

FILED JUN 17, 2013  
DOCUMENT NO. 03375-13  
FPSC - COMMISSION CLERK

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE WESTERN DISTRICT OF TEXAS  
AUSTIN DIVISION

RECEIVED-FPSC  
13 JUN 17 PM 2:55  
COMMISSION  
CLERK

IN RE

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, LLC

CASE NO. 13-10570  
CASE NO. 13-10571  
CASE NO. 13-10572  
CASE NO. 13-10573  
CASE NO. 13-10574  
CASE NO. 13-10575  
CASE NO. 13-10576  
CASE NO. 13-10577

DEBTORS

Jointly Administered Under

EIN: 45-1144038; 68-0383568; 74-2729541;  
20-3399903; 74-3023729; 38-3659257; 37-  
1441383; 27-2200110; 27-4254637

CASE NO. 13-10570  
(Chapter 11)

6500 RIVER PL. BLVD., BLDG. 2, # 200  
AUSTIN, TEXAS 78730

**JACKSON WALKER, L.L.P.'S AMENDED FIRST FEE REQUEST  
FOR PAYMENT OF COMPENSATION AND REIMBURSEMENT OF  
EXPENSES FOR THE PERIOD FROM MARCH 28, 2013 THROUGH APRIL 30, 2013**

TO THE HONORABLE TONY M. DAVIS:

**THIS PLEADING REQUESTS RELIEF THAT MAY BE ADVERSE TO  
YOUR INTERESTS.**

**IF NO TIMELY RESPONSE IS FILED WITHIN TEN (10) DAYS FROM  
THE DATE OF SERVICE, THE RELIEF REQUESTED HEREIN MAY BE  
GRANTED WITHOUT A HEARING BEING HELD.**

**A TIMELY FILED RESPONSE IS NECESSARY FOR A HEARING TO  
BE HELD.**

Jackson Walker L.L.P.. ("JW") has applied, pursuant to the *Order Granting Debtors'*  
*Motion for Order Establishing Monthly Fee and Expense Reimbursement Procedures* (the  
"Order") entered by this Court on May 15, 2013 (Docket No. 186), for payment to JW of interim

COM \_\_\_\_\_  
AFD \_\_\_\_\_  
APA \_\_\_\_\_  
ECO \_\_\_\_\_  
ENG \_\_\_\_\_  
GCL \_\_\_\_\_  
IDM \_\_\_\_\_  
TEL \_\_\_\_\_  
CLK NG

DOCUMENT NUMBER-DATE  
**03375 JUN 17 2013**  
FPSC-COMMISSION CLERK

compensation for services rendered and reimbursement of expenses incurred during the period commencing March 28, 2013 through April 30, 2013. This amended fee request is filed to include compensation that was inadvertently omitted from Jackson Walker, L.L.P.'S First Fee Request for Payment of Compensation and Reimbursement of Expenses for the Period from March 28, 2013 Through April 30, 2013 filed on June 11, 2013 (Docket # 231).

JW seeks payment of interim compensation in the total amount of \$94,651.39. This total is comprised as follows: \$73,654.00 (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  
State Bar No. 01797600  
(512) 236-2076 – Direct Phone  
(512) 691-4438 – Direct Fax  
Email address: [ptomasco@jw.com](mailto: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](mailto:jwertz@jw.com)

**COUNSEL FOR DEBTORS**

**CERTIFICATE OF SERVICE**

This will certify that on the 12<sup>th</sup> 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, 20<sup>th</sup> Floor  
Houston, TX 77002

Hines REIT One Wilshire, LP  
Attn: Kevin McInerney  
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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Ilana Volkov  
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Hackensack, New Jersey 07601

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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

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

Texas Comptroller of Public  
Accounts  
Revenue Accounting Division –  
Bankruptcy Section  
P.O. Box 13528  
Austin, TX 78711

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

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Andrew J. Schumaker  
Winstead P.C.  
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Austin, Texas 78701

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31 St. James Avenue, Suite 790  
Boston, MA 02116

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

UPH Holdings, Inc./Pac-West  
Telecomm, Inc./Tex-Link  
Communications, Inc./UniPoint  
Holdings, Inc.  
UniPoint Enhanced Services,  
Inc./UniPoint Services, Inc./nWire,  
LLC  
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Authority  
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Sampson, LLP  
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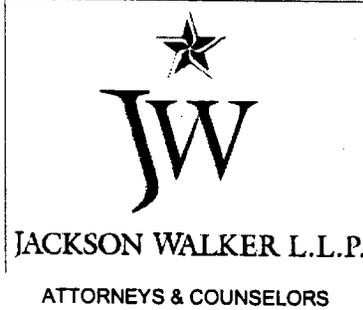
BOXER F2, LP  
c/o Tracy Fink  
720 N Post Oak Blvd., Suite 500  
Houston, Texas 77024

**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

Page 1

Invoice No: 1322233

Invoice Date: 06/11/13

PacWest, UniPoint Holdings dba PointOne Communications  
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	\$92,067.50
Total Expenses	20,997.39
<b>Total Due This Invoice:</b>	<b>\$113,064.89</b>

Reference No.:  
142851-00001-PBT2

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Invoice No: 1322233  
Invoice Date: 06/11/13**TIME DETAIL:**

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Amount</u>	<u>Description</u>
<b><u>Asset Analysis and Recovery:</u></b>				
04/08/13	P. Tomasco	0.1	57.50	Email to J. Palmer regarding hiring collection counsel.
04/22/13	P. Tomasco	0.1	57.50	Coordinate providing committee counsel with numerous pieces of additional information including excel version of 90 day transfers, local rule issues.
Total Avoidance Action Analysis		0.2	\$ 115.00	
<b><u>Asset Disposition:</u></b>				
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.
04/09/13	P. Tomasco	0.2	115.00	Emails regarding One Wilshire lease
04/10/13	P. Tomasco	0.4	230.00	Review and identify missing information for first motion to reject
04/10/13	P. Tomasco	0.1	57.50	Email correspondence to client regarding missing information for first motion to reject.
04/11/13	P. Tomasco	0.6	345.00	Draft second motion to reject executory contracts and review spreadsheets from client to format rejection schedule
04/11/13	P. Tomasco	0.4	230.00	Review Qwest filings.
04/12/13	P. Tomasco	0.9	517.50	Review and forward formal schedule of rejected contracts to S Shiffman for accuracy
04/12/13	P. Tomasco	0.1	57.50	Email correspondence to C Thomas regarding missing addresses for rejection motion.

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>
04/12/13	P. Tomasco	0.3	172.50	Telephone conference with Marlin Private Equity.
04/12/13	P. Tomasco	0.1	57.50	Forward contact information for Marlin Private Equity to M Quinn.
04/12/13	P. Tomasco	0.1	57.50	Email correspondence to S T Amjidi with Marlin Private Equity regarding inquiry.
04/12/13	P. Tomasco	0.2	115.00	Multiple email correspondence with S Kromrower regarding Hines Wilshire.
04/13/13	P. Tomasco	0.4	230.00	Multiple email correspondence with S Shiffman regarding second motion to reject and inclusion of as many contracts as possible
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.
04/15/13	P. Tomasco	0.2	115.00	Email correspondence regarding additional 6000 circuits to add to rejection motion.
04/15/13	P. Tomasco	0.1	57.50	Coordinate inclusion of 6000 circuits in rejection exhibit.
04/16/13	P. Tomasco	0.3	172.50	Work on exhibit to rejection motion
04/17/13	P. Tomasco	0.1	57.50	Coordinate finalization of omnibus rejection motion
04/17/13	P. Tomasco	0.8	460.00	Continue working on rejection motion exhibit and proof reading of same
04/17/13	P. Tomasco	0.1	57.50	Forward inquiry from Gores Group to M. Quinn with background information
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.
04/18/13	P. Tomasco	0.7	402.50	Review motion to reject and correct missing address for Pacific Lightnet
04/22/13	P. Tomasco	0.1	57.50	Respond to M Quinn regarding regulatory issue.
04/22/13	P. Tomasco	0.1	57.50	Email correspondence to M Holloway regarding position on regulatory issues in acquisition.
04/22/13	P. Tomasco	0.1	57.50	Email correspondence to M Quinn regarding regulatory issues.
04/24/13	P. Tomasco	0.3	172.50	Receive and review AT&T email correspondence regarding rejection motion.

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

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Amount</u>	<u>Description</u>
04/24/13	P. Tomasco	0.2	115.00	Email correspondence to J Hoeffner regarding coordination of circuit disconnects requested in motion to reject.
04/24/13	P. Tomasco	0.2	115.00	Email correspondence to M Quinn regarding telephone conference with V Barber regarding interest in purchase Debtors' assets.
04/24/13	P. Tomasco	0.5	287.50	Telephone conference with V Barber regarding interest in purchasing assets.
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.
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

Reference No.:

Invoice No: 1322233

142851-00001-PBT2

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Invoice Date: 06/11/13

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Amount</u>	<u>Description</u>
04/29/13	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
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		31.0	\$ 10,366.00	
<b><u>Business Operations:</u></b>				
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.

Reference No.:  
142851-00001-PBT2

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

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Amount</u>	<u>Description</u>
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).
04/08/13	P. Tomasco	0.2	115.00	Inquiries regarding temporary help to complete sales tax returns
04/10/13	P. Tomasco	1.4	805.00	Work on identifying contract labor providers for completing backlogged sales tax returns
04/11/13	P. Tomasco	0.1	57.50	Forward information regarding sales tax return help to J. Palmer
04/12/13	P. Tomasco	0.1	57.50	Email regarding consultant to file sales tax returns and collection attorney for balance
04/23/13	P. Tomasco	0.1	57.50	Email correspondence regarding need to file USF forms in ordinary course
04/23/13	P. Tomasco	0.5	287.50	Email correspondence to S Bryant regarding debtors' status as USF contributors to allay concerns regarding post-petition USF billing issues.
04/24/13	P. Tomasco	0.2	115.00	Continue coordination of locating sales tax assistance.
04/26/13	P. Tomasco	0.2	115.00	Email correspondence with clients regarding need for excise tax returns
Total Business Operations		9.0	\$ 3,725.00	
<b><u>Case Administration:</u></b>				
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 clinet 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
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.

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<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Amount</u>	<u>Description</u>
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
03/29/13	P. Tomasco	0.7	402.50	Telephone conference with D. Brown (counsel for Qwest) regarding filing of case

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<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Amount</u>	<u>Description</u>
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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<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.
04/01/13	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	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

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<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Amount</u>	<u>Description</u>
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
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	P. Tomasco	0.3	172.50	Review and coordinate information production and attendance at initial debtor conference
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

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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	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
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	P. Tomasco	0.1	57.50	Advise regarding cost of law firm versus financial advisor preparation costs.
04/08/13	P. Tomasco	0.3	172.50	Coordinate with C Thomas regarding need to fast track preparation of schedules in light of lack of progress by financial advisor.
04/08/13	P. Tomasco	0.7	402.50	Email correspondence to client contacts regarding critical informational elements needed to complete schedules and statements

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<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Amount</u>	<u>Description</u>
04/08/13	P. Tomasco	0.3	172.50	Coordinate filing suggestion of bankruptcy with Massachusetts court
04/08/13	P. Tomasco	0.9	517.50	Prepare for and attend restructuring team meeting
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.
04/09/13	P. Tomasco	0.9	517.50	Multiple review and comments on schedules and statement responses.
04/09/13	P. Tomasco	0.1	57.50	Emails regarding schedule G and need for information
04/09/13	P. Tomasco	0.1	57.50	Emails regarding need for contract listing by debtor
04/09/13	P. Tomasco	0.6	345.00	Research priority of prepetition USAC fees and positions taken in prior telecom-bankruptcy cases
04/09/13	P. Tomasco	0.1	57.50	Email to client regarding analysis of USAC fees
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	P. Tomasco	0.1	57.50	Address Canadian creditor issues with M. Holloway
04/10/13	P. Tomasco	0.3	172.50	Review and analysis of status of initial debtor report.

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<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Amount</u>	<u>Description</u>
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.
04/11/13	P. Tomasco	1.3	747.50	Prepare for and attend meeting with US Trustee and clients.
04/11/13	P. Tomasco	0.2	115.00	Email correspondence to S Kromrower regarding J Palmer issues.
04/11/13	P. Tomasco	0.1	57.50	Coordinate forwarding tax returns to B Henault with the US Trustee's office.
04/11/13	P. Tomasco	0.2	115.00	Emails regarding patent list and status of patent assignments in employment agreements or elsewhere
04/11/13	P. Tomasco	0.9	517.50	Review status of draft statements and schedules
04/11/13	P. Tomasco	0.1	57.50	Draft correspondence to Blanco County to excuse M. Holloway from jury duty on date of final cash collateral hearing
04/11/13	P. Tomasco	0.1	57.50	Telephone conference with V. Wenger regarding presenting to committee information regarding case overview
04/12/13	P. Tomasco	0.2	115.00	Email correspondence regarding directing creditors to file claims on WBTX website
04/12/13	P. Tomasco	0.1	57.50	Email correspondence regarding guidance to clients regarding prepetition and post-petition setoffs, mutuality and other issues.
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	P. Tomasco	1.3	747.50	Follow up meeting with client regarding next steps.
04/15/13	P. Tomasco	0.2	115.00	Coordinate revisions and uploading of revised orders.
04/15/13	P. Tomasco	0.1	57.50	Coordinate changes to orders to match results of hearing.
04/15/13	P. Tomasco	0.5	287.50	Continue working on draft schedules and statements.

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<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Amount</u>	<u>Description</u>
04/15/13	P. Tomasco	0.2	115.00	Email correspondence with clients regarding "adequate assurance stipulation" and information needed for statements and schedules.
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	P. Tomasco	0.1	57.50	Coordinate with client to gather evidence of stay violations
04/16/13	P. Tomasco	0.1	57.50	Retrieve and forward excel version of MOR forms
04/16/13	P. Tomasco	0.2	115.00	Email responses to committee request for documents (multiple and involved)
04/16/13	P. Tomasco	0.2	115.00	Emails regarding logistics of manual LNP requests
04/16/13	P. Tomasco	0.1	57.50	Forward state statute of limitations chart to J. Palmer for cleaning accounts receivable ledger
04/16/13	P. Tomasco	0.4	230.00	Continue work on statements and schedules
04/16/13	P. Tomasco	0.1	57.50	Coordinate final review of schedules and statements with client
04/16/13	P. Tomasco	1.0	575.00	Continue work on statements and schedules dividing agreements into leases versus financing contracts
04/16/13	P. Tomasco	0.2	115.00	Review status of statements and schedules
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.
04/16/13	P. Tomasco	0.2	115.00	Email correspondence to J. Palmer regarding timing and format of monthly operating reports
04/17/13	P. Tomasco	0.2	115.00	Coordinate acquiring and forwarding of Pac-West PointOne merger documents to B. Blaustein
04/17/13	P. Tomasco	0.1	57.50	Forward snapshot of SOFA answer on distributions to insiders
04/17/13	P. Tomasco	0.1	57.50	Forward information regarding resignations from Pac-West for SOFA completion
04/17/13	P. Tomasco	0.2	115.00	Continue review and revisions to schedules and SOFA
04/17/13	P. Tomasco	0.2	115.00	Revisions to position statement for WA PUC proceedings

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<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Amount</u>	<u>Description</u>
04/17/13	P. Tomasco	0.2	115.00	Email correspondence with P. Lewis regarding resolving billing issues between clients
04/17/13	P. Tomasco	0.5	287.50	Final review of statements and schedules
04/17/13	P. Tomasco	0.2	115.00	Emails to C. Thomas and J. Palmer regarding changes to final schedules version
04/17/13	P. Tomasco	0.1	57.50	Email to S. Komrower regarding need to review schedules carefully
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.
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	P. Tomasco	0.1	57.50	Forward email chain to J. Palmer regarding Telesphere
04/18/13	P. Tomasco	0.2	115.00	Respond to misstatements in J. Palmer email regarding Telesphere and review of email records regarding same
04/18/13	P. Tomasco	0.1	57.50	Coordinate correction of various creditor addresses
04/18/13	P. Tomasco	0.4	230.00	Additional changes to statement of financial affairs
04/18/13	P. Tomasco	0.1	57.50	Coordinate with committee counsel regarding list of creditors for conflicts system
04/18/13	P. Tomasco	0.1	57.50	Coordinate filing of statements and schedules
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	P. Tomasco	0.1	57.50	Coordinate response to inquiry by C. Clark
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).

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<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Amount</u>	<u>Description</u>
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	P. Tomasco	0.2	115.00	Review and respond to committee language regarding confidentiality in draft bylaws.
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.
04/23/13	P. Tomasco	0.1	57.50	Email correspondence to J Palmer regarding instructions against communications with opposing counsel.
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.

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<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Amount</u>	<u>Description</u>
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
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

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<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Amount</u>	<u>Description</u>
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                      153.1              \$ 42,141.50

**Claims Administration and Objections:**

04/04/13	C. Thomas	0.3	52.50	Review and analyze claims filed to date.
04/23/13	P. Tomasco	0.2	115.00	Review receive proofs of claim and email correspondence to client regarding same.
04/26/13	P. Tomasco	0.2	115.00	Telephone conference with IRS attorney regarding proofs of claim and status of excise tax returns
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                      0.9              \$ 397.50

**Employee Benefits/Pensions:**

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

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<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Amount</u>	<u>Description</u>
04/04/13	P. Tomasco	0.3	172.50	Review and revise employee wage motion and coordinate hearing on motion
04/15/13	P. Tomasco	0.1	57.50	Forward wage order to facilitate payment of prepetition wages to contract labor.
Total Employee Benefits/Pensions		1.5	\$ 862.50	
<b><u>Fee/Employment Applications:</u></b>				
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.
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	P. Tomasco	0.1	57.50	Review and revise Tamarack Associates application to employ
04/08/13	P. Tomasco	0.4	230.00	Review retention letter for investment banker and coordinate drafting of retention pleadings for investment banker
04/08/13	P. Tomasco	0.1	57.50	Coordinate with secured creditor regarding relationship of IB success fee with professional fee carve out
04/08/13	J. Wertz	0.4	114.00	Review Application to Employ JW and accompanying affidavit.

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<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Amount</u>	<u>Description</u>
04/08/13	C. Thomas	1.1	192.50	Revise Application to Employ Financial Advisor and exhibit to same.
04/09/13	P. Tomasco	0.1	57.50	Review and coordinate preparation of retention pleadings for Q Advisors
04/09/13	P. Tomasco	0.4	230.00	Multiple emails and review of documents concerning negotiation of Quinn advisors
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	P. Tomasco	0.2	115.00	Review and revise application to retain Q Advisors
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	P. Tomasco	0.1	57.50	Review and process finalization of Q Advisors retention.
04/11/13	P. Tomasco	0.1	57.50	Email correspondence to A. Brown regarding professional retention pleadings
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.
04/12/13	P. Tomasco	0.1	57.50	Coordinate filing retention papers for Brown Law Firm
04/12/13	P. Tomasco	0.3	172.50	Finalize application to employ Jackson Walker
04/13/13	P. Tomasco	0.4	230.00	Multiple email correspondence with S Komrower regarding committee counsel employment issues.
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.
04/15/13	P. Tomasco	0.1	57.50	Respond to M Quinn requests for assurance of retention.
04/15/13	P. Tomasco	0.1	57.50	Email correspondence to V Wenger regarding Q Advisors.
04/16/13	P. Tomasco	0.5	287.50	Review and forward proposed fee procedures order to V. Wenger, S. Komrower, C. Wolfe
04/16/13	P. Tomasco	0.4	230.00	Review changes to fee procedures motion and coordinate filing and service of same
04/17/13	P. Tomasco	0.1	57.50	Coordinate filing of fee procedures motion
04/22/13	P. Tomasco	0.2	115.00	Email correspondence to S Steusand regarding timing of entry of order on Q Advisors.

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<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Amount</u>	<u>Description</u>
04/24/13	P. Tomasco	0.1	57.50	Continued response to committee request for access to investment banker.
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		16.5	\$ 5,374.50	
<b><u>Fee/Employment Objections:</u></b>				
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	
<b><u>Financing:</u></b>				
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

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<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Amount</u>	<u>Description</u>
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.
04/08/13	P. Tomasco	0.3	172.50	Review and respond to secured creditor changes to cash collateral order and professional fee budget
04/08/13	P. Tomasco	0.1	57.50	Communication with client regarding Cogent assurance inquiry
04/08/13	P. Tomasco	0.1	57.50	Email to Cogent counsel regarding assurance inquiry
04/08/13	P. Tomasco	0.2	115.00	Review inquiry from One Wilshire regarding cash collateral order.
04/08/13	P. Tomasco	0.2	115.00	Email analysis to counsel for One Wilshire and email to lender's counsel regarding cash collateral order.
04/08/13	P. Tomasco	0.2	115.00	Email to client regarding status of rent to lessor under cash collateral order
04/08/13	P. Tomasco	0.1	57.50	Revise cash collateral order.
04/08/13	P. Tomasco	0.2	115.00	Email correspondence regarding cash collateral order.
04/08/13	P. Tomasco	0.2	115.00	Review and analyze AT&T request regarding adequate assurance
04/09/13	P. Tomasco	0.2	115.00	Review and comment on secured lender edits to cash collateral order
04/09/13	P. Tomasco	0.1	57.50	Email correspondence regarding inclusion of One Wilshire rent in cash collateral budget.
04/10/13	P. Tomasco	0.3	172.50	Analysis of FPL's adequate assurance request
04/11/13	P. Tomasco	0.2	115.00	Follow up email with J. Palmer regarding budget language in cash collateral order.

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<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Amount</u>	<u>Description</u>
04/11/13	P. Tomasco	0.1	57.50	Telephone conference with S. Komrower regarding carve out language in cash collateral order
04/11/13	P. Tomasco	0.2	115.00	Telephone conference with J. Hoeffner regarding agreements for hearing on April 15
04/11/13	P. Tomasco	0.1	57.50	Review and respond to confirmatory email regarding agreements for hearing on April 15
04/11/13	P. Tomasco	0.2	115.00	Additional emails with S. Komrower regarding final cash collateral order
04/11/13	P. Tomasco	0.6	345.00	Review and revise cash collateral order and forward blackline to S. Komrower
04/11/13	P. Tomasco	0.4	230.00	Extended telephone conference with J. Hoeffner regarding adequate assurance motion with respect to AT&T
04/12/13	P. Tomasco	0.2	115.00	Extended telephone conference with P. Lewis for Cogent regarding status of post-petition payments and assurance
04/12/13	P. Tomasco	0.1	57.50	Emails with J. Palmer regarding budget variance language issue in cash collateral order
04/12/13	P. Tomasco	0.2	115.00	Emails with S. Komrower and J. Palmer regarding budget variance language
04/12/13	P. Tomasco	0.2	115.00	Review and suggest corrections to cash collateral budget
04/12/13	P. Tomasco	0.3	172.50	Telephone conference with S Komrower regarding changes to cash collateral budget.
04/12/13	P. Tomasco	0.2	115.00	Email correspondence regarding AT&T offsets and legal parameters of same.
04/12/13	P. Tomasco	0.3	172.50	Edit final cash collateral order.
04/12/13	P. Tomasco	0.1	57.50	Email correspondence with S Komrower regarding final cash collateral order.
04/12/13	P. Tomasco	0.1	57.50	Coordinate filing notice of proposed cash collateral order.
04/12/13	P. Tomasco	0.1	57.50	Email correspondence to P Lewis regarding Cogent circuits involved in adequate assurance requests.
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	P. Tomasco	1.3	747.50	Prosecute motions at hearing for final cash collateral, utility, and payment assurance.

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<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Amount</u>	<u>Description</u>
04/15/13	P. Tomasco	0.1	57.50	Coordinate with S Komrower regarding final changes to accommodate Hines objection to cash collateral order.
04/15/13	P. Tomasco	0.1	57.50	Email correspondence to S Komrower and committee counsel regarding recent blackline of cash collateral order for purposes of uploading final version.
04/15/13	P. Tomasco	0.3	172.50	Review weekly update cash collateral forecast.
04/15/13	P. Tomasco	0.1	57.50	Email correspondence to J Palmer regarding changes to presentation regarding cash collateral order.
04/15/13	P. Tomasco	0.4	230.00	Review additional changes by S Kromrower to cash collateral order.
04/15/13	P. Tomasco	0.3	172.50	Review committee changes to cash collateral order and email regarding same.
04/15/13	P. Tomasco	0.3	172.50	Extended telephone conference with K Gwynne regarding "adequate assurance stipulation."
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.
04/16/13	P. Tomasco	0.6	345.00	Finalize final cash collateral order and coordinate uploading of same
04/16/13	P. Tomasco	0.1	57.50	Coordinate filing of cash collateral order and budget
04/16/13	P. Tomasco	0.3	172.50	Multiple email correspondence regarding FPL and Coresite payment assurance requests
04/16/13	P. Tomasco	0.1	57.50	Respond to FPL inquiry regarding payment assurance amounts
04/16/13	P. Tomasco	0.2	115.00	Email regarding resolving Coresite refusal to allow connection changes due to pre-petition amount outstanding
04/17/13	P. Tomasco	0.1	57.50	Coordinate uploading of amended final cash collateral order
04/17/13	P. Tomasco	0.2	115.00	Email to S. Komrower regarding AT&T language regarding setoff or recoupment of existing security deposits

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<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Amount</u>	<u>Description</u>
04/18/13	P. Tomasco	0.3	172.50	Continued emails regarding paying providers post-petition amounts
04/18/13	P. Tomasco	0.1	57.50	Coordinate response to Alpheus inquiry regarding payment assurance issues
04/18/13	P. Tomasco	0.4	230.00	Emails regarding amounts held by AT&T as deposits
04/18/13	P. Tomasco	0.3	172.50	Review and respond to email enclosing letter from Electric Lightwave issues with payment assurance.
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	Continue information gathering to respond to FPL payment assurance issues.
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	Email correspondence with committee counsel regarding status of cash collateral order and Qwest stay violations.
04/22/13	P. Tomasco	0.1	57.50	Coordinate entry of final cash collateral order.
04/22/13	P. Tomasco	0.2	115.00	Respond to B. Blaustein issues with FPL adequate assurance issues
04/22/13	P. Tomasco	0.3	172.50	Process Alpheus request for additional adequate assurance.
04/22/13	P. Tomasco	0.2	115.00	Email correspondence with S Shiffman regarding FPL adequate assurance.
04/22/13	P. Tomasco	0.2	115.00	Telephone conference with B Gilles regarding Qwest issues and adequate assurance stipulation.
04/22/13	P. Tomasco	0.1	57.50	Review inquiry from Alpheus regarding USF contributions.
04/22/13	P. Tomasco	0.1	57.50	Email correspondence with client regarding USF contributions.
04/22/13	P. Tomasco	0.4	230.00	Research USF issue.
04/23/13	P. Tomasco	0.9	517.50	Work on revising Qwest adequate assurance stipulation.
04/23/13	P. Tomasco	0.2	115.00	Email correspondence to address Qwest payment assurance request.
04/23/13	P. Tomasco	0.2	115.00	Email correspondence regarding documents needed to address Qwest assurance request.
04/23/13	P. Tomasco	0.2	115.00	Review and respond to inquiry from Alpheus regarding post-petition services.

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<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Amount</u>	<u>Description</u>
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

Total Financing	30.6	\$ 16,899.00
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**Meetings and Communications with Creditors:**

04/02/13	P. Tomasco	0.2	115.00	Review and analysis of scheduling and deadlines regarding 341 hearing
04/08/13	P. Tomasco	0.2	115.00	Review and analysis of committee formation issues
04/08/13	P. Tomasco	0.1	57.50	Coordinate presentation at creditors' committee meeting with Valerie Wenger
04/10/13	P. Tomasco	0.2	115.00	Emails with V. Wenger regarding Momentum efforts to be appointed to committee
04/12/13	P. Tomasco	0.7	402.50	Prepare for and participate in committee conference call
04/15/13	P. Tomasco	0.2	115.00	Telephone conference with C Wolfe regarding hearings and issues of concern to creditors' committee.
04/16/13	P. Tomasco	0.2	115.00	Emails regarding conference call with committee professionals
04/17/13	P. Tomasco	0.6	345.00	Prepare for and participate in conference call with J. Palmer and committee professionals
04/22/13	P. Tomasco	0.5	287.50	Review form creditor's committee confidentiality agreements.

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<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Amount</u>	<u>Description</u>
04/22/13	P. Tomasco	1.1	632.50	Import and extensive revisions and additional drafting of form creditors' committee confidentiality agreements.
04/22/13	P. Tomasco	0.3	172.50	Email correspondence with committee counsel regarding confidentiality agreement and coordinate with bylaw language.
04/23/13	P. Tomasco	1.5	862.50	Review and finalize confidentiality agreement with creditor's committee.
04/23/13	P. Tomasco	2.1	1,207.50	Prepare for and meet with J Palmer and M Holloway to prepare for 341 first meeting of creditors for all debtors.
04/24/13	P. Tomasco	0.4	230.00	Telephone conference with M Quinn regarding reluctance to involve committee at early stages.
04/24/13	P. Tomasco	0.2	115.00	Email correspondence to committee regarding M Quinn concerns.
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		9.8	\$ 5,635.00	
<b><u>Relief from Stay Proceedings:</u></b>				
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

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<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Amount</u>	<u>Description</u>
04/03/13	J. Wertz	0.5	142.50	Research whether acquiring deemed admissions against debtors violates automatic stay.
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
04/08/13	P. Tomasco	0.1	57.50	Review and respond to IBDC stay comment request
04/08/13	P. Tomasco	0.2	115.00	Review and respond to state court counsel issue with respect to stay applicable to Qwest
04/15/13	P. Tomasco	0.4	230.00	Receipt and review of pleadings filed by Qwest analysis of same.
04/16/13	P. Tomasco	0.2	115.00	Emails with K. Gwynne regarding Qwest stay violations
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
04/19/13	P. Tomasco	0.2	115.00	Continue analysis of stay violation by Qwest
04/19/13	P. Tomasco	0.2	115.00	Email demand to K. Gwynne regarding stay violation by discriminating against debtors in not permitting access to online portal for order processing
04/19/13	P. Tomasco	0.1	57.50	Email committee regarding Qwest stay violations
04/19/13	P. Tomasco	0.2	115.00	Review and revise letter to Switch Las Vegas regarding stay violations for refusing to allow removal of equipment
04/22/13	P. Tomasco	0.1	57.50	Email correspondence to S Castor regarding feigned ignorance of pendency of bankruptcy case.
04/22/13	P. Tomasco	0.1	57.50	Confirm Qwest reinstatement of IMA portal.
04/22/13	P. Tomasco	0.1	57.50	Forward petition to S Castor.
04/24/13	P. Tomasco	0.2	115.00	Follow up email correspondence to client regarding background information to respond to Qwest.
04/24/13	P. Tomasco	0.8	460.00	Review ICC numbers for Qwest.
04/24/13	P. Tomasco	0.4	230.00	Telephone conference with K Gwynne regarding unpaid ICC.
04/24/13	P. Tomasco	0.2	115.00	Email correspondence to K Gwynne regarding nWire balance due and turnover demand.
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

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Invoice Date: 06/11/13

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Amount</u>	<u>Description</u>
04/25/13	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
Total Relief from Stay Proceedings		11.7	\$ 6,408.50	

Total Fee:

\$92,067.50

Expenses:

Certified Mail

6.11

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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

**TOTAL DUE THIS INVOICE:**

**\$113,064.89**

**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"**

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

<b>Invoice No.</b>	<b>Fees</b>	<b>Expenses</b>	<b>Description</b>
		\$20,997.39	<b>General Bankruptcy</b>
1322233	\$115.00		<b>Asset Analysis and Recovery</b>
1322233	\$10,366.00		<b>Asset Disposition</b>
1322233	\$3,725.00		<b>Business Operations</b>
1322233	\$42,141.50		<b>Case Administration</b>
1322233	\$397.50		<b>Claims Administration and Objections</b>
1322233	\$862.50		<b>Employee Benefits/Pensions</b>
1322233	\$5,374.50		<b>Fee/Employment Applications</b>
1322233	\$143.00		<b>Fee/Employment Objections</b>
1322233	\$16,899.00		<b>Financing</b>
1322233	\$5,635.00		<b>Meetings of Creditors</b>
1322233	\$6,408.50		<b>Relief from Stay Proceedings</b>
Totals	\$92,067.50	\$20,997.39	
20% Fee Holdback	(\$18,413.50)		
80% of Fees	\$73,654.00		
Plus Expenses	\$20,997.39		
Requested Amount	\$94,651.39		