

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

McLeodUSA Incorporated (DIP II)
Case Administration

Bill Date: 01/16/06
Bill Number: 1091140

NAME	DATE	HOURS	DESCRIPTION
PERLMAN F	10/29/05	4.10	PREPARE FOR FIRST DAYS (4.1).
PERLMAN F	10/30/05	5.20	PREPARE FOR FIRST DAYS (5.2).
PERLMAN F	10/31/05	7.80	PREPARE FOR AND ATTEND FIRST DAYS; ATTENTION TO PRESS RELEASE.
		17.10	
POHL TR	10/30/05	1.50	PREPARE FOR FIRST DAY HEARINGS (1.5).
POHL TR	10/31/05	3.50	PREPARE FOR AND ATTEND FIRST DAY HEARINGS (3.5).
		5.00	
Total Partner		22.10	
KARPUK BP	10/30/05	5.70	PREPARE DOCUMENTS AND EXHIBITS FOR FIRST DAY HEARING (5.7).
KARPUK BP	10/31/05	6.80	PREPARE FOR AND ATTEND FIRST DAY HEARING (3.7); WORK RE: FILING AND SERVICE OF ORDERS ENTERED AT FIRST DAY HEARING (3.1).
		12.50	
KREBS PE	10/29/05	2.10	REVIEW DOCKETED MOTIONS AND PROPOSED ORDERS (2.1).
KREBS PE	10/30/05	5.60	BEGIN PREPARATION FOR FIRST-DAY HEARING ON OCTOBER 31, 2005 (5.6).
KREBS PE	10/31/05	8.60	CONTINUE PREPARATION FOR FIRST-DAY HEARING ON OCTOBER 31, 2005 (4.1); ATTEND FIRST-DAY HEARING (1.1); BEGIN TO PREPARE AND SERVE OUT MOTIONS AND ORDERS ON VARIOUS SERVICE LISTS (3.4).
		16.30	
MURPHY MM	10/28/05	8.40	CONTINUE WORKING ON FILING AND SERVING FIRST DAY PLEADINGS (8.4).
MURPHY MM	10/30/05	3.40	PREPARE FOR FIRST DAY HEARING (3.4).
MURPHY MM	10/31/05	8.30	ATTEND FIRST DAY HEARING; ATTENTION TO ISSUES RELATED TO SERVICE OF ORDERS AND NOTICES.
		20.10	
Total Associate		48.90	
MIRKOVIC M	10/31/05	2.10	PREPARE FOR AND MEET WITH B. KARPUK, M. MURPHY AND P. KREBS RE: SERVICE OF FIRST DAY PLEADINGS (1.6); REVISE EQUITY HOLDERS SERVICE LIST (0.5).

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

McLeodUSA Incorporated (DIP II)
Case Administration

Bill Date: 01/16/06
Bill Number: 1085318

NAME	DATE	HOURS	DESCRIPTION
PERLMAN F	11/01/05	1.10	RESPOND TO CREDITOR ISSUES ARISING FROM FILING (0.6); ATTENTION TO NOTICES (0.5).
PERLMAN F	11/02/05	0.90	RESPOND TO CREDITOR ISSUES ARISING FROM FILING (0.9).
PERLMAN F	11/07/05	0.90	FOLLOW UP ON CREDITOR INQUIRIES RE: FILING (0.9).
PERLMAN F	11/09/05	0.60	ATTENTION TO CREDITOR INQUIRY RE: CASE (0.6).
PERLMAN F	11/16/05	0.50	RESPOND TO CREDITOR TELECONFERENCES (0.3); ATTENTION TO CREDIT CARD AGREEMENT (0.2).
		4.00	
POHL TR	11/01/05	2.50	ATTENTION TO TELECONFERENCES AND ORDERS AND DIP (2.5).
POHL TR	11/02/05	1.50	TELECONFERENCES WITH CREDITORS AND LENDERS (1.5).
POHL TR	11/03/05	1.00	MISCELLANEOUS CREDITOR TELECONFERENCES (1.0).
POHL TR	11/04/05	1.50	MULTIPLE UTILITY AND CREDITOR TELECONFERENCES (1.5).
POHL TR	11/08/05	1.00	ATTENTION TO CASE (1.0).
		7.50	
Total Partner		11.50	
KREBS PE	11/01/05	5.10	CONTINUE TO PREPARE SERVICE MATERIALS RELATING TO FIRST DAY ORDERS (5.1).
KREBS PE	11/02/05	4.10	CONTINUE TO ATTEND TO SERVICE OF FIRST-DAY PLEADINGS AND NOTICES (2.3); CONTINUE TO REVIEW PUBLICATION NOTICE PROOFS (1.8).
KREBS PE	11/03/05	0.80	CONTINUE TO ATTEND TO SERVICE OF FIRST-DAY PLEADINGS AND NOTICES (0.8).
KREBS PE	11/04/05	1.40	DRAFT CORRESPONDENCE TO J. JOHNSON CONTAINING FILED FIRST DAY PLEADINGS AND SIGNED ORDERS (1.1); REVIEW NOTICES OF PUBLICATION (0.3).
KREBS PE	11/07/05	0.60	PREPARE CLEAN LIST OF DISCLOSURE SEARCH ENTITIES BY TYPE OF ENTITY FOR DELOITTE & TOUCHE (0.6).

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

KREBS PE	11/09/05	0.30	FOLLOW UP ON OBTAINING THE AFFIDAVITS OF PUBLICATION OF CASE COMMENCEMENT IN THE WSJ, NYT, CHICAGO TRIBUNE AND CEDAR RAPIDS GAZETTE (0.3).
KREBS PE	11/16/05	0.70	BEGIN TO PREPARE INTERNAL SCREENING QUESTIONNAIRE FOR CIRCULATION TO SKADDEN (0.7).
KREBS PE	11/17/05	1.10	CONTINUE TO REVIEW/REVISE SCREENING QUESTIONNAIRE TO BE CIRCULATED TO SKADDEN ATTORNEYS (0.7); TELECONFERENCE WITH J. DALICANDRO OF CLERKS OFFICE RE: INQUIRY AROUND ILLINOIS ADDRESS FOR LEAD CASE FILED (0.4).
KREBS PE	11/18/05	1.20	REVIEW FINAL SCREENING QUESTIONNAIRE PREPARED BY M. MIRKOVIC FOR CIRCULATION TO SKADDEN ATTORNEYS (1.2).
		15.30	
MURPHY MM	11/01/05	7.10	REVIEW ORDERS OF THE COURT AND ADHERE TO NOTICE REQUIREMENTS; REVIEW NOTICE LISTS; COORDINATE WITH LOGAN RE: NOTICE ISSUES; COORDINATE PUBLICATION NOTICE.
MURPHY MM	11/02/05	5.40	CONTINUED ATTENTION TO MAILING OF APPROPRIATE NOTICES; COORDINATE WIRE TRANSFER RE: PUBLICATION NOTICE; RETURN TELECONFERENCES RE: FILING OF PETITION.
MURPHY MM	11/03/05	3.60	CONTINUED ATTENTION TO NOTICE ISSUES; TELECONFERENCES RELATED TO THE CHAPTER 11 FILING.
MURPHY MM	11/09/05	1.70	ATTENTION TO NOTICE ISSUES AND TELECONFERENCES RE: FILING OF CASE (1.7).
		17.80	
Total Associate		33.10	
MIRKOVIC M	11/01/05	7.40	PREPARE FOR AND ATTEND CONFERENCE CALL WITH M. MURPHY, P. KREBS, B. KARPUK AND K. LOGAN RE: SERVICE OF FIRST DAY PLEADINGS (0.7); PREPARE PACKAGE US TRUSTEE, SEC, IRS AND OFFICE OF THE ILLINOIS ATTORNEY GENERAL ENCLOSING FIRST DAY NOTICES (0.4); TELECONFERENCE WITH K. ANDERSON AT KAYE SCHOLER RE: ADDITIONS TO MASTER SERVICE LIST (0.1); REVIEW CONTRACTS DATABASE AND CONFERENCE WITH K. LOGAN RE: SAME (0.4); REVIEW MASTER CREDITOR MATRIX INFORMATION AND RESEARCH ADDITIONAL CONTACT AND ADDRESS INFORMATION (5.2); REVIEW FIRST DAY ORDERS (0.6).

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MIRKOVIC M	11/02/05	5.50	PREPARE CERTIFICATE OF SERVICE RE: LEASE REJECTION NOTICE (0.4); CONFERENCE WITH P. KREBS RE: FIRST DAY ORDERS (0.1); REVIEW SAME (0.5); PREPARE FOR SERVICE OF NOTICE OF COMMENCEMENT OF BANKRUPTCY PROCEEDING TO MASTER SERVICE LIST AND CASH MANAGEMENT SERVICE PARTIES (0.5); CONTINUE REVIEWING MASTER CREDITOR MATRIX INFORMATION AND RESEARCH ADDITIONAL CONTACT AND ADDRESS INFORMATION (3.4); PREPARE FOR SERVICE OF NOTICE OF COMMENCEMENT OF BANKRUPTCY PROCEEDING ON LEASE REJECTION SERVICE LIST (0.6).
MIRKOVIC M	11/03/05	5.60	REVIEW FIRST DAY ORDERS AND PREPARE MULTIPLE BINDERS RELATING TO SAME (5.0); REVIEW AND REVISE SERVICE LIST RELATED TO LEASE REJECTION MOTION (0.4); TELECONFERENCE WITH J. PETES RE: SERVICE OF LEASE REJECTION MOTION (0.2).
MIRKOVIC M	11/07/05	0.90	PREPARE CERTIFICATE OF SERVICE FOR NOTICE OF COMMENCEMENT OF BANKRUPTCY PROCEEDING (0.5); PREPARE CERTIFICATE OF SERVICE RE: DIP ORDER (0.4).
MIRKOVIC M	11/10/05	4.70	REVIEW ECF RECEIPTS FOR CORRECT INFORMATION (0.4); REVIEW RETURNED MAIL RELATING TO FIRST DAY PLEADINGS (0.5); REVIEW MOTIONS FOR REQUEST OF NOTICE AND UPDATE MASTER SERVICE LIST ACCORDINGLY (0.8); REVIEW NOTICE OF CURE AMOUNT (0.4); CONFERENCE RE: SAME WITH M. MURPHY (0.1); TELECONFERENCE WITH REPRESENTATIVE FROM CITY OF WARRENVILLE RE: STATUS OF CASE (0.1); REVIEW AFFIDAVITS OF SERVICE RE: FIRST DAY NOTICES AND PREPARE AND FILE SAME (1.9); REVIEW AND INDEX RETURNED MAIL (0.5).
MIRKOVIC M	11/11/05	0.80	PREPARE AND FILE NOTICE OF CURE AMOUNT AND ASSUMPTION AND ASSIGNMENT OF EXECUTORY CONTRACT OR UNEXPIRED LEASE (0.4); PREPARE AND FILE CERTIFICATE OF SERVICE RELATING TO SAME (0.4).
MIRKOVIC M	11/15/05	0.50	REVIEW NOTICE OF APPEARANCE FOR DOWNTOWN PROPERTIES AND UPDATE MASTER SERVICE LIST (0.3); TELECONFERENCE WITH CREDITOR RE: ADDITIONAL SUBSIDIARY INFORMATION (0.2).

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MIRKOVIC M	11/16/05	0.60	TELECONFERENCE WITH A. MILLER RE: CANCELLATION OF COMMON STOCK (0.2); TELECONFERENCE WITH A. CAMPBELL FROM OKLAHOMA GAS & ELECTRIC RE: MCLEOD SUBSIDIARIES (0.1); TELECONFERENCE WITH V. OMITSON RE: CANCELLATION OF COMMON STOCK (0.1); TELECONFERENCE WITH L. TURNER RE: ARKANSAS VALLEY ELECTRIC COOPERATIVE (0.2).
MIRKOVIC M	11/17/05	3.50	UPDATE MASTER SERVICE LIST (0.3); PREPARE BANKRUPTCY RETENTION SCREENING QUESTIONNAIRE AND RELATED DOCUMENTS (3.1); TELECONFERENCE WITH CREDITOR RE: BANKRUPTCY STATUS (0.1).
MIRKOVIC M	11/18/05	4.00	REVIEW AND REVISE BANKRUPTCY RETENTION SCREENING QUESTIONNAIRE AND RELATED DOCUMENTS (1.2); MULTIPLE CONFERENCES WITH P. KREBS RE: SAME (0.3); COORDINATE SERVICE OF SAME (0.5); PREPARE CHART TRACKING AFFIDAVITS FILED BY ORDINARY COURSE PROFESSIONALS (1.5); RESEARCH ADDRESS INFORMATION FOR RETURNED MAIL FOR AMERITECH, EMERITUS COMMUNICATIONS AND US WEST COMMUNICATIONS (0.5).
MIRKOVIC M	11/21/05	4.20	PREPARE BANKRUPTCY RETENTION SCREENING QUESTIONNAIRES FOR DISTRIBUTION (4.2).
MIRKOVIC M	11/22/05	1.50	UPDATE MASTER SERVICE LIST (0.3); TRACK RESPONSES OF BRSQ'S (1.2).
MIRKOVIC M	11/28/05	5.30	TRACK AND LOG RESPONSES OF BRSQ'S (5.3).
MIRKOVIC M	11/29/05	6.60	REVIEW CERTIFICATES OF SERVICE RE: CONFIRMATION HEARING NOTICES SERVED (0.6); TRACK AND LOG RESPONSES OF BRSQ'S (5.6); UPDATE MASTER SERVICE LIST (0.4).
MIRKOVIC M	11/30/05	4.80	CONFERENCE WITH M. MURPHY RE: SERVICE OF NOTICE OF COMBINED HEARING RE: DISCLOSURE STATEMENT AND PLAN OF REORGANIZATION (0.1); PREPARE AND FILE CERTIFICATE OF SERVICE RE: SAME (0.5); TRACK AND LOG BRSQ RESPONSES (3.0); PREPARE AND FILED AFFIDAVIT OF PUBLICATION FOR CEDAR RAPIDS GAZETTE (0.3), CHICAGO TRIBUNE (0.3), THE WALL STREET JOURNAL (0.3) AND THE NEW YORK TIMES (0.3).
		55.90	
Total Legal Assistant		55.90	
OWENS W	11/14/05	1.00	DELIVER CONFIDENTIAL DOCUMENTS TO THE CHAMBERS OF JUDGE SCHWARTZ (1.0).
		1.00	

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

**Total Legal Assistant
Specialist**

1.00

TOTAL TIME

101.50

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

McLeodUSA Incorporated (DIP II)
Case Administration

Bill Date: 01/16/06
Bill Number: 1091183

NAME	DATE	HOURS	DESCRIPTION
KREBS PE	12/06/05	1.10	REVIEW US TRUSTEE MONTHLY OPERATING REPORT GUIDELINES (0.4); BEGIN TO REVIEW OPERATING REPORTS AS THEY APPLY TO MCLEODUSA (0.3); DRAFT EMAIL TO A. HUPFELD RE: US TRUSTEE REPORTS (0.4).
KREBS PE	12/12/05	0.50	TELECONFERENCE WITH I. CANNONGEARY OF D&T RE: ORDINARY COURSE PROFESSIONALS SUPPLEMENT AND AFFIDAVIT (0.3); DRAFT EMAIL TO I. CANNONGEARY RE: COPY OF SUPPLEMENT TO OCP ORDER (0.2).
		1.60	
Total Associate		1.60	
MIRKOVIC M	12/01/05	4.60	TRACK AND LOG RESPONSES OF BRSQ'S (4.6).
MIRKOVIC M	12/02/05	3.30	TRACK AND LOG RESPONSES OF BRSQ'S (2.8); UPDATE MASTER SERVICE LIST (0.5).
MIRKOVIC M	12/03/05	3.50	TRACK AND LOG RESPONSES OF BRSQ'S (3.5).
MIRKOVIC M	12/05/05	2.90	TRACK AND LOG RESPONSES OF BRSQ'S (2.9).
MIRKOVIC M	12/06/05	1.10	UPDATE MASTER SERVICE LIST (0.4); TRACK AND LOG RESPONSES TO BRSQ'S (0.7).
MIRKOVIC M	12/07/05	3.10	TRACK AND LOG RESPONSES TO BRSQ'S (3.1).
MIRKOVIC M	12/09/05	0.30	UPDATE MASTER SERVICE LIST (0.3).
MIRKOVIC M	12/15/05	3.70	TRACK AND LOG BRSQ RESPONSES (3.7).
MIRKOVIC M	12/19/05	2.20	TELECONFERENCE WITH J. DEFINI RE: CONFIRMATION HEARING TRANSCRIPT (0.2); TELECONFERENCE WITH COURT CLERK RE: CERTIFIED COPIES OF CONFIRMATION ORDER (0.2); TRACK AND LOG BRSQ RESPONSES (1.8).
MIRKOVIC M	12/20/05	2.90	TRACK AND LOG BRSQ RESPONSES (2.9).
MIRKOVIC M	12/21/05	1.50	TRACK AND LOG BRSQ RESPONSES (1.5).
MIRKOVIC M	12/22/05	1.50	TRACK AND LOG BRSQ RESPONSES (1.5).
		30.60	
Total Legal Assistant		30.60	
BELMAR JJ	12/19/05	1.00	FILED ELECTRONICALLY APPEARANCE OF MCLEODUSA (1.0).

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

BELMAR JJ	12/21/05	1.40	RETRIEVAL OF DOCUMENTS FROM CASE FILES IN COURT REGARDING 05B63230 (1.4).
		2.40	
Total Legal Assistant Specialist		2.40	
TOTAL TIME		<u>34.60</u>	

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

McLeodUSA Incorporated (DIP II)
Case Administration

Bill Date: 01/16/06
Bill Number: 1091302

NAME	DATE	HOURS	DESCRIPTION
MIRKOVIC M	01/03/06	1.80	UPDATE CHART TRACKING BRSQ RESPONSES.
MIRKOVIC M	01/04/06	1.50	UPDATE CHART TRACKING BRSQ RESPONSES (.6); REVIEW DOCKET AND BEGIN PREPARING BINDER CONTAINING RELEVANT CONFIRMATION DOCUMENTS (.9).
		3.30	
Total Legal Assistant		3.30	
TOTAL TIME		<u>3.30</u>	

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

McLeodUSA Incorporated (DIP II)
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Bill Date: 01/16/06
Bill Number: 1091140

Disbursement	Date	Vendor/Employee/Dept.	Amount
Non-standard/Outside Reproduction	10/29/05	Landmark Document Services	1,526.00
		TOTAL NON-STANDARD/OUTSIDE REPRODUCTION	\$1,526.00
Filing/Court Fees	10/28/05	Krebs PE	1,039.00
Filing/Court Fees	10/28/05	Krebs PE	1,039.00
Filing/Court Fees	10/28/05	Krebs PE	1,039.00
Filing/Court Fees	10/28/05	Krebs PE	1,039.00
Filing/Court Fees	10/28/05	Krebs PE	1,039.00
Filing/Court Fees	10/28/05	Krebs PE	1,039.00
		TOTAL FILING/COURT FEES	\$6,234.00
Messengers/ Courier	10/30/05	United Parcel Service	64.02
Messengers/ Courier	10/30/05	United Parcel Service	6.98
		TOTAL MESSENGERS/ COURIER	\$71.00
Outside Research/Internet Services	10/31/05	Global Securities	40.00
		TOTAL OUTSIDE RESEARCH/INTERNET SERVICES	\$40.00
		TOTAL MATTER	\$7,871.00

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

McLeodUSA Incorporated (DIP II)
Case Administration

Bill Date: 01/16/06
Bill Number: 1085318

Disbursement	Date	Vendor/Employee/Dept.	Amount
In-house Reproduction	11/04/05	Copy Center, D	895.14
In-house Reproduction	11/11/05	Copy Center, D	278.04
In-house Reproduction	11/11/05	Copy Center, D	1.31
In-house Reproduction	11/22/05	Copy Center, D	710.21
In-house Reproduction	11/25/05	Copy Center, D	1.30
		TOTAL IN-HOUSE REPRODUCTION	\$1,886.00
Telephone Expense	11/23/05	Telecommunications, D	0.04
Telephone Expense	11/23/05	Telecommunications, D	5.96
		TOTAL TELEPHONE EXPENSE	\$6.00
Lexis/Nexis	11/21/05	Krebs PE	177.55
Lexis/Nexis	11/22/05	Krebs PE	239.45
		TOTAL LEXIS/NEXIS	\$417.00
Messengers/ Courier	11/04/05	Straightline Courier	33.03
Messengers/ Courier	11/06/05	Comet Messenger Service	11.31
Messengers/ Courier	11/06/05	Comet Messenger Service	11.30
Messengers/ Courier	11/06/05	Comet Messenger Service	11.31
Messengers/ Courier	11/06/05	Comet Messenger Service	11.31
Messengers/ Courier	11/06/05	Arrow Messenger Svc	12.61
Messengers/ Courier	11/21/05	Dist Serv/Mail/Page, D	11.13
		TOTAL MESSENGERS/ COURIER	\$102.00
		TOTAL MATTER	\$2,411.00

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

McLeodUSA Incorporated (DIP II)
Case Administration

Bill Date: 01/16/06
Bill Number: 1091183

Disbursement	Date	Vendor/Employee/Dept.	Amount
In-house Reproduction	12/06/05	Copy Center, D	17.46
In-house Reproduction	12/16/05	Copy Center, D	3.49
In-house Reproduction	12/16/05	Copy Center, D	36.02
In-house Reproduction	12/20/05	Copy Center, D	16.26
In-house Reproduction	12/23/05	Copy Center, D	60.77
		TOTAL IN-HOUSE REPRODUCTION	\$134.00
Telephone Expense	12/29/05	Telecommunications, D	3.98
Telephone Expense	12/29/05	Telecommunications, D	0.02
		TOTAL TELEPHONE EXPENSE	\$4.00
Lexis/Nexis	12/05/05	Krebs PE	94.13
Lexis/Nexis	12/07/05	Krebs PE	156.87
		TOTAL LEXIS/NEXIS	\$251.00
Messengers/ Courier	12/11/05	Comet Messenger Service	6.00
Messengers/ Courier	12/18/05	Comet Messenger Service	6.00
		TOTAL MESSENGERS/ COURIER	\$12.00
		TOTAL MATTER	\$401.00

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

McLeodUSA Incorporated (DIP II)
Case Administration

Bill Date: 01/16/06
Bill Number: 1091302

Disbursement	Date	Vendor/Employee/Dept.	Amount
In-house Reproduction	01/06/06	Copy Center, D	8.22
In-house Reproduction	01/06/06	Copy Center, D	81.78
		TOTAL IN-HOUSE REPRODUCTION	\$90.00
Lexis/Nexis	11/28/05	Krebs PE	45.00
		TOTAL LEXIS/NEXIS	\$45.00
Local Travel	11/02/05	Krebs PE	16.00
Local Travel	11/03/05	Krebs PE	15.00
		TOTAL LOCAL TRAVEL	\$31.00
Messengers/ Courier	11/25/05	Straightline Courier	32.02
Messengers/ Courier	01/04/06	Dist Serv/Mail/Page, D	30.98
		TOTAL MESSENGERS/ COURIER	\$63.00
		TOTAL MATTER	\$229.00