

interim compensation for services rendered and reimbursement of expenses incurred during the period commencing April 1, 2013 through April 30, 2013.

The Brown Firm PLLC seeks payment of interim compensation in the total amount of \$1978.65. This total is comprised as follows: \$1904.00 (80% of the fees for services rendered) *plus* \$74.65 (100% of the interim expenses incurred). Summaries of the fees and expenses are attached hereto as Exhibits "A" and "B."

Pursuant to the Order, any party objecting to the payment of interim compensation and reimbursement of expenses as requested must file a written objection with the Court and serve a copy delivered by U.S. mail and e-mail to the following within ten (10) days after the date of mailing this notice:

- (a) UPH Holdings, Inc./Pac-West Telecomm, Inc./Tex-Link Communications, Inc./UniPoint Holdings, Inc./UniPoint Enhanced Services, Inc.; UniPoint Services, Inc./ nWire, LLC/ Peering Partners Communications, Inc., 6500 River Place Blvd., Bldg. 2, Suite 200, Austin, Texas, 78730 (Attn: J. Michael Holloway, President);
- (b) Counsel to the Debtors, JACKSON WALKER L.L.P., 100 Congress Avenue, Suite 100, Austin, Texas 78701 (Attn: Patricia Tomasco, ptomasco@jw.com, and Jennifer F. Wertz, jwertz@jw.com);
- (c) Office of the United States Trustee, 903 San Jacinto Blvd., Suite 230, Austin, Texas 78701 (Attn: Valerie Wenger);
- (d) Counsel for the Official Committee of Unsecured Creditors, KELLEY DRYE & WARREN LLP, 101 Park Avenue New York, NY 10178 (Attn: Benjamin Blaustein, BBlaustein@KelleyDrye.com, and Craig A. Wolfe, cwolfe@kelleydrye.com);
- (e) Any other creditor or party in interest who requests notice; and
- (f) Counsel for Hercules Technology II, LP,, Cole, Schotz, Meisel , Forman & Leonard, P.A., 25 Main Street, Hackensack, New Jersey 07601 (Attn: Stuart Komrower).

If an objection is timely filed and served, the Debtors will pay The Brown Firm PLLC only those amounts not in dispute until the Court hears and resolves such disputes. Any disputed amount must have a description of the objection to each line item in dispute; it shall not be sufficient to simply object to all fees and expenses.

Respectfully submitted,

JACKSON WALKER L.L.P.
100 Congress Ave., Suite 1100
Austin, Texas 78701
(512) 236-2000
(512) 236-2002 - FAX

By: /s/ Patricia B. Tomasco
Patricia B. Tomasco
State Bar No. 01797600
(512) 236-2076 – Direct Phone
(512) 691-4438 – Direct Fax
Email address: ptomasco@jw.com

Jennifer F. Wertz
State Bar No. 24072822
(512) 236-2247 – Direct Phone
(512) 391-2147 – Direct Fax
Email address: jwertz@jw.com

COUNSEL FOR DEBTORS

CERTIFICATE OF SERVICE

This will certify that on the 12th day of June, 2013, a true and correct copy of the foregoing pleading was served, via the Court's CM/ECF notification system and/or regular first class mail, on the persons and entities listed on the attached Master Service List.

/s/ Patricia B. Tomasco
Patricia B. Tomasco

SERVICE LIST

Steve Hubbard / RBC
202 US Route One, Suite 206
Falmouth, ME 04105

One Communications/Earthlink
5 Wall Street
Burlington, MA 01803

America OnLine
22000 AOL Way
Dulles, VA 20166

Telesense
Cabs Department
P.O. Box 364300
Las Vegas, NV 89133-6430

Cox Communications
1550 W. Deer Valley Rd.
Phoenix AZ 85027

CenturyLink
P.O. Box 2961
Phoenix, AZ 85062-2961

Frontier
P.O. Box 92713
Rochester, NY 14692-0000

Cogent Communications
P.O. Box 791087
Baltimore, MD 21279-1087

Genband, Inc.
ATTN: Eric Hinton
2801 Network Blvd
Suite 300
Frisco, TX 75034

Samsara
1250 S Capital of Texas Highway
Bldg 2-235
West Lake Hills, TX 78746

La Arcata Development Limited
ATTN: ACCOUNTS
RECEIVABLE
c/o NAI Reco Partners
1826 N. Loop 1604 W, #250
San Antonio, TX 78248

Grande Communications Network
Dept 1204
P.O. Box 121204
Dallas, TX 75312-1204

Telus Corporation
215 Slater Street
Ottawa, Ontario, K1P 5N5
CANADA

Alpheus Communication
Attn: SVP – Contract
Administration
1301 Fannin, 20th Floor
Houston, TX 77002

Hines REIT One Wilshire, LP
Attn: Kevin McNerny
624 S. Grand Avenue
Suite 2435
Los Angeles, CA 90017

Bandwidth.Com, Inc.
75 Remittance Drive, Suite 6647
Chicago, IL 60675

Pac Bell
P.O. Box 166490
Atlanta, GA 30321-0649

Arent Fox LLP
1050 Connecticut Ave. N.W.
Washington, DC 20036-5339

FPL FiberNet LLC
TJ412-01-0-R
ATTN: FISCAL SERVICES
2540 Shumard Oak Boulevard
Tallahassee, FL 32399-0850

Pilot Communications
P.O. Box 77766
Stockton, CA 95267-1066

Arthur A. Stewart
William A. Frazell
Assistant Attorneys General
Bankruptcy & Collections Division
P.O. Box 12548
Austin, Texas 78711-2548

Stuart Komrower
Ilana Volkov
COLE, SCHOTZ, MEISEL, FORMAN &
LEONARD, P.A.
25 Main Street
Hackensack, New Jersey 07601

United States Attorney
816 Congress Avenue, Suite 1000
Austin, TX 78701

Texas Workforce Commission
TEC Building – Bankruptcy
101 East 15th Street
Austin, TX 78778

James Ruiz
Andrew J. Schumaker
Winstead P.C.
401 Congress Avenue, Suite 2100
Austin, Texas 78701

UPH Holdings, Inc./Pac-West
Telecomm, Inc./Tex-Link
Communications, Inc./UniPoint
Holdings, Inc.
UniPoint Enhanced Services,
Inc./UniPoint Services, Inc./nWire,
LLC
Peering Partners Communications,
Inc.
6500 River Place Blvd., Bldg. 2,
Suite 200
Austin, Texas 78730

A. Kenneth Hennesay
ALLEN MATKINS
1900 Main Street, 5th Floor
Irvine, CA 92614-7321

Valerie Wenger
US Trustee
903 San Jacinto Blvd., room 230
Austin, Texas 78701

United States Attorney General
Department of Justice
950 Pennsylvania Avenue NW
Washington, DC 20530

Elizabeth Weller
LINEBARGER GOGGAN BLAIR
& SAMPSON, LLP
2323 Bryan Street, Suite 1600
Dallas, TX 75201

Hercules Technology II, LP
31 St. James Avenue, Suite 790
Boston, MA 02116

Kelly M. Crawford, Esq.
Peter C. Lewis, Esq.
Scheef & Stone, L.L.P.
500 N. Akard, 27th floor
Dallas, Texas 75201

Melissa A. Haselden
HOOVER SLOVACEK LLP
5847 San Felipe, Suite 2200
Houston, Texas 77057

Internal Revenue Service
P. O. Box 7346
Philadelphia, PA 19101-7346

Texas Comptroller of Public
Accounts
Revenue Accounting Division –
Bankruptcy Section
P.O. Box 13528
James V. Hoeffner
GRAVES, DOUGHERTY,
HEARON MOODY, P.C.
401 Congress Avenue, Suite 2200
Austin, Texas 78701

Hercules Technology Growth
Capital, Inc.,
31 St. James Avenue, Suite 790
Boston, MA 02116

Jason S. Brookner
LOOPER REED & MCGRAW
P.C.
1601 Elm Street, Suite 4600
Dallas, TX 75201

Kurt F. Gwynne
Reed Smith
1201 N Market Street, Suite 1500
Wilmington, DE 19801

Mitchell W. Katz
1801 California Street, 9th Floor
Denver, CO 80202

David F. Brown
Ewell, Bickham, & Brown LLP
111 Congress Avenue, Suite 400
Austin, Texas 78701

Linda Boyle, Esq.
tw telecom inc.
10475 Park Meadows Drive, # 400
Littleton, CO 80124

Timothy Bortz
Commonwealth of Pennsylvania
Dept. of Labor and Industry
Reading Bankruptcy & Compliance
Unit
625 Cherry Street, Room 203
Reading, PA 19602-1152

Philip G. Eisenberg
W. Steven Bryant
Locke Lord LLP
600 Travis Street, Suite 2800
Houston, Texas 77702

Craig A. Wolfe, Esq.
Kelley Drye & Warren LLP
101 Park Avenue
New York, New York 10178

John Dillman
Attorney in Charge for Taxing
Authority
Linebarger Goggan Blair &
Sampson, LLP
PO Box 3064
Houston, Texas 77253-3064

IBM Corporation
Bankruptcy Coordinator
Roger Laviolette
275 Viger East, Suite 400
Montreal, QC H2X 3R7
Canada

Richard E. Mikels
Mintz Levin Cohn Ferris Glovsky
and Popeo, PC
One Financial Center
Boston, MA 02111

Joseph R. Dunn
Mintz Levin Cohn Ferris Glovsky
and Popeo, PC
3580 Carmel Mountain Rd., Suite
300
San Diego, CA 92130

Kate P. Foley
Christine E. Devine
Mirick O'Connell, DeMallie &
Lougee
1800 West Park Drive, Suite 400
Westborough, MA 01581

Kay D. Brock
Travis County Attorney's Office
PO Box 1748
Austin, Texas 78767-1748

Dun & Bradstreet
c/o Ronald Rowland
307 International Circle, Ste 270
Hunt Valley, MD 21030

Courtney Harris
Aldine ISD
14910 Aldine-Westfield Rd.
Houston, Texas 77032

David Aelvoet
Linebarger Goggan Blair &
Sampson
711 Navarro Street, Suite 300
San Antonio, Texas 78205

Laura Garfinkel
CABS Billing Division
GSAssociates
5400 Laurel Springs Parkway, Suite
404
Suwanee, GA 30024

Leslie E. Trout
Director of Finance and
Administration
ATER WYNNE LLP
1331 NW Lovejoy Street, Suite 900
Portland, OR 97209

Charles E. Richardson, III, Esq.
Vice President and General Counsel
Momentum Telecom
2700 Corporate Drive, Suite 200
Birmingham, AL 35242

BOXER F2, LP
c/o Tracy Fink
720 N Post Oak Blvd., Suite 500
Houston, Texas 77024

EXHIBIT A

The Brown Firm PLLC
 1403 East 2nd Street
 Austin, Texas 78702

INVOICE

Pac-West Telecomm, Inc.
 4210 Coronado Ave.
 Stockton, CA 95204

Invoice 20357

Date	May 08, 2013
Terms	
Service Thru	Apr 30, 2013

In Reference To: Bankruptcy (Labor)

Date	By	Services	Hours	Rates	Amount
04/02/2013	NP	Draft Pleadings: Review and revise Notice of Suggestion of Bankruptcy, prepare same for filing.	0.20	\$100.00/hr	\$20.00
04/03/2013	NP	Draft Pleadings: Revise Notices of Suggestion of Bankruptcy in multiple cases, prepare same for filing	1.20	\$100.00/hr	\$120.00
04/05/2013	NP	Draft Correspondence: Follow up with local counsel for Momentum regarding status of bankruptcy filing	0.20	\$100.00/hr	\$20.00
04/08/2013	NP	Draft Correspondence: Follow up with local counsel for Momentum regarding status of bankruptcy filing	0.10	\$100.00/hr	\$10.00

In Reference To: Bankruptcy (Expenses)

Date	By	Expenses	Amount
04/02/2013	NP	Court filing and service fee: Filing fee for notice of suggestion bankruptcy	\$27.61
04/04/2013	NP	Court filing and service fee: Filing fees for notice of suggestion of bankruptcy in multiple cases	\$47.04

Total Hours	1.70 hrs
Total Labor	\$170.00
Total Expenses	\$74.65
Total Amount	\$244.65

In Reference To: CenturyLink/Qwest (Labor)

Date	By	Services	Hours	Rates	Amount
04/02/2013	NP	Review and analyze documents: Review and prepare documents to upcoming hearing	0.30	\$100.00/hr	\$30.00

The Brown Firm PLLC
 1403 East 2nd Street
 Austin, Texas 78702

INVOICE

Pac-West Telecomm, Inc.
 4210 Coronado Ave.
 Stockton, CA 95204

Invoice 20357

Date	May 08, 2013
Terms	
Service Thru	Apr 30, 2013

Date	By	Services	Hours	Rates	Amount
04/02/2013	AB	Telephone conference: Multiple telephone conferences with opposing counsel D. Brown and Bankruptcy counsel P. Tomasco concerning TRO hearing;	0.30	\$250.00/hr	\$75.00
04/03/2013	AB	Attend Hearing: Prepare and attend hearing on CenturyLinks motion to modify TRO	2.00	\$250.00/hr	\$500.00
04/03/2013	AB	Attend Hearing: Prepare for and attend hearing on TRO and bond amount;	1.50	\$250.00/hr	\$375.00
04/09/2013	AB	Draft Correspondence: Draft correspondence to opposing counsel concerning stay;	0.30	\$250.00/hr	\$75.00
04/09/2013	NP	Draft Correspondence: Draft correspondence responding to letter to opposing counsels demand to dismiss the case	0.20	\$100.00/hr	\$20.00
			Total Hours		4.60 hrs
			Total Labor		\$1,075.00
			Total Amount		\$1,075.00

In Reference To: Joe Shields (Labor)

Date	By	Services	Hours	Rates	Amount
04/16/2013	NP	Draft Correspondence: Correspond with Joe Shields regarding his motion for limited stay	0.20	\$100.00/hr	\$20.00
04/19/2013	NP	Telephone conference: Multiple teleconferences with Mr. Shields regarding matter	0.30	\$100.00/hr	\$30.00
			Total Hours		0.50 hrs
			Total Labor		\$50.00
			Total Amount		\$50.00

The Brown Firm PLLC
1403 East 2nd Street
Austin, Texas 78702

INVOICE

Pac-West Telecomm, Inc.
4210 Coronado Ave.
Stockton, CA 95204

Invoice 20357

Date	May 08, 2013
Terms	
Service Thru	Apr 30, 2013

Total Hours	6.80 hrs
Total Labor	\$1,295.00
Total Expenses	\$74.65
Total Invoice Amount	\$1,369.65
Previous Balance	\$865.00
Balance (Amount Due)	\$2,234.65

The Brown Firm PLLC
1403 East 2nd Street
Austin, Texas 78702

INVOICE

Pac-West Telecomm, Inc.
4210 Coronado Ave.
Stockton, CA 95204

Invoice 20357

Date	May 08, 2013
Terms	
Service Thru	Apr 30, 2013

Trust Account Summary

Billing Period: 04/01/2013 - 05/08/2013

Client: Pac-West Telecomm, Inc. | General Matter Trust

Current Balance

\$0.00

Date	Transaction	Deposit	Disbursement	Balance
No activity for this billing period.				

The Brown Firm, PLLC
 1700 East 2nd Street
 Suite 200
 Austin, Texas 78702

INVOICE

UniPoint Holdings, Inc.
 6500 River Place Blvd
 Building 2, #200
 Austin, TX 78730

Invoice 20364

Date	May 08, 2013
Terms	
Service Thru	Apr 30, 2013

In Reference To: iTalk (Labor)

Date	By	Services	Hours	Rates	Amount
04/08/2013	NP	Written Discovery: Draft 2nd Interrogatories, Request for Production and 1st Request for Admission to iTalk	0.60	\$100.00/hr	\$60.00
04/08/2013	NP	Written Discovery: Draft subpoena to Texas Comptrollers Office	0.40	\$100.00/hr	\$40.00
04/09/2013	AB	Review and analyze documents: Review Bernal documents for privilege;	0.40	\$250.00/hr	\$100.00
04/10/2013	NP	Telephone conference: Teleconference with Comptrollers office regarding subpoena, correspond with opposing counsel regarding same	0.30	\$100.00/hr	\$30.00
04/17/2013	NP	Draft Correspondence: Correspond with opposing counsel regarding status of document production and privilege log	0.20	\$100.00/hr	\$20.00
04/17/2013	NP	Draft Correspondence: Correspond with J. Johnson and S. Shiffman regarding Comptroller documents	0.10	\$100.00/hr	\$10.00
04/17/2013	NP	Review and analyze documents: Review documents for privileged information, compile info into privilege log per opposing counsel request	1.10	\$100.00/hr	\$110.00
04/18/2013	NP	Draft Correspondence: Follow up with S. Shiffman and J. Johnson regarding Comptroller documents	0.10	\$100.00/hr	\$10.00
04/18/2013	NP	Review and analyze documents: Continue review of documents for privileged information, compile info into privilege log	1.30	\$100.00/hr	\$130.00
04/22/2013	AB	Written Discovery: Review and analyze documents for production in response to subpoena;	2.10	\$250.00/hr	\$525.00
04/23/2013	NP	Review and analyze documents: Revise and finalize privilege log and prepare redacted documents to serve on counsel for iTalk	0.50	\$100.00/hr	\$50.00

The Brown Firm, PLLC
1700 East 2nd Street
Suite 200
Austin, Texas 78702

INVOICE

Invoice 20364

UniPoint Holdings, Inc.
6500 River Place Blvd
Building 2, #200
Austin, TX 78730

Date	May 08, 2013
Terms	
Service Thru	Apr 30, 2013

Total Hours	7.10 hrs
Total Labor	\$1,085.00
Total Invoice Amount	\$1,085.00
Previous Balance	\$5,710.00
Balance (Amount Due)	\$6,795.00

The Brown Firm, PLLC
1700 East 2nd Street
Suite 200
Austin, Texas 78702

INVOICE

UniPoint Holdings, Inc.
6500 River Place Blvd
Building 2, #200
Austin, TX 78730

Invoice 20364

Date	May 08, 2013
Terms	
Service Thru	Apr 30, 2013

Trust Account Summary

Billing Period: 02/15/2013 - 05/08/2013

Client: UniPoint Holdings, Inc | General Matter Trust

Current Balance

\$0.00

Date	Transaction	Deposit	Disbursement	Balance
No activity for this billing period.				

EXHIBIT "B"

**FIRST FEE REQUEST
April 1, 2013 through April 30, 2013**

Invoice No.	Fees	Expenses	Matter
20357	170.00	74.65	Bankruptcy
20357	1075.00		CenturyLink/Qwest
20357	50.00		Joe Shields
20364	1085.00		iTalk
	Total	2380.00	
	20% Holdback	-476.00	
	80% of Fees	1904.00	
	Expenses	74.65	
	Requested Amount	1978.65	