

# **EXHIBIT E**

IN THE UNITED STATES BANKRUPTCY COURT

FOR THE DISTRICT OF DELAWARE

In re: ) Chapter 11  
)  
The SCO GROUP, INC., et al.,<sup>1</sup> ) Case No. 07-11337 (KG)  
) (Jointly Administered)  
Debtors. )

Objection Deadline: August 10, 2009 at 4:00 p.m.  
Hearing Date: Only If Objections Are Timely Filed

**TWENTY-FIRST MONTHLY APPLICATION FOR COMPENSATION  
AND REIMBURSEMENT OF EXPENSES OF  
PACHULSKI STANG ZIEHL & JONES LLP, AS CO-COUNSEL  
TO THE DEBTORS AND DEBTORS IN POSSESSION, FOR  
THE PERIOD FROM MAY 1, 2009 THROUGH MAY 31, 2009**

Name of Applicant:	Pachulski Stang Ziehl & Jones LLP
Authorized to Provide Professional Services to:	Debtors and Debtors in Possession
Date of Retention:	<i>Nunc Pro Tunc</i> to September 14, 2007 by order signed October 4, 2007
Period for which Compensation and Reimbursement is Sought:	May 1, 2009 through May 31, 2009 <sup>2</sup>
Amount of Compensation Sought as Actual, Reasonable and Necessary:	\$19,917.00
Amount of Expense Reimbursement Sought as Actual, Reasonable and Necessary:	\$ 1,006.07

This is a:   x   monthly        interim        final application.

The total time expended for fee application preparation is approximately 3.0 hours  
and the corresponding compensation requested is approximately \$1,000.00.

<sup>1</sup> The Debtors and the last four digits of each of the Debtors' federal tax identification numbers are as follows: (a) The SCO Group, Inc., a Delaware corporation, Fed. Tax Id. #2823; and (b) SCO Operations, Inc., a Delaware corporation, Fed. Tax ID. #7393.

<sup>2</sup> This Application may include time expended before the time period indicated above that has not been included in any prior application. The applicant reserves the right to include any time expended in the time period indicated above in future application(s) if it is not included herein.

**PRIOR APPLICATIONS FILED**

<b>Date Filed</b>	<b>Period Covered</b>	<b>Requested Fees</b>	<b>Requested Expenses</b>	<b>Approved Fees</b>	<b>Approved Expenses</b>
12/10/07	09/14/07 – 09/30-07	\$29,983.00	\$5,696.83	\$29,983.00	\$5,696.83
01/07/08	10/01/07 – 10/31/07	\$66,340.00	\$7,833.30	\$66,340.00	\$7,833.30
01/14/08	11/01/07 – 11/30/07	\$50,118.00	\$6,577.01	\$50,118.00	\$6,577.01
02/04/08	12/01/07 – 12/31/07	\$17,362.00	\$2,851.33	\$17,362.00	\$2,851.33
04/04/08	01/01/08 – 01/31/08	\$16,574.50	\$3,260.40	\$16,574.50	\$3,260.40
04/14/08	02/01/08 – 02/29/08	\$26,009.00	\$3,660.46	\$26,009.00	\$3,660.46
05/22/08	03/01/08 – 03/31/08	\$19,555.50	\$2,922.93	\$19,555.50	\$2,922.93
06/13/08	04/01/08 – 04/30/08	\$12,000.50	\$1,366.60	\$12,000.50	\$1,366.60
07/28/08	05/01/08 – 05/31/08	\$ 8,166.50	\$2,725.10	\$ 8,166.50	\$2,725.10
09/08/08	06/01/08 – 06/30/08	\$10,193.00	\$1,169.22	\$10,193.00	\$1,169.22
10/28/08	07/01/08 – 07/31/08	\$ 4,483.00	\$ 552.05	\$ 4,483.00	\$ 552.05
11/13/08	08/01/08 – 08/31/08	\$ 6,100.50	\$1,414.20	\$ 6,100.50	\$1,414.20
12/12/08	09/01/08 – 09/30/08	\$13,301.50	\$1,889.02	\$13,301.50	\$1,889.02
12/24/08	10/01/08 – 10/31/08	\$ 7,857.50	\$2,189.07	\$ 7,857.50	\$2,189.07
01/26/09	11/01/08 – 11/30/08	\$ 8,431.50	\$ 968.57	\$ 8,431.50	\$ 968.57
02/02/09	12/01/08 – 12/31/08	\$ 7,160.50	\$ 880.73	\$ 7,160.50	\$ 880.73
03/16/09	01/01/09 – 01/31/09	\$17,200.00	\$2,614.68	\$13,760.00	\$2,614.68
04/24/09	02/01/09 – 02/28/09	\$11,581.50	\$2,271.09	\$ 9,265.20	\$2,271.09
05/14/09	03/01/09 – 03/31/09	\$ 9,619.00	\$ 970.36	\$ 7,695.20	\$ 970.36
07/02/09	04/01/09 – 04/30/09	\$ 4,426.50	\$ 612.09	Pending	Pending

**PSZ&J PROFESSIONALS**

<b>Name of Professional Individual</b>	<b>Position of the Applicant, Number of Years in that Position, Prior Relevant Experience, Year of Obtaining License to Practice, Area of Expertise</b>	<b>Hourly Billing Rate (including Changes)</b>	<b>Total Hours Billed</b>	<b>Total Compensation</b>
Laura Davis Jones	Partner 2000; Joined Firm 2000; Member of DE Bar since 1986	\$795.00	7.40	\$5,883.00
Alan J. Kornfeld	Partner 1996; Member of CA Bar since 1987; Member of Washington, DC Bar since 2002; Member of NY Bar since 2004	\$725.00	4.40	\$3,190.00
James E. O'Neill	Partner 2005; Member of PA Bar since 1985; Member of DE Bar since 2001	\$535.00	10.40	\$5,564.00
William L. Ramseyer	Of Counsel 1989; Member of CA Bar since 1980	\$475.00	0.70	\$ 332.50
Kathleen P. Makowski	Associate 2008; Member of PA Bar since 1996; Member of DE Bar since 1997	\$395.00	4.80	\$1,896.00
Monica Molitor	Paralegal 2009	\$225.00	0.30	\$ 67.50
Margaret L. Oberholzer	Paralegal 2007	\$210.00	10.30	\$2,163.00
Cheryl A. Knotts	Paralegal 2000	\$205.00	1.20	\$ 246.00
Sheryle L. Pitman	Case Management Assistant 2001	\$125.00	2.60	\$ 325.00
Beatrice M. Koveleski	Case Management Assistant 2009	\$125.00	1.20	\$ 150.00
Ida L. Lane	Case Management Assistant 2009	\$125.00	0.80	\$ 100.00

**Grand Total:   \$   19,917.00**  
**Total Hours:       44.10**  
**Blended Rate:   \$     451.63**

### **COMPENSATION BY CATEGORY**

<b>Project Categories</b>	<b>Total Hours</b>	<b>Total Fees</b>
Bankruptcy Litigation	23.50	\$13,897.00
Case Administration	7.30	\$ 1,219.50
Claims Admin/Objections	0.30	\$ 118.50
Compensation of Professional	3.00	\$ 1,004.50
Compensation Professionals/Others	8.20	\$ 2,372.50
Plan & Disclosure Statement	1.80	\$ 1,305.00

### **EXPENSE SUMMARY**

<b>Expense Category</b>	<b>Service Provider (if applicable)</b>	<b>Total Expenses</b>
Working Meals	The Rodney Grill	\$ 76.15
Delivery/Courier Service	Tristate	\$239.38
Express Mail	DHL	\$ 25.04
Fax Transmittal	Outgoing only	\$470.00
Outside Services	Digital Legal Services	\$ 44.56
Court Research	Pacer	\$ 14.24
Reproduction Expense		\$136.70

<sup>3</sup> PSZ&J may use one or more service providers. The service providers identified herein below are the primary service providers for the categories described.

IN THE UNITED STATES BANKRUPTCY COURT

FOR THE DISTRICT OF DELAWARE

In re:	)	Chapter 11
	)	
The SCO GROUP, INC., <u>et al.</u> , <sup>1</sup>	)	Case No. 07-11337 (KG)
	)	(Jointly Administered)
Debtors.	)	

Objection Deadline: August 10, 2009 at 4:00 p.m.  
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**TWENTY-FIRST MONTHLY APPLICATION FOR COMPENSATION  
AND REIMBURSEMENT OF EXPENSES OF  
PACHULSKI STANG ZIEHL & JONES LLP, AS CO-COUNSEL  
TO THE DEBTORS AND DEBTORS IN POSSESSION, FOR  
THE PERIOD FROM MAY 1, 2009 THROUGH MAY 31, 2009**

Pursuant to sections 330 and 331 of Title 11 of the United States Code (the “Bankruptcy Code”), Rule 2016 of the Federal Rules of Bankruptcy Procedure (collectively, the “Bankruptcy Rules”), and the Court’s “Administrative Order Establishing Procedures for Interim Monthly Compensation of Professionals,” signed on or about October 4, 2007 (the “Administrative Order”), Pachulski Stang Ziehl & Jones LLP (“PSZ&J” or the “Firm”), co-counsel to the Debtors and Debtors in Possession (“Debtor”), hereby submits its Twenty-First Monthly Application for Compensation and for Reimbursement of Expenses for the Period from May 1, 2009 through May 31, 2009 (the “Application”).

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<sup>1</sup> The Debtors and the last four digits of each of the Debtors’ federal tax identification numbers are as follows: (a) The SCO Group, Inc., a Delaware corporation, Fed. Tax Id. #2823; and (b) SCO Operations, Inc., a Delaware corporation, Fed. Tax ID. #7393.

By this Application PSZ&J seeks a monthly interim allowance of compensation in the amount of \$19,917.00 and actual and necessary expenses in the amount of \$1,006.07 for a total allowance of \$20,923.07 and payment of \$15,933.60 (80% of the allowed fees) and reimbursement of \$1,006.07 (100% of the allowed expenses) for a total payment of \$16,939.67 for the period May 1, 2009 through May 31, 2009 (the "Interim Period"). In support of this Application, PSZ&J respectfully represents as follows:

### **Background**

1. On September 14, 2007 (the "Petition Date"), the Debtors filed voluntary petitions for relief under chapter 11 of the Bankruptcy Code. The Debtors continue in possession of their properties and continue to operate and manage their businesses as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. No trustee or examiner has been appointed in the Debtors' chapter 11 cases.

2. The Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334. This is a core proceeding pursuant to 28 U.S.C. § 157(b)(2).

3. On or about October 4, 2007, the Court signed the Administrative Order, authorizing certain professionals ("Professionals") to submit monthly applications for interim compensation and reimbursement for expenses, pursuant to the procedures specified therein. The Administrative Order provides, among other things, that a Professional may submit monthly fee applications. If no objections are made within twenty (20) days after service of the monthly fee application the Debtors are authorized to pay the Professional eighty percent (80%) of the requested fees and one hundred percent (100%) of the requested expenses. Beginning with the period ending December 31, 2007, and continuing at three-month intervals or such other

intervals convenient to the Court, each Professional shall file and serve an interim application for allowance of the amounts sought in its monthly fee applications for that period. All fees and expenses paid are on an interim basis until final allowance by the Court.

4. The retention of PSZ&J, as co-counsel to the Debtors, was approved effective as of the Petition Date by this Court's "Order Under Section 327(a) of the Bankruptcy Code and Rule 2014 of the Federal Rules of Bankruptcy Procedure and Local Rule 2014-1 Authorizing the Employment and Retention of Pachulski Stang Ziehl & Jones LLP as Bankruptcy Co-Counsel for the Debtors and Debtors in Possession *Nunc Pro Tunc* to the Petition Date," signed on or about October 4, 2007 (the "Retention Order"). The Retention Order authorized PSZ&J to be compensated on an hourly basis and to be reimbursed for actual and necessary out-of-pocket expenses.

**PSZ&J's APPLICATION FOR COMPENSATION AND  
FOR REIMBURSEMENT OF EXPENSES**

**Compensation Paid and Its Source**

5. All services for which PSZ&J requests compensation were performed for or on behalf of the Debtors.

6. PSZ&J has received no payment and no promises for payment from any source for services rendered or to be rendered in any capacity whatsoever in connection with the matters covered by this Application. There is no agreement or understanding between PSZ&J and any other person other than the partners of PSZ&J for the sharing of compensation to be received for services rendered in this case. PSZ&J has received payments from the Debtors during the year prior to the Petition Date in the amount of \$79,922.00 plus the Debtors'



aggregate filing fees of \$2,078.00 in connection with preparation of initial documents and the prepetition representation of the Debtors. PSZ&J was current as of the Petition Date, but has not yet completed a final reconciliation as of the Petition Date. Upon final reconciliation of the amount actually expended prepetition, any balance remaining from the payments to PSZ&J was credited to the Debtors and utilized as PSZ&J's retainer to apply to postpetition fees and expenses pursuant to the compensation procedures approved by this Court and the Bankruptcy Code.

#### **Fee Statements**

7. The fee statements for the Interim Period are attached hereto as Exhibit A. These statements contain daily time logs describing the time spent by each attorney and paraprofessional during the Interim Period. To the best of PSZ&J's knowledge, this Application complies with sections 330 and 331 of the Bankruptcy Code, the Bankruptcy Rules and the Administrative Order. PSZ&J's time reports are initially handwritten by the attorney or paralegal performing the described services. The time reports are organized on a daily basis. PSZ&J is particularly sensitive to issues of "lumping" and, unless time was spent in one time frame on a variety of different matters for a particular client, separate time entries are set forth in the time reports. PSZ&J's charges for its professional services are based upon the time, nature, extent and value of such services and the cost of comparable services other than in a case under the Bankruptcy Code. PSZ&J has reduced its charges related to any non-working "travel time" to fifty percent (50%) of PSZ&J's standard hourly rate. To the extent it is feasible, PSZ&J professionals attempt to work during travel.

### Actual and Necessary Expenses

8. A summary of actual and necessary expenses incurred by PSZ&J for the Interim Period is attached hereto as part of Exhibit A. PSZ&J customarily charges \$0.10 per page for photocopying expenses related to cases, such as this one, arising in Delaware. PSZ&J's photocopying machines automatically record the number of copies made when the person that is doing the copying enters the client's account number into a device attached to the photocopier. PSZ&J summarizes each client's photocopying charges on a daily basis.

9. PSZ&J charges \$1.00 per page for out-going facsimile transmissions. There is no additional charge for long distance telephone calls on faxes. The charge for outgoing facsimile transmissions reflects PSZ&J's calculation of the actual costs incurred by PSZ&J for the machines, supplies and extra labor expenses associated with sending telecopies and is reasonable in relation to the amount charged by outside vendors who provide similar services. PSZ&J does not charge the Debtors for the receipt of faxes in this case.

10. With respect to providers of on-line legal research services (e.g., LEXIS and WESTLAW), PSZ&J charges the standard usage rates these providers charge for computerized legal research. PSZ&J bills its clients the actual amounts charged by such services, with no premium. Any volume discount received by PSZ&J is passed on to the client.

11. PSZ&J believes the foregoing rates are the market rates that the majority of law firms charge clients for such services. In addition, PSZ&J believes that such charges are in accordance with the American Bar Association's ("ABA") guidelines, as set forth in the ABA's Statement of Principles, dated January 12, 1995, regarding billing for disbursements and other charges.

### **Summary of Services Rendered**

12. The names of the partners and associates of PSZ&J who have rendered professional services in these cases during the Interim Period, and the paralegals and case management assistants of PSZ&J who provided services to these attorneys during the Interim Period, are set forth in the attached Exhibit A.

13. PSZ&J, by and through such persons, has prepared and assisted in the preparation of various motions and orders submitted to the Court for consideration, advised the Debtors on a regular basis with respect to various matters in connection with the Debtors' bankruptcy cases, and performed all necessary professional services which are described and narrated in detail below. PSZ&J's efforts have been extensive due to the size and complexity of the Debtors' bankruptcy cases.

### **Summary of Services by Project**

14. The services rendered by PSZ&J during the Interim Period can be grouped into the categories set forth below. PSZ&J attempted to place the services provided in the category that best relates to such services. However, because certain services may relate to one or more categories, services pertaining to one category may in fact be included in another category. These services performed, by categories, are generally described below, with a more detailed identification of the actual services provided set forth on the attached Exhibit A. Exhibit A identifies the attorneys and paraprofessionals who rendered services relating to each category, along with the number of hours for each individual and the total compensation sought for each category.

**A. Bankruptcy Litigation**

15. During the Interim Period, the Firm, among other things: (1) performed work regarding motions to convert; (2) attended to notice issues; (3) performed research; and (4) corresponded and conferred regarding litigation issues.

Fees: \$13,897.00; Hours: 23.50

**B. Case Administration**

16. During the Interim Period, the Firm, among other things: (1) reviewed daily correspondence and pleadings and forwarded them to appropriate parties; (2) maintained a memorandum of Critical Dates; (3) maintained document control; and (4) prepared Hearing Notebooks.

Fees: \$1,219.50; Hours: 7.30

**C. Claims Administration and Objections**

17. During the Interim Period, the Firm, among other things, performed work regarding claimant R. Vad.

Fees: \$118.50; Hours: 0.30

**D. Compensation of Professionals**

18. This category includes work related to the fee applications of the Firm. During the Interim Period, the Firm, among other things: (1) drafted the Firm's March 2009 monthly fee application; (2) performed work regarding the Firm's February 2009 monthly fee application; and (3) monitored the status and timing of fee applications.

Fees: \$1,004.50; Hours: 3.00

**E. Compensation of Professionals--Others**

19. This category includes work related to the fee applications of professionals, other than the Firm. During the Interim Period, the Firm, among other things, performed work regarding the Tanner and Berger Singerman fee matters.

Fees: \$2,372.50; Hours: 8.20

**F. Plan and Disclosure Statement**

20. This category includes work related to issues regarding a Plan of Reorganization ("Plan") and Disclosure Statement. During the Interim Period, the Firm, among other things: (1) reviewed and analyzed a Plan and Disclosure Statement; and (2) conferred regarding Plan related issues.

Fees: \$1,305.00; Hours: 1.80

**Valuation of Services**

21. Attorneys and paraprofessionals of PSZ&J expended a total of 44.10 hours in connection with their representation of the Debtors during the Interim Period, as follows:

<b>Name of Professional Individual</b>	<b>Position of the Applicant, Number of Years in that Position, Prior Relevant Experience, Year of Obtaining License to Practice, Area of Expertise</b>	<b>Hourly Billing Rate (including Changes)</b>	<b>Total Hours Billed</b>	<b>Total Compensation</b>
Laura Davis Jones	Partner 2000; Joined Firm 2000; Member of DE Bar since 1986	\$795.00	7.40	\$5,883.00
Alan J. Kornfeld	Partner 1996; Member of CA Bar since 1987; Member of Washington, DC Bar since 2002; Member of NY Bar since 2004	\$725.00	4.40	\$3,190.00
James E. O'Neill	Partner 2005; Member of PA Bar since 1985; Member of DE Bar since 2001	\$535.00	10.40	\$5,564.00

<b>Name of Professional Individual</b>	<b>Position of the Applicant, Number of Years in that Position, Prior Relevant Experience, Year of Obtaining License to Practice, Area of Expertise</b>	<b>Hourly Billing Rate (including Changes)</b>	<b>Total Hours Billed</b>	<b>Total Compensation</b>
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Cheryl A. Knotts	Paralegal 2000	\$205.00	1.20	\$ 246.00
Sheryle L. Pitman	Case Management Assistant 2001	\$125.00	2.60	\$ 325.00
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Ida L. Lane	Case Management Assistant 2009	\$125.00	0.80	\$ 100.00

**Grand Total:   \$   19,917.00**  
**Total Hours:       44.10**  
**Blended Rate:   \$     451.63**

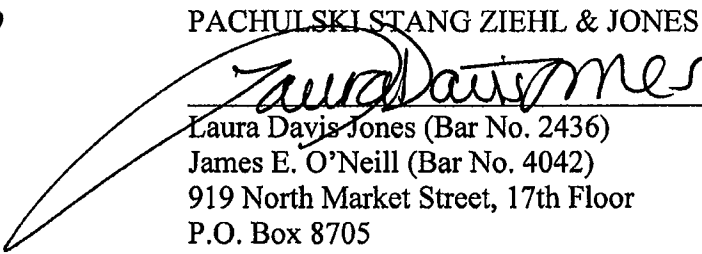
22.     The nature of work performed by these persons is fully set forth in Exhibit A attached hereto. These are PSZ&J's normal hourly rates for work of this character. The reasonable value of the services rendered by PSZ&J for the Debtors during the Interim Period is \$19,917.00.

23.     In accordance with the factors enumerated in section 330 of the Bankruptcy Code, it is respectfully submitted that the amount requested by PSZ&J is fair and reasonable given (a) the complexity of the case, (b) the time expended, (c) the nature and extent of the services rendered, (d) the value of such services, and (e) the costs of comparable services other than in a case under the Bankruptcy Code. Moreover, PSZ&J has reviewed the requirements of Del. Bankr. LR 2016-2 and the Administrative Order and believes that this Application complies with such Rule and Order.

WHEREFORE PSZ&J respectfully requests that, for the period May 1, 2009 through May 31, 2009, an interim allowance be made to PSZ&J for compensation in the amount of \$19,917.00 and actual and necessary expenses in the amount of \$1,006.07 for a total allowance of \$20,923.07, and payment of \$15,933.60 (80% of the allowed fees) and reimbursement of \$1,006.07 (100% of the allowed expenses) be authorized for a total payment of \$16,939.67 and for such other and further relief as this Court may deem just and proper.

Dated: July 17, 2009

PACHULSKI STANG ZIEHL & JONES LLP



Laura Davis Jones (Bar No. 2436)

James E. O'Neill (Bar No. 4042)

919 North Market Street, 17th Floor

P.O. Box 8705

Wilmington, DE 19899-8705

Telephone: (302) 652-4100

Facsimile: (302) 652-4400

Email: ljones@pszjlaw.com

joneill@pszjlaw.com

Co-Counsel to the Debtors and Debtors in Possession

**VERIFICATION**

STATE OF DELAWARE :  
:  
COUNTY OF NEW CASTLE :

Laura Davis Jones, after being duly sworn according to law, deposes and says:


a) I am a partner of the applicant law firm Pachulski Stang Ziehl & Jones LLP, and have been admitted to appear before this Court.

b) I am familiar with the work performed on behalf of the Debtors by the lawyers and paraprofessionals of PSZ&J.

c) I have reviewed the foregoing Application and the facts set forth therein are true and correct to the best of my knowledge, information and belief. Moreover, I have reviewed Del. Bankr. LR 2016-2 and the Administrative Order signed on or about October 4, 2007, and submit that the Application substantially complies with such Rule and Order.

  
\_\_\_\_\_  
Laura Davis Jones

SWORN AND SUBSCRIBED  
before me this 20th day of July, 2009.

  
\_\_\_\_\_  
Notary Public  
My Commission Expires: 11/4/09

MARY E. CORCORAN  
NOTARY PUBLIC  
STATE OF DELAWARE  
My commission expires Nov. 4, 2009



# **EXHIBIT A**

# PACHULSKI STANG ZIEHL & JONES LLP

919 North Market Street  
17th Floor  
Wilmington, DE 19801

July 2, 2009

Invoice Number **84402**      **77477 00001**      **LDJ**

Ryan Tibbitts  
Sco Group, Inc.  
355 South 520 West ste. 100  
Lindon, UT 84042

Balance forward as of last invoice, dated: April 30, 2009	\$61,698.89
Payments received since last invoice, last payment received -- July 15, 2009	\$10,717.37
Net balance forward	<u>\$50,981.52</u>

Re: Debtor Representation

## Statement of Professional Services Rendered Through 05/31/2009

			Hours	Rate	Amount
<b>Bankruptcy Litigation [L430]</b>					
05/05/09	LDJ	Review Trustee motion to convert case	0.20	795.00	\$159.00
05/05/09	JEO	Review motions to convert cases	0.80	535.00	\$428.00
05/05/09	KPM	Review email correspondence from James E. O'Neill regarding motion to convert	0.10	395.00	\$39.50
05/05/09	KPM	Review motion to convert	0.20	395.00	\$79.00
05/11/09	LDJ	Review Novell motion to convert case	0.40	795.00	\$318.00
05/11/09	LDJ	Review IBM motion to convert case	0.30	795.00	\$238.50
05/11/09	JEO	Review status of conversion motions and email with client and co-counsel regarding same	0.80	535.00	\$428.00
05/12/09	KPM	Review conversion motions	0.20	395.00	\$79.00
05/12/09	MLO	Retrieve conversion motions and circulate same	0.20	210.00	\$42.00
05/13/09	LDJ	Telephone conference with James E. O'Neill regarding conversion motion	0.20	795.00	\$159.00
05/13/09	JEO	Conference call with clients and co-counsel regarding conversion motions	1.10	535.00	\$588.50
05/14/09	LDJ	Conference with James E. O'Neill regarding case open issues, motions to convert	0.30	795.00	\$238.50
05/14/09	LDJ	Review and analyze motions to convert, and work on strategy in response	1.20	795.00	\$954.00
05/14/09	JEO	Review status of matters regarding conversion	0.80	535.00	\$428.00
05/18/09	LDJ	Telephone conference with Arthur Spector, James E. O'Neill regarding motions to convert, hearing strategy	1.00	795.00	\$795.00
05/18/09	JEO	Email with opposing counsel regarding conversion	0.40	535.00	\$214.00

		motions			
05/19/09	JEO	Emails regarding scheduling of conversion motion in SCO	0.80	535.00	\$428.00
05/19/09	JEO	Work on noticing of conversion motion	0.60	535.00	\$321.00
05/19/09	MLO	Draft notice re: conversion motions and discuss same; prepare same for filing and service and research service of same	0.70	210.00	\$147.00
05/19/09	KPM	Review, research and respond to email correspondence from James E. O'Neill regarding notice for motions to convert	0.60	395.00	\$237.00
05/19/09	KPM	Review and respond to email correspondence from Lynzy Oberholzer regarding drafting notice of hearing on motion to convert	0.10	395.00	\$39.50
05/19/09	KPM	Conference with Lynzy Oberholzer (2 x's) regarding revisions to notice of hearing on motions to convert	0.20	395.00	\$79.00
05/19/09	KPM	Draft email correspondence to C. Murray (Epiq) regarding service of notice of hearing on conversion motions	0.10	395.00	\$39.50
05/19/09	KPM	Telephone call with Lynzy Oberholzer regarding service of notice of hearing on motions to convert	0.10	395.00	\$39.50
05/19/09	KPM	Draft email correspondence to James E. O'Neill regarding draft notice of hearing on motions to convert	0.10	395.00	\$39.50
05/19/09	KPM	Draft email correspondence to C. Murray (Epiq) regarding confirmation of service of notice of hearing on motions to convert	0.10	395.00	\$39.50
05/19/09	KPM	Research notice requirements for notice of hearing on motions to convert	0.20	395.00	\$79.00
05/19/09	KPM	Draft email correspondence to James E. O'Neill regarding timing of service on equity security holders concerning motion to convert	0.10	395.00	\$39.50
05/20/09	JEO	Review notice issues for motions to convert	0.60	535.00	\$321.00
05/20/09	KPM	Review email correspondence from James E. O'Neill regarding notice of hearing on motions to convert	0.10	395.00	\$39.50
05/20/09	KPM	Review and revise notice on motions to convert	0.20	395.00	\$79.00
05/20/09	KPM	Review and respond to email correspondence from C. Murray (Epiq) regarding status of notice of hearing on motions to convert	0.10	395.00	\$39.50
05/20/09	KPM	Revise notice of hearing on motions to convert	0.20	395.00	\$79.00
05/20/09	KPM	Draft email correspondence to James E. O'Neill regarding approval to file and serve notice of hearing on motions to convert	0.10	395.00	\$39.50
05/21/09	AJK	Telephone conference with L. Davis Jones and J. O'Neill re dismissal motions.	0.10	725.00	\$72.50
05/21/09	AJK	Conference call with co-counsel and litigation counsel re strategy.	1.50	725.00	\$1,087.50
05/21/09	LDJ	Telephone conference with client representatives, counsel regarding response to motions to convert, related hearing strategy	1.50	795.00	\$1,192.50
05/21/09	JEO	Call with team regarding planning for conversion hearing	2.00	535.00	\$1,070.00
05/21/09	MLO	File re-notice of conversion motions (.2); prepare and execute service of same (.2); coordinate further service with Epiq (.1)	0.50	210.00	\$105.00
05/21/09	KPM	Conference with James E. O'Neill regarding status of	0.10	395.00	\$39.50

		conversion motions			
05/21/09	KPM	Conference with James E. O'Neill regarding logistics of filing re-notice of hearing for conversion motions	0.10	395.00	\$39.50
05/21/09	KPM	Telephone call to J. McMahon (Trustee) regarding approval to file re-notice of hearing on motions to convert	0.10	395.00	\$39.50
05/21/09	KPM	Review and respond to email correspondence from J. McMahon (Trustee) regarding approval to file re-notice of hearing on motions to convert	0.10	395.00	\$39.50
05/21/09	KPM	Review, revise and execute re-notice of hearing on motions to convert; Address filing and service of same	0.20	395.00	\$79.00
05/26/09	AJK	Conference call with co-counsel re litigation strategy.	1.00	725.00	\$725.00
05/26/09	LDJ	Telephone conference with client representative, professionals regarding conversion response strategy, related strategy	0.80	795.00	\$636.00
05/26/09	JEO	Participate in call regarding responses to motion to convert	1.20	535.00	\$642.00
05/27/09	MLO	Coordinate filing of affidavit of service of Epiq re: notice of conversion motions	0.10	210.00	\$21.00
05/29/09	LDJ	Telephone conference with Debtor team regarding motion to convert, response, related hearing strategy	0.80	795.00	\$636.00
05/30/09	LDJ	Correspondence to James E. O'Neill regarding pending issues, open tasks	0.20	795.00	\$159.00
<b>Task Code Total</b>			<b>23.50</b>		<b>\$13,897.00</b>

**Case Administration [B110]**

05/01/09	MLO	Circulate critical dates memorandum with respect to recently filed pleadings	0.10	210.00	\$21.00
05/01/09	MM	Review docket and update critical dates memorandum	0.10	225.00	\$22.50
05/06/09	KPM	Telephone call with K. Nielsen (SCO) regarding case status	0.20	395.00	\$79.00
05/06/09	KPM	Draft email correspondence to James E. O'Neill regarding case status	0.10	395.00	\$39.50
05/06/09	ILL	Coordinate and distribute pending pleadings to clients and legal team.	0.10	125.00	\$12.50
05/07/09	CAK	Review documents and organize to file.	0.10	205.00	\$20.50
05/07/09	MLO	Research and update critical dates memorandum with respect to recently filed pleadings	0.20	210.00	\$42.00
05/07/09	MLO	Review daily correspondence and pleadings and forward to the appropriate parties	0.10	210.00	\$21.00
05/07/09	BMK	Prepared daily memo narrative and coordinated client distribution.	0.10	125.00	\$12.50
05/08/09	MM	Review docket and pleadings and update critical dates memorandum (.1); confer with L. oberholzer re same (.1)	0.20	225.00	\$45.00
05/12/09	SLP	Prepare hearing binder.	2.30	125.00	\$287.50
05/12/09	MLO	Research and update critical dates memorandum with respect to recently filed pleadings	0.20	210.00	\$42.00
05/12/09	MLO	Review daily correspondence and pleadings and forward to the appropriate parties	0.10	210.00	\$21.00

05/12/09	BMK	Prepared daily memo narrative and coordinated client distribution.	0.10	125.00	\$12.50
05/12/09	ILL	Coordinate and distribute pending pleadings to clients and legal team.	0.10	125.00	\$12.50
05/13/09	MLO	Research and update critical dates memorandum with respect to recently filed pleadings	0.10	210.00	\$21.00
05/13/09	MLO	Review daily correspondence and pleadings and forward to the appropriate parties	0.10	210.00	\$21.00
05/13/09	BMK	Prepared daily memo narrative and coordinated client distribution.	0.10	125.00	\$12.50
05/13/09	ILL	Coordinate and distribute pending pleadings to clients and legal team.	0.10	125.00	\$12.50
05/14/09	SLP	Prepare hearing binder.	0.30	125.00	\$37.50
05/14/09	MLO	Research and update critical dates memorandum with respect to recently filed pleadings	0.20	210.00	\$42.00
05/14/09	MLO	Review daily correspondence and pleadings and forward to the appropriate parties	0.10	210.00	\$21.00
05/14/09	KPM	Review critical dates	0.10	395.00	\$39.50
05/14/09	BMK	Prepared daily memo narrative and coordinated client distribution.	0.10	125.00	\$12.50
05/14/09	ILL	Coordinate and distribute pending pleadings to clients and legal team.	0.10	125.00	\$12.50
05/15/09	BMK	Prepared daily memo narrative and coordinated client distribution.	0.10	125.00	\$12.50
05/15/09	ILL	Coordinate and distribute pending pleadings to clients and legal team.	0.10	125.00	\$12.50
05/18/09	BMK	Prepared daily memo narrative and coordinated client distribution.	0.10	125.00	\$12.50
05/18/09	ILL	Coordinate and distribute pending pleadings to clients and legal team.	0.10	125.00	\$12.50
05/19/09	BMK	Prepared daily memo narrative and coordinated client distribution.	0.10	125.00	\$12.50
05/21/09	MLO	Review daily correspondence and pleadings and forward to the appropriate parties	0.10	210.00	\$21.00
05/21/09	BMK	Prepared daily memo narrative and coordinated client distribution.	0.10	125.00	\$12.50
05/21/09	ILL	Coordinate and distribute pending pleadings to clients and legal team.	0.10	125.00	\$12.50
05/22/09	MLO	Research and update critical dates memorandum with respect to recently filed pleadings; circulate same	0.10	210.00	\$21.00
05/22/09	MLO	Review daily correspondence and pleadings and forward to the appropriate parties	0.10	210.00	\$21.00
05/22/09	BMK	Prepared daily memo narrative and coordinated client distribution.	0.10	125.00	\$12.50
05/26/09	MLO	Research and update critical dates memorandum with respect to recently filed pleadings	0.10	210.00	\$21.00
05/26/09	MLO	Review daily correspondence and pleadings and forward to the appropriate parties	0.10	210.00	\$21.00
05/26/09	BMK	Prepared daily memo narrative and coordinated client distribution.	0.10	125.00	\$12.50

05/26/09	ILL	Coordinate and distribute pending pleadings to clients and legal team.	0.10	125.00	\$12.50
05/27/09	BMK	Prepared daily memo narrative and coordinated client distribution.	0.10	125.00	\$12.50
05/28/09	BMK	Prepared daily memo narrative and coordinated client distribution.	0.10	125.00	\$12.50
05/29/09	CAK	Review documents and organize to file.	0.10	205.00	\$20.50
05/29/09	MLO	Research and update critical dates memorandum with respect to recently filed pleadings; circulate same	0.10	210.00	\$21.00

**Task Code Total****7.30****\$1,219.50****Claims Admin/Objections[B310]**

05/08/09	KPM	Review and respond to email correspondence from Debra Young regarding call from claimant, R. Vad	0.10	395.00	\$39.50
05/08/09	KPM	Telephone call with claimant, R. Vad, regarding status of stock interests	0.20	395.00	\$79.00

**Task Code Total****0.30****\$118.50****Compensation Prof. [B160]**

05/01/09	WLR	Draft March 2009 fee application	0.70	475.00	\$332.50
05/13/09	CAK	Review and edit March bill.	0.40	205.00	\$82.00
05/13/09	CAK	Review and update March Fee Application.	0.40	205.00	\$82.00
05/14/09	CAK	Coordinate posting, filing and service of March Fee application.	0.20	205.00	\$41.00
05/14/09	LDJ	Review and finalize interim fee application (March 2009)	0.30	795.00	\$238.50
05/14/09	MLO	Prepare March 2009 Monthly Fee Application of PSZ&J for filing and service (.2); prepare and execute service re: same (.2); coordinate filing of same (.1)	0.50	210.00	\$105.00
05/19/09	KPM	Review and execute certificate of no objection for PSZ&J's February 2009 fee application	0.10	395.00	\$39.50
05/19/09	MLO	Draft certification of no objection regarding February 2009 monthly fee application of PSZ&J (.1); prepare and execute service of same (.2); coordinate filing of same (.1)	0.40	210.00	\$84.00

**Task Code Total****3.00****\$1,004.50****Comp. of Prof./Others**

05/05/09	KPM	Telephone call to and from K. Bowman (Tanner) regarding hearing on quarterly fee application	0.20	395.00	\$79.00
05/05/09	KPM	Review email correspondence from K. Nielson (SCO) regarding setting quarterly fee hearing	0.10	395.00	\$39.50
05/06/09	MLO	Correspond with Tanner re: March certificate of no	0.10	210.00	\$21.00

		objection			
05/06/09	KPM	Telephone call to Chambers regarding request for quarterly fee hearing date	0.10	395.00	\$39.50
05/11/09	MLO	Prepare quarterly fee hearing materials, including fee binder index, fee applications, notice of quarterly fee hearing and coordinate binder production re: same	1.30	210.00	\$273.00
05/11/09	MLO	Draft certification of counsel re: quarterly fees and order re: same	0.20	210.00	\$42.00
05/11/09	KPM	Telephone call with Chambers regarding hearing date for quarterly fee application	0.10	395.00	\$39.50
05/11/09	KPM	Draft email correspondence to K. Nielson (SCO) and others regarding quarterly fee application hearing	0.10	395.00	\$39.50
05/15/09	MLO	File quarterly fee hearing notice (.2); prepare and execute service of same (.2)	0.40	210.00	\$84.00
05/20/09	MLO	Draft certification of no objection regarding March 2009 monthly fee application of Berger Singerman (.2); coordinate filing of same (.1); prepare and execute service of same (.2)	0.50	210.00	\$105.00
05/21/09	MLO	Review quarterly fee hearing binders	0.40	210.00	\$84.00
05/22/09	MLO	Coordinate delivery of quarterly fee hearing binders to chambers	0.10	210.00	\$21.00
05/22/09	MLO	Draft and file amended notice of fee hearing (.2); prepare and execute service of same (.2)	0.40	210.00	\$84.00
05/22/09	MLO	Draft agenda for 5/29 hearing and circulate same for comments	0.20	210.00	\$42.00
05/22/09	MLO	Coordinate telephonic appearances of participants for fee hearing	0.20	210.00	\$42.00
05/22/09	JEO	Review Berger Singerman April 2009 fee application	0.20	535.00	\$107.00
05/22/09	MLO	Prepare April 2009 Monthly Fee Application of Berger Singerman for filing and service (.2); prepare and execute service re: same (.2); coordinate filing of same (.1)	0.50	210.00	\$105.00
05/26/09	LDJ	Correspondence to James E. O'Neill regarding 5/29/09 hearing	0.20	795.00	\$159.00
05/27/09	JEO	Review agenda for May 29, 2009 fee hearing	0.30	535.00	\$160.50
05/27/09	MLO	Finalize and file agenda for 5/29 hearing (.2); prepare and execute service of same (.2); coordinate delivery of same to chambers (.1)	0.50	210.00	\$105.00
05/28/09	JEO	Work on amended agenda for May 29, 2009 fee hearing	0.50	535.00	\$267.50
05/28/09	MLO	Prepare and file amended agenda cancelling 5/28 hearing (.3); prepare and execute service of same (.2); coordinate delivery of same to chambers (.1)	0.60	210.00	\$126.00
05/28/09	MLO	Finalize and file certification of counsel re: 5th quarterly fees (.2); coordinate delivery of same to chambers (.1)	0.30	210.00	\$63.00
05/29/09	MLO	Prepare and execute service re: fee order (.2); prepare and coordinate filing of affidavit of service re: same (.1); circulate fee order to professionals (.1)	0.40	210.00	\$84.00
05/29/09	JEO	Review Certificate of Counsel on file	0.30	535.00	\$160.50

Task Code Total

8.20

\$2,372.50

**Plan & Disclosure Stmt. [B320]**

05/19/09	AJK	Discuss case strategy with L. Davis Jones.	0.30	725.00	\$217.50
05/21/09	AJK	Review plan and disclosure statement.	1.50	725.00	\$1,087.50
<b>Task Code Total</b>			<u>1.80</u>		<u>\$1,305.00</u>

**Total professional services:**

44.10

**\$19,917.00****Costs Advanced:**

05/01/2009	RE	Reproduction Expense. [E101] copies 12 pgs, WLR	\$1.20
05/04/2009	BM	Business Meal [E111] The Rodney Grill- Working Lunch for (5) Attys, Clients (3/30/09)	\$76.15
05/07/2009	RE	(CORR 9 @0.10 PER PG)	\$0.90
05/11/2009	PAC	77477.00001 PACER Charges for 05-11-09	\$0.16
05/12/2009	PAC	77477.00001 PACER Charges for 05-12-09	\$7.68
05/12/2009	RE	(CORR 103 @0.10 PER PG)	\$10.30
05/12/2009	RE	(CORR 80 @0.10 PER PG)	\$8.00
05/12/2009	RE	(CORR 199 @0.10 PER PG)	\$19.90
05/12/2009	RE	(CORR 25 @0.10 PER PG)	\$2.50
05/12/2009	RE	Reproduction Expense. [E101] Copies 15 pgs, WLR	\$1.50
05/13/2009	RE	(CORR 39 @0.10 PER PG)	\$3.90
05/14/2009	DC	77477.00001 TriState Courier Charges for 05-14-09	\$9.00
05/14/2009	DC	77477.00001 TriState Courier Charges for 05-14-09	\$5.00
05/14/2009	RE	(CORR 26 @0.10 PER PG)	\$2.60
05/14/2009	RE	(FEE 29 @0.10 PER PG)	\$2.90
05/14/2009	RE	(CORR 4 @0.10 PER PG)	\$0.40
05/14/2009	RE	(DOC 32 @0.10 PER PG)	\$3.20
05/14/2009	RE	(CORR 58 @0.10 PER PG)	\$5.80
05/14/2009	RE	(CORR 34 @0.10 PER PG)	\$3.40
05/15/2009	DC	77477.00001 TriState Courier Charges for 05-15-09	\$3.40
05/15/2009	DC	77477.00001 TriState Courier Charges for 05-15-09	\$36.00
05/15/2009	RE	(NOTC 6 @0.10 PER PG)	\$0.60
05/15/2009	RE	(CORR 114 @0.10 PER PG)	\$11.40
05/15/2009	RE	(CORR 69 @0.10 PER PG)	\$6.90
05/16/2009	RE	(CORR 6 @0.10 PER PG)	\$0.60
05/16/2009	RE	Reproduction Expense. [E101] Copies 13 pgs, WLR	\$1.30
05/18/2009	RE	(CORR 70 @0.10 PER PG)	\$7.00
05/19/2009	DC	77477.00001 TriState Courier Charges for 05-19-09	\$5.00
05/19/2009	DC	77477.00001 TriState Courier Charges for 05-19-09	\$9.00
05/19/2009	PAC	77477.00001 PACER Charges for 05-19-09	\$4.16
05/19/2009	RE	(FEE 6 @0.10 PER PG)	\$0.60



[illegible]

[illegible]

05/28/2009	FX	( 5 @1.00 PER PG)	\$5.00
05/28/2009	FX	( 5 @1.00 PER PG)	\$5.00
05/28/2009	FX	( 5 @1.00 PER PG)	\$5.00
05/28/2009	FX	( 5 @1.00 PER PG)	\$5.00
05/28/2009	FX	( 5 @1.00 PER PG)	\$5.00
05/28/2009	FX	( 5 @1.00 PER PG)	\$5.00
05/28/2009	FX	( 5 @1.00 PER PG)	\$5.00
05/28/2009	FX	( 5 @1.00 PER PG)	\$5.00
05/28/2009	FX	( 5 @1.00 PER PG)	\$5.00
05/28/2009	FX	( 5 @1.00 PER PG)	\$5.00
05/28/2009	FX	( 5 @1.00 PER PG)	\$5.00
05/28/2009	FX	( 5 @1.00 PER PG)	\$5.00
05/28/2009	RE	(DOC 16 @0.10 PER PG)	\$1.60
05/28/2009	RE	(NOTC 6 @0.10 PER PG)	\$0.60
05/28/2009	RE	(CORR 14 @0.10 PER PG)	\$1.40
05/28/2009	RE	(CORR 12 @0.10 PER PG)	\$1.20
05/29/2009	DC	77477.00001 TriState Courier Charges for 05-29-09	\$5.00
05/29/2009	DC	77477.00001 TriState Courier Charges for 05-29-09	\$36.00
05/29/2009	PAC	77477.00001 PACER Charges for 05-29-09	\$0.32

Total Expenses:

**\$1,006.07****Summary:**

Total professional services	\$19,917.00
Total expenses	\$1,006.07
Net current charges	<u>\$20,923.07</u>

Net balance forward \$50,981.52

**Total balance now due \$71,904.59**

AJK	Kornfeld, Alan J.	4.40	725.00	\$3,190.00
BMK	Koveleski, Beatrice M.	1.20	125.00	\$150.00
CAK	Knotts, Cheryl A.	1.20	205.00	\$246.00
ILL	Lane, Ida L.	0.80	125.00	\$100.00
JEO	O'Neill, James E.	10.40	535.00	\$5,564.00
KPM	Makowski, Kathleen P.	4.80	395.00	\$1,896.00
LDJ	Jones, Laura Davis	7.40	795.00	\$5,883.00

**Invoice number 84402**

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MLO	Oberholzer, Margaret L.	10.30	210.00	\$2,163.00
MM	Molitor, Monica	0.30	225.00	\$67.50
SLP	Pitman, L. Sheryle	2.60	125.00	\$325.00
WLR	Ramseyer, William L.	0.70	475.00	\$332.50
		<u>44.10</u>		<u>\$19,917.00</u>

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**Task Code Summary**

		<b>Hours</b>	<b>Amount</b>
BL	Bankruptcy Litigation [L430]	23.50	\$13,897.00
CA	Case Administration [B110]	7.30	\$1,219.50
CO	Claims Admin/Objections[B310]	0.30	\$118.50
CP	Compensation Prof. [B160]	3.00	\$1,004.50
CPO	Comp. of Prof./Others	8.20	\$2,372.50
PD	Plan & Disclosure Stmt. [B320]	1.80	\$1,305.00
		<u>44.10</u>	<u>\$19,917.00</u>

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**Expense Code Summary**

Working Meals [E1	\$76.15
Delivery/Courier Service	\$239.38
DHL- Worldwide Express	\$25.04
Fax Transmittal [E104]	\$470.00
Outside Services	\$44.56
Pacer - Court Research	\$14.24
Reproduction Expense [E101]	\$136.70
	<u>\$1,006.07</u>