

Tamarack of interim compensation for services rendered and reimbursement of expenses incurred during the period commencing July 1, 2013 through July 31, 2013.

Tamarack seeks payment of interim compensation in the total amount of \$20,058.54. This total is comprised as follows: \$17,760.00 (80% of the fees for services rendered) *plus* \$2,298.54 (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 Tamarack 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,

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By: /s/ Patricia B. Tomasco
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COUNSEL FOR DEBTORS

CERTIFICATE OF SERVICE

This will certify that on the 2nd day of August, 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

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Falmouth, ME 04105

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Cabs Department
P.O. Box 364300
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Frontier
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Rochester, NY 14692-0000

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

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

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

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

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Tamarack Associates, Inc. July 2013 Invoice

Exhibit A

<u>Activity Type</u>	<u>Professional Fees</u>	<u>Expenses</u>
General Bankruptcy/ Travel	3,625.00	2,298.54
Business Analysis	17,075.00	
Bankruptcy Hearing	1,500.00	
Fee Application		
Tax Issues		
Total	22,200.00	2,298.54

80% Fees	17,760.00
Expenses	2,298.54
Total Due this Invoice	20,058.54

Fares	773.00
Ground Transportation	763.80
Office Expenses	60.66
Lodging	576.62
Meals	57.90
Parking	66.56
Total Expenses	2,298.54

Tamarack Associates, Inc. July Professional Fee Detail

Exhibit B						
Date	Rate	Hours	Total	Description		Category
7/22/13	250	6.0	1,500.00	Prepare for and attend sales order hearing		Bankruptcy Hearing
			1,500.00	Total Bankruptcy Hearing		
7/1/13	250	0.5	125.00	Review and respond to emails		Business Analysis
7/1/13	250	1.2	300.00	Review and respond to emails, calculate Hercules interest and provide calculations to company and lender		Business Analysis
7/2/13	250	6.3	1,575.00	Review APA, schedules and management service agreement (2.0), TC with team to discuss, follow up TC with Blaine (2.1) Review 2nd version of APA and comment (0.5) TC with Blaine to edit schedules (1.7)		Business Analysis
7/3/13	250	2.8	700.00	Work on schedules and circulate draft to Patty and Blaine for discussion during conference call (1.5), TC with Blaine and Patty to discuss schedules (1.0) review and respond to emails (0.3)		Business Analysis
7/4/13	250	0.4	100.00	Review and respond to emails - financial planning		Business Analysis
7/5/13	250	2.1	525.00	Prepare for and take part in finance team conference call, plan for weekly expenses (1.3) follow up call with Blaine (0.3) prepare and circulate weekly report (0.5)		Business Analysis
7/9/13	250	1.0	250.00	review and respond to emails dealing with financial issues		Business Analysis
7/10/13	250	12.2	3,050.00	Prepare for auction, review and respond to emails (1.0) take part in auction and follow up (3.1) TC with management and attorney - managing the transition (0.1) follow on meeting with Jeff Compton of TNCI - introduction to employees and methods of reducing cure costs (7.1)		Business Analysis
7/11/13	250	7.7	1,925.00	Review and respond to emails, draft and circulate email dealing with practical matters of the MSA (1.3) TC with UPH and TNCI - transition and cure issues (0.5) work with finance on cash management and collections (1.9) deal with employee questions (0.4) make recommendations on items to include on initial cure & assume schedule (1.5), TC with vendors, work on financial analysis (2.1)		Business Analysis
7/12/13	250	0.4	100.00	Review and respond to emails		Business Analysis

Tamarack Associates, Inc. July Professional Fee Detail

Exhibit B

Date	Rate	Hours	Total	Description	Category
7/13/13	250	0.6	150.00	Review and respond to emails - TC with Blaine - cure costs	Business Analysis
7/14/13	250	0.9	225.00	Prepare and circulate draft of extended UPH budget	Business Analysis
7/14/13	250	1.5	375.00	work on detailed cure analysis by band data and circulate	Business Analysis
7/15/13	250	4.9	1,225.00	Recast budget and circulate (0.8) take part in TC with AT&T regarding payment issues (0.9) work on cure analysis (2.4) TC with Patty, continue to work on cure amounts (0.8)	Business Analysis
7/16/13	250	3.4	850.00	Management teleconference (1.4) TC to California - re: Stockton PP taxes (1.1) review and respond to emails (0.9)	Business Analysis
7/17/13	250	2.0	500.00	circulate expanded operating budget, discuss and get Hercules approval (0.4) TC with financial group - collections (0.9), TC with Patty - budget, cure and other issues (0.2) review and respond to emails (0.5)	Business Analysis
7/18/13	250	1.8	450.00	review and respond to emails (0.5) take part in finance conference call (0.8) follow up TC with Blaine - cure strategy and analysis (0.5)	Business Analysis
7/18/13	250	0.9	225.00	Cure TC with Patty and group - follow up with Blaine (0.6), review payments and approve additional expenses (0.3)	Business Analysis
7/19/13	250	1.0	250.00	Prepare and circulate weekly budget to actual report (0.3) review and respond to emails dealing with cure issues and financial issues (0.7)	Business Analysis
7/19/13	250	0.6	150.00	Respond to question from Patty regarding AR, TC with finance group on AR and offsets (0.3) TC with CA Board of Equalization, follow up email regarding tax claim, review and respond to emails (0.3)	Business Analysis
7/22/13	250	2.0	500.00	Meeting with Qwest to resolve cure issues	Business Analysis
7/23/13	250	8.5	2,125.00	calculate post petition Qwest disputes (0.3) review and respond to emails (1.7) prepare and circulate weekly budget to actual report (0.3) update extended DIP budget and circulate (0.6) attend weekly management meeting (1.3) financial planning (1.6) review MOA report and monthly financials (1.4), discussions with employees, general financial analysis (2.9)	Business Analysis
7/24/13	250	0.6	150.00	Prepare and circulate US Trustee report, review and respond to emails	Business Analysis

Tamarack Associates, Inc. July Professional Fee Detail

Exhibit B

Date	Rate	Hours	Total	Description	Category
7/25/13	250	2.4	600.00	Review and respond to emails (0.7)TC with finance team - TNC Cure analysis (1.4), review payables and approve disbursements (0.3)	Business Analysis
7/30/13	250	1.9	475.00	Review and respond to emails, prepare and circulate weekly budget to actual report (0.8), prepare for and take part in weekly management meeting (1.1)	Business Analysis
7/31/13	250	0.7	175.00	Review and approve payments for week (0.4) review and respond to emails (0.3)	Business Analysis
			17,075.00	Total Business Analysis	
7/9/13	125	6.1	762.50	Travel from Blue Bell to Austin	General Bankruptcy
7/11/13	125	7.8	975.00	Travel from Austin to Blue Bell	General Bankruptcy
7/22/13	125	7.0	875.00	Travel from Blue Bell to Austin	General Bankruptcy
7/24/13	125	8.1	1,012.50	Travel from Austin to Blue Bell	General Bankruptcy
			3,625.00	Total General Bankruptcy	
			22,200.00	Total Professional Fees	
			17,760.00	80% Fees	
			2,298.54	Expenses	
			20,058.54	Amount Due this Invoice	

Tamarack Associates, Inc. July Expense Detail

Date	Amount	Description	Category
7/4/13	573.00	United change fees to get to Austin for	Fares
7/15/13	200.00	United change fees	Fares
	<u>773.00</u>	Total Fares	
7/6/13	187.24	Hertz rental prepaid charges	Ground Transportation
7/11/13	21.91	Gas for rental car	Ground Transportation
7/11/13	73.04	Hertz Auto Rental	Ground Transportation
7/11/13	18.82	Tolls on PA and NJ Turnpike	Ground Transportation
7/11/13	93.24	Auto mileage to and from EWR	Ground Transportation
7/12/13	57.26	Hertz tolls	Ground Transportation
7/22/13	188.95	Hertz rental prepaid charges	Ground Transportation
7/24/13	12.09	Gas for rental car	Ground Transportation
7/24/13	73.51	Hertz Auto Rental	Ground Transportation
7/24/13	37.74	Auto mileage to and from PHL	Ground Transportation
	<u>763.80</u>	Total Ground Transportation	
7/11/13	324.16	Marriott Hotel Charges	Lodging
7/24/13	252.46	Marriott Hotel Charges	Lodging
	<u>576.62</u>	Total Lodging	
7/9/13	26.14	Food supplies for week	Meals
7/10/13	7.50	Lunch for JLP and Jeff Compton	Meals
7/11/13	8.25	Meal on way home from Austin	Meals
7/22/13	10.52	Food supplies	Meals
7/24/13	5.49	Meal on way home from Austin	Meals
	<u>57.90</u>	Total Meals	
7/1/13	22.86	Outside Copy expenses	Office Expenses
7/31/13	37.80	Pacer Charges	Office Expenses
	<u>60.66</u>	Total Office Expenses	
7/11/13	32.50	Parking at Newark	Parking
7/24/13	34.06	Parking at PHL	Parking
	<u>66.56</u>	Total Parking	
	<u>2,298.54</u>	Total Expenses	