

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In Re:) Chapter 11
)
Forward Foods, LLC) Case No. 09-10545 (KJC)
) **Response Deadline: August 11, 2009 at 4:00 p.m. (EST)**
Debtor.)
)

NOTICE OF APPLICATION

To: Notice Parties (as defined in the Order Authorizing and Establishing Procedures for Interim Payment of Compensation and Reimbursement of Expenses to Professionals and Committee Members Pursuant to Sections 105(a) and 331 of the Bankruptcy Code (the “Administrative Order”) entered by the Court on March 18, 2009)

PLEASE TAKE NOTICE that on July 22, 2009, Benesch Friedlander Coplan & Aronoff LLP (“BFC&A”) filed its Fourth Monthly Application for Interim Compensation for Services Rendered and Reimbursement of Expenses Incurred as Counsel to the Debtor for the Period June 1, 2009 through June 30, 2009 (the “Application”) requesting compensation in the amount of \$49,191.00 and reimbursement of expenses in the amount of \$1,244.80.

PLEASE TAKE FURTHER NOTICE that pursuant to the Administrative Order, responses or objections to the Application, if any, are to be served upon William I. Kohn, Benesch, Friedlander, Coplan & Aronoff LLP, 200 Public Square, Suite 2300, Cleveland, OH 44114-2378 **so as to be received no later than 4:00 p.m. (EST) on August 11, 2009.** You must also serve a copy of your response or objection upon the Notice Parties.

PLEASE TAKE FURTHER NOTICE that if no objection or other response to the Application is timely served, the Debtor will be authorized to pay BFC&A 80% of the compensation requested and 100% of the expenses requested, subject to the procedures set forth in the Administrative Order, without further order of the Bankruptcy Court.

Dated: July 22, 2009

Respectfully submitted,

BENESCH, FRIEDLANDER,
COPLAN & ARONOFF LLP

By: /s/ Bradford J. Sandler

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Jennifer R. Hoover, Esquire (No. 5111)
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Counsel for Forward Foods LLC,
Debtor and Debtor in Possession

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In Re:) Chapter 11
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Forward Foods, LLC) Case No. 09-10545 (KJC)
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**FOURTH MONTHLY APPLICATION OF BENESCH, FRIEDLANDER,
COPLAN & ARONOFF LLP FOR INTERIM COMPENSATION FOR SERVICES
RENDERED AND REIMBURSEMENT OF EXPENSES INCURRED
AS COUNSEL TO THE DEBTOR FOR THE PERIOD FROM
JUNE 1, 2009 THROUGH JUNE 30, 2009**

Name of Applicant:	Benesch Friedlander Coplan & Aronoff LLP
Authorized to Provide Professional Services to:	Debtor
Date of Retention:	February 17, 2009
Interim Period for which Compensation and Reimbursement of Expenses is Sought	June 1, 2009 through June 30, 2009
Amount of Compensation Sought as Actual, Reasonable, and Necessary	\$49,191.00
Amount of Expense Reimbursement Sought As Actual, Reasonable, and Necessary:	\$1,244.80

This is an interim application.

The total time expended for fee application preparation is approximately 4.90 hours and the corresponding compensation requested is approximately \$1,064.50.

PREVIOUSLY FILED FEE APPLICATIONS

Fee Application Filed	Fees Requested	Expenses Requested	Certificate of No Objection Filed	Fees Allowed	Expenses Allowed
Docket No. 120 Filed 04/22/09	\$193,560.00	\$11,890.61	Docket No. 147 Filed 05/14/09	\$154,848.00	\$11,890.61
Docket No. 161 Filed 05/21/09	\$109,108.50	\$6,315.48	Docket No. 161 Filed 6/16/09	\$87,286.80	\$6,315.48
Docket No. 189 Filed 06/25/09	\$64,053.00	\$2,281.50	Docket No. 205 Filed 07/20/09	\$51,242.40	\$2,281.50

TIMEKEEPER SUMMARY

Name of Professional	Year Admitted to Practice	Hourly Billing Rate	Total Billed Hours	Total Compensation
<u>Partners</u>				
William I. Kohn (WK)	1976 (Ohio)	\$695.00	26.50	\$18,417.50
Bradford J. Sandler (BJS)	2001 (Delaware)	535.00	7.80	4,173.00
Jenny Sheaffer (JS)	1998 (Ohio)	375.00	<u>2.50</u>	<u>937.50</u>
			36.80	\$23,528.00
<u>Associates</u>				
Luis Carrion (LC)	2008 (Ohio)	\$195.00	1.80	\$351.00
Kari Coniglio (KC)	2006 (Ohio)	230.00	35.30	8,119.00
Jennifer R. Hoover (JRH)	2008 (Delaware)	330.00	0.40	132.00
Rita Kline (RK)	2000 (Ohio)	295.00	3.70	1,091.50
Stuart A. Laven, Jr. (SAL)	1999 (Ohio)	320.00	0.30	96.00
Scott Lepene (SL)	2003 (Ohio)	265.00	0.80	212.00
Eileen Matthews (EM)	1996 (Ohio)	335.00	11.50	3,852.50
Matthew Samsa (MS)	2008 (Ohio)	185.00	0.20	37.00
Jennifer E. Smith (JES)	2009 (Delaware)	210.00	<u>1.80</u>	<u>378.00</u>
			55.80	\$14,269.00
<u>Paralegals</u>				
Lisa M. Behra (LMS)	N/A	\$175.00	54.20	\$9,485.00
Rebecca Gallagher (RG)	N/A	140.00	1.70	238.00
Duncan H. Poirier (DHP)	N/A	175.00	2.30	402.50
Sandi Van Dyk (SV)	N/A	215.00	<u>5.90</u>	<u>1,268.50</u>
			64.10	\$11,394.00
TOTALS:			156.70	\$49,191.00

BLENDED RATE: \$313.92

COMPENSATION BY PROJECT CATEGORY

PROJECT CATEGORY	TOTAL HOURS	TOTAL FEES
Case Administration	59.80	\$13,425.00
Financing	0.60	138.00
Firm Retention/Compensation	6.90	1,539.00
Other Professionals Retention/Compensation	0.90	481.50
Business Operations	12.70	3,614.50
Executory Contracts/Unexpired Personal Property Leases	1.80	702.50
Claims	22.00	6,086.50
Plan and Disclosure Statement	24.20	14,250.00
Litigation	24.70	7,707.00
503(b)(9) Claims	3.10	1,247.00
TOTALS:	156.70	\$49,191.00

EXPENSE SUMMARY

EXPENSE CATEGORY	DESCRIPTION/SERVICE PROVIDER	TOTAL EXPENSES
Computer Research	Pacer	\$15.28
Computer Research	Westlaw	465.12
Copies/Courier	Parcels	114.95
Document Reproduction	In-house	60.50
Facsimile	In-house	20.00
Filing Fees	Patent Fees	300.00
Long Distance Calls	In-house	33.95
Other Services	IP Watch Order/CT Corp.	235.00
TOTALS:		\$1,244.80

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**FOURTH MONTHLY APPLICATION OF BENESCH, FRIEDLANDER,
COPLAN & ARONOFF LLP FOR INTERIM COMPENSATION FOR SERVICES
RENDERED AND REIMBURSEMENT OF EXPENSES INCURRED
AS COUNSEL TO THE DEBTOR FOR THE PERIOD FROM
JUNE 1, 2009 THROUGH JUNE 30, 2009**

Benesch Friedlander Coplan & Aronoff LLP (“BFC&A”), counsel to Forward Foods, LLC (“Debtor”), debtor and debtor in possession, hereby submits its Fourth Monthly Application (the “Fourth Monthly Application”) for Compensation for Services Rendered and Reimbursement of Expenses Incurred as Counsel to the Debtor for the Period from June 1, 2009 through June 30, 2009 (the “Fee Period”), pursuant to 11 U.S.C. §§ 327 and 1103, Rule 2016(a) of the Federal Rules of Bankruptcy Procedure, Local Bankruptcy Rule 2016-2 and the Order Authorizing and Establishing Procedures for Interim Payment of Compensation and Reimbursement of Expenses to Professionals and Committee Members Pursuant to Sections 105(a) and 331 of the Bankruptcy Code (the “Administrative Order”) entered by the Court on March 18, 2009. In support of its application, BFC&A respectfully represents as follows:

I. JURISDICTION

1. This Court has jurisdiction over this Motion pursuant to 28 U.S.C. § 1334. This proceeding is a core proceeding pursuant to 28 U.S.C. § 157(b)(2)(A). Venue is proper in this District and in this Court pursuant to 28 U.S.C. §§ 1408 and 1409. The statutory basis for the

relief sought herein are sections 105(a) and 331 of the Bankruptcy Code and Bankruptcy Rule 2016.

II. BACKGROUND

A. Case Commencement

2. On February 17, 2009 (the “Petition Date”), the Debtor filed with this Court a voluntary petition for relief under chapter 11 of the Bankruptcy Code. Pursuant to sections 1107 and 1108 of the Bankruptcy Code, the Debtor is continuing to operate its business and manage its property and assets as debtor in possession. No trustee or examiner has been appointed in the Debtor’s chapter 11 case.

3. On March 4, 2009, a statutory committee of creditors (the “Committee”) was appointed in the Debtor’s chapter 11 case.

B. Retention of BFC&A

4. On February 17, 2009, the Debtor filed an Application to employ BFC&A as it’s counsel. The Bankruptcy Court entered an Order on March 18, 2009 employing BFC&A as Counsel to the Debtor effective as of the Petition Date.

III. REQUEST FOR RELIEF

5. Pursuant to the Administrative Order, BFC&A requests compensation for professional services rendered to the Debtor in the amount of \$49,191.00 and reimbursement of expenses incurred in the amount of \$1,244.80.

IV. SUMMARY OF SERVICES BY PROJECT

6. To assist the Court in its review of the fees sought by Applicant, below is a summary of the time billed by BFC&A under the project categories. A complete description of the attorneys and paraprofessionals that have rendered services relating to each category, the

number of hours billed by each individual and the total interim compensation sought is attached hereto as Exhibit A.

(i) Case Administration (Fees: \$13,425.00 – Total Hours: 59.80)

7. Services provided in this category by BFC&A professionals during the Fee Period involved the preparation of amendments to the Debtor's Schedules and review of various financial information provided by the Debtors. Other services included (i) routine status and strategy conferences and other communications among counsel and among other professionals; (ii) maintenance of case records; and (iii) docket review.

(ii) Financing (Fees: \$138.00 – Total Hours: 0.60)

8. Services provided in this category by BFC&A professionals during the Fee Period related primarily to discussions between counsel for the Debtor and the DIP Lender regarding funding for a plan of reorganization.

(iii) Firm Retention/Compensation (Fees: \$1,539.00 – Total Hours: 6.90)

9. Services provided in this category by BFC&A professionals included preparation and review of BFC&A's monthly fee statement.

(iv) Other Professional Retention/Compensation (Fees: \$481.50 - Total Hours: 0.90)

10. Services provided in this category by BFC&A professionals consisted primarily of the review of fee applications filed by the Committee.

(v) Business Operations (Fees: \$3,614.50 – Total Hours: 12.70)

11. Services provided by BFC&A professionals in this category during the Fee Period involved a wide range of activities relating to the review and analysis of the Debtor's ongoing operations and financial performance, including (i) the analysis and preparation of the Debtor's claim against Peanut Corporation of America ("PCA"); (ii) the analysis and preparation of the Debtor's claim against Drug Fair; and (iii) the preparation and filing of financing statements against Edner of Nevada, Inc.

(vi) Executory Contracts/Unexpired Personal Property Leases
(Fees: \$702.50 – Total Hours: 1.80)

12. Services provided in this category by BFC&A professionals consisted of the review and analysis of the Debtor's executory contracts and a review of orders authorizing the rejection of the same.

(vii) Claims (Fees: \$6,086.50 – Total Hours: 22.00)

13. Services provided in this category by BFC&A professionals during the Fee Period primarily related to (i) the review of certain personal injury claims asserted against the Debtor and meetings with the Debtor and counsel to discuss treatment of the claims; (ii) calculation of estimated rejection damages for rejected unexpired nonresidential real property leases and executory contracts; and (iii) the drafting and filing of a motion to establish a general claims bar date.

(viii) Plan and Disclosure Statement (Fees: \$14,250.00 – Total Hours: 24.20)

14. Services provided in this category by BFC&A professionals during the Fee Period relate to (i) the outlining of a plan; (ii) discussions with the Committee regarding the proposed plan; (iii) correspondence with the Debtor, the Committee and the DIP Lenders to discuss budgeting issues and the Debtor's debt structure for formulation of a plan; and (iv) the drafting

and filing of a motion to extend the Debtor's period of exclusivity for the filing of a plan.

(ix) Litigation (Fees: \$7,707.00 – Total Hours: 24.70)

15. Services provided in this category by BFC&A professionals relate to the representation of the Debtor in regards to patent infringement litigation.

(x) 503(b)(9) Claims (Fees: \$1,247.00– Total Hours: 3.10)

16. Services provided in this category by BFC&A professionals during the Fee Period relate to communications with various creditors regarding the status of payments on account of their 503(b)(9) claims.

V. ACTUAL AND NECESSARY EXPENSES INCURRED

17. BFC&A has incurred total out of pocket disbursements during the Fee Period in the amount of \$1,244.80. This disbursement sum is broken down into categories of charges. A complete description of the expenses incurred by BFC&A during the Fee Period is attached hereto as Exhibit B.

18. BFC&A represents as follows with regard to its charges for actual and necessary costs and expenses during the Fee Period:

(a) Copy charges are \$.10 per page, which charge is reasonable and customary in the legal industry representing costs of copy materials, outside service costs, acquisition, maintenance, storage and operation of copy machines and copy center, together with a margin for recovery of lost expenditures.

(b) Incoming facsimiles are not billed.

(c) Outgoing facsimiles are billed at the rate of \$1.00 per page. The cost represents operator time, maintaining several dedicated facsimile telephone lines, supplies and equipment, and includes a margin for recovery of lost expenditures.

VI. VALUATION OF SERVICES

19. Attorneys and paraprofessionals of BFC&A have expended a total of 156.70 hours in connection with this matter during the Fee Period. The reasonable value of the services rendered by BFC&A to the Debtor during the Fee Period is \$49,191.00. The rates charged are BFC&A's normal hourly rates for work of this character.

20. At all relevant times, BFCA has been a disinterested person as that term is defined in § 101(14) of the Bankruptcy Code and has not represented nor held any interest adverse to the interest of the Debtor.

21. BFC&A has reviewed the requirements of Local Bankruptcy Rule 2016-2 and believes that this Application complies with the requirements of same.

22. There is no agreement or understanding between BFC&A and any other persons, other than members of the firm, for the sharing of compensation to be received for services rendered in this case.

23. In accordance with the factors enumerated in 11 U.S.C. § 330, the amount requested is fair and reasonable given (a) the complexity of this case, (b) the time expended, (c) the nature and extent of the services rendered, (d) the value of such services, and (e) the costs of comparable services other than in a case under this title.

WHEREFORE, pursuant to the Administrative Order, BFC&A respectfully requests compensation in the amount of \$40,597.60, representing 80% of the requested compensation for professional services rendered to the Debtor and 100% of the expenses incurred during the Fee Period and such other relief as this Court deems just and proper.

Dated: July 22, 2009

Respectfully submitted,

BENESCH, FRIEDLANDER,
COPLAN & ARONOFF LLP

By: /s/ Bradford J. Sandler

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Kari Coniglio, Esquire (OH 0081463)
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wkohn@beneschlaw.com
kconiglio@beneschlaw.com

Counsel for Forward Foods LLC,
Debtor and Debtor in Possession

CERTIFICATION OF RESPONSIBLE ATTORNEY

Pursuant to the Guidelines for Applications for Compensation and Reimbursement of Expenses Adopted by the Executive Office for the United States Trustees Pursuant to the Bankruptcy Reform Act 1994, effective January 30, 1996 (“U.S.T. Guidelines”) and Local Bankruptcy Rule 2016-2 (the “Local Bankruptcy Rules”), the undersigned, as responsible attorney, certifies (a) I have read the foregoing application, (b) to the best of my knowledge, information, and belief formed after reasonable inquiry, the compensation and expense reimbursement sought conforms with the U.S.T. Guidelines and the Local Bankruptcy Rules, and (c) the compensation and expense reimbursement requested are billed at rates and in accordance with practices no less favorable to the Debtor than those customarily employed by BFC&A generally.

/s/ Bradford J. Sandler

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wkohn@beneschlaw.com
kconiglio@beneschlaw.com

Counsel for Forward Foods LLC,
Debtor and Debtor in Possession

CERTIFICATE OF SERVICE

The undersigned hereby certifies that a copy of the foregoing *Fourth Monthly Application of Benesch, Friedlander, Coplan & Aronoff LLP for Interim Compensation for Services Rendered and Reimbursement of Expenses Incurred as Counsel to the Debtor for the Period June 1, 2009 through June 30, 2009* and Notice thereof was served on the 22nd day of July, 2009 via First Class United States mail, postage prepaid, to the following:

Forward Foods, LLC
Attn: Nancy Huber
P.O. Box 3197
Carson City, NV 89702

Allen Matkins Leck Gamble Mallory & Natsis
LLP
Attn: Debra A. Riley
501 West Broadway
15th Floor
San Diego, CA 92101-3541
(Counsel for Next Proteins, Inc.)

Buchalter Nemer
Attn: Matthew W. Kavanaugh
1000 Wilshire Boulevard
Suite 1500
Los Angeles, CA 90017-2457
(Counsel for The CIT Group/Commercial Services, Inc.)

Bodman LLP
Attn: David J. Nowaczewski
1901 St. Antoine Street
6th Floor at Ford Field
Detroit, MI 48226
(Counsel for Comerica Bank)

Emigrant Capital Corp.
Attn: Ed Burns and Ken Walters
6 E. 43rd Street
New York, NY 10017

Jager Smith, P.C.
Attn: Steven C. Reingold
One Financial Center
Boston, MA 02111
(Counsel for the Committee)

Office of the U.S. Trustee
Attn: Joseph McMahon
844 King Street
Suite 2207
Wilmington, DE 19801

/s/ Bradford J. Sandler
Bradford J. Sandler

Case Administration

FOR PROFESSIONAL SERVICES RENDERED THROUGH JUNE 30, 2009

Date	Atty	Services	Hours
06/01/09	WK	Discuss updated Schedule F values with L. Behra	0.40
06/01/09	SL	Attend meeting with W. Kohn and K. Coniglio to discuss Forward Foods strategy	0.80
06/01/09	LMS	Review Amended Schedule F prepared by Debtor and cross-check against Amended Schedules filed in April	3.00
06/01/09	LMS	Prepare chart detailing amendments to Schedules and outlining questions for Debtor	2.50
06/01/09	LMS	Numerous conversations with W. Kohn regarding Amended Schedules	0.40
06/02/09	WK	Review amended Schedule F	0.50
06/02/09	KC	Meet with L. Behra to discuss amended schedules	0.30
06/04/09	KC	Conference call with W. Kohn, L. Behra and N. Huber regarding amended schedules (.30); meet with L. Behra to review information for amended schedules (.60)	0.90
06/04/09	LMS	Conference call with N. Huber, W. Kohn and K. Coniglio regarding Amended Schedule F	0.50
06/04/09	LMS	Review and comment regarding amendments to Schedule F	2.00
06/05/09	BJS	Various emails with S. Van Dyk regarding executing leases	0.20
06/05/09	KC	Meet with L. Behra to discuss 20-day claimants and amended schedules	0.40
06/05/09	LMS	Continued review of Amended Schedules received by Debtor and cross-check same against previously amended schedules	3.00
06/05/09	LMS	Prepare correspondence to N. Huber relative to questions/comments regarding Amended Schedules	0.40
06/05/09	SV	Prepare CNOS regarding docket no. 144.	0.20
06/05/09	SV	Prepare CNOs regarding docket no. 146.	0.20
06/05/09	SV	File CNO's and forward to court regarding doc. no. 146	0.50

Date	Atty	Services	Hours
06/05/09	SV	File CNO's and forward to court regarding doc. no. 144	0.50
06/05/09	SV	Review efile notices and download documents.	0.10
06/05/09	SV	Update docket and pleadings file.	0.10
06/08/09	LMS	Meeting with W. Kohn regarding amended Schedules and claim amounts for plan	0.90
06/08/09	LMS	Review revised amended Schedules received from N. Huber	0.50
06/09/09	BJS	Review CNO regarding D1 58	0.20
06/09/09	BJS	Email from W. Kohn regarding exit strategy	0.20
06/09/09	KC	Meet with L. Behra to discuss scheduled payments (.20); Meet with W. Kohn and L. Behra to discuss schedules (.20)	0.40
06/09/09	LMS	Telephone call with N. Huber relative to amendments to schedules	0.90
06/09/09	LMS	Meeting with K. Coniglio regarding amendments to schedules	0.30
06/09/09	LMS	Meeting with W. Kohn regarding amendments to schedules	0.30
06/09/09	LMS	Meeting with W. Kohn and K. Coniglio regarding amendments to schedules	0.30
06/10/09	BJS	Conference with W. Kohn regarding exit strategy	0.30
06/10/09	JRH	Review email summary from W. Kohn regarding status of case	0.20
06/10/09	LMS	Email communication with K. Coniglio regarding orders served by claims agent	0.20
06/11/09	SV	Review efile notices and download documents	0.10
06/15/09	SV	Review efile notices and download documents	0.10
06/15/09	SV	Update docket and pleadings file	0.10
06/15/09	SV	Update critical dates calendar	0.10
06/16/09	WK	Discuss need for June Omnibus hearing with B. Sandler	0.30
06/16/09	BJS	Review CNO regarding D1 160	0.20
06/16/09	BJS	Various emails with K. Coniglio regarding DE procedure	0.30
06/16/09	KC	Meet with L. Behra to discuss further amendments to schedules and claims spreadsheet	0.30

Date	Atty	Services	Hours
06/16/09	LMS	Prepare summary of scheduled unsecured creditors relative to amendments to schedules, claim objections and plan valuations	3.50
06/16/09	SV	Review efile notices and download documents	0.10
06/17/09	BJS	Review agenda and discuss with S. Van Dyk	0.30
06/17/09	LMS	Prepare summary of scheduled unsecured creditors relative to amendments to schedules, claim objections and plan valuations	2.80
06/17/09	SV	Prepare agenda for 6/24/09	0.30
06/17/09	SV	Review efile notices and download documents	0.10
06/17/09	SV	Update docket and pleadings file	0.10
06/18/09	BJS	Review CNO regarding D1 142 and discuss with S. Van Dyk	0.20
06/18/09	LMS	Prepare summary of scheduled unsecured creditors relative to amendments to schedules, claim objections and plan valuations	3.00
06/18/09	SV	Prepare CNO regarding doc. no. 142	0.20
06/19/09	BJS	Call with court regarding adjourning hearing	0.20
06/19/09	BJS	Review and revise agenda and discuss with S. Van Dyk	0.30
06/19/09	LMS	Prepare summary of scheduled unsecured creditors relative to amendments to schedules, claim objections and plan valuations	6.00
06/19/09	SV	File agenda	0.50
06/19/09	SV	File CNO regarding document no. 142	0.40
06/19/09	SV	Telephone call to clerk regarding canceled hearing	0.10
06/19/09	SV	Update agenda for 6/24	0.10
06/19/09	SV	Prepare CNO file	0.20
06/22/09	KC	Meet with L. Behra to discuss rejection damages and amendments to schedules	0.60
06/22/09	LMS	Email communications and phone call with N. Huber regarding amendments to schedules	0.30
06/22/09	LMS	Discussion with K. Caruso regarding CNO	0.10
06/22/09	LMS	Attention to agenda for filing	0.20

Date	Atty	Services	Hours
06/22/09	LMS	Preparation of amended schedules	2.50
06/23/09	BJS	Review CNO regarding D1 166	0.20
06/23/09	LMS	Respond to inquiry from N. Huber regarding documents filed in case thus far	0.20
06/24/09	BJS	Review settlement/committee/CIT order	0.10
06/24/09	LMS	Conference with W. Kohn regarding confirmation of amendments to schedules	0.10
06/24/09	LMS	Obtain information for N. Huber regarding professional fees allowed to be paid and conference with N. Huber regarding same	1.20
06/25/09	LMS	Review and revise Debtor's monthly operating report for May	0.70
06/25/09	LMS	Preparation of amended schedules	4.40
06/26/09	KC	Meet with L. Behra to discuss treatment of customer claims on schedules	0.70
06/26/09	LMS	Prepare amendments to schedules	3.50
06/29/09	WK	Review proposed amendment to Schedule B, F and G	0.40
06/29/09	WK	Review monthly operating report from May	0.70
06/29/09	WK	Discuss May operating report with N. Huber	0.40
06/29/09	LMS	Finalize amended schedules	0.50
06/29/09	LMS	Conference with W. Kohn regarding including alleged personal injury claimants in amended schedules and email communications with N. Huber and W. Kohn regarding same	0.20
06/30/09	BJS	Review operating report	0.30
06/30/09	KC	Meet with L. Behra and W. Kohn to discuss notice to personal injury claimants	0.20
06/30/09	LMS	Conference call with N. Huber regarding alleged personal injury claimants relative to amended schedules	0.20
06/30/09	LMS	Conference with W. Kohn and K. Coniglio regarding amendments to schedules	0.30
06/30/09	LMS	Email with N. Huber regarding Monthly Operating Report for May	0.10

Date	Atty	Services	Hours
06/30/09	LMS	Conference calls with W. Kohn regarding alleged personal injury claimants to include in amended schedules	0.20

Case Administration

<u>Attorney Name</u>		<u>Hourly Rate</u>	<u>Hours</u>	<u>Amount</u>
<u>PARTNER</u>				
WILLIAM KOHN	(WK)	\$695.00	2.70	\$1,876.50
BRADFORD J SANDLER	(BJS)	\$535.00	3.00	\$1,605.00
			<u>5.70</u>	<u>\$3,481.50</u>
<u>ASSOCIATE</u>				
KARI CONIGLIO	(KC)	\$230.00	3.80	\$874.00
JENNIFER R HOOVER	(JRH)	\$330.00	0.20	\$66.00
SCOTT LEPENE	(SL)	\$265.00	0.80	\$212.00
			<u>4.80</u>	<u>\$1,152.00</u>
<u>PARALEGAL</u>				
LISA M BEHRA	(LMS)	\$175.00	45.20	\$7,910.00
SANDI VAN DYK	(SV)	\$215.00	4.10	\$881.50
			<u>49.30</u>	<u>\$8,791.50</u>
		TOTAL:	<u>59.80</u>	<u>\$13,425.00</u>

Financing

FOR PROFESSIONAL SERVICES RENDERED THROUGH JUNE 30, 2009

Date	Atty	Services	Hours
06/15/09	KC	Conference call with W. Kohn, debtor representatives and Emigrant regarding financing for plan	0.60

Financing

<u>Attorney Name</u>		<u>Hourly Rate</u>	<u>Hours</u>	<u>Amount</u>
<u>ASSOCIATE</u>				
KARI CONIGLIO	(KC)	\$230.00	0.60	\$138.00
			<u>0.60</u>	<u>\$138.00</u>
		TOTAL:	<u>0.60</u>	<u>\$138.00</u>

Firm Retention/Compensation

FOR PROFESSIONAL SERVICES RENDERED THROUGH JUNE 30, 2009

Date	Atty	Services	Hours
06/02/09	LMS	Conference with K. Coniglio regarding fees billed through May 31 and summarize same	0.80
06/03/09	LMS	Discussion with W. Kohn regarding fees for May	0.20
06/04/09	LMS	Review and revise BFCA fees and expenses for May 2009	1.20
06/08/09	KC	Review and revise monthly pro forma	0.40
06/12/09	LMS	Preparation of BFCA monthly fee statement for May 2009	0.40
06/15/09	BJS	Various emails with L. Behra regarding BFCA fees	0.30
06/15/09	LMS	Preparation of BFCA monthly fee application for May 2009	0.70
06/16/09	LMS	Discussion with W. Kohn regarding amounts owed to Benesch per CNO on Second Monthly Fee Application and forward copy of CNO to W. Kohn	0.20
06/16/09	LMS	Preparation of CNO regarding Second Monthly Fee Application	0.20
06/23/09	KC	Draft third monthly application for interim compensation	1.30
06/24/09	KC	Meet with W. Kohn to review 3rd fee application (.10); telephone calls with accounting regarding prior payments (.30)	0.40
06/24/09	LMS	Preparation of BFCA monthly fee statement for May 2009	0.50
06/25/09	BJS	Review BFCA fee application	0.30

Firm Retention/Compensation

<u>Attorney Name</u>		<u>Hourly Rate</u>	<u>Hours</u>	<u>Amount</u>
<u>PARTNER</u>				
BRADFORD J SANDLER	(BJS)	\$535.00	0.60	\$321.00
			<u>0.60</u>	<u>\$321.00</u>
<u>ASSOCIATE</u>				
KARI CONIGLIO	(KC)	\$230.00	2.10	\$483.00
			<u>2.10</u>	<u>\$483.00</u>
<u>PARALEGAL</u>				
LISA M BEHRA	(LMS)	\$175.00	4.20	\$735.00
			<u>4.20</u>	<u>\$735.00</u>
		TOTAL:	<u>6.90</u>	<u>\$1,539.00</u>

Other Professional Retention/Compensation

FOR PROFESSIONAL SERVICES RENDERED THROUGH JUNE 30, 2009

Date	Atty	Services	Hours
06/25/09	BJS	Review committee fee application	0.30
06/25/09	BJS	Review email from C. Neff regarding Ciardi fees	0.30
06/30/09	BJS	Various emails with T. Bielli regarding fee application	0.30

Other Professional Retention/Compensation

<u>Attorney Name</u>		<u>Hourly Rate</u>	<u>Hours</u>	<u>Amount</u>
<u>PARTNER</u>				
BRADFORD J SANDLER	(BJS)	\$535.00	0.90	\$481.50
			<u>0.90</u>	<u>\$481.50</u>
		TOTAL:	<u>0.90</u>	<u>\$481.50</u>

Business Operations

FOR PROFESSIONAL SERVICES RENDERED THROUGH JUNE 30, 2009

Date	Atty	Services	Hours
06/01/09	WK	Review revised claim for filing in PCA proceeding	0.50
06/01/09	KC	Finalize PCA claims analysis	0.30
06/02/09	WK	Review claim for Fair Foods bankruptcy	0.30
06/02/09	KC	Meet with W. Kohn to discuss PCA claims (.40); revise PCA claim amounts for increased attorney fees (.30); calculate increased fees with L. Behra (.60); finalize PCA analysis and email to N. Huber (.60)	1.90
06/02/09	MJS	Discuss Drug Fair/Forward Foods POC with W. Kohn and send POC to Epiq	0.20
06/04/09	KC	Prepare PCA proof of claim and reservation of rights	1.20
06/05/09	KC	Meet with L. Behra to discuss PCA claim(.30); file PCA claim(.40)	0.70
06/09/09	WK	Discuss reasonable marketing expenses with N. Huber	0.50
06/10/09	KC	Draft UCC-1 statement for Edner equipment (.60); discuss and prepare UCC-1's with L. Behra (.80)	1.40
06/10/09	LMS	Preparation of UCCs for Edner of Nevada as Debtor and Emigrant as Secured Party and Edner of Nevada as Debtor and Forward Foods as secured party	0.60
06/11/09	KC	Draft letter to GE regarding financing transaction disguised as a lease	2.00
06/11/09	SV	Prepare CNO regarding Silicon retention motion	0.20
06/12/09	WK	Review UCC filings to perfect equipment purchase money financing with Edner of Nevada	0.30
06/12/09	LMS	Conference with W. Kohn regarding asset description on Edner financing statements	0.20
06/15/09	KC	Meet with W. Kohn to discuss UCC filings against Edner (.10); revise exhibit list for UCC filing (.20); email correspondence with N. Huber regarding Edner's organizational number (.10)	0.40

Date	Atty	Services	Hours
06/15/09	LMS	Discussion with K. Coniglio regarding revised collateral description for financing statement and update same	0.30
06/16/09	KC	Contact Edner regarding organizational id	0.10
06/16/09	SV	File CNO regarding Silicon retention	0.40
06/23/09	KC	Telephone calls to Edner regarding organizational id for UCC filing	0.20
06/23/09	LMS	Call to CSC regarding organizational ID for Edner of Nevada in preparation of filing of financing statements	0.20
06/24/09	BJS	Review order employing Silicon counsel and discuss with J. Smith	0.20
06/24/09	KC	Email correspondence with N. Huber and D. Hubb regarding order on employment of Silicon as ordinary course professional	0.20
06/24/09	LMS	Preparation of Edner/Emigrant UCC for filing	0.20
06/26/09	LMS	Prepare Edner/Forward Foods UCC for filing	0.20

Business Operations

<u>Attorney Name</u>		<u>Hourly Rate</u>	<u>Hours</u>	<u>Amount</u>
<u>PARTNER</u>				
WILLIAM KOHN	(WK)	\$695.00	1.60	\$1,112.00
BRADFORD J SANDLER	(BJS)	\$535.00	0.20	\$107.00
			<u>1.80</u>	<u>\$1,219.00</u>
<u>ASSOCIATE</u>				
KARI CONIGLIO	(KC)	\$230.00	8.40	\$1,932.00
MATTHEW J SAMSA	(MJS)	\$185.00	0.20	\$37.00
			<u>8.60</u>	<u>\$1,969.00</u>
<u>PARALEGAL</u>				
LISA M BEHRA	(LMS)	\$175.00	1.70	\$297.50
SANDI VAN DYK	(SV)	\$215.00	0.60	\$129.00
			<u>2.30</u>	<u>\$426.50</u>
			<u>TOTAL:</u>	<u>\$3,614.50</u>

Executory Contracts/Unexpired Personal Property Leases

FOR PROFESSIONAL SERVICES RENDERED THROUGH JUNE 30, 2009

Date	Atty	Services	Hours
06/04/09	KC	Review Insight lease	0.50
06/10/09	BJS	Review order approving rejection of lease with Truckee	0.20
06/10/09	BJS	Review order approving rejection of Cintas lease	0.20
06/11/09	SAL	Conference with K. Coniglio regarding strategy for opposing lease claims as secured transactions	0.30
06/12/09	WK	Review proposed letter to GE Capital regarding financing lease	0.30
06/15/09	KC	Revise letter to GE regarding installment sales contract	0.30

Executory Contracts/Unexpired Personal Property Leases

<u>Attorney Name</u>		<u>Hourly Rate</u>	<u>Hours</u>	<u>Amount</u>
<u>PARTNER</u>				
WILLIAM KOHN	(WK)	\$695.00	0.30	\$208.50
BRADFORD J SANDLER	(BJS)	\$535.00	0.40	\$214.00
			<u>0.70</u>	<u>\$422.50</u>
<u>ASSOCIATE</u>				
KARI CONIGLIO	(KC)	\$230.00	0.80	\$184.00
STUART LAVEN	(SAL)	\$320.00	0.30	\$96.00
			<u>1.10</u>	<u>\$280.00</u>
		TOTAL:	<u>1.80</u>	<u>\$702.50</u>

Claims

FOR PROFESSIONAL SERVICES RENDERED THROUGH JUNE 30, 2009

Date	Atty	Services	Hours
06/01/09	WK	Review scheduled claim with L. Seelbach of Nextech Group	0.40
06/01/09	KC	Calculate rejection damages for rejected non-residential real property leases and rejected equipment leases relative to claims analysis	2.50
06/02/09	WK	Review analysis of lease damages relative to claims analysis	0.40
06/02/09	KC	Finalize rejection damages spreadsheet relative to claims analysis	0.60
06/02/09	LMS	Send form proof of claim to Nextec and advise relative to service of same	0.20
06/02/09	LMS	Email correspondence to Garden City Group relative to service of proofs of claim	0.20
06/08/09	KC	Draft motion to establish general claims bar date	1.30
06/09/09	KC	Meet with L. Behra to discuss Delaware procedures for establishing claims bar date (.80); draft motion to establish general claims bar date (1.50)	2.30
06/09/09	KC	Telephone call with counsel for Farbest regarding status of claim	0.20
06/09/09	LMS	Conference with K. Coniglio regarding Bar Date Motion and deadline for filing claims	0.50
06/09/09	LMS	Conference with W. Kohn and K. Coniglio regarding Bar Date Motion and deadline for filing claims	0.30
06/10/09	WK	Review Motion for Bar Date and edit Motion	0.50
06/10/09	BJS	Review bar date motion	0.30
06/10/09	KC	Draft motion to establish bar date (.50); draft notice and order regarding bar date (1.10); phone call with Garden City to discuss bar date (.20); email correspondence with S. Van Dyk regarding bar date (.10); phone call with L. Behra and Garden City regarding claims procedures (.60); revise bar date motion, notice and order with L. Behra (.80); file motion to establish bar date (.50)	3.80

Date	Atty	Services	Hours
06/10/09	LMS	Conferences with M. Uhrig and K. Coniglio regarding Bar Date Motion, Notice and Order and revise same	1.50
06/10/09	LMS	Discussion with K. Coniglio regarding Bar Date Motion	0.30
06/17/09	KC	Meet with W. Kohn to discuss claims	0.20
06/21/09	KC	Research third circuit case law on claims estimation (1.0); draft motion to estimate claim of Protein Bar Technology (1.0)	2.00
06/21/09	JRH	Emails with K. Coniglio regarding motion for estimation of claim and related issue	0.20
06/21/09	JES	In connection with Forward Food's Motion to Estimate Claim, drafted 1) proposed order and 2) Notice of Hearing	1.80
06/22/09	WK	Review proposed Motion for estimate of claim of Protein Bar Technologies	0.30
06/22/09	KC	Review order and notice for claims estimation (.20); email correspondence with J. Sheaffer regarding patent litigation and estimation of claim (.20)	0.40
06/25/09	KC	Review additions/modifications to motion to estimate claim (.50); email correspondence with W. Kohn regarding motion to estimate claim, revisions and order (.20); meet with W. Kohn to discuss strategy for determining claim (.30)	1.00
06/30/09	WK	Review notices of potential personal injury claims made after recall	0.80

Claims

<u>Attorney Name</u>		<u>Hourly Rate</u>	<u>Hours</u>	<u>Amount</u>
<u>PARTNER</u>				
WILLIAM KOHN	(WK)	\$695.00	2.40	\$1,668.00
BRADFORD J SANDLER	(BJS)	\$535.00	0.30	\$160.50
			<u>2.70</u>	<u>\$1,828.50</u>
<u>ASSOCIATE</u>				
KARI CONIGLIO	(KC)	\$230.00	14.30	\$3,289.00
JENNIFER R HOOVER	(JRH)	\$330.00	0.20	\$66.00
JENNIFER E. SMITH	(JES)	\$210.00	1.80	\$378.00
			<u>16.30</u>	<u>\$3,733.00</u>
<u>PARALEGAL</u>				
LISA M BEHRA	(LMS)	\$175.00	3.00	\$525.00
			<u>3.00</u>	<u>\$525.00</u>
		TOTAL:	<u>22.00</u>	<u>\$6,086.50</u>

Plan and Disclosure Statement

FOR PROFESSIONAL SERVICES RENDERED THROUGH JUNE 30, 2009

Date	Atty	Services	Hours
06/01/09	WK	Review Motion to Extend Exclusivity	0.30
06/01/09	WK	Review elements to be resolved for Plan negotiation	0.70
06/01/09	BJS	Review motion to extend exclusivity.	0.30
06/01/09	KC	Draft motion to extend exclusivity (3.0); draft order granting extension and notice (.50); meet with S. Lepene and W. Kohn to discuss plan preparations (.60); file motion to extend exclusivity (.30)	4.40
06/03/09	WK	Review debt scenarios from Emigrant Capital in preparation for Plan negotiations	0.80
06/04/09	WK	Discuss operations results, including severance issues with N. Huber	0.30
06/05/09	WK	Discuss income note issue with K. Walters and W. Stant of Emigrant Capital	0.40
06/05/09	WK	Discuss funding for Forward Foods with K. Walters and W. Stant of Emigrant	0.40
06/05/09	WK	Review analysis of debt	0.70
06/08/09	WK	Outline potential structure of convenience class credit treatment	0.70
06/08/09	WK	Confirm creditors' list adjustments with N. Huber	0.40
06/08/09	WK	Discuss charge on listed creditors with N. Huber	0.40
06/08/09	WK	Work on alternate approaches to Plan structure	1.40
06/09/09	WK	Prepare an initial analysis of a Plan's structure for management	1.30
06/09/09	WK	Discussion with S. Reingold regarding Budget status and claims Bar Date	0.40
06/09/09	KC	Review email from W. Kohn explaining plan analysis	0.40
06/10/09	WK	Work on Plan structure	0.70
06/14/09	WK	Request feedback on prospective budget for Plan funding from P. Muldoon, N. Huber and K. Walters	0.40

Date	Atty	Services	Hours
06/15/09	WK	Discussion with K. Walters, P. Muldoon and N. Huber regarding plan strategy	0.80
06/15/09	WK	Consider interest rates in discussion with P. Muldoon	0.50
06/15/09	WK	Draft memorandum on plan strategy	1.20
06/17/09	WK	Discuss status of negotiations with S. Reingold for Committee	0.50
06/17/09	SV	Prepare CNO regarding exclusivity extension	0.20
06/18/09	WK	Discuss financing issues with P. Muldoon and N. Huber	0.50
06/19/09	WK	Circulate analysis to officers regarding Plan alternatives	0.70
06/19/09	WK	Discussion with K. Walters of Emigrant regarding Budget	0.40
06/19/09	WK	Discussion with S. Reingold regarding status of Budget	0.30
06/23/09	WK	Review request for Budget from counsel for Committee and request status from K. Walters	0.70
06/23/09	LMS	Prepare CNO regarding Motion to Extend Exclusivity for filing	0.10
06/24/09	WK	Review plan forecast	0.50
06/24/09	WK	Discuss status of operations with N. Huber	0.60
06/24/09	WK	Report status to S. Reingold of Committee	0.40
06/24/09	BJS	Various emails with W. Kohn regarding disclosure statement	0.30
06/25/09	WK	Communicate with S. Reingold regarding Plan analysis	0.30
06/25/09	WK	Forward Plan outline to S. Reingold	0.40
06/25/09	WK	Review response from S. Reingold regarding Committee response to proposal	0.30
06/25/09	WK	Contact company for interaction with Committee	0.50
06/25/09	KC	Meet with W. Kohn to discuss plan discussions with committee	0.20
06/29/09	WK	Discuss Plan discussions with P. Muldoon and N. Huber	0.40

Plan and Disclosure Statement

<u>Attorney Name</u>		<u>Hourly Rate</u>	<u>Hours</u>	<u>Amount</u>
<u>PARTNER</u>				
WILLIAM KOHN	(WK)	\$695.00	18.30	\$12,718.50
BRADFORD J SANDLER	(BJS)	\$535.00	0.60	\$321.00
			<u>18.90</u>	<u>\$13,039.50</u>
<u>ASSOCIATE</u>				
KARI CONIGLIO	(KC)	\$230.00	5.00	\$1,150.00
			<u>5.00</u>	<u>\$1,150.00</u>
<u>PARALEGAL</u>				
LISA M BEHRA	(LMS)	\$175.00	0.10	\$17.50
SANDI VAN DYK	(SV)	\$215.00	0.20	\$43.00
			<u>0.30</u>	<u>\$60.50</u>
		TOTAL:	<u>24.20</u>	<u>\$14,250.00</u>

Litigation

FOR PROFESSIONAL SERVICES RENDERED THROUGH JUNE 30, 2009

Date	Atty	Services	Hours
06/01/09	WK	Discussion with N. Huber and K. Walters regarding financing patent claim matter	0.40
06/01/09	LC	Draft arguments to patent owner's response to office action based on research on continued examination in reexamination and amendments after final and interpretation of the claim term "less than"	1.80
06/03/09	JS	Confer with W. Kohn concerning reexamination proceedings and handling of matters by Stroock law firm	0.30
06/04/09	WK	Prepare for discussion on patent litigation	0.40
06/04/09	WK	Participate in conference call regarding patent litigation issues with J. Sheaffer, D. DiNardo regarding patent matters	0.40
06/04/09	JS	Phone conference with I. DiBernardo and W. Kohn to discuss Stroock's preparation of paperwork in reexamination proceedings	0.30
06/04/09	JS	Follow-up email with I. DiBernardo of Stroock to provide memorandum of legal research for use in preparation of response in patent reexamination proceedings	0.10
06/05/09	RK	Review and approve trademark watch service invoice for DETOUR trademark in U.S. and reply regarding removal of written notices	0.20
06/05/09	RK	Review file intake report for Forward Foods LLC trademarks	0.20
06/05/09	RK	Send acknowledgement of receipt of files from DLA Piper to I. Davison for signature	0.20
06/05/09	RK	Review 11 trademark files for various marks to formulate future Forward Foods, LLC trademark strategy	1.10
06/05/09	DHP	Compile list of intellectual property files received from DLA Piper and match same to file manifest (0.30); e-mail R. Kline and J. Sheaffer summarizing intake review (0.20)	0.50
06/09/09	RK	Correspondence with I. Davison regarding trademark watch notices	0.10

Date	Atty	Services	Hours
06/09/09	RK	Review trademark watch notices for RUNNER and BIKER marks	0.10
06/09/09	DHP	Review docket data (0.10); discuss intake review of incoming trademark application files with R. Kline (0.20)	0.30
06/10/09	EM	File P3 - Review of Office Action from USPTO	0.30
06/10/09	DHP	Review incoming patent application files (0.30); discuss intake review with E. Matthews (0.20)	0.50
06/16/09	EM	File P3 - Read filed patent application, USPTO Office Action, and cited references	1.50
06/17/09	JS	Confer with E. Mathews concerning response to office action rejection and citation of prior art from reexamination proceedings to PTO in Forward Foods pending patent applications	0.30
06/17/09	EM	File P3 - Review patent application (0.50); discussion with J. Sheaffer regarding claims and IDS (0.30)	0.80
06/19/09	RK	Review docket reminder regarding Statement of Use due for ACTIVITY BAR (0.1 hrs); email I. Davison regarding same (0.3 hrs)	0.40
06/19/09	RK	Email I. Davison regarding extension of time to file Statement of Use for ACTIVITY BAR	0.10
06/19/09	RK	Email I. Davison regarding appropriate signatory information for filing Revocation of Attorney/Appointment of New Attorney	0.10
06/19/09	RK	Conference with R. Gallagher regarding drafting Revocation of Attorney/Appointment of New Attorney form	0.10
06/22/09	RG	Discussion with R. Kline regarding filing of Revocation of Attorney/Appointment of New Attorney form for all marks (0.10); draft Revocation of Attorney/Appointment of New Attorney form (0.40)	0.50
06/23/09	RG	Review email from client regarding approved signatory for documents (0.10); send Revocation of Attorney/Appointment of New Attorney form to client for review and electronic signature (0.10); receive and review client's electronic signature and submit form to US Patent and Trademark Office (0.10)	0.30
06/23/09	RG	Draft Request for Extension of Time to File Statement of Use for the mark ACTIVITY BAR (0.30); send to client for review and electronic signature (0.20)	0.50

Date	Atty	Services	Hours
06/24/09	RG	Receive and review client's electronic signature on Request for Extension of Time to File Statement of Use form (0.10); submit to US Patent and Trademark Office (0.20); report filing to client (0.10)	0.40
06/25/09	JS	Draft/prepare summary relating to patent infringement lawsuit and patent reexaminations for use in submission to bankruptcy court	1.40
06/25/09	EM	File P3 - Review Rexamination file histories for preparation of IDS	2.20
06/25/09	DHP	(P3) Review E. Mathews request for power of attorney and change of correspondence address for patent application (0.10); review USPTO databases for application details and recordation of assignment of application from inventors (0.10); prepare power of attorney and change of correspondence address and statement under 37 CFR 3.73(b) concerning ownership of application and email all materials to E. Mathews for review (0.20)	0.50
06/25/09	DHP	(P4) Review E. Mathews request for power of attorney and change of correspondence address for patent application (0.10); review USPTO databases for application details and recordation of assignment of application from inventors (0.10); download recently-issued Office Action from USPTO (0.10); prepare power of attorney and change of correspondence address and statement under 37 CFR 3.73(b) concerning ownership of application and e-mail all materials to E. Mathews for review (0.20)	0.50
06/26/09	EM	File P3 - Preparation of Response to Office Action	2.60
06/28/09	EM	P3 - Continue Response to Office Action; review cited prior art	1.00
06/29/09	EM	Continue search of references in related patent application and preparation of IDS documents for P3 and P4 patent applications	3.10
06/30/09	JS	Review draft Power of Attorney documents relating to patent prosecution matters	0.10
06/30/09	RK	Email I. Davison regarding conference call to discuss trademark portfolio	0.10
06/30/09	RK	Review and edit Forward Foods trademark status report for upcoming conference (0.70); telephone conference with I. Davison (0.30)	1.00

Litigation

<u>Attorney Name</u>		<u>Hourly Rate</u>	<u>Hours</u>	<u>Amount</u>
<u>PARTNER</u>				
WILLIAM KOHN	(WK)	\$695.00	1.20	\$834.00
JENNY SHEAFFER	(JS)	\$375.00	2.50	\$937.50
			<u>3.70</u>	<u>\$1,771.50</u>
<u>ASSOCIATE</u>				
LUIS CARRION	(LC)	\$195.00	1.80	\$351.00
RITA KLINE	(RK)	\$295.00	3.70	\$1,091.50
EILEEN MATHEWS	(EM)	\$335.00	11.50	\$3,852.50
			<u>17.00</u>	<u>\$5,295.00</u>
<u>PARALEGAL</u>				
REBECCA GALLAGHER	(RG)	\$140.00	1.70	\$238.00
DUNCAN H POIRIER	(DHP)	\$175.00	2.30	\$402.50
			<u>4.00</u>	<u>\$640.50</u>
		TOTAL:	<u>24.70</u>	<u>\$7,707.00</u>

503(b)(9) Claims

FOR PROFESSIONAL SERVICES RENDERED THROUGH JUNE 30, 2009

Date	Atty	Services	Hours
06/01/09	BJS	Various emails with K. Coniglio regarding Malnove.	0.30
06/02/09	BJS	Various emails to counsel for Clasen regarding Stipulation.	0.30
06/02/09	KC	Email correspondence with R. Woodman regarding stipulation regarding Malnove motion.	0.10
06/08/09	BJS	Various emails with A. Gibbs regarding Clasen	0.30
06/08/09	BJS	Various emails with B. Hazeltine regarding Clasen	0.20
06/09/09	SV	Prepare certification of counsel and PFO regarding Clasen claim	0.40
06/11/09	BJS	Review, revise and expand COC regarding Clasen	0.40
06/11/09	SV	File Cert of Counsel regarding stipulation with Clasen and forward to court	0.60
06/12/09	BJS	Review order approving Clasen stipulation	0.10
06/12/09	BJS	Various emails with W. Kohn regarding Clasen	0.20
06/24/09	KC	Telephone call with R. Woodman regarding stipulation	0.20

503(b)(9) Claims

<u>Attorney Name</u>		<u>Hourly Rate</u>	<u>Hours</u>	<u>Amount</u>
<u>PARTNER</u>				
BRADFORD J SANDLER	(BJS)	\$535.00	1.80	\$963.00
			<u>1.80</u>	<u>\$963.00</u>
<u>ASSOCIATE</u>				
KARI CONIGLIO	(KC)	\$230.00	0.30	\$69.00
			<u>0.30</u>	<u>\$69.00</u>
<u>PARALEGAL</u>				
SANDI VAN DYK	(SV)	\$215.00	1.00	\$215.00
			<u>1.00</u>	<u>\$215.00</u>
		TOTAL:	<u>3.10</u>	<u>\$1,247.00</u>

Computer Research

<u>Date</u>	<u>User</u>	<u>Description</u>	<u>Amount</u>
06/01/09	KC	Computer Research - Westlaw	342.36
06/09/09	XXX	Computer Research - Pacer PACER 2009 25 PAGES	2.00
06/21/09	KC	Computer Research - Westlaw	122.76
06/22/09	XXX	Computer Research - Pacer PACER 2009 7 PAGES	0.56
06/22/09	XXX	Computer Research - Pacer PACER 2009 2 PAGES	0.16
06/22/09	XXX	Computer Research - Pacer PACER 2009 6 PAGES	0.48
06/23/09	XXX	Computer Research - Pacer PACER 2009 1 PAGES	0.08
06/23/09	XXX	Computer Research - Pacer PACER 2009 1 PAGES	0.08
06/24/09	XXX	Computer Research - Pacer PACER 2009 2 PAGES	0.16
06/24/09	XXX	Computer Research - Pacer PACER 2009 2 PAGES	0.16
06/24/09	XXX	Computer Research - Pacer PACER 2009 2 PAGES	0.16
06/24/09	XXX	Computer Research - Pacer PACER 2009 2 PAGES	0.16
06/24/09	XXX	Computer Research - Pacer PACER 2009 1 PAGES	0.08
06/24/09	XXX	Computer Research - Pacer PACER 2009 12 PAGES	0.96
06/24/09	XXX	Computer Research - Pacer PACER 2009 11 PAGES	0.88
06/24/09	XXX	Computer Research - Pacer PACER 2009 3 PAGES	0.24
06/24/09	XXX	Computer Research - Pacer PACER 2009 2 PAGES	0.16
06/24/09	XXX	Computer Research - Pacer PACER 2009 3 PAGES	0.24

Delivery Fee - Outside

<u>Date</u>	<u>User</u>	<u>Description</u>	<u>Amount</u>
06/03/09	BJS	Delivery Fee - Outside - Vendor: PARCELS, INC TO JUDGE KEVIN J. CAREY 5/15	7.50
06/30/09	BJS	Delivery Fee - Outside - Vendor: PARCELS, INC TO JUDGE K. J. CAREY 6/11	5.00
		TOTAL:	<u>\$12.50</u>

Outside Professional Services

<u>Date</u>	<u>User</u>	<u>Description</u>	<u>Amount</u>
06/03/09	BJS	Outside Professional Services - Vendor: PARCELS, INC COPIES 5/14	102.45
06/30/09	RK	Outside Professional Services - Vendor: CT Corsearch	235.00
		TOTAL:	<hr/> \$337.45

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06/05/09	SV	Document Reproduction 30 copies	3.00
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06/10/09	LMS	Document Reproduction 1 copies	0.10
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Fax

<u>Date</u>	<u>User</u>	<u>Description</u>	<u>Amount</u>
06/22/09	BJS	Fax 4pages > 13024298600 LD = .00	2.00
06/22/09	BJS	Fax 4pages > 14142988097 LD = .00	2.00
06/22/09	BJS	Fax 4pages > 13024288195 LD = .00	2.00
06/22/09	BJS	Fax 4pages > 17752679057 LD = .00	2.00
06/22/09	BJS	Fax 4pages > 13022524330 LD = .00	2.00
06/22/09	BJS	Fax 4pages > 13025736497 LD = .00	2.00
06/22/09	BJS	Fax 4pages > 13026581300 LD = .00	2.00
06/22/09	BJS	Fax 4pages > 13027787575 LD = .00	2.00
06/22/09	BJS	Fax 4pages > 16106667704 LD = .00	2.00
06/22/09	BJS	Fax 4pages > 16103717972 LD = .00	2.00
TOTAL:			<hr/> \$20.00

Filing Fees - IP

<u>Date</u>	<u>User</u>	<u>Description</u>	<u>Amount</u>
06/24/09	WK	Filing Fees - IP (Amex patent fees)	300.00
		TOTAL:	<u>\$300.00</u>

Long Distance Calls

<u>Date</u>	<u>User</u>	<u>Description</u>	<u>Amount</u>
05/06/09	WK	Long Distance Calls CARSONCI NV - EXT4182 7757212701 Duration: 00:01	0.35
05/19/09	RK	Long Distance Calls OKLD MN CA - EXT4466 5108911136 Duration: 00:36:	12.60
05/19/09	KC	Long Distance Calls LEESPORT PA - EXT4690 6109264151 Duration: 00:20	7.00
06/01/09	LMS	Long Distance Calls JACKS VL NV - EXT4653 7752679014 Duration: 00:01	0.35
06/03/09	JS	Long Distance Calls NEW YORK NY - EXT4453 2128065867 Duration: 00:02	0.70
06/04/09	JS	Long Distance Calls NEW YORK NY - EXT4453 2128065867 Duration: 00:04	1.40
06/04/09	JS	Long Distance Calls NEW YORK NY - EXT4453 2128065867 Duration: 00:07	2.45
06/05/09	KC	Long Distance Calls ROANOKE VA - EXT4690 5408572391 Duration: 00:02:	0.70
06/10/09	KC	Long Distance Calls ORLANDO FL - EXT4690 4076838207 Duration: 00:07:	2.45
06/10/09	LMS	Long Distance Calls ORLANDO FL - EXT4653 4076838207 Duration: 00:02:	0.70
06/16/09	KC	Long Distance Calls WALNUT C CA - EXT4690 9257667108 Duration: 00:01	0.35
06/18/09	KC	Long Distance Calls ARDMORE PA - EXT4690 6104534707 Duration: 00:03:	1.05
06/22/09	LMS	Long Distance Calls RENO NV - EXT4653 7752294010 Duration: 00:06:00	2.10
06/23/09	KC	Long Distance Calls FRNK GRN CA - EXT4690 5104418504 Duration: 00:02	0.70
06/24/09	KC	Long Distance Calls VLY FORG PA - EXT4690 6106668429 Duration: 00:01	0.35
06/26/09	LMS	Long Distance Calls RENO NV - EXT4653 7752294010 Duration: 00:02:00	0.70

TOTAL:

\$33.95