

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

FILED
UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF ILLINOIS
OCT 10 2003

In re:

KMART CORPORATION, *et al.*,

Debtors.

Chapter 11
Case No. 02-B0247

(Jointly Administered)
The Honorable Susan Pierson Underby
PS REP. CLERK

Hearing Date: October 28, 2003

Hearing Time: 10:00 a.m.

Objection Deadline: October 23, 2003

**FIRST AND FINAL FEE APPLICATION OF STUART, MAUE, MITCHELL
& JAMES, LTD., FOR COMPENSATION AND REIMBURSEMENT OF EXPENSES
FOR SERVICES RENDERED AS FEE EXAMINER FOR THE PERIOD FROM
MARCH 24, 2003, THROUGH SEPTEMBER 30, 2003**

Stuart, Maue, Mitchell & James, Ltd. ("Stuart Maue"), hereby submits this first and final fee application for allowance of compensation and reimbursement of expenses (the "Fee Application") for the period commencing March 24, 2003, through and including September 30, 2003 (the "Compensation Period") for services as fee examiner. In support of this Fee Application, Stuart Maue respectfully represents as follows:

1. On January 22, 2002, the above-captioned debtor and debtors-in-possession (collectively, the "Debtors")¹ filed voluntary petitions for relief under Chapter 11 the Bankruptcy Code, 11 U.S.C. §§ 101-1330 and the cases were administered jointly pursuant to an Order of this Court.

¹ Since this Fee Application pertains to services rendered for periods before and after May 6, 2003, the text still refers to "the Debtors."

2. On March 20, 2002, this Court entered an Order pursuant to 11 U.S.C. §§ 105(a) and 331, establishing a Joint Fee Review Committee (the "Fee Committee").
3. On March 24, 2003, this Court entered an Order pursuant to 11 U.S.C. §327(a) and Fed. R. Bankr. P. 2014(a), authorizing the employment and retention of Stuart Maue as fee examiner to review all fee applications filed in this case. A copy of the Retention Order is attached as Exhibit "A".
4. On April 22, 2003, the Court entered an order confirming the First Amended Joint Plan of Reorganization of Kmart Corporation and Its Affiliated Debtors and Debtors-In-Possession, dated February 25, 2003. The Effective Date of the Plan was May 6, 2003.
5. At the direction of the Joint Fee Review Committee, Stuart Maue reviewed the fees and expenses in the interim and final fee applications filed by the following case professionals:²

Dewey Ballantine, LLP
Ernst & Young Corporate Finance LLC
FTI Policano & Manzo
Goldberg, Kohn, Bell, black Rosenbloom & Moritz, Ltd.
Jones Day
KPMG, LLP
Otterbourg, Steindler, Houston & Rosen, P.C.
PricewaterhouseCoopers, LLP
Skadden, Arps, Slate, Meagher & Flom LLP & Affiliates
Traub, Bonacquist & Fox
Winston & Strawn, LLP

² Stuart Maue did not review the fees and expenses of the case professionals who had a flat fee payment arrangement.

These case professionals requested fees totaling \$97,478,806.80 and expenses totaling \$8,208,075.98 for a combined total of \$105,686,882.78. This combined total represents the fees and expenses reviewed by Stuart Maue. In the final fee applications, some case professionals also requested various lump sums for which they did not include separate billing entries. Stuart Maue did not include these lump sum amounts in the requested totals or the combined total of fees and expenses.

6. The Retention Order provides that "Stuart Maue is authorized to apply for compensation and reimbursement of expenses in accordance with the existing administrative orders in these cases at Stuart Maue's then current hourly rates not to exceed one-half of one percent (0.5%) of the total fees and expenses reviewed, plus reimbursement of expenses on a direct-cost basis."³
7. Stuart Maue requests fees in the amount of \$528,434.40 for services rendered as fee examiner which represents one-half of one percent (0.5%) of the total fees and expenses reviewed. Stuart Maue actually incurred fees in the amount of \$714,169.00, but the actually incurred fees have been reduced by \$185,734.60 as mandated by the percentage cap in the Retention Order. Attached, as Exhibit B is the fee detail by timekeeper for the hours and fees requested. This exhibit includes a summary schedule that identifies each Stuart Maue employee that rendered services to the Fee Committee, their respective hourly rates, and the total hours charged by each employee.

³ Stuart Maue originally proposed performing services as the fee examiner at a percentage cap of three-quarters of 1 percent (0.75%). At the request of the United States Trustee, Stuart Maue reduced that percentage to one-half of 1 percent (0.5%).

8. Stuart Maue incurred expenses as fee examiner and requests reimbursement of those expenses on a direct-cost basis in the amount of \$4,495.63. A schedule of expenses with detailed descriptions is attached and incorporated as Exhibit C.

9. In determining the amount of reasonable compensation to be awarded, the Court may consider the nature, the extent, and the value of such services, taking into account all relevant factors, including the following:

a) The time spent on such services. Stuart Maue expended 2,853.90 hours in performing fee-auditing services for the Fee Committee and the bankruptcy estate during a period of approximately six months.

b) The rates charged for such services. In 2003, Stuart Maue charged the following rates for bankruptcy and nonbankruptcy cases similar to these proceedings:

Legal Auditor Managers	\$275.00 per hour
Senior Legal Auditors	\$275.00 per hour
Systems Personnel	\$175.00 per hour
Legal Audit Assistants	\$150.00 per hour
Data Entry Personnel	\$40.00 per hour

Stuart Maue charged the above rates as fee examiner in these bankruptcy proceedings.

c) Whether the services were necessary to the administration of, or beneficial at the time at which the service was rendered toward the completion of, a case under this title. The services rendered were necessary and beneficial to the administration and completion of these Chapter 11 proceedings.

10. Sections 330(a)(2) and 503(b)(4) of the Bankruptcy Code permits reimbursement for actual, necessary expenses. Stuart Maue submits that the requested reimbursement is for actual expenses necessarily incurred in its role as fee examiner. All expenses are requested at the direct-cost to Stuart Maue.
11. The fees requested by Stuart Maue are based on its usual and customary hourly rates.
12. No agreement or understanding exists between Stuart Maue or any third person for the sharing of compensation.
13. Stuart Maue has not represented or held an interest adverse to the Debtors' estates and is a disinterested person under Section 327(a) of the Bankruptcy Code.
14. All of the services for which compensation is requested were rendered at the request of the and on behalf of the Fee Committee and not on behalf of any other entity.
15. Stuart Maue believes that this Fee Application, together with the attachments substantially comply, as applicable, with the requirements of the Bankruptcy Code, the Bankruptcy Rules, the Administrative Orders of this Court and the Retention Order. Stuart Maue also believes that this Fee Application complies with the detailed standards established by this Court in In re Adventist Living Centers, Inc. 137 B.R. 701 (Bankr. N.D. Ill. 1991) and In re Convent Guardian Corp., 103 B.R. 937 (Bankr. N.D. Ill. 1989). To the extent this Fee Application does not comply in every respect with the requirements or

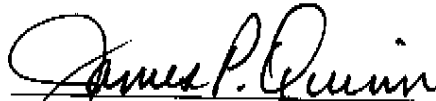
standards, Stuart Maue respectfully requests a waiver for any such technical noncompliance.

WHEREFORE, Stuart Maue respectfully requests the Court to enter an order: (a) allowing final compensation to Stuart Maue in the amount of \$528,434.40 for professional services rendered as fee examiner during the Compensation Period; (b) allowing reimbursement of expenses incurred during the Compensation Period of \$4,495.63; (c) authorizing and directing the Debtors to pay to Stuart Maue the full amount of the allowed compensation and expenses to the extent not yet paid; and (d) granting such other and further relief as the Court deems just and proper.

Dated: October 3, 2003
St. Louis, Missouri

Respectfully submitted,

STUART, MAUE, MITCHELL & JAMES, LTD.



James P. Quinn
Executive Vice President, Chief Operating Officer
3840 McKelvey Road
St. Louis, Missouri 63044
(314) 291-3030
(314) 291-6546 Facsimile

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

In re:)	Chapter 11
)	Case No. 02-B02474
)	
KMART CORPORATION, et al.,)	(Jointly Administered)
)	The Honorable Susan Pierson Sonderby
Debtors.)	

**ORDER GRANTING FIRST AND FINAL APPLICATION OF STUART, MAUE,
MITCHELL & JAMES, LTD. FOR ALLOWANCE OF COMPENSATION AND
REIMBURSEMENT OF EXPENSES**

Stuart, Maue, Mitchell & James, Ltd., ("Stuart Maue") filed a First and Final Fee Application (the "Fee Application") seeking final allowance of compensation and reimbursement of expenses for services rendered as fee examiner in the above-captioned matter during the period from March 24, 2003, through September 30, 2003 (the "Compensation Period") and requesting the Court to direct payment by the Debtors for the fees and expenses to the extent not yet paid.

The Court reviewed the First and Final Fee Application and finds:

- A. The Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334.
- B. This is a core proceeding pursuant to 28 U.S.C. § 157(b)(2).
- C. The First and Final Fee Application, the Notice of the Application and the Hearing comply, as applicable, with the requirements of the Bankruptcy Code, the Bankruptcy Rules and the Administrative Orders of this Court.

D. The compensation requested by Stuart Maue for services rendered as fee examiner during the Compensation Period are reasonable and appropriate under 11 U.S.C. §§ 330(a)(1)(A) and 331.

E. Stuart Maue's expenses incurred during the Compensation Period for which it seeks reimbursement were actual and necessary expenses under 11 U.S.C. §§ 330(a)(1)(B) and 331.

IT IS HEREBY ORDERED, ADJUDGED, AND DECREED THAT:

1. The relief requested in First and Final Fee Application filed by Stuart Maue is granted.

2. Stuart Maue is awarded the following compensation:

Compensation for professional services rendered as Fee Examiner in the amount of \$528,434.40.

Reimbursement of actual and necessary expenses incurred during the Compensation period in the amount of \$4,495.63.

3. The above-captioned Debtors are authorized and directed to pay to Stuart Maue compensation for professional services plus reimbursement of actual and necessary expenses in the total amount of \$532,930.03.

Dated this ____ day of _____ 2003
Chicago, Illinois

The Honorable Susan Pierson Sonderby
United States Bankruptcy Judge

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

E O D JUN 09 2003

In re:)
) Case No. 02-B02474
) (Jointly Administered)
KMART CORPORATION, et al.,)
) Chapter 11
) Honorable Susan Pierson Sonderby
)
Debtors.)
)

**ORDER UNDER 11 U.S.C. § 327(a)
AUTHORIZING THE EMPLOYMENT AND RETENTION OF
STUART, MAUE, MITCHELL & JAMES, LTD.**

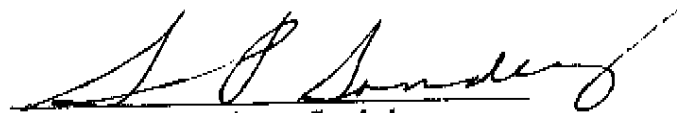
Upon the application dated March 11, 2003 (the "Application"), of Kmart Corporation ("Kmart") and certain of its subsidiaries and affiliates (the "Affiliate Debtors"), debtors and debtors-in-possession in the above-captioned cases (collectively, the "Debtors"), on behalf of the Joint Fee Review Committee, for entry of an order, pursuant to 11 U.S.C. § 327(a) and Fed. R. Bankr. P. 2014(a), authorizing the employment and retention of Stuart, Maue, Mitchell & James, Ltd. ("Stuart Maue") and appointing Stuart Maue as a Fee Examiner; and it appearing to the Court that (i) it has jurisdiction over the matters raised in the Application pursuant to 28 U.S.C. §§ 157 and 1334; (ii) this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2); (iii) the relief requested in the Application is in the best interests of the Debtors, their estates and their creditors; (iv) proper and adequate notice of the Application and the hearing thereon has been given and that no other or further notice is necessary; and (v) upon the record herein after due deliberation thereon, that the relief should be granted as set forth below,

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1. The Debtors are authorized to employ Stuart Maue on behalf of the Joint Fee Review Committee to assist the Joint Fee Review Committee in carrying out its responsibilities under that certain Order Pursuant to 11 U.S.C. §§ 105(a) and 331 Establishing a Joint Fee Review Committee, entered by this Court on March 20, 2002 (Docket No. 1732) (the "Fee Order"). Stuart Maue is authorized and directed to review all fee applications filed in this case pursuant to the Fee Order.

2. Stuart Maue is authorized to apply for compensation and reimbursement of expenses in accordance with the existing administrative orders in these cases at Stuart Maue's then current hourly rates not to exceed one-half of one percent (0.5%) of the total fees and expenses reviewed, plus reimbursement of expenses on a direct-cost basis.

Dated: Chicago, Illinois
May __, 2003


Honorable Susan Pierson Sonderby
UNITED STATES BANKRUPTCY JUDGE
6. 3. 03

HOURS AND FEES FOR BILLING INDIVIDUALS
BETWEEN 03/27/03 and 03/27/03
for
Dewey Ballantine

United States Bankruptcy Court
MATTER NUMBER: 1012489

ACTIVITY

<u>DATE</u>	<u>INITIALS</u>	<u>HOURS</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
03/27/03	KEE	0.30	Edit fee data.	13.50
		<u>0.30</u>		<u>\$13.50</u>

HOURS AND FEES FOR BILLING INDIVIDUALS
 BETWEEN 03/27/03 and 03/27/03
 for
 Dewey Ballantine

United States Bankruptcy Court
 MATTER NUMBER: 1012489

TOTAL HOURS AND FEES BY INDIVIDUAL

<u>NAME</u>	<u>INITIALS</u>	<u>RATE</u>	<u>HOURS</u>	<u>AMOUNT</u>
<u>Data Entry</u>				
Karen E. Ellsworth	KEE	45.00 x	0.30 =	13.50
		CLASS TOTAL:	0.30	13.50
		TOTAL HOURS WORKED	0.30	
		TOTAL HOURS BILLED	0.30	\$13.50

HOURS AND FEES FOR BILLING INDIVIDUALS
 BETWEEN 03/31/03 and 07/16/03
 for
 Dewey Ballantine

United States Bankruptcy Court
 MATTER NUMBER: 1012493

ACTIVITY	DATE	INITIALS	HOURS	DESCRIPTION	AMOUNT
	03/31/03	KEE	6.30	Edit and load fees and expenses.	283.50
		PSS	0.20	Discussion with KEE re electronic format.	55.00
	04/01/03	KEE	2.50	Edit and reload fees and expenses.	112.50
		PSS	2.00	Reconcile fees in the database to fees requested on the hard copy of the fee application.	550.00
	04/02/03	PSS	1.60	Continue to reconcile fees in the database to fees requested on the hard copy of the fee application.	440.00
	04/03/03	PSS	0.40	Revise rates to reflect the 15% discount.	110.00
	04/11/03	PSS	0.10	Prepare codes and a palette of the firm matters for use by the attorneys.	27.50
	04/18/03	JEP	2.20	Began review of billing entries and categorization of tasks relating to intraoffice conferencing, conferences with outside personnel, blocked billing, vague conferences, administrative/clerical functions, attendance at events.	605.00
			1.10	Conferred with LKC regarding coding issues.	302.50
			1.40	Continued review of law firm fee billing entries and categorization of task descriptions relating to firm projects.	385.00
	04/21/03	JEP	3.60	Continued review and categorization of billing entries to identify activities and projects.	990.00
	04/26/03	LKC	0.40	Review, identify and split blocked billing tasks.	110.00
	05/02/03	LKC	0.30	Review and categorize administrative/clerical activities.	82.50
			0.20	Review and categorize legal research.	55.00
			0.50	Review and categorize multiple attendance.	137.50
			0.40	Review and code firm project categories.	110.00
	05/07/03	LKC	0.40	Prepare initial draft of audit report.	110.00

HOURS AND FEES FOR BILLING INDIVIDUALS
 BETWEEN 03/31/03 and 07/16/03
 for
 Dewey Ballantine

United States Bankruptcy Court
 MATTER NUMBER: 1012493

ACTIVITY	DATE	INITIALS	HOURS	DESCRIPTION	AMOUNT
	05/13/03	LKC	2.30	Review and code the firm category identified as "Advice."	632.50
			0.40	Begin draft of initial audit report.	110.00
	05/14/03	LKC	1.40	Review and code projects.	385.00
			0.90	Continue drafting initial audit report.	247.50
	05/15/03	PSS	0.20	Reconcile expenses in database to expenses requested on hard copy of fee applications.	55.00
			1.70	Review and revise categorization of expenses.	467.50
			0.60	Draft expense section of report.	165.00
	05/28/03	LKC	0.10	Review and revise categorization of long billing days.	27.50
			0.20	Review and revise second draft of audit report and table of exhibits.	55.00
		PSS	1.30	Prepare exhibits and report.	357.50
	05/29/03	LKC	0.20	Review and revise categorization of long billing days and personnel billing fewer than 10.00 hours.	55.00
		PSS	0.40	Review report and exhibits with RCP.	110.00
		RP	0.40	Review of text and exhibits of final report with PSS.	110.00
	06/24/03	WCM	0.40	Review and analyze billing entries to review entries for multiple attendance and separate in to sub-catagories.	110.00
			0.10	Review and analyze billing entries re lumped entries to modify coding to comply with K-Mart billing and expense guidelines.	27.50
			0.10	Review and analyze vague billing entries for compliance with K-Mart billing guidelines.	27.50
			0.10	Review and analyze billing entries to apply K-Mart billing guidelines to administrative/clerical tasks.	27.50
	07/01/03	AHD	0.10	Review entries to identify timekeepers billing less than 10 hours per month.	27.50
			0.60	Review and classify timekeepers billing less than 10 hours per month.	165.00
	07/12/03	LKC	0.30	Prepare draft of table of contents.	82.50

HOURS AND FEES FOR BILLING INDIVIDUALS
 BETWEEN 03/31/03 and 07/16/03
 for
 Dewey Ballantine

United States Bankruptcy Court
 MATTER NUMBER: 1012493

ACTIVITY	DATE	INITIALS	HOURS	DESCRIPTION	AMOUNT
	07/12/03	LKC	1.40	Prepare initial draft of revised audit report.	385.00
			0.30	Review and revise multiple attendance categories.	82.50
			0.20	Review and revise administrative/ clerical activities by professionals.	55.00
			0.10	Review and revise blocked billing entries.	27.50
	07/14/03	LKC	0.30	Review and revise draft of audit report.	82.50
	07/15/03	PSS	1.30	Draft revised expense section of report.	357.50
	07/16/03	LKC	0.60	Review and revise final draft of audit report.	165.00
			0.40	Review of final report and attached exhibits.	110.00
		PSS	0.10	Review final report.	27.50
			0.30	Review revised reports and exhibits with RCP.	82.50
		RP	0.30	Review of text and exhibits of final report with PSS.	82.50
			<u>40.70</u>		<u>\$9,168.50</u>

HOURS AND FEES FOR BILLING INDIVIDUALS
 BETWEEN 03/31/03 and 07/16/03
 for
 Dewey Ballantine

United States Bankruptcy Court
 MATTER NUMBER: 1012493

TOTAL HOURS AND FEES BY INDIVIDUAL

<u>NAME</u>	<u>INITIALS</u>	<u>RATE</u>	<u>HOURS</u>	<u>AMOUNT</u>
<u>Legal Audit Managers</u>				
R. Craig Prosser	RP	275.00 x	0.70 =	192.50
			0.70	192.50
	CLASS TOTAL:			
<u>Legal Auditors</u>				
Linda K. Cooper	LKC	275.00 x	11.30 =	3,107.50
Anne H. Donnelly	AHD	275.00 x	0.70 =	192.50
William C. Meyers	WCM	275.00 x	0.70 =	192.50
Janet E. Papageorge	JEP	275.00 x	8.30 =	2,282.50
Pamela S. Snyder	PSS	275.00 x	10.20 =	2,805.00
			31.20	8,580.00
	CLASS TOTAL:			
<u>Data Entry</u>				
Karen E. Ellsworth	KEE	45.00 x	8.80 =	396.00
			8.80	396.00
	CLASS TOTAL:			
TOTAL HOURS WORKED			40.70	
TOTAL HOURS BILLED			40.70	\$9,168.50
			40.70	\$9,168.50

HOURS AND FEES FOR BILLING INDIVIDUALS
 BETWEEN 08/21/03 and 09/17/03
 for
 Dewey Ballantine

United States Bankruptcy Court
 MATTER NUMBER: 1013663

ACTIVITY					
DATE	INITIALS	HOURS	DESCRIPTION	AMOUNT	
08/21/03	KEE	2.80	Edit electronic data for loading into database.	126.00	
		0.10	Preliminary review of fee application to determine compliance with data requirements and edit data into computer.	4.50	
08/22/03	KEE	3.80	Edit and load electronic data into database.	N/C	
08/25/03	KEE	1.60	Edit and load electronic data into database.	N/C	
08/28/03	PSS	0.30	Reconcile fees in database to fees requested on hard copy of fee application.	82.50	
08/29/03	PAW	4.00	Review and analysis of law firm's fees and categorize and classify entries by activity.	1,100.00	
09/02/03	PAW	4.00	Review and analysis of law firm's fees and categorize and classify entries by activity.	1,100.00	
09/04/03	PSS	0.70	Reconcile expenses in database to expenses requested on hard copy of fee application.	192.50	
		1.30	Review and revise categorization of expenses in the database.	357.50	
		0.50	Draft expense section of the report.	137.50	
09/05/03	LKC	0.30	Review and analyze billing entries classified as long billing days.	82.50	
		0.70	Review and analyze billing entries for personnel who billed 10.00 or fewer hours per month.	192.50	
		0.50	Review and analyze billing entries classified as intraoffice conferences.	137.50	
		0.70	Review and revise classification of multiple attendance at conferences and other events.	192.50	
		0.40	Review and revise classification of administrative/clerical activities.	110.00	
		0.60	Review and revise classification of vaguely described conferences and activities.	165.00	

HOURS AND FEES FOR BILLING INDIVIDUALS
 BETWEEN 08/21/03 and 09/17/03
 for
 Dewey Ballantine

United States Bankruptcy Court
 MATTER NUMBER: 1013663

ACTIVITY	DATE	INITIALS	HOURS	DESCRIPTION	AMOUNT
	09/05/03	LKC	0.50	Review fee application to determine amount requested for fourth interim period and amount requested for all periods.	137.50
			0.80	Prepare initial draft of audit report.	220.00
			0.30	Review and revise expense text portion of audit report.	82.50
	09/08/03	LKC	1.30	Continue to prepare initial draft of audit report.	357.50
			0.50	Review exhibit displaying the amounts requested in all periods and in final fee application and discrepancy in those amounts.	137.50
		PSS	1.90	Prepare a schedule to reconcile fees and expenses to amounts requested on final fee application.	522.50
	09/09/03	LKC	1.10	Review fee application and expense exhibits to identify hotel expenses, airfare, dinner meetings, overtime expenses and word processing expenses.	302.50
			1.60	Review and revise expense text for inclusion in audit report.	440.00
			2.40	Review and revise fee text regarding reconciliation of fees and expenses and recomputed amounts.	660.00
		PSS	0.40	Review and revision of expense section of report and exhibits for expenses.	110.00
	09/11/03	LKC	1.20	Review and revise audit report to include language regarding discrepancy report and reconciliation of final fee application.	330.00
		PSS	1.30	Draft section of report regarding reconciliation to final fees requested with LKC.	357.50
			0.80	Prepare exhibits to accompany report.	220.00
			0.80	Revise report to include amounts agreeing with accompanying exhibits.	220.00
	09/12/03	CAB	0.80	Review and edit audit report and expense text for the third interim fee application.	220.00
		LKC	0.50	Review and revise exhibits and final draft of audit report.	137.50
		PSS	0.50	Review report and exhibits with RCP.	137.50

HOURS AND FEES FOR BILLING INDIVIDUALS
 BETWEEN 08/21/03 and 09/17/03
 for
 Dewey Ballantine

United States Bankruptcy Court
 MATTER NUMBER: 1013663

ACTIVITY					
<u>DATE</u>	<u>INITIALS</u>	<u>HOURS</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>	
09/12/03	PSS	0.10	Final review of report.		27.50
	RP	0.50	Review of text and exhibits of report with PSS.		137.50
09/17/03	LKC	0.40	Review summary of fees and expenses and exhibits.		110.00
		<u>40.00</u>			<u>\$8,848.00</u>

HOURS AND FEES FOR BILLING INDIVIDUALS
 BETWEEN 08/21/03 and 09/17/03
 for
 Dewey Ballantine

United States Bankruptcy Court
 MATTER NUMBER: 1013663

TOTAL HOURS AND FEES BY INDIVIDUAL

<u>NAME</u>	<u>INITIALS</u>	<u>RATE</u>	<u>HOURS</u>	<u>AMOUNT</u>
<u>Legal Audit Managers</u>				
R. Craig Prosser	RP	275.00 x	0.50 =	137.50
			CLASS TOTAL:	0.50 137.50
<u>Legal Auditors</u>				
Carl A. Beier, Jr.	CAB	275.00 x	0.80 =	220.00
Linda K. Cooper	LKC	275.00 x	13.80 =	3,795.00
Pamela S. Snyder	PSS	275.00 x	8.60 =	2,365.00
Patricia A. Wilcox	PAW	275.00 x	8.00 =	2,200.00
			CLASS TOTAL:	31.20 8,580.00
<u>Data Entry</u>				
Karen E. Ellsworth	KEE	45.00 x	2.90 =	130.50
		0.00 x	5.40 =	0.00
			CLASS TOTAL:	8.30 130.50
TOTAL HOURS WORKED			40.00	
TOTAL HOURS BILLED			34.60	\$8,848.00

HOURS AND FEES FOR BILLING INDIVIDUALS
 BETWEEN 08/25/03 and 09/12/03
 for
 Dewey Ballantine

United States Bankruptcy Court
 MATTER NUMBER: 1013683

ACTIVITY					
<u>DATE</u>	<u>INITIALS</u>	<u>HOURS</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>	
08/25/03	KEE	1.60	Edit and load electronic data into database.		N/C
08/27/03	PSS	0.70	Reconcile fees in database to fees requested on hard copy of fee application.	192.50	
08/28/03	PAW	4.00	Review and analysis of law firm's fees and categorize and classify entries by activity.	1,100.00	
	PSS	4.50	Reconcile fees in database to fees requested on hard copy of fee application.	1,237.50	
08/29/03	LKC	0.50	Review first interim fee application for period from March 2002 through August 2002.	137.50	
	PAW	3.00	Review and analysis of law firm's fees and categorize and classify entries by activity.	825.00	
	PSS	1.00	Draft preliminary second interim report.	275.00	
	PSS	1.10	Reconcile expenses in the database to expenses requested on the hard copy of the fee application.	302.50	
09/02/03	LKC	1.40	Review and revise classification of conferences and other events.	385.00	
		0.70	Review and revise classification of blocked entries.	192.50	
		0.60	Review and revise classification of vague billing entries.	165.00	
		1.10	Review and revise preliminary draft of audit report.	302.50	
		0.60	Prepare draft of table of exhibits.	165.00	
		0.30	Review and revise first draft of audit report.	82.50	
09/03/03	LKC	0.20	Review and revise classification of long billing day entries.	55.00	
		0.20	Review and revise classification of blocked billing entries.	55.00	
	PSS				

HOURS AND FEES FOR BILLING INDIVIDUALS
 BETWEEN 08/25/03 and 09/12/03
 for
 Dewey Ballantine

United States Bankruptcy Court
 MATTER NUMBER: 1013683

ACTIVITY				
DATE	INITIALS	HOURS	DESCRIPTION	AMOUNT
09/03/03	PSS	1.90	Adjust amounts and categorization of the expenses based on the hard copy of the fee application. The electronic provided incorrect amounts for several expenses and the hard copy provides a specific expense category that is not included on the electronic.	522.50
		1.50	Draft expense section of report.	412.50
		0.90	Prepare exhibits to accompany report.	247.50
		0.30	Revise report to include amounts agreeing with accompanying exhibits.	82.50
09/04/03	PSS	0.30	Review report and exhibits with RCP.	82.50
	RP	0.30	Review of text and exhibits of report with PSS.	82.50
09/12/03	CAB	0.70	Review and edit audit report and expense text for the second interim fee application.	192.50
	LKC	0.40	Review and revise exhibits and final draft of audit report.	110.00
	PSS	0.20	Final review of report.	55.00
		<u>28.00</u>		<u>\$7,260.00</u>

HOURS AND FEES FOR BILLING INDIVIDUALS
 BETWEEN 08/25/03 and 09/12/03
 for
 Dewey Ballantine

United States Bankruptcy Court
 MATTER NUMBER: 1013683

TOTAL HOURS AND FEES BY INDIVIDUAL

<u>NAME</u>	<u>INITIALS</u>	<u>RATE</u>	<u>HOURS</u>	<u>AMOUNT</u>
<u>Legal Audit Managers</u>				
R. Craig Prosser	RP	275.00 x	0.30 =	82.50
			CLASS TOTAL:	0.30 82.50
<u>Legal Auditors</u>				
Carl A. Beier, Jr.	CAB	275.00 x	0.70 =	192.50
Linda K. Cooper	LKC	275.00 x	6.00 =	1,650.00
Pamela S. Snyder	PSS	275.00 x	11.40 =	3,135.00
Patricia A. Wilcox	PAW	275.00 x	8.00 =	2,200.00
			CLASS TOTAL:	26.10 7,177.50
<u>Data Entry</u>				
Karen E. Ellsworth	KEE	0.00 x	1.60 =	0.00
			CLASS TOTAL:	1.60 0.00
			TOTAL HOURS WORKED	28.00
			TOTAL HOURS BILLED	26.40 \$7,260.00
			TOTAL HOURS BILLED	26.40 \$7,260.00

HOURS AND FEES FOR BILLING INDIVIDUALS
 BETWEEN 09/03/03 and 09/25/03
 for
 Ernst & Young

United States Bankruptcy Court
 MATTER NUMBER: 1013763

ACTIVITY	DATE	INITIALS	HOURS	DESCRIPTION	AMOUNT
	09/03/03	KEE	4.70	Edit electronic data for loading into database.	N/C
	09/04/03	KEE	0.10	Preliminary review of fee application to determine compliance with data requirements and edit data into computer.	N/C
			2.60	Edit and load electronic data into database.	N/C
		PSS	0.30	Categorize the expenses in the database.	82.50
			0.50	Draft expense section of the report.	137.50
			0.90	Reconcile fees in the database to fees requested on the hard copy of the fee application.	247.50
	09/08/03	PAW	4.00	Review and analysis of accounting firm's fees and categorize and classify entries by activity.	1,100.00
			4.00	Review and analysis of accounting firm's fees and categorize and classify entries by activity.	1,100.00
	09/09/03	PAW	5.00	Review and analysis of accounting firm's fees and categorize and classify entries by activity.	1,375.00
			1.00	Review and analysis of accounting firm's fees and categorize and classify entries by activity.	275.00
			2.00	Draft preliminary first interim report.	550.00
	09/10/03	CAB	0.50	Review and edit draft of audit report for second interim period.	137.50
		LKC	2.80	Review and revise classification of multiple attendance at conferences and other events.	770.00
			2.20	Review and identify blocked billing entries, split and classify entries.	605.00
			0.70	Review and revise classification of vague billing entries.	192.50
			0.60	Review and revise classification of administrative/clerical activities.	165.00
			1.10	Review and revise initial draft of audit report.	302.50
			0.50	Review fee application and expense entries.	137.50
			0.60	Review and revise expense text of fee application.	165.00

HOURS AND FEES FOR BILLING INDIVIDUALS
 BETWEEN 09/03/03 and 09/25/03
 for
 Ernst & Young

United States Bankruptcy Court
 MATTER NUMBER: 1013763

ACTIVITY	DATE	INITIALS	HOURS	DESCRIPTION	AMOUNT
	09/10/03	PAW	1.50	Review and revise draft report and table of exhibits.	412.50
	09/11/03	LKC	1.10	Review and revise initial audit report.	302.50
			0.60	Review and revise second draft of expense text.	165.00
		PSS	0.70	Prepare exhibits to accompany report.	192.50
			0.50	Revise report to include amounts agreeing with accompanying exhibits.	137.50
	09/12/03	CAB	1.10	Review and edit audit report and expense text for the first interim fee application.	302.50
		LKC	0.40	Review and revise exhibits and draft of audit report for final.	110.00
		PSS	0.50	Review report and exhibits with RCP.	137.50
			0.20	Final review of report.	55.00
		RP	0.50	Review of text and exhibits of report with PSS.	137.50
	09/17/03	LKC	0.30	Review summary of fees and expenses and exhibits.	82.50
	09/23/03	LKC	0.90	Review and analyze billing entries to identify firm projects.	247.50
		PAW	4.50	Review accounting firm's entries for additional information requested by fee review committee.	1,237.50
	09/24/03	LKC	1.50	Review and analyze billing entries to identify firm projects regarding transition to PWC.	412.50
		PAW	2.70	Finished review and analysis of firm's billing entries and categorized entries into categories per the fee review committee's request.	742.50
			1.30	Draft summary of projects per fee review requests.	357.50
	09/25/03	LKC	4.60	Continue to review and analyze firm activities to identify projects for additional report to joint fee review committee.	1,265.00
			1.80	Prepare report regarding Ernst & Young firm activities for joint fee review committee.	495.00

HOURS AND FEES FOR BILLING INDIVIDUALS
BETWEEN 09/03/03 and 09/25/03
for
Ernst & Young

United States Bankruptcy Court
MATTER NUMBER: 1013763

ACTIVITY

<u>DATE</u>	<u>INITIALS</u>	<u>HOURS</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
		<u>58.80</u>		<u>\$14,135.00</u>

HOURS AND FEES FOR BILLING INDIVIDUALS
 BETWEEN 09/03/03 and 09/25/03
 for
 Ernst & Young

United States Bankruptcy Court
 MATTER NUMBER: 1013763

TOTAL HOURS AND FEES BY INDIVIDUAL

<u>NAME</u>	<u>INITIALS</u>	<u>RATE</u>	<u>HOURS</u>	<u>AMOUNT</u>
<u>Legal Audit Managers</u>				
R. Craig Prosser	RP	275.00 x	0.50 =	137.50
			CLASS TOTAL:	0.50 137.50
<u>Legal Auditors</u>				
Carl A. Beier, Jr.	CAB	275.00 x	1.60 =	440.00
Linda K. Cooper	LKC	275.00 x	19.70 =	5,417.50
Pamela S. Snyder	PSS	275.00 x	3.60 =	990.00
Patricia A. Wilcox	PAW	275.00 x	26.00 =	7,150.00
			CLASS TOTAL:	50.90 13,997.50
<u>Data Entry</u>				
Karen E. Ellsworth	KEE	0.00 x	7.40 =	0.00
			CLASS TOTAL:	7.40 0.00
			TOTAL HOURS WORKED	58.80
			TOTAL HOURS BILLED	51.40 \$14,135.00

HOURS AND FEES FOR BILLING INDIVIDUALS
 BETWEEN 04/10/03 and 08/11/03
 for
 FTI Policano & Manzo

United States Bankruptcy Court
 MATTER NUMBER: 1012497

ACTIVITY	DATE	INITIALS	HOURS	DESCRIPTION	AMOUNT
	04/10/03	KEE	0.10	Phone call to firm requesting their electronic data.	4.50
	04/17/03	KEE	1.10	Prepare and send e-mail to firm requesting electronic data.	49.50
	04/21/03	KEE	2.20	Edit fees for loading into database.	99.00
			0.10	Phone call to firm regarding electronic data.	4.50
	04/22/03	KEE	4.00	Edit fees for loading into database.	180.00
	04/23/03	KEE	4.20	Edit and load fees and expenses into database.	189.00
	04/24/03	RP	1.10	Reconciliation of fees billed in application to fees received electronically from firm.	302.50
	04/28/03	LAS	4.90	Review and categorize conferences and identify intraoffice conferences and conferences with nonfirm personnel.	1,347.50
		LKC	0.60	Review fee application and attachments.	165.00
			0.40	Review firm project codes.	110.00
		PSS	0.20	Prepare codes and palettes for use by the attorneys.	55.00
	04/29/03	LAS	6.00	Continued reviewing submission and identifying multiple attendance at conferences with nonfirm personnel.	1,650.00
	05/05/03	LAS	1.70	Reviewed and classified administrative/ clerical and potential administrative/ clerical activities.	467.50
			0.30	Reviewed and classified legal research and potential legal research.	82.50
			0.30	Reviewed submission for travel entries.	82.50
			2.10	Reviewed and revised administrative/ clerical codes on submission.	577.50
			0.50	Began classifying vague conferences.	137.50
		LKC	0.60	Review and code administrative/clerical tasks.	165.00
			0.60	Review and code attendance at events and conferencing.	165.00
	05/06/03	LAS			

HOURS AND FEES FOR BILLING INDIVIDUALS
 BETWEEN 04/10/03 and 08/11/03
 for
 FTI Policano & Manzo

United States Bankruptcy Court
 MATTER NUMBER: 1012497

ACTIVITY				
DATE	INITIALS	HOURS	DESCRIPTION	AMOUNT
05/06/03	LAS	5.20	Continued identifying vague conferences and revised classification of vague conferences by comparing vague conferences to multiple attendance.	1,430.00
		0.70	Reviewed and categorized multiple attendance at events.	192.50
		0.70	Reviewed and identified double billing entries.	192.50
05/07/03	KEE	0.10	Prepare and send e-mail to firm regarding electronic data.	4.50
		LAS	1.10	Reviewed and revised classification of intraoffice conferences.
	LKC	1.80	Reviewed and classified multiple attendance at intraoffice conferences.	495.00
		1.70	Classified activities that appear to have associated travel.	467.50
		0.20	Reviewed and classified timekeepers who billed fewer than 10.00 hours per month.	55.00
		0.50	Review and revise coding on conferences.	137.50
		0.60	Review and revise coding on administrative and clerical entries.	165.00
		0.40	Begin preliminary draft of audit report and table of contents.	110.00
		05/12/03	LAS	0.90
05/13/03	LAS	2.00	Reviewed and classify other vaguely described tasks.	550.00
05/14/03	LKC	0.80	Review and revise conferencing categorization.	220.00
		1.30	Review and categorize administrative clerical activities.	357.50
	PSS	1.20	Categorize expenses in the database.	330.00
05/15/03	LKC	1.40	Review and identify entries to be split.	385.00
		0.60	Review and categorize blocked billing entries.	165.00
		0.30	Prepare and review exhibit of long billing days.	82.50
		2.10	Review and categorize project codes.	577.50
	1.10	Review and categorize administrative/clerical activities.	302.50	
PSS	0.80	Draft expense section of report.	220.00	

HOURS AND FEES FOR BILLING INDIVIDUALS
 BETWEEN 04/10/03 and 08/11/03
 for
 FTI Policano & Manzo

United States Bankruptcy Court
 MATTER NUMBER: 1012497

ACTIVITY	DATE	INITIALS	HOURS	DESCRIPTION	AMOUNT
	05/16/03	LKC	2.10	Review and code multiple attendance at conferences.	577.50
			0.20	Telephone conference with Edwin Ordway (FTI Consulting) regarding positions of case professionals.	55.00
			0.30	Prepare facsimile and exhibit of case professionals to forward to FTI.	82.50
			0.10	Telephone conference with Libby at (FTI Consulting) regarding e-mailing information on case professionals.	27.50
			0.30	Review and code entries that are double billed.	82.50
			1.70	Review and analyze firm project codes.	467.50
	05/19/03	LKC	0.30	Review and revise initial draft of table of contents.	82.50
			0.60	Continue initial draft of audit report.	165.00
			0.30	Review e-mail and attachment from Libby Hamilton (FTI) regarding positions of timekeepers.	82.50
		PSS	1.00	Revise timekeeper positions in the database - LKC requested and received this information from the firm.	275.00
	05/20/03	LKC	0.10	Review e-mail from L. Hamilton (FTI Consulting) regarding change in timekeeper's position.	27.50
	05/22/03	LKC	2.60	Review and analyze categorization of firm billing entries.	715.00
	05/27/03	LKC	4.10	Continue to review and analyze firm billing entries.	1,127.50
			0.90	Continue drafting audit report and table of exhibits.	247.50
	05/28/03	LKC	0.10	Review and revise categorization of long billing days.	27.50
			0.50	Review and revise second draft of audit report.	137.50
		PSS	1.00	Prepare exhibits and report.	275.00
	05/29/03	LKC	0.90	Review final draft of audit report and attached exhibits.	247.50
		PSS	0.10	Prepare exhibits and report.	27.50
		RP	0.30	Review report and exhibits with RCP.	82.50

HOURS AND FEES FOR BILLING INDIVIDUALS
 BETWEEN 04/10/03 and 08/11/03
 for
 FTI Policano & Manzo

United States Bankruptcy Court
 MATTER NUMBER: 1012497

ACTIVITY	DATE	INITIALS	HOURS	DESCRIPTION	AMOUNT
	05/29/03	RP	0.30	Review of text and exhibits of final report with PSS.	82.50
	06/23/03	LAS	1.70	Began to categorize billing entries coded multiple attendance into depositions and statutory committee meetings.	467.50
	06/24/03	LAS	5.70	Classified multiple attendance into court hearings, depositions, statutory committee meetings, and all other.	1,567.50
		LKC	0.60	Review and revise multiple attendance entries to include four categories identified by fee review committee.	165.00
	06/25/03	LAS	0.90	Finished classifying administrative/ clerical activities by professional and paraprofessional and verified that lumped entries were greater than one hour.	247.50
		LKC	0.30	Review and revise multiple attendance entries.	82.50
	07/01/03	AHD	0.10	Review and identify timekeepers that bill 10 hours or less per month.	27.50
	07/02/03	LAS	2.10	Began classifying multiple attendance at conferences with nonfirm personnel and events and dividing into statutory conferences, depositions, and others.	577.50
	07/03/03	AHD	0.40	Review and classify timekeepers who bill 10 hours or less per month.	110.00
	07/12/03	LKC	1.20	Prepare initial draft of revised audit report.	330.00
			0.90	Review expense portion of fee application regarding airfare, hotel expenses and meals for compliance with billing guidelines.	247.50
			0.30	Review categorization of multiple attendance.	82.50
	07/14/03	LKC	0.30	Review and revise draft of audit report.	82.50
			0.20	Revise table of contents.	55.00
		PSS			

HOURS AND FEES FOR BILLING INDIVIDUALS
 BETWEEN 04/10/03 and 08/11/03
 for
 FTI Policano & Manzo

United States Bankruptcy Court
 MATTER NUMBER: 1012497

ACTIVITY				
DATE	INITIALS	HOURS	DESCRIPTION	AMOUNT
07/14/03	PSS	1.70	Prepare revised exhibits to accompany revised reports, draft expense text and revise report to include amounts agreeing to the accompanying revised exhibits.	467.50
07/15/03	LKC	0.60	Review and revise final draft of audit report.	165.00
	PSS	0.30	Review revised reports and exhibits with RCP.	82.50
	RP	0.30	Review of text and exhibits of final report with PSS.	82.50
07/16/03	LKC	0.90	Review of final report and attached exhibits.	247.50
	PSS	0.10	Review final report.	27.50
08/06/03	LKC	0.30	Review and classify personnel who billed 10.00 or fewer hours per month.	82.50
		1.10	Prepare draft of initial audit report for first interim period.	302.50
		0.50	Prepare draft of table of exhibits.	137.50
		0.40	Review and revise expense text for first interim report.	110.00
08/11/03	LKC	0.80	Review final draft of audit report with attached exhibits.	220.00
		<u>96.00</u>		<u>\$23,686.00</u>

HOURS AND FEES FOR BILLING INDIVIDUALS
 BETWEEN 04/10/03 and 08/11/03
 for
 FTI Policano & Manzo

United States Bankruptcy Court
 MATTER NUMBER: 1012497

TOTAL HOURS AND FEES BY INDIVIDUAL

<u>NAME</u>	<u>INITIALS</u>	<u>RATE</u>	<u>HOURS</u>	<u>AMOUNT</u>
<u>Legal Audit Managers</u>				
R. Craig Prosser	RP	275.00 x	1.70 =	467.50
			CLASS TOTAL:	1.70 467.50
<u>Legal Auditors</u>				
Linda K. Cooper	LKC	275.00 x	34.80 =	9,570.00
Anne H. Donnelly	AHD	275.00 x	0.50 =	137.50
Pamela S. Snyder	PSS	275.00 x	6.70 =	1,842.50
Laura A. Storck-Elam	LAS	275.00 x	40.50 =	11,137.50
			CLASS TOTAL:	82.50 22,687.50
<u>Data Entry</u>				
Karen E. Ellsworth	KEE	45.00 x	11.80 =	531.00
			CLASS TOTAL:	11.80 531.00
			TOTAL HOURS WORKED	96.00
			TOTAL HOURS BILLED	96.00 \$23,686.00
			TOTAL HOURS BILLED	96.00 \$23,686.00

HOURS AND FEES FOR BILLING INDIVIDUALS
 BETWEEN 06/19/03 and 08/26/03
 for
 FTI Policano & Manzo

United States Bankruptcy Court
 MATTER NUMBER: 1012913

ACTIVITY					
DATE	INITIALS	HOURS	DESCRIPTION	AMOUNT	
06/19/03	JSD	2.20	Edit electronic data for loading into database.	99.00	
06/20/03	JSD	4.00	Edit and load electronic data into database	180.00	
06/23/03	RP	1.20	Reconciliation of fees billed to fees computed in data base.	330.00	
06/24/03	PSS	0.20	Prepare database for review by attorneys.	55.00	
07/07/03	LAS	0.10	Reviewed and classified long billing days in excess of 14 hours.	27.50	
		2.70	Review and identify billing entries describing conferences.	742.50	
		0.10	Reviewed and categorized long billing days in excess of 10 hours.	27.50	
		0.30	Reviewed and identified entries that describe non-working travel, working travel, and travel billed at more than half rate.	82.50	
		2.20	Reviewed and classified administrative/ clerical activities.	605.00	
		0.20	Drafted information sheet regarding FTI personnel that have their positions listed as "unknown" and forwarded to LKC.	55.00	
		0.30	Review and classify legal research.	82.50	
07/08/03	LAS	LKC	0.30	Review entries of timekeepers with unknown positions.	82.50
			3.30	Began review and classification of multiple attendance at conferences with non-firm personnel.	907.50
			0.30	Review and classify attendance at events.	82.50
			0.30	Review and categorize blocked entries that need to be split.	82.50
07/09/03	LAS	LKC	3.10	Review and categorize all conferences into conferences with nonfirm personnel and intraoffice conferences.	852.50
			3.30	Continued coding and revising multiple attendance at conferences with nonfirm personnel.	907.50

HOURS AND FEES FOR BILLING INDIVIDUALS
 BETWEEN 06/19/03 and 08/26/03
 for
 FTI Policano & Manzo

United States Bankruptcy Court
 MATTER NUMBER: 1012913

ACTIVITY					
	<u>DATE</u>	<u>INITIALS</u>	<u>HOURS</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
	07/09/03	LAS	0.30	Reviewed and categorized improper time increments.	82.50
			0.40	Reviewed and classified vague conferences.	110.00
			0.50	Reviewed billing entries to identify other vaguely described tasks.	137.50
			0.20	Reviewed and identified entries that are potentially double billing.	55.00
			0.30	Reviewed and classify additional blocked entries that need to be split.	82.50
	07/16/03	LAS	0.60	Begin preparation of preliminary draft report.	165.00
	08/06/03	PSS	0.20	Prepare exhibit to accompany report.	55.00
	08/07/03	PSS	0.40	Reconcile expenses in the database to expenses requested on the hard copy of the fee application.	110.00
			0.90	Categorize expenses in the database.	247.50
			0.30	Draft expense section of report.	82.50
	08/15/03	PAW	0.90	Begin review and revision of preliminary report.	247.50
	08/21/03	LKC	0.80	Review and revise classification of firm projects and activities.	220.00
			0.30	Review and revise classification of double billing entries.	82.50
			0.40	Review and classify long billing days.	110.00
			0.20	Review classification of travel entries.	55.00
	08/22/03	LKC	1.40	Review and revise classification of conferences, meetings, and interviews.	385.00
			0.40	Review and revise classification of intraoffice conferences.	110.00
			0.80	Review and analyze classification of blocked billing entries.	220.00
			1.70	Prepare draft of initial draft of audit report.	467.50
			0.50	Review and edit initial draft of expense text of audit report.	137.50
			0.40	Review and analyze nonworking travel entries and identify travel billed at more than one-half rate.	110.00

HOURS AND FEES FOR BILLING INDIVIDUALS
 BETWEEN 06/19/03 and 08/26/03
 for
 FTI Policano & Manzo

United States Bankruptcy Court
 MATTER NUMBER: 1012913

ACTIVITY				
<u>DATE</u>	<u>INITIALS</u>	<u>HOURS</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
08/22/03	LKC	0.90	Review and analyze firm's activities to identify administrative/clerical activities.	247.50
08/25/03	CAB	0.40	Review and edit first draft of audit report for second interim period.	110.00
08/26/03	PSS	0.90	Prepare exhibits to accompany report.	247.50
		0.40	Revise report to include amounts agreeing to the accompanying exhibits.	110.00
		0.40	Review report and exhibits with RCP.	110.00
		0.10	Final review of report.	27.50
		0.40	Review of text and exhibits of report with PSS.	110.00
	RP			
		<u>39.50</u>		<u>\$9,436.50</u>

HOURS AND FEES FOR BILLING INDIVIDUALS
 BETWEEN 06/19/03 and 08/26/03
 for
 FTI Policano & Manzo

United States Bankruptcy Court
 MATTER NUMBER: 1012913

TOTAL HOURS AND FEES BY INDIVIDUAL

NAME	INITIALS	RATE	HOURS	AMOUNT
<u>Legal Audit Managers</u>				
R. Craig Prosser	RP	275.00 x	1.60 =	440.00
			CLASS TOTAL:	1.60 440.00
<u>Legal Auditors</u>				
Carl A. Beier, Jr.	CAB	275.00 x	0.40 =	110.00
Linda K. Cooper	LKC	275.00 x	8.10 =	2,227.50
Pamela S. Snyder	PSS	275.00 x	3.80 =	1,045.00
Laura A. Storck-Elam	LAS	275.00 x	18.50 =	5,087.50
Patricia A. Wilcox	PAW	275.00 x	0.90 =	247.50
			CLASS TOTAL:	31.70 8,717.50
<u>Data Entry</u>				
Jennifer S. Douglas	JSD	45.00 x	6.20 =	279.00
			CLASS TOTAL:	6.20 279.00
			TOTAL HOURS WORKED	39.50
			TOTAL HOURS BILLED	39.50 \$9,436.50

HOURS AND FEES FOR BILLING INDIVIDUALS
 BETWEEN 07/31/03 and 09/17/03
 for
 FTI Policano & Manzo

United States Bankruptcy Court
 MATTER NUMBER: 1013354

ACTIVITY	DATE	INITIALS	HOURS	DESCRIPTION	AMOUNT
	07/31/03	ATT	0.70	Preliminary review of fee application to determine compliance with data requirements and edit data into computer.	31.50
		JSD	0.20	Preliminary review of fee application to determine compliance with data requirements and edit data into computer.	9.00
	08/11/03	ATT	7.00	Edit electronic data.	315.00
			0.40	Preliminary review of fee application to determine compliance with data requirements and edit data into computer.	18.00
		JSD	4.20	Edit electronic data for loading into database.	189.00
		KEE	0.20	Proof data before electronic is loaded into database.	9.00
		LKC	0.80	Review electronic data and fee application for fourth interim period.	220.00
			0.10	Review e-mails from Libby Hamilton regarding fourth interim fee application.	27.50
	08/13/03	ATT	1.30	Edit and load electronic data into database.	58.50
	08/14/03	PSS	1.20	Reconcile fees in the database to fees requested on the hard copy of the fee application.	330.00
	08/26/03	LAS	0.30	Reviewed and identified attendance at events.	82.50
			0.10	Reviewed submission for entries to be classified as travel.	27.50
			0.10	Classified legal research entries.	27.50
			1.60	Reviewed and identified all conferences under a temporary classification.	440.00
			2.10	Classified entries identified as administrative/clerical tasks.	577.50
			1.10	Reviewed conferences and classified the conferences with nonfirm personnel and the intraoffice conferences.	302.50
			0.70	Began classifying multiple attendance at conferences with nonfirm personnel and attendance at events.	192.50

HOURS AND FEES FOR BILLING INDIVIDUALS
 BETWEEN 07/31/03 and 09/17/03
 for
 FTI Policano & Manzo

United States Bankruptcy Court
 MATTER NUMBER: 1013354

ACTIVITY				
DATE	INITIALS	HOURS	DESCRIPTION	AMOUNT
08/27/03	LAS	2.00	Finished classifying multiple attendance at conferences with nonfirm personnel and attendance at events.	550.00
		0.30	Classified vaguely described tasks and vague conferences.	82.50
		0.10	Reviewed and classified blocked entries.	27.50
		0.10	Reviewed and classified entries that were for days in excess of 10 hours.	27.50
		0.10	Reviewed and classified entries that were for days in excess of 14 hours.	27.50
		0.20	Classified billing entries that are potential double billing and double billing - questioned.	55.00
		0.20	Reviewed and classified entriesr where individual billed less than 10 hours in one month.	55.00
		09/02/03	LAS	0.10
0.70	Reviewed and revised entries classified as multiple attendance to ensure that there were at least two entries for each date.			192.50
0.30	Reviewed and classified administrative clerical tasks for professionals and for paraprofessionals.			82.50
0.10	Reviewed submission to identify entries that have not been classified.			27.50
0.10	Reviewed entries classified as vague conferences to see if in light of multiple attendance they are no longer vague.			27.50
09/04/03	PSS			0.40
		0.30	Draft expense section of the report.	82.50
09/10/03	LAS	0.60	Reviewed expense reports of firm for duplicates where more than one person might have been traveling.	165.00
	LKC	0.60	Review fee application and expense entries.	165.00
09/11/03	LKC	0.20	Review and analyze billing entries to classify long billing days.	55.00
		0.30	Review and analyze billing entries classified as intraoffice conferences.	82.50

HOURS AND FEES FOR BILLING INDIVIDUALS
 BETWEEN 07/31/03 and 09/17/03
 for
 FTI Policano & Manzo

United States Bankruptcy Court
 MATTER NUMBER: 1013354

ACTIVITY	DATE	INITIALS	HOURS	DESCRIPTION	AMOUNT
	09/11/03	LKC	0.70	Review and analyze billing entries classified as multiple attendance at conferences and other events.	192.50
			0.80	Review and revise initial draft of audit report	220.00
			0.30	Review and revise table of exhibits.	82.50
			0.60	Review and analyze billing entries classified as vaguely described billing entries.	165.00
			0.50	Review and analyze billing entries classified as administrative/clerical activities.	137.50
			0.30	Review and analyze billing entries classified as personnel who billed 10.00 or fewer hours per month.	82.50
		PSS	0.50	Prepare an exhibit to reconcile the fees and expenses requested in each period to the total fees and expenses requested in the final fee application.	137.50
	09/12/03	CAB	0.50	Review and edit audit report and expense text for the third interim fee application.	137.50
		LKC	0.70	Review first draft of audit report and exhibits.	192.50
		PSS	0.30	Review report and exhibits with RCP.	82.50
			0.80	Prepare exhibits to accompany report.	220.00
			0.50	Revise report to include amounts agreeing with the accompanying exhibits.	137.50
		RP	0.30	Review of text and exhibits of report with PSS.	82.50
	09/15/03	PSS	0.10	Final review of report.	27.50
	09/17/03	LKC	0.60	Review summary of fees and expenses and exhibits.	165.00
			<u>36.30</u>		<u>\$6,762.50</u>

HOURS AND FEES FOR BILLING INDIVIDUALS
 BETWEEN 07/31/03 and 09/17/03
 for
 FTI Policano & Manzo

United States Bankruptcy Court
 MATTER NUMBER: 1013354

TOTAL HOURS AND FEES BY INDIVIDUAL

<u>NAME</u>	<u>INITIALS</u>	<u>RATE</u>	<u>HOURS</u>	<u>AMOUNT</u>
<u>Legal Audit Managers</u>				
R. Craig Prosser	RP	275.00 x	0.30 =	82.50
			CLASS TOTAL:	0.30 82.50
<u>Legal Auditors</u>				
Carl A. Beier, Jr.	CAB	275.00 x	0.50 =	137.50
Linda K. Cooper	LKC	275.00 x	6.50 =	1,787.50
Pamela S. Snyder	PSS	275.00 x	4.10 =	1,127.50
Laura A. Storck-Elam	LAS	275.00 x	10.90 =	2,997.50
			CLASS TOTAL:	22.00 6,050.00
<u>Data Entry</u>				
Jennifer S. Douglas	JSD	45.00 x	4.40 =	198.00
Karen E. Ellsworth	KEE	45.00 x	0.20 =	9.00
Amy T. Truong	ATT	45.00 x	9.40 =	423.00
			CLASS TOTAL:	14.00 630.00
			TOTAL HOURS WORKED	36.30
			TOTAL HOURS BILLED	36.30 \$6,762.50

HOURS AND FEES FOR BILLING INDIVIDUALS
 BETWEEN 06/18/03 and 08/13/03
 For
 FTI Policano & Manzo

United States Bankruptcy Court
 MATTER NUMBER: 1012855

ACTIVITY	DATE	INITIALS	HOURS	DESCRIPTION	AMOUNT
	06/18/03	JSD	1.10	Edit electronic data.	49.50
		KEE	0.20	Preliminary review of fee application to determine compliance with data requirements and edit data into computer.	9.00
	06/20/03	JSD	1.80	Edit and load electronic data into database	81.00
		RP	0.80	Reconciliation of fees billed on fee applications to fees in data base.	220.00
	06/24/03	PSS	0.20	Prepare database for review by attorneys.	55.00
	07/02/03	LAS	0.20	Review and analyzed billing entries describing legal research.	55.00
			0.20	Reviewed and analyzed long billing days in excess of 10 hours and long billing days in excess of 14 hours.	55.00
			1.30	Reviewed and classified billing entries that describe conferencing.	357.50
			0.20	Reviewed and analyzed entries that describe attendance at events.	55.00
			1.40	Review and classified administrative/ clerical tasks.	385.00
			0.30	Review and classified other vaguely described activities.	82.50
			0.20	Review and classify travel entries.	55.00
			0.60	Review and classify conferences with nonfirm personnel.	165.00
			0.20	Review and categorize administrative clerical tasks by professional.	55.00
			0.10	Review and classify intraoffice conferences.	27.50
	07/07/03	LAS	1.20	Reviewed and classified multiple attendance at conferences with non-firm personnel and attendance at events.	330.00
			0.10	Review and classified blocked entries.	27.50
			0.30	Reviewed and classified vague conferences.	82.50
	07/16/03	LAS	1.00	Review application and draft report.	275.00
	08/01/03	PSS	0.90	Categorize expenses in the database.	247.50
			0.30	Draft expense section of the report.	82.50

HOURS AND FEES FOR BILLING INDIVIDUALS
 BETWEEN 06/18/03 and 08/13/03
 for
 FTI Policano & Manzo

United States Bankruptcy Court
 MATTER NUMBER: 1012855

ACTIVITY	DATE	INITIALS	HOURS	DESCRIPTION	AMOUNT
	08/05/03	PSS	0.10	Prepare exhibit to accompany report.	27.50
	08/06/03	LKC	1.30	Prepare draft of audit report and table of exhibits.	357.50
	08/07/03	PSS	0.60	Prepare exhibits to accompany report.	165.00
			0.20	Revise report to include amounts agreeing with the accompanying exhibits.	55.00
	08/08/03	PSS	0.50	Review report and exhibits with RCP.	137.50
		RP	0.50	Review of text and final exhibits of report with PSS.	137.50
	08/13/03	LKC	0.60	Review and revise audit report and exhibits for final release.	165.00
			<u>16.40</u>		<u>\$3,797.00</u>

HOURS AND FEES FOR BILLING INDIVIDUALS
 BETWEEN 06/18/03 and 08/13/03
 for
 FTI Policano & Manzo

United States Bankruptcy Court
 MATTER NUMBER: 1012855

TOTAL HOURS AND FEES BY INDIVIDUAL

NAME	INITIALS	RATE	HOURS	AMOUNT
<u>Legal Audit Managers</u>				
R. Craig Prosser	RP	275.00 x	1.30 =	357.50
			CLASS TOTAL:	1.30 357.50
<u>Legal Auditors</u>				
Linda K. Cooper	LKC	275.00 x	1.90 =	522.50
Pamela S. Snyder	PSS	275.00 x	2.80 =	770.00
Laura A. Storck-Elam	LAS	275.00 x	7.30 =	2,007.50
			CLASS TOTAL:	12.00 3,300.00
<u>Data Entry</u>				
Jennifer S. Douglas	JSD	45.00 x	2.90 =	130.50
Karen E. Ellsworth	KEE	45.00 x	0.20 =	9.00
			CLASS TOTAL:	3.10 139.50
			TOTAL HOURS WORKED	16.40
			TOTAL HOURS BILLED	16.40
				\$3,797.00

HOURS AND FEES FOR BILLING INDIVIDUALS
 BETWEEN 04/07/03 and 07/16/03
 for
 Goldberg, Kohn, Bell, Black, Rosenbloom & Moritz

United States Bankruptcy Court
 MATTER NUMBER: 1012523

ACTIVITY	DATE	INITIALS	HOURS	DESCRIPTION	AMOUNT
	04/07/03	KEE	1.60	Edit fees and expenses. Training PSS on loading bankruptcy.	72.00
	04/08/03	JMM	0.50	Began reconciliation of the fee database with the fees requested in the fee application.	137.50
	04/09/03	JMM	1.80	Continued reconciliation of fee database (especially those entries with task hours) with fees requested in fee application.	495.00
	04/10/03	JMM	1.00	Continued reconciliation efforts of fee database with fees requested in the fee application.	275.00
	04/11/03	BAM	3.40	Proof fee data from computer printouts to original billing statements.	153.00
		JMM	0.30	Completed reconciliation of fee database with amounts requested in fee application.	82.50
		JSD	4.00	Proof fee data from computer printouts to original billing statements.	180.00
		KMG	3.50	Proof fee data from computer printouts to original billing statements.	157.50
	04/14/03	KMG	1.50	Proof fee data from computer printouts to original billing statements.	67.50
	04/25/03	CAB	1.90	Review and identify conferences.	522.50
	04/26/03	CAB	2.30	Review and identify intraoffice conferences.	632.50
	04/28/03	CAB	2.90	Review and classify billing entries by activity.	797.50
		KMG	0.50	Make several task description splits per attorney instructions.	22.50
			0.40	Make several task hour modifications per attorney instructions.	18.00
	04/29/03	CAB	0.70	Continue to identify conferences.	192.50
	04/30/03	CAB	2.20	Review and classify multiple attendance at conferences.	605.00
	05/02/03	LKC			

HOURS AND FEES FOR BILLING INDIVIDUALS
 BETWEEN 04/07/03 and 07/16/03
 for
 Goldberg, Kohn, Bell, Black, Rosenbloom & Moritz

United States Bankruptcy Court
 MATTER NUMBER: 1012523

ACTIVITY	DATE	INITIALS	HOURS	DESCRIPTION	AMOUNT
	05/02/03	LKC	0.20	Telephone conference with Jeremy Downs (Goldberg, Kohn) regarding codes for firm projects.	55.00
			0.10	Telephone conference with Laura (Goldberg, Kohn) regarding fee application.	27.50
			0.50	Review fee application and electronic data regarding identification of firm projects.	137.50
	05/10/03	LKC	0.30	Begin preliminary draft of table of contents.	82.50
			0.60	Review and code multiple attendance at intraoffice conferences.	165.00
			0.60	Begin preliminary draft of audit report.	165.00
	05/14/03	LKC	0.40	Review entries for project categorization.	110.00
	05/15/03	JCM	3.50	Review and code submission for multiple attendance at intraoffice conferences entries.	962.50
		PSS	2.00	Review and revise categorization of expenses.	550.00
			1.00	Draft expense section of report.	275.00
	05/16/03	LKC	1.40	Review and code firm project codes.	385.00
	05/21/03	JCM	5.70	Review submission for project coding.	1,567.50
	05/22/03	JCM	2.10	Review and code submission for firm projects.	577.50
	05/23/03	LKC	0.60	Review and analyze firm project categories.	165.00
			0.50	Review and revise initial draft of audit report.	137.50
	05/28/03	LKC	0.70	Prepare initial draft of audit report and table of exhibits.	192.50
		PSS	0.20	Prepare exhibits and report.	55.00
	05/29/03	LKC	0.40	Review and revise draft of audit report and table of exhibits.	110.00
		PSS	1.50	Prepare exhibits and report.	412.50
	05/30/03	PSS	0.30	Review report and exhibits with RCP.	82.50

HOURS AND FEES FOR BILLING INDIVIDUALS
 BETWEEN 04/07/03 and 07/16/03
 for
 Goldberg, Kohn, Bell, Black, Rosenbloom & Moritz

United States Bankruptcy Court
 MATTER NUMBER: 1012523

ACTIVITY					
DATE	INITIALS	HOURS	DESCRIPTION	AMOUNT	
05/30/03	RP	0.30	Review of final report and exhibits with PSS.	82.50	
06/20/03	LKC	0.30	Review and categorize days in excess of 14.00 hours.	82.50	
06/24/03	AHD	4.70	Review and classification of billing entries to identify firm activities.	1,292.50	
		0.30	Continue to review and classify billing entries to identify firm activities.	82.50	
	LKC	1.10	Review and revise multiple attendance entries to include four categories identified by fee review committee.	302.50	
07/01/03	AHD	0.10	Review and identify timekeepers billing 10.00 hours or less per month.	27.50	
07/03/03	AHD	1.10	Classify timekeepers who bill less than 10 hours per month.	302.50	
07/08/03	LKC	2.10	Review and revise categorization of firm activities pursuant to committee guidelines.	577.50	
07/09/03	LKC	0.30	Review and revise long billing day entries.	82.50	
		0.30	Review and revise nonworking travel.	82.50	
		2.10	Review and revise multiple attendance and categorization into five categories.	577.50	
		0.50	Review and revise intraoffice conferences.	137.50	
		0.30	Review and revise administrative/clerical activities by professionals.	82.50	
		0.70	Review and identify entires for Stewardship Investigation project.	192.50	
		0.40	Review and revise lumped billing entries.	110.00	
		0.40	Review and revise vague billing descriptions.	110.00	
07/10/03	LKC	1.30	Preparation of first draft of revised audit report.	357.50	
		0.30	Review and revise draft of table of contents.	82.50	
07/11/03	LKC	0.80	Review and edit first draft of revised audit report.	220.00	

HOURS AND FEES FOR BILLING INDIVIDUALS
 BETWEEN 04/07/03 and 07/16/03
 for
 Goldberg, Kohn, Bell, Black, Rosenbloom & Moritz

United States Bankruptcy Court
 MATTER NUMBER: 1012523

ACTIVITY				
DATE	INITIALS	HOURS	DESCRIPTION	AMOUNT
07/11/03	LKC	0.30	Review and revise categorization of multiple attendance.	82.50
07/12/03	LKC	0.80	Review and edit draft of audit report and table of contents.	220.00
07/14/03	LKC	0.60	Review and revise draft of audit report including expense text.	165.00
		0.20	Review draft of expense text for audit report.	55.00
	PSS	0.50	Revise report to include amounts agreeing to the accompanying revised exhibits.	137.50
			1.20	Revise expense section of report to reflect new guidelines.
07/15/03	LKC	0.70	Review and revise final draft of audit report.	192.50
	PSS	0.80	Review revised reports and exhibits with RCP.	220.00
	RP	0.80	Review of text and exhibits of final report with PSS.	220.00
07/16/03	LKC	0.60	Review of final report and attached exhibits.	165.00
		75.00		\$17,198.00

HOURS AND FEES FOR BILLING INDIVIDUALS
 BETWEEN 04/07/03 and 07/16/03
 for
 Goldberg, Kohn, Bell, Black, Rosenbloom & Moritz

United States Bankruptcy Court
 MATTER NUMBER: 1012523

TOTAL HOURS AND FEES BY INDIVIDUAL

<u>NAME</u>	<u>INITIALS</u>	<u>RATE</u>	<u>HOURS</u>	<u>AMOUNT</u>
<u>Legal Audit Managers</u>				
R. Craig Prosser	RP	275.00 x	1.10 =	302.50
			CLASS TOTAL:	1.10 302.50
<u>Legal Auditors</u>				
Carl A. Beier, Jr.	CAB	275.00 x	10.00 =	2,750.00
Linda K. Cooper	LKC	275.00 x	20.40 =	5,610.00
Anne H. Donnelly	AHD	275.00 x	6.20 =	1,705.00
Janet M. Marchlewski	JMM	275.00 x	3.60 =	990.00
Julie C. Mast	JCM	275.00 x	11.30 =	3,107.50
Pamela S. Snyder	PSS	275.00 x	7.50 =	2,062.50
			CLASS TOTAL:	59.00 16,225.00
<u>Data Entry</u>				
Jennifer S. Douglas	JSD	45.00 x	4.00 =	180.00
Karen E. Ellsworth	KEE	45.00 x	1.60 =	72.00
Karalyn M. Gray	KMG	45.00 x	5.90 =	265.50
Beverly A. Moore	BAM	45.00 x	3.40 =	153.00
			CLASS TOTAL:	14.90 670.50
			TOTAL HOURS WORKED	75.00
			TOTAL HOURS BILLED	75.00 \$17,198.00