweber re LUBA notice for road in Deschutes National Forest (.1). Prepare email to Mr. Melissinos re CPALP water rights (.1). Prepare email to Mr. Mills re CPALP water rights (.2).	1.00	130.00
12/1/2004	TMP	Telephone conference with Mr. Gresdel re status of Klamath County partitions (.2). Telephone conference with Mr. Swarts re status of partitions and easement maps (.2). Telephone conference with Mr. DeMeyer re status of Watcom County partitions (.1). Legal research re legal lot status created by roadway (.5).	1.00	270.00
12/2/2004	WHP	Emails from/to Mr Side re Ochoco timber deed assets closing (0.1). Email to Mr Dietrich re price calculation for same (0.1). Review final Ochoco timber deed (0.1). Telephone conference with Mr Osborne re Ochoco closing, real estate excise tax escrow on sawmill transaction (0.3). Telephone conference with Mr Dietrich re Ochoco pricing (0.1). Email from Mr Dietrich re same (0.1). Email to Mr Side re same, closing (0.1).	0.90	288.00
12/2/2004	CEB	Telephone call to Ms. Carlson re confirmation of Military Road as dedicated public roadway (.2). Telephone call to Corine at Fairchild Record Search re tracing what happened to Puget Sound Pulp and Timber Co. (.2). Weekly phone conference with real estate advisors, lawyers for Crown and lenders to	3.00	390.00

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update status of various outstanding issues (1.3). Telephone call from Mr. Perkins re ochoco Timber Deed (.2). Prepare fax to Mr. Perkins (.2). Prepare email to Chasless Yancy-Hunter re court order approving sale of Crescent Mill Site (.1). Revise Ochoco Timber Deed (.2). Update file for Riley Creek #3 pay off (.2). Review executed documents from Mr. Gieber (.2). Prepare email to Mr. Lieneweber re Klamath County Partition and Deschutes County LUBA appeal notice (.2).

12/2/2004	TMP	Correspondence with Mr. DeMeyer re timing of county partition approvals (.1). Correspondence with Ms. Starkenburg re conditions to partition approval (.2). Telephone conference with all parties re status of real estate activities in preparation for plan confirmation (1.2).	1.50	405.00
12/3/2004	WHP	Telephone conference with Mr Sparacino re motion to approve sale of Crescent mill site (0.1). Finalize Ochoco timber deed assets escrow instructions (0.1). Telephone conference with Ms Brock re Ochoco closing (0.1). Email to Mr Side, Mr Osborne re timing of Ochoco closing (0.1). Emails from/to Ms Brock re Ochoco closing (0.1).	0.50	160.00
12/3/2004	CEB	Telephone call from Mr. Newkirk re timber severance tax (.2). Telephone call from Ms. Petterson re Ochoco Purchase Agreement, final purchase price and preparing settlement statement (.3). Review emails from Mr. Perkins and respond (.2). Telephone call to Mr. Perkins (.1).	0.80	104.00
12/3/2004	TMP	Review correspondence from Mr. DeMeyer and Whatcom County partition approvals (.3).	0.30	81.00
12/6/2004	WHP	Telephone conference with Ms Brock re Ochoco timber deed assets closing (0.1). Review closing statement for same (0.1). Preparation of Bill of Sale for Gilchrist furniture (0.3). Telephone conference with Mr Osborne re Ochoco closing issues (0.3). Telephone conference with Mr Side re Ochoco price confirmation (0.1). Emails from/to Mr Side re Ochoco closing (0.1). Emails to/from Ms Brock re same (0.1).	1.10	352.00

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12/6/2004	CEB	Review emails from Ms. Petterson re Ochoco Timber sale closing and respond (.3). Review closing statement (.2). Revise escrow instructions and prepare copies of documents to be submitted into escrow (.4). Review email from Mr. Schultz (.2). Review fax from Mr. Leineweber re Notice of Intent to Appeal to LUBA re Bull Springs Road (.3). Conference with Ms. Collard re LUBA notice (.2). Telephone call from Corinne re history of Puget Sound Pulp & Timber (.2). Prepare email to Ms. Krumweid re Puget Sound Pulp & Timber property to be confirmed as Crown Pacific (.2). Review email from Mr. Melissinos re Weyerhaeuser stipulation new agreement for Northwest Hardwoods (.3). Telephone call from Mr. Perkins re Interfor closing (.2). Review emails from Mr. Perkins and respond (.3). Finalize letter to Chicago Title and prepare documents to be submitted into escrow (.4). Telephone call from Ms. Skyles re Crook County property taxes (.2). Prepare email to Ms. Petterson to revise closing statement (.1).	3.50	455.00
12/7/2004	WHP	Telephone conference with Ms Brock re Ochoco closing (0.1). Review signed Ochoco documents from Mr Side (0.1). Emails to Mr Side, Ms Brock re same, closing (0.1). Review Mr Osborne's escrow instructions for Ochoco closing (0.1). Emails from/to Mr Melissino, Mr Olson re Chase USFS contract omitted from sawmill sale (0.2). Review sawmill sale documentation re same (0.3).	0.90	288.00
12/7/2004	TMP	Review correspondence from Ms. Brock re Stafford Ranch exchange title issues (.1). Review correspondence from surveyor re county planning pre-approvals (.1).	0.20	54.00
12/7/2004	CEB	Telephone conferences with Mr. Perkins re Interfor closing (.4). Review revised Settlement Statement and forward to SED for signing (.3). Prepare emails to Mr. Side re Interfor closing documents (.4). Review Trillium file for final title policy to confirm ownership of GL3 in Section 18 (.5). Review Plum Creek Acquisition file for Shoshone Timber Rights Deed requested by Mr. Schultz (.3). Review files for Stokra LLC Operating Agreement (.3). Telephone call to Ms. Skyles re	4.10	533.00

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Stokra LLC Operating Agreement (.2). Prepare email to Mr. Mills re Stokra Articles of Organization (.2). Prepare email to Mr. Schultz re Shoshone Timber Rights (.1). Prepare email to Mr. Newkirk re fee ownership of GL3 in Section 18 (.2). Review email from Ms. Carlson re Military Crossing Road as an easement not deeded road (.2). Conference with Ms. Daiquest and Mr. Marx re archiving files (.3). Review escrow instructions from Mr. Osborne (.2). Prepare email to Ms. Petterson authorizing closing (.2). Conference with Mr. Ball re closing and archiving Crown files (.1). Review emails from Mr. Side and Mr. Perkins re property tax proration not required on closing statement (.1). Telephone call from Mr. Johnson re exchange agreement with Stafford Ranches (.1).

12/8/2004	WHP	Telephone conference with Mr Sparacino re assignment of USFS contract to Interfor (0.1). Review emails re Ochoco closing (0.1). Telephone conference with Ms Brock re same (0.1). Preparation of Assignment and Assumption Agreement for Chase USFS contract (0.4). Review comments from Mr Melissinos, Mr Olson re same (0.1). Revise same (0.2). Emails from Ms Brock/to Mr Chung, Mr Sparacino, Mr Melissinos re Ochoco closing (0.1). Email to Mr Side transmitting Assignment and Assumption Agreement for Chase contract (0.1).	1.20	384.00
12/8/2004	CEB	Telephone call from Mr. Leineweber re LUBA Notice of Appeal for road in Deschutes National Forest (.2). Review emails from Ms. Petterson re Interfor closing and respond (.6). Telephone call from Mr. Melissinos re Order for sale to Interfor, Articles of Dissolution for Crown entities (.2). Telephone conferences with Mr. Perkins re Interfor closing (.2). Prepare email to Mr. Johnson (.1). Review emails from Mr. Osborne and Chasless Yancy-Hunter re Interfor closing, status of appeals to Order (.2). Review email from Mr. Newkirk re ownership of GL3 in Section 18 and respond (.2). Prepare emails to SED with status and final fed wire reference no. (.2). Conference with Mr. Parks (.3). Prepare email to Ms. Carlson re Stafford Ranches problem (.2).	2.40	312.00

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12/8/2004	TMP	Conference with Ms. Brock re Stafford Ranch exchange problems and potential need for partition.	0.30	81.00
12/9/2004	WHP	Preparation of notice to Inland Fiber and Cypress Abbey of transfer of Ochoco timber deed assets (0.6). Email to Mr Schultz re same (0.1).	0.70	224.00
12/9/2004	CEB	Telephone call from Mr. Johnson re Stafford Ranches partition issues (.2). Conference with Mr. Parks re Stafford Ranches partition issues (.2). Review emails from SED re Ochoco closing documents and respond (.5).	0.90	117.00
12/9/2004	TMP	Legal research re creation of legal lot by dedication of public roadway (.8). Telephone conference with surveyor re Stafford Ranch exchange legal lot concerns (.3). Telephone conference with Ms. Starkenburg re status of Whatcom County partitions and liability for taxes (.3). Locate and transmit bankruptcy filings to Mr. Starkenburg for delivery to Whatcom County (.3). Telephone conference with Mr. Johnson re easement declarations and Stafford Ranch problems (.2). Review proposed easement maps (.2).	2.10	567.00
12/10/2004	WHP	Telephone conference with Ms Brock re Foley Butte timber sale, other disposition issues (0.2). Email to Mr Wilkinson re Foley Butte timber sale (0.1). Emails from/to Mr Sparacino re Bonners Ferry closing (0.1).	0.40	128.00
12/10/2004	CEB	Review email from Mr. Schultz re discussion topics for weekly call (.2). Weekly conference call with real estate and bankruptcy lawyers to discuss outstanding issues (1.3). Telephone call from Mr. Perkins to discuss Foley Butte timber sale to Mr. Norton (.3). Prepare email to Mr. Newkirk re request for preliminary title report on Foley Butte timber (.3). Prepare emails to Ms. Carlson re status of various items affecting Stafford Ranches (.4). Telephone call to U.S. Bank re status of Deed of Reconveyance (.2). Telephone call to Annette at Stafford Ranches re status of deed (.1). Review documents from Mr. Side (.1). Draft letter to SED forwarding	4.70	611.00

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original closing documents from Ochoco Timber Deed sale to Interior (.2). Draft letter to Mr. Side forwarding Buyer's original closing documents (.2). Telephone call from Mr. Sparacino re Chicago Title escrow for LP deposit on Bonners Ferry Mill (.1). Telephone conferences with Chicago Title re Bonners Ferry Mill escrow (.2). Conference with Mr. Parks re weekly phone call highlights which he missed (.3). Review email from Mr. Newkirk re cell tower exception in Skagit County (.2). Emails to Mr. Paul to discuss cell tower leases and Bow Hill Mill Quitclaim deed (.3). Review emails from Mr. Melissinos (.3).

12/10/2004	TMP	Conference with Ms. Brock re status of real estate pre-closing matters (.2).	0.20	54.00
12/13/2004	WHP	Telephone conference with Mr Schultz re Foley Butte timber sale (0.2). Telephone conference with Mr Wilkinson re Purchase Agreement for same, related issues (0.4). Email to Mr Schultz re deed form for same (0.1). Telephone call from Mr Larson re Washington real estate excise tax refund request status (0.1). Revise Foley Butte Purchase Agreement and deed (0.8). Telephone conference with Ms Brock re various closings (0.1). Emails from/to Mr Side re sawmill clean-up items (0.1). Telephone conference with Ms Brock re same (0.1). Revise Assignment of Chase contract (0.1). Review W Foley Butte timber title report (0.1). Telephone call from Mr Melissinos re assignment of Chase contract (0.1). Email to Mr Dietrich re same (0.1). Email to Mr Wilkinson re revised Foley Butte documents (0.1).	2.40	768.00
12/13/2004	WHP	Review Bonners Ferry Mill Agreement and related documents (0.5). Telephone conference with Mr Sparacino re closing of Bonners Ferry transaction (0.3). Draft Bonners Ferry closing documents (1.1).	1.90	608.00
12/13/2004	TMP	Telephone conference with Mr. Johnson re status of easement declarations and partitions (.3). Telephone conference with Mr. Schultz re status of easement declarations and partitions (.3). Telephone call to Klamath County surveyor (.1).	0.70	189.00

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12/13/2004	CEB	Draft letter to Mr. Dietrich re recorded satisfaction of mortgage for Woodward Joint Venture (.1). Telephone call from Mr. Perkins re Foley Butte Timber sale, Bonners Ferry Mill closing (.2). Telephone call to Mr. Newkirk re Foley Butte title commitment (.2). Review Foley Butte title report (.2). Telephone call from Mr. Perkins re Foley Butte and DNR wetland lease (.2). Draft letter to Mr. Osborne re wetland lease (.2). Prepare email to Mr. Newkirk re Foley Butte title exceptions (.2). Finalize letter to Mr. Osborne (.2). Finalize letter and enclosures to Mr. Dietrich re Ochoco Timber Deed sale (.3). Finalize letter to Mr. Dietrich re Woodward fir satisfaction of mortgage (.1).	1.90	247.00
12/14/2004	CEB	Telephone calls from Mr. Johnson re UCC and fixture filing terminations, preliminary approval of real estate excise tax affidavits and legal descriptions for partitioned property (.9). Conference with Mr. Perkins (.2). Review email from Mr. Schultz (.1). Telephone call to Ms. Skyles re 2003 purchase from Ms. Martin (.2). Review emails from Ms. Krumweid and Mr. Johnson re proposed forms of deeds and real estate excise tax affidavit (1.0). Prepare email to Mr. Johnson with Crescent Mill legal description (.2). Telephone conferences with Annette at BS Logging re Stafford Ranches Deed, status of U.S. Bank's partial reconveyance (.4). Conference with Mr. Parks (.2). Conference with Ms. Dahlquist re Crown archiving (.2). Telephone call to Ms. Justice (.2).	3.60	468.00
12/14/2004	TMP	Review and analyze proposed real estate transfer and tax documents (.3). Telephone conference with Mr. Schultz re status of partitions (.3). Telephone conference with surveyors re Klamath County partitions (.2). Conference with Ms. Brock re preparation of legal descriptions for Klamath County properties (.1).	0.90	243.00
12/15/2004	WHP	Telephone conference with Mr Sparacino re Bonners Ferry closing documents, related issues (0.3). Revise Bonners Ferry closing documents (0.3). Email to Mr Mitchell re same (0.1).	0.70	224.00

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Date	Client	Description	Rate	Amount
12/15/2004	CEB	Review emails and closing checklist to prepare for conference call (.4). Weekly conference call with real estate and bankruptcy lawyers and ORM to discuss transfer of assets (1.6). Telephone call from Mr. Johnson re legal descriptions for abandoned property and land to Liquidating Trustee (.4). Review SMA Partition Plat surveys and compare to legal description (.5). Review emails from Mr. Johnson with revised deeds for Washington State (.3). Telephone call from Mr. Newkirk re correction deeds in Whatcom and Deschutes Counties, additional title issues with Puget Sound Pulp and Timber (.3). Prepare CPLP signature block for plats (.2). Telephone call from Mr. Johnson re clarification of legal description for Crescent Mill site to be sold, revised Klamath County legals (.1). Review email from Mr. Side re Interfor documents and respond (.2).	4.00	520.00
12/15/2004	TMP	Telephone conferences with Ms. Starkenburg and Mr. Gresdel re partition issues (.3). Weekly telephone conference with all parties re real estate and partition matters (1.6). Review and analyze special management area legal descriptions and plat maps (1.2). Review final mill site partition order (.1).	2.20	594.00
12/16/2004	CEB	Review email from Mr. Parks and respond (.1). Telephone calls from Ms. Skyles re Articles of Dissolution, withdrawal of Foreign Authority for various Crown Pacific entities (.5). Review emails from Mr. Johnson (.3). Telephone call from Ms. Justice re CPLP, CP partnership agreements, ORM request for tax information (.4). Telephone call to Annette at Stafford Ranches (.4). Prepare email to Mr. Johnson and Mr. Schultz re Stafford Ranches exchange with Newco (.2). Review N.W. Hardwoods Quitclaim Deed and email comments to Mr. Melissinos (.3). Revise Klamath County legal description to exclude SMA lands to be partitioned (1.0). Telephone call to Randy re legal descriptions for SMA lands to liquidating trust and Newco after partition approval (.2). Prepare legal descriptions for SMA lands and explanatory maps (1.0). Prepare emails to Mr. Johnson with new legal descriptions (.2). Review emails from Mr. Schultz (.2).	4.80	624.00

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12/16/2004	TMP	Telephone conference with Mr. Schultz re easement declaration (.1). Review and analyze easement declaration maps (.2). Work on easement and property descriptions (.4).	0.70	189.00
12/17/2004	TMP	Telephone conferences with Klamath County planners and surveyors re partitions applications and conditions (.8). Review, analyze and revise easement maps (1.3). Review and revise partition and easement documents (.7).	2.80	756.00
12/17/2004	CEB	Telephone call from Mr. Schultz re Mabel Murphy correction deed (.3). Prepare email to Mr. Newkirk re Deschutes County correction deed (.2). Telephone conferences with Mr. Melissinos (.4). Telephone conferences with Mr. Johnson re legal descriptions for excluded assets and assets to Liquidating Trustee (.5). Prepare legal descriptions for benefitted property covered by new easements or partitioned property (1.0). Telephone call to Kathleen re Mr. Dietrich's and Mr. Leineweber's availability to sign documents and partition plats (.2). Conference with Mr. Parks re timing with surveyor, partition plat approval, signature block for Mr. Leineweber (.4). Telephone call from Mr. Melissinos re N.W. Hardwoods Quitclaim Deed (.2). Prepare revisions to N.W. Hardwoods deed and email to Mr. Melissinos (.3). Prepare email to Ms. Krumweid re legal description for Whatcom and Skagit Counties (.2). Prepare email to Mr. Paul to locate Mabel Murphy (.2). Locate and telephone call to Mabel Murphy re her authorization to sign Real Estate Excise Tax Affidavit (.4).	4.30	559.00
12/17/2004	WHP	Emails from / to Ms. Turner re Bonners Ferry mill closing (0.2).	0.20	64.00
12/20/2004	WHP	Telephone call from Mr Gieber re status of Crescent mill site sale (0.1). Emails from/to Mr Melissinos re transfer of Port Angeles mill water district stock (0.1).	0.20	64.00
12/20/2004	WHP	Emails from/to Ms Turner re Bonners Ferry documents (0.3). Email to Mr Sparacino re Ms Turner's proposed release language (0.1).	0.40	128.00

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12/20/2004	TMP	Prepare final drafts of easement maps and confirm legal descriptions (1.6). Review correspondence from various Counties re payment of tax obligations (.2). Review documents from Washington consultant for completion of Whatcom County partitions (.4). Revise easement declarations to include legal descriptions (.2). Conference with Mr. Leineweber re his review and execution of Whatcom County partition documents (.8). Draft letter to Ms. Starkenburg re Whatcom County partitions (.3).	3.50	945.00
12/20/2004	CEB	Telephone call from Mr. Johnson re changes to SMA legals and master legal for Klamath County (.4). Telephone conferences with Ms. Murphy re her authorization on Real Estate Excise Tax Affidavit (.4). Review emails from Mr. Johnson and Mr. Schultz re Murphy correction deed and respond (.2). Prepare email to Mr. Leineweber re signing affidavit (.2). Conference with Mr. Parks re benefitted property legal, conference needed with Mr. Swarts to confirm (.3). Prepare email to Mr. Swarts re legal description verification (.2). Telephone conferences with Mr. Swarts re Klamath County legals (.4). Revise legal description for Klamath County to include CPALP parcels (.8). Telephone conferences with Mr. Johnson re updating Klamath County legals with CPALP parcels (.5). Prepare Washington cover pages for partition property and beneficiary easements (1.7). Conference with Mr. Parks (.3). Telephone conference with Mr. Johnson and Ms. Krumweid (.2). Review Declarations (.4). Revise Ms. Murphy Deed cover page (.2). Draft letter to Mr. Newkirk forwarding Ms. Murphy Deed and Affidavit (.2). Finalize letter to Mr. Newkirk (.1). Prepare signature block and notary for Mr. Dietrich's signature and forward to Mr. Johnson (.2).	6.70	871.00
12/21/2004	WHP	Telephone conferences with Mr Geiber re Crescent mill closing (0.2). Memo to Mr Geiber re check delivery for same (0.1). Telephone conference with Ms Brock re closing of same (0.1). Telephone conference with Mr Wilkinson re status of Foley Butte transaction (0.1). Finalize Purchase Agreement for same (0.3). Email to Mr Wilkinson re execution of same (0.1).	1.10	352.00

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FED ID # 03-0814349

BALL JANIK LLP

INVOICE  
**BALL JANIK LLP**

A T T O R N E Y S

ONE MAIN PLACE  
101 SOUTHWEST MAIN STREET, SUITE 1100  
PORTLAND, OREGON 97204-3219

TELEPHONE: 503-228-2525  
FACSIMILE: 503-295-1058

Crown Pacific Ch. 11 Estate  
1/12/2005  
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		Telephone conference with Ms Brock re Crescent mill site closing, execution of Foley Butte Purchase Agreement (0.2).		
12/21/2004	WHP	12/21/2004 WHP Emails to/from Mr Sparacino re Bonners Ferry approval (0.1). Emails to/from Ms Turner re Bonners Ferry document questions (0.6). Revise Bonners Ferry documents (0.8). Preparation of letter to Ms Turner re delivery of Bonners Ferry documents (0.2). Telephone conference with Ms Brock re Bonners Ferry closing (0.1).	1.80	576.00
12/21/2004	TMP	12/21/2004 TMP Continue preparation of easement declarations and other closing documents (1.8). Telephone conference with Ms. Starkenburg re completion of Whatcom County partitions (.2). Telephone conference with all parties re real estate closing matters (.7). Finalize documents and letter to Ms. Starkenburg for Whatcom County partitions (.5).	3.20	864.00
12/21/2004	CEB	12/21/2004 CEB Review real estate closing checklist (.4). Weekly conference call with real estate and bankruptcy lawyers (.8). Telephone call to Mr. Newkirk (.2). Telephone conferences with Ms. Krumweid re legal descriptions in Skagit and Whatcom Counties for Declaration of Easements (.4). Revise legal description in Whatcom County for Declaration of Easement (.4). Conference with Mr. Parks (.3). Review emails from Mr. Schultz (.5). Telephone conferences with Mr. Perkins re sale to M&L, information requested by Mr. Gieger re mill site size after partition (.4). Review emails from Ms. Turner re Bonners Ferry Mill prelim report and legal description (.3). Review file for copy of BF Mill legal and prepare email to Ms. Turner (.3). Forward Declaration of Easement to Mr. Schultz for Foxglove (.1). Prepare fax to Mr. Gieger re Crescent Mill site sale (.3). Telephone call from Mr. Johnson re revised Klamath County legal description and Skagit County Declaration of Easements (.3).	4.70	611.00
12/22/2004	WHP	12/22/2004 WHP Emails from/to Mr Sparacino re Foley Butte timber sale status (0.1). Telephone conferences with Mr Dietrich re furniture and server sales (0.3). Telephone conference with Mr Melissinos re	1.20	384.00

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		same (0.2). Preparation of Bills of Sale for same (0.3). Emails from/to Mr Melissinos re Port Angeles water cooperative (0.1). Review materials re same (0.2).		
12/22/2004	TMP	Conference with Ms. Brock re final revisions to easement declarations and recording of documents (.2). Correspondence with Ms. Starkenburg re Whatcom County tax issues (.1). Review correspondence from Ms. Krumweid re easement legal descriptions (.1).	0.40	108.00
12/22/2004	CEB	Review email from Mr. Perkins re Bonners Ferry Mill (.1). Review email from Mr. Schultz re Glen Echo (.1). Review and forward email to Ms. Justice re outstanding bill from Chicago Title (.1). Finalize letters to Mr. Gieber and Mr. Dietrich (.2). Travel to Ater Wynne to review real estate documents (2.1). Review emails from Mr. Johnson and respond (.2). Review Shoshone Timber rights legal compared to deed in archives (.4). Telephone call to Mr. Newkirk re Skagit County documents (.1). Draft letter to Mr. Newkirk re Skagit County easements for recording (.1). Finalize letter to Mr. Newkirk (.1). Conference with Mr. Parks re partitions and other issues affecting closing (.4). Telephone conferences with Ms. Krumweid (.4). Prepare email to Mr. Johnson and Mr. Schultz re Shoeshone Timber Rights (.2). Additional revisions to documents/legal descriptions for declarations of easements (.9).	5.40	702.00
12/23/2004	WHP	Telephone call from Mr Dietrich re payment of old Gilchrist bill (0.1). Telephone conference with Ms Brock re execution of Foley Butte Purchase Agreement (0.1). Telephone conference with Mr Johnson re Foley Butte sale (0.1). Emails from/to Mr Mitchell re Bonners Ferry transaction (0.1).	0.40	128.00
12/23/2004	TMP	Coordinate, plan and resolve issues related to Klamath County partitions, Whatcom County partitions and payment of property taxes (2.2). Conference with Ms. Brock re closing checklist matters (.3).	2.50	675.00

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12/23/2004	CEB	Review emails from Mr. Johnston, Mr. Schultz and Ms. Krumweid and respond (.3). Travel to Ater Wynne to meet Mr. Dietrich for documents signing (2.0).	2.30	299.00
12/27/2004	WHP	Telephone conference with Ms Brock re Foley Butte, Bonners Ferry, and Crescent mill site transactions (0.3).	0.30	96.00
12/27/2004	SEZ	Confirm corporate status with OR Secretary of State and prepare Articles of Dissolution for CP Air, Inc., CP Acquisition Co., CP Acquisition II Co., and CP Acquisition III Co.	1.50	187.50
12/27/2004	TMP	Telephone conferences with Mr. Swartz and Mr. Strickland re easement maps and road access concerns raised by Klamath County (.2). Telephone conference with all parties re real estate closing status (.1). Telephone conference with Mr. Gresdel re Crescent mill site description and partition status (.2). Work on resolving partition completion matters (.8). Review revised closing checklist, partition maps and mill site restrictive covenant (.4).	2.70	729.00
12/27/2004	CEB	Telephone call from Mr. Johnson re clarifying Crescent Mill legal (.2). Prepare for conference call (.2). Conference with Mr. Parks, real estate and lender's lawyers to discuss partition status and other closing issues (1.2). Review emails from Mr. Mitchell re Bonners Ferry legal (.2). Prepare email to Mr. Mitchell and Ms. Turner re Bonners Ferry Mill legal (.2). Review emails from Mr. Schultz re Foxglove contacts, net worth assets legal (.4). Telephone call to Mr. Perkins re Foley Butte Timber Purchase Agreement (.2). Telephone call to Mr. Wilkinson (.1). Telephone conference with real estate lawyers to review closing checklist (1.8). Conference with Mr. Parks re status of recorded documents in Whatcom County (.2). Prepare emails to Ms. Krumweid re status of Whatcom County partitions (.2).	4.90	637.00
12/28/2004	WHP	Telephone conference with Ms Brock re Bonners Ferry legal description (0.1). Email to Mr Mitchell re same (0.1). Telephone call from Mr Mitchell re same (0.1). Telephone call	0.50	160.00

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to Ms Brock re same (0.1). Emails from Ms Brock/to Mr Sparacino, Mr Melissinos re disbursement to Crown from escrow (0.1).

12/28/2004	CEB	Review emails from Mr. Mitchell re Bonners Ferry Mill and respond (.2). Telephone conferences with Mr. Perkins re Bonners Ferry Mill legal (.4). Review fax from Ms. Turner and review file for sale of Bonners Ferry Mill to Louisiana Pacific to confirm legal description (.8). Telephone call to Mr. Mitchell and Stewart Title agent in Boundary County (.3). Prepare email to Mr. Mitchell authorizing change of legal description pages to deed in escrow (.2). Review Patriot Investments documents for Shoshone Timber Rights description of property sold in April 2003 (.2). Prepare email to Mr. Johnson and Mr. Schultz with Shoshone Timber Rights legal (.2). Review emails from Mr. Schultz (.2). Conference with Mr. Parks re Klamath County partitions, use of Forest Service roads, patent from US Government (.3). Review emails from Ms. Krumweid re Whatcom County partition approvals, Glen Echo access maps (.3). Telephone call to Jamie re FCC contracts (.1). Telephone call from Mr. Wilkinson (.1). Prepare fax to Mr. Wilkinson with Foley Butte Agreement signatures (.2).	3.40	442.00
12/28/2004	TMP	Review updated closing checklist (.2). Review corporate dissolution documents for copy Air and copy Acquisition companies (.1). Review Glen Echo forest map and correspondence from Ms. Krumweid (.1). Research title and road access history over Klamath County property and negotiate resolution of access dispute with County (3.8). Revise declaration of easements (.8).	5.00	1,350.00
12/29/2004	WHP	Email to Mr Sparacino re sawmill open issues (0.1). Emails from/to Ms Brock re Foley Butte Purchase Agreement (0.1). Emails from/to Mr Larson re sawmill real estate excise tax refund request status (0.1). Emails from/to Mr Sparacino re Bonners Ferry closing (0.1). Emails to/from Ms Brock re same (0.1).	0.50	160.00

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12/29/2004	WHP	Email to Mr Carmel re Port Angeles real estate excise tax open issues (0.5).	0.50	160.00
12/29/2004	TMP	Review, revise and finalize declaration of easements (.7). Review updated closing checklist and instructions (.3). Manage process of obtaining approval for recording of partitions (.8).	1.80	486.00
12/29/2004	CEB	Telephone call from Mr. Mitchell re change of title company and new authorization needed to substitute legal description (.2). Review new legal for Bonners Ferry Mill (.6). Prepare email to First American Title authorizing legal description substitution (.3). Revise Articles of Dissolution and resolutions to dissolve CP Air, CP Acquisition Co., CP Acquisition II, Co. and CP Acquisition III Co. (.8). Telephone call to Ms. Skyles to confirm officers and numbers of outstanding shares for corporations to be dissolved (.2). Review Klamath County legal description (.5). Review email from Mr. Johnson and respond (.1). Draft letter to Mr. Johnson forwarding original documents into escrow (.2). Finalize letter and enclosure to Mr. Johnson (.2). Telephone call to Oregon Corporation Division (.1). Finalize Articles of Dissolution and prepare for signature by Mr. Leineweber (.2). Continue review of Klamath County legal description (4.8). Prepare email to Mr. Schultz re missing parcels for net worth assets legal description (.2). Telephone call from Mr. Schultz re net worth assets legal, how to proceed (.4).	8.80	1,144.00
12/30/2004	WHP	Emails from/to Mr Carmel re sawmill sale open issues (0.1).	0.10	32.00
12/30/2004	WHP	Emails from/to Ms Brock re Foley Butte Purchase Agreement (0.1). Various emails re Bonners Ferry closing (0.1).	0.20	64.00
12/30/2004	CEB	Review emails from Mr. Parks re status of Klamath County partition (.4). Telephone conferences with Mr. Johnson re net worth assets legal, corrections to his 12/29/04 legal for Klamath County (.5). Conference call with real estate and bankruptcy lawyers re status (.8). Review emails from Mr.	9.30	1,209.00

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Melissinos re corporate dissolution (.2). Review ORS re need to reinstate CP Acquisition Co. (.3). Conference with Mr. Parks re need to reinstate Oregon corporation so that it can voluntarily dissolve (.2). Prepare Reinstatement Annual Report for filing with Oregon Secretary of State (.3). Prepare Foley Butte Timber Purchase Agreement for delivery to Mr. Wilkinson (.3). Emails to Mr. Perkins re status of various documents (.3). Review emails from Mr. Sparacino re request for information and closing documents (.2). Prepare email to Mr. Mitchell re Bonners Ferry Mill closing documents (.1). Prepare email to Mr. Sparacino re Bonners Ferry Mill closing documents (.2). Telephone conferences with Weyerhaeuser legal counsel; re Quitclaim Deed and Real Estate Excise Tax Affidavit (.8). Telephone conferences with Rose Carlson re tax parcel clarification in Klamath County (.6). Prepare email to Ms. Justice (.2). Telephone call to Mr. Newkirk re Weyerhaeuser Quitclaim Deed (.2). Travel to Ater Wynne to review documents and legal description with Mr. Johnson (3.0). Telephone conference with real estate lawyers re going effective 12/31/04 (.5). Finalize letter to Mr. Wilkinson (.2).

12/30/2004	TMP	Telephone conference with Mr. Gresdel re status of partitions and additional requirements for SMA plat maps (.3). Review and analyze final closing escrow instructions for real estate transactions (.3). Telephone conference with all parties re status of real estate closings (.9). Telephone conferences with Ms. Marlow to confirm approval of restrictive covenant (.3). Transmit documents to Ms. Marlow (.2). Correspondence with Ms. Marlow and Mr. Newkirk re recording of restrictive covenant (.2). Review real estate excise tax documents (.2). Confirm recording of partition plat for mill site and correspondence with all parties re final recording of plat (.2). Telephone conference with surveyor re recording of easement declaration and processing of SMA plats (.3). Review revised closing documents and instructions (1.4). Telephone conference with all parties re final conditions to closing (.5).	4.80	1,296.00
12/31/2004	WHP	Emails from/to Mr Carmel re real estate excise tax escrowed	0.30	96.00

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funds on sawmill sale (0.3).

12/31/2004	TMP	Final detailed review of closing checklist and escrow instructions (.4). Telephone conference with all parties re final closing of bankruptcy plan (.5). Review correspondence from Messrs. Melissinos and Jones re dissolutions of Crown Pacific entities (.1).	1.00	270.00
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TOTAL Hours and Fees	142.60	27,394.50
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Attorney	Hours	Rate	Amount
Brock, Carole E.	84.50	130.00	10,985.00
Parks, Timothy M.	37.80	270.00	10,208.00
Perkins, William H.	18.80	320.00	6,016.00
Zimmerman, Susan E.	1.50	125.00	187.50

TOTAL Current Fees \$27,394.50

Date	Costs	Amount
	United Parcel Service	25.09
	Photocopies	71.10
	Messenger Service	22.25
	Legal Research/Computer Svc.	38.01
	Long Distance (adv.)	4.20
	Long Distance Calls	7.62
12/30/2004	Miscellaneous Charges (adv.) - Cert. of Reinstatement processing fee.	100.00

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12/30/2004 Filing Fee. 200.00

TOTAL Current Costs \$468.27

Current Invoice Due \$27,862.77

Previous Balance \$48,018.68

Total Payments and Credits -\$25,814.72

TOTAL Balance Due: \$50,066.73

Invoices are due upon receipt.

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Client 8290  
 Matter 7  
 Date 1/12/2005  
 Invoice 28762

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TELEPHONE: 503-228-2525  
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Crown Pacific Ch. 11 Estate  
 805 SW Broadway  
 Suite 1500  
 Portland, OR 97205

Attention: Roger Krage

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Crown Pacific Ch. 11 Estate  
 Re: Fee / Employment Applications

Date: 1/12/2005  
 Invoice: 28762

Date	Atty	Professional Services Rendered	Hours	Amount
12/14/2004	DRW	Draft email to Ms. Yancy-Hunter re revised invoice.	0.20	29.00
12/21/2004	DRW	Draft and finalize November fee statement and notice.	1.60	232.00
12/22/2004	DRW	Revise, finalize and send November fee statement and notice to Ms. Yancy-Hunter.	0.40	58.00
TOTAL Hours and Fees			<u>2.20</u>	<u>319.00</u>

Attorney	Hours	Rate	Amount
Webert, Daniel R.	2.20	145.00	319.00
TOTAL Current Fees			\$319.00
Current Invoice Due			\$319.00
Previous Balance			\$2,475.00
Total Payments and Credits			-\$575.50
TOTAL Balance Due:			<u>\$2,218.50</u>

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Client 8280  
 Matter 10  
 Date 1/12/2005  
 Invoice 28763

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TELEPHONE: 503-228-2525  
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Crown Pacific Ch. 11 Estate  
 805 SW Broadway  
 Suite 1500  
 Portland, OR 97205

Attention: Roger Krage

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Crown Pacific Ch. 11 Estate  
 Re: Plan / Disclosure Statement

Date: 1/12/2005  
 Invoice: 28763

<u>Date</u>	<u>Atty</u>	<u>Professional Services Rendered</u>	<u>Hours</u>	<u>Amount</u>
12/7/2004	WHP	Telephone conference with Mr Melissinos re misc plan issues (0.2).	0.20	64.00
<b>TOTAL Hours and Fees</b>			<u>0.20</u>	<u>64.00</u>

<u>Attorney</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Perkins, William H.	0.20	320.00	64.00
<b>TOTAL Current Fees</b>			<b>\$64.00</b>
Current Invoice Due			\$64.00
Previous Balance			\$3,488.00
Total Payments and Credits			-\$608.00
<b>TOTAL Balance Due:</b>			<b><u>\$2,944.00</u></b>

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