

compensation for services rendered and reimbursement of expenses incurred during the period commencing March 28, 2013 through April 30, 2013.

JW seeks payment of interim compensation in the total amount of \$68,937.39. This total is comprised as follows: \$47,940.00 (80% of the fees for services rendered) *plus* \$20,997.39 (100% of the interim expenses incurred). Summaries of the fees and expenses are attached hereto as Exhibits "A," "B," and "C."

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 JW 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
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(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 11th 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

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Assistant Attorneys General
Bankruptcy & Collections Division
P.O. Box 12548
Austin, Texas 78711-2548

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LEONARD, P.A.
25 Main Street
Hackensack, New Jersey 07601

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903 San Jacinto Blvd., room 230
Austin, Texas 78701

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

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

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

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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

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Dept. of Labor and Industry
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IBM Corporation
Bankruptcy Coordinator
Roger Laviolette
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Montreal, QC H2X 3R7
Canada

Texas Comptroller of Public Accounts
Revenue Accounting Division –
Bankruptcy Section
P.O. Box 13528
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MOODY, P.C.
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and Popeo, PC
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Boston, MA 02111

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Popeo, PC
3580 Carmel Mountain Rd., Suite 300
San Diego, CA 92130

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

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

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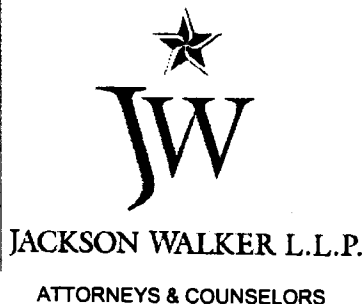
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Sampson
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Charles E. Richardson, III, Esq.
Vice President and General Counsel
Momentum Telecom
2700 Corporate Drive, Suite 200
Birmingham, AL 35242

EXHIBIT "A"

Remit by mail to:

Jackson Walker L.L.P.
P. O. Box 130989
Dallas, Tx 75313-0989

Federal Tax ID: 75-0764921



Remit by wire or ACH to:

Bank of America, N.A.
Account # [REDACTED]
Wire Routing # [REDACTED]
ACH Routing # [REDACTED]
Int'l use only:
Swift Code: [REDACTED]

Payment Due Upon Receipt. Please include Invoice No. with remittance.

Ref No.: 142851-00001-PBT2
(512)236-2093/sbedinghaus@jw.com

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Invoice No: 1322233
Invoice Date: 06/11/13

PacWest, UniPoint Holdings dba PointOne Communicat
c/o Mike Holloway
6500 River Place Blvd., Bldg. 2, Suite 200
Austin, TX 78730

Re: Restructuring

FOR LEGAL SERVICES RENDERED and expenses incurred in connection with the above-referenced matter for the period ending April 30, 2013

INVOICE SUMMARY

Total Fees	\$59,925.00
Total Expenses	20,997.39
Total Due This Invoice:	\$80,922.39

Reference No.:

Invoice No: 1322233

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Invoice Date: 06/11/13

TIME DETAIL:

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Amount</u>	<u>Description</u>
<u>Asset Disposition:</u>				
03/28/13	P. Tomasco	0.5	287.50	Review and edit motions to reject contracts and leases.
03/28/13	P. Tomasco	0.7	402.50	Additional revisions to motions to reject.
03/28/13	P. Tomasco	0.4	230.00	Review and revise motions under 11 USC 366 and to provide payment assurance.
03/29/13	P. Tomasco	0.1	57.50	Review status of motions to reject.
03/29/13	P. Tomasco	0.1	57.50	Coordinate amended certificate of service on motions to reject and utility motions
04/02/13	P. Tomasco	0.2	115.00	Telephone conference and email correspondence to T. Wisblood regarding lessor notice of motion to reject
04/02/13	P. Tomasco	0.1	57.50	Forward rejection order to landlord's counsel
04/02/13	C. Thomas	0.4	70.00	Correspondence to counsel for CA-Mission Street Limited Partnership regarding motion to reject 201 Mission Lease.
04/03/13	J. Wertz	0.2	57.00	Telephone conference with T. Cobb, counsel for AOL, concerning rejection of contract; email conference with P. Tomasco concerning same.
04/13/13	P. Tomasco	0.1	57.50	Email correspondence with J Palmer regarding pending rejection motions.
04/14/13	P. Tomasco	0.2	115.00	Continue coordination of final schedule for rejection motion.
04/17/13	J. Wertz	1.8	513.00	Draft Second Omnibus Motion to Reject Unexpired Leases and proposed order granting same; draft Notice of Hearing for same; review Local Rules for Complex Chapter 11 procedures to determine whether to include objection deadline; conference with K. Gradney concerning exhibit to Motion.
04/24/13	P. Tomasco	0.2	115.00	Coordinate calendaring of omnibus rejection motion hearing dates.
04/25/13	P. Tomasco	0.2	115.00	Telephone conference with K Gwynne regarding Qwest disconnect orders versus rejection.
04/25/13	P. Tomasco	0.2	115.00	Telephone conference with D. Peress and forward inquiry from Hilco Streambank regarding marketability of excess IP addresses
04/25/13	P. Tomasco	0.1	57.50	Email correspondence regarding form NDA for purchasers of assets
04/25/13	P. Tomasco	0.1	57.50	Email correspondence regarding locating broker to assign and sublet One Wilshire location.

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<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Amount</u>	<u>Description</u>
04/25/13	J. Wertz	0.2	57.00	Review facts from Debtors' personnel concerning issues with retrieval of property at Las Vegas leased premises
04/25/13	J. Wertz	0.4	114.00	Locate case law supporting turnover of property action under 542
04/25/13	J. Wertz	2.6	741.00	draft Motion to Compel Turnover and for Sanctions (2.1); draft proposed order granting same (.2); draft Motion to Expedite Motion to Compel and proposed order granting same
04/25/13	J. Wertz	0.1	28.50	Review Judge Davis's procedures for certificate of conference for Motion to Expedite
04/26/13	P. Tomasco	0.2	115.00	Review and respond to counsel inquiry regarding rejection of Frontier circuits
04/26/13	P. Tomasco	0.7	402.50	Review and analyze Qwest contracts forwarded by client
04/26/13	P. Tomasco	0.1	57.50	Review and forward analysis of value of IP addresses owned by debtors.
04/26/13	P. Tomasco	0.2	115.00	Detailed email response to G. Hamberg regarding lack of regulatory issue for non-retail circuit disconnects
04/26/13	P. Tomasco	0.1	57.50	Multiple email correspondence with client regarding ARIN rules and value of IP addresses
04/29/13	A. Benolken	0.4	218.00	Prepare non-disclosure agreement for use with buyers.
04/29/13	P. Tomasco	0.2	115.00	Telephone conference with J. Hoeffner, counsel for AT&T, regarding circuit reject list
04/29/13	P. Tomasco	0.1	57.50	Retrieve and forward rejection list in soft format
04/29/13	P. Tomasco	0.2	115.00	Coordinate response to Frontier regarding regulatory impact of circuit disconnect
04/29/13	P. Tomasco	0.1	57.50	Email correspondence to Frontier counsel regarding ongoing discussion between business people
04/29/13	P. Tomasco	0.2	115.00	Email to J. Hoeffner regarding intercompany billing disputes and origin of rejected circuit list
04/29/13	P. Tomasco	0.1	57.50	Coordinate client contact on Frontier rejection issues
04/30/13	P. Tomasco	0.2	115.00	Review and respond to committee suggested language regarding rejection order
04/30/13	P. Tomasco	0.3	172.50	Review and respond to proposed language from K. Gwynne regarding rejection order language
04/30/13	P. Tomasco	0.2	115.00	Office conference with E. Nicolas regarding Telastic software license issues

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Invoice Date: 06/11/13

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Amount</u>	<u>Description</u>
04/30/13	P. Tomasco	0.3	172.50	Emails to client to gather underlying documents to analyze title to software
04/30/13	P. Tomasco	0.6	345.00	Revise and forward form NDA to M. Quinn for use with buyers
04/30/13	P. Tomasco	0.2	115.00	Retrieve and forward requested patent documents to committee counsel
04/30/13	P. Tomasco	0.1	57.50	Continue analysis of Telastic license documents
Total Asset Disposition		13.4	\$ 5,996.00	
<u>Business Operations:</u>				
04/01/13	P. Tomasco	1.1	632.50	Prepare for and meet with client representatives regarding potential testimony and issues for hearing.
04/01/13	P. Tomasco	0.1	57.50	Email correspondence with S. Komrower regarding corporate organization chart.
04/02/13	J. Wertz	1.2	342.00	Research whether courts authorize payment of prepetition vacation claims to employees outside of plan of reorganization.
04/03/13	J. Wertz	2.1	598.50	Draft Motion to Pay Prepetition Employees and Vacation Pay.
04/04/13	J. Wertz	0.8	228.00	Draft Motion to Pay Prepetition Employees and Vacation Pay (.5); draft proposed order granting same (.2); email conference with P. Tomasco regarding same (.1).
04/04/13	J. Wertz	0.9	256.50	Draft Motion to Pay Contractors (.5); draft Motion to Expedite Motion to Pay Contractors (.2); conference with K. Gradney concerning creation of exhibits to Motion to Pay Contractors (.2).
04/26/13	P. Tomasco	0.2	115.00	Email correspondence with clients regarding need for excise tax returns
Total Business Operations		6.4	\$ 2,230.00	
<u>Case Administration:</u>				
03/28/13	P. Tomasco	0.1	57.50	Review status of filed petitions.
03/28/13	P. Tomasco	0.1	57.50	Email correspondence to client regarding filing receipts with instructions for use in stopping creditor action.
03/28/13	P. Tomasco	0.2	115.00	Telephone conference with A. Brown regarding pending litigation and coordinating filing of suggestions of bankruptcy
03/28/13	P. Tomasco	0.1	57.50	Coordinate filing of notices of first day hearings.
03/28/13	P. Tomasco	0.1	57.50	Coordinate with client regarding attendance at first day hearings

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Invoice Date: 06/11/13

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Amount</u>	<u>Description</u>
03/28/13	P. Tomasco	0.3	172.50	Finalize declaration in support of first day hearings.
03/28/13	P. Tomasco	0.2	115.00	Telephone conference with M. Holloway regarding employee issues.
03/28/13	P. Tomasco	0.1	57.50	Email correspondence to A Brown regarding suggestions of bankruptcy.
03/28/13	P. Tomasco	0.1	57.50	Coordinate with G. Egger regarding notifying banks to stop payment on pre-petition checks
03/28/13	J. Wertz	1.1	313.50	Review all first-day motions and proposed order granting for completeness and correctness (1.0); email conference with P. Tomasco regarding Declaration (.1).
03/28/13	J. Wertz	0.1	28.50	Email conference with S. Komrower concerning cash collateral order.
03/28/13	J. Wertz	0.1	28.50	Telephone conference with J. Lopez, concerning first-day motions, setting of hearings on first day motions, set-up of required dial-in number, and notice of hearings.
03/28/13	J. Wertz	0.1	28.50	Review filed Utilities Motion and draft email correspondence to K. Gradney concerning necessity of filing amended motion to include all exhibits thereto (.1).
03/28/13	J. Wertz	0.1	28.50	Conference with P. Tomasco to discuss use of hearing notebooks for first-day hearings; conference with C. Thomas directing preparation of same (.1).
03/28/13	J. Wertz	0.2	57.00	Review Local Rules concerning Complex Chapter 11 treatment (.1); direct K. Gradney to prepare notice for matters needing expedited hearing (.1).
03/28/13	C. Thomas	1.3	227.50	Prepare exhibit list for adequate assurance motions.
03/28/13	C. Thomas	1.6	280.00	Make final revisions to and file Voluntary Petitions.
03/28/13	C. Thomas	0.4	70.00	Create mailing list for 20 largest unsecured creditors.
03/28/13	C. Thomas	0.6	105.00	Retrieve Notices of Bankruptcy Case Filing for use in preparing email notice to parties advising of case filings.
03/28/13	C. Thomas	3.1	542.50	Continue to work on creditor matrix.
03/29/13	P. Tomasco	0.1	57.50	Review exhibit and hearing notebooks.
03/29/13	P. Tomasco	0.1	57.50	Coordinate notice of hearing on first day motions.
03/29/13	P. Tomasco	0.1	57.50	Coordinate email service list with client
03/29/13	P. Tomasco	0.2	115.00	Telephone conference with S. Hubbard regarding case and change of address

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Invoice Date: 06/11/13

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Amount</u>	<u>Description</u>
03/29/13	P. Tomasco	0.7	402.50	Telephone conference with D. Brown (counsel for Qwest) regarding filing of case
03/29/13	P. Tomasco	0.6	345.00	Telephone conference with C. Gwynne (counsel for Qwest) regarding filing of case and first day motions/payment assurance motion
03/29/13	P. Tomasco	0.1	57.50	Email correspondence with D. Brown and C. Gwynne forwarding pleadings
03/29/13	P. Tomasco	0.2	115.00	Draft email correspondence to S. Shiffman regarding filing notices to be distributed to local counsel to file suggestions of bankruptcy
03/29/13	P. Tomasco	0.3	172.50	Telephone conference with M. Holloway regarding operational issues and certain creditors threatening to discontinue services
03/29/13	P. Tomasco	0.1	57.50	Follow up with M. Holloway regarding authority to pre-pay for post-petition services
03/29/13	J. Wertz	1.0	285.00	Review first day pleadings and compile list of necessary exhibits for hearings; organize pleadings to create hearing notebooks for Court; email conference with P. Tomasco regarding same.
03/29/13	J. Wertz	0.1	28.50	Telephone conference with V. Wenger, US Trustee's Office, concerning first-day motions.
03/29/13	J. Wertz	0.1	28.50	Telephone conference with A. Ottmers concerning first-day motions.
03/29/13	J. Wertz	0.3	85.50	Email conference with P. Tomasco regarding service on first-day motions (.1); telephone conference with K. Gradney concerning same (.1); review Supplemental Certificates of Service drafted by C. Thomas.
03/29/13	J. Wertz	0.2	57.00	Email conference with US Trustee counsel concerning Motion to Maintain Bank Accounts (.1); email conference concerning objection raised with P. Tomasco (.1).
03/29/13	J. Wertz	1.1	313.50	Email conferences with V. Wenger, counsel to US Trustee, concerning US Trustee objections to first day motions, including (1) 366(b) Motion; (2) Motion for Joint Administration; (3) Bank Accounts Motion; (4) Reject 201 Mission Lease; (4) Omnibus Rejection; and (5) Setoff Motion, and correspondence concerning emails and fax addresses of Top 20 Unsecured creditors for committee representation.
03/29/13	J. Wertz	0.1	28.50	Draft email correspondence to V. Wenger (US Trustee) concerning fax and email information for top 20 unsecureds.
03/29/13	C. Thomas	0.5	87.50	Prepare email service list, and serve First Day Motions on 20 largest unsecured creditors.

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Invoice Date: 06/11/13

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Amount</u>	<u>Description</u>
03/29/13	C. Thomas	2.3	402.50	Prepare, file and serve Supplemental Certificates of Service for Motion to Provide Payment Assurance and Authorizing Setoff of Certain Provider Contracts and Omnibus Motion for Order Approving the Rejection of Unexpired Contracts Nunc Pro Tunc to Petition Date.
03/29/13	C. Thomas	5.1	892.50	Prepare hearing notebooks and exhibit notebooks for First Day Motions.
03/29/13	C. Thomas	0.8	140.00	Continue to work on creditor list.
03/30/13	J. Wertz	1.9	541.50	Prepare for hearings on first-day motions; review opinion issued by Ninth Circuit with respect to Debtors for background information as to Debtors' reasons for filing Chapter 11.
03/31/13	P. Tomasco	0.3	172.50	Review pleadings in preparation for first day hearings.
03/31/13	P. Tomasco	0.3	172.50	Email correspondence with potential committee counsel regarding requested information
03/31/13	J. Wertz	0.1	28.50	Email conference with P. Tomasco concerning filed Declaration of Debtors' president.
04/01/13	M. Sprouse III	0.3	139.50	Receive communication from Alpheus Communications regarding prepetition amounts owed, status of the bankruptcy case, and automatic stay issues.
04/01/13	J. Wertz	0.9	256.50	Conference with P. Tomasco, M. Holloway, and J. Palmer prior to hearings on first-day motions.
04/01/13	J. Wertz	1.2	342.00	Attendance at hearings on first-day motions filed by the Debtors.
04/01/13	J. Wertz	0.2	57.00	Telephone conference with J. Lopez (Judge Davis's courtroom deputy) concerning date for final cash collateral hearing and dates for omnibus hearings in the next six months (.1) email conference with P. Tomasco regarding same (.1).
04/01/13	C. Thomas	1.0	175.00	Revise and file Verification of Creditor Matrix for each case, and upload matrix for each.
04/01/13	C. Thomas	0.7	122.50	Prepare for filing and forward Declarations for Electronic Filing to the Court.
04/02/13	P. Tomasco	0.2	115.00	Coordinate scope of litigation to determine causes of action where suggestions of bankruptcy are necessary
04/02/13	P. Tomasco	0.1	57.50	Attention to progress of schedules and statements
04/02/13	P. Tomasco	0.6	345.00	Respond to various creditor inquiries regarding orders
04/02/13	P. Tomasco	0.2	115.00	Emails to J. Palmer regarding progress on schedules and coordination of software types

Reference No.:

Invoice No: 1322233

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Invoice Date: 06/11/13

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Amount</u>	<u>Description</u>
04/02/13	P. Tomasco	0.1	57.50	Email to J. Palmer regarding coordination of preparation of schedules
04/02/13	P. Tomasco	0.1	57.50	Email to J. Palmer regarding communication protocols
04/02/13	J. Wertz	1.0	285.00	Research case law addressing differing final cash collateral orders and interim cash collateral orders.
04/02/13	C. Thomas	1.2	210.00	Research Travis County District and County Court dockets for pending litigation involving any of the Debtors for use in preparing Suggestions of Bankruptcy.
04/03/13	P. Tomasco	0.2	115.00	Review and respond to inquiry from bank regarding post-petition check clearing.
04/03/13	P. Tomasco	0.2	115.00	Email to bank representatives regarding processing checks.
04/03/13	P. Tomasco	0.3	172.50	Numerous telephone conferences with creditors regarding filing of chapter 11
04/03/13	P. Tomasco	0.1	57.50	Email regarding payments to bank
04/03/13	P. Tomasco	0.1	57.50	Coordinate service of entered orders to affected parties
04/03/13	P. Tomasco	0.1	57.50	Telephone conference with S. Fenske at US Bank
04/03/13	P. Tomasco	0.1	57.50	Forward bank motion and orders to S. Fenske
04/03/13	P. Tomasco	0.5	287.50	Extended telephone conference with P. Lewis for Cogent
04/03/13	P. Tomasco	0.2	115.00	Email correspondence with client regarding Cogent issues
04/03/13	P. Tomasco	0.1	57.50	Review and respond to broker inquiry regarding status of case
04/03/13	P. Tomasco	0.2	115.00	Emails with V. Grover regarding interested buyers
04/03/13	C. Thomas	0.2	35.00	At the request of the Bankruptcy Clerk, revise Declarations for Electronic Filing to reflect EINs, and forward to Clerk's office.
04/03/13	C. Thomas	0.9	157.50	Review and revise creditor matrix for future use in preparing Amended Verification of Creditor Matrix.
04/04/13	P. Tomasco	0.3	172.50	Coordinate with state court counsel regarding pending cases for purposes of managing affirmative recoveries
04/04/13	P. Tomasco	0.2	115.00	Emails with Georgia counsel regarding results of research on effect of stay on deemed admissions
04/04/13	P. Tomasco	0.3	172.50	Email to T. Cobb regarding AOL litigation position and effect of bankruptcy on ongoing services

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<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Amount</u>	<u>Description</u>
04/04/13	P. Tomasco	0.2	115.00	Begin coordination of master claims list and claims notebook
04/04/13	P. Tomasco	0.1	57.50	Receipt and forward press inquiry regarding filing
04/04/13	P. Tomasco	0.1	57.50	Emails regarding insurance premium financing
04/04/13	P. Tomasco	0.1	57.50	Email to J. Palmer regarding lack of progress on statements and schedules
04/04/13	J. Wertz	1.0	285.00	Attend meeting with P. Tomasco, C. Thomas, and K. Gradney concerning necessary pleadings and notices to be filed following entry of first-day motions and drafting of group of pleadings to employ JW, special counsel, and financial advisor.
04/04/13	J. Wertz	0.2	57.00	Telephone conference with T. Cobb (AOL) concerning 362 motion and other first-day motions granted in case; email conference with P. Tomasco concerning same.
04/04/13	C. Thomas	1.2	210.00	Make further revisions to creditor matrix for future use in preparing Amended Verification of Creditor Matrix.
04/04/13	C. Thomas	0.2	35.00	Email correspondence to J. Palmer forwarding Best Case files and creditor spreadsheets for use in preparing schedules and statements.
04/04/13	C. Thomas	0.6	105.00	Make revisions to Master Service List to conform to Order Granting Motion to Limit Notice.
04/05/13	C. Thomas	2.5	437.50	Receipt and review of notice from U.S. Bankruptcy Courts noticing center regarding creditor matrix, and research current mailing addresses for creditors noted with undeliverable addresses.
04/08/13	P. Tomasco	0.9	517.50	Prepare for and meet with J Palmer and M Holloway regarding lack of progress on statements and schedules.
04/08/13	J. Wertz	0.1	28.50	Draft email correspondence to J. Lopez, courtroom deputy to Judge Davis, concerning setting of hearing on 362 Motion.
04/08/13	J. Wertz	0.3	85.50	Telephone conference with B. Cummings (AT&T) concerning Debtors' proposal for adequate assurance to AT&T(.1); review Motion and amount suggested by Debtors therein (.1); email conference with P. Tomasco concerning same (.1).
04/08/13	C. Thomas	1.9	332.50	Research and make revisions to creditor addresses in preparation for amending creditor matrix.
04/08/13	C. Thomas	2.3	402.50	Prepare initial drafts of Schedules D, E and F for UPH Holdings, Inc.
04/08/13	C. Thomas	1.9	332.50	Research language for global notes to be included at the beginning of the schedules and statements.

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<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Amount</u>	<u>Description</u>
04/09/13	J. Wertz	0.6	171.00	Attend team meeting for UPH case (.6).
04/09/13	J. Wertz	0.2	57.00	Telephone conference with counsel for One Communication and Earthlink concerning adequate assurance proposals (.1); email conference with P. Tomasco concerning request for additional payment (.1).
04/09/13	C. Thomas	1.6	280.00	Conference with financial advisor regarding items to include in preparation of schedules and statements.
04/09/13	C. Thomas	5.1	892.50	Prepare initial drafts of Schedules A, B, G and H for UPH Holdings, Inc., and begin preparation of Statement of Financial Affairs.
04/10/13	P. Tomasco	0.2	115.00	Email correspondence regarding communication issues with J Palmer.
04/10/13	J. Wertz	0.2	57.00	Telephone conference with B. Blaustein (FPL) concerning Debtors' adequate assurance payment motion (.1); email conference with P. Tomasco concerning proposal to increase payment (.1).
04/10/13	C. Thomas	5.6	980.00	Continue preparation of Statement of Financial Affairs for UPH, and prepare initial draft of Schedules for nWire.
04/11/13	C. Thomas	6.4	1,120.00	Prepare initial drafts of Statement of Financial Affairs for nWire, and prepare initial draft of Schedules and Statement of Financial Affairs for Peering Partners.
04/12/13	J. Wertz	0.1	28.50	Email conference with J. Lopez, courtroom deputy to Judge Davis, concerning setting up dial-in number for hearings on April 15.
04/12/13	C. Thomas	7.3	1,277.50	Prepare initial drafts of Statement of Financial Affairs for Peering Partners and Schedules and Statement of Financial Affairs for Tex-Link.
04/15/13	J. Wertz	0.1	28.50	Draft provision concerning AT&T in 362 Motion (.1).
04/15/13	C. Thomas	2.1	367.50	Conduct UCC searches for Texas entities for use in preparing schedules.
04/15/13	C. Thomas	2.7	472.50	Prepare initial draft of Schedules for UniPoint Services.
04/15/13	C. Thomas	1.6	280.00	Prepare Global Notes for inclusion in schedules and statements for all cases.
04/16/13	C. Thomas	8.0	1,400.00	Prepare initial drafts of Statement of Financial Affairs for UniPoint Services, and Schedules and Statement of Financial Affairs for UniPoint Enhanced Services.
04/17/13	J. Wertz	1.6	456.00	Draft Comment as requested by Washington Public Utilities Commission on the extent automatic stay applies to public utility commission proceedings involving debtor.

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<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Amount</u>	<u>Description</u>
04/17/13	C. Thomas	10.7	1,872.50	Prepare initial drafts of Schedules and Statement of Financial Affairs for Pac-West, and Schedules for UniPoint Holdings.
04/18/13	J. Wertz	0.4	114.00	Telephone conference with S. Bryant (Alpheus) concerning payment to Alpheus pursuant to provider motion (.2); email conference with J. Palmer to confirm payment made to Alpheus (.1); draft email correspondence to S. Bryant (counsel for Alpheus) concerning timing of payment to Alpheus (.1).
04/18/13	C. Thomas	7.1	1,242.50	Prepare Statement of Financial Affairs for UniPoint Holdings, make revisions to Schedules and Statements of Financial Affairs for all cases, and file Schedules and Statement of Financial Affairs in each case.
04/19/13	J. Wertz	0.4	114.00	Email correspondence from S. Bryant (counsel for Alpheus) concerning receipt of wire payment and inquiring as to application of payments (.1); review payment as compared to deposit offered under Provider Motion (.1); draft email correspondence to J. Palmer for clarification of same (.2).
04/19/13	J. Wertz	0.3	85.50	Review language in Interim Order Granting Provider Motion and Motion to determine whether it prevents discrimination against debtor in response to activity by Qwest (.2); email conference with P. Tomasco concerning conclusion (.1).
04/19/13	C. Thomas	1.9	332.50	Research mailing addresses for returned mail for use in preparing amended creditor matrix.
04/22/13	J. Wertz	0.2	57.00	Email correspondence from J. Palmer concerning adequate assurance deposit inquiry from Alpheus and payment of post-petition invoices to providers (.1); email conference with P. Tomasco confirming requirement to pay adequate assurance deposit (.1).
04/22/13	J. Wertz	0.2	57.00	Email correspondence with S. Bryant (Alpheus) concerning Universal Services Fee (.1); email correspondence with P. Tomasco concerning issue regarding fee and Alpheus's inquiry about charging it in the future (.1).
04/22/13	J. Wertz	1.8	513.00	Research automatic stay issues with respect to discriminatory actions against debtor (.9); draft responsive email with research to Qwest's recent email correspondence concerning parameters of automatic stay (.9).
04/22/13	C. Thomas	1.1	192.50	Continue research of mailing addresses for returned mail for use in preparing amended creditor matrix.

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<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Amount</u>	<u>Description</u>
04/23/13	J. Wertz	0.2	57.00	Draft email correspondence to S. Bryant (Alpheus) concerning Alpheus's receipt of first portion of adequate assurance payment (.1); email conference with J. Palmer concerning payments due to Alpheus (.1).
04/24/13	J. Wertz	0.5	142.50	Team meeting to discuss upcoming pleadings and hearings in case.
04/24/13	C. Thomas	1.1	192.50	Confer with P. Tomasco regarding amendments to schedules and petition.
04/24/13	C. Thomas	0.6	105.00	Telephone conferences with Clerk's office regarding Declaration for Electronic Filing.
04/24/13	C. Thomas	0.6	105.00	Revise spreadsheet of QWest invoices for attorney use in negotiations regarding adequate assurance.
04/24/13	C. Thomas	1.2	210.00	Receipt and review of recently filed claims.
04/24/13	C. Thomas	2.7	472.50	Continue research of mailing addresses for returned mail for use in preparing amended creditor matrix.
04/25/13	P. Tomasco	0.1	57.50	Respond to creditor inquiry from Level 3.
04/25/13	P. Tomasco	2.1	1,207.50	Prepare for and attend due diligence meeting with client and investment banker and follow up conference with client regarding information flow
04/25/13	P. Tomasco	0.1	57.50	Coordinate amendment of petitions to include PointOne d/b/a.
04/25/13	P. Tomasco	0.2	115.00	Telephone conference with B. Gilles regarding Switch not allowing access to equipment.
04/25/13	P. Tomasco	0.2	115.00	Email correspondence regarding adding insurance policies to Schedule G.
04/25/13	C. Thomas	2.0	350.00	Prepare Amended Petitions for the UniPoint entities and for Pac-West.
04/26/13	P. Tomasco	0.1	57.50	Email correspondence with M. Holloway and J. Palmer regarding RiverRock payment issues
04/26/13	P. Tomasco	0.2	115.00	Draft detailed email correspondence to B. Blaustein regarding call timing with investment banker
04/26/13	P. Tomasco	0.2	115.00	Email correspondence to M Quinn conveying committee threats regarding lack of call with investment banker
04/26/13	P. Tomasco	0.2	115.00	Follow up with committee to set time for conference call

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<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Amount</u>	<u>Description</u>
04/26/13	J. Wertz	0.2	57.00	Email conference with G. Hamberg (Frontier) concerning responsive time for utilities motion, providers motion, and second omnibus motion to reject (.1); draft email correspondence responsive to request for additional response time (.1).
04/26/13	J. Wertz	0.2	57.00	Telephone conference with S. Wood, Law Clerk to Judge Davis, concerning continuance of expedited hearing on motion to compel (.1); draft email correspondence concerning same to parties involved (.1).
04/29/13	P. Tomasco	0.2	115.00	Review and forward past due invoices to Qwest for amounts owed to nWire
04/29/13	P. Tomasco	1.3	747.50	Extensive revisions to Qwest stipulation
04/29/13	P. Tomasco	0.3	172.50	Email to K. Gwynne explaining changes to stipulation and minimum conditions regarding same
04/29/13	P. Tomasco	0.1	57.50	Email to S. Elliot regarding looking for pleadings in main case
04/29/13	P. Tomasco	0.1	57.50	Review and revise motion to withdraw motion for sanctions against Switch
04/29/13	P. Tomasco	0.1	57.50	Email to K. Gwynne regarding average monthly run rate
04/29/13	C. Thomas	0.3	52.50	Receipt and review of recently filed claims.
04/30/13	P. Tomasco	0.2	115.00	Email analysis to J. Palmer regarding treatment of sales tax for purposes of monthly reporting
04/30/13	J. Wertz	0.8	228.00	Draft Comment as requested by Arizona Corporation Commission concerning continuation of proceedings and issuance of report and order by Commission given the filing of Pac-West's petition.
04/30/13	J. Wertz	0.1	28.50	Email conference with S. Wood (Law clerk to Judge Davis) concerning filing of Notice of Withdrawal of Motion to Compel Turnover.
04/30/13	J. Wertz	0.6	171.00	Email conference with counsel for Unsecured Creditors' Committee concerning requesting procedures for parties to file proofs of claim (.1); draft Motion regarding Proof of Claim Procedures (.5).

Total Case Administration 136.4 \$ 32,539.00

Claims Administration and Objections:

04/04/13	C. Thomas	0.3	52.50	Review and analyze claims filed to date.
04/26/13	P. Tomasco	0.2	115.00	Telephone conference with IRS attorney regarding proofs of claim and status of excise tax returns

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<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Amount</u>	<u>Description</u>
04/30/13	P. Tomasco	0.2	115.00	Review and respond to committee inquiry regarding bar date notice and preserving separate claims dockets
Total Claims Administration and Objections		0.7	\$ 282.50	
<u>Employee Benefits/Pensions:</u>				
04/02/13	P. Tomasco	0.4	230.00	Review cases on availability of pre-payment for terminated employees
04/02/13	P. Tomasco	0.1	57.50	Coordinate drafting of employee wage motion based on research results
04/04/13	P. Tomasco	0.3	172.50	Telephone conference with J. Palmer regarding employee wage motions.
04/04/13	P. Tomasco	0.3	172.50	Emails with J. Wertz regarding employee wage motion for 4/15 hearing
04/04/13	P. Tomasco	0.3	172.50	Review and revise employee wage motion and coordinate hearing on motion
Total Employee Benefits/Pensions		1.4	\$ 805.00	
<u>Fee/Employment Applications:</u>				
04/02/13	P. Tomasco	0.4	230.00	Review applications to retain professionals
04/02/13	P. Tomasco	0.1	57.50	Coordinate drafting of application to retain A. Brown on suits where debtor is plaintiff
04/02/13	P. Tomasco	0.7	402.50	Review and analysis of client request for approval of wage and consultant compensation
04/02/13	C. Thomas	1.0	175.00	Prepare Application to Employ The Brown Firm PLLC as Special Counsel.
04/04/13	P. Tomasco	0.3	172.50	Respond to investment banker retention and impact on professional fee carveout
04/04/13	J. Wertz	0.5	142.50	Draft Application to Employ Tamarck & Associates; review Affidavit in support of Application by J. Palmer drafted by K. Gradney; email conference with J. Palmer concerning same.
04/04/13	C. Thomas	1.1	192.50	Confer with P. Tomasco and J. Wertz regarding preparation of schedules and statements, and possible extension to file same.
04/04/13	C. Thomas	1.6	280.00	Continue to prepare Application for Authorization to Employ The Brown Firm PLLC as Special Counsel, prepare Verified Statement of Proposed Special Counsel and Attorneys' Disclosure of Compensation.

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<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Amount</u>	<u>Description</u>
04/04/13	C. Thomas	2.3	402.50	Prepare Application for Authorization to Employ McCollough Henry, PC as Special Counsel, Verified Statement of Proposed Special Counsel and Attorneys' Disclosure of Compensation.
04/08/13	J. Wertz	0.4	114.00	Review Application to Employ JW and accompanying affidavit.
04/08/13	C. Thomas	1.1	192.50	Revise Application to Employ Financial Advisor and exhibit to same.
04/09/13	C. Thomas	0.5	87.50	Conference with J. Palmer regarding changes to Application to Employ Financial Advisor and affidavit.
04/10/13	J. Wertz	0.3	85.50	Review draft of proposed fee procedure motions by K. Gradney (.2); email conference with P. Tomasco concerning suggested changes (.1).
04/10/13	J. Wertz	0.2	57.00	Review draft of Application to Employ Investment Bankers by K. Gradney.
04/11/13	C. Thomas	1.1	192.50	Prepare exhibits to Application to Approve Employment of Tamarack Associates, Inc. as Financial Advisor to the Debtors, file same and serve.
04/15/13	C. Thomas	0.4	70.00	Make final revisions to Application for Authorization to Approve Employment of The Brown Firm PLLC, exhibits and proposed order.
04/17/13	P. Tomasco	0.1	57.50	Coordinate filing of fee procedures motion
04/26/13	P. Tomasco	0.2	115.00	Review and forward confidentiality agreement to Q Advisors
04/26/13	J. Wertz	0.2	57.00	Review US Trustee Objection to Application to Employ Q Advisors (.1); email conference with P. Tomasco concerning possibility of agreed order (.1).
04/28/13	A. Benolken	0.3	163.50	Prepare non-disclosure agreement; review comments from Q Advisors.
Total Fee/Employment Applications		12.8	\$ 3,247.00	
<u>Fee/Employment Objections:</u>				
04/17/13	J. Wertz	0.3	85.50	Email correspondence with P. Tomasco concerning changes to draft of Motion for Fee Procedures (.1); review draft of proposed form of order granting by K. Gradney (.2).
04/26/13	P. Tomasco	0.1	57.50	Email correspondence with S. Streusand and V. Wenger regarding UST objection to Q Advisors retention
Total Fee/Employment Objections		0.4	\$ 143.00	

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<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Amount</u>	<u>Description</u>
Financing:				
03/28/13	P. Tomasco	0.1	57.50	Forward most recent version of cash collateral order to counsel for Hercules, secured lender.
03/28/13	P. Tomasco	0.9	517.50	Review and incorporate I Volkov changes and additional revisions to cash collateral order.
03/28/13	P. Tomasco	0.4	230.00	Review S Komrower changes to cash collateral order.
03/28/13	P. Tomasco	0.5	287.50	Make additional revision to cash collateral order in light of changes received from counsel for secured lender.
03/29/13	P. Tomasco	0.4	230.00	Several email correspondence with S. Komrower regarding need for emergency cash collateral use to address outlier creditors
04/01/13	P. Tomasco	1.3	747.50	Prepare for and attend hearing on first day motions
04/01/13	P. Tomasco	0.8	460.00	Follow up coordination of omnibus hearing dates and final setting of cash collateral order
04/01/13	P. Tomasco	0.7	402.50	Additional revisions to cash collateral order
04/01/13	P. Tomasco	0.7	402.50	Coordinate uploading and notice of interim orders on first day motions
04/02/13	P. Tomasco	0.4	230.00	Emails regarding changes to interim cash collateral order to match judges comment and final nature
04/02/13	P. Tomasco	0.4	230.00	Emails with S. Komrower regarding cash collateral order changes
04/02/13	P. Tomasco	0.7	402.50	Forward final cash collateral order to S. Komrower after making conforming changes to same
04/03/13	P. Tomasco	0.1	57.50	Coordinate notice of final hearing on cash collateral motion, adequate assurance motion
04/04/13	P. Tomasco	0.2	115.00	Email to V. Wenger regarding US Trustee changes to cash collateral order
04/05/13	P. Tomasco	0.7	402.50	Multiple email correspondence and telephone conference with attorney for Cogent to resolve adequate assurance motion.
04/06/13	P. Tomasco	0.9	517.50	Email correspondence with P. Lewis for Cogent regarding payment assurance motion and underlying facts.
04/09/13	P. Tomasco	0.1	57.50	Email correspondence regarding inclusion of One Wilshire rent in cash collateral budget.
04/11/13	P. Tomasco	0.4	230.00	Extended telephone conference with J. Hoeffner regarding adequate assurance motion with respect to AT&T

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<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Amount</u>	<u>Description</u>
04/12/13	P. Tomasco	0.2	115.00	Telephone conference with S. Komrower regarding final changes to cash collateral order
04/14/13	P. Tomasco	0.9	517.50	Review pleadings and exhibits in preparation for hearing on motions for use of cash collateral, payment assurance.
04/15/13	J. Wertz	2.2	627.00	Attendance at hearings on Motion to Pay Prepetition Vacation, Motion for Cash Collateral, 366 Motion, and 362 Motion to Pay Adequate Assurance (1.8); draft final orders on Motions as requested by Court at hearing (.4).
04/15/13	P. Tomasco	1.3	747.50	Meeting with clients to prepare for testimony at cash collateral hearing.
04/15/13	J. Wertz	0.2	57.00	Correspondence with S. Wood, law clerk to Judge Davis, concerning redlined version of final cash collateral order.
04/18/13	P. Tomasco	0.1	57.50	Respond to payment assurance logistics inquiry from J. Palmer
04/19/13	P. Tomasco	0.1	57.50	Review and forward current cash collateral budget to S Kromrower
04/22/13	P. Tomasco	0.2	115.00	Respond to B. Blaustein issues with FPL adequate assurance issues
04/23/13	P. Tomasco	0.2	115.00	Review and respond to inquiry from Alpheus regarding post-petition services.
04/25/13	P. Tomasco	0.2	115.00	Email correspondence to client regarding procedure and agreement with respect to Qwest circuit disconnects
04/25/13	P. Tomasco	0.3	172.50	Draft detailed email correspondence to counsel for Qwest outlining status of adequate assurance stipulation
04/25/13	P. Tomasco	0.2	115.00	Email correspondence to client regarding possible consequences of Qwest disconnect requests
04/26/13	P. Tomasco	0.1	57.50	Review and forward Alpheus counsel inquiry regarding adequate assurance payments
04/29/13	P. Tomasco	0.2	115.00	Clarifying email with S. Shiffman regarding nature of Qwest traffic and past due amounts
04/29/13	P. Tomasco	0.3	172.50	Review and forward AT&T agreements to J. Hoeffner regarding disconnect requests
04/30/13	P. Tomasco	0.1	57.50	Email correspondence to client regarding logistics of Qwest three day language
04/30/13	P. Tomasco	0.2	115.00	Continue discussion with Alpheus regarding USF status of debtors and email to clients regarding same

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<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Amount</u>	<u>Description</u>
Total Financing		16.7	\$ 8,906.50	
<u>Meetings of Creditors:</u>				
04/01/13	P. Tomasco	0.3	172.50	Receipt and review of setting of initial debtor conference and coordinate attendance at same
04/01/13	P. Tomasco	0.3	172.50	Coordinate allocation of tasks required for initial debtor report.
04/02/13	P. Tomasco	0.2	115.00	Review and analysis of scheduling and deadlines regarding 341 hearing
04/03/13	P. Tomasco	0.3	172.50	Review and coordinate information production and attendance at initial debtor conference
04/25/13	P. Tomasco	0.1	57.50	Email correspondence to committee counsel regarding J Palmer unauthorized email correspondence.
04/26/13	P. Tomasco	0.1	57.50	Telephone conference with M. Quinn regarding timing of committee conference call
04/27/13	P. Tomasco	1.1	632.50	Coordinate response to creditors committee inquiry regarding G. Egger and status of confidentiality agreements with committee members; emails with investment banker regarding form of purchaser NDA and list of interested buyers; continued work on form purchaser NDA.
Total Meetings of and Communications with Creditors		2.4	\$ 1,380.00	
<u>Relief from Stay Proceedings:</u>				
04/02/13	P. Tomasco	0.5	287.50	Telephone conference with A. Brown regarding Qwest request to dissolve TRO in violation of the stay and provider order
04/02/13	P. Tomasco	0.1	57.50	Forward relevant pleadings and orders to A. Brown
04/03/13	P. Tomasco	0.3	172.50	Analysis of "deemed admission issue" after imposition of stay
04/03/13	P. Tomasco	0.7	402.50	Research regarding same with respect to stayed litigation
04/03/13	P. Tomasco	0.1	57.50	Email research results of "deemed admission issue" to client
04/03/13	P. Tomasco	1.5	862.50	Research regarding stay as voiding deemed admissions
04/03/13	J. Wertz	0.5	142.50	Research whether acquiring deemed admissions against debtors violates automatic stay.

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<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Amount</u>	<u>Description</u>
04/04/13	P. Tomasco	0.8	460.00	Research regarding stay affecting deemed admissions in federal court and forward same to J. Wertz for inclusion in memo
04/16/13	P. Tomasco	0.2	115.00	Email to K. Gwynne regarding Qwest's refusal to allow access to online order processing portal due to bankruptcy as violation of stay
04/25/13	P. Tomasco	0.1	57.50	Coordinate drafting of motion to compel turnover and stay violation sanctions.
04/25/13	J. Wertz	0.6	171.00	Locate case law supporting analysis of violation of automatic stay and damages for same
04/25/13	P. Tomasco	0.6	345.00	Review and edit motion for sanctions and to compel turnover against Switch Las Vegas.
04/25/13	P. Tomasco	0.3	172.50	Email correspondence with S. Castor forwarding pleadings to satisfy certificate of conference
04/25/13	P. Tomasco	0.1	57.50	Follow up email correspondence to S. Castor's assistant regarding requirements for certificate of conference for sanctions motion
04/25/13	P. Tomasco	0.2	115.00	Telephone conference with S. Shiffman regarding preparation for emergency hearing on Switch stay violation
04/26/13	P. Tomasco	0.2	115.00	Review and forward S. Castor email regarding status of equipment held in lease space
04/26/13	P. Tomasco	0.2	115.00	Coordinate client participation in call to coordinate access to space to remove equipment
04/26/13	P. Tomasco	0.5	287.50	Detailed response to S. Castor email and notice of intent to move forward with sanctions
04/26/13	P. Tomasco	0.1	57.50	Email correspondence with B. Gilles regarding coordinating release of equipment
04/26/13	P. Tomasco	0.1	57.50	Coordinate call with Switch to address equipment removal
04/26/13	P. Tomasco	0.2	115.00	Follow up telephone conference with S. Castor regarding granting access to remove equipment as condition of withdrawing hearing setting
04/26/13	P. Tomasco	0.1	57.50	Email correspondence to client with instructions regarding conduct of removal of equipment from Switch
04/29/13	P. Tomasco	0.1	57.50	Coordinate withdrawal of stay sanctions motion against Switch upon advice of removal of equipment
04/29/13	P. Tomasco	0.1	57.50	Email correspondence to committee counsel regarding removal of equipment

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<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Amount</u>	<u>Description</u>
		8.2	\$ 4,396.00	Total Relief from Stay/Adequate Protection Proceedings
Total Fee:				\$59,925.00

Expenses:

Certified Mail	6.11
Copying Expense	4,873.40
Delivery Fees	29.59
Federal Express	10.65
Parking Expense	5.00
Postage	697.72
Research Services	5,356.58
Teleconferencing Expenses	20.84
UCC Search	272.50
SOS Direct On Line Filing Services -VENDOR: Secretary of State of Texas - 12887; INVOICE#: 472655810; DATE: 3/25/2013 - Client ID: 10087167 (AUS)	13.00
SOS Direct On Line Filing Services -VENDOR: Secretary of State of Texas - 12887; INVOICE#: 472883780; DATE: 3/26/2013 - Client ID: 10087167 (AUS)	7.00
SOS Direct On Line Filing Services -VENDOR: Secretary of State of Texas - 12887; INVOICE#: 472908260; DATE: 3/26/2013 - Client ID: 10087167 (AUS)	1.00
Filing Fee -VENDOR: Patty Tomasco; INVOICE#: ER164307; DATE: 3/28/2013 - Filing fee	9,704.00

Total Expenses \$20,997.39

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TOTAL DUE THIS INVOICE:

\$80,922.39

EXHIBIT "B"**EXPENSE BY TYPE
MARCH 28, 2013 THROUGH APRIL 30, 2013****Expenses:**

Certified Mail	6.11
Copying Expense	4,873.40
Delivery Fees	29.59
Federal Express	10.65
Parking Expense	5.00
Postage	697.72
Research Services	5,356.58
Teleconferencing Expenses	20.84
UCC Search	272.50
SOS Direct On Line Filing Services -VENDOR: Secretary of State of Texas - 12887; INVOICE#: 472655810; DATE: 3/25/2013 - Client ID: 10087167 (AUS)	13.00
SOS Direct On Line Filing Services -VENDOR: Secretary of State of Texas - 12887; INVOICE#: 472883780; DATE: 3/26/2013 - Client ID: 10087167 (AUS)	7.00
SOS Direct On Line Filing Services -VENDOR: Secretary of State of Texas - 12887; INVOICE#: 472908260; DATE: 3/26/2013 - Client ID: 10087167 (AUS)	1.00
Filing Fee -VENDOR: Patty Tomasco; INVOICE#: ER164307; DATE: 3/28/2013 - Filing fee	9,704.00

Total Expenses**\$20,997.39**

EXHIBIT "C"

**FIRST FEE REQUEST
MARCH 28, 2013 THROUGH APRIL 30, 2013**

Invoice No.	Fees	Expenses	Description
		\$20,997.39	General Bankruptcy
1322233	\$5,996.00		Asset Disposition
1322233	\$2,230.00		Business Operations
1322233	\$32,539.00		Case Administration
1322233	\$282.50		Claims Administration and Objections
1322233	\$805.00		Employee Benefits/Pensions
1322233	\$3,247.00		Fee/Employment Applications
1322233	\$143.00		Fee/Employment Objections
1322233	\$8,906.50		Financing
1322233	\$1,380.00		Meetings of Creditors
1322233	\$4,396.00		Relief from Stay Proceedings
Totals	\$59,925.00	\$20,997.39	
20% Fee Holdback	(\$11,985.00)		
80% of Fees	\$47,940.00		
Plus Expenses	\$20,997.39		
Requested Amount	\$68,937.39		