

Docket #: 2625

BAKER & MCKENZIE

ATTORNEYS AT LAW

101 WEST BROADWAY

12TH FLOOR

SAN DIEGO, CALIFORNIA 92101-3890

TELEPHONE (619) 238-1441

FACSIMILE (619) 238-0429

Ali M. M. Mojdehi

RETURN TO ACCOUNTING

___ Bill (no changes)

___ Bill after changes

___ Reject

___ Write-off all

IRS# 36-2137458

STATEMENT

April 29, 2003

Markwood LLC
350 East Las Olas Blvd
Suite 1000
Fort Lauderdale, FL 33301

BAKER & MCKENZIE
Client Number: 67164000
Matter Number: 001001
Prebill Number: 640599

FOR PROFESSIONAL SERVICES RENDERED FOR THE PERIOD ENDING SEPTEMBER
30, 2002, AS FOLLOWS:

Re: Corporate

TOTAL FEES\$ 1,406.00

TOTAL AMOUNT DUE\$ 1,406.00

For your convenience, you may send a Wire Transfer in payment of statements to:

Baker & McKenzie
Bank of America
450 B Street
San Diego, CA 92101
Account No. 00505-01897
Routing No. 121000358

RE: Invoice #: *****

BAKER & M^cKENZIE

ATTORNEYS AT LAW

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12TH FLOOR
SAN DIEGO, CALIFORNIA 92101-3890
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Ali M. M. Mojdehi
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____ Write-off all

IRS# 36-2137458

April 29, 2003

Markwood LLC
350 East Las Olas Blvd
Suite 1000
Fort Lauderdale, FL 33301

BAKER & MCKENZIE
Client Number: 67164000
Matter Number: 001001
Prebill Number: 640599

FOR PROFESSIONAL SERVICES RENDERED FOR THE PERIOD ENDING SEPTEMBER 30, 2002, AS FOLLOWS:

RE: Corporate

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>
09/18/02	Guajardo	Prepare e-mail to Mr. Ali Mojdehi regarding our involvement on a 1996 transaction regarding Fabricaciones Metalicas Mexicanas, S.A. in Mexicali, Baja California.	.6

For your convenience, you may send a Wire Transfer in payment of statements to:

Baker & McKenzie
Bank of America
450 B Street
San Diego, CA 92101
Account No. 00505-01897
Routing No. 121000358

RE: Invoice #: *****

Markwood LLC
 Client Number: 67164000
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April 29, 2003
 Matter Number: 001001
 Page 2

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>
09/23/02	Mojdehi	Telephone conference with Mr. Ford regarding retention of manager in Mexico.	.2
09/24/02	Mojdehi	Telephone conference with Mr. Spector regarding most recent developments and related issues; review and exchanged various emails and follow up; exchanged further emails.	1.3
09/26/02	Mojdehi	Consult with Mr. Larroque regarding status and strategy; telephone conference with Mr. Ford regarding approach.	.6
09/27/02	Mojdehi	Left message for Mr. Spector; telephone conference with Messrs. Spector and Larroque regarding background strategy.	.7
04/10/03	Guajardo	(September 18, 2002) Prepare e-mail to Mr. ali Mojdehi regarding our involvement on a 1996 transaction regarding Fabricaciones Metalicas Mexicanas, S.A. in Mexicali, Baja California.	.6

SUMMARY OF FEES:

Tijuana Office

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Maria O. Guajardo	1.2	180.00	\$ 216.00

San Diego Office

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Ali M. M. Mojdehi	2.8	425.00	\$ 1,190.00

Total: \$ 1,406.00

TOTAL AMOUNT DUE: \$ 1,406.00

BAKER & MCKENZIE

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STATEMENT

April 29, 2003

Markwood LLC
350 East Las Olas Blvd
Suite 1000
Fort Lauderdale, FL 33301

BAKER & MCKENZIE

Client Number: 67164000

Matter Number: 001001

Prebill Number: 640605

FOR PROFESSIONAL SERVICES RENDERED FOR THE PERIOD ENDING OCTOBER 31,
2002, AS FOLLOWS:

Re: Corporate

TOTAL FEES\$ 13,918.50

TOTAL AMOUNT DUE.....\$ 13,918.50

For your convenience, you may send a Wire Transfer in payment of statements to:

Baker & McKenzie
Bank of America
450 B Street
San Diego, CA 92101
Account No. 00505-01897
Routing No. 121000358

RE: Invoice #: *****

BAKER & MCKENZIE

ATTORNEYS AT LAW

101 WEST BROADWAY

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SAN DIEGO, CALIFORNIA 92101-3890

TELEPHONE (619) 236-1441

FACSIMILE (619) 236-0429

Ali M. M. Mojdehi
RETURN TO ACCOUNTING

_____ Bill (no changes)

_____ Bill after changes

_____ Reject

_____ Write-off all

IRS# 38-2137456

April 29, 2003

Markwood LLC
350 East Las Olas Blvd
Suite 1000
Fort Lauderdale, FL 33301

BAKER & MCKENZIE

Client Number: 67164000

Matter Number: 001001

Prebill Number: 640605

FOR PROFESSIONAL SERVICES RENDERED FOR THE PERIOD ENDING OCTOBER 31,
2002, AS FOLLOWS:

RE: Corporate

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>
10/02/02	Mojdehi	Telephone conference with Mr. Spector; draft, review and revised electronic correspondence to Mr. Larroque regarding status.	.6

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RE: Invoice #: *****

Markwood LLC
Client Number: 67164000
Prebill Number: 640605

April 29, 2003
Matter Number: 001001
Page 2

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>
10/04/02	Larroque	Review issues pertaining to call for meeting of shareholders; telephone call to Mr. Guajardo; internal conference with Hector Torres Lopez.	1.3
10/08/02	Larroque	Review background on Fabricaciones Metalicas de Mexico; conference with Mr. Arthur Spector regarding possible courses of actions to call for meeting changing corporate board and officers; email correspondence to Mr. Spector; internal conference with Hector Torres Lopez to review filings required for Meeting of shareholders; legal research; internal conference with Ma. Ofelia Guajardo.	3.6
10/15/02	Mojdehi	Review various electronic correspondences and follow up with respect to same.	.4
10/16/02	Mojdehi	Exchanged various electronic correspondences and telephone conference with Mr. Torres-Lopez regarding status and related issues (.60); telephone conference with Mr. Spector regarding status and related issues (.30).	.9
10/17/02	Mojdehi	Markwood - Review electronic correspondence from Mr. Spector and respond to same.	.4
10/18/02	Mojdehi	Exchanged electronic correspondence with Mr. Spector.	.3
10/20/02	Larroque	Review issues pertaining to call for meeting.	1.4
10/21/02	Torres-Lopez	Interoffice meeting with Juan Ygnacio Reyes Retana, re: Coordination of actions to request order from the court to call the meeting.	2.6
10/21/02	Torres-Lopez	Continue research in the law in order to determine the course of action to call for a meeting.	2.8
10/21/02	Torres-Lopez	Telephone conference with Arthur Spector and Juan Ygnacio Reyes Retana, re: Course of action to be followed in pursuing a calling.	1.2

Markwood LLC
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April 29, 2003
Matter Number: 001001
Page 3

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>
10/22/02	Torres-Lopez	Interoffice meeting with Gabriel Pérez Lomeli in order to coordinate the obtaining of certified copies of Fabricaciones Metalicas Mexicanas corporate documents from the Public Registry's records.	1.1
10/24/02	Reyes-Retana	On November 14, 2002. Interoffice conference with Mr. Gabriel Perez Lomeli regarding the timing for the publication of the call for a shareholders meeting.	.3
10/24/02	Reyes-Retana	Interoffice meeting with Mr. Hector Torres re: Potential problems for calling a shareholders meeting resulting from the lack of original share certificates (0.5). Telephone conference with Mr. Hector Torres and Albert Spector re: The above. Review of Mr. Hector Torres e-mail communication regarding the above (0.5).	1.0
10/24/02	Reyes-Retana	On November 18. Interoffice meeting with Mr. Hector Torres re: Conditions required to obtain from a Court a call for a shareholders Meeting of Fabricaciones Metalicas Mexicanas, S.A. de C.V.	1.8
10/24/02	Torres-Lopez	Review of E-mail communications and preparation of checklist of steps to be taken into consideration to call for a meeting (1.3). Review of Fabricaciones Metalicas Mexicanas corporate bylaws in order to address Arthur Spector inquires (1.3).	2.6

Markwood LLC
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April 29, 2003
Matter Number: 001001
Page 4

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>
10/24/02	Torres-Lopez	Interoffice meeting with Gabriel Pérez Lomeli in order to verify the obtainment of certified copies (1.0). Continuing review of bylaws (0.5). Interoffice meeting with Mauricio Tortolero Gonzelez, re: aspects to be considered for the calling (1.0). Interoffice meeting with Juan Ygnacio Reyes Retana, re: discussion of the potential legal implications of holding a meeting without exhibiting the original share certificate (1.0). Conference call with Arthur Spector, re: comments on the above matters (1.0).	4.5
10/24/02	Torres-Lopez	Preparation of E-mail communication addressed to Arthur Spector, re: follow up to our conference call.	1.1
10/28/02	Torres-Lopez	Telephone conference with Arthur Spector, re: Update on the Fabricaciones Metalicas Mexicanas, calling procedure.	.8
10/29/02	Reyes-Retana	Interoffice meeting with Mr. Hector Torres re: Coordination of actions to call the shareholders meeting of Fabricaciones Metalicas Mexicanas, S.A. de C.V. (0.5) Review of proposed draft of letter calling a shareholders meeting (0.5).	1.0
10/29/02	Torres-Lopez	Telephone conference with Arthur Spector, re: Follow up to the reception of letters (1.0). Preparation of draft of letter addressed to Guajardo requesting delivery of all files of Fabricaciones Metalicas Mexicanas to our office (0.8).	1.8
10/29/02	Torres-Lopez	Draft of calling notice Spanish and English pursuant to the requirements of the bylaws (0.9). Interoffice meeting with Juan Ygnacio Reyes Retana in order to review the aspects of the calling (1.0).	1.9

Markwood LLC
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April 29, 2003
Matter Number: 001001
Page 5

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>
10/29/02	Torres-Lopez	Drafting of E-mail communication for Arthur Spector, re: Attaching drafts of letter and calling notice.	.9
10/30/02	Guajardo	Review calling notice for Fabricaciones Metalicas Mexicanas, S.A. () Interoffice conference with Hector Torres regarding same matter ().	.7
10/30/02	Larroque	Review calls for meetings of shareholders to designate new board of directors; internal conference with Hector Torres Lopez.	.9
10/30/02	Torres-Lopez	Several telephone conference to Mexicali in order to arrange date and time for the meeting (1.0). Interoffice meeting with Mar ^{ca} Ofelia Guajardo in order to comment changes to the calling notice (0.7).	1.7
10/31/02	Mojdehi	Telephone conference with Mr. Lopez-Torres regarding strategy for taking control and related issues and prepared follow up email.	.3
10/31/02	Perez-Lomeli-Josep	Review corporate documents for Fabricaciones Metalicas Mexicanas's in order to prepare Corporate data sheet.	5.0
10/31/02	Torres-Lopez	Telephone conference with Arthur Spector, re: Follow up to this matter (1.0). Interoffice meeting with Gabriel Pérez Lomeli in order to coordinate the publishing of the call notice as well as the preparation of a corporate data summary sheet (0.8).	1.8
10/31/02	Torres-Lopez	Amendments to the calling notice draft (0.3). Review of the provisions of the General corporate law and bylaws in order to fulfill the requirements provided there office (0.6).	.9

Markwood LLC
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April 29, 2003
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Page 6

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>
10/31/02	Torras-Lopez	Drafting of amendments to calling notice and letter requesting delivery of the files (1.0). Drafting of diverse E-mail communications addressed to Arthur Spector attaching revised versions of these documents (0.8).	1.8
01/14/03	Perez-Lomeli-Josep	(October 9, 2002) Visit to Mexicali's Public Registry of property and Commerce in order to start with a first basis search of corporate and real estate documentation related to Fabricaciones Metalicas Mexicanas, S.A. (8.0) Meeting with Registrator to request documentation as soon as possible (1.0). Telephone Conference with Héctor Torres López in order to discuss issues (1.0). (The description of this legal fee corresponds to October 9, 2002, such is inserted in this date due to the fact that the client's entry to the Carpe Diem system was not ready, when service was performed)	10.0
01/15/03	Perez-Lomeli-Josep	(October 15, 2002) Start reviewing all corporate documentation of Fabricaciones Metalicas Mexicanas, S.A., such as formalized shareholders meeting minutes, copies of the records obtained in the Public Registry of property and Commerce in Mexicali, articles of incorporation, real estate issues (4.0). Interoffice meeting with Hector Torres López to discuss issues. (The description of this legal fee corresponds to October 15, 2002, such is inserted in this date due to the fact that the client's entry to the Carpe Diem system was not ready, when service was performed) (5.0).	9.0

Markwood LLC
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April 29, 2003
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Page 7

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>
01/16/03	Perez-Lomeli-Josep	(October 16, 2002) Continue reviewing all corporate documentation of Fabricaciones Metalicas Mexicanas, S.A., such as formalized shareholders meeting minutes, copies of the records obtained in the Public Registry of Property and Commerce in Mexicali, articles of incorporation, real estate issues (4.0). Interoffice meeting with Hector Torres do discuss issues (1.0). Prepare memorandum on corporate status. (The description of this legal fee corresponds to October 16, 2002, such is inserted in this date due to the fact that the client's entry to the Carpe Diem system was not ready, when service was performed) (4.0).	9.0
01/17/03	Perez-Lomeli-Josep	(October 11, 2002) Visit to Mexicali's Public Registry of Property and Commerce in order to continue performing search of corporate and real estate documentation related to Fabricaciones Metalicas Mexicanas, S.A. Request copies of said documents (8.0). Telephone Conference with Hector Torres informing status. (The description of this legal fee corresponds to October 11, 2002, such is inserted in this date due to the fact that the client's entry to the Carpe Diem system was not ready, when service was performed) (2.0).	10.0
01/18/03	Perez-Lomeli-Josep	(October 18, 2002) Interoffice meeting with Héctor Torres to discuss issues regarding corporate documentation of Fabricaciones Metalicas Mexicanas, S.A. Search in files for current address of Fabricaciones Metalicas Mexicanas, S.A. in Mexicali, in order to include it in the call. (The description of this legal fee corresponds to October 18, 2002, such is inserted in this date due to the fact that the client's entry to the Carpe Diem system was not ready, when service was performed)	2.5

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Ali M. M. Mojdehi

RETURN TO ACCOUNTING

_____ Bill (no changes)

_____ Bill after changes

_____ Reject

_____ Write-off all

IRS# 36-2137456

STATEMENT

April 29, 2003

**Markwood LLC
350 East Las Olas Blvd
Suite 1000
Fort Lauderdale, FL 33301**

BAKER & MCKENZIE

Client Number: 67164000

Matter Number: 001001

Prebill Number: 640606

FOR PROFESSIONAL SERVICES RENDERED AND EXPENSES INCURRED FOR THE PERIOD ENDING NOVEMBER 30, 2002, AS FOLLOWS:

Re: Corporate

TOTAL FEES	\$	22,637.00
TOTAL EXPENSES	\$	10.25
TOTAL AMOUNT DUE	\$	22,647.25

For your convenience, you may send a Wire Transfer in payment of statements to:

**Baker & McKenzie
Bank of America
450 B Street
San Diego, CA 92101
Account No. 00505-01897
Routing No. 121000358**

RE: Invoice #: *****

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12TH FLOOR

SAN DIEGO, CALIFORNIA 92101-3890
TELEPHONE (619) 238-1441
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Ali M. M. Mojdehi
RETURN TO ACCOUNTING

Bill (no changes)
 Bill after changes
 Reject
 Write-off all

IRS# 38-2137458

April 29, 2003

Markwood LLC
350 East Las Olas Blvd
Suite 1000
Fort Lauderdale, FL 33301

BAKER & MCKENZIE
Client Number: 67164000
Matter Number: 001001
Prebill Number: 640606

FOR PROFESSIONAL SERVICES RENDERED AND EXPENSES INCURRED FOR THE PERIOD ENDING NOVEMBER 30, 2002, AS FOLLOWS:

RE: Corporate

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>
11/01/02	Torres-Lopez	Coordination of actions to send the calling notices and the letter requesting Fabricaciones Metalicas Mexicanas files to Nourollah's counsel in New York (1.4). Draft of letter to Mr. T. Moreland instructing on the manner how these documents should be signed (1.4).	2.8

For your convenience, you may send a Wire Transfer in payment of statements to:

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RE: Invoice #: *****

Markwood LLC
Client Number: 67164000
Prebill Number: 640606

April 29, 2003
Matter Number: 001001
Page 2

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>
11/04/02	Torres-Lopez	Coordination of action to verify the reception of documents to Nourollah's counsel (0.5). Telephone conference with Arthur Spector, re: Follow up to the signature (1.0). Coordination of action to send corporate records appointing Nourollah as Sole Administrator (0.5). Preparation of reply to Arthur Sectors E-mail, re: translation (0.4).	2.4
11/05/02	Mojdehi	Make revisions to affidavit of Mr. Larroque.	.4
11/05/02	Torres-Lopez	Preparation of E-mail to Mr. Arthur Spector, re: follow up to signature of calling notices.	.7
11/06/02	Mojdehi	Made final revisions to affidavit of Mr. Larroque.	.3
11/06/02	Torres-Lopez	Telephone conference with Arthur Spector, re: Follow up to the reception of the calling notice and letter requesting files from Guajardo.	.5
11/06/02	Torres-Lopez	Review of communications from Arthur Spector, re: status of the calling notice (0.4). Preparation of reply to Arthur Spector commenting the need to reschedule the meeting should we fail to meet the date for Publishing the calling notice (1.0).	1.4
11/11/02	Torres-Lopez	Several telephone conference with Arthur Spector, re: Reschedule of Fabricaciones Metalicas Mexicanas shareholders meeting (0.8). Telephone conference with Arthur Spector, re: Coordination of actions to prepare a legal action against Fabricaciones Metalicas Mexicanas (0.5).	1.3
11/11/02	Torres-Lopez	Interoffice meeting with Gabriel Pérez Lomeli, re: Coordination of actions to complete the corporate data summary report of FMM and obtain information with regard to the officers accounting with Powers of Attorney. .	1.2

Markwood LLC
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April 29, 2003
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 Page 3

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>
11/12/02	Reyes-Retana	Interoffice meeting with Mr. Hector Torres regarding the need to judicially request the issuance of a call for a shareholders meeting (). Telephone conference with Mr. Javier Navarro Velasco re: The above ().	1.4
11/12/02	Torres-Lopez	Interoffice meeting with Juan Ygnacio Reyes Retana and telephone conference with Javier Navarro, re: discussion of legal issues to be taken into consideration to request Judicial Order to call for a shareholders meeting of Fabricaciones Metalicas Mexicanas, S.A.	1.8
11/13/02	Torres-Lopez	Telephone conference with Daniel Cano (Corp. Examiner) for Fabricaciones Metalicas Mexicanas, re: Request to call for a Shareholders meeting (1.0). Telephone conference with Arthur Spector, re: Up date on the above matter (0.7).	1.7
11/14/02	Torres-Lopez	Coordination of actions with Gabriel Pérez Lomeli, re: Publishing of the calling notice in a local newspaper.	.8
11/16/02	Larroque	Review issues pertaining to call for meeting and proxies; discuss issues pertaining to appearance of proxy holders to meeting.	.4
11/18/02	Torres-Lopez	Interoffice meeting with José Larroque in order to provide the background on the Fabricaciones Metalicas Mexicanas, S.A. de C V., status and coordinate actions to handle the legal tusk entrusted to our firm.	2.4
11/18/02	Torres-Lopez	Interoffice meeting with Gabriel Pérez Lomeli, re: follow up to the due diligence of corporate of documents from Fabricaciones Metalicas Mexicanas, S.A.	.4
11/18/02	Torres-Lopez	Interoffice meeting with Juan Ygnacio Reyes Retana, re: Discussion of the aspects to be considered during the meeting and for the repossession of the Industrial Building.	1.3

Markwood LLC
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April 29, 2003
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Page 4

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>
11/18/02	Torres-Lopez	Telephone conference with Arthur Spector, re: Follow up to Novrollah's signature in the cross outs.	.5
11/18/02	Torres-Lopez	Structuring of checklist and preparation of letter for Arthur Spector with regard to this issue. Review of E-mail communications sent by Arthur Spector.	2.3
11/19/02	Torres-Lopez	Continuing preparing checklist of task for the tasks needed for the management take over (1.3). Preparation of E-mail communication, re: attaching the checklist and commenting status of the procedure (1.0).	2.3
11/19/02	Torres-Lopez	Interoffice meeting with Gabriel Pérez Lomeli, re: Coordination of assignments that will be performed by him in the Management takeover procedure.	1.5
11/19/02	Torres-Lopez	Conference call with Arthur Spector, re: Follow up to our checklist to take over Management of Fabricaciones Metalicas Mexicanas.	.5
11/19/02	Torres-Lopez	Review of proxies drafts inquired to represent Markwood at the meeting (0.4). Preparation of communication for Ali Mojdehi, re: Instructing their execution by Larry Ford (0.4).	.8
11/19/02	Torres-Lopez	Review of files in order to determine course of action.	1.8
11/20/02	Torres-Lopez	Review of E-mail communications send by Ali Mojdehi and Arthur Spector and files in order to continue developing the course of strategy to call and hold a shareholder's meeting.	.9
11/20/02	Torres-Lopez	Telephone conference with Gabriel Pérez Lomeli, re: Coordination of actions to obtain the information from Fabricaciones Metalicas Mexicanas, S.A. in the Public Registry of Property and Commerce.	.4

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Page 5

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>
11/21/02	Mojdehi	Telephone conference with Mr. Ford regarding status and related issues (.30); telephone conference with Messrs. Lopez and Ford regarding upcoming hearings and related matters (.30).	.6
11/21/02	Reyes-Retana	Review of by-laws and shareholders meeting minutes of Fabricaciones Metalicas Mexicanas, S.A. de C.V. and review of files (1.0). Interoffice meeting with Mr. Hector Torres re: Actions required to call a shareholders meeting (1.0). Telephone conference with Mr. Arthur Spector and Mr. Hector Torres re: The above. Legal research re: The above (1.0).	3.0
11/21/02	Torres-Lopez	Continuing review of files in order to draw strategy to call for a meeting and gain control of the administration (1.1). Review of provisions of the Mexican Corporate Law (1.0). Preparation of update for Arthur Spector (1.0).	3.1
11/21/02	Torres-Lopez	Several telephone conferences with Arthur Spector, re: Follow up (1.3). Draft of report for Arthur Spector with regard to diverse inquires on the takeover process (1.0).	2.3
11/21/02	Torres-Lopez	Telephone conference with Ali Mojdehi and Larry Ford, re: Follow up to issues concerning to the management takeover (0.5). Preparation of E-mail to Larry Ford, re: Attaching the calling notice (0.4).	.9
11/21/02	Torres-Lopez	Several conference calls with Arthur Spector, re: Comments on the diverse information coming from Mehdi Gabayzadeh's counsel.	1.2
11/21/02	Torres-Lopez	Coordination of actions in order to send the information to Hector Barraza at Stewart Title.	.4

Markwood LLC
Client Number: 67164000
Prebill Number: 640606

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Page 6

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>
11/21/02	Torres-Lopez	Several conference calls with Gabriel Pérez Lomeli, re: Physical inspection on the Mexican property (1.0). Interoffice meeting with Gabriel Pérez Lomeli, re: Coordination of action to prepare report on the above (0.6).	1.6
11/21/02	Torres-Lopez	Review and amendments to the memorandum for Ali Mojdehi addressing conflict issues.	1.6
11/21/02	Torres-Lopez	Telephone conference with Larry Ford, re: Coordination of actions for the meeting and answering inquires on the potential scenarios for the meeting.	.8
11/21/02	Torres-Lopez	Interoffice meeting with Gabriel Pérez Lomeli in order to coordinate actions to prepare memorandum outlining sole administrator liabilities under Mexican corporation law.	.6
11/21/02	Torres-Lopez	Interoffice meeting with Gaby Garcia, re: Coordination of actions to obtain FMN (Immigration) for Mr. Larry Ford.	.4
11/21/02	Torres-Lopez	Interoffice meeting with Gabriel Pérez Lomeli, re: follow up to coordination of action to address the items of the check list.	.9
11/21/02	Torres-Lopez	Telephone conference with Hector Barraza, re: Information on the property to issue a title commitment.	.3
11/22/02	Reyes-Retana	Interoffice meeting with Mr. Hector Torres re: Potential litigation resulting from management takeover of Fabricaciones Metalicas Mexicanas, S.A. de C.V.	1.1
11/22/02	Torres-Lopez	Interoffice meeting with Gabriel Pérez Lomeli in order to follow up to the tasks required to call for a meeting of Fabricaciones Metalicas Mexicanas, S.A.	.5
11/22/02	Torres-Lopez	Interoffice meeting with Juan Ygnacio Reyes Retana in order to comment potential litigation issues in the management takeover.	1.9

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<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>
11/22/02	Torres-Lopez	Interoffice meeting with Pepe Larroque in order to review and determine from our files if there is a potential conflict of interest for Baker & McKenzie to represent Markwood in this transaction.	1.9
11/22/02	Torres-Lopez	Coordination of actions in order to make contact with potential property mangers.	.9
11/23/02	Torres-Lopez	Review of corporate deeds and corrections to the draft of minutes of Shareholders meeting minutes for Fabricaciones Metalicas Mexicanas, S.A.	2.9
11/23/02	Torres-Lopez	Review of E-mail communications sent by Arthur Spector with regard to status of the matter.	.6
11/25/02	Garcia-Zamarron	Visit to San Ysidro, Ca. in order to meet Mr. Larry Ford at Coco's restaurant. Visit to Local Immigration offices in order to secure a temporary business visa (FMN) for Mr. Larry Ford. Visit to San Ysidro, Ca. in order to left Mr. Larry Ford at Coco's restaurant.	4.5
11/25/02	Reyes-Retana	Interoffice meeting with Mr. Hector Torres re: Review of cancellation of call to shareholders meeting published in Mexicali. Legal consequences of such a cancellation and possible scenarios should the meeting takes place. Legal research.	1.6
11/25/02	Torres-Lopez	Telephone conference with Arthur Spector, re: Update on the case and preparation of E-mail communications re: The above.	.6
11/25/02	Torres-Lopez	Interoffice meeting with Gabriel Pérez Lomeli in order to review and comment the information regarding corporate information of Fabricaciones Metalicas Mexicanas and draw a strategy to hold a shareholders meeting minutes.	2.3

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<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>
11/25/02	Torres-Lopez	Legal research in the Mexican Corporate Law provisions in order to determine options to call for a meeting.	1.4
11/25/02	Torres-Lopez	Conference call with Larry Ford, re: Up date on the status of the matter (1.1). Interoffice meeting with Gabriel Pérez Lomeli in order to follow up to the preparation of real estate physical inspection report (1.1).	2.2
11/25/02	Torres-Lopez	Research in the corporation law, court's precedents and doctrine, re: authority of the sole administrator to cancel the meeting.	2.8
11/25/02	Torres-Lopez	Interoffice meeting with Juan Ygnacio Reyes Retana in order to discuss the potential litigation implications of holding a meeting under the circumstances of cancellation by the sole administrator.	1.4
11/25/02	Torres-Lopez	Diverse telephone calls with Larry Ford and Arthur Spector, re: Facts findings on the case.	1.3
11/25/02	Torres-Lopez	Conferences call with Larry Ford, Michael Golde and Arthur Spector, re: Course of action to call for a new meeting.	.9
11/25/02	Torres-Lopez	Drafting of changes to the calling notice (0.5). Draft of E-mail communication for Arthur Spector, re: Attaching new calling notice (0.8).	1.3
11/26/02	Mojdehi	Review e-mails exchanged with respect to recent developments.	.3
11/26/02	Torres-Lopez	Review and amendments to the corporate information report prepared by Gabriel Pérez Lomeli and amendments.	1.9
11/26/02	Torres-Lopez	Telephone conference with David Cano Hermosillo, re: call for a meeting (0.2). Telephone conference with Arthur Spector, re: Update on the above (0.2).	.4

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<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>
11/26/02	Torres-Lopez	Interoffice meeting with Juan Ygnacio Reyes Retana in order to comment on the tasks required to request the court to call for a meeting.	1.8
11/26/02	Torres-Lopez	Preparation of memo to Arthur Spector, re: Update of the matter.	.9
11/26/02	Torres-Lopez	Coordination of actions with Gabriel Pérez Lomeli to continue with the work to takeover management (0.8). Coordination of actions to Publish New Calling Notice for holding a meeting in December 10, 2002 (0.8).	1.6
11/26/02	Torres-Lopez	Coordination of action to Publish New Calling Notice in La Voz de la Frontera newspaper and to verify no cancellation notice is published until such time the meeting takes place.	1.1
11/26/02	Torres-Lopez	Continue review of files and research in the court jurisprudence in order to prevent the new shareholders meeting to be nullified.	2.3
11/27/02	Torres-Lopez	Telephone conference with Larry A. Ford, re: Inquires with regard to Powers of attorney granted to Mehdi Gabayzadeh by Fabricaciones Metalicas Mexicanas (0.6). Interoffice meeting with Gabriel Pérez Lomeli in order to address such issue (0.6). Review of files with regard to said Powers of Attorney (0.6). Coordination of actions to translate the language of the Power of Attorney (0.6).	2.4
11/27/02	Torres-Lopez	Telephone conference with Arthur Spector, re: Update on the calling notice and lawsuit against Mehdi Gabayzadeh and Nourollah Elghanayan.	.4
11/28/02	Torres-Lopez	Research on the Mexican Corporate Law in order to work in a memo detailing the process to call for a meeting (1.3). Research in the provisions of the commercial code, re: same as above (1.0).	2.3

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<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>
11/28/02	Torres-Lopez	Telephone conference with Arturo Guajardo, re: delivery of Fabricaciones Metalicas Mexicanas files (0.8). Interoffice meeting with Gabriel Pérez Lomeli, re: Follow up to the publication of new calling notice and request to Notary Public to issue new deed containing Fabricaciones Metalicas Mexicana's by laws (0.5).	1.3
11/28/02	Torres-Lopez	Review and corrections to the draft of complaint to enforce automatic stay and for damages for tortious interference on the facts portion relate to Mexican company's calling for a meeting (1.0). Preparation of E-mail for Arthur Spector, re: attaching said draft (0.4).	1.4
11/28/02	Torres-Lopez	Review of draft of motion for temporary restraining order for Mehdi Gabayzadeh and Novrollah Elghanayan (1.0). Draft of reply to Arthur Spector, re: Informing there are no changes to such draft (0.7).	1.7
01/17/03	Perez-Lomeli-Josep	(November 13, 2002) Visit to "La Voz de la Frontera" Newspaper in order to request publication of Calling Notice for shareholders meeting to be held on November 26, 2002 in Mexicali. (The description of this legal fee corresponds to November 13, 2002, such is inserted in this date due to the fact that the client's entry to the Carpe Diem system was not ready, when service was performed)	2.0

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<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>
01/20/03	Perez-Lomeli-Josep	(November 15, 2002) Review Fabricaciones Metalicas Mexicanas insurance policy files, in order to determine types of insurance policies fo Fabricaciones Metalicas Mexicana's premises in Mexicali, as well as cost, converge, insurance company amounts insured and expiration dates. (The description of this legal fee corresponds to November 15, 2002, such is inserted in this date due to the fact that the client's entry to the Carpe Diem system was not ready, when service was performed)	6.0
01/21/03	Perez-Lomeli-Josep	(November 18, 2002) Continue reviewing Fabricaciones Metalicas Mexicanas, S.A. insurance policy files, in order to determine types of insurance policies for FMMs premises in Mexicali, as well as cost, coverage, insurance company (2.0). Amounts insured and expiration dates. Prepara report on status of insurance policies (2.0). Telephone Conference with Héctor Torres discussing issues. (The description of this legal fee corresponds to November 18, 2002, such is inserted in this date due to the fact that the client's entry to the Carpe Diem system was not ready, when service was performed) (2.0).	6.0

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<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>
01/22/03	Perez-Lomeli-Josep	(November 19, 2002) Prepare Fabricaciones Metalicas Mexicanas, S.A. shareholders meeting minutes whereby a new Sole Administrator is appointed, as well as the revocation and granting of powers of attorney, among other issues (2.0). Draft special power of attorney for members of the firm to be included within said document (2.0). Review articles of incorporation in order to determine contents of minutes (2.0). Interoffice meeting with Héctor Torres discussing issue. (The description of this legal fee corresponds to November 19, 2002, such is inserted in this date due to the fact that the client's entry to the Carpe Diem system was not ready, when service was performed) (2.0)	8.0
01/23/03	Perez-Lomeli-Josep	(November 20, 2002) Prepare proxies for Fabricaciones Metalicas Mexicana's shareholders meeting (0.5). Various telephone calls to Mexicali in order to find a Notary Public who can provide us with his services in order to certify Fabricaciones Metalicas Mexicana shareholders meeting to be held on November 26, 2002 (0.5). Telephone Conference with Notary Public to make an appointment, explain situation and scope of his services (0.5). Interoffice meeting with Héctor Torres discussing issue. (The description of this legal fee corresponds to November 20, 2002, such is inserted in this date due to the fact that the client's entry to the Carpe Diem system was not ready, when service was performed) (0.5).	2.0

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<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>
01/24/03	Perez-Lomeli-Josep	(November 22, 2002) Visit to Fabricaciones Metalicas Mexicanas, S.A. ("FMM) Premises in Mexicali in order to conduct physical inspection to the premises. Take pictures of the premises (8.0). Investigate Fabricaciones Metalicas Mexicana's situation with neighbors (1.0). Interoffice meeting with Héctor Torres discussing related issues. Analyze pictures (1.0). (The description of this legal fee corresponds to November 22, 2002, such is inserted in this date due to the fact that the client's entry to the Carpe Diem system was not ready, when service was performed).	10.0

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<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>
01/25/03	Perez-Lomeli-Josep	(November 25, 2002) Prepare memorandum containing information and description on physical inspection of Fabricaciones Metalicas Mexicanas, S.A. premises in Mexicali, including photographs (2.0). Interoffice meeting with Héctor Torres discussing related issues (2.0). Two Telephone Conference with Notary Public in Mexicali, regarding Shareholders meeting to be held in Mexicali. Visit to "La Voz de la Frontera" Newspaper to buy newspapers whereby Calling Notice for FMM's shareholders meeting to be held on November 26, 2002, is cancelled. Review newspaper to find cancellation of Calling Notice (2.0). Discuss issue and actions to be taken with Héctor Torres and Juan Ygnacio Reyes Retana. (The description of this legal fee corresponds to November 25, 2002, such is inserted in this date due to the fact that the client's entry to the Carpe Diem system was not ready, when service was performed) (1.0).	7.0

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<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>
01/27/03	Perez-Lomeli-Josep	(November 27, 2002) Various telephone conferences to coordinate publication of new Call for Fabricaciones Metalicas Mexicanas in La Crónica de Mexicali Newspaper (shareholders meeting dated December 10, 2002) (2.0). Telephone Conference with Carla de la Maza in order to coordinate recollection of all newspaper in Mexicali in order to verify that call is not cancelled (1.0). Telephone Conference with Notary Public No. 4 in Mexicali (1.0). Prepare documents in order to prove receipt of all corporate documentation furnished by Bufete Guajardo in Mexicali (1.0). Prepare letter to be signed by Sole Manager of Markwood LLC in order to request certified copies and other documentation from Notary Public No. 4 in Mexicali as well as to authorize payment of certain fees owed to Notary Public by previous administration of Fabricaciones Metalicas Mexicanas (1.0). (The description of this legal fee corresponds to November 27, 2002, such is inserted in this date due to the fact that the client's entry to the Carpe Diem system was not ready, when service was performed)	6.0

Total Fees: \$ 22,637.00

SUMMARY OF FEES:

Tijuana Office

<u>Name</u>	<u>Hours</u>	<u>Rate</u>		<u>Amount</u>
Gabriela Garcia-Zamarron	4.5	80.00	\$	360.00
Jose M. Larroque	.4	240.00		96.00
Gabriel Perez-Lomeli-Joseph	47.0	120.00		5,640.00
Ygnacio Reyes-Retana	7.1	170.00		1,207.00
Hector Torres-Lopez	86.2	170.00		14,654.00

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San Diego Office

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Ali M. M. Mojdehi	1.6	425.00	\$ 680.00
	Total:		\$ 22,637.00

SUMMARY OF EXPENSES:

<u>Description</u>	<u>Amount</u>
Photocopies	\$ 10.25
Total Expenses:	\$ 10.25
Total Fees and Expenses for Corporate:	\$ 22,647.25
TOTAL FEES:	\$ 22,637.00
TOTAL EXPENSES:	\$ 10.25
TOTAL AMOUNT DUE:	\$ 22,647.25

BAKER & MCKENZIE

ATTORNEYS AT LAW

101 WEST BROADWAY
12TH FLOOR

SAN DIEGO, CALIFORNIA 92101-3890
TELEPHONE (619) 236-1441
FACSIMILE (619) 236-0420

Ali M. M. Mojdehi

RETURN TO ACCOUNTING

- Bill (no changes)
- Bill after changes
- Reject
- Write-off all

IRS# 36-2137458

STATEMENT

April 22, 2003

Markwood LLC
350 East Las Olas Blvd
Suite 1000
Fort Lauderdale, FL 33301

BAKER & MCKENZIE

Client Number: 67164000

Matter Number: 001001

Prebill Number: 640608

FOR PROFESSIONAL SERVICES RENDERED AND EXPENSES INCURRED FOR THE PERIOD ENDING DECEMBER 31, 2002, AS FOLLOWS:

Re: Corporate

TOTAL FEES	\$	22,517.50
TOTAL EXPENSES	\$	2,983.02
TOTAL AMOUNT DUE	\$	25,500.52

For your convenience, you may send a Wire Transfer in payment of statements to:

Baker & McKenzie
Bank of America
450 B Street
San Diego, CA 92101
Account No. 00505-01897
Routing No. 121000358

RE: Invoice #: *****

BAKER & M^CKENZIE

ATTORNEYS AT LAW

101 WEST BROADWAY
12TH FLOOR

SAN DIEGO, CALIFORNIA 92101-3880
TELEPHONE (619) 236-1441
FACSIMILE (619) 236-0429

Ali M. M. Mojdehi
RETURN TO ACCOUNTING
____ Bill (no changes)
____ Bill after changes
____ Reject
____ Write-off all

IRS# 36-2137458

April 22, 2003

Markwood LLC
350 East Las Olas Blvd
Suite 1000
Fort Lauderdale, FL 33301

BAKER & McKENZIE
Client Number: 67164000
Matter Number: 001001
Prebill Number: 640608

FOR PROFESSIONAL SERVICES RENDERED AND EXPENSES INCURRED FOR THE PERIOD ENDING DECEMBER 31, 2002, AS FOLLOWS:

RE: Corporate

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>
12/02/02	Larroque	Review issues pertaining to notices for new meeting of shareholders; review release of files and corporate books of Fabricaciones Metalicas Mexicanas.	1.6

For your convenience, you may send a Wire Transfer in payment of statements to:

Baker & McKenzie
Bank of America
450 B Street
San Diego, CA 92101
Account No. 00505-01897
Routing No. 121000358

RE: Invoice #: *****

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<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>
12/02/02	Torres-Lopez	Interoffice meeting with Gabriel Pérez Lomeli, re: coordination of actions to continue addressing the items of the checklist for the management takeover.	.7
12/02/02	Torres-Lopez	Telephone Conference with Arturo Guajardo, re: request for delivery of Fabricaciones Metalicas Mexicanas files.	.4
12/02/02	Torres-Lopez	Review of revised drafts of motions, complaint and temporary restraint order against Mehdi Gabayzadeh and Nourollah Elghanayan (0.8). Preparation of E-mail for Joey Grant, re: comments to such drafts (0.5).	1.3
12/03/02	Larroque	Review status of meeting of shareholders and requirements for meeting; including calls and quorum issues.	.6
12/03/02	Perez-Lomeli-Josep	Visit to Bufete Guajardo in Mexicali (Fabricaciones Metalicas Mexicanas, previous attorney's) in order to request and receive original corporate documentation such as shareholders meetings, powers of attorney, Foreign Investments records, corporate books, past leases over the premises, and articles of incorporation, among others (8.0). Review received information (1.0). Prepare document containing description of received documents. Meeting with Arturo Guajardo discussing such information (1.0). Interoffice meeting with Héctor Torres discussing related issues (1.0).	11.0
12/03/02	Torres-Lopez	Trip to the City of Mexicali, in order to meet with Mr. Arturo Guajardo, re: revision and reception of files and corporate books corresponding to Fabricaciones Metalicas Mexicanas, S.A. Trip back to Tijuana.	10.0

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<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>
12/04/02	Perez-Lomeli-Josep	Spanish to English translation of Mehdi Gabayzadeh's powers of attorney (2.0). Review original documentation provided by Bufete Guajardo in Mexicali, in order to finish assessing legal status of Fabricaciones Metalicas Mexicanas and if within said documentation there is something relevant involving administration takeover, as well as any other powers of attorney that need to be revoked (3.5).	5.5
12/04/02	Torres-Lopez	Review of e-mail communications sent by different parties involved in this management takeover (0.5). Update the of tasks as itemized in the checklist (0.3). Preparation of e-mail communications, re: reception of files corresponding to Fabricaciones Metalicas Mexicanas, S.A. (0.5).	1.3
12/04/02	Torres-Lopez	Conference call with Arthur Spector, Larry Ford and Michael Golde, re: course of action in the management takeover and issues to be addressed.	.9
12/04/02	Torres-Lopez	Review of insurances report and amendments to it (0.4). Preparation of E-mail communication addressed to Arthur Spector, Michael Golde and Larry Ford, re: insurances policies (1.0).	1.4
12/04/02	Torres-Lopez	Amendments to proxies for the new meeting (0.2). Drafting of E-mail addressed to Larry Ford, re: attaching the proxies for execution (0.5). Reply to Ali Mojdehi's E-mail with regard to status of property manager (0.5).	1.2
12/05/02	Larroque	Review issues pertaining to meeting of shareholders; internal conference with Hector Torres and Juan Ygnacio Reyes Retana regarding attendance by proxy and quorum issues.	.6

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<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>
12/05/02	Torres-Lopez	Review of E-mail communications sent by M. Golde and A. Spector in respect to the follow up to the management takeover of Fabricaciones Metalicas Mexicanas, S.A.	.3
12/05/02	Torres-Lopez	Telephone Conference with A. Friese, re: Coordination of actions in order to have L. Ford to sign the proxies required for December 10, 2002 meeting.	.2
12/06/02	Perez-Lomeli-Josep	Start reviewing all local newspapers in Mexicali since November 28, 2002, to search for possible cancellation of Fabricaciones Metalicas Mexicanas shareholders meeting to be held on December 10, 2002 (4.0). Telephone conference with Carla de la Maza (B&M) regarding purchase of all Mexicali's newspapers (2.0). Telephone conference with Notary Public in Mexicali regarding appointment in Crowne Plaza Hotel to certify circumstances of shareholders meeting (2.0).	8.0
12/06/02	Torres-Lopez	Telephone conference with Arthur Spector, re: status of the case in the US side (0.2). Telephone Conference with Gary Swedback, re: property manager (0.2).	.4
12/06/02	Torres-Lopez	Drafting of memoranda for Larry Ford, re: actions to be taken during the meeting (0.9). Draft of translation of Powers of Attorney that will be granted to Larry Ford in the meeting (0.9).	1.8
12/06/02	Torres-Lopez	Telephone conference with Larry Ford, re: comments on the progress made in the management takeover procedure.	.3
12/06/02	Torres-Lopez	Review of files and documents given by Bufete Guajardo with respect to previous FMM's shareholders meeting minutes, in order to assess corporate information required for holding the meeting is correct.	1.2

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<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>
12/09/02	Perez-Lomeli-Josep	Continue reviewing all Mexicali's local newspapers published since November 28, 2002 in order to search for a possible cancellation of the shareholders meeting dated December 10, 2002 (2.5). Telephone conference with Carla de la Maza discussing related issues (2.5). Visit to Municipal authorities offices in Tijuana in order to review Official Gazettes searching for possible cancellation (2.0). Interoffice meeting with Héctor Torres informing status as well as discuss final details before shareholders meeting is held (2.0).	9.0
12/09/02	Reyes-Retana	Review of files in preparation of shareholders meeting scheduled fro December 10, 2002 (1.1). Interoffice meeting with Mr. Hector Torres and Mr. Gabriel Perez Lomeli. re: The above (2.0).	3.1
12/09/02	Torres-Lopez	Interoffice meeting with Gabriel Pérez Lomeli in order to coordinate actions to hold the meeting (3.0). Changes to the Management takeover checklist (0.5). Continuing review of files and documentation in order to address open issues in the management takeover procedure (1.5).	5.0
12/09/02	Torres-Lopez	Telephone Conference with Arthur Spector, re: availability to testify in the civil proceeding undertaken to extend the Temporary Restraining Order for Nourollah Elghanayan and Mehdi Gabayzadeh.	.6
12/09/02	Torres-Lopez	Trip to the City of Mexicali.	2.8
12/09/02	Torres-Lopez	Continuing review of first draft of shareholders meeting minutes and drafting of corrections to the same.	2.9

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<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>
12/10/02	Perez-Lomeli-Josep	In Mexicali in order to hold Fabricaciones Metalicas Mexicanas shareholders meeting at Crowne Plaza Hotel. Meeting intended to change administration (4.0). Previous meeting with Notary Public in order to explain situation of the company, scope and intention of his presence in order to certify circumstances under which such meeting is held (1.0). Review all necessary documentation to be ready for meeting, such as proxies, call, share certificates, and stockholders registry book (1.0). Review proxy presented by legal representative of Diane Gabayzadeh (1.0). Meeting with Fred Sanders (real estate manager) in order to explain situation of premises and results of inspection as well as comments on situation of insurance policies over the premises (1.0). Coordinate with Notary Public the execution and formalization of public instruments containing shareholders meeting and certification of circumstances under which said shareholders meeting was held (1.0). Various telephone conferences with Carla de la Maza (B&M) in order to record (when formalized) said instrument before the Public Registry of Property and Commerce (1.0). Various telephone conferences with Brigith Sanchez (B&M) in order coordinate wire transfer of Notary Public's fees (1.0). Various telephone conferences with Notary Public in order to request immediate formalization of both instruments (Certification and shareholders meeting) (1.0).	12.0
12/10/02	Reyes-Retana	Trip to Mexicali to attend the shareholders meeting of Fabricaciones Metalicas Mexicanas, S.A. de C.V. (4.0). Meeting With Mr. Larry Ford, Mr. Hector Torres, Mr. Gabriel Perez Lomeli and notary Arturo Lopez Corella re: The above (4.0).	8.0

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<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>
12/10/02	Torres-Lopez	Attendance to the Shareholders meeting of Fabricaciones Metalicas Mexicanas and meeting with Larry Ford and Fred Sanders in order to address property management issues (6.0). Coordination of actions with the Notary Public in order to formalize the meeting minutes. Trip back to the city of Tijuana (4.0).	10.0
12/11/02	Perez-Lomeli-Josep	Visit to Mexicali in order to formalize in Notary Public's office Fabricaciones Metalicas Mexicanas shareholders meeting minutes whereby the new Sole Administrator is appointed as well as certification of circumstances under which said meeting was held (5.0). Review and revise said documents before executing them (1.0). Various telephone conferences with Carla de la Maza (B&M) in order to coordinate her so she can pick up said documents and record them before the Public Registry of Property and Commerce (1.0). Telephone conference with Héctor Torres in order to inform status of such matters and discuss related issues (1.0).	8.0
12/11/02	Torres-Lopez	Conference call with Arthur Spector and the Bankruptcy Court in Kansas city, re: answer to questions concerning Mexican Law issues.	.9
12/12/02	Torres-Lopez	Telephone Conference with Mike Golde and Larry Ford re: follow up to management takeover.	.9
12/12/02	Torres-Lopez	Interoffice meeting with Juan Ygnacio Reyes Retana, re: Legal recourse and authority to request a tenant to disclose serial numbers of equipment present in a leased facility.	.7
12/13/02	Torres-Lopez	Continuing review of documents from Fabricaciones Metalicas Mexicanas, S.A.	.8

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<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>
12/13/02	Torres-Lopez	Review of deed and other corporate documents regarding Fabricaciones Metalicas Mexicanas, S.A. as provided by Mr. Arturo Guajardo.	.8
12/13/02	Torres-Lopez	Telephone Conference with Mike Golde, Fred Sanders and Larry Ford, re: coordination of actions to follow up on the management takeover.	.7
12/16/02	Torres-Lopez	Drafting of dual language letter addressed to all the tenants of Fabricaciones Metalicas Mexicanas, S.A., authorizing Fred Sanders and Rodolfo Corral to handle the lease matters. Preparation of E-mail attaching such document.	1.6
12/16/02	Torres-Lopez	Different Telephone Conference with Larry Ford and Fred Sanders, re: Coordination of actions to follow up on the different task to be carried out.	.8
12/16/02	Torres-Lopez	Telephone Conference with Luis Sanchez of BBVA, re: opening of Fabricaciones Metalicas Mexicanas, S.A. bank accounts (0.6). Interoffice meeting with Gabriel Pérez Lomeli, re: information and documents that are required to open such bank account (0.3).	.9
12/16/02	Torres-Lopez	Telephone Conference with Larry Ford, re: signature of letter in the presence of Notary Public (0.3). Telephone Conference with Fred Sanders, re: coordination of actions to meet in Mexicali with the officers of Rockwell (0.3).	.6
12/18/02	Reyes-Retana	Interoffice meeting with Mr. Hector Torres regarding the aspects to be considered at the shareholder meeting to be cal for the takeover of the administration of Fabricaciones Metalicas Mexicanas, S.A. de .C.V. and actions to be taken for the repossession corporate assets.	1.2

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<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>
12/19/02	Torres-Lopez	Review of Fred Sanders communication with regard to the visit to the premises (0.2). Interoffice meeting with Juan Ygnacio Reyes Retana, re: Preliminary evaluation of options to file action in a court (1.0).	1.2
12/19/02	Torres-Lopez	Interoffice meeting with Gabriela Garcia in order to coordinate actions to obtain immigration permit (FM-3) for Mr. Larry Ford to act on behalf of Fabricaciones Metalicas Mexicanas, S.A (0.2). Telephone Conference with Inmigración officer in order to expedite the process (0.3).	.5
12/19/02	Torres-Lopez	Telephone Conference with Luis Sanchez of BBV Bancomer, re: Opening of Fabricaciones Metalicas Mexicanas, S.A. Bank account (0.5). Preparation of letter addressed to Luis Sanchez, re: attaching corporate documents required to open the Bank account (0.2).	.7
12/19/02	Torres-Lopez	Review of Arthur Spector's letter notifying N. Elghanayan and M. Gabayzadeh to refrain from performing acts on behalf of Fabricaciones Metalicas Mexicanas, S.A. Drafting of reply to Arthur Spector, re: the above.	.6
12/19/02	Torres-Lopez	Review of deed of public instrument as formalized by notary public of the shareholders meeting minute of Dec,10, 2002 in order to assess its correct formalization.	.4
12/20/02	Flores-Rodriguez	Telephone call to Ygnacio Reyes Retana to discuss over study of possible criminal actions.	.3
12/20/02	Garcia-Zamarron	Prepare letter to Mr. Larry Ford regarding the requirements to secure his FM3 work Visa.	.5
12/20/02	Reyes-Retana	Interoffice meeting with Mr. Hector Torres and ms. Gabriela Garcia re; Coordination of actions to obtain Mr. Larry Ford FM-3 Visa in order to complete the management takeover.	1.1

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<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>
12/20/02	Torres-Lopez	Review and analysis of documentation provided by the Guajardo Law Firm in Mexicali in order search for information concerning to leases of the premises owned by Fabricaciones Metalicas.	1.9
12/20/02	Torres-Lopez	Review of management takeover checklist in order to update it (). Telephone Conference with Larry Ford, re: update ().	.4
12/20/02	Torres-Lopez	Review of information and documentation provided by Arturo Guajardo with regard to Fabricaciones Metalicas Mexicanas, S.A. operations and verification of lease.	1.8
12/23/02	Garcia-Zamarron	Conference call with Mr. Larry Ford and prepare documents to request his FM3 work Visa authorization.	3.5
12/23/02	Mojdehi	Telephone conference with Mr. Ford regarding status regarding strategy contact (.3).	.3
12/23/02	Nunez-Monsivais	Prepare documentation to request before The National Institute of Immigration the master file of Fabricaciones Metalicas Mexicanas, S.A.	1.5
12/23/02	Torres-Lopez	Trip to the city of Mexicali, re: meeting with Mr. Arturo Guajardo as well as with executives from Ensambladores Electrónicos de México, S.A. re: Determination of parties responsible for collecting rent payments as well as list of repairs and things that are required in the leased facilities (6.0). Reception of other lease documents from Mr. Arturo Guajardo (1.0). Visit to the facilities occupied by Ensambladores Electronicos de Mexico, S.A. in order to locate the repairs required by them (1.0). Telephone Conference with Larry Ford, re: update on the meeting's result and tasks to be performed. Trip back to Tijuana (2.1).	10.1

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<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>
12/25/02	Tijuana Corporate	Flat fee for Ratification of public Instrument 11,481 volume 171, granted by this Notary	1.0
12/26/02	Garcia-Zamarron	Visit to San Ysidro, Ca. in order to meet Mr. Larry Ford Visit to Local Immigration office in Rosarito Baja California in order to request Mr. Larry Ford FM3 work Visa and the master file of Fabricaciones Metalicas Mexicanas, S.A. Visit to San Ysidro, Ca. in order to leave Mr. Larry Ford.	4.0
12/26/02	Nunez-Monsivais	Visit to San Ysidro in order to meet Mr. Larry Ford (1.0). Visit to Immigration Office in Rosarito in order to request Mr. Larry Ford the FM3 work visa (1.0). Visit to San Ysidro in order to leave Mr. Larry Ford (1.0).	3.0
12/27/02	Garcia-Zamarron	Visit to Local Immigration office in Rosarito Baja California in order to secure Mr. Larry Ford FM3 work Visa (3.0). Prepare letter to Mr. Larry Ford regarding his FM3 work visa (1.0).	4.0

Total Fees: \$ 22,517.50

SUMMARY OF FEES:

Monterrey Office

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Deyanira Flores-Rodriguez	.3	150.00	\$ 45.00

Tijuana Office

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Gabriela Garcia-Zamarron	12.0	80.00	\$ 960.00
Jose M. Larroque	2.8	240.00	672.00
Alexandra Nunez-Monsivais	4.5	50.00	225.00
Gabriel Perez-Lomeli-Joseph	53.5	120.00	6,420.00
Ygnacio Reyes-Retana	13.4	170.00	2,278.00
Tijuana Corporate	1.0	60.00	60.00

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<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Hector Torres-Lopez	69.0	170.00	11,730.00

San Diego Office

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Ali M. M. Mojdehi	.3	425.00	\$ 127.50

Total: \$ 22,517.50

SUMMARY OF EXPENSES:

<u>Description</u>	<u>Amount</u>
Telephone	\$ 261.80
Photocopies	92.63
Transportation - Local	418.80
Courier/Messenger Service	77.09
Business Meals	36.01
Travel - Out-of-Town	73.94
Court Fees	286.45
Publications	365.71
Books & Publications	3.55
Filing & Registration Fees	627.94
Notary Fees	739.10
	<hr/>
Total Expenses:	\$ 2,983.02

Total Fees and Expenses for Corporate: \$ 25,500.52

TOTAL FEES: \$ 22,517.50

TOTAL EXPENSES: \$ 2,983.02

TOTAL AMOUNT DUE: \$ 25,500.52